

**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

ADMACH SYSTEMS LIMITED

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

Maharashtra

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

1.To takeover the entire business, including all assets and liabilities of ADMACH SYSTEMS, a proprietary concern and on such takeover, the said concern shall stand dissolved, situated at Wadgaon Budruk, Pune-411041. 2.To carry on in India or elsewhere the business of designing, developing, assembling, manufacturing, trading, building, buying, selling, re-selling, sub- contracting, hiring, altering, importing, exporting improving, repairing, stocking, supplying, leasing, whole-selling, retailing, fabricating, converting, finishing, installing, reconditioning, modifying, processing, cleaning, renovating, job working, servicing and distributing of and to deal in all descriptions, specifications, models, shapes, sizes, dimensions, capacities, applications of Special purpose Machines and Systems for the Automobile, Food Processing and Engineering industries including Automation of Machine tools and Press Shop for Automobile industries and Automation of X-Ray and Ultra Sonic testing System for Engineering industries and also to Pick and Place type Robotic handling Systems.\* (The word ?The Companies Act, 1956? substituted with the words ?The Companies Act, 2013? vide special resolution passed in Extra Ordinary General Meeting held on 20th August, 2024)\*\* (Name of the Company changed from ADMACH SYSTEMS PRIVATE

LIMITED to ADMACH SYSTEM LIMITED upon conversion from Private Limited Company to Public Limited Company vide special resolution passed in Extraordinary General Meeting held on 20th August, 2024)#(The existing title of clause ?III. A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE? be re-named by title? III. [A]. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE: vide special resolution passed in Extra Ordinary General Meeting held on 20th August, 2024.)

3.To invent, apply, utilise, implement, establish, marketing techniques and methods and ways and means to market, distribute, supply, advertise, popularise, sale, circulate products by the Company. 4.To act as consultant, franchise, associates, authorised representatives, agents, distributors, marketers for various products of the other companies or persons or bodies.5.To train or apply for training in India or abroad of any member or any of the Company's employees or directors or any other candidates in the interest of or for the furtherance of the Company's business.6.To sublet all or any contract from time to time and upon such terms and conditions as may be thought expedient. 7.To carry on search, research, scientific experiments, investigations, testing and works so as to develop the quality and utility of the schemes or to reduce the costs and or to pay contribute or do all such acts and things for the purpose of securing any trademark, patent or invention which the Company may acquire or propose to acquire or deal with.8.To arrange for, establish, provide, maintain and conduct or subsidies training, lectures, meeting, research activities, workshops, seminars conferences in connection with the business of the Company and by providing or contributing to the award of scholarship, prizes, grants to students and generally to encourage, promote, and reward studies, researches, investigations, experiments, tests and investigation of any kind that may be considered likely to assists any business which the company is authorized to carry on.9.To formulates the schemes, policies, strategies, plans for promoting the business carried on by the company by awarding the prizes, gifts, coupons, discounts, rewards or by any other means whether in kinds or cash and to educate, promote, pursued, customers and people to avail the services of the company.10.To apply for and obtain assistance from Government, other organizations, associations, companies, firms or individual, national or international, for developing the business or businesses of the company.11.To enter into any agreements with any Governments central or state or local or statutory authorities, any persons, associations, firms or companies in India or elsewhere that may seems conducive to the companies objects or any of them and to obtain

