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**MEMORANDUM**

**OF**

**ASSOCIATION**

**OF**

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**HOMETECH DIGITAL LIMITED**

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**SCHEDULE I**  
**(See sections 4 and 5)**  
**TABLE -A**  
**MEMORANDUM OF ASSOCIATION**  
**OF**  
**HOMETECH DIGITAL LIMITED**  
Indian Non-Government Company  
Having share capital  
Incorporated under The Companies Act, 2013  
(NO. 18 OF 2013)

1. The Name of the Company “**HOMETECH DIGITAL LIMITED**” ^
2. The Registered office of the company will be situated in the Union Territory of Chandigarh.
3. (a) The objects to be pursued by the company on its incorporation are
  1. To buy, sell, import, export, manufacturing, distribution, retail or otherwise deal in Electronics and Electricals Appliances, Mobile phones and their accessories, Telecom products and their accessories, Consumer durables, Consumables Accessories, Computer Hardware and Software, Computer Accessories and Stationery, Communication equipments, Editing Equipments, Sound recording equipments, Bio medical Research equipment, Recording media and energy equipment, Wires, Cables, Motors and Refrigerators.
  2. To act as Carrying and Forwarding Agents, Distributors, Consignee Agents Dealer, Commission Agent or in any other form of agency of all or any of the products mentioned above in Clause 3(a)(1).
- (b) Matters which are necessary for furtherance of the objects specified in e 3(a) are
  1. To establish, provide, maintain and conduct or otherwise subsidize and assist research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical researches, experiments and tests of all kind and to promote studies and research both scientific and technical investigation and invention of any kind that may be considered likely to assist any of the business which the company is authorized to carry on.

*^The Name Clause Altered by deleting the word “Private” from the existing name, as a result of approval for conversion of the company vide shareholder’s resolution dated July 20, 2023.*

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2. To apply for, obtain, purchase or otherwise acquire and protect, prolong and renew patents, patent rights, brevets, inventions, processes, scientific or technical or other assistance, manufacturing processes, know-how and other information, designs, copy rights, trade marks, licenses and concessions, rights or benefits or rights of use thereof, which may seem capable of being used for or in connection with the main business of the company or the acquisition or use of which may seem calculated directly or indirectly to benefits the company on payment of any fee, royalty or such other consideration and to use, exercise or develop the same.
3. To share with any company, firm, individual or any such other organizations, any movable and immovable property of any description and any patents, trademarks, concessions, privileges, rights, service, personnel and other necessary facilities and compensate or accept compensation at periodical intervals for such arrangements and to do all such other things, as may be deemed incidental or conducive to attainment and promotion of the above main objects or any one of them.
4. To invest money and to make the advances of such sums of money upon or in respect of or for the purchase of raw material, goods, machinery stores or any other property, articles and the things required for the business of the company with or without security and upon such terms and subject to such conditions as the company deems expedient.
5. To adopt such means of making known products, services and activities of the company as may seem expedient and in particular by advertising in the press,(both print and electronic), by circulars, by publication of books and periodicals and by granting prizes, rewards and donations.
6. To mortgage, hypothecate, pledge all or any of the properties whether movable or immovable of any description whatsoever and other valuable securities of the company
7. To send out to foreign countries Directors, employees or any other person for providing/investing possibilities of any business, trade or for procuring and buying machinery or establishing trade connections or for promoting the interest of the Company and to pay all expenses incurred in this connection.
8. Subject to the provisions of the Companies Act, 2013 to amalgamate with any other Company with objects all or any of which are similar to the objects of the Company in any manner whatsoever (either with or without a liquidation of the Company).
9. To pay out of the funds of the company all costs, charges and expenses and incident to the formation and registration of the Company and any company promoted by the company and issue of capital of the Company and to pay such other Company any expenses incidental to the negotiation between the promoters preliminary to the formation of the Company and other pre-incorporation or preliminary and other expense of and also all costs, charges, duties impositions and expenses of and incidental to the accomplishment of all or any formalities which the company may think necessary or proper in connection with any of the aforesaid, subject to provisions of Section 314 of the Act.
10. To pay for any property or right acquired by, or for any service rendered to the Company either in cash or fully or partly paid up shares with or without preferred or equity rights in respect of dividend or repayments of capital or otherwise or by any securities which the Company has power to issue or by










the grant of any rights or options or partly in one mode and partly in another and generally on such terms the Company may determine.

