I. The name of the Company is **GLOBAL EDUCATION LIMITED**.

II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of the Registrar of Companies, Maharashtra at Mumbai.

III. **THE OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED ARE:**

(A) **THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To carry on the business to own, establish, acquire, run, operate, manage, maintain, develop, promote, administer, advertise, either on its own or through franchisee fully equipped schools, colleges, educational institutes, universities including deemed or autonomous universities, to promote and disseminate knowledge, create awareness and provide a common forum of interaction amongst academicians, professionals and government agencies, establish effective co-ordination, to organise training courses and special programmes to impart training, education in all disciplines, online, distinct, correspondence courses, coaching classes for any stream, any level, any profession, courses for information technology, computer technology, software, hardware, networking, any certified or recognised courses like SAP and of Government, all types of school, university or any recognised institute courses whether aided or unaided, to provide preparatory coaching for becoming proficient in professional learning including online and offline Competitive Entrance Examinations like CAT, BEC, TOEFL, GRE, GMAT, PMT, PET, JEE, CET, SAP and training programmes for personality development, soft skills, communication skills, creative teaching, behavior skills, trade-commerce-business management, scientific and research and to conduct all types of seminar, training programmes, skilled development programmes and to develop computer software, hardware, web enabled application, information technology related products and also to provide consultancy relating thereto, and to assist the promotion and advancement of trade, commerce, art, science, technology or whatsoever.
(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF
THE MAIN OBJECTS ARE:

2. To carry on business of all types of Information Technology and Telecommunication projects, facilities or works and to buy, sell, acquire, install, erect, undertake, lay down, commission, establish, own, operate, manage, hire, lease, let out, transfer, control and administer all kinds of Information Technology and Telecommunication projects, facilities or works including that relating to computers, hardware and software, internet services, internet leased lines, computer accessories and spare parts, LAN products, networking, computer bureau, training centers, online and offline exam centers, data processing centers, business support, computer related maintenance contracts and consultancy services thereof.

3. To plan, design, develop, sponsor, arrange, hold, conduct, deliver, organise meetings, conferences, lectures, programmes, presentations and participate in seminars, exhibitions, training programmes and other related activities, including those organised by others, and talks in furtherance of the objects of the Company and to sponsor, give certificates, prizes, scholarships, grants, awards or alike activities thereof.

4. To render services for all types of human resources and manpower requirements and consultancy including to employ, provide, arrange, hire, recruit, select, interview, guide, train, groom, develop all types of human resources and manpower, whether skilled or un-skilled, required by the Company or other persons, firms, companies, body corporate, industries and organizations and to pay or, as may be found fit, expedient, necessary or desirable, provide or arrange for payment to any or all of them, of such remuneration, salary, commission, incentives, ex-gratia or lump sum payment, as a token or in consideration of services rendered, and to provide all kinds of human resources and manpower consultancy services thereof.

5. To carry on the business of real estate agent and to arrange or undertake the sale and purchase, assist in selling or purchasing, find or introduce purchasers or vendors of, and to acquire, purchase, sale, own, develop, build, construct, equip, alter, enlarge, pull down, remove, replace, improve, work, develop, maintain and manage land, buildings, house, apartments and other residential or commercial properties, including an arrangement for those properties not belonging to the Company, and to let any portion of any such premises for education related activities like institution, training centre, class rooms, exam centers, libraries, sport complex, hostel, boarding, canteen, accommodation for researchers, trainers, students, teaching and non-teaching staffs, other residential, trade, business, commercial premises or for other private or public purposes and to collect income in the form of fees, charges, commission, royalty, rent, lease rental or lump sum payment thereof.

6. To carry on in India or abroad the business of dealers or otherwise deal in all types of paper and paper products, pulp, boards, moulding from papier-mache celluloid bakelite and of by-products, ingredients and to carry on the business of general printers, lithographers, stereotypers, electro typers, photographic printers, photo-lithographers, engravers, diesinkers, book binders, machine, rulers, numerical printers, paper makers, cardboard box makers, board containers, type founders, photographers or otherwise deal in all kinds of paper and stationery items, articles, items, goods and materials used for all or any of the education related activities.
7. To carry on in India or abroad the business of or otherwise undertake the business of advertising and publicity agency, to cater services relating to art work, advertisements, publicity, marketing and promotion, canvassers, space selling for various media including print, television (satellite, cable or terrestrial), web, indoor or outdoor events or otherwise.

