THE COMPANIES ACT, 1994
(ACT XVIII OF 1994)

A PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM

&

ARTICLES OF ASSOCIATION

OF

VS ONE Bangladesh Ltd.

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MEMORANDUM OF ASSOCIATION
OF

VS ONE Bangladesh Ltd.

I. The name of the company is VS ONE Bangladesh Ltd.

II. The registered office of the company shall be situated in Bangladesh

III. The objects for which the company is established are all or any of the following (all objects will be implemented after obtaining necessary permission from the Government/concerned authority/competent authority before commencement of the business):

1	To promote the development and advancement of computer systems, Information and Communication Technology (ICT) and Software, and carry on, undertake and conduct related business, e-commerce business and do all matters and things incidental thereto. To acquire, take up or buy any business relating to ICT, IOT or any other technology base operation.
2	To carry on the business as Internet service, Broad band service, Internet Home solutions, Enterprise solutions, IT Business consultancy, VOICE solutions, MPLS Solutions, Corporate IP-VPN Services, Internet & Intranet services, service provider, computer security system services, WiMAX services, Internet gateway service, Website development, web design, Digital Marketing, Computer & Accessories supply business, Networking service and network Marketing plan.
3	To encourage and assist in the balanced development of the software and information services industry in Bangladesh. To provide full range of Systems Software & Hardware Solution products and peripherals. To work closely with ICT area with a view to enabling the Bangladesh Software and Information Technology industry reach global pre-eminence.
4	To develop, market and install software packages, providing computer application and programming services, operating and managing computer services, developing and marketing, software of every description, web-based applications, web design services, Graphics design, application interface design and any related software therewith for any industries.
5	To carry on the business of Operating, Managing, Advising, Dealing, Supplying, Importing, Exporting, Selling, Development, Purchasing in relation to Business process outsourcing (BPO), IT service outsourcing (ITO), IT developments, Software, Infrastructure operational & IT transformation, development of IT Software and Applications, Information technology and Communication technology.
6	To carry on the business of Data center service, Data network, information technology consultants, Data processing, Data warehouse, IP telephony, ICT and telecommunication apparatus and equipment, Social business in the IT sector, Operating nationwide using latest technologies, e.g. VSAT, Fiber, Radio-frequency band and fixed wimax etc. To enter into any agreement or contact with govt., local govt. and other autonomous body.
7	To carry on the business of Call center, Customer contact center and to provide voice, email and chat based customer contact service centers on behalf of clients, to their customers. To help in the development of financial systems required by Software and Information Services industry. To carry on business of Multimedia, advertising, Video/Movie/Audio Computer Special effects, Graphics, Virtual Reality and artificial Intelligence.
	To attain the business objectives company may enter into Partnership, Joint-venture, take over or Amalgamate with any other company and also to take Loans from Bank/other Financial Institutions in such a manner as may company thinks fit.
	To mortgage the property and assets of the company as securities for loans and/or

	any credit facilities to be given to any associate company or companies or third party and also to give guarantee securing liabilities of such associate company or companies and/or third party.

IV. The liability of the members of the company is limited by shares

V. The Authorized Share Capital of the Company is TK. 10000000 (One Crore) divided into 100000 (One Lac) Ordinary Shares of TK 100 (One Hundred) each with power to increase or reduce the capital and to divide the shares into different classes and to attach thereto any special right or privileges or conditions as regards dividends, repayment of capital, voting or otherwise or to consolidate or sub-divide the shares.

We, the several persons, whose names addresses are subscribed below are desirous of being formed into a company in accordance with 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.

