

(THE COMPANIES ACT, 2013)
[COMPANY LIMITED BY SHARES]
MEMORANDUM OF ASSOCIATION*

OF

ARTIFICIAL ELECTRONICS INTELLIGENT MATERIAL LIMITED**

- I. The Name of the Company is **ARTIFICIAL ELECTRONICS INTELLIGENT MATERIAL LIMITED**
- II. The Registered Office of the Company will be situated in the State of Tamil Nadu.
- 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 ARE:**
 1. To carry on the business of designing, manufacturing, packaging, assembling, trade, import, export or service of SMT components including all type of semiconductor chips, chip modules, sensors, Transducers, Actuators, Discrete semiconductor devices, display Assembly and Touch Panels, Micro and Nano-electronic components, assembly, testing, marking and packaging (ATMP) of electronics, mechanics (plastic and metal parts) for electronic applications, Semiconductor Wafers, Display fabrication units including Liquid Crystal Displays (LCD), Light Emitting Diode (LED), Organic Light Emitting Diode (OLEO), etc. for electronic applications.
 2. To carry on the business of trading, import, export or service of semiconductors, components and parts for electronic and electrical equipment of every description including Space, Defense, mobile phones, Automobile applications and home appliances, multimedia equipment, including any other business incidental thereto.

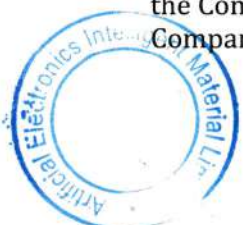
** New set of Memorandum of Association adopted with the consent of members in the Extra Ordinary General Meeting held on 11th May, 2024 by way of Special Resolution.*

***New name adopted with consent of members in the Extra Ordinary General Meeting held on 11th May, 2024 by way of Special Resolution*



MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE:-

1. To conduct bureau of complete services, peripherals and all other devices and accessories spare parts, components and all kinds of instruments, apparatus equipments and gadgets used for or in connection with any of the aforesaid matters or products and to develop design and sell or otherwise give or hire computer programmes and to act as computer-specialists, counsellors, advisors, programmers and to do all and any thing required in connection with manufacture, sale, assembly, integration, arrangement, installation and operating of computers, software and hardware programming, data processing, giving and/or taking on hire computer time and in other matters as may be necessary for or in relation to the business of computers.
2. To establish, set-up, organise, maintain, support, assist and/or conduct training classes, and other educational institutions to organise educational programmes, lectures, seminars, symposium on subjects and in respect of operating computers, computer programming, computer training, computer manufacturing, computer technology, development of hardware and software, state of the art of computer technology and to award degrees, diplomas and certificates to trainees, students and other persons and to establish, promote, organise, support and maintain clubs and associations, of students and trainees for further advancing of their knowledge and experience in all or any of the above subjects and topics.
3. To encourage, develop, extend, promote, extensive computer usage in trade, business and Industrial units and educational, medical and other, disciplines in India and abroad.
4. To organise seminars, conduct research, evaluation and other studies, in connection with the objects of the Company.
5. To enter into technical and financial collaborations with Indian and foreign entrepreneurs for the purpose of the Company.
6. To sublet all or any contracts from time and upon such terms and conditions as may be thought expedient.
7. To advance money to any person or persons, company or corporation, society or association and others, either at interest or without and/or with or without any security, upon such terms and conditions as the Company may think fit, and to release or discharge any debt or obligation owing to the Company.
8. To open account or accounts with any firm or company or with any bank or banks or financial institutions or bankers or shroffs and to pay interest and to withdraw money from such account or accounts and to make, draw, co-accept, accept, endorse, execute, discount or negotiate and issue cheques, promissory notes, hundies, bills of exchange, bills of lading, railway receipts, warrants, debentures and other negotiable or transferable instruments.
9. To carry on all or any of the business of guaranteeing the performance of any contract or obligation of any company, firm or person and of guaranteeing the payment and repayment of the capital and principal, dividend, interest or premium payable on any stock, shares and securities, debenture, stock, mortgage, loan and other securities issued by any company, corporation, firm or persons, including (without-prejudice to the said generality) bank overdrafts, bills of exchange and promissory notes and generally of giving guarantees and indemnities and guaranteeing the fidelity of persons filling situations of trust of confidence or for due performance of duties.
10. To guarantee the payment of money, unsecured or secured by, or payable under, or in respect of bills of exchange, promissory notes, bonds, debentures, debenture-stocks, contracts mortgages, charges, obligations, instruments and, securities of any company or any authority, supreme, municipal, local or otherwise or of any person whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performances of any contracts or obligations.
11. To acquire and undertake the whole or any part of the business, property and liabilities of any person firm or company or society, carrying on or proposing to carry on any business which the Company is authorised to carry on, or possessed of property suitable for the purpose of the Company or which can be carried on in conjunction therewith.



