

**THE COMPANIES ACT, 2013**  
**(COMPANY LIMITED BY SHARES)**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**AMAGI MEDIA LABS LIMITED**  
**(Incorporated under the Companies Act, 1956)**

- I.** The name of the Company is **AMAGI MEDIA LABS LIMITED.** <sup>1</sup>
- II.** The Registered Office of the Company will be situated in the State of Karnataka.
- III.** The objects for which the Company is established are:
- (A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:** <sup>2</sup>
1. To carry on the business in the field of research and development of technology for media and media solutions; to deliver advertising on media; to develop new products and services as may be relevant to the media, media solutions, communication, computing, commerce, internet, and related areas of technology and to render value added services as may be relevant to the media and other related technologies developed.
  2. To carry on the business to develop, manufacture, market, sell, deal in, export and import of media and media related equipments, electronic hardware instruments and software, devices and products and services as may be relevant to run those devices.
  3. To render value added services of all kinds of media and media laboratory related activities including media automation, broadcasting technology, television commercial creation, consumer surveys, consumer data collection and analysis, media planning, media selling, media buying, technical consultancy, design reviews, design methodology reviews testing, product evaluation, verification services, implementation services, quality analysis, training and software consulting & providing skilled man power support connected in particular with media and media related activities.

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<sup>1</sup> Clause I has been amended to change the name of the Company from "Amagi Technologies Private Limited" to "Amagi Media Labs Private Limited" vide Special Resolution passed by the Members of the Company unanimously on October 23, 2009.

Clause I has been amended to change the name of the Company from "Amagi Media Labs Private Limited" to "Amagi Media Labs Limited" vide Special Resolution passed by the Members of the Company unanimously on May 23, 2025.

<sup>2</sup> Clause III (A) of the Objects Clause of the Company has been amended to bring in conformity with Companies Act, 2013, vide Special Resolution passed by the Members of the Company unanimously on June 06, 2014.

**(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE: <sup>3</sup>**

1. To enter into agreements and contracts 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 enter into contracts, agreements or other arrangements with brokers, consultants, financial advisors, banks or with such other agencies, individuals, companies, associations or boards in and outside India, as may be required by the Company.
3. To establish and maintain any agencies/local branches/offices in India or any part of the world or to enter into any contracts or arrangements with individuals, companies, associations or boards in India and elsewhere, for the conduct of the business of the Company.
4. To advertise, exhibit, broadcast and adopt other means of promoting or making known the activities of the Company in any way as may be expedient, including advertising in the press, radio or television, posting of bills, issue of circulars, books, catalogs pamphlets and price-lists and the conducting of competitions, exhibitions, demonstrations and the giving of prizes, rewards and donations, and also the employment of door to door sales persons or other advertising or marketing methods to ensure the familiarity of the general public, in and outside India, of the business of the Company.
5. To apply for purchase or otherwise acquire and protect, prolong and renew any trademarks, trade names, copyrights, designs, secret processes, patents, patent rights, brevets'd invention, protections, concessions, licenses and the like, which may appear likely to be advantageous or useful to the Company and to spend money in experimenting and testing and improving or seeking to improve any patents, copyrights, inventions or rights which the Company may acquire or propose to acquire or develop.
6. To acquire from any person, firm or body, corporate or unincorporated, whether in India or elsewhere, technical information, knowledge, process engineering, manufacturing and operating data, plant layouts and blue prints useful for the design, erection and operation of the business of the Company and to acquire any grants or licenses and other rights and benefits in the aforementioned matters and things.
7. To enter into arrangements with customers and into arrangements or contracts with institutions, individuals, companies, associations or boards for the provision of hire purchase and other financial facilities to customers.

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<sup>3</sup> Clause III (B) of the Objects Clause of the Company has been amended to bring in conformity with Companies Act, 2013, vide Special Resolution passed by the Members of the Company unanimously, on June 6, 2014.

