

THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
*PLADA INFOTECH SERVICES LIMITED

- I. The name of the Company is ***PLADA INFOTECH SERVICES LIMITED.**
- II. The Registered Office of the Company will be situated in the state of Maharashtra.
- 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 :**
 1. To carry on business of information technology services and to offer comprehensive end-to- end software & information technology solutions and services to all kinds of industry and to carry on business of providing solutions to clients in the lines of information technology, SAP, Oracle, infrastructure management services, testing, consulting and business process services and also offering service of business analytics, legacy modernization, applications outsourcing, architecture consulting, product lifecycle management and service oriented architecture also to carry on business of manufacturer, assembler, adviser, traders, marketing, consultancy, technical service providers, importers, exporters, hire purchase dealers, indenters, brokers, agents,

Same

stockiest, distributors & dealers of all kinds of information technology equipment's, tele communication systems, electronic systems, computer systems, digital audio & video systems, integrated systems, business machines, electrical machines, computer & accessories and all types of electronic components, devices, equipments, lighting instruments & equipment's and assembly thereof and to assist its clients and customers to achieve effective use of the products and services provided.

*Earlier Name of the Company was **Plada Infotech Services Private Limited**

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

2. To establish, provide, maintain, and conduct or otherwise subsidize research and experimental workshops for technical research and to undertake and carry on with all researches, experiments, and tests of all kinds and otherwise conduct research in all discipline of information technology and software development in furtherance of its business objectives; to promote studies and research, etc. and to generally encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind.
3. To acquire patents, patent rights or inventions, know-how, copyrights, designs, trademarks, trade secrets, or any other intellectual property rights, licenses, secret processes, designs, protections and concessions, including without prejudice to the generality of the foregoing, to register, promote, advertise the same and to disclaim alter, modify, use and turn to account and to manufacture under or grant licenses or privileges in respect of the same, and to expend money in experimenting upon, testing and improving any patents, inventions or rights.
4. To undertake market studies anywhere in India and abroad on regular as well as adhoc basis.
5. To purchase or by any other means acquire and take options over any property whatever, and any rights or privileges of any kind over or in respect of any property in connection with the business of the Company.
6. To apply for tenders, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business therein mentioned.
7. To enter into any arrangement with any government or authority, supreme, municipal, local or otherwise which may seem to the Company or its Directors conducive to the attainment of the Company's objects or any of them and to obtain from any such government or authority and to comply with any charters, decrees, rights, privileges or concessions and to apply for, promote and obtain any legislation, order, barter, privilege, concession, license, right, franchise or authorization from any such government or authority for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which the Company or its Directors consider may be likely directly or indirectly to further the objects of the Company or the interests of its members, and to carry out, exercise and comply with the same and to oppose any proceedings or applications or the like which the Company or its Directors consider may be directly or indirectly prejudicial to the interests of the Company or its members.
8. To control, manage, subsidise, co-ordinate or otherwise assist any company or companies in which the Company has a direct or indirect financial interest to provide

secretarial, administrative, technical, commercial and other services and facilities of all kinds for any such company or companies and to make payments by way of subvention or otherwise and any other arrangements which may seem desirable with respect to any business or operations of or generally with respect to any such company or companies.

