

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

SURATWWALA BUSINESS GROUP LIMITED

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

Maharashtra

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

1. To carry on the business of civil engineers, builders, designers, promoters, contractors, developers and to manage, improve, hold or acquire by purchase, lease, exchange, sell, alienate, dispose of and deal in India or abroad in lands, estates, buildings, easements, hereditaments, flats, garages, houses, halls godowns, mills, tenements, factories, chawls, dwelling houses, clubs, warehouses, cinema halls, multiplex, shopping cum residential complex, amusement halls, restaurants, hotels, bridges, dams, offshore, platforms, canals, reservoirs, irrigation, reclamation, embankments, roads, tracks, highways, tunnels, rope ways or other landed properties of any tenure or description and any estate or interest therein or rights connected therewith and to turn the same to account as may be expedient and any particular by laying out and preparing building sites by planting, paving, draining and cultivating land and by demolishing, construction, reconstructing altering, decorating furnishing, maintaining, administering, tenements or properties, construct, renovate, enlarge, extend, pull down or rebuilt buildings, flats, go-downs, and structures for commercial, industrial, recreational.

2. To provide advice, consultation such as to build, acquire, convert, improve, design, erect, establish, equip, develop, dismantle, pull down,

recondition repair, maintain, convert, alter, turn to account, furnish, level, decorate, fabricate, install, survey, examine, taste, inspect, locate, modify, own, operate, protect, promote, provide, participate, reconstruct, grout, dig, excavate, renovate, remodel, rebuild, undertake, contribute, assist, and to act as civil engineers, architectural engineer, interior decorator, consultant , advisor, agent, broker, supervisor, administrator, contractor and manager constructions and developmental work in all its branches such as roads, ways, culverts, flyovers, airports, runways, water distribution and construction systems.

(*New set of Memorandum of Association adopted by passing Special Resolution in the Extra-ordinary General Meeting of the Members of the Company duly convened on 30rd November, 2019.)

3. To buy, import and market machinery tools, equipment?s made from materials for purpose of the company.

4. To acquire, undertake, use, improve, manage, develop, sell, exchange, lease and/or dispose of technology, technical know-how in connection with the above main objects.

5. To purchase, acquire and undertake the business property and liabilities of any person or company carrying on or proposing to carry on business which this company is authorized to carry on.

6. To acquire from any person, firm or body corporate or incorporate whether in India or elsewhere or to develop patents and trademarks, technical information, know-how processes, engineering, and operating data, plants, layouts, and blue prints, useful for the design, erection and operation of its clients and to acquire any grant or license and other rights and benefits in the foregoing matters and things.

7. To enter into contracts, or other arrangements with any government or authority supreme, municipal, local or otherwise that may appear necessary to the company and to obtain from any or authority and right, privileges and concessions, which the company may think desirable to obtain and to carry out , exercise and comply with any such arrangements, rights, privileges and concessions.

8. To purchase, take on lease , or in exchange, hire or otherwise acquire, sell, deal in and turn to account, property and rights and in particular buildings, mines, rights, concessions, patents, licenses, inventions, secret processes, monopolies, machinery, plant, stock-in- trade and any immovable and movable property necessary or convenient for the purpose of or in connection with the company?s business.

9. To enter into partnership or into any arrangement of sharing profits, amalgamation, union of interests , co-operation, joint venture,

concessions or otherwise or amalgamate with any person or company carrying on similar business.

10. To train or apply for training in India or abroad, of any of the Company's employees, Director or any other candidate in the interest of and for furtherance of the Company.

11. To procure and acquire patents, rights, inventions, process, devices, trademark or other rights and assist in processing thereof for any person, firm, body corporate or company having similar object.

12. To act as consultants and give expert technical and managerial advice to similar industries trade and commerce.

13. To take part in the supervision and control of the business or operations of any company or undertaking having similar objects.

14. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concessions or co-operation with any person or firm or company carrying on, or engaged in or about to carry on or engaged in any business or transaction which this Company is authorised to carry on and to take or otherwise acquire and hold share or stock in securities of and to subsidize or otherwise assist any similar Company and to sell, hold, reissue with or without guarantee or otherwise deal with such shares or securities.

15. To establish, promote, subsidize, and/or otherwise assist any company or companies having similar objects, association or other concern for the purpose of setting up any industry or running any industrial undertaking, acquiring any property for furthering any of the objects of this company.

16. To open and keep a register or registers anywhere in India where it may be deemed advisable to do so and to allocate any number of the shares in the company to such register or registers.

17. To draw, make, accept, endorse, discount, execute, issue, and negotiate bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments.

18. To establish business or branch of a business which this company is authorised to carry on by means or through the agency of any subsidiary company or companies and to enter into any arrangement with such subsidiary company for taking the profits and sharing the

losses of any business or guaranteeing its liabilities or to make any other arrangement which may seem desirable with reference to any business or branch and to nominate directors or managers of any subsidiary company or of another company in which this company is or may be interested and to take part in management, supervision and control of the business operations of any company or undertaking having similar objects and for the purpose mentioned herein, to appoint and remunerate any directors, trustees, accountants or other experts or agents.