12. To take part in the management, supervision and control of the business or operations of any company or undertaking having similar objects and for such purpose to appoint and remunerate any directors, officers and employees.
13. To promote and enter into agreement or agreements with any companies in India or elsewhere, of acquiring all or any of the and liabilities.
14. To amalgamate, enter into partnership or enter into any arrangement for sharing profits, union of interests, co-operation, joint venture, reciprocal concession or for limiting competition or otherwise with any person, firm or company, carrying on or engaged in, or about to carry on engage in any business or transaction which this company is authorised to carry on, or which can be carried on in conjunction therewith.
15. To act in conjunction with units or associates, create or constitute or assist in creating or constitute any other company or association of a kind similar wholly or partially to this company and to buy or absorb any part of the whole of such company or association.
16. To purchase, take on lease or in exchange or otherwise acquire for the purposes of the business of the Company, improve, manage, develop, cultivate, work, sell, exchange, surrender, lease, mortgage, charge, convert, turn to account, dispose off and deal with moveable and immoveable property and rights and privileges of all kinds and in particular lands, buildings, easements, mortgages, shares, debentures, securities, produce, concession, options, contracts, benefits, licences, machinery, stock-in-trade, business concerns and undertakings and claims, privileges, concessions and choses-in-action of all kinds.
17. To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patents, patent rights, invention, copyright, trademarks, designs, formula, licences, concessions, rights, privileges and the like conferring any exclusive or non-exclusive or limited rights to use any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company to use, exercise and develop or grant licences in respect of or otherwise turn to account, the property, rights or information so acquired and experiment upon or import any such patents, inventions, rights or information.
18. In the areas of business of the Company to acquire by purchase, exchange or otherwise the right to good-will, trademarks, exploitation rights or patents, trademarks, goodwill, licences, results or research and development, invention models, formulae, processes, designs or similar information concerning industries, commercial, technical or scientific knowledge, experience, skill and technique and to sell, mortgage, deal in, grant licences, easements and other rights over and in any other manner deal with or dispose of all or any of the above for fees, commissions, remuneration, royalty, share in profit, dividend or any other form of income in cash or in kind.
19. To vest any moveable or immoveable property, rights or interest acquired, or by or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
20. To sell, let on lease or on hire, mortgage, exchange assign, grant licences for or otherwise dispose of or deal with the property, assets or undertaking of the Company or any part thereof, for such consideration as the Company may think fit and to sell, improve, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company on such terms and conditions as the Company may determine.
21. To sell any patents, rights or privileges belonging to the Company, or which may be acquired by it, or any interest in the same and to grant licences for the use and practice of the same or any of them and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested, patents or privileges in which the Company may be interested and to do all such acts and things as may be deemed expedient for turning to account any inventions patents and privileges, in which the Company may be interested.
22. To convey or assign specific portion or portions of the premises belonging to or held by the Company to the member or members of the Company, in consideration of their or his or her or its subscribing and paying for the requisite shares of the Company, and/or for cash and for the aforesaid purposes to enter into necessary agreements with such members, and to execute the necessary conveyance, assignment or other assurances in favour of such member or members.