8. To carry on in India or abroad the business of tours, travel and tourist agent, operators of air, sea, land or inland waterway carriage, owners and hirers of transport facilities, vehicles, hotel, resort, club, apartment and lodging house keepers, caterers and store keepers, and generally to facilitate travelling and to provide or promote the provision of facilities of every description for tourists and travelers and in particular by means of the booking of travel tickets, accommodation and providing guides, safe deposits vaults, inquiry bureau, baggage transport and to conduct, organize and manage the educational - study, industrial, commercial and pleasure tours.

9. To generate, accumulate, transmit, distribute, purchase, sell and supply electricity power or any other energy from conventional or non-conventional energy sources on a commercial basis and to construct, lay down, establish, operate and maintain power or energy generating stations, including buildings, structures, works, machineries, equipments, cables and to undertake or to carry on the business of managing, owning, controlling, erecting, commissioning, operating, running, leasing or transferring to third person/s, Power plants and plants based on conventional or non-conventional energy sources, Solar Energy Plants, Wind Energy Plants, Mechanical, Electrical, Hydel, Civil Engineering works and similar projects.

10. To carry on the business as an Energy Management Company and to act as an advisors, consultants, operators of systems, equipments, components and items related to the energy saving devices, solar energy products, gadgets, electrical appliances, special equipments, water treatment - solid waste treatment, pollution control, managing of global environment, renewable sources of energy, bio–technology for industrial, business and commercial, household, educational and other applications and to enter into any contract, Agreements, Memorandum of understanding, Joint ventures, Arrangements or such other mode of contracts with various authorities.

11. To carry on business as general commercial agents, undertake and transact all kinds of agency business; including acting as forwarders, commercial representatives, mercantile agents, commission agents, custom agents, export and import agents, factors, shipping agents, air cargo and air service agents, indent agents, dealers, auctioneers, brokers, loss assessors and adjusters, transport agents, travel agents, baggage agents, general agents and to carry on the business as traders, dealers, stockists, suppliers, distributors, clearing and forwarding agents, exporters and importers in all kinds of commercial and industrial products including e-commerce and trade in all their branches..

12. To enter into any contract, Agreements, Memorandum of understanding, Joint ventures, Arrangements or such other mode of contracts with Government of India, State Governments, Foreign Governments, Municipal or Local Authorities, Bodies Corporate, Persons or such other Authorities whether in India or elsewhere as the Company may deem fit on the basis of Business Process Outsourcing (BPO), Built-Own-Operate (BOO), Build–Own–Transfer (BOT), Built-Own-Operate-Transfer (BOOT), Build–Own–Lease–Transfer (BOLT) basis or such other methods thereof.
13. To enter into any arrangement by way of turnkey projects involving supply of technical, civil, financial, administrative, plant and merchandise, information, knowledge and experience and as such, undertake for and on behalf of as client to set up any plant or project in or outside India.

14. To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation or otherwise provided that this shall be without prejudice to the ability of the Company to disclaim any gift, legacy or bequest in whole or in part in such circumstances as the board of directors may think fit and provided also that the Company shall not undertake any permanent trading activities in raising funds for the above mentioned objects.

15. Subject to the provisions of Section 196 of the Companies Act, 2013 to direct the management, control and supervision of an arrangement of any company, association, firm or concern by nominating directors, controllers, supervisors, advisors or otherwise, or to collaborate with any company or association or firm or concern formed for carrying on any business within the objects of the Company.

16. To make advances upon or for the purchase of materials, goods machinery, stores, movable, immovable properties or other articles required for the purpose of the Company.

17. To lent out, deposit, invest and deal with the surplus moneys of the company not immediately required with or without interest or security, to such other company or firm or individuals or in any such manner and upon such terms as may from time to time be determined by the directors.

18. To insure any of the persons, properties, undertaking, contracts, guarantee or obligations or profits of the Company of every nature and kind in any manner whatsoever.

