

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

VASANTHA ADVANCED SYSTEMS PRIVATE LIMITED

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

Tamil Nadu

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

To carry on the business of manufacturing, servicing or otherwise deal with all types electronics systems including but not limited to development of advanced Assembly of Printed Circuit Boards, Cable Harness Assembly, Coil Assembly and other related activities

1. To acquire, purchase, construct, develop any area, land, building, plant and machinery, undertaking, concern, contract or adventure which may be conducive to or useful for carrying on the business, or useful for attaining the objects of the Company.

2. To open offices in India and abroad for the purpose of securing the business or other offices for advertising, soliciting, exhibiting, keeping or disposing of services and other merchandise in connection with the objects of the company or any one of them.

3. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company, carrying or proposing to carry on any business which this company is authorised to carry on or any property or rights suitable for any of the purposes of the company, or which is capable of being conducted so as directly or indirectly to

benefit the company and to purchase acquire, sell and deal in property, shares, share stock, debenture stock of any such person firm or company and to conduct, make or to carry out into effect any arrangements in regard to the business of any such person, firm or company.

4. To apply for purchases or otherwise acquire and protect and renew in any part of the world any patents, patent rights, brevets d'invention, trademarks, designs, licenses concessions and the like conferring any exclusive or nonexclusive or limited rights to their use, or any secret or other information as to any invention which may seem capable of being used for any of the purpose 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 licenses in consideration or otherwise in respect of, or otherwise turn to account the property, rights or information so acquired, and to expend money in experimenting upon, testing or improving any such patent inventions or rights, and without prejudice to the generality of the above, contracts, monopolies or concessions for or in relation to the supply or sale of any minerals, metals, products of other substance, materials, articles or things or for or in relation to the construction, execution carrying out, equipment, improvement, management, administration, or control of any works and convenience required for the purpose of carrying out any other aforesaid business and to undertake, execute, carry out, dispose or otherwise turn to account such contracts, monopolies or concession.

5. To purchase, take on lease or license or in exchange, hire or otherwise any real and or personal property and any rights or privileges which the company may think necessary and convenient for the purpose of its business or any enhancement of the value of any other property of the company and in particular any land (freehold leasehold or other tenure) Buildings, easements, machinery, plant and stock in trade and on any such lands to erect buildings, factories sheds, go downs, or the structures for the works, and purpose of the company and also for the residence and amenity of its employee's staff's and other workmen and erect and install machinery and plant and other equipments deemed necessary or convenient or profitable for the purpose of the company and either to retain the same for the purpose of the company, business or to turn the same to account as may seem expedient.

6. To exchange, sell, convey, assign, or let on lease or grant license for the whole or any part of the company's immovable properties and accept as consideration or in lieu thereof other land, cash, Government Securities, or Securities guaranteed

by Government or shares in Joint Stock Companies or partly the one and partly the other or such other property or securities as may be determined by the company and to take back or reacquire any property so disposed of by repurchasing or leasing the same or obtaining a license for such price/ prices and on such terms and conditions as may be agreed upon.

7. To enter into any agreements with the Government of India or any other Government or with any authorities, public, municipal, local, railway, or otherwise or with any other person, that may seem conducive to the objects of the company or any of them and to obtain from any such Government, authority or persons any rights, privileges, charities, licenses and concessions which the company may think it desirable to obtain and to carry out, exercise and comply therewith and dispose of or turn to account the same.

8. To amalgamate in accordance with the provisions of the Companies Act, 2013 and to enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture of reciprocal concession with any persons or company carrying on or engaged in or about to carry on or engage in any business or transaction which the company is authorised to carry on or engage in, or which can be carried in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.

9. To improve, manage, develop, grant rights or privileges in respect of or otherwise deal with, all or any part of the property and rights of the company.

10. To promote and form and to be interested in, and take, hold and dispose of shares in other companies and to transfer to any such company any property of this company, and to take otherwise acquire, hold and dispose of shares, debentures and other securities in or of any such company and to subsidise or otherwise assist any such company.

11. To take or concur in taking all such steps and proceedings as may seem best calculated to uphold and support the credit of the Company and to obtain and justify public confidence and to avert or minimize financial disturbances, which might affect the Company.