SL No.	Name	Position	No. of Shares Taken	Signature of subscribers
1	Name : Md. Zahid Khan Father's Name : Late M. Azizul Islam Khan Mother's Name : Ms. Tahera Shireen Khan Address : 62 Pioneer Road, Kakrail, Dhaka-1000, Dhaka Date of Birth : 01-JUN-66 E-mail : zahid@vsoneworld.com Phone : 01713409410 TIN : 479043955354 NID/Passport No. : 237 390 5203 Nationality : Bangladeshi	Managing Director	500 (Five Hundred shares)	sd/-
1	Entity Name: VS ONE WORLD (Pte) Ltd., Registration No. 20184317W, dated 28.12.2018 Represented By: Mr. Priyanga Sulath Dias Abeywickrema Gunasekera and Mr. Liyanage Prasanna Wijeratna Address: No. 31, Cantonment Road, Singapore (089747)	Share Holder	9500 (Nine Thousand Five Hundred shares)	sd/-

Witness 1	Witness 2
Name : Advocate Md. Idris Ali	Name : Mohammed Zafar Ullah ACS
Address: Saarc Law Chamber, Room No. 109, 51/F, Jhonson Road, Dhaka-1100	Address: Ahmed Mashuque & Co., C.A., Navana Obaid Eternia, H: 28-29, L: 12-13, Kakrail, Dhaka-1000
Phone : 01712-138822	Phone : 01713145731
NID : 4418075838329	NID : 2694813850432

THE COMPANIES ACT, 1994
(ACT XVIII OF 1994)

A PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION
OF

VS ONE Bangladesh Ltd.

PRELIMINARY

1. The Regulations contained in the Schedule- 1 of the Companies Act, 1994 shall apply to this Company with regard to such provisions as they are applicable to Private Limited company, so far only as they are not negative or modified by or as are not contained in the following Articles or any other Articles that may from time to time be framed by the Company in a General Meeting or by any stature.

2. In this articles unless the context otherwise required the words or expressions defined or explained in the companies Act, 1994, shall have the same meaning assigned to them respectively when used in relation to this Articles and as and when used in relation to the said companies Act and in particular and without prejudice to the generality of the said provisions, the word importing the singular number shall include plural number and vice versa and the word importing masculine gender shall include feminine gender and the word importing person shall include body corporate.

INTERPRETATION

3. Under this Article unless there be something repugnant in the subject matter inconsistent therewith: a) Companies Act or the Act means the Companies Act, 1994 or any modification or re-enactment thereof for the time being in force; b) Company or this Company means the VS ONE Bangladesh Ltd. c) Office means the Registered Office for the time being of the Company; d) Year means the English calendar year as followed by the company; e) Board or Board of Directors means the board of directors of the Company for the time being constituted in accordance with the Articles; f) In writing or written includes printing, typewriting, lithography and any other mode of representing or reproducing words in visible form.

4. g) Managing Directors means the Managing Director of the company; h) Proxy includes attorney duly constituted or appointed under an instrument of Power of Attorney, proxy or other authority in writing; i) Month means calendar month according to the English Calendar; j) Words importing the persons shall include bodies, corporate and unincorporated and the government. Words importing the singular number shall include the plural, and vice versa; k) Chairman means the Chairman of the Board of Directors of the company appointed by the Board of Directors; l) Directors mean the Directors of the Company for the time being.

PRIVATE COMPANY

5. The Company is a private company within the meaning of clause (q) of section 2(1) of the Companies Act 1994 and accordingly: (i) No invitation shall be issued to the public to subscribe for any share, debenture or debenture stock of the Company; (ii) The number of the members of the Company (exclusive of the persons in the employment of the Company) shall be limited to 50 (fifty), provided that for the purpose of this provision where two or more persons held one or more shares jointly in the Company, they shall be treated as a single member; and (iii) The right to transfer the shares of the Company shall be restricted in the manner and to the extent hereinafter provided.

SHARE CAPITAL

6. The Authorized Share Capital of the Company is TK. 10000000 (One Crore) divided into 100000 (One Lac) Ordinary Shares of TK 100 (One Hundred) each with power to increase or reduce the capital and to divide the share capital into different classes and to attach thereto any special right or privilege or condition as regard dividends, repayment of capital, voting or otherwise or to consolidate or sub-divide the shares. Subject to the provisions of the Articles, the share shall be under the control of the directors who may allot or otherwise dispose of the same.

