

THE COMPANIES ACT, 2013
[COMPANY LIMITED BY SHARES]
MEMORANDUM OF ASSOCIATION
OF
FINELISTINGS TECHNOLOGIES LIMITED

- I.** The Name of the Company is “**FINELISTINGS TECHNOLOGIES LIMITED**”.
- II.** The Registered Office of the Company will be situated in the State of **Delhi**.
- III.** The objects for which the Company is established are:

[A] THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To carry on the business of services in whole or in part, in India and elsewhere, for developing, operating, maintaining e-commerce portals, platforms (physical, digital or electronic), software applications for internet, mobile and other telecommunication devices, desktops, tablets and other devices for buying, selling and trading all types of [used or second hand] cars or automobiles, all kinds of automobile products, tools, spare parts, accessories (through auctions, classified, fixed price and other price formats).
2. To hire or employ temporary or permanent man power, whether directly or through an entity, including advisors, consultants, specialists, skilled or unskilled manpower, as may be required carrying out the main objects of the Company and also for outsourcing them to Indian and overseas clients, as and when required, in accordance with the terms agreed between the Company and such client.*

**Amended pursuant to Special Resolution passed in Annual General Meeting held on 30th September, 2023.*

[B] MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE:

1. To hire or employ temporary or permanent man power, whether directly or through an entity, including advisors, consultants, specialists, skilled or unskilled manpower, as may be required carrying out the main objects of the Company and also for outsourcing them to Indian and overseas clients, as and when required, in accordance with the terms agreed between the Company and such client.
2. To employ or appoint consultants, professionals, contractors, managers, canvassers, agents and other persons and to establish, undertake, transact, execute, and maintain agencies or branches in any part of India or elsewhere for the purpose of the company's business and to discharge and to discontinue the same.
3. To negotiate and enter into agreements and contracts with individuals, companies, corporations and other organizations, foreign or Indian, for obtaining or providing technical, financial or any other assistance for carrying out all or any of the main objects of the Company.
4. To amalgamate or enter into partnership with or into any arrangement for sharing profit, union of interest, co-operation, joint venture, merger, de-merger, reciprocal concession or otherwise with any person, firm or company within India or overseas, either State owned or private, 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 to directly or indirectly, acquire completely whether by way of purchase of shares or otherwise, or purchase from such company, individual or firm the whole or part of its business as a going concern or otherwise.
5. To apply for, purchase or otherwise acquire, protect and renew any patents, copyright, inventions, trademarks, licenses and concessions conferring any exclusive or non-exclusive or limited rights to use any such other information as to any intellectual property which may seem capable of being used for the main objects of the Company or the acquisition of which may seem directly or indirectly to benefit the Company and to use exercise, develop or grant licenses, the proprietary rights or information so acquired to attain the main objects of the Company.
6. To prepare, acquire, buy, sell, lease, import, export and generally to deal in any commodities, substances, apparatus, plant, machinery, tools, goods, articles, things or services and all stocks in trade, trademarks and such other movable and immovable properties of all description, to achieve the main objects of the Company.
7. To acquire or take control or possession of, by way of mortgage, hypothecation, pledge, concession, grant, purchase, rent, lease, license or otherwise, right of way, lands, buildings, machinery and such other works, privileges, rights related thereto in connection with the main business of the Company.
8. To purchase, take on lease, or otherwise acquire in India or elsewhere any real and personal property, estates, plantations, and any other lands of free-hold leasehold, and any rights or privileges or any other tenure for the main business of the Company or which may enhance the value of any other property of the Company.
9. To purchase, lease, license or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, control and superintend any branches, warehouses, sheds, dwelling units, offices, shops, stores, buildings, machinery, equipment, apparatus and houses, which may seem directly or indirectly to advance the interests of the Company and to join with any such other person or Company in doing any of these operations.
10. To transfer, improve, manage, develop, exchange, lease, mortgage, franchise, assign or

dispose of the business undertaking, property and rights of the Company or any part thereof for any consideration which the Company may accept. 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.

11. To enter into any contracts, agreements with any governmental authority, municipal, revenue, local or otherwise, which may seem conducive to the main objects of the Company and to obtain from any such government authority any rights, privileges, charters, contracts, licenses and concessions which may appear desirable to obtain and to carry out, exercise and comply with any arrangements or legal requirements which may be necessary to secure such rights, privileges and concessions.
12. To establish and maintain or procure for the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give or procure the giving of donations, 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 or is allied to or associated with the company or with any such subsidiary company or who are or were at any time directors or officers of the Company or any other such company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidize and subscribe to any institutions, associations, clubs or funds established to be for the benefit of or to advance the interests and well-being of the Company or any such other company or persons as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid, in conjunction with any such other company as aforesaid.
13. Subject to the relevant provisions of the Companies Act, 2013, to subscribe, contribute or guarantee money for any national, charitable, benevolent, public, general or useful cause or for the funds of any fair or exhibition.
14. To undertake and execute any trusts the undertaking whereof may seem desirable either gratuitously or otherwise in connection with the main business of the Company.
15. To procure the Company to be registered, legalized, domiciled or recognized, in any country or place and to procure its incorporation or registration in a like character as a society or otherwise in any country or place and to carry on all or any portion of its main business or objects in any country or place.
16. To pay all or any costs, charges or expenses, whether, preliminary or otherwise, relating to the promotion, formation, registration or establishment of this or any other company or to the raising subscription, issue, settlement or quotation in any stock exchange of any portion of the original or future share, loan or other capital of this or any other company and to remunerate by commission, discount or otherwise any person or company for services rendered in placing or assisting to place any of such shares or debenture or securities or obtaining or assisting or to obtain settlement or quotation of the same in any stock exchange or for any services preliminary, incidental or relating to or in connection with the promotion formation, registration or establishment of this or any other company and to charge any payment of remuneration expenses to capital or revenue account, subject to the provisions of the Companies Act, 2013.
17. 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.