19. To establish branches, offices or agencies anywhere in India or outside India for the purpose of enabling the company to carry business and to discontinue, if necessary at any time and reconstitute any such branches, offices or agencies.

20. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the company's capital, or any debentures, debenture stock or other securities of company or in or about the formation or promotion of the company or the conduct of its business.

21. To subscribe or guarantee or loan or donate money for any national, charitable, benevolent, public object.

22. To open an account or accounts with any Banks or Bankers and to pay into and to withdraw money from such account or accounts whether they be in credit.

23. With permission of appropriate authority to undertake and execute any trust, the undertakings of which may seem to the company desirable and either gratuitously or otherwise.

24. To dedicate, present or dispose of their voluntarily or for value, any property of the company deemed to be of national, public or local interest, to any national trusts, public body, museum, corporation, or authority or any trustee for or on behalf of any of the same or of the public.

25. To enter into an agreement with different persons, firms, body corporate or companies, regarding the payment of salary or Managerial, Executive and other staff by such person, firm, body corporate or companies when their services are given at their disposal.

26. To apply for, purchase or acquire and prolong and renew in any part of the world any patents, patent rights, brevets of inventions, trademarks, designs, licenses, protections, concessions and the like conferring any exclusive

or non-exclusive or limited right to their use of information to any invention process or privileges which may seem capable of being used for any of the purpose or privileges of the company and to use, exercise, develop or grant licenses or privileges in respect of the property, rights and information so acquired and to carry on any business in any way connected therewith.

27. To remunerate the Directors, officials and servants of the company and other out of or in proportion to the returns or profits of the company or otherwise as the company may think proper to formulate and carry into effect any scheme for sharing the profits of the company with employees of the company or any of them, to grant pensions or gratuities to employees or ex-employees of any such person, and to establish or support associations, institutions, clubs, funds and trusts calculated to benefit any such person or otherwise to advance the interests of the company or of its members.

28. To act as principles, agents, contractors, trustees or otherwise, and by or through trustees, agents and either alone or in conjunction with other.

29. To let on lease or on hire the whole or any part of the real and personal property of the company on such terms as the company shall determine. To enter into such arrangements as the company may think proper with any public authority for building chawls and tenements either for the employees of the company or other and upon such terms as the company may think proper.

30. To receive money in any form, borrow or raise money on such terms and conditions as the company may consider expedient and secure and discharge any debt or obligation or binding on the company in such manner as may be thought fit, and on particular by undertaking and all or any of the immovable and movable property (present or future) and the uncalled capital of the company, or by the creation and issue, on such terms as may be thought expedient, of shares, bonds, debentures or debenture stock perpetual or otherwise, or other securities of any description, subject to the provisions of section 58A of the Companies Act, 1956 directives of R.B.I. and Banking Regulation Act, 1949.

31. To invest the surplus funds of the company from time to time in deposits, units, Government securities or in other securities including shares, bonds, and debentures and may from time to time sell or vary such investments and to execute all assignments, transfers, receipts, and documents

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

that may be necessary in that behalf.

32. To sell, dispose of, to amalgamate or transfer the business, property and undertaking of the company or any part thereof for any consideration which the company may deem fit to accept in particular for shares, debentures, debentures stock, bonds or securities of any other company having objects for similar to those of this company, to promote any other company or companies having similar objects for the purpose of their acquiring all or any of the property, rights or liabilities of this company.

33. To guarantee the payment, unsecured or secured or payable under promissory notes, bonds, debentures, debenture stock contracts, mortgages, charges, obligations, instruments and securities of any company or any persons whomsoever whether incorporated or not incorporated, and generally to guarantee and become sureties for the performance of any contracts or obligations.

34. To create any reserve fund, investment fund, sinking fund, insurance fund or any other special fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the company.

35. To place as reserve or to distribute as bonus shares among the members, or otherwise to apply, as the company may from time to time fit.

36. To adopt such means of making known the activities of the company as may seem expedient and in particular by advertising in the press, by circular, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.

37. To aid peculiarly any association, body or movement having for any object, the solution, settlement surmounting of industrial or labour problems of the promotion of industry or trade.

38. To search or and to purchase or acquire from any Government, state or other authority any license, concession grants quota rights, decrees, rights, powers and privileges and to work, develop, carry out, exercise and turn to account the same.

39. To procure the recognition of the company under laws or regulations of any other country.

40. To distribute any of the properties of the Company amongst the members in specie or in kind subject to the provisions of the Companies Act in the event of winding up.

