

MEMORANDUM OF ASSOCIATION

OF

PACE DIGITEK LIMITED ^{*2}

Registration No: 041949 Dated: 01.03.2007
(Incorporated under the Companies Act, 1956)
(Company Limited by Shares)

- I. The Name of the Company is **PACE DIGITEK LIMITED** ^{*2}
- II. The Registered Office of the Company will be situated in the **STATE OF KARNATAKA.**
- III. The objects for which the Company is established are:

A. ¹MAIN OBJECTS TO BE PERSUED BY THE COMPANY ON ITS INCORPORATION:


1. To Carry on and engage in India and abroad all or any of the business as manufacturers, designers, buyers, sellers, importers, exporters, distributors,

//Certified True Copy//

FOR PACE DIGITEK LIMITED
(Formerly known as Pace Digitek Private Limited
and Pace Digitek Infra Private Limited)


Venugopalrao Maddisetty
Managing Director and Chairman
DIN: 02070491

Address: No 09 TUSTI, Amma
School Road, 2nd Stage Ullal Main
Road, Jnana Bharathi,
Bangalore- 560056


Rajiv Maddisetty
Whole- Time Director
DIN: 08495070

Address: No 09 TUSTI, Amma
School Road, 2nd Stage Ullal Main
Road, Jnana Bharathi,
Bangalore- 560056

**Name of Company was changed from PACE DIGITEK INFRA PRIVATE LIMITED to PACE DIGITEK PRIVATE LIMITED vide Special Resolution passed at the Extra-ordinary General Meeting of the Company on May 28, 2024.*

¹Altered wide special resolution passed in the Extraordinary General Meeting dated 03rd July, 2020, subject to the approval of the Competent Authority.

² Conversion from private limited company to public limited company and change of name of Company from Pace Digitek Private Limited. to Pace Digitek Limited was pursuant to Shareholders' Special Resolution passed in the Extra-ordinary General Meeting dated October 16, 2024.

franchise, sales and purchase representatives, consultants and agents, repair and installation for all kinds of power electronic equipment, all kinds of electrical and electronic goods, instruments, Diesel Generators, Acoustic Enclosures, apparatus and appliances and parts and accessories thereof.

2. To carry on the business of digital infrastructure solutions and projects, such as Surveillance, ITMS and other smart city solutions, apparatus and equipment including but not limited to design, develop, manufacture, provide, service and maintain software and hardware and applications for digital infrastructure systems and to Engage in the design, production, manufacture, purchase, sale, transfer, import, export, process, distribution, acquisition, marketing, hire, lease, use, disposal, operation, fabrication, construction, assembly, installation, development, research, consultancy, testing, training, maintenance, repair, reconditioning, alteration, conversion, improvement, up gradation, service, consultancy, work upon or to generally deal in the business of manufacturing energy efficient and power management products for clean energy including wind, solar, Bio Solar, Biogas, Fuel cell, or any other forms of renewable energy equipment, power conservation devices and to provide solution and services for green energy domain and to take up turnkey power projects in these renewable energy sectors.
3. To engage in the Services such as Operations and Maintenance (O & M) of telecommunication towers & maintenance of Optical fiber cable etc. and other related equipment and activities in India and abroad.
4. To carry on the business of developing, installing, maintaining and operating of all types of power generation stations, Power transmission and power distribution systems for public utility or private or any other facility of similar nature and carry out detailed studies for such Power projects inclusive of Physical. Engineering surveys and investigation, concept planning, detailed master planning, detailed design and engineering and all such activities that together provide the basis for the implementation of the project.

master planning, detailed design and engineering and all such activities that together provide the basis for the implementation of the project.

5. To carry on the business of civil and electrical contracts, projects and related activities, installation of energy measuring devices and builders, service agents to all kinds of construction activities including sanitation and sewage system, water treatment system, telecommunication towers, residential, commercial buildings, apartments, shopping complexes, arcades, parks, amusement centers, dams, hotels, roadways, tramways, harbors, wharves, canals, embankments and other public utility/government buildings.
6. *To design, develop, engineer, manufacture, assemble, install, commission, supply, distribute, and provide services for Battery Energy Storage Systems (BESS),

