

THE COMPANIES ACT, 1956

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

***PLATINUMONE BUSINESS SERVICES LIMITED**

- I.** The name of the Company is “**PlatinumOne Business Services Limited**”
- II.** The Registered Office of the Company will be situated in the State of Maharashtra, within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.
- III.** The Objects for which the Company is established are:

(A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:

1. ****To carry on, in India and anywhere outside India, primarily the business of providing Business Process Outsourcing (BPO), Knowledge Process Outsourcing (KPO), and other allied or related services including processing, analysis, management, consultancy, customer service, information technology-enabled services, and data management for domestic and international clients, through manual operations and/or through the use of artificial intelligence, machine learning, automation, analytics, cloud computing and other emerging technologies; to develop, design, acquire, license, implement, or operate software, hardware, and technology platforms supporting such services; to provide and operate workstations, shared or dedicated business spaces, communication facilities, and related infrastructure for clients; to depute employees on site or as agreed, personnel, or dedicated teams for managing call center operations, BPO, KPO or other business processes of such clients who have opted for specified workstations, business spaces or managed service arrangements; and to provide training, advisory and support services in relation thereto.**
2. ****To carry on, in India and anywhere else, the business of consulting, advising, guiding, incubating, accelerating, mentoring, teaching, training, capacity building, providing, designing, developing, customizing, integrating, implementing, deploying, maintaining, supporting, licensing, liaisoning, and providing other related services in the field of Artificial Intelligence (AI), Machine Learning, Data Analytics, Information Technology, Software Applications, Platforms, Digital Transformation, Business Process Optimisation, Adoption of AI and related technologies to, including but not limited to, enterprises, institutions, Governments, Semi Government Institutions and Authorities, Corporations, Individuals and all potential users and to achieve the above mentioned object to enter into partnerships, joint ventures, short term and long term arrangements, strategic alliances, with other entities, individuals, firms, companies, corporates, Government, Non-Government institutions, Authorities, corporations, whereas these strategic alliances may be in the form of investing or funding to these prospective partners, acquisitions, purchase, swaps, slum sales, spin offs, making holding or subsidiary relations, rightful use of trademarks, word marks, copy rights, trade secrets, technology absorption, patents, technical know-how, proprietary rights etc. along with the carrying on the general business of buying, selling, importing, exporting and otherwise dealing into software, software solutions, software applications.**

****Converted Private Limited Company into Public Limited vide Special Resolution passed on 08.07.2020***

*****Altered Main Object Clause of the Memorandum of Association of the Company vide Special Resolution passed at the Extra Ordinary General Meeting of the Company held on 29th November, 2025.***

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

2. To act and carry on in India and abroad the business of broking, sub broking, agency with reference to insurance, mutual funds, equity, commodities, derivatives, debt products, real estate, structured products and other financial products, distribution of financial products, providing investment advisory services to any investment manager, mutual fund, venture capital fund, private equity fund, foreign institutional investors, foreign direct investment fund or any other investor in all its aspects including identifying, screening and investigating sectors of the Indian economy, assisting in the formulation and evaluation of strategies for investment and monitoring the investments by the companies or other entities; valuation of investments by companies or the other entities; advising on the timing, consideration, terms, mode and manner of investments and/or divestments to companies or other entities.
3. To purchase, acquire, apply for, hold, sell and deal in shares, stocks, debentures or debenture stocks, mutual funds or Bank deposit either as investment or as a consultant for and on behalf of the company.
4. To enter into agreements, contract and to acquire from any person, firm or body corporate or incorporated whether in India or elsewhere, technical information know-how, process, engineering, manufacturing and operating data, plants, layouts and blueprints useful for the design, manufacture erection and operation of plant and machinery required for any of the business of the company and to acquire and grant of license and other rights and benefits in the foregoing matters.
5. To establish and maintain any branches or 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.
6. To advertise and adopt means of making known, the business activities of the company or any articles of goods traded or dealt-in the company in any way as may be expedient including posting of bills in relation thereto and the issue of circular, books, pamphlets and price-list and conducting of competitions, exhibitions and giving the prizes, rewards and donations.
7. To apply for purchase or otherwise acquire and protect, prolong and renew trade names, secrets processes, patents, patent right, licenses, protections and concessions 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 patent inventions or rights, which the company may acquire or propose to acquire or develop.