41. To sell, improve manage, develop, exchange, lease, mortgage, dispose of turn to account or otherwise, deal with all or any part or parts of property and rights of the Company.
42. To purchase or acquire, manufacture, refine, treat, reduce, distil, blend, purify, pump, store, hold, transport, use experiment with, market, distribute, exchange, supply, sell and otherwise dispose of import, export and trade and generally deal in petroleum and petroleum products, oils and chemicals and any products, by-products and derivatives thereof.
43. To acquire by purchase, exchange and/or to own manage, improve, farm, cultivate, maintain, lease, let or otherwise deal with and dispose off agricultural lands.
44. To carry on the business of manufacture of apparatus, appliances, Plant and material employed by advertising contractors in their business and to sell , dispose of and to use the same.
45. To carry on the business of retailers, distributors and operators goods including consumer goods and to establish, run and operate general stores, supermarkets, departmental stores, provisional stores, retail distribution centers.
46. To acquire, hold, construct, develop, build, purchase or otherwise, acquire on lease, hire or rent and charter, any vessels, ships, tugs or barges and any form of road, sea or air transport.
47. To carry on the business of manufacturers and compressors of and dealers in gases including oxygen, acetylene gases required for cold storage, or for processing or preserving food products, drinks or other gases for industrial, domestic and other uses .
48. To carry on the business as agricultural and by all available means including research on modern lines in agriculture, fruit culture, fruit, vegetables and cereal products, jungle development, fisheries, katha producing, game preservation, bee keeping, cattle farming, pharmacy, lake culture and the quality and value of their produce and demonstrate the same.
49. To carry on the business of iron-founders, mechanical engineers, manufacturers of machinery and implements including in particular food processing machinery, tool makers, brass founders, metal workers, boiler makers, mill weights, iron and steel smiths, metallurgists, and to buy ,sell ,manufactures, repairs, converts, alter let on hire and deal in machinery, new and second hand implements, rolling stock and hardware of

all kinds, and to export and import machinery and to enter into collaboration with any foreign party to carry on the said activities.

50. To study market conditions, carry out survey, to test the product, forecast demand, offer advice on marketing, improvement of product, and packing, advertising strategy to the clients.

51. To manufacture, import, export and to deal in glassware of each and every type including glassware used in the factories, households, restaurants and industries.

52. To carry on manufacture and sale of water pumps, oil engines, and gas engines, electrical engines or any part thereof, and import, export, buy, sell repair, convey, alter, let on hire and otherwise deal in water pumps, gas engines, oil engines or any part thereof.

53. To act as transport carriers and transporters of raw and finished products.

54. To carry on the business of co-ops and bottlers, bottle makers, packers, bottle stopper makers.

55. To carry on the business of manufacturers and dealers in sanitary wares, angles frames, containers, boxes, drums, cartons, tubes, pipes, cans, grills made out of steel, tin and metals like plastics, reinforced plastics, rubber, wood hardboard and boards.

56. To run and operate the business of manufactures refinement, preservation, dehydration, canning, and bottling cream, jam, pork, poultry and meat, fish, sea food and vegetables, fruits, and cereal products or their ingredients, raw materials and articles and articles and things required therefore .

57. To carry on the business as brewers, distillers and manufactures of and merchants, dealers and distributors in wines, beer, rum, gin, ale, port, stout, spirit, alcohol , grape, juice, mineral waters, aerated waters, cognac and liquors of every description whether intoxicative or not and of malt, malt products, hope yeast, flavors, concentrates and liquid foods, soft drinks or their ingredients.

58. To carry on business of trading handicrafts, handlooms, ornamentals goods, goods of decoration, household goods, art goods , raw materials including wool, cotton, silk, metal, ivory, leather, stones, synthetic semi-precious or precious stones, papers, jute, cane, clay, glass, colours.

59. To carry on business of owning, operating or conducting club houses, health club, coffee, milk and snack bars, restaurants, indoor and outdoor sports grounds, entertainment places and to develop the amusement parts for public amusement.

60. To design, fabricate, assemble, produce, service and/or manufacture related equipment the field of full conservation and operation efficiency for used in automotive, marine, aircraft, industrial, domestic and other applications and other allied fields for conservation of fuel and energy alone or with the help of or in collaboration with other and to undertake and carry on research and development activities in the above fields.

61. To manufacture, buy, sell, import, export, deal in lease smoke and burglar detecting systems, alarms, safety systems and other systems required for firefighting and to undertake or assist in fire, anti-theft and other safety and protection activities.

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

25000000	Equity Share	Shares of	10	Rupees each	
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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:

Ordinary Resolution passed by the members of Suratwwala Business Group Limited through postal ballot on March 21, 2024. The Clause V of Memorandum of Association is substituted with following clause :

V. The Authorised Share Capital of the company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lacs) Equity shares of Rs. 10/- (Rupees Ten Only).

To be digitally signed by

Name

JATIN DHANSUKHLAL SURATWALA

Designation

Director

DIN

01980329

DSC