MEMORANDUM OF ASSOCIