

UNDER THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
MANIPUR STATE BEVERAGES CORPORATION LIMITED

- I. The name of the Company is "MANIPUR STATE BEVERAGES CORPORATION LIMITED"
- II. The Registered Office of the Company will be situated in the State of MANIPUR.
- III. The objects for which the company is established are:
 - A) The main objects to be pursued by the Company on its incorporation:
 1. To carry on the business as procurers, importers, exporters, agents, brokers, suppliers, wholesalers of all types of spirits, whether rectified or otherwise.
 2. To carry on the business as vendors, importers, exporters, bottlers of all kind of alcoholic spirits, including Indian Made Foreign Liquor (IMFL) as well as Country Liquor, Beverage, Wines and others similar products, such as brandy, whisky, rum, gin, beer etc. whether made of natural or synthetic materials.
 3. To engage in the retail sale of alcoholic beverages, including but not limited to spirits, wines, beers, and other related products, exclusively in accordance with applicable laws and regulations.
 4. To carry on business as wholesaler, retailers, distributors, stockists, dealers, godown keepers, marketers, merchandiser of all kind of alcoholic spirits, including, Foreign liquor, country liquor, beer, wine, rum, brandy etc.
 5. To carry on business as importers, exporters, agents of bottles, cartons, labels and other packing materials to be used for the purpose of pursuing the main objects mentioned at paragraphs 1,2, 3, and 4 above.
 6. To promote responsible and legal consumption of alcoholic beverages by implementing age verification procedures and supporting public awareness campaigns on alcohol-related issues.

7. To contribute to the economy and society through adherence to taxation requirements, employment generation, and supporting local businesses in the alcoholic beverages industry.

B) The objects incidental or ancillary to the attainment of the main objects are:

1. To apply for grant of any license, privilege or authority to any government or other person.
2. To appoint distributors, stockists, retailers, agents etc.
3. To enter into agreements and contracts with Indian or foreign individuals, companies or other organizations for technical, financial or any other assistance of carrying out all or any of the objects of the Company.
4. To establish and maintain any agencies for the conduct of the business of the company or for the sale of any materials or things;
5. To advertise and adopt means of making known the business activities of the Company in any way as may be found suitable.
6. To take over from the Government of Manipur any of its project, land, or building similar to the objects of this Company.
7. To apply for, make out, purchase or otherwise require any trade mark, patents, patent rights, inventions, copyrights or designs, which may be useful for the Company's objects.
8. To incur all costs, charges and expenses in or about the promotion and establishment of the company and which the company may consider to be in the nature of preliminary expenditure, including therein the cost of advertising, commission for under-writings, brokerage, printing and expenses attendant upon the formation of branches and agencies.
9. To construct, maintain and alter any buildings or works necessary or convenient for the purposes of the Company.
10. To mobilize resources both physical and financial including land, buildings, machinery, equipment, technical and managerial assistance, essential for the company to carry out its objects.
11. To take all steps essential for enabling the company to carry out its objects including modification of the company's constitution if required and expedient.
12. To acquire licenses and other statutory clearances for dealings by the company in any place/places outside the State or any foreign country.

13. To borrow or raise or secure finances in such a manner as the Company shall think fit, and in particular, by issue of debentures or debenture stock, perpetual or otherwise, charged upon all or any of the company's property (both present and future) including its uncalled capital and to purchase, redeem or pay off any such securities.
14. To receive grants, loans, advances or other moneys or deposits or other kinds of financial assistance from the Central Government or State Government, banks, firms, companies, trusts or individuals with or without allowance of interest thereon. But the Company shall not do banking business within the meaning of the Banking Companies (Regulation) Act, 1949.
15. To open and operate bank accounts, to draw, make, accept, endorse, discount issue and negotiate, assign and otherwise deal with cheques, drafts, promotes, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.
16. To invest and deal with the moneys of the company, not immediately required, in such manner, as may from time to time be determined by the Board of Directors of the company, other than in the shares of this company.
17. To acquire by subscription, purchase or otherwise and to accept and take, hold and sell shares or stocks in any company, society, who undertake the objects which shall either in whole or in part be similar to those of this company and are likely to, directly or indirectly, promote or advance the interests of this company.
18. To establish or aid in the establishment of associations, funds, trusts and charities, and other conveniences intended to benefit employees or ex-employees of the company or their dependents and to grant pension or allowances and generally to subscribe money for any public, general or useful objects and subject to the restrictions of section 182 of the Companies Act, 2013, to give donation or subscriptions to any religious or charitable or social institutions or to give any charity.
19. To register the trade names, brand names, marks and also to permit their use to such persons, firms, companies or corporations which adhere to such terms and conditions as laid down by the company, by making such rules and regulations as are necessary from time to time in that regard.
20. To acquire by concession, grant, purchase, barter, lease, license or otherwise either absolutely or conditionally and either alone or jointly with others, any lands, buildings, machinery, plants, utensils, works, conveniences and other movable and immovable property of any description and any patents' trademarks, concessions, privileges and other rights for the objects and business of the company and to

construct, maintain, and alter any buildings or works, necessary or convenient for the purpose of the company and to pay for such lands, buildings, works, property or rights of any other property and rights purchased or acquired by or for the company, or by cash or otherwise and to manage, develop, sell, let on lease or for hire or otherwise, dispose of or turn to account the same at such time or times and in such manner and for such consideration as may be deemed proper or expedient.

