

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
TABLE A
MEMORANDUM OF ASSOCIATION
OF
POPULAR VEHICLES AND SERVICES LIMITED
(Incorporated under the Companies Act, 1956)
(the "Company")

1. The name of the Company is POPULAR VEHICLES AND SERVICES 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:-
 1. To carry on the business of dealing in, importing, exporting, manufacturing, assembling, repairing, servicing of and acting as agents in respect of Motor cars, Trucks, Vans, Jeeps, Tractors, Motor Cycles, Scooters, Three Wheeler Vehicles and Motor Launches and Boats and their Spare Parts.

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- The word Private was deleted from the Name of the company wherever it appeared in the Memorandum of Association vide Resolution passed by Members at the Extra Ordinary General Meeting held on 11. 06.2018.
 - Clause 3(a) altered vide Resolution passed by the Members at the Extra Ordinary General Meeting held on 18.05.2018, for insertion of sub clauses (2) to (8) from other object clause 3 (c) upon deletion.

2. To carry on the business of manufacture of light, medium and heavy engineering goods and equipments.
3. To import, export, purchase, sell, manufacture or otherwise deal in machinery, plant and equipment including precision machine tools and testing instruments and tools of every description used for the manufacture of auto parts.
4. To carry on the business of body builders of motor vehicles and trucks.
5. To carry on the business of hires, repairers, cleaners and stores of motor-cars, motor-buses, motor-lorries, motor –cycles, scooters, other two wheelers, motor boats, motor –launches, aero planes and other conveyances of all descriptions.
6. To carry on the business of mechanical engineers, electrical engineers, fitters, founders, painters and upholsteries.
7. To act as agents, dealers, hire purchase, jobbers and otherwise of motor vehicles and their spare parts.
8. To carry on the business of manufacture, fabricating, assembling and dealing in automobile parts for cars, trucks, buses, tractors, vans, jeeps, lorries, agricultural implements and engineering goods.
9. To carry on the business of online shopping, net marketing, selling and marketing of consumer and other goods, internet advertising and marketing, creating virtual malls, stores, shops, providing secured payment processing, online trading in and outside India but does not include banking and money circulating business.

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

1. To seek and obtain the opinion, guidance, reports, certificate and / or services of the 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.

Clause 3 (a) altered vide resolution passed by the members at the Extraordinary General Meeting held on 10th December, 2019 for inserting sub clause (9).

3. To obtain, hold and operate telephone and telex connection, private wires, computers, word processors, photo copiers, refrigerators, water coolers and such other scientific or mechanical equipments or devices for purposes 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 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.
5. To establish, operate or regulate branches or service centres or agencies of the Company at any place in India or elsewhere and to discontinue the same.
6. To 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 transferrable instruments or securities connected with the business of the Company.
7. To advance moneys to , deposit moneys with or to receive loans and grant from Government of India, any State Government in India, Banks, Companies, Trusts or individual 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 Regulations Act, 1949.
8. To invest the moneys of the Company not immediately required, in any securities, shares, investments, properties, movable or immovable and to deal with such moneys in such manner as may from time to time be determined and to 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 discovering 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, licences, permits, grants and other interests from the Government, any Corporation or any person or persons to improve the business of the Company.
11. To adopt such means of making known the services rendered by or at the disposal of the Company as advertisements in the press, by circulars, by purchase and exhibition or works of art or 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 symposiums.

