

## Form No. INC-33



Form language

English  Hindi

### e-MOA (e-Memorandum of Association)

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]]

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

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)

A - MEMORANDUM OF  
ASSOCIATION OF A COMPANY  
LIMITED BY SHARES

#### Table A/B/C/D/E

1 The name of the company is

CARNATIC FOODS PRIVATE  
LIMITED

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

Tamil Nadu

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

To build, establish and to carry on business of acquiring, developing, licensing, assign, franchising, establishing, running, managing, preparing, cooking, packaging, distributing and serving foods and beverages and to carry on the business of hotels and restaurants, quick service restaurants (QSR), sweets and savories stalls, conference center, caf?, tavern, catering institution, motels, food courts, sell food and food products, camping sites, temporary food stalls and accommodation, cloud kitchens, hot and cold beverage outlets, juices and smoothie outlets, bakery, kiosk, vending machines, retail vending outlets, retail food outlets, recreation and entertainment centers, boarding and lodging, refreshment rooms, food trucks and online delivery, with or without bar facilities, serving alcoholic and non-alcoholic beverages, and related refreshments for consumption on or off the premises in India or any part of the world whether as

proprietors, agents, owners, partner, franchisor, franchisee, sub-franchisee or on revenue sharing method. And to undertake all other lawful activities necessary, incidental, or conducive to the attainment of the above objects.

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

1. To acquire, build, construct, improve, develop, give or take in exchange or on lease, rent, hire, occupy, allow, control, maintain, operate, run, sell, dispose of, carry out or alter as may be necessary or convenient any lease-hold or freehold lands, movable or immovable properties, including building, workshops, warehouse, stores, factories, distribution centers godowns, easement, agriculture and plantation property, or other rights, machineries, plant, work, stock in trade, industrial colonies, conveniences together with all modern amenities and facilities such as housing, schools, hospitals, water supply, sanitation, townships and other facilities or properties which may seem calculated directly or indirectly to advance the company's objects and interest either in consideration of a gross sum of a rent charged in cash or services.

2. To apply for, purchase, acquire, and protect, prolong and renew in any part of the world any patents, patent rights, brevets d'invention, licenses, protections and concessions which may appear likely to be advantageous or useful to the Company and to use and turn to account and or grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights which the Company may acquire or proposes to acquire.

3. To establish, provide, maintain and conduct or

subsidize research laboratories and experimental workshops for scientific and technical researches, experiments and tests of all kinds and devices and/or to sponsor or draw out programs for promoting scientific, technical, social, economic and educational research and development and assist in the execution and promotion of such programs either directly or through an independent agency or in any other manner, directly or indirectly and to secure such approvals, exemptions and/or recognitions under the Income Tax Act, 1961 and any other law for the time being in force and to promote studies and researches both scientific and technical investigations, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the award of scholarships, prizes, grants to students and generally to encourage, promote inventions of any kind that may be considered useful to attain the main objects of the company.

4. To form incorporate, promote, purchase, acquire, undertake or takeover, the whole or any part of the business, profession, goodwill, assets, properties (movable or immovable), contracts, agreements, rights, privileges, effects, obligations and liabilities of any persons, firm or company or companies carrying on all or any of proposing to carry on or ceasing to carry on any business, profession or activities which the company is authorized to carry on or the acquisition of all or any of the properties, rights and assets of any company or subject to the provisions of the Companies Act, 2013, the control and management of the company or the undertaking of the acquisitions of any other object or objects which in the

opinion of the Company could or might directly or indirectly be beneficial or advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation or takeover or acquisition and to remunerate any person, firm or company in any manner, it shall think fit for services rendered or to be rendered for and in respect of such promotion or incorporation or takeover or acquisition or in obtaining subscription of or the placing of any shares, stocks, bonds, debentures, obligations or securities of any such company or companies, subject to the provisions of the Companies Act, 2013 in connection with the main objects of the Company.

5. Subject to the provisions of applicable law to procure registration, incorporation or recognition of the Company in any country state or place and to establish and regulate agencies for the purpose of the company's business and to apply or join in applying to any parliament, local government, municipal or other authority or body, Indian or foreign for any rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interest.

6. Subject to the Companies Act, 2013 to enter into partnership or any arrangement for sharing or pooling profits, amalgamations, union of interest, co-operation, joint venture, reciprocal concessions or to amalgamate with any person or company carrying on or engaged in or about to carry on or engaged in any business, undertaking or

transactions which this company is authorized to carry on or engaged in any business, undertaking or transactions which may seem capable of being carried on or conducted, so as directly or indirectly, to benefit the company.