21. To buy, sell, manufacture, refine, manipulate, import, export and deal, both wholesale and retail, either on its own or as commission agent in commodities, substances, apparatus, articles and things of all kinds capable of being used or which can be conveniently dealt in by the company in connection with any of its objects.
22. To establish and maintain agencies at any place or places in India or other part of the world for the conduct of the business of the company or for the purchase and sale of any merchandise, commodities, goods, wares, materials, produce products, articles and things, required for or dealt in, or manufactured by, or at the disposal of the company and to transact all kinds of agency business.
23. To apply, purchase or otherwise acquire and protect, prolong and renew, whether in India or elsewhere, any patents, patent rights, brevets, inventions, licenses, protections, concessions and the like, conferring any exclusive or limited right to any inventions, secret formula, or other information which may seem capable of being used for any of the purposes of the company, or the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop, manufacture under or grant licenses or privileges in respect of or otherwise turn to account, any patents, property rights, inventions, Secrets formula, or information so acquired and to spend moneys in experimenting upon, testing, improving or seeking to improve the patents, property, rights, inventions, secret formula, or information so acquired or proposed to be acquired.
24. To purchase or otherwise acquire and undertake the whole or any part of the business property, rights, assets and liabilities of any company or person, carrying on any business which the company is authorized to carry on or, possessed of property or rights suitable for any of the purposes of this company.
25. To purchase, take on lease or in exchange, hire or otherwise acquire, any real and personal property and any rights or privileges which the company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the company.

26. To construct buildings, erect, maintain and carry on either by the Company or other parties, any works or undertakings of any description whatsoever, either upon lands acquired by the company or upon other lands.
27. To acquire and undertake the whole or any part of the business, property and/or liabilities of any persons or company, carrying on or proposing to carry on any business which the company is authorized to carry on, or possessed of property suitable for the purpose of the company, or business which can be carried on in conjunction there with or which is capable of being conducted so as directly or indirectly to benefit the company.
28. To amalgamate, merge, demerge, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture, joint marketing or reciprocal concession or for limiting competition with any person or company, carrying on, 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 with them or which is capable of being conducted so as directly or indirectly to benefit the company.
29. To improve, manage, develop, grant rights or privileges in respect of, or otherwise deal with all or any part of the property and rights of the company.
30. To subscribe for, take or otherwise, acquire and hold shares, stock, debentures or other securities of any other company, co-operative society or society registered under the Societies Registration Act, 1860.
31. To lend and advance money or give credit to such person or companies and on such terms as may seem to be expedient, and in particular to customers and others having dealings with the company, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantees and indemnities.
32. To enter into any arrangements with the Government of India, Government of Manipur or any other State Government or Union Territory or authorities, municipal, local or otherwise that may seem to be conducive to the objects of the company or any of them and to obtain from any such government, authority, person or company, any rights, privileges, charters, contracts, licenses and concessions which the company may think desirable to obtain and to carry out, exercise and comply therewith.
33. To establish and maintain, or procure the establishment and maintenance of any contributory or non-contributory provident and/or pension or superannuation funds

for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances, or emoluments to any persons who are/were at any time in the employment or service of the company, or of 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/were at any time Directors or officers of the Company, or of any such other company as aforesaid and the wives, widows, families and dependents of any such persons, and also establish and subscribe to any institutions, associations, clubs or funds calculated by the company to be for the benefit of, or to advance the interest and well-being of the employees of the company or on any such other company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid, and to any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

34. To provide for the welfare of employees or ex-employees of the company, their wives and families, and the wives and families of their dependents or connections by building or contributing to the building of houses or dwellings or by grants-in-aid pensions, allowances, bonuses or otherwise, payments, and by providing or subscribing or contributing towards buildings and maintenance of places of instruction or recreation, hospitals, and dispensaries for medical and other assistance, as the company may think fit and to subscribe or otherwise, to assist or to grant money to charitable, benevolent religious, scientific, national, public or other institutions' objects or purposes, provided such institutions proposed to be helped with money are not pure political party organizations.
35. To procure and arrange for registration, recognition of the company in or under the laws in any part of the world outside India, to establish and appoint branches or agencies of the company at any place in India or elsewhere and to discontinue the same and to do all acts necessary for carrying on in any dominion or foreign country, any business of the company, to petition either singly or jointly with other legislatures, authorities, local, municipal and other bodies, including foreign for the purpose of getting enacted acts, or obtaining decrees, interests, orders, rights and privileges that are conducive to the interests of the company or to protest against petitions and transactions as are likely to be prejudicial to the interests of the company and to take such steps as may be necessary to give the company, the rights and privileges in any part of the world as are possessed by local companies or partnership of a similar nature.