12. To sell, lease mortgage or otherwise dispose of or transfer the business, property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, stocks, debentures

or other securities of any other Company whether or not having objects altogether or in part similar to those of the Company.

13. To pay out of the funds of the company all costs, charges and expenses which the company may lawfully pay with respect to the promotion, formation and registration of the company and/or the issue of its capital or which the Company shall consider to be preliminary, including therein the cost of advertising, printing and stationery and commission.

14. To borrow or raise money, or to receive money on deposit or loan at interest or otherwise in such manner as company may think fit and in particular by the issue of debentures or debentures stock perpetual or otherwise, and convertible into shares of this or any other Company or not to secure the repayment of any money such borrowed, raised, or received, or owing by mortgage, pledge, charge or tie upon all or any of the property assets or revenue of the Company (both present and future) including its uncalled capital and to give the tenders or creditors the power of the safe and other powers as may seem expedient to purchase, redeem or pay off any such securities and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company or any other person, firm or company of any obligation undertaken by the company or any other person, firm company as the case may be.

15. To open Bank Accounts in the name of the Company with any bank(s), draw, make, accept endorse, discount execute and issue and negotiate bills of exchange, hundies, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments.

16. To procure registration or other recognition of the company in any country, state or place and to establish and regulate agencies for the purpose of the company's business and to apply, or join in applying in any Parliament, Government, Local Municipal or other authority or body for any Acts, of Parliament, Law degree concession, orders, rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any proceedings or application which may be calculated directly or indirectly to prejudice the Company's interests.

17. To establish and maintain and procure the establishment and maintenance of any non-contributory or contributory pension or superannuation schemes or funds for the benefit of and to give or procure the giving of donation, gratuities, pensions, allowance or emoluments and to make or procure the making of any gifts to any

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

person who are or were at any time in the employment or service of the company or of any company which is a subsidiary of the company or is allied to or associated with the company or with any such subsidiary of the company or who are or were at any time Directors or officer of the Company or of any such other Company as aforesaid and the wives, widows, families and dependents of such person or any persons or class of persons in whose welfare the company or any such other company as aforesaid is or has been at any time interested or any other or persons of class of persons selected by the company and also to establish and subsidise or subscribe to any trusts, foundations, settlements, institutions, associations, clubs or funds for the purposes and or calculated to fulfil the purposes aforesaid and or calculated to be for the benefit of or to advance the interest and wellbeing of the company or of any such other company as aforesaid and to make payments for or towards the insurance of any such person or persons or class of persons as aforesaid and to subscribe and guarantee money for charitable and benevolent objects or for any exhibition or for any public, general or useful object and to do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid.

18. As permissible under the Companies Act to distribute in specie or otherwise as may be resolved any property or assets of the company or any proceeds of sales or disposal of any property or assets of the company including the shares, debentures or other securities of any other company formed to take over the whole or any part of the assets or liability of the company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

19. To give to any Officers, servants or employees of the company any share of interest in the profits of the Company's business or any branch thereof, whether carried on by means or through the agency of any subsidiary company or not, and for the purpose to enter into any arrangements the company may think fit.

20. To train or pay for the training in India or abroad of any of the company's employees or any candidate in the interest of or for furtherance of the Company's objects.

21. To acquire from any Government, Central, State, Local or foreign or Public body, or persons or authority, or any private individual any concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the company capable of being turned to account or which the company may think directly or indirectly

conducive to any of its objects or capable of being carried on in connection with its business and to work, develop, carryout exercise and turn to account the same.

22. To apply for, promote and obtain any Act or Parliament, Charter, privilege, concession, license, or authorisation of any Government, State or Municipality provisional order of license from 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 constitution of the Company or for any other purpose which may seem expedient, and to oppose any proceeding or applications which may seem calculated directly or indirectly to prejudice the interests of the Company.

23. To undertake the management of any company or companies having objects altogether or in part similar to those of this company and to take all necessary steps for registering the company in any country as may be thought fit.

