

**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

ONE IKIGAI CLUSTER KITCHEN PRIVATE LIMITED

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

Karnataka

1. To carry on the business of both formal and informal education to train students in both India and abroad for various educational programs including training for all competitive examinations as well, research and development of products and teaching aids to supplement education in K-12 and higher studies. To enhance education by developing products using latest technology tools using different mediums including internet, satellite, television, mobiles and tablet pcs. 2. To carry on the business of both formal and informal education. to train students in both India and abroad for various educational programs including training for all competitive examinations including but not limited to CAT and other MBA entrance examinations, CET, AIEEE, IIT-JEE & other engineering and medical entrance examinations, IAS, IPS & other civil service examinations, CSAT, GRE, GMAT, SAT etc. To develop the business of e-learning for all educational programs as well, research and development of products and teaching aids to supplement education in K-12 and higher studies. To enhance education by developing products using latest technology tools using different mediums including internet, satellite, television, mobiles and tablet pcs. To provide classes both through franchising and self-owned centres. 3. To carry on the business of e-

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

learning and education in India and/or abroad in all fields of software, hardware and marketing, developing or any other related activity required for an educational, research purpose and any other purpose that may be otherwise specified and to market software related to the business of e-learning and education on behalf of itself and other companies and to carry out consultancy project in the areas of e-learning, education and technology. To carry on the business of e-learning & e-commerce relating to web site and network designing and architecture development of intelligent web pages and web enabled application, to provide business related information services through the internet and offer internet solutions to clients using emerging technologies, offer eLearning operation solutions, commercial and business advisory models/ aid to all business activities through the medium of internet trading web site creations setting up domain name and registration, develop design onsolutions and application in all e-commerce spheres and areas, provide applications services and technologies in the field of graphic designing, multimedia, animation war games, and virtual realities, interactive training stimulators and print/ CD Rom based content. 4. To carry on in India or Elsewhere the business of running Hotels, Motels, Holiday Camps, Guest Houses, Restaurants, Canteens, Caterers, Cafes, Taverns, Pubs, Bars, Beer Houses, Refreshment Room and Lodging or apartments of House keepers, Night Clubs, Casinos, Discotheques, Swimming Pools, Health Club, Baths, dressing rooms, licensed victualers, wine, beer and sprit merchants, exporters, importers, and manufacturers of aerated mineral and artificial waters and other drinks, purveyors, caterers of public amusement generally and all business incidental thereof.

1. To carry on the business of service provider, distributor, concept, facilitator, consultant, manager, franchises, co-ordinations with municipalities, administration, licensing authorities, market authorities, custodian, trustees, business advisor, strategy formulator, brand ambassador, on behalf of companies/firms/ individuals to promote, establish, brand building, market leader of products or services and all related activities. 2. To carry on the business of purchase, sale, lease, rent of residential buildings, bungalows, industrial estates, commercial premises, business offices and construction of properties of all types, to carry on the business of contractors, builders and developers of real estate, real estate management and act as brokers of real estate properties of all kinds in India or abroad.3. To import and export any and all products which may be required or beneficial to the business of the company.4. To subscribe, purchase, acquire, hold, sell, underwrite, invest, sell dispose and otherwise deal in shares, stocks, debentures,