19. To borrow or raise money other than Public Deposits in terms of the provisions of the Companies Act, 2013 and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company, both present or future, including its uncalled capital.

20. To open Bank accounts of all nature including overdraft account, to operate the same and to draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bill of lading, warrants and the other negotiable or transferable instruments and to deal with all documents mercantile or otherwise, in the ordinary course of business.

21. To invest any of the surplus funds of the Company from time to time with Governments or any other similar authority or any corporate body established in India under the authority of any act or legislature established in India or in shares or securities of public or private Company in India as may from time to time be determined by Board or in fixed deposits or by way of loans on interest in any of the local banks or with any firms, companies or banks in such other securities as may from time to time be determined by the Board and from time to time sell or vary all such investments and to execute all assignments, receipts and documents that may be necessary in that behalf.
22. To borrow from Banks, State and Central financial Corporation, public financial institutions, housing finance and other bodies corporate, government and semi-government authorities; short, medium or long term loans or secure the Bank facilities for working capital, deferred payment guarantee, letter of credit, inland and foreign bills discounting, bank guarantee, cash credit limit and offer in security land, building, office building, office equipment, furniture and fixtures, stock, book debts, securities and personal guarantees of Directors.

23. To pay out of the funds of the Company, all expenses which the Company may pay lawfully with respect to the formation and registration of the Company or the issue of its capital.

24. To pay for any rights or property acquired by the Company and to remunerate any person or Company whether by cash payment or by allotment of the shares, debentures or other securities of the Company credited as partly or fully paid-up or otherwise.

25. To purchase or otherwise acquire and undertake the whole or any part of the business, rights and liabilities person, firm or Company, carrying on business which the Company is authorized to carry on and to purchase, acquire, sell and deal in property of any such person, firm or Company and to conduct, make or carry into effect any arrangements in regard to the winding-up of the business of any person, firm, association or Company.

26. To sell, improve, manage, develop, lease, mortgage, abandon or otherwise deal with all or any part of the property, rights and concessions of the Company.

27. To apply for and obtain the registration or other recognition to the Company for the purpose of its business and to apply or join in applying to any Government or other authorities that may seem conducive to the Company's objects.

28. To acquire right, title and interest in immovable properties and commercially exploit the same with or without modification, alteration, improvement, addition or reconstruction.

29. To apply for tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects of the Company.

30. To apply for, purchase or otherwise acquire, protect and renew any patents, patent rights, inventions, trade-marks, service-marks, designs, licenses, concessions, and the like, conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to any invention and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, information so acquired and to expend money in experimenting or on testing or improving any such patents, inventions or rights.

31. To train or to pay for the training in India or abroad of any member or any of the Company's Directors, employees or any other persons in the interest of or for the furtherance of the Company's business.

32. To make pecuniary grants by way of donation, bonus, allowance, provident fund, gratuity, guarantee or otherwise to or for the benefit of persons who are or have been employed by the Company, subject to the provisions of the Companies Act, 2013.
33. To accept gifts, bequests, devices and donations of any movable or immovable property or any rights or interest therein from members or others and to make gifts, donations to members or any national, charitable, benevolent, public or other institution either in cash or kind as may be decided by the Board from time to time, subject to the provisions of the Companies Act, 2013.

34. To create any Depreciation, Reserve Fund, Sinking Fund, Insurance Fund or any other Special Fund whether for repairing improving, extending or maintaining any of the property of the Company or for any purpose conducive to the interests of the Company.

35. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects and for that purpose to appoint and remunerate any such persons including directors, officers, trustees, agents.

36. To distribute any of the properties of the Company amongst the members in specie or kind as permissible in law in the event of the winding-up of the Company.

37. To remunerate Directors, Managing Directors or other officers of the Company out of or in proportion to the turnover or net profits of the Company or otherwise.

38. Subject to the provisions of the Companies Act, 2013; to amalgamate, merge, de-merge, enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal concession with any person, association, firm, LLP, body corporate, public sector undertaking, government, foreign nationals, NRI's, whether in India or outside, for such purposes that may seem calculated, beneficial and conducive to the objects of the Company.

