Form No. INC-33

e-MOA (e-Memorandum of Association)
[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013)]

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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
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

SOUVENIR INTERNATIONAL FASTENERS LIMITED

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

Punjab

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

1.To convert a registered partnership firm M/s Souvenir International into Public Company as a going concern under Part I of Chapter XXI of the Companies Act, 2013.

2. To carry on in India or abroad the business as manufacturers, processors, fabricators, dealers, traders, distributors, exporters and importers of all types and description of ferrous, non-ferrous metal their products including High tensile Fasteners, Nuts Bolts, scrap, engineering goods, hardware, auto parts etc.

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

1. To enter into any arrangement or agreements or contract with any person, Association, firm or Corporation, Government or other authority whether in India or outside, for technical collaboration, know-how, training of technicians, or for such other purposes that may seem beneficial and conducive to the main objects of the Company.

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2. To purchase, take on lease or otherwise acquire, and undertake or part of business, property, liabilities and right of any person, firm or company carrying on any business which this Company is authorised to carry on or be possessed of property suitable for the purpose of the Company.

3. To enter into any arrangements with any Government or Authority (Supreme, Local, Municipal or otherwise) that may seem conducive to company's objects or any of them and to obtain from any such Government or Authority all rights, concessions with its business and to carry out exercise and comply with any such arrangements, rights, privileges and concessions.

4. To design, develop, alter, exchange, either as principals or agents, let on hire, import the technical know-how, machinery, assemblies, components and other parts used in the manufacture of products specified above and ancillaries thereof.

5. To institute, conduct, defend, compound, compromise any legal proceeding against or by the Company.

6. To remunerate any person, firm or company for services rendered, or to be rendered in the acquisition of property by the Company, or theconduct of its business.

7. Generally to purchase or take on lease or in exchange, hire or otherwise acquire any movable or immovable property, and any rights or privileges which the Company may think necessary or convenient with reference to any of these objects and capable of being profitably dealt with in

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connection with the Company's property or right for the time being.

8. To employ experts to investigate and examine the condition, prospect, value, character and circumstances of any business concern and undertaking and generally of any assets, property or rights proposed to be acquired by the Company.

9. To guarantee the performance of any contract or obligations of and the payment of money unsecured of or dividends and interest on any debentures, debenture stock, shares or securities of any Company, corporation, firm or person in case in which such guarantee may be considered directly or indirectly to further the main objects of the Company.

10. To interest and deal with the money of the Company not immediately required in such manner as may from time to time be determined and to lend money on mortgage of Immovable property or on hypothecation or pledge of movable property or without security.

11. To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum (less than the nominal amount of such securities and also by way of security for the performance of any contracts or obligations of the Company or in whose business or corporations having dealings with the Company or in. whose business or undertakings the Company is interested, whether directly or indirectly.

12.To accumulate funds and to invest or otherwise employ moneys belonging to the Company upon any shares, securities or other investments

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whatsoever upon each terms as may be thought fit and proper and from time to time to vary such investments in such manner as the Company may think fit.

13. To improve, manage or develop, exchange, lease, mortgage or dispose off all or any part and rights of the Company.

14. To open current, cash credit, overdraft or other account with any individual, firm or Company or with any Bank or Bankers or shroffs and to pay into accounts and to withdraw money from such account.

15. To distribute as dividend or bonus, among the members or to place ta reserve or otherwise to apply as the company may from time to time think fit any money received by way of premium shares or debentures issued at a premium by the Company and money arising from the sale by the Company of forfeited shares.

16. To undertake the study of consumer or medical tastes in India or foreign markets, and to co- operate, with Trade Associations, Government Agencies and medicals associations or manufacture of medicines or drugs.

17. To establish, purchase and take on lease or otherwise acquire and run shops, show rooms, distributing centres, stores and depots and place in India or abroad.

18. To acquire, purchase and take on lease any of the fixed assets, machinery, furniture, stores of raw, finished materials, privileges, quota rights, goodwill pertaining to any business to achieve the aforesaid objects.