debenture-stock, Government securities bonds, units of any Company or other authority supreme, Municipal or local.5. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshops for scientific studies, grants to students or otherwise and generally to encourage, promote technical research and experiments, to undertake and carry on scientific and technical researches, experiments and tests of all kinds, to promote studies and researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on.6. To carry on the business of advertising contractors and agents, to acquire and dispose of advertising time, space or opportunities in any media to undertake advertising and promotional campaigns of every nature, to acquire, and provide promotional requisites.7. To give guarantees and carry on any transaction for every kind of guarantee and counter guarantee business and in particular to guarantee the payment of any principal moneys, interest including in respect of debenture stock, mortgages, charges, contracts, obligations and securities and the payment of dividends on and the repayment of the capital of stocks and shares.8. To train and pay for the training in India or abroad of any of the company's employees or the persons to be employed by the company, all in the furtherance of the company's objects.9. To establish agencies, branches and appoint and/ or act as agents, and/ or as representatives anywhere for production, manufacture, processing, preservation, transportation, sale, purchase, exchange, hire, lease or distribution of the products, materials or things at the disposal of the Company for sale or otherwise, and to regulate and discontinue the same for any one or more of the objects of the Company.10. To supply for, tender, purchase, or otherwise acquire contracts, sub-contracts, licenses and concessions and to undertake, execute, carry out, dispose of or otherwise turn to account the same and to transfer / assign all or any contracts from time to time and upon such terms and conditions as may be thought expedient.11. To establish the business of general manufactures and to manufacture, buy, sell and deal in apparatus, machinery of all kinds in connection with the main objects of the Company.12. To apply for, acquire, renew, hold any grants, permissions, licences, approvals of whatever nature from any Government, Municipal, Local Authorities, bodies corporate or other forms of business, persons or body of persons for carrying on the business for the time being of the company or for its subsidiaries and to sub-lease or such rights to others or to terminate the usage.13. To acquire and take over the whole or any part of the business, property and liabilities of any person or persons, firm or corporation, carrying on any

business which this Company is authorized to carry on, possessed of any rights suitable for the purpose of this Company.14. To take part or act as hosts or sponsors of any exhibition, seminars, conferences relating to the management or administration of business enterprise or relating to the business of the company.15. To give technical, managerial and expert advice and provide know-how in respect of all or any of the areas or work closely connected to the business of the Company.16. To act as valuers, graders and assorters and perform and other service of skilled and unskilled nature connected with the business for local and foreign exporters or importers, on terms and conditions which shall be advantageous to the Company.17. To take over and otherwise acquire and hold shares, stock, debentures, or other securities, of or interest in any other company, whether such company has similar or ancillary objects as that of the Company or otherwise, and to carry on any business concern or undertaking so acquired.18. To purchase, take on lease or in exchange, hire or otherwise acquire, any real or personal property, patents, licenses, rights or privileges which the Company may think necessary or convenient for the purpose of its business, and to construct, maintain and alter any building or works necessary or convenient for the purposes of the Company.19. To pay for any property or rights acquired by the Company, either in cash or fully or partly paid shares, or by the issue of securities, or partly in one mode and partly in another, and generally on such terms may be determined.20. To receive money other than public deposits or loan and borrow or raise money as may be considered necessary for the business of the Company in such a manner as may be thought expedient and in particular by the issue of debentures, (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing mortgage, charge or lien upon all or any of the property or assets 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 or any obligation undertaken by the Company or any other person or company, as the case may be, subject to provisions of Section 73 of the Companies Act, 2013 and directives of RBI. However the Company shall not do the business of Banking as defined in the Banking Regulations Act, 1949.21. To open Bank accounts in India, and abroad of any type including overdraft account and to operate the same in ordinary course of business and to draw, make, accept endorse, discount, execute and issue bill of exchange promissory note, bill of lading, warrants, debentures and other negotiable or transferable instruments and securities.22. To insure the whole or any part of the property of the company either

