

**THE COMPANIES ACT, 2013
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF**

AUSTERE SYSTEMS PRIVATE LIMITED

- I. The Name of the Company is **Austere Systems Private Limited**.
- II. The Registered Office of the Company is situated in the State of Maharashtra, within the jurisdiction of the Registrar of Companies, Maharashtra, Pune.
- III. The objects for which the Company is established are:-

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

1. To carry on the business of software development, software as a service (SAAS), mobile application development, information technology, database, IT enabled services, training and development, web development, web and portal operations, ecommerce platform, ERP and MIS solutions, data and document storage, and to act as resellers in software and products and to engage in business process outsourcing, knowledge management solutions, IT consulting advisory services.
2. To manufacture, purchase, import, export, trade, supply of chemicals, fertilizers, pesticides, laboratory apparatus and testing equipment either independently or jointly in partnership or on agency or sub contract basis with or on behalf of any individual, firm, body corporate, association or society, central or state government, or any local authority and to provide all sorts of consultancy services related to above mentioned item works within and outside India
3. To carry on the business of fabricators, architects, civil engineers, soil tester, water tester and undertake any commercial, college, industrial project either independently or jointly in partnership or on agency or sub contract basis with or on behalf of any individual, firm, body corporate, association or society, central or state government or any local authority and to provide all sorts of consultancy services related to architecture or soil testing or water testing works within and outside india.
(The memorandum of association amended vide Special Resolution dated 26th May 2017)
4. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of goods on wholesale as well as on retail basis in India or elsewhere.
5. To carry on the business as exhibitors of various goods, services and merchandise and to undertake the necessary activities to promote sales of goods, services and merchandise manufactured/dealt with/provided by the Company.
6. To act as broker, trader, agent, C & F agent, shipper, commission agent, distributor, representative, franchiser, consultant, collaborator, stockiest, liaison, job worker, export house of goods, merchandise and services of all grades, specifications, descriptions, applications, modalities, fashions, including by-products, spares or accessories thereof, on retail as well as on wholesale basis.

(Clause 4 to 6 inserted vide EGM held on 02.01.2021)

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

- 1). To acquire property or rights, which the company may think necessary or convenient for its business.
- 2). To buy, sell and deal in articles and things of all kind which may be required for the purpose of or commonly dealt in by persons engaged in any such business or required by workmen and others employed by the company

For AUSTERE SYSTEMS PRIVATE LIMITED



DIRECTOR

For AUSTERE SYSTEMS PRIVATE LIMITED



DIRECTOR

- 3) To sell, exchange, lease, grant license and other rights over or otherwise deal in or dispose of all or any part of the property of the company for such consideration as may be thought fit.
- 4) To distribute any property of the company amongst members of the company in specie.
- 5) To construct, maintain or alter any buildings or works necessary and convenient for the purpose of the company.
- 6) To acquire and carry on the business or manage the affairs of the company or firm which has defaulted in discharging its financial commitments/ obligations to the company.
- 7) To indemnify, where required, while carrying on the business of the company.
- 8) To pay for all costs, charges, expenses of and incidental to the promotion and formation, registration and establishment of the company.
- 9) To adopt all or any pre-incorporation contracts, agreements or arrangements entered into or made by the promoter(s) prior to the incorporation of the company.
- 10) To provide for the welfare of the directors, officers, employees, ex-directors, ex-officers and ex-employees of the company and the spouses, widows, widowers and families or dependents of such persons by building or contribution to the building of houses by grants of money, pensions, allowances, Bonuses or other payments like free medical facilities, contribution to family group insurance schemes and / or by any other means as the company shall think fit.
- 11) To make advances upon or for the purposes of purchasing materials, goods, rights, technology, information, software, stores, and other articles required by the company.
- 12) To lend, advance or guarantee to any one with or without security on such terms and conditions as may be deemed proper, but not to do banking business as defined by the Banking Regulation Act, 1949.
- 13) To invest in, hold, dispose of bonds or securities floated by any company, State or Central Government, Further to invest and deal with the money of the company not immediately required in such manner as may from time to time be determined and to vary such investments including granting of share capital, debentures, bonds, stock options, guarantees, movable or immovable properties and equipment, machinery, patents, other rights and to advance, lend money, securities, and properties and provide guarantees, to any undertaking, body corporate, firm, person or association with or without securities, whether having dealings with the company or not, on such terms and conditions as may seem expedient.
- 14) To make, draw, accept, endorse, discount, buy, sell, and deal in bills of exchange, promissory notes and other negotiable or transferable instruments.
- 15) To guaranty where required for the purposes of pursuing the company's objects, directly or indirectly on such terms and conditions as may be mutually agreed upon, or deemed to be fair and reasonable.
- 16) To borrow or raise loans, or overdraft or advances, cash credit, term loans, clean overdraft, financial assistance for the purpose of meeting working capital requirements, with or without security, from Banks or financial institutions or others.
- 17) To create, modify or satisfy charge on the uncalled capitals or the calls made and due.

