

THE COMPANIES ACT, 1956
(Company limited by Shares)
MEMORANDUM OF ASSOCIATION
OF
GLOBALSPACE TECHNOLOGIES LIMITED

- I¹.** The name of the company is **GLOBALSPACE TECHNOLOGIES LIMITED**
- II.** The registered office of the company will be situated in the State of Maharashtra, within the Jurisdiction of Registrar of Companies, Maharashtra, Mumbai.
- III.** The main object for which the company is established are:
- (A)^{2 3} THE MAIN OBJECTS OF THE COMPANY ARE:**
1. To develop, design, structure, establish, maintain, market, buy, import, export, sell, provide, license, implement and set up fully secure Enterprise Mobility solutions, Support Services business and units, Enterprise Mobility Business Services businesses and units, Support Centers, Business Centers, Software/Computer Software businesses, centers and units, Information Technology Enabled businesses, centers and units and Information Technology businesses, centers and units in India or anywhere in world.

¹ **Altered via Special Resolution passed by the members of the Company at their Extra-ordinary General Meeting of the Company held on 5th August, 2016 subject to receipt of approval by the Central Government for the change in name of the Company.**

² **Altered via Special Resolution passed by the members of the Company at their Extra-ordinary General Meeting of the Company held on 5th August, 2016**

³ **Altered via Special Resolution passed by the members of the Company at their Annual General Meeting held on 26th September, 2016**

To develop, design, structure, establish, maintain market, buy, import, export, sell, provide, license and implement and to set up the business of handling Enterprise Mobility customer support services by establishing Business Process Outsource units, Knowledge Process Outsource units, Call centers.

Data centers with advanced Disaster Recovery facilities and the like whether pertaining to own clients or client's customers from within India or outside, for requests received over telephone, fax, email, web, kiosk, post, video conferencing or any other mode including through which any customer can communicate by accessing information in possession of the company or provided by the client in India or anywhere in world.

To carry on the business of designing, developing, exporting, importing, consultancy and training in all kinds of enterprise mobility software, associated mobile security software, hardware, systems, programs, products, applications and services, for all purposes, Knowledge Process Outsource units, Call centers, Data centers and the like and to set up Research and Development Centers and set up Centers of Excellence to train, educate in one or more of the above areas and to market the latest developments in national and international scenario and implement the same to economize and simplify the operations and to carry on the business of providing advanced support services and facilities either computer aided or telephone or any other mode in India or anywhere in world.

To carry on the business of providing and supplying of information technology solutions including turnkey solutions in the area of end-to-end enterprise mobility solutions, systems integration and development of software, computer hardware, peripherals, networking.

To develop and maintain in or outside India software and/ or facilities to service onsite and/or offshore outsourcing of business activities including but not limited to data processing, data analysis, data mining, data control, information related projects and activities in the enterprise mobility space.

- ⁴ To carry on in India and abroad the business of promoting, Imparting, Launching, Creating, Designing, Adopting Traditional, Formal and Creative Means of Imparting, Inculcating, Disseminating, Diversified Skills related to Robotics, Artificial Intelligence, Stem And Steam Education, Training, Conducting Seminars, Web-Seminars, Counseling, E-Courses, Online Classes, Teaching to Schools, college, University, Private Institutions Students, Distance Education, Personal or Group Coaching & Consultancy, Personal Consultancy & Training, Business Consultancy & Training, Telephonic Consultation, Meditation Exercise, Motivational Trainings, Delivering Training Programme with the intent of carrying on the Business

⁴ **Altered Vide Special Resolution Passed at the Annual General Meeting of the Members held on 10th September, 2018**

of Robotics, Artificial Intelligence, Stem And Steam Education and to act as importers, exporters, distributors, traders, manufacturers, consignment agents, of all kind of educational tools, kits, literature, accessories, and all forms of related equipment and to do the business as publishers of books, e-books, Educational guides, Magazines, E-Magazines, Periodicals, CDs, DVDs, USB drives, Tablets, Mobile, other telecom devices on various

Training & Consultancy Programmes related to Robotics, Artificial Intelligence, Stem and Steam Education.

⁵(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:

2. To purchase and otherwise acquire, own, import, all materials, 'substances, appliances, machines, containers and such other articles and apparatus and things capable of being used in any of the main business and to own, lease and otherwise acquire and use facilities of whatever kind as may be convenient or useful or conducive to the effective working of the main business of the Company.

3. To acquire by purchase, take on lease or tenancy or in exchange, hire take, options over or otherwise acquire any estate or interests, whatsoever and to hold, develop work, concessions, grants, decrees, licences, priveleges, claims, options, leases, property, real or personal or rights or powers of any kinds which may appear to be necessary for the main objects of the company.