from any such Governments or authority, persons, associations, firms, or companies any rights, privileges, charters, contracts, licenses, patents and concessions which may be conducive to its objects and which the company think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions. 12.To apply for, purchase or acquire, protect and renew in any part of the world, any patents, trade marks, patents rights, brevet?s invention, licenses, concessions and the like conferring any exclusive or nonexclusive or limited rights to use any secrets or other information as to any invention and to use, exercise, develop or grant licenses in respects of or turn to accounts the property, rights or information so acquired and to expend money in experimenting upon testing or improving any such patents, innovations or rights.13.To adopts such means of making known the business and services of the company or any company, firm, or association in which the company is interested as partner, proprietors, agents, representatives or in any other way, by advertisements in papers, periodicals, books, magazines, journals, teaching, workshops and training materials through cineslides and films, audio/ video cassettes, compact disks, C.D. ROMs, websites, by issue of circulars, posters, calendars, show cards, playing cards, hoardings, by radio or T.V. Programs, by exhibitions, by publications of books, periodicals and granting prizes, rewards and donations.14.To remunerate any persons or companies out of the funds of the Company for service rendered, or to be rendered in placing or assisting to place or guaranteeing the placing of any of shares in the companies capital or any debentures, debenture stock or other securities of the company, or in or any debentures, debenture stock or other securities of the company. Or in or about the formation or promotion of the company.15.To insure the whole or any part of the property of the company either fully or partially, to protect and indemnify any part or portion thereof.16.To aid pecuniarily any association, body or movement having for its objects advancement of Business and Industrial Management and or the solution, settlement of industrial or labour problem or the promotions of industry or trade.17.To procure, trade, deal, develop, design, create, repair, alter, obtain, hire, and maintain and aid in the development and maintenance of software/s, hardware, firmware, components, accessories, peripherals, digital signatures for the purpose of attainment and effecting improvement of any of the activity of the Company.18.To establish training and development centers, business promotion and convention centers and to conduct training courses, crash courses, workshops, symposium, lectures, exhibitions, conventions, fairs, gathering for any individual, organization, company, establishment,

undertaking engaged in any trade or commerce or services and to assist any organization or company in establishing and maintaining training and development system for their business. 19.To publish and distribute all kind of training modules, guides, literatures, books, articles, guidance notes, e - learning modules and setup, run, maintain portals, web sites, discussion forum, e group for providing training and education facilities relating to business of the Company.20.To associate, collaborate, amalgamate and enter into arrangement with specialized, knowledgeable individuals, firms, companies, enterprises or organizations in India or abroad for the purpose of carrying out business of the Company. 21.To sublet all or any contract from time to time and upon such terms and conditions as may be thought expedient and to give franchise to persons/ parties and receive consideration for the same in India or abroad.22.To train or apply for training in India or abroad of any member or any of the Company?s employees or Directors or any other candidate in interest of or for the furtherance of the Company?s business.23.To act as affiliates, trusted partners, retailers, associates, representatives, agents, suppliers, service agents for any products or services of any company or person in India and abroad relating to business of the Company.24.To apply for tender, purchase or acquire any contracts, sub-contracts, licenses and concessions for or in relation to the object or business herein mentioned or any of them and to undertake, execute, carry on, dispose of or turn to account the same.25.To acquire freehold or leasehold land, building, property, shops, premises, workshop, factory, shed, godowns, estate and/ or to purchase, lease, construct, built, maintain, hold or otherwise acquire or provide in any place in which any part of the business of the Company may from time to time be carried on.26.To mortgage, hypothecate, pledge, all or any of the property whether movable or immovable of any description whatsoever and other valuable securities of the Company.27.To apply for, purchase or acquire and obtain any patents, brevets, invention, licenses, permissions, concessions, processes and the like conferring any exclusive or limited right either in point of times or to use the same, or any secret or other information as to any invention which may seem capable of being used for any purpose of the Company and to use, exercise, develop or grant licenses, in respect of or otherwise turn to account any patents, inventions, licenses, permissions, concessions, processes and the like, and the information so required.28.To acquire, takeover, manage and undertake the whole or any part of the business, property and liabilities of any person, firm or body corporate carrying on or proposing to carry on any business which the Company is authorized to carry on or possessed of property suitable for the

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

purposes of the Company, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.29.To enter into partnership or into any arrangements for sharing profits, union of interests, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorized to carry on and to promote any other Company.30.To sell or dispose any of the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for cash or for shares, debentures or securities of any other Company.31.To subscribe or contribute or to assist charitable, benevolent, religious, scientific, national, public, political or any other institutions, objects or purposes or any exhibition.32.To make advances of such sum or sums of money, upon or in respect of or for the purchases of raw materials, goods, machinery, stores, or any property, articles and things required for the purposes of the company upon such terms with or without security as the Company may deem expedient.33.To undertake and perform sub contracts and also to act in business of the Company through or by means of agents, brokers, subcontractors.34.To borrow or raise or secure the payment of money or to receive money at interest for any of the purposes of the Company and at such time or times and in such manner as may be thought fit and in particular by the issue of debentures or debenture-stock perpetual or otherwise, including debentures or debenture-stock convertible into shares of this or any other Company, or perpetual annuities and for security for any such money so borrowed, raised or received, or of any such debentures or debenture-stock so issued to mortgage, pledge or charge the whole or any part of the property, assets, or revenue and profits of the Company present or 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 power of sale and other powers as may seem expedient, and to purchase, redeem or pay off any such securities.35.To open an account or accounts with any Bank or Bankers and to pay in to and withdraw money from such account or accounts.36.To adopt such means of making known the products of the company as may seem expedient and in particular by advertising in the press, by circulars, by arranging exhibition of works of art or interest, by publication of book and periodicals and by granting prizes, rewards and donations.37.To remunerate any person or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any shares in the Company's capital or any debentures, debenture-stock or other

