

Form No. INC-33



Form language

☒ English

☐ Hindi

e-MOA (e-Memorandum of Association)

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

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

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)

A - MEMORANDUM OF
ASSOCIATION OF A COMPANY
LIMITED BY SHARES

Table A/B/C/D/E

1 The name of the company is

PASSIONLIFE INTERNATIONAL
MARKETING PRIVATE 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 business of overseas trading, marketing, wholesale, retail and to sell, distribute, export and import, deal in all kinds of engineering goods, chemicals and allied products, plastics, leather and leather goods and other animal products, sports goods, fish and fish products, foods, handicrafts, cashew, kernels, textiles, cinematograph films (exposed), coir products, natural fibre products, readymade garments, hosiery and knitwear, gem and jewellery, stainless steel products, mineral, raw materials, ware, plant, machinery tools and equipment fabrics made from natural or artificial fibres or a blend of natural and artificial fibre, garments, apparel, foods, foodstuffs and beverages, canned provisions, raw cotton and cotton, raw fibres, garments, apparel, foods, foodstuffs and beverages, conned provisions, raw silk and silk, textiles made out of natural and artificial fibres, handloom textiles, cottage

Industries, ware, cotton waste, tea, minerals, and ores, ferrous and non-ferrous metals and metal, coffee, spices, grains, pulses, oils, oil seeds, sports goods, shoes and leather ware, timber and forest products, timber, automobiles and trucks, diesel engines, pumps, agricultural implements, electric motors, transformers, switch gears and accessories building construction materials, hospital requirements, hardware, furniture, electrical appliances, paper and paper products, all types of machinery and machine tools, dyes, chemicals, colours, paints, varnishes, books and stationery items, glassware, pottery, tableware, scientific instruments, bicycles, auto scooters, automobile and truck spare parts, synthetic products rubber products, tyres, cords, tubes, typewriters, refrigerators, office steel furniture equipment and appliances and other articles, Products materials and substances to all parts of the world, particularly nontraditional commodities to non-traditional destinations and to provide high quality of services and products to clients and consumers either directly or through the network of members, consultants, bonafide commission agents, franchises, associates and market research analyses, surveys, organizing events, contest, seminar and other advertising and related outdoor activities.

2. To carry on the business of trading, marketing, supplying and dealing in direct marketing, networking of all kinds of durable, consumable and other products and all kinds of goods, products, commodities and services by establishing marketing of networks and providing marketing support to manufacturers, distributors and dealers of all kinds of products and goods.

3. To carry on the business of

marketing all kinds of goods, products, commodities and services as buyers, sellers, traders, wholesalers, importers, distributors, agents, brokers, stockists, commission, agents, dealers and consultants of all kinds of products and services.

4. To carry on the business of products, services, consultancy on the internet and other forms of marketing to act as event organizers, advertisers, marketing, publicity, stage shows, e-commerce and all other activities related thereto.

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

1. To acquire, purchase, lease or otherwise hold develop, manage, administer, carry on, use, work, exchange, make advances upon, turn to account, sell, dispose of and deal in lands or in any interest in lands, concessions, Estates and Plantations of description and agricultural land and forests in any part of India for the purpose of cultivating, growing, curing, preparing for the market and manufacturing agricultural and other produces and products grown, processed or manufactured by the Company.

2. To apply for and acquire by concession from Government or by purchase, lease or otherwise, in any part of India and to make, build, construct, provide, maintain, improve, equip, control and develop, manage, administer, carry on, use and work in any part of India, factories and other establishments, roads, ways, canals, reservoirs, water works, wells aqueducts, water courses, furnaces, gasworks, piers, wharves, markets, saw and other mills, storages, hydraulic works, buildings, plant, engines, machinery rolling stock, warehouses, and other works and buildings, and all such other assets which may be deemed expedient for the main objects of the Company, and to meet the

cost of making, building, constructing, providing, carrying on, equipping, developing, using and working all the same.

3. To establish or acquire and carry on the business of farmers, grazers, cultivators, storekeepers, cattle breeders, stockmen, dealers in hides, skins, fat and other animal products, provision preservers, timber growers, lumbermen, saw mill proprietors, merchants, exporters and importers and general traders.

4. To carry on and transact any or every description of agency, commission, commercial, manufacturing, mercantile or financial business whatsoever and wheresoever which may, in the opinion of the Company, be conveniently carried on in connection with any business which the Company is authorized to carry on or calculated directly or indirectly to enhance the value of or render profitable any of the Company's properties or rights.