4. To pay for pre-incorporation expenses of the Company.

5. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, waterhouse, 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 enter into partnership or into any arrangement of 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.

7. To apply for, purchase or otherwise acquire and protect, prolong and renew in any part of the world, any patents, patent rights, trademarks, designs, licences, protections, and concessions conferring any exclusive or non-exclusive or limited right to the use of information as to any invention, process or privileges

⁵ **Altered Vide Special Resolution Passed at the Annual General Meeting of the Members held on 10th September, 2018**

which may seem capable of being used for the main objects of the Company or the acquisition of which may seem calculated directly, or indirectly, to the benefit of the Company or the acquisition of which may seem calculated directly or indirectly, to the benefit, of the Company and to use, exercise, develop or grant licences or privileges in respect of the property, rights and information so acquired.

8. To import, buy, exchange, alter improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the Company.

9. To undertake financial and commercial obligations, transactions and operations of all kinds.

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 manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering main objects of the Company.

11. Subject to Sections 391 to 394 & 394A of the Act, amalgamate with any other company of which all or any of their objects are similar to the objects of the Company in any manner whether with or without the liquidation.

12. Subject to any law for the time being in force, to undertake or take part in the formation supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.

13. To enter into any arrangements with any government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any Such Government, Authority, person or Company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.

14. To procure the registration or recognition of the Company in or under the laws of any place outside India.

15. To draw, make, accept, discount, execute and issue bills of exchanges, 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 investments 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 58-A and 292, 293, 295 & 372A 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 thinks fit and in particular by the issue of debentures, debentures stock, perpetual or otherwise and to secure the repayment of any 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 pay off any such securities.

18. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, 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 licenses 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 the Company.

21. Subject to the Provisions of Section 100 to 105 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 subscribe for, acquire and hold shares, share-stock, debentures, bonds, debenture-stock, mortgages, obligations, securities of any kind issued or guaranteed by any company of whatever nature and whatsoever constituted or carrying on the main business and to subscribe for, acquire and hold shares, debentures and debenture-stocks and debenture-bonds, mortgages, obligations and such other securities issued or guaranteed by any Government, trust,

Municipal, local or such other authority, or body of whatever nature, whether in India or elsewhere as may be conducive to the main business of the Company.

23. 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 or forfeited shares, subject to provisions of Sec. 78 of the Companies Act, 1956.

24. To employ agents or experts to investigate and examine into the condition, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, properties or rights which the Company propose to acquire.

25. To accept gifts, bequests, devisers or donations of any movable or immovable property or any right or interests therein from members or others.

26. To create any reserve fund, 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.

27. Subject to the provisions of Section 292, 293, 293-A & 293-B of the Companies Act, 1956 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 associations, funds, universities, college or any individual, body of individuals or bodies corporate.

28. To purchase and otherwise acquire, manufacture, own import sell, export and in all materials, substances, appliances, machines, containers and other articles and apparatus and thing capable of being used in the business and to own, lease and otherwise acquire and use facilities of whatever kind as may be convenient or useful or conducive to the effective working of the business or any part thereof.

29. 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 or 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 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.

30. 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

31. 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 partly in another and generally on such terms as the Company may determine, Subject to the provision of section 314 of the Act.

32. 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.

33. To sent out to foreign countries, its directors, employees or any other person or persons for investigation of 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.

34. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act, 1956 or such other status or rule having the force of law and to make payments to any persons whose office of ' employment or duties may be determined by virtue of any transactions in which the Company is engaged.

35. 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 Indian or any foreign system of law.

36. 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 part of the world. '

37. To organise information call and Data Bank relating to industrial, agricultural and other economic activities and to provide information for the development of industries to entrepreneurs.

38. To purchase, or otherwise acquire, erect, maintain or reconstruct any building, offices, and other things found necessary for attaining the main objects of the company.

39. To carry on the business of software development and computer designing, jobworks, customization and also to provide technical services, training consultancy related to hardware & software, information technology, to undertake computer related jobs as internet. Software, communication network, e-commerce, web hosting, maintenance of websites, websites designing, development of portals, multimedia to carry all kinds of business in India or abroad related to information and technology, computer related assignments WAP application development franchising and placement consultant.

