Form No. INC-33

e-MOA (e-Memorandum of Association)
[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013)]

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Form language

(•) English ( ) Hindi

Refer instruction kit for filing the form

*All fields marked in * are mandatory*

*** Table applicable to company as notified under schedule I of the Companies Act, 2013**

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES
B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL
C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL
D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL
E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)

A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

Table A/B/C/D/E

1 The name of the company is

UPSCORE FINTECH PRIVATE LIMITED

2 The registered office of the company will be situated in the State of

Orissa

3 (a) The objects to be pursued by the company on its incorporation are:

1) To carry on the business as financial advisors and to advise and assist in all financial, costing, accounting internal control and other similar matters to advise and assist in the preparation of all revenue and capital budgets, developments of funds, long term planning or utilisation of resources, and generally to advise and assist in all financial, fiscal and revenue matters.
2) To carry on the business of providing advisory, consultancy, and management services to individuals, firms, and companies regarding their credit reports, credit scores, and creditworthiness, including analysis of reports from credit information companies (e.g., CIBIL, Experian, Equifax), identifying discrepancies, and advising on methods for rectification and improvement of credit profiles.
3) To provide comprehensive financial consultancy for consumer debt management, credit health

	improvement strategies, financial planning, budgeting, and debt restructuring to help clients achieve better loan terms and financial stability. 4) To conduct seminars, workshops, and educational programs to raise awareness regarding credit discipline, financial literacy, prudent use of digital financial services, and timely repayment practices. 5) To act as agents, consultants, or advisors for financial institutions, banks, and non-banking financial companies (NBFCs) to facilitate consumer credit evaluation, risk analysis, and related services, subject to regulatory compliance. 6) To engage in the collection, analysis, interpretation, and processing of financial data for generating reports on credit risk, creditworthiness, and financial health, including the use of IT-enabled services for data management.
(b) *Matters which are necessary for furtherance of the objects specified in clause 3(a) are	1) To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which the company may deem necessary or convenient for the purpose of its main business. 2) To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this company. 3) To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary of convenient for carrying on the main business of the company. 4) To vest any movable or immovable or immovable property, rights or interests required by or received or belonging to the company in any person or company on behalf of

or for the benefit of the company and with or without any declared trust in favour of the company.

5) To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend and 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.

6) To undertake or promote scientific research relating to the main business or class of business of the company.

7) To acquire and takeover the whole or any part of the business, goodwill, trademarks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business this company is authorized to carry on, possession of any property or rights suitable for the purpose of the company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.

8) To negotiate and enter into agreement and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, financial or any other such assistance for carrying out all or any the main objects of the company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the company.

9) Subject to section 230 to 232 of the Act, to amalgamate with any other companies having

similar to the objects of the company in any manner whether with or without liquidation.

10) Subject to any law for time begin in force, to undertake or take part in the formation, supervision or control of the business or operations of any persons, firm, body corporate, association undertaking carrying on the main business of the company.

11) To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing process know-how and other information, designs, patterns, copyrights, trade-marks, licences concessions and the like rights or benefits, conferring an exclusive or non exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the company or the acquisition or use of which may seem calculated directly or indirectly to benefit the company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licences in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, invention, right or concessions.

12) To apply for and obtain any order under any Act or Legislature, charter, privilege concession, licence or authorization of any government, state or Authority for enabling the company to carry on any of its main objects into effect or for extending any of the powers of the company or for effecting and modification of the constitution of the company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient and

calculated directly and indirectly to prejudice the interest of the company.

13) To enter into any arrangements with any government or Authorities or any persons or companies that may seem conductive to the main objects of the company or any of them and to obtain from any such government ,authority, person or company any rights, characters, licences, and concessions which the company may think desirable to obtain and to carryout, exercise and complay therewith.

14) To produce the company to be registered or recognized in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the company.

15) To draw, make, accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the company.

16) To advance money either with or without security, and to such persons and upon such terms and conditions as the company may deem fit and also to invest and deal with the money of the company not immediately required, in or upon such investment and in such manner as, from time to time, may be determined, provided that the company shall not carry on the business of Banking as provided in the Banking regulations Act, 1949.

17) Subject to section 2(31), 73, 74 and 179, 180, 181, 185 & 2(43), 186 of the act and the Regulations made thereunder and the directions issued by the

Reserve Bank of India, to receive money on deposit or loan and borrow or raise money in such manner and at such time or times as the company think fit and in particular by the issue of debentures, debentures-stock, perpetual or otherwise and to secure the repayment of the money borrowed, raised or owing by mortgage, Charge or lien upon all or any of the properties, or assets or revenues and profits 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 of any obligation undertaken by the company or such other person or company to give the lenders the power to sale and such other powers as may seem expedient and purchase redeem or payoff any such securities.