8. To enter into partnerships or any agreements for sharing profits, union of interest, co-operations, joint ventures, reciprocal concessions or otherwise, either in part or in whole, with any person, firm, association, board or company or companies, foreign or otherwise, carrying on, or about to commence, or engaged in, any business or transaction.
9. To enter into agreements with any Government or other authority, municipal, local or otherwise, and to obtain from any such Government or other authority any rights, privileges and concessions which may seem conducive to the Company's objects or any of them and to carry out exercise and comply with any such arrangements, rights, concessions and privileges.
10. To apply for, tender, purchase or otherwise acquire any contracts and concessions for or in relation to the construction, erection, equipment, improvement, management, administration, or control or works and conveniences and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
11. To buy, sell, hire, rent or enter into any other arrangements or contracts for the purchase, sale, hire or renting of all moveable properties of the Company.
12. To buy, obtain on lease, exchange, hire or otherwise acquire lands, flats, space or buildings and other immovable properties including shops, stalls or other establishments to carry on the business of the Company and to sell, lease, mortgage 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 fit.
13. To amalgamate with any company or companies having objects altogether or in part similar to those of this Company.
14. To pay all the costs, charges and expenses of, and incidental to, the promotion, formation, registration and establishment of the Company and the issue of its capital, including any underwriting or other commission, brokers' fee and charges, in connection therewith, including costs, charges, expenses of negotiations, contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company.
15. To remunerate (by cash or other assets, or by the allotment of fully or partly paid-up shares, call or option on shares, debentures, debenture stocks or securities of this or any other company or in any other manner) whether out of the Company's capital, profits or otherwise, to any person or firm or company, for services rendered or to be rendered in introducing any property or business to the Company or placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stock or other securities of the Company or for any other reason which the Company may think fit.

16. To indemnify members, officers, directors, agents and servants of the Company against proceedings, costs, damages, claim and demands in respect of anything done by them for and in the interests of the Company, or for any loss, damages or misfortune whatever which shall happen on execution of the duties of the office or in relation thereto.
17. To undertake and execute any trusts, the undertaking whereof may seem desirable to the Company, either gratuitously or otherwise.
18. To draw, make, issue, accept, endorse, execute, negotiate, purchase, discount, hold and dispose-off promissory notes, cheques, drafts, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keepers' certificates, charter parties, railway receipts, debentures and other negotiable or commercial or mercantile instruments.
19. To open accounts with any individual, firm or company or with any bank or banks and to pay into and to withdraw money from such account or accounts.
20. To lend, advance or deposit monies belonging or entrusted to, or at the disposal of the Company, to such person(s) or company (ies), and in particular, to customers and others having dealings with the Company, with or without security, upon such terms as may be thought proper and to guarantee the performance of contracts by such person(s) or company(ies) but not to do the business of banking as defined in the Banking Regulation Act, 1949.
21. Subject to the provisions of the Companies Act, 2013, as amended, to borrow or raise money, with or without security, in such manner as the Company may think fit, and in particular, by the issue of debentures or debenture-stock, perpetual or otherwise, including debentures or debenture-stock convertible into shares of this or any other company and on the security of any such money so borrowed, raised or received to mortgage, pledge or charge 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, but not to do the business of banking as defined under the Banking Regulation Act, 1949.
22. To invest and deal with funds of the Company not immediately required, upon such shares and security, and in such manner, as may from time to time be determined.
23. To make advance upon or for the purchase of materials, goods, machinery, stores and other articles or services required for the conduct of the business of the Company.
24. To sell, mortgage, assign or lease and in any other manner deal with or dispose of the undertakings or properties of the Company or any part thereof, whether movable or immovable, for such consideration as the Company may think fit and in particular for shares, debentures or other securities of any other company having objects altogether or in part similar to those of this Company.

25. To improve, manage, work, develop, alter, exchange, mortgage, lease, turn to account, abandon or otherwise deal with all or any part of the properties, rights and concessions of the Company.
26. To provide for the welfare of the employees or ex-employees of the Company and wives, widows, families or dependents or connections of such employees or ex-employees, 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 adding or supporting provident funds or trust or conveniences and by providing or subscribing or contributing towards places of instruction or recreation, hospitals and dispensaries, medical and other attendances and other assistance as the Company shall think fit.
27. To support, subscribe, contribute or otherwise assist or guarantee money to any charitable, benevolent, religious, social, scientific, rational or other institution or subjects for any public or general or useful objects.
28. To undertake promote, encourage, assist and engage in all kinds of research and development work and to set up laboratories and other facilities required for the same.
29. Subject to the provisions of the Companies Act, 2013, as amended, to distribute any of the properties of the Company, amongst the members of the Company, in specie or otherwise, in connection with the winding up of the Company.
30. To give any guarantee or indemnity for the payment or the performance of any obligation or undertaking.
31. To give any guarantee in relation to the payment of any debentures, debenture-stocks, bonds, obligations or securities and to guarantee the payment of interest thereon or of dividends on any stock or share of the Company.
32. To employ experts to investigate and examine the condition, prospects, value, character and circumstances of any business concerns and undertaking and generally of any assets, property or rights.
33. To receive, hold and take charge of monies lodged as margins on commercial operations.
34. To manage land, buildings and other property, both movable and immovable, whether belonging to the Company or not and to collect rents and income and to supply to tenants and occupiers, attendants, servants, waiting rooms, reading rooms, and other conveniences.
35. To promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company and also to carry on any of the objects of this Company.