5. To promote or assist in the promotion of any other Company or Companies established for any purpose which may seem directly or indirectly to benefit this Company or to advance the object and interests thereof, and to take otherwise acquire and hold shares in any such Company or Companies and to guarantee the payment of any debentures or other securities issued by such Company or Companies.

6. To make investments, purchase, subscribe for, underwrite, take or otherwise acquire and hold, sell, mortgage and deal in share stock, bonds, options debentures, debenture stock or obligations in any other Company or Corporation and to give any guarantee or security for the

payment of the dividends or interest thereon or in relationthereto, in matters of interest tothe Company.

7. To carry on research anddevelopment in the promotionof cultivation, processing andallied matters related toplantation.

8. To purchase or otherwiseacquire and undertake all or anypart of the business, propertygoodwill and liabilities of anyperson or company carrying onany business which thisCompany is authorized to enterinto or carry on, or to possessproperty suitable for the purposeof this company.

9. To sell, let or lease, exchangeor dispose of the lands,concessions, rights, assets andundertaking of the company orany part or parts thereof, for suchconsiderations as the Companymay think fit, and in particular forshares, debentures, or securitiesof any other Company havingobjects altogether or in partsimilar to those of this Company.

10. To draw, make, accept,endorse, execute, issue anddiscount promissory notes, billsof exchange,charter parties, billsof lading, warrants, debenturesand other negotiable ortransferable instruments.

11. To lend invest and deal withmoneys of the Company notimmediately required in suchmanners as may from time totime be determined.

12. To receive money andsecurities on deposit at interestor otherwise, for the purpose andbenefits of the business of theCompany.

13. To borrow or raise or securethe payment of money in suchmanner as the company shallthink fit, and in particular

by issue of debentures, debenture stock, or other securities, with or without a charge upon all or any of the Company's assets present or future including its uncalled capital, and to purchase, redeem or pay off any such securities, and to issue any such securities for such consideration or purpose as may be thought fit, provided the Company shall not carry on Banking Business within the meaning of the Banking Regulation Act, 1949.

14. To appoint, engage, employ, maintain, provide for, suspend or dismiss or take other disciplinary action against attorneys, agents, managers, superintendents, clerks, laborers and all other servants and to remunerate any such persons as the Company may deem fit, and to make pecuniary grants by way of donation, subscription, allowance, bonus, pension, gratuity, provident fund, guarantee or otherwise to or for the benefit of any such persons or the widow, widower or children and dependents of any such persons.

15. To establish, maintain and operate educational institutions, schools and hostels for the benefit of the children of the employees or ex-employees of the Company or their dependents or relations and others and to make grants and awards and to grant scholarships.

16. To establish, maintain and operate hospitals, dispensaries, first-aid centers and other medical institutions, public health installations, markets, shops and stores, clubs, cinemas and other entertainment places, motor transport services, housing colonies, hotel and restaurants, guest houses, hostels, laundries, dairies, fire service stations and provide

and other services for the benefit of employees of the Company and their families and also general public wherever considered permissible.

17. To Provide for the welfare of the employees or ex-employees of the Company and the wives/husbands and families, relations and dependents of employees or ex-employees by building or contributing to build houses, dwellings or chawls or by grant of money, pensions, allowances bonus or other payments or by creating and from time to time subscribing or contributing to Provident Fund and other funds or associations, institutions or trusts.

18. To create any Depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund or any other special fund, whether for depreciation, or for repairing, improving, extending or maintaining any of the property of the Company or for amortization of capital or for any other purpose conducive to the interests of the Company.

19. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension of any association, institution or fund, in any way connected with trade or commerce and in particular with any association, institution or fund established for the protection of the interests of owners and employers, against loss by bad debts, strikes, civil commotion, fire accidents or otherwise or for the benefit of employees at any time employed by the Company, their families or dependents.

20. To give monetary aid or otherwise assist any association, body or movement having for its object the solution, settlement or surmounting of

industrial or labor problems or troubles or the promotion of industry or trade.

21. To remunerate any person for services rendered or to rendered in obtaining subscription for or placing or assisting to place or to obtain subscription for or assisting to place or to obtain subscription for or for guaranteeing the subscription for the placing of any shares in the capital of the Company or any stock, shares, bonds, debentures, obligations or securities of any other Company held or owned by the Company or in which the company may have an interest or in or about the formation or promotion of the Company or the conduct of the business or in or about the formation or promotion of any other Company in which the Company may have any interest.