7. The Company by special resolution may issue redeemable preference shares on such terms and conditions in such manner as may be determined by the resolution; The preference shares shall rank in priority to the ordinary shares for repayment of share capital in winding up; The preference shareholders will not have a right to vote at the general meetings of the Company; The preference shareholders shall not have any representation in the Board of Directors of the Company.

BUSINESS

8. The business of the Company shall include all or any of the objects expressed in the Memorandum of Association and may commence immediately upon incorporation of the Company, and notwithstanding that part of the capital has been subscribed.

SHARE CERTIFICATE

9. The certificate of title of shares and duplicate thereof whenever necessary, shall be issued to the members and shall be signed jointly by the Managing Director and any other Directors as determined by the Board of the Company. Any two or more joint holders of shares for the purpose of these Articles shall be treated as a single member and the certificate in respect of any such shares shall, unless authorized by all the joint holders in writing be delivered to the person first named in the register. If any certificate is worn out, destroyed, defaced, or lost, a new certificate may be reissued in lieu thereof on such terms and on such indemnity as the Board of Directors may think fit.

LIEN

10. The company shall have a lien on every share (not being a fully paid share) for all moneys called or payable at a fixed time in respect of that share, the company lien, if any, on a share shall extend to all dividends payable thereof.

TRANSFER AND TRANSMISSION OF SHARES

11. Subject to the prior permission of the Board of Directors, any share or part thereof may be transferred by any Director/shareholder to his/her children, father, mother, brother, sister, wife, husband, or to its subsidiary or associated company in case of corporate shareholder. Except as aforesaid, no share shall be transferred to any person who is not member of the Company as long as any member is willing to purchase the same at a fair value to be determined by the Directors at their discretion. The procedure for ascertaining whether any member is willing to sell or purchase any share, shall be determined by the Board of Directors.

12. The instrument of transfer of any share of the Company shall be executed by the transferor and the transferee. The transferor shall be deemed to remain holder of the share until the name of the transferee is entered in the register of the members in respect thereof.

The directors may without assigning any reason whatsoever, decline to register any

13. transfer of shares including transfer to any person who is a member of the Company.

14. The nominee of the deceased holder of the share, if any, shall be the only person recognized by the Company as having any title to the share provided the deceased holder of the share has filed his/her nomination in the form of a declaration or an oath made in writing before a magistrate or any other competent authority on the office of the Company before his/her death.

15. In the absence of any nominee, the legal representatives/heirs of a deceased holder of shares shall be, upon such proof of their title as may be required by the directors as having any title to the share and such person as above shall be registered as shareholder in place of the deceased.

16. If any member fails to pay any call money or installment on the day appointed for payment thereof, the directors may, at any time thereafter during such time as the call or installment remains unpaid, serve a notice on such member requiring him to pay the same, together with any interest and expense that may have been incurred by the Company by reason of such non-payment.

17. If the requirements of such notice aforesaid are not complied with any share in respect of which the notice has been given may at any time thereafter, upon failure to make the payment required by notice has been made, be forfeited by a resolution of the directors to that effect, such forfeiture shall include all dividends declared in respect of the forfeited shares and not actually paid before its forfeiture.

18. A person whose shares have been forfeited, shall cease to be a member in respect of the share forfeited, but shall, notwithstanding, be liable to pay the Company all claims, installments, interests and expenses owing in respect of such shares at the time of the forfeiture together with interest thereon decided by the board and the directors may enforce the payment thereof, if they think fit, but shall not be bound to do so.

ALTERATION OF CAPITAL

19. The Directors may, with the sanction of the Company, in general meeting increase the share capital by such sum to be divided into shares of such amount, as the resolution shall prescribe. The Company may, by special resolution, reduce its shares capital in any manner and subject to any incident authorized and consent required by law.

