

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
OF
BLUE WATER LOGISTICS LIMITED (*)

1. The Name of the Company is "BLUE WATER LOGISTICS LIMITED (*)."
2. The Registered Office of the Company will be situated in the State of Telangana.
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 carry on in India and abroad the business to handle, operate, hold, pack, organize, promote, service, supervise, represent and to act as agent, concessionaires, consultants, booking agents or deal in all types of logistics and cargo activities in all its branches for collecting and delivering either by own arrangements or through representatives or agents, any documents, goods, articles or things on behalf of customers from one place to another place in any part of the world.
 - (b) Matters which are necessary for furtherance of the Objects specified in clause 3(a) are
 1. To acquire, undertake the whole or any part of the business, properties, and liabilities of any company, firm or person carrying on any business, which the Company is authorized to carry on or possessed of property suitable for the purposes of this Company.
 2. To enter into partnership or any other arrangement for sharing profits, union of interest, co-operation, joint adventure or reciprocal concession, with any person or company carrying on or engaged in, or about to carry on or engage in any business or transaction which this company is authorized to carry on, or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company and to lend money to guarantee the contracts of, or otherwise assist any such person or company, 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.
 3. To promote any 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 this company.

For Blue Water Logistics Limited

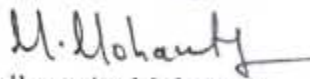

(Madhusmita Mohanty)
Director

DIN: 06575521



4. Generally to purchase, take 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 for the purpose of its business and in particular any lands, buildings easements, machinery, plant and stock-in-trade.
5. To construct, maintain or alter any buildings, factories, warehouses, godowns, shops or other structures or works necessary, convenient or expedient for the purpose of the Company and to lay Roads and Railway lines.
6. To purchase and sell in India or elsewhere any material of any description on commission or otherwise, and to undertake or execute any work on commission or by contract or otherwise.
7. To employ or otherwise acquire technical experts, engineers, mechanics, foremen and skilled and unskilled labour for any of the purpose or business of the company.
6. To sell, transfer, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account, or otherwise deal with, all or any part of the property and rights of the Company.
7. To apply for, purchase or otherwise acquire any patents, brevets of invention, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purpose of the Company, or the acquisition of which may seem calculated directly to benefit the company and to use, develop or grant licenser in respect of, or otherwise turn to account the property, rights or information so acquired.
8. To enter into arrangements with any Government or authorities, Supreme, Municipal, local, or otherwise, that may seem conducive to the Company's objects, or any of them and to obtain from any such Government or authority, any rights privileges and concessions which the Company may think it desirable to obtain, and to carry out, exercise and Company with any such arrangements, rights, privileges and concessions.
11. To apply for, tender, purchase or otherwise acquire contracts, sub-contracts, licenses, and concessions for all or any of them and to undertake, execute, carry out, dispose of or otherwise turn to account the same and to sublet all or any contracts from time to time and upon such terms and considerations as may be thought expedient.

For Blue Water Logistics Limited


(Madhusmita Mohanty)
Director



12. To pay for any business, property or rights acquired or agreed to be acquired by this Company, and generally to satisfy any obligation of this Company, by the issue or transfer of shares of this Company, or any other company credited as fully or partly paid up, or of debentures or other securities of this or any other securities of this any other Company.
13. To accept payment for any property or rights sold or otherwise disposed of or dealt with by this Company, either in case, by installments or otherwise, or in shares of any Company with or without preferred rights in respect of dividends or payment of capital or otherwise, or in debentures or debenture-stock or other securities of any company or corporation, or by mortgage, or partly, in one mode and partly in another and generally on such terms as the Company may determine, and to hold, deal with or dispose of any consideration so received.
14. To pay, satisfy or compromise any claims made against the Company, which it may seem expedient to pay, satisfy or compromise.
15. To receive money on deposit, with or without allowances of interest, to advance and lend moneys upon such securities or without securities therefore as may be thought proper and to invest such of the Company's money not immediately required, in such manner as may from time to time be determined by the Directors of the Company.
16. To borrow and secure the payment of money in such manner and on such, terms, as the Directors may deem expedient and to mortgage or charge the undertaking and all or any part of the property and rights of the Company, present or future, including uncalled capital.
17. To give Guarantee(s) or Counter Guarantees or become sureties for any sum of money advanced or lent or for any other purpose to a Financial Institution(s), Commercial Bank(s) and other institutions on behalf of any Companies/ Firms in which the company is interested or otherwise
18. To open an account or accounts with any person or company or with any bank or bankers or shroffs and to pay into and withdraw moneys from such account or accounts whether they be in credit or otherwise.
19. To draw, make, accept, endorse, discount, execute and issue, negotiate, assign, buy and sell or otherwise deal in cheques, drafts, promissory notes, bills of exchange, hundies, debentures, bonds, bills of lading, railway receipts, warrants and coupons and other negotiable and transferable securities, instruments and documents.

