

(THE COMPANIES ACT, 2013)
(PRIVATE COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

CHARIOTEER BLOCKCHAIN & AI SOLUTIONS PRIVATE LIMITED

- I. The Name of the Company is "CHARIOTEER BLOCKCHAIN & AI SOLUTIONS PRIVATE LIMITED".
- II. The Registered Office of the Company will be situated in the State of New Delhi.
- III. The objects for which the Company is established are:-

(A) THE MAIN OBJECT TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION IS:

1. To establish, run, operate, manage, and maintain vocational training centers, learning academies, online platforms, digital classrooms, and e-learning portals for the purpose of imparting education, skill development, and professional training in the field of Artificial Intelligence (AI) and Blockchain and its allied disciplines, including but not limited to Machine Learning, Data Science, Deep Learning, Natural Language Processing, Computer Vision, Robotics, Predictive Analytics, and Automation Technologies.
2. To promote and undertake research, development, and innovation activities in the field of Blockchain and AI education and pedagogy, including development of new teaching methodologies, tools, open educational resources, content translation/localization, adaptive learning systems, and inclusive learning frameworks aimed at democratizing AI education.
3. To establish, operate, and maintain Centers of Excellence, Innovation Labs, Blockchain and Artificial Intelligence Research Cells, and Incubation Units for the purpose of fostering a culture of creativity, experimentation, entrepreneurship, research, and problem-solving among students, faculty, and researchers. These centers shall facilitate hands-on experience, collaborative innovation, and project-based learning in areas such as Blockchain, AI, data analytics, machine learning, and automation technologies.
4. To provide consultancy and advisory services to educational institutions, corporates, startups, non-profits, and government bodies in the domains of AI curriculum design, instructional methodology, education technology integration, digital pedagogy, institutional AI strategy, and digital transformation planning. This includes creating strategic frameworks, implementation roadmaps, and quality benchmarks for AI-based learning environments.



1. Clause III (A) has been amended in the Extraordinary General Meeting (EGM) held on 15th April, 2025
2. The name of the Company has been changed from "CHARIOTEER LANGUAGE SERVICES PRIVATE LIMITED" to "CHARIOTEER BLOCKCHAIN & AI SOLUTIONS PRIVATE LIMITED" in the Extraordinary General Meeting (EGM) held on 15th April, 2025. Accordingly, Clause I of MOA has been amended.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:-

1. To obtain approval of concerned authorities, wherever required, for carrying out main, ancillary or other objects of the company.
2. To buy, sell, manufacture, repair, alter and exchange, export, import and render maintenance service, know-how technology, consultancy and training in connection with the objects of the Company.
3. To establish, appoint, regulate and discontinue contractors, managers, brokers, canvassers agents, representatives, distributors, retailers and other persons in all such places as the Company may from time to time determine for carrying out all or any other of the Company's objects.
4. To acquire either leasehold or freehold any land, building, commercial, industrial, residential building, spaces or flats for running and management of trading business of the Company and for the purpose incidental and ancillary to such activities and to sell them or sublet them and to undertake and execute civil, mechanical, electrical and structural works contracts and sub contracts.
5. To apply for, purchase or otherwise, acquire any patent, patent right, copyright, trademarks, formulae, license, concessions, conferring any exclusive or limited right to use, or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may directly or indirectly to benefit the Company; and to use and turn to account and manufacture and grant licenses or privileges in respect of the same and to expend money in experimenting upon and testing and in improving and seeking to improve any patents, inventions which the company may acquire or propose to acquire.
6. To enter into partnership or into any arrangement for sharing profits or losses or for any union of interest joint venture, reciprocal concession or co-operation with any persons or company or companies carrying on or engaged in or about to carry on, or engaged in, any business or transaction which this company is authorized to carry on or engage in any business transaction capable of being conducted so as directly or indirectly to benefit this company.
7. To enter into any arrangement with any Government or authority whether municipal, local or otherwise or any person, that may seem conducive to the Company's objects or any of them; and to obtain from any such Government or authority any rights, privileges and concessions which the company may think it desirable to obtain; and to carry out exercise and comply with any such arrangement, rights, privileges and concessions.
8. To be interest in promoting and undertaking the formation and establishment of such institutions, business, companies (industrial agricultural trading, manufacturing or otherwise) which may seem to the Company capable of being conveniently carried on in connection with any of the objects or otherwise calculated directly or indirectly to render any of the Company's property or rights for the time being profitable; and also to acquire, promote, aid, foster subsidies or acquire interests in any industry or undertaking in any country or countries whatsoever.
9. To purchase, hire or otherwise acquire any movable or immovable property and any rights or privileges which the Company may think necessary or convenient for the



purposes or its business and in particular any land, buildings, casements, machinery, plant and stock-in-trade.

