

COMPANY ACT, 2013

SCHEDULE I (TABLE A)

MEMORENDUM OF ASSOCIATION

OF

GLISTER EDUVERSITY PRIVATE LIMITED

(COMPANY LIMITED BY SHARE)

- 1. The Name of the Company is Glister Eduversity Private Limited**
- 2. The registered office of the company will be situated in the state of Uttar Pradesh.**
- 3. (a) The objects to be pursued by the company on its incorporation are:**

1. Carrying out the activities of skill development for unemployed people and for the same the company may Tie-up with various central ministry, central government, and MSDE.
2. Company will make branch in all over India and carried out the training program to skilled the Indian youth and providing certificate to candidate.
3. Company will organize assessment tests and interview on larger scale and will dedicated to eradicate the problem of unemployment in India by 2030.
4. Company will establish the career guidance center and assessment center in all over India for engineering, management and medical students.
5. Company will promote the professional courses and for the same company will tie-up with colleges.
6. To plan and execute training of trainers and to promote academics of excellence.
7. To open Sector Specific subsidiary company for standardizing the affiliation and accreditation process.
8. To coordinate participation of social partners, employers in the private sector, training providers, professional societies and NGOs/civil society groups in the process of skill development for the Sector.
9. To identify the skill development needs of the Sector, review international trends in Sector skill development and identify Sector skill gaps and technology.
10. To do and undertake the task of educational and vocational skill upgrade for the Sector.

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

1. To participate in the affiliation, accreditation, examination and certification..
2. To facilitate and assist the Appropriate Governmental Authority and Ministry of Skill Development and Entrepreneurship (MSDE) in strengthening the existing vocational education system for skill development in the Sector and to collaborate in upgrading vocational training system in the Sector, in line with requirements to achieve global standards in manpower productivity.
3. To employ / engage / take on deputation from other organizations including Appropriate Governmental Authority/MSDE, temporarily or in regular employment, such professionals, skilled workers, technical advisors, consultants, managers or other persons in order to provide valuable inputs to further the objects of the National Skill Development Policy, 2009, issued by the Ministry of Labour and that of the Company and to pay them such remuneration as may be considered expedient and commensurate with the Sector norms.
4. To accept grants, donations, assistance from public bodies, corporations, companies or persons or trusts and foundations for the purposes of achieving the objects of the Company and to manage efficient, effective and permissible fund flow and fund utilization in consonance with the objects stated herein.
5. To borrow or raise such moneys within India as may be required by the Company for fulfilling its objects, by the issue of bills of exchange, promissory notes or other obligations or securities of the Company, or by mortgage / pledge / hypothecation of all or any part of the property of the Company subject to such conditions as imposed by the Board in consonance with MSDE/ Appropriate Governmental Authority.
6. To pay salary/wages/fee including consultancy, retainer-ship fee, sitting fee or rent and incur all other expenses needed in fulfillment of the objects of the Company.
7. To enter into any arrangements with any Government(s) or authorities whether Central, State, municipal, local or any other person, that may seem conducive to the objects of the Company.
8. To organize and participate in seminars, conferences, fairs related to the objects of the Company and to compile, collate, edit and publish technical reports and papers related to the objects of the Company.
9. To purchase, take on lease or in exchange, hire or otherwise acquire any movable or immovable property, and in particular any land, building, workshops, factories, laboratories, machinery, plant apparatus, appliances, trades, trademarks, licenses, permits, intellectual property rights (IPRs), and any rights or privileges necessary or convenient for the purpose of meeting the objects of the Company.
10. To construct, erect, develop, improve, or alter and keep in repair any building acquired or used by or for the Company and to pull down or demolish or dispose off any building not so required or for renovation and reconstruction and to maintain, deal with, manage, control and administer the same.