For Blue Water Logistics Limited


(Madhusmita Mohanty)

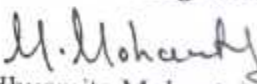
Director

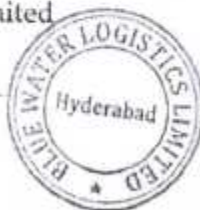
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21. To remunerate any person or company for services rendered, or to be rendered, in placing or assisting to place or guaranteeing the placing or any of the shares in the Company's capital, or any debentures, debenture-stock or other securities of the Company, or in or about the formation or promotion of the Company, or the conduct of its business.
22. To adopt such means for making known the business and or products of this Company or any company in which this Company is interested as its agent, representatives or in any other way, by advertisements in papers, periodicals, magazines, through cine slides and films by issue of circulars posters, calendars, showcards, playing cards, hoardings, by radio programmes, exhibiting, by publication of books, periodicals and by granting prizes, regards and donations.
23. To establish and support funds institutions calculated to benefit employees or ex-employees of the Company or the dependents or connections of such persons, and to grant pensions, allowances.
24. To provide for the welfare of the directors, officers, employees and ex-directors, ex-officers and ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons, by building or contributing to the building of houses, dwellings, or chawls, or by grants of money, pensions, allowances, bonus, or other payments, or by creating and from time to time subscribing or contributing to provident or other associations, 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, public or other institutions and objects which shall have any moral or other claim to support or aid by the Company either by reason of locality of operation of public and general utility or otherwise, subject to the provisions of the Companies Act, 1956.
25. To train or to pay for the training in India or abroad of any apprentice, technical or professional hand, skilled or unskilled labour or any other person, either in the present or likely to be in employment of, or engaged or likely to be engaged in rendering any service to the Company, its customers or associates, which training in the opinion of the Company is likely to benefit the Company in its day-to-day working knowledge, management, administration, including research either in the field or in the laboratories.
26. To create any depreciation fund, reserve fund, or any other special fund whether for repairing, improving, extending or maintaining any property of the company or for any other purpose conducive to the interest of the Company.

For Blue Water Logistics Limited


(Madhusmita Mohanty)
Director



27. To procure the registration or other recognition of this Company in any country, state or place and to establish and regulate agencies for the purpose of the Company's business.
28. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particulars of shares, debentures, or securities of any other company having objects altogether or in part similar to those of this company.
29. To amalgamate with any other company having objects altogether or in part similar to those of this Company.
30. To distribute any of the property of the Company amongst members in specie or in kind in the event of winding up. In the event of winding up, to distribute among the members of the Company, in specie or in kind any property of the Company, and in particular any shares, debenture, securities of other Company's belonging to this Company or of which this Company may have the power of disposing, but so as not to prejudice the provisions of Section 511 of the Companies Act, 1956.
31. Subject to the provisions of the Act, 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 any moneys received in respect of dividends accrued on forfeited shares, and moneys arising from the sale by the Company of forfeited shares or from unclaimed dividends.
32. To do all or any of the above things in any part of the world, and either as principles, agents, trustees, contractors, or otherwise, and either alone or in conjunction with others and either by or through agents sub-contractors, trustees or otherwise.
33. To do all such other things as are incidental or conducive in the opinion of the Board of Directors to the above objects or any of them.
4. The liability of the members is limited.
5. (*) The Authorised share capital of the Company is Rs.12,50,00,000/- (Rupees Twelve Crores Fifty Lakhs Only) divided into 1,25,00,000 (One Crores Twenty Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

(*) - The members of the company had passed an Ordinary resolution u/s 13 of the Companies Act, 2013 in their EGM held on 06.05.2024 for the enhancement of authorized share capital from Rs.2.00 Crore to Rs.12.50 Crores.

For Blue Water Logistics Limited


(Madhusmita Mohanty)

Director

DIN: 06575521



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:

Sl. No.	Names, Addresses, Descriptions and Occupations of the Subscribers	No. of Equity shares taken by each subscriber	Signature of Subscriber / Photo	Name, Address, Description, Occupation and Signature of the Witness.
1	Name: Madhusmita Mohanty Fathers Name: Damodar Mohanty Date of Birth: 1st July, 1983 Pan: APYPM0140A Occupation: Business Address: H No.30-266/7/27, Plot No.19, D D Nagar, Near Ramakrishna School, Neredmet, Hyderabad 500056, Telangana, India.	10,00,000 (Ten Lakhs Only)	Sd/-	Sd/- Sattiraju Sathya Narayana Murthy Flat No.506, 1-2-216 & 217, 5th Floor, Swapanalok Complex, S D Road, Secunderabad - 500003, Telangana, India. Occ: Chartered Accountants Membership No.028516
2	Name: Supriya Mishra Fathers Name: Nikhalanand Dwibedy Date of Birth: 25th February, 1977 Pan: BIVPM4538H Occupation: Business Address: H No.29-1405/1, Plot No.206, Deendayal Nagar, Road No.4, Near Nagendra High School, Neredmet, Tirumalagiri, Hyderabad 500056, Telangana, India.	10,00,000 (Ten Lakhs Only)	Sd/-	
Total Shares taken		20,00,000 (Twenty Lakhs Only)		

Place: Hyderabad
Date: 12.08.2022

For Blue Water Logistics Limited

M. Mohanty
(Madhusmita Mohanty)
Director

