

UNDER THE COMPANIES ACT, 1956

(NO. 1 OF 1956)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

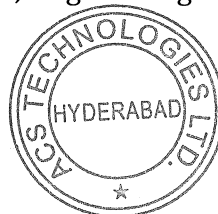
OF

ACS TECHNOLOGIES LIMITED

- i. The name of the company is **ACS TECHNOLOGIS LIMITED**
- ii. The Registered Office of the Company will be situated in the State of Andhra Pradesh.
- iii. The Object for which the Company is incorporated are:

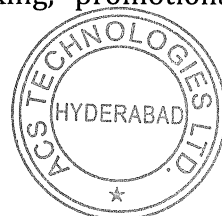
**A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To carry on the business of Software designing, development, customization, implementation, maintenance, testing and benchmarking, designing, developing and dealing in computer software and solutions, and to import export sell, purchase, distribute, host (in data centers or over the web) or otherwise deal in own and third party computer software packages, programs and solutions, and to provide internet / web based applications, services and solutions, provide or take up Information technology related assignments on subcontracting basis, offering services on-site/ offsite or through development centers using owned /hired or third party infrastructure and equipment, providing recruitment and HR related services, providing and taking personnel / consultants/ human resources to / from other organizations, providing solutions/ Packages/ services through applications services provider mode via internet or otherwise, to undertake IT enabled services. To manufacture, import, export, purchase, sell, trade, process, rent, lease and otherwise deal in computer hardware, computer software, computer stationery, data processing equipment, Internet of Things IOT hardware development & Platforms, machinery components, equipment tools, apparatus accessories, spare parts, energy and or power saving equipment, solar energy equipment for computers, bio- medical and pollution controls, remote controls and the accessories used in electronic communication equipments peripheral products and transmission equipments, testing equipments, consumables such as ribbons types, electrical and electronic components manufacturing of electronic units and c()components required for any electronic industry associated and related with / to computer and provide training in respect of the above areas and to provide services in above areas including systems analysis, systems development, programming, data processing, data entry systems in India and abroad. To Conduct business in the areas of computers, Management Systems, Engineering and Other related areas,



to develop Software for Various Organisations including Computer manufacturers, business organizations, Government and industry in India and abroad, to Provide Computer Consultancy Services.

2. To carry on in India or abroad the business of advertising & publicity agents and contractors and for this purpose to purchase sell, sponsor, hire, charter, manage, acquire, undertake, hold, provide & promote, publicity or advertising time space or opportunity on any radio station, internet, broadcasting centre, television centre, video cassettes, audio cassettes, hoardings, signage, neon signs, electronic display board, cinema cable network, newspapers, magazines, souvenirs and all other present and feature media or display devices, running any video, audio, voice, or other programmes or software, (both proprietary and third party) over television, radio, internet, telecom or any other media and to do all incidental acts and things necessary for the attainment of objects under these presents. To carry on the business to manufacture, maintain, install, prepare, produce, fabricate, alter, paint, convert, finish, buy, sell, import & export all kinds of advertising and publicity material and such as slides, CD's, pamphlets, calendars, posters, hoardings, cut-outs etc. and to act as agent, broker, vendor, owner, franchiser, organizer, promoter, sponsor, or manager of all sorts & descriptions of advertising and publicity business and to do all incidental acts and things necessary under these presents.
3. To carry on the business of construction work comprising of civil works, civil engineers, civil contractors and to undertake projects and contracts for Government or non - Government companies, authorities and undertake either alone and jointly with any other Company or persons, works of all distinctions like construction, renovation, repairs, widening, paving, resurfacing of roads, upgrading, strengthening of roads, flyovers, highways, tunnels or bridges of all types of R.C.C and post - tensioned cement concrete works, reinforced cement concrete works, granting , rock cutting, reclamations, cement gutting, waterproofing works, painting, decorating and to purchase, acquire , contract, erect, repair and maintaining of structures, flyovers, tunnels, dams, earth tunnels, towers, reservoirs, drains, and culverts. Trenches, embankments, irrigation works, ' reclamation, land improvement, sewerage and sanitary works.
4. To carry on the business of on line as well as off line shopping, net marketing, multilevel marketing of consumer and other goods, internet advertising and marketing, creating virtual malls, stores, shops, creating shopping catalogues, providing secured payment processing, net commerce solutions for business to business and business to consumers, online trading in and outside India but does not include banking and money circulating business. To establish, manage, supervise and control multi-marketing chains and through online marketing services with a view to encourage people to effect savings and accommodating the products and services promoted by the company. To carry on the business of conducting marketing surveys, multilinking, promotional activities channel

