

Form No. INC-33

e-MOA (e-Memorandum of Association)

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013)]



Form language

English

Hindi

Refer instruction kit for filing the form.

All fields marked in * are mandatory

* Table applicable to company as notified under schedule I of the Companies Act, 2013

A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL

D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL

E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)

Table A/B/C/D/E

1 The name of the company is

GTT DATA SOLUTIONS LIMITED

2 The registered office of the company will be situated in the State of

West Bengal

1. To provide within and outside India the comprehensive IT services encompassing software development, customization, integration, and maintenance across diverse industries and verticals, catering to both domestic and international clients; specialize in offshore/onshore software development projects, delivering cost effective and high-quality solutions to global clients, leveraging India's skilled workforce and technological expertise; collaborate with technology partners and industry leaders to stay abreast of emerging trends, advancements, and best practices in the IT landscape, continuously enhancing service offerings and delivering value added solutions to clients; engage in international acquisitions and strategic partnerships for enhancement of inhouse capabilities and various synergies; offer consultancy services in the design, setup, and optimization of data analytics infrastructure and processes for businesses aiming to leverage data-driven insights for strategic decision-making; enhance competitiveness by engaging in the sale of software products, both proprietary and third-party, leveraging expertise in technology and market trends to offer innovative solutions to clients and investing in research and development to develop its own proprietary software products, addressing unmet needs in the

3 (a) The objects to be pursued by the company on its incorporation are:

market and creating new revenue opportunities. Offer training programs and workshops in retail, corporate, and various streams in data analytics, computer technologies, and tools, for individuals and organizations seeking to enhance their analytical and technological capabilities; and offer training programs for upskilling and reskilling to students, corporates, and skilled workers of all segments for improving employability workers of all segments for improving employability.2. To act as Motion Picture Producers in talkie version or otherwise, in 70mm, 35mm, 16mm, 8mm or otherwise in Hindustan version or otherwise in any colour Eastman Colour, Technicolour, Gevacolour or otherwise or Black and White or otherwise including documentaries and advertising films and to let the same on hire or otherwise for distribution or exhibition or to sell the same wholly or such part thereof or part rights thereof for Such consideration upon such terms and conditions as may be deemed necessary or expedient.3. To carry on the business of a trading as general merchants, importers, exporters, buyers, sellers, retailers and dealers and agents, estate agents, builders, constructions and in all kinds Of commodities, materials, articles and goods, including mechanical, electrical, telecommunication, telephone, mobile phones and its instruments and components thereof used for telecommunications and/or radio communications, microphones, amplifiers, loudspeakers, telegraphic instruments, TV systems and subsystems and its equipment? and accessories and, calculators, computers, minicomputers and micro-computers, printers and its instruments, components and other related equipment? s, including home appliances, articles, goods or things of every description including refrigeration, air-Conditioning and other products, apparatus, tools, articles , goods or things of every description including wheat, straw, rice and other types of straw, forest products, compositors, cotton rags, cotton liners, cotton waste and other Fibers fabrics all kinds, oil seeds, minerals, chemicals, ornaments and as jewellery, bullions and coins, precious and semiprecious stones, objects of art and products or every description, either raw or manufactured or in the natural or processed , machineries, machinery parts and spares, tools, Implements and other commodities, articles, goods or things of every description.

1. To act as Processors of the film either in colour or black and white with the laboratory owned or acquired in any way. 2. To act as Distributors of Motion Pictures in any length, sizes and colour for any world territory including India and Overseas on outright basis, Minimum Guarantee or advance basis or simple commission basis or on partnership basis or profit-sharing basis as is thought fit by the Directors of the Company. 3. To act the world right controller of the Motion Pictures produced by others either before, during or after making stage,

