

Form No. INC-33



Form language

English Hindi

e-MOA (e-Memorandum of Association)

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

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

BHOOMIJA BIO TECH PRIVATE
LIMITED

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

Madhya Pradesh

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

1. To manufacture, produce, refine, process, formulate, mix or prepare, enrich, mine, import or otherwise acquire, own, hold, use, mortgage, pledge, buy, sell, exchange, distribute, assign, transfer or otherwise dispose of, trade, deal in and deal with, import and export any and all classes and kinds of agricultural chemicals, fertilisers, manures, their bye-products, mixtures, formulations, intermediates, derivatives and compounds, heavy chemicals, petrochemicals, fine chemicals and any and all classes and kinds of inorganic and organic chemicals, Bio products, source materials, intermediates, ingredients, mixtures, derivatives and compounds thereof and any and all kinds of products of which any of the foregoing constitutes an ingredient or in the preparation, formulation, mixtures or production of which any of the foregoing is used or required.

2. To carry on the business of manufacturers, producers, refiners, processors, miners, exporters, importers, buyers and sellers of and dealers in and with all and any fats, dips, sprays, vermifuges, fungicides, insecticides, germicides, disinfecting preparations, fumigators, medicines and remedies of all kinds for agricultural, trees and fruit growing, gardening and other purposes or as remedies for humans and animals and whether produced from vegetable, mineral, gaseous, animal or any other matters of substances by any process whether, chemical, mechanical, electrical or otherwise.

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

1. To extend the business of the company by purchasing, acquiring, getting transferred or leasing any other entity dealing into similar kind of activities or any other activities and any other real or personal property either private or belonging to joint stock companies for the time being, situate anywhere in the world, and the property, business and goodwill appertaining thereto respectively.

2. To enter into agreements and contracts with Indian or foreign individuals or companies or other organizations for technical, financial or any other assistance for carrying out all or any of the objects of the Company.

3. To establish agencies or appoint representatives and agents in India or elsewhere for the sale, purchase, exchange, hire, distribution or for any one or more of the objects of the Company and to regulate and discontinue the same.

4. To advertise and adopt means of making known the business activities of the Company or any articles or goods traded in or

dealt with by the Company in any way as may be expedient including the posting of bills in relation thereto and the issue of circulars, books, pamphlets and price-lists and the conducting of competitions, exhibitions and giving of prizes, rewards and donations.

5. To arrange for the marketing in India and abroad and sale of the products and by-products of the Company and purchase of raw materials, goods and articles as are necessary for carrying on the business of the Company and, for that purpose, either to establish its own shops, agencies, or marketing organizations or to appoint selling or buying agents or distributors of both (whether individuals, firms or bodies corporate) in any place in or outside India and to allot, specify, alter or modify their areas of operation or the terms and conditions of their appointment and to pay remuneration to such selling or buying agents or distributors or both by way of such commission or in such manner as the Company may deem fit.

6. To invest the surplus funds of the Company in any manner as the said Company may think fit and without prejudice to the said generality.

7. To subscribe or contribute or otherwise assist or to grant money to charitable, benevolent, scientific, national public or any other useful institutions, organizations, objects or purposes or for any exhibitions.

8. To establish and carry on and to promote the establishment and carrying on of any business which may be conveniently carried on in connection with any property and establishment, which may seem or calculated to enhance the value of the Company's interest in such property and facilitate the disposal thereof.

9. To apply for, take out, obtain, purchase, or otherwise acquire and protect, prolong and renew whether in India or elsewhere and turn to account any copyrights, licenses, concessions, patent rights inventions, monopolies, privileges, trade marks, brevets or secret processes which may seem capable of being used for any of the purposes of the Company and to use, exercise, develop or grant licenses in respect of, or otherwise turn to account the property, rights or information to acquire and to expend money in experimenting upon and testing and improving or seeking to improve any patent rights, inventions, discoveries, processes or information of the Company or which the Company may acquire or propose to acquire.

10. To establish agencies or appoint representatives and agents in India or elsewhere for the sale, purchase, exchange, hire, distribution or for any one or more of the objects of the Company and to regulate and discontinue the same.

11. To sell any patent rights or privileges belonging to the company or which may be acquired by it or any interest in the same and to grant license for the use and practice of the same or any of them and to let or allow to be used or otherwise deal with any inventions patents or privileges in which the company may be interested and to do all such acts and things which may be deemed expedient for turning to account any inventions, patents and privileges in which the company may be interested.