BORROWING POWERS

20. The Board of Directors may, from time to time, raise or borrow any sum or sums of money for the Company from any person, bank, firms, companies, financing institutions, any other source either local or foreign and particularly from any Director and may secure the payment of such money in such manner and upon such terms and conditions in all respects as they think fit and in particular by making, drawing, accepting or endorsing on behalf of the Company any promissory notes or giving or issuing any other security of the Company or by mortgage or by charge or by the perpetual or terminable and with or without a trust deed charged upon all or any part of the property of the Company (both present and future) including its

uncalled capital for the time being.

GENERAL MEETING

21. There shall be at least one ordinary general meeting to be called the Annual General Meeting every year. It should be held every calendar year as soon as practicable after the annual closing of account of the Company but not later than fifteen months from the date of the last Annual General Meeting of the Company. The first General Meeting shall be held within 18 months from the date of its incorporation. The above meeting shall be called Annual General meeting and all the meeting of the members of the company shall be called Extra ordinary General Meeting and presided over by the Chairman of the company and in his absence by any of the Directors of the Board as may be decided.

PROCEEDING AT GENERAL MEETING

22. Subject to the provisions of Section 87(2) of the Companies Act, 1994 related to special resolutions at least fourteen days¿ notice from the date of posting of the notice specifying the place the date and hour of the general meeting shall be given and in the case of special business, the general nature of such business shall be notified to the members, which may, with the written consent of all the members, may be called by shorter notice and in such manner as the members think fit.

QUORUM (AGM)

23. 2 (Two) members either physically or by proxy present will form quorum for transacting any business at any General meeting. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

QUORUM (Board Meeting)

24. 2 (Two) directors present in person and qualified to vote shall form a Quorum in any Board meeting. No business shall be transacted at any Board meeting unless a quorum of Board members is present at the time when the meeting proceeds to business.

25. CIRCULAR RESOLUTION : A resolution or circular in writing signed by all the directors shall be as valid and effectual as if it had been passed at the meeting of the Board of Directors duly called and constituted.

26. VIDEO CONFERENCE : For the purpose of a meeting of the Board, a Director or his alternate may participate in a meeting of the Board by means of physical presence (preferably) or video conference and such participation shall constitute the presence of such Director and/ or his alternate and the proceedings of such meeting shall be minuted and recorded as soon as practicable, in any event, not later than 7 days from the date of such meeting.

VOTE OF MEMBERS

27. On a show of hands every member present in person shall have one vote and upon a poll every member present in person or by proxy or attorney shall have one vote for every share held by him. On a poll, votes may be given either personally or by attorney or by representative with a letter of authorization.

QUALIFICATION SHARES

The qualification of a Director shall be holding in his/ her own name at least 1 (One) ordinary share of the nominal value of Tk. 100/- each unless otherwise determined in a general meeting. No qualification share to be required for nominee directors.

DIRECTORS

29. Unless Otherwise determined by the company in general meeting the number of directors shall not be less than 2(Two) and not more than 50(Fifty).The following persons shall be the first directors of the company unless anyone of them voluntarily resigns the said office or otherwise removed therefrom under the provisions of section 108(1) of the companies Act, 1994.

1. Md. Zahid Khan
2. Mr. Priyanga Sulath Dias Abeywickrema Gunasekera, Nominee of VS ONE WORLD (Pte) Ltd.
3. Mr. Liyanage Prasanna Wijeratna, Nominee of VS ONE WORLD (Pte) Ltd.

ALTERNATE DIRECTOR

30. The Board of Directors of a company may, by a resolution passed by the Directors in Board Meeting, appoint an alternate director to act for a director during his absence for a continuous period of not less than three months from Bangladesh.

31. ADVISOR TO BOARD : The Board of Directors may appoint an Adviser to Board to have advices and policy guidance on day to day operation and strategic matters of the company including business planning and asset purchase or sales, Business financing and Human Resource Management.