8. To establish and maintain agencies or appoint representatives, agents, canvassers, selling and purchase, exchange, hire, distribution or for any one or more of the objects of the Company and to regulate and discontinue the same.
9. To enter into any agreements with any governments, or authorities supreme municipal, local, or otherwise, that may seem conducive to the company's object, or any of them and to obtain from any such government or authority any rights, privileges and concessions which the company may think it desirable to obtain and to carry out, exercise and concur with any such arrangements, rights and concur with any such arrangements, rights, privileges and concessions.
10. To amalgamate, enter into partnership or into any arrangement for sharing profit, union or interest, co-operation, joint venture or reciprocal concession or for limiting competition with any person, firm, corporation or company in India or outside India to carry on or engage in or about to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
11. To lend and advance money or give credit to persons, companies, corporation, firms or trusts and on such terms as may seem expedient and in particular to customers and others having dealing with the Company and to release or discharge any debt or obligation owing to the Company.
12. To draw, make accept, endorse, discount, negotiate, execute and issue of exchanges, promissory notes, cheques and other negotiable or transferable instrument.
13. In accordance with the law for the time being in force to reserve or to distribute as bonus shares to the members or otherwise to apply as the Company deems fit any money received by way of premium on any shares, stock, mortgages, debenture stocks, and other securities and accumulated profits and reserves of the Company.
14. To guarantee the performance of any contract or any obligation of any company, firm or persons, and to guarantee the payment and repayment of the capital and principal of any dividend interest or premium payable on any stocks shares and securities, debentures, debenture-stock, mortgages, loan or other securities issued by any company Corporation, firm or person, including (without

prejudice to the said generality) bank overdraft, bills of exchange, and promissory notes and generally to give guarantees and indemnities.

15. To enter into any trade or other combination of agreements with any other person, firm or companies and to subscribe to any trade or other association.
16. To enter in to any arrangements with any government or authorities, municipal, local or otherwise, or any person or company that may seem conducive to the objects of the Company or any of them, and to obtain from any such government, authority, person or company any rights, privileges, charters, contracts, licenses and concession which may be desirable to obtain and to carry out and exercise the same.
17. To obtain by Act or any legislature, charter, privilege, concession, provisional order, license or authorization of government, Central and State, Municipality or any or all relevant authorities for enabling the Company to carry any of its objects into effect, to for an purpose and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company.
18.
 - a) To procure the recognition of the company in any country, state or place.
 - b) To establish branches or agencies whether by means of local boards or otherwise anywhere in India or elsewhere at any place or places throughout the world for purpose of enabling the company to carry on its business more efficiently; and to discontinue and reconstitute any such branches or agents.
19. To apply for membership, or become a member of any company, association, society or body corporate having any objects, similar to or identical with those of the Company or likely, directly or indirectly, to promote the interest of the Company.
20. To grant pension, allowances, gratuities, benefits, emoluments and bonuses, provident fund and superannuation Funds to employees, former employees and Directors of the Company and the widows and children of such persons and other dependents upon them, and to contract or contribute to the construction of houses, dwellings or quarters for the employees of Company and of other concerns which are or may by contractual relationship with rendering any service to the Company and to join with any other person, firm or company in doing any of those things.

21. To invest any moneys of the company not for the time being required for any of the purpose of the Company in such investments (other than shares or stocks in this company) as may be thought proper and to hold sell or otherwise deal with investments.
22. To support, donate, contribute and subscribe to any charitable, religious, educational or other public institutions, trusts, clubs, societies or individual or body of individuals.
23. To undertake and execute any trusts, the undertaking whereof may seem desirable and/or gratuitous or otherwise, and in particular to act as depositories of any shares or securities of, and as agents or brokers for the investment, loan payment, transmission or collection of money and the purchase sale, hire improvement or development and management or property moveable or immovable, for any company, firm or person (whether Indian or foreign) and to undertake and perform subcontracts.
24. To act as principals, agents, trustees, corporations, contractors or otherwise and by or through, trustees, agents, corporations, contractors or otherwise and either alone or in conjunction with any others, whether in India or anywhere else in the world.
25. To pay out of the funds of the Company all expenses which the company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, debentures or other securities of the Company.
26. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, by circular, by exhibition of works of art or interest, by publication of books and periodicals, and by granting prizes, rewards and donations, subject to the provision of the Companies Act, 1956.
27. In connection with the business of the Company, to purchase, take on lease or in exchange or otherwise acquire, erect, sell and otherwise deal in any lands or buildings and factories having plant & machinery and other equipments, and any other rights connected with any such lands and buildings in India or elsewhere.
28. In connection with the business of the Company, to develop and turn to account any land acquired by the Company or in which the Company is interested and in

particular by laying out and preparing the same for building purposes, constructing buildings, godowns, public works, by simple process or by using prefabricated materials, altering, pulling down, decorating, and by planting, draining paving, letting building on lease or entering into contract arrangements of all kinds with builders, tenants and others, in India and/or abroad.

29. To establish and equip laboratories and carry on analytical, experimental and other work or undertake any research in relation to the object of the Company and to take upon and carry on rural development programme and to contribute to the institutions or any other bodies carrying on such programme and to act as advisers relating to objects of the Company.
30. To do the business of guarantee in all its forms and description including guaranteeing on behalf of individual, companies, corporate bodies, Government, local authorities and others.