18) To undertake and execute any trusts, the undertaking of which may seem to the company either gratuitously or otherwise.

19) To establish, or promote or concur in establishing or promote any company for the purpose of acquiring all or any of the properties, rights and liabilities of the company.

20) To sell, lease, mortgage, exchange, grant licences and other rights improve, manage, develop and dispose of undertakings, investments, properties, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of company.

21) Subject to provision of section 66 of the Act, to distribute among the members in specie or otherwise any property

of the company or any proceeds of sale or disposal of any property of the company in the event of winding up.

22) To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the company and any money received in respect of forfeited shares, money arising from the sale by the company of forfeited shares subject to the provision of section 52 of the Companies Act, 2013.

23) To employ agents or investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the company purpose to acquire.

24) To accept gifts, bequests devisers or donations of any movable or immovable property or any right or interest therein from members others.

25) To create any reserve funds, sinking fund, insurance fund or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the company or for any other such purpose conducive to the interest of the company.

26) Subject to provision of section 179, 180, 181, 182, 182 & 183 of the Companies Act, 2013 to subscribe contribute, gift or donate any money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or donations of money or such other assets to any institutions, clubs, societies, associations, trusts, scientific research association, funds, universities,

college or any individual, body of individuals or bodies corporate.

27) To establish and maintain or procure the establishment and maintenance of any contributory or non contributory pension or superannuation, provident or gratuity funds for the benefit of and give of procure the giving of the donations, gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is a subsidiary of the company or is allied to or associated with the company with any such subsidiary company or who are or were at any time directors or officers of the company or any other company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidies and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

28) To establish, for any of the main objects of the company, branches or to establish any firm or firms at places in or outside India as the company may deem expedient.

29) To pay for any property or rights acquired by or for any services rendered to the company and in particular to remunerate any person, firm or company introducing business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode

and in partly in another and generally on such terms as the company may determine, subject to the provision of section 188 of the act.

30) To pay out the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the company of any property or assets.

31) To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the company and to pay all expenses incurred in the connection.

32) To compensate for the loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act, 2013 or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of nay transaction in which the company is engaged.

33) To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with the Indian or any foreign system of law.

34) To appoint agents, sub-agents, dealers, managers canvassers, sales, representatives or salesman for transacting all or any kind of the main business of which this Company is authorized to carry on and to constitute agencies of the Company in India

or in any other country and establish depots and agencies in different parts of the world.

35) To open and operate Current Savings Accounts, Fixed Deposit, Cash Credit, loan or any other Accounts with any Bank or Banks and to make accept endorse discount negotiate execute buy sell and deal in Promissory Notes Bills of exchange and other negotiable instruments in the ordinary course of business.

36) Subject to the provisions of the Companies Act, 2013 and Rules framed there under and directions issued by the Reserve Bank of India from time to time, to receive money on loan and borrow or raise 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 as the case may be, but the Company shall not carry on the business of banking as defined in the Banking Regulation Act,1949.

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 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among

themselves), such amount as may be required, not exceeding * [ ] rupees.

(iii) The share capital of the company is 1500000 rupees, divided into

150000	Equity Share	Shares of	10	Rupees each	

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☐ We, the several persons, whose names and address 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:

☐ I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company:

☐ 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:

Subscriber Details

S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of shares taken	DSC	Dated
1	DURGESH DILIP PATNAIK, S/O- MANOJ KUMAR PATNAIK, ADD- FLAT 402, 4TH FLOOR SANTOSH VILLA GARAGE CHOWK Bhubaneswar Orissa 751002 Old Town (Khorda) Khorda India, OCC- BUSINESS	B*E*P*7*9*	18000 Equity,0 Preferenc		28/02/2026
2	ASISH SETHI, S/O-BABULA SETHI, ADD- NIT CAMPUS AREA AND KANTA ROURKELA Raurkela (M) Orissa 769008 Rourkela - 8 Sundergarh India, OCC- BUSINESS	D*R*S*9*2*	2000 Equity,0 Preference		28/02/2026
Total shares taken			20000 Equity,0 Preference		

Signed before me

Membership type of the witness *(ACA/FCA/ACS/FCS/ACMA/FCMA)*	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	DSC	Dated
FCS	NILAKANTHA SAMAL	SUNITA JYOTIRMOY & ASSOCIATES, COMPANY SECRETARIES, PLOT NO-191, 2ND FLOOR, SANTOSH MULTISPECIALTY CLINIC SIDE LANE, OPPOSITE TO LITTLE ANGEL PLAY SCHOOL, BIJU PATTNAIK COLLEGE ROAD, JAYDEV VIHAR-751013, ODISHA, INDIA	1*5*8		28/02/2026

7 Shri / Smt ______ ______ Of ______ resident of

______ aged ______ years shall be the nominee in the event of death of the sole member.