7. To acquire or amalgamate, absorb or merge with any other company or companies or to form, promote subsidiaries having objects altogether or in part similar to those of this company.

8. To manage, sell, dispose off, let, mortgage, exchange, redeem, underlet, grant leases, licences, easements or turn to account or otherwise dispose off in any manner the whole of the undertaking or any properties (movable or immovable), assets, rights, and effects of the Company or any part thereof, on such terms and for such purposes and for such consideration as the company may think fit and in particular for shares, debentures, or securities of any other company having objects altogether or in part similar to those of this Company and in the event of winding up of the Company to distribute among the members in specie or kind any properties or assets of the Company or any proceeds of sale or disposal of any properties of the Company, subject to the provisions of the Companies Act, 2013.

9. To enter into arrangements with any government or authorities municipal, local or any persons or company in India or abroad that may seem conducive to the objects of the company or any of them and to apply for, secure, acquire, obtain from such government, authorities, persons or company any right, privileges, powers, authority, charters,

contracts, licences, concessions, grants, decrees, rights which the Company may think desirable.

10. To pay all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and charges in connection therewith and/ or make donations (by cash or other assets) to remunerate by allotment of fully or partly paid shares or by a call or option on shares, debentures, debenture-stocks or securities of this or any other company or in any other manner, whether out of the Company's capital or profits to any person, firm, company assisting to place or guaranteeing the subscription of other security of the company in or about the formation or promotion of the Company or for any other reason which the company may think fit subject to the provisions of the Companies Act, 2013.

11. To promote or join in the promotion of any company or companies including subsidiary companies (wholly owned or partly owned) for the purpose of acquiring all or any of the properties, rights and liabilities of the company or for any other purposes which may seem directly or indirectly calculated to benefit the Company and to underwrite shares and securities therein.

12. To do all or any of the above things in India or in any part of the world as principals, agents, contractors or trustees and either alone or in conjunction with others.

13. To make, draw, accept, endorse, discount, execute, negotiate, assign, and issue cheques, promissory notes, drafts, hundies, bonds, railway

receipts, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instrument.

14. To guarantee the payment of money secured or unsecured by or payable under or in respect of any promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, central, state, municipal, local or of any person whomsoever whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations of any person, firm or company and to guarantee the repayment of loan with interest availed from Financial institution/s, Banks, Private Financiers, availed by any person, company, firm, society, trust or body corporate.

15. To guarantee or become liable for the performance of the obligations and the payment of interest on any debentures or securities of any company, corporation or association or a persons in which such guarantees may be considered beneficial or advantageous, directly or indirectly to further the objects of the Company or the interest of the members.

16. Subject to the provisions of the Companies Act, 2013 to accumulate funds and to invest or deal in with and invest money belonging to the Company in any deposits, shares, stocks, debentures, debenture-stocks, kinds obligations, or securities by original subscription, participation in syndicates having similar objects and to tender, purchase, exchange and to subscribe for the same and to guarantee the subscription

thereof and to exercise and enforce all the rights and powers conferred by or incidental to the ownership thereof.

17. Subject to the provisions of the Companies Act, 2013 to open and operate current, overdrafts, loan, cash credit or deposit or any other type of accounts with any bank or banks, financial institutions, company, firm, association or person engaged in financial activities and to draw, accept, make and or discount and negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable instruments connected with the business of the company

18. To establish, continue and support or aid in the establishment of cooperative societies, association and other institutions, funds, trusts, amenities and conveniences calculated to benefit or indemnify or insure employees or ex-employees of the Company or Directors or ex-Directors of the Company or the dependents or connections of such persons and at its discretion to construct, maintain, buildings, houses, dwelling or chawls or to grant bonus, pensions and allowance and to make payments towards insurance and to pay for charitable or benevolent objects, also to remunerate or make donations by cash or other assets or to remunerate by the allotment of shares credited as fully or partly paid for services rendered or to be rendered in placing or assisting to place any shares in the Company's capital or any debentures, debenture-stock or other securities of the company in or about the formation or promotion of the Company or for the conduct of its business.

19. To undertake, carry out,

promote and sponsor rural or semi urban or urban development including any program for promoting the social and economic welfare or uplift of the public in any such area and to incur any expenditure on any program of rural, semi-urban and urban development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner.

20. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for the discharging of social and moral responsibilities of the Company to the public or any section of the public as also any activities to promote national welfare or social, economic and without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activities for publication of any books, literature, news-papers or for organising lectures or seminars likely to advance these objects or for giving merit awards or scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, funds or trusts having any one of the aforesaid objects as one of its objects by giving donations and/or contributions, subsidies and/or grants or in any other manner.

