

THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

FLOMIC GLOBAL LOGISTICS LIMITED

- i. The Name of the Company is **FLOMIC GLOBAL LOGISTICS LIMITED**.
- ii. The Registered Office of the Company will be situated in the State of Maharashtra.
- III. (A) **THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-**
 - 1. To carry on the business of International Freight Forwarding, integrated Logistics, Custom house agency services, IATA Cargo Agency CFS container Freight Station, Warehousing, Transportation by Road, Rail, Air, Sea & Sea/Air, Break bulk, project cargo consolidation by Air & Sea, Import Export management consultancy services, Multimodal Transport System, Air Cargo, Sea Cargo, Air, Charters, Ship Charters, Sea Freight, Group age, Air Import Consolidators, Slot Charters booking and to own, purchase, charter, hire, repair assemble, alter, sell, exchange, let operate ships, boats and vessels, aircraft and other transports and conveyance of every description and to employ the same in the carriage or conveyance by land, sea, air or by a combination of any or all of them of passengers, merchandise, live-stork or any other produce in or between any places or ports in any part of the world and to establish, maintain and work, lines of ships, air services and lines of aerial communication and other transports and conveyances, supply chain solutions, exhibition and event logistic, third party logistics 3PL and fourth party logistics.
 - 2. To carry on the business of establishing, organise, manage, run, charter, conduct, contract, develop, handle, own, operate and to do businss as transporters in all Branches on land, air, water & space for transporting goods, articles, or thing on all routes & lines on national and international level subject to law in force through all sorts of carriers like, trucks lorries, trawlers, dumpers, coaches, tankers, tractors, haulers, jeep, traitors, motorbuses, omnibuses, motor taxis, railways, aircrafts, hovercrafts, space shuttles, ships, vessel, boat, barges whether propelled by petrol, diesel, electricity, stream, oil, atomic power or any other form of power and to act as commission agent, booking agent, indenting agent, travel agent, fleet owner, garage, owners, service station owners, cargo superintendent, cargo owners, stevedore, loading & unloading, contractors, cartage contractors, C & F agent, ropeway owners, liaisoners, middleman, mukadam, munshi, storekeeper, warehouser, courier, conductors, charterers and cab owners.

* Name and object of the Company has changed vide resolution passed by members in the Extraordinary General Meeting held on September 10, 2020

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS

3. To enter into agreement, contract to undertake or otherwise arrange for receiving, mailing or forwarding any circulars notices, reports brochures, materials, articles and things belonging to any other company; firm, institution or person or persons, by means of delivery by hand or otherwise.
4. To negotiate loans, to draw, accept, endorse, discount buy sell and deal in bills of exchange, promissory notes, bonds, debentures, coupons and other negotiable instruments and securities.
5. To receive money, securities and valuables of all kinds on deposit at interest or for custody on such terms and conditions as may be expedient.
6. To give any guarantee or indemnity for the payment of money or the performance of any obligation or undertaking.
7. To carry on and undertake any business, undertaking, transaction or operations commonly carried on or undertaken by capitalists, promoters, financiers, concessionaires or contractors.
8. To provide specialized services in investor relations relating to the above objects.
9. To borrow or raise money and secure and discharge any debt or obligation or binding on the Company in such manner as may be thought fit, and in particular by mortgages of the undertaking and all or any of the immovable and moveable property (present or future) and the uncalled capital of the company, or by the creation and issue, on such terms as other moneys secured by or payable under and debentures.
10. To employ, experts to investigate and examine into the condition, management, prospects, value, character and circumstances of any business, concerns and undertakings and generally of any assets, property or rights.
11. To give guarantee and carry on and transact every kind of guarantee and counter guarantee business and in particular to guarantee the payment of any principal moneys, interest or bonds, debenture-stocks, mortgages, charges, contracts, obligations and securities and the payment of dividends on the repayment of the capital of stocks and shares.
12. To purchase, take on lease or in exchange, hire and otherwise howsoever acquire any immovable or movable property, patents, licences, rights, and privileges which the Company may think necessary or convenient for the purpose of its business and in particular any land, tenements, buildings and casements and to pay for the same either in cash or in shares or securities and to sell, let, lease or under lease or otherwise dispose of or grant rights over any immovable property belonging to the Company.

