

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

FAIROBUY E COMMERCE PRIVATE LIMITED

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

Kerala

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

To engage in community commerce activities, fostering economic growth within local communities by establishing and operating platforms, both physical and digital facilitating the buying, selling, direct selling and trading of goods and services, integrating e-commerce with community commerce principles to ensure fair trade practices and ethical conduct. It shall provide support, resources, and training to empower local entrepreneurs and small businesses and to collaborate with local authorities and stakeholders to develop policies supporting the growth and sustainability of community commerce. Furthermore, it shall engage in marketing activities, including the marketing, buying & selling, import & export of various consumer products, educational aids, and home appliances such as food supplements, personal care products, home care products, general merchandise, wearing apparels, appliances, cosmetics, jewellery, toys, sports goods, water purification systems, printed books and allied items on retail and or wholesale basis. Moreover, it shall establish marketing networks, wholesale/retail outlets, franchisee showrooms, online website stores, virtual stores, and electronic commerce platforms. Additionally, it shall provide marketing consultancy services and engage in the marketing

of physical, electronic, and virtual payment system services to address the payment requirements of consumers related to e-commerce marketing.

1. To acquire and hold shares in any other company and to pay for properties, rights, or privileges acquired by this company, either in shares of the Company or partly in shares and partly in cash, or otherwise, and to give shares or stock of this Company in exchange for shares or stock of any other company or person. 2. To employ experts to investigate and examine into the condition, management, prospects, value, character and circumstances of any business, concerns and undertakings and generally of any asset, property rights. 3. To purchase, take on lease or in exchange, hire and otherwise howsoever acquire any immovable property or movable property, patents, licences, rights and privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land, tenements, buildings and easements and to pay for same either in cash or in shares or securities and to sell, let, lease or under lease or otherwise, dispose of or grant right over any immovable property belonging to the Company. 4. To purchase or otherwise acquire, erect, maintain or reconstruct any buildings, offices, workshops, mills, plants, machinery and other things found necessary or convenient for the purposes of the Company. 5. To undertake and execute any trusts and also to undertake and execute the offices of Executor of the will of any deceased persons, administrators of any deceased persons, trustees for debenture holders or debenture stock holders of any Company and of Receiver, Treasurer, to appoint trustees, to hold securities on behalf and to protect the interests of the Company. 6. To open current or other accounts with any banks or merchants, to pay money into and draw money from such accounts. 7. To amalgamate, enter into partnership or make any arrangements for sharing profits, union of interests, co-operation, joint venture or reciprocal concession, or for limiting competitions with any individual, persons or company carrying on or engaged in or about to carry on or engage in any business or transaction which the Company is authorised to carry on. 8. To distribute any of the Company's property among the members in specie, subject to the provisions of the Companies Act, 2013 in the event of winding up. 9. To form, promote, subsidize, organise and assist or aid in forming, promoting, subsidizing, organizing or aiding companies, syndicates, or partnerships of all kinds for the purpose of accepting and undertaking any property and liabilities of this Company, or for advancing directly or indirectly the objects thereof. 10. To acquire, purchase, takeover and/or amalgamate business of companies which under existing circumstances, from time to time, May conveniently or advantageously be combined with

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

the business of the Company, to amalgamate with companies whose business are so acquired, purchased or taken over and/or to enter into agreement with the object of acquisition of such undertakings and/or business.11.To invest in Government securities or in other securities including bills of exchange, acceptance, as may from time to time be determined by the directors and from time to time to sell or vary all such investment and to execute all assignments, transfer, receipts and documents that may be necessary in that behalf.12.To sell, lease out and in any way or other manner deal with or dispose of the undertaking or property of the Company, or any part thereof, for such considerations as the Company may think fit, and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the Company.13.To pay all costs and expenses incurred or sustained in or about the promotion, incorporation and establishment of the Company, or which the Company shall consider to be preliminary out of the funds of the Company.14.To sell, dispose of, or transfer the business, property and undertakings of the Company, or any part thereof, for any consideration which the Company may deem fit to accept.15.To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation or otherwise with any person/ persons or company carrying on, or about to carry on or engaged in any business undertakings or transaction which the Company is authorised to carry on and to lend money to guarantee the contract s or otherwise assist any such person, firm or company, and to place, take or otherwise acquire and hold shares in any such company.16.To establish and support or aid in or otherwise contribute to the establishment and support of associations, institutions, provident and other conveniences calculated to benefit employees or the ex-employees of the Company or its predecessors in business or the dependents of such persons and to grant pensions and allowances to make payment towards insurance.17.To provide for the welfare of the directors, officers, employees and ex-directors, ex-officers, and ex-employees of the Company and the wives, widows and families of such persons, by building or contributing to the building or house, dwelling or chawls by grants of money, ensions, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident or other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instructions and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit, and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent,

