

MOA language: English Hindi

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* Table applicable to company as notified under schedule I of the companies Act, 2013

Table A- MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

1. The Name of the Company is AYATTI ALLIANCE INDIA PRIVATE LIMITED

2. The Registered office of the company will be situated in the state of Karnataka-KA

3.(a)The objects to be pursued by the company on its incorporation are

1. To develop an online market platform to facilitate and conduct sale, purchase, import, export, trade with or without using all kinds of Digital Assets or any other software based on internet and intranet networking of any kind from India or abroad.
2. To Create a trusted digital platform by evolving a national Digital Assets infrastructure that can be used for development and deployment of applications and related activities
3. To provide Advisory and consultancy services on B all kinds of Digital Assets.
4. To Development and subscription sale of Mobile applications and other activities related to all kinds of Digital Assets and other related activities
5. To conducting trainings seminars on above fields.

*Object Clause of the Company altered by Deleting the the existing clause 3(a) 1,2,3,4,5 and adding new clauses 1,2,3 ,4 and 5 in the place of existing clauses of clause 3(a) of the Memorandum of Association of Company on Extra Ordinary General Meeting held on 16.02.2022

3.(b)Matters which are necessary for furtherance of the objects specified in clause 3(a) are

1. To build, erect establish, maintain, construct, re-construct and adopt any buildings, offices, workshops, mills, factories, godowns, machineries, accessories and other things found necessary or convenient for the purpose of Company's business and also to extend the business of the company by adding to, altering, enlarging all or any of the buildings, premises and machineries etc., for the time being the property of or in possession of the company and by expending from time to time such of moneys as may be necessary or expedient.
2. To acquire by concession, grant, purchase, barter, lease, licence or otherwise, either absolutely conditionally and either solely or jointly with others, any lands, buildings, easements, way leaves, privileges, rights, licenses, powers and concessions and in particular any water rights or concessions for the purpose of obtaining motive powers and any machinery, plant, utensils, goods, trade marks and other movable and immovable property of any description, which the company thinks necessary or convenient for purposes of its business or which may seem to the company capable of being turned to account.
3. To sell, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn, to account or otherwise deal with all or any part of the properties and rights of the company
4. To enter into contracts or other arrangements with any parties for any transactions, including the provision and supply of materials, equipment or other products and/or services necessary for or otherwise required for or incidental to carrying out the objectives of the Company.
5. To enter into any arrangement with any authority, Government, Railway, Municipal, Local or otherwise, that may seem conducive to the company's objects, or any of them and to obtain from any such authority, any rights, privileges and concessions which the company may think or desirable to obtain and to carry out and exercise and comply with any such arrangements, rights, privileges and concessions.

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5. To enter into any arrangement with any authority, Government, Railway, Municipal, Local or otherwise, that may seem conducive to the company's objects, or any of them and to obtain from any such authority, any rights, privileges and concessions which the company may think or desirable to obtain and to carry out and exercise and comply with any such arrangements, rights, privileges and concessions.
6. To buy, sell, repair, alter, exchange, refine, manipulate, let on hire, import, export and deal in all kinds of substances, articles, apparatus, plant, machinery, appliances, tools, commodities and things which may be required for the purposes of any of the business of the company or commonly supplied or dealt in by persons engaged in any such business, in connection with any of the said business.
7. To subscribe, take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this company or carrying on any business capable of being conducted so as to directly or indirectly benefit this company.
8. To enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm, or company carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorised to carry on or engage in or to enter into and conduct any business agreement, under-taking or transaction with any government, person, firm or corporation which may be advisable or seem capable of being carried on or conducted so as to directly or indirectly benefit the company.
9. To promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this company or for any other purpose, which may seem directly or indirectly calculated to benefit this company.
10. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or company carrying on any business which this company is authorised to carry on and to purchase, acquire, apply for, hold, sell and deal in shares, stock, debentures or debenture stock of any such person, firm or company and to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any such person, firm or company.
11. To pay all costs, charges and expenses of and incidental to the promotion formation, registration and establishment of the company and connected to the inauguration of any offices, branches, and agencies of the company.
12. To pay for any properties, rights or privileges acquired by the company in shares of this company or partly in shares in cash or otherwise.
13. To procure the 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.
14. To apply for, purchase or otherwise acquire and obtain any patents, inventions, licences, permissions, concessions, processes and the like conferring any exclusive or linked rights (either in point of time or otherwise) to use the same or any secret information such as invention which may seem capable of being used for any purposes of the company, the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop or grant licences, in respect of or otherwise turn to account any patents, inventions, licences, permissions, concessions, processes and the like and the information so acquired.
15. To establish, provide, maintain, conduct or otherwise subsidize research laboratories, experimental stations, workshops and libraries for scientific, industrial, economic and technical research surveys and investigations, to promote studies, research, investigation and invention both scientific and technical, by providing, subsidizing, endowing or assisting laboratories, colleges, universities, workshops, libraries, lectures, meetings, exhibitions and conferences and by providing or contributing to the remuneration of scientists, scientific or technical professors or teachers and to the award of scholarships, grants and prizes to students, research workers and research studies, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any of the objects of the company.
16. To form associations, organisations, enter into joint ventures and collaborations, promote, incorporate companies in India and overseas, establish partnerships and set up trusts in connection with and in furtherance of the activities of the company and to acquire, provide or transfer suitable technology, technical services, information and know-how under such collaborations, joint ventures, or other associations, organisations or arrangements, with any organisations in relation to the businesses of the company, and receive and make payments thereof by way of royalty, fee or otherwise.
17. To amalgamate with any company or companies having objects altogether or in part similar to this company.
18. Subject to the provisions of the Companies Act, 2013 to invest the surplus funds of the company from time to time in deposits, units, government securities or in other securities including shares, bonds and debentures as may from time to time be determined by the Directors, and from time to time sell or vary such investments and to execute all assignments, transfers, receipts and documents that may be necessary in that behalf.
19. To vest any immovable or movable 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 without any declared Trust of the company.
20. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, contracts, mortgages, charges, obligations, instruments and securities of any company or any authority, municipal, local or otherwise or any person whomsoever, whether incorporated or not and generally to guarantee or become sureties for the performance of any contracts of

obligations.