13. To purchase or otherwise acquire, erect, maintain or reconstruct buildings, offices, workshops, mills plants, machinery may be thought expedient, of debentures or debentures stock, perpetual or otherwise, or other securities of any description, and other things found necessary or convenient for the purposes of the Company.
14. To manage, land, buildings, and other property both movable and immovable whether belonging to the Company or not and to collect rents and income and to supply to tenants and occupiers, attendants, servants, waiting rooms, reading rooms and other conveniences.
15. To undertake and execute any trusts and also to undertake and execute the officers of executor of the Will of any deceased of person, Administrators of any deceased persons, trustees for debenture-holders or debenture-stock holders of any Company and of Receiver Treasurer to appoint trustees to hold securities on behalf and to protect the interests of the Company.
16. To obtain any provisional order or Act of the Government for enabling the company to carry on any of its objects into effect or for effecting any modification of the Company's constitution.
17. To open current and/ or other accounts with any banks or merchants to pay money into and draw money from such accounts.
18. To amalgamate, enter into partnership or make any arrangement for sharing profits, union of interests, co operation, joint adventure or reciprocal concessions, or for limiting competition, with any individual, person or company carrying on or engaged in, or about to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
19. To enter into any arrangements with any government or authorities that may seem conducive to the attainment of the Company's objects or any of them and to obtain from any such government or authority, any rights, privileges licences and concessions, which the Company may consider necessary or desirable to obtain, and to carry out, exercise, use or comply with any such arrangements, rights, privileges or concessions.
20. To distribute any of the Company's property among the members in specie in the event of winding up subject to the provisions of the Companies Act.
21. To form, promote, subsidise, organize and assist or aid in forming, promoting subsidizing, organizing, or aiding companies, syndicate, or partnerships of all kinds for the purpose of acquiring and undertaking any property and liabilities of this Company, or of advancing directly or indirectly the objects thereof, or for any other purpose which the Company may think expedient.
22. To acquire, purchase, take over and/ or amalgamate, business of the companies which, under existing circumstances, from time to time may conveniently or advantageously be combined with the business of the

company, to amalgamate with companies whose businesses are so acquired, purchased or taken over and/ or to enter into agreements with the objects of acquisition of such undertakings and/ or business.

23. To acquire and hold by way of investment or resell and to let on hire purchase, lease, rent any metals, bullion, gold, silver, silver articles, diamonds precious, stones, ornaments, and jewellery and paintings and coins and manuscripts and objects of art and pay for same either in cash or otherwise.
24. To invite and receive or without any such invitation, at any time receive any gifts of immovable or movable property and offerings or voluntary donations or bequests and legacies either from shareholders or from any other person for all or any of the objects of the Company with or without any specific conditions provided such receipts or the conditions attached are not inconsistent with or derogatory to any of objects of the Company. Subject to any such conditions as aforesaid; all such gifts, donations, grants, offerings, legacies and bequests including land, buildings, and other immovable properties shall be treated as forming part of the property of the Company and be applied accordingly, the Directors shall in their absolute discretion be entitled to decide whether they shall invite or accept any such gift, donation, grant, offering; legacy or bequest and they shall be at liberty to refuse any of them without giving any reason for such refusal.
25. To invest the surplus funds of the Company from time to time in shares and securities as may from time to time be determined by the directors, and from time to time to sell or vary all such investments and to execute all assignments, transfers receipts, and documents that may be necessary in that behalf.
26. To provide for the welfare of the employees or ex-employees of the Company and wives, widows and families or the dependents of such persons by grant of money, pension, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident funds and other associations, institutions, and by providing or subscribing towards medical or other attendance and other assistance as the Company shall think fit and to subscribe or other institutions or objects.
27. To act as managers to public issue of other companies, to act as investment advisers, financial advisers, to individuals or Company or advise on portfolio management to corporation companies or individuals.
28. To transact or carry on all kinds of agency business and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
29. To procure the registration, incorporation or recognition of the Company under the laws or regulations of any other country and to do all acts necessary for carrying on any business or activity of the Company in any foreign country.
30. To pay all costs, charges and expenses incurred or sustained in or about the promotion, incorporation and establishment of the Company, or which the Company shall consider to be preliminary out of the funds of the Company.

