

The Companies Act, 2013

Company Limited by shares

Memorandum

And

Articles of Association

Expression 360 Services India limited



प्रारूप 1

पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U74300WB2010PTC143636

2009 - 2010

मैं एतदद्वारा सत्यापित करता हूँ कि मैसर्स

EXPRESSION AD AGENCY 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 पंद्रह मार्च दो हजार दस को मेरे हस्ताक्षर से कोलकाता में जारी किया जाता है।

Form 1

Certificate of Incorporation

Corporate Identity Number : U74300WB2010PTC143636

2009 - 2010

I hereby certify that EXPRESSION AD AGENCY 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 Kolkata this Fifteenth day of March Two Thousand Ten .

(ANIL MOHAN SINGH)

उप कम्पनी रजिस्ट्रार / Deputy Registrar of Companies

पश्चिम बंगाल
West Bengal

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

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

EXPRESSION AD AGENCY PRIVATE LIMITED

10 Syed Sali Lane, Kolkata - 700073,
West Bengal, INDIA

Expression 360 Services India Ltd,

Anil Mohan Singh
Managing Director



सत्यमेव जयते
GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
Nizam Palace, 2nd MSO Building 2nd Floor, Kolkata, West Bengal, India, 700020

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): U74300WB2010PTC143636

I hereby certify that the name of the company has been changed from EXPRESSION AD AGENCY PRIVATE LIMITED to EXPRESSION 360 SERVICES INDIA PRIVATE LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name EXPRESSION AD AGENCY PRIVATE LIMITED.

Given under my hand at Kolkata this Sixteenth day of August two thousand nineteen.

K G JOSEPH JACKSON

Registrar of Companies

RoC - Kolkata

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

EXPRESSION 360 SERVICES INDIA PRIVATE LIMITED

10/2 Syed Sali Lane, Kolkata, West Bengal, India, 700073

Embrace 360 Services India Ltd.

Managing Director



**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Central Processing Centre
Manesar, Plot No. 6,7, 8, Sector 5, IMT Manesar, Gurgaon, Haryana, 122050, India

Certificate of Incorporation Consequent upon conversion to public company

Corporate Identity Number: U74300WB2010PLC143636

IN THE MATTER OF EXPRESSION 360 SERVICES INDIA PRIVATE LIMITED

I hereby certify that EXPRESSION 360 SERVICES INDIA PRIVATE LIMITED which was originally incorporated on FIFTEENTH day of MARCH TWO THOUSAND TEN under Companies Act, 1956 as EXPRESSION AD AGENCY PRIVATE LIMITED and upon an intimation made for conversion into public company under Section 18 of the Companies Act, 2013; and approval of Central Government signified in writing having been accorded thereto by the ROC, CPC vide SRN AA7470086 dated 07/06/2024 the name of the said company is this day changed to EXPRESSION 360 SERVICES INDIA LIMITED

Given under my hand at ROC, CPC this EIGHTEENTH day of JUNE TWO THOUSAND TWENTY FOUR

Certification signature by DS CPC 1
<VIVEK.MEENA@GOV.IN>, Validity Unknown

Digitally signed by
DS CPC 1
Date: 2024.06.18 15:01:02 IST

Mitika Raja

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

Central Processing Centre

Note: The corresponding form has been approved by Mitika Raja, Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies and this letter has been digitally signed by the Registrar through a system generated digital signature under rule 9(2) of the Companies (Registration Offices and Fees) Rules, 2014

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

EXPRESSION 360 SERVICES INDIA LIMITED

203/1, A. J. C. BOSE ROAD, Circus Avenue, Kolkata, Kolkata- 700017, West Bengal

Expression 360 Services India Ltd.

Managing Director



THE COMPANIES ACT, 2013 *
(COMPANY LIMITED BY SHARES)

**MEMORANDUM OF ASSOCIATION
OF
EXPRESSION 360 SERVICES INDIA LIMITED**#**

- I.** The name of the company is **Expression 360 Services India Limited**
- II.** The Registered Office of the Company will be situated in the state of West Bengal
- III.** The Objects for which the company is incorporated are :