POWER OF DIRECTORS

32. The management and control of the business of the company shall be vested in the Board of Directors who in addition to the power and authorities by these presents or otherwise expressly conferred on them may exercise all such powers and do all such acts and things as may be exercised or done by the company and are not hereby or by the act expressly directed or required to be exercised or done the company in general meeting, but subject nevertheless to the provisions of the act and of these presents and to any By-law from time to time made by the company in general meeting provided that no regulation so made shall invalidate any prior act of the directors which would have been valid if such regulation had not been made.

33. Without prejudice to the general powers conferred by the last proceedings Article and the other powers conferred by these presents, it is hereby expressly declared that the directors shall have the following powers that is to say power: To pay the costs, charges and expended preliminary and incidental to the promotion, formation, establishment and registration of the company. To purchase or otherwise acquire for the company any property, rights or privileges which the company is authorized to acquire at such price and generally on such terms and conditions as they think fit.

34. To pay for any property, rights and privileges acquired by the company in cash or in shares of the and any such shares may be issued either as fully paid up or with such amount credited as paid up thereon as may be agreed upon. To secure the fulfillment of any contract or engagements entered into by the company by mortgage or charge on all or any of the property of the company and its unpaid capital for the time being or in such other manner as they may think fit.

35. To deal with any of the moneys of the company not immediately required for the companies purpose in or upon such investments or securities (not being shares in this company) and in such manner as they may think fit and from time to time to vary or realize such investments.

36. To provide for the welfare of the employees or company and their wives and dependents and to award bonus or other payments for the benefits of such persons as may appears to the directors just proper and to set aside a portion of the profit of the company to form a fund to build or contribute to the building of houses and subscribing to provident fund and other funds and establishment of schools, recreation centers and hospitals which in the opinion of the directors, tend to increase the repute of the company among its employees and the public.

DISQUALIFICATION OF DIRECTORS

37. In provision of Section 108(1) and 94 (1) of the Companies Act, 1994, the office of the Directors shall be vacated if he/she. a) Fails to obtain within the time specified in provision of Section 97(1) of the Companies Act, 1994 or any time thereafter ceases to hold the share qualification necessary for his/her appointment, or b) He/ she is found to be a person of unsound mind by a court of competent jurisdiction, or c) He/ she is adjudged insolvent, or d) He/ she fails to pay calls made on him in respect or shares held by him within six months from the date of such calls being made, or

38. e) Absent himself /herself from three consecutive meetings of the directors or from all meetings of the Directors for a continuous period of three months whichever is longer without leave of absence from the Board of Directors. f) Removed from the Directorship by an extra-ordinary resolution.

CHAIRMAN

39. Mr. Priyanga Sulath Dias Abeywickrema Gunasekera, Nominee of VS ONE WORLD (Pte) Ltd. shall be the first Chairman of the Company from the date of Incorporation of the company for a period of 05 (Five) years or as decided by the Board of Directors or as she may voluntarily resign from the post. In case of vacancy the Directors may appoint a new Chairman amongst themselves in a meeting and resolution taken by the Board of Directors. Remuneration and other facilities of the Chairman shall also be determined by the Board of Directors from time to time and shall deal with all day to day affairs of the Company under the supervision of the Board of Directors.

MANAGING DIRECTOR

40. Md. Zahid Khan shall be the first Managing Director of the Company for a period of 05 (Five) years or as he/she resigns voluntarily or becomes disqualifies under the provision of the companies Acts, 1994. If the post of Managing Director falls vacant for any reason, the Board of Directors shall be entitled to nominate any of the other Directors to act as Managing Director. Subject to powers as may be delegated by the Board of Directors.

41. Subject to the control and supervision of the Board of Directors the business and all the affairs of the Company shall be managed by the Managing Director of the Company. For the service to be rendered by the Managing Director he shall receive such allowance and remuneration as will be determined by the Board of Directors from time to time.

