

**MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES LIMITED**  
(Under the Companies Act, 1956)  
(A Company Limited by Shares)

**MEMORANDUM OF UPDATER SERVICES LIMITED**  
(A Company under Part IX of the Companies Act)  
(Previously known as "UPDATER SERVICES PRIVATE LIMITED")

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\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

I. \*\*\*\*Name of the Company – "Updater Services Limited"

II. The Registered office of the Company is situated at "Tamil Nadu"

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

I. To carry on the business of rendering of any services including but not limited to Facility Management, Building Maintenance, Project Management, Warehouse Management, Contract Management, Contract Staffing, Contract administration to any person, firm, Company, Trust, Association, Institution, Society, body Corporate, Government/ or Government department, Public or Local authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to the administration, management, organization, manufacture, production, storage, maintenance, staffing, administration, marketing, distribution and sale and purchase of goods, property, personnel and accounts, and any other activities of and in relation to any business, Trade, Commerce, Industry, to carry on all any of the business of industrial business, commercial and Personnel Consultants ; to advice upon the means, methods and procedure for the Establishment, development, improvement and expansion of any of all types of business, trade, commerce and Industry and all systems, methods, techniques, Processes, principles in relation to the foregoing.

\*\*\*\*The word "PRIVATE" has been deleted vide special resolution passed at the Extra-ordinary general meeting of the Company held on 22.02.2022 for conversion of the Company from Private Limited to Public Limited followed with alteration of name clause of Memorandum of Association of the Company.

For Updater Services Pvt Ltd.

  
T. Raghunandana  
Managing Director

2. To Carry on the business of Caterers and contractors, Food Courts, Fast food centers, Restaurants, tea and coffee shops, cafes, snack bars, tourist agents, event managers, running institutes for training persons in management of hotels, travel services, Cooking and catering services and catering services and to provide all kinds of caterings. \*\*

3. To carry on the business of Trading, distribution, agencies, importing, Exporting and Dealing in all Commodities including articles, Electrical and Electronic Goods, Households items, Computers, Hardware & Software, Consumer Durables of all kinds whether Plastic, Metal or otherwise, Agriculture Products, Pesticides, Consumer Durables & Appliances, Textiles, Cosmetics, Food items, Edible oils of all kinds. -\*\*

4. To Develop, Organize implement and Maintain Software for Computer Application, Internet and Interact based solutions, Mobile Applications and solutions for usage in corporates, trades, Government and all related organizations.\*\*

5. To carry on the business of Computer Software, providing software solutions, Enterprises Resources Planning, Website/Portal Development, Data Warehousing, BPO, Off-shore Operations, e-Commerce related services, designing, implementation, and Maintaining of Information Technology' Services for all industries and software related activities. \*\*

6. To carry on business of buying and selling of Computer, Mobile and Telecom hardware and software. \*\*

\*\*\*7. To carry on business of providing security services of all kinds and description for the protection of personnel, property and generally army asset or rights in India or Abroad.

\*\*\*8. To deal in all types of personal, residential, commercial and industrial Security Services, to provide bodyguards, security guard and security system installation and monitoring as well as background screening.

\*9. To carry on business of a detective and investigation bureau in civil, criminal, commercial, financial, social, matrimonial and any other matter.

\*10. To carry on business as advisers and consultants on all matters relating to security and protection of personnel, property and rights of all kinds of description.

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets property or rights.

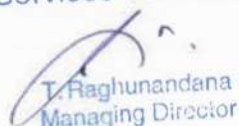
2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust and to settle regulate and if though fit, to undertake and execute any such trusts and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.

3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.

**\*\* Inserted vide special resolution passed at the EGM held on 08.06.2009**

**\*\*\*"Inserted vide special resolution passed at the EGM held on 17.06.2015**

For Updater Services Pvt Ltd.

  
T. Raghunandana  
Managing Director

4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
5. To sell, and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities.
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.
7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
8. To lend money, either with or without security, and generally to such persons and upon such terms & conditions as the company may think fit
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company
10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest any stock, shares or securities of any company, corporation, firm or person
12. To enter into partnership or into any arrangements for sharing profits union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on or and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as specified in the Banking Regulation Act, 1949.

13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest,
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly to benefit the company.
16. Subject to the Provision of the Act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidize or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of Companies Act, 1956.

20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think, fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay OR any such securities, subject to 58A of the Companies Act 1956 and the Rules framed there under.
- 24 To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies of for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds Of sale or disposal of any property Of the company in the event of the winding up of the company.
26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others, subject to Law of the Land.
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company
28. To take over, invest, in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE

1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants' experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company,
2. To act as advisors and / or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
3. To let out on hire all or any of the property of the company whether immovable or movable
4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc,
5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub-contractors or others.
6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad,
7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders' resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animals matter or by any chemical process.

11. To commence business in rendering engineering services, engineering goods or acquiring existing units
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamon, pepper, spices, rubber and gutta-percha and gums of every description, com, cocoa, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk, and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell, and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. To hold and trade in properties like land, building, plant and mac finery, fumiture, office equipment, shares, stocks; debentures, gold silver and other metallic property, lease hold tights, free hold rights and mining rights.
17. To carry on business as factoring agents,
18. To establish and run educational institutions.
19. To carry on business as consultants in computers (including hardware, software & Accessories), computer oriented, systems, automatic test systems, and all branches of Computer science civil, electrical, electronic, mechanical, chemical, optical, Metallurgical and all other branches of engineering and to export technical know-how, and services related to the above. @@
20. To develop, design program, conduct feasibility studies and to act as advisers, consultants, retainers in all capacity and all matters and problems relating to management, marketing, manufacturing and processing system, personnel operational procedures and techniques to carry on the business of man power consultants and to provide trained man power. @@
21. To provide the computing facility to implement computerized applications to users and to develop software for export and undertake. Turnkey systems and software consultancy projects for exports and to carry on the business of buyers, sellers and to develop and deal in all configurations of computers, communication and information technology equipment's in all its branches including hardware, software, tools, accessories, peripherals and all other related products in India and abroad. @@

@@ (Inserted vide special resolution passed at the EGM held on 08.06.2009)

IV. Liability of the Members of the Company is Limited

- V. \*\*\*The Authorized Share Capital of the Company is Rs. 75,00,00,000/-(Rupees Seventy Five Crores only) divided into 7,50,00,000(Seven Crores Fifty Lakhs only) equity shares of Rs.10/-(Rupees Ten only) each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as may be determined by the company in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges, conditions or restrictions, in such manner and by such persons as may, for the time being, be permitted under the regulations of the company or legislative provisions for the time being in force in that behalf.

\*\*\*(Altered vide ordinary resolution at the EGM held on 06.03.2023)

VI.

VII.

VIII.

IX.

\*\*\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

For Updater Services Pvt Ltd.

  
T. Raghunandana  
Managing Director



#VI We, the several persons whose name are subscribed are desirous of being formed into a Company in accordance with this Memorandum of Association and we respectively agree to take the numbers of shares in the capital of the Company set opposite to our respective names :

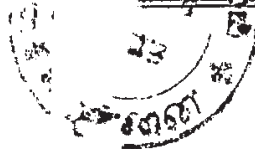
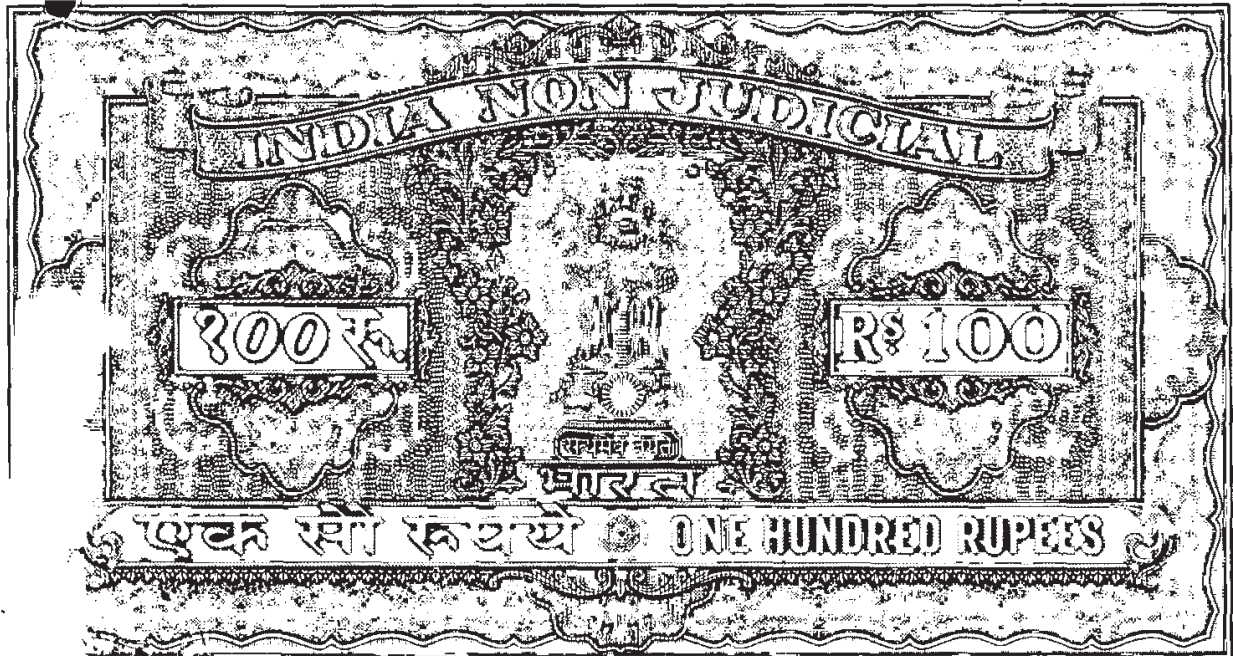
#{Renumbered vide special resolution passed at the EGM held on 08.06.2009}

S. No.	Signature, Name, Father/ Husband name, Address description, occupation and PAN No. (If any) of each of the subscribers	No. of equity shares taken by each subscriber	Signature, Name, Father/ Husband name Address & of Witness
1	Mr. T. RAGHUNANDANA S/o. Late T.V.S. SHARMA, No.42, Luz Avenue, Mylapore, Chennai-600 004 PAN: AADPT0426C	50,000 (Fifty thousand only)	Sd/-  M.DAMODARAN S/o. K. Munuswamy Old No. 1A, New No.28 Bazaar Road, 2nd Street Mylapore Chennai-600 004  Company Secretary C.P.No. 5081
2	Ms. T. SHANTHI W/o. T. RAGHUNANDANA No.42, Luz Avenue, Mylapore, Chennai-600 004 PAN: AAVPS5245C	49,995 (Forty-nine thousand nine hundred and ninety-five)	
3	Mr.T. KESAVAN S/o. P. THATHAPPAN No. F-4, Jumbo Vinayak, 21, Leelavathi Ammal Street, Madippakkam Chennai-600 091 PAN: AIHPK5560E	1 (One only)	
4	Mr. D.W. LYONS S/o. Late V.T. LYONS No.63, Foxen Street, Perambur Chennai-600 011	1 (One only)	
5	Mr.JOSEPH FULBERT EDWARD S/o Late A. J. EDWARD No.17, 7th Street, Thiruvalluvar Nagar Errukkencherry, Chennai-600 118 PAN: ADUPJ5877D	1 (One only)	
6	Mr. C. ROY SURESH KUMAR S/o. Late S.L. COLUMBUS No.33, N.G.O Colony, Sriperumbudur-602 105	1 (One only)	
7	Mr. S. MARIAPPAN S/o. S. SANKARA NARAYANAN No.146, Pandian Street, Alwarthiru Nagar Chennai-600 087 PAN: AIRPM 9968L	1 (One only)	
<b>Total 1,00,000 (One lakh shares only)</b>			

Place: Chennai  
Date: 06.11.2003

For Updater Services Pvt Ltd.