religious, scientific, national or other institution and objects which shall have any moral or other claim to support and by the Company either by reason of locality of operation or of public and general utility or otherwise.18.To donate, contribute, subscribe, promote, support or aid or otherwise assist, guarantee money to charitable, benevolent, religious, scientific, national, public or other institutions, funds or objects or for any public objects.19.To assume such social responsibilities and obligations as may from time to time be decided depending upon the ideologies and social values prevalent at that time and to assist the Government in achieving its various socioeconomic goals in any manner as may from time to time be decided.20.To undertake and carry on and engage in executing all kinds of financial, commercial, trading, hiring, purchasing, selling, importing, exporting and other operations in connection with the above objects, either alone or in conjunction with any other business-house doing similar business, on its own or on a commission basis.21.To generate, produce, buy, sell, resell, acquire, transmit, distribute, protect, supply or power plants, solar power plants, captive power plants and any other power plants based on any source of energy as may be developed or invented in future.22.To seek the approval from various authorities wherever necessary.

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 1000000 rupees, divided into

100000	Equity Share	Shares of	10	Rupees each	
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Attachments

First Subscriber (s) sheet

Subscriber sheet.pdf

Declaration

Pursuant to resolution no. 02 dated, 30/01/2024 I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

Share Acquisition and Holdings: To acquire and hold shares in other companies, paying for properties, rights, or privileges in shares, cash, or other forms of consideration, including exchanging company shares for shares of other companies.

Expert Employment: To hire experts to investigate businesses, assets, and rights relevant to the company's interests.

Property Acquisition: To acquire, lease, or sell immovable or movable property, patents, licenses, and rights necessary for the company's business, and grant rights over such property.

Construction and Maintenance: To acquire, erect, maintain, or reconstruct buildings, offices, plants, machinery, or any other facilities essential for the company's operations.

Trusts and Executor Roles: To undertake trusts, act as executor of wills, administrators, or trustees for debenture holders, and serve as receivers for other companies or individuals.

Banking Activities: To open and maintain bank accounts, deposit, and withdraw funds as needed for the company.

Partnerships and Joint Ventures: To amalgamate, enter into partnerships, joint ventures, or reciprocal arrangements with individuals or companies for shared business interests.

Distribution of Property: To distribute the company's property among members during winding-up, in accordance with the Companies Act, 2013.

Company Promotion and Support: To form, promote, subsidize, and organize companies, syndicates, or partnerships to further the company's objectives.

Acquisitions and Amalgamations: To acquire, purchase, or amalgamate businesses from other companies, and enter into agreements for such acquisitions.

Investments in Securities: To invest in government securities or other financial instruments like bills of exchange, and to sell or vary such investments as directed by management.

Sale and Disposal of Property: To sell, lease, or dispose of the company's property or business for any consideration deemed appropriate, including shares, debentures, or securities of other companies.

Preliminary Expenses: To pay costs associated with the promotion, incorporation, and establishment of the company, from company funds.

Sale or Transfer of Business: To sell, dispose of, or transfer any part or all of the company's business, assets, or undertakings for consideration deemed appropriate.

Partnerships and Financial Assistance: To enter into partnerships or arrangements with businesses or companies and provide financial assistance such as loans, guarantees, or shares.

Employee Welfare: To establish, support, or contribute to welfare institutions, provident funds, pensions, insurance, and other benefits for employees, ex-employees, and their families.

Welfare of Directors and Employees: To provide for the welfare of directors, officers, employees, ex-employees, and their

families through housing, pensions, insurance, medical care, and charitable contributions.

Charitable Contributions: To donate or contribute to charitable, religious, scientific, national, or other institutions or causes aligned with the company's values and public benefit goals.

Social Responsibility: To assume social responsibilities in line with prevailing ideologies and assist the government in achieving socio-economic goals.

Business Operations: To engage in various commercial activities including financial, trading, purchasing, selling, importing, and exporting, either independently or in collaboration with other entities.

Energy Production: To generate, produce, buy, sell, transmit, and distribute energy through power plants, including solar, captive power plants, and other future energy sources.

Regulatory Approvals: To seek and obtain necessary approvals from authorities for the company's operations.

To be digitally signed by

Name

PRAJEESH MAYANGOTTU

Designation

Director

DIN

10449593

DSC