jointly or in conjunction with other individuals, institutions, firms companies and corporations periodically or permanently. 4. To act as the technician of the motion picture production either in the capacity of supplier of technical know-how in motion picture production or distribution or exploitation or exhibition as directors, production advisers, business advisers, costume make-up or camera at technique suppliers or any technical matter connected with the Motion Pictures business. 5. To act as the Distributors Exhibitors and Exploiters of the Motion Pictures in colour or otherwise at anyplace in India or abroad with the at res owned, hired or otherwise acquired on such terms and conditions as the Directors think fit and proper for the benefit of the Company. 6. To act as importers of the exposed and unexposed film in colour or Black & White or to act as importers of raw materials, cosmetics, photographic film, machinery apparatus and equipment and other items essentially required for the making of or the betterment of the movie from any part of the world and to acquire and purchase licences and incentives for the same. 7. To act as financiers in whole or in part of the motion pictures either for production or distribution or for exploitation and exhibition or for import, with or without the security as thought by the directors of the Company in the best interest of the Company. 8. To make, purchase, take on hire, acquire, finance, hold, sell, let or relet or lease or otherwise dispose of distribution and exhibition rights wholly or partly in cinema to graph films, raw films, cinema to graph machinery, and such other goods and articles as are required for the production, distribution or exhibitions of cinema to graph films upon such terms and conditions as may be necessary or expedient. 9. To apply for, purchase or otherwise acquire any patents, inventions, licences, concessions and the like conferring any exclusive or limited rights to use any secret or other information as to any invention which may seem capable of being used for any purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use exercise, develop or grant licences in respect of or otherwise turn to account the property, rights or information so acquired. 10. To buy, make, produce, take on hire or otherwise acquire all necessary machinery, cameras, instruments, apparatus, tools sound recording sets, reproducing sets, reproducing machines, lighting sets, chemicals, dresses, ornaments, furniture, photographic and optical goods, cinematographic films, broadcasting and receiving sets and television sets, material for setting decorating or any other articles required in connection with the business of the Company and to deal in all or any of the inclusive of by selling or leasing them out from time to time. 11. To acquire by purchase, lease grant, assignment, transfer

licence, exchange, otherwise, lands, gardens, build premises and to erect buildings, cinema houses for showing pictures, recording the at res, studios laboratories, factories.12.To appoint agents and constitute agencies of the Company in India and elsewhere in the world.13.To hire, rent, lease or otherwise acquire locations, sets, furniture?s and fixtures, decorating materials or any other article required in connection with using of the location including to deal in all or any of them inclusive of buying, selling or leasing the mout from time to time.14.To do all or any of the above things in any part of the world as principals, contractors, sub contractors, trustees, or otherwise and either alone or in conjunction with others and to do all such things as are incidental or conducive to the attainment of the above objects or any of them.15.To enter into technical and financial collaboration with foreign or Indian collaborators for the above objects. 16.To carry on the business of showing, producing and advertisement films, shorts, slides and securing the advertisement concession to any theatre, places, hall or any other show.17.To run and carry on business as publishers of newsletters, magazines, periodicals, journals, books and other literary works and undertakings relating to films and activities of the film industry and to carry on the business of publicity and advertisement agents in relation to the above objects.18.To produce and get produced talking or television films and gramophone records in various languages, to carry on the business and particularly in the film industry, all and its allied or kindred trades and businesses and particularly the film industry, both silent and talkie and any business or industry, which may hereafter be deemed to be an improvement upon or a replacement in part or wholly of the film industry as is known and understood as the date hereof.19.To organize exhibitions, fairs, shows, market for the sale of and advertisements for all kinds of products on behalf of producers and other advertisers and to carry on the business of publicity and propaganda agents for the aforesaid object.20.To remunerate Directors, Managing Directors staff technicians and employees of the Company and others, out of, or in proportion to the returns of profits of the Company or in such other manner as the Company may deem fit.21.To enter into agreements with authors, story, scenario writers and other person for the dramatic, musical or other rights. of cinematographic representation or writers and other persons for exhibition of their stage, play, story composition, scenario performances and entertainments. 22.To enter into agreement and employ film directors, technicians, engineers, sound experts, cameramen, musicians, art directors, printers, carpenters, actors, actresses and other expert persons necessary for conducting the business of the Company and to train and equip persons in acting, photography, recording in

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

all subjects connected with the cinema and other allied industries.23.To appoint engineers, contractors, managers, salesmen, brokers, canvassers, agents representatives and other persons and to establish and maintain agencies or branches in any part of India or elsewhere for the purpose of the business of the Company and to discharge and to discontinue the same.24.To obtain any rights, concession and privileges, permissions and the like, periodicals or otherwise which may be considered conducive to the interests or to the business of the Company from any Government, States, Municipalities, Local Boards, Museums, Libraries or any authorities supreme or otherwise and to enter into arrangements in connection therewith and to carry out, use exercise and comply with such rights, privileges, concessions and permissions and arrangements.25.To acquire and undertake, the whole or any part of the business, property and liabilities of any persons, firm or company carrying on any business which the Company is authorized to carry on.26.To establish and maintain agencies, branches, places and local registers and procure the Company to be registered or recognized and to carry on aforesaid business in any part of the world.27.To draw, make, accept, negotiate, assign, execute and issue and to buy, sell promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments in connection with the business of the Company.28.To receive moneys for financing the business of the Company on deposit or loan upon such terms as may be thought fit provided, however, that the Company shall not do any banking business as defined under the Banking Regulation Act, 1949, subject to provisions of Section 58-A and directives of Reserve Bank of India.29.To act as financiers and to lend finance advance money on property, on mortgage of immovable property on hypothecation or pledge of movable property on barter basis or without securities to such persons and on such terms as may seem expedient and in particular to customers or any persons having dealing with the Company but not amounting to banking business as defined under the Banking regulation Act, 1949.30.To amalgamate, enter into partnership or arrangements 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 engaged in any business or transaction which the company is authorized to do.31.To promote any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company.32.To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this Company.33.To convert the Company into public limited company, and vice versa.34.To