  
T. Raghunandana  
Managing Director



757  
3/10/03

updater services

V. JUDICIAL

பத்திர விற்பனையாளர்  
உரிம எண்: 19817/ 9/9  
1- புழல் கோடு  
மயிலாப்பூர், சென்னை-600 004  
தொலை: 4984332 4985379

REC. NO.  
REG. NO.  
18-001302R  
M.O.A.  
06/11/2003  
N:-26000  
A  
T\*\*\*26000  
DRAFT  
07/11/2003  
DK

in accordance with Regulation 16 (2)  
of the companies Regulation 1956 a  
copy of the certified of Incorporation  
is attached

MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES PRIVATE LIMITED

*[Signature]*  
Registrar

(under the Companies Act, 1956)  
(A Company Limited by Shares)

MEMORANDUM OF UPDATER SERVICES PRIVATE LIMITED

(A Company under Part IX of the Companies Act)

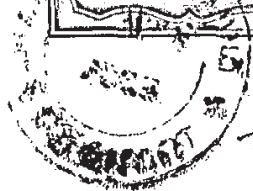
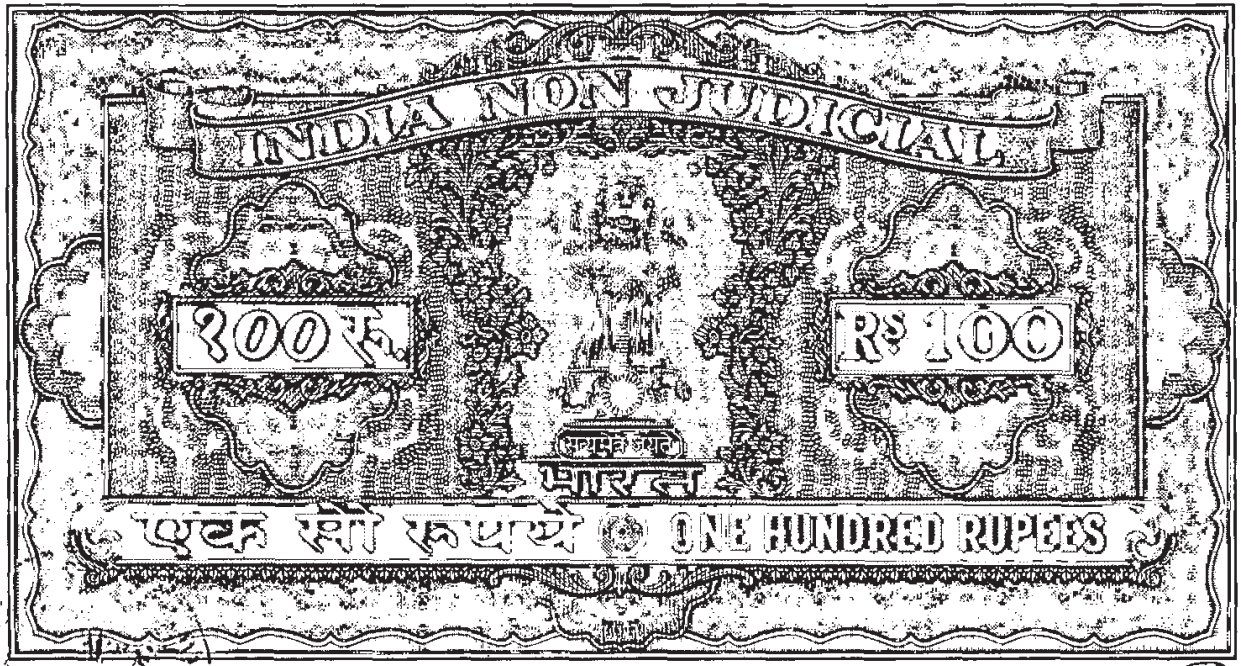
Made and entered this dated 6.11.03 between

1. Mr. T.RAGHUNANDANA, Son of Late T V S SHARMA, residing at No.42, Luz Avenue, Mylapore, Chennai-600 004. herein after called the party of the First party.
2. Ms.T.SHANTHI Wife of T.RAGHUNANDANA, residing at No.42, Luz Avenue, Mylapore, Chennai-600 004. herein after called the party of the Second party.
3. Mr.T.KESAVAN, Son of P.THATHAPPAN, residing at No.F-4, Jumbo vinayak, 21, Leelavathi Ammal Street, Madippakkam, Chennai-600091. herein after called the party of the Third party.

B N  
Harish

*T Shanthi*  
[T. Shanthi]

*[Signature]* (one for each)  
in presence of  
[T. Raghunandana]



758 up dates services  
31/10/03

V. J. J.

பத்திர விநியோகம்  
உரிமம் எண்: 13817/ 3,92  
1- பஜார் சாலை  
மயிலாப்பூர், சென்னை-600 004  
தொலைபேசி: 4984232 4985977

4. Mr. D.W LYONS, Son of Late V.T.LYONS, residing at No.63, Foxen Street, Perambur, Chennai-600011. Herein after called the party of the Fourth party.
5. Mr. JOSEPH FULBERT EDWARD, Son of Late A.J.EDWARD residing at No.17, 7<sup>th</sup> Street, Thiruvalluvar Nagar, Errukkanchery, Chennai – 600118. Herein after called the party of the Fifth party.
6. Mr. C. ROY SURESH KUMAR, Son of Late S.L.COLUMBUS, residing at No.33,N.G.O Colony, Sriperumbudur- 602105. Herein after called the party of 7 the Sixth party.

AND

7. Mr. S.MARIAPPAN, Son of S.SANKARA NARANYANAN, residing at 146, Pandian Street, Alwarthirunagar, Chennai – 600 087. herein after called the party of the Seventh party.

Whereas the Parties here to are presently carrying on business in partnership under the Name and style of UPDATER SERVICES (Herein after referred to as the said Firm) on the terms and conditions contained in the Partnership Deed dated 01.09.2003.

And whereas the said firm owns Assets and Liabilities relating to the Business.

T. Shanthi  
[T. Shanthi]

[Signature]  
[T. Sankaranandam]

And whereas the parties here to and on the basis for dividing the profit or loss account of the Partnership Firm which shall be divided within the period of 6 months from date of registration of the Company here mutually adjusted their rights and accounts in the said Partnership so as to form a Company limited by Shares for carrying on and continuing the said business of the Firm uninterrupted in a Company having an Equity Share Capital of Rs. 10,00,000/- divided into 1,00,000/- Equity Shares of Rs. 10/- each, out of which Subscribed and Paid up Capital will be Rs. 10,00,000/- only, divided into 1,00,000/- Equity Share of Rs.10/- each.

And whereas the parties have mutually settled the Share holdings of the Subscribed Capital amongst themselves as the members of the said Company in the following manner.

Sl. No.	Names	Number of Shares	Value
1.	T.RAGHUNANDANA	50,000/-	5,00,000/-
2.	T.SHANTHI	49,995/-	4,99,950/-
3.	T.KESAVAN	1/-	10/-
4.	D.W LYONS	1/-	10/-
5.	JOSEPH FULBERT EDWARD	1/-	10/-
6.	C. ROY SURESH KUMAR	1/-	10/-
7.	S.MARIAPPAN	1/-	10/-
Total		1,00,000/-	Rs.10,00,000/-

Now this indenture witness that each of the Parties here to so far as it relates to the acts and deeds of himself respectively and agree mutually among themselves and with each of them the said persons and any other person(s) that may herein after join as member of Company in the manner herein after mentioned shall whilst holding Share in the Capital of the Company be and continue (until dissolved under the provision in that behalf herein after specified) and that such Company under the Name and herein before and herein after specified and that such Company and such member thereof shall be subject to the regulation following, that is to say:

In these present unless there be something in the subject or context in consistent therewith

- (a) The Company means the Partnership Association, or Company constituted and after the registration of the Company, the Company as incorporated.
- (b) The Registration of Company "means the Registration of the Company pursuant to Part IX of the Companies Act.
- (c) Partnership deed referred to the deed dated 01.09.2003.

- I. Name of the Company "UPDATER SERVICES PRIVATE LIMITED" ✓
- II. The Registered Office of the Company will be situated at "TAMIL NADU". ✓
- III. The Objects for which the Company is Established are : ✓

A. The Main Object to be pursued by the Company on its Incorporation are : ✓

1. To carry on business of rendering of any services including but not limited to Facility Management, Building Maintenance, Project Management, Logistics Management, Warehouse Management, Contract Management, Contract Staffing, Contract Administration to any person Firm, Company, Trust, Association, Institution, Society, Body Corporate, Government / or Government Department, Public or Local Authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to The administration, management, organization, manufacture, production, Storage, Maintenance, Staffing, Administration, Marketing, Distribution, sale And purchase of goods, property, personnel, accounts, and any other Activities of and in relation to any business, Trade, Commerce, Industry; to Carry on all any of the business of industrial, business, commercial and Personnel consultants; to advice upon the means, methods and procedures For the Establishment, Development, Improvement and Expansion of any of All types of Business, Trade, Commerce and Industry and all systems, Methods, Techniques, Processes, principles in relation to the foregoing. ✓

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights. ✓
2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate, and, if though fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities. ✓
3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company. ✓
4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money. ✓
5. To sell and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities. ✓
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company. ✓

7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time. ✓
8. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the company may think fit. ✓
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company. ✓
10. To invest and deal with the moneys of the company not immediately required in any manner. ✓
11. To guarantee the performance of the obligations of and the payment of dividends and interest on any stock, shares or securities of any company, corporation, firm or person. ✓
12. To enter into partnership or into any arrangements for sharing profits union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.
13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest.
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking. ✓
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly or indirectly to benefit the company. ✓

M. Dandekar

- Subject to provisions of the Act.
16. To amalgamate with any company or companies having objects altogether or in part similar to those of this company.
  17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidize or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
  18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company, and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
  19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of companies Act, 1956.
  20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise.
  21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
  22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
  23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to 58A of the companies Act 1956 and the Rules framed there under.
  24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company.
  25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.

(One correction)  
M. Dandekar. 6

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M. Dastar

- 26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others *subject to the law of India in force*
- 27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company.
- 28. To take over, invest in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

**(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE**

- 1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company.
- 2. To act as advisors and/or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
- 3. To let out on hire all or any of the property of the company whether immovable or movable.
- 4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc.
- 5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub contractors or others.
- 6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad.
- 7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
- 8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
- 9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
- 10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animal matter or by any chemical process.

(one correction)  
M. Dastar

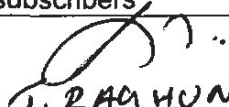
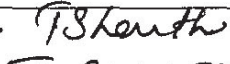
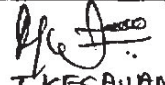



11. To commence business in rendering engineering services, engineering goods or acquiring existing units.
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamam, pepper, spices, rubber and guttapercha and gums of every description, corn, coca, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. To hold and trade in properties like land, building, plant and machinery, furniture, office equipment, shares, stocks, debentures, gold silver and other metallic property, lease-hold rights, freehold rights and mining rights.
17. To carry on business as factoring agents.
18. To establish and run educational institutions.

IV. Liability of the Members of the Company is Limited. ✓

- V. The Authorised Share Capital of the Company is Rs.10,00,000/- (Rupees Ten Lakhs only) divided into 1,00,000/- Equity shares of Rs.10/- each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, qualified or conditions in such manner as may be, for the time being provided by regulations of the Company and also the Companies Act, 1956.
- VI. The business and Assets & Liabilities of the said firm shall become the property of the Company and having referred to the obligation imposed on the Company by these presents shall be taken at their net book value (i.e. Total asset less Total liabilities) on and from the Date of Incorporation of the Company.
- VII. The Assets of the Firm shall vest in the Company on its incorporation free from all claims by the Subscribers as Parties hereto and pending the incorporation of the Company they shall hold the assets in trust for the Company.
- VIII. The Company shall undue pay, Observe, Satisfy, perform & Fulfill the agreements, arrangements & the liabilities of the said Firm entered into the Name of the said Firm in relation to the said Business and Assets brought in as aforesaid and indemnify them and their executors, estates & effects from and against all actions, proceedings, claims, & demands in respect thereof.
- IX. No Member shall be liable to pay calls or to contribute to an extent exceeding the amount for the time being unpaid or not credited as Paid-up on the Share held by him & on the incorporation of Company the Liabilities of the Members shall be Limited.


- X. We, the several persons whose names are subscribed, are desirous of being formed into a Company in accordance with 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 :-

Sl. No.	Signature, Name, Father /Husband name, address description, occupation and PAN No. of each of the subscribers	No. of Equity shares taken by each Subscriber	Signature, Name, Father /Husband name, Address & of Witness
1.	 T. RAGHUNANDANA. A2, Luz Avenue, Mylapore, Chennai - 600 004. PAN: AADPT0426C	50000 Fifty Thousands only.	All Subscribers Signed Before me
2.	 T. SHANTHI W/O. T. RAGHUNANDANA A2- L V 2 AVENUE MYLAPORE. CHENNAI - AA VPS 5245-C (PAN)	49995 Forty nine thousand nine hundred and ninety five	M. Damodaras. M. DAMODARAN. K. Muthusamy, 28, Dazzles Road, Third Street, Mylapore, Chennai - 600 004. Company Secretary. C.P. No: 5081.
3.	 T. KESAVAN S/O. P. THATHAPPAN F-4. JUMBO NINAYAK, 21. LEELAVATHY AMMAL STREET MADIPPAKKAM - CHENNAI - 91 PAN : AIHPK 5560 E	1 ONE	
4.	 J. W. Lyons s/o Mr. V. T. Lyons (Late) 63 FOXEN STREET PERAMBUR - CHENNAI - 600 011 Pan - Applied For	1 ONE	

5.	<p><u>J. Edward</u>          JOSEPH FULBERT EDWARD          S/O LATE A.J. EDWARD          No 17, 7TH STREET,          THIRUVALLUVAR NAGAR          ERUKKENCHERRY          CHENNAI - 600 118          PAN NO: ADUPJ 5877D</p>	<p>1          ONE</p>	<p>447 subscribers          signed before          me.          m. J. ...          m. DAMADARAN          k. ...          28, ...          Road, ...          Street, ...          Chennai          C.P. No.          5081          Company          Secretary.</p>
6.	<p><u>Roy.</u>          C. ROY SURASH KUMAR,          S/O LATE S.C. COUMBUS,          NO 33 N.G.O. COLONY,          SRIPPRUMBUDUR. 602 105.          PAN:- APPLIED FOR.</p>	<p>1          ONE</p>	<p>28, ...          Road, ...          Street, ...          Chennai          C.P. No.          5081          Company          Secretary.</p>
7.	<p><u>S. Mariappan</u>          S. MARIAPPAN.          S/O S. SANKARANARAYANAN          146, PANDIAN STREET,          ALWARTHIRUNATHAR,          CHENNAI - 600 087          PAN NO: AIRPM 9968 L</p>	<p>1          ONE</p>	<p>Company          Secretary.</p>
<p>Total</p>		<p>10,000          (Ten thousand only)</p>	

Place : Chennai  
 Date : 6.11.03.