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

fully or partly paid up to protect and indemnify the company from liability or loss in any respect and to establish insurance coverage to the directors/ employees of the company by way of insurance arrangements with insurance companies in or outside the country against all possible indemnity to their health and life including professional and other liabilities which may arise during the normal course business. 23. To grant pensions, allowances, gratuities and bonuses to officers or ex-officers of the Company or its pre-decessors in business or the dependents of any such persons, and to support or subscribe to any charitable of public institutions, clubs, societies or funds.24. To lend and advance money or give credit to such persons or companies and on such terms as may be seem expedient, to customers and others having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of money of or by an persons or companies and generally to give guarantees and indemnities.25. To invest and deal with the moneys of the company not immediately required in any manner and in particular to accumulate funds or to acquire or take by subscription, purchase, or otherwise howsoever or to hold shares or stock in or the security of any company, association or undertakings in India or abroad.26. To enter into partnership or into agreement for sharing of profits, union of interest co- operation, joint venture, reciprocal concessions or otherwise with any person, firm or company carrying on or engaged in or any business or undertaking or transaction which this company is authorised to carry on or engage in or any business or undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company and to sell, hold, reissue with or without guarantee or otherwise deal with such shares and securities.27. To establish or to promote any other company whose objects shall include the taking over of any of the assets and liabilities of this Company or the promotion of which shall be calculated to advance its interests, and to acquire and hold any shares or securities of any such company.28. To offer, give, take, circulate and/or otherwise organize, accept or implement any takeover bids, mergers, domestic and cross border mergers, amalgamations, acquisitions, strategic arrangements in corporate sector, valuation of business and brands, sale of companies, diversifications, or restructuring of any business, concern, undertaking, company, body corporate, partnership firm, or any other association of persons and to undertake and co-ordinate projects studies, project reports, market research and to aid and assist in technical and financial

agreements.29. To sell or dispose of the undertaking, property and assets of the Company or any part thereof in such manner and for such consideration as the Company may think fit, and in particular for shares (fully or partly paid up), debentures, debenture stock or securities of any other company, whether promoted by this Company for the purpose or not, and to improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company.30. To distribute amongst the members in specie any property of the Company or any proceeds of the sales or disposal of any property of the Company, subject to the provisions of the Companies Act, 2013 in the event of winding up.31. To purchase, or otherwise, acquire, and to sell, exchange, surrender, lease, mortgage, charge, convert, turn to account, dispose of, and deal with property and rights of all kinds, and in particular mortgage, debentures, produce, concessions, options, contracts, patents, annuities, licenses, stocks, shares, bonds, book debts, business concerns and undertakings and claims, privileges and chose in action of all kinds.32. To enter into any arrangement with the Government of India or with any State Government or with any Government, authorities, municipal local or otherwise or with any persons and may seem conducive to the Company's objects or any of them and to apply for and obtain and to purchase or otherwise acquire from any such Government, State Government, authority or persons any powers, privileges, licenses, decrees, sanctions, grants, and concessions whatsoever (whether statutory or otherwise) which the Company may think fit it desirable to obtain and to acquire and to carry out, exercise and comply with any such arrangements, rights, powers, privileges, licenses, decrees, sanctions, grants, and concessions.33. To provide for the welfare of Directors, employees or ex-employees of the Company and the wives and widows and families or the dependants or connections of such persons by building of houses or dwellings or quarters or any grants of money, pensions, gratuities, allowances, bonuses, profit sharing bonuses or benefits or any other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds, profits sharing or other schemes, or trusts, and by providing or subscribing or contributing towards places of interests and recreations, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit.34. To create any depreciation fund, reserve fund, sinking fund, insurance fund, or any special fund or account whether for repayment or redeemable preference shares, redemption of debentures or debenture stock for special dividends, for equalizing dividends, for repairing, improving

extending and maintaining any part of the property of the Company and for other purpose whatsoever.35. To become a member of any other body of persons, associations, institutions, clubs, societies and bodies corporate including companies limited by guarantee.36. To place, to reserve or to distribute as bonus shares among the members or otherwise to apply as may be thought fit any money received by way of premium on shares or debentures issued at a premium on shares or debentures issued at a premium by the Company, and any money received in respect of forfeited shares.37. To do all or any of the above things in any part of the world, and either as principals, agents, trustees as otherwise, and either alone or in conjunction with others, and by or through agents, sub-contractors, trustees or otherwise.

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

4000000	Equity Share	Shares of	10	Rupees each	
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**Attachments**

First Subscriber (s) sheet

SUBSCRIBERS 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 Authorised Capital of the Company has been increased form Rs. 3,50,00,000/- to Rs. 4,00,00,000/- vide Ordinary resolution passed in the Extra Ordinary General Meeting of the Company Held on 13.03.2025

**To be digitally signed by**

Name

UJJAWAL KHANDELIA

Designation

Director

DIN

08059398

DSC