

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

KOMEK WELLNESS 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:

01 To carry on the business of wholesale dealers, distributors, importers, exporters, traders, and suppliers of metal utensils, stainless steel kitchenware, cooking pots, pans, hollowware, and storage containers, porcelain crockery, glassware, cutlery, chinaware, tableware, kitchen appliances, and other allied products of similar nature including kitchen and dining products for household, institutional, and commercial purposes and to undertake trading of both domestic and imported brands of utensils, glassware, crockery, porcelain items, and allied products and to establish warehouses, distribution networks, and logistics arrangements for the effective supply of such products across the country and internationally.

02 To carry on the business of wholesale dealers, distributors, importers, exporters, traders, and

suppliers of all kinds of toiletry, perfumery, cosmetics, beauty, and personal care products, including but not limited to soaps, shampoos, conditioners, body washes, skincare products, hair oils, creams, lotions, perfumes, deodorants, hair colorants, face packs, and other allied products and to deal in branded, unbranded, domestic, and international cosmetic products and toiletries and to provide services related to packaging, branding, labeling, distribution, marketing, and promotional activities for such products and to develop, market, and distribute new product lines in the personal care and beauty segment and to carry on the business of wholesale marketing and distribution for retailers, online platforms, and institutional buyers.

03 To carry on the business of wholesale dealers, distributors, importers, exporters, traders, and suppliers of kitchen furniture, furnishings, fixtures, home decor products for kitchen, seating arrangements, cabinets, wardrobes, tables, chairs, beds, sofas, modular furniture, and other allied items and to supply furniture for domestic, commercial, and institutional requirements and to undertake interior furnishing and design consultancy services related to furniture and fixtures and to deal in modern, contemporary, and traditional furniture designs, both ready-made and customized and to import and export furniture products, fixtures, fittings, and accessories from international and domestic markets.

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

1. To acquire by purchase, lease, exchange, or otherwise any movable or immovable property and any rights or privileges which the Company may think necessary or convenient for the purpose of its business and either to retain the

same or turn the same to account, as may seem expedient.

2. To enter into a partnership or into any arrangement for sharing profits, the 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.

3. To import, buy, exchange, alter, improve and manipulate all kinds of plants, machinery, apparatus, tools, and things necessary or convenient for carrying on the main business of the Company.

4. 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 favor of the Company.

5. 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, labor lines, and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.

6. To undertake or promote scientific research relating to the main business or class of business of the Company.

7. To take over 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 authorized 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.

8. 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 of the main objects of the Company or for the purpose of activity research and development of projects on the basis of know-how, or technical collaboration and necessary formulas and patent rights for furthering the main objects of the Company.

9. Subject to the Act, to amalgamate with any other company or companies in any manner whatsoever having objects altogether or in part similar to those of this Company.

10. 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, or association undertaking carrying on any business which this Company is authorized to carry on.

11. To apply for, obtain, purchase or otherwise and prolong and renew any patents, patent rights, brevets, inventions, processes, scientific-technical or other assistance, processes know-how and other information, patterns, copyrights, trademarks, license 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.

12. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorization 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.

13. 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.

14. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country for the business or profession of the Company.

15. 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 of securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.

16. 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.

17. Subject to the Act, the Rules made thereunder, and the directions issued by Reserve Bank of India, to receive money on deposits or loans and to borrow or raise money in such manner and at such time or times as the Company thinks fit and in particular by the issue of debentures, debenture-stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties or assets or revenues and profits of the Company, both present, and future, including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company of any obligation undertaken by the Company of such other person or company and to give the lenders the power to sell and other powers as may seem expedient and purchase, redeem or pay off any such securities.

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 with 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. To employ agents or experts to investigate and examine the conditions, prospects value, character, and circumstances of any business concerns and undertakings and generally of any assets properties, or rights that the Company purpose to acquire.

22. To distribute all or any of the property of the company amongst the members in specie or kind or any proceeds of sale or disposal of any property of the company, but so that no distribution amounting to reduction of capital be made except with the sanction (if any) for the time being required by law.

23. 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.

24. 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.

25. To compensate for the 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.

26. 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.

27. 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 authorized 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.

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 the power to issue or by the grant of

any rights or options or partly in one mode and partly in another and on such terms as the Company may determine.

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 directors, employees or any other person or persons for investigating possibilities of any business or trade for procuring and buying any machinery or establishing trade connections or for promoting the interests of the Company and to pay all expenses incurred in connection therewith.

31. To establish for any of the objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may think fit.

32. To purchase or otherwise acquire whether on long lease or hire/rent or by making - bids at auctions any lands, docks, canals, waterways, warehouses, wharves, buildings, sheds, or machinery and to construct and equip the same for the purpose of business.

33. To undertake, arrange, negotiate and carry out sales by auction or otherwise of goods, chattels, and property of every description in connection with the business of the company.

34. To let out as shops/warehouses or any other places of the business property of the company which may not be immediately required for the

principal business of the company.

35. To carry on the business of running motor lorries, motor taxis, mini buses, and conveyance of all kinds and to transport passengers and goods, and to do the business of common carriers.

36. To do all or any of the above things and all such other things as are incidental or may be thought conducive to the attainment of the main objects or any of them in any part of the world and as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others.

37. To undertake Corporate Social Responsibility (CSR) activities in terms of the provisions of the Companies Act, 2013 and the Rules made thereunder or in such manner as the Company deems fit.

38. To carry on the business or profession of consultants, suppliers, providers of all types of man power such as contractual, skilled, unskilled, trained labour, staff, managerial personnel and act as Placement agent, employment agent or recruitment agent and to carry on the business of recruitment and placement of all kind of personnel including managers, professionals, executives, skilled, semi-skilled, un-skilled workers, labourers & other technical personnel required to individuals, bodies, corporates, societies, undertakings, institutions, associations, government or local authorities in India and abroad.

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

1500000	Equity Share	Shares of	1	Rupees each	
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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	Name: PRADEEP SHARMA Father Name: MADHAVSODAN Address: jhanda gali, Narayangarh, malhargarh, Narayangarh, Harsol, Mandasaur, Madhya Pradesh - 458553 Occupation: BUssiness	G*S*S*5*0*	25000 Equity,0 Preferenc		05/11/2025
2	Name: Shafeeq Mohammad Father Name: Ishahaq Mohammad, Address: 14k Subhash Road Graam Narayangarh Harsol Malhargarh Mandasaur Madhya Pradesh 458553 Occupation: Business	C*D*M*8*9*	25000 Equity,0 Preferenc		05/11/2025
Total shares taken			50000 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
FCA	CA RAVI KUMAR PATIDAR	2885/1, E Sector, Sudama Nagar, Opposite Jaroliya Market, Indore, India. Occupation: Chartered Accountant (Professional) Email ravipatidar@icai.org Contact Number +91 8899667744.	4*7*6*		05/11/2025

7 Shri / Smt Of resident of aged years shall be the nominee in the event of death of the sole member.