**DORES**

C.O. No: 51955 S. Nos 1  
 Filed Rec. Reg. on 11.11.03  
 Checked by  
  
 ADDL ASST. ROC.

E

one correction  
 (m. J. ...)

**MEMORANDUM**

**&**

**ARTICLES OF ASSOCIATION**

**OF**

**UPDATER SERVICES PRIVATE LIMITED**

**MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES PRIVATE LIMITED**

(under the Companies Act, 1956)

(A Company Limited by Shares)

MEMORANDUM OF UPDATER SERVICES PRIVATE LIMITED  
(A Company under Part IX of the Companies Act)

1. \*
2. \*
3. \*
4. \*
5. \*
6. \*
7. \*

\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

- I. **Name of the Company “ UPDATER SERVICES PRIVATE LIMITED”**
- II. **The Registered Office of the Company will be situated at “ TAMIL NADU”**
- III. **The Objects for which the Company is Established are:**

(A) The Main Object to be pursued by the Company on its Incorporation are :

1. To carry on business of rendering of any services including but not limited to Facility Management Building Maintenance, Project Management, Logistics Management, Warehouse Management, Contract Management, Contract staffing, Contract Administration to any person Firm, Company, Trust, Association, Institution, Society, Body Corporate, Government / or Government Department, Public or Local Authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to the administration, management, organization, manufacture, production, Storage, Maintenance, Staffing, Administration, Marketing, Distribution, sale And purchase of goods, property, personnel, accounts, and any other Activities of and in relation to any business, Trade, Commerce, Industry, to Carry on all any of the business of industrial, business, commercial and Personnel consultants ; to advice upon the means, methods and procedures for the Establishment, Development, Improvement and Expansion of any of All types of Business, Trade, Commerce and Industry and all systems, Methods, Techniques, Processes, principles in relation to the foregoing.

Managing Director

For UPDATER SERVICES (P) LTD.

2. To carry on the business of Caterers and contractors, Food Courts, Fast food centers, Restaurants, tea and coffee shops, cafes, snack bars, tourist agents, event managers, running Institutes for training persons in management of Hotels, travel services, Cooking and catering services and to provide all kinds of caterings. \*\*
3. To carry on the business of Trading, distribution, agencies, Importing, Exporting and Dealing in all Commodities including articles, Electrical and Electronic Goods, House hold items, Computers, Hardware & Software, Consumer Durables of all kinds whether Plastic, Metal or otherwise, Agriculture Products, Pesticides, Consumer Durables & Appliances, Textiles, Cosmetics, Food items, Edible oils of all kinds. \*\*
- 4) To Develop, Organize, Implement and Maintain Software for Computer Application, Internet and Intranet based solutions, Mobile Applications and solutions for usage in corporates, trades, Government and all related organizations. \*\*
- 5) To carry on the business of Computer Software, providing software solutions, Enterprises Resources Planning, Website/Portal Development, Data Warehousing, BPO, Off-shore Operations, e-Commerce related services, designing, implementation, and Maintaining of Information Technology Services for all industries and software related activities. \*\*
- 6) To carry on business of buying and selling of Computer, Mobile and Telecom hardware and software. \*\*

\*\* (Inserted vide special resolution passed at the EGM held on 08.06.2009)

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate, and, if though fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.
3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.

Managing Director

FOR UPDATER SERVICES (P) LTD.

4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
5. To sell and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities.
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.
7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
8. To lend money, either with or without security, and generally to such persons and upon such terms & conditions as the company may think fit
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company
10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest any stock, shares or securities of any company, corporation, firm or person
12. To enter into partnership or into any arrangements for sharing profits union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on or and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.

13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest.
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly to benefit the company.
16. Subject to the Provision of the Act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidies or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of Companies Act, 1956.



20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to 58A of the Companies Act 1956 and the Rules framed there under.
24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies of for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.
26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others, subject to Law of the Land.
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company
28. To take over, invest, in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE

1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company.
2. To act as advisors and / or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
3. To let out on hire all or any of the property of the company whether immovable or movable
4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc.
5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub contractors or others.
6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad.
7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animals matter or by any chemical process.

11. To commence business in rendering engineering services, engineering goods or acquiring existing units.
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamom, pepper, spices, rubber and gutta-percha and gums of every description, corn, cocoa, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. to hold and trade in properties like land, building, plant and machinery, furniture, office equipment, shares, stocks, debentures, gold silver and other metallic property, lease-hold rights, freehold rights and mining rights.
17. To carry on business as factoring agents.
18. To establish and run educational institutions.
19. To carry on business as consultants in computers (including hardware, software & Accessories), computer oriented systems, automatic test systems, and all branches of computer science, civil, electrical, electronic, mechanical, chemical, optical, Metallurgical and all other branches of engineering and to export technical know-how, and services relating to the above. @@
20. To develop, design, program, conduct feasibility studies and to act as advisers, consultants, retainers in all capacity and all matter and problems relating to management, marketing, manufacturing and processing system, personnel operational procedures and techniques and to carry on the business of man power consultants and to provide trained man power. @@
21. To provide the computing facility to implement computerized applications to users and to develop software for export and undertake Turnkey systems and software consultancy projects for exports and also to carry on the business of buyers, sellers, traders and to develop and deal in all configurations of computers, communication and information technology equipments in all its branches including hardware, software, tools, accessories, peripherals and all other related products in India and abroad. @@

@@ (Inserted vide special resolution passed at the EGM held on 08.06.2009)

IV. Liability of the Members of the Company is Limited

V. The Authorized Share Capital of the company is Rs.15,00,000/- (Rupees Fifteen Lakhs only) divided into 1, 50,000 Equity shares of Rs.10/- each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, qualified or conditions in such manner as may be, for the time being provided by regulations of the Company and also the Companies Act, 1956. \$

\$(Inserted vide special resolution passed at the EGM held on 29.12.2005)

VI. \*\*\*

VII. \*\*\*

VIII. \*\*\*

IX. \*\*\*

\*\*\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

For UPDATER SERVICES (P) LTD.  
Managing Director

# VI We, the several persons whose names are subscribed, are desirous of being formed into a Company in accordance with this Memorandum of Association and we respectively agree to take the numbers of shares in the Capital of the Company set opposite to our respective names:

#(Renumbered vide special resolution passed at the EGM held on 08.06.2009)

Sl. No.	Signature, Name, Father / Husband name, Address description, occupation and PAN No. (if any) of each of the subscribers	No. of Equity shares taken by each Subscriber	Signature, Name , Father/ Husband name, Address & of Witness
1	Mr. T. RAGHUNANDANA, S/o Late T V S SHARMA, No.42, Luz Avenue, Mylapore, Chennai – 600004 Business PAN:AADPT0426C	50,000 (Fifty Thousand only)	<p>Sd/- M. DAMODARAN S/o. K. Munuswamy Old NO. 1a, NEW No.28, Bazaar Road, 2<sup>nd</sup> street, Mylapore, Chennai -600004.</p> <p>Company secretary C.P.No: 5081</p>
2	Ms. T. Shanthy W/o T. RAGHUNANDANA, No.42, Luz Avenue, Mylapore, Chennai – 600004. PAN:AAVPS5245C	49,995 (Forty nine thousand nine hundred and ninety five only)	
3	Mr. T. Kesavan, S/o P. THATHAPPAN, No. F-4, Jumbo Vinayak, 21, Leelavathi Ammal Street, Madipakkam, Chennai – 600091. PAN: AIHPK5560E	1(One only)	
4	Mr. D.W. LYONS. S/o Late V.T. LYONS, No. 63, Foxen Street, Perambur, Chennai – 600011.	1(One only)	
5	Mr. JOSEPH FULBERT EDWARD, S/o Late A.J. EDWARD No. 17. 7 <sup>th</sup> Street Thiruvalluvar Nagar, Errukencherry, Chennai – 600118. PAN: ADUPJ5877D	1(One only)	
6	Mr. C. ROY SURESH KUMAR, S/o Late S.L. COLUMBUS, No.33., N.G.O Colony, Sriperumbudur – 602105	1(One only)	
7	Mr. S. MARIAPPAN, S/o S.SANKARA NARAYANAN, residing at 146, Pandian Street, Alwarthiru Nagar, Chennai – 600087 PAN: AIRPM9968L	1(One only)	
Total 1,00,000 (one Lakh shares only)			

Place: Chennai

Date: 06.11.2003

**MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES PRIVATE LIMITED**

(under the Companies Act, 1956)

(A Company Limited by Shares)

**MEMORANDUM OF UPDATER SERVICES PRIVATE LIMITED  
(A Company under Part IX of the Companies Act)**

FOR UPDATER SERVICES (P) LTD.

Managing Director

1. \*
2. \*
3. \*
4. \*
5. \*
6. \*
7. \*

\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

I. Name of the Company " UPDATER SERVICES PRIVATE LIMITED"

II. The Registered Office of the Company will be situated at " TAMIL NADU"

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

(A) The Main Object to be pursued by the Company on its Incorporation are :

1. To carry on business of rendering of any services including but not limited to Facility Management, Building Maintenance, Project Management, Logistics Management, Warehouse Management, Contract Management, Contract staffing, Contract Administration to any person Firm, Company, Trust, Association, Institution, Society, Body Corporate, Government / or Government Department, Public or Local Authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to the administration, management, organization, manufacture, production, Storage, Maintenance, Staffing, Administration, Marketing, Distribution, sale And purchase of goods, property, personnel, accounts, and any other Activities of and in relation to any business, Trade, Commerce, Industry, to Carry on all any of the business of industrial, business, commercial and Personnel consultants ; to advice upon the means, methods and procedures for the Establishment, Development, Improvement and Expansion of any of All types of Business, Trade, Commerce and Industry and all systems, Methods, Techniques, Processes, principles in relation to the foregoing.

2. To Carry on the business of Caterers and contractors, Food Courts, Fast food centers, Restaurants, tea and coffee shops, cafes, snack bars, tourist agents, event managers, running institutes for training persons in management of Hotels, travel services, Cooking and catering services and catering services and to provide all kinds of caterings. \*\*

3. To carry on the business of Trading, distribution, agencies, importing, Exporting and Dealing in all Commodities including articles, Electrical and Electronic Goods, House holds items, Computers, Hardware & Software, Consumer Durables of all kinds whether Plastic, Metal or otherwise, Agriculture Products, Pesticides, Consumer Durables & Appliances, Textiles, Cosmetics, Food items, Edible oils of all kinds. \*\*

4. To Develop, Organize implement and Maintain Software for Computer Application, Internet and Interact based solutions, Mobile Applications and solutions for usage in corporates, trades, Government and all related organizations. \*\*

5. To carry on the business of Computer Software, providing software solutions, Enterprises Resources Planning, Website/Portal Development, Data Warehousing, BPO, Off-shore Operations, e-Commerce related services, designing, implementation, and Maintaining of Information Technology Services for all industries and software related activities. \*\*

6. To carry on business of buying and selling of Computer, Mobile and Telecom hardware and software. \*\*

\*\*\*7. To carry on business of providing security services of all kinds and description for the protection of personnel, property and generally of any asset or rights in India or Abroad.

\*\*\*8. To deal in all types of personal, residential, commercial and industrial Security Services, to provide bodyguards, security guard and security system installation and monitoring as well as background screening.

\*\*\*9. To carry on business of a detective and investigation bureau in civil, criminal, commercial, financial, social, matrimonial and any other matter.

\*\*\*10. To carry on business as advisers and consultants on all matters relating to security and protection of personnel, property and rights of all kinds of description.

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets property or rights.

2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust and to settle regulate and if though fit, to undertake and execute any such trusts and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.

3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.

**\*\* Inserted vide special resolution passed at the EGM held on 08.06.2009**

**\*\*\* Inserted vide special resolution passed at the EGM held on 17.06.2015**

For UPDATER SERVICES (P) LTD.

  
Managing Director

4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.

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5. To sell and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities.
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.
7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
8. To lend money, either with or without security, and generally to such persons and upon such terms & conditions as the company may think fit
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company
10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest any stock, shares or securities of any company, corporation, firm or person
12. To enter into partnership or into any arrangements for sharing profits union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on or and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.