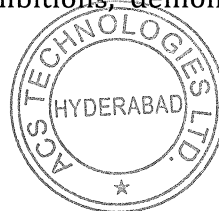


establishments for valorous products & services and the business of purchase, sale, market through various means including Multi Level Marketing (MLM) online as well as offline marketing and through websites also, import, and export of consumer goods, drugs, drug intermediates, medicines, pharmaceuticals, nutritional and health care products, cosmetics, software & websites. To carry on the business as buyers, online buyers and sellers online marketers, sellers, traders, importers, exporters, merchants, exporters, departmental stores, brokers, distributors, traders, stockiest, dealers, packers, repackers of all types of consumer products. To carry on ell1 or any of the following business activities relating to the provisions of Electronic Commerce services to business Organizations either directly or through collaboration, joint venture, or under licenses and or trade agreements. E-mail services, Electronic Data Interchange (EDI), Enhanced telefax Services, Electronic Information Services i.e., database Services to support commercial exchanges, other intercompany network applications and for the above purposes, to establish, in India, Messaging backbone network interconnecting different parts of the country in a phase manner and to import such hardware, software and or technology from time to time as may be required.

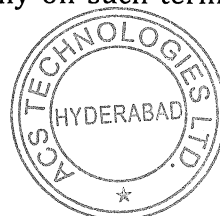
5. Design, Development, Testing and Support of Software Applications, IT Infrastructure Management Services, IT Networking Solutions and Support, IT Security Solutions, Security and Surveillance Solutions and Support, Facility Management Services, IT Consulting, IT Staffing and Training Services, IOT Solutions and Support, Digitization and Document Management Solutions, Digital Signage, RFID Solutions and Turnkey Projects.

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

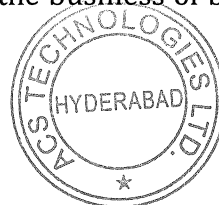
1. To enter into agreements and contacts with Indian or foreign individuals, companies or other Organizations for technical, financial or any other assistance for carrying out all or any of the objects of the company.
2. To establish and maintain any agencies in India or any Part of the World for the conduct of the business of the company or for the sale of any materials or things for the time being at the disposal of the Company for sale.
3. To advertise, exhibit, broadcast and adopt means of making known the business activities of the company or any articles or goods traded or dealt in by the company in any way as may be expedient including posting of bills in relating thereto and the issue of circulars, books, pamphlets and prices lists and the conducting of competitions, exhibitions, demonstrations and the giving of prizes, rewards and donations.



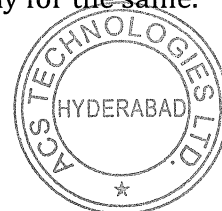
4. To apply for purchase or otherwise acquire and protect, prolong and renew trad marks, trade names, designs, secret processes, patents, patent rights, " BREVETS D INVENTION " licenses, protections and concessions which may appear likely to be advantageous or useful to the company and to send money in experimenting and testing and improving or seeking to improve any patents, inventions or rights, which the company acquire or propose to acquire or develop.
5. To enter into Partnership or into arrangement for sharing profits, union of interest, Cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or about to carry on or engage in any business or transaction which this company is authorized to carry on or engage in or any business or undertaking or transaction which may seem capable of being carried on or conducted so as a directly or indirectly o benefit the company; and to lend money to guarantee the contracts of or otherwise assist any person, firm or company and to take or otherwise acquire and hold, shares or securities of any such person, firm or company and to sell, hold, re-issue with or without guarantee or otherwise deal with such shares and securities.
6. To enter into any agreements with any Government or state authority, Municipal, Local or otherwise that may seem conducive to the company's objects or any of them and to obtain from any such Government or state Authority, any Rights, Privileges and concessions which may seem conducive to the company's objects or any of them.
7. To purchase or otherwise acquire and undertaken the whole or any part of the business, property, rights and liabilities of any person, firm or company carrying an any business, which this company is authorized to carry on and to purchase, acquire, apply for, hold, sell and deal in shares, stock, debentures or debenture stock of any such person, firm or company and to conduct, make or carry into effect any arrangements in regard to the winding up of the business of any such person, firm or company.
8. To apply for, tender, purchase or otherwise acquire any contracts and concessions for or relation to the construction, erection, equipment, improvement, Management, administration or control of works and conveniences and to undertake, execute, carry out, dispose or otherwise turn to account the same.
9. To buy, obtain on lease or otherwise acquire lands, buildings, and other immovable properties necessary for carrying on the main objects and to sell , lease mortgages or hypothecate or otherwise dispose of all or any of the properties and the assets of the company on such terms and conditions as the company may think fill.



