

(THE COMPANIES ACT, 2013)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
MAXPOSURE LIMITED

- I. The Name of the Company is **MAXPOSURE LIMITED**.
- II. The Registered Office of the Company will be situated in the State of Delhi.
- III. The objects for which the Company is established are:
- (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
1. To carry on business of Content Marketing for brands based in India & around the world. The Content Marketing sphere includes Brand & Content Strategy, Content Creation, Design Services, Digital Marketing, Email Marketing, Social Media Marketing, SEO, PR, Pay Per Click Campaigns, Inbound Marketing, Influencer Marketing, translation and trans-creation services etc.
 2. To carry on business of Inflight Entertainment (Movies, TV Show, Music, Games, Inflight Guides etc.) Content Service Provider to airlines based in India & around the world.
 3. To carry on Media lab services including Custom Edits, Metadata Creation, Duplication, Audio Enhancement, Encoding/Transcoding in any format, Dubs Creation, Subtitle Creation, Mixing and Production & Post production Services like Films, TVC, Video Creation, Documentary, VPAs, PRAMs, Boarding Music, Safety/Boarding Video etc.
 4. To build & license technology products/ hardware which shall enable Wireless Streaming Entertainment on Personal devices (Mobile, Tablet, Laptops) of passengers inside aircrafts, lounges, hotels etc.
 5. To build & license proprietary technology platforms like Smart Trip Planner to travel & tourism clients in India & around the world.
 6. To carry on the business of advertising agency for across platforms (Newspapers, TV, Radio, Magazines, Outdoor Media, social media, Ambient media etc.)

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7. To produce & monetize the patented Inviso Trey Table by licensing the patent to different aircraft seat manufacturers or advertising on trey tables in aircrafts, trains, vehicles in India & around the world.
8. To carry on the business of Pre-Press, Printing and Publication of Papers, Brochures, Journals, Magazines, coffee table books, books etc.

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

1. To apply for, purchase or otherwise acquire any patents, brevits invention, licēses, 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 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 licences in respect of, or otherwise turn to account the property, rights or information so acquired.
2. To amalgamate with any other company whose objects are and/or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid-up shares or otherwise) of the undertakings, subject to the liabilities of this or any such other company as aforesaid, with or without winding up or by sale or purchase (for fully or partly paid-up shares or otherwise) of all or a controlling interest in the shares or stock of this or any such other company as aforesaid, or by partnership, or any arrangement of the nature of partnership, or in any other manner.
3. 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 particular, for shares, debentures or securities of any other company having objects altogether or in part similar to those of this Company.
4. To invest and deal with the money of the Company, not immediately required, in such manner as may from time to time be determined, but not to act as an investment, finance, or banking company.
5. To borrow or raise funds by means of loans or secure the payment of money from shareholders, directors, commercial banks and government approved agencies in such manner as the Company shall think fit for its business and, in particular, by the issue of debentures or debenture-stock, perpetual or otherwise, charged upon all or any of the Company property and other assets, both present and future, including its uncalled capital, and to purchase, redeem, or pay any such securities, but not to act as an investment, finance, or banking company.



6. To open, close and operate banking accounts of the Company with any banker.
7. To apply for and obtain any provisional order or Act of legislature or any consents, permissions and licenses from the Government, central or provincial, and any agencies of the Government for enabling the Company to carry on any of its objects into effect, or for effecting any modification of the Company constitution, or for any other purpose which may seem expedient, and to oppose any proceeding or application which may seem calculated, directly or indirectly, to prejudice the Company interests.
8. To sell any patent rights or privileges belonging to the Company or which may be acquired by it, or any interest in the same, and to grant licenses for the use and practice of the same or any of them and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested, and to do all such acts and things as may be deemed expedient for turning to account any inventions, patents and privileges in which the Company may be interested.
9. To undertake or promote scientific research relating to the main business or class of business of the Company.
10. To negotiate and enter into agreements 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 of the main objects of the Company or for the purpose of activity research and development of knowhow, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.
11. 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.
12. To pay out of 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 also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the Company of any property or assets.
13. To send out to foreign countries, its directors, 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 this connection.
14. 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

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to arbitration in India or abroad either in accordance with Indian or any foreign system of law.

15. To appoint agents, sub-agents, dealers, managers canvassers, sales representatives or salesmen 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 India & World.
- IV. The Liability of the member(s) is Limited and the liability is limited to the amount unpaid, if any, on the shares held by them.
- *V. The Authorised Share Capital of the Company is ₹30,00,00,000 (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10/- (Rupees Ten only) each.



For Maxposure Limited

Prakash Johari

Prakash Johari
Managing Director
DIN: 01891273

End note

* *The existing Authorised Share Capital of the Company of ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,29,00,000 (Two Crore Twenty- Nine Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each and 16,00,000 (Sixteen Lakhs) Preference Shares of ₹10/- (Rupees Ten only) each has been reclassified as ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,45,00,000 (Two Crore Forty- Five Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each through an Ordinary Resolution passed through Postal Ballot on 22nd December, 2025.*

After the said reclassification, the Authorised Share Capital of the Company has been increased from ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) to ₹30,00,00,000 (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10/- (Rupees Ten only) each through an Ordinary Resolution passed through Postal Ballot on 22nd December, 2025.

We, the several person whose names and addresses are subscribed below 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 Capital of the Company, set opposite our respective names:-

S. No	Name, Description, Occupation and Address of Subscribers.	Number of Equity Shares taken by each subscribers	Signature of subscriber	Signature of Witness with address and occupation
1.	VIKAS JOHARI S/o Bal Kishan Johari 184, Siddhartha Enclave, Near Ashram Chock, New Delhi-110014 (BUSINESS)	3,400 (Three Thousand Four Hundred)	Sd/-	I witness the signatures of all the subscribers of this Memorandum & Articles of Association Sd/- (POONAM BHATNAGAR) W/o Samir Bhatnagar 4993/5, Sant Nagar, Karol Bagh, New Delhi-110005 M. No.- 15812
2.	PRAKASH JOHARI S/o Bal Kishan Johari 184, Siddhartha Enclave, Near Ashram Chowk, New Delhi-110014 (BUSINESS)	3,300 (Three Thousand Three Hundred)	Sd/-	
3.	KUSUM JOHARI W/o Bal Kishan Johari 206, Siddhartha Enclave, Near Ashram Chock, New Delhi-110014 (BUSINESS)	3,300 (Three Thousand Three Hundred)	Sd/-	
	TOTAL	10,000 (Ten Thousand)		

Place: NEW DELHI Dated the 7th day of August 2006

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