

THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
RNFI SERVICES LIMITED*

1. The Name of the Company is **RNFI SERVICES LIMITED ***
2. The registered office of the Company will be situated in The National Capital Territory of Delhi.
3. The objects for which the Company is established are

(a) THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To carry on the business of online shopping ** of consumer and other goods, internet advertising and marketing, creating virtual malls, stores, shop creating shopping catalogues, providing secured payment processing, net commerce, online ticketing services, recharges, bill payments and other payments types through online mode payments from online portal to merchants, travel agency, collection of school / institute fee cash collection center for different services which is online, solutions for business to business and business to consumers, online trading in and outside India or any other business in another manner as may be decided.
2. To carry on the business of providing solutions and services related to web-technologies internet and e-commerce, including to design, develop, maintain, operate, own, establish install, host, provide, create, facilitate, supply, sale, purchase, licence or otherwise deal internet portals, internet networks, media portals, internet solutions, internet gateways, internet service providers, ecommerce, website designing, web based and web enabled services and applications, commerce service provider, commerce solutions, e-commerce platforms, commerce education, e-commerce technologies and -business solutions.
3. To set up and carry on the business & render services related to Education Empowerment, Employment, Technical, Financial, Non-Financial Advisor, Consultancy, Supervision, Business Correspondent Services/Business Facilitator Services in terms of RBI specifications, Financial literacy activities including BC/BF Agent Empowerment, etc. and for all incidental and/or ancillary matters and/or activities which are relating to activity for any person, organization, company, body, entity, etc. whether governmental, non-governmental, semi-governmental, private or otherwise whether the same is presently known or not and to invest in such business. ***

*Amended MOA vide Special Resolution passed by the Members at the EGM held on 22nd Day of November, 2023

** Amended MOA vide Special Resolution passed by the Members at the EGM held on 14th Day of June, 2019 omitted the words "net marketing" and "multilevel marketing"

***Amended MOA vide Special Resolution passed by the Members at the EGM held on 18th Day of March, 2019



4. To act as collection agency, debt recovery agency for bankers, financiers and financial institutions and others and to recover money on their behalf by employing servants, agents, representatives, and others, to recover money advanced, amount outstanding on credit card facilities and term loans etc.*

5. To carry on the business of trading, import, export of all kinds of gold & Silver including gold coin, jewellery, ornaments, precious & semi-precious stones & metals, including their trade, deal with, manage, purchase or otherwise acquire and sell. To deal, trade and establish showroom, shop for trading of goods for the business above. **

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

1. To acquire by purchase, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary convenient for the main business of the Company.

2. To enter into partnership or any arrangement for sharing profits, union of interest joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business of the Company.

3. To import, buy, exchange, alter, improve, manipulate in all kinds of plant machinery, apparatus, tools and things, necessary for carrying on the main business of the Company.

4. To vest any movable or immovable property, rights or interests acquired by or received or belonging to the Company, in any person or persons or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

5. To purchase or otherwise acquire, construct, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend factories, any plants, warehouses, workshop, sheds, dwellings, offices, shops, stores, buildings, telephones, electric and gas works and all kinds of works, machinery, apparatus, labour lines, and houses warehouses and such other works and conveniences necessary for carrying on the main business of the Company.

6. To acquire and takeover the whole or any part of the business, goodwill, trademark properties and liabilities of any person or persons, firms, companies or undertake oth existing or new, engaged in or carrying on or proposing to carry on the main business which the Company is authorized to carry on and possessed of any property or right suitable for the main business of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares.

7. To undertake or promote scientific research relating to any business or class of business in which the Company is engaged in.

8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporation and such other organizations for technical, financial or any other assistance for carrying on all or any of the main objects of the Company or for the purpose of activating research and development



*Amended MOA vide Special Resolution passed by the Members at the EGM held on 15th Day of June, 2022

**Amended MOA vide Special Resolution passed by the Members at the EGM held on 15th Day of October, 2022

of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulae and patent rights for furthering the main objects of the Company.

9. Subject to the provisions of companies Act 2013, for the time being in force, to undertake or take part in the formation, supervision or control of the main business or operations of any person firm, body corporate, association, undertaking carrying on the main business of the Company.

10. to apply for, obtain, purchase or otherwise acquire prolong and renew any patents, patent-rights, brevets de-invention, processes, scientific technical or such assistance of all types, manufacturing, process know-how and such other, informa designs, patterns, copyrights, trademarks, licences, concessions and rights or ben conferring an exclusive or non-exclusive or limited or right or use thereof, which seem capable if being used for or in connection with the main objects of the compar the acquisition of which may seem directly or indirectly to benefit the Company payment of any fee, royalty or such other consideration of all type and to use, exercise develop the same or grant licences in respect thereof and to spend money experimenting, upon, testing or improving any such patents, inventions, rights concessions.

11. To apply for and obtain any orders, charter, privilege concession, licence authorization or any Government, State or such other Authority for enabling the compa to carry on its main objects into effect or for extending any of the powers, of the company or for effecting any modification of the constitution of the company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem directly or indirectly to prejudice the interest of the company.

12. To enter into any arrangements with any Government or Authorities or any persons companies that may seem conducive to the main objects of the company or any of the and to obtain from any such Government, Authority, person or any company right: charters, contracts, licences and concessions which the company may obtain and carry out, exercise and comply therewith.

13. To procure the company to be registered or recognized in or under the laws of place outside India and to do all acts necessary for carrying on in any foreign country main business of the company.

14. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and such other negotiable or transfera instruments or securities of all types and to open Bank Accounts and to operate the sa in the ordinary course of business.

