

**The Companies Act
(Company Limited by Shares)**



**MEMORANDUM
AND
ARTICLES
OF ASSOCIATION
OF**



**GSSL MARKETING
PRIVATE LIMITED**

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, पंजाब एवं चण्डीगड

कम्पनी अधिनियम, 1956 की धारा 18 (1) (क)

उद्देश्य-खंडों में परिवर्तन की पुष्टि हेतु विशेष विनिश्चय के पंजीकरण का प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U52599PB2008PTC032497

मैसर्स GSSL MARKETING PRIVATE LIMITED

के अंशधारकों ने दिनांक 16/12/2013 को आयोजित की गई वार्षिक / असाधारण बैठक में एक विशेष विनिश्चय पारित करके कम्पनी अधिनियम, 1956 (1956 का 1) की धारा 18 (1) का अनुपालन करते हुए अपने संगम-ज्ञापन के प्रावधानों में परिवर्तन कर लिया है।

मैं, एतद्वारा सत्यापित करता हूँ कि उक्त विशेष विनिश्चय की प्रतिलिपि, यथा परिवर्तित संगम-ज्ञापन के साथ, आज पंजीकृत कर ली गई है।

चण्डीगड में यह प्रमाण-पत्र, आज दिनांक तीन जनवरी दो हजार चौदह को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, Punjab and Chandigarh

SECTION 18(1)(A) OF THE COMPANIES ACT, 1956

Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)

Corporate Identity Number : U52599PB2008PTC032497

The share holders of M/s GSSL MARKETING PRIVATE LIMITED having passed Special Resolution in the Annual/Extra Ordinary General Meeting held on 16/12/2013 altered the provisions of its Memorandum of Association with respect to its objects and complied with the Section (18)(1) of the Companies Act, 1956 (No. 1 of 1956).

I hereby certify that the said Special Resolution together with the copy of the Memorandum of Association as altered has this day been registered.

Given at Chandigarh this Third day of January Two Thousand Fourteen.

Signature valid
16/01/2014

Registrar of Companies, Punjab and Chandigarh

कम्पनी रजिस्ट्रार, पंजाब एवं चण्डीगड

*Note: The corresponding form has been approved by Reshma R Kurup, Registrar of Companies and this certificate has been digitally signed by the Registrar through a system generated digital signature under rule 5(2) of the Companies (Electronic Filing and Authentication of Documents) Rules, 2006.

The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

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

GSSL MARKETING PRIVATE LIMITED
GF-188, SURYA ENCLAVE,
JALANDHAR - 144001,
Punjab, INDIA



The Companies Act, 1956
(Company Limited by Shares)
Memorandum of Association
Of

GSSL MARKETING PRIVATE LIMITED

- I. The name of the Company is **GSSL MARKETING PRIVATE LIMITED**.
- II. The Registered Office of the Company will be situated in the State of **PUNJAB**.
- III. The objects for which the Company is established are:
 - A. THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
 1. To carry on in India or elsewhere the business of trading, marketing, supplying and dealing in direct selling of all kinds of durable, consumable and other products and all kinds of goods, products, commodities and services including electrical and electronic goods, articles, accessories, cosmetics, apparels, spare parts, ingredients, chemicals, devices, tools, dies, raw material, by-products, semi finished products, appliances etc.
 - B. THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:**
 1. To provide services related to package tour operators, tour operators, travel agents, railway ticket booking agents, airlines ticket booking agents including domestic and international bookings Restricted Money changer..
 2. To acquire and undertake all or any part of business, property liabilities and rights of any person, firm, or company carrying on any business which this Company is authorized to carry on or to be possessed of property suitable for the purpose of the Company.
 3. To enter into any arrangements with Government or authorities, (supreme, local municipal or otherwise) that may seem conducive to Company's objects or any of them and to obtain from any such Government or authority all rights, concessions and privileges, which the Company may think desirable to obtain in connection with its business and to carry out, exercise and comply with any such arrangement, rights, privileges and concessions.
 4. To design, develop, alter, exchange, deal either as principal agents, let on hire, import or export technical, know how, machinery, assembling, components and such other parts specified above and ancillaries thereof.
 5. To institute, conduct, defend, compound, compromise any legal proceedings against or by the Company.
 6. To remunerate any person, firm or Company for services rendered or to be rendered in the acquisition of property by the Company or conduct of its business.
 7. Generally to purchase or taking on lease, or in exchange, hire or otherwise acquire any moveable or immovable property and any rights or privileges which the Company may think necessary or convenient with reference to any of these objects and capable of being profitable dealt with in connection with and of the company's property or rights, for the time being.
 8. To sell, improve, manage, develop exchange, lease, mortgage, dispose off or otherwise deal in all or any part of the property and rights of the Company.
 9. To open account or accounts with any individual, firm or company or with any Bank or Bankers, Financial institution or shroffs and to pay into and withdraw money from such account.
 10. To distribute as dividend or bonus, among the members or to place to reserve or otherwise to apply as the company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the company and money arising from the sale by the company of forfeited shares.

