



प्रारूप 1  
पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U63030TN2008PTC065905

2007 - 2008

मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स

NTC Logistics Private Limited

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के अंतर्गत आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक एक जनवरी दो हजार आठ को मेरे हस्ताक्षर से चैन्नई में जारी किया जाता है।

Form 1

Certificate of Incorporation

Corporate Identity Number : U63030TN2008PTC065905

2007 - 2008

I hereby certify that NTC Logistics Private Limited is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given under my hand at Chennai this First day of January Two Thousand Eight.



(KANNAN M.)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies

तमिलनाडु, चैन्नई, अंदमान और निकोबार द्वीप

Tamil Nadu, Chennai, Andaman and Nicobar Islands

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

NTC Logistics Private Limited

NEW NO.39, OLD NO.18, LINGHI CHETTY STREET, FIRST FLOOR,

CHENNAI - 600001,

Tamil Nadu, INDIA

**THE COMPANIES ACT, 1956**  
**(Company Limited by Shares)**

**MEMORANDUM OF ASSOCIATION**  
**OF**  
**NTC Logistics Private Limited**

- I. The name of the Company is **NTC Logistics Private Limited**
- II. The Registered office of the Company will be situated in the State of Tamil Nadu.
- 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 of providing consultancy services in developing, establishing, running, managing, operating logistics services and transportation services in India and management for collection and delivering on its own arrangements or through representatives or agents, any documents, goods, articles or things on behalf of customers from one place to another place in India or abroad.
    2. To act as agents, concessionaire, franchisers, booking agents for all types of logistics services.
    3. To carry on the business of Warehousing and storage of goods and also containers either by owning the Container Freight Station or taking on lease including all required equipments and related activities.
  - B. **OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:**
    1. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on any similar business, which this company is authorized to carry on and finds suitable for the purposes of its objects.
    2. To establish branches and agencies throughout India and abroad and to run the same for the business of the company.



3. To purchase, take on lease, hire or otherwise acquire any movable or immovable property, patents, trade marks, rights, privileges, designs, goodwill, devices, licenses and/or other privileges which the company may think necessary or convenient for the business and/or to construct, maintain and/or alter any building works, plants or premises.
4. To buy or otherwise acquire, erect, construct, analyze, demolish and rebuild and maintain any lands, buildings, work structures and offices and to borrow money for that purpose with or without giving any securities, charge or mortgage or pledge of all or any of the properties of the company.
5. Subject to the provisions of the Companies Act, 1956, and directions issued by Reserve Bank of India, to receive money on deposits or loan and borrow or raise money in such manner as the company may think fit, and in 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 assignments or otherwise or to transfer or to convey the same absolutely or in trust and to give the lenders the power of sale of all items except uncalled capital and other powers as may seem expedient; but the company will not carry on any banking business within the meaning of Banking Regulations Act, 1949.
6. To open any account or accounts with any Bank or Banks as the Board may decide and to appoint or authorize any person to draw, make, accept endorse, discount, execute, issue and/or otherwise issue and deal in hundies, promissory notes, bills of exchange, cheques, demand drafts, orders, bills of lading, warrant, documents of title and other negotiable instruments.
7. To invest and deal with the money of the company not immediately required upon such securities and in such manner, as may from time to time be determined.
8. To lend and advance money or give credit to individuals or companies or other concerns and on such terms as may seem beneficial and in particular to customers and others having dealings with the company by providing short term money, venture capital, inter-corporate loans and deposits and badla finance against share and securities.
9. To promote any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this company.

10. To insure all or any of the properties or assets of the company of whatsoever nature against any risk whatsoever and to issue against any loss, damages, risk and liabilities of any kind, to guarantee or become liable for the payment of any money or for the due performance and discharge of any duties and obligations.
11. To undertake and execute any Trustee which may be considered beneficial to the company directly or indirectly.
12. To pay all costs, charges and expenses, preliminary and incidental to the promotion, formation, registration and establishment of this company and any other concern promoted by this company.
13. To remunerate any person, firm or company for services rendered. or to be rendered for formation or promotion of the company or acquisition of the property by the company or the conduct of its business, whether by cash or by allotments to them of shares or securities of the company, credited as paid up in full or part.
14. To sell or dispose of the undertaking, property and assets of the company or any part thereof, in such manner and for such consideration as the company may think fit and in particular for such shares, whether fully or partly paid up, debentures or securities of any other company, having objects altogether or in part similar to those of this company.
15. To enter into any arrangements with any Government Authorities, Municipal, local or otherwise that may seem conducive to the company's objects or any of them and to obtain from any such Government authority any rights, privileges and concessions which the company may deem desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
16. To let out on hire all or any of the property of the company whether movable or immovable including any apparatus or appliances of every description and rights and concessions and assets of the company or any part thereof.
17. To enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture, reciprocal concession or otherwise, with any person or company carrying on or engaged in or about to carry on or engage in any business transaction which this company is authorized to carry on and to take or otherwise acquire shares and securities of any such company and to sell, hold, re-issue with or without guarantee or otherwise deal with the same.



