

[Pursuant to Schedule I (see sections 4 and 5) to  
the Companies Act, 2013] FORM NO. INC-33

# SPICE+MOA

(e-Memorandum of Association)

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

A

## Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

1. The Name of the Company is

SUCCESS PTH MARKETING PRIVATE LIMITED

2. The Registered office of the company will be situated in the state of

Delhi-DL

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

1. To carry on business in trading (retail and whole sale), packing, importing, exporting, selling, marketing, supplying all type of all type of cosmetic items, Herbal Products, Ayurvedic Products, Fabric items, grocery items, utensils, food product including dry foods, food supplement, textiles & other related products to domestic compliance, non-domestic compliance, all type of Rice, Spices, other food grains including pulses, wheat, flour, all types of textile including decorative hand, machine made, readymade garments, carpets, rugs, drugs, artificial silk fabrics, cotton and woolen, all sorts of apparels, dressing materials, woolen textiles, natural fiber yarn, hosiery and mixed fabrics, natural silk fabrics, leather garments, leather shoes including rubber cloth, sports varieties, power loom, cosmetics, perfumes, PVC, iron galvanised, mild steel pipes and tubes, all types of consumer products, all types of electric and electronic goods, computers, T.V, LED and lighting accessories,, artificial jewelry, ornaments made of artificial stones, pearls and metals, and to carry on distributorship, agency, brokers, factors, stockiest, commission agents, C&F Agent.

2. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, promoting, marketing or supplying, dealing in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere.

3. To carry on the business as exhibitors of various goods, services and merchandise and to undertake the necessary activities to promote sales of goods and services through direct selling agents or firm and services.

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

(I) To purchase, otherwise to acquire, own, import all materials, substances, appliances, machines, containers and such other articles and apparatus and things capable of being used in the main business and to own, lease and otherwise acquire and use facilities of whatever kind as may be conducive to the effective working of the main business of the Company.

(II) To acquire, build, alter, maintain, remove or replace and to work, manage and control any building, offices, shops, machinery and conveniences which may seem necessary to achieve the main object of the company.

(III) To purchase, take on lease or tenancy or in exchange, hire, take, options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, concessions, grants, decrees, licenses, privileges, claims, options, leases, property, rights or powers of any kind which may appear to be necessary for the main business of the company.

(IV) To pay for preliminary and pre-incorporation expenses of the company.

(V) To exchange, mortgage, royalty or tribute, grants licences, easements, options and other rights over and dispose of the whole or any part of the undertaking, property assets, rights and effects of the company for consideration as may be thought fit and in particular for stocks, share, debentures whether fully or partly paid-up or securities of any other company having main objects whole or in part similar to the company.

(VI) Subject to the provisions of the companies act 2013 to pay for any rights or property acquired by the company and or remunerate any

person, firm or body corporate rendering services to the company either by cash payment or by allotment to him or them of shares of securities of the company as paid up in full.

(VII) To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents and patent rights, brevets inventions, trademarks, designs, licences, protections, and concessions conferring any exclusive or non-exclusive or limited right to their use or other information as to any invention, process or privileges which may seem capable of being used for any of the main objects, business of the company or the acquisition of which may seem calculated directly or indirectly, to benefit the company and to use exercise, develop or grant licences or privileges in respect of or the property, rights and information so acquired.

(VIII) To do all or any of the main business activities either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with other and either by or through agents, sub-contractors, trustees or otherwise.

(IX) To acquire and takeover all, or any part of the business property and liabilities of any person, firms or company carrying on or proposing to carry on main business which this company is authorized to carry on or possess property, suitable for the main business of the company.

(X) To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects the acquisition of all or any of the assets or controls, management or development of the company or any other such objects which in the opinion of the company could or might directly or indirectly assist the company in the management of its main business or the development of its properties or otherwise prove advantageous to the company and to pay all or any to the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit, for services rendered or to be rendered in or about the formation or promotion of the company or the conduct of its main business or in or about the promotion of any other such company in which the company may have any interest .

(XI) Subject to the provisions of sections 230/231 and 232 of the companies act, 2013, to amalgamate or to enter partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal rights with any person or persons of company or companies carrying in or engaged in the main business of the company.

(XII) To acquire and undertake the whole or any part of the business, property, and/or liabilities of any person or Company carrying on/or proposing to carry on any business which the Company is authorized to carry on or possessed of properly suitable for the purpose of the Company, or business which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.

(XIII) To amalgamate, enter into partnership or any arrangement for sharing profits, union of interests, co-operation, joint venture, joint marketing or reciprocal concession or for limiting competition with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.

(XIV) To improve, manage, develop, grant right or privileges in respect of or otherwise deal with, all or any part of the property and rights of the Company.

(XV) To subscribe for, take or otherwise acquire, and hold shares stocks, debentures, or other securities of any other company, co-operative society or society registered under the Societies Registration Act, 1860.

(XVI) To lend any advance money or give credit to such persons or companies and on such terms as may seem to be expedient, and in particular to customers and others having dealings with the Company, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantees and indemnities.

(XVII) To establish, promote, undertake or concur in the formation of or establishing or promoting any company or companies or any institutions for the purpose of acquiring all or any of the property, rights and liabilities of this Company or other companies or for any other purpose which may seem directly or indirectly calculated to benefit the Company or form any subsidiary company or companies and underwrite, subscribe for or otherwise acquire all or any part of shares, debentures or other securities of any such other company.

(XVIII) To employ and pay experts, Indian and foreign consultants, etc., in connection with the business of the Company.

