

[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

VALZON INDIA MARKETING PRIVATE LIMITED

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

Madhya Pradesh-MP

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

To undertake business of marketing, selling, reselling, import, export, or otherwise deal in consumable goods, health supplements, nutrients or other goods and products through wholesale, retail, agency or any other means of business which falls in class 35.

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

1. To enter into contracts, agreements and arrangements with any other person, firm, company, body corporate or statutory body, on behalf of the Company, for carrying out any of the objects for which the Company is established.

2. To establish / construct and maintain or wind up branch offices, agent offices, representative office and/or new offices in India or elsewhere as it may be necessary to protect and promote the interest of the Company.

3. To apply, renew, register, acquire for, purchase or otherwise acquire any patent, patent rights, copy right(s), trademarks, formulae, license, lease, concessions, know-how designs, patterns conferring any exclusive or limited right to use any secret or other information as to any invention which may seem capable of being used for any of the purposes of the company or the acquisition of which may directly or indirectly benefit the company and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property, rights or information so acquired and to pay for any rights or properties so acquired by the Company.

4. To amalgamate, demerge, restructure, or carry out any scheme of arrangement, or enter into any arrangement for sharing of profits, entering into partnerships, joint ventures, union of interests, co-operations, reciprocal concessions with and / or to acquire and undertake the whole or any part of the business properties and liabilities of any person or company carrying on the same business or transaction which the company is authorized to carry on or engage in or proposing to carry on any business which the Company is authorized to carry on.

5. To purchase, hire, design, manufacture, test, install, store, maintain, use, discard, or sell any equipment or instrumentation for attaining the main objects of the Company from time to time.

6. To enter into any arrangement with any Government or authority whether municipal level or otherwise or any person, that may seem conducive to the company's objects or any of them and to obtain from such Government or authority any rights, privileges and concessions which the company may think it desirable to obtain; and to carry out, exercise and comply with any such arrangement, rights, privileges and concessions.

Practi For Valzon India Marketing Pvt. Ltd.