(C) OTHER OBJECTS:

31. To carry on the business or trade of stores suppliers, advertising agents, traveling agents, consultants, financiers representatives, insurance company promoters, merchants, exporters, importers, hoteliers, agents, distributors, representatives, underwriters, landed proprietors, builders, contractors and suppliers of goods to government and other public and private bodies, shroffs, department stores operators, publishers, guarantors, brokers, newspaper owners, commission agents, forwarding and other agents, fire and other insurance agents, mucadama and brokers, painters, printers and to manage, supervise or control or take part in the management, supervision or control of the business or operations of any company or undertaking, and for that purpose to appoint and remunerate any directors, accountants, or other experts or agents.
32. To carry on business of manufacturers, researchers, of and dealers in air-conditioning and refrigeration equipments, consumer and domestic appliances, radios including television and computers, oxygen and acetylene, electrodes, weighting scales, bricks, all kinds of cement, refractoriness, batteries, agricultural equipments, thermometers, flashlights, detonators and explosives, humes and cement pipes, asbestos, starch and by-products, wire, linoleum, viny tiles, glass, glass-fibres and other products, calculators, typewriters and all forms of office equipment, magnets, gauges and precision instruments, matches, grinding and

- abrasive equipment, potteries, tiles, and ceramics, lighting equipment, oils, manures or any one or more of such businesses in all or any of other respective branches.
33. To carry on business of manufacturers, researchers, producers, processors, converters, importers, exporters, dealers, stockists, agents distributors, brokers, of all kinds of pulp, paper, newsprint, blotting, corrugated paper and all kinds of board and all kinds of paper and board products.
 34. To own, work, erect, install and otherwise to handle or deal in spinning mills, weaving mills and /or other factories for pressing, ginning, carding, combing, scroding, mixing tap making, processing, twisting, throwing, printing, bleaching, dyeing or finishing raw silk, waste silk, cotton flax, jute, hemp, wool, mohair, cotton, hessian, linen or textiles made of man-made fibres and others of any description and kind.
 35. To carry on business of manufacturers, researchers, assemblers, construction engineers, suppliers, traders and commission agents of electrical equipments, and hardware used in generation of electricity, in consumption of electricity, like power turbines diesel engines, gas turbines and allied equipment, generators and drivers transformers and distribution control equipments, switch boards, wires, cables and conductors, line materials for electricity transmission, for post and telegraph communication, for railway traction equipment, for mining purpose, form street lighting and illuminations, domestic appliances, medical appliances lighting fixtures and all such electrical material used automobiles, refrigeration and air-conditioning, railways, airways, marine, armaments and electronics, telecommunication equipment and to set up machinery for the same.
 36. To carry on business of owners, managers, agents, hirers, leasers, sub-leasers, licences and operators of film processing laboratories, film studios, sound recording studies, cinema and stage theatres, any other place or places which can be used for the purpose of audio-visual publicity, educational, or other shows and exhibits and produce, shoot, process, print, project, exhibit, import, export, buy, sell or otherwise deal in black and white and colour films - Cinematographic or otherwise, raw films, Video and all types of tapes, photographic goods, allied chemicals records, musical compositions, cinematographic material and implements, processing laboratory and equipments and to act as photographers, industrial or otherwise.

37. To carry on business as exporters, manufactures, researchers, importers, buyers, sellers, and dealers of and in alkalies, cordials, paint, soap and toilet goods, petrochemicals, fertilizers salts, graphite, cosmetics, starches, industrial solvents, polishes and all intermediate products, by products, and derivates, tannins, essences and pharmaceuticals, photographical, sizing, medical, industrial and other preparations.
38. To carry on business of manufacturing buying, selling, exchanging, converting, altering, importing, exporting, processing, twisting or otherwise handing or dealing in rayon yarn namely viscose, filament rayon, continuous filament rayon or artificial silk yarn, acrylic, fibre, polyvinyl and other fibre including all synthetic fibre or fibres whatsoever for textile use staple, fibre staple fibre yarn, spun rayon and such other fibre, fibres or fibres or fibrous materials or allied products, by-products or substances or substitutes for all or any of them yarn or yarns for textile or other uses, coir, kapok, thread, twine, rope, cord, textiles and its products.
39. To carry on the business of manufacturers and researchers of, dealers in, hirers, repairs, cleaners, runners, chaners, stores and warehousers of motor-cycle, cycles, cars, motor-scooters, cycles, transport trucks, three wheelers bicycle and carriage, lifts, forklifts and handling equipment, launches, boats, vans, helicopters, hovercrafts and other conveyances of all descriptions (all hereinafter comprised "motor and other things") Whether propelled or assisted by means of petrol, spirit gas, electricity, animal or other power and / or engines, tyres, fuel injection equipment, chassis, bodies, components, parts, accessories, fittings and other things, used in connection with motors and other thing their manufacture, maintenance and working thereof including engine valves, brake-linings.
40. To carry on the business of manufacturers, researchers of, dealers in, hirers, repairers, cleaners of jets, spinnerets, watches, clocky, tunepieas, mechanical instruments and apparatus including instruments, apparatus required for quality control and laboratory purpose.
41. To carry on the business of manufacturers and researchers of drums, barrels, packages, tanks and containers, tubes, aerosol, containers, of every description from steel, tin and other metals and of such substances like plastic as may furnish materials for such manufacturing in any of its branches.