21. To donate, gift, contribute, subscribe, promote, support or aid or assist or guarantee money to charitable, benevolent, religious, scientific, national, public or to other institutions, funds or objects, or for any public, general or other objects and to accept gifts, bequests devices and donations

from any firm, company or persons as may be thought appropriate or conducive to the interest of the Company.

22. To create any depreciation fund, reserve funds, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures, redeemable preference shares or gratuity or pension or for any other purpose conducive to the interest of the Company.

23. Subject to the provisions of the Companies Act, 2013, to place, reserve, distribute, as dividend or bonus or to apply as the Company may from time to time determine any moneys received in payment of dividend or money arising from the sale of forfeited shares or any money received by way of premium on shares or debentures issued at a premium by the Company.

24. To engage, employ, train, either in India or elsewhere, suspend and dismiss any agents, managers, superintendents, assistants, clerks, coolies other employees and to remunerate any such persons at such rate as shall be thought fit and to grant pensions or gratuities to any such person or to his widow or children and generally to provide for the welfare of employees.

25. To refer or agree to refer any claims, demands, disputes or any other questions by or against company or in which the company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third party to

arbitration in India or at any place outside India and to observe, perform and to do all acts, deeds, matters and things to carry out or enforce the awards.

26. To use trademarks, trade names or brand names for the business activities products and goods and adopt such means of making known the business and products in which the company is dealing as may seem expedient and in particular by advertising on radio, television, newspapers, magazines, periodicals, by circulars, by opening stalls and exhibition, by publication of books and periodicals, by distributing samples and by granting prizes, rewards and awards.

27. To undertake the payment of all rent and the performance of all covenants, contracts, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or acquired by the Company.

28. To become members of or to enter into any agreement with any institution, association or company carrying on or which may carry on research and other scientific work of investigation in connection with any business of Company or other trades or industries allied therewith or ancillary thereto and to acquire shares in any such institutions, association or company and contribute towards the capital or funds, thereof.

29. To undertake and execute any trust which may be beneficial to the Company directly or indirectly.

30. To ensure properties, assets, undertakings, contracts,

guarantees, liabilities, risks or obligations of the Company of every nature and kind.

31. Subject to the provisions of the Companies Act, 2013 to receive donations, gifts, contributions, subsidies, grants, and other mode of receipts of money for the furtherance of the objects of the Company but the Company shall not do any banking business as defined in the Banking Regulation Act, 1949..

32. To receive money on deposit with interest or otherwise and to lend money with or without security to such person, firm or company on such terms as may seem expedient, and in particular to customers and others having dealings with the company and to guarantee the performance of contracts by any such person, firm or company but the company shall not do any banking business as defined in the Banking Regulation Act, 1949.

33. To invest the funds of the Company not immediately required in Government or Semi Government corporations, companies or firms.

34. To pay a share in the profit of the company or commission to brokers sub-agents, agents or any other company, firm or person including the employees of the Company as may be thought fit for services rendered to the Company.

35. To cultivate, manufacture, process, pack, buy, sell, import and export or license of food preparations, sweets, savories, confectioneries, baked products, breads, biscuits, waffles, pan cakes, cakes, pastries, chocolates, toffees, jelly, pickles, pickles, jams, preserves, marmalades, milk,

dairy products, ready to cook foods, health foods, protein foods, fast foods, canned and tinned foods ice-creams, frozen desserts , saturated and unsaturated fats and oils including animal fats, tobacco, agriculture produce, fruits and vegetables, nuts and spices, aerated and non-aerated beverages, drinking water, sparkling water, fruit juices, flavored syrups, squashes, sauces and any other consumable provisions of every description for human consumption through retail or commercial sale units to retail, wholesale, institutions and commercial establishments either through online or offline channels abroad which may be necessary for attaining the main objects of the Company.

36. To employ experts, to investigate and examine into the conditions prospects, value character and circumstances of any business concerns and undertaking and generally of any assets, concessions, properties and/or rights.

37. To open establish, maintain and to discontinue in India or overseas any offices, branch offices, regional offices, trade centres, exhibition centres, liaison offices and to keep local or resident representative in any part of the world for the purpose of promoting the business of the company.