- 18) To mortgage, hypothecate, pledge or create charge on any of the assets or properties of the company, whether movable or immovable present or future including uncalled capital.
- 19) To issue bonds and debentures, redeemable or convertible, secured or unsecured and to create a trust for the purpose of securing such issue.
- 20) To enter into any arrangement for joint ventures or collaboration with any individual, firm, agency or company in India or abroad.
- 21) To open account with any bank or financial institutions and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, hundies, bills of lading, warrants, debentures and such other negotiable or transferable of all types and to buy and sell the same.
- 22) To train or apply for training in India or abroad of any member or any of the company's employees, directors or any other candidates in the interest of or for the furtherance of the company's business.
- 23) To apply for, tender, purchase, acquire any contracts, decrees or any concessions.
- 24) To enter into any arrangements with the Government or Authority Supreme, municipal, local or otherwise or any person or company that may seem conducive to the Objects of the Company or any of them and to obtain from any such Government, Authority, persons or company any rights, privileges, charters, concessions, which the Company may seem fit and desirable to obtain to carry out, exercise and comply therewith.

IVth 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.

Vth A) The Authorized Share Capital of the Company is Rs. 1,00,000/- (Rupees One Lacs Only) divided into 10,000.00 (Two lacs fifty thousand) Equity Shares of Rs.10/- (Rupees Ten Only) each.

B) The minimum paid up Share Capital of the Company shall be Rs. 1,00,000/-(Rupees One Lacs).







For Austere Systems Private Limited


Director


Director

VIth

We, the several persons, whose names and addresses are subscribed below, 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 opposite our respective names.

S. No	NAME AND ADDRESS. DESCRIPTION, OCCUPATION AND ADDRESS OF EACH SUBSCRIBER	NO. AND TYPE OF SHARE TO BE HELD	SIGNATURE OF THE SUBSCRIBER	NAME AND ADDRESS. DESCRIPTION, OCCUPATION AND ADDRESS OF WITNESS
1	 Mr. Rahul Geyarao Teri, Flat No. 4, Pratham, Esh, Plot No. 41, Sector-27, Pradhikaran, Pune - 411044. Occupation - Business	EQUITY 3333 (THREE THOUSAND THREE HUNDRED THIRTY THREE)		"I witness to subscribers who have subscribed & signed in my presence on 4/6/15 at Pune. Further I have verified their identity details for their identification & satisfied myself of their identification particulars as filed in Name - Pooja P. Nihor D/O - Papadhal M. Nihor Add - C-8 Oxford Comforts Salunkhe Vikas Road, Waranwade, Pune 41 Occupation - Business Pooja
2	 Mr. Pratik Kulkarni Flat No. 3, Prathamesh, Plot No. 41, Sector-27, Pradhikaran, Pune - 44. Occupation - Business	EQUITY 3333 (THREE THOUSAND THREE HUNDRED THIRTY THREE)		
3	 Renuka Prakash Bhende Flat No. 102, Prathamesh, Plot No. 41, Sector 27 Pradhikaran, Nigdi Pune - 44 cc business.	EQUITY 3334 (THREE THOUSAND THREE HUNDRED THIRTY FOUR)		


DATE - 4/6/15
PLACE - PUNE

EQUITY 10000 ONLY
(Ten thousand only)

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For Austere Systems Private Limited


Director


Director