

(THE COMPANIES ACT, 2013) **
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION**
OF
QGO FINANCE LIMITED#

1. The name of the Company is **QGO FINANCE LIMITED#**
2. *The Registered Office of the Company is situated in the State of Maharashtra.
3. The objects for which the Company is established are: -

a) The Objects to be pursued by the Company on its incorporation are:

1. To finance the hire purchase of buses, lorries, trucks cars and other passenger or goods carriers whether public or private, machinery, building, tractors, equipment's, machineries and other articles or things to any person whether it be a body corporate or not.
2. To carry on the business of financing on the selling or purchasing in any part of India or abroad all kinds of machinery, plant, tools, jigs and fixtures, agricultural machinery, vessels automobiles and vehicles of every kind and description, computers, office equipment of every kind construction machinery of all types description, air, conditioning plants and electronic equipment of all kinds and descriptions.
3. To carry on the business of financiers, against security or otherwise.
4. To render consultancy and advisory services to clients in the field of financing.
5. To lend money on any terms that may be thought fit and particularly to customers or other persons or corporations having dealing with the company. The company shall not carry on any business of banking as defined under the Banking Regulation Act, 1949

[^]Amended wide resolution passed on 15.05.2017 pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 30 of the Companies (Incorporation) Rules, 2014

#Amended vide Special Resolution passed by way of Postal Ballot/E-voting on 15th December, 2018.

**The Company was incorporated under the Companies Act, 1956. The Existing Memorandum of Association is replaced and new set of Memorandum of Association is adopted in pursuance of Companies Act, 2013 vide Special Resolution passed by the shareholders of the Company via Annual General Meeting dated September 12, 2025.



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

1. To carry on the business in compliance with all applicable provisions of the Reserve Bank of India Act, 1934 and directions, notifications, and guidelines issued by the Reserve Bank of India or any other regulatory authority from time to time.
2. To borrow or raise money from time to time by issue of debentures (whether convertible or non-convertible), loans, or other instruments as may be permitted under applicable laws and directions issued by the Reserve Bank of India or SEBI.
3. In case of the conversion of the company to a public company and subject to the provisions of the Companies Act, 2013 and such other laws upon any issue of shares, debentures or such other securities of the company, to employ brokers, commission agents and under-writers and to provide for the remuneration of such persons for their services by payment in cash or by issue of shares, debentures or such other securities of all types of the company or by the granting of options to take the same, or in any other such, manner as allowed by law.
4. To erect, purchase, take on lease or otherwise acquire estates, forests, plantations and other lands of freehold, leasehold or other tenure, and in particular lands producing or likely to produce tea, coffee, rubber, coconuts, cotton, flax, hemp, jute, silk and other fibres and crops and minerals of any kind, and also grants, concessions, claims, licences and authorities of any description and in particular over any such lands and any partial, joint or other interest therein, and either absolutely or optionally or conditionally, and to prove, develop, work, cultivate, turn to account and otherwise deal with any such lands, grants, concessions, claims, licences, authorities, and any interest in the business of manufacturing or curing agricultural products.
5. To purchase, take on lease, or in exchange hire or otherwise acquire any movable or immovable property and any rights, privileges, licenses, or easements which the Company may think necessary or convenient with reference to any of these objects and capable of being profitably dealt with in connection with any of the Company's property or rights for the time being, and to erect, establish, maintain, improve and work on buildings, offices, presses, houses, sheds, roads, mountain transport services, dams, sluices, watercourses and other works.
6. To purchase or otherwise acquire, erect, maintain, reconstruct and adapt any buildings, offices, workshops, plant, machinery, accessories and other things found necessary or convenient for the purpose of the Company and also to extend the business of the Company by adding to, altering, enlarging all or any of the buildings, premises and machinery for the time being the property of the Company, on all or any of the lands for the time being the property of or in possession of the Company, and by expending from time to time such sums of money as may be necessary or expedient for the purpose of improving, adding to, altering, repairing and maintaining the building and machinery and property for the time being of the Company.



