Altered as on 08-02-2020

MEMORANDUM OF ASSOCIATION[1]
OF
MILESTONE GLOBAL LIMITED
(Company limited by Shares)
(Incorporated under Companies Act, 1956)

1st The name of the Company is MILESTONE GLOBAL LIMITED.

2nd The registered office of the Company will be situated in the state of KARNATAKA.

3rd (a) The Objects to be pursued by the Company on its incorporation are:[2]

(1) To carry on the business of manufacturing, processing, exporting, selling, importing, consulting, designing, contracting and otherwise dealing in granite, [marble, sandstone tiles, blocks][3], slabs and other stones for monuments for construction purposes in India and abroad and to acquire by purchase, lease, license or otherwise stone quarries of all kinds or other rights in stone quarries of all kinds.

(2) To carry on, in India or abroad, the business or vocation or to act as advisors and consultants on all matters of translation, interpretation, graphic designing, typesetting, desktop publishing, website and application localization, software localization, transcription, translation from tape, subtitling, dubbing and voiceover of all local and foreign languages and to undertake and perform subcontracts in India and abroad either as principals, trustees, agents, contractors or otherwise and either by or through agents, sub-contractors, trustees or otherwise.

(3) To carry on, in India or abroad, the business of developing software and providing services relating to website and software translation, advertising and marketing translation, technical translation, medical and pharmaceutical translation, legal translation, desktop publishing, financial translation and also providing certified translations of all types of documents and to act as an importer and exporter, distributor, agent, trader and supplier of language and data products including but not limited to software, books, hardware, manuals and training material in India or abroad.

(4) To contract multilingual and data-related human resources for companies, events and individuals in India and abroad for the purpose of interpretation, translation and transcription related work and to set up BPOs for providing outsourcing services including but not limited to multilingual call centers, customer support, linguistic testing and quality assurance, technical support, language support and interpretation services and establish training and educational institutes to provide training in the field

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[1] *In order to align content of MOA as per the Companies Act, 2013, MOA was altered at EGM held on 08th Feb, 2020 by way of changing the style of clause numbers from Roman numeric to English numeric like 1st, 2nd, 3rd, aligning of sub-headings of clause III and deletion of sub-clause (C)-other objects, language of liability clause and numbering of capital clause & subscribers clause."*

[2] *"Clause 2, 3, 4& 5 of the Main Objects Clause was added at EGM held on 08th Feb, 2020."*

[3] *"In clause 1* 'tiles, marbles' phrases were substituted with 'marble, sandstone tiles, blocks' and old clause 2 *was merged with clause 1 at EGM held on 08th Feb, 2020."*

Effective date of Alteration of MOA is 2nd March, 2020, being the date of approval by ROC.

of language education, cross-cultural communication, transcription, data labelling, data processing and speech in India and abroad.

(5) To translate, create, collect and store audio, visual and text data in local and foreign languages for the purpose of analyzing, organizing, distributing and selling data to entities in India and abroad to be used in the training and development of human resources, processes, search engines, application, AI, machine learning and deep learning.

(b) Matters which are necessary for furtherance of objects specified in clause 3(a) are:-

(1) To acquire by concession, grant, purchase, barter, lease, license or otherwise, either absolutely conditionally and either solely or jointly with others, any lands, buildings, easements, way leaves, privileges, rights, licenses, powers and concessions and in particular any water rights or concessions for the purpose of obtaining motive powers and any machinery, plant, utensils, goods, trademarks and other movable and immovable property of any description, which the company things necessary or convenient for the purposes of its business or which may seem to the company capable of being turned to account.

(2) To build, erect, establish, maintain, construct, re-construct and adopt any buildings, offices, workshops, mills, factories, godowns, machineries, accessories and other things found necessary or convenient for the purpose of Company's business and also to extend the business of the company by adding to, altering, enlarging all or any of the buildings, premises and machineries etc for the time being the property of or in possession of the company and by expending form time to time such sum of moneys as may be necessary or expedient.

(3) To sell, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of turn to account or otherwise deal with all or any part of the properties and rights of the company.

(4) To enter into any arrangement with any authority, Government, Railway, Municipal, Local or otherwise, that may seem conducive to the company's objects or any of them and to obtain from any such authority any rights, privileges and concessions with the company may thing it desirable to obtain and to carry out and exercise and comply with any such arrangements, rights, privileges and concessions.

(5) To buy, sell, repair, alter, exchange, refine, manipulate, let on hire, import, export and deal in all kinds of substances, articles, apparatus, plant, machinery, appliances, tools, commodities and things which may be required for the purposes of any of the business of the company or commonly supplied or dealt in by persons engaged in any such business, in connection with any of the said business.

(6) To subscribe, take or otherwise acquire and hold shares in any other companies having objects altogether or in part similar to those of his company or carrying on any business capable of being conducted so as directly or indirectly to benefit this company.