9. To apply for, take out, obtain, purchase and otherwise acquire any grants, licenses, concessions and the like conferring any exclusive or absolute or non-exclusive or limited right to use, or any secret processes or other information regarding, any invention or discovery which may seem to the Company or its Directors capable of being used for any of the purposes of the Company or the acquisition of which may seem likely to the Company or its Directors directly or indirectly to benefit the Company or its members and to carry on research and to acquire, use, maintain, exercise, develop, manufacture under, sell or otherwise dispose of, deal with or turn to account any such licenses, concessions and the like and other information aforesaid.
10. Subject to provisions of the Section 58A of the Companies Act, 1956, as amended, and the directives of the Reserve Bank of India in this regard, to receive money on deposit or loan and borrow or raise money at interest or otherwise in such manner as the Company shall think fit, and in particular by the issue of debentures, debenture-stock, perpetual or otherwise, term loans and if necessary, to secure the repayment of any money borrowed raised or owing by mortgage, charge, pledge, hypothecation or lien upon all or any of the property or assets of the Company, both present and future including its uncalled capital and as well as by a similar mortgage, charge, pledge, hypothecation 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 and on such other terms and conditions like rate of interest, number of trustees, tenders, convertibility clause, nomination of Directors, etc., as the Directors may deem fit, provided however that the Company shall not do any banking business as defined in the Banking Regulation Act, 1949.
11. Subject to the provisions of the Companies Act, 1956, as amended, to lend and advance money or give credit, with or without security, to such persons, corporations or firms (including without prejudice to the generality of the foregoing, any holding company, subsidiary or fellow subsidiary of, or any other company associated in any way with, the Company) and on such terms as may seem expedient and in particular to customers and others having dealings with the Company, release or discharge any debt or obligation owing to the Company, guarantee the performance of any contract or obligation of any company, firm or person, guarantee the payment and repayment of the capital and principal of, dividend, interest or premium payable on any stock, shares or securities, debentures, debenture-stock, mortgages, loan or other securities issued by any company, corporation, firm or person, including (without prejudice to the said generality) bank overdrafts, bills of exchange, promissory notes and generally to give guarantees, sureties and indemnities, provided however, that the Company shall not do any banking business as defined in the Banking Regulation Act, 1949.
12. To guarantee the payment of money and performance of contract or engagements entered into by any company or person and to secure the payment of money and performance of any contracts or engagements entered into by the Company and to discharge any debts or other obligations of or binding upon this Company by mortgage or charge upon all or any part of the undertaking, property and rights of the Company (either present or future or both) including its uncalled capital or by the creation of issue of debentures, debenture-stock or other securities or by any other means.
13. To purchase, take on lease, hire or otherwise acquire, to erect, build, construct, improve, maintain, develop, alter, enlarge, pull down, replace work or manage, any

buildings, houses, shops, workshops, offices, warehouses showrooms, refreshment rooms and other conveniences, cottages, any other buildings for the comfort and accommodation of members of the Company working people. Other works and conveniences which may seem necessary and convenient for the purpose of the business of the Company.

14. To open bank accounts of all nature including overdraft accounts and to operate the same, to draw, make, accept endorse, discount, execute and issue promissory notes, cheques, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments and to deal with all documents mercantile or otherwise, in the ordinary course of business.
15. To pay all costs, charges and expenses incurred or sustained in or about the promotion, formation, incorporation and establishment of the Company, which the Company shall consider to be preliminary, or to contract with any person, firm or company to pay the same, and to pay the costs of advertising, commission for underwriting, brokerage, printing, stationery, placing, selling, or guaranteeing the subscriptions of any shares or securities of the Company and expenses attributable to the formation of agencies.
16. To insure with any person or company against losses, damages, risks and liabilities of any kind which may affect the Company either wholly or partially, and if thought fit, to effect any such insurance by joining or becoming members of any mutual insurance, protection or indemnity association, federation or society and to accept any such insurance, or any part thereof, for the account of the Company.
17. To institute, conduct, defend or compound any proceedings by or against the Company or its officers or otherwise concerning the affairs of the Company and pay, satisfy or compromise any claim made against the Company or any of its officers notwithstanding that the claim may not be valid at law.
18. To improve, manage, construct, repair, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant licenses, options, rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
19. To train or to pay for the training in India or abroad of any member or any of the Company's directors, employees or any other candidates in the interest of or for the furtherance of the Company's business.
20. To make pecuniary grants by way of donation, bonus, allowance, provident fund, gratuity, guarantee or otherwise to or for the benefit of persons who are or have been employed by the Company.
21. To appoint attorneys for and on behalf of the Company, execute the necessary power to the said attorneys to act for and on behalf of the Company, to revoke all or any of such powers and appointment as may be deemed expedient.
22. To establish, promote, organise, incorporate, re-organise, finance and to aid and assist, financially or otherwise, companies, corporations, syndicates, partnerships and associations of all kinds, for the acquisition of shares or other securities of the Company or of any other company for the reduction or discharge of any liability incurred in respect of such acquisition.
23. To establish branch of a business which this company is authorised to carry on by means, or through the agency of any subsidiary company or companies, enter into any