7. To pay for any immovable or movable property or assets of any kind acquired or to be acquired by the Company or for any services rendered or to be rendered to the Company and generally to pay or discharge any consideration to be paid or given by the Company, in money or in shares whether fully or partly paid-up, debentures or debenture-stock or obligations of the Company, or partly in one way and partly in another, or otherwise however, with power to issue any shares either as fully paid or partly paid-up for such purposes.
8. To purchase or by any other means acquire and protect, prolong and renew, whether in India or elsewhere, any patents, patent rights, trademarks, designs, 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 manufacture under or grant licences or privileges in respect of the same and to spend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire.
9. To sell or in any other manner deal with or dispose of the undertaking or property of the Company, or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debentures and other securities of any other company.
10. To enter into such arrangements as the Company may think proper with any public authority for building chawls and tenements on the property of the Company or on the properties of others and to let the same either to the employees of the Company or to others and upon such terms as the Company may think proper.
11. To remunerate (by cash or otherwise or by other assets or by allotment of fully or partly paid shares or shares credited as fully or partly paid up or in any other manner) any persons, firms, associations or companies for services rendered or to be rendered in rendering technical aid and advice, granting licenses or permissions for the use of patents, trade secrets, trademarks, processes and in acting as trustees for debenture-holders or debenture-stockholders of the Company or for subscribing or agreeing to subscribe whether absolutely or conditionally or for procuring or agreeing to procure subscriptions whether absolute or conditional for any shares, debentures, or debenture-stock, or other securities of the Company or of any company promoted by this Company or for services rendered in or about the formation or promotion of the Company or any company promoted by this Company or in introducing any property or business to the Company or in or about the conduct of the business of this Company or for guaranteeing payment of such debenture-stock or other securities and any interest thereon.
12. To insure with any person or company against losses, damages, risks and liabilities of any kind which may affect the Company either wholly or partially, and if thought fit, to effect any such insurance by joining or becoming members of any mutual



insurance, protection or indemnity association, federation or society, and to accept any such insurance, or any part thereof, for the account of the Company.

13. To borrow or raise money, in such manner as the Company may think fit, within the permissible limits and in particular by the issue of debentures, perpetual or otherwise including debentures convertible into shares, of this or any other company, or perpetual annuities, and on security of any such money so borrowed, raised or received, to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital by special assignment or to transfer or convey the same absolutely or in trust and to give the lenders power of sale of the property except uncalled capital and other powers as may seem expedient, and to purchase, redeem, or pay off any such securities.
14. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of lading, warrants, debentures and other permitted negotiable transferable instruments, except cheques.
15. To accumulate funds and to lend, invest or otherwise employ moneys belonging or entrusted to the Company upon securities and shares, or without security upon such terms as may be thought proper, and from time to time to vary such transactions in such manner as the Company may think fit.
16. To guarantee the payment of money and the performance of contracts or engagements entered into by any company or person and to secure the payment of money and the performance of any contracts or engagements entered into by this or any other company or person, and to discharge any debt or other obligation of or binding upon this or any other company or person by mortgage or charge upon all or any part of the undertaking, property and rights of the Company (either present or future or both) including its uncalled capital or by the creation or issue of debentures, debenture-stock or other securities or by any other means.
17. To make pecuniary grants by way of donation, contribution, subscription, pension, allowance or gratuity and to render assistance otherwise to or for the benefit of persons who are or have been employed by the Company or its predecessors and the widows, orphans and dependents of any of such persons, to or in aid of charitable, benevolent, religious, scientific, national, international and public institutions, objects or purposes or to any individual or body, associations, or organisations or funds for the defence, protection, indemnification, or advantage of companies or others, for any exhibition and for the promotion of or opposition to any bill in Parliament or State Legislature or any like purpose.
18. To carry on any other business (whether services or otherwise) which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly to enhance the value of or render profitable any of the Company's property or rights.



19. To carry on in any place or places in the world any trade or business, whether manufacturing or otherwise, subsidiary or auxiliary to, or which can be conveniently carried on in connection with any of the Company's objects: and to establish and maintain any agencies in any part of the world for the conduct of the business of the Company, or for the sale of any materials or things for the time being at the disposal of the Company for sale; and to advertise and adopt means of making known all or any of the manufacture, products or goods of the Company, or any articles or goods traded or dealt in by the Company in any way that may be thought advisable, including the posting of the bills in relation thereto, and the issue of circulars, books, pamphlets and price lists, and the conducting of competitions, and the giving of prizes, rewards and donations but not by way of lottery.
20. To be interested in, promote, and undertake the formation and establishment of such institutions, businesses, companies (industrial, agricultural, trading, manufacturing or other) as may be considered to be conducive to the profit and interest of the Company; and to carry on any other business (industrial, agricultural, trading, manufacturing or other) which may seem to the Company capable of being conveniently carried on in connection with any of the objects or otherwise calculated directly or indirectly to render any of the Company's property or rights for the time being profitable; and also to acquire, promote, aid, foster, subsidise or acquire interests in any industry or undertaking in any country whatsoever.
21. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company, carrying on any business which the Company is authorised to carry on or possess property or rights suitable for any of the purposes of the Company, and to purchase, acquire, sell and deal in property of any such person, firm or company and to conduct, make or carry into effect any arrangements in regard to the winding up of the business of any person, firm or company, association or society.
22. To enter into partnership or into any agreement for sharing profits, union of interest, reciprocal concession, amalgamation or co-operation with any corporation or company carrying on or about to carry on or engage in any business or transaction capable of being conducted so as directly or indirectly to benefit this Company and to take or otherwise acquire and hold shares or stocks in or securities of, and to subsidise or otherwise assist any such Company and to sell, hold, reissue, with or without guarantee or promote any other company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company.
23. To apply for, promote and obtain the incorporation, registration, or other recognition of the Company in any 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, British, Colonial or foreign for any acts of Parliament, laws, decrees, concessions, orders,