18. To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this company.
19. To enable the company to get recognized in any state or place in India or in any foreign country.
20. To promote freedom of contract and to resist issue against contract and discourage interference therewith and to subscribe to any association of funds for any such purposes.
21. To pay for any business, property or right acquired or agreed to be acquired by the company and to remunerate any person or company and generally to satisfy any obligation of the company by cash payment or by the issue, allotment or transfer of shares of this company or any other company credited as fully or partly paid up or debentures or other securities of this or any other company.
22. To advance, deposit and lend money, securities, property (not amounting to the business of banking as defined under the Banking Regulations Act, 1949) to or with such persons, Firms or bodies corporate as company think fit and in particular to customers and other having dealings with the company and in such terms that may seem expedient and to discount, buy, sell and deal in bills, notes, warrants, coupons and other negotiable or transferable securities or documents and to guarantee the performance of any contract by and such person.
23. To communicate with the chamber of commerce and other mercantile and public bodies throughout the world and concert and promote measures for the protection of the trade, industries and persons engaged therein.
24. To establish and equip facilities for undertaking any research in relation to the general objects of the company.
25. In the event of the company being wound-up to distribute any of the property of the company in specie among the members, subject to the provisions of the Companies Act, 1956.
26. To obtain any order or Act of Legislative or Parliament for enabling the company to obtain any powers and authorities necessary or expedient to carry out or extend any of the objects of the company or for any other purpose which may seem expedient or to oppose any

proceedings or applications which seem calculated directly or indirectly to prejudice the company's interest.

27. To make donations for any purpose conducive to the objects of the company or in public interest.
28. To establish or support associations, institutions, schools, hospitals, clubs, funds and trusts which may be considered beneficial to any employees of the company or the dependents of any such person
29. To get affiliated to any one or more Stock Brokers / Members of any one or more stock / Commodity exchanges.

**C. THE OTHER OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE:**

1. To provide custodial and depository services for securities.
2. To offer the services of getting the shares/ stocks / commodities transferred in the name of investing public and to conduct seminars, workshops, education programmes, training camps on investment in shares/ stocks/ commodities.
3. To carry on the business as clearing, forwarding and shipping agents.
4. To carry on the business of moneychangers and to deal in foreign exchanges as authorized dealers in cash, traveler's cheques or in any other form.
5. To undertake trading / dealing in foreign exchange in all markets, both domestic and international and to conduct any other activities related to these markets.
6. To carry on business as market makers investment and finance brokers, agents for Unit Trust of India and Units of all mutual funds, whether promoted by banks or insurance companies or any other reputed organization, to act as agents for securities, bonds, certificates, issued by Central and state Governments.
7. To search, prospect, win, work, get, raise, quarry, smelt, refine, dress, manufacture, manipulate, convert make merchantable, sell, buy, import, export or otherwise deal in Iron ore, metalliferous ores, granites, stone and substances.



8. To draw, design, buy, sell, manufacture, repair, service, improve, erect, exchange, import, export, deal, manipulate, machine all kinds and classes of wires, cables, ropes and cords including high tensile steel wires, wire ropes, mild steel wires, spring wires, cables and conductors.
9. To carry on the business of networking, consulting, internet, intranet, Electronic Mail and all other value added tele-communication developing, processing, importing, exporting and otherwise, dealing in computer software including web software, computer hardware, computer and communication products, communication system, artificial intelligence and information technology, to establish, own and operate data processing centers, computer education centers.
10. To provide consultancy and technical know-how for computer systems for applications involving development implementation and maintenance of software, computer hardware and peripherals, electronic products, bio-medical equipments, communication equipments and other accessories and to render services like electronic data processing, preparation of project reports and surveys and analysis for implementation of projects.
11. To carry on the business of Business Process Outsourcing, Information Technology enabled services/ Information Technology Services, Call Center projects and facility management.
12. To carry on the business of manufacturers, assemblers, fabricators of all kinds of electric lamps including gas field lamps, electric discharge tubes, luminous electrical signs, devices, ornamental and decorative work, electrical, mechanical and other advertising signs for electrical and other illumination work and wires for wireless signaling, lighting, heating, motive power, cable lines, power stations, exchanges, accumulators, dynamos, switching, regulating, controlling and signaling apparatus.
13. To carry on all kinds of agency business and to take part in the supervision or control of the business or operation of any other company, association, firm or person and to act as the agent, secretaries, or other officers of any such company, association, firm or person and in connection therewith to appoint and remunerate any directors, accountants and other experts or agents.
14. To carry on and conduct workshops, engineering works of every description and kind and foundries of iron and steel brass and other metals and wood.
15. To do all types of Interior decoration work, repair, fabrication, processing work according to customer's specifications in furnishing the buildings commercial or residential.
16. To purchase, sell, import, export, treat, dye and finish all types of skins, leather and hides.



