

(UNDER THE COMPANIES ACT, 2013)

MEMORANDUM OF ASSOCIATION

OF

MAHAVEER INFOWAY LIMITED

(COMPANY LIMITED BY SHARES)

- I. The name of the company is “**MAHAVEER INFOWAY LIMITED**”.
- II. The registered office of the company will be situated in the state of Telangana.
- III. The objects for which the company is established are:

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

- 1. To promote, establish, organize, maintain, operate, undertake, manage, develop and encourage in India and abroad, Ecommerce, run cyber cafe's and Internet solutions including becoming Internet service providers, selling, procuring, hiring, leasing, using, disposing off, operating, fabricating, constructing, assembling, repairing, being agents, brokers, franchise; representatives, advisors, or otherwise to deal in all kinds of Internet related or general computer hardware and software, software development and consultancy services, software job works including internet related software and services, desktop software, system software and any other software on the Intel or other platform for industrial, commercial, domestic, publicity, defence, government, semi-government, applications, and other general customers and to do all incidental acts and things necessary for the attainment of the said object and to promote, establish, organize, maintain, operate, undertake, manage, develop and encourage in India or Abroad Computer coaching/training centres, data processing centres, Computer hardware maintenance and to undertake repairs and to do all incidental acts and things necessary for the attainment of the aforementioned objects.
- 2. To carry on in India or Abroad the business of manufacture, develop, import, buy, sell, distribute, transfer, lease, hire, license, use, dispose-off, operate, fabricate, construct, assemble, record, repair, maintain, recondition, work, alter, convert, improve, procure, install, modify, to act as consultants, agents, brokers, franchises, job-workers, representatives, advisors or otherwise to deal in all kinds of Computers, calculators,

Mobiles, micro-processor, electronic and electrical apparatus, software, equipment's, gadgets, peripherals, modules, auxiliary instruments, tools, plant and machinery, works, components and fixtures of different capacities, sizes, specifications, applications, description and modules, use or may be used in the field of business, trade, commerce, industry, publicity, government, space, aviation, surface, water and air transports, mining, power, traffic control, police communications, weather satellite research, hospitals, hotels, advertising, education, decorations, automobiles, geographical Computers, engineering processing equipment's, copying machines, electronic telephone exchanges further To impart training, conduct seminars, workshops, educational courses on Computers, Computer maintenance, Software development, Software exports, and to depute personnel to develop and design software in India and abroad and to start Software Technology Park in India or abroad.

3. To carry on in India and elsewhere the business of contractors, consultants and supervisors for construction of building, houses, multi-story flats, offices, factories, workshops, water supply projects, sewage projects, hydraulic projects, civil construction projects, irrigation projects, agricultural projects, mechanical projects, electrical projects, earth work projects, commercial apartments, Road, Highways, Culverts, Bridge, dams, barrages, canals, and other allied projects and to undertake such projects/ works on own, build and operate basis and to act as manufacturers, importers, exporters, buyers, sellers, repairers, stockists and otherwise dealers of all types of plant, equipment, machinery, spare part and accessories required in connection therewith. Further to carry on the business of trading, importing, exporting and/or process, assemble, repair or otherwise deal in all kinds of equipment's, material, machinery and accessories used in construction, water supply, sewage, civil construction, power generation, irrigation, agricultural, mechanical works/projects/jobs.
4. To promote, buy, acquire, sell, lease, exchange, hire, give on relit, to let, mortgage or otherwise dispose of the lands, industrial Complexes, houses, buildings, farm houses, agricultural lands, and other immovable property of the Company or other immovable property including any share or shares, interest or interests therein and to transact on commission or otherwise business of real estate's agents and to apply for purchase through tender or otherwise acquire civil contracts for or in relation to water proofing, sewage, construction, execution, equipment, improvement, management, administrations or control of mechanical and civil works and conveniences and to undertake, execute, dispose or otherwise turn to account the same and to carry on any services as an agent or enter into arrangement with Central Government, State Government, Semi Government Bodies, Private Parties or Authorities, whether Municipal, Local or otherwise or with any institution or company in India or abroad and to procure or maintain from such Government Authority, person, institution or company, rights of all sorts for assistance, privileges, charters, contracts, licenses and concessions further to carry on any services as an agent or enter into arrangement with Central Government, State Government, Semi Government Bodies, Private Parties or Authorities, whether Municipal, Local or otherwise or with any institution or company in India or abroad and to procure or maintain from such Government Authority, person, institution or company,

rights of all sorts for assistance, privileges, charters, contracts, licenses and concessions which the company may think it desirable and to carry out, exercise and comply therewith.