23. To accept payment for or secure the payment for any property, asset or rights sold or otherwise disposed of, or dealt with by the Company, either in cash, by instalments or otherwise, or in fully or partly paid up shares of any company or corporation, with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise, or in debentures, or mortgage debentures or debenture stocks mortgage or other securities of any company or corporation, or partly in one mode and partly in another and generally on such terms as the Company may determine and to hold, dispose of or otherwise deal with any shares, stocks or securities so acquired.
24. To establish, provide and conduct, or otherwise subsidise research laboratories and experiments, workshops for scientific and technical research experiments and tests of all kinds to promote study and research, both scientific and technical investigation and inventions by providing, subsidising, endowing or assisting laboratories, workshops, libraries, lectures, meetings, seminars or conference and by or technical professors or teachers or by providing or contributing to the award of scholarships, prizes, grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist the business which the Company is authorised to carry on.
25. To adopt such means of making known the business of this company as may be considered necessary and in particular by advertising in all forms of media including the press, cinema, wireless, television, hoardings, books, periodicals, photography, cinematography, exhibition and show-rooms and any other means of advertising and by granting prizes, rewards and donations and creating trusts for this purpose
26. To procure the Company to be registered or recognised in any foreign country or place and to establish branches, agencies, show-rooms, depots, sales and other offices or workshops in or outside India and to discontinue and reconstitute any such branches, agencies.
27. To invest and deal with the moneys of the Company not immediately required, in such manner as may from time to time be thought fit, and to vary the investment of the Company.
28. To remunerate any person, firm or company for services rendered or to be rendered for placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company, or in or about the organisation, formation or promotion on of the Company or the conduct of the business, or for introducing business to the Company.
29. To draw, make, accept, endorse, discount negotiable, execute and issue cheques, promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
30. To insure the whole or any part of the property of the Company, either fully or partially, to protect and indemnify the Company from liability or loss in any respect, either fully or partially and also to ensure and protect and indemnify any part or portion thereof.
31. To pay out of the funds of the Company, all expenses which the Company may lawfully pay with reference to the formation or registration of the Company, or issue of the shares of the Company, including brokerage and commissions for obtaining applications for or taking, placing or undertaking or procuring the underwriting of the shares, debentures and other securities of the Company.
32. To pay all the preliminary expenses of any company promoted by the Company, or any company in which this company is or may contemplate being interested and preliminary expenses may include all or any part of the costs and expenses of owners of any business or property-acquired by the Company.
33. To pay all expenses of and incidental to or connected with the carrying on of the Company's objects into effect and to make all proper payments and allowances in relation thereto and adopt all acts and preliminary arrangements (including the execution of preliminary agreements) in reference to the same.
34. To apply for, promote and obtain any Act of any legislature, charter, order privilege, concession, license, authorization or other legislative or legal sanction, either in India or anywhere else in the world and to take all necessary or proper steps in Parliament or with the authorities national, local, municipal or otherwise, of any place in which the Company may have interests; and to carry on any negotiations or operations for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's

constitution, and to oppose any steps taken by any authority, company, firm or person which may be considered, likely directly or indirectly, to prejudice the interests of the Company or its members.