10. To open and operate any type of bank accounts with the Banks, financial institutions and obtain credit facilities with or without securities for its business.
11. To make advances of such sum or sums of money upon or in respect of or for the purchase of raw materials, goods machinery, stores or any other property, articles, things etc required for the purpose of the Company upon such terms with or without security as the Company may deem expedient and to insure all or any of the properties, godowns, stocks (in godowns or in transit) and machinery with any insurance company or companies against all kinds of risks to the Company.
12. To adopt such means of making known and advertising the business of the company as may be expedient.
13. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills or exchange, bills of lading, and other negotiable or transferable instruments.
14. To dispose of, to improve, manage, develop, or exchange the undertaking, property or rights of the company or any part thereof for such consideration as the company may think fit.
15. To apply for, promote, and obtain any order, regulation or other authorization or enactment, which may directly or indirectly benefit the Company.
16. Subject to the provisions of the Companies Act 2013, to pay out of the funds of the company all or any expenses which the Company may lawfully pay for services rendered for formation and registration of the company and for promotion of any other company by it subject to the provisions of the applicable laws.
17. To insure any of the properties, undertaking, contracts, risk or obligations of the Company in any manner whatsoever.
18. To employ or otherwise acquire consultants, technical experts, engineers, scientists, foremen, specialists in any field or activity, skilled or unskilled labor for any purpose or business of the company or to investigate and examine into conditions, prospectus, value, charter and circumstances of any business concerns and undertakings and generally of any assets, property or rig and to remunerate them suitably.
19. To establish, provide, maintain and conduct or otherwise subsidize research and development of laboratories and experimental workshop for scientific and technical researches, experiments and tests of all kinds to acquire all the necessary, scientific and other equipment for the purpose to promote studies and researches and inventions by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the award of scholarships, prizes, grants or otherwise generally to encourage, promote and reward studies, researches investigations, experiments, tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on.
20. To enter into negotiation or collaboration, technical or otherwise with any person or Government for obtaining any grant, license or on other terms, formulae and other rights and benefits, and to obtain technical information, know-how and expertise.



for the production, manufacture and export or sale of all types of goods which the Company is authorised to produce or to deal in.

21. Subject to the provisions of the Act, or other enactment in force to indemnify and keep indemnified member, officers, directors, agents and servants of the Company against proceedings, costs, damages, claims and demands in respect or anything done or ordered to be done by them for and in the interest of the company and for any loss, damage, or misfortune whatever and which shall happen in execution of the duties of their office or in relation thereto.
22. To adopt such means of making known the products of the Company as may seem expedient and in particular to advance and publicize and promote the sale of any goods, articles or things produced, manufactured, traded or dealt with in any inanner by the Company, including advertising in the press, radio, theater, television films, slides, pasting of bills, the issue of circular, pamphlets, price lists, leaflets, catalogues, brochures or by the circulation of momentous, gifts and other articles, by purchase and exhibiting works of art of interest and by granting prizes, rewards, donations, subscriptions and contributions.
23. Subject to the provisions of the Companies Act 2013 including any statutory modification or re-enactment thereof for the time being in force, to distribute amongst the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, in the event of its winding up but so that no distribution amounting to a reduction of capital be made except with sanction (if any) for the time being required by law.
24. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise, to vest any real or personal property, rights or interests acquired by or belonging to the Company in any person or company on behalf or for the benefit of the Company and with or without any declared trust in favour of the Company to give and accept gifts, to create trusts for undertaking corporate social responsibilities and the welfare of employees, member, directors and/or their dependents, heirs and children and for any deserving object and for other persons.
25. To do all or any of the business and all such other things as are incidental to may be thought conducive to the attainment of the main objects or any of them in any part of the world and either as principals, agents, consultants, contractors, trustees or otherwise and by or through trustees, agents, consultants or otherwise and either alone or in conjunction with others.

IV. The Liability of the members is Limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. The Authorised Share Capital of the Company is Rs. 1,00,000/- (Rupees One Lac) divided into 10,000 (Ten Thousand) Equity Shares of Rs.10/- (Rupees Ten only) each.



We, the several persons whose name 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 number of shares in the capital of the Company set opposite to our respective names:-

| S. No | Name, Father's Name, Address, Description and occupation of Subscribers | Number of shares subscribed | Signature of Subscribers | Name, Father's Name, Address, Description and Signatures of witness or witnesses |
|-------|--|------------------------------|--------------------------|---|
| 1. | Pankaj Mittal S/o: Mr. Tarsem Mittal House no. 59, G-Block, Pocket-8, Sector-15, Rohini, New Delhi- 110089 Occupation: Self-employed | 500 (Five Hundred only) | Sd/- | I hereby witness the signatures of both the Subscribers Sd/- Alok Kr. Tripathi) S/o Sh. S. N. Tripathi R/o: J1/22, DE-4, Third Floor, Near Krishna Mandir, Khirk Extension, Malviya Nagar, New Delhi-110017 Occupation: Practising Company Secretary CP No.: 13447 |
| 2. | Ruchi Gupta D/o: Mr. Deepak Kumar 117, Julhaya Deha Basti, Ishwar Colony Vill, Bawana, Delhi-110039 Occupation: Service | 500 (Five Hundred only) | Sd/- | |
| | Total | 1,000 (One Thousand only) | Sd/- | |

Date: 30.12.2019

Place: New Delhi