5. To carry on the business of buying, selling, trading, procuring, exploring, extracting, refining, transporting, marketing, importing, exporting all types of Bitumen, fuel, mineral oils, coals, petroleum products of every kind, lubricating oils, and all other ancillary products.

(B) THE OBJECTS INCIDENTAL AND OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS STATED AT (A) ABOVE ARE:-

1. To enter into partnership or into any arrangement for sharing for profits, union of interest, co-operation, joint adventure, reciprocal concessions or otherwise either in part or whole with any person or company or companies foreign or otherwise, carrying on or engaged in any business or transaction capable of being conducted so as directly or indirectly to benefit this Company.
2. To apply for, purchase or otherwise acquire or develop any patents, developments, invention, licenses, concessions and like, conferring any exclusive or limited rights to use, or any secret or other information to any invention which may seem capable of being used for any of the 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 licenses in respect of or otherwise turn to account the property, rights or information so required.
3. To establish, appoint, regulate and discontinue offices agents, or representative, in all such places as the Company may from time to time determine for carrying out all or any of the Company's objects and to act as agents for others.
4. To purchase, own, take on lease or in exchange or otherwise acquire and under take all or any part of the business, rights, privileges, property and liabilities of and to amalgamate or enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint-venture, reciprocal concessions or otherwise with any Company and to lend money to guarantee the performance of contracts of or subsidies or otherwise assist any such Company for such consideration and on such terms as may deem expedient.
5. To promote, establish, undertake, form and to be interested in, and to apply for acquire, hold and disposal of shares in any institution, business, pool, combine syndicate or Company having objects altogether or in part similar to those of the Company carrying on any business capable of being conducted so as directly or indirectly to benefit the Company and to subsidies or assist any undertaking financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares stock, debenture stock or other securities of such undertaking or organization.
6. To apply for purchase or otherwise acquire any process copy rights, trade marks, concessions, licenses, subject to royalty or otherwise conferring an exclusive or nonexclusive or limited right to use, or the acquisition for which may seem calculated

directly or indirectly to benefit the Company and to use, exercise, develop, work, manage, sell let grant licenses in respect of otherwise turn to account or deal with the property, rights and information so accepted or otherwise belonging to the Company.

7. Subject to the provisions of Section 58A and rules made thereunder and directions of Reserve Bank of India from time to time as may be applicable to borrow or raise money in such manner, and on such terms as the Company shall think fit and to secure the repayment of any money borrowed, raise or owing by mortgage, charge or lien upon the whole or any part of the Company's property or asset both present and future, including its uncalled capital and also by a mortgage, charge or lien to secure and guarantee the performance by the Company of any obligations or liability it may undertake in connection with its business.
8. To enter into any arrangement with any Government or authority, supreme, public, municipal, local or otherwise, and to obtain from any such Government or authority any rights, concessions and privileges that may seem conducive to the company's objects, or any of them, and to carry out, exercise and comply with any such arrangements, rights, concessions and privileges.
9. To lend or advance, or deposit moneys belonging or entrusted to or at the disposal of the company or give credit to any Company and in particular to customers of and others having dealing with the Company with or without security, on such terms as may seem expedient, and to draw, make accept endorse, discount and execute and issue bills of exchanges, promissory note, hundies, debentures, bills of lading and other negotiable or transferable instruments or securities, but not to do the business of banking as defined in the Banking Regulations Act, 1949.
10. To invest, apply for and acquire, or otherwise employ money belonging to or entrusted with the Company upon securities and shares in investment Trusts, Banks and Insurance Companies and other Limited Companies upon such terms as may from time to time be considered proper.
11. To make such arrangements as the Company may deem fit for the holding of any property of the Company in the name of Trustees or a Trustee for the Company.
12. To let, sub-let or give on lease, rent or hire, any portion of land buildings or structure belonging to or leased by the Company.
13. To sell, improve, manage, develop, exchange and enfranchise, lease out, mortgage, dispose of turn to account, or otherwise deal with the whole or any part of the undertaking, business or property or sites of the company either together or in such portion and for such considerations as the Company may think fit.
14. To establish such competition as may be lawful for any of the purposes of the Company and to offer and grant prizes, awards and premiums of such character on such terms as may seem expedient.