42. To carry on the business of manufacturers, researches of, processors, and/or importers, exporters, buyers, sellers, stockists and distributors of and/or dealers in synthetic rubber and elastomers, synthetic resins, oils both vegetable and mineral, carbon black, leather, hides, skins, latexes and formulations thereof including reclaimed rubber and other kinds of resins, rubber, leather and plastic products and goods including footwear.
43. To carry on business India or abroad of manufacturers, researchers, processors, formulators, converters, importers, exporters, factors, agents, buyers, sellers, distributors, concessionaires, suppliers, stockists of and dealers in chemicals, acids, oleum, aluminium sulphate, organic and inorganic chemicals, solutions, fungicides, pesticides, insecticides, drugs, herbicides, dyes, and intermediates, chemo-pharmaceuticals and intermediates, glycerine, detergents, formulations both liquid and solid including slurries, malt and malt extracts, plasticizers, resins, ethylene, ethyl alcohol, hydrocarbon, petroleum infactuns, benzene, phenolphthalein anhydride bromine, compounding agents and other synthetic chemical and chemical substances - basic, intermediates,, finished or otherwise.
44. To manufacture, brew, distill, process, dehydrate, can, package buy, sell, research and deal in confectionery, dry and preserved fruits, juices, vegetable packing materials, bread, flour, biscuits, packing materials, ghee, processed food products, ice, ice-cream, candy, milk and milk products, sweets and all other eatable and by products including fish, prawns and other produce of water, and to carry on the business of manufacturers and dealers in and operators of vessels, siphons, circles, angles and to manufacture any other allied products including hospital appliances and surgical instruments, and to act as exporters and dealers in all such and allied merchandise and to carry on the business of chemical ,electrical, civil and metallurgical engineers.
45. To design, manufacture, research, import, export, buy, sell exchange, distribute, fabricate, mould, extrude, expand compress bond, laminate, reinforce, weld, shape, coat, print treat, filament, wind, spray-up, install, erect and to adopt any processes, to prepare of market or otherwise deal of equipment, plant, models and structures, storage, vessels, transport, tankers, reaction vessels, filters, distillation columns, absorption/descorption towers, crystallizers; mixers, agitators, fermentation vats, saturators, soapers, washing machines, winch, process, pipelines and fittings, pumps, valves, exhaust fans and blowers, ducting, hoods, fumina cabinet, waster stacks, dampers, grillers, laboratory

- equipments such as sink, container, stands and racks, all lining of metal, F.R.P., F.C.C. and wooden tanks, equipments, drainage and pits and any other products.
46. To search for, crush, wind, get, quarry, reduce, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market ferrous and mineral substances of all kinds including oil and to carry on any other prospecting, mining and metallurgical operations and to work mines or quarries and to search for, get, work, process, calcine, raise, crush, smelt, manufacture, make merchantable, sell or otherwise deal in iron, coal, tar, stone, cement, lime, limestone, chalk, clay, bauxite, soap, stone, ores, metals, minerals, precious and other stones, deposits, products and all other kinds of by products thereof and generally to carry on the business of mining in all its branches.
 47. To purchase, take on lease or an exchange or otherwise acquire, erect, sell and otherwise deal in any lands or buildings and factory having plant and machinery and other equipment and any other estate or interest in, and any other right connected with any such lands and building in India or elsewhere.
 48. To develop and turn to account any land and in particular by laying out and preparing the same for building purpose, constructing, building shops, go downs, public works, by simple process or by using pre-fabricated materials, altering, pulling down, decorating and by planting furnishing, fitting up, and improving building and by planting, draining, paving, letting building on lease or by building agreement and by advancing money to and entering into contracts and agreement of all kinds and with builders, tenants and others, in India and / or abroad.
 49. To purchase, sell, import, export and otherwise deal in and manufacture prefabricated and other building materials, and to import, export, purchase, sell and otherwise deal in, including on agency and consignment basis, stone, sand, lime, bricks, timers hardware, tiles and materials and construction know-how and to manufacture and deal in any merchandise.
 50. To carry on the business as growers, framers, harvesters, proprietors, agents, processors, sellers, buyers, extractors, canners, cultivators, distillators, importers, exporters and dealers of agricultural products, including cotton, jute. Flax, rubber, hemp, grass,. Timber, wood, bamboo, straw, tea, coffee, cocoa, cinchona, food products, including wheat, barley, rice, pepervite, spicate card-ears, palmarose, maize, sugar, cane, beet, millets, mushrooms, vegetables and fruits,