12. To establish and maintain or procure the establishment and maintenance of any contributory or non contributory pension or super annuation funds for the benefits of and give or procure

the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at anytime in the employment or services of the company or of its predecessors in business or of persons having dealings with the company or who are or were at anytime directors or officers of the Company and the wives, widows, families dependants and connections of any such persons and to also establish subsidies and subscribe to any institutions, associations, clubs or funds calculated to be for the benefits of or to advance the interests and well being of the company and make payments to or towards the insurance of any such person as aforesaid.

13. To enter into negotiations or collaboration, technical, financial or otherwise with any person or Government bodies or companies for obtaining any grant, license or on other terms, formulae and other right and benefits, and to obtain technical information, know-how and expert advice for the production, manufacture and export or sale of all types of goods which Company is authorized to produce or to deal in.

14. To undertake the payment of all rents and the performance of all covenants, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or be otherwise acquired by the Company.

15. To enter into arrangement with Government of India or any other Government, or States, or Local authority for the purpose of carrying out the objects of the company or furthering its interest and to obtain from such Government or authority or persons any charters, subsidies, loans, indemnities, grants, contracts, licenses, rights, concessions, privileges or immunities which the company

may think it desirable to obtain and exercise or to comply with any such arrangement, rights, privileges, and concessions.

16. To enter into any arrangements and to take all necessary actions with any Government or State Authorities, Municipal, Local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Government or state or Authority, any rights, privileges and concessions and/or purchase and sale of any kind of goods, machinery, spare parts, securities, shares, stocks, debentures, which the Directors of the Company for the time being may think desirable to obtain and to carry out exercise and concessions.

17. To establish subsidiary companies, amalgamate with, enter into partnership or into any arrangement for sharing or dealing profits, union of interests, co-operation, joint venture, reciprocal concession, co-operations, or otherwise with any person, firm, corporation or Government or company carrying on or engaged in or proposing to carry on/engage in, any business undertaking or transaction which the Company is authorized to carry on or engage in or any business undertaking and to lend money, to guarantee the contracts or otherwise assignee to any such persons, firms or companies and to take or otherwise acquire and hold share or hold, re-issue with or without guarantee or otherwise deal with the same.

18. To carry out scheme of amalgamation spinning off and arrangements with the shareholders, creditors, government authorities or and other person with in the meaning of Companies Act, 2013 with a view to carry out the Business of the Company and to exploit the Assets of the

Company in a more effective and beneficial manner as the directors may deem fit from time to time subject to approval and required under the Companies Act, 2013.

19. To promote, form and to be interested in, and take hold and dispose of shares in any other company having objects similar together or in part to those of this Company and to subsidiaries or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stocks, debenture-stock or other securities of such company, any property of this Company and to take or otherwise acquire, hold and dispose shares, debentures and others securities in or of any such company.

20. To control, manage, finance, co-ordinate or otherwise assist any company or companies, including subsidiaries, in which the Company has a direct or indirect financial interest, to provide secretarial, administrative, technical, commercial and other services and facilities of all kinds for any such company or companies and to make payments by way of subvention or otherwise and any other arrangements which may seem desirable with respect of any business or operations of or generally with respect to any such company or companies.

21. To acquire and take over as a going concern by purchase or on lease and undertake to carry on the whole or any part of the business together with the goodwill and trade names, property, rights, and liabilities of any person or persons, firm or any company carrying on any business, any part of the purpose of which is authorized to carry on or to continue, acquire, possess of property and license suitable for the purposes of the Company and to pay for the same by

shares, debentures, debenture-stock, bonds, cash or otherwise as the Directors of the Company determine and to conduct and carry on or liquidate and wind up any such business.

22. To purchase, take on lease or otherwise acquire any estate, lands, buildings, easements or other rights and interest in immovable property to sell, let or lease, mortgage, hypothecate or otherwise dispose of or grant rights, over any immovable property belonging to the Company.

23. To pay for any properties, rights, services or privileges acquired by the Company by issue of shares or debentures of this Company or partly in shares or debentures and partly in cash or otherwise and to give shares or stock or debentures of this company in exchange of the share or stock or debentures of any other company.

24. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, radio, by circulars, posters by purchase and exhibition of works of art or holding of sports or by publication of books, periodicals and by granting prizes, rewards and donations (including donations to any fund for charitable or public purpose).

