

[Pursuant to Schedule I (see sections 4 and 5) to the Companies Act, 2013] FORM NO. INC-33

SPICE+MOA
(e-Memorandum of Association)

* Table applicable to company as notified under schedule I of the companies Act, 2013

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Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

1. The Name of the Company is

SEOTHOR SOLUTIONS PRIVATE LIMITED

2. The Registered office of the company will be situated in the state of

Delhi-DL

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

1. To carry on the business of Digital Marketing Services includes website designing development, content writing, graphic designing, Domain Registration and Hosting Services, System Integrators for Providing Partner Services, Search Engine Optimization, Search Engine Marketing, Social Media Marketing, Content Marketing, Email Marketing, Programmatic Media Buying for Digital Campaigns, Video Campaigns, Artificial Intelligence (AI) & Advanced Machine Learning, Intelligent Apps, Intelligent Things Virtual & Augmented Reality, Software designing and development, App Development, Pay per click service ,Google adwords and Conversational Systems.
2. To carry on in India and / or elsewhere the business of manufacturing, designing, Marketing, servicing, processing, consulting, reprocess, repair, alter, assemble, purchase, sale, resale, export, import, transfer, exchange or otherwise deal in all types and kinds of Electrical and Electronic devices (Including embedded software) and other products and to transact and do all matters things incidental thereto.

3.(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 deem necessary or convenient for the purpose of its main business.
2. To enter into partnership or into any arrangement for sharing, profits, union of interest, joint venture, reciprocal concession or cooperation 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 in 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 or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, Labour-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 negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, financial or any others such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.
8. Subject to the provisions of the Act, to amalgamate with any other company of which all or any of their objects companies having similar to the objects of the Company in any manner whether with or without the liquidation.

9. To subscribe to, become a member of, subsidize and co-operate with, any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the company, and to procure from and communicate to any such association, such information as may be likely to further the objects of the 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, association undertaking carrying on the main business of the Company.
11. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, inventions, scientific technical or other assistance, and other information, designs, patterns, copyrights, trademarks, licenses 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 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 opposed 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 act necessary for carrying on in any foreign country for the business or profession of the Company.
15. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
16. To establish, or promote or concur in establishing or promote any company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company.
17. Subject to the statutory provisions, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.
18. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company propose to acquire.
19. To accept gifts, bequests, devisers or donations of any movable or immovable property or any right or interests therein from members or others.
20. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, and research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.
21. Subject to the provisions of the Act to subscribe contribute, gift or donate any money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or donations of money or such other assets to any institutions, clubs, societies, associations trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.
22. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.
23. To pay out 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.
24. To take into consideration and to approve and confirm and /or carry out all the acts, deeds or things that may be done or entered into in with any other person, firm, body corporate by the promoters of the company and further enter into any agreement, or contract with the promoters and to reimburse them for all costs and expense that may be entered by them in or into connection with the formation or promotion of the company.
25. To send out to foreign countries, its director, employees or any other person or persons from 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.
26. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the 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.
27. To institute, defend, settle, negotiate, dispose off, or refer, agree to refer any claims, demands, dispute, or any other question by or against the company or in which the company is interested or concerned through negotiation, mediation, conciliation, arbitration, litigation

or other manner of dispute settlement, and to observe and perform all acts necessary and/or incidental thereto.

28. 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.

29. 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.

30. To act as principals, agents, contractors, trustees or otherwise by or through trustee, attorneys, agents otherwise and either alone or in conjunction with others and to establish offices, agencies, or branches for carrying out the aforesaid objects in India or elsewhere in the world.

31. To engage in such other activities as the Board of Directors of the company deems necessary, advisable, convenient or incidental to the foregoing.

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. The share capital of the company is rupees, divided into,

10,000.00	Equity	shares of	10.00	rupees each	,and
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6 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, 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 (Applicable in case of one person company):

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken	DSC	Dated	
1	Rahul Kumar Singh S/o Mr. Hari Parshad Singh Address:- 60, Gali No.4 Palam Colony, Karnal (Rural)(1), Haryana-132001 Description:-Individual Occupation:- Self Employed	KKPPS9127D	500	Equity	Rahul Kumar Singh <small>Digitally signed by Rahul Kumar Singh Date: 2022.01.15 20:08:48 +05'30'</small>	15/01/22
				Preference		
2	Priya Garg D/o Mr. Kaladhari Garg Address:- S-4/41, Old Mahabir Nagar, West Delhi, Tilak Nagar, Delhi-110018 Description:-Individual Occupation:-Self Employed	BTXPG4987P	500	Equity	PRIYA GARG <small>Digitally signed by PRIYA GARG Date: 2022.01.15 20:01:00 +05'30'</small>	15/01/22
				Preference		
Total Shares taken			1,000.00	Equity		
				Preference		

Signed before Me					
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated	
ACS	Aarti Kumari	B-55, Chhattarpur Enclave, Phase-II, New Delhi-110074 Description: Individual Occupation: Practicing Company Secretary	54186	Aarti Kumari <small>Digitally signed by Aarti Kumari Date: 2022.01.15 20:10:02 +05'30'</small>	15/01/22

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