19. To acquire for the purpose of the Company by purchase, lease,

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exchange or
otherwise any estates, lands, buildings and property of any nature or description and or interest therein, and any rights over or connected with land and to turn the same to account as may deem expedient in connection with the Business of the Company.

20. 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 In connection with its business and also invest the money of the company not immediately required in such manner as from time to time may be determined, provided that the Company shall not carry on the business of banking in any such manner as efined under the Banking Regulations Act, 1949.

21. To promote any Company or Companies for the purpose of acquiring all or any property, rights and liabilities of this Company or for any other such purpose which may seem directly or indirectly calculated or benefit to this Company.

22. To take or otherwise acquire and holds shares in any other Company having objects altogether or in part similar to those of this Company.

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

24. To establish, provide, maintain, conduct or otherwise subsidies research laboratories and experimental workshops, for scientific and technical research and experiments to undertakeand carry on scientific and technical researches, to promote studies and researches, both scientific and technical,

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investigation by providing subsidising, endowing or assisting laboratories, workshops libraries, lectures, meetings and conferences.

25. To adopt such means of making known the products of the company as may deem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of work of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.

26. To take interest and promote and undertake the formation and establishment of such institutions and companies as may be considered to be conducive to the interest of the Company and also to promote subsidiaries and ancillaries.

27. To lease, mortgage, or otherwise dispose off property, assets or undertaking of the Company or any part there for such consideration as the Company may think fit and in particular for shares, stock, debentures of securities of any other such company having objects altogether or in part similar to those of this Company.

28. To employ or acquire technical experts, technocrats, consultants, engineers, mechanics, foreman, skilled and unskilled labour for any of the business of the Company.

29. To repair, alter, remodel, clean, renovate, convert, manipulate and prepare for sale and resale, any goods from time to time belonging to the Company.

30. Subject to the provisions of section 230 to 232 of the Companies Act, 2013, to amalgamate or to enter into partnership or into any arrangement for sharing profits,

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union or interests, co-operation, joint venture or reciprocal concession with any person or persons or company or companies carrying on or engaged in any business or transactions which this company is authorised to carry on.

31. To buy foreign exchange in all lawful ways in compliance with the relevant laws of India and of the foreign country concerned in that behalf

32. To insure with any person or company against losses, damages, risks and liabilities of any kind which may affect the Company either 'holly or in part directly or indirectly.

33. To procure the Company to be registered or recognized in any part of the world.

34. To enter into partnership, agreement or arrangements for sharing profits or any union of interest, joint venture, reciprocal concession or co-operation with any person or persons Company or companies carrying on or engaged in or about to carry on or engage in or being authorised to carry on or engage in any business or transaction which this Companys authorised to carry on or engage in, or any business or transaction capable of being conducted so as directly and indirectly to benefit this Company.

35. To act as consultants in order to provide technical information, know-how, data, processes, formulas, techniques and methods, engineering services, manufacturing data, plans, layouts, blue prints and other data for the design, installation, erection and consultancy, maintenance and operation of any plant, machinery, equipment and facilities whatsoever required and to sublicense any person, party, company, corporation,

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Government or Semi-Government, institutions or anybody else in connection with the business of the Company.

36. To apply for, purchase or otherwise acquire and protect and review in any part of the world, any design, trademarks, copy rights, patents rights, inventions, licenses, concessions and the like conferring any exclusive or non-exclusive or limited rights their use or any information as to any invention which may seem calculated directly or indirectly to benefit the company in connection with its business and to use, exercise, develop or grant licenses in respect of the information so acquired and to spend money in experimenting upon, testing or improving any such patents, inventions or rights and to get the same converted/ transferred in the name of the company.

37. To build, construct, alter, maintain, enlarge, pull down, remove or replace and to work manage and control any buildings, offices, factories, mills, shops, machinery, engines, roadways, tramways, railways, branches or sidings, bridges, reservoirs, water courses, wharves, electric works and other works and conveniences which are calculated directly or indirectly to advance the interest of the company and to join with any person in doing any of these things for the attainment of main objects.