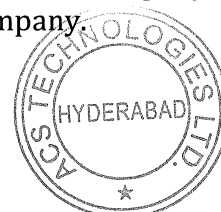
10. To amalgamate with any company or companies having objects altogether or in part similar to those of this company.
11. To pay all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the company and issue of its capital including and underwriting or other commission, brokers, fee and charges, in connection therewith including costs, charges, expenses of negotiations and arrangements made prior or and in anticipation of the formation and incorporation of the company.
12. To remunerate( by cash or other assets or by the allotment of fully or partly paid shares or by call on shares, debentures, debenture – stock or securities of this or any other company or in any other manner) whether out of the company capital, profits or otherwise to any person of firm or company for services rendered or to be rendered introducing any property or business to the company or placing or assisting to place or guaranteeing the subscription of nay shares, debentures, debenture – stock or other securities of the company or for any other reason which the company may think proper.
13. To undertake and execute any trusts, the undertaking where of may seem desirable either gratuitously or otherwise.
14. To draw, make issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchanges, bills of leading delivery orders, warrants, warehouse keepers certificates and other negotiable or commercial or mercantile instruments connected with the business of the company.
15. To open accounts with any individual, firm or company or with any bank or banks and to pay into and to withdraw moneys from such account A0 accounts.
16. Connect to the Provisions of the companies Act, 1956, to invest, apply for and aquire or otherwise employ moneys belonging to, entrusted to or at the disposal of the company upon securities and shares or without security, upon such terms as may be thought proper and from time to time vary such transaction in such a manner as the company think it.
17. To lend or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealing with the company with or without security, upon terms as may be thought proper and guarantee the performance of contracts by such person or company but not to do the business of banking as defined in the Banking Regulation Act, 1956.



18. To borrow or raise money with or without security or to receive money on deposit at interest or otherwise in such manner as the company may think fit and in particulars by the issue of debentures or debenture – stock perpetual or otherwise including debenture or debenture stock convertible into shares of this or any other company and in security of any such money so borrowed, missed or received to mortgage pledge or change the whole or any part of the property, assets or revenue of the company present or future, including its uncalled capital and to purchase, redeem or pay off any such securities.
19. To make advances upon or for the purchase of materials, goods, machinery, stores and other articles or services required for the purpose of the company.
20. To provide for the welfare of the employees or ex-employees of the company and wives, widow, families or dependents or connections of such persons by building or contributing to the building of houses, dwellings or by grant of money, pensions, gratuity, bonus, payment towards insurance or other payment, or by creating from time to time, subscribing or contributing to, addition or supporting trust or conveniences and by providing or subscribing contributing towards places of instruction, or recreation, hospitals and dispensaries, medical and other attendances and other assistance as the company shall think fit.
21. Subject to the provisions of the companies Act, 1956, and the constitution of India, to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious scientific, national or other institutions or objects or any public or general or useful objects.
22. To distribute any of the properties of the company amongst the members in specific or kind upon the winding up of the company.
23. To establish or promote or concur in establishing or promoting any company or companies for the purpose of enquiring all or any of the property, right and liabilities of the company or for any other purpose which may seem directly or indirectly calculated to benefit the company and to place or guarantee the placing of, underwriter, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company.
24. To manufacture, supply lease, sub contract, computers, peripherals, controllers and all associated items.
25. To Obtain and secure services of lawyers, solicitors, stock brokers, chartered Accounts, Cost Accountants, Surveyors, Valuer , Technicians, Architects, engineers and management experts and to pay for the same.



