

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

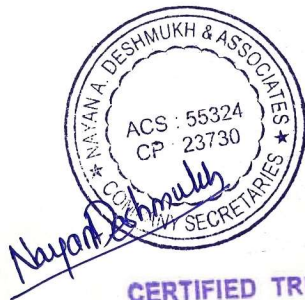
BIGWHALE MARKETING PRIVATE LIMITED

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

Maharashtra

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

To establish, develop, promote and/or carry on, in India or abroad, the marketing & selling business activities of quality products in all segments including but not limited to life style and fashion products such as apparels, garments, footwear, other, accessory (ies) casual, formal, informal, ethnic, consumer and other goods; home care, decor, personal care, all kinds of raw and finished cosmetic items, beauty & skin care products, perfumes, glamour products, essences, dentifrices, lotions, extracts, greases, creams, salve, ointments, pomades, powders, unguents, toilet requisites, preparations, toiletries, cleaning compounds, all kind of food preservatives and additives, fast foods, artificial flavoring, artificial dyes, agriculture, horticulture dairy and farm produce, products including food grains, cereals, seeds, oilseeds, plants, flowers, vegetables, fruits, edible oils, pickles, spices made of chilies, pepper, cloves, turmeric,



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vegetables, herbs, oleoresins, agriculture products, common and rare species of medicinal plants, bio stimulants and bio & organic products, fertilizers & bio fertilizer and health care products, Sanitary pads, colognes, food supplements, health aids, birth control medicines, devices and lubricants, non-prescribed drugs and all kind of products directly to consumers through its Independent Distributors or through various online or offline channels and to carry out all related activities.

To carry on the business, in India or abroad of E-commerce, selling through website, tablet or mobile application, net-marketing, referral programs, and all other goods, including but not limited to products in the categories of garments, apparels, footwear, accessories and other life style and fashion products, internet advertising and marketing, creating virtual malls, promoting brands of own or third parties. online stores and shops, creating shopping catalogues, providing online market place to the manufacturers, distributors, retailers, marketers, sellers, dealers, and provide secured payment processing, net commerce solutions for business to business and business to consumers, online trading but does not include banking and NBFC business activities.

To design, establish and develop on a turnkey basis outlets for all kinds of products and to acquire, set up, construct, establish, run, operate and manage stores, markets, malls, shopping outlets, cash and carry operations, or any format and carry on business as agent, franchisee, distributor and dealer of all kinds of products for the consumer market and of operating, establishing, providing and managing e-commerce and m-commerce websites, direct to home and

mail order for services for all categories of products and services, and dealing in all kinds of goods, materials and items in India or in any other part of the world

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

1. To set up storage, warehousing facilities, logistics, port facilities, courier and other facilities for facilitating storage, transport, distribution and trade of the products specified above relating to the Company or any other party, in compliance with the applicable laws.

2. To invest in companies, business and brands having objects or business similar to the Company, or acquire and undertake the whole or any part of the business of any company, business carrying on or proposing to carry on business which the Company is authorized to carry on, or interested in carrying on or which can be carried on in conjunction therewith or to take over as a going concern or otherwise.

3. To take on lease, rent, hire, construct, build, establish, erect, promote, undertake, acquire, own, operate, equip, manage, renovate, recondition, maintain and run office, factories, godowns, storage plants and multi storage buildings for carrying out the main object of the company in India or abroad.

4. To provide, execute, marketing and advertising services, customer relationship services, quality assurance & control services, after sale services, and services to the customers.

5. To establish, provide, maintain or otherwise Subsidize Research Center and experimental workshops for research, experiments, inventions, innovations and conduct tests of all kinds related

to laboratory equipments, instruments, machines, apparatus and ancillaries used in the pursuance of main object of the company.

6. To design, develop, maintain, operate, own, establish, host, provide, create websites, Portals, software, applications, helpline, telephonic support system, SMS support system, Premium Web content, online payment gateways, intelligent links, quality optimization & competitive search engine for providing information of equipments, machinery, mixers for rubber and rubber product and to offer online services which is feasible by using internet or any other such international networks for placing of orders, features, information.

7. To publish advertisement via print media or e-media & distribute journals, magazines, leaflets, pamphlets, diaries, books, periodicals, and other literary work of any description giving details, photos, information, utility of rubber equipments, instruments, machines.

8. To arrange trade fair, exhibitions, training programme by way of online or offline mode and related allied services and for that purpose make tie ups link-ups, contracts with research centers, industrial laboratories, agencies, offices dealing in providing information and training about the use and operations of various equipments, instruments, machines & apparatus of rubber and rubber products.

8. To publish advertisement via print media or e-media & distribute journals, magazines, leaflets, pamphlets, diaries, books, periodicals, and other literary work of any description and to conduct seminars, educational tours

useful and helpful for furtherance of main object of company and to acquire the goodwill and copyright and to continue the publication of any such publications or works.

