

**THE COMPANIES ACT, 2013  
COMPANY LIMITED BY SHARES**

---

**MEMORANDUM OF ASSOCIATION  
OF  
AWFIS SPACE SOLUTIONS LIMITED**

---

- I. The Name of the Company is **AWFIS SPACE SOLUTIONS LIMITED**
- II. The Registered Office of the Company will be situated in the **NCT of Delhi**.
- III. The objects for which the company is established are:-

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

1. To provide workspace solutions including shared work space, co-working workspace, business centre Services, office solutions, personal workstations, meeting rooms, conference rooms, etc.
2. To establish, operate, manage, control, wind up or otherwise deal in any manner with fully or partly furnished, staffed and equipped business Centers comprising one or more individual offices, serviced office, commercial and residential accommodation and offering all ancillary business services relating to the same.
3. To provide incubation services, business planning services, formulating market strategies, providing full support in operationalizing business plans, including team building, providing strategic and operational guidance, marketing, promotion, training and development programmes to entrepreneurs, to process the development of strategic tie-ups with other incubators, corporates, research and development labs, industry associations to be able to provide comprehensive support to the incubatees.
4. To create web and mobile applications for commercial office space use and to provide a web based platform for just in time space reservations for co-working, meeting rooms, conference rooms, offices, desks, business centers and to create a virtual community to connect designers, builders and users for office and commercial space and sell products through a social network medium.
5. To carry on in India and abroad the business of rendering services in office space, construction, furnishing, running and management of business and also of operating, establishing, providing and managing e-commerce and m-commerce websites.



6. To carry on in India and abroad, the business of developing, designing, planning, executing, consultancy services or otherwise deal in, operate, provide and facilitate in any manner the entire range of information-technology enabled services, websites, mobile websites, web-enabled services, value-added services, establishment and operation of customer call centres, customer service centres, technical support centres, billing, payment processing, claims processing and document processing in support of and in furtherance of the above objects.

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

1. To do and undertake all such acts or things which are incidental or ancillary to attainment of the main business of the Company.
2. To acquire and undertake by purchase, rent, exchange or otherwise the whole or any part of the business, property and liabilities of any person carrying on any business which the Company is authorised to carry on or possession of property suitable for the purpose of the main objects of the Company.
3. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business.
4. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this Company.
5. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the Company.
6. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
7. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, labour lines and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.
8. To undertake or promote scientific research relating to the main business or class of business of the Company.



9. To acquire and take over the whole or any part of the business, goodwill, trade-marks, patents, properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business, this Company is authorized to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.
10. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, monetary or any other such assistance for carrying out all or any of the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, monetary participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.
11. Subject to applicable provisions of the Companies Act, to amalgamate with any other company or companies, amalgamate any other company or companies, enter into partnership or into any arrangements for sharing of profits, union of interests, co-operation, joint venture, reciprocal concession, amalgamation, absorption, or otherwise, with any person, persons or company or companies carrying on or engaged in any business or transaction capable of being conducted so as to directly or indirectly benefit this Company, enter into working arrangements of all kinds with companies, corporations, firms, or persons and also to make and carry into effect arrangements with respect to union of interests or amalgamation either in whole or in part or any other arrangements with any companies, corporations, firms or persons.
12. Subject to any law for the time being in force, to undertake or take part in the formation supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.
13. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, inventions, processes scientific technical or other assistance manufacturing processes know-how and other information, patterns, copyrights, trade-mark, licenses concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.
14. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorization of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the



Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceeding or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.

15. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.
16. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all acts necessary for carrying on in any foreign country for the business or profession of the Company.
17. To draw, make, accept, discount, execute and issue bills of exchanges, promissory notes, bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open money Accounts of any type and to operate the same in the ordinary course of the Company.
18. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to advance and deal with the money of the Company not immediately required in or upon such properties/ stocks/ shares, etc. and in such manner as, from time to time, may be determined.
19. Subject to provisions under the Act and the Regulations made there under and the applicable Directions from time to time, to receive money or funds on interest and borrow or raise money in such manner and at such time or times as the Company thinks fit and in particular by the issue of debentures, debentures stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties or assets or revenues and profits of the Company both present and future, including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company of any obligation undertaken by the Company or such other person or company to give the lenders the power to sell and such other powers as may seem expedient and purchase, redeem or pay off any such securities.
20. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
21. To establish, or promote or concur in establishing or promote any company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company.



