

Form No. INC-33**e-MOA (e-Memorandum of Association)**

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]]



Form language

☒ English☐ Hindi

Refer instruction kit for filing the form.

All fields marked in * are mandatory

* Table applicable to company as notified under schedule I of the Companies Act, 2013

A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL

D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL

E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)

Table A/B/C/D/E

1 The name of the company is

IM+ CAPITALS LIMITED

2 The registered office of the company will be situated in the State of

Uttar Pradesh

3 (a) The objects to be pursued by the company on its incorporation are:

1. To carry on the business or vacation of acting as advisers and consultants in or outside India on all manners and problems relating to the business and industry and commerce and profession, that is accountancy, taxation laws in India and abroad, software, hardware, computers, industrial, commercial, social, economic, financial projects, feasibility studies, maintaining of sick units, shipping advertisement and publicity, exports, imports, medicine, horticulture, agricultural activities and produce, personnel management, publication, engineering manufacturing, high technology, collaborations, education and investigations.

3. To give advice and/or offer, give, take, circulate and/or otherwise organize, accept or implement any takeover bids, mergers, amalgamations, acquisition, diversification, rehabilitation or restructuring of any business, concern, undertaking, company, body corporate, partnership firm or any other association of persons whether incorporated or not, by acquisition of shares or assets and liabilities and whether as a going concern or as a part of the concern or otherwise as may be required having regard to business exigencies and to promote & procure incorporation, formation or setting up of concerns and undertakings whether as

company, body corporate, partnership or any other association of persons for engaging in any industrial, commercial or business activities.

4. To carry on the business of promotion, organizing, procuring incorporation of and giving financial or other assistance in India or abroad independently or in association with any other person, government or any other agencies whether incorporated or not, for any business of Company.

5. To enter into agreement, contract for undertaking or otherwise arranging for receiving, mailing or forwarding any circulars, notices, brochures, reports, materials, articles and things belonging to any company, corporation, firm, institution or person or persons by means of delivery by hand or otherwise,

6. To receive money in any form, borrow or raise money on such terms and conditions as the Company consider expedient and secure & discharge any debt or obligation or binding on the company in such manner as may be thought fit and on particular by the mortgage of undertaking and all or any of the immovable and movable property (present or future) and the uncalled capital of company or by the creation and issue on such terms as may be thought expedient of shares, bonds, debentures or debenture-stock perpetual or otherwise or other securities of any description subject to the provisions of Section 76 of Companies Act 2013, directives of Reserve Bank of India and Banking Regulations Act 1949.

7. To employ experts with or without payment to investigate and examine into the conditions, prospects, value character-, and circumstances of any business, concerns, undertakings. person or persons generally or any assets. property or rights.

8. To purchase, take on lease or license or in exchange hire or otherwise acquire any immovable or movable property, patents, licenses, rights or privileges which the company may think necessary or convenient for any business of the Company and to develop and turn to account and deal with the same and in particular any land, building and basements in such a manner as may be thought expedient and to construct, maintain and alter any immovable or movable property or works necessary or convenient for the same either in cash or in shares or securities or otherwise and to sell, let, lease or under Lease or otherwise dispose of or grant right over any movable or immovable property belonging to the Company, if not immediately required for the business of Company.

9. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any right or privileges which the Company may deem necessary convenient for the purpose of its main business.

10. To enter into partnership or any arrangement for sharing profits, union of

interest, joint venture, reciprocal concession or cooperation with persons or Companies carrying on or engaged in the main business or transaction which of this Company is authorized to carry on.

11. To import, export, sell, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary for carrying on the main business of the Company.

12. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company, in any person or persons or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

13. To purchase, or otherwise acquire, construct, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, ware-house, sheds, dwellings, offices, shops, stores, buildings, telephones, electric and gas works, power plants, roadways, railways, bridges, reservoirs, waterhouses and all kinds of work, machinery, apparatus, labour lines, and houses, warehouse, furnace, crushing works and such other works and conveniences necessary for carrying on the main business of the Company.

14. To acquire and take over the whole or any part of the business goods, will, trade, marks, properties and liabilities of any person or persons, firms, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on any business which this Company is authorised to carry on and possessed of any property or rights suitable for the main business of the Company and to pay for the same either in cash or in shares or partly in cash or partly in shares or otherwise.

15. To undertake or promote scientific research relating to the main business or class of business of the Company is engaged in.

16. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, or any other such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and necessary formulae and patent rights for furthering the main objects of the Company.

17. Subject to the Provisions of the Companies Act 2013, to amalgamate with any other Company of which all or any of their objects Companies having similar to the objects of the Company in any manner whether with or without the liquidation.

18. Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate,

association undertaking carrying on the main business of the Company.

19 To apply for, obtain, purchase or otherwise and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes know-how and other information, patterns, copyrights, trade-marks, licenses concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royally or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.

20 To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorization of any Government, State or other Authority enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.