***Inserted vide special resolution passed in the Extra-ordinary General Meeting held on 07th January, 2025.**

including but not limited to containerized BESS solutions, cabinet BESS solutions, battery packs, energy management systems (EMS), power conversion systems (PCS), and control systems for energy storage; to engage in all types of energy storage solutions, including behind-the-meter and front-of-the-meter applications, utilizing renewable and non-renewable energy sources such as solar, wind, hybrid systems, and other clean energy technologies; to undertake and execute turnkey projects in BESS, including but not limited to Build-Own-Operate (BOO) and Engineering, Procurement, Construction (EPC) modes for public, private, and government entities in India and abroad, including the Commercial & Industrial segment; to engage in the operation, maintenance, management, leasing, and sale of BESS solutions, and enter into contractual agreements with third parties for the same; to provide consultancy, technical support, and after-sales services for the deployment, management, and

maintenance of energy storage solutions; and to enter into partnerships, joint ventures, or collaborations with other companies or entities for the advancement of energy storage technologies and solutions, both domestically and internationally.

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

1. To purchase and otherwise acquire, manufacture, own, import, sell, export and deal in all materials, substances, appliances, machines, containers and other articles and apparatus and things capable of being used in any of the aforesaid business and to own, lease and otherwise acquire and use facilities of whatever kind as may be convenient or useful or conducive to the effective working of the said business or any part thereof.
2. To acquire, build, construct, alter, maintain, enlarge, pull down, remove, or replace and to work, manage and control, any buildings, offices, factories, mills, shops, machinery, engines, roadways, tramways, railways, branches of siding, bridges, reservoirs, water courses, wharves, electric works and conveniences which may seem necessary to achieve the main objects of the Company and to join with any other person or Company in doing these things.
3. To buy, sell, manufacture, repair, alter, improve, exchange, let out on hire, import, export and deal in all factories, works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, article and things capable of being used in any business which this Company is competent to carry on and to

^Amendment to heading of clause III (B) and substitution with the words "Companies Act, 2013 vide special resolution passed in the Extra-ordinary General Meeting held on 07th January, 2025.

manufacture, experiment with, render marketable and deal in all products of residual and by-products incidental to or obtained in any of the business carried on by the Company.

4. To acquire and undertake the whole or any part of business, property and liabilities of any person, firm or Company carrying on business which the Company is authorized to carry on.
5. To purchase, buy, acquire, rent or lease, plant, machinery and other equipment capable of being used in connection with the business of the Company or required by the workmen and others employed by the Company.
6. To purchase, take on lease, exchange, hire or otherwise acquire, any real or personal property and any other undertaking and any right and privilege which the Company thinks necessary or convenient with reference to any of the objects or the acquisition of which may seem calculated directly or indirectly beneficial to the Company.
7. To purchase, take on lease or otherwise acquire sell, exchange, deal in and turn to account, property and right of all kind and in particular, lands, building, concessions, patents, licenses, monopolies, satiations, farms, public works, tolls and business concerns and undertakings for the purpose of the business of the Company.
8. To acquire from any government or authority, supreme, local or otherwise, any concessions, grants, decrees, right or privileges whatsoever, which may seem to the Company capable of being turned to account and to work, develop, carryout, exercise and to turn to account the same.
9. To enter into agreements and contracts with Indian or foreign individuals, companies or other organisations for technical or any other assistance or for

the export or import of technical know-how and technology or for carrying out of all or any of the objects of the Company.

10. To establish and maintain agencies of all kind and other trade channels in India or any part of the world for the conduct of business of the Company and for the sale of any material/s for the time being at the disposal of the Company.
11. To Advertise and Adopt means of Making known the activates of the Company or any articles or goods traded or dealt in by the company in any way as may be expedient, Including hosting of web sites, the posting of the bills in relation thereto and the issue of circulars, books/pamphlets and price lists and conducting Competitions, exhibitions and the giving of prizes, rewards and donations.
12. To Apply for, purchase or otherwise acquire and protect, prolong and renew trademarks, trade names, designs, Secret process, patent rights, licenses, protections and concessions which may appear likely to be advantageous or useful to the company and to spend money in experimenting and testing and improving or seeking to improve any patents, inventions or rights, which the company may, acquire or propose to acquire or develop.
13. To Enter into partnership or into any arrangements for sharing profits, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm or company in India or abroad, carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorised to carry on or engage in or any allied business or undertaking or transaction which may seem capable of being carried on or conducted so as to directly or indirectly benefit the company, to guarantee the contracts of or otherwise assist any person, firm or company and to take or otherwise acquire and hold shares or securities of any such person, firm or company and to sell,

hold, reissue with or without guarantee or otherwise deal with such shares and securities.