39. To enter into contracts and make arrangements with any person for furtherance of the business of the Company.

40. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit present as well past employees, directors, general public or alike and to make payments, effect gifts, grant pensions, allowances, commissions or any such other benefits and to subscribe or guarantee money for charitable, benevolent or alike useful objects.

41. To establish or open at any place(s) any branches, agencies or other offices of the Company and to transact and manage the affairs of the Company and to appoint Director(s), Managing or Whole-time Director(s), Manager(s) or such other officials, administrators, as may be necessary for the efficient and able management of the affairs of the Company.

42. To appoint attorneys for and on behalf of the Company, to execute the necessary power to the said attorneys, to act for and on behalf of the Company and to revoke all or any of such powers and appointments as may be deemed expedient.

43. To establish, promote or concur in establishing or promoting any company having similar objects or firm for the purpose of acquiring all or any of the property, rights and liabilities of the Company and to place or guarantee the placing of, underwrite of any such other Company.
44. To form, promote, subsidize and assist companies or firms of all kinds in any manner as
may be thought fit in connection with any of the objects of the Company.

45. To act as trustees, executors, administrators, attorneys, nominees and agents and to
undertake and execute trusts of all kinds (subject to compliance of statutory condition)
and to exercise all the powers of Trust Corporation.

46. To enter into collaboration agreements, technical, financial or otherwise with any person,
firm, company or corporation whatsoever, whether limited or otherwise, and whether
situated in India or abroad.

47. To adopt such means of making known the business of the Company as may seem
expedient and in particular, by advertising in the press, by circulars, by purchase and
exhibition of works of art or interest, by publication of books and periodicals and by
granting prizes, rewards and donations subject to the provisions of the Companies
Act, 2013.

48. To provide guarantees, counter guarantees, third party guarantees or to stand as surety for
the payment of money, secured or unsecured, obtained by the company itself or other
company, body corporate or any other person from banks, financial institutions, mutual
fund, public bodies, government bodies, corporations, companies, firms, individuals or
other entities on commission or otherwise and to pay for the money so guaranteed in
respect of promissory notes, bonds, debentures, debenture stock, contracts, mortgages,
charged, obligations, banking facilities, instruments and securities of any such entities as
aforesaid.

(C) OTHER OBJECTS ARE: NIL

IV. THE LIABILITY OF THE MEMBERS IS LIMITED.

V. The Authorised Share Capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores)
comprising of Equity Share Capital of Rs. 4,95,00,000 (Rupees Four Crore Ninety Five
Lakh) divided into 49,50,000 (Forty Nine Lakh Fifty Thousand) Equity Shares of Rs.10/-
(Rupees Ten) each and Preference Share Capital of Rs. 5,00,000 (Rupees Five Lakh)
divided into 5,00,000 (Five Lakh) Zero Percent (0%) Non-cumulative, Non-participative
Redeemable Preference Shares of Re.1/- (Rupee One) each with the rights, privileges and
conditions attached thereto as per the relevant provisions contained in this behalf and with
power to increase or reduce the Share Capital of the Company.
Past History of Amendments / Alterations to the Memorandum of Association

- Clause I of the Memorandum of Association amended / altered whereby the Name of the Company was changed from “Global Business School (India) Private Limited” to “Global Education Private Limited” vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 26 November 2011 and duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 12 December 2011.

- Clause V of the Memorandum of Association amended / altered whereby the face value of the Equity Shares of the Company was sub-divided (stock split) from Rs. 1/-(Rupees Ten) each to Re. 1/-(Rupee One) each vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 5 March 2015 and duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai.

- Clause III of the Memorandum of Association amended / altered whereby the Sub-Clause 1 of Main Object (III-A) of the Memorandum of Association amended / altered vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 26 March 2015 and the duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 11 April 2015.

- Clause III of the Memorandum of Association amended / altered whereby the Sub-Clause 2 to 18 have been inserted in the Objects Incidental or Ancillary to the attainment of the Main Objects (III-B) of the Memorandum of Association amended / altered vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 26 March 2015 and the duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 11 April 2015.

- Clause III of the Memorandum of Association amended / altered whereby the Sub-Clause 2 to 31 of the Objects Incidental or Ancillary to the attainment of the Main Objects (III-B) of the Memorandum of Association have been re-numbered as Sub-Clause 19 to 48 vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 26 March 2015 and the duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 11 April 2015.