13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest.
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly to benefit the company.
16. Subject to the Provision of the Act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidies or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of Companies Act, 1956.

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20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to 58A of the Companies Act 1956 and the Rules framed there under.
24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies of for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.
26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others, subject to Law of the Land.
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company
28. To take over, invest, in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE

1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company.
2. To act as advisors and / or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
3. To let out on hire all or any of the property of the company whether immovable or movable
4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc.
5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub contractors or others.
6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad.
7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animals matter or by any chemical process.

11. To commence business in rendering engineering services, engineering goods or acquiring existing units.
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamom, pepper, spices, rubber and gutta-percha and gums of every description, corn, cocoa, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. to hold and trade in properties like land, building, plant and machinery, furniture, office equipment, shares, stocks, debentures, gold silver and other metallic property, lease-hold rights, freehold rights and mining rights.
17. To carry on business as factoring agents.
18. To establish and run educational institutions.
19. To carry on business as consultants in computers (including hardware, software & Accessories), computer oriented systems, automatic test systems, and all branches of computer science, civil, electrical, electronic, mechanical, chemical, optical, Metallurgical and all other branches of engineering and to export technical know-how, and services relating to the above. @@
20. To develop, design, program, conduct feasibility studies and to act as advisers, consultants, retainers in all capacity and all matter and problems relating to management, marketing, manufacturing and processing system, personnel operational procedures and techniques and to carry on the business of man power consultants and to provide trained man power. @@
21. To provide the computing facility to implement computerized applications to users and to develop software for export and undertake Turnkey systems and software consultancy projects for exports and also to carry on the business of buyers, sellers, traders and to develop and deal in all configurations of computers, communication and information technology equipments in all its branches including hardware, software, tools, accessories, peripherals and all other related products in India and abroad. @@

Managing Director

FOR UPDATER SERVICES (P) LTD.

@@ (Inserted vide special resolution passed at the EGM held on 08.06.2009)

IV. Liability of the Members of the Company is Limited

V. The Authorized Share Capital of the company is Rs.10,10,00,000/- (Rupees Ten Crores Ten Lacs only) divided into 1,01,00,000(One Crore One Lakh) Equity shares of Rs.10/- each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, qualified or conditions in such manner as may be, for the time being provided by regulations of the Company and also the Companies Act, 1956. \$

S(Inserted vide special resolution passed at the EGM held on 29.03.2011)

- VI. \*\*\*
- VII. \*\*\*
- VIII. \*\*\*
- IX. \*\*\*

For UPDATER SERVICES (P) LTD.

  
Managing Director

\*\*\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

For UPDATER SERVICES (P) LTD.  
 Managing Director

# VI We, the several persons whose names are subscribed, are desirous of being formed into a Company in accordance with this Memorandum of Association and we respectively agree to take the numbers of shares in the Capital of the Company set opposite to our respective names:

\*(Renumbered vide special resolution passed at the EGM held on 08.06.2009)

Sl. No.	Signature, Name, Father / Husband name, Address description, occupation and PAN No. (if any) of each of the subscribers	No. of Equity shares taken by each Subscriber	Signature, Name, Father/ Husband name, Address & of Witness
1	Mr. T. RAGHUNANDANA, S/o Late T V S SHARMA, No.42, Luz Avenue, Mylapore, Chennai - 600004 Business PAN:AADPT0426C	50,000 (Fifty Thousand only)	Sd/- M. DAMODARAN S/o. K. Munuswamy Old NO. 1a, NEW No:28, Bazaar Road, 2 <sup>nd</sup> street, Mylapore, Chennai -600004.  Company secretary C.P.No: 5081
2	Ms. T. Shanthi W/o T. RAGHUNANDANA, No.42, Luz Avenue, Mylapore, Chennai - 600004. PAN:AAVPS5245C	49,995 (Forty nine thousand nine hundred and ninety five only)	
3	Mr. T. Kesavan, S/o P. THATHAPPAN, No. F-4, Jumbo Vinayak, 21, Leelavathi Ammal Street, Madipakkam, Chennai - 600091. PAN: AIHPK5560E	1(One only)	
4	Mr. D.W. LYONS. S/o Late V.T. LYONS, No. 63, Foxen Street, Perambur, Chennai - 600011.	1(One only)	
5	Mr. JOSEPH FULBERT EDWARD, S/o Late A.J. EDWARD No. 17, 7 <sup>th</sup> Street Thiruvalluvar Nagar, Errukencherry, Chennai - 600118. PAN: ADUPJ5877D	1(One only)	
6	Mr. C. ROY SURESH KUMAR, S/o Late S.L. COLUMBUS, No.33, N.G.O Colony, Sriperumbudur - 602105	1(One only)	
7	Mr. S. MARIAPPAN, S/o S.SANKARA NARAYANAN, residing at 146, Pandian Street, Alwarthiru Nagar, Chennai - 600087 PAN: AIRPM9968L	1(One only)	
Total 1,00,000 (one Lakh shares only)			

Place: Chennai  
Date: 06.11.2003

**MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES PRIVATE LIMITED**

(under the Companies Act, 1956)

(A Company Limited by Shares)

**MEMORANDUM OF UPDATER SERVICES PRIVATE LIMITED  
(A Company under Part IX of the Companies Act)**

FOR UPDATER SERVICES (P) LTD.

Managing Director

1. \*
2. \*
3. \*
4. \*
5. \*
6. \*
7. \*

\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

I. Name of the Company " UPDATER SERVICES PRIVATE LIMITED"

II. The Registered Office of the Company will be situated at " TAMIL NADU"

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

(A) The Main Object to be pursued by the Company on its Incorporation are :

1. To carry on business of rendering of any services including but not limited to Facility Management Building Maintenance, Project Management, Logistics Management, Warehouse Management, Contract Management, Contract staffing, Contract Administration to any person Firm, Company, Trust, Association, Institution, Society, Body Corporate, Government / or Government Department, Public or Local Authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to the administration, management, organization, manufacture, production, Storage, Maintenance, Staffing, Administration, Marketing, Distribution, sale And purchase of goods, property, personnel, accounts, and any other Activities of and in relation to any business, Trade, Commerce, Industry, to Carry on all any of the business of industrial, business, commercial and Personnel consultants ; to advice upon the means, methods and procedures for the Establishment, Development, Improvement and Expansion of any of All types of Business, Trade, Commerce and Industry and all systems, Methods, Techniques, Processes, principles in relation to the foregoing.

FOR UPDATER SERVICES (P) LTD.  
Managing Director

2. To Carry on the business of Caterers and contractors, Food Courts, Fast food centers, Restaurants, tea and coffee shops, cafes, snack bars, tourist agents, event managers, running institutes for training persons in management of Hotels, travel services, Cooking and catering services and catering services and to provide all kinds of caterings. \*\*

3. To carry on the business of Trading, distribution, agencies, importing, Exporting and Dealing in all Commodities including articles, Electrical and Electronic Goods, House holds items, Computers, Hardware & Software, Consumer Durables of all kinds whether Plastic, Metal or otherwise, Agriculture Products, Pesticides, Consumer Durables & Appliances, Textiles, Cosmetics, Food items, Edible oils of all kinds. \*\*

4. To Develop, Organize implement and Maintain Software for Computer Application, Internet and Interact based solutions, Mobile Applications and solutions for usage in corporates, trades, Government and all related organizations. \*\*

5. To carry on the business of Computer Software, providing software solutions, Enterprises Resources Planning, Website/Portal Development, Data Warehousing, BPO, Off-shore Operations, e-Commerce related services, designing, implementation, and Maintaining of Information Technology Services for all industries and software related activities. \*\*

6. To carry on business of buying and selling of Computer, Mobile and Telecom hardware and software. \*\*

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets property or rights.

2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust and to settle regulate and if though fit, to undertake and execute any such trusts and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.

3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.

\*\* Inserted vide special resolution passed at the EGM held on 08.06.2009

\*\*\* Inserted vide special resolution passed at the EGM held on 17.06.2015

FOR UPDATER SERVICES (P) LTD.

Managing Director



4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
5. To sell and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities.
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.
7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
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10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest any stock, shares or securities of any company, corporation, firm or person
12. To enter into partnership or into any arrangements for sharing profits union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on or and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.

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14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly to benefit the company.
16. Subject to the Provision of the Act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidies or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of Companies Act, 1956.

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20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to 58A of the Companies Act 1956 and the Rules framed there under.
24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies of for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.
26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others, subject to Law of the Land.
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company
28. To take over, invest, in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE

1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company.
2. To act as advisors and / or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
3. To let out on hire all or any of the property of the company whether immovable or movable
4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc.
5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub contractors or others.
6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad.
7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animals matter or by any chemical process.

11. To commence business in rendering engineering services, engineering goods or acquiring existing units.
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamom, pepper, spices, rubber and gutta-percha and gums of every description, corn, cocoa, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. to hold and trade in properties like land, building, plant and machinery, furniture, office equipment, shares, stocks, debentures, gold silver and other metallic property, lease-hold rights, freehold rights and mining rights.
17. To carry on business as factoring agents.
18. To establish and run educational institutions.
19. To carry on business as consultants in computers (including hardware, software & Accessories), computer oriented systems, automatic test systems, and all branches of computer science, civil, electrical, electronic, mechanical, chemical, optical, Metallurgical and all other branches of engineering and to export technical know-how, and services relating to the above. @@
20. To develop, design, program, conduct feasibility studies and to act as advisers, consultants, retainers in all capacity and all matter and problems relating to management, marketing, manufacturing and processing system, personnel operational procedures and techniques and to carry on the business of man power consultants and to provide trained man power. @@
21. To provide the computing facility to implement computerized applications to users and to develop software for export and undertake Turnkey systems and software consultancy projects for exports and also to carry on the business of buyers, sellers, traders and to develop and deal in all configurations of computers, communication and information technology equipments in all its branches including hardware, software, tools, accessories, peripherals and all other related products in India and abroad. @@

Managing Director

FOR UPDATER SERVICES (P) LTD.

@@ (Inserted vide special resolution passed at the EGM held on 08.06.2009)

IV. Liability of the Members of the Company is Limited

V. V. The Authorized Share Capital of the Company is Rs. 53,00,00,000/- (Rupees Fifty Three Crores only) divided into 5,30,00,000 (Five Crores and Thirty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten only) each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as may be determined by the company in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges, conditions or restrictions, in such manner and by such persons as may, for the time being, be permitted under the regulations of the company or legislative provisions for the time being in force in that behalf. \$

\$(Inserted vide Ordinary resolution passed at the EGM held on 14.03.2017)

VI. \*\*\*

VII. \*\*\*

VIII. \*\*\*

IX. \*\*\*

\*\*\* (Deleted vide special resolution passed at the EGM held on 08.06.2009)

For UPDATER SERVICES (P) LTD  
Company Secretary

Managing Director

FOR UPDATER SERVICES (P) LTD.

# VI We, the several persons whose names are subscribed, are desirous of being formed into a Company in accordance with this Memorandum of Association and we respectively agree to take the numbers of shares in the Capital of the Company set opposite to our respective names:

\*(Renumbered vide special resolution passed at the EGM held on 08.06.2009)

Sl. No.	Signature, Name, Father / Husband name; Address description, occupation and PAN No. (if any) of each of the subscribers	No. of Equity shares taken by each Subscriber	Signature, Name, Father/ Husband name, Address & of Witness
1	Mr. T. RAGHUNANDANA, S/o Late T V S SHARMA, No.42, Luz Avenue, Mylapore, Chennai - 600004 Business PAN:AADPT0426C	50,000 (Fifty Thousand only)	Sd/- M. DAMODARAN S/o. K. Munuswamy Old NO. 1a, NEW No:28, Bazaar Road, 2 <sup>nd</sup> street, Mylapore, Chennai -600004.  Company secretary C.P.No: 5081
2	Ms. T. Shanthi W/o T. RAGHUNANDANA, No.42, Luz Avenue, Mylapore, Chennai - 600004. PAN:AAVPS5245C	49,995 (Forty nine thousand nine hundred and ninety five only)	
3	Mr. T. Kesavan, S/o P. THATHAPPAN, No. F-4, Jumbo Vinayak, 21, Leelavathi Ammal Street, Madipakkam, Chennai - 600091. PAN: AIHPK5560E	1(One only)	
4	Mr. D.W. LYONS. S/o Late V.T. LYONS, No. 63, Foxen Street, Perambur, Chennai - 600011.	1(One only)	
5	Mr. JOSEPH FULBERT EDWARD, S/o Late A.J. EDWARD No. 17, 7 <sup>th</sup> Street Thiruvalluvar Nagar, Errukencherry, Chennai - 600118. PAN: ADUPJ5877D	1(One only)	
6	Mr. C. ROY SURESH KUMAR, S/o Late S.L. COLUMBUS, No.33, N.G.O Colony, Sriperumbudur - 602105	1(One only)	
7	Mr. S. MARIAPPAN, S/o S.SANKARA NARAYANAN, residing at 146, Pandian Street, Alwarthiru Nagar, Chennai - 600087 PAN: AIRPM9968L	1(One only)	
Total 1,00,000 (one Lakh shares only)			

Place: Chennai  
Date: 06.11.2003

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**MEMORANDUM**  
**&**  
**ARTICLES OF ASSOCIATION**  
**OF**  
**UPDATER SERVICES PRIVATE LIMITED**

For UPDATER SERVICES (P) LTD.:

  
Managing Director



**MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES PRIVATE LIMITED**

(under the Companies Act, 1956)

(A Company Limited by Shares)

**MEMORANDUM OF UPDATER SERVICES PRIVATE LIMITED  
(A Company under Part IX of the Companies Act)**

For UPDATER SERVICES (P) LTD.  
Managing Director

1. \*
2. \*
3. \*
4. \*
5. \*
6. \*
7. \*

\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

- I. Name of the Company " **UPDATER SERVICES PRIVATE LIMITED**"
- II. The Registered Office of the Company will be situated at " **TAMIL NADU**"
- III. The Objects for which the Company is Established are:

(A) The Main Object to be pursued by the Company on its Incorporation are :

1. To carry on business of rendering of any services including but not limited to Facility Management, Building Maintenance, Project Management, Logistics Management, Warehouse Management, Contract Management, Contract staffing, Contract Administration to any person Firm, Company, Trust, Association, Institution, Society, Body Corporate, Government / or Government Department, Public or Local Authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to the administration, management, organization, manufacture, production, Storage, Maintenance, Staffing, Administration, Marketing, Distribution, sale And purchase of goods, property, personnel, accounts, and any other Activities of and in relation to any business, Trade, Commerce, Industry, to Carry on all any of the business of industrial, business, commercial and Personnel consultants ; to advice upon the means, methods and procedures for the Establishment, Development, Improvement and Expansion of any of All types of Business, Trade, Commerce and Industry and all systems, Methods, Techniques, Processes, principles in relation to the foregoing.