11. To pay all expenses, preliminary or incidental to the formation of the Company and its registration.
12. To establish, support, or aid in the establishment of associations, institutions, funds and trusts as may be required in furtherance of the objects of the Company.
13. To collect fee including membership fee, service charges, consultancy charge, compensations or such other monies as may be required in due course of functioning of the Company and in furtherance of its objects.
14. To hold shares in any other company or association, with objects similar to its own and to have branches all over India and elsewhere.
15. To run educational institutions training institutions, research institutions, training of trainer's establishment and any other establishment as may be required in due course of functioning of the Company and in furtherance of its objects, and publish books, reports journals, magazines, newspapers, periodicals, thesis, researches, writings, discoveries, documents, news and information..
16. To appoint legal and technical advisers (not being Members), bankers for the Company and to pay the necessary expenses for the same.
17. To draw, make accept, endorse, discount, execute and issue cheques, promissory notes, hundies, bills of lading, railway receipt and other negotiable instruments of all description in connection with the Company's business.
18. To do all such other lawful things as may be incidental to or conducive to the attainment of the above objects.
19. To guarantee the performance of contracts undertaken by persons, firms or companies carrying on or authorized to carry on survey and research businesses which this company is authorized to carry on and to guarantee the payment of liabilities of any such person, firms or companies.
20. To train personnel or to provide any subsidies for their training in the fields of activities for attainment of main businesses of the Company.
21. To establish branches or appoint agencies for or in connection with any of the objects of the Company, to carry on any business or establish branch of a business which this Company is authorized to carry on by means or through the agency of, any subsidiary company or companies and to enter into any arrangement with such subsidiary company or guaranteeing its liabilities or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently, to close any such branch or business.
22. To send out to foreign countries, its directors, employees or any other persons for investigating possibilities of any business or trade for procuring any buying any machinery or establishing trade connections for of promoting the interests of the company and to pay all expenses incurred in this connection. To promote, establish, improve, develop, administer, own and run research programs which in the opinion of the Company will help the development of the business of the Company.

23. Subject to the provisions of the Companies Act, 2013, to apply for and acquire or otherwise employ monies belonging to, entrusted to or at the disposal of the Company upon shares with or without security upon such terms as may be thought proper and from time to time vary such transactions in such manner as the Company may think fit.
24. Subject to the provisions of the Companies Act, 2013, to lend monies belonging to or entrusted to or placed at the disposal of the Company to such person or company and in particular to customers and others having dealings with the Company with or without security, upon such terms as may be thought proper and guarantee the performance of contracts of such person or company.
25. To borrow or raise money with or without security or to receive money at interest or otherwise in such manner as the Company may think fit and in particular by the issue of preference shares or stock of any kind or description, debentures, perpetual or otherwise, including debentures or debenture stock, convertible into shares of the Company or any other company and to offer as security for any such money so borrowed, raised or received mortgage, pledge or charge of the whole or any part of the property, assets, or revenue of the Company, present or future, including its uncalled capital and to purchase, redeem or pay off such securities.
26. To do all such other things as may be deemed incidental or conducive to the attainment of the main objects.
27. To open accounts with any individual, firm or company or with any bank or banks and to pay into and withdraw monies from such account or accounts.
28. To provide consultancy services and advice in India and abroad about, manufacturing, technical, managerial and marketing services in computer education, software, hardware and electronics and to promote, run or franchise for imparting education in computers and allied activities in India or abroad.
29. To undertake financial and commercial obligations, transactions and operations, of all kinds connected with the main objects or business of the Company.
30. To carry on the business of distributors, suppliers, designers, maintainers, consultants and dealers in all kinds of Branding, Designing, Creative products & services and to carry on the said business in India or elsewhere in the world by itself or through agents or others as may be deemed proper
31. Providing services for goods marketing and outsourcing.
32. To apply for purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, brevet the invention, trademarks, designs, licenses, protections, concessions and the like conferring any exclusive or not-exclusive or limited right to their use or of any secret or other information as to any invention, process or privilege 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 or grant licenses or privileges in respect of or otherwise turn to account, the property rights and information so acquired