26. To float promote, form subsidiary and assist, company, body corporate, firm, association, society or any other organization for the prosecution or execution or undertakings, works, projects or enterprises of any description and in connection therewith, to prepare complete schemes, plans, designs, drawings and estimates for factories, plants and servicing and to take jobs for design, manufacture, supply, creation and commissioning of plants and equipment's on a turnkey basis.
27. To purchase, take on lease or tenancy or in exchange hire take options over or otherwise acquire for any estate or interest whatsoever and to hold, develop, work captivate, deal with and turn to account concessions, grants, degrees, licenses privileges claims, options, leases property, real or personal rights or powers of any kind which may appear to be necessary or convenient for the business of the company.
28. To acquire real or lease hold estate and to purchases, lease, construct or provide in any place in which any part of the business of the company from time be carried on, all such offices, buildings, machineries and appliances as a may be considered requisite and essential for the purpose of carrying on the business of the company or any part of thereof.
29. To erect and build offices, research Centre and other building necessary or expedient for the purpose of the company.
30. To let on lease any machinery, plant, building and equipment of the company for the time being the property of the company or property which will be acquired in the due course whether as a whole or part to any person form or company to the best advantage of this company.
31. To develop, repair improve, extend, maintain, manage, mortgage, change, exchange, sell, assign, transfer, dispose of turn to account or otherwise deal with the whole or any part of the company's property and assets.
32. To purchase, take on lease or exchange hire or otherwise acquire any estates ( property or otherwise) land or lands in India or elsewhere, privileges and assignments and concessions and factories machinery, implements and other property real or personnel, immovable or movable of any kind so far as they are related to required for the company's business.
33. To sell, exchange, lease, mortgage, charge, develop dispose of or otherwise deal with the undertaking of the company or any part thereof upon such terms and for such consideration as the company may think fit and in particular for shares or other securities of other company having objects, altogether or in par similar to those of the company.



34. To assist any company financially or otherwise, or by issuing or subscribing for or guaranteeing the subscription and issue of capital, share stocks, debentures, debenture stock or other securities and to hold and deal in shares stock and securities of any company not with- standing there may be liability there - on.
35. To draw, accept, make and to endorse, discount or negotiate promissory notes, hundies, bill of exchange, bill of lading and other negotiable instruments connected with the business of this company.
36. To incur debts and obligations for the conduct of any business of the company and purchase or hire the goods materials or machinery on credit or otherwise for any business or purpose of the company.
37. To accumulate funds, to lend invest or otherwise employ moneys belonging to or entrusted to the company upon securities and shares or without security upon such terms as may be through proper and from time to time very such transaction in such manner as the company think fit but not to do the business of banking within the meaning of the banking regulation Act, 1949.
38. To open an account or accounts with any individual, firm or company or with any banker or bankers and to withdraw money from such account or accounts.
39. To make advances of such sum or sums of money upon or in respect of or for the rendering of services to the company or any property articles and things required or the purpose of the company upon such terms with or without security as the company may deem expedient.
40. To create any insurance fund or any other special fund, for extending or maintaining any of the property of the company or for any other purposes conducive to the interest of the company.
41. Subject to the provisions of sections 73 of the Companies Act 1956 to place, the reserve or otherwise to apply as the company may from time to time think fit, any moneys received by way of premium on shares or debentures issued at a premium by the company.
42. Subject to the provisions of Companies Act, 1956 to indemnify members, Officers, directors and servants of the company or person otherwise concerned with the company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interests of the company or for any damages or losses or misfortune whatever which shall happen in the execution of office in relation thereto.





43. To promote or oppose legislative and other measures affecting the industry trade and commerce and manufactures within constitutional means.
44. To train or pay for the training in India or abroad of any company's officers, employees or any candidate in the interest of or for furtherance of the company's object.
45. To do all such other things as may be deemed incidental or conducive to the attainment of the above main objects or any of them.