21. To draw, accept, make, endorse, discount and negotiate Promissory Notes, Hundies Bills of Exchanges, Bills of lading, Delivery Orders and other negotiables of Transferable instruments as per the provisions of Act.

22. Subject to the provisions of the Companies Act, 2013 to borrow or raise money with or without security, in such manner as the company may think fit including from banks, financial institutions and all other lenders and in particular by issue of debentures convertible into shares of this or any other company; or secure the payment of money in such manner as the company shall think fit and in particular to mortgage or charge all or any of the company's properties or rights or interests both present and future including the uncalled capital as security towards any loan or loans raised or contracted by the company upon such terms as to priority or otherwise as the company shall think fit and to purchase, redeem or pay off any such securities. However, the company shall not carry on the business of banking as defined by regulations relating to banking in India.

23. To sell or deposit of, the undertaking or the company or any part thereof for such consideration as the company may think fit, and in particular for shares, debentures or securities of any other company.

24. To open current or deposit account or accounts with any individual, firm or company or with any bank or banks and to pay into and to withdraw from such account/accounts the funds of the company whether the same is/ are overdrawn or not.

25. To train and/ or to pay for training in India or abroad any member or any director, or any of the Company's employees or other candidates in the interest of and for the furtherance of the company's business.

26. To make advances upon or for the purpose of materials, goods, machinery, stores and other articles or services required for the purpose of the company.

27. To take part in activities of business association, Commercial association, Chamber of Commerce, trade or other associations.

28. To let out on lease or on hire all or any of the property of the company whether immovable or movable including all and every description of apparatus or appliances.

29. To sub-let all or any contracts from time to time and upon such terms and conditions as may be thought expedient.

30. To insure and keep insured all or any of the property of the Company.

31. To advertise, exhibit, broadcast and adopt means of making known the business activities of the company or any articles or goods traded or dealt with by the company in any way as may be expedient including posting of bills in relation thereto and the issue of circulars, books, literatures, pamphlets and price lists and to conduct competitions, exhibitions, demonstrations as well as the giving of prizes, rewards and donations, subject to the provisions of Companies Act, 2013.

32. To subscribe to or otherwise aid benevolent, charitable, national or other institutions, or objects of a public character or which have any moral or other claim to support, aid by the company by reason of the locality of its operations or otherwise, subject to the provisions of the Companies Act, 2013.

33. To undertake and execute any Trust, the undertaking of which may seem to company desirable and either gratuitously or otherwise.

34. In the event of winding up of the company, to distribute any of the property of the company among members in special but so that no distribution amounting to a reduction in capital be made without sanction of the court or tribunal as required by the Companies Act, 2013.

35. To apply for, promote, and obtain any Act of parliament or legislature, Charter, privilege, concession, licence or authorisation of any Government, State or Municipality, provisional order or licence of the Board of Trade or other authority for enabling the company to carry on any of its objects into effect or for extending any powers of the company or for effecting any modifications in the constitution of the company or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated, directly or indirectly to prejudice the interests of the company.

36. To establish agencies or branches in India or elsewhere in the world to conduct business of the company for the manufacture, purchase, sale or distribution of any materials or things, for the time being at the disposal of the company, to regulate their working and also to discontinue the same.

37. To grant pensions or gratuities and to establish and support or aid in the establishment of associations, institutions, funds, trusts and conveniences, calculated to benefit any employee and any directors who hold any office of profit with the company or under subsidiary thereof ex-employees as aforesaid of the company or of any subsidiary thereof or any associated or allied company or the relations or dependants of such employees, and also to provide for the welfare of such persons by building or contributing to the building of houses, dwellings, or by grant of money pensions allowances or any other payments or by creating and from time to time subscribing and contributing to provident fund and other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals, dispensaries, medical and other attendance and assistance as the company shall think fit and to subscribe for trade, commerce or industry, provided that such contribution is likely to be, in the opinion of the company be in the interest of the company.

38. To employ, engage, appoint, retain or otherwise procure the services of professionals, consultants, programmers, design consultants, engineers, technicians, legal and financial advisors, or other experts and to adopt innovative and modern management techniques in the functioning and businesses of the company.

39. Subject to the provisions of Companies Act, 2013 to create any Depreciation Fund or Reserve Fund, Sinking Fund, Insurance Fund, or

any other special fund whether for depreciation or for repairing, improving extending or maintaining any property of the company or for any other purpose, conducive to the interest of the company.

40. To purchase or hire all kinds of vehicles including cars, heavy transport vehicles, aircrafts, etc., for the purpose of transportation of equipment, materials, employees and managerial personnel or for any other purpose.

41. To do all or any of the acts or things as mentioned in the main objects either as principals, agents, contractors or otherwise, and by or through agents, brokers, sub-contractors or otherwise and either alone, or with others and to do all such other things as may be deemed incidental or conducive to the attainment of the company's objects or any of them.