securities of the Company or the conduct of its business.38.To remunerate any person, firm or Company rendering services to this Company, either by cash payment or by the allotment to him or them of shares or securities of the Company credited as paid up to in full or in part, or otherwise as may be thought expedient.39.To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company, or to contract with any person, firm or Company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling or guaranteeing the subscription of any shares, debentures, debenture-stock or securities of the Company.40.To indemnify officers, directors, agents, employees and servants of the Company against proceedings, costs damages, claims and demands in respect of anything done, or ordered to be done by them for and in the interests of the Company, or for any loss, damages, or misfortune whatever, which shall happen in execution of the duties of their office or in relation thereto.41.To create any reserve fund, sinking fund, or any other special fund whether for depreciation or for repairing, improving extending or maintaining, any of the property of the Company or for purposes conducive to the interests of the Company.42.To distribute by way of bonus shares among the members or otherwise to apply, as the Company may from time to time think fit, any moneys, received by way of premium on shares for debentures issued at a premium by the Company and moneys arising from the sale by the Company of forfeited shares.43.To invest surplus moneys of the Company in such manner as may from time to time be determined.44.To advance money to such persons or firms and on such terms as may be deemed expedient, and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by any such persons.45.To draw, make, accept, endorse, discount, execute, and issue bill of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable and transferable instruments.46.To enter into any arrangements with any Governments or authorities supreme, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them, and to obtain from any such Government or authority any objects, concessions and privileges which the Company may think fit desirable to obtain, and to exercise, carry out and comply with any such arrangements, rights and concessions.47.To provide for the welfare of directors or ex-directors or employees or ex-employees of the Company and the wives, widows and families or the dependent or connections of such persons by building or contributing to the building of houses or dwellings or quarters or by grants of money, pensions, gratuities, allowances,

bonuses, profit-sharing bonuses or benefits or any other payment or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds, profit sharing or other schemes or trusts and by providing or subscribing or contributing towards places or institutions and creation of hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit and to subscribe or contribute or otherwise to assist or to guarantee money, to charitable, benevolent, religious, scientific, national, public or any other useful institution, objects or purposes, or for any exhibition.48.To obtain any provisional order or legislative enactment for enabling the Company to carry any of the objects into effect or for effecting any modification of the Company's constitution or for any other purposes which may seem expedient and to oppose any proceedings or applications which may seem directly or indirectly to prejudice the Company's interests.49.To employ experts to investigate and to examine into the conditions, prospects value/ character and circumstances of any business concerns and undertakings and of any assets, property or rights.50.To acquire from any persons, firm or body corporate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints useful for the business of the Company.51.To use trademarks, trade names or brand names for the business activities, products and goods dealt with the Company and to adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, radio, television, by circulars, posters by purchase and exhibitions of works of art or interest by publication of books, periodicals and by granting prizes, award and donations (including donations to any fund for charitable or public purpose).52.To do above things as principals, agents, contractors or otherwise and either alone or in conjunction with others.

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

10000000	Equity Share	Shares of	10	Rupees each	
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## Attachments

First Subscriber (s) sheet

ALTERED\_MOA\_20-08-2024\_ADMACH SY

## 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:

Name of the Company changed from ADMACH SYSTEMS PRIVATE LIMITED to ADMACH SYSTEM LIMITED upon conversion from Private Limited Company to Public Limited Company vide special resolution passed in Extraordinary General Meeting held on 20th August, 2024.

## To be digitally signed by

Name

AJAY CHAMANLAL LONGANI

Designation

Director

DIN

01974794

DSC