**INSERTED AS PER HON'BLE NCLT ORDER NO. CP(IB) NO. 17/9/HDB/2022 DATED 24<sup>TH</sup> MARCH 2023.**

**IV. 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**

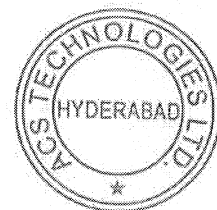
**V) a) The Authorised Share Capital of the Company is Rs. 172,00,00,000/- (Rupees One Hundred and Seventy Two Cores only) divided in to 17,20,00,000( Seventeen Cores Twenty Lakhs only) equity shares of Rs.10/- each.**

**INSERTED AS PER THE SCHEME OF ARRANGEMENT APPROVED BY HON'BLE NCLT ORDER NO. CP(IB) NO. 17/9/HDB/2022 DATED 24<sup>TH</sup> MARCH 2023.**

**b) The Company has powers from time to time to increase or reduce its capital, and issue upon the increase in the capital ,the new capital as equity or preference shares and or attach to any classes of such shares preference, rights, privileges or priorities in payment to dividends or distribution of assets or otherwise over any other shares and to subject the same to any restrictions, limitations or conditions and to vary the regulations of the Company ,so far as necessary to give effect to the same and upon the sub-division of a share to apportion the right to participate in any manner subject to the prior consent of the Government of India or the order of court if the same be necessary being obtained before doing so.**

**BUDDHAR  
AJU ASHOK  
KUMAR**

Digitally signed  
by BUDDHARAJU  
ASHOK KUMAR  
Date: 2023.06.09  
15:28:38 +05'30'



We, the several persons whose names and addresses 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.

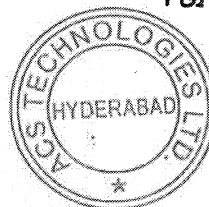
Sr. No.	Names, Addresses, Descriptions and Occupations of Subscribers	Number of Shares taken by each Subscriber	Signatures of Subscribers	Signatures of the Witnesses and their Addresses, Descriptions and Occupations.
1.	SRI.SUDDALA MANMOHAN RAO S/o.S.LAKSHMI NARAYANA, 3-2-35, R.P.Road, SECUNDERABAD - 500 003. Occupation : BUSINESS	10 (Ten Only)	Sd/-	<p>Sd/-</p> <p>JAKKINAPALLI BHADRA KUMAR S/o. JAKKINAPALLI JAGANNADHA RAO, 1-11-126 / B, Begumpet, HYDERABAD - 500 016.</p> <p>Occupation : CHARTERED ACCOUNTANT</p>
2.	SRI.SUDDALA MURALI KRISHNA, S/o.S.LAKSHMI NARAYANA, 2, Adala Avenue, 7301, Tampa, 3366, USA. Occupation: SERVICE	10 (Ten Only)	Sd/-	
3.	SRI.GARALAPATI SURENDER REDDY, S/o. Late.G.LAXMA REDDY, D-26, Pattancheru, IDA, Medak District, HYDERABAD. Occupation: BUSINESS	10 (Ten Only)	Sd/-	
4.	SRI.JAGMOHAN GUPTA, S/o.Sri.M.L.GUPTA, 10-1-5 / K, Road No.4, West Marredpally, SECUNDERABAD - 500 003. Occupation: BUSINESS	10 (Ten Only)	Sd/-	
5.	SMT.SUDDALA SARALA DEVI, W/o. S.MANMOHAN RAO, 3-2-35, R.P.Road, SECUNDERABAD - 500 003. Occupation : HOUSEWIFE	10 (Ten Only)	Sd/-	
6.	SMT.DR.SUDDALA SATYA, W/o.S.MURALI KRISHNA, 2, Adala Avenue, 7301, Tampa, 3366, USA. Occupation : DOCTOR	10 (Ten Only)	Sd/-	
7.	SMT.GARALAPATI PUSHPA LEELA, W/o.Sri.G.Surender Reddy, D-26, Pattancheru, IDA, Medak District, HYDERABAD. Occupation: HOUSEWIFE	10 (Ten Only)	Sd/-	
	Total No. of Equity Shares taken	70 (Seventy Only)	Sd/-	

Place : Hyderabad

Date: 22.12.92

BUDDHARAJ  
U ASHOK  
KUMAR

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KUMAR  
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For L. N. Polyesters Ltd.

*CSneadep*  
Managing Director