

THE COMPANIES ACT, 2013
PRIVATE COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

OF

M/s VITI ENTERPRISES PRIVATE LIMITED

1. The Name of the Company is **M/s VITI ENTERPRISES PRIVATE LIMITED.**
2. The Registered Office of the company will be situated in the **State of Jharkhand.**
3. The objects for which the company is established are:
 - A. MAIN OBJECTS TO BE PERSUED ON INCORPORATION ARE:**
 1. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing, providing Services or supplying, trading, dealing in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere.



B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS:-

1. To engage in all activities which are incidental and allied or related to the main object clause and for this purpose to apply, approach acquire, hold and procure such rights, titles entitlements, licenses and permissions from Government, Semi-Government, Local authorities, public bodies, undertaking and from such other authorities as may be necessary and expedient to carry out the aforesaid activities.
2. To employ or otherwise acquire the services of technical experts, engineers, mechanics or skilled and unskilled labour for any of the purpose or business of the Company.
3. To establish branches, offices and agencies, depots in India and abroad, to procure the registration or recognition and for the conduct of the business of the Company
4. To enter into agreements or arrangements with any Indian or Foreign company or persons for obtaining by grant, license or on other terms, formulate and other rights and benefits, technical information, know-how and expert guidance and to arrange facilities for training of technical personnel by them.
5. To develop procedures, methods and principles for and to carry on research and developmental activities on all aspects related to the business and objects of the Company.
6. To apply for registration of, Purchase or otherwise acquire and protect and renew in any part of the world any patents, patent rights, trademarks, copyrights, designs, licences, concessions and the like, conferring any exclusive any exclusive or non-exclusive or limited right to their use and of 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 calculated, directly or indirectly, to benefit the Company and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property, intellectual property rights or information so acquired and to spend money in experimenting upon, testing or improving any such patents, invention or rights.
7. Subject to the receipt of the RBI approval, to purchase the payment gateway in India and in foreign countries for processing the online subscription to the websites of the company and to arrange for such legal modes of the payments.
8. To enter into partnership or any joint venture or profit-sharing arrangement, co-operation, reciprocal concession or otherwise with either any person or company carrying on or engaged in or about to carry on or engage in any transaction which the Company is authorized to carry on or engage in, any business or transaction capable of being conducted so as, directly or indirectly, to benefit the Company in the attainment of its objects, to take or otherwise acquire shares or securities of any such company and to sell, hold or otherwise deal with the same.
9. To enter into contracts, agreements and arrangements with any individual association or persons, partnership firm , limited liability partnership, trust, society, company, body corporate or any other entity for carrying out by such individual, association of persons, partnership firm, limited liability partnership, trust, society, company, body corporate or any other entity of carrying out by such individual, association of persons, partnership firm, limited liability partnership, trust, society, company, body corporate or any other entity of any of the objects for which the Company is formed/established.