40. To manufacture, alter, convert, modify, buy, sell, export, import give or take on lease, give or take on hire purchase or on deferred credits or on license, service and repair or otherwise deal in any other manner in electrical and electronics appliances and apparatus and systems of every description and stores of all kinds such as computers, calculators word processors, printers typewriters, data processing equipments software and hardware integrated circuit, silicon chips or any other consumer equipment communication equipment, display devices, printing devices. high frequency apparatus, magnetic component, air borne equipment, Infrared tubes, generation and servo control equipment, Control system and equipment & machines and to conduct bureau of complete services, peripherals and all other devices and accessories, spare parts, components and all kinds of instruments, apparatus, equipments and gadgets, used for in connection with any of the aforesaid matters or products and to develop, design and sell or otherwise give on hire computer programmes, and to act as computer specialists, counselors, advisors, programmers and to do all and anything required in connection with manufacture, sale, assembly integration arrangement, Installation and operation of computers, software and hardware programming data processing giving and / or taking on hire computer time and in other matters as may be necessary for or in relation to the business of computers.

41. To carry on all or any of the business and professions or providing services of all types including technical, administrative, marketing and other office services and providing services of technicians, Scientists, right artists, administrators, salesmen, economists, accountants, tax experts, and of acting as recruitment agents, advertising agents, organisers of conference, auctioneers, trustees, executors, administrators attorneys, nominees, and agents (and to exercise the power of custodian, trustees and trust corporations and of working

as professional consultants. on technical management, productivity, taxation, employment investment, marketing banking and economic problem and matters.

42. To carry on all or any of the business of procuring developing and supplying technical know-how, patents, inventions, drawings, designs and other scientific formula and processes for the manufacture or processing of the goods and materials for the installation and erection of machinery or plant for such manufacturing and processing and for the working of mines, oil, wells and other sources of mineral deposits and for carrying out any operations relating to agriculture, animal husbandry, dairy or poultry farming, forestry and / or rendering services in connection with the provision of such technical know-how.

43. To carry on business as manufacturers of and dealers in and as stockists importers, and exporters of packing material, Jointing And belting materials asbestos material and fibres, insulation material and welding fluxes, cartons, containers, boxes and cases made of paper, boards, wood glass, plastic, pulp, cellulose films, polythene, rubber, metals, metal foils. Gelatin, tin, flexible, treated and laminated or other materials.

44. To act as cargo agents, travel agents, ship brokers, charter party contracts, ship agents, packing, forwarding and clearing agent, salvors, wreck removers, wreck raisers, auctioneers, inspectors and observers of quality control, custom house agents, commission agents and general sales agents for any of the air lines, steam-ship Companies, railway and transport companies or any such other person.

45. To carry on the business of iron-founders, makers of scientific, industrial and surgical instruments, mechanical engineers and manufacturers or agricultural implements and other machinery, steel castings and forgings and malleable iron and steel castings, tools maker, brass founders, metal workers, boiler-makers, mill wrights, machinists, iron and steel converters smiths, builders, painters, metallurgists, electrical engineers, water supply engineers, gas makers, farmers, printers carriers and merchants and to buy, sell, manufacture, repair, convert, alter, let on hire and deal in machinery, implements and rolling stock.

46. To carry on the business of hoteliers, moteliers, restaurant owners, refreshment room proprietors, refreshment contractors and own, run garages, shops, stores, godowns, bars, refreshment rooms, cafeterias, discotheques, restraints and places for sale, custody, bailment, deposit or protection of the valuable goods and commodities.

47. To carry on the business of electrical engineers, electricians, engineers, contractors, manufacturers, contractors, suppliers and dealers in electrical and such other appliances, cables, wire lines, dry-cells, accumulators, lamps and works and to generate, accumulate, distribute and supply electricity for the

purpose of light, heat motive power and for all other such purposes for which electrical energy can be employed and to manufacture, and deal in all apparatuses and things required for or capable of being used in connection with the generation, distribution, supply, accumulation, and employment of electricity, including in the term electricity all power that may be directly or indirectly, derived here from or maybe incidentally hereinafter discovered in the dealing with the electricity and to carry on business as manufacturers, stockists, importers, exporters and repairers of and dealers in all kinds of electrical and electronic goods.

IV. The Liability of the members is limited.

V. (a) The Authorized Share Capital of the company is Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crore Twenty Lakhs) Equity shares of Rs.10/-(Rupees Ten) each.

(b) Minimum Paid up Capital of the Company shall be Rs. 1,00,000/-(Rupees One Lakh Only)

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	Occp: Business			
4.	Mr. Paresh Shah	7000		
	S/o: Pannalal Shah Add: 2/12, Juhu Neel Sagar CHS Ltd., Gulmohar Road, JVPD Sch, Mumbai - 400 049.	(Seven thousand shares only)	sd --	
	Occp: Chartered Accountant			
		10,000		
		(Ten Thousand shares only)		

Dated: 06-12-2010

Place: Mumbai