rights or privileges that may seem conducive to the Company's objects or any of them and to oppose by lawful means any proceedings or application which may seem calculated directly or indirectly to prejudice the Company's interest.

24. To improve, manage, work, develop, lease, mortgage, abandon or otherwise deal with all or any part of the property, rights and concessions of the Company.
25. To create any Depreciation Fund, Reserve Fund, Sinking Fund, Insurance Fund, or any other special fund, whether for repairing, improving, extending or maintaining any of the property of the Company, or for any other purpose conducive to the interests of the Company.
26. To provide for the welfare of Managing Directors, Directors and the employees or ex-Managing Directors, ex-Directors, ex-employees of the Company and the wives, widows and families or the dependents in connection with such persons, by building or contributing to the building of houses, dwellings or chawls, or by grants of money, pension, providing insurance, allowance, bonus or other payments or by creating and from time to time subscribing or contributing to provident or other association, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit, and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions, associations and objects which shall have any moral or other claim to support or aid by the Company either by reason of locality of operation or of public and general utility otherwise.
27. Subject to Section 78 of the Companies Act, 1956 and the Companies (Transfer of Profits to Reserve) Rules, 1975, to place to reserve or to distribute as dividends or bonus among the members, or otherwise to apply as the Company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at a premium by the Company, and moneys received in respect of dividends acquired on forfeited shares and moneys arising from the sale by the Company of forfeited shares or from unclaimed dividends.
28. To adopt such means of making known the products or business carried on by the Company as may be deemed expedient and in particular by advertising in the press, by circular and slides or purchase or exhibition of works of art and interest and publication of books and periodicals and by granting prizes, awards and donations.
29. To do all or any of the above things in any part of the Union of India and of the world and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents, or otherwise and either alone or in conjunction with others.
30. To negotiate and/or enter into agreements and contracts with individuals, companies, corporations and such other organizations, foreign or India, for



obtaining or providing technical, financial or any other assistance for carrying out all or any of the objects of Company and also for the purpose of activating, research development of manufacturing projects on the basis of know-how and/or financial participation and for technical collaboration and to acquire or provide necessary formulae and patent rights for furthering the main objects of the Company.

31. To accept stock or shares in or debentures, mortgage debentures or such other securities of any other such company having objects altogether similar in part those of this company in return for any services rendered or for any sale made to or debt owing from such company in connection with the main business of the Company.
32. To apply for, purchase or otherwise, acquire any patents, brevets the invention, licenses and concessions conferring any exclusive or non-exclusive or limited rights to use any secret or such other information as to any invention which may seem capable of being used for any of 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 in respect of or otherwise turn to account the property rights or information so acquired.
33. To acquire, all machineries, plants, stocks-in-trade, trademarks and such other movable and immovable properties of all description, to achieve any of the main objects of the Company.
34. To acquire by concession, grant, purchase, barter, lease, license or otherwise' lands buildings and/or machinery, farms, water-rights and other works, privileges rights and hereditaments of all types in connection with main business of the company.
35. To erect upon the lands belonging to the Company and upon any other such lands or property which may be taken on lease or license by the company, factories buildings, houses and erection as may be required for carrying out the objects of the company and, in particulars, equip the said buildings and/or factories with machinery in connection with the main business of the company.
36. To improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of or turn to account or otherwise deal with all or any of the part of the property and rights of the Company.
37. To pay for any lands and immovable property or property or assets of any kind acquired by the Company or for any services rendered or to be rendered to the Company and to pay or discharges any consideration to be paid or given by the Company in case or in shares whether fully paid-up or partly paid-up in debentures or debenture stock or obligations of the Company, or partly in one and partly in another with power to issue any shares either as fully paid-up or partly paid-up for such purposes.
38. To enter into any contracts, agreements with any Government or Governmental Authority, municipal, Revenue, Local or otherwise, which may seem conducive to



any of objects of the Company and obtain from any such Government or Authority any rights, privileges, and concessions which may appears desirable to be obtained and to catty out, exercise and comply with any such arrangements, rights, privileges and concessions.

