

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

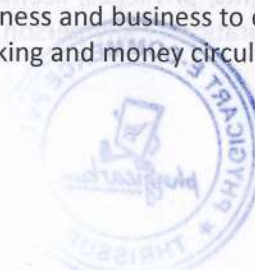
OF

PHYGICART E-COMMERCE PRIVATE LIMITED

1. The name of the Company is "PHYGICART E-COMMERCE PRIVATE LIMITED"
2. The Registered Office of the Company will be situated in the State of Kerala

3. (a) The Objects to be pursued by the Company on its incorporation are :

3(a) To carry on the business of manufacturing of consumer goods, buying, selling, reselling, importing, exporting, processing, developing, marketing, trading, dealing in any manner whatsoever in all type of goods (on retail as well as on wholesale basis) in India or elsewhere and to carry on the business of e-commerce, on line shopping of consumer and other goods, internet advertising and marketing, creating virtual malls, stores, shops creating shopping catalogues, providing secured payment processing, net commerce solutions for business to business and business to consumers, online trading in and outside India but does not include banking and money circulating business.



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3(b) Matters which are necessary for furtherance of the Objects:

1. To seek and obtain the opinion, guidance, reports, certificate and/or services of experts in various Industrial and Commercial matters of technical nature.
2. To purchase, take on lease, or otherwise, acquire any land, building or other premises which may be deemed essential for the main business of the Company or to construct, either directly or through contractors such building or premises as are essential for the said purpose.
3. To obtain, hold and operate telephone and telex connections, private wires, computers, word processors, photo copiers, refrigerators, water coolers and such other scientific or mechanical equipments or devices for purpose of the business of the Company by way of lease, hire purchase or purchase against instant or deferred payment as the situation warrants.
4. To borrow or raise money for the purpose of the business of the Company by way of loans or deposits Foreign Direct Investments, Private Equity, Equity Convertible Bond, Foreign Currency Loan, Global Depository Receipts, Refinance or by issuing debentures charged upon all or any of the Company's property, both present and future including its uncalled capital and redeem or pay off such liabilities, subject to section 73 and other provisions of the Companies Act, 2013 and the guidelines issued by the Reserve Bank of India from time to time.
5. To establish, operate, or regulate branches or service centre or agencies of the Company at any place in India or else were and to discontinue the same.
6. To open bank account(s) and draw, make, accept, discount, endorse, execute, and/or issue, as the case may be, cheques, promissory notes, Bills of Exchange, Bills of Lading and other negotiable or transferable instruments or securities connected with the business of the Company.
7. To advance moneys to, deposit moneys with or to receive loans and grants from Government of India, any state Government in India, Banks Companies, Trusts, or individuals with or without allowance of interest thereon or security, on such terms as may be deemed expedient, However, the Company shall not do the business of banking as defined in the Banking Regulation Act, 1949.
8. To invest the moneys of the Company not immediately required, in any securities, shares, investments, properties, movable or immovable and deal with such moneys in such manner as may from time to time be determined and hold, sell transfer or otherwise deal with such security, share, investment, property or such other assets.
9. To conduct research for the purpose of and with a view to inventing improved techniques in the Management and operation of Commercial and Industrial undertakings and to advise those connected with such activities.
10. To obtain, procure, get, acquire or otherwise secure rights, privileges, licenses, permits grants and other interests from the Government, any Corporation or any person or persons to improve the business of the Company.



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11. To adopt such means of making known the services rendered by or at the disposal of the Company by advertising in the press, by circulars, by purchase and exhibition of works of art of interest, by broad-casting, sky-writing, bill boards, motion and talkie pictures, publication of books and periodicals, by granting prizes, rewards and donations or by sponsoring tournaments and other contests, conducting exhibitions, shows, seminars or symposia's.

12. To construct, purchase, take on lease, rent, occupy or otherwise acquire any buildings, gardens, wells, water ways or similar other constructions for residential purposes for the benefit of the Company's employees.

13. Subject to the provisions of the Companies Act, 2013, to subscribe for any shares in or securities of any Company which may, in the opinion of the Directors, be deemed beneficial to this Company.