(7) To enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorized to carry on or engage in or to enter into and conduct any business agreement, undertaking or transaction with any Government, person, firm or corporation which may be advisable or seem capable of being carried on or conducted so as directly or indirectly to benefit the company.

(8) To promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this company or for any other purpose which may seem directly or indirectly calculated to benefit this company.

(9) To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights, liabilities of any person, firm or company carrying on any business which this company is authorized to carry on and to purchase , acquire, apply for, hold, sell and deal in shares, stock, debentures or debenture stock of any such person, firm or company and to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any such person, firm or company.

(10) To pay all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the company and connected to the inauguration of any offices, branches and agencies of the company.

(11) To pay for any properties, rights or privileges acquired by the company in shares of this company or partly in shares in cash or otherwise.

(12) To procure the registration or other recognition of the company in any country, state or place and to establish and regulate agencies for the purpose of the company's business.

(13) To apply for, purchase or otherwise acquired and obtain any patents, inventions, licenses, permissions, concessions, processes and the like conferring any exclusive or linked rights(either in point of time or otherwise) to use the same or any secret of other information as to any invention which may seem capable of being used for any purposes of the company, the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account any patents, inventions, licenses, permissions, concessions, processes and the like an the information so acquired.

(14) To establish , provide, maintain, conduct or otherwise subsidize research laboratories experimental stations, workshops and libraries for scientific industrial economic and technical research surveys and investigations to promote studies, research, investigation and invention both scientific and technical, by providing, subsidizing, endowing or assisting laboratories, colleges, universities, workshops, libraries, lectures, meeting, exhibitions and conferences and by providing or contributing to the remuneration of scientists, scientific and technical professors or teachers and to the award of scholarships, grants and prizes to students, research workers and studies researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any of the objects of the company.

(15) To collaborate with any foreign company or to acquire foreign know how relating or connected to the company's business to improve the technology or to diversify the company's activities.

(16) To amalgamate with any company or companies having objects altogether or in p art similar to those of this company.

(17) Subject to the Companies Act in force, to invest and deal with the moneys of the company not immediately required in such manner as may from time to time may be determined.

(18) To vest any immovable or movable property, rights or interest acquired by or belonging to the company in any person or company, on behalf of or for the benefit of the company and without any declared Trust of the company.

(19) To guarantee the payment of money unsecured or secured by or payable under on in respect of promissory notes, bonds, contracts, mortgages, charges, obligations, instruments and securities of

any company or any authority, municipal, local or otherwise or any person whomsoever, whether incorporated or not and generally to guarantee or become sureties for the performance of any contracts or obligations.

(20) To receive deposits within the permissible limits and to lend money belonging to or entrusted to or at the disposal of the company to such person or persons or company in particular to customers and other dealing with the company with or without security, upon such terms as may be thought proper and to guarantee the performances of contracts by such person or persons or company, without doing business of Banking as defined in Banking Regulations Act, 1949. The acceptances of deposits are subject to the provisions of the Companies Act in force.

(21) To draw, accept, make, endorse, discount and negotiate Promissory Notes, Hundies, Bills of Exchange, Bills of Lading, Delivery Orders and other negotiable of transferable Instruments.

(22) Subject to the provisions of Companies Act in force, to borrow or raise money with or without security, to receive money on deposit at interest or otherwise in such manner as the company may think fit and in particular by issue of debentures convertible into shares of this or any other company; or secure the payment of money in such manner as the Company shall think fit and in particular to mortgage or charge all or any of the Company's properties or rights or interests both present and future including the uncalled capital as security towards any loan or loans raised or contracted by the company upon such terms as to priority or otherwise as the company shall think fit and to purchase, redeem or pay off any such securities.

(23) To sell or dispose of the undertaking of the company or any part thereof for such consideration as the company may think fit, and in particular for shares, debentures or securities of any other company.

(24) To open current or deposit account or accounts with any individual, firm or company or with any bank or banks and to pay and to withdraw from such account/accounts the funds of the company whether the same is/are overdrawn or not as may be required for any of the objects or purposes of the Company.

(25) To train and/or to pay for training in India or abroad, of any member or any director, or any of the company's employees or other candidates in the interest of and for the furtherance of the company's business.

(26) To make advances upon or for the purpose of materials, goods, machinery, stores and other articles or services required for the purpose of the company.

(27) To take part in activities of business association, Commercial association, Chamber of Commerce, trade or other associations.

(28) To let out on lease or on hire all or any of the property of the company whether immovable or movable including all and every description of apparatus or appliances.

(29) To sub-let all or any contracts from time to time and upon such terms and conditions as may be thought expedient.

(30) To insure and keep insured all or any of the property of the company.

