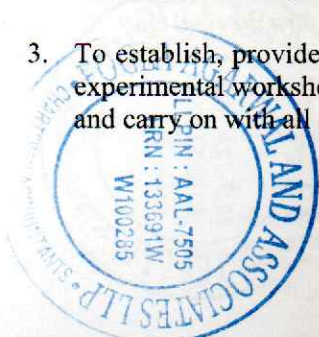



(THE COMPANIES ACT, 2013)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
TOPTIME CONSUMER PRIVATE LIMITED

- I. The Name of the Company is:- TOPTIME CONSUMER PRIVATE LIMITED**
- II. The Registered Office of the Company will be situated in the State of NCT of Delhi.**
- III. (A) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:—**
- (1) To establish and develop a direct selling business to provide high quality consumer products, home care, personal care, nutrition, apparels, cosmetics, jewellery, appliances, toys, sports goods, water purification systems, educational and promotional aids, printed and allied items directly to consumers through independent distributors/direct sellers or any other product or services.
 - (2) To act as commission agents, selling and purchasing agents, manufacturers representative's, stockists, distributors, brokers and trustees and to provide marketing/business promotion consultancy any types of services to any person, firm, LLP, company, to carry on business as marketing enterprise, manufacturer, importer, exporter, contractor, trader, retailer, job worker, agent, stockist of all types of merchandise, goods, materials of all description and all related spares, parts, machineries and accessories.
 - (3) To establish, setup, marketing networks, online website stores, multimedia stores, virtual stores, e-commerce platforms, in all its forms and to carry on the business of setting up of network infrastructure including storage, movement, delivery of goods and services for trade and commerce arrangements with distribution agencies, network marketing, direct selling, electronic channels for the business of the company and to act as marketing consultants in establishing of marketing networks.
 - (4) To carry on in India or abroad the business as buyer, seller, trader, importer exporter, advisor, trainer and service providers in the field of information technology, computer software packages, products, customized software's, embedded software's, system tools, equipment's, security softwares, mobile devices including latest devices like smartphones, ipads, electronic computing devices etc.”

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:—

1. To buy all kinds of plant, equipment, machinery, apparatus, tools, utensils, commodities, substances, articles and things necessary or useful for carrying on the objects of the Company.
2. To enter into agreement with any company or persons for obtaining by grant of licence or on such other terms of all types, formulae and such other rights and benefits, technical information, know-how and expert guidance and equipment and machinery and things mentioned herein above and to arrange facilities for training of technical personnel by them.
3. To establish, provide, maintain and conduct or otherwise, subsidise research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to



For Fogla Agarwal And Associates LLP

Sumit Fogla
M. No. 141533
Designated Partner

OK
check it signed
(2)

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3. To establish, provide, maintain and conduct or otherwise, subsidise research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to



1

For Fogla Agarwal And Associates LLP

(Signature)
CA Sumit Fogla
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promote studies and research both scientific and technical investigation and invention by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration to scientific and technical professors and teachers and to award, scholarships, prizes, grants and bursaries to students and to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the objects of the Company.

