THE COMPANIES ACT 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

VISION PAYUMAGIC MULTISERVICES PRIVATE LIMITED

I The name of the Company is **VISION PAYUMAGIC MULTISERVICES PRIVATE LIMITED**

II. The registered office of the Company will be situated in the state of MAHARASHTRA i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.

III. The objects for which the Company is established are:-

A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1 To carry on in India or abroad the business of providing payment of all utility bills, appointment of associate, affiliates for managing this system on incentive basis, booking of tickets of all means of transportation, Online shopping portal, bidding portal, virtual pen drive to store database, affiliate marketing, Online and off-line advertisements, entertainment and blood bank bookings and trading in goods and services.

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS :

2 To acquire and hold either in the name of company or in that of any nominee shares, stocks, debentures, debenture stocks, bonds, notes, obligations and securities issued or guaranteed by any company wherever incorporated or carrying on business and debentures, debenture stocks, bonds, notes, obligations and securities issued or guaranteed by any government, sovereign rules, commissioners, public body or authority supreme, dependent, municipal, local or otherwise in any part of the world.

3. To act as agent or managers in carrying on any business concerns and undertakings and to employ experts to investigate and examine into the condition, management, prospects, value and circumstances of any business, concerns and undertakings and generally of any asset, property or rights of any kind and to act as consultants on mergers, amalgamations, acquisition and reconstruction of companies.

4. To undertake obligation of every kind and description and to negotiate loans, underwriting contracts, mortgages, equal participation, cash credits, other financial facilities from banks, financial institutions, Government or semi Government bodies and others or on behalf of companies, firms, societies, associations and others.

5. To deal with moneys of the company those are not needed immediately in the near future.

6. To purchase, take over, absorb or otherwise acquire the business of or to participate in joint venture with any person, partnership firm, company association, corporation which deal line of business and such purchase, take over, absorption or acquisition should nor contravene the main objectives of the company and to purchase or otherwise acquire the right to use brand name, trade name, registered designs, and intellectual property of any and all kinds.

7. To acquire by purchase or otherwise to erect, build construct, improve, maintain, develop, alter, enlarge, pull down , replace work or manage any buildings, any buildings, houses, shops, workshops, offices, warehouses, showrooms, refreshment rooms and other conveniences cottages and any other buildings and for the comfort and accommodation of working people and other works and convenient for the purpose of the business of the company.

8. To pay for any rights or properties acquired to be acquired or being acquired by the Company; either in cash or partly in cash and partly in kind (in the form of the shares or otherwise) or fully in kind.

9. To enter into agreements and contracts of all types with foreign individuals, non residents of Indian origin, Companies and other organizations, for technical or any other assistance for carrying out all or any of the objects of the Company.

10. To establish, maintain, conduct, discontinue, or close branches and appoint representatives in any part of the world for the conduct of the business of the Company or for purchase or sale or for delivery or for service to be rendered or service being rendered or for services already rendered, or for future transactions in plants, machinery, products, commodities, goods, live stock, articles and things dealt with by the Company.

11. To carry out or assist in carrying out research, experiments, tests and improvements and or secure any processes, inventions, patents, designs, trademarks, copy rights and any other intellectual property rights.

12. To enter into collaboration agreements with foreign firms, companies or other organizations or persons on such terms and conditions, including payments of royalties on exchange ratio, as may deem fit.

13. To sell, or dispose off the undertaking's assets and liabilities and securities of the company or any part thereof for such consideration as the company may think fit.

14. To enter into contract or agreement for more efficient conduct of the business of the Company or any part thereof and or sublet any contract or any part thereof and to sublet any contract of the Company from time to time.

15. To search for and to purchase or otherwise acquire from Government, State or Authority, license/s, concession/s, grant/s, decree/s, right/s, power/s and privilege/s whatsoever which may seem to the Company capable of being tuned to account in connection with its business and to work, develop, carry out exercise and to turn to account the same.

16. To establish and maintain agencies, branches, places and local registers and procure the Company to be recognized and to carry on business in any part of the world.

17. To purchase or buy or by any other means acquire, protect, prolong and / or renew, whether in India or elsewhere in the world, any patents, rights, inventions, licenses, protections and concessions which may appear to be advantageous or useful to the Company and to use and turn to account and / or manufacture or grant licenses or privileges in

respect of the same and to spend money either in cash or in kind in experimenting upon and testing and improving or seeking to improve any patents inventions or rights which the Company may acquire or propose to acquire in connection with its business and profession.