39. To purchase, take on lease, or otherwise acquire in the Union of India or elsewhere any real of personal property estates, plantations and other such lands of freehold, leasehold or such other tenure of all types for the purposed of the company's business.
40. Subject to Sections 230 to 232 of the Companies Act, 2013, to enter into partnership or any agreements for sharing profits, union of interest, reciprocal concession, amalgamation or co-operation with any person or persons, corporation or company, carrying on or about to carry on, or engage in any business or transaction which this Company is authorized to carry on or to engage in any business or transaction capable of being conducted so as to benefit this Company, directly or indirectly and to take or otherwise acquire and hold stocks or securities and to subsidies or otherwise assist any such company and to sell, hold, reissue with or without guarantee or otherwise deal with such shares of securities, and to form, constitute or promote any other company or companies for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other such purpose which may seem directly or indirectly calculated to benefit the Company.
41. Subject to Sec. 67 of the Companies Act, 2013, to invest in other than investment in Company's own shares and deal with the moneys of the Company not immediately required in any scheduled banks or in trust, securities or deposit on interest with any body corporate/individual/firm or in such other manner as is beneficial to the Company.
42. To draw, accept, endorse or negotiate promissory notes, bills of exchange or such other negotiable instruments of all types' drafts, charter parties, bills of lading and warrants of all kinds.
43. Subject to Sections 230 to 232 of the Act, 2013 to amalgamate with or dispose of or exchange any of the businesses or undertakings, properties or rights of the Company in consideration of shares, debentures, or such other securities of all types and to enter into any agreement or arrangements with other such companies or firms or individuals for joint working in businesses or for sharing profits in any other such company, firm or person if such acts are advantageous to this company.

To dispose of, transfer, exchange, and lease, mortgage all business, undertaking, properties or rights of the company or any part thereof for any consideration which the Company may deem fit to accept in connection with its main business.

44. To make pecuniary grants by way of donations, subscriptions, allowances, gratuity, guarantee or otherwise to or for the benefit to persons who are or have been employed by the Company widows, orphans and dependents of any such persons.



45. Subject to section 181 of the Companies Act 2013, to subscribe, contribute or guarantee money for any national, charitable, benevolent, public, general or useful object or funds of for any exhibition.
46. 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.
47. To establish and support or provide aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of the Company or its predecessors in business or the dependents or relations of such persons and to grant pensions and allowances and to make payments towards insurances.
48. To take up the management of any Company situated in the Union of India engaged in similar business for furthering the main objects of the Company.
49. To procure the Company to be registered, legalized, domiciled or recognized in any country or place and to procure its incorporation in a like character as a society or otherwise in any country or place and to carry on all or any portion of its business or objects in any county or place.
50. To pay all or any costs, charges or expenses, whatsoever preliminary, incidental or relating to the promotion, formation, registration or establishment to 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 share debenture stocks or securities or obtaining or assisting or to obtain a 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 such other company and to charge any payment of remuneration or expenses capital or revenue account.
51. To lay out, advance, invest and deal with the Company's money with such persons or companies and in or upon such investment or securities in such manner as may be expedient.
52. To vest any movable or immovable property, rights or interests acquired by or received or belonging to the Company in any person or person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
53. To purchase or otherwise acquire, construct, carry out, equip, maintain, alter, improve, develop, manage, work, sell, let on hire, deal in control, and superintend any factories, plants, warehouses, workshops, sheds, dwellings, offices, shops, stores, buildings, telephones, electric and gas works, power plants, Road ways,



railways, bridges, reservoirs, water houses, all kind of works, machinery apparatus, labour lines and houses, wharves, furnaces, crushing work and such other works and conveniences which may seem calculated directly or indirectly to advance the interests of the Company and to join with any other such person or Company in doing any of these operations.