2. To carry on the business of Caterers and contractors, Food Courts, Fast food centers, Restaurants, tea and coffee shops, cafes, snack bars, tourist agents, event managers, running Institutes for training persons in management of Hotels, travel services, Cooking and catering services and to provide all kinds of caterings. \*\*
  3. To carry on the business of Trading, distribution, agencies, Importing, Exporting and Dealing in all Commodities including articles, Electrical and Electronic Goods, House hold items, Computers, Hardware & Software, Consumer Durables of all kinds whether Plastic, Metal or otherwise, Agriculture Products, Pesticides, Consumer Durables & Appliances, Textiles, Cosmetics, Food items, Edible oils of all kinds. \*\*
  - 4) To Develop, Organize, Implement and Maintain Software for Computer Application, Internet and Intranet based solutions, Mobile Applications and solutions for usage in corporates, trades, Government and all related organizations. \*\*
  - 5) To carry on the business of Computer Software, providing software solutions, Enterprises Resources Planning, Website/Portal Development, Data Warehousing, BPO, Off-shore Operations, e-Commerce related services, designing, implementation, and Maintaining of Information Technology Services for all industries and software related activities. \*\*
  - 6) To carry on business of buying and selling of Computer, Mobile and Telecom hardware and software. \*\*
- \*\* (Inserted vide special resolution passed at the EGM held on 08.06.2009)

FOR UPDATER SERVICES (P) LTD.  
Managing Director

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate, and, if though fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.
3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.

4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.

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5. To sell and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities.
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.
7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
8. To lend money, either with or without security, and generally to such persons and upon such terms & conditions as the company may think fit
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company
10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest any stock, shares or securities of any company, corporation, firm or person
12. To enter into partnership or into any arrangements for sharing profits union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on or and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.

13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest.
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly to benefit the company.
16. Subject to the Provision of the Act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidies or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of Companies Act, 1956.

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20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to 58A of the Companies Act 1956 and the Rules framed there under.
24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies of for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.
26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others, subject to Law of the Land.
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company
28. To take over, invest, in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

**(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE**

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- 1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company.**
- 2. To act as advisors and / or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.**
- 3. To let out on hire all or any of the property of the company whether immovable or movable**
- 4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc.**
- 5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub contractors or others.**
- 6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad.**
- 7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.**
- 8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.**
- 9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.**
- 10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animals matter or by any chemical process.**

11. To commence business in rendering engineering services, engineering goods or acquiring existing units.
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamom, pepper, spices, rubber and gutta-percha and gums of every description, corn, cocoa, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. to hold and trade in properties like land, building, plant and machinery, furniture, office equipment, shares, stocks, debentures, gold silver and other metallic property, lease-hold rights, freehold rights and mining rights.
17. To carry on business as factoring agents.
18. To establish and run educational institutions.
19. To carry on business as consultants in computers (including hardware, software & Accessories), computer oriented systems, automatic test systems, and all branches of computer science, civil, electrical, electronic, mechanical, chemical, optical, Metallurgical and all other branches of engineering and to export technical know-how, and services relating to the above. @@
20. To develop, design, program, conduct feasibility studies and to act as advisers, consultants, retainers in all capacity and all matter and problems relating to management, marketing, manufacturing and processing system, personnel operational procedures and techniques and to carry on the business of man power consultants and to provide trained man power. @@
21. To provide the computing facility to implement computerized applications to users and to develop software for export and undertake Turnkey systems and software consultancy projects for exports and also to carry on the business of buyers, sellers, traders and to develop and deal in all configurations of computers, communication and information technology equipments in all its branches including hardware, software, tools, accessories, peripherals and all other related products in India and abroad. @@

Managing Director

For UPDATER SERVICES (P) LTD.

@@ (Inserted vide special resolution passed at the EGM held on 08.06.2009)

IV. Liability of the Members of the Company is Limited

V. The Authorized Share Capital of the company is Rs.10,10,00,000/- (Rupees Ten Crores Ten Lacs only) divided into 1,01,00,000(One Crore One Lakh) Equity shares of Rs.10/- each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, qualified or conditions in such manner as may be, for the time being provided by regulations of the Company and also the Companies Act, 1956. \$

\$(Inserted vide special resolution passed at the EGM held on 29.03.2011)

VI. \*\*\*

VII. \*\*\*

VIII. \*\*\*

IX. \*\*\*

\*\*\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

For UPDATER SERVICES (P) LTD.

Managing Director



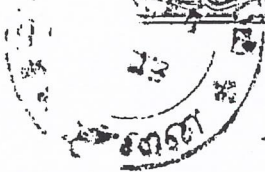
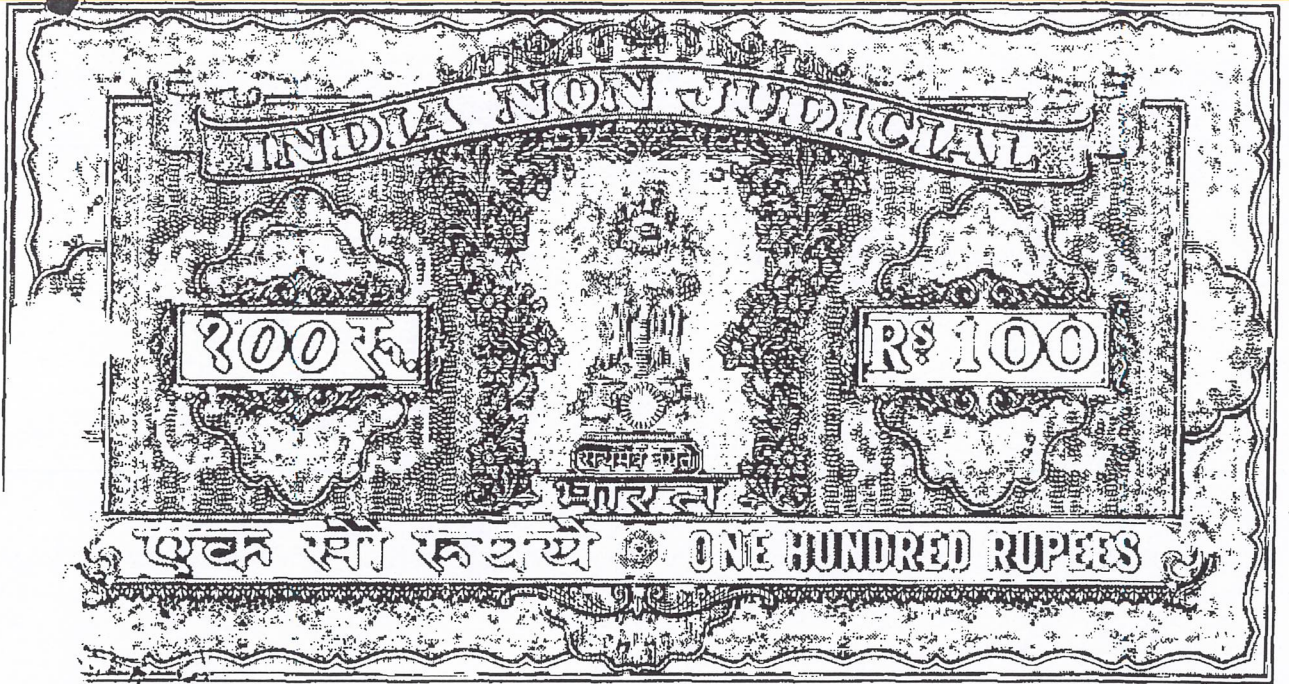
# VI We, the several persons whose names are subscribed, are desirous of being formed into a Company in accordance with this Memorandum of Association and we respectively agree to take the numbers of shares in the Capital of the Company set opposite to our respective names:

#(Renumbered vide special resolution passed at the EGM held on 08.06.2009)

Sl. No.	Signature, Name, Father / Husband name, Address description, occupation and PAN No. (if any) of each of the subscribers	No. of Equity shares taken by each Subscriber	Signature, Name, Father/ Husband name, Address & of Witness
1	Mr. T. RAGHUNANDANA, S/o Late T V S SHARMA, No.42, Luz Avenue, Mylapore, Chennai – 600004 Business PAN:AADPT0426C	50,000 (Fifty Thousand only)	Sd/- M. DAMODARAN S/o. K. Munuswamy Old NO. 1a, NEW No:28, Bazaar Road, 2 <sup>nd</sup> street, Mylapore, Chennai -600004.  Company secretary C.P.No: 5081
2	Ms. T. Shanthi W/o T. RAGHUNANDANA, No.42, Luz Avenue, Mylapore, Chennai – 600004. PAN:AAVPS5245C	49,995 (Forty nine thousand nine hundred and ninety five only)	
3	Mr. T. Kesavan, S/o P. THATHAPPAN, No. F-4, Jumbo Vinayak, 21, Leelavathi Ammal Street, Madipakkam, Chennai – 600091. PAN: AIHPK5560E	1(One only)	
4	Mr. D.W. LYONS. S/o Late V.T. LYONS, No. 63, Foxen Street, Perambur, Chennai – 600011.	1(One only)	
5	Mr. JOSEPH FULBERT EDWARD, S/o Late A.J. EDWARD No. 17, 7 <sup>th</sup> Street Thiruvalluvar Nagar, Errukencherry, Chennai – 600118. PAN: ADUPJ5877D	1(One only)	
6	Mr. C. ROY SURESH KUMAR, S/o Late S.L. COLUMBUS, No.33., N.G.O Colony, Sniperumbudur – 602105	1(One only)	
7	Mr. S. MARIAPPAN, S/o S.SANKARA NARAYANAN, residing at 146, Pandian Street, Alwarthiru Nagar, Chennai – 600087 PAN: AIRPM9968L	1(One only)	
Total 1,00,000 (one Lakh shares only)			

Place: Chennai

Date: 06.11.2003



757  
31/10/03

up dates services

V. JUSUN

பத்திர விற்பனையாளர்  
உரிமம் எண்: 19817/ 3,90  
1- பழனி கோடு  
மயிலாப்பூர், சென்னை 600 004  
தொலை: 4994232 4993970

REC. NO.  
REG. NO.  
18-001302R  
M.O.A.  
06/11/2003  
N=26000  
A  
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DRAFT  
07/11/2003  
DK

in accordance with Regulation 16 (2) of the companies Regulation 1956 a copy of the certified of incorporation is attached

MEMORANDUM OF ASSOCIATION OF UPDATER SERVICES PRIVATE LIMITED

*[Signature]*  
Regist. Registrar.

