

UNDER THE COMPANIES ACT, 1956

(1 OF 1956)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

Of

ATHENA GLOBAL TECHNOLOGIES LIMITED

- (i) The name of the company is ATHENA GLOBAL TECHNOLOGIES LIMITED
- (ii) The Registered office of the company will be situated in the state of Telangana
- (iii) The Objects for which the company established are:

A. MAIN OBJECTS OF THE COMPANY TO BE PURSUED ON ITS INCORPORATION ARE:

1. To establish software development centers to develop software applications and products, client server solutions, web solutions, quality and process solutions and development of application packages for export and domestic market, networking solutions, multimedia, provide total business solutions covering supply of software, web based services and solutions to meet the requirements of all sectors of economy and different consumers and to import and distribute software for various computer systems for information processing, data communications and networks, Database Management Services, internet products and intelligent systems process control and offer information technology based professional services.
2. To carry on in India or outside India, on own account or for others or through others and or as contractors on turnkey basis or otherwise the business of IT services, Fin-tech services, Information Technology enabled services, IT training, consulting and all types of all kinds of transcriptions, digitization and maintenance services, e-commerce, e-business including business to business, business to consumer, e-commerce solutions with built in security features and web based services and solutions to meet the requirements of all sectors of economy, hosting, offshore services, and to provide services of establishing management information systems of existing computer applications, contract of development resources, testing & certification of software, research, design, development, supply of technical knowhow, and to act as consultants, technical consultants and advisors in the field of computers and its applications in all the areas and to establish and run information processing centers anywhere in India and abroad, and to impart training, educate and to render placement services in the fields of information technology, information technology enabled services and computer software and

For ATHENA GLOBAL TECHNOLOGIES LIMITED


Managing Director

employ the manpower of the company on time share basis for various organizations, firms, corporate bodies and other similar organizations situated in India or abroad and other allied activities.

3. To carry on the business of Enterprise architecture development, Technology stack choices (Replace, Retire, Renovate, Acquire), Evolution map of application architecture, Testing, Mobile testing, Agile testing, Business assurance, Quality Assurance, Managed Services, Design, integration & development of Add-ins, Data Migration, Business Architecture Services, Application Maintenance, Game Development Services, Game Testing Services, Test Design, Ad Hoc Testing, Structured Testing, Usability Testing, Load testing, Mobile security Testing, New Product design and development, Product platform migration, Software product testing, Product support and maintenance, Product evaluation, packaging & release and other allied activities.
4. To carry on the business of it services for life sciences and providing healthcare solutions in the areas of Healthcare management services, development and promotion of telemedicine, Insight Driven System Management, Data Management, Big Data Analytics, electronic health record and Hospital Management Solutions (HMS), Practice Management, Care Delivery Models, Systems Integrating, Business Model solutions, systems design for capturing out large databases leveraging state of the art capabilities in Internet of Things (IoT), Artificial Intelligence (AI), Big Data analytics and Hospital Management Solutions (HMS) and other allied Activities.
5. To carry on the business of builders, contractors, dealers in and manufacturers in construction of , plazas, multi-storied flats, business offices, shops, markets, warehouses, industrial and commercial buildings, roads, dams, bridges, spillways, highways, reservoirs, airports, seaports, and structures of all and to equip the same or any part thereof with all or any conveniences, drainage and sewerage facilities, water supply, gas installations and stablishing, setting up, manage, supervise and control the business of transmitting, manufacturing, supplying, generating, distributing and dealing in electricity and all forms of energy and power generated by any source whether nuclear, steam, hydro, wind, solar, water or any other form subject to any permission required by law and to act as civil work/mechanical/electrical contractors to Provincial Governments, Foreign Governments, Foreign Agencies, Public Local Authorities, Municipalities or otherwise, Semi- Government, Autonomous Corporations, Private / Public Companies or any private person and to carry on the business of estimation, drawing up of specifications, interior and exterior decoration and other similar works relating to civil mechanical, environmental and/or electrical engineering.