11. To apply for and obtain through any Act of parliament, charter, privilege, concession, license or authorization of any government, state or municipality, provisional order or license of any authority for enabling the Company to carry on any of its objects or for extending any of the powers of the Company or effecting any modification of the constitution of the Company or for any other purpose which may seem calculated directly or indirectly to prejudice the interests of the company.
12. To undertake and / or execute and trust the undertaking of which may seem to the company desirable either gratuitously or otherwise and to vest any real or personal property, rights or interest acquired by or for the benefit of the Company with declared trust in favour of the Company.
13. To open accounts with any banks or financial institutions and to draw, make, accept, endorse, negotiate, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and such other negotiable or transferable instruments and to buy, sell and deal in the same. payments and from time to time by creating and subscribing or contributing to provident fund and other fund and providing or subscribing or contributing towards assistance as the Company may deem fit.
14. To enter into partnership or any arrangement with other firms for manufacture of components and materials for sharing profits, amalgamation, union of interest, cooperation, joint ventures, reciprocal concession or otherwise any person, firm or Company carrying on or engaged in or about to carry on or engaged in business or transaction which the Company is authorized to carry on or to engage in or any business undertaking or transaction which may seem capable of being carried on or conducted so as directly to benefit the Company.
15. To cause the Company to be registered and recognized in the Indian State of Foreign country or place and to open branches in India or outside for the purpose of the Company.
16. To open branches, offices, showrooms, departmental stores, depots, godowns warehouses, workshop, exhibits units at one or more places within and outside India and procure the registration or recognition of the Company in or under the laws of any place outside India.
17. To act, engage consultants, advisers, experts, technicians, researchers, counsels and attorneys in connection with the main business of the Company
4. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
5. The Authorized Share Capital of the company is Rs. 25,00,00,000/- (Rupees Twenty -Five Crores) divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.

***\*The authorized share capital of the company is increased to Rs.25,00,00,000 (Rupees Twenty -Five Crores) divided into 2,50,00,000 (Two Crores Fifty Lakhs) equity shares of Rs.10/each vide shareholder's resolution passed in the extra ordinary general meeting held on August, 17 2021.***

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6. We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

Name, Address, Description and Occupation of Subscriber	Photograph of the subscriber	Number of Equity Shares taken by each Subscriber	Signature of Subscriber	Name and Address, Description, Occupation and Signature of the witness
<p>RAMOJI CHANDAR BHAV S/O NITSA JAYD SHAM R/o A-3/209-A, JAWAR PUR, NASHIK DIST. MS Occupation: Business</p>		<p>5000 Full - Shares only</p>		<p>After 10:30 am on 16.12.2014 Company Secretary is present S.O. 28.11.2014 S.O. 30.11.2014 S.O. 30.11.2014 (Appendix)</p> 
<p>ANIL KUMAR MUNDAKAR R/o 202, 203, 204, 205 D. S. S. ROAD, KALINA MUMBAI - 400 098 Occupation: Business</p>		<p>5000 Full - Shares only</p>		
<p>SHAM KUMAR MISHRA S/O S/O HARSH BASK MUNDAKAR R/O FLAT NO - 402 BANDRA WEST MUMBAI MUMBAI - 400 050 Occupation: Business</p>		<p>5000 Full - Shares only</p>		
<p>Witness Statement: I witness to subscribers (above), who have subscribed and signed in my presence (date and place to be given), further I have verified his or their identity details (ID) for their identification and satisfied myself of his or their identification particulars as filled in. Name of the Witness Signature of the Witness Date: 20.12.2014 Place: Mumbai</p>	<p>15000 Full - Shares only</p>			

annexure