42. The Managing Director may delegate all or any of his/her powers to such other directors, secretaries, managers, agents, or other persons as he/she may think fit and shall have power to grant to such person power of attorney as he/she may deem expedient and such powers he/she may at pleasure revoke, subject to the approval of the Board.

POWER OF MANAGING DIRECTOR

43. Subject to the control and supervision of the Board of Directors, the Managing Director shall have the following powers:

44. To Manage the business and all other affairs of the Company, to appoint and employ officers, clerks, servants and day laborers for the company and to remove or discharge them and appoint others and to pay the salary, remuneration and wages to the persons so employed and also to pay the preliminary expenses and other expenses for the formation and registration of the company.

45. To borrow or raise money by way of loans or overdrafts or by the creation of mortgage, charge or hypothecation or otherwise and on such terms and conditions as he may think fit and to sign, execute, seal and deliver necessary documents for securing the loan approve by the Board of Directors.

46. To demand, sue for, realize and recover all dues, claims, demand, damages and compensations due and payable to the Company and to take proceedings, civil, criminal, revenue or otherwise and whether original or appellate.

47. To purchase or otherwise acquire for the company any land, building, office, goodness, licenses, rights, privileges, concessions, plant, machineries, goods, consideration and on such terms and conditions as he may think fit.

48. To open branch office of the company in Bangladesh or in any other foreign country as he may think necessary and also to close the same.

49. To sign bills, vouchers, certificates, deeds, agreements, promissory notes and any other negotiable or transferable instruments.

50. To settle compound, submit to arbitration, compromise and withdraw any suits, accounts, claims and demands whatever arising from any legal proceedings or not. To invest the reserve fund of the company and to dispose of same in such manner.

51. To delegate all or any of his powers to any Director, Manager, Secretary, Agent, Accountant, Assistant or other officer of the company as he may from time to time deem fit.

To present for registration before the District Registrar, Sub-Registrar or any other

52. registering authority and deed of document executed by the Managing Director or any other Director if so authorized by the Board of Directors in that behalf and to admit execution thereof and also to present for registration before any registering authority and deed or document executed in favor of the company and generally to do all other acts and things in that behalf.

53. To sign and verity plaints, written statements, petitions, applications and vokalatnamas, authorizing legal practitioners to act for and on behalf of the company before all courts, civil, criminal, revenue or otherwise and generally to do all other acts and things may be necessary from time to time in connection with the business of the company in different department under the Government and any other public or private officers.

BANK ACCOUNT

54. The Company shall open Bank Account/accounts with any Commercial or Schedule Bank / Private Bank or Financial Institutions in Bangladesh and abroad. Bank accounts of the company shall be operated as per the resolution of the Board of Directors of the company.

55. All moneys belonging to the company shall be deposit with such Bank or Banks as the Board of Director shall think expedient and the cheques shall be signed and the accounts shall be operated by the person(s) authorized by the Board of Directors.

ACCOUNTS AND AUDIT

56. The Directors shall cause to be kept proper books of accounts as provided in Section 181 of the Companies Act, 1994. An Auditor shall be appointed and his or her or their duties regulated in accordance with Section 210 to 213 of the Companies Act, 1994 or any statutory modification thereof for the time being in force. Every account when audited and approved at the General Meeting shall be conclusive except so far regards to and error. Any such error when discovered within or before the audit of the next account shall be corrected forthwith.

ADVISOR

57. The Board of Directors may from time to time appoint any suitable and acceptable person(s) as Advisor of the Company and fix up his remuneration.

ANNUAL RETURNS

58. The company shall comply with the provision of Section 36 of the Companies Act, 1994 as the making of annual returns.

NOTICE

59. When a notice is sent by registered post, service of the notice shall deemed to be effectual by properly addressing, prepaying and posting a letter containing the notice and unless contrary is proved to have effect at the time which the letter would deliver by post.