36. To acquire and take over the whole or any part of the business, property and liabilities of any person or persons, firm or corporation carrying on any business which this Company is authorized to carry on or possessed of any property or rights suitable for the purpose of the Company.
37. To produce, manufacture, purchase, sell, distribute, import, export or otherwise deal in all types of activities, services or materials relating to the business of the Company, or to undertake such other activities as the Company shall think fit. <sup>4</sup>
- 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. <sup>5</sup>
- V.** The Authorized Share Capital of the Company is INR 2,47,25,13,655 (Indian Rupees Two Hundred and Forty Seven Crore Twenty Five Lakh Thirteen Thousand Six Hundred and Fifty Five only) divided into:<sup>6</sup>
- a) 23,51,64,091 (Twenty Three Crore Fifty One Lakh Sixty Four Thousand and Ninety One) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, aggregating to INR 1,17,58,20,455 (Indian Rupees One Hundred and Seventeen Crore Fifty Eight Lakh Twenty Thousand Four Hundred and Fifty Five only);
  - b) 1,24,66,932 (One Crore Twenty Four Lakhs Sixty Six Thousand Nine Hundred and Thirty Two) Compulsorily Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each, aggregating to INR 1,24,66,93,200 (Indian Rupees One Hundred and Twenty Four Crores Sixty Six Lakhs Ninety Three Thousand and Two Hundred only); and
  - c) 5,00,000 (Five Lakhs) Optionally Convertible Preference Shares of INR 100 (Indian Rupees One Hundred only) each, aggregating to INR 5,00,00,000/- (Indian Rupees Five Crores only).

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<sup>4</sup> Clause III (C) of the Objects Clause of the Company has been DELETED to bring in conformity with Companies Act, 2013, vide Special Resolution passed by the Members of the Company unanimously, on June 6, 2014.

<sup>5</sup> Clause IV has been amended to bring in conformity with Companies Act, 2013, vide Special Resolution passed by the Members of the Company unanimously, on June 6, 2014.

<sup>6</sup> Details of the amendments made to Clause V:

- 1) *The Capital Clause has been amended to increase the Authorized Share Capital of the Company from INR 1,47,82,93,200 (Indian Rupees One Hundred and Forty Seven Crores Eighty Two Lakhs Ninety Three Thousand and Two Hundred only) divided into 3,63,20,000 (Three Crore Sixty Three Lakh Twenty Thousand) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 1,24,66,932 (One Crore Twenty Four Lakhs Sixty Six Thousand Nine Hundred and Thirty Two) Compulsorily Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred only) each to INR 2,47,25,13,655 (Indian Rupees Two Hundred and Forty Seven Crore Twenty Five Lakh Thirteen Thousand Six Hundred and Fifty Five only) divided into 23,51,64,091 (Twenty Three Crore Fifty One Lakh Sixty Four Thousand and Ninety One) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 1,24,66,932 (One Crore Twenty Four Lakhs Sixty Six Thousand Nine Hundred and Thirty Two) Compulsorily Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred only) each by the Members of the Company vide "Ordinary Resolution" passed at the Extra-Ordinary General Meeting held on July 03, 2025.*
- 2) *The Capital Clause has been amended to increase the Authorized Share Capital of the Company from INR 65,16,00,000 (Indian Rupees Sixty-Five Crores and Sixteen Lakhs only) divided into 3,63,20,000 (Three Crore Sixty Three Lakh Twenty Thousand) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 42,00,000 (Forty Two Lakh) Compulsorily Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Optionally Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each to INR 1,47,82,93,200 (Indian Rupees One Hundred and Forty Seven Crores Eighty Two Lakhs Ninety Three Thousand and Two Hundred only) divided into 3,63,20,000 (Three Crore Sixty Three Lakh Twenty Thousand) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 1,24,66,932 (One Crore Twenty Four Lakhs Sixty Six Thousand Nine Hundred and Thirty Two) Compulsorily Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred only) each, by the Members of the Company vide "Ordinary Resolution" passed at the Extra-Ordinary General Meeting held on April 22, 2025.*
- 3) *The Capital Clause has been amended to increase the Authorized Share Capital of the Company from INR 47,66,00,000 (Indian Rupees Forty-Seven Crores Sixty-Six Lakhs only) divided into 13,20,000 (Thirteen Lakh Twenty Thousand) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 42,00,000 (Forty Two Lakh) Compulsorily Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Optionally Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each to INR 65,16,00,000 (Indian Rupees Sixty-Five Crores and Sixteen Lakhs only) divided into 3,63,20,000 (Three Crore Sixty Three Lakh Twenty Thousand) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 42,00,000 (Forty Two Lakh) Compulsorily Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Optionally Convertible Preference Shares of INR 100/- (Indian Rupees One Hundred only) each, by the Members of the Company vide "Ordinary Resolution" passed at the Extra-Ordinary General Meeting held on 7<sup>th</sup> October 2024.*
- 4) *The Capital Clause has been amended to increase the Authorised Share Capital of the Company from INR 41,53,00,800/- (Indian Rupees Forty-One Crores Fifty-Three Lakhs and Eight Hundred only) divided into 13,20,000 (Thirteen Lakh Twenty Thousand) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 35,87,008 (Thirty Five Lakh Eighty Seven Thousand and Eight) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Participatory Cumulative Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred only) each to INR 47,66,00,000 (Indian Rupees Forty-Seven Crores Sixty Six Lakh only) divided into 13,20,000 (Thirteen Lakh Twenty Thousand) Ordinary Equity Shares of INR*