For ATHENA GLOBAL TECHNOLOGIES LIMITED


Managing Director

B) THE OBJECTS ANCILLIARY OR INCIDENTAL TO THE ATTAINMENT OF THE MAIN OBJECTS:

1. To acquire real or leasehold estate and to purchase, lease, construct or otherwise acquire or provide in any place in which any part of the business of the Company may from time be carried on, all such offices, warehouses, workshops, buildings, engines, machinery plant and appliances as may be considered requisite and essential for the purpose of carrying on the business of the Company or any part thereof
2. To erect buildings, sheds, buy roads or houses on any leased or purchased or to be leased, and to enlarge, alter or improve existing buildings, sheds roads or houses thereon.
3. To establish and maintain agencies, at any places in India or other parts of the world for the conduct of the business of the Company or for purchase and sale of any goods, merchandise, articles and things required for or dealt in or manufactured or at the disposal of company
4. To buy, sell, manufacture, plant, produce,, prepare,, treat, repair, alter, manipulate, exchange, hire, import, export, dispose, or deal in any or all kinds of articles and things which may be required for purchase of the business which the company is expressly or by implication authorised by this Memorandum to carry on.
5. To employ or otherwise acquire technical expertcies, engineers, mechanics foremen or skilled and unskilled labour for any of the purpose of business of the company.
6. To make, undertake, or encourage, experiment, research or invention in connection with the business of the Company or otherwise.
7. To let on lease any machinery, buildings and equipment of the Company for the time being the property of the Company or property which will be acquired in due course whether as a whole or part by part to any person, firm or company to the best advantage of this company
8. To develop, repair, improve, extend, maintain, manage, mortgage, charge, exchange, sell, assign, transfer, dispose of, turn to account, or otherwise deal with whole or any part of the Company's property and assets.
9. 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 considerations as the Company may think fit, and in particular for shares or other securities of any other company having objects altogether or in part similar to those of this Company.
10. To remunerate (by cash or otherwise by other assets or by allotment of fully or partly paid up shares or in any other manner) any persons, firms, associations of companies for services rendered in giving technical aid and advise, granting licences, or permissions for the use of patents, trade secrets, trade marks, processes and in acting as trustees for debenture holders of the Company, if any, or for guaranteeing payment of such debentures or other securities of this Company and any company promoted by this company or in introducing any property or busines to the Company or in or about the conduct or of the business of this Company or interest thereon

11. To purchase or by any other means acquire and protect, prolong and renew, whether in India or elsewhere, any patent rights, process and secrets, brevets de inventions, licences, protections and concessions which may appear likely to be advantageous or useful to the Company and to use and turn to account and to manufacture or grant licences of privileges in respect of the same and to spend money experimenting upon testing and processes, secrets and rights which the Company may acquire or propose to acquire.
12. To enter into partnership or into any arrangements of sharing of profits, co-operating, amalgamation, union of interest, joint venture, reciprocal concession, or otherwise with any Government, authority, person, firm or company carrying on or engaged or about to carry on or engage in any business or transaction which the company is authorised to carry on or engage or any business undertaking or transaction which may seem capable indirectly to benefit the Company and to lend money to guarantee the contracts of or otherwise assist any such person firm or company and to place, take or otherwise acquire and hold share or securities of any such person, firm or company and to sell, hold, reissue, with or without guarantee or otherwise deal with the same. But the company shall not do the business of Banking as defined in the Banking Regulation Act, 1949.
13. To amalgamate with any other Company or Companies having objects altogether or in part similar to the of this Company.
14. To lend money to such persons or Companies on such terms as may seem expedient and in particular to persons having dealing with the Company and to guarantee the performance of contracts by any such person or Companies.
15. To invest and deal with the moneys of the Company not immediately required by such manner as may from time to time be determined by the Board of Directors.
16. To enter into agreements and arrangements with any government or authorities, supreme, municipal, local or otherwise which may seem conducive to the Company's objectives or any of them; to obtain from any such Government or authority any rights or privileges and concessions which the company may think desirable to obtain, and to carry out, exercise, and comply with any such agreements, rights privileges and concessions and to oppose the grant of such rights, privileges or concessions or others.
17. To insure with any person or company against losses, damages, risks and liabilities of any kind which may effect the Company either wholly or partly.
18. To establish and support or aid in the establishment and support of associations, institutions, funds trusts and conveniences calculated to benefit the employees or ex- employees of the company or the dependents or connections of such persons and to grant pensions and allowances and to make payment towards insurance.
19. Subject to the provisions of the Companies Act, 1956 to subscribe money for charitable or benevolent objects or for any exhibition or for any public, general or useful objects.
20. To assist any Company, financially or otherwise or by issuing or subscribing for guaranteeing the subscription and issue of capital, shares stocks, debentures, debenture stock or other securities and to hold and deal in shares, stocks and securities of any company notwithstanding there may be liability thereon.
21. To promote and form and to be interested and take hold and dispose off shares in other Companies having all or any of the objects mentioned in the Memorandum or which may be

considered useful to the Company and to transfer to any such Company any property of the Company and to take or otherwise acquire, hold and dispose of shares, debentures and other securities, in or of any such company.

