

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

J. WAGNER INDIA PRIVATE 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:

To set-up and carry on the business of manufacture, development, production, designing, consulting, marketing, distribution, contracting, trading, selling, buying, exporting, importing, repairing, servicing, maintaining, installing, commissioning, assembling, disassembling, packing or otherwise dealing in all kinds of equipments for surface coating and/or any other services connected therewith.

1. To acquire information as to process of purchase, sale, import, export & treat products of the company & to arrange training programs for employees of the company.

2. To open branches of the company in as well as outside India and to perform the acts that may be necessary or convenient for achievement of main objects of the Company.

3. To arrange for marketing of services of Company; for that purpose, either to establish its own shops, agencies or marketing organization or to appoint selling agents & for distributors in any place in India or outside India, to allot, specify, alter or modify their areas of operation or the terms & conditions of their appointment & to pay remuneration to such selling agents &/or distributors by way of such commission or in such

manner as the Company may deem fit.

4. To enter into agreements with any company or persons for obtaining by grant of license or on such other terms of all types, formulas 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.

5. To establish, provide, maintain and conduct or subsidise research laboratories and experimental workshops for scientific and technical research, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidizing, 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 encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the main business of the company.

6. To acquire by concession, grant, purchase, license or otherwise either absolutely or conditionally and either alone or jointly with others land, buildings, machinery, plants, utensils, works, conveniences and such movable and immovable properties of any description and any patents, trademarks, concessions, privileges, brevets invention, licenses, 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 of work, necessary or convenient for the business of the Company and to pay for such lands, 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 dispose of and in such manner and for such consideration as may be deemed proper or expedient to attain the main objects of the Company.

7. Subject to applicable provisions of the Companies Act, to amalgamate with any other company having objects altogether or in part similar to those of this company.

8. 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, Licenses and concessions.

9. To apply for and obtain any order of Central, State or such other Authority for enabling the Company to carry on any 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.

10. To enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture, reciprocal concessions or otherwise with any person, firm or company carrying on or engaged in any business or transaction which this Company is authorised to carry on and subject to applicable provisions of the Companies Act, to amalgamate with any other such Company, having main objects altogether or in part similar to those of the Company.

11. To purchase or otherwise acquire and undertake the whole of any part of the business, property, rights and liabilities of any company, firm or person carrying on business which this Company is authorised to carry on or is possessed of rights suitable for the main objects of this Company.

12. To pull down, rebuild, enlarge, alter and improve existing buildings or works thereon and to convert and appropriate any land of the Company into and for roads, streets, squares, gardens and other conveniences and to deal with and improve the property of the Company.

13. 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 main objects or any of them.

14. 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

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

and to assist any such company and to undertake the management and secretarial or such other work, duties and business on such terms as may be arranged.

15. To open accounts with any bank of financial institution and to draw make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundis, bills of lading, warrants, debentures and such other negotiable or transferable instruments of all types and to buy the same.

16. Subject to applicable provisions of the Companies Act and the 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, hundis, bills of lading, warrants or such other negotiable instruments of all types or by taking credit in or opening current accounts or overdraft 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 payoff such securities provided that the company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.

17. To invest in, other than investment in company's own shares, the moneys of the company not immediately required in such shares or in such securities or investments and in such manner as may from time to time, be determined.

18. 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 to any such persons, firms or companies as may appear proper or reasonable, provided that the Company shall not carry on the business of the banking, within the meaning of banking Regulation Act, 1949.

19. To improve, alter, manage, develop,

exchange, mortgage, enfranchise and dispose off, 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.

20. 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.

21. To create any depreciation fund, reserve fund, sinking fund, provident fund, super-annotations fund or any special or other such fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures or redeemable preference shares, workers welfare or for any other such purpose conducive to the interest of the company.

22. 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, contributing to the building of houses, or dwellings or chawls or by grants of money, pensions, allowances, bonus or other such payments or by creating and from time to time, subscribing or contribution to provident fund and other associations, institutions, funds or trusts and/or by providing or subscribing of contributing towards places of instruction and recreation, hospitals and dispensaries, medical and such other attendances and assistance as the Company shall determine.

23. 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.

24. 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.

25. 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 purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations or holding exhibitions or through Media.

26. To engage in research in all problems relating to industrial and business management and distribution, marketing and selling and to collect,

prepare and distribute information and statistics relating to any type of business or industry.

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

900000	Equity Share	Shares of	100	Rupees each	
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Attachments

First Subscriber (s) sheet

First Subscriber sheet.pdf

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:

The Authorised Share Capital of the Company is INR 9,00,00,000/- (Rupees Nine Crores Only) divided into 9,00,000 (Nine Lakh) Equity Shares of INR 100/- (Rupees One Hundred only) each.

To be digitally signed by

Name

SVEN HOOSE

Designation

Director

DIN

10390543

DSC