(under the Companies Act, 1956)  
(A Company Limited by Shares)

MEMORANDUM OF UPDATER SERVICES PRIVATE LIMITED

(A Company under Part IX of the Companies Act)

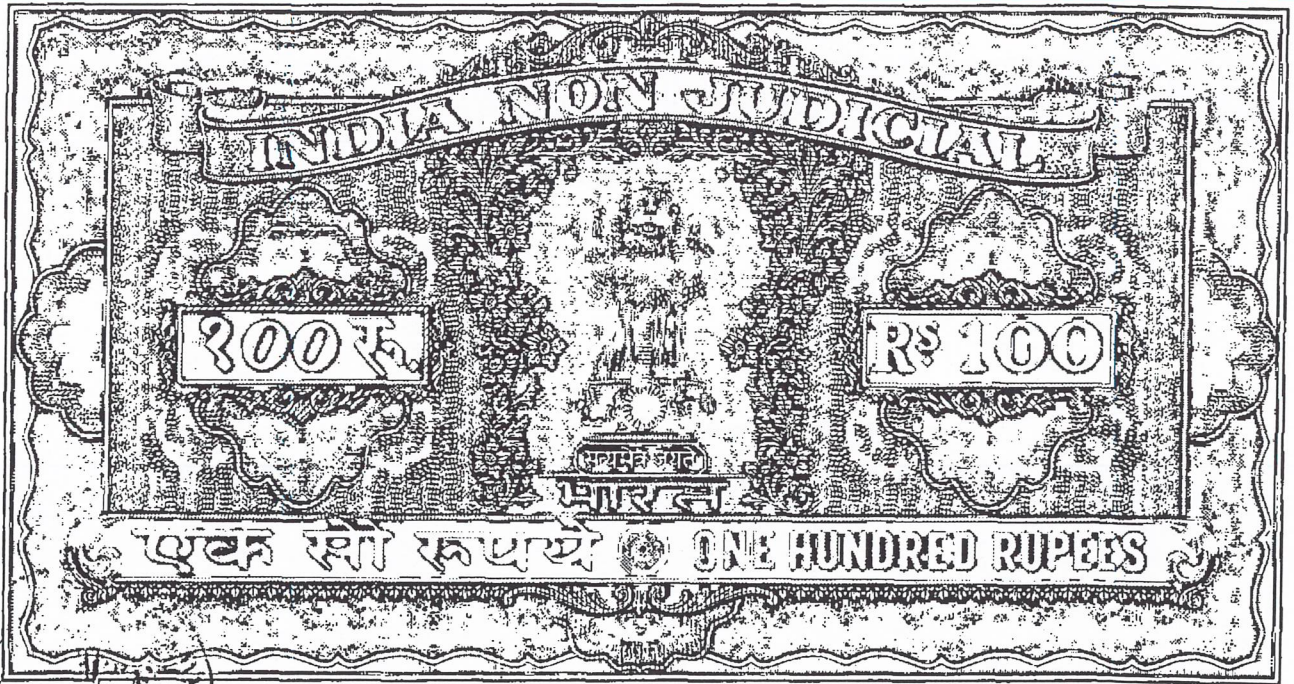
Made and entered this dated 6.11.03 between

*[Signature]*

1. Mr. T.RAGHUNANDANA, Son of Late T V S SHARMA. residing at No.42, Luz Avenue, Mylapore, Chennai-600 004. herein after called the party of the First party.
2. Ms.T.SHANTHI Wife of T.RAGHUNANDANA, residing at No.42, Luz Avenue, Mylapore, Chennai-600 004. herein after called the party of the Second party.
3. Mr.T.KESAVAN, Son of P.THATHAPPAN, residing at No.F-4, Jumbo vinayak, 21, Leelavathi Ammal Street, Madippakkam, Chennai-600091. herein after called the party of the Third party.

*Tshanthi*  
(T-shanthi)

*[Signature]* (one correcting in deed)  
(T. Raghunandana)



758  
31/10/03

up dates services

V. J. J. J.

பத்திர விற்பனை எஃக  
உரிமம் எண்: 13817/ 3,9  
1- பஜார் ரோடு  
மயிலாப்பூர், சென்னை-600 004  
பேண்: 4984232 4985977

4. Mr. D.W LYONS, Son of Late V.T.LYONS, residing at No.63, Foxen Street, Perambur, Chennai-600011. Herein after called the party of the Fourth party.
5. Mr. JOSEPH FULBERT EDWARD, Son of Late A.J.EDWARD residing at No.17, 7<sup>th</sup> Street, Thiruvalluvar Nagar, Errukkanchery, Chennai – 600118. Herein after called the party of the Fifth party.
6. Mr. C. ROY SURESH KUMAR, Son of Late S.L.COLUMBUS, residing at No.33,N.G.O Colony, Sriperumbudur- 602105. Herein after called the party of7 the Sixth party.

AND

7. Mr. S.MARIAPPAN, Son of S.SANKARA NARANYANAN, residing at 146, Pandian Street, Alwarthirunagar, Chennai – 600 087. herein after called the party of the Seventh party.

Whereas the Parties here to are presently carrying on business in partnership under the Name and style of UPDATER SERVICES (Herein after referred to as the said Firm) on the terms and conditions contained in the Partnership Deed dated 01.09.2003.

And whereas the said firm owns Assets and Liabilities relating to the Business.

Tshanth.  
[Tshanthi]

[S. J. J. J.]  
[S. J. J. J.]

And whereas the parties here to and on the basis for dividing the profit or loss account of the Partnership Firm which shall be divided within the period of 6 months from date of registration of the Company here mutually adjusted their rights and accounts in the said Partnership so as to form a Company limited by Shares for carrying on and continuing the said business of the Firm uninterrupted in a Company having an Equity Share Capital of Rs. 10,00,000/- divided into 1,00,000/- Equity Shares of Rs. 10/- each, out of which Subscribed and Paid up Capital will be Rs. 10,00,000/- only, divided into 1,00,000/- Equity Share of Rs.10/- each.

And whereas the parties have mutually settled the Share holdings of the Subscribed Capital amongst themselves as the members of the said Company in the following manner.

Sl. No.	Names	Number of Shares	Value
1.	T.RAGHUNANDANA	50,000/-	5,00,000/-
2.	T.SHANTHI	49,995/-	4,99,950/-
3.	T.KESAVAN	1/-	10/-
4.	D.W LYONS	1/-	10/-
5.	JOSEPH FULBERT EDWARD	1/-	10/-
6.	C. ROY SURESH KUMAR	1/-	10/-
7.	S.MARIAPPAN	1/-	10/-
Total		1,00,000/-	Rs.10,00,000/-

Now this indenture witness that each of the Parties here to so far as it relates to the acts and deeds of himself respectively and agree mutually among themselves and with each of them the said persons and any other person(s) that may herein after join as member of Company in the manner herein after mentioned shall whilst holding Share in the Capital of the Company be and continue (until dissolved under the provision in that behalf herein after specified) and that such Company under the Name and herein before and herein after specified and that such Company and such member thereof shall be subject to the regulation following, that is to say:

In these present unless there be something in the subject or context in consistent therewith

- (a) The Company means the Partnership Association, or Company constituted and after the registration of the Company, the Company as incorporated.
- (b) The Registration of Company "means the Registration of the Company pursuant to Part IX of the Companies Act.
- (c) Partnership deed referred to the deed dated 01.09.2003.

4

- I. Name of the Company "UPDATER SERVICES PRIVATE LIMITED" ✓
- II. The Registered Office of the Company will be situated at "TAMIL NADU". ✓
- III. The Objects for which the Company is Established are : ✓

A. The Main Object to be pursued by the Company on its Incorporation are : ✓

1. To carry on business of rendering of any services including but not limited to Facility Management, Building Maintenance, Project Management, Logistics Management, Warehouse Management, Contract Management, Contract Staffing, Contract Administration to any person Firm, Company, Trust, Association, Institution, Society, Body Corporate, Government / or Government Department, Public or Local Authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to The administration, management, organization, manufacture, production, Storage, Maintenance, Staffing, Administration, Marketing, Distribution, sale And purchase of goods, property, personnel, accounts, and any other Activities of and in relation to any business, Trade, Commerce, Industry; to Carry on all any of the business of industrial, business, commercial and Personnel consultants; to advice upon the means, methods and procedures For the Establishment, Development, Improvement and Expansion of any of All types of Business, Trade, Commerce and Industry and all systems, Methods, Techniques, Processes, principles in relation to the foregoing.

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate, and, if though fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.
3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.
4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
5. To sell and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities. ✓
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.

7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
8. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the company may think fit.
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company.
10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest on any stock, shares or securities of any company, corporation, firm or person.
12. To enter into partnership or into any arrangements for sharing profits union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.
13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest.
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidise interest in any industry or undertaking.
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly or indirectly to benefit the company.

M. J. Jindera

Subject to Companies Act 1956

16. To amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidize or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company, and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of companies Act, 1956.
20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise.
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to 58A of the companies Act 1956 and the Rules framed there under.
24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company.
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.

(One correction)  
M. J. Jindera. 6

7

M. Dastar

26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others *subject to law of India in force*
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company.
28. To take over, invest in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

**(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE**

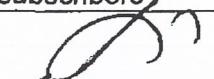

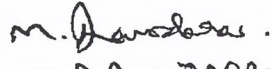
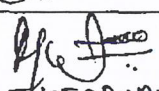
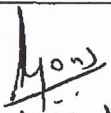
1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company.
2. To act as advisors and/or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
3. To let out on hire all or any of the property of the company whether immovable or movable.
4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc.
5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub contractors or others.
6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad.
7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animal matter or by any chemical process.

(one correction)  
M. Dastar



11. To commence business in rendering engineering services, engineering goods or acquiring existing units.
  12. To establish or acquire units engaged in trade of all packing materials and containers.
  13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamam, pepper, spices, rubber and guttapercha and gums of every description, corn, coca, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell and deal in the said products.
  14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
  15. To undertake transport contract work in all its kinds.
  16. To hold and trade in properties like land, building, plant and machinery, furniture, office equipment, shares, stocks, debentures, gold silver and other metallic property, lease-hold rights, freehold rights and mining rights.
  17. To carry on business as factoring agents.
  18. To establish and run educational institutions.
- IV. Liability of the Members of the Company is Limited. ✓
- V. The Authorized Share Capital of the company is Rs.15,00,000/- (Rupees Fifteen Lakhs only) divided into 1,50,000 Equity shares of Rs.10/- each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, qualified or conditions in such manner as may be, for the time being provided by regulations of the Company and also the Companies Act, 1956.
- VI. The business and Assets & Liabilities of the said firm shall become the property of the Company and having referred to the obligation imposed on the Company by these presents shall be taken at their net book value (i.e. Total asset less Total liabilities) on and from the Date of Incorporation of the Company.
- VII. The Assets of the Firm shall vest in the Company on its incorporation free from all claims by the Subscribes as Parties hereto and pending the incorporation of the Company they shall hold the assets in trust for the Company.
- VIII. The Company shall undue pay, Observe, Satisfy, perform & Fulfill the agreements, arrangements & the liabilities of the said Firm entered into the Name of the said Firm in relation to the said Business and Assets brought in as aforesaid and indemnify them and their executors, estates & effects from and against all actions, proceedings, claims, & demands in respect thereof.
- IX. No Member shall be liable to pay calls or to contribute to an extent exceeding the amount for the time being unpaid or not credited as Paid-up on the Share held by him & on the incorporation of Company the Liabilities of the Members shall be Limited.


- X. We, the several persons whose names are subscribed, are desirous of being formed into a Company in accordance with 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 :-

Sl. No.	Signature, Name, Father /Husband name, address description, occupation and PAN No. of each of the subscribers	No. of Equity shares taken by each Subscriber	Signature, Name, Father /Husband name, Address & of Witness
1.	 T. RAGHUNANDANA. A2, Luz Avenue, Mylapore, Chennai - 600 004. PAN: AADPT0426C	50000 Fifty Thousand only.	All Subscribers Signed Before me
2.	 T. SHANTHI W/O. T. RAGHUNANDANA A2- LUZ AVENUE MYLAPORE. CHENNAI - AA VPS 5245-C (PAN)	49995 Forty nine thousand nine hundred and ninety five	 M. DAMODARAN. K. MURUGAN, 28, Dazoo Road, Tond Street, Myl - 600 004, Chennai - 600 004. Company Secretary. C.P. NO: 5081.
3.	 T. KESAVAN S/O. P. THATHAPPA F-4. JUMBO MINNAYAK, 21. LEELAVATHY AMMAL STREET MADIPPAKKAM - CHENNAI - 91 PAN : AIHPK 5560 E	1 ONE	
4.	 J. W. LYONS s/o Mr. V. T. LYONS (LATE) 63 FOXEN STREET PENAMBUR - CHENNAI - 600 011 PAN - Applied for	1 ONE	

5.	<p><u>Edward</u>          JOSEPH FULBERT EDWARD          S/O LATE A.J. EDWARD          No 17, 7TH STREET,          THIRUVALLUVAR NAGAR          ERRUKKENCHERRY          CHENNAI - 600 118          PAN NO: ADUPJ 5877D</p>	<p>1          ONE</p>	<p>All 7 subscribers          signed before          me.          m. J. ...          m. DAMADARAN          K. ...          28, ...          Road, ...          Street, ...          Chennai          C.P.N.          5881          Company          Secretary.</p>
6.	<p><u>Roy.</u>          C. Roy SURASH Kumar,          S/o late S.C. Columbus,          No 33 N.G.O. Colony,          SRIPERUMBUDUR. 602 105.          PAN:- APPLIED FOR.</p>	<p>1          ONE</p>	<p>28, ...          Road, ...          Street, ...          Chennai          C.P.N.          5881          Company          Secretary.</p>
7.	<p><u>S. Mariappan</u>          S. MARIAPPAN          S/O S. SANKARANARAYANAN          146, PANDIAN STREET,          ALWARTHURUNAGAR,          CHENNAI - 600 087          PAN NO: AIRPM 9968 L</p>	<p>1          ONE</p>	<p>Company          Secretary.</p>
<p>Total</p>		<p>10,000          (Ten thousand only)</p>	

Place : Chennai  
 Date : 6.11.03.