35. To make donations to any person, company or association and to subscribe or guarantee money for any national, international, charitable, benevolent, educational, public, general or other useful object, activity, exhibition or trade show.
36. To create any depreciation fund, reserve fund, sinking fund, or any other special fund, whether for depreciation or repairing, improving, extending or maintaining any of the properties of the Company; or for any other purpose conducive to the interest of the Company.
37. Subject to provisions of the Companies Act, 1956, to place, to reserve, or to distribute, as bonus shares among the members, or otherwise to apply, as the Company may from time to time think fit, any moneys received by way of premium on shares or debentures issued by the Company, or any moneys received in respect of sale of forfeited shares.
38. To prosecute and execute directly, or by contribution or other assistance, any such or any other works, undertaking, projects, enterprises, in which, or in the prosecution whereof, or on the security whereof, or of any profits or emoluments derivable therefrom, the Company shall have invested money, embarked capital or engaged its credits.
39. To enter into any arrangements with any government or authority, supreme, municipal, local or otherwise or any person, body, association, group, or company, that may seem conducive to the Company's objects or any of them and to obtain from any such government authority, person, body, association, group or company, any rights, privileges, charters, contracts, licenses and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges, charters, contracts, licences and concessions.
40. To enter into any arrangements with any government or authority, supreme, municipal, local or otherwise or any person, body, association, group, or company, that may seem conducive to the Company's objects or any of them and to obtain from any such government authority, person, body, association, group or company, any rights, privileges, charters, contracts, licences and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges, charters, contracts, licences and concessions.
41. To make advances of such sum or sums of money upon or in respect of or for the purpose of raw materials, goods, machinery, stores or any other property, articles and things required for the purpose of the Company, upon such terms, with or without security, as the Company deem, expedient.
42. To apply for and become 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 interests of the Company.
43. Subject to the provisions of the Companies Act, 2013 or any other enactment in force, to indemnify and keep indemnified any of the officers, directors, agents and servants of the Company against all proceedings, costs, damages, claim and demands in respect of anything done or ordered to be done by them, for and in the interest of the Company and for any loss, damage or misfortune whatever and which shall happen in execution of the duties of their office.
44. To carry on business or branch of a business which the Company is authorised to carry on, by means or through the agency of any subsidiary company or companies and to enter into any arrangement with such subsidiary company for any business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.
45. To employ officers, clerks, agents, field officers, canvassers, branch officers, treasurers, auditors, labourers and other servants and brokers or commission agents and to pay or provide for the payment to them of such salaries, commission, brokerage or remuneration, as may be found fit expedient, necessary or desirable.

46. To remunerate the Directors and employees or servants or any agent of the Company out of or in proportion to the returns or profits of the Company, or of any particular business carried on by it, as the Company may think fit.
 47. To grant donation, pensions, allowances, gratuities, benefits, emoluments and bonuses and provident fund, to persons employed by or formerly employed by or having dealings with the Company or of any company which is or has been a subsidiary of the Company, including the Directors of the Company or such other companies and the widows and children of such persons and others dependent upon
 48. them or connected with them; and to provide schools, reading rooms, places of recreation and to subscribe to any institutions, clubs or societies, or funds, or otherwise as the Company shall think fit, for the benefit of such persons; and to establish and support or aid in the establishment or support of associations, institutions, funds, trusts and conveniences calculated to benefit any such persons and to grant pensions and allowances and to make payments towards insurance and to make donations to such persons and in such cases as may seem expedient.
 49. Subject to the Banking Regulation Act, 1949, and Section 58A of the Companies Act, 1956, and rules thereunder and to the directives of the Reserve Bank of India, to receive money on deposit or loan and borrow or raise money from time to time in in such manner as the Company shall think fit and in particular by the issue of shares, debenture, stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage charge or lien upon all or any of property or assets (both present and future) of the Company, including its uncalled capital and also by a similar mortgage charge or lien to secure and guarantee the performance by the Company or any other person, firm or company, or any obligation undertaken by the Company or any other person or company as the case may be and to purchase, redeem to pay off any such securities, but the Company shall not carry on the business of banking as defined by the Banking Regulation Act, 1949.
 50. To negotiate loans, underwriting contracts mortgages, equity participation, cash credit, overdrafts and other financial facilities from banks, financial institutions, Government or Semi-Government bodies and others for the Company or for any companies, firms, societies and associations.
 51. To enter into contracts, agreements and arrangements with any other company, firm or person for the carrying out by such other company, firm or person on behalf of the Company, of the objects for which the Company is formed.
 52. To promote school, colleges, institutions for imparting education in computers & allied activities, science, commerce, technology and management.
 53. To manufacture, purchase, sell, transfer, lease, import, export, hire, licence, use, dispose off, operate, fabricate, construct, distribute, assemble, design, charter, acquire, market, recondition, work upon or otherwise, data processing machines and systems and components thereof, computers, software, procedures, computer peripheral products; computer media products, tabular terminal products and systems machines for registering data preparation, recording, perforating, tabulating, sorting, printing, typewriting, prtt4cts which possesses an internal intelligence for recognizing and correlating any type of data or information to be processed.
- IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