15. To remunerate any person, firm or Company rendering or agreeing to render services to the Company either by cash payment or by the issue and allotment to him or them of shares or securities of the Company credited as paid-up in full or in part or otherwise as may seem expedient.
16. To pay all costs, charges and expenses, preliminary and incidental to and or the promotion, formation, establishment and registration of the Company and of the transfer to the Company of any property acquired by the Company.
17. Subject to the provision of Section 293 and 293-A of the Companies Act 1956, to support, subscribe or contribute or otherwise to assist or guarantees money for any charitable, benevolent, religious institutions or any other institutions or objects or any exhibition or for any public, general or useful object.
18. To establish and support or to aid in the establishment and support of associations, institutions or conveniences, calculated to benefit the employees or ex-employees of the company or its predecessor in business or the dependents or concessions of such person, and to grant pension and allowances and to make payments towards insurance of any kind or-to give any participation in profits of the Company to persons employed by the Company or any of them.
19. To provide for and furnish or secure to any member or customers of the Company any chattels, conveniences, advantages, benefits or special privileges which may seem expedient either gratuitously or otherwise.
20. To establish and maintain laboratories for purposes of research and development and to acquire all the necessary scientific and other equipment for the purpose.
21. To manufacture, import, export, buy, sell and deal in all raw materials and other substances used in the manufacture, production or treatment of any product or other substances, articles and things, the manufacture of which the Company is authorised to undertake and to turn to account, render, marketable and deal in any of the by-products of the manufacturing process which the Company may undertake.
22. To amalgamate with any other Company having objects altogether in part similar to those of this Company.
23. To establish or promote or concur in establishing or promoting any Company/Companies for the purpose of acquiring all of the property, rights and liabilities or the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing or underwrite subscribe for or otherwise acquire, all, or any part of the share, debentures, debenture-stock or other securities of any such other Company.
24. To pay for any business, property or rights acquired or agreed to be acquired by the Company and remunerate any person or Company and generally to specify any obligation of the Company by cash payment or by the issue, allotment or transfer of shares of this or

any other Company credited as fully or partly paid-up or debentures debenture stock or other securities of this or any other Company.

25. To establish, provide, maintain and conduct or otherwise subsidize research laboratories and experimental workshops for scientific and technical researches, experiments, and tests of all kinds, to promote studies and researches or inventions by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the award of scholarships, grants or investigation, experiment, test and invention of any kind that may be considered likely to assist any business which the Company is authorised to carry on.
26. To agree to refer to arbitration and to refer to arbitration disputes present or future between the Company and any other Company, firm or individual and to submit the same to arbitration to an arbitrator in India or abroad either in accordance with Indian or any other Foreign system of law.
27. Generally to do all such other things as may appear to be incidental and in any way conducive to the attainment of the above objects or any of them.

(C) OTHER OBJECTS:

1. To produce, manufacture, refine, prepare, purchase, import, sell and generally to deal in all kinds of Cement, Cement products of any description, lime, limestone, gypsum, dolomite, kankar and/or by-products thereof and in connection therewith to acquire, erect, construct, establish, operate and maintain cement factories, quarries workshops and other work relating thereto.
2. To carry on India and elsewhere the business of manufacture and supply of all kinds of gas including oxygen, acetylene, butane, propane, coal and petrol gas etc. for domestic commercial and other purposes and in general to carry on the business of gas, Supply Company and to do all things incidental to such business.
3. To manufacture, produce, import, export and deal in all kinds of components, raw material for electrical and electronic items.
4. To undertake, provide, assist, in all kinds of research and development work required to promote, assist or engage in setting up of hospitals, clinics, laboratories etc.
5. To establish, operate, promote, maintain, design, construct, run hospitals, dispensaries, clinics, laboratories, research centres, diagnostic centres, and family planning centres.
6. To print, publish, exhibit, subscribe, and support periodicals books, posters that may be considered desirable for the promotion of the objectives of the Company.
7. To established carry on the business of General Carriers, Special Carriers, Forwarding Agents, Clearings, Warehousemen, Ship Brokers, Freight Contractors, Carriers by land, Sea and Air Charters of Shipping, Airfreight and surface vehicles, Barrage-Lightment Harbingers.