4. To acquire by concession, grant, purchase, licence or otherwise either absolutely or conditionally and either alone or jointly with others land, buildings, machinery, plants, utensils, works, conveniences and such other movable and immovable properties of any description and any patents, trademarks, concessions, privileges, brevets, invention, licences, protections and concessions conferring any exclusive or limited rights to any inventions, information which may seem necessary for any of the objects of the Company and to construct, maintain and alter any building or work, necessary or convenient for the business of the Company and to pay for such land, buildings, works, property or rights or any such other property and rights purchased or acquired by or for the Company by shares, debentures, debenture stock, bonds or such other securities of the Company or otherwise and manage, develop or otherwise dispose of in such manner and for such consideration as may be deemed proper or expedient to attain the main objects of the Company.
5. Subject to the provisions of the Companies Act, 2013 to amalgamate with any other Company having objects altogether or in part similar to those of this Company.
6. To enter into any arrangement with any Government or Authorities Municipal, local or otherwise or any person or company in India or abroad, that may seem conducive to the objects of the company or any of them and to obtain from any such Government, Authority persons or company any rights, privileges, charters, contracts, licences and concessions including in particular rights in respect of waterways, roads and highways, which the Company may carry out, exercise and comply therewith.
7. To apply for and obtain any order of Central/State or such other Authority for enabling the Company to carry on any of its objects into effect or for effecting any modifications of the Company's constitution or any other such purpose, which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly to prejudice the company's interests.
8. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-venture, reciprocal concessions or otherwise with any person, or company carrying on or engaged in any business or transaction which this Company is authorised to carry on.
9. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any company, firms or person carrying on business which this Company is authorised to carry on or is possessed of rights suitable for the objects of this Company.
10. To do all or any of the above things as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others and to do all such other things as are incidental or as may be conducive to the attainment of the objects or any of them.
11. To promote, form and register, aid in the promotion, formation and registration of any company or companies, subsidiary or otherwise for the purpose of acquiring all or any of the properties, rights and liabilities of this Company and to transfer to any such company any property of this company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares, stock, debentures and such other securities of all types in or of any such company, subsidiary or otherwise for all or any of the objects mentioned in this Memorandum of Association and to assist any such company and to undertake the management and secretarial




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or such other work, duties and business on such terms as may be arranged.






12. To open accounts with any bank or financial institution and to draw make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types and to buy the same.
13. Subject to the provisions of the Companies Act, 2013 including the rules and regulations made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any of the objects of the company and at such time or times as may be expedient, by promissory notes, bills of exchange, hundies, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or over-draft accounts with any person, firm, bank or company and whether with or without any security or by such other means, as may deem expedient and in particular by the issue of debentures or debenture stock, perpetual or otherwise and in security for any such money so borrowed, raised or received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole or any part of the property and 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 power of sale and other powers as may seem expedient and to purchase, redeem or pay off such securities provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.
14. To advance money not immediately required by the Company or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and in particular to customers of and such others having dealings with the Company and to give guarantees or securities of any such persons, firms, companies as may appear proper or reasonable provided that the Company shall not carry on the business of banking, within the meaning of Banking Regulation Act, 1949.
15. To improve alter, manage, develop, exchange, mortgage, enfranchise and dispose of, any part of the land, properties, assets and rights and the resources and undertakings of the Company, in such manner and on such terms as the Company may determine.
16. To remunerate any person or company, for services rendered or to be rendered in or about the formation or promotion of the Company or the conduct of its business, subject to the provisions of the Companies Act, 2013.
17. To create any depreciation fund, reserve fund, sinking fund, provident fund, superannuation fund or any other such special fund, whether for depreciations, repairing, improving, extending or maintaining any of the properties and assets of the Company or for redemption of debentures or redeemable preference shares, worker's welfare or for any other such purpose conducive to the interest of the Company.
18. To provide for the welfare of employees or ex-employees (including Directors and other officers) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, or dwellings or chawls or by grants of money, pensions, allowances, bonus or other such payments or be creating and from time to time, subscribing or contributing to provident fund and other associations, institutions, funds or trusts, and/or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.
19. To undertake and execute any trusts, the undertaking of which may seem desirable, either gratuitously or otherwise, for the attainment of the main objects of the Company.



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20. To procure the incorporation, registration or such other recognition of the Company in the Country, State or place outside India and to establish and maintain local registers and branch places of the main business in any part of the world.
 21. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising over the internet or any other electronic media and also in print media in the press by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards or organising exhibitions.
 22. The company would obtain approval of the concerned authorities to carry on the objects of the company and the matters which are necessary for furtherance of the objects of the Company as given in this memorandum of association wherever required.
- IV. The Liability of the members is Limited.
- V. The Authorised Share Capital of the company is Rs. 1,00,00,000/- (Rupees One Crore) divided into 10,00,000 (Ten Lac) Equity Shares of Rs. 10/- (Rupees Ten) each.

