

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

GROWVIA ECOM MARKETING PRIVATE LIMITED

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

Kerala

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

1.To carry on the business of providing solutions and services related to Web-Technologies, Internet and E-commerce, including to design, develop, maintain, operate, own, establish, install, host, provide, create, facilitate, supply, sale, purchase, licence or otherwise deal in Internet portals, Internet networks, Media Portals, Internet solutions, Internet gateways, Internet service providers, Ecommerce, Web-site designing, Web based and Web enabled services and applications, Ecommerce service provider, Ecommerce solutions, Ecommerce platforms, Ecommerce education, Ecommerce technologies and Ebusiness solutions in India and outside India.

2.To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or



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supplying, trading, dealing in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere.

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

1. to purchase, and otherwise acquire, own, take on lease or lease or tenancy, hire, import vehicles, machineries, containers, trawlers, trucks, tippers, barges and such other articles, apparatus, gadgets and other things capable of being used in any of the main business, and to own, lease and otherwise acquire and use facilities of whatever kind as may be convenient or useful or conducive to the effective working of the main business of the company.

2. To carry into effect by such means as the Company may deem suitable for any business or functions aforesaid and to acquire or provide any raw materials and services in connection therewith.

3. To purchase or otherwise acquire and undertake the whole or any part of the business, goodwill and assets of any person, firm or company carrying on or proposing to carry on any business which the Company is authorized to carry on and as part of the consideration for such acquisition, to undertake all or any of the liabilities of such person, firm or company; or to acquire an interest in amalgamation or merger with or enter into any arrangement for sharing profits or for cooperation or for mutual assistance with any such person, firm or company and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures or securities, that may be agreed upon and to hold and to retain or sell, mortgage and deal with any shares, debentures or securities so received.

4. To do all or any of the Company's main business as principals, agents, contractors, (b) *Matters which are necessary



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for furtherance of the objects specified in clause 3(a) are trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to o all such other things as are incidental or as the Company may think conducive to the attainment of the main objects or any of them and to enter into agreements with the companies, associations, societies, organizations of persons, foreign or Indian, abroad or in India, to secure any of the objects of any company or for any purposes conducive to its objects.

5. In connection with the business of the Company to purchase or otherwise acquire and to sell, exchange, surrender, lease, mortgage, charge, convert, hold, turn to account, dispose of and deal in real and personal property and rights of all kinds and in particular lands, buildings, hereditament, business undertakings and concerns, debentures, debenture stock, mortgages, produce, concession, options, contracts, patents, annuities, licenses, stocks, shares, securities, bonds, policies, book debts and claims, privileges and choses in action of all kinds, including any interest in real or personal property and any claim against such property or against any person or company and to carry on business, concern or undertaking so acquired.

6. To purchase, take on lease or otherwise acquire hold any land, factories, machineries, buildings, works, plants, apparatus, stock-in-trade and any immovable and movable property of any description and any patents, inventions, trade-mark, rights or privileges which may be deemed necessary or convenient for any business which the Company is authorised to carry on.

7. To import and purchase any machinery, implements materials



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articles and stores and to do all things for developing the resources of the property, estates and lands in such manner as the Company may think best.

8. To advertise and adopt means of making known the business activities of the Company in any way as may be expedient including posting of bills in relation thereto and the issue of circulars, books, pamphlets and price lists and conducting competitions, exhibitions, use of audio, video channels, demonstrations and the giving of prizes, rewards and donations.

9. To purchase, take on lease or tenancy or hire, exchange, take option over or otherwise acquire any estate or interest whatsoever and to hold, develop, work or cultivate all concessions, grants, decrees, licenses, privileges, claims, options, leases, properties, real or personal rights or powers of any kind which may appear to be necessary for the business of the Company and to erect buildings, factories, sheds, godowns or other structures for the works and purposes of the Company and also for the residence and amenity of employees, staff and other workmen and erect and install machinery and plant and other equipment deemed necessary or convenient or profitable for the purpose of the Company.

10. To acquire from any person, firm or body corporate whether in India or elsewhere, technical information, know-how, processes engineering manufacturing and operating dataplans, layouts and blue prints useful for the design, erections and operation of plant required for any of the business of the Company and to acquire any grant or licence and other rights and benefits in the foregoing matters or things.

11. To pay for any rights or property acquired by the



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Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him/her or them of shares or securities of the Company as paid up in full or in part.

12. To train or pay for the training in India or abroad of any of the Company's employees or any candidate in the interest or for furtherance of the Company's objects.

13. To adopt such means of making known the activities of the Company as may seem expedient, and to give publicity to the business of the Company through advertisements in any media, including radio, television or the press, or through pamphlets, handbills, circulars, posters, one sheets and cinema slides or through publication of books, catalogues, technical articles, periodicals and exhibition of works of art or through granting concessions, rewards and prizes free or at reduced rates or through participation in conferences and symposia or in any other manner as the Company may determine.