15. Subject to the provisions of Companies Act 2013, and the Regulations made there under and the directions issued by Reserve Bank of India to receive money or loans a to borrow or raise money in such manner and at such time or times as the company determine and in particular by the issue of debentures, debenture-stock, perpetual otherwise and to secure the repayment of any money borrowed, raised or owning mortgage, charge or lien upon all or any of the properties or assets of revenues and pro of the company, both present and future, including its uncalled capital and also by similar mortgage, charge or lien to secure and guarantee the performance by company or any other such person or company of any obligation under taken by company of such other person or company and to give the lenders the power to sell a such other powers as may seem expedient and to purchase redeem or pay off any such securities.

16. To undertake and execute any trusts, the undertaking of which may seem to the company beneficial either gratuitously or otherwise in connection with the main business of the company.

17. To establish or promote or concur in establishing or promoting any company for the purpose of acquiring all or any of the properties, rights and liabilities of the company.



18. To mortgage, exchange, grant licence and other rights, improve, manage, develop or dispose of undertaking, assets and effects of the company or any part thereof for such consideration as may be conducive to the main business of the company and in particular for any shares, stocks, debentures or such other securities of any other company having main objects all together or in part similar to those of the company.

19. To distribute as bonus shares among the members or to place to reserve or otherwise way of premium on debentures, issued at a premium by the company and any money received in respect of forfeited shares, and monies arising from the sale by the company of forfeited shares, subject to the provisions of the Companies Act, 2013.

20. To employ agents or experts to investigate and examine into the conditions prospects, value, character and circumstances of main business concerns and undertakings and generally of any assets, properties or rights which the company purposes to acquire.

21. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the main objects of the Company.

22. Subject to the provisions of Companies Act 2013 to subscribe, contribute, gift or any monies, rights or assets for any national educational, religious, charitable, scientific, public general or useful objects or to make gifts or of monies or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, colleges or any individual, body of individuals or bodies corporate.

23. To establish and maintain or procure for the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuities funds for the benefit of and give or procure the giving of the gratuities, pensions, allowances, bonus or emoluments to any persons who are or were at any time in the employment or service of the company, or any company which is a subsidiary of the company is allied or associated with the company or with any such subsidiary company who are or were at any time Directors or officers of the company or any other such company and the wives, widows, families and dependants of any such persons and also to establish and subsidies and subscribe to any institutions, associations clubs or funds of or in advance the interests and well being of other Company or any such other company or persons as aforesaid and to do any other matters either alone or in conjunction with any other company.

24. To establish for any of the objects of the company branches or to establish any firm or firms at places in or outside India as the company may determine.

25. To pay for any property or rights acquired by or for any services rendered to the company and in particular to remunerate any person, firm or company introducing, business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and on such terms as the company may determine subject to the provisions of Companies Act 2013.

26. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also all costs, charges, duties, damages and expenses of and incidental to the acquisition by the company of the property or assets.

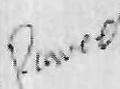


27. To send out to foreign countries and anywhere in India its directors, employees or any other such person or persons for investigating possibilities of any business or trade for procuring and buying any machinery or establishing trade connections or for promoting the main business of the company and to pay all expenses incurred in connections therewith.
28. To compensate for loss of office of any Managing Director or Directors or such other officers of the company within the limitations prescribed under the Companies Act, 2013 or such other statutes or rules having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the company is engaged in.
29. To agree to refer to arbitration any disputes present or future between the company and any such other company, firm, individuals or any other such body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
30. To appoint agents, sub-agents, dealers, managers, canvassers, sale representation or salesmen for transacting the main business of this company and to constituting agencies of the company in India or in any other country and to establish units a agencies in different parts of the world.
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. The Authorized Share Capital of the Company is Rs. 24,99,00,000 (Rupees Twenty-Four Crore Ninety Nine lakh only) divided into 2,49,90,000 (Two Crore Forty-Nine Lakh Ninety Thousand) equity shares of Rs.10/- (Rupees Ten) each.*
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 take the number of shares in the capital of the company set against our respective names:

*Amended MOA vide Ordinary Resolution passed by the Members at the EGM held on 15.02.2016, 01.04.2023 and 22.11.2023 for increasing The Authorized Share Capital i.e. Rs. 10,00,000 (Rupees Ten lakh only) divided into 1,00,000 (One Lakh Only) equity shares of Rs.10/- (Rupees Ten) each, increasing the Authorized Share Capital i.e Rs. 20,00,000 (Rupees Twenty lakh only) divided into 2,00,000 (Two Lakh Only) equity shares of Rs.10/- (Rupees Ten) each and for increasing the Authorized Share Capital i.e. Rs. 24,99,00,000 (Rupees Twenty-Four Crore Ninety Nine lakh only) divided into 2,49,90,000 (Two Crore Forty-Nine Lakh Ninety Thousand) equity shares of Rs.10/- (Rupees Ten) each respectively.



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.	Name, Address, description and occupation of each subscriber	No. Of equity shares taken by each subscriber	Signature of Subscriber	Signature of witness with address, description and occupation
1.	Pankaj Tyagi S/o Pankaj Lal No. 10/11, Dhai Rajpur Sikar (Raj) 332001 (Business)	5000 Paid (Business)		I-I witness to subscribers who have submitted & signed in my presence at New Delhi at 26/09/2015 and I have verified their identity details for identification and satisfied myself for their identification Particulars are filed in
2.	NITESH KUMAR SHARMA S/o DINESH SHARMA No. LAKHANA TOLA ALWAR STATION BILWAING KATIWAR BIHAR (Business)	5000 Paid (Business)		 NITESH (Company Secretary) M.N. 241187 S/o Sh. Suresh Sharma P/O D-1087, Gauri Road Bijnour. Delhi - 110083
	Total	10000 Paid (Business)		

Place: New Delhi

Date: 26.09.2015

Day: Saturday