(XIX) To enter into agreements subject to the provisions of the Companies Act, 2013, with societies, organizations or persons, foreign or Indian for securing any of the main objects of the Company or for any purpose conducive to main objects of the Company.

(XX) To invest and deal with the moneys of the Company not immediately required, as decided by the Board of Directors, by purchasing shares in any other company carrying on any business in such manner as may from time to time be determined by the Company, so as to benefit the Company, directly or indirectly.

(XXI) Subject to the provisions of the Companies Act, 2013 and rules framed there under and the directions issued by the Reserve Bank of India from time to time, moneys for financing the business of the Company as loan upon such terms as may be thought fit, provided however, that the Company shall not do any banking business as defined under the Banking Regulation Act, 1949.

(XXII) To apply for purpose or otherwise acquire and obtain any patents, brevets, inventions, trade name, design, licenses, permissions, concessions, processes, secret processes and the like conferring any exclusive or limited right (either in point of time or otherwise) to use the same or any secret or other information as to any invention which may deem capable of being used for any purpose of the Company and use exercise, develop or grant licenses in respect of or otherwise turn to account any such patents, inventions, concessions, permissions and processes.

(XXIII) To adopt such means of making known the business of this Company as may seem expedient and in particular by advertising in the

press, by circular, by purchase and exhibition or works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations, subject to the provisions of the Companies Act, 2013.

(XXIV) To open bank account in any bank and draw, make, accept, endorse, negotiate and issue promissory notes, cheques, bills of all kinds and other negotiable or transferable instruments and securities, but the Company will not do any banking business as defined under the provisions of the Banking Regulation Act, 1949.

(XXV) To pay out of the funds of the Company all costs, charges and expenses which the Company has to lawfully pay with respect to the promotion, formation and registration of the Company, which the Company shall consider to be preliminary, including therein the cost of printing and stationery and commission for obtaining application for taking and placing debentures or other securities of the Company, expenses attendant upon the formation of agencies, branches and local board.

(XXVI) To issue, subject to the provisions of the Companies Act, 2013, any shares of the Company at par or at a premium or at a discount.

(XXVII) To make donations for charitable and benevolent objects and to receive gifts of shares, stock and securities, subject to the provisions of the Companies Act, 2013.

(XXVIII) To procure recognition of the Company in any country, state or place and to establish and regulate agencies for the purpose of the Company's main business.

(XXIX) To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory provident, pension or superannuation funds for the benefits of, and give donations, gratuities, pensions, allowances or emoluments to, any persons who are or were at any time in the employment or service of the Company, who are or were at any time the directors or officers of the Company and the wives, widows, families and dependents of any such person, and also establish and subsidize and subscribe to any institutions, associations, clubs or funds calculated to benefit or to advance the interest and well-being of the Company and make payments to or towards the insurance of any such persons as aforesaid and to any of the matters aforesaid, subject to the provisions of the Companies Act, 2013.

(XXX) To carry on any business or branch of a business which this Company is authorized to carry on, by means or through the agency of any subsidiary company or companies, and to enter into any arrangement with any such business or branch so carried on for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangements which may deem desirable with reference to any business or branch so carried on, including the power to close at any time, either temporarily or otherwise, any such business or branch.

(XXXI) To do all or any of the above things either as principals, agents, trustees, contractors or otherwise and either by or through agents, sub-contractors, trustees or otherwise and either alone or in conjunction with others and to do all such things which are incidental or conducive to the attainment of the main objects of the Company.

(XXXII) To train any person or persons in any of the businesses of the Company in India and to send at the Company's costs and expenses any of its employees or any other persons abroad for further training in relation to any business or business of the Company as may be deemed necessary.

(XXXIII) To take part in the management, supervision or control of the business or operation of any company or undertaking and for that purpose to appoint accountant or other experts or agents and nominate directors.

(XXXIV) To agree to arbitration disputes, present or future, between the Company and other company(s), firm(s) or individual(s) and to submit the same to an arbitrator in India or abroad and either in accordance with Indian or any other foreign system of law.

(XXXV) To do all such other things as may be deemed incidental or conducive to the attainment of the main objects.

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. The share capital of the company is

1,000,000.00

rupees, divided into,

100,000.00	Equity	shares of	10.00	rupees each	,and
------------	--------	-----------	-------	-------------	------

- 6 ☒ 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, 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 (Applicable in case of one person company):

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Name: Gaurav Jain, Address: B-9/261-262, Rohini, 1st Floor, Sector-5, Rohini, Near Jain Mandir, Delhi-110085, Occupation: Business	AMCPJ9030D	50000	Equity	<div><div>Gaurav Jain</div><div>Digitally signed by Gaurav Jain Date: 2022.05.21 13:18:44 +05'30'</div></div>	21/05/22
				Preference		
2	Name: Dhup Nath Prasad, Address: DDA Flat No-17D, 3rd Floor, Pocket ? I, Sector-7, Dwarka, Near Agrasen Maharaja Hospital, Delhi-110075, Occupation: Business	ALTPP3186A	50000	Equity	<div><div>D N Prasad</div><div>Digitally signed by D N Prasad Date: 2022.05.21 13:19:20 +05'30'</div></div>	21/05/22
				Preference		
Total Shares taken			100,000.	Equity		
				Preference		

Signed before Me					
Name		Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
ACS	Kajal Goyal	Address: 143, Kesar Enclave, Civil Lines, Bareilly, UP-243001 Occupation: Practicing Company Secretary	54393	<b>Kajal Goyal</b> <small>Digitally signed by Kajal Goyal Date: 2022.05.21 14:19:51 +05'30'</small>	21/05/22

Modify

Check Form