8. To purchase, sell, finance, hire and deal in Motor Vehicles, Motor Cycles, Cycles, Household appliances, Office Equipment's, Plants, Machinery and machinery parts, agricultural produce and Minerals.
9. To purchase, take on lease exchange, hire otherwise acquire land, buildings and hereditament of any tenure or description including agricultural land any buildings so situated and develop or to turn the same to account as may seem expedient and in particular by preparing building sites and by constructing, re-constructing, altering, improving, decorating, furnishing, and maintaining Hotels, shops, rooms, flats, houses, restaurants, markets, workshops, Mills, factories, warehouses, Cold storage, wharves, godowns, offices, Hostels, gardens, swimming pools Playgrounds, buildings, works and conveniences of all kinds and by working, leasing, hiring or deposing of the same.
10. To manufacture, produce, buy, sell, import, export, stock, deal and to act as agent in machine tools, grinding machines, automatic lathes, drilling machines, painting machines, Plano grinders, machinery of every description, components, spares, stores of every description, precision tools cutting and small tolls, electric Motors, electrical equipments, cables, wires, Switches, Switch-gears, flame and drip-proof motors, electric fans, regulators of all types, electrical Kilowatt-hour Meter, magnets electro-magnets, industrial Jewels, ammeters, voltmeters and other types of measuring instruments, electrical or non-electric die castings, screws, nuts and bolts Transformers of all types, circuit-breaks, hoists, elevators, gears, trollies and coaches, winches, power generators, magnetic-separators, winders, Air-conditioners, welders, drills, dies, jigs, electric grinders.. Air Compressors, Refrigerators domestic washing machines, Radar, equipments, valves, resistors, electronics, conductors, diodes, magnetic materials, sewing machines. Mill stores, Hardwares, tape-recorders, household appliances and component part thereof and other materials and products.
11. To carry on the business as Consultants, Advisors, Guides in any specialized line of academy, engineer, Technology, Science, manpower utilization, Research and development systems and methods.
12. To act as Investor or Dealers and for this purpose to purchase, acquire, subscribe to sell, transfer or otherwise dispose off shares, securities, Stocks, Bonds, Debentures, obligations issued or guaranteed by any Company or Companies, Government, State Sovereign, Commissioners, Central or Provincial Public Body or authority Supreme, to finance and lend money to any person or Bodies with or without security, provided that the Company shalt not carry on any Banking business as defined the Banking Regulation Act, 1949.
13. To promote, establish, acquire, manage, run or otherwise carry on the business of marketing selling and advertising in all its branches.
14. To undertake, carry out, construct, execute, equip, improve, work, develop, administer, manage or control in India and elsewhere Hotels, Warehouses, Markets, Public and Private Buildings, Factory Buildings, Apartment Complexes, Public Works, and conveniences of all kinds, bridges, canals, reservoirs, sewage, drainage, sanitary, water, gas and all other

works, or conveniences of public utility and to carry on the business of Engineers, Builders, Contractors, Decorators, Suppliers of building and decorative materials either solely or In conjunction or in partnership with any persons, firms, companies, or corporations.

15. To act as Contractors or sub-contractors for the construction of Buildings of all descriptions, Roads, Bridges, dams, earthwork, sewer tanks, drains of offices, factories, hotels, workshops, channels of Government, Quasi Government, Public and Private Limited Companies and other private works.
 16. To provide Consultancy in design and development of knowledge based information systems using the latest artificial Intelligence techniques and to offer Consultancy services and to act as consultants and technical advisers in the field of infrastructure development, information and management systems, development and dealing In computer programs, application systems as may be conducive to the carrying on the main objects of the company.
 17. To act as agents, brokers, advisors, consultants of any insurance or related institution(s) In India or abroad.
- IV. The Liability of the Members is limited and the liability is limited to the amount unpaid, if any, on the shares held by them.
 - V. The Authorized share capital of the company is Rs 6,00,00,000/-(Rupees Six Crores Only) divided into 60,00,000/- (Sixty lakhs only) equity shares of Rs.10/- (Ten only) each with power of the company to increase or reduce the capital and the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, differed, qualified or special rights, privileges or conditions and to vary modify or abrogate any such rights, privileges or conditions as may for the time being be provided by the regulations of the company and to issue any part of its capital original or increased with or without any preference, priority or special privileges or subject to any postponement of to any conditions or restrictions and that unless the conditions of issue shall otherwise expressly declare every issue of share whether declared to preference or otherwise shall be subject to the power herein before contained.

***Amended by the shareholders in the Extraordinary General Meeting held on 10.03.2010.**

VI. We, the several persons whose name and addresses are subscribed hereunder, are delirious of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the company set opposite our respective names.

S. No.	Name, Address, Description and occupation of the subscriber with their signature	No. of Equity Shares taken by each subscriber	Name, Description, Address, Occupation and Signature of the witness
1.	Ashok Kothari S/o. Ghisalal Kothari 3-5-225, Vittalwadi, Narayanguda, Hyderabad. Business	100 (One Hundred)	Mr. Ismail Ahmed S/o. Mr. Shafi Ahmed 304, Lenaine Estate Beside SBH, Gunfoundry, Hyderabad– 500001.
2.	Nirmal Kothari S/o. Subhashchad Kothari 3-5-225, Vittalwadi, Narayanguda, Hyderabad. Business	100 (One Hundred)	Chartered Accountant
	Total No. of Equity Shares Taken	200 (Two Hundred)	

Place: Hyderabad

Date: 19/04/91