31. To establish competition in respect of contributions or information suitable for insertion in any publications of the Company or otherwise for any of the purposes of the Company, and to offer and grant prizes, rewards and premiums of such character and on such terms as may seem expedient.
32. To provide for and furnish or secure to any members or customers of the Company or to any subscribers to or purchasers or possessors of any publication of the Company, or of any coupons or tickets, issued with any publications of the Company, any conveniences, advantages, benefits or special privileges which may seem expedient and either gratuitously or otherwise.
33. To refer to or agree to refer any claims, demand, dispute or any other question by or against the 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 parties to arbitration and to observe and perform and to all acts, matters and things to carry on out or enforce the awards.
34. To apply for, promote, and obtain any statute, order regulation or other authorization or enactment which may seem calculated directly or indirectly to benefit the Company; and to oppose any bills, proceedings, or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
35. To sell, dispose, or transfer the business, property any undertakings, of the Company, or any part thereof, for any consideration which the Company may seem fit to accept.
36. To develop and turn to account any land, acquired by the Company or in which it is interested and in particular by laying or and preparing the same for building purposes, constructing, altering, pulling, down; decorating, maintaining, fitting up; and improving buildings and by planting, paving, draining, farming cultivating and letting on building lease or buildings agreement and by advancing money to and entering, into contracts and arrangements of all kinds with builders and others.

C. OTHER OBJECTS :

37. To act as financial consultants management consultants and to provide advice, services, consultancy, in various fields, general administrative, commercial, financial, legal economic, labour, industrial, public relations, scientific, technical, direct and indirect, taxation and other levies; statistical accountancy, quality control and data processing.
38. To act as Selling Agents, of manufacturing companies, Insurance Agents, Publicity and Advertising Agents.
39. To acquire, lease or lend sophisticated office machineries such as computers, tabulators, equipment, addressing machines and other office equipment and leasing or lending such equipment for providing services of these machines to various clients.
40. To carry on business of Travel Agency, and to act as tourist agents and contractors and to facilitate traveling and to provide for tourists and travelers or promote the provisions of convenience of all kinds.

41. To carry on the business as proprietors and publishers of newspapers, journals, magazines, books and other literary works and undertakings.
42. To carry on all or any of the business of printers, stationers, lithographers, type founders, stereotypers, photographic printers, photo lithographers, chrome-lithographers, engravers; die sinkers, book binders, designers, draughtsman; paper and ink manufacturers, booksellers, publishers, advertising agents; engineers and dealers in or manufacturers of any other articles or things or any of them, or concerned therewith.
43. To carry on the business as timber merchants, saw mill proprietors, furnishers, and buy, sell, grow; prepare for market, manipulate, import, export and deal in timber of all kinds and to manufacture and deal in articles, furniture of all kinds.
44. To carry on all or any of the business as merchants, traders, commission agents, buying agents, selling agents, brokers, adatias, buyers, sellers, importers, exporters; dealers in; collectors, manufacturers of or in any other capacity and to import, export, buy, sell, barter, exchange, pledge, mortgage, advance upon or otherwise trade and deal in machinery, equipment, components, spare parts, goods; produce, article and merchandise of any kind whatsoever and without prejudice to the generally of the foregoing agricultural commodities, food grains, cash crops, cotton tea, jute, coffee, fruits, spices, vegetables flowers, milk products, meat, seeds, raw materials required by industries, semi finished products of industries including machinery, equipment, chemicals, intermediates, electrical goods, textile yams, garments; furniture, minerals, ores and oils as wholesalers, or retailers on the basis of ready delivery or forward contracts or on commission basis.
45. To carry on business as manufacturers, processors, refiners; exporters, importers and dealers in all types of chemicals, including basic chemicals, organic chemical, inorganic chemicals, heavy chemicals, rubber chemicals, organic, inorganic and mixed chemicals and chemical fertilizers, dyes, dyestuffs and dyestuff intermediates (all types of) pesticides, including insecticides, fungicides, herbicides; weddicides; drugs and Pharmaceuticals including biological and thereapeutic preparations hormones including plant growth activators and regulators and other things of any description for use in connection therewith.
46. To carry on all or any of the business of manufacturing processing and dealing in iron and steel, ferro alloys; special steels, aluminium copper, lead, zinc, and their alloys and products and of manufacturing and dealing in industrial machinery, boilers, internal combustion engines; ball roller; tapered bearings, tubes, cables, wires; pipes, cookers; printing machinery and their components and accessories.
47. To carry on all or any of the business of makers of and dealers in scientific and industrial instruments of all kinds for indicating, recording; controlling measuring and timing; and machine tools; precision tools, surgical instruments; and appliances and artificial limbs, dental and optical equipment and goods anatomical orthopaedic and surgical appliances of all kinds and providers of all requisites for hospital, patients and invalids.