21. To enter into any arrangements with any Government or Authorities or any persons or Companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or Company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.

22 To procure the Company to be registered or recognised in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the Company.

23. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.

24. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also in deal with the money (in the Company not immediately required).

25 To undertake and execute any trusts, the undertaking of which may seem to the Company

(b) *Matters which are necessary for furtherance of the objects specified in clause 3(a) are

desirable, either gratuitously or otherwise, 26. To establish, or promote or concur in establishing or promote any Company for the purpose of dealing all or any of properties, rights and liabilities of the Company.

27. To sell, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, properties, assets and effects of the Company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such Company having main objects altogether or in part similar to those of the Company.

28. Subject to the Provisions of Companies Act 2013, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up,

29. To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of forfeited shares, money arising from the sale by the Company of forfeited shares subject to the provisions of Sec. 52 of the Companies Act, 2013.

30. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.

31. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.

32. Subject to the provisions of Section 179, 182 & 183 of Companies Act. 2013. to subscribe contribute, gift or money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities. college or any individual, body of individuals or bodies corporate.

33. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give or procure the giving, of the Gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the Company or any Company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary Company or

who are or were at any time Directors or officers of the Company or any other Company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidise and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other Company as aforesaid.

34. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.

35. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person. firm or Company introducing business to the Company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the Company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the Company may determine.

36. To pay out of the funds of the Company all costs, charges and expenses of and incidental to the formation and registration of the Company and any Company promoted by the Company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the Company of any property or assets.

37. To send out to foreign countries. its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing. Trade and business connections or for promoting the interests of the Company and to pay all expenses incurred in the connection.

38. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction

in which the Company is engaged

39. To agree to refer to arbitration any dispute, present or future between the Company and any other Company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.

40. To appoint agents, sub-agents, dealers, managers, canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorised to carry on and to constitute agencies of the

company in India or in any other country and establish depots and agencies in different parts of the world.

41 To borrow or raise money, secure or discharge any debt or obligation or bindings on the Company in such manner as may be thought fit and in particular by Mortgage of the undertaking on all or any of the immoveable or movable property (Present and Future) and the uncalled capital of the Company or by the creation and issue, on such terms as may be thought expedient of or by the way of issue of debentures or debenture-stock, perpetual or otherwise or other securities of any description, provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

42 To lend money to such persons or companies on such terms as may be deemed expedient & in particular to members of staff, customers & other dealing with the company & to guarantee the performance of contracts by any such person or companies provided that the company shall not carry business which may come within the purview of Banking Regulation Act, 1949.

43 To guarantee the payment, unsecured or secured or payable under promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations instruments and securities of any Company or of any persons whomsoever whether incorporated or not incorporated and generally to guarantee the payment of money of or dividends and interest on any stock, shares, securities of any Company or persons or the subscriptions of such shares, stocks or securities in any case in which guarantee may be considered likely directly or indirectly to further objects of the Company as the interest of its shareholders and to become sureties for the performance of any contracts or obligations.

40 To appoint agents, sub-agents, dealers, managers, canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorised to carry on and to constitute agencies of the company in India or in any other country and establish depots and agencies in different parts of the world.

41 To borrow or raise money, secure or discharge any debt or obligation or bindings on the Company in such manner as may be thought fit and in particular by Mortgage of the undertaking on all or any of the immoveable or movable property (Present and Future) and the uncalled capital of the Company or by the creation and issue, on such terms as may be thought expedient of or by the way of issue of debentures or debenture-stock, perpetual or otherwise or other securities of any description, provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949. 42 To lend money to such persons or companies

on such terms as may be deemed expedient & in particular to members of staff, customers & other dealing with the company & to guarantee the performance of contracts by any such person or companies provided that the company shall not carry business which may come within the purview of Banking Regulation Act, 1949.

43 To guarantee the payment, unsecured or secured or payable under promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations instruments and securities of any Company or of any persons whomsoever whether incorporated or not incorporated and generally to guarantee the payment of money of or dividends and interest on any stock, shares, securities of any Company or persons or the subscriptions of such shares, stocks or securities in any case in which guarantee may be considered likely directly or indirectly to further objects of the Company as the interest of its shareholders and to become sureties for the performance of any contracts or obligations.

4 The liability of the member(s) is limited, and this liability is limited to the amount unpaid if any, on the shares held by them.

5 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding * rupees.

(iii) The share capital of the company is rupees, divided into

25000000	Equity Share	Shares of	10	Rupees each	and
200000	Preference Share	Shares of	100	Rupees each	,

Attachments

First Subscriber (s) sheet

427937823_363852531_Subscriber Sheet

Declaration

Pursuant to resolution no. dated, I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

RESOLVED FURTHER THAT Clause I of the Memorandum of Association of the Company be altered as under: ?The Name of the Company is ?Fedders Holding Limited?.

To be digitally signed by

Name

VISHAL SINGHAL

Designation

Director

DIN

03518795

DSC