22. To sell, let out, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, properties, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.
23. Subject to the provisions under the Act, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.
24. To distribute as dividend or bonus among the members or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of forfeited shares, money arising from the sale by the Company of forfeited shares, subject to provisions under the Companies Act.
25. To employ agents or experts to investigate and examine into the condition, prospects, value, character and circumstances of any business concerns and undertakings and generally of any assets, properties or rights which the Company propose to acquire.
26. To accept gifts, bequests, devisers or presents of any movable or immovable property or any right or interests therein from members or others.
27. To create any reserve fund, sinking fund or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.
28. Subject to the provisions under the Companies Act, to subscribe, contribute, gift or distribute any money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts, etc. of money or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any Individual, body of individuals or bodies corporate.
29. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give or procure the giving of the gifts, gratuities, pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any other company as aforesaid and the wives, widows, families and dependants of any such persons and also to establish and subsidies and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to or towards the safety of any such persons as aforesaid and to



do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.

30. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.
31. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the Company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the Company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the Company may determine, subject to the provision under the Act.
32. To pay out of the funds of the Company all costs, charges and expenses of and incidental to the formation and registration of the Company and any company promoted by the Company and also all costs, charges, duties, impositions and expenses of and expenses of and incidental to the acquisition by the Company of any property or assets.
33. To send out to foreign countries, its directors, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the Company and to pay all expenses incurred in this connection.
34. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act or such other status or rule having the force of law and to make payments to any persons whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.
35. To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
36. To appoint agents, sub-agents, dealers, managers canvassers, sales representatives or salesmen for transacting all or any kind of the main business of which this Company is authorized to carry on and to constitute agencies of the Company in India or in any other country and establish depots and agencies in different parts of the world.
37. Subject to provisions under the Companies Act, to utilize money of the company, not immediately required in such manner as may, from time to time, be thought fit subject to provisions of the Act.



38. To advance money or give credit to any person or company; to give guarantee or indemnify for the payment of money or the performance of contracts or obligations by any person; to secure or undertake in any way the repayment of moneys lent or advanced to, or the liabilities incurred by any person subject to the provisions of the Act.
39. To dispose of, 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.
40. To issue or allot fully or partly paid shares in the capital or the company in payment or part payment of any movable or immovable property purchased or otherwise acquired by the company or any services rendered to the company.
41. To take or hold mortgages, liens, and charges to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the company's property of any kind sold by the company, or any money due to the company from buyer.
42. To train or pay for training in India or abroad of any of company's employees or officers or any candidate in the interest of or furtherance of the Company's objects.
43. To establish research and development centers in India and abroad for the business of the Company.
44. To accumulate capital for any of the business of the Company and to appropriate the Company's assets for specific purposes.
45. To guarantee the payment of money unsecured or secured or payable under or in respect of promissory notes, bonds, debentures, debenture- stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, supreme, municipal, local or otherwise or of any persons whomsoever whether incorporated or not incorporated and to guarantee or become sureties for the performance of any contracts or obligations as may be necessary and the payment of money on dividends and interest on any stock, shares or securities of any company, corporation, firm or person in any case and to give guarantees or securities of both moveable or immoveable properties which may be created by way of lien, pledge, hypothecation or mortgage for any such persons, firms or companies as may appear proper or reasonable to the directors in which such guarantee or securities may be considered not directly related to the Company's business, to further the objects of the Company or the interest of its shareholders in any manner.
46. (a) To pay all costs, charges and expenses of and incidental to the promotion, incorporation and registration of the Company and charges in connection therewith and to remunerate (by cash or other assets or by allotment of fully or partly paid up shares, by call or option on shares, debentures, debenture-stock or securities of this or any other such Company or in any other manner whether out of the Company's capital or profit or otherwise) any



person/persons or a company for services rendered or to be rendered in the conduct of the main business of the Company.