18. To enter into partnership or into any agreement for sharing profits, amalgamations, union of interest, co-operation, joint ventures, reciprocal concessions or otherwise with any person or Company, carrying on or being engaged in or about to carry on or being engaged in any business, profession or transaction which this company is authorised to carry on.

19. To adopt such means of display boards, hoardings, advertising in press, magazines and periodicals, printing and distribution of circulars, brochures, publication of books, magazines, purchase or exhibition of works of art, granting prizes rewards and donations subject to the provisions of the Companies Act 1956.

20. To lend out, deposit, invest and deal with the money of the Company not immediately required with or without interest or security, in such manner and upon such terms and condition as may from time to time be determined by the directors.

21. To borrow or raise or secure the payment of money in such a manner as the Company shall think fit, and in particular by mortgage, or by the issue of debenture or debenture stock perpetual or otherwise charged upon all or any of the Company's property and assets (both, present and future) including its uncalled capital and to purchase, redeem and pay off any such securities.

22. To accumulate funds and to invest or otherwise employ moneys belonging to the Company upon any shares, securities or other investments, whatsoever upon such terms and conditions as may be thought proper and from time to time, vary such investments in such manner as the Company may think fit.

23. To make, draw, endorse, accept, execute and issue all types of negotiable instruments in connection with the business of the Company within the bracket of the Negotiable Instruments Act.

24. To undertake and / or execute any trust, which are thought to be beneficial for the interests of the Company.

25. To promote or undertake to promote the formation of any private or public limited company having similar objects within the orbit of the Companies Act.

26. To obtain any act or order of legislature necessary for the running of the business of the Company.

27. To open bank accounts of all nature including overdraft account and to operate the same and to make, accept, endorse, discount, execute and issue promissory notes, bills of lading, warrants and the other negotiable or transferable instruments and to deal with all documents mercantile or otherwise, in the ordinary course of business.

28. To distribute any of the Company's property amongst the members of the Company within the provisions of the Companies Act, 1956, in the event of winding up.

29. To undertake, carry out, promote, sponsor or assist, directly or indirectly, an agricultural activity, business or program including any program for rural and social development.

30. To purchase, take on lease or hire or in exchange with on hire or otherwise acquire any real or personal property and any rights or privileges that the Company may think necessary or convenient for the purpose of its business and in particular land, building, easements, machinery, plants and stock in trade.

C. OTHER OBJECTS:

31. To carry on business as manufacturers, importers, hirers, exporters, dealers, commission agents, distributors and metals, merchandise and machinery including articles of general hardware, power capacitors, transformers, ceramic papers and its products, cosmetics, chemicals, medicines, vehicles, restaurant, lodging, printers and publishers of news papers and periodicals

32. To carry on business as consultants in civil, electrical, electronic, mechanical, metallurgical and all other branches of engineering and to provide all types of consulting services including making of surveys and reports thereon and preparing designs, making estimates, preparing evaluations and economic studies and furnishing all other services required to enable clients to consider the feasibility and execution of all type of works.

IV The liability of the members is limited.

V. a. The authorized share capital of the company is Rs100000/- (Rupees One LAKHS only) divided into 10000 (Ten THOUSAND) equity shares of Rs. 10/-each.

b. The paid-up capital of the company shall be minimum of Rs.100000/-(Rupees one lakh only).

We the several persons whose names 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:

Name ,address, description and occupation of the subscriber	Signature of subscriber	Number of equity shares taken by each subscriber	Signature of the witness and their addresses, description & occupation.
GAURI VIRAJ PATHAK D/o VIJAYKUMAR TAMBE A 37 38 KAMGAR NAGAR SATPUR NASHIK - 422007 BUSINESS	Pathak	9900 Nine thousand nine Hundred	witness to Both Vaishali Saudagar S/o Vilas Block-5 medini
VIRAJ ASHOK PATHAK S/o ASHOK PATHAK A 37 38 SUYOJIT LAWNS KAMGAR NAGAR SATPUR NASHIK - 422007 BUSINESS	Pathak	100 Hundred	Tidke colony Trimbak Road Nasik - 2 Practising CS Saudagar
	Total	10,000	Ten thousand

Date 3rd January 2014.
Nashik