- Clause III of the Memorandum of Association amended / altered whereby the Sub-Clause 32 to 41 have been deleted from the Other Objects (III-C) of the Memorandum of Association to be in consonance with the provisions of the Companies Act, 2013 vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 26 March 2015 and the duly approved by the Office of the Registrar of Companies, Maharashtra at Mumbai vide Certificate Dated 11 April 2015.

- Clause V of the Memorandum of Association amended / altered whereby the Authorised Share Capital of the Company was increased from Rs. 1,00,00,000/- (Rs. One Crore) comprising of Equity Share Capital of Rs. 1,00,00,000/- (Rupees One Crore) divided into 1,00,00,000 (One Crore) Equity Shares of Re. 1/-(Rupee One) each to Rs. 1,05,00,000/- (Rupees One Crore Five Lakh) comprising of Equity Share Capital of Rs. 1,00,00,000 (Rupees One Crore) divided into 1,00,00,000 (One Crore) Equity Shares of Re. 1/- (Rupee One) each and Preference Share Capital of Rs. 5,00,000 (Rupees Five Lakh) divided into 5,00,000 (Five Lakh) Five Percent (5%) Non-cumulative, Non-participative Redeemable Preference Shares of Rs. 1/- (Rupee One) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on 1 January 2016.

- Clause I of the Memorandum of Association amended / altered whereby the Name of the Company was changed from “Global Education Private Limited” to “Global Education Limited” on conversion from Private Limited Company to Public Limited Company vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Tuesday, the 1 November 2016.

- Clause III of the Memorandum of Association amended / altered whereby the Sub-Clause 1 of Main Object (III-A) of the Memorandum of Association amended / altered vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Tuesday, the 1 November 2016.

- Clause III of the Memorandum of Association amended / altered whereby the Sub-Clause 2 to 13, 32, 33, 38 and 47 of the Objects Incidental or Ancillary to the attainment of the Main Objects (III-B) of the Memorandum of Association amended / altered vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Tuesday, the 1 November 2016.

- Clause V of the Memorandum of Association amended / altered whereby the Equity Shares have been re-classified as to its face value from Re. 1/- (Rupee One) to Rs. 10/- (Rupees Ten) Each, with the Authorised Share Capital of the Company was increased from Rs. 1,05,00,000/- (Rupees One Crore Five Lakh) comprising of Equity Share Capital of Rs. 1,00,00,000/- (Rupees One Crore) divided into 1,00,00,000 (One Crore) Equity Shares of Re. 1/- (Rupee One) each and Preference Share Capital of Rs. 5,00,000 (Rupees Five Lakh) Five Percent (5%) Non-cumulative, Non-participative Redeemable Preference Shares of Rs. 1/- (Rupee One) each to Rs. 5,00,00,000/- (Rupees Five Crores) comprising of Equity Share Capital of Rs. 4,95,00,000 (Rupees Four Crore Ninety Five Lakh) divided into 49,50,000 (Forty Nine Lakh Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each and Preference Share Capital of Rs. 5,00,000 (Rupees Five Lakh) Zero Percent (0%) Non-cumulative, Non-participative Redeemable Preference Shares of Rs. 1/- (Rupee One) each, vide Special Resolution passed by the Members of the Company at an Extra-ordinary General Meeting held on Tuesday, the 1 November 2016.
We, the several persons, whose names, addresses and descriptions 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 to our respective names:

<table>
<thead>
<tr>
<th>Names, Addresses and Description of Subscribers</th>
<th>No. of Equity Shares taken by each Subscriber</th>
<th>Signature of Subscribers</th>
<th>Names, Addresses And Description of Witness</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>1 Equity Share of Rs. 10/- each.</td>
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<tr>
<td>2</td>
<td>2 Equity Share of Rs. 10/- each.</td>
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</tbody>
</table>

**Total: 10,000 (Ten Thousand)**

**Witness to Subscribers**

4 to 5

Zorica David Carton

8 Residency Road, Sadar,
Nagpur - 4

Occupation: Service

**Place: Nagpur**

**Dated:** 20/06/2014