54. Subject to Section 66 of the Companies Act, 2013, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up; provided that no distribution amounting to a reduction of capital shall be made except in accordance with the provisions of the Companies Act, 2013.
55. To distribute the profits of the Company as dividend (including interim dividend) or bonus among the members, or to place the same to reserve, or otherwise apply them, as the Company may from time to time think fit, in accordance with the provisions of the Companies Act, 2013; and to apply any moneys received by way of premium on shares or debentures, or from forfeited shares, only for such purposes as are permitted under the said Act.
56. To employ agents or experts to investigate and examine into the condition, prospects value character and circumstance of any business concerns and undertaking and of any assets, properties or rights which the Company propose to acquire.
57. To create any reserve fund, sinking fund, insurance fund or any other such special fund 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 interests of the Company
58. To send out to foreign countries, its directors, employees or any other such person or persons for investigating possibilities of any business.
59. To agree to refer to arbitration any dispute, present or future, between the Company and any other Company, Firm, individual or any such other body and to submit the same to arbitration in India or abroad either in accordance with India or any foreign systems of law.
60. To appoint agents, sub-agents, dealers, managers, canvassers or representatives for transacting all or any of the business which this company is authorized to carry on and to constitute agencies of the Company in India or any other country to establish office and agencies in different parts of the word.
61. To do all or any of the above things in any part of the world as principals, agent's contactors, trustees of otherwise either alone or in conjunction with others and either by or through agents.

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62. To take all such other steps and to do all other such acts as any be necessary, incidental or conducive or convenient to the attainment of the main objects or any of them.
63. Subject to Sections 73, 179 and other applicable provisions of the Companies Act, 2013, the rules made thereunder, and the Directions and Guidelines issued by the Reserve Bank of India from time to time, to accept deposits, where permitted by law, and to issue fixed deposit receipts, promissory notes or such other instruments in relation thereto, and to pay interest thereon, provided that the Company shall not accept public deposits unless specifically authorized under the applicable laws.
64. To carry on business as house, land and estate agents, and to arrange or undertake the sale, purchase of advertise for sale or purchase, assist in selling or purchasing and find or introduce purchasers or vendors of and to manage lands, buildings and other property, whether belonging to the company or not and to let and portion of any premises for residential, trade or business purposes, or other private or public purposes and to collect rent and income and to supply to tenants and occupiers and others refreshments, club, public halls, messengers, electric conveniences, garages and such other advantages thereof.
65. To promote companies, associations with or without limit liability and to take or otherwise acquire and hold shares and debentures in such; company or association or any other company carrying on business in India or elsewhere, whether promoted by this Company or not and to appoint any director, trustee, accountant or agent.
66. To carry on the business of general merchants.
67. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of the national economy and for discharging what the Directors may consider to be social and moral responsibility of the Company to the public or any section of the public as also any activity which the Directors consider likely too promoter national welfare or social, economic and moral uplift of the public or any section of the public in such manner as the directors may think fit.
68. To undertake, carry out, promote sponsor rural development comprising any programmed for the betterment of people in any rural area with a view to promote the social and economic status of the masses in those areas and to incur any expenditure on ant rural development programmed and to assist execution and promotion there of whether directly or indirectly or in any other such manner of all type and to transfer with or without consideration or at concessional value and divert to ownership of any property of the Company in favor of any public body or institution of trust engaged in the execution \of rural development programmers as approved by the Central Government or state or any other appropriate authority related thereof.



69. To carry on and undertake the business of finance, hire purchase, leasing and investment Company.
4. The liability of the members is limited to the amount unpaid, if any, on the shares held by them
5. The Authorized Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

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We, the several persons, whose names and addresses are subscribed below 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:-

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For Parnami

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Sr. No.	Name, Addresses Occupation and Description of subscribers	Number of Equity Shares taken by each Subscriber	Signature of subscriber	Signature of witness with address, description and occupation
1.	Dwarka Dass Parnami S/o Shri Gurbaksh Lal 498, Rattan Garden, Parnami Bhawan, Gurgaon (Business)	100 (One Hundred)	Sd/-	I Witness the signature of both the subscriptions Who have signed in my presence at Gurgaon Sd/- (VINOD ARORA) Chartered Accountant, M. No 81101 S/o Sh. B. D. Arora 857, Sector 14, Gurgaon
2.	Tribhawan Kumar Parnami S/o Shri Dwarka Dass Parnami House, 498, Rattan Garden, Gurgaon (Business)	100 (One Hundred)	Sd/-	
	Total	200 (Two Hundred)		

Place Gurgaon

Date: 1st June, 1993

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For Parnami Credits Limited

Rabindranath
Managing Director

" Altered vide Ordinary resolution passed by the shareholders of the company in their Extra Ordinary General Meeting held on March 10, 2018.

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[Signature]

