ARTICLES OF ASSOCIATION

## OF

# TECH INNOVATIONS LIMITED

A Private Company Limited by Shares

Incorporated under the ADGM Companies Regulations 2020

# ARTICLE 1: INTERPRETATION

In these Articles, unless the context otherwise requires, the following terms shall have the meanings set forth below:

"Company" means Tech Innovations Limited

"ADGM" means Abu Dhabi Global Market

"Regulations" means the ADGM Companies Regulations 2020

# ARTICLE 2: REGISTERED OFFICE

The registered office of the Company shall be situated at Abu Dhabi Global Market, Al Maryah Island, Abu Dhabi, United Arab Emirates, or at such other place within Abu Dhabi Global Market as the Board of Directors shall from time to time determine.

# ARTICLE 3: SHARE CAPITAL

The share capital of the Company shall be USD 50,000 divided into 50,000 shares of USD 1.00 each. The Company shall have the power to increase or reduce its share capital in accordance with the provisions of the ADGM Companies Regulations 2020.

# ARTICLE 4: DIRECTORS

The Company shall have a minimum of one (1) director. The directors shall have all powers necessary for managing the business and affairs of the Company. Directors shall be appointed and removed by ordinary resolution of the shareholders.

# ARTICLE 5: SHAREHOLDERS MEETINGS

Annual general meetings shall be held once every calendar year. The quorum for general meetings shall be shareholders representing at least 50% of the voting shares.

# ARTICLE 6: DIVIDENDS

The directors shall recommend dividends which shall be declared by the shareholders in general meeting. No dividend shall exceed the amount recommended by the directors.

# ARTICLE 7: GOVERNING LAW AND JURISDICTION

These Articles of Association and any dispute arising out of or in connection with them shall be governed by and construed in accordance with the laws of Abu Dhabi Global Market. The courts of Abu Dhabi Global Market shall have exclusive jurisdiction to settle any disputes arising out of or in connection with these Articles.

# SIGNATURES

We, the undersigned, hereby adopt these Articles of Association:

|  |  |
| --- | --- |
| Shareholder Name | Signature & Date |
| John Smith Founder & CEO | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_ |
| Sarah Johnson Co-Founder & CTO | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_ |