

Form No. INC-33**e-MOA (e-Memorandum of Association)**

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]]



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

(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)

Table A/B/C/D/E

1 The name of the company is

VL E-GOVERNANCE & IT SOLUTIONS LIMITED

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

Maharashtra

1.To carry on business as manufactures, products, developers, processors, dealers, traders, importers, exporters, stockists, distributors service provider or agents in software, information technology, e-commerce, business of design, Engineering and Technology Infrastructure development in multiple industries such as ATM, Aerospace, Defense and Power electronics, e-mail, internet, multimedia, data processing, data management, telefilms, motion movies, web paging, telecommunication including peripherals computer data processing machine, systems and components thereof on B2B, wholesale as well as on retail basis in India or elsewhere.1(A)To undertake designing & development, research of software systems, products and solutions in all areas of application including those in emerging niche segments like internet, website, applications solutions software, enterprise resource planning (ERP), ecommerce, value added products and other business applications either for its own use or for sale in India or for export outside India and to design, develop such systems and application software for or on behalf of manufactures, owners and users of computer systems, telecom, digital, electronic equipment in India or elsewhere in world.1(B) To develop, provide, undertake design, import, export, distribute and deals in Systems and

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

Application software for microprocessor based information systems, offshore software development project, software project consultancy, development of computer languages and allied computer service and to own and/or operate data processing and service bureau centers in India and Abroad. 1(C) To act as facilitator between service provider and end user of services to render governmental / non-governmental services, including but not limited to ticket booking services (IRCTC), postal services, facilitate utility services, any other governmental services to promote general wellbeing of the public at large and other support services. 1(D) To manufacture, develop, procure, produce, import or engage any professional to manufacture, develop any software to make all the activities of the Company available in the form of an application or software available on any device such as mobile or computer or such other devices as may be found appropriate and to make the services of the Company available to the public at large in India and abroad. 1(E) To carry on in India and abroad the business of and/or provide services as system integrator, data securities, data management and governance, data integration, data digitalization and modernisation, data integrity, Last Mile Execution/Distribution or End to End Service provider, provider of software solutions in e-Governance projects which includes but not limited to its acquisition, use, processing transmission, storage and deletion. 1(F) To carry on the business of and provide services of information security process which encompasses security culture, network security, physical security, system security, data security and security operations.

1. To act as an B2B distributor for physical as well as E-Commerce networks/platforms by enabling enterprise merchants and online marketplaces to offer E-Commerce services to their subscribers and providing end to end support services to the end customers or citizens of India directly or indirectly or through associated business outlets or franchisee or by such other model as may be found appropriate. 2. To purchase, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business. 3. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this Company. 4. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the Company. 5. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or

company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.6.To purchase, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, labour lines, and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.7.To undertake or promote scientific research relating to the main business or class of business of the Company.8.To takeover the whole or any part of the business, goodwill, trade-marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business this Company is authorised to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.9.To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, or any other such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, or technical collaboration and necessary formulas and patent rights for furthering the main objects of the Company.10.Subject to Sections 391 to 394, 394A of the Act, to amalgamate with any other company of which all or any of their objects companies having similar to the objects of the Company in any manner whether with or without the liquidation.11.Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.12.To apply for, obtain, purchase or otherwise and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes know-how and other information, patterns, copyrights, trade-marks, licenses concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.13.To apply for and obtain any order under any Act or Legislature,

charter, privilege concession, license or authorisation of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.14.To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.15.To procure the Company to be registered or recognised in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the Company.16.To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.17.To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to deal with the money of the Company not immediately required.18.To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.19.To establish, or promote or concur in establishing or promote any company for the purpose of dealing all or any of the properties, rights and liabilities of the Company.20.To sell, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, properties, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.21.Subject to the Provisions of Section 100 to 105 of the Act, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.22.To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of