48. To carry on the business of advertising contractors and agents, to acquire and dispose of advertising time; space or opportunities in any media, to undertake advertising and promotional campaigns of every nature, to acquire and provide promotional requisites.
49. To carry on business as manufacturers processors, exporters, resins such as alkyd resins of oxidising, semi oxidizing or importers, distributors and dealers in all types of synthetic non oxidising varieties, modified alkyd resins of phenolated, styrenated, acrylated, siliconized, thixotropic; water soluble; chain terminated or vinylated types, pure or modified phenolic phenolic resin and rosin derivatives rosin modified alkyds, amino resins, saturated and unsaturated polyesters, epoxies, polyamides, ketonic resins, acrylic resins of all varieties, thermoplastic and thermosetting resins, hydrocarbon resins vinyl resins of different types, polymeric plasticizers, polythene, polyisobutylene, silicones, celloulosic plastics, thermosetting and thermoplastic materials and resins materials, elastomer emulsions polymers, surface and active and tanning agents.
50. To carry on business as manufacturers, processors, extractors, refiners, bleachers, exporters, importers, distributors and dealers in vegetable oil and oil derivatives like castor oil, linseed oil, fish oil, kardi oil, nigerseed oil and other vegetable oils and their derivatives.
51. To carry on the business of producers, refiners, storers, suppliers, distributors, importers, exporters of petroleum and petroleum products, waxes, batunes, naptha and tar products.
52. To carry on the business of manufacturers and dealers importers, exporters of oil and colour paints of all types and all kinds including lacquers, enamels, paints, varnishes, oils distempers, dry colours, minerals, disinfectants, turpentine, painting brushes and compounds, derivatives, intermediates and by products of all or any of them.
53. To underwrite, sub underwrite, to invest in, and acquire and hold, sell, buy or otherwise deal in shares, debentures, debenture stocks, bonds, units; obligations, and securities issued or guaranteed by Indian or Foreign Governments, States, Dominions, Sovereigns, Municipalities, Public Authorities, bodies sovereign rulers, commissioner's and shares, stocks, debentures, debenture-stocks bonds, obligations and securities issued and guaranteed by any company corporation, firm or person whether incorporated or established in India or elsewhere.
54. To finance Industrial Enterprises.
55. To manage investment pools, mutual funds, syndicate in shares, stocks, securities, finance and real estate.
56. To carry on all or any of the business of general merchandise and agents in all the branches and factors and to work as merchants or traders in dyes, chemicals, acids, polymers, minerals, ceramics, paints, pigments, varnishes, petroleum products; polymers, plastics, resins, drugs, and Pharmaceuticals, rubber, synthetic fibres, adhesives, craftings, textiles, handicrafts, furniture, leather, food specialities, construction materials, printing jobs, printing and printing appliances, automatic and semi-automatic machineries, pumps and compressors, testing and analytical instruments, electronic equipment and printing machines and raw materials and ingredients required for the manufacture of any of the above materials, articles and things.

57. To carry on business in India and any as importers and dealers in wholesale and retail and distributors and/ or exporters of dyes, chemicals, acids, polyols, minerals, ceramics, paints; pigments, varnishes, petroleum products, polymers, plastic, resins, drugs and pharmaceuticals, painting and printing appliances, automatic and semi automatic machineries, pumps and compressors, testing and analytical instruments, electronic equipment and printing machines and raw materials, and ingredients required for the manufacture of any of the above materials, articles or things.
58. To carry on at such place or places as the Company may from time to time determine all or any of the following business namely, spinners, ginners, carders, weavers, processors and manufacturers, pressers, doublers packers and balers of cotton, silk, synthetic, fibre, wool combers, worsted stuff manufacturers, bleachers, dyers and finishers, makers and manufacturers of and to purchase, comb, spin, wind, weave; scour, clean, prepare, knit, dye and render marketable and deal in flax, hemp, yam, jute; wool, cotton; silk, artificial silk and other fibrous substances and to manufacture, weave, knit, buy, sell and deal in linen cloth, hosiery, narrow fabrics; tape loom fabrics, and other textile goods and fabrics and to carry on the business of ginning and pressing.
59. To carry on the business of readymade garments and wearing appurtenances of Gents, Ladies and Children in all its branches as manufacturers, dealers, importers, exporters and whole sale and retailers of and in Textile Synthetics fabrics of all kinds.
60. To act as an Issue House, Registrars and Share Transfer Agents, Financial Advisers or Technical Consultants or in any other capacity and to appoint and remunerate any Directors, Administrators or Accountants or other Exports or Agents.