33. To deal in foreign exchange, subject to approval of appropriate authorities.
34. To provide or procure the provision of any service or facility required by any person, firm or company, subject to compliance with any restrictions imposed by law.
35. To carry on any other business or activity and do any act or thing which in the opinion of the Company is or may be capable of being conveniently carried on or done in connection with any of the above, or likely directly or indirectly to enhance the value of or render more profitable all or any part of the Company's property or assets or otherwise to advance the interests of the Company or its members.
36. To buy, obtain on lease or otherwise acquire lands, buildings and other immovable properties, out of funds of the Company.
37. To subscribe for, underwrite, purchase, or otherwise acquire, and to hold, dispose of, the shares, stocks, securities, and evidences of indebtedness or of the right to participate in profits or assets or other similar documents issued by any Government, authority, corporation or body or by any company or body of persons, and exercise and enforce rights and powers in respect thereof.
38. To let on lease or to lend or otherwise dispose of any property belonging to the Company and purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property and any rights and privileges which the Company may think necessary or convenient for the purpose of its business and, in particular, any land, building, easements, store-in-trade, and either to retain any property to be acquired for the purpose of the Company's business or to turn the same to account as may seem expedient.
39. To apply for, purchase or otherwise acquire, protect and renew in any part of the world, trademarks, patents or any other intellectual property rights, licenses and concessions, any secret or other information regarding any research 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, develop or grant licenses in respect thereof.
40. To carry on in India or abroad the business of event management, advertising and publicity agents for providing to advertise a complete range of advertising services on all mass media such as hoardings, magazines, radio, television and film, electronic display board, cinema cable network, souvenirs and all other present and future medias or devices including electronic media through internet.
41. To carry on in India or outside the business of developing, selling, designing, acquiring, distributing, exporting, importing, providing and dealing in all types of lighting products for decoration of mankind include led lamps, home light and other related areas.
42. To carry on business as general merchants and traders in goods and commodities on ready forward basis, commission agents, buying and selling agents, brokers, importers, exporters, to act manufactures representatives.

43. 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 authorized to carry on and to purchase, acquire, apply for, hold and deal in shares, stocks or debentures of any company in such business and to conduct, make or carry into effect any arrangement in regard to the winding up of such business of any such person, firm or company.
44. Subject to the provisions of the Companies Act, 2013, to incur or pay out of the funds of the Company to the promoters and others, if any, all the costs, charges and expenses with respect to the promotion, formation, registration and establishment of the Company and all other expenses including interest on the fund invested by the promoters at such rate as the Company may deem fit; and make reimbursements of advances for purchases, expenses for negotiation, contracts and arrangements made prior to and in anticipation of the formation and incorporation of and commencement of business by the Company.
45. To take over, approve, adopt and ratify all steps taken and commitments made by the promoters for the main business of the Company prior to its incorporation.
46. To sell, mortgage, assign and in any other manner deal with or dispose of the undertaking or properties of the Company or any part thereof, whether movable or immovable for such consideration as the Company may think fit and in particular for shares, debentures or other securities of any other company having objects altogether or in part similar to those of the Company.
47. To improve, manage, work, develop, alter, exchange, mortgage, lease, turn to account, abandon or otherwise deal with all or any part of the properties, rights and concessions of the Company.
48. Subject to the applicable laws, to subscribe or contribute or otherwise to guarantee money to charitable, benevolent, religious, scientific, educational or other institutions or any public, general or useful objects.
49. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, Labour lines, and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.
50. To distribute any of the properties of the Company amongst the members in specie or kind consequent upon the winding up of the Company.
51. To carry out research and incur expenses necessary therefore, for the purpose of improving on the present method and process of working the several businesses which the Company is authorized to carry on, and for improving, developing or effecting economy and greater efficiency in Company's businesses.
52. To do all such other things as May deemed incidental or conducive to the attainment of the above objects of any of them.

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 share capital of the company is 1,000,000 Rupees divided into 100,000 Equity share 10 rupees each.
6. 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:

S.No.	Subscriber Details				
	Name, Address, Description and Occupation	DIN/PAN	No. of shares Equity taken	SIGN	Dated
1	AMIT KUMAR PANDEY S/O MAHENDRA PANDEY R/O S-9/142 B-4 NAI BASTI PANDEYPUR VARANASI UTTAR PRADESH 221005 Occupation: Counseling	06378013	50000	-SD-	10/08/2017
2	ARUNANCHAL SHIKHA TRIPATHI D/O SATYENDRA TRIPATHI R/O LAXMISENPUR KADIPUR, KAITHI VARANASI Uttar Pradesh 221116 India Occupation: Business Analyst	07266838	5000	-SD-	10/08/2017
Signed before me					
Name	Address, Occupation and Description	PAN/MEMBERSHIP NO	SIGN	DATED	
ALOK GUPTA	EFILING INDIA CORPORATION 20F FIRST FLOOR DAYAL TOWER DURGAKUND VARANASI 221005	CXNPC1478K	-SD-	10/08/2017	