38. To pursue the registration or other recognition of company in any country, state
and place and to establish and to regulate agency for the purpose of the company's business and to apply or join applying to any parliament, Local Government, Municipal or other authority or body Indian or foreign, for any Act of Parliament, laws, decrees, concessions, orders, rights or

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privileges that are conducive to the Company's objects or any of them and to oppose any proceedings or applications which may seem calculated directly or indirectly or to prejudice company's interest/ rights.

39. To do all or any of the company's business as principals, agents or the business as representative of any persons, firm, company or corporation having business or objects, altogether or in part similar to these of this company and to carry on the business of the company with foreign collaboration on terms and conditions subject to law governing the same.

40. To construct, erect, establish, take on hire, rent or lease factories for anufacturing and processing of packing articles and materials by mechanical, electrical or manual operation.

41. Subject to the provisions of the Companies Act, 2013 to invest in any real or personal property rights or interests acquired by or belonging to the Company on behalf of or for the benefit of the Company but with the declared trust in favour of the Company.

42. To carry on any business or branch of a business which this company is authorised to carry on by means of or through the agency of any subsidiary or ancillary company or Company/ companies for taking the profits or losses of any business or branch so carried on, or for financing any. such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any other business or branch so carried on and to appoint Directors or Managers of any

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such Company.

43. Without prejudice to the generality of the foregoing to undertake, carry out romote and sponsor any activity for publication of any book, literature, newspapers or for organizing lectures, conferences or seminars, workshops, training programs likely to advance the aforesaid objects or for giving merit, awards, scholarships, loans
or any other assistance to institutes, deserving students or other scholars or consultants or persons or enable them to pursue their studies or academic pursuits and for establishing or asserting any institutions, funds, etc. having any one of the aforesaid objects as one of its objects.

44. To carry out research in design, develop, engineer, alter, exchanges or process in any manner manufacture, deal either as principal or agents, import and export know-how, machinery and equipment, including sub-assemblies and other parts and components thereof relating .to all kinds of electronics, electrical and are company supplied by in case of such business which may seem capable of being profitably dealt with by the company including stationery, accessories, ancillaries, thereof.

45. To expend money on research and development or new or existing products and improving or seeking to improve any patents, rights, inventions, discoveries, processes or information of the. Company or which the Company may acquire or propose to acquire.

46. To take such steps as may be necessary to give the Company the same rights or
privileges in any part of the world as are possessed by local Companies or concerns of

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similar nature

47. Subject to the provisions of Section 73, 179, 180 and 181 of the Companies Act, 2013 and the regulations made thereunder and the directions issued by the Reserve Bank of India, to receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures, or debenture stock(perpetual or otherwise) and to secure the payment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of Company (both present or future) including its uncalled capital and also by a similar mortgage, charge or lien, to secure and guarantee the performance by the Company or any other person or Company of any obligation undertaken by the Company.

48. To create depreciation fund, reserve fund, sinking fund, insurance fund, provident fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for any other such purpose whatsoever conducive to the interest of the Company.

49. To pay all costs, charges and expenses of and incidental lo the promotion, registration and establishment of the Company and to insure all or any of the goods lying in the Company gainst damage, fire or loss etc.

50. To draw, accept and make, endorse, discount and negotiate promissory notes, cheques, hundis, bills of exchange, bills of lading and other negotiable instruments of all types in connection with the business of the company and advance money on the security

SOUVENIR INTERNATIONAL FASTENERS LIMITED Authorised Signatory of goods lying with or under the control of the Company, to receive goods sale on consignment basis and to do all other acts that may be useful or necessary in order to market the same.

51. To refer or agree any claim, demand, dispute or any other question, by or against the company, or in which the company is interested or concerned and whether between the company and member or members his or their representative or between the company and third parties, to arbitration In India and /or at any place outside India, and to observe and perform and to do all act, deeds, matters and things to carry out or enforce the awards

52. Subject to the provisions of the Companies Act, 2013 to place to reserve or to distribute as dividend or bonus shares among the members or otherwise apply as the Company from time to time think fit and moneys belongings to the Company including those received by way of premium on shares or debentures Issued by the Company at a premium and any moneys received in respect of dividends occurred on forfeited shares and moneys arising from the reissued by the Company of forfeited shares or by appropriation of unclaimed dividends.