Director

7. To establish or promote or concur in establishing or promoting a company, firm, trust, or any other entity having similar objects and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such entities.
8. To establish or support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences for the benefit of past or present employees or directors of the company or the dependents of such persons and to grant pensions and allowances, to make payments towards insurance, to subscribe or guarantee money for charitable or benevolent objects or useful objects for general public;
9. To promote any other company or companies for the purpose of acquiring or taking over all or any of the property, rights and liabilities of a company or for any other purpose which may directly or indirectly benefit the company.
10. To purchase or import, take on lease or in exchange hire otherwise acquire and / or give any movable or immovable property and any rights or privileges on lease, hire or otherwise which the company may think necessary or convenient for the purposes of its business or may enhance the value of any other property of the company and in particular any land, buildings easements, machinery, plants, equipments, accessories and stock-in-trade and either to retain any property to be acquired for the purposes of the company's business or to turn the same to account as may be expedient and for that purpose to enter into contracts, agreements and arrangements with any other person, firm, company, body corporate or statutory body corporate.
11. To advertise and adopt means of making known the business activities of the Company or any articles or goods traded or dealt in by 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.
12. To lend and advance money or give credit to any person or company; to give guarantee or indemnify for the payment of money or the performance of contracts or obligations by any person; to secure or undertake in any way the repayment of moneys lent or advanced to, or the liabilities incurred by any person subject to the provisions of the act and on such terms and conditions as may seem expedient and to invest or otherwise employ such monies in such manner as the Directors of the company for the time being may think fit. The company shall not carry on Banking Business as defined under the banking Regulation Act, 1949.
13. To let on lease or on hire purchase system or to lend or otherwise dispose off any property belonging to the company and to finance the purchase of any article or articles, whether made by the Company or not, by way of loans or by the purchase of any article or articles and the letting thereof on the hire purchase systems or otherwise howsoever.
14. To borrow or raise money (ies) in any manner, whether secured or unsecured, upon such terms and conditions, in such forms and contents and from any source(s) as the Company may deem fit and expedient, in particular by way of issue of debentures, debenture-stocks, perpetual or otherwise or any other bonds or securities and instruments as may be in vogue and prevailing from time to time to create and cause security for the money (ies) so borrowed by way of mortgage, pledge or a charge or otherwise on whole or any part of the property of the Company, present or future, including its uncalled capital and to repay or redeem any such money (ies) and securities in such manner and at such time or from time to time as the Directors of the Company may in their own absolute discretion deem fit and necessary or expedient.
15. To draw, make, accept, transfer, endorse, discount, execute, negotiate and issue promissory notes, bills of exchange, bills of lading, warrants, drafts, letters of credit, dock warrants, railway receipts, transport receipts, warehouse keepers certificates, debentures and other negotiable or transferable instruments and securities.
16. To sell, lease, mortgage or otherwise dispose off the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit;
17. To sell or dispose of, to improve, manage, develop, exchange or otherwise deal with the undertaking, property or rights of the company or any part thereof for such consideration as the company may think fit;
18. To remunerate any person 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 or other securities issued by the company either by way of payment of cash or allotment of securities of the company;
19. To adopt such means of making known and advertising and publicity of the business and products of the company as may be expedient;
20. To apply for, promote and obtain any order, regulation, or other authorisation or enactment which may directly or indirectly benefit the company;
21. To procure recognition of the company in any country or place outside India;
22. To issue or allot fully or partly paid shares in the capital or securities of the company in full payment or for part payment of any movable or immovable property purchased or otherwise acquired by the company or any services rendered to the company;
23. To take or hold mortgages, liens and charges to secure payment of the purchase price, or any unpaid balance of the purchase price of any part of the company's property of any kind sold by the company, or any money due to the company from buyer;
24. To pay out of the funds of the company all or any expenses which the company may lawfully pay for services rendered for formation and registration of the company and for promotion of any other company by it, subject to the provisions of the Act;

Direct

For Vaizun India Marketing Pvt. Ltd.

Director

25. To invest, buy, underwrite, acquire, hold, sell and deal in shares, debentures (Whether perpetual or redeemable), debentures stocks, bonds, obligations, and securities issued or guaranteed by any ? body corporate constituted and/or carrying on business in India or aboard;

26. To ensure any of the properties, undertakings, contracts, risk or obligations of the company in any manner whatsoever;

27. To make donations either in cash or any kind for such objects or causes as may be directly or indirectly conducive to any of the company?s object or otherwise expedient;

28. To aid and support, any person, association, body or movement, whose object is solution, settlement, or surrounding of industrial or labor problems or the promotion of industry, trade or business of the company or for the promotion of Science and Technology, Cultural activities, Sports environment, rural development and other social and welfare activities;

29. To establish or support associations, institutions, schools hospitals, guest houses, clubs, funds and trusts which may be considered beneficial to any employees or ex-employees and to officers and ex-officers of the company or dependents of any such persons;

30. To undertake and execute any trusts the undertaking of which may seem to the Company desirable and either gratuitously or otherwise.

31. To refer all questions, disputes or differences arising between the Company and any other person including a member in connection with or in respect of any matter relating to the business or affairs of the company to arbitration in such manner and upon such terms as the company and such other person may mutually agreed upon in each case and such reference to arbitration may be in accordance with the provisions of the Arbitration and Conciliation Act,1996 and the rules of the International Chamber of Commerce relating to arbitration, and to institute legal proceedings or defend any proceedings and to appoint advocates, Consultants or Advisors in his behalf, and to do all acts, deeds, matters and things as may be necessary or expedient or to settle mutually any or all such questions, disputes or differences and to observe and perform and to do all acts, deeds, matter and things to carry out or enforce the arbitration awards.