25. To establish, provide, maintain, conduct or otherwise subsidize, research laboratories, refineries, experimental stations and workshop for scientific and technical researches, experiments and tests of all kinds and to promote studies and research both scientific and technical, investigation and inventing by providing, endowing or assisting laboratories, workshops, libraries, training colleges, schools and other institutions for training lectures, meetings and conferences and by providing

the remuneration of scientific or technical professors, or teachers and by providing for the award of exhibitions, scholarships, prizes, grants and bursaries to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, test and inventions of any kind that may be considered likely to assist any business, which the Company is authorized to carry on.

26. To subscribe for, absolutely or otherwise acquire and to hold and/or dispose of shares, stocks and securities or obligations of any other company whether Indian or foreign.

27. To sell, mortgage, let, lease, give on royalty, distribute, grant licenses easements, options, manage, develop, dispose of or to transfer the business, immovable or movable property and undertaking of the Company or any part thereof or any part of the property, rights and concessions of the Company in such manner and upon such terms and conditions and for such consideration as the Directors of the Company, for the time being may think fit to accept and in particular for cash, shares, debentures, debenture - stock, bonds or securities of any other company having objects altogether or in part similar to those of this Company.

28. To acquire, build, carry out, maintain, alter, improve, develop, manage, work, control superintend and electric light and gas works and power plant, telephones, markets, reservoirs, water works, tanks, bridges, villages, roads, ways, tramways, railways, canals, aqueducts, water-courses, dykes, drains, wharves, dye works, furnaces, crushing works, hydraulic works, workshops, factories, warehouse, sheds, dwellings, offices, shops, stops, stores, buildings, pipe lines, pumping stations, wireless

installations, aerodromes and other works and conveniences which may seem directly or indirectly conducive to any of the main objects of the Company and to contribute to, subsidise or otherwise by taking part in any operations.

29. To advance and/or to lend money, either with or without security and generally to such persons, associations, corporations, companies, upon such terms and conditions as the Company may think fit subject to the provisions of act.

30. To advance money or give credit to any person, firm, company, government or state, to give guarantee for performance or discharge of any obligations, liabilities, duties or the payments of moneys or the performance of contracts or obligations by any person, firm, company, government or state, to secure or undertake in any way the repayment of moneys lent or advanced to, or the liabilities incurred by any person, firm, company, government or state, to give indemnities of all kinds subject to the provisions of the Act.

31. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations, instruments and securities of any company or of any such authorities, Supreme, Municipal, Local or otherwise or of any persons whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.

32. To draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bills of lading, and other negotiable or transferable instruments.

33. To lend or deposit moneys belonging to or entrusted to or at the disposal of the Company to such person or firm or company and in particular to customers and others having dealings with the Company with or without security upon such terms as may be thought proper, and to invest or otherwise employ such moneys in such manner as the Directors of the Company, for the time being may think fit.

34. To raise or borrow money from time to time for any of the purposes of the Company by bonds, debentures or promissory notes or by taking credit in or opening Current Account with any individual or firm or company or with any Bank or Banks and whether with or without giving any security, goods or other articles or by mortgaging, pledging, charging hypothecating or selling or receiving advances on the sale of any lands, buildings and machinery, assets or revenue of the Company present or future including its uncalled capital or otherwise by such other means as the Directors may in their own absolute discretion deem expedient and in particular by the issue of debentures, debenture-stock perpetual or otherwise including debenture or debenture-stock, convertible into shares of this or any other company or to convey the same absolutely or in trust and give lenders powers of sale and other powers as may be expedient and to purchase, redeem or discharge as may be expedient and to purchase, redeem or pay off such securities, subject to the provisions of Companies Act, 2013 and directive of the Reserve Bank Of India.

35. To invest and deal with the moneys of the Company not immediately required in immovable properties, shares, stocks, bonds, debentures,

obligations or other securities or in current or deposit account with banks or on the mortgage of immovable properties of any tenure or on the pledge of, movable property or in any other manner as may from time to time be determined by the Directors of the Company for the time being and from time to time sell or transfers, receipts & moneys of the Company not immediately required in immovable properties, shares, stock as bonus shares among the members or otherwise as Directors may from time to time think fit subject to the provision of the Companies Act, 2013.

36. To open an account or accounts with Bank or Banks and to pay money therein and to withdraw moneys from such account and generally operate upon it (whether overdrawn or not) as may be required for any of the objects or purposes of the Company.

37. To draw, make, issue, accept, transfer and endorse, discount, execute and negotiate, promissory notes, hundies, bills of exchange, cheques, drafts, bills of lading, letters of credit, delivery orders, dock-warrants, railway or transport receipts, warehouse keeper's certificate and other negotiable or commercial or mercantile instruments connected with the business of the Company.