11. To guarantee the performance of any contracts or obligations of and the payment of money unsecured of and interest on any debenture, stock or securities of any company, corporation, firm or persons in any case in which such guarantee may be considered likely directly or indirectly to further the main objects of the company and notice the above context to act as securities.
12. To lend money, either with or without security, generally to such persons and upon such terms and conditions as the company may think fit in connection with its business and also invest the money of the company not immediately required in such manner as from time to time may be determined provided that the company shall not carry on the business of banking in such manner as defined under the Banking Regulations Act, 1949.
13. To borrow from any state financial corporations, banks, Companies firms or other financial institutions any terms loans or other sums on such security and other charges as stipulated by the financial corporation or banks with mortgage on all or any property of the company whether present or future or both.
14. To adopt such means of making known the products of the company as may deem expedient and in particular by advertising in the press, by circular, by purchase and exhibition of works of art or interest, by publications of books and periodicals and by granting prizes, rewards and dominations.
15. To take interest and promote and undertake the formation and establishment of such institutions and companies as may be considered to be conducive to the interest of the company and also to promote subsidiaries.
16. To employ/acquire technical experts, technocrats, consultants, engineers, mechanics, foremen, skilled and un skilled labors for the business of the company.
17. To amalgamate with or take any other company or companies having objects altogether or in part similar to those of this company.
18. To produce the registration or other recognition of company in any country, state or place and to establish and to regulate agency 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, Indian or foreign for any Acts or Parliament Laws, objects or any of them and to oppose any proceedings or applications which may seems calculated directly/directly/indirectly or to prejudice company's interest.
19. To do all or any of the company's business as principals, agents or the business as representative of any persons, firm, company or corporation, having business or objects, all altogether or in parts similar to those of this company and to carry on the business of the company with foreign collaboration on terms and conditions subject to law governing the same.
20. To take such steps as may be necessary to give the Company the same rights or privileges in any part of the world as are possessed by local companies or concerns of a similar nature.
21. Subject to the directives of the Reserve Bank of India and Provisions of section 58A and 292 of the Companies Act, 1956 and the rules made thereunder, to borrow or raise money or receive money on deposit or loan on interest or otherwise in such manner as the company may think and in particular by the issue of debenture stock (Perpetual or otherwise) whether convertible or not, into the shares of the company and to secure the repayment of any such money borrowed, raised or received or owing by mortgage, pledge charge or lien upon all or any of the property, assets or revenue of the company (both present and future) including its uncalled capital and to give to the creditors the power of safe and other powers as may deem expedient and to purchase redeem or pay of any such securities and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company in connection with its business provided that the company shall not carry on banking business as defined in Banking Regulations Act, 1949.

22. OTHER OBJECTS

- (i) To start and carry on the business of to operate a Multi Level Marketing or Net Work Marketing (within India or abroad) as non store retail sale either through direct buying and selling.

IV. The liability of the members is limited.

- V. The Authorised Share Capital of the Company is Rs. 1, 00,000/- (Rupees One Lac only) divided into 1000 (One Thousand) Equity shares of Rs. 100/- (Rupees One Hundred only)**

We the several persons, whose names and addresses and description are subscribed hereto, are desirous of being formed into a Company in pursuance this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company as set opposites our respective names:

Sr. No.	Name, Addresses, Description and Occupation of Subscribers	Number of Equity Shares taken by each Subscriber	Signature of Subscribers	Name and Address, Description, Occupation and Signature of the witness
1.	SATISH KUMAR S/o Sh. Pishori Lal Vill. Sultanpur, R/o 133-Sodal Road, Jalandhar (Business)	500 (Five Hundred)	Sd/-	I hereby witness to all the subscribers who have signed in my presence
2.	MANOJ KUMAR S/o Sh. Chaman Lal R/o House No. 252, Street No. 5, Jagat Pura, Hoshiarpur (Business)	500 (Five Hundred)	Sd/-	Sd/- (RAJESH KAKKAR) Chartered Accountant 6, Dashmesh Market, Garha Road, Jalandhar Phone: 98155-42910 0181-4614910
	Total	1000 (One Thousand Only)		