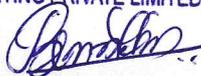
14. To enter into contracts, agreements and arrangements with any other person, firm or company, including vendor or supply contracts, customer contracts, sourcing, and product development contracts, and to enter into sub-contracts with any other person, firm or company that may be usual, necessary, convenient or required for fulfillment of all or any contracts or arrangements undertaken by the Company.

15. To enter into contracts and agreements for services in connection with the undertaking of market surveys and for development of markets in any part of the world for the Company's business.

16. To enter into an agreement or any suitable arrangement with



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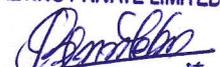
any firm, company or individual in India or any other country in the form of collaborations, joint ventures, technology transfer agreements either on outright payment or on royalty basis or any other permissible arrangement whatsoever, for the purpose of obtaining benefits, patents, rights, privileges, technology, technical know-how, special formulae, designs as well as supply of foreign exchange in the form of loan, equity, or in any other form, for machinery and raw materials on special or preferential terms in respect of repayment in cash or in the form of shares, royalties or any mode of payment that may be mutually agreed upon in conformity with and not in contravention of any provisions of any applicable statutes or any other governmental regulations which may apply from time to time.

17. To enter into arrangements with any government or authority that may appear to the Company conducive to any of its main objects, and to obtain from any such government or authority any rights, privileges and concessions which the Company may think desirable to obtain, and to exercise the rights, privileges and concessions so obtained.

18. To amalgamate either in whole or in part with any company or companies or enter into any partnership with or acquire interest in the business of any other company, person or firm carrying on or engaged in or about to carry on or engage in any business or transaction or enter into any arrangement for sharing profits or for cooperation or for limiting competition or for mutual assistance with any such person, firm or company or to acquire and carry on any other business auxiliary to the business of the Company or connected therewith or which may seem to the Company capable of being conveniently carried on in



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connection with the above or calculated directly or indirectly, to enhance the value or render more profitable any of the Company's properties and to give or accept by way of consideration for any of the acts or things aforesaid or the property acquired, any money, shares, debentures, debenture stock, loan, stock or securities that may be agreed upon and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture-stock or securities so received.

19. To apply for, register, purchase or otherwise acquire, protect, prolong and renew, in any part of the world, any intellectual and industrial property, including patents, designs, trademarks, copyrights, technology, licenses, concessions and the like conferring any exclusive, non-exclusive or limited right to their use or of any

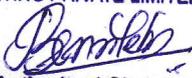
secret or such other information as to any invention, process or privilege, which may be necessary or convenient for purposes of the business and activities of the Company, or the acquisition of which may directly or indirectly benefit the Company, and to use, exercise, develop, and grant licenses and privileges in respect of or otherwise turn to account such property, rights and information, and to expend money in experimenting upon, testing and improving any patents, inventions or rights.

20. To carry on business at such places in any part of the world, and to establish, maintain or discontinue any office, branch, agency, firm or company in any part of the world as the Company may think fit for purposes of its business.

21. To employ or retain skilled professional or technical advisors or workers in connection with the objects of the Company for



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such fees or remuneration as may seem expedient.

22. To promote, or assist in the promotion of, any other company, firm or division for the purpose of its acquiring all or any of the properties, management, rights and liabilities of the Company or for any other purpose which may, directly or indirectly, benefit the Company, and to pay all or any of the costs and expenses incurred in connection with any such promotion.

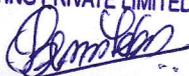
23. To invest and deal with the money of the Company not immediately required in any manner as may be determined by the Board of Directors from time to time.

24. Subject to the provisions Companies Act, 2013, as amended or restated from time to time and the regulations made thereunder, as may be applicable, and the directions issued by the Reserve Bank of India, to borrow, raise or secure from time to time the payment of

money or to receive money on deposit at interest, for purposes of the Company's activities, through promissory notes, taking credit in the bank account of the Company with or without any security or by such other means as the directors of the Company may in their absolute discretion deem expedient and, in particular, by the issue of debentures, perpetual or otherwise, and as security for any such money so borrowed, raised, received and/or any such debentures so issued, to mortgage, pledge or charge the whole or any part of the property and the assets of the Company, both present and future, including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and such other powers as may be expedient and to purchase,



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redeem or pay off any such securities, provided that the Company shall not carry on any banking business within the scope of the Banking Regulation Act, 1949, as amended.

25. To advance money or give credit to any person on such terms as maybe expedient and, in particular, to customers of, and others having dealings with, the Company, and to guarantee the performance of any contract or obligation and the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures, contracts, mortgages, charges, obligations, instruments and securities of any or of any authority or of any other person, whether incorporated or not incorporated, provided that the Company shall not conduct any banking business within the scope of the Banking Regulation Act, 1949, as amended.

26. To open accounts of all nature with any bank or financial institution, including overdraft accounts, and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, letters of credit, hundies, bills of lading, railway receipts, warrants, debentures, and such other negotiable or transferable instruments of all descriptions and to buy, sell and deal in such instruments.

27. To insure any of the properties, undertakings, contracts, guarantees or obligations of the Company in any manner whatsoever.