DORES

CU. No: 51955 S. No: 1  
 Filed Rec. Reg. on ...  
 Checked by  
  
 ADDL/ASST. ROC.

E

one correction  
 (in - Joravar)

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**MEMORANDUM**  
**&**  
**ARTICLES OF ASSOCIATION**  
**OF**  
**UPDATER SERVICES PRIVATE LIMITED**

For UPDATER SERVICES (P) LTD.

  
Managing Director

FORM I R,



### CERTIFICATE OF INCORPORATION

CIN..... U74140TN2003PTC051955

UPDATER SERVICES PRIVATE \*\*\*\*\*

I hereby certify that.....  
LIMITED \*\*\*\*\*

PART IX OF

Is this day incorporated under the Companies Act 1956 (No.1 of 1956) and that the Company is Limited. **CHENNAI**

Given under my hand at.....

this..... day of .....  
**THIRTEENTH** **NOVEMBER**  
**TWENTY SECOND** **KARTIKA**

Two thousand **THREE**  
One thousand nine hundred and **TWENTY FIVE** (Saka)



*(Signature)*  
**(VASANTHA KUMAR AIL)**  
Asst. Registrar of Companies  
TAMIL NADU

For UPDATER SERVICES (P) LTD.

*(Signature)*  
Managing Director

**MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES PRIVATE LIMITED**

(under the Companies Act, 1956)

(A Company Limited by Shares)

**MEMORANDUM OF UPDATER SERVICES PRIVATE LIMITED  
(A Company under Part IX of the Companies Act)**

1. \*
2. \*
3. \*
4. \*
5. \*
6. \*
7. \*

\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

**I. Name of the Company " UPDATER SERVICES PRIVATE LIMITED"**

**II. The Registered Office of the Company will be situated at " TAMIL NADU"**

**III. The Objects for which the Company is Established are:**

**(A) The Main Object to be pursued by the Company on its Incorporation are :**

1. To carry on business of rendering of any services including but not limited to Facility Management Building Maintenance, Project Management, Logistics Management, Warehouse Management, Contract Management, Contract staffing, Contract Administration to any person Firm, Company, Trust, Association, Institution, Society, Body Corporate, Government / or Government Department, Public or Local Authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to the administration, management, organization, manufacture, production, Storage, Maintenance, Staffing, Administration, Marketing, Distribution, sale And purchase of goods, property, personnel, accounts, and any other Activities of and in relation to any business, Trade, Commerce, Industry, to Carry on all any of the business of industrial, business, commercial and Personnel consultants ; to advice upon the means, methods and procedures for the Establishment, Development, Improvement and Expansion of any of All types of Business, Trade, Commerce and Industry and all systems, Methods, Techniques, Processes, principles in relation to the foregoing.

Managing Director

FOR UPDATER SERVICES (P) LTD.

2. To carry on the business of ~~Caterers and contractors, Food Courts, Fast food centers, Restaurants, tea and coffee shops, cafes, snack bars, tourist agents, event managers, running institutes for training persons in management of Hotels, travel services, Cooking and catering services and to provide all kinds of caterings. \*\*~~
3. To carry on the business of Trading, distribution, agencies, Importing, Exporting and Dealing in all Commodities including articles, Electrical and Electronic Goods, House hold items, Computers, Hardware & Software, Consumer Durables of all kinds whether Plastic, Metal or otherwise, Agriculture Products, Pesticides, Consumer Durables & Appliances, Textiles, Cosmetics, Food items, Edible oils of all kinds. \*\*
- 4) To Develop, Organize, Implement and Maintain Software for Computer Application, Internet and Intranet based solutions, Mobile Applications and solutions for usage in corporates, trades, Government and all related organizations. \*\*
- 5) To carry on the business of Computer Software, providing software solutions, Enterprise Resources Planning, Website/Portal Development, Data Warehousing, BPO, Off-shore Operations, e-Commerce related services, designing, implementation, and Maintaining of Information Technology Services for all industries and software related activities. \*\*
- 6) To carry on business of buying and selling of Computer, Mobile and Telecom hardware and software. \*\*

\*\* (Inserted vide special resolution passed at the EGM held on 08.06.2009)

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, property or rights.
2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate, and, if thought fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.
3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.

Managing Director

FOR UPDATER SERVICES (P) LTD.

4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.

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5. To sell and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities.
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.
7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
8. To lend money, either with or without security, and generally to such persons and upon such terms & conditions as the company may think fit
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company
10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest any stock, shares or securities of any company, corporation, firm or person
12. To enter into partnership or into any arrangements for sharing profits union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on or and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as defined in the Banking Regulation Act, 1949.



13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the ~~assets or control, management or development of the company or any other~~ objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest.
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly to benefit the company.
16. Subject to the Provision of the Act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidies or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund, university, college or any other person or body other than for political purpose, subject to the provisions of Companies Act, 1956.

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20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay of any such securities, subject to 58A of the Companies Act 1956 and the Rules framed there under.
24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies of for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.
26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others, subject to Law of the Land.
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company
28. To take over, invest, in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE

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1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company.
2. To act as advisors and / or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
3. To let out on hire all or any of the property of the company whether immovable or movable
4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc.
5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub contractors or others.
6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad.
7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirans and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animals matter or by any chemical process.

11. To commence business in rendering engineering services, engineering goods or acquiring existing units.
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamom, pepper, spices, rubber and gutta-percha and gums of every description, corn, cocoa, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. to hold and trade in properties like land, building, plant and machinery, furniture, office equipment, shares, stocks, debentures, gold silver and other metallic property, lease-hold rights, freehold rights and mining rights.
17. To carry on business as factoring agents.
18. To establish and run educational institutions.
19. To carry on business as consultants in computers (including hardware, software & Accessories), computer oriented systems, automatic test systems, and all branches of computer science, civil, electrical, electronic, mechanical, chemical, optical, Metallurgical and all other branches of engineering and to export technical know-how, and services relating to the above. @@
20. To develop, design, program, conduct feasibility studies and to act as advisers, consultants, retainers in all capacity and all matter and problems relating to management, marketing, manufacturing and processing system, personnel operational procedures and techniques and to carry on the business of man power consultants and to provide trained man power. @@
21. To provide the computing facility to implement computerized applications to users and to develop software for export and undertake Turnkey systems and software consultancy projects for exports and also to carry on the business of buyers, sellers, traders and to develop and deal in all configurations of computers, communication and information technology equipments in all its branches including hardware, software, tools, accessories, peripherals and all other related products in India and abroad. @@

Factoring Director

FOR UPDATER SERVICES (P) LTD.

@@ (Inserted vide special resolution passed at the EGM held on 08.06.2009)

IV. Liability of the Members of the Company is Limited

V. The Authorized Share Capital of the company is Rs.10,10,00,000/- (Rupees Ten Crores Ten Lacs only) divided into 1,01,00,000(One Crore One Lakh) Equity shares of Rs.10/- each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, qualified or conditions in such manner as may be, for the time being provided by regulations of the Company and also the Companies Act, 1956. \$

S(Inserted vide special resolution passed at the EGM held on 29.03.2011)

VI. \*\*\*

VII. \*\*\*

VIII. \*\*\*

IX. \*\*\*

\*\*\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

Managing Director

FOR UPDATER SERVICES (P) LTD

# VI We, the several persons whose names are subscribed, are desirous of being formed into a Company in accordance with this Memorandum of Association and we respectively agree to take the numbers of shares in the Capital of the Company set opposite to our respective names:

\*(Renumbered vide special resolution passed at the EGM held on 08.06.2009)

Sl. No.	Signature, Name, Father / Husband name, Address description, occupation and PAN No. (if any) of each of the subscribers	No. of Equity shares taken by each Subscriber	Signature, Name, Father/ Husband name, Address & of Witness
1	Mr. T. RAGHUNANDANA, S/o Late T V S SHARMA, No.42, Luz Avenue, Mylapore, Chennai - 600004 Business PAN:AADPT0426C	50,000 (Fifty Thousand only)	Sd/- M. DAMODARAN S/o. K. Munuswamy Old NO. 1a, NEW No.28, Bazaar Road, 2 <sup>nd</sup> street, Mylapore, Chennai -600004.  Company secretary C.P.No: 5081
2	Ms. T. Shanthi W/o T. RAGHUNANDANA, No.42, Luz Avenue, Mylapore, Chennai - 600004. PAN:AAVPS5245C	49,995 (Forty nine thousand nine hundred and ninety five only)	
3	Mr. T. Kesavan, S/o P. THATHAPPAN, No. F-4, Jumbo Vinayak, 21, Leelavathi Ammal Street, Madipakkam, Chennai - 600091. PAN: AIHPK5560E	1(One only)	
4	Mr. D.W. LYONS. S/o Late V.T. LYONS, No. 63, Foxen Street, Perambur, Chennai - 600011.	1(One only)	
5	Mr. JOSEPH FULBERT EDWARD, S/o Late A.J. EDWARD No. 17, 7 <sup>th</sup> Street, Thiruvalluvar Nagar, Errukencherry, Chennai - 600118. PAN: ADUPJ5877D	1(One only)	
6	Mr. C. ROY SURESH KUMAR, S/o Late S.L. COLUMBUS, No.33., N.G.O Colony, Sripuranbadur - 602105	1(One only)	
7	Mr. S. MARIAPPAN, S/o S.SANKARA NARAYANAN, residing at 146, Pandian Street, Alwarthiru Nagar, Chennai - 600087 PAN: AIRPM9968L	1(One only)	
Total 1,00,000 (one Lakh shares only)			

Place: Chennai  
Date: 06.11.2003

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**MEMORANDUM OF ASSOCIATION  
OF  
UPDATER SERVICES LIMITED**  
(Under the Companies Act, 1956)  
(A Company Limited by Shares)

**MEMORANDUM OF UPDATER SERVICES LIMITED**  
(A Company under Part IX of the Companies Act)  
(Previously known as "UPDATER SERVICES PRIVATE LIMITED")

1 \*  
2 \*  
3 \*  
4 \*  
5 \*  
6 \*  
7 \*

\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

I. \*\*\*\*Name of the Company – "Updater Services Limited"

II. The Registered office of the Company is situated at "Tamil Nadu"

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

I. To carry on the business of rendering of any services including but not limited to Facility Management, Building Maintenance, Project Management, Warehouse Management, Contract Management, Contract Staffing, Contract administration to any person, firm, Company, Trust, Association, Institution, Society, body Corporate, Government/ or Government department, Public or Local authority or any other Organization whatsoever including advisory and/ or consultancy on all matters relating to the administration, management, organization, manufacture, production, storage, maintenance, staffing, administration, marketing, distribution and sale and purchase of goods, property, personnel and accounts, and any other activities of and in relation to any business, Trade, Commerce, Industry, to carry on all any of the business of industrial business, commercial and Personnel Consultants ; to advice upon the means, methods and procedure for the Establishment, development, improvement and expansion of any of all types of business, trade, commerce and Industry and all systems, methods, techniques, Processes, principles in relation to the foregoing.

\*\*\*\*The word "PRIVATE" has been deleted vide special resolution passed at the Extra-ordinary general meeting of the Company held on 19.10.2021 for conversion of the Company from Private Limited to Public Limited followed with alteration of name clause of Memorandum of Association of the Company.

For Updater Services Pvt Ltd.

  
T. Raghunandana  
Managing Director

2. To Carry on the business of Caterers and contractors, Food Courts, Fast food centers, Restaurants, tea and coffee shops, cafes, snack bars, tourist agents, event managers, running institutes for training persons in management of hotels, travel services, Cooking and catering services and catering services and to provide all kinds of caterings. \*\*

3. To carry on the business of Trading, distribution, agencies, importing, Exporting and Dealing in all Commodities including articles, Electrical and Electronic Goods, Households items, Computers, Hardware & Software, Consumer Durables of all kinds whether Plastic, Metal or otherwise, Agriculture Products, Pesticides, Consumer Durables & Appliances, Textiles, Cosmetics, Food items, Edible oils of all kinds. -\*\*

4. To Develop, Organize implement and Maintain Software for Computer Application, Internet and Interact based solutions, Mobile Applications and solutions for usage in corporates, trades, Government and all related organizations. \*\*

5. To carry on the business of Computer Software, providing software solutions, Enterprises Resources Planning, Website/Portal Development, Data Warehousing, BPO, Off-shore Operations, e-Commerce related services, designing, implementation, and Maintaining of Information Technology' Services for all industries and software related activities. \*\*

6. To carry on business of buying and selling of Computer, Mobile and Telecom hardware and software. \*\*

\*\*\*7. To carry on business of providing security services of all kinds and description for the protection of personnel, property and generally army asset or rights in India or Abroad.