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

forfeited shares, money arising from the sale by the Company of forfeited shares subject to the provisions of Sec. 52 of the Companies Act, 2013.23.To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.24.To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.25.Subject to the provisions of Section 292 of the Companies Act, 1956 and Section 182 & 183 of Companies Act, 2013, to subscribe contribute, gift or money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.26.To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give or procure the giving of the gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is a 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 Directors or officers of the Company or any other company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidise and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.27.To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.28.To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the company may determine, subject to the provision of section 314

of the act.29.To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the company of any property or assets.30.To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the company and to pay all expenses incurred in the connection.31.To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged. 32.To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.33.To appoint agents, sub-agents, dealers, managers canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorised to carry on and to constitute agencies of the Company in India or in any other country and establish depots and agencies in different parts of the world.34.To carry on the business as logistic providers, transporters, booking agents, forwarding agents, clearing agents, shipping agents, warehousemen, exporters and importers, for transport or movement of goods, through roadways, ropeways, railways, airways and waterways or any other mode of transport, and to make arrangements with transporters, airlines, shipping agents, or other concerns engaged in logistics including carriage or transport of goods in any manner, both inland and overseas. To build, purchase, hire or take on charter any ships, tugs, barges, road transport vehicles, railway wagons for the purpose of business.35.To provide, commercialize, control, develop, promote, establish, handle, operate, hold, pack, organize, service, supervise, represent, and to act as an agent, concessionaires, consultants, booking agents in respect of Logistics & Courier services or deal in all types of Logistics & Courier activities, including but not limited to, that of collecting any documents, goods, articles, parcels, things on behalf of all types of customers and to deliver them from one place to another in any part of the world whether by own arrangements or through representatives, agents or business affiliates and to do all incidental acts and things necessary for

attainment of these objects either through centers, stores, outlets, e-commerce, e-mail, instant messaging, online storefronts and shopping carts or any other means.36.To amalgamate, enter into any partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal concession, or for limiting completion with any person or company carrying on or engaged in or about to carrying on or engage in any business or transaction, which the Company is authorized to carry on or engage in or which the Company is authorised to carry on or engage in or which the Company is authorized to carry on or engage in or which can be carried on in conjunction therewith and to give or accept by way of consideration of any of the acts, or things, aforesaid or property acquired, any share, debentures, debenture-stock or securities, that may be agreed upon, and to hold and retain, or sell mortgage and deal with any shares, debentures, debenture-stock or securities so received.37.Subject to the provisions of the Companies Act, 2013 and other applicable laws, to demerge, sell, lease, mortgage, transfer or otherwise dispose of the whole or any part of any property, business, rights, activities and/or undertaking of the Company, either together, or in portions along with movable or immovable property or assets to any company or any other person for such consideration and on such terms as may be considered expedient.38.To amalgamate with or purchase, or otherwise acquire and hold shares, securities, voting rights, or other interest in any company or companies having objects altogether or in part similar to those of this company or any other company subject to the relevant provisions of the Companies Act, 1956 or Companies Act, 2013, whenever notified.39.To enter into any arrangement, agreements, collaborations, contracts, sub-contracts with any Government or authority supreme, municipal, local or otherwise, or any person or Company that may seem conducive to the company's objects or any of them and to obtain from any such Government Authority, person or company any services, rights, privileges, charters, contracts, licences and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply therewith.40.To apply for, promote and obtain any Act, charter privilege concession, licence, authorization, if any, of and/or from any Government, State of Municipality, provisional order or licence or any authority, for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company, or for effecting any modification of the Company's constitution, or for any other purpose which may seem calculated, directly or indirectly to prejudice the Company's interests.

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

(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

200000000	Equity Share	Shares of	10	Rupees each	
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Attachments

First Subscriber (s) sheet

Subscribersheet.pdf

Declaration

Pursuant to resolution no. dated, I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

V. The Authorised Share Capital of the company is Rs. 200,00,00,000/- (Rupees Two Hundred Crore) divided into 20,00,00,000 (Twenty Crore) Equity Shares of Rs. 10/- (Rupees Ten) each.

To be digitally signed by

Name

DINESH NANDWANA

Designation

Director

DIN

00062532

DSC