28. To sell, lease, mortgage, transfer or otherwise dispose of any property, business, assets, rights or undertakings of the Company or any part thereof for such consideration as the Company may think fit, and in particular, for shares, debentures and securities of any other company.



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29. To distribute any property of the Company in the event of winding-up of the Company or any proceeds of sales or disposal of any property of the Company, subject to the provisions of the Companies Act, 2013, as amended or restated from time.

30. To pay all costs, charges or expenses incurred in connection with the incorporation of the Company, including preliminary or incidental expenses of any kind, and all costs, charges and expenses incurred in negotiating contracts and arrangements made prior to and in anticipation of the formation and the incorporation of the Company.

31. To remunerate any person in any manner it may think fit for services rendered or to be rendered in obtaining or assisting in obtaining subscription for, or placing or assisting in placing, or for guaranteeing the subscription of or the placing of, any shares, bonds, debentures or securities of the Company or any other company held or owned by the Company or in which the Company has any interest.

32. To undertake and to execute any trust which may seem desirable to the Company, either gratuitously or otherwise, and vest real or personal property, rights or interests acquired by 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 favour of the Company.

33. Subject to the provisions of the Companies Act, 2013, as amended or restated from time to time to subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition.

34. To provide for the welfare of persons who are or were at any time in the employment or service of the Company or allied to or associated with the



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Company or with any subsidiary of the Company or who are or were at any time directors or officers of the Company and their dependents, by establishing, maintaining, or procuring the establishment or maintenance of, associations, institutions, trusts and contributory or noncontributory pension or superannuation funds, and by contributing to provident funds and granting donations, pensions, allowances, emoluments, bonuses, gratuities or other payments to such persons, and by making payments towards insurance or benefits of any such persons as aforesaid, and by establishing or subsidizing subscription to or membership of any institution, association, club or fund for the benefit of the Company or any subsidiary of the Company and to do any of the above matters either alone or in conjunction with any subsidiary of the Company.

35. To conduct experiments, to encourage or to do research work in connection with any business which the Company is authorized to carry on and to take over and/or to purchase and/or sell the results thereof and to employ experts, to establish laboratories, to engage in research, exploration and discoveries, to invent processes and products and to pay any sum to a research association or organization having as its objects the undertaking of research related to the class of business carried on by the Company and to examine the conditions, prospects, values, characters and circumstances of any business concern or undertaking and generally of any assets, property and rights.

36. To undertake financial and commercial obligations, transactions and operations of all kinds in connection with the Main Objects of the Company.



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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

100000	Equity Share	Shares of	10	Rupees each	
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6

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:



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Subscriber Details					
S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of shares taken	DSC	Dated
1	KAVILAM KANJIRATHINGAL ATHUL NATH CHATHANGATTU HOUSE KIZHAKKUMURI PO,KAKKODI VIA, KOLADI TEMPLE Kozhikode Kerala 673611 Kizhakkumuri Kozhikode India BUSINESS	0*2*3*4*	1000 Equity,0 Preference		24/07/2025
2	SREEKUMAR REGHUNATHANACHARY SREELAKAM VELLACHAL ELAMADU P O ELAMAD Kottarakkara Kerala 691533 Elamadu Kollam India BUSINESS	1*1*6*1*	1000 Equity,0 Preference		24/07/2025
3	ESTHAK BENNY ASHLI VILLA WEST KAPPAKADA PUNNAPRA PUNNAPRA S O Ambalapuzha Kerala 688004 Punnapra Alappuzha India BUSINESS	1*1*8*4*	1000 Equity,0 Preference		24/07/2025
4	SUNIL MUHAMMED ABDUL KADAR PALLIKUNNEL PARAMPUZHA PO MUTTAMPALAM(PART) KOTTAYAM KERALA Kottayam Kerala 686004 Muttambalam Kottayam India BUSINESS	A*V*M*5*6*	1000 Equity,0 Preference		24/07/2025
5	VAARI MALAYIL RIJIL BHARATHAN C/O SARANYA SADANANDAN WHITE HOUSE MAKOTHUMUKKU NANMINDA POST NEAR KRISHNA AUTO GARRAGE NANMINDA VIA NANMANDA KOZHICODE KERALA Kozhikode Kerala 673613 Nanminda Kozhikode India BUSINESS	A*Q*R*1*4*	1000 Equity,0 Preference		24/07/2025
6	RANJULAL PARAPPIL S/O KUTTINARAYANAN NAIR, PARAPPIL EKAROO P.O UNNIKULAM KOZHICODE KERALA Koyilandi Kerala 673574 Ekarool Kozhikode India BUSINESS	B*S*P*1*9*	1000 Equity,0 Preference		24/07/2025
Total shares taken			6000 Equity,0 Preference		



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Signed before me

Membership type of the witness (ACA/FCA/ACS/FCS/ACMA/FCMA)	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	DSC	Dated
FCA	K P VENKITACHALAM IYER	KOTTARAM (H) RAVIPURAM ROAD P.O, KOCHI 682016 Chartered Accountant	0*0*5*		24/07/2025

7 Shri / Smt Of resident of

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



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