36. a) To sell, lease, mortgage, or otherwise dispose of the property, assets, undertaking of company or any part thereof for such consideration as the company may think fit b) To transfer, if the company thinks fit, without consideration, any property, assets or undertaking of the company or any part thereof to any company, the share capital of which has been entirely subscribed by the State Government.
37. To store, maintain, sell, buy, repair, alter, exchange, let on hire, export, import and deal in all kinds of articles and things [including all kinds of conveyance and all component parts], fittings, tools, implements, accessories, materials and all articles and things used or capable of being used in connection therewith, in any way whatsoever, which may be required for the purposes of any business of the company, or are commonly supplied or dealt in by persons engaged in any such business and which may be capable of being profitably dealt with in connection with any of the business of the company.
38. To buy, sell and deal in goods, ware and merchandise including all conveniences or necessities of life which may be used or required by workmen or others, whether employed by the company or not and to open and keep shops or stores.

IV. The liability of the members is limited.

V. The authorised share capital of this Company is Rs. 10,00,00,000/- Rupees (Ten Crore) divided into 1000000 (Ten lakh) equity shares of Rs 100/-(Rupees one hundred) each.

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 opposite our respective names:

Sl. No.	Names, addresses, descriptions and occupations of Subscriber	No. of shares taken by each subscriber	Signature of Subscriber	Signature, names, addresses, description and occupations of witnesses.
1.	 Mr. Vineet Joshi S/o Girija Nandan Joshi R/o D-6, Tower 1, New Moti Bagh, New Delhi - 110023, India Occ: Service D.O.B: 02/11/1968 	99940 (Ninety-nine thousand nine hundred forty shares only)		"I witness to the subscribers who have subscribed and signed in my presence on <u>19/10/2024</u> Further, I have verified their identity details for their identification and satisfy myself of their verification particulars as filled in." Name: Paonam Amarjit Singh S/o Paonam Gulapi Singh R/o Keinou Thongthak Mongkhong Leikai, Bishnupur, Manipur - 795134 Occupation: Company Secretary Membership No.: A63590 Signature:  
2.	 Mr. Natarayan Ashok Kumar S/o N N G Venkatapuram R/o D-II, 358, Vinay Marg, Chanakyapuri, New Delhi Delhi - 110021, India Occ: Service D.O.B: 15/11/1978	10 (Ten shares only)		
3.	 Mr. Neilenthang Telien S/o Rehlutsong Kom Telien R/o Lower Kom Keirap, Loktak Project, PO/ PS Churachandpur, Manipur - 795124, India Occ: Service D.O.B: 26/05/1985	10 (Ten shares only)		

DATE: 19-10-2024

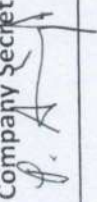
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Sl. No.	Names, addresses, descriptions and occupations of Subscriber	No. of shares taken by each subscriber	Signature of Subscriber	Signature, names, addresses, description and occupations of witnesses.
4.	 Mr. Huirem Gyan Prakash S/o Huirem Devendra Singh R/o House No. 75, Near ICICI Bank, Churachandpur Bus Stand, Keishamthong Laishom Leirak Imphal West -795001, Manipur Occ: Service D.O.B: 29/07/1966	10 (Ten shares only)		"I witness to the subscribers who have subscribed and signed in my presence on <u>19/10/2024</u> Further, I have verified their identity details for their identification and satisfy myself of their verification particulars as filled in." Name: Paonam Amarjit Singh S/o Paonam Gulapi Singh R/o Keinou Thongthak Mongkhang Leikai, Bishnupur, Manipur – 795134 Occupation: Company Secretary Membership No.: A63590 Signature: 
5.	 Mr. Hungyo Worshang S/o Vareso Hungyo R/o Langthunching Village, Near Shija Clinic, Langol Imphal West, PO Lamphel, Manipur - 795001, India Occ: Service D.O.B: 25/03/1983	10 (Ten shares only)		
6.	 Mr. Mongjam Joy Singh S/o Mongjam Babu singh R/o Leiren Mansion Opposite Super Market, PO - Lamphel, Imphal West, Manipur - 795004, India Occ: Service D.O.B: 01/01/1965	10 (Ten shares only)		

DATE: 19-10-2024

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Sl. No.	Names, addresses, descriptions and occupations of Subscriber	No. of shares taken by each subscriber	Signature of Subscriber	Signature, names, addresses, description and occupations of witnesses.
7.	 Mr. Mamnoon Hasan Khan S/o Masroor Hasan Khan R/o VIP State Guest House, Babupara, Imphal West, Manipur - 795001, India Occ: Service D.O.B: 01/06/1964	10 (Ten shares only)		"I witness to the subscribers who have subscribed and signed in my presence on <u>19/10/2024</u> Further, I have verified their identity details for their identification and satisfy myself of their verification particulars as filled in." Name: Paonam Amarjit Singh S/o Paonam Gulapi Singh R/o Keinou Thongthak Mongkhong Leikai, Bishnupur, Manipur - 795134 Occupation: Company Secretary Membership No.: A63590 Signature: 
Total No. of Shares Taken		1,00,000 (One Lakh Shares Only)		



DATE: 19-10-2024

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