17. To carry on the business of import and export of all merchandise and to act as agents, stockist, distributors for firms and companies in India and abroad, and to obtain recognition as an export house or canalizing agency for imports.
18. To deal in, manage, purchase or otherwise acquire and sell, dispose of, import, export, exchange, hold and deal in diamonds, gems, stones, jewellery, bullion, precious metals, precious stones, pearls, coins, cups, medals, valuables, shields, curios articles of value, art and antiques.
19. To manufacture, buy, sell, import, export, alter, improve, manipulate, prepare for market and/or otherwise deal in laminated safety glass-curved or flat, toughened glass-curved or flat and all kinds of automobile glass, sheet, float and plate glass, leveled and unlevelled silvered sheet and plate glass, glass insulating units, glass wool, fibre glass, glass bricks, welding glass, colored glass, signal glass, decorative glass, icy-flowered glass and glass of all types, acrylic plastic sheets, glass doors and fittings.
20. To buy, sell, import, export, manufacture or otherwise carry on the business of printers, stationers, lithographers, type-founders, stereo-typers, electro-typers, photographic printers, photolithographers, chromolithographers, engravers die-sinkers, bookbinders, designers, draughts men, book-sellers and publishers.
21. To purchase, sell, import, export, repair, hire, let out on hire, alter, exchange, manufacture or otherwise deal all sorts of refrigerators, air-conditioners, room coolers, desert coolers, washing machines, Iron presses, geysers, mixers, toasters, transformers, televisions, radio electric motors, electric appliances of all kinds and descriptions.
22. To cultivate, grow, produce or deal in any agricultural, vegetable, fruits and fruit products, and to carry on all or any of the business of farmers, dairymen, milk contractors, dairy farmers, millers, surveyors and vendors of milk and milk products, condensed milk and power milk, cream, cheese, butter, poultry, fruits, vegetables, cash crops and provisions of all kinds, growers of and dealers in corn, hay and straw, seed man, nursery inclusive of staple foods and medicinal preparations from milk, vegetable and animal products.
23. To carry on the profession of consultants on managements, employment, engineering, industrial and technical matters to industry and business and to act as employment agents.
24. To manufacture and deal in all types of drugs, medicines, pharmaceuticals, chemicals and colours used in drugs, medicines, and pharmaceuticals.
25. To buy, sell, acquire, construct, manage, improve, maintain, take on lease or promote the establishment of hospitals, nursing homes,



clinics, dispensaries, health clinics, scan centers, X-ray clinics, centers for medical or other kind of care in India and elsewhere.

26. To carry on business as manufacturers of and dealers in plywood, hardwood and blocks for flooring and other purposes, boxes, windows, doors, wood-pulp, wood, wool, masts, spars, derricks, sleepers wholly or partly made from wood, bricks, cement or stone.
27. To carry on the business of manufacturers or dealers in pulp and paper of all kinds, and articles made from paper or pulp and materials used in the manufacture or treatment of paper, including cardboard, mill boards and oil papers and packing cartons and newsprints and photographic raw films.
28. To import from abroad machinery of all types for erection and installation of the same in all categories of Commercial / Industrial Undertakings, Educational Institutions, all types of organizations / Business Houses.
29. To import teak wood and establish, run, maintain, acquire on lease and export the finished products to other parts of the world and for that purpose to sow, nurture and perform other related activities in relation to teak woods including running, maintaining of saw mill.

**IV. The liability of the members is limited.**

<sup>1</sup>V. The Authorized share capital of the Company is Rs.60,00,000 (Rupees Sixty Lakhs only) divided into 600000 (Six Lakhs) Equity Shares of Rs.10/-(Rupees Ten) each with such rights, privileges and conditions attached thereto as may be determined by the General Meeting at the time of issue. The company has and shall always have the power to divide the share capital from time to time and to vary, modify and abrogate any rights, privileges or conditions attached to the shares in such manner as may for the time being provided in the regulations of the company.

**FOOT NOTE:-**

1. Amended by way of EGM held on 1<sup>st</sup> April 2011.

- I. 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 to our respective names.

Sl. No.	Signature, Name, Address, Occupation and Description of Subscribers	No. of Shares taken by each subscriber	Signature, Name, Address, Occupation and Description of Witness
1	Sd/- K. CHANDRAMOHAN S/O. P. KANDASAMY 507, PREMIER APPTS, 42, PERAMBUR HIGH ROAD, PERAMBUR CHENNAI -12 BUSINESS	6000 Six thousand	Witness to signature 1 & 2 below Sd/- S.SRIRAM S/o. R. SUBRAMANIAM NO.28, TANK BUND ROAD, NUNGAMBAKKAM CHENNAI -34  CHARTERED ACCOUNTANT M.NO.200563
2.	Sd/- N.THILLAIARASAN S/O. V.NATARAJAN 507, PREMIER APPTS, 42, PERAMBUR HIGH ROAD, PERAMBUR CHENNAI -12 BUSINESS	4000 Four thousand	
	Total	10000( Ten	Thousand equity shares)

Place: Chennai

Dated : 15/12/2007