make donations to such persons or institutions and in such cases and either of cash or any other assets as may be thought directly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business to this Company and to subscribe or guarantee money for charitable benevolent or useful objects and to establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences for the benefit of the employees or ex-employees or of persons dealing with the Company or the dependents, relatives or connections of such persons, allowances, gratuities, bonuses, either by way of annual payments or a lump sum, and to make payments towards insurance and to form and contribute to provident and benefit funds, to or for such persons.35. To cause the Company to be registered or recognized in any foreign country or place.36. To grant aid, scholarships, subsidy loan etc. for advanced studies in connection with the object of the Company in or outside India to deserving persons when the Company is assured of good returns for the attainment of the objects of the Company.37. To maintain Workshops, Laboratories and to carry on research or repair for the Company's products and machinery equipments and assets.38. To sell and dispose of the whole or in part of the Company's undertaking for such consideration as the Company may think fit.39. To invest and deal with the moneys of the Company.40. To take all necessary or proper steps in any Legislature (Central or State) or with the authorities governmental, local, municipal or otherwise or in any place in which the Company may have interest, and to carry on any negotiations or operations for the purposes of directly carrying out the jobs of the Company or effecting any modifications in the constitution of the Company and to oppose any steps taken by any person or company which may be considered likely, directly or indirectly to prejudice the interest of the Company. 41. To be interested in promoting and undertaking the formation and establishment of such institutions, businesses or companies which include all or any of this Company's objects as may be considered to be conducive to the business which may seem to the Company capable of being conveniently carried on in connection with any of these objects or otherwise calculated, directly to render of the Company's properties or rights for the time being profitable.42. To pay out of the funds of the Company all expenses of and incidental to the formation, registration and establishment of the Company.43. To invest the surplus moneys of the Company in shares, stocks, bonds, debentures obligations or other securities or any Government, Municipality, or other public bodies, Companies or Associations as may from time to time be expedient or be determined by the

Board of Directors.44.To borrow or raise or secure the payment of moneys in such manner and on such terms and with such powers and privileges as may be thought fit and in particular by the issue of or upon bonds, debentures, bills of exchange, promissory notes, hundies or other obligations or securities of the Company along with the guarantee of the director or directors, and with a view thereto mortgage and charge the undertaking and all or any of the immovable property present or future, and all or any of the uncalled capital for the time being of the Company and in purchase, redeem or pay off any such securities, but not to undertake the business of Banking as defined under the Banking Regulation Act 1949 subject to provisions of Section 58A and directives of Reserve Bank of India.45.To issue and deposit any security which the Company has powers to issue by way of mortgage or charge to secure any sum, also by way of security for the performances or any contracts or obligations of the Company.46.To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, hundies, bonds, debentures, stocks, contracts, Mortgages, charges, Obligations, instruments and securities of any company or of any authority supreme, municipal, local or otherwise of any persons whomsoever whether incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations in connection with the Company's business.

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 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding * rupees.

(iii) The share capital of the company is 650000000 rupees, divided into

65000000	Equity Share	Shares of	10	Rupees each	
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Attachments

First Subscriber (s) sheet

Altered MOA -GTT_AC_Final.pdf

Declaration

Pursuant to resolution no. dated, I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

To increase in Authorised Share Capital of the Company from Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 65,00,00,000/- (Rupees Sixty-five Crores Only) divided into 6,50,00,000 (Six Crores Fifty Lacs)Equity Shares of Rs. 10/- (Rupees Ten Only) each, by way of creation of additional 2,50,00,000 (Two Crores Fifty lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari-passu in all respect with the existing equity shares of the company, aggregating to Rs. 25,00,00,000 (Rupees Twenty-Five Crores Only) and that existing Clause V of the Memorandum of Association of the Company be replaced with following new Clause V:
V. The Authorised Share Capital of the Company is Rs. 65,00,00,000/- (Rupees Sixty-Five Crores Only) divided into 6,50,00,000 Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares.

To be digitally signed by

Name

Designation

DIN

DSC