24. To make use of, utilize, develop, cultivate or farm any land belonging or acquired by the Company for scientific , industrial, commercial, agricultural or other purposes as may be conducive to the attainment of the objects of the Company or directly or indirectly to enhance the value of any property and rights for the time being of the Company and also to comply with or fulfil the CSR activities of the Company including ensuring environmental sustainability, ecological balance, agro forestry and similar projects and programmes.

25. To grant pecuniary or other aid or fee scholarship in full or in part with or without boarding and lodging to any student or students or others selected by the Directors for studying, or receiving training in the manufacturers or otherwise of the products specified above and kindred subject in India or in foreign countries with or without consideration of acquiring for the company his or their services after the completion of such course or courses of training.

26. To enter into agreement with any person or concerns in India or abroad for the purpose of importing any materials or machineries for carrying on any of the objects of the company, or for technical know-how.

27. To invest and deal with the moneys of the company in shares of other companies, debentures or debenture stocks of other companies Government securities, whether securities issued by the Central or State Government or in other securities and in any manner as may from time to time determined.

28. To lend money 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 contracts by any such persons or companies.

29. To borrow or raise money from bank or banks, firms, companies and individuals either with or without security and to secure the payment of money in such manner as the company shall think fit and in particular but without prejudice to the said generality by the issue of mortgages, debentures, debenture stocks, bonds or any part of the property and rights, both present and future, of the company including therein any uncalled capital of the company or to transfer or convey the same absolutely or in trust and as incidental thereto to confer power of sale and other powers as may be required but without doing the business of banking as defined in Banking Regulation Act, 1949.

30. To assist, promote, aid or subscribe to the establishment and maintenance of any institution, association fund or charity for the benefit and use of the employees of the company and grant gratuity, bonus, pension, privileges relief and other emoluments to them and their dependents, and to provide for their dependents and for their welfare, convenience, entertainment, amelioration, education, development and assurance of the said employees and their dependents, to encourage, or otherwise aid benevolent society, institution and associations as the company may deem fit.

31. To support and subscribe for or contribute to any funds of any party, trade, commerce or industry, provided that such contribution is likely to be, in the opinion of the company, and in the interests of the company, but not for political purposes.

32. To promote any company or companies for the purposes of acquiring all or any of the property, rights, and liabilities of this company, or for any other purpose which may seem directly or indirectly calculated to benefit this company.

33. To create any depreciation fund, reserve fund, sinking fund, insurance fund, or any special or other funds whether for depreciation or for repairing, improving, extending or maintaining any of the property of the company or for redemption of debentures or redeemable preference shares or for any other purpose whatsoever conducive to the interests of the company.

34. To undertake and execute any trusts and

undertaking whereof may seem desirable and either gratuitously or otherwise.

35. Except in the matter of distributing the profits of the company by way of dividends, and subject to the provisions of the Act, to distribute among the members of the company in specie any property of the company, and in particulars any shares, stocks, debentures, debenture stock or securities of other companies belonging to the company or of which the company may have the power of disposing.

36. To assist any company financially or otherwise, by subscribing for or guaranteeing the subscription and issue of capital, shares, stocks, debentures, debenture stocks or other securities, and to take hold and deal in shares, stocks and securities of any company notwithstanding any liability thereon.

37. To establish in India or globally the power generation projects for self as well as for others by way of conventional and non-conventional sources like wind energy, solar energy, tidal, ocean or wave energy, geo energy, bio energy, hydrogen energy, energy through natural gas, liquefied petroleum gas, chemical sources, hydro electrical, co-generation and to generate, distribute, transmit, sell and otherwise trade on power and other consequential benefits such as carbon credits, and to operate, run, maintain, service the power projects and to provide all technical services connected therewith, in the course of pursuing main objects of the 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 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

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|---------|--------------|-----------|----|-------------|--|
| 5000000 | Equity Share | Shares of | 10 | Rupees each | |
|---------|--------------|-----------|----|-------------|--|

Attachments

First Subscriber (s) sheet

First Subscriber sheet.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:

The Authorized Share Capital of the Company is Rs.5,00,00,000 (Rupees Five Crore only) divided into 50,00,000 (Fifty Lakhs) Equity shares of Rs.10/-(Rupees Ten only) each

To be digitally signed by

Name

SOMASUNDARAM CHIDAMBARANATHAN

Designation

Director

DIN

08548233

DSC