INDEMNITY

60. Every Director, officer and servant of the Company shall be indemnified by the company for all losses and expenditure by him/her or them respectively in or about the discharge of his/her duties except when such happen from respective willful act, neglect or default and it will be duty of the Directors to pay cash, out of the funds of the Company, all losses and expenses which any Director, officer or servant may

have incurred in any way in the discharge of their respective duties. The amount for which indemnity so provided shall immediately attach lien over the property of the Company and shall have priority over all other claims.

DIVIDEND AND RESERVE

61. The Company and Annual General Meeting may declare dividends but no dividend shall be credited as Paid Up on their respective shares or the members in the capital of the Company at the date to declaration of the dividend after creation of reserve as they think it. No dividend shall be payable except out of the profits of the Company of the year or any other undistributed profits and no dividend shall carry interest as against the company. The Board of Directors shall have absolute discretion as to the employment of the reserves created out of the net profit of the company and in declaring fully paid Bonus Share out of profits. The Board of Directors may from time to time pay to the members such interim dividends as appear to the directors justified by the profits of the Company.

SECRECY

62. The Chairman, Managing Director, Director, Advisor, Manager, Secretary, Auditors, Accountants, Officers, Agents or other person employed in the business of the company shall have to observe strict secrecy respecting all matters which may come to his knowledge in the discharge of the duties when required to do so by resolution of the company or by court of law or where the person connected is required to do so in order to comply with any provision of the law or in these presents.

ARBITRATION

63. If and whenever any difference shall arise between the Company and any of the members of their representative touching the construction of any of the Article herein contained or any Act, matter or thing made, done or omitted in regard to the rights and liabilities arising hereunder or arising out of the regulation existing between the parties by reason of these presents or of the statutes or any of them, such difference shall forthwith be referred to two Arbitrators, one to be appointed by each party and a third arbitrator may be chosen by the two Arbitrators, if deemed necessary, before entering on the consideration in accordance with the provisions of the Arbitration Act, 2001.

WINDING UP

64. If the Company is wounded up the surplus assets (subject to any rights attached any special classes of shares forming part of the capital for the time being) of the Company be applied first in the repayment of capital paid up on the ordinary shares and the excess (if any) shall be distributed among the members in proportion to the number of shares held by them respectively. The Director, the Secretaries, the Auditors and other Officers or Servants for the time being in relation to any of the affairs of the company be indemnified out of the assets of the Company from and against all or any act done or omitted in or about the bonafied execution of their duty.

We, the several persons, whose names addresses are subscribed below are desirous of being formed into a company in accordance with this Articles of Association and we respectively agree to take the number of shares in the capital of the company set opposite to our respective names.

SL No.	Name	Position	No. of Shares Taken	Signature of subscribers
1	Name : Md. Zahid Khan Father's Name : Late M. Azizul Islam Khan Mother's Name : Ms. Tahera Shireen Khan Address : 62 Pioneer Road, Kakrail, Dhaka-1000, Dhaka Date of Birth : 01-JUN-66 E-mail : zahid@vsoneworld.com Phone : 01713409410 TIN : 479043955354 NID/Passport No. : 237 390 5203 Nationality : Bangladeshi	Managing Director	500 (Five Hundred shares)	sd/-
1	Entity Name: VS ONE WORLD (Pte) Ltd., Registration No. 20184317W, dated 28.12.2018 Represented By: Mr. Priyanga Sulath Dias Abeywickrema Gunasekera and Mr. Liyanage Prasanna Wijeratna Address: No. 31, Cantonment Road, Singapore (089747)	Share Holder	9500 (Nine Thousand Five Hundred shares)	sd/-

Witness 1		Witness 2	
Name :	Advocate Md. Idris Ali	Name :	Mohammed Zafar Ullah ACS
Address:	Saarc Law Chamber, Room No. 109, 51/F, Jhonson Road, Dhaka-1100	Address:	Ahmed Mashuque & Co., C.A., Navana Obaid Eternia, H: 28-29, L: 12-13, Kakrail, Dhaka-1000
Phone :	01712-138822	Phone :	01713145731
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