arrangement with any such subsidiary company for making the profits and bearing the losses of any business or branch so carried on or for financing any such subsidiary company or guaranteeing its liabilities or to make any other arrangement which may seem desirable to the Company or its directors with reference to any business or branch so carried on including the power at any time and either temporarily or permanently, to close any such branch or business.

24. To acquire and carry on any business carried on by a subsidiary or a holding company of the Company or another subsidiary or associate of a holding company of the Company.
25. To promote any company or companies for the purpose of taking over, acquiring or working any of the property, rights and liabilities of the Company, or for the purpose of carrying on any business which the Company is authorised to carry on, or for any other purpose which may seem to the Company or its directors directly or indirectly calculated to benefit or to advance the objects or interests of the Company or the interests of its members, with power to assist such company or companies in every way, especially by taking shares, stocks and securities thereof, providing capital and paying preliminary expenses.
26. To employ the funds of the Company in the development and expansion of the business of the Company and in any other company whether now existing or hereafter to be formed engaged in any like business to the business of the Company or in any other industry ancillary thereto or which can in the opinion of the Company or its directors conveniently be carried on in connection therewith and to invest money of the Company in any investments and to carry on the business of a property company.
27. To take part in the management, supervision and control of the business or operations of any company or undertaking, and for that purpose to appoint and remunerate any directors, managers, trustees, solicitors, accountants, actuaries, architects, valuers, surveyors or other experts or agents.
28. To pay all costs, charges and expenses of and preliminary and incidental to the promotion, formation, establishment and registration of any other company promoted by the Company or any company in which the Company is or may contemplate being interested including in such expenses all or any part of the costs and expenses of owners of any business or property acquired by the Company; and to procure the registration, recognition or incorporation of the Company in or under the laws of any place outside India.
29. To issue and allot, credited as paid up in full or in part or otherwise, shares, debentures or other securities of the Company for cash or in payment or part payment for any heritable or movable, real or personal property purchased or otherwise acquired by the Company or for any services rendered to the Company or in satisfaction of any obligation or liability undertaken or agreed to be undertaken by the Company or for any other purpose.
30. To give or pay any remuneration, brokerage, discount or other compensation or reward or expenses for services rendered or to be rendered in placing or procuring subscriptions of, or otherwise assisting in the issue of, any shares or debentures or other securities of the Company or in or about the formation of the Company or the conduct or course of its business, and to establish or promote, or concur or participate in establishing or promoting any company, fund or trust and to subscribe for, underwrite, purchase or otherwise acquire securities of any company, fund or trust, to carry on the business of company, fund or trust promoters or managers, underwriters or dealers in

securities, act as trustees of any kind for any person, firm or company and to undertake and execute any trust.