(31) To advertise, exhibit, broadcast and adopt means of making known the business activities of the company or any articles or goods traded or dealt with by the company in nay way as may be expedient including posting of bills in relation thereto and the issue of circulars, books, literature,

pamphlets and price lists and the conduction of competitions, exhibitions, demonstrations and the giving of prizes, rewards and donations, subject to the provisions of Companies Act in force.

(32) To subscribe to or otherwise aid benevolent, charitable, national or other institutions or objects of a public character or which have any moral or other claim to support, aid by the company by reason of the locality of its operations or otherwise, subject to the provisions of Companies Act in force.

(33) To undertake and execute any trust, the undertaking of which may seem to company desirable and either gratuitously or otherwise.

(34) In the event of winding up of the company, to distribute any of the property of the company among members in specie but so that no distribution amounting to a reduction in capital be made without sanction of the court as required by the Companies Act in force.

(35) To apply for, promote and obtain any Act of parliament or legislature, Charter, privilege, concession, license or authorization of any Government State or Municipality, provisional order of license of the Board of Trade or other authority for enabling the company to carry on any of its objects into effect or for extending any of the powers or for effecting any modifications in the constitution of the company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated, directly or indirectly to prejudice the interests of the company.

(36) To establish agencies or branches in India or elsewhere in the world for the conduct of the business of the company of for the manufacture, purchase, sale or distribution of any materials or things, for the time being at the disposal of the company, to regulate their working and also to discontinue the same.

(37) To grant pensions or gratuities and to establish and support or aid in the establishment of associations, institutions, funds, trusts and conveniences, calculated to benefit any employee and any directors who hold any office of profit with the company or under subsidiary thereof or any associated or allied company or the relations or dependents of such employee or employees, and also to provide for the welfare of such persons by building or contributing to Provident Fund and other associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals, dispensaries, medical and other attendance and assistance as the company shall think fit and to subscribe for trade, commerce or industry, provided that such contribution is likely to be, in the opinion of the company be in the interest of the company.

(38) To appoint and remunerate experts, scientists, engineers, technicians, mechanics, managers, contractors, brokers, canvassers, agents, officers, accountants, legal advisers, workmen, clerks, artificers, servants, menials and other persons.

(39) Subject to the provisions of Companies Act in force, to create any Depreciation Fund or Reserve Fund, Sinking Fund, Insurance Fund, or any other special fund whether for depreciation or for repairing, improving extending or maintaining any other property of the company for any other purpose, conducive to the interest of the company.

(40) To do all or any of the above things in any part of the world as principals agents, contractors, trustees or otherwise any by or through trustees, agents or otherwise and either or in conjunction with others.

(41) To pay, out of funds of the Company, all expenses of and incidental to the issue of subscription of the shares or loans or capital including brokerage, underwriting or other commissions for obtaining applications for or placing or guaranteeing the placing of shares or any debenture, debenture stock and other securities of the Company and also all expenses attending the issue of any

circular or notices and printing, stamping, circulating proxies and forms to be filled up by the members of the Company.

(42) To enter into any contract, agreement, arrangement, memorandum of understanding or such other mode of contracts with Government of India, State Governments, Semi Government body, Foreign Governments, Municipal or Local authorities , Bodies Corporate, Persons or such other authorities whether in India or abroad which the Company may seem conducive to carry on any of its objects and to obtain from any such authority any rights, privileges, concessions or such other benefits which may seem to the company desirable in the interest of the Company and for carrying on its objects.[4]

4th 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]

5th The Share Capital of the Company is Rs. 5,25,00,000/- (Rupees five crores twenty five lakhs only) divided into 52,50,000(Fifty two lakhs fifty thousand only) equity shares of Rs. 10/- (Rupees Ten Only) each,

6th 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:-

Names, Addresses, Description and Occupations of the Subscribers.	No. of Shares taken by each subscriber	Signature of Subscriber	Signature, Names, addresses, descriptions and occupations of witnesses
Mrs. Renubala Agarwal 32/1, Kasturba Road Cross, Bangalore 560001 Industrialist	100	Sd/-	Sd/- P. Anantha Krishnan Chartered Accountant 1010, E, 4th Main, Vijayanagar, 2nd Stage, Bangalore-560040
Mr. Sunil Kumar Agarwal 32/1, Kasturba Road Cross, Bangalore-560001 Industrialist	100	Sd/-	
Total	200		

Dated this 12th day of July One Thousand Nine Hundred and Ninety at Bangalore

[4] *"Sub-clause 41 and 42 of Clause 3rd (b) was added at EGM held on 8th Feb 2020"*

[5] *"In clause 4 of MOA the phrase* 'and this liability is limited to the amount unpaid, if any, on the shares held by them' *is added in accordance with Companies Act, 2013 and by way of changing the style of clause numbers of MOA from Roman numeric to English numeric like 4th, 5th, 6th was added at EGM held on 8th Feb 2020."*

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