- other horticultural products and floricultural products and any other articles, produced from land, and essences, pickles, ciders, janes, chutneys, marmalades, vinegars, sausages, ketchups, squashes, juices, syrups, drinks including beverages produced from these or other products, chocolates, preserved, dehydrated, canned or converted fruits and vegetables, processed foods, sugar products and to carry on the business of cold storage, refrigeration, cooling of all the aforesaid products of otherwise on company's own account or as contractors lessors and the lessees.
51. To carry on the business of maintaining, operating, purchasing, selling, taking or giving on lease or otherwise acquiring dairies, poultry farms, horticultural farms, sericultural farms, gardens, orchards and sheep keeping, horse breeding and keeping.
 52. To carry on the business of manufacturers, assemblers, designers, fabricators, processors, importers, exporters, agents, commission agents, selling agents, stockists, distributors, fabricators, moulders, contractors, factors, hirers, repairers, rewinders, converters of and dealers in all kinds of electrical equipments, components, devices, machines, motors, appliances, gears, galvanic, magnetic, and other apparatuses, contrivances, capacitors, resistors, condensers, semiconductors, materials, transistors, rectifiers, integrated solid-state or hybrid circuits and devices, relays, coils, chokes, transformers, and all other electrical, electronic and allied articles, meters, testing equipment, industrial appliances, sound equipment, micro-wave, laser and communication equipment, radio and other control systems, lamps and tubes, tapes, television systems and receivers sets.
 53. To carry on the business of exporting importing, storing, supplying, purchasing, selling, bartering exchanging, distributing and otherwise dealing in goods of all kinds, including bullion, chemical, textiles, fibres, yarn, mill stores, plant and machineries, vehicles, electrical and electronic goods and to carry on all or any of the business of consignees, agents and brokers, in all types of goods and merchandise either ready or for forward delivery if permissible.
 54. To carry on business to invest in and to hold, sell and deal with the stocks, shares, bonds, debentures stock and securities of any Govt., state, company, corporation, co-op. society, municipal or other such body or authority, financial institution and any other corporate body and to pledge and make advances upon, hold in trust, issue on commission or otherwise, dispose of any of the

- investments aforesaid and to act as agents, underwriters, managers to the issue, registrars and brokers for any of the above and to carry on the business of electrical mechanical and general engineers, consultants and advisers.
55. To carry on the business of purchasing or otherwise acquiring and obtaining in any part of the world exclusive and other interests in copyrights and rights of representations and any other rights of or in any plays, operas, dramas, musical compositions, songs, cinema, or T.V. films, Video and other tapes or any other entertaining or educational production either artistic or commercial.
56. To manufacture, design, develop, rent out, buy, sell, repair, service, import, export, take on lease or otherwise deal in and render services through computers, computing systems, software materials, instrumentation, medical, electronics, communication and visual devices, telecommunication, television, video, equipment, electronics and electrical products, equipments and devices and to act as consultants in the matter of manufacturing, mining, engineering, quality control and to carry on research and development.
57. To establish and install electric arc and other furnaces and to carry on business as iron-masters, iron founders, iron workers, steel makers, electric and blast furnace, proprietors, brass, copper and aluminium founders and metal makers, refiners, and workers, smiths, tin plate makers, manufacturers of industrial, agricultural and other fittings, parts, and machineries tools and implements, boiler makers and metallurgists.
58. To carry on in India or abroad the business of manufacturers, processors, fabricators, drawers, rollers and re-rollers and ferrous and non-ferrous metal, steels, alloy steels, special and stainless steels, all kinds of castings, shaftings, bars, rods, flats, squares, from scrap, sponge iron, prerduced pillers, billets, ingots, including manufacturing, processing and fabricating of pipes, utensils, wire nails, wire ropes, wire products, screws, expanded metal hinges, plats, sheets, hoops, rounds, circles, angles and to manufacture any other engineering products and to act as exporters and importers and dealers in all such merchandise.
59. To carry on the business of hotel, restaurant, beach resorts, cafe, tavern, boarding and lodging house-keepers and to deal in wine, spirit and liquor, tobacco, cigar and manufacturers of aerated, mineral and artificial waters and other drinks, caterers for public amusement and entertainment, keepers of refreshment rooms,