- (b) To pay for pre-incorporation expenses of the Company and to take-over and honor all commitments and agreements made by any or all of the promoters (whether subscribers or Directors) of this Company with the express understanding that it will be taken over by the Company on incorporation and to pay for all preliminary project and pre-incorporation expenses and take over all advances paid by the promoters related to the incorporation or to any promoter's agreements mentioned herein before or to the proposed business of the Company.
47. To employ or retain Technical Consultants, such as Engineers, Artists, professional Advisers such as Advocates, Accountants, Analysts, Economists, Statisticians, Ecologists, experts in various fields or Management, Marketing etc., required for efficiently carrying out the objects of the Company and to remunerate them, from time to time to enter into agreement with them lying down terms and conditions of employment, remuneration, and to obtain assistance, guidance or services from the various institutions, persons or experts for such consideration as the Company shall think fit in India or Overseas, in the work of technical management and funding consultancy in regard to preparing reports, operating, creating, testing, developing processing, or executing any project or schemes.
48. To do all or any of the business and all such other things as are incidental or 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 Authorized Share Capital of the Company is Rs. 5,03,83,21,040/- (Indian Rupees Five Hundred Three Crore Eighty-Three Lakh Twenty-One Thousand and Forty only) consisting of 10,28,22,434 (Ten Crore Twenty-Eight Lakh Twenty-Two Thousand Four Hundred and Thirty-Four) Equity Shares of Rs. 10/- (Indian Rupees Ten only) each,], 3,98,21,715 (Three Crore Ninety Eight Lakh Twenty One Thousand Seven Hundred and Fifteen) Preference Shares of Rs. 100/- (Rupees One Hundred only) and 27,92,520 (Twenty Seven Lakh Ninety Two Thousand Five Hundred and Twenty) Preference Shares of Rs. 10/- (Rupees Ten only) each.<sup>1</sup>**

<sup>1</sup> The Authorized Share Capital of the Company has been increased from 4,38,83,21,040/- (Rupees Four Hundred Thirty-Eight Crores Eighty-Three Lakh Twenty-One Thousand and Forty only) divided into 3,78,22,434 (Three Crores Seventy-Eight Lakhs Twenty-Two Thousand Four Hundred and Thirty-Four) Equity Shares of Rs. 10/- (Rupees Ten only) each, 3,98,21,715 (Three Crore Ninety-Eight Lakh Twenty-One Thousand Seven Hundred and Fifteen) Preference Shares of Rs. 100/- (Rupees One Hundred only) and 27,92,520 (Twenty-Seven Lakh Ninety-Two Thousand Five Hundred and Twenty) Preference Shares of Rs. 10/- (Rupees Ten only) each to 5,03,83,21,040/- (Indian Rupees Five Hundred Three Crore Eighty-Three Lakh Twenty-One Thousand and Forty only) consisting of 10,28,22,434 (Ten Crore Twenty-Eight Lakh Twenty-Two Thousand Four Hundred and





Thirty-Four) Equity Shares of Rs. 10/- (Indian Rupees Ten only) each, 3,98,21,715 (Three Crore Ninety Eight Lakh Twenty One Thousand Seven Hundred and Fifteen) Preference Shares of Rs. 100/- (Rupees One Hundred only) and 27,92,520 (Twenty Seven Lakh Ninety Two Thousand Five Hundred and Twenty) Preference Shares of Rs. 10/- (Rupees Ten only) each, by the Shareholders in the Extra-Ordinary General Meeting held on 24-11-2023

The Authorized Share Capital of the Company has been increased from Two Hundred Thirty Seven Crores Sixty Two Lakh Eleven Thousand Eight Hundred and Forty only to Rupees Four Hundred Thirty Eight Crores Eighty Three Lakh Twenty One Thousand and Forty only by the Shareholders in the Extra-Ordinary General Meeting held on 21.03.2023

The Authorized Share Capital of the Company has been increased from Rupees Two Hundred Thirty Four Crores Eighty Two Lakh Eighty Six Thousand Six Hundred and Forty only to Two Hundred Thirty Seven Crores Sixty Two Lakh Eleven Thousand Eight Hundred and Forty only by the Shareholders in the Extra-Ordinary General Meeting held on 13<sup>th</sup> December,2022.