22. To pay all costs, charges and expenses of and incidental of the promotion formation, registration and establishment of the Company and to remunerate or make donations to (by cash or by the allotment of fully or partly paid shares, or by a call or option on shares, debentures, debenture stock or securities of this or any other company or any other manner, whether out of the Company's capital or profits otherwise) any person for services rendered or to be rendered, introducing any property or business to the Company or for any other reason which the Company may think proper.
23. To procure the incorporation, registration or other recognition of the company in any Country, State or place and to establish and regulate agencies for the purpose of the Company's business and to apply or join in applying to any parliament, local Government, municipal or other authority or body, Indian or foreign, for any Acts of parliament, laws, decrees, concessions, orders, rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
24. To draw, accept, make and to endorse, discount or negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable instruments connected with the business of this company.
25. To incur debts and obligations for the conduct of any business of the Company and to purchase or hire the goods, materials or machinery on credit or otherwise for any business purpose of this Company
26. To borrow or raise money, at interest or otherwise in such manner as the Company may think fit, and in particular by the issue of debentures, perpetual or otherwise including debentures convertible into shares of this or any other Company, or perpetual annuities, and in security of any such monies borrow 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 un-called capital by special assignment or otherwise, and other powers as may seem expedient and to purchase, redeem or pay off any such securities. But the Company shall not do nay Banking businesses as defined in the Banking Regulation Act., 1949.
27. To open accounts with any individual, firm, Company, or with any Banker or Banks or shroffs and to pay into and to withdraw money from such account or accounts.
28. The make advance of such sums of money upon or in respect of or for the rendering of services to the Company, purchase of materials, goods, machinery, stores or any other property, articles and things required for the purpose of the Company may deem expedient.
29. To create any Depreciating Fund, Reserve Fund, Sinking Fund, Insurance Fund, or any other Special Fund, whether for depreciating or for repairing, improving extending or maintaining any of the property of the Company, or for any other purpose conducive to the interest of the Company.
30. To provide for the welfare of the Directors, Officers, employees and ex-directors, ex-officers, and employees of the Company and the wives, widows and families, or the dependent or connections of such persons by building or contributing to the building of houses, welling or

chawls, or by grants of money pension, allowances, bonus or other payments; or by creating and from time to time subscribing or contributing to provident or otherwise associations, institutions funds of trust, and by providing or subscribing or contributing towards places of institutions and recreation hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit, to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public or other institutions and object which shall have any moral or other claim to support or aid by the Company either by reason of locality of operation or of public and general utility or otherwise; to incur expenditure in developing the education and to grant scholarships, aids or any other help to students including incurring and paying expenses in sending them for higher studies either in India or in any Foreign Country

31. To adopt such means of making known the products of the business carried on by the Company as may seem expedient and in particular by advertising by circular or purchase or exhibition or works of arts and interest and publication of books and periodicals and by granting prizes, awards and donations.
32. To open and keep a Register or Registers in any country or countries where it may be deemed advisable to do so and to allocate any number of shares in the Company to such Register or Registers.
33. To vest any real or personal property, rights or interest acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company subject to the provisions of the Companies Act., 1956.
34. Subjects to provisions of Sec. 78 of the Companies Act, 1956 to place to reserve or otherwise to apply as the company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company and any money received in respect of dividends accrued on forfeited shares or unclaimed dividends.
35. Subject to the provisions of Companies Act. 1956 to indemnify members, Officers, Directors, Employees of the Company or persons 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 interest of the Company or any damage or misfortune whatever which may happen in the execution of duties of their office, freedom of contract and or in relation thereto.
36. To promote, freedom of contract and to assist, insure against, counteract and discourage interference with freedom of contract and subscribe to any association or fund for such purpose within constitutional means.
37. To promote or oppose legislative and other measures, affecting the industry, trade and commerce and manufactures within constitutional means.
38. In the event of winding up of the Company, to distribute any of the Company's directors, members, officers, employees or any candidate in the interest of or in furtherance of the Company's objects.
40. To apply for tender, purchase or otherwise acquire, contracts, subcontracts, and concessions, for all or any of them and to undertake, execute, carry out, dispose of or otherwise to account the same and to subject all or any contracts from time to time and upon such terms and conditions as may be through expedient.