53. To train or pay for the training in India or abroad of any of the company employees or any candidate in the interest of or for the furtherance of the company objects Page 12 of 18

54. To make donations to such persons or institutions either in cash or in any other assets as may be thought directly or indirectly conducive to any of

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the Company objects or otherwise expedient and to provide for the welfare of the directors, officers, employees, and ex-directors, ex-officers, and ex-employees of the Company and wives, widows and families of dependents or relation of such persons, by building or contributing to the building of house, dwellings, chawls or by grants of money, pension, allowances, bonus, or other payments, by creating and from time to time subscribing or contributing towards places of instruction 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 institutions and objects which shall have any moral or other claim to support or aid by company other by the reason of locality of operations or of public and general utility or otherwise to provisions of the Companies Act, 2013.

55. To give to officers, servants or employee of the company any shares or interest in the profit of the company's business or any branch thereof and whether carried on by means of, or through the agency or any subsidiary company or not and for that purpose to enter into any arrangements, the company may think fit.

56. To establish and maintain or procure the establishment and maintenance of any contributory or noncontributory provident, pension or superannuation funds for the benefit of and give or procure the giving of donation, gratuities, pensions, allowances or employments or any other pecuniary aid to any person who are or were at any time in the

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employment or service of the company or other company which is subsidiary of the company or is allied to or associated with the company or with any such subsidiary company or who are or were at any time the directors or officers of the company or any such other company as aforesaid, and the wives, widows, families and dependents of any such person and also establish and subsidies and subscribe to any institution, association, club or funds calculated to the benefit of or to advance the interest and wellbeing of the company or of any such other ompany as aforesaid and make payment to or towards, the insurance of any such person as aforesaid and to any of the matter aforesaid either alone or in conjunction with any such company as aforesaid.

57. To provide residential and /or sleeping accommodation for employees and customers and in connection with to afford to such person facilities and convenience for washing, bathing, cooking, reading and writing and for the purpose , sale and consumption of provision both liquid and solid and for the safe custody of goods.

58. To grant moneys pensions, gratuities, allowances, bonuses, profit sharing bonus, or benefits or any other payments to any. persons (including Directors and other Officers) who may be or have been in the employment or service of the company in any capacity or the relations, connections or dependants of any such persons, and to provide for the welfare of such persons by building or contributing to the building of houses, dwelling or quarters and to create and from time to time subscribe or contribute to provident, insurance, medical relief and other schemes for the

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benefit of such persons or their relations, connections or dependants. 59. To apply the assets of the company in any way in or towards the establishment, maintenance or extension of any association, institution or funds in any way connected with any particular industry, trade or commerce generally including any association institution or fund for the protection of the interest of blasters, owners and employers against losses resulting from bad debts, strikes, combinations fire, accidents or otherwise or for the benefits of any officers, managers, foreman, clerks workman or other at any time employed by the company shares.

60. To send out to foreign countries, directors, employees or any other persons for investigating possibilities of business or trade or for procuring and buying any machinery or establishing trade connection or promoting the interest of the company and to pay all such expenses incurred.

61. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers here in before set forth, either alone or in association with other corporate bodies, firms, or individuals and to do every otheract or acts, thing or things, incidental to or growing out of or connected with aforesaid business or powers any part or parts thereof, provided the same be not inconsistent with the laws of the Union or India

62. To do all or any of the main objects in any part of the world, and either as principals, agents, trustees, contractors or otherwise and either alone or in conjunction with others, and either by or through agents,

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subcontractors, trustees or otherwise.

63. To borrow money without limit as to amount and upon such terms and in such manner for the business purposes, and to grant any mortgage, charge and standard security over its undertaking and property, or any part thereof, and to issue debentures, whether outright or as security for any debt, liability or obligation of the Company or of any third party.