We, the several persons whose names and addresses are subscribed below 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 opposite our respective names:-

Sl. No	PHOTOGRAPH OF SUBSCRIBER	NAME, ADDRESS, OCCUPATION AND DESCRIPTION OF SUBSCRIBER	NO OF EQUITY SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURE OF SUBSCRIBER	SIGNATURE WITH WITNESS WITH ADDRESS, DESCRIPTION AND OCCUPATION
1		BABUULAL JAIN S/O BHAVARLAL JAIN, 555, GREEN PARK, DR PRAHDAN ROAD, CHARAI, THANE WEST 400601, OCCUPATION : BUSINESS	380,000	BABUULAL BHAVARLAL JAIN <small>Digitally signed by BABUULAL BHAVARLAL JAIN DN: c=IN, o=Personal, cn=BABUULAL BHAVARLAL JAIN, serialNumber=1511184636a5e0597487826e86 055aef715ad09491c59c5c741c70387, postalCode=400601, 2.5.4.20=555GREENPARKDRPRAHDANROADCHARAIWESTTHANEWEST400601MAHARASHTRA Date: 2021.06.04 11:56:41 +05'30'</small>	<p>I do hereby witness the subscribers who has signed & subscribed in my presence at thane on 03.06.2021, further I have verified their identity for their identification & satisfy myself of their identification as filled in.</p> <p>Sumit Mahabir Fogla</p> <p><small>Digitally signed by Sumit Mahabir Fogla DN: c=IN, o=Personal, 2.5.4.20=9748cc9d4143ff 90941e447e8f1502aa1767 49a54a9888cb396f8d14f8a 7cfs, postalCode=400615, st=Maharashtra, serialNumber=4478119c18 e74f21c8b0122526c9cf948 6719dcf8d4da14595f5a34 4eb16745, cn=Sumit Mahabir Fogla Date: 2021.06.04 11:51:30 +05'30'</small></p> <p>WITNESS NAME : CA SUMIT FOGLA MEMBERSHIP NO 141533 ADDRESS : 117/118, 1ST FLOOR, GURUDEV SHOPPING PLAZA, NEAR MEENATAI THAKAREY HALL, BHIWANDI, THANE 421302</p>
2		SURESHKUMAR JAIN S/O BABUULAL JAIN 555, GREEN PARK, DR PRAHDAN ROAD, CHARAI, THANE WEST 400601, OCCUPATION : BUSINESS	45,000	Sureshkumar Babulal Jain <small>Digitally signed by Sureshkumar Babulal Jain DN: c=IN, o=Personal, 2.5.4.20=555GREENPARKDRPRAHDANROADCHARAIWESTTHANEWEST400601MAHARASHTRA Date: 2021.06.04 12:52:04 +05'30'</small>	
3		AASIN KUMAR MAURYA S/O JAGNARAYAN MAURYA, 12, SIND SAGAR, PLOT-92, IIND FLOOR, ROAD 14A, WADALA, MUMBAI-400031, MAHARASHTRA, OCCUPATION : BUSINESS	25,000	AASINKUMAR JAGNARAYAN MAURYA <small>Digitally signed by AASINKUMAR JAGNARAYAN MAURYA DN: c=IN, o=Personal, 2.5.4.20=12SINDSAGARPLOTNO92ROAD14AWADALAMUMBAI400031MAHARASHTRA Date: 2021.06.04 11:44:17 +05'30'</small>	
4		MADANLAL KANKARIA S/O PUKHRAJ KANKARIA, M-57, SHIVLOK COLONY, PH-3, HARIDWAR, UTTARAKHAND-249401, OCCUPATION : BUSINESS	25,000	MADANLAL PUKHRAJ KANKARIA <small>Digitally signed by MADANLAL PUKHRAJ KANKARIA DN: c=IN, o=Personal, 2.5.4.20=249401SHIVLOKCOLONYPH3HARIDWARUTTARAKHAND Date: 2021.06.04 11:50:13 +05'30'</small>	
5		PARAMJEET SINGH S/O SURJEET SINGH, D-43, RANJEET VIHAR, NILOTHI EXT. NANGLOI WEST DELHI-110041	25,000	PARAMJEET SINGH <small>Digitally signed by PARAMJEET SINGH DN: c=IN, o=Personal, 2.5.4.20=110041NANGLOIWESTDELHI Date: 2021.06.04 11:50:58 +05'30'</small>	

PLACE : THANE
DATE : 03.06.2021



For Fogla Agarwal And Associates LLP


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