- farmers, dairymen, ice merchants, victuallers, hair dressers, perfumers, chemists, proprietors of clubs, baths, dressing rooms, reading, writing and newspaper rooms, libraries, cinemas, theatres, discotheques, concerts and dancing halls, games, sport, recreation, skating, entertainment, amusement centres, skating halls, night clubs, swimming pools, playing of launches and boats, bakery and confectionery.
60. To carry on the business of financing and advancing short term and long term loans and credits to individuals or associations or individuals by whatever name called, either or securities such as land, building or part thereof, machinery, plants, chattels, shares, debentures, government securities, stock certificates, life insurance policies, and units, stock-in-trade or on guarantee, or clean without securities on such terms as may seem expedient.
 61. To apply for, take out, obtain, purchase or otherwise acquire or turn to account and copy rights, licences, including import entitlements, privileges, trade marks, or secret processes which may seem capable of being used for any of the purposes of the Company and / or to use, exercise, develop or grant licences in respect of or otherwise turn to account the property, right or information and to acquire and to expend money in experimenting upon, testing and improving or seeking to improve any patent rights, inventions, discoveries, process or information of the Company or which the Company may acquire or propose to acquire.
 62. To undertake the payment of all rents and the performance of all covenants, conditions, and agreements contained in and reserved by any lease that may be granted or assigned to or be otherwise acquired by the Company.
 63. To acquire and take over as a going concern by purchase or lease and to undertake to carry on the whole or any part of the business together with the goodwill and trade name, property rights and liabilities of any person or persons, firm or any company carrying on any business, any part of the purposes of which is within the objects of the Company or which the Company is authorised to carry on or possessed of property suitable for the purpose of the Company and to pay for the same by shares, debentures, debentures stock, bonds, cash or otherwise and to conduct, carry on, liquidate or wind up any such business.

64. To acquire either by purchase, lease, gift, exchange or otherwise for the purpose of the Company any estate, lands, buildings, easements or other interest in any property whether movable or immovable including lands, buildings and to sell, let or lease, transfer by way of gift, exchange or otherwise dispose of ground rights over any property movable or immovable belonging to the Company.
65. To promote, form and be interested in and take, hold and dispose of shares in any other company having objects similar, altogether or in part of those of this Company.
66. To draw, make, issue, accept, transfer and endorse, discount, execute and negotiate promissory notes, hundies, bills of exchange, cheques, drafts, railways of transport receipts and other negotiable or commercial or mercantile instruments connected with the business of the Company.
67. To open accounts with any bank or banks and to deposit moneys therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon same (whether overdrawn or not) as may be required for any of the objects or purposes of the Company.
68. To establish and support funds and institutions calculated to benefit the employees or ex-employees of the Company or the dependants or connection of such persons, and to grant pensions, allowances of such persons, and to grant pensions, allowances.

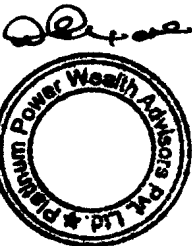
IV. The liability of the members is limited.

- V. a) The Authorized Share Capital of the Company is Rs. 2,00,00,000 /- (Rupees Two Crore Only) divided into 20,00,000 (Twenty Lacs) Equity Shares of Rs. 10/- (Rupees Ten only).
- b) The paid-up capital of the company shall be minimum of Rs. 1,00,000 /- (Rupee One Lac only).

****Amended vide Ordinary Resolution passed in the Extra Ordinary General Meeting held on 30th May, 2020.***

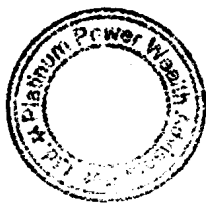


We the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of these Memorandum of Association and we respectively, agree to take the number of shares in the capital of the Company set opposite to our respective names.

Name, Address, Description & Occupation of Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Signature, name, address, description & occupation of witness
<p>1. PLATINUM POWER WEALTH ADVISORS PRIVATE LIMITED</p> <p>Mr. Aneey Saxena (AUTHORISED SIGNATORY)</p> <p>OCCUPATION: SERVICE</p> <p>S/O Mr. NARENDRA SAXENA</p> <p>604, KRITIKA ANNEXE NEAR RK STUDIO SION TROMBAY ROAD CHEMIBUR, MUMBAI -400071</p>	<p>9999 (Nine thousand Nine hundred & Ninety Nine)</p>		<p>WITNESS FOR 1 Priyanka PRIYANKA SOMANI D/O KRISHNAGOPAL SOMANI B-209, SAT MAMAL, R.N.P. PARK, BHAYANDAR(E), THANE-401105.</p> <p>OCCUPATION: SERVICE</p>

1. Mr. VIVEK YOGENDRA
KUMAR
(NOMINEE SHARE HOLDER
ON BEHALF OF
PLATINUM POWER
WEALTH ADVISORS
PRIVATE LIMITED)

1
(ONE)



~~Yogesh Kumar~~

S/O YOGENDRA KUMAR
FLAT 1101, VALENTINA
LODHA PARADISE
MAJIWADA,
THANE (W)
-400601
OCCUPATION: SERVICE

WITNESS FOR 2

Priyanka

PRYANKA SOMANI

D/O KRISHNAGOMAL
SOMANI

B-209, SAI MAHAL,
RNP PARK,
BHAYANDAR (E),
THANE - 401105.