12. To construct, purchase, take on lease, rent, occupy or otherwise acquire any buildings, gardens, wells, waterways or similar other constructions for residential purpose for the benefit of the Company's employees.
13. Subject to the provisions of the Companies Act, 2013, to subscribe for any shares or securities of any Company may, in the opinion of the Directors, be deemed beneficial to this Company.
14. To subscribe for any securities issues by the Central or State Government or by any local body and to sell, hold or 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 objects and may directly or indirectly be beneficial to the Company.
16. To enter into partnership or into any arrangement for sharing or pooling profits, union of interests, 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 engage in any business or transaction which this Company is authorized to carry on or to 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 from 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 or extend any of the objects of the Company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice Company's interest.
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 or 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 take over will be beneficial to the interests of the Company.
20. To provide for the welfare of the Company's employees and their families by grants of moneys, pensions, bonuses, provident funds, insurance policies or otherwise and by subscribing for establishing and maintaining hospitals, nurseries, schools and libraries 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. Subject to the provisions of the Companies Act 2013, the Company may secure and / or guarantee the borrowings of any Body Corporate, Company, Corporation or firm in such manner and upon such terms and conditions as it thinks fit, by making, drawing, accepting or endorsing for and on behalf of the Company and Promissory Note or bills Exchange or giving or issuing any other securities of the Company or by mortgaging or charging / hypothecating /pledge / lien all or any part of the property/ assets of the company, both present and future, including its uncalled capital for the time being and the Directors may for and on behalf of the Company, guarantee the whole or any part of the loans or debt including interest incurred by such other Body Corporate, Company, Corporation or firm. But the Company shall not do any banking business within the meaning of the banking regulation Act, 1949.

22. To act as facilitators for sale or distribution of any Life or General Insurance products or policies and all kinds of Financial products to the customers, in order to achieve and promote the main object of the company and for the purpose act as agents for commission or remuneration and engage sub-agents or employees, but the company shall not do the insurance business as provided under the Insurance Regulatory and Development Authority.

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. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 7,50,00,000 (Seven Crores Fifty Lakhs) Equity Shares of Rs. 2/- (Rupees Two Only) each.

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- Clause 5 altered vide Resolution passed by Members at the Extra Ordinary General Meeting held on 08.09.2023, for sub-division of 1 (One) fully paid-up Ordinary (equity) Share of the Company having face value of ₹10/- (Rupees Ten) each, into 5 (Five) fully paid-up Ordinary (equity) Shares, having face value of ₹2/- (Rupee two) each with effect from the record date being September 8, 2023.
 - Clause 3 (c) (1) to (7) was deleted and included under object clause 3 (a) as sub clauses (2) to (8) vide Resolution passed by Members at the Extra Ordinary General Meeting held on 18.05.2018.
 - Clause 5 altered vide Resolution passed by Members at the Extra Ordinary General Meeting held on 29.07.2016, for enhancement of the share capital of the company.
 - Clause 5 altered vide Resolution passed by Members at the Extra Ordinary General Meeting held on 06.08.2018, for enhancement of the share capital of the company from Rs.5 Crore to 15 Crore.

VI. 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:

Sl. No.	Name of subscriber, Address and Description	Occupation of Subscriber	No. of equity shares taken by each subscriber	Signature
1.	K.P.Paul S/o K.P.Paul Kuttukaran House, Kunnathumkara, Trichur	Business	1,000 (One thousand only)	Sd/-
2.	Francis Paul S/o K.P.Paul Kuttukaran House, Kunnathumkara, Trichur	Business	1,000 (One thousand only)	Sd/-
3.	John Paul S/o K.P.Paul Kuttukaran House Kunnathumkara, Trichur	Business	1,000 (One thousand only)	Sd/-
4.	Saju Thomas S/o Thomas Kuttukaran House Kunnathumkara, Trichur	Business	1,000 (One thousand only)	Sd/-
5.	Daisy Paul W/o K.P.Paul Kuttukaran House Kunnathumkara, Trichur	Housewife	1,000 (One thousand only)	Sd/-
6.	Susan Francis W/o Francis Paul Kuttukaran House Kunnathumkara Trichur	Housewife	1,000 (One thousand only)	Sd/-
7.	Elsy Thomas W/o Late K.P.Thomas Kuttukaran House Kunnathumkara, Trichur	Housewife	1,000 (One thousand only)	Sd/-
	Total		7000 (Seven Thousand)	

Dated this the 28th day of June 1983

Witness to the above signatures

Name, address, description and
Occupation of witness

Sd/-

P.M.Veeramani,
S/o Mr. Mahadevan
R.G.N. Price & Co.
38/1013, Chittoor Road,
Cochin - 682 011.