5/- (Indian Rupees Five only) each, 42,00,000 (Forty Two Lakh) Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred only) each, by passing an "Ordinary Resolution" by the Members present at the Extra-ordinary General Meeting of the Members of the Company held on 11<sup>th</sup> October, 2022.

- 5) The Capital Clause has been amended to rename the entire Equity Share Capital of the Company, and sub divide the face value of each of the Equity Shares (namely, Class A Equity Shares, Class B Equity Shares, Class C Equity Shares and Class D Equity Shares) from 1 Equity Share (namely, Class A Equity Share, Class B Equity Share, Class C Equity Share and Class D Equity Share) having a face value of INR 10 (Indian Rupees Ten only), to 2 ordinary equity shares having a face value of INR 5 (Indian Rupees Five only) each by passing an "Ordinary Resolution" by the Members present at the Extra-ordinary General Meeting of the Members of the Company held on 04<sup>th</sup> March, 2022. The Authorised Share Capital of the Company is INR 41,53,00,800/- (Indian Rupees Forty One Crores Fifty Three Lakhs and Eight Hundred) divided into 13,20,000 (Thirteen Lakh Twenty Thousand) Ordinary Equity Shares of INR 5/- (Indian Rupees Five only) each, 35,87,008 (Thirty Five Lakh Eighty Seven Thousand and Eight) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred only) each and 5,00,000 (Five Lakh) Participatory Cumulative Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred only) each.
- 6) The Capital Clause has been amended to increase the Authorised Share Capital of the Company from INR 11,86,00,000/- (Indian Rupees Eleven Crore Eighty-Six Lakhs only) divided into 3,00,000 (Three Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,50,000 (Three Lakh Fifty Thousand) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class C Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class D Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 6,20,000 (Six Lakh Twenty Thousand) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred) each and 5,00,000 (Five Lakh) Participatory Cumulative Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred) each to INR 41,53,00,800/- (Indian Rupees Forty One Crores Fifty Three Lakhs and Eight Hundred) divided into 3,00,000 (Three Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,50,000 (Three Lakh Fifty Thousand) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class C Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class D Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 35,87,008 (Thirty Five Lakh Eighty Seven Thousand and Eight) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred) each and 5,00,000 (Five Lakh) Participatory Cumulative Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred) each by passing a "Ordinary Resolution" by the Members present at the Extra-ordinary General Meeting of the Members of the Company held on 28<sup>th</sup> February, 2022.
- 7) The Capital Clause has been amended to increase the Authorised Share Capital from INR 6,00,50,000/- (Indian Rupees Six Crores and Fifty Thousand only) divided into 3,00,000 (Three Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,50,000 (Three Lakh Fifty Thousand) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class C Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 2,80,000 (Two Lakh Eighty Thousand) Participatory Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred) each and 255,000 (Two Lakh Fifty Five Thousand) Participatory Cumulative Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred) each to INR 11,86,00,000/- (Indian Rupees Eleven Crore Eighty-Six Lakhs only) divided into 3,00,000 (Three Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,50,000 (Three Lakh Fifty Thousand) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class C Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class D Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 6,20,000 (Six Lakh Twenty Thousand) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred) each and 5,00,000 (Five Lakh) Participatory Cumulative Optionally Convertible

*Preference Shares of Rs 100/- (Rupees One Hundred) each, by passing a "Special Resolution" unanimously at the Extra-ordinary General Meeting of the Members of the Company held on 13<sup>th</sup> December 2016.*