14. To subscribe for any securities issued by local body and to sell, hold or by any otherwise deal with the same.

15. To enter into collaborations, arrangements and agreements with foreign Governments Institutions, Corporations, Establishments and persons which may become necessary for the furtherance of the Company's object and may directly or indirectly are beneficial to the Company.

16. To enter into partnership or into any arrangement for sharing or pooling profits, union of interest, co-operation, joint venture, reciprocal concession or amalgamation, with any other Companies, persons or association of persons carrying on or engaged in or about to carry on or to be engaged in any business or transaction which this Company is uthorized to carry on or engage in any business undertaking or transaction capable of being conducted so as to directly or indirectly benefit this Company.

17. To obtain an Act of the Parliament or State Legislature in India or an authority or order form the Government of India, State Government or from authorities in foreign countries, for enabling the Company to obtain such rights and; privileges as are necessary or expedient to carry out extend any of the objects of the Company or for any other purpose which may seem expedient and to oppose any proceeding or applications which may seem calculated directly or indirectly to prejudice Company's interests.

18. To amalgamate this Company with any other Company having objects altogether or in part similar to those of this Company on such terms and conditions as may be mutually agreed upon.

19. To take over either in whole or in part the business of any existing concerns with all its assets and liabilities or with such assets and liabilities as are specified, in so far as the business or part of business being taken over will be in accordance with the objects of the Company and the takeover will be beneficial to the interests of the Company.

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20. To provide for the welfare of the Company's employees and their families by grants of moneys, pensions, bonuses provident funds, insurance covering on life or against specific risks and by subscribing for, establishing and maintaining hospitals, nurseries, schools and libraries, facilities for sports and games and such other activities, promoting the welfare of such persons. But the Company shall not make any contribution to any political parties or to any individual or body for political purpose.

21. To provide or execute guarantees in favour of any banking institutions or other creditors in respect of the loan or other credit facilities granted by such banking institution or creditors to the Company or any partnership business in which the Company is a partner.

22. To provide corporate guarantee and extend the company's assets of any nature as security for loans availed by other bodies corporate whether in the same management or otherwise.

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.

* The share capital of the company is Rs.10,00,00,000/- (Rupees Ten Crores only) divided into 2,00,00,000 (Two Crores only) shares of Rs.5/- each



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* Amended vide resolutions passed at the 4th Annual General Meeting of the Company held on 29th November, 2021

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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 the numbers of shares in the capital of the Company set against our respective Names:

Sl no.	Subscriber details					
	Name, Address , description and occupation	DIN/PAN/ Passport number	No.of shares taken	DSC	Dated	
1	CHELLERI SUVEENA D/O CHELLERI VELAYUDHAN 220/A (6/126) SAUPARNIKA 9 KALLIASSERY PANCHAYATH KANNUR - 670562, KERALA (SELF EMPLOYED – BUSINESS)	06954489	375	Equity	Sd/-	06/07/17
2	JOY KAROTTEL ANISH S/O JOY KAROTTEL CHACKO KAROTTEL HOUSE, PO- JOSEGIRI VIA-CHERUPUZHA KANNUR-670511, KERALA (SELF EMPLOYED – BUSINESS)	03559292	125	Equity	Sd/-	06/07/17
3	THANDIAKKAL ANTONY JOLLY S/O THANDIAKKAL ANTONY ANTONY THANDIAKKAL HOUSE ANANDAPURAM TRICHUR-680323 KERALA (SELF EMPLOYED – BUSINESS)	03343963	125	Equity	Sd/-	06/07/17
4	DEVADASAN S/O MADHAVAN VIDUVAN HOUSE PUDIYANKAM PALAKKAD-678545 KERALA (SELF EMPLOYED – BUSINESS)	05288245	375	Equity	Sd/-	06/07/17
Total Shares Taken			1000.00	Equity		

Signed before me					
Name	Address, Description and occupation	DIN/PAN/pass- port number/ membership number	DSC	Dated	
FCS	K.SREEKRISHNA KUMAR, M.Com: MBA; LL.B; FCS	S/o K.RAMAKRISHNAN TC35/4165 "KRISHNASREE" PAZHAYANADAKAVU, THRI SSUR 680001, PRACTISING COMPANY SECRETARY	5913	Sd/-	06/07/17

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