- V. ***The Authorised Share Capital of the Company is Rs. 100,00,00,000/- (Rupees Hundred Crores Only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

**For Artificial Electronics Intelligent Material Limited
(Formerly Datasoft Application Software (India) Limited)**



**Uma Nandam
Whole Time Director
DIN: 02220048**

*****The Capital Clause be and is hereby altered vide Special resolution passed by members of the company in Annual General Meeting held on 20-09-2024**

We the several persons whose names and addresses are subscribed below are desirous of being formed into a company in pursuance to this 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.

Names, address description and of occupation of Subscribers	Number of Equity Shares taken by each Subscriber	Signature of Subscribers	Name, Addresss and description of Witness
1) RAMESH JAMANDAS SHAH S/o. JAMNADAS D. SHAH A23/92-Rajawadi Co-op. Hsg. Society Ltd., Rajawadi, Ghatkoper (E.), Bombay - 400 077. Occupation : Business.	100 (One hundred)	Sd/-	
2) HASMUKH J. SHAH S/o. JAMNADAS D. SHAH Hari Ichha, A/23/92, Rajawadi Co-op. Hsg. Society Ltd., Rajawadi, Vidya Vihar, Bombay - 400 077. Occupation : Business.	100 (One hundred)	Sd/-	WITNESS FOR ALL
3) CHANDAN PARMAR S/o. MAGRAJ 1401, Veena Apt., 198, Malkeshwar Road, Bombay - 400 006. Chartered Accountant.	100 (One hundred)	Sd/-	Sd/- BAJRANGLAL ERIMAL S/o. DURANMAL 1202, Sudarshan Apts., Sarvodaya Nagar, Nahur Road, Mulund (W.), Bombay - 400 080. Occ : Chartered Accountant.
4) RAJESH M. BHUTA S/o. MOTILAL J. BHUTA B/7, Kashibai Park, Old Nagardas Cross Road, Andheri (East), Bombay - 400 069. Occupation: Profession.	100 (One hundred)	Sd/-	
Total ..			

Bombay :



[Handwritten signature]

We the several persons whose names and addresses are subscribed below are desirous of being formed into a company in pursuance to this 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.

Names, address description and of occupation of Subscribers	Number of Equity Shares taken by each Subscriber	Signature of Subscribers	Name, Addresss and description of Witness
5) RAJESH MANKAD S/o. NAGENDRA C. MANKAD 12, Mother India Society, Daftary Road, Malad (E.), Bombay - 400 097. Occupation : Business.	100 (One hundred)	Sd/-	
6) CHAITANYA BUCH S/o. MARKANDRAY BUCH C-211, Moonlight Premises C. S. L., Sir M. V. Road, Andheri (East), Bombay - 400 069. Occupation: Profession.	100 (One hundred)	Sd/-	WITNESS FOR ALL Sd/- BAJRANGLAL ERIWAL S/o. DURANMAL 1202, Sudarshan Apts., Sarvodaya Nagar, Nahur Road, Mulund (W.), Bombay - 400 080. Occ : Chartered Accountant.
7) BHADRA SURYAKANT SHAH S/o. SURYAKANT SHAH A23/92, Rajawadi Co-op Hsg. Society, Ltd., Rajawadi, Bombay - 400 077. Occupation : Business.	100 (One hundred)	Sd/-	
Total ..	700 (Seven hundred only)		

Bombay : 22nd May, 1992.



[Handwritten signature]