**(A) THE OBJECTS TO BE PURSED BY THE COMPANY ON ITS INCORPORATION
ARE:**

1. To carry on the business of Advertising Agents and for that purpose to purchase and sell advertising time or space on any Radio Station or television centre or Newspaper in India or abroad or any other kind of media currently in vogue which may be in vogue at any time like cinematograph or any Innovative medias. Printing Souvenirs, broachers, or any communication Btl item, hoardings, neon signs and other display devices of all kinds and descriptions to promote the sale or any other interest of its clients.
2. To carry on the business of manufacture, purchase, sale, import, export of all kinds of equipment, plant and material required for the purpose of carrying on the business of advertising agents and also to act as Ins Accredited Newspaper space selling agency.
3. To undertake, manage, and conduct business both in India and abroad, focusing on the planning, organizing, and execution of a diverse range of events and exhibitions. This includes government events, corporate gatherings, trade shows, conferences, Seminars and social events. The company focuses on planning, organizing, and running these events smoothly, ensuring client satisfaction and creativity. This includes handling all the logistics, working with vendors, managing budgets, promoting the event, and following all necessary rules and safety guidelines. The goal is to create memorable, high-quality experiences for clients while keeping costs reasonable and maintaining a professional, innovative approach to every event.

**(B) MATTERS WHICH ARE NECESSARY FOR FURTHRANCE OF THE OBJECTS
SPECIFIED IN CLAUSE III (A) ARE:**

1. To purchase, acquire, build, construct, alter, maintain, enlarge, equip, pull down, remove or replace, and to work, manage and control any buildings, offices, factories, mills, laboratories, water-shops, machinery equipment, apparatus, engines, roadways, trolley ways, reservoirs, water-courses electric works and other works and conveniences, which may seem calculated directly or indirectly to advance the main objects of the Company and to join with any other person or body corporate in doing any of these things.
2. To import and purchase any machinery, implement, apparatus, equipment, material, articles and stores and to do all things for developing the property and resources of the estates and land in such manner as the Company may think best.

Expression 360 Services India Ltd.

Managing Director

* New set of Memorandum of Association (as per The Companies Act, 2013) adopted at the Extra-Ordinary General Meeting held on 28th February, 2024.

** Amended pursuant to change of name due to the conversion from private limited company to public limited company i.e from "Expression 360 Services India Private Limited" to "Expression 360 Services India Limited" vide Special Resolution passed by the shareholders in the Extra Ordinary General Meeting held on February 28, 2024.

**The status of the Company was changed from "Private Limited" Company to "Public Limited" Company vide Special Resolution passed by the members at the Extra Ordinary General Meeting of the Company held on February 28, 2024

amended pursuant to change of name of the Company from "Expression Ad Agency Pvt. Ltd." to Expression 360 Services India Pvt. Ltd." Vide Special resolution passed by the shareholders in the extra Ordinary General Meeting held on 22nd July, 2019.

3. To purchase, take on lease, or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, plant, improve, work, cultivate, deal with and turn to account, concessions, grants, decrees, licences, privileges, claims, options, lease, property real or personal, rights or powers of any kind which may appear to be necessary or convenient for attaining the main objects of the Company and to purchase, charter, hire, build or otherwise acquire crafts, cars, vans or vehicles of any description and to employ the same in the business of the Company
4. To carry on the business of installing and operating of food stalls, including but not limited to the establishment, maintenance, and management of food stalls, kiosks, canteens, and similar food and beverage outlets at various locations such as public parks, zoos, recreational areas, shopping complexes, transportation hubs, and other commercial and public spaces. The business activities shall also include the preparation, processing, packaging, distribution, and sale of food and beverages, both perishable and non-perishable, as well as the supply of related products, accessories, and services.
5. To acquire from any person, firm or body corporate or unincorporated whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, layouts and blue prints useful for the designing, erection and operation of plant, machinery or apparatus required for attaining the main objects of the Company and to acquire any grant or licence and other rights and benefits in connection therewith.
6. To sell, exchange, mortgage, let out on lease, royalty or tribute, grant licences, easements, options and other rights over and in any other manner deal with or dispose of the whole or any part of the undertaking property, assets, rights and effects of the Company for such consideration as may be thought fit and in particular for stocks, shares, whether fully or partly paid up, or securities of any other Company
7. To pay for any rights or property acquired by the Company and to remunerate any person, firm or body corporate rendering services to the Company either by cash payment or by allotment to him or them of shares or securities of the Company as paid up in full or in part or otherwise.
8. To undertake commercial obligations, transactions and operations for achievement of the main objects of the Company.

Expression 360 Services India Ltd.