31. To sell, exchange, transfer, let on rent, share of profit, royalty or otherwise, grant licenses, servitudes, easements, options and other rights over and in any other manner deal with, turn to account, or dispose of all or any part of the undertaking, property and assets (present and future) of the Company whether heritable or moveable, real or personal, either together or in portions, for any such consideration as may be thought fit by the Company or its directors and in particular (without prejudice to the generality of the foregoing) for any shares, stock, debentures, debenture stock or other securities, whether fully or partly paid up, of any other company or partly in more than one of or in all of such modes of payment and to hold, retain, sell, dispose of, charge, mortgage, deal with any shares, stock, debentures, debenture stock or other securities received.
32. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any other special fund, whether for repairing, improving, extending or maintaining any of the property of the Company or for any purpose conducive to the interests of the Company.
33. To provide for the welfare of the employees of the Company and the wives, widows and families or the dependents of such persons, by building or contributing to the building of houses, dwellings or by grants or money pensions, providing insurance, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident or other associations, funds or trust and by providing or subscribing or contributing towards places of instructions, recreation, hospitals, dispensaries, medical attendance and other assistance as the Company shall think fit and subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions, associations, and other objects which shall have any moral or other claim to support or aid by the Company either by reason of locality of operation or of public and general utility or otherwise.
34. Subject to the provisions of the Companies Act, 1956, as amended, to place, to reserve or to distribute as bonus shares among the members, or otherwise to apply, as the Company may from time to time think fit, any monies received by way of premium on shares or debentures issued at a premium by the Company, and monies received in respect of forfeited shares, as well as monies arising from the sale by the Company of forfeited shares.
35. To vest any movable or immovable property, rights or interest acquired by, received or belonging to the Company, in any person or persons or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
36. To sell, lease, exchange, mortgage, or otherwise dispose of the property, assets or undertaking of the existing Company or any part thereof for such consideration as the Company may think fit and in particular for shares whether fully or partly paid up, stocks, debentures and other securities of any other company having objects altogether or in part similar to those of the Company and to hold and retain any shares debentures or securities so acquired.
37. To accept payment for any property or rights sold or otherwise disposed of or dealt by the Company either in cash, by instalments or otherwise or in fully or partly paid up shares of any company or corporation with or without preferred or deferred right in respect of dividend or repayment of capital or otherwise, or in debentures, or other securities of any company or corporation partly in one mode and partly in another and

generally in such terms as the Company may adopt.

38. To acquire or amalgamate with, any other Company having similar objects (either in full, part or otherwise) to those of this Company for the purpose of acquiring all or any of the Company and to buy up or absorb all or any part of the business or property of any such Company or association and to acquire membership seat or privilege in any Company, association, exchange, market of institution in India or any part of the world.
39. Subject to the provisions of the Act, to amalgamate or enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint-venture, license, or reciprocal concession or for limiting competition with any person or persons or company or companies or firm or firms carrying on or engaged in or about to carry on or engage in, or being authorized to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in or which can be carried on in conjunction therewith, in India or elsewhere.
40. To invest any of the surplus money and funds of the company from time to time in Government bonds, securities or in debentures or other securities issued by or on behalf of any municipal body or of any corporate body established in India under the authority of any act or legislature established in India or in shares of securities of public and private company in India, shares of co-operative society as may from time to time be determined by the directors or on the mortgage of immovable properties whether freehold or leasehold or of any other tenure or in fixed deposits or by way of loans on interest in any one of the local banks or with any firms companies or banks in such other securities as may from time to time be determined by the directors and from time to time sell or vary all such other securities as may from time to time be determined by the directors and from time to time sell or vary all such investments and to execute all assignments, receipts and documents that may be necessary in that behalf.
41. To establish, maintain, participate in and contribute to or procure the establishment and maintenance of, participation in and contribution to, any pension, superannuation, benevolent or life assurance fund, scheme of arrangement (whether contributory or otherwise) for the benefit of any persons (including directors, former directors, officers and former officers) who are or shall have been at any time in the employment or service of the Company or of any company which at the time is or was a subsidiary or a holding company of the Company or another subsidiary of a holding company of the Company or otherwise associated with the Company or of the predecessors of the Company in business or of any such company as aforesaid or of the relations, wives, widows, families, connections or dependents of any such persons and for the benefit of any other persons whose service or services have directly or indirectly been of benefit to the Company and for the benefit of their relations, connections or dependents or any of them and to grant or procure the grant of donations, gratuities, pensions, allowances or emoluments, including allowances on death, or other payments or benefits of any kind to any such persons as aforesaid; and also to establish, subsidise and subscribe to any institutions, associations, clubs schools, trusts or funds calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other company as aforesaid or its members and to make payments to or towards the insurance of any such persons as aforesaid.
42. To refer or agree to refer to arbitration any claim, demand, dispute, legal proceedings or any other questions, by or against the Company or in which the Company is interested or concerned.
43. To pay, subscribe or guarantee money to or for any purpose which the Company or its

directors consider may be likely, directly or indirectly, to further the interests of the Company or of its members or for any charitable, benevolent, national, educational, social, public, general or useful object or for any exhibit ion.

