

[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

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

1. The Name of the Company is

APSADA ENTERPRISES PRIVATE LIMITED

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

West Bengal-WB

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

1. To purchase, sell, manufacture, produce, grow, import, export, pack, repack, refine, acquire, process, store, distribute, exchange or otherwise deal in all types of Ayurvedic and Herbal Products, tonics, ointments, powders, oils, compounds, extracts, tincture, mouth washes, cosmetics, toiletries, soaps, detergents, shampoo, creams, scents, perfumes and perfumery products including deodorisers, perfumed bath salts, flavours, sprays, scalp lotions, hair oil, hairdyes and tooth pastes and brushes, all kinds of pharmaceutical cosmetics preparations used in Ayurvedic, Unani, Biochemical, nature cure or any other branch of medicine or as beauty aid or personal hygiene; juices, squash, sharbat, nourishment foods and concentrates, bandages, cotton, crutches connected with or required for any one or more of the above mentioned items and products.

2. To carry on business as manufacturers, producers, processors, growers, fermentators, distillers, refiners, makers, inventors, convertors, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaires or otherwise deal in Ayurvedic Medicines, or extractions of plant products.

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

1. To borrow or raise or secure the payment of money from any bank or banks or any financial institution or any other person or persons NRI, NRO & Foreign Banks and Institutions for the purpose of Company's main business in such manner and on such terms and with such rights, powers and privileges as the Company may think fit and particularly by issue of or upon bonds, debentures, bills of exchange, promissory notes or other obligation or securities of the Company and with a view to hypothecate and/or in any way encumber or create charge on the undertaking and all or any of the immovable and movable properties present and future, and all or any of the uncalled capital for the time being of the Company and to purchase, redeem or pay off any such securities.

2. To enter into partnership or arrangement for sharing the profits or joint venture with any person, persons and Company carrying on or about to carry on business capable of being conducted so as directly or indirectly to benefit this Company and to acquire or join in acquiring any such business, as covered by the object clause (A) above.

3. To sell transfer or dispose off the business, property or undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this Company.

4. To apply for, purchase or otherwise acquire any patent trademark, brevested invention, licences, concession, protections, rights, privileges and the like conferring any exclusive or nonexclusive or limited rights to any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem directly or indirectly use or benefit to the Company or may appear likely to be advantageous or useful of the Company and to use, exercise, develop or grant licences, privileges in that respect or otherwise turn to account the property, right of information so acquired and to assist, encourage, and spend money in making experiments, tests, improvements of all invention, patent and right, which the Company may acquire or propose to acquire.

5. To establish and support or aid in the establishment and support of associations, institutions, clubs, societies, funds, trusts, and conveniences calculated to benefit employees or ex-employees of the Company or the dependants or the connections of such persons; or subject to the provisions of the Companies Act, 2013 to subscribe or grant money for any charitable, national, religious, benevolent, object or fund; or for any purpose which may likely, directly or indirectly.
6. To distribute among the members of the Company dividends including bonus shares (including fractional share certificates) out of profit, accumulated profits, or funds and resources of the Company in any manner permissible under Law in the winding up.
7. To allot shares in the Company to be considered as fully or partly paid-up in payment or consideration of any service or property of whatever description which the Company may acquire.
8. To amalgamate with any Company or Companies having objects altogether or in part similar to those of this Company or any other Company, subject to provisions of applicable section and Rules of the Companies Act, 2013.
9. To open branches in India and elsewhere and to get the Company registered in any foreign country and adopt such means of making known to the public the business or the products of the Company as may seem expedient and in particular by advertising in the press, by circulars and publication of books and periodicals.
10. To pay out of the funds of the Company all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.
11. To provide for the welfare of employees or ex-employees (including Directors and ex-Directors) of the Company and the wives and families or the dependents or connections of such persons by building or contributing to the building of dwelling houses or quarters, to grant money, pensions, gratuities, allowances, bonuses, profit sharing bonuses or benefits or any other payments by creating and from time to time subscribing or contributing to provident fund, institutions, funds, profit sharing or other schemes, or trusts any by providing or subscribing or contributing towards place of instruction and recreation, hospitals and dispensaries, medical and other attendance or assistance as the Company shall think fit.
12. To undertake, carry out, promote and sponsor rural development including any programme for promoting economy welfare of or upliftment of the public in any rural area and to incur any expenditure on any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner and divest the ownership of any property of the Company to or in favour of any public or local body or authority or State Government or any public Institution or Trust or fund or organization or person as Directors may approve and to establish and support or aid in establishment and support of associations, institutions, clubs, societies, funds, trusts and conveniences constituted to benefit employees or ex-employees of the Company or the dependents or the connections of such persons or subject to the provisions of Companies Act, 2013 to subscribe or guarantee money for any charitable, national, religious, benevolent, general or useful object or fund, or for any purpose which may likely, directly or indirectly further the objects of the Company or the interest of its members or business.
13. To Guarantee the payment of money, unsecured or secured by or payable under in respect of bonds, debentures, contracts, mortgages, charges, obligations and other securities of any Company or of any authority central, State, Municipal, local or otherwise, or of any persons whomsoever, whether incorporated or not for the purpose of the business of the Company.
14. To invest and deal with the surplus moneys of the Company in such manner as may from time to time be expedient or be determined by the Board of Directors.
15. To remunerate directors, the managing directors, staff and employees of the Company and other out of or in proportion to the returns of profits of the Company as the Company may deem fit.
16. To appoint agents, pakkaadti dealers, representatives to establish and maintain agencies, branch places for pertaining to the business of the Company.
17. To deal with banks, insurance companies, water works electric, port and dock authorities and all government, semi government local or other authorities and public or private bodies in regard to carrying out of the objects of the Company.
18. To appoint experts such as technical adviser, bankers, accountants, solicitors lawyers, consultants, auditors and such other person as employees, servants, agents or advisors of the Company, as the directors may think fit and pay the necessary remuneration and expenses for the same.
19. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in the Union of India and in any or all states, territories, possessions, colonies and dependencies thereof and in any or all go reign countries and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.

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
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- 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
Total Shares taken			100,000.	Equity	
				Preference	

Signed before Me					
Name		Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
ACS	Prakash Kumar Shaw	P-38, PRINCEP STREET, 1ST FLOOR, ROOM NO 12, KOKATA 700072	32895	PRAKASH KUMAR SHAW <small>Digitally signed by PRAKASH KUMAR SHAW Date: 2021.09.09 09:41:25 +05'30'</small>	09/09/21

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