38. To establish and maintain from time to time such branches of the Company and agencies either in different parts of India or elsewhere and to make such regulations for their managements and to close and discontinue the same as the Directors of the Company for the time being may from time to time determine and appoint representatives in any part of the world for the conduct of the business of the Company or for the purchase, sale or exchange either for ready delivery or future

delivery of any merchandise, commodities, goods, wares, machinery, materials, products, articles and things required for or dealt in or manufactured by or at the disposal of the Company.

39. To undertake, carry out, promote and sponsor rural development and social and economic welfare including any program for promoting the social and economic welfare or, the uplift of the public in any rural area and to incur any expenditure or any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner. The Director may at their discretion, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any Public or Local Body or Authority of Central or State Government or/ and Public Institutions or Trusts of Funds whose object is such social and economic welfare, rural development or upliftment as the Directors may approve.

40. To employ experts to investigate and to examine into the conditions, prospects value, and circumstances of any business concern and undertakings and generally of any assets, property or right or with a view to securing any of the object of the Company.

41. To undertake and execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise and/or to make donations either of cash or any other assets to any person, company or association and to subscribe or guarantee money for any national/ international, charitable, benevolent, educational, public, object, activity, exhibition, or

trade, show, or for any purpose whatsoever which may or appear to be conducive directly or indirectly in furtherance of the objects of the Company or the interests of its members, or for the welfare of the staff subject to the provisions of the Companies Act, 2013.

42. To promote, form and register and aid in promotion, formation and registration of any company, subsidiary or otherwise for the purpose of acquiring all or any of the property, undertaking rights and liabilities of this Company and to be interested in or take or otherwise dispose of shares, debentures and other securities in or of any such company and to undertake the management and secretarial or other work, duties and business of any such company on such terms and conditions as may be arranged.

43. To enter into any arrangements and to take all necessary or proper steps with the Governments or with other authorities, supreme, national, local, municipal authorities or of any place in which the Company may have interest and to carry on any modifications in the constitution of the Company which effect directly carrying out the objects of the Company or effecting any modifications in the constitution of the Company or furthering the interest of its members and to oppose or furthering the interests of its members and to pursue any such steps taken by the other company, firm or person which may be considered likely directly or indirectly to the interests of the Company or its members and to promote or assist the promotion, whether directly or indirectly of any, legislation, which may appear to be in the interest of the Company and to oppose and resist whether directly or indirectly, legislation which may seem disadvantageous for the

Company and to obtain from any such Government authority or any company and charters, contracts, rights, agents loans, privileges or concessions therein periodically or otherwise which the Company may think it desirable to obtain and carry out, exercise and comply with any such arrangements, charters, contracts, decrees, rights, privileges or concessions.

44. To pay out of the funds of the Company, all expenses of and incidental to the promotion, formation, registration, advertisements and establishments of this Company and subscription of the shares or loans or Capital including brokerages, underwriting, or other commission for obtaining applications for or placing or guaranteeing the placing of shares or any debentures, debenture-stocks and other securities of this Company and also all expenses attending the issue or any circulars or notices and the printing, stamping, circulating of proxies and forms to be filled up by the Company.

45. To take approval of Government, Reserve Bank of India, SEBI, Stock Exchanges, Semi-Government or any other authorities, wherever needed, to attain the above mentioned 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.

The liability of the member(s) is limited

The liability of the member(s) is Unlimited

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

Equity Share	Shares of	10	Rupees each		150000
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- 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:

Subscriber Details					
S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of shares taken	DSC	Dated
1	Shubham Patel S/O Laxminarayan Patel R/o Ward no 8Gram Silhaon Sanawad Khandwa 450551Madhya Pradesh Occupation:Business	HFNPP5205K	2500 Equity,0 Preference		08/09/2023
2	Nilesh Punasiya S/O Jagannath Punasiya R/o village jethaway post Jethway tah barwaha distt Khargone MP Occupation:Business	ASTPN9016G	7500 Equity,0 Preference		08/09/2023
Total shares taken			10000 Equity,0 Preference		

Signed before me

Membership type of the witness <i>(ACA/FCA/ACS/FCS/ACMA/FCMA)</i>	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	DSC	Dated
FCS	DEEPAK PRAJAPAT S/O MR. KEDAR PRAJAPAT	ADDRESS: 306 MM TOWER, CHHAWANI, INDORE MP 452001 OCCUPATION:PRACTI SING COMPANY SECRETARY	10134		08/09/2023

7 Shri / Smt

Of

resident of

aged

years shall be the nominee in the event of death of the sole member.