18. To import, buy, take on hire or lease, exchange, alter and improve all kinds of plant, machinery apparatus, tools, utensils, substances, materials and things necessary or convenient for carrying on the main objects of the Company.
19. To distribute as dividend or bonus among the member or to place reserve or otherwise to apply, as the Company may from time to time, determine any money received by way of premium on shares or debentures issued by the Company and any monies received in respect of forfeited shares and monies arising from the sales by the Company of forfeited shares, subject to the provisions of the Companies Act, 2013.
20. To create any reserve fund, sinking fund, insurance fund or any other such special funds whether for depreciation, repairing, improving, and research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the main business of the Company.
21. To depute to foreign countries, its directors, officers, employees or any other such persons for investigating possibilities of development of the main business, for procuring and buying any machinery or equipment, establishing trade connections, for promoting the interests of the Company, and for specialized training, and to pay all expenses incurred in this connection.
22. To agree to refer to mediation, negotiation, conciliation or arbitration any dispute, present or future between the Company and any other person, company, firm, individual or entity, incorporated or otherwise, and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign systems of law.
23. To appoint agents, sub-agents, dealers, managers, canvassers or representatives for transacting all kinds of business which this Company is authorized to carry on and to constitute agencies of the company in India or any other country to establish offices and agencies in different parts of the world.
24. To undertake and perform all or any of the objects in any part of the world as principals, agents, contractors, trustees or otherwise, either alone or in conjunction with others, and either by or through agents, to attain the main objects of the Company.
25. Subject to the relevant provisions of the Companies Act, 2013 and the directions issued by Reserve Bank of India, to borrow, raise or secure the payment of money other than public deposit or to receive money as loan at interest for any of the purposes of the Company and at such time or times as may be thought fit, by promissory notes, bills of exchange, hundis, bills of lading, warrants or other negotiable instruments or by taking credit from or opening current accounts or over-draft accounts with banks and financial institutions, whether with or without any security or by such other means as the Company may think fit and in particular by 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 and to transfer or convey the same absolutely or entrust and to give the lenders power of sale and other powers as may seem expedient and to pay off such loans, provided that the Company shall not carry on the business of banking within the meaning of the Banking Regulation Act, 1949.
26. To open and operate an account or accounts any bank or banks and to pay into and to withdraw money from such account or accounts and give any appropriate financial instructions in connection with such account or accounts.
27. Subject to the relevant provisions of the Companies Act, 2013, to remunerate any person, firm or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing of any of the shares in the Company's capital or any debentures or debenture stocks or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.

28. Subject to the relevant provisions of the Companies Act, 2013 as applicable, to subscribe, contribute, gift or donate any moneys, rights or assets for any national, educational, religious, charitable, scientific, public, general or useful object or to make gifts or donations of moneys 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.

IV. 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.

V. The Authorised Share Capital of the company is Rs. 4,00,00,000/- (Rupees Four Crores only) divided into 40,00,000 (Forty Lakhs) Equity shares of Rs. 10/- (Rupees Ten only) each.

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	ARJUN SINGH RAJPUT S/O ANIL KUMAR RAJPUT R/O 416, TYPE-III, AYUR VIGYAN NAGAR, NEW DELHI-110049, INDIA BUSINESS	06529439	5000	Equity	ARJUN SINGH RAJPUT Digitally signed by ARJUN SINGH RAJPUT Date: 2018.03.22 16:14:46 +05'30'	22/03/18
2	ANEESH MATHUR S/O SANJEEV MATHUR R/O FLAT NO-101, TOWER NO-09, PARSVNATH PANORAMA, SECTOR-TAU, GREATER NOIDA, KASANA, GAUTAM BUDH NAGAR, UTTAR PRADESH-201310, INDIA BUSINESS	CLBPM5339L	5000	Equity	Aneesh Mathur Digitally signed by Aneesh Mathur Date: 2018.03.22 16:15:45 +05'30'	22/03/18
Total Shares taken			10,000.00	Equity		

Signed before Me				
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
ACS	Prashant Kumar 122, 1st Floor, Antriksh Bhawan, 22, Kasturba Gandhi Marg, New Delhi - 110001, India Occupation; Practicing CS	32345	PRASHANT KUMAR Digitally signed by PRASHANT KUMAR Date: 2018.03.22 16:17:25 +05'30'	22/03/18

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