

[Pursuant to Schedule I (see sections 4 and 5) to the Companies Act, 2013] FORM NO. INC-33

SPICE+MOA
(e-Memorandum of Association)

* Table applicable to company as notified under schedule I of the companies Act, 2013

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Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

1. The Name of the Company is

NSREEM PRIVATE LIMITED

2. The Registered office of the company will be situated in the state of

Kerala-KL

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

To engage in the business of design and development of software, operating systems software, business & other applications software for various platforms, hardware and software consultancy; and data tabulating and processing services, database management and distribution services; and designing, developing and maintaining websites; and importing and exporting software and software services; and selling, trading and distributing various kinds of software for personal and commercial use, through offline and online modes and all other computer related activities and ancillary activities to achieve the foregoing objective.

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

1. To prepare and publish articles, write-ups and opinions related to the objects of the Company.
2. To obtain the necessary legal authorization, permits, licenses and approvals to achieve and perform the primary objects referred above.
3. To work with other institutions, organizations, individuals, governments, agents and other entities for carrying out the primary objectives referred above.
4. To open and operate the bank accounts in the name of Company and to transact through these accounts with the help of various operating facilities provided by the bank and to avail any other services suitable for the company as and when suggested by the bank or as and when required by the Company.
5. Subject to provisions of the Act, to place to reserve or to distribute as dividends or bonus among the members or otherwise to apply, as the company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at a premium by the company any moneys received in respect of dividends accrued on forfeited shares, and moneys arising from the sale by the company of forfeited shares or from unclaimed dividends.
6. To develop, publish, procure, and license software, websites, and other content in different forms of media for carrying out the primary objectives.
7. To enter into contracts with owners of Intellectual Property rights, suppliers, agents, governments and other authorities, departments or agencies, whether educational, civil or military, for and in connection with the business of the Company.
8. To develop, promote, have and maintain canteen, refreshment rooms, crèche, medicine shops within or without the premises and other facilities normally associated with the business and used by the customers and employees of the company.

9. To apply for, obtain, purchase or otherwise acquire and protect, prolong and renew any patents, patent rights, inventions, processes, trade secrets, scientific, technical or other assistance, manufacturing process, know-how and other information, designs, patents, copyrights, trademarks, licenses, concessions and like rights or the benefits or right of use thereof, which may seem capable of being used for or in connection with any of the purposes of the company on payment of any fee, royalty or other consideration and to use, exercise or develop the same and grant licenses or sell or otherwise deal with and make use of the same.
10. 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 value of securities and also by way of securities for the performance of any contracts or obligations of the Company or of its customers or other persons or corporations having dealings with the Company or in whose business or undertaking the Company is interested whether directly or indirectly;
11. To pay for any property or rights acquired by the Company either in cash or fully or partly paid-up shares, with or without preferred or deferred or special rights or restriction, in respect of dividend, repayment of capital, voting or otherwise or by any securities which the Company has power to issue, or partly in one mode and partly in another and generally on such terms as the company may determined;
12. To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by installments or otherwise or in fully or in partly paid-up shares of any company or corporation without deferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or in debentures or in debenture stock, mortgage or other securities of any company or corporation or partly in one mode and partly in another and generally on such terms as the Company may determine and to hold, dispose of or otherwise deal with any shares, stock or securities so acquired;
13. To enter into partnership or any other arrangement for sharing profits, joint venture or reciprocal concession, with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which this company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefits this company and to lend money, to guarantee the contracts of, or otherwise assist any such person or company, and to take or otherwise acquire shares and securities of any such company and to sell, hold, reissue, with or without guarantee, or otherwise deal with the same.
14. To promote any company or companies for the purpose 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.
15. To construct, maintain or develop any buildings, factories, warehouses, godowns, shop or other structures or works necessary, convenient or expedient of the purposes of the company.
16. Generally to purchase, take on lease or in exchange, hire or otherwise acquire, any moveable or immovable property, and any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular any lands, buildings, easements, machinery, plant and stock in trade.
17. To enter into arrangements with any Government or authorities, supreme, municipal, local or otherwise, that may seem conducive to the Company's objectives, or any of them and to obtain from any such Government or authority, any rights, privileges and concessions which the company may think its desirable to obtain, and to carry out, exercise and comply with any such arrangements, Rights privileges and concessions.
18. To pay for any business, property or rights acquired or agreed to be acquired by this company and generally to satisfy any obligation of this company by the issue or transfer of shares of this company, or any other company credited as fully or partly paid up, or of debentures or others securities of this or any other company.
19. Subject to provisions of the Act, to advance and lend moneys upon such securities or without securities therefore as may be thought proper and to invest such of the company's money not immediately require, in such manner as may from time to time be determined by the Directors of company.
20. To borrow and secure the payment money in such manner and on such terms as the Directors may deem expedient, and to mortgage, charge, hypothecate the undertaking and all or any part of the property - movable or immovable and rights of the company, present or future including uncalled capital.
21. To apply for tender, purchase or otherwise acquire contracts, sub-contracts, licenses and concessions of all or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same and to sublet all or any contracts for time to time and on such terms and considerations as may be thought expedient.
22. To adopt such means for making known the services, business and/or products for this company or any company or any company in which this company is interested as agent, representatives or in any other way, by advertisements in papers, magazines, through periodicals cines slides and films, by issue of circulars, posters, calendars exhibiting, by publication of books, periodicals and by granting prizes and rewards.
23. To establish and support funds and institutions calculated to benefit employees or ex-employees of the company or its predecessors in business or the dependents or connections of such person, and to grant pensions, and allowances, and to subscribe or guarantee money for charitable objects.
24. 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 or for dependents or connections of such person, by building or contributing to the building of houses, bonus, or other payments; or 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 assist or to guarantee money to charitable, benevolent, religious, scientific, national, public or other institutions and objects which