The Authorized Share Capital of the Company has been increased from Rupees Two Hundred Twenty Four Crores Forty Three Lakh Sixteen Thousand and Forty only to Rupees Two Hundred Thirty Four Crores Eighty Two Lakh Eighty Six Thousand Six Hundred and Forty only by the Shareholders in the Extra-Ordinary General Meeting held on 01<sup>st</sup> November, 2022

The Authorized Share Capital of the Company has been increased from Rupees One Hundred Seventy Nine Crores Thirty Seven Lakh and Seventy One Thousand and Eight Hundred and Forty only to Two Hundred Twenty Four Crores Forty Three Lakh Sixteen Thousand and Forty only by the Shareholders in the Extra-Ordinary General Meeting held on Saturday, 4<sup>th</sup> June 2022.

The Authorized Share Capital of the Company has been increased from Rupees One Hundred Seventy Nine Crores Eighty Four Thousand and Forty Only to Rupees One Hundred Seventy Nine Crores Thirty Seven Lakh and Seventy One Thousand and Eight Hundred and Forty only by the Shareholders in the Extra-Ordinary General Meeting held on 22<sup>nd</sup> February, 2021.

The Authorized Share Capital of the Company has been increased from Rupees One Hundred Seventy Eight Crores Sixty Three Lakhs Ninety Six Thousand Two Hundred and Forty to One Hundred Seventy Nine Crores Eighty Four Thousand and Forty Only by the Shareholders in the Extra-Ordinary General Meeting held on 22<sup>nd</sup> April, 2020.

The Authorized Share Capital of the Company has been increased from Rupees One Hundred and Seventy Two Crores Twenty One Lakhs Ninety Eight Thousand and Four Hundred only to Rupees One Hundred Seventy Eight Crores Sixty Three Lakhs Ninety Six Thousand Two Hundred and Forty only by the Shareholders in the Extra-Ordinary General Meeting held on July 16, 2019.

The Authorized Share Capital of the Company has been increased from Rupees One Hundred and Fifty Six Crores Eighty Five Lakhs Thirty Six Thousand and Six Hundred to Rupees One Hundred and Seventy Two Crores Twenty One Lakhs Ninety Eight Thousand and Four Hundred only by the Shareholders in the Extra-Ordinary General Meeting held on March 29, 2019.

The Authorized Share Capital of the Company has been increased from Rupees One Hundred and Twelve Crores and Thirty Lakhs to One Hundred and Fifty Six Crores Eighty Five Lakhs Thirty Six Thousand and Six Hundred by the Shareholders in the Extra-Ordinary General Meeting held on July 2, 2018.

The Authorized Share Capital of the Company has been increased from Rupees Seventy Crores Fifty Lakhs to Rupees One Hundred and Twelve Crores and Thirty Lakhs by the Shareholders in the Extra-Ordinary General Meeting held on August 10, 2017.

The Authorized Share Capital of the Preference Shares of the Company has been consolidated by the Shareholders in the Extra-Ordinary General Meeting held on March 28, 2017. The Authorized Share Capital of the Company has also been increased from Rupees Thirty Seven Crores Fifty Lakh to Rupees Seventy Crores Fifty Lakhs by the Shareholders in the Extra-Ordinary General Meeting held on March 28, 2017.



The Authorized Share Capital of the Company has been increased from Rupees Thirty Crores to Rupees Thirty Seven Crores Fifty Lakh by the Shareholders in the Extra-Ordinary General Meeting held on March 28, 2017.

The Authorized Share Capital of the Company has been increased from Rupees Twenty Eight Crores to Rupees Thirty Crores by the Shareholders in the Extra-Ordinary General Meeting held on February 25, 2017.

The Authorized Share Capital of the Company has been increased from Rupees Twenty Three Crores to Rupees Twenty Eight Crores by the Shareholders in the Extra-Ordinary General Meeting held on October 26, 2016.

The Authorized Share Capital of the Company has been increased from Rupees Fifteen Crores to Rupees Twenty Three Crores by the Shareholders in the Extra-Ordinary General Meeting held on July 25, 2016.

The Authorized Share Capital of the Company has been increased from Rupees Ten Crore to Rupees Fifteen Crore by the Shareholders in the Extra-Ordinary General Meeting held on January 2, 2016.

The Authorized Share Capital of the Company has been increased from Rupees Five Crores to Rupees Ten Crores by the Shareholders in the Extra-Ordinary General Meeting held on June 16, 2015.

The Authorized Share Capital of the Company has been increased from Rupees One Lakh to Rupees Five Crore by the Shareholders in the Extra-Ordinary General Meeting held on May 5, 2015.

