

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]] FORM NO. INC-33

SPICE MOA

(e-Memorandum of Association)

MOA language: English Hindi

SRN of form INC-1

G69402915

Pre-fill

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

A

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

1. The Name of the Company is

STRAIGHT VIEW INSTITUTE OF TECHNOLOGY INDIA (OPC) PRIVATE LIMITED

2. The Registered office of the company will be situated in the state of

Karnataka-KA

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

1. To carry on end-to-end business of IT services, ecommerce services, business solutions, Product development, outsourcing, product support, software infrastructure support and hardware support for clients in the field of Information Technology, Information Technology Enabled Services (ITES), Data Mining, Data Slandering, Data Processing, Testing, ERP (Enterprise Resource Planning) and also provide Training, Research and development and internship services. As part of training and development services, providing the integrated learning solutions, including Managed Training Services, strategic consulting, learning design, content development, delivery, technology, assessment, internship programs and learning management to Colleges, Universities, Technology companies, Training corporations and Publishing houses.
2. To establish, manage and operate software development centers, Business Process Outsourcing (BPO), Call Centers, computer laboratories, customer services operations, educational institutions, training centers, counseling centers, consulting services and to undertake and execute any contract involving Back Office operations for clients using computer software / hardware based system, feasibility study, to undertake software and hardware development systems and programming, data analysis, data processing, data entry, data mining, data warehousing to design, develop, manufacture, whether for own use or for clients, software packages, whether customized or otherwise for domestic and overseas market(s) to act as Application Service Providers (ASP) and to establish marketing franchise network anywhere in the world.
3. To carry on the business as Software development, Internet and Intranet services, Electronic Commerce, Web designing, providing Animation services, Web site providers, Web hosting, training of man power, data administration utilities, business processing, works subcontracting, ERP(Enterprise Resource Planning) consulting, management, marketing and services of all computer related activities in India and abroad. To design, develop, use, implement, lease, purchase, sell import, export, distribute, maintain and support various kinds of software and hardware for any information processing applications, conducting training courses in computer language, establishing and running placement services in Information technology related fields.

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

1. To enter into contracts, collaborations, agreements and arrangement with any other company, firm or persons Indian or foreign for carrying out by such other company, firm or person on behalf of the company of the objects for which the company is formed.
2. To appoint Directors or Managers of any subsidiary company or of any other in company which this company is or may be interested.
3. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property and any right or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land, buildings, easements, machinery, plant, stock or inventory of business and either to retain any property to be acquired for the purpose of the company's business or to turn the same to account as may seem expedient.
4. To enter into partnership or into any agreement for sharing profits or losses, or for any union of interest, joint-adventure, reciprocal concession or cooperation with any person or firm or company carrying on or engaged in or about to carry on, or engaged in or being authorized to carry on or engage in any business or transaction which the company is authorized to carry on or engage in or in any

India (OPC) Private Limited

Page 1 of 5

Managing Director

business or transactions capable of being conducted so as directly or indirectly to benefit this company.