OCCUPATION: SERVICE

TOTAL

10000
(TEN THOUSAND)

DATE: 18/7/08

PLACE: MUMBAI

Date of Board Resolution :- 26th June, 2008

TABLE -F

*ARTICLES OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

Interpretation

(1) In these regulations --

(a) "the Act" means the Companies Act, 2013,

(b) "the seal" means the common seal of the company,

* (c) "Company" Means ****PLATINUMONE BUSINESS SERVICES LIMITED,**

(d) "office" means registered office of the Company,

(e) "Directors" means the Directors of the Company and includes persons occupying the position of the Directors by whatever names called.

(2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.

PUBLIC COMPANY

(3) The Company is a Public Company within the meaning of Section 2(71) of the Companies Act, 2013 and accordingly:-

(a) Which is not a private company and

(b) has a minimum paid-up share capital , as may be prescribed:

Provided that a company which is a subsidiary of a company, not being a private company, shall be deemed to a public company for the purposes of this act where such subsidiary company continues to be a private company in its articles;

SHARE CAPITAL AND VARIATION OF RIGHTS

II. 1. Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

**Adopted Table F vide Special Resolution passed on 08.07.2020*

***Converted Private Limited Company into Public Limited vide Special Resolution passed on 08.07.2020*

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2. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be

Provided, –

(a) One certificate for all his shares without payment of any charges; or

(b) Several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.

(ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.

(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

3. (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

(ii) The provisions of Articles (2) and (3) shall *mutatis mutandis* apply to debentures of the company.

4. Except as required by law, no person shall be recognized by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

5. (i) The company may exercise the powers of paying commissions conferred by subsection (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rule made thereunder.

(ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

6. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(ii) To every such separate meeting, the provisions of these regulations relating general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

7. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further share ranking *pari passu* therewith.

8. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

LIEN

9. (i) The company shall have a first and paramount lien –

(a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and

(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:

Provided that the Board of directors may at any time declare any share to wholly or in part exempt from the provisions of this clause.

(ii) The company's lien, if any, on a share shall extend to all dividend bonuses declared from time to time in respect of such shares.

10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:

Provided that no sale shall be made –

(a) unless a sum in respect of which the lien exists is presently payable; or

(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

11. (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof.

(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.

(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

12. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

(ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

CALLS ON SHARES

13. (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:

Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call

(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.

(iii) A call may be revoked or postponed at the discretion of the Board

14. A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by installments.

15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

16. (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.

(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17. (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

18. The Board –

(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and

(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent. per annum, as may be agreed upon between the Board and the member paying the sum in advance.

TRANSFER OF SHARES

19. (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.

(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

20. The Board may, subject to the right of appeal conferred by section 58 decline to register –

(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or

(b) any transfer of shares on which the company has a lien.

21. The Board may decline to recognise any instrument of transfer unless –

(a) the instrument of transfer is in the form as prescribed in rules made under subsection (1) of section 56;

(b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and

(c) the instrument of transfer is in respect of only one class of shares.

22. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

TRANSMISSION OF SHARES

23. (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a shareholder, shall be the only persons recognized by the company as having any title to his interest in the shares.

(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

24. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either –

(a) to be registered himself as holder of the share; or

(b) to make such transfer of the share as the deceased or insolvent member could have made.

(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

25. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.

(ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.

(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

26. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have complied with.

FORFEITURE OF SHARES

27. If a member fails to pay any call, or installment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or installment remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.

28. The notice aforesaid shall –

(a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and

(b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

29. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect

30. (i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.

(ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

31. (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.

(ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

32. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(iii) The transferee shall thereupon be registered as the holder of the share; and

(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

33. The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

ALTERATION OF CAPITAL

34. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

35. Subject to the provisions of section 61, the company may, by ordinary resolution, —

(a) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;

(b) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

(c) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

(d) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.

36. Where shares are converted into stock, —

(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:

Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words “share” and “shareholder” in those regulations shall include “stock” and “stock-holder” respectively.

37. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law, —

(a) its share capital;

(b) any capital redemption reserve account; or

(c) any share premium account.