64. To borrow from any state financial corporations, Banks, companies firms or other financial institutions any terms loan or other sums on such security and other charges as stipulated by the financial corporation or Banks with mortgage on all or any of property of the Company whether present or future or both.

65. To borrow and lend from/to body corporate / s, but as per the provisions applicable from time to time, with necessary approvals required.

66. To give Corporate Guarantee to banks & financial institutions to secure the credit facilities availed by other persons, firms or companies, including creation of equitable mortgage on the immovable properties owned by it in such manner as from time to time may be determined and accepted by such bank or financial institutions".

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

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(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 25040000 rupees, divided into

2504000	Equity Share	Shares of	10	Rupees each	

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:

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Subscriber Details					
S. No.	***Name, Address, Description and Occupation**	**DIN / PAN / Passport number**	**No. of shares taken**	**DSC**	**Dated**
1	RAVINDER KUMAR GUPTA FATHER'S NAME HARBANS LAL ADD. HOUSE 160/6 A MAJOR GURDIAL SINGH ROAD, CIVIL LINES LUDHIANA PUNJAB 141001 INDIA. DESIGNATION: DIRECTOR OCCUPATION: BUSINESS	0*4*2*5*	1000000 Equity,0 Prefere		04/03/2025
2	RASHMI GUPTA FATHER'S NAME JAGDISH CHAND ADD: 160/6A MAJOR GURDIAL SINGH ROAD, CIVIL LINES LUDHIANA PUNJAB 141001 INDIA, DESIGNATION: DIRECTOR OCCUPATION: BUSINESS	0*4*2*6*	500000 Equity,0 Preferen		04/03/2025
3	RAVISH GUPTA FATHER'S NAME RAVINDER GUPTA ADD. H. NO. 160/6A, MAJOR GURDIAL SINGH ROAD, CIVIL LINES, BHARAT NAGAR CHOWK PUNJAB 141001 LUDHIANA INDIA DESIGNATION: DIRECTOR OCCUPATION: BUSINESS	0*5*8*2*	1000000 Equity,0 Prefere		04/03/2025
4	SOUVENIR FASTENERS PRIVATE LIMITED RAJ RANI (AUTHORIZED PERSON) CIN: U28999PB2021PTC052593 REGISTERED OFFICE BXXIX - 147, GIASPURA ROAD NEAR POWER STATION LUDHIANA PUNJAB 141010 INDIA DESIGNATION: SHAREHOLDER OCCUPATION: BUSINESS	0*3*2*1*	1000 Equity,0 Preference		04/03/2025
5	NITASHA GUPTA FATHER'S NAME: PARSHOTAM DASS ADD. 160/6-A, MAJOR GURDIAL SINGH ROAD CIVIL LINES LUDHIANA PUNJAB 141001 INDIA DESIGNATION : SHAREHOLDER OCCUPATION: BUSINESS	0*0*8*1*	1000 Equity,0 Preference		04/03/2025
6	RAVINA PRABAL AGGARWAL FATHER'S NAME RAVINDER KUMAR GUPTA ADD. FLAT NO: -2801, GLAENDALE, 28TH FLOOR HIRA NADANI GARDENS, POWAI, MUMBAI MAHARASHTRA 400076 MUMBAI INDIA DESIGNATION : SHAREHOLDER OCCUPATION: BUSINESS	A*N*G*6*7*	1000 Equity,0 Preference		04/03/2025

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7	RAVITA GARG FATHER'S NAME RAVINDER GUPTA ADD.HOUSE NO: 213, SHARDA NIKETAN, NEAR DEEPALI CHOWK, PITAMPURA, DELHI 110034 SARASWATI VIHAR NORTH WEST DELHI INDIA DESIGNATION: SHAREHOLDER OCCUPATION: BUSINESS	A*Y*G*7*7*	1000 Equity,0 Preference		04/03/2025
Total shares taken			2504000 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
FCS	REECHA GUPTA	REECHA GOEL & ASSOCIATES, COMPANY SECRETARIES, OPP. SACHDEVA AUTOS, CIVIL LINES, PHILLAUR-144410	6*6*		04/03/2025

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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