shall have any moral or other claim to support or aid by the company either by reason of locality of operation or of public and general utility or otherwise.

25. To create any depreciation funds, reserve funds or any other special fund whether for repairing, improving, extending or maintain any property of the company for any other purpose conducive to the interests of the company.

26. To procure the registration or other recognition of this company in any country, state or place and to establish and regulate agencies for the company's business.

27. To sell or dispose of the undertaking of the company or any part thereof for such consideration as the company think fit, and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this company.

28. To amalgamate with any other company whether as a Transferor or as a Transferee, for the benefit of the Company or its employees or any other stakeholder.

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 share capital of the company is


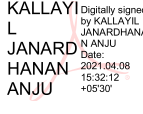
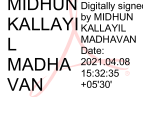
100,000.00

 rupees, divided into,

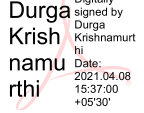
10,000.00	Equity	shares of	10.00	rupees each	,and
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6 We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

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 (Applicable in case of one person company):

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	NAME: NIKHIL FATHER NAME: MADHAVAN ADDRESS: C/O NIKHIL, KALLAYIL HOUSE, PORKKULAM PO, KUNNAMKULAM, THIRUTHIKKAD, THRISSUR- 680542 KERALA OCCUPATION: PROFESSIONAL	AZEPN2259H	2,000	Equity	 Digitally signed by NIKHIL Date: 2021.04.08 15:31:54 +05'30'	08/04/21
				Preference		
2	NAME: KALLAYIL JANARDHANAN ANJU FATHER NAME: JANARDHANAN ADDRESS: C/O KALLAYIL JANARDHANAN ANJU, KALLAYIL, HOUSE, THIRUTHIKKAD, KUNNAMKULAM, PORKULAM, THRISSUR- 680542 KERALA OCCUPATION: PROFESSIONAL	DCGPA4476R	3,000	Equity	 Digitally signed by KALLAYIL JANARDHANAN ANJU Date: 2021.04.08 15:32:12 +05'30'	08/04/21
				Preference		
3	NAME: MIDHUN KALLAYIL MADHAVAN FATHER NAME: KALLAYIL MADHAVAN ADDRESS: C/O MIDHUN KALLAYIL MADHAVAN, KALLAYIL H, THIRUTHIKKAD PORKULAM PO, KUNNAMKULAM, THRISSUR- 680542 KERALA ODISHA OCCUPATION: PROFESSIONAL	BJHPM9759B	5,000	Equity	 Digitally signed by MIDHUN KALLAYIL MADHAVAN Date: 2021.04.08 15:32:35 +05'30'	08/04/21
				Preference		
Total Shares taken			10,000.00	Equity		
				Preference		

Signed before Me

Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
FCA	Durga Krishnamurthy D/o. Purushottam Agrit Ghatage, R/o. 1/1 6F, Royal Garden, Kesava Perumal Puram, Off Greenways Road, R.A Puram, Chennai - 600026. Occupation - CA "I witness to subscriber/subscriber(s), who has/have subscribed and signed in my presence; further I have verified his or	206962	 Digitally signed by Durga Krishnamurthy Date: 2021.04.08 15:37:00 +05'30'	08/04/21

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