9. To undertake or participate in the formation, management, Supervision or control of the business operations of any other Company, firm or person.

10. To secure, promote, organize, manage or enter into collaboration agreement with any person, firm, company, corporation, authority, body or other entity in India or abroad to acquire technical know-how, buy back arrangement, procurement of capital goods, financial assistance, training and development or for any other purpose whatsoever and subject to law in force pay such commission, fees, royalty or other charges as may be agreed from time to time.

11. To acquire by purchase or otherwise, to erect, build, construct, improve, maintain, develop, alter, enlarge, and pull down, replace, work or manage any buildings, houses, shops, workshops, offices, warehouses, showrooms, refreshment rooms and other conveniences, cottages and any other buildings with engines, boilers, lights and power generating plant and other fixtures and fittings and apparatus for and for the comfort and accommodation of working people and other works and conveniences, which may seem necessary and convenient for the purpose of the business of the Company.

12. To open bank accounts of all nature, including overdraft account, and to operate the same and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and the

other negotiable or transferable instruments, and to deal with all documents mercantile or otherwise, in the ordinary course of business.

13. To create any Depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund or any other Special Fund, whether for repairing, improving, extending or maintaining any of the property of the Company, or for any purpose conducive to the interests of the Company.

14. To indemnify, reimburse officers, Directors and employees of the Company against proceedings, cases, damages, claims and demand in respect of anything done or ordered to be done for any loss, damages or misfortune, which shall happen in the execution of their duties.

15. To appoint Directors or Managers of any subsidiary company or of any other company in which this Company is or may be interested and to remunerate Managing Directors, Whole time Directors, Directors and other Officers of the Company, as decided by the Board of Directors, from time to time.

16. To invest any funds or surplus money of the Company, from time to time, with Government or in debentures or other securities for money issued by or on behalf of any Municipal body or of any Corporate body established in India under the authority of any Act or legislature established in India or in shares or securities or fixed deposits, or by way of loans on interest in any of the local banks or with any firms, companies or banks in such other securities, as may, from time to time, be determined by the Directors, and from time to time, sell or vary all such investments, and to execute all assignments, receipts and documents that may be necessary in that behalf.

17. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or who are or were at any time Directors or Officers of the Company, or and the wives, widows, families and dependants of any such persons, and also establish and subsidies and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of, or to advance the interest and well-being of the Company, or an make payments to or towards the insurance of any such person as aforesaid, either alone or in conjunction with any such other Company as aforesaid and to establish agencies, branches, or appoint representatives in India and elsewhere for furtherance of the business of the Company, and regulate and discontinue same.

18. To undertake and execute any trusts the undertaking of which may seem to the Company desirable and either gratuitous or otherwise.

19. To expend money in experimenting upon and testing, and in improving or seeking to improve, and giving publicity to and placing upon the market any products, which the Company may acquire or propose to acquire and to employ experts to investigate and examine into the conditions, prospects, values, charter and circumstances of any business, undertakings, and generally of any assets, property or rights.

20. To refer or agree to refer to arbitration, any claim, demand, dispute, legal

proceedings or any other question, by or against the Company, or in which the Company is interested or concerned.

21. To incur debts and obligations for the conduct, and to purchase or hire goods, materials or machinery on credit or otherwise of the business of the Company.

22. To provide for the welfare of the directors, ex-directors, employees or ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons by building or contributing to the building of houses, dwellings or by grants of money pensions, providing insurance, allowances, bonus or other payments or by creating, and from time to time, subscribing or contributing to provident or other associations, funds or trust, and by providing or subscribing or contributing towards places of instructions and recreation hospitals and dispensaries, medical 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 institutions, associations and object, which shall have any moral or other claim to support or aid by the Company, either by reason or locality of operations or of public and general utility otherwise.

23. Subject to provisions of the Companies Act, 2013 to place, to reserve or to distribute as bonus shares among the members or otherwise, to apply, the Company may, from time to time, think fit, any monies received by way of premium on shares or debentures issued at a premium by the Company, and monies received in respect of forfeiture shares and moneys arising from the sale by the

Company of forfeited shares.

24. To enter into Annual maintenance contracts, agreements including long-term contracts or arrangements, with any other person, firm, company or body corporate for carrying out by other person, firm, company or body corporate on behalf of the company any of the objects for which the company is formed.

25. To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Company, or which the Company shall consider to be preliminary, including therein the costs of advertising, commission for underwriting, brokerage, printing the stationery and expenses attendant upon the formation of agencies.

26. To insure with any person or company against losses, damages, risks and liabilities of any kind, which may affect the Company and properties of company, either wholly or partially.