Managing Director

9. To guarantee the performance of any contract or obligation of and the payment of money unsecured or secured and interest on, any debenture, debenture-stock or securities of any company, corporation, firm or person in any case in which guarantee may be considered likely, directly or indirectly to further the main objects of the Company and in the above context to act as sureties.
10. To invest any money of the Company out of the surplus fund not immediately required in such investments as may be thought proper.
11. Subject to the provisions of law in force and the rules framed thereunder and directives issued by R.B.I. for the time being, to receive money on loan and borrow, or raise money in such manner as the Company shall think fit, and to secure the payment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future), including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company or any obligation undertaken by the Company or any other person or company as the case may be but not amounting to Banking business, as defined under the Banking Regulation Act, 1949.
12. To open any account in any bank and to draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants and other negotiable or transferable instruments or securities.
13. To apply for purchase or otherwise acquire and project, prolong and renew in any part of the world, any patents, patents rights, trade mark, designs, licences, protections, concessions and the conferring of any exclusive or non-exclusive or limited rights to their use of any secret or other information as to any invention, process or privilege which may seem capable or being used for any of the purpose of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop, grant licences or privileges in respect of or otherwise turn to account the property, rights and information acquired.
14. To expend money on experimenting and testing and in improving or seeking to improve any patents, rights, invention, discoveries, process or information of the Company or which the Company may acquire or propose to acquire.
15. To establish, provide, maintain and conduct research and other laboratories, training colleges, schools and other institutions for the training, education and instruction of students and others who may desire to avail themselves of the same and provide for the delivery and holding of lectures, demonstrations, exhibitions, classes, meetings and conferences in connection therewith.
16. To acquire and undertake all or any part of the business property and liabilities of any person or company carrying on or proposing to carry on any business which this Company is authorised to carry on or possessed of property, suitable for the purpose of the Company or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company
17. To procure the registration or recognition of the Company in, or under the laws of any place outside India and to open branches of the Company at any place whether in India or outside India.
18. To form, incorporate or promote any company or companies whether in India or elsewhere having amongst its or their objects, the acquisition of all or any of the assets or objects within

Expression 360 Services India Ltd.

Managing Director

the opinion of the Company or any other object or objects which could or might directly or indirectly assist the Company in the development of its properties or otherwise prove advantageous to the Company and to pay all of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered.

19. Subject to the provisions of the Companies Act, 2013, or any re-enactment thereof for the time being in force, to amalgamate with company, companies or to enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession with any person or persons, company or companies carrying on or engaged in any business or transaction which the Company is authorised to carry on or engage in or which can be carried on in connection therewith or which is capable of being conducted so as directly or indirectly benefit the Company.
20. To enter into any arrangements and to take all necessary or proper steps with Governments or with other authorities, supreme, national, local, municipal or otherwise of any place in which the Company may have interest and to carry on any negotiations or operations for the purpose, directly or indirectly carrying out the objects of the Company or effecting any modifications in the constitution of the Company or furthering the interests of its members and to oppose any such steps taken by any other company, firm or person which may be considered likely, directly, or indirectly, to prejudice the interests of the Company or its members and to promote or assist the promotion, whether directly or indirectly, of any legislation which may appear to be in the interest of the Company and to oppose and resist whether directly or indirectly, any legislation which may seem disadvantageous to the Company and to obtain from any such Government authority or any company by lawful means any charters, contracts, decrees, rights, grants, loans, privileges or concessions which the Company may think fit and desirable to obtain and carry out, exercise and comply with any such arrangements, charters, decrees, rights, privileges or concessions
21. To adopt such means of making known the products of the Company as may seem expedient and in particular by advertising in the press or any other media by purchase, exhibition or reproduction of works of art or interest, by publication of books, pictures and periodicals in print or electronic media or otherwise and by granting prizes, rewards and donations, or in such other manner as the Company may deem desirable.
22. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously, or otherwise and vest any real or personal property, rights or interest acquired by or belonging to the Company in any person or Company on behalf or for the benefit of the Company and with or without any declared trust in favour of the Company.
23. To apply the assets of the Company in any way in or towards the establishment, maintenance or extension, of any association, institution or fund in any way connected with any particular trade or business or with trade or commerce generally and particularly with the trade including any association, institution or fund for the protection of the interest of masters, owners and employers against loss by the debts, strikes, culminations, fire, accidents or otherwise or for the benefit of any clerks, workman or others at any time employed by the Company or any of its predecessors in business or their families or dependents and whether or not in common with other persons or classes of persons and in particular or friendly co-operatives and their societies, reading rooms, libraries, educational and charitable institutions, dining and recreation rooms, churches, chapels, temples, schools and hospitals and to grant gratuities, pensions and allowances and to contribute to any funds raised by public or local subscription for any purpose whatsoever.

Expression 360 Services India Ltd.