44. To distribute any of the properties of the Company amongst the members in specie or kind, subject to the provisions of the Companies Act, 1956, in the event of the winding up of the Company.
45. To cease carrying on or to wind up any business or activity of the Company, cancel any registration of and to wind up or procure the dissolution of the Company in any state or territory.
46. To distribute among the members of the Company in specie or otherwise, by way of dividend or bonus or by way of reduction of capital, all or any property or assets of the Company or any proceeds of sale or disposal thereof, and in particular shares, debentures or other securities of other companies belonging to the Company, or of which the Company may have the power to dispose, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
47. To purchase and maintain insurance for or for the benefit of any persons who are or were at any time directors, officers, employees or auditors of the Company or of any other company which is its holding company or in which the Company or such holding company or any of the predecessors of the Company or of such holding company has any interest whether direct or indirect or which is in any way allied to or associated with the Company, or of any subsidiary undertaking of the Company or of any such other company, or who are or were at any time trustees of any pension fund in which any employees of the Company or of any such other company or subsidiary undertaking are interested, including (without prejudice to the generality of the foregoing) insurance against any liability incurred by such persons in respect of any act or omission in the actual or purported execution and/or discharge of their duties and/or in the exercise or purported exercise of their powers and/or otherwise in relation to their duties, powers or offices in relation to the Company or any such other company, subsidiary undertaking or pension fund and to such extent as may be permitted by law otherwise to indemnify or to exempt any such person against or from any such liability.
48. To procure the Company to be recognized in any part of the world.
49. To act as principals, agents, contractors, nominees, trustees or otherwise alone or in conjunction with others.
50. To enter into any contracts and make arrangements with any person for furtherance of the business of the Company.

C. OTHER OBJECTS: NIL

IV. The liability of the Members is limited.

V. **#The Share Capital of the Company is Rs. 10,00,00,000/- (Ten Crore Rupees), divided into 1,00,00,000 (One Crore) equity shares of Rs.10/- (Rupees Ten) each.**

#Increase in Authorised Share capital of the company from Rs. 1,00,000 (One Lakh Rupees) to Rs. 2,00,00,000 (Two Crore Rupees) wide Resolution passed at EOGM of the company held on dated 23.03.2022.

#Increase in Authorised Share capital of the company from Rs. 2,00,00,000 (Two Crore Rupees) to Rs. 10,00,00,000/- (Ten Crore Rupees) wide Resolution passed at EOGM of the company held on dated 06.03.2023.

We, the several persons, whose names, addresses and descriptions are subscribed hereunder 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:

Sr. No.	Signature, Name, Address, Description and Occupations of Subscribers	No. of Equity Shares Taken by each subscriber	Signature, Name, Address, Description and Occupation of Witness
1.	<p>Shailesh Kumar Ganeshlal Damani S/o Shri Ganeshlal Ramlal Damani</p> <p>Address: 12, Hind Niwas, Saraswat Baug Society Road, Jogeshwari (East), Mumbai – 400060</p> <p>Occupation: Business</p>	<p>5000 (Five Thousand Only)</p>	<p>Witness to All Sd/- CA Manoj Chaubey S/o Shri Sharda Prasad Chaubey Occupation: Chartered Accountant 42, Singh Industrial Estate, No.3, Ram Mandir Road, Goregaon (W) Mumbai – 400104</p>
2.	<p>Venu Vutukuru S/o Shri Ranga Rao Vutukuru</p> <p>Address: BHEL MIG - 1944, Ramchandrapuram, BHEL Township, Near ING Hyderabad, Andhra Pradesh – 502032</p> <p>Occupation: Housewife</p>	<p>5000 (Five Thousand Only)</p>	

Dated: 08th Day of October 2010

Mumbai