AND IT IS HEREBY DECLARED THAT:

- (i) The objects incidental or ancillary to the attainment of the objects of the Company as aforesaid shall also be incidental or ancillary to the attainment of the other objects of the Company.
- (ii) The word "Company" (save when used with reference to this Company) in this memorandum shall be deemed to include any partnership or other body or association of persons whether incorporated or not and wherever domiciled.
- (iii) The objects set forth in each of the several clauses of paragraph graph III hereof shall have the widest possible construction and shall extend to all parts of the world and the objects set forth in any clause of sub paragraph C shall, subject to the provisions of the Companies Act 1956, be independent and shall, in no way, be limited or restricted by reference to or inference from the clauses of sub paragraph A or by the name of the Company.
- (vi) Nothing in this paragraph shall authorize the Company to do any business which may fall within the purview of the Banking Regulation Act, 1949, or the Insurance Act, 1938.

The liability of the Members is limited.

V.* “The Authorized Share Capital of the Company is INR. 25,00,00,000 (Indian Rupees Twenty- Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lakh) equity shares of INR. 10/- (Indian Rupees Ten only) each.”

The Company has power, from time to time, to increase or reduce its Capital and to divide the Shares in the Capital for the time being into other classes and to attach thereto respectively such preferential, deferred, qualified or other rights, privileges, conditions or restrictions, as may be determined by or in accordance with the articles of association of the Company and to vary, Modify or abrogate any such right, privilege or conditions or restrictions in such manner as may for the time being be permitted by the article of association of the Company or the legislative provisions for the time being in that force.

* Clause V was altered vide resolution passed at an Annual General Meeting of the Members Held on Friday, 30th September, 2022. The Authorised Share Capital of the Company was increased from INR. 21,00,00,000/- (Indian Rupees Twenty- One Crore Only) divided into 2,10,00,000 (Two Crore Ten Lakhs) Equity Shares of INR. 10/- (Indian Rupees Ten) each to INR. 25,00,00,000 (Indian Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of INR. 10/- (Indian Rupees Ten) each.



The stamp is circular with the text "FLOMIC GLOBAL LOGISTICS LTD. * MUMBAI" around the perimeter and "ESTD. 1998" in the center.

We the several person 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 opposite our respective names.

Name of the Subscriber and Signature	Address, description and occupation of the Subscriber	Number of Shares taken by each Subscriber	Signature of Witness to the Subscriber with address, description and occupation
Bhaveek Chand Bhandari S/o Late Shri Khemchand Bhandari Sd/-	B-12 Grah Co Op Housing Society N.S. Road, No. 5 Juhu Scheme, Bombay 400049 Service	1 (One)	
Kulinkant Kenia S/o Late Jadavji Kenia Sd/-	275, J.K. House Telang Road Matunga (C.R.), Bombay- 400019 Business	1 (One)	
Satya Prakash Gupta S/o Shri Atmaram Gupta Sd/-	Gautam Nivas St. Paul St. Bombay 400014 Service	1 (One)	
Bhiku Vithal Baadkar S/o Late Vithal Baadkar Sd/-	16, Airview Bldg Vakola, Pipeline, Bombay- 400055 Service	1 (One)	
Hasmukh Shah S/o Shri Ravil Shah Sd/-	Vijaymahal Marve Road, Malad, Bombay Service	1 (One)	
Noshir Dudash S/o Late Behram Dubash Sd/-	Joshi House 16, Cumballa Hill, Bombay- 400036 Service	1 (One)	
Shivpuran Jhunjhunwala S/o Anilal Jhunjhunwala Sd/-	4517, Poonam Society, Andheri (W), Bombay- 400058 Service	1 (One)	

Bombay, dated this 20th Day of 1981

Witness to all Signatures

Sd/-

Kamlesh Vyas
Soon of Shri Dahyala Vyasa
B-15 Suyash Gokhiala Road, Bombay 400028
Service