14. To enter into any arrangement with the Central or state government or state authority, Municipal, Local or otherwise that may seem conducive to the Company's objects or any of them, and to obtain from any such government or state authority, any rights, privileges and concessions which may seem conducive to the company's objects or any of them.
15. To be interested in, promote and undertake the formation and establishment of such institutions, business pools, combines, syndicates, industrial, trading or manufacturing as may be considered to be conducive to the interests of the company, and to carry on any such other business which may seem to the company capable of being conveniently carried on in connection with any of the objects of the company or otherwise calculated directly or indirectly to render any of the Company's properties or rights for the time being profitable.
16. To purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any person, firm or Company carrying on any business which this Company is Authorised, 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.
17. To buy or otherwise acquire movable or immovable, tangible or intangible properties required by the company and to sell, lease, mortgage or hypothecate or otherwise dispose off all or any of the properties and assets of the company on such terms and conditions as the company may think fit.
18. To amalgamate with any company or companies having objects altogether or in part similar to those of this company.

19. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the company including costs, charges, expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the company.
20. ^To remunerate or make donations (by cash or other assets or by the allotment of fully or partly paid -up shares or by a call or option on shares, debenture, debenture stock or securities of this or any other company or in any other manner) whether out of the company's capital, profits or otherwise to any person, firm or company for services rendered in introducing any property or business to the company or for any other reason which the company may think proper, subject to the provisions of the Companies Act, 2013.
21. To undertake any trusts the undertaking whereof may seem desirable either gratuitously or otherwise.
22. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warehouse keeper's certificates and other negotiable, commercial, mercantile instruments connected with the business of the company, subject to the provisions of banking regulations Act, 1949.
23. To open accounts) with any individual, firm or company or with any banks and to pay into and withdraw moneys from such account or accounts.
24. To lend or deposit moneys belonging to or entrusted to or at the disposal of the company to such person, firm or company and in particular to customers and others having dealings with the company with or without security, upon terms as may be thought proper, and to guarantee the performance of contracts by such person, firm or company, but not to do the business of banking as defined in the banking Regulations Act, 1949.

25. To make advances upon or for the purchase of materials, goods, machinery, stores and other articles or services required for the purpose of the Company.
26. ^To borrow or raise money with or without security or to receive money or deposit at interest, fee, cost or otherwise, in such manner as the Company may think fit and in particular by the issue of debentures, perpetual or otherwise, including debentures convertible into shares of the company or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company, present or future, or pay off any such securities. The acceptance of the deposits shall be subject to the provisions of Section 73 of the companies Act, 2013 and the rules framed there under and the directions issued by the Reserve Bank of India as may be applicable.
27. To sell, mortgage, assign, lease or in any other manner deal with or dispose off the undertakings of the Company or any part thereof, whether movable or immovable, for such consideration as the Company may think fit, and in particular, for shares, debentures or other securities of any other Company having objects altogether or in part similar to those of this Company.
28. To provide for the welfare of the employees or ex-employees of the Company and the wives, widows, families or dependents or relatives of such persons by giving gifts or by building or contributing to the building of houses, or to grant money, pension, gratuity, bonus, payments towards insurance or other payments or by creating from time to time, subscribing or contributing to, adding or supporting provident fund or trust or conveniences and by providing or subscribing or contributing towards places of instruction or recreation, hospitals, dispensaries, medical and such other attendance and other assistance as the Company may think fit.

29. ^Subject to the provisions of the Companies Act, 2013, to subscribe, contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, educational, national or other institutions or objects or for the public, general or useful objects.
30. To distribute the properties of the Company amongst the members in the specie or in kind consequent upon the winding up of the Company.
31. To make experiments in connection with any business of the Company and to protect any inventions of the Company by letters, patents or otherwise.
32. ^Subject to the provisions of the Companies Act, 2013, to invest, apply for and acquire or otherwise employ moneys belonging to, entrusted to or at the disposal of the Company upon securities and shares with or without security, upon such terms as may be thought proper and from time to time vary such transactions in such manner as the Company may think fit.
33. With a view to promote and advance the business of the Company, to establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for the technical research and experiments and to undertake and carry on scientific, technical, research, experiments and tests of all kinds.
34. To receive royalty, commission, fees or any similar payment from the Government or foreign state or foreign enterprise in consideration for the use outside India of any patent, invention, model, design, secret formula or process or similar property, right or information concerning technical or scientific knowledge, experience or skill made available or provided or agreed to be made available or provided to such Government or enterprise in consideration of technical and management consulting services rendered or agreed to be rendered outside India to such Government or enterprise.