32. To create any depreciation fund, reserve fund, sinking fund, insurance fund, or any special or other fund whether for repayment of redeemable preference shares, redemption of debentures, or debenture stock, for dividends, for equalizing dividends, for repairing, improving, extending and maintaining any part of the property of the company;

33. To become a Member or Associate Member of anybody like the chamber of Commerce representing the industry/trade or business falling within the objects of this memorandum, and to do all that are necessary to become such a member and participate in activities;

34. To invest the company?s surplus funds and capital in other industrial or commercial institutions, concern or undertakings whether incorporated or not subject to such condition, as may be determined.

35. To open and operate any type of bank accounts with the Bank and obtain credit facilities with or without securities for its business;

36. To acquire any such shares, stocks, debentures, bonds, mortgages, obligations and other securities by original subscription, tender, syndicate participation, purchase, exchange or otherwise and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof.

37. To make advances upon, hold in trust, issue on commission, sell or dispose any of the investments aforesaid.

38. To build construct, alter, improve, maintain, enlarge, pull down, remove or replace and to develop, work, manage, carry out and control any buildings, officials, chawls and other works, conveniences which may seem calculated directly or indirectly to advance the company?s interests and to contribute to subscribe or otherwise assist to take part in the construction, improvement, maintenance, development, working, management, carrying out thereof for the business of the Company.

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.

The share capital of the company is

1,000,000.00

rupees, divided into,

1,000,000.00	Equity	shares of	10.00	rupees each	,and
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Preeti
For Vaizon India Marketing Pvt. Ltd.

Director

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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):

Preeti
For Vaizuli Huda Marketing Pvt. Ltd.
Director

Subscriber Details						
S.No.	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Anuradha Khatik D/o Suresh Rahora Address: 34/2, Hanuman Mandir ke pass, Dhongapura Cantt, Guna - 473001 India Description: First Subscriber cum Director Occupation: Business	BICPR0031H	5,000	Equity	ANURADHA KHATIK Digitally signed by ANURADHA KHATIK Date: 2021.05.04 13:33:48 +05'30'	04/05/21
				Preference		
2	Nainita Agarwal D/o Sanjay Kumar Agarwal Address: Flat No. 102 Manmandir Apartment 275 Saket Nagar, B H Eureka Hospital Indore : 452001 Description: First Subscriber cum Director Occupation: Employed	BFZPA7107K	5,000	Equity	NAINITA AGARWAL Digitally signed by NAINITA AGARWAL Date: 2021.05.04 13:33:10 +05'30'	04/05/21
				Preference		
3	Preeti Shrivastav D/o Indrajeet Shrivastav Address: 311 Gyansagar Apartment, Sanchar Nagar Ext, Kanadiya Road Indore 452016 India Description: First Subscriber cum Director Occupation: Self Employed	COPPS7917P	5,000	Equity	PREETI SHRIVASTAV Digitally signed by PREETI SHRIVASTAV Date: 2021.05.04 13:32:27 +05'30'	04/05/21
				Preference		
4	Shilpa Anand D/o Bhajan Lal Anand Address: House No. 64, Gurudware Ke Piche Ki Gali, Vallabh Nagar, Kota, Rajasthan, 324007 India Description: First Subscriber cum Director Occupation: Self Employed	09088574	5,000	Equity	SHILPA ANAND Digitally signed by SHILPA ANAND Date: 2021.05.04 13:11:42 +05'30'	04/05/21
				Preference		
Total Shares taken			20,000.0	Equity		
				Preference		

Signed before Me

Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
ACS Amit Kumar Dharmani	213, Second Floor Mahakal Terrace, Freeganj, Ujjain, 456010, Madhya Pradesh Occupation: Practicing Company Secretary	41833	AMIT KUMAR DHARMANI Digitally signed by AMIT KUMAR DHARMANI Date: 2021.05.04 14:29:27 +05'30'	04/05/21

Modify

Check Form

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For Vaizon India Marketing Pvt. Ltd.

Director