10. To amalgamate, collaborate, enter into partnership, joint venture or other arrangement with any other company or persons or persons having objects altogether or in a part similar to those of this Company.
11. To establish or promote or concur in establishing or the promotion of any company having objects altogether or in part similar to those of this Company, the promotion or which shall be considered desirable.
12. To subscribe for, underwrite, purchase, or otherwise acquire, and to hold, dispose of, and deal with the shares, stocks, securities, and evidences of indebtedness or of the right to participate in profits or assets or other similar documents issued by any government, authority, corporation or body or by any company or body or persons, and exercise and enforce rights and powers in respect thereof.
13. Subject to the provisions of the Companies Act 2013, to borrow and raise money, to receive money as interest on loan and secure or discharge any debt or obligation of, or binding on, the Company in such manner as may be thought fit and in particular by the issue of debentures and mortgages and charges upon the undertaking of all or any of the property and assets (present and future) and the uncalled capital of the Company, or by the creation and issue on such terms and conditions as may be thought expedient of debentures, debentures, debentures stock or other securities of any description, but not engage in any banking business as defined under the Banking Regulations Act, 1949.
14. To open current or savings or fixed deposit accounts with any bank, banker, or merchant and to pay into and draw money from such accounts.
15. To draw, make, accept, endorse, negotiate, execute and issue, and to buy, sell and deal with bills of exchange, promissory notes, and other negotiable or transferable instruments.
16. To acquire, construct, improve, maintain, develop, work, manage or control any building, houses and other buildings including housing for employees and workmen and others and to provide such facilities and conveniences which may seem directly or indirectly to be for the benefit of the Company and to advance its interests.
17. To subcontract or delegate rights and/or obligations under all or any contracts from time to time and upon such terms and conditions as may be deemed expedient.
18. To offer for tender, purchase or otherwise acquire any contract, subcontract, licence and concession in relation to the business which the Company is authorized to carry on or which can be conveniently carried on with the business of the Company and to undertake, execute, carry out or dispose of the same.
19. To purchase, sell, lease, grant licences, easements and other rights over, mortgage, hire or otherwise acquire, and in any other manner deal with or dispose of, property, assets, rights, privileges and effects of the Company or any part thereof for such consideration as may be thought fit and in particular for stocks, shares or securities of any other company whether fully or partly paid up.
20. To procure the registration or incorporation of the Company or cause this Company to be recognized in or under the laws of any foreign country or place outside India.

21. To enter into any arrangement with any governmental authority, whether Central, State, Municipal, local or other, or any company or persons in India or abroad, that may seem conducive to the Company's objects or any of them and to obtain from any such governmental authority, other authority (i.e), company or persons any or all rights, concessions and privileges which the Company may think fit desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges, and concessions.
22. To subscribe or guarantee money for any nation, charitable, benevolent, public, general or useful object or for any exhibition, or for any purpose which may be considered likely to directly or indirectly further the objects of the Company or the interest of its shareholders.
23. To provide for the welfare and grant pensions or gratuities to any employees or ex-employee and to officers and ex-officers (including directors and ex-directors) of the Company or its predecessors in business, or the wives, widows relations, connections or dependant's of any such persons, and to establish or support associations, institutions schools, hospitals, dispensaries, clubs, funds and trusts which may be considered beneficial to any such persons or otherwise advance the interests of the Company or of its members, and to establish and contribute to any scheme for the purchase by trustees of shares in the Company to be held for the benefit of the Company's employees, to enable them to purchase shares of the Company and to formulate and carry into effect any scheme for sharing the profits of the Company with its employees or any of them.
24. To institute, establish, maintain, operate, run and manage employee stock option schemes, or other schemes for the issuance of shares or stock in the equity share capital of the Company, to employees, officers, directors or other members of the management in respect of their contribution to the development of the Company including by way of providing know how, rights in the nature of intellectual property rights or value additions, to establish a trust or other body to manage, operate and co-ordinate such schemes and through these schemes. to permit the employees and the management to participate in the profits of the Company.
25. To pay for any business, property or rights acquired or agreed to be acquired by the Company and to remunerate any person or company whether by costs, payment or transfer of shares of this or any other company credited as fully or partly paid up or of debenture's or other securities of this or any other company, subject to provisions of the Companies Act, 2013.
26. To invest and deal with the surplus monies of the Company not immediately required in any manner, in particular to accumulate funds, or to acquire, or take by subscription, purchase or otherwise or to hold shares or stock in or the security of any company, association or undertaking in India or abroad.
27. To create any depreciation reserve or funds, general reserve or fund, sinking fund or any other special reserve or fund whether for depreciation or for use in periods of stress and shortage or for repairing, improving, extending or maintaining any of the properties to the Company or for any other purpose conducive to the interest of the Company.
28. To undertake and execute any trust, the undertaking whereof may seem desirable, and whether gratuitously or otherwise, subject to the relevant provisions of the Companies Act, 2013.

