

**THE COMPANIES ACT, 2013  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
OF**

**USG TECH SOLUTIONS LIMITED**

- I. The name of the Company is **USG TECH SOLUTIONS LIMITED**.
- II. The Registered office of the Company will be situated in the Union Territory of **Telengana**.
- III. The objects to be pursued by the Company on its incorporation are as follow:

**(A) MAIN OBJECT TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:**

1. To carry on the business of Software Development, supply of Software, Consultancy in Hardware, and to act as consultant, job worker, representative, advisor or otherwise to deal in all kinds of computers software, equipment peripherals, accessories devices etc.
2. To run computer training centre, conduct seminars, workshops, short term and long-term courses on computer maintenance, software development and. to develop and design Software in India and abroad.
3. To provide Placement of Software Professionals consultancy services, advice in India and abroad about manufacturing, technical managerial and marketing service in computer education, software and other allied fields.
4. \*To develop, deal, trade, innovate, research in the field of artificial intelligence, cyber security, robotics, autonomous robots, Machine Learning, Media, Marketing online/offline, telecommunications, internet, other future technologies and skilling thereof;
5. \*To manufacture, buy, sell, trade in hydrogen fuel, drone, electric vehicles, waste to energy and develop hydrogen fuel-based products supporting the sustainable development & environment and skilling thereof.

***\*Inserted by way of special resolution passed in Extra-Ordinary General Meeting dated 16.12.2024.***

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

- 1.To enter into partnership or into any arrangements for sharing profits or losses or any union of interest, joint ventures, reciprocal concession or co-operation, with any person or persons or company or companies carry on or engage in or about to carry on or engage in any business or transactions which this Company is authorized to carry on.
- 2.To acquire and take over either the whole or any part of the business, goodwill, trademarks, patents and property, assets and liabilities of any person or persons, firm or corporation, carrying on any business which the company is authorized to carry on.
- 3.To establish branches and agencies of the Company in India and elsewhere and to discontinue the same whenever necessary.

4.To pay for any property or rights acquired by the Company either in cash, or fully or partly paid shares or by the issue of the securities or partly in one mode or partly in another, and generally, on such terms as may be determined.

5.To open banking accounts with banks.

6.To pay all the preliminary expenses of any kind and incidental to the formation and incorporation of the Company out of the funds of this Company.

7.To procure the registration of the Company in or under the law of foreign country.

8.To amalgamate with any other Company having objects altogether or in part, similar to those of this Company.

9.To apply for, purchase or otherwise acquire any patents, brevets d' invention, licenses, concession, protections, rights, privileges, 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 purpose of the Company and to use, exercise, develop or grant licenses privileges in respect of or otherwise turn to account the property, rights or information so acquired and to assist, encourage and spend money in making experiments, tests, improvements of all inventions, patents and rights etc. which the Company may acquire or propose acquire.

10.To enter into arrangements with any authorities, Supreme, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them, and to acquire by grant, purchase or otherwise from any such authority, any rights, grants, Privileges and concessions of property or otherwise which the Company may think fit and desirable to obtain and to carry out exercise and comply with any such arrangements rights Privileges and concessions.

11.To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.

12.To remunerate any person or Company for services rendered or to be rendered in acting as trustees for debentures stock holders or in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, debentures stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business or for guaranteeing payment of such debentures or debentures stock and interest.

13.To appoint attorneys and agents whether on commission or otherwise and constitute agencies and sub-agencies of the Company in India or elsewhere.

14.Subject to Section 73 to 76 of the Act and regulations made there under and the directions issued of the Reserve Bank of India, to receive money, deposits on interest or otherwise and to lend money, and negotiate loans with or without security to such Companies, firms or persons, and on such terms as may seem expedient, and to guarantee the performance of contracts by any person, Companies confirms.

15.To do and perform all such acts and thinks as may, for the time being, be conducive and or incidental to the attainment of the above objects.

16. Subject to Section 180 and 186 of the Act borrow or raise or secure the payment of money in such manner as the Company may think fit and in particular by the issue of bonds, debentures, or debenture stock (perpetual or otherwise) charged upon all or any part of the Company's property, both present and future including its uncalled capital and to purchase, release or pay off any such securities.

**IV. The liability of the Members is Limited to the extent of amount unpaid on shares held by members**

**V. \*\*"The Authorised Share Capital of the Company is INR 80,00,00,000 (Rupees Eighty Crore only) divided into 8,00,00,000 (Eight Crore only) equity shares of INR 10/- (Rupees Ten only) Each.**

***\*\*Inserted by way of ordinary resolution passed in Extra-Ordinary General Meeting dated 16.12.2024.***

We, the several persons, whose names, addresses and descriptions are hereunder subscribe, are desirous being formed into a Company in pursuance of the Memorandum of Association and we respectively agree to take the number of shares in the Capital of the Company set opposite to our respective names.

Sl.No.	Name, address, description Occupation of subscribers And signature	No of Equity Shares taken by each subscriber	Signature Name, description and Occupation of Witness.
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1.	P. HARINADHA BABU S/o. P. Veeranjanyulu, C-23, Road No. 8, Film Nagar, Jubilee Hills, HYDERABAD.	100 (ONE HUNDRED)	
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OCC: BUSINESS.

C.RAMACHANDRAM  
S/o. C.Krishna Reddy,  
3-3-45/6/2,  
Edenbagh, Ramkote,  
HYDERABAD - 500 001  
Chartered Accountant

2.	P. VENKATA SHYAM PRASAD S/o. Harinadha Babu Polavarapu, C-23, Road No.8, Film Nagar, Jubilee Hills, HYDERABAD.	100 (ONE HUNDRED)	
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OCC: BUSINESS.

Total number of Shares taken  
(Two Hundred only)

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200  
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