CAPITALISATION OF PROFITS

38. (i) The company in general meeting may, upon the recommendation of the Board, resolve —

(a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company’s reserve accounts, or to the credit of the profit and loss account, or otherwise available for distribution; and

(b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards —

(A) paying up any amounts for the time being unpaid on any shares held by such members respectively;

(B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;

(C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);

(D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;

(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

39. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall –

(a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and

(b) generally do all acts and things required to give effect thereto.

(ii) The Board shall have power –

(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and

(b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

BUY-BACK OF SHARES

40. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the

time being in force, the company may purchase its own shares or other specified securities.

GENERAL MEETINGS

41. All general meetings other than annual general meeting shall be called extraordinary general meeting.

42. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.

(ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

PROCEEDINGS AT GENERAL MEETINGS

43. (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.

44. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

45. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.

46. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

ADJOURNMENT OF MEETING

47 . (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.

(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

VOTING RIGHTS

48. Subject to any rights or restrictions for the time being attached to any class or classes of shares, —

(a) on a show of hands, every member present in person shall have one vote; and

(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.

49. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

50. (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.

(ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

51. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

52. Any business other than that upon which a poll has been demanded may be preceded with, pending the taking of the poll.

53. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid.

54. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

PROXY

55. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time

for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

56. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

57. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

BOARD OF DIRECTORS

58. A. The number of Directors shall not be less than two and not more than fifteen.

B. The following shall be the First Directors of the Company.

1. Amey Saxena
2. Vivek Kumar

59. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.

(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them –

(a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or

(b) in connection with the business of the company.

60. The Board may pay all expenses incurred in getting up and registering the company.

61. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that (section) make and vary such regulations as it may think fit respecting the keeping of any such register.

62. All cheques, promissory notes, drafts, *hundis*, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn,

accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.

63. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

64. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.

(ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

PROCEEDINGS OF THE BOARD

65. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.

66. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.

(ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.

67. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

68. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their numbers to be Chairperson of the meeting.

69. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

70. (i) A committee may elect a Chairperson of its meetings.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

71. (i) A committee may meet and adjourn as it thinks fit.

(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

72. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

73. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

CHIEF EXECUTIVE OFFICER, MANAGER, COMPANY SECRETARY OR CHIEF FINANCIAL OFFICER

74. Subject to the provisions of the Act, —

(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

75. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

THE SEAL

76. (i) The Board shall provide for the safe custody of the seal.

(ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorized by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

DIVIDENDS AND RESERVE

77. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

78. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

79. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either

be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, think fit.

(ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

80. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.

(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.

(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

81. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

82. (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

83. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

84. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

85. No dividend shall bear interest against the company.

ACCOUNTS

86. (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and

books of the company, or any of them, shall be open to the inspection of members not being directors.

(ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.

WINDING UP

87. Subject to the provisions of Chapter XX of the Act and rules made thereunder –

(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.



(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

INDEMNITY

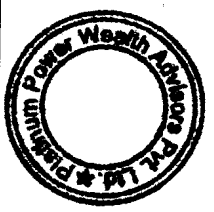
88. Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

We the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of these Articles of Association.

Name, Address, Description & Occupation of Subscribers	Signature of Subscribers	Signature, name, address, description & occupation of witness
<p>1. PLATINUM POWER WEALTH ADVISORS PRIVATE LIMITED 308, SANDY RAMA, DOSTI FLAMINGOS, NEAR SEWRI NAKA, SEWRI, MUMBAI - 400015</p> <p>Mr. AMEY SAXENA (AUTHORISED SIGNATORY)</p> <p>S/O Mr. NARENDRA SAXENA 604, KRITIKA ANNEXE NEAR R. K. STUDIO SIDN TROMBAY ROAD, CHEMBUR, MUMBAI - 400071</p> <p>OCCUPATION: SERVICE</p>	<p> </p>	<p>WITNESS FOR 1 Priyanka PRIYANKA SOMANI D/O KRISHNAGOPAL SOMANI B-209, SAT MAHAL, R.N.P. PARK, BHAYANDAR (E), THANE - 401105.</p> <p>OCCUPATION: SERVICE</p>

2 Mr. VIVEK YOGENDRA
KUMAR
(NOMINEE SHARE HOLDER
ON BEHALF OF
PLATINUM POWER
WEALTH ADVISORS
PVT. LTD.)

Vivek Kumar



S/O YOGENDRA KUMAR
FLAT 1101, VALENTINA
LODHA PARADISE,
MAJLIWADA, THANE(W)
400601

OCCUPATION: SERVICE

WITNESS FOR 2

Priyanka
PRIYANKA SOMANI
D/O KRISHNAGOPAL
SOMANI
B-209, SAI MAHAL,
RNP PARK,
BHAYANDAR (E),
THANE - 401105.

OCCUPATION: SERVICE

DATE: 18/7/08
PLACE: MUMBAI

Date of Board Resolution :- 26th June, 2008