29. To insure the whole or any part of the property and assets of the Company either fully or partially, to protect and indemnify the Company from liability or loss in respect thereof either fully or partially, and also to insure and to protect and indemnify in any part or portion thereof either on mutual principle or otherwise.
30. To provide for the welfare of the Directors, officers, employees and ex-officers and ex-employees of the Company and the wives and families or the dependents or connection of such persons, by building or houses, dwelling chawls, or by grants or money, pension, allowances, bonus, or other payments or by the provision of policies of Life Assurance, pensions, gratuity and superannuation schemes, or by creating and from time to time establishing, subscribing, or contribution to the provident or other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction or recreation, hospitals and dispensaries, medical and other attendants and assist 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 of aid by the Company either by reason of locality, of operation or of public and general utility, welfare or otherwise.
31. Subject to the provisions of the Companies Act, 2013, or any other enactments for the time being in force, to indemnify and keep indemnified members, officers, directors, agents and servants of the Company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company and for any loss, damages, or misfortune whatsoever and which shall happen in the course of execution of the duties or their office or in relation thereto.
32. Subject to the provisions of the Companies Act, 2013, to place on reserve or to distribute as dividend or bonus shares or share of profit among the members, and otherwise to apply, as the Company may from time to time think fit, any monies received in respect of dividends accrued on forfeited shares or from unclaimed dividends or otherwise.
33. To distribute any of the property of the Company, or any proceeds arising from of the sale or disposal of any property of the Company, among the members, in the event of winding up.
34. To refer or agree to refer any claims, demands, disputes or any other question, by or against the Company or in which the Company is interested or concerned and whether between the Company and their members or the representatives of such members or between the company and or any third party for arbitration in India or at any place outside India, and to observe and perform and do all acts, deeds, matters and things to carry out or enforce the awards.
35. To ratify the contracts executed, and ratify and reimburse expenses borne, by the promoters of the Company prior to the incorporation of the Company.
36. To do all or any of the things and matters aforesaid in any part of the world, and either as principals, agents, contractors, trustees, or otherwise, and by or through trustees, agents or otherwise, and either alone or in conjunction with others and to do all such other things as may be considered to be incidental or conducive to the above objects or any of them.
37. To take part in the supervision and control of the business or operations of any company or undertaking and for that purpose to appoint and remunerate any directors, trustees, accountants or other experts and/or agents.

38. To make advances upon or for purchase of materials, goods, machinery, stores and other Articles required for the purpose of the Company.
39. Subject to provisions of the Gift Tax Act, 1958, and statutory amendments thereof the company has power to make and receive gifts either in cash or other movable or immovable properties.
40. To insure with any person or Company against losses, damages risks, and liabilities of any kind which may affect the Company, and if thought fit, to effect any such insurance by joining or becoming members of any mutual insurance of protection or indemnity association, society or Company.
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 Authorized share capital of the company is Rs. 50,00,000/- (Rupees Fifty Lacs) divided into equity 5,00,000 (Five Lakhs) shares of Rs. 10/- (Rupees Ten only) each.
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:

S.No.	Subscriber Details						
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC/ SIGNED	Dated	
1	RATAN SAHARIA, 41 SRIKUNJ, RAJENDRA NAGAR, SAKCHI, JAMSHEDPUR 831001	00335433	100,000	Equity	RATAN SAHARIA	23/12/20	
2	KAMAL KUMAR AGARWAL, 41 RAJENDRA NAGAR, SAKCHI, JAMSHEDPUR 831001	AAWPA4963A	100,000	Equity	KAMAL KUMAR AGARWAL	23/12/20	
TOTAL SHARES TAKEN			200,000	Equity			

Signed before me					
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated	
FCA	P K AGRAWAL	ROOM NO 101, 3 RD FLOOR, KAMANI CENTRE, BISTUPUR, JAMSHEDPUR 831001	074466	PRADEEP KUMAR AGRAWAL	23/12/20