35. To open, establish, maintain and discontinue establishments, branches, agencies, liaison offices and representatives in any place or places in India or other parts of the world for the conduct of the business of the company and employ, remunerate, salary, perquisite, commission, brokerage or otherwise and to discharge/dismiss/terminate persons, firms or companies.
36. To invest money on the security of land of any tenure, buildings, farming stocks, stocks, securities, merchandise and any other property and generally to lend and advance money to any persons, firms or companies with or without security and upon such terms and subject to such conditions as may be deemed expedient.
37. To grant any lease, privileges, concessions, franchise or rights whether over, in upon or affecting any property of the company including copyright.
38. To refer or agree to refer any claims, demands, disputes or any 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 members or his or their representatives or between the company and third party to arbitration in India or at any place outside India.
39. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of the powers herein before set forth either alone or in association with other corporate bodies, firms or individuals and to do every act or acts, thing or things incidental or appurtenant to or growing out of, connected with the aforesaid business or powers or any part thereof, provided the same be not inconsistent with the laws in force.

IV. The Liability of the members is limited.

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V. The Share Capital of the Company is ₹. 92,00,00,000/- (Rupees Ninety-Two Crores only) divided into 46,00,00,000 (Forty-Six Crores) Equity Shares of ₹. 2/- (Rupees Two only) each.

Amendments to the MOA since Inception:


- (i). *Other Objects deleted by means of passing a special resolution at the extra ordinary general meeting of the members dated 07th February, 2017, subject to the approval of the Competent Authority.*
- (ii). *The Company has increased its Authorised Share Capital from Rs. 5,00,000/- (Rupees Five Lacs only) to Rs. 5,00,00,000/- (Rupees Five Crores only) vide Ordinary Resolution passed in Extra Ordinary General Meeting dated: March 19, 2009.*
- (iii). *Amendment in object clause vide special resolution passed in the Extraordinary General Meeting dated 03rd July, 2020, subject to the approval of the Competent Authority.*
- (iv). *The Company has increased its Authorised Share Capital from Rs. 5,00,00,000/- (Rupees Five Crores only) to Rs. 92,00,00,000/- (Rupees Ninety-Two Crores only) vide Ordinary Resolution passed in Extra Ordinary General Meeting dated: May 28, 2024.*
- (v). *Name of Company was changed from PACE DIGITEK INFRA PRIVATE LIMITED to PACE DIGITEK PRIVATE LIMITED vide Special Resolution passed at the Extra-ordinary General Meeting of the Company on May 28, 2024.*
- (vi). *Sub-division of the nominal value of Equity Shares of the Company of ₹ 10/- each into smaller denomination of ₹ 2/- each and consequent alteration of Clause V of the MOA vide Ordinary Resolution passed in the Extra ordinary general Meeting of the members of the Company held on October 16, 2024.*
- (vii). *Conversion from private limited company to public limited company and change of name of Company from Pace Digitek Private Limited. to Pace Digitek Limited was pursuant to Shareholders' Special Resolution passed in the Extra-ordinary General Meeting dated October 16, 2024.*
- (viii). *Insertion of 6th clause in Main objects vide special resolution passed in the Extra-ordinary General Meeting held on 07th January, 2025.*
- (ix). *^Amendment to heading of clause III (B) and substitution with the words "Companies Act, 2013 vide special resolution passed in the Extra-ordinary General Meeting held on 07th January, 2025.*

We several persons whose names and addresses are subscribed hereunder 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 as set opposite to our respective names:


Sr. No.	Names and Addresses, Description and Occupation of Subscribers with their Signatures	Number of Equity Shares taken by each Subscriber	Signature, Name, Address, Description and Occupation of the witness
1.	M. VENUGOPAL RAO S/o. M. Sreenivasulu No. 6, 4 th Cross, Maruthi Nagar, Chandra Layout, Bangalore Business Sd/-	5,000 (Five Thousand)	Sd/- GANESHA BHIDE S/o. Bhide Prabhakar Bhat 100/107, Jayam Shopping Centre, Sampige Road, Malleswaram, Bangalore – 560003 Chartered Accountant
2	M. PADMA W/o. M. Venugopal Rao, No. 6, 4 th Cross, Maruthi Nagar, Chandra Layout, Bangalore Business Sd/-	5,000 (Five Thousand)	

Dated this the 28th day of February, 2007 at Bangalore.

//Certified True Copy//
FOR PACE DIGITEK LIMITED
*(Formerly known as Pace Digitek Private Limited
 and Pace Digitek Infra Private Limited)*



Venugopalrao Maddisetty
Managing Director and Chairman
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