38. To enter into arrangement for technical collaboration and/or other form of agreement including capital participation with a foreign or Indian company for the purpose of manufacture, quality control and product improvements and for marketing of the products which the Company is empowered to manufacture and/or market and to pay or to receive for such technical

assistance or collaborations, royalties or other fees in cash or by allotment of shares of the Company credited as paid up or issue of debentures or debentures-stock, subject to the provisions of laws for the time being in force to attain the main objects of the Company.

39. To secure contracts for supply of the products manufactured by the company to military, civil and other departments of the government or semi-government bodies, corporations, public or private contracts, firms or persons and to recruit trained persons including persons retired from defense, police, military and paramilitary forces to employ detectives.

40. To take part in the management, supervision and control of the contracts, rights, turnkey jobs, operations or business of any company or undertaking entitled to carry on the business which the company is authorised to carry on.

41. To design, develop, customize, implement, maintain, test and benchmark designing, developing and deal in computer software and solutions, and to import, export, sell, purchase, distribute, host (in own data centers or on third part data centers (cloud)) or otherwise deal in own and third party computer software packages, programs and solutions, and to provide internet / web based applications, services and solutions, payment processing through point of sale machines or online gateway, act as an Internet service provider, provide or take up information technology related assignments on sub-contracting basis, offering services on-site/ offsite or through development centers using owned /hired or third party infrastructure and equipment,

providing software solutions/ packages/ services through applications services provider mode via internet or otherwise and to undertake IT enabled services including engaging in machine learning, artificial intelligence, big data processing and technologies of such nature, to carry on the business of manufacturing, dealing and maintenance of computer hardware, computer systems and assemble data processors, program designs and to buy, sell or otherwise deal in such hardware and software packages and all types of tabulating machine, accounting machines, calculators, kiosk, computerized telecommunication systems and network, their components, spare parts, equipment and devices in India or abroad which may be necessary for attaining the main objects of the Company.

42. To establish, maintain, conduct, provide and make available services as consultant, advisers of every kind including commercial, statistical, financial accountancy, computer expert, programmer, technical services, medical, legal, social services and to take such steps as may be necessary for the purposes and to undertake for consideration on behalf of any client the work of examining, inspecting and carrying out tests on any products and to issue certificates in respect of such products which may be necessary for attaining the main object of the Company.

43. Subject to the provisions of the Companies Act, 2013 to invest in and acquire and hold shares, stocks, debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any company, firm, person, local authority or institution whether in India or elsewhere and also carry on the business for to buy and invest in

National Saving Certificate, Unit Trust of India, Public Provident Fund and other government schemes existing from time to time.

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

100000	Equity Share	Shares of	10	Rupees each	
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We, the several persons, whose names and address 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:

I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company:

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:

**Subscriber Details**

S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of shares taken	DSC	Dated
1	SARAYU RAMAMURTHY W/O RAMAMURTHY MUTHUKUMARAPPAN  ADDRESS: NO. 41, BAHOUR MAIN ROAD, THIMMANAICKENPALAYAM VILLAGE, ARIYANKUPPAM COMMUNE, PUDUCHERRY 605007, INDIA.  OCCUPATION: BUSINESS	D*C*S*4*5*	9900 Equity,0 Preference		23/05/2025
2	RAMAMURTHY MUTHUKUMARAPPAN S/O MUTHUKUMARAPPAN CHINNASAMY  ADDRESS: NO. 41, BAHOUR MAIN ROAD, THIMMANAICKENPALAYAM VILLAGE, ARIYANKUPPAM COMMUNE, PUDUCHERRY 605007, INDIA.  OCCUPATION: EMPLOYEE	A*S*R*1*0*	100 Equity,0 Preference		23/05/2025
<b>Total shares taken</b>			10000 Equity,0 Preference		

**Signed before me**

Membership type of the witness (ACA/FCA/ACS/FCS/ACMA/FCMA)	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	DSC	Dated
ACA	SUBHASH JANARDHANAN PILLAI	ADDRESS: 177, 1ST FLOOR BHUMI, COMPLEX, 9TH MAIN ROAD, SECTOR 7, HSR LAYOUT, BENGALURU, KARNATAKA 560102, INDIA,  OCCUPATION: CHARTERED ACCOUNTANT IN WHOLE TIME PRACTICE	2*8*9*		23/05/2025

7 Shri / Smt   Of  resident of   
 aged  years shall be the nominee in the event of death of the sole member.

**For office use only:**

eForm Service request number(SRN)

AB4201363

eForm filing date(DD/MM/YYYY)

26/05/2025

Name of the authorizing officer

Sai Landa

This e-Form is hereby approved



This e-Form is hereby rejected



Date of Signing (DD/MM/YYYY)

27/05/2025