27. To guarantee the payment of money and performance of contract or engagements entered into by any company or person, and to secure the repayment of money and performance of any contracts or engagements entered into by this Company, and to discharge any debt or otherwise, obligation of or binding upon this Company by mortgage, hypothecation or charge upon all or any part of the undertaking, property and rights of the Company (either present or future or both), including its uncalled capital or by the creation of issue of debentures, debenture stocks or other securities or by any other means.

28. To take over the management, supervision and

control of the business or operations of any sole concern, firm, undertaking having similar object.

29. To enter into any arrangement with any Government or authority, supreme, municipal, local or otherwise, or any person, firm or company that may seem conducive to the Company's objects or any of them, and to obtain from any such Government, authority, person, firm, or company any rights, privileges, charter, contracts, licenses, and concessions which the Company may think fit and desirable to obtain, and to carry out exercise, and comply therewith.

30. To purchase, take on lease or in exchange, hire or otherwise, acquire any immovable or movable property and rights or privileges which the Company may think necessary or convenient for the purposes of its business and, in particular, land, buildings, easements, machinery, plant and stock-in-trade and either to retain any property, so acquired for the purposes of the Company's business or to turn the same to account as may be expedient.

31. To employ experts to investigate and examine the conditions, prospects, value, character and circumstances of any business concerns and undertaking and generally of any assets, property or rights.

32. 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 foreign countries and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.

33. To acquire and undertake the whole or any part of the business, property and liabilities of any person, sole concern, firm or company.

34. To sell, lease, grant licenses, easements and other rights over and in any other manner deal with or dispose of, the under taking, property, assets, rights and effects 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.

35. To let on lease or on hire-purchase system or to lend or otherwise dispose of any immovable or moveable property belonging to the Company.

36. To draw, make, accept, endorse, discount, execute and issue bills of Exchange, promissory notes, bills of lading, warrants, or securities.

37. To advance money or to give credit to such persons or companies and on such terms as may seem 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.

38. To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital debentures and other negotiable or transferable instruments including brokerage and commissions for obtaining applications for or taking placing or underwriting or procuring the under-writing of shares, debentures or other securities of

the Company.

39. To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patents, rights, brevets any d?invention, trade mark, designs, licenses, concession and the like conferring any exclusives or non-exclusives or limited right to their use, or any secret or other information as to any brevets any d?invention which may seem capable of being used for any of the purposes of the company or the acquisition of and to use, exercise, develop or grant licenses, in respect of on otherwise turn to account the property, rights, or information so acquired, and to expend money in experimenting upon and testing or improving any such patents, inventions or rights.

40. To appoint dealers distributors, agents, sub-agents, sub-contractors contractors, liaison officers, attorneys and persons as the office bearer of every designation, descriptions and trade and technical experts, skilled and unskilled labor for any of the purpose of the business of the Company.

41. To establish agencies, branches, franchisees or appoint representatives in India and elsewhere for furtherance of the business of the Company, and regulate and discontinue the same.

42. To apply for, promote and obtain the registration or other recognition of the Company for the purpose of the Company?s business, and to apply or join in applying to any Parliament, Local Government, Municipal or other authority or body for any acts of Parliament, laws, decrees, concessions, orders, rights or privileges that may seem conducive to the Company?s objects.

43. To amalgamate or to

enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-venture, license of reciprocal concession or for limiting competition with any person or persons or company or companies carrying on or engaged in, or about to carry on or engage in, or being authorized 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

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.

The liability of the member(s) is limited

The liability of the member(s) is Unlimited

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

10000	Equity Share	Shares of	10	Rupees each	,
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6

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	RAKESH JAGATRAO PAWAR 35A Kothari Park A/P Dondaicha Tal Shindkheda Dhule 425408 Maharashtra India	ENRPP5459N	5000 Equity,0 Preference	RAKESH JAGATRAO PAWAR Digitally signed by RAKESH JAGATRAO PAWAR Date: 2024.02.17 19:37:42 +05'30'	17/02/2024
2	LAKHAN DATTATRAY LONDHE 102, Ravira Hills Bhopele Road Near Sai Mandir Karjat Neral 410101 Raigarh Maharashtra India	AMTPL4405H	5000 Equity,0 Preference	LAKHAN DATTATRAY LONDHE Digitally signed by LAKHAN DATTATRAY LONDHE Date: 2024.02.17 16:58:04 +05'30'	17/02/2024
Total shares taken			10000 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	Nayan Arun Deshmukh	Sakar Apartment, Immediate lane to Kabra Emporium, Near Raymond Signal, Pandit Colony, Nashik 422003	55324	NAYAN ARUN DESHMUKH Digitally signed by NAYAN ARUN DESHMUKH Date: 2024.02.17 17:15:30 +05'30'	17/02/2024

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



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