5. To enter into any arrangement with any Government of authority, Supreme Municipal, local or otherwise or any person or company that may seem conducive to the companies' objects or any of them and to obtain from any such Government, Authority, person or company any rights, privileges, charters, contracts, licenses and to carry out, exercise and comply therewith.
6. To apply for, promote, and obtain any act, charter-privilege, concession, license, authorization, Government, State or Municipal, Provisional order or license of any authority or enabling the company to carry any of its objects into effect or for extending any of the powers of the company or for any other purposes which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the company's Interest.
7. To apply for, otherwise, acquire and protect and renew in any part of the World any patent rights, brevets 'o' invention, trademarks, designs, licenses, concessions, goodwill and the design like conferring any exclusive or non-exclusive or limited right to their use, or any secret or other information as to any invention, processes or know-how which may seem capable of being used for any of the purpose 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 licenses in respect of or otherwise, turn to account the property, right or information so acquired, and to expend money in experimenting upon testing or improving any such patents inventions or rights.
8. To make donations to such persons or institutions and in such cases and either in cash or in other assets as may be thought directly or indirectly conducive to any of the company's objects or otherwise expedient and in particular to remunerate any person or corporations introducing business to this company and to subscribe, or otherwise assist or guarantee money for charitable, scientific, religious or benevolent national, public or political, cultural educational or other institutions, objects or for any exhibition or for any public, general or other objects and to establish and to support or said in the establishment and support of associations, institutions, funds trusts and conveniences for the benefit of the employees or ex-employees (including Directors) of the company or its predecessors in business or of persons having dealings with the company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, Allowances, gratuities and bonuses either by way of annual payments or a lump sum and to make payment towards insurances and to form and contribute to provident benefit funds and other welfare funds of or for such persons.
9. To refer or agree to refer any claim, demand, dispute or and other question, by or against the company or in which the company is interested or concerned, and whether between the company and the member or of his or their representatives or between the company and third parties to arbitrations in India or at any outside India and to observe, perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
10. To adopt such means of making known the business of the company as may seem expedient and in particular by advertising in the press, radio, Tele Vision, by Circulars, by purchase and exhibition of works or art of interest, by publication of books and periodicals and by granting prizes, rewards and donations.
11. To undertake and execute any trust the undertaking of which may seem to the company desirable and either gratuitous or otherwise.
12. Subject to the Banking Regulations Act, 1949 to draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, hundies, bills of lading and other negotiable or transferable instruments or securities as provided in the act.
13. To sell, improve, manage, develop, exchange, lease, mortgage, and dispose off turn to account or otherwise deal with all or any part of the properties and rights of the company.
14. To take up in any part of the world all or any part of the company's objects as principals, agents, factories, trustees, contractors or otherwise either alone or in Conjunction with any other person, firm, association, corporate body, municipality, province, State Body Politic or Government or colony or dependency therefore.
15. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its States, Territories, Possessions, colonies and dependencies thereof and in any or all foreign countries, and for this purpose to have and maintain and to discontinue such number of offices and agencies there in as may be convenient.
16. To proceed the company to be registered or recognized in any part of the world.
17. To do all that is necessary suitable or proper for the accomplishment of any of the purposes or the attainment of the objects or the furtherance's of the powers herein before set forth, either alone or in association with other corporate bodies, firms or individuals, and to do every other act or acts things incidental or appurtenant to, or Growing out of, connected with the aforesaid business or powers or any parts thereof, provided the same be not inconsistent with the laws of the Union of India.
18. To aid and support, pecuniary or otherwise, any person, association, body or movement, having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotion of industry of trade concerning the objects or business of the Company related interests.
19. To subscribe, contribute, pay, transfer or guarantee money for or to dedicate, donate, present or otherwise dispose of either voluntarily or for value, any moneys or properties of the company to or for the benefit of any national, charitable, benevolent, religious, scientific, public, local general or useful objects, purposes or institutions or to or for any exhibition or for any purpose which may be considered likely directly or indirectly to further the objects of the company or the interests of its member.
20. To refer all questions, disputes or differences arising between the company and any other person whosoever (other than a Director of the Company) in connections with or in respect of any matter relating to the business or affairs of the company to Arbitration in such manner and upon such terms as the company and such other person may mutually agreed upon in each case, and such reference to arbitration may be in accordance with the provisions of the Indian Arbitration Act or the Rules of the International Chamber of Commerce

For Straight View Institute of Technology
India (OPC) Private Limited


Managing Director

relating to arbitration or otherwise.

21. To pay to any person, firm or body corporate such remuneration and fees and otherwise compensate them for their time and for the services rendered by them to 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 share capital of the company is rupees, divided into,

10,000.00	Equity	shares of	10.00	rupees each	
-----------	--------	-----------	-------	-------------	--

6

I, whose name and address is given below, am desirous of forming a company in pursuance of this memorandum of association and agree to take all the shares in the capital of the company (Applicable in case of one person company):

For Straight View Institute of Technology
India (OPC) Private Limited


Managing Director