\*\*\*8. To deal in all types of personal, residential, commercial and industrial Security Services, to provide bodyguards, security guard and security system installation and monitoring as well as background screening.

\*9. To carry on business of a detective and investigation bureau in civil, criminal, commercial, financial, social, matrimonial and any other matter.

\*10. To carry on business as advisers and consultants on all matters relating to security and protection of personnel, property and rights of all kinds of description.

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

1. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets property or rights.

2. To constitute any trusts with a view to the issue of preferred or any other special stocks, shares or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust and to settle regulate and if though fit, to undertake and execute any such trusts and to issue, dispose of, or hold any such preferred deferred, or other special stocks or securities.

3. To undertake or participate in the formation, management, supervision or control of the business operations of any firm or person. However, the company shall not act as Managers, Managing Agents, Secretaries or Treasurers of any other company.

**\*\* Inserted vide special resolution passed at the EGM held on 08.06.2009**

**\*\*\*"Inserted vide special resolution passed at the EGM held on 17.06.2015**



4. To transact or carry on all kinds of agency business, and in particular in relation to the investment of money, the sale of property and the collection and receipt of money.
5. To sell, and transfer any shares stocks, debentures, debenture stocks, bonds, obligations and securities.
6. To purchase, take on lease or tenancy or in exchange, hire, take options over or otherwise acquire any estate or interest whatsoever and to hold, develop, work, cultivate, deal with and turn to account concessions, grants, decrees, licenses, privileges, claims, options, leases, property, real or personal or rights any business of the any kind which may appear to be necessary or convenient for any business of the company.
7. To sell, exchange, mortgage, let on lease, royalty or tribute, grant licenses, easements, options and other rights over and in any other manner deal with or dispose of the undertaking, property, assets rights and effects of the company or any part thereof for such consideration as may be thought fit and in particular for stocks, to pay for any property, rights, services or benefits acquired by the company either in cash or by the allotment of fully or partly paid up shares of the company with or without preferential rights in respect of dividend or repayment of capital or otherwise, or by any securities which the company has power to issue, or partly in one mode and partly in another on such terms & conditions as the company may determine from time to time.
8. To lend money, either with or without security, and generally to such persons and upon such terms & conditions as the company may think fit
9. To undertake financial and commercial obligations, transactions and operations of all kinds in relation to the company
10. To invest and deal with the moneys of the company not immediately required in any manner.
11. To guarantee the performance of the obligations of and the payment of dividends and interest any stock, shares or securities of any company, corporation, firm or person
12. To enter into partnership or into any arrangements for sharing profits union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on, engaged in or about to carry on or engage in any business or transaction with this company which is authorised to carry on or and to lend money to guarantee the contracts of or otherwise acquire and hold shares or securities of any such person, firm or company, and to sell, hold, reissue with or without guarantee or otherwise deal with the same. The company will not however do banking business as specified in the Banking Regulation Act, 1949.

13. To form, incorporate or promote any company or companies whether Indian or Foreign, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the company or any other objects or object which in the opinion of the company could or might directly or indirectly assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the company and to pay all costs or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered in obtaining subscriptions for or for guaranteeing the subscription of or the placing of any shares in the capital of the company or any bonds, debentures, obligations or securities of the company or any stocks, shares, bonds, debentures, obligations or securities of any other company held or owned by the company or in which the company may have an interest in or about the formation or promotion of the company or the conduct of its business in or about the promotion or formation of any other company, in which the company may have an interest,
14. To be interested in, promote and undertake the formation and establishment of such institutions, businesses, industrial, trading or manufacturing as may be considered to be conducive to the profit and interest of the company and to acquire, promote and or subsidies interest in any industry or undertaking
15. To apply for, purchase or otherwise acquire any patents, patent rights, copyrights, trade marks, formulae, licenses, concessions and the like or any secret or other information, the acquisition of which may seem calculated directly to benefit the company.
16. Subject to the Provision of the Act, to amalgamate with any company or companies having objects altogether or in part similar to those of this company.
17. To promote, and form, and to be interested in and take, to apply for acquire, hold and dispose of 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 directly or indirectly to benefit the company and to subsidies or assist any such company financially or otherwise by issuing or subscribing for or guaranteeing the subscription and issue of shares, stock, debentures, debenture stocks or other securities of such company.
18. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of this or any other company and the issue of its capital including any underwriting or other commissions, broker's fees and charges in connection therewith.
19. To donate or gift in cash or kind for any national, charitable, benevolent, public or useful purposes or to any institution, club, society, research association, fund. university, college or any other person or body other than for political purpose, subject to the provisions of Companies Act, 1956.

20. To undertake and execute any trusts the undertaking whereof may seem desirable, either gratuitously or otherwise
21. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keeper's certificates, and other negotiable or commercial or mercantile instruments connected with the business of the company.
22. To lend, or deposit moneys belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company with or without security, upon such terms as may be thought proper and to guarantee the performance of.
23. To borrow or raise money with or without security or to receive within the permissible limits money on deposit at interest, not falling under the provisions of the Banking Regulation Act, 1949 or otherwise in such manner as the company may think, fit and in particular, by the issue of debenture or debenture stock perpetual or otherwise including debentures or stock convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge, or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay or any such securities, subject to 58A of the Companies Act 1956 and the Rules framed there under.
24. To sell and in any other manner deal with or dispose of the undertaking or property of the company, or any part thereof, for such consideration as the company may think fit and in particular shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company and to promote any other company or companies of for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company
25. To distribute amongst the members of the company in specie or in kind any property of the company, or any proceeds of sale or disposal of any property of the company in the event of the winding up of the company.
26. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and by or through trustees, agents or otherwise and either alone or in connection with others, subject to Law of the Land.
27. To run or manage any business property which the company may acquire, control and repossess in connection with the main objects of the company
28. To take over, invest, in, amalgamate with, purchase or acquire by any other means any existing business in finance, investment and hire-purchase.

(C) THE OTHER OBJECTS NOT INCLUDED IN A AND B ARE

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1. To carry on all kinds of agency business, and to take part in the management, supervision or control of the business of any other company associations, firm or person and in connection therewith to appoint and remunerate any directors, accountants' experts or agents without acting as Managers, Managing Agents, Secretaries or Treasurers of any other company,
2. To act as advisors and / or consultants on all matters and problems relating to urban and town planning, landscape, architecture, structural engineering, electrical engineering, interior designing and graphics.
3. To let out on hire all or any of the property of the company whether immovable or movable
4. To acquire and develop farmlands and sell, on time share basis or hire purchase basis and to provide facilities like health club, country club etc,
5. To act as agents or brokers and as trustees for any person, firm or company and to undertake and perform sub contracts and also to act in any of the business of the company through or by means of agent brokers, sub-contractors or others.
6. To carry on the business of import export distribution of all kinds of machinery and vehicles and to act as agents, stockiest, distributors for firms and companies in India and abroad,
7. To buy, sell, refine, manipulate, import export and deal wholesale and retail in computers, scientific apparatus, articles and things of all kinds, capable of being used which can be conveniently dealt in by the Company in connection with any of its objects.
8. To carry on the business of processors, importers and exporters, of gums, gum powder, gelatin products, binders' resins, perfumes, paints, pigments, varnishes, detergents, insecticides, pesticides, fertilizers, pharmaceuticals and bulk drugs.
9. To carry on business of farm, poultry, farms, garden and fruit produce of all kinds and in particular milk, butter, cheese, poultry, fruit and vegetable and to carry on business as cow, buffaloes and cattle keepers, farmers, millers, grains, kirana and general merchants like that of milk, jam, pickles, cider preserved provisions of all kinds.
10. To carry on the business of dealers of fats, fertilizers, dips, sprays, vermifuges, fungicides medicines and remedies of all kinds of agricultural, forest, fruit growing or other purpose of or remedies for man or animals and whether produced from vegetables or animals matter or by any chemical process.

11. To commence business in rendering engineering services, engineering goods or acquiring existing units
12. To establish or acquire units engaged in trade of all packing materials and containers.
13. To acquire by purchase or otherwise and to carry on the business of estate owners, cultivators, planters, growers, seller and dealers in tea, coffee, cardamon, pepper, spices, rubber and gutta-percha and gums of every description, com, cocoa, rice, oils and oil palms, copra, coconuts, sugar, tobacco, fruit, plantations, cinchona, grains, paddy, cereals, cotton, silk, and other artificial manure, vegetables, agricultural, sericulture, horticultural and natural products of any kind and to manufacture, dispose off, buy sell, and deal in the said products.
14. To carry on the business of establishing and developing poultry farms and also to act as dealers and distributors in all kinds of poultry feedings and medicines.
15. To undertake transport contract work in all its kinds.
16. To hold and trade in properties like land, building, plant and mac finery, fumiture, office equipment, shares, stocks; debentures, gold silver and other metallic property, lease hold tights, free hold rights and mining rights.
17. To carry on business as factoring agents,
18. To establish and run educational institutions.
19. To carry on business as consultants in computers (including hardware, software & Accessories), computer oriented, systems, automatic test systems, and all branches of Computer science civil, electrical, electronic, mechanical, chemical, optical, Metallurgical and all other branches of engineering and to export technical know-how, and services related to the above. @@
20. To develop, design program, conduct feasibility studies and to act as advisers, consultants, retainers in all capacity and all matters and problems relating to management, marketing, manufacturing and processing system, personnel operational procedures and techniques to carry on the business of man power consultants and to provide trained man power. @@
21. To provide the computing facility to implement computerized applications to users and to develop software for export and undertake. Turnkey systems and software consultancy projects for exports and to carry on the business of buyers, sellers and to develop and deal in all configurations of computers, communication and information technology equipment's in all its branches including hardware, software, tools, accessories, peripherals and all other related products in India and abroad. @@

@@ (Inserted vide special resolution passed at the EGM held on 08.06.2009)

IV. Liability of the Members of the Company is Limited

- V. The Authorized Share Capital of the Company is Rs. 53,00,00,000/- (Rupees Fifty Three Crores only) divided into 5,30,00,000 (Five Crores and Thirty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten only) each with power to increase or reduce the Capital of the Company and so divide the Shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as may be determined by the company in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges, conditions or restrictions, in such manner and by such persons as may, for the time being, be permitted under the regulations of the company or legislative provisions for the time being in force in that behalf. \$

\$(Inserted vide Ordinary resolution passed at the EGM held on 14.03.2017)

VI. \*\*\*

VII. \*\*\*

VIII. \*\*\*

IX. \*\*\*

\*\*\*(Deleted vide special resolution passed at the EGM held on 08.06.2009)

#VI We, the several persons whose name are subscribed are desirous of being formed into a Company in accordance with this Memorandum of Association and we respectively agree to take the numbers of shares in the capital of the Company set opposite to our respective names :

#(Renumbered vide special resolution passed at the EGM held on 08.06.2009)

S. No.	Signature, Name, Father/ Husband name, Address description, occupation and PAN No. (If any) of each of the subscribers	No. of equity shares taken by each subscriber	Signature, Name, Father/ Husband name Address & of Witness
1	Mr. T. RAGHUNANDANA S/o. Late T.V.S. SHARMA, No.42, Luz Avenue, Mylapore, Chennai-600 004 PAN: AADPT0426C	50,000 (Fifty thousand only)	Sd/-  M.DAMODARAN S/o. K. Munuswamy Old No. 1A, New No.28 Bazaar Road, 2nd Street Mylapore Chennai-600 004  Company Secretary C.P.No. 5081
2	Ms. T. SHANTHI W/o. T. RAGHUNANDANA No.42, Luz Avenue, Mylapore, Chennai-600 004 PAN: AAVPS5245C	49,995 (Forty-nine thousand nine hundred and ninety-five)	
3	Mr.T. KESAVAN S/o. P. THATHAPPAN No. F-4, Jumbo Vinayak, 21, Leelavathi Ammal Street, Madippakkam Chennai-600 091 PAN: AIHPK5560E	1 (One only)	
4	Mr. D.W. LYONS S/o. Late V.T. LYONS No.63, Foxen Street, Perambur Chennai-600 011	1 (One only)	
5	Mr.JOSEPH FULBERT EDWARD S/o Late A. J. EDWARD No.17, 7th Street, Thiruvalluvar Nagar Errukkencherry, Chennai-600 118 PAN: ADUPJ5877D	1 (One only)	
6	Mr. C. ROY SURESH KUMAR S/o. Late S.L. COLUMBUS No.33, N.G.O Colony, Sriperumbudur-602 105	1 (One only)	
7	Mr. S. MARIAPPAN S/o. S. SANKARA NARAYANAN No.146, Pandian Street, Alwarthiru Nagar Chennai-600 087 PAN: AIRPM 9968L	1 (One only)	
<b>Total 1,00,000 (One lakh shares only)</b>			

Place: Chennai  
Date: 06.11.2003

For Updater Services Pvt Ltd.



T. Raghunandana  
Managing Director