Managing Director

24. To aid pecuniary or otherwise any association, body or movement having for an object the solution, settlement, or surmounting of industrial or labour problems or troubles or the promotion of industry or trade.
25. Subject to provisions of the Companies Act, 2013 to subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition, subject to the compliance of Central and State laws.
26. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any person who are or were at any time in the employment or service of the Company, or of any Company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company, or who are or were at any time Directors or officers of the Company or any such other company as aforesaid, and the wives, widows, families and dependents, of any such person, and also establish and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interest and wellbeing of the Company or of any such other company as aforesaid, and make payments to or towards the insurance of any such person as aforesaid and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid, subject to the compliance of Central and State laws.
27. Subject to the provisions of any law for the time being in force to distribute among the members any property of the Company, or any proceeds of sale or disposal of any property of the Company in the event of winding up.
28. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of, or the uplift of the people in any rural area and to incur an expenditure on any programme of rural development and assist execution of any promotion thereof, either directly or through any independent agency or in any other manner. Without prejudice to the generality of the foregoing "programme for rural development" shall also include any programme for promoting the social and economic welfare of or the uplift of the people in any rural area which the Directors consider it likely to promote and assist rural development and that the words "rural area" shall include such area as may be regarded as rural areas under the Income Tax Act, 1961, or any other law relating to rural development for the time being in force or as may be regarded by the Directors as rural areas and the Directors may at their discretion, in order to implement any of the above mentioned objects or purposes, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour of any public or Local body or authority or Central or State Government or any Public Institutions or Trust of Fund as the Directors may approve.
29. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging what the Directors may consider to be social responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means as the Directors may without prejudice to the generality of the foregoing, undertake, carry out, promote or sponsor any activity for publishing any books, literature, newspaper or for organising lectures or seminars likely to advance these objects or for giving merit awards scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies for academic pursuits or research and for establishing, conducting, or assisting any institutions, funds, trusts etc. having any one of the aforesaid objects or purpose, transfer without consideration or at such fair or concessional value as the Directors may think fit and divest the ownership of any property of the Company to or in favour

Expression 360 Services India Ltd.
Managing Director

of any public or local body or authority or Central or State Government or any public institutions or trusts or funds as the Directors may approve.

30. To distribute, repair, alter, improve, exchange, let out on hire, and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things, capable of being used in any business which this Company is competent to carry on or which may seem capable of being profitably dealt with in connection therewith and to distribute, experiment with, render marketable and deal in all products or residual and by, products incidental to or obtained in any of the businesses carried on by the Company and to do all such other things as may be deemed incidental or conducive to the attainment of the main objects of the Company or any of them.
31. To act as agents, representatives, consultants, factors, brokers, correspondents, attorney's, stockists, distributors or otherwise on commission or profit sharing or any other basis for all kinds of commodities, in which the company is authorised to carry on business.

IV. 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.

V. The Authorised Share Capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores only) divided into 6,00,00,000 (Six Crore) Equity shares of Rs. 5/- (Rupees Five Only) each. ^{^\$@}

[^] Amended Vide Ordinary Resolution passed by the members approving the Authorised Share Capital of the company (fully paid-up) be sub-divided into 2 (Two) Equity Shares of face value of Rs. 5/- (Rupees Five only) each fully paid up, in the Extra-Ordinary General Meeting (EGM/V/2025-26) held on August, 08, 2025.

^{\$} The Authorised Share Capital of the company increased from Rs. 25,00,00,000/- to Rs. 30,00,00,000/- vide an ordinary resolution passed by shareholders in the extra-Ordinary General Meeting held on July 10, 2025.

[@] The Authorised Share Capital of the company increased from Rs. 50,00,000/- to Rs. 25,00,00,000/- vide an Special resolution passed by shareholders in the extra-Ordinary General Meeting held on February 28, 2024.

Expression 360 Services India Ltd.
Managing Director

We, the several persons, whose names and address and descriptions are subscribed, are desirous of being formed into the Company of the Articles of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names.

Signature, Names, Address, Father's Name, Description and Occupations of Subscribers	Total Number of Equity Shares to be taken by each subscriber	Name, address and Description of Witness
<p>1. ARINDAM GUHA S/o, Shri Benoy Bhushan Guhathakurta 103, Shree Apartment S P Verma Road Patna- 800001 Business</p>	<p>5,000 (Five Thousand)</p>	<p><u>Witness to all the Signatories</u></p> <p>JYOTTI MANDAL W/o, Rahul Dev Mandal 18, Rabindra Sarani Poddar Court, Gate No-4 Kolkata - 700001 FCA- 60558</p>
<p>2. MOHIT GUPTA S/o, Ramesh Kumar gupta 123, C R Avenue Kolkata-700073 Business</p>	<p>5,000 (Five Thousand)</p> <p>10,000 (Ten Thousand)</p>	<p></p>

Kolkata, Dated 11th Day of March, 2010

