

**THE COMPANIES ACT, 2013**

**TABLE - A**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION**

**OF**

**XXX PRIVATE LIMITED**

1<sup>st</sup> The name of the Company is **XXX Private Limited**

2<sup>nd</sup> The Registered Office of the Company will be situated in the State of Tamilnadu.

3<sup>rd</sup> **The Objects for which the Company is established are:-**

**(A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:—**

1. To carry out the business of marketing and distribution of various financial instruments and other securities issued or guaranteed by any company, firm, body corporate, Central or State Government or any other authority in India or outside as agent, broker, sub-broker, third party administrator, surveyor, consultant or advisors to clients.

2. To establish and carry on the business of financial and advisory service activities such as investment counseling, financial consultancy, advisory and consultants to investments in securities and to carry out such other activities related to savings and investments advisory services for clients to investments in securities and to carry out such other activities related to savings and investments advisory services for clients.

**(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE:—**

1. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate, and, if though fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred, deferred, or other special stocks or securities.
2. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.
3. To undertake all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
4. To open Bank Account in the name of the as may be decided by the Directors and the said Banks be authorized to honor cheques, bills of exchange and promissory notes, drawn, accepted or made on behalf of the Company and to act on any instruction so given relating to the account, whether the same be overdrawn or not, relating to the transaction of the Company.
5. 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, cultivate, deal with and turn to account concessions, grants,

decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.

6. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
7. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the company may think fit.
8. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company.
9. To invest and deal with the moneys of the company not immediately required in any manner.
10. To guarantee the performance of the obligations and the payment of dividends and interest on any stock, shares or securities of any company, corporation, firm or person.
11. To enter into partnership or into any arrangements for sharing profits union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.

12. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of 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 obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, 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 in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest.
13. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking.
14. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trademarks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly or indirectly to benefit of the company.
15. Subject to the Provision of the act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
16. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of shares in any other company having objects altogether or in part similar to those of this company or carrying on any business capable of being conducted so as directly or indirectly to benefit the company and to subsidies or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription

and issue of shares, stock, debentures, debenture stocks or other securities of such company.

17. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company, and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
18. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of The Companies Act, 2013, as applicable.
19. To undertake and execute any trustee, the undertaking whereof may seem desirable, either gratuitously or otherwise.
20. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
21. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance.
22. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to Provisions of the companies Act 2013 as applicable, and the Rules framed there under.

23. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company.
24. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.
25. To do all or any of the above things in any part of the world, and as principals, agents, contractors, or otherwise, and by or through agents or and either alone or in connection with others Subject to provision of Law of Land in force.
26. To manage any business property which the company may acquire, control and repossess in connection with the main objects of the company.

4<sup>th</sup> 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<sup>th</sup> The Authorised Share Capital of the Company is **Rs. 10,00,000/- (Ten Lakhs)** divided into **1,00,000 (One Lakh)** Equity shares of Rs. 10/- (Ten) Each, with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, qualified or conditions in such manner as may be, for the time being provided by regulations of the Company and also the Companies Act, 2013, as applicable.

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 opposite our respective names.

S. No.	Photograph of Subscriber	Name, addresses, description and occupation of each Subscriber	Number of share taken by subscribers	Signature of Subscribers	Name. Addresses, description occupation and signature of witness

Place: Chennai

Date: