

**MEMORANDUM OF ASSOCIATION
OF
TRANWAY21 TECHNOLOGIES LIMITED**
(Company Limited by Shares)
(Incorporated Under the Companies Act, 2013)

I. The name of the Company is **TRANWAY21 TECHNOLOGIES LIMITED**^{*3} ****4

II. The Registered Office of the Company will be situated in the State of Karnataka.

III. The Objects for which the Company is established are:

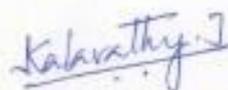
(a) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:

1. To engage in the business of Software services, Software product development, Software Testing and Development, Staffing Services, Body Shopping, Contract Staffing, Human Resource Consulting, Placement Services, Manpower Supply Services, Soft Skills Training, Training For Employability, Recruitment Process Organization[RPO], and such other related services to undertake either individually or in association with any other entity, in India or abroad.
2. To carry on business as Technical Consultants, Advisors and Purveyors of technical Know-how, formulate, processed and applied technology and to organize and pursue Research and Development in areas chosen from time to time or any such other business/businesses and services as may be decided mutually from time to time.

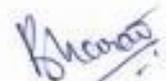
(b) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF OBJECTS SPECIFIED IN CLAUSE 3(a) ARE:*

1. To apply for, promote and obtain under any act of legislature or other authority for enabling the Company to carry on any of its objects into effect or for any other purpose which may seem expedient.
2. To purchase or otherwise acquire, erect, maintain, reconstruct or renovate any buildings, offices, workshops, showrooms, warehouses, factories, mills, plants, machineries, accessories or other things found necessary or convenient for the purpose of the Company.
3. To sell, let on lease / sub lease or on hire, mortgage or otherwise in any manner deal with or dispose of the property, assets or undertaking of the company or its subsidiaries or any other part thereof, for such consideration as the Company may think fit and in particular for shares, stocks.

For TRANWAY TECHNOLOGIES LIMITED


Director

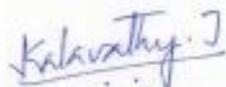
For TRANWAY TECHNOLOGIES LIMITED


Director

debentures and other securities of any other Company or bodies corporate having objects altogether or in part similar to those of the Company and if thought fit to distribute the same among the shareholders of this Company.

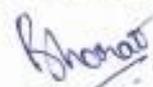
4. To take over, acquire, possess, or otherwise purchase and execute, under its own name, the whole or any part of the contracts, agreements or job orders entered into and not executed or being executed partly or fully by any of the promoters, whether within India or elsewhere, whether in their own capacity or otherwise, in relation to the business which this company is authorised to carry on subject to RBI Regulations.
5. To promote, amalgamate with or enter into partnership or any other arrangement including acquisition for sharing profits and / or to enter into collaboration agreement or agreements with any persons including company (ies) or body corporate, individuals, agencies, organisations, agencies in India or elsewhere for the purpose which may seem directly or indirectly calculated to benefit this Company or for efficient conduct of the business of the company or any part thereof from time to time.
6. To apply for, register, purchase or by any other means acquire and protect, prolong and renew, whether in India or elsewhere any patent, patent right, brevets d' invention, license, secret process, trade mark, design, permit, rights, power & privileges, copyright, protection or concession and to disclaim, alter, modify, use and to manufacture under or grant license or privilege in respect of the same and to expand money in experimental upon testing and improving any of the aforesaid rights which the Company may acquire or propose to acquire and to sell any patents, rights, or privileges belonging to the Company or which may be acquired by it or any interest in the same.
7. To invest and deal with moneys of the Company including subscribe, purchase, lend, sell or dispose any securities, shares, debentures, bonds, mutual funds, inter corporate funds or otherwise employ money belonging to the company on such terms as may be thought proper from time to time. To deal in properties movable or immovable in such manner as may from time to time be determined and to sell, transfer and deal with the same.
8. To obtain / secure loans, credit and financial facilities in local and / or foreign currency from banks and other financial institutions operating in India or any such bodies and, subject to the laws of India financing from international sources, proceeds of which are to be used for the development and ownership of the business of the company at such terms which are beneficial to the interests of the company. For that purpose, to in security for any such money borrowed, raised or received, to mortgage, pledge or charge the whole or any part of the property, other assets or revenues of the Company, present or future, subject to RBI Regulations.
9. To take out any insurance that the company deems necessary or appropriate in connection with the ownership and maintenance of the business and to pay premium thereof.

For TRANWAY TECHNOLOGIES LIMITED


Director

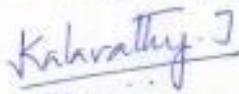
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For TRANWAY TECHNOLOGIES LIMITED


Director

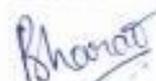
10. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or any authority, supreme, municipal, local or otherwise or of any person whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations.
11. To institute and defend for promoting or protecting the interests of the Company in any legal forum or proceedings, enter into arbitration agreements and refer disputes to arbitration, pay, satisfy or receive payments in respect of or compound or compromise any claim, demand, action, suit or proceedings of any nature made or brought by or against the Company.
12. To acquire and undertake the whole or any part of the business goodwill and assets of any person, firm or company carrying on or proposing to carry on any business which the company is authorised to carry on and as a part of the consideration for such acquisition to undertake all or any of the liabilities of such persons, firm or company or to acquire an interest in, amalgamate with, or enter into partnership or any arrangement for sharing profits, or for cooperation, or joint adventure or mutual assistance with any such persons, firm or company, or for subsidizing or otherwise assisting any such persons, firm or company, or to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any shares, debentures, debentures stock or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures, debenture stock or securities so received.
13. To lend and advance money or give credit on such terms as may seem expedient and with or without security to subsidiaries, joint ventures, bodies corporate, customers and others, to enter into guarantees, contracts of indemnity and surety ship of all kinds, to receive money on deposits or loan upon such terms as the Company may approve and to secure or guarantee the payment of any sums of money or the performance of any obligation by any company, firm or person including any parent, subsidiary company in such manner as the company may think fit, provided that the company shall not do any banking within the meaning of Banking Regulation Act, 1949.
14. Subject to the relevant provisions of the Companies Act 2013, to borrow and raise money in such manner as the company shall think fit not limiting to external commercial borrowings with or without interest subject to the compliance with the various Indian statutory laws and secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security lien or other security upon the whole or any part of the company's property or assets (whether present or future), including its uncalled capital and also by a similar mortgages, charge, standard security, lien or security to secure and guarantee the performance by the Company of any obligation or liability it may undertake or which may become binding on it.

For TRANWAY TECHNOLOGIES LIMITED


Director

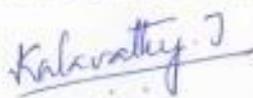
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For TRANWAY TECHNOLOGIES LIMITED


Director

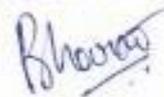
15. To open bank accounts and to draw, make, accept, endorse, discount, negotiate, execute and issue cheques, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments. Also to open, operate and maintain accounts of the Company, whether in local or foreign currency, with banks and other financial institutions within and outside India, subject to the law for the time being in force for retaining, holding and conveying funds of the Company.
16. To adopt, carry out or give effect to any pre-incorporation or post-incorporation agreements, or arrangements or any modifications and amendments thereto, arrived at between the company's shareholders, promoters and /or any Government authority (Central, State, Municipal, local or otherwise), company (whether incorporated in India or bodies corporate outside India), firm or person for promotion of the company, provision of technical know-how and or royalty to the company and or in respect of any matters concerning the affairs and business of the company.
17. To undertake and execute any trust, the undertaking of which may seem to the Company desirable and either gratuitously or otherwise.
18. To invest in accordance with law any surplus moneys of the Company not for the time being required and to hold, sell or otherwise deal with such investments.
19. Subject to the provisions of the Act to place to reserve or to distribute dividends or bonus among the members or otherwise to apply, as the Company may from time to time think, any moneys received by way of premium on shares or debentures issued by the Company or any moneys received in respect of dividends accrued on forfeited shares or from unclaimed dividends.
20. To place, to reserve, or to distribute as bonus shares among the members or otherwise to apply moneys received by way of premium of shares or debentures issued at premium by the Company or any moneys received in respect of or arising from the sale of forfeited shares.
21. To pay all the costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and the issue of its capital including any underwriting or other commissions, brokers' fees and other charges and to remunerate by cash or allotment of fully or partly paid shares to any person, firm or company for services rendered in interdicting any property or business to the Company, or in placing, assisting to place or guaranteeing the subscription of any shares, debentures, debenture stocks or other securities of the Company or in or about the formation or promotion of the Company or the acquisition of property by the Company of the Conduct of its business or for any other reason which the Company may think proper subject to provisions of the Act.
22. The Company shall borrow monies otherwise and if think fit and in particular by issue of debentures or debenture stocks (perpetual or

For TRANWAY TECHNOLOGIES LIMITED


Director

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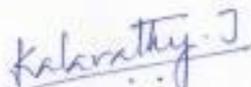
For TRANWAY TECHNOLOGIES LIMITED


Director

otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge on lien upon all or any of the property or assets of the Company (both present and future), including its uncalled capital, and also by a similar mortgage, charge on lien to secure and guarantee the performance by the Company or any other person or Company of any obligation undertaken by the Company, or any other person or company as the case may be.

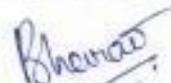
23. In the event of winding up and subject to the provisions of Section 205 of the Companies Act, 1956 or relevant provisions of Companies Act 2013, to distribute among its members, in specie any property of the Company or any proceeds of the sale or disposal of property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the time being required by law.
24. To hire engage or employ technical, professional advisors, consultants and experts to secure guidance, advice or reports in connection with the affairs of the Company and to otherwise hire, engage or employ from time to time such other personnel, staff and workers as maybe necessary or expedient for conduct and furtherance of the business of the Company.
25. To appoint Directors or Managers of any subsidiary Company of any other company in which the Company is or may be interested.
26. To take part in the management, supervision and control of the business or operations of any Company or undertaking and for that purpose to appoint and remunerate any Directors, trustees, accountants or other experts or agents.
27. To carry on any business in India or in other country ancillary to the business stated in the main objects.
28. To sell and in other manner deal with or dispose of the undertaking of the company or any part thereof, for such consideration and generally upon such terms and conditions as the company may think fit and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the company.
29. To take interest in, promote and undertake the formation and establishment of such institutions, business or companies (industrial, agricultural, trading, manufacturing or other) as may be considered to be conducive to the profit and interests of the company and to take in the management supervision or control of the business or operation of any company or undertaking and for that purpose to appoint and remunerate any Directors, Accountants or other experts or agents to investigate and examine into the condition, prospectus, value, character and circumstances of any business concern and undertaking and generally of any assets, property or rights.
30. To enter into any arrangements and contracts with foreign and/or Indian parties and other persons for obtaining by grant, license and/or on other terms, technical and engineering Information, assistance and service,

For TRANWAY TECHNOLOGIES LIMITED


Director

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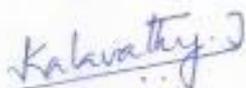
For TRANWAY TECHNOLOGIES LIMITED


Director

collaborations, know-how and expert advice for production and manufacture of any products, and to pay for such technical know-how, technical and engineering assistance and information and other privileges acquired through any arrangements thought fit by the Company.

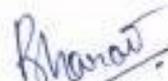
31. To provide for the welfare of employees or ex-employees of the Company and the wives, widows, families or dependants of such persons by building or contributing to the building of houses, dwellings or chawls or by grants of money, pensions, allowances, gratuities, bonus or other payments or by creating and from time-to-time subscribing or contributing to provident and other funds, institutions and trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and assistance as the Company shall think fit.
32. To advertise and adopt means of making known the business activities of the Company or any articles or goods traded in or dealt with by the Company or services provided in any way as may be expedient including the posting of bills in relation thereto and the issue of circulars, books, pamphlets and price-lists and the conducting of competitions, exhibitions and giving of prizes, rewards and donations.
33. To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.
34. To buy, sell, import, export, manipulate, prepare for market, and deal in merchandise of all kinds and generally to carry on the business as merchants, importers and exporters of all commodities and services and in particular earn foreign exchange and to become an export house.
35. To buy, sell, import, export, deal in all kinds of raw materials, intermediaries, derivatives, by-products, residuals, finished products or other substance required in the aforesaid business.
36. To act as Commission Agents, Manufacturers, representatives and Agents, Selling and purchasing Agents, Distributors, Brokers, trustees, and Attorneys, and to represent Foreign Companies, or set up offices on their behalf and manage the same.
37. To carry on the business of an investment company and to buy, underwrite and to invest in the acquire and hold shares, stocks, debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, debenture-stocks, bonds, obligations and securities issued or guaranteed by any Government, State, Dominion, Sovereign, Ruler, Commissioners, Public body or authority supreme, municipal, local or otherwise or firm or person whether in India or elsewhere and to deal and turn to account the same, subject to RBI Regulations.

For TRANWAY TECHNOLOGIES LIMITED


Director

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For TRANWAY TECHNOLOGIES LIMITED


Director

35. To transact and carry on all kinds of agency business and in particular to collect rents and debts, and to negotiate loans, to find investments, and to issue and place shares, stocks, debentures, debenture-stocks or securities for the above business of the Company.
36. To undertake, carry out, promote and sponsor rural development including any programme for promoting the social and economic welfare of or the uplift of the public or any rural area and to incur any expenditure on any programme of rural development, to assist execution and promotion thereof either directly or through an independent agency or in any other manner.
- IV. The liability of the members 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. 11,00,00,000 /- (Rupees Eleven Crores only) divided into 11,00,000 (Eleven Lakhs) Number of Equity Shares of Face Value Rs. 100/- each with a power to Board of Directors to increase or reduce the capital and to consolidate or subdivide the shares and issue shares of higher or lower denomination and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges and conditions attached thereto as may be determined by or in accordance with the articles of association of the company and to vary, modify or abrogate any such rights, privileges or conditions or restrictions in such a manner as may for the time being be permitted by the articles of association of the company or the legislative provision for the time being in force in that behalf.*2

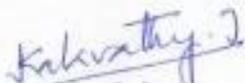
*1 Altered vide resolution passed in the Extra Ordinary General Meeting of the Company held on 21st October, 2019

*2 Altered vide resolution passed in the Extra Ordinary General Meeting of the Company held on 21st October, 2019

*3 Altered vide resolution passed in the Extra Ordinary General Meeting of the Company held on 26th November, 2019

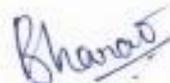
****4 The Name of the Company changed from Tranway Technologies limited to Tranway21 Technologies Limited Altered vide resolution passed in the Annual General Meeting of the company held on 28th September 2024.

For **TRANWAY TECHNOLOGIES LIMITED**

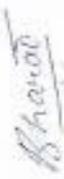

Director

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For **TRANWAY TECHNOLOGIES LIMITED**

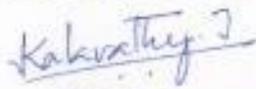

Director

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

Sl. No.	Names, Father's name, Addresses, Descriptions Occupations	No. of Equity Shares taken by each subscriber	Signature of the Subscribers	Name, address, Occupation and Signature of Witness
1.	 BHARAT S/O GOPAL Address: FLAT NO: 6001, PALLAVI ENCLAVE, 17 TH CROSS, 26 TH MAIN J.P. NAGAR 6 TH PHASE BANGALORE: 560078 KARNATAKA, INDIA OCCUPATION: BUSINESS	1,000 SHARES ONE THOUSAND SHARES		I witness to subscribers who have subscribed and signed in my presence on 12 th day month 2015 at Bangalore. Further I have verified subscriber Identity details for their identification and satisfied myself of their particulars as filled in No. 4, Aditya Chambers 4 th floor, 11 th main Road, 2 nd Block, 2 nd phase Basavanthnagar, Bangalore - 560019 S. Ganesh Chartered accountant
2.	 KALAVATHY D/O JAYAPPA D/O JANARDHAN M ADDRESS: 86 FLT #1 PALLAVI ENCLAVE, JP NAGAR 17 TH CROSS 26 TH MAIN BANGALORE KARNATAKA, INDIA. PINCODE - 560018 OCCUPATION: BUSINESS	1000 SHARES ONE THOUSAND SHARES 2000 TWO THOUSAND SHARES		I witness to subscribers who have subscribed and signed in my presence on 12 th day month 2015 at Bangalore. Further I have verified subscriber Identity details for their identification and satisfied myself of their particulars as filled in No. 4, Aditya Chambers 4 th floor, 11 th main Road, 2 nd Block, 2 nd phase Basavanthnagar, Bangalore - 560019 S. Ganesh Chartered accountant

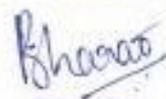
Dated this 12th day of March, 2015 at Bangalore.

For TRANWAY TECHNOLOGIES LIMITED


 Director

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For TRANWAY TECHNOLOGIES LIMITED


 Director