- 8) *The Capital Clause has been amended to increase the Authorised Share Capital from INR 3,00,00,000 (Indian Rupees Three Crore only) divided into 3,00,000 (Three Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,50,000 (Three Lakh Fifty Thousand) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each and 2,35,000 (Two Lakh Thirty Five Thousand) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred) each to INR 6,00,50,000/- (Indian Rupees Six Crore Fifty-Thousands only) divided into 3,00,000 (Three Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,50,000 (Three Lakh Fifty Thousand) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 5,000 (Five Thousand) Class C Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 2,80,000 (Two Lakh Eighty Thousand) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred) each and 2,55,000 (Two Lakh Fifty Five Thousand) Participatory Cumulative Optionally Convertible Preference Shares of Rs 100/- (Indian Rupees One Hundred) each, by passing an "Ordinary Resolution" unanimously by the Members of the Company at its Extra-Ordinary General Meeting held on 22<sup>nd</sup> May, 2014.*
- 9) *The Authorised Share Capital of the Company has been reclassified from INR 3,00,00,000 (Indian Rupees Three Crores only) divided into 15,00,000 (Fifteen Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each and 15,00,000 (Fifteen Lakh) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, to INR 3,00,00,000 (Indian Rupees Three Crores only) divided into 3,00,000 (Three Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,50,000 (Three Lakh Fifty Thousand) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each and 2,35,000 (Two Lakh Thirty Five Thousand) Participatory Cumulative Compulsorily Convertible Preference Shares of Rs. 100/- (Indian Rupees One Hundred) each, by passing a "Special Resolution" unanimously by the Members of the Company at its Extra-Ordinary General Meeting held on 16<sup>th</sup> May, 2013.*
- 10) *The Authorised Share Capital of the Company has been reclassified from INR 3,00,00,000 (Indian Rupees Three Crores only) divided into 30,00,000 (Thirty Lakh) Equity Shares of Rs. 10/- (Indian Rupees Ten only) to INR 3,00,00,000 (Indian Rupees Three Crores only) divided into 15,00,000 (Fifteen Lakh) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each and 15,00,000 (Fifteen Lakh) Class B Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, by passing an "Ordinary Resolution" unanimously by the Members of the Company at its Extra-Ordinary General Meeting held on 23<sup>rd</sup> March, 2012.*
- 11) *The Capital Clause has been amended to increase the Authorised Share Capital from INR 50,00,000 (Indian Rupees Fifty Lakhs only) divided into 5,00,000 (Five Lakh) Equity Shares of Rs. 10/- (Indian Rupees Ten only) to INR 3,00,00,000 (Indian Rupees Three Crore only) divided into 30,00,000 (Thirty Lakh) Equity Shares of Rs. 10/- (Indian Rupees Ten only) by passing an "Ordinary Resolution" unanimously by the Members of the Company at its Extra-Ordinary General Meeting held on 24<sup>th</sup> March, 2009.*

IV. We, the several persons whose names and addresses are subscribed, 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:

S. No.	Name of subscribers with Signatures	Addresses, Descriptions and Occupations of Subscribers	Number of Shares taken by each Subscriber	Signatures of Witnesses and their Addresses, Descriptions and Occupations.
1.	<b>Name:</b> Srinivasan Karapattu Arunachalam <b>Father's Name:</b> Arunachalam Krishnamoorthy <b>Signature:</b> Sd/-	<b>Address:</b> 5C Begonia Royal Habitat Apartments, HSR Layout 2nd Stage, Bangalore - 560102  <b>Occupation:</b> Business	15,000 (Fifteen Thousand) Equity Shares	Signature: Sd/- Name: N. SRIDHAR Father's Name: R. NARAYANSWAMY Address: 100/2, Richmond Road, Bangalore - 560025 Occupation: Service
2.	<b>Name:</b> Srividhya Srinivasan <b>Father's Name:</b> Srinivasan Meenakshi Sundaram <b>Signature:</b> Sd/-	<b>Address:</b> FB05 Trans Indus, Basapanapalya Tataguni Post, Bangalore - 560062  <b>Occupation:</b> Business	15,000 (Fifteen Thousand) Equity Shares	
3.	<b>Name:</b> Baskar Subramanian <b>Father's Name:</b> Subramanian Venkateshwaran <b>Signature:</b> Sd/-	<b>Address:</b> FB05 Trans Indus, Basapanapalya Tataguni Post, Bangalore - 560062  <b>Occupation:</b> Business	15,000 (Fifteen Thousand) Equity Shares	
	<b>Total</b>		<b>45,000</b> <b>(Forty five</b> <b>thousand)</b> <b>Equity shares</b>	

Place: Bangalore

Date: 31<sup>st</sup> January 2008