41. To do all such other things as may be deemed identical or conducive to the attainment of the above objects or any of them.
42. To send out to foreign countries, Directors, Employees or any other persons for investigation possibilities of any business, trade or for procuring and buying machinery or establishing the trade connection or in promoting the interest of the company and to pay all expenses incurred in this connection

C) THE OTHER OBJECTS NOT INCLUDED IN (A) AND (B) ABOVE:

1. To acquire and hold shares, stock, debentures, debentures stock, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, denentures stocks, bonds, obligations and securities issued or guaranteed by any Government municipality, public body or other local authority and any such shares, stock, debentures, debentures stocks, bonds, obligations or securities to acquire by original subscription, lender, purchase, exchange or otherwise and to subscribe for the same conditionally or otherwise and to guarantee the subscription thereof and to exercise and to enforce all rights and powers conferred by or incidental to the ownership thereof, and any such shares, stocks, debentures, debentures stocks, bonds, obligations or securities to sell or otherwise dispose off.
2. To carry on any other trade relating to export and import of any goods and also as dealers or agents of any company in or out of India.
3. To carry on the business of manufacturers of and dealers in all kinds of electronic signaling and telecommunication and equipment, appliances, apparatus, instrument, teleprinters, telephones and telephone equipment, gas controlling equipment, field switch boards, connectors for telephones, cables, connectors, clippers, converters, loading coils, inter communication equipment, components, accessories and fittings.
4. To act as technical advisers, business advisers, Financial and management consultant experts conductors or managers and as such technical advisers, business advisers, consultants, experts conductors or managers to advice, guide, direct, help, conduct and manage the business affairs of any persons, concern or undertaking.
5. To act as representatives, Distributors, agents, brokers, where sole or for particular territory of any firm or company whether Indian or foreign and to appoint representatives, distributors, agents or brokers whether sole or for different territories of the goods produced or purchased by the company on such terms and conditions as the company shall think fit.

iv) The liability of the members of the company is Limited

- v) *The Authorized share capital of the company is Rs.15,00,00,000 (Rupees Fifteen Crores) divided into 1,50,00,000 (One Crore Fifty Lakhs only) Equity shares of face value of Rs. 10/- (Rupees Ten) each.**

***Clause V of the MOA altered vide resolution passed in the Members through postal Ballot held on 24th June, 2022.**

We the several persons, whose names and descriptions 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.

Sl. No.	Name, address, description & occupation of the subscribers	No. of Equity Shares taken	Signature of the subscriber	Name, Address, description occupation and Signature of witness
1.	J. VENKAT RAO S/o J. VENKAT RAO 6-3-347/22/1 DWARAKA PURI COLONY HYDERABAD 500482 OCC: BUSINESS	100 [ONE HUNDRED]	J.V. Rao	
2.	M. SATYENDRA S/o M. MALLESHAM 1-2-120, DAYLORD MANOR BHONGIR 508116 DIST:- NALGONDA OCC: BUSINESS	100 (ONE HUNDRED)	Satyendra	
3.	J. VANI W/o J. VENKAT RAO 6-3-347/22/1 DWARAKAPURI COLONY HYDERABAD 500482 OCC: HOUSE - WIFE	100 (ONE HUNDRED)	J. Vani	
4.	V. RAJENDRA PRASAD S/o MADHAVARAO 6-3-347/22/1 DWARAKA PURI COLONY HYDERABAD 500482 OCC: AGRICULTURE	100 (ONE HUNDRED)	V. Rajendra Prasad	

D. S. R. K. SIVA PRASAD
 S/o D. P. R. NACHANDER RAO
 A D VOLATZ
 11-6-402, NAM PALLY
 HYDRA BAD - 500001

Date :

Place :

We the several persons, whose names and descriptions 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.

Sl. No.	Name, address, description & occupation of the subscribers	No. of Equity Shares taken	Signature of the subscriber	Name, Address, description occupation and Signature of witness
5	N. V. R. Rao S/P Late J.V. Narsing Rao B-13 - Umanagar Begumpet, Hyderabad Industrialist	100 (one hundred only)	<i>[Signature]</i>	<i>[Signature]</i>
6	MALLESAM Ganchoala S/o Late M. Venkataiah no 1-2-120 "Dayford Manor" Guntur, BHOIRGIR (Walgonda Dist.) Industrialist	100 (one hundred)	<i>[Signature]</i>	<i>[Signature]</i>
7	T. K. R. PAL REDDI S/o K. T. REDDI 6-4-8 S. B. H. Colony Vendur J. L. B. Nagar, Hyderabad Service 100 (one hundred only)	100 (one hundred)	<i>[Signature]</i>	<i>[Signature]</i>
TOTAL NO. of Equity Shares taken		700 (SEVEN HUNDRED ONLY)		

[Signature]
D. R. K. SIVA PRASAD
S/o. P. POORNACHANDRAN
ADVOCATE
11-6-402, NAMPALLY
HYDERABAD-50002

Date : 13-4-1992

Place : HYDERABAD