22. To pay all costs, charges and expenses on account of advertisements, underwriting, commissions, brokerage, lawyer's fees, printing, stationery and such other things incurred by the Company in the promotion and establishment of the Company or considered as necessary by the Company.

23. To sell, exchange, improve, manage, develop, lease, mortgage, charge, dispose of, turn to account or otherwise deal with, all or any part of the assets and rights of the Company.

24. To establish, provide, maintain and conduct or otherwise subsidies research stations, laboratories, meteorological stations, power units, fertilizer units and experimental workshops for scientific and Technical research and experiments, to undertake and carry on scientific and technical, investigations and inventions, by

providing, subsidizing, endorsing or assisting laboratories, workshops, libraries, lecture meetings, and conferences and by providing or contributing to the remunerations of scientific and technical professors and teachers and by providing or contributing to the award of scholarships, prizes, grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on.

25. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession, amalgamation or cooperation, either in whole or in part with any other Companies, firms or persons, carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorized to carry on or engage in or any business or undertaking or transaction capable of being conducted so as directly or indirectly to benefit this company, and to lend money and to guarantee the contracts or otherwise assist any such person or company and to take or otherwise acquire shares and securities of any such company and to sell hold, reissue with or without guarantee or otherwise deal with the same.

26. To apply for and take out, purchase or otherwise acquire any trade mark, patent, patent rights, inventions, copyright designs know-how of secret process, etc. which may be useful for the Company's objects and to grant licenses to use the same, and to work, develop, carry out, exercise and turn to account the same.

27. To enter into any arrangements with the Central, or State or Local Authority or Institutions, Corporations, Banks in India and outside India, and other persons for the purpose of carrying out the objects of the Company or furthering its interests and to obtain from such Government or Authority, Institution or Corporation or Bank or persons, any charters, subsidies, loans, indemnities, grants, contracts, licenses, rights, concessions, privileges or immunities which the company may think it desirable to obtain and exercise, turn to account and comply with any such arrangements, rights, privileges and concessions.

28. To obtain and utilize import licenses for plant and machinery, equipment, tools and such other things as also for planting materials such as oil palm seeds, seedlings or pollen or any other seed or seedlings, all types of plant protection chemicals, fertilizers and all kinds of plant foods and any other items as may be considered necessary by the company from time to time.

29. To enter into technical or other collaborations with Governments, corporations, Institutions, Banks or persons in furtherance of the objects of the Company.

30. To authorize any person to undertake study tours, commercial tours, visits or training program in India or abroad, for furtherance of technical or other expertise and development of the enterprise of the Company.

31. To subscribe to or otherwise assist or to guarantee money for any charitable, benevolent, religious, scientific, national or other institutions of

for any public venture the objects of which have any moral or claim to support or aid by the company either by reason of locality of operation or public and general utility or otherwise.

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

| | | | | | |
|--------|--------------|-----------|----|-------------|--|
| 150000 | Equity Share | Shares of | 10 | Rupees each | |
|--------|--------------|-----------|----|-------------|--|

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☒ We, the several persons, whose names and address are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

☐ I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company:

☐ We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association:

Subscriber Details

| S. No. | *Name, Address, Description and Occupation | DIN / PAN / Passport number | No. of shares taken | DSC | Dated |
|--------------------|---|-----------------------------|---------------------------|-----|------------|
| 1 | PRAVENDRA SINGH VINAY NAGAR COLONY QUARSI Aligarh Uttar Pradesh 202001 Ramghat Road Aligarh India | 1*2*3*1* | 10000 Equity,0 Preferenc | | 11/08/2025 |
| 2 | PRTIBHA RANI VINAY NAGAR COLONY QUARSI RAMGHAT ROAD Aligarh Uttar Pradesh 202001 Ramghat Road Aligarh India | A*K*D*7*6* | 10000 Equity,0 Preferenc | | 11/08/2025 |
| Total shares taken | | | 20000 Equity,0 Preference | | |

Signed before me

| Membership type of the witness (ACA/FCA/ACS/FCS/ACMA/FCMA) | *Name of the witness | *Address, Description and Occupation | DIN / PAN / Passport number / Membership number | DSC | Dated |
|---|--------------------------|--|---|-----|------------|
| ACS | PRACHITA ARORA SABHARWAL | MS 14 ADA COLONY AVANTIKA PHASE 1 RAMGHAT ROAD ALIGARH UP 202001 OCC PCS | 2*7*6 | | 11/08/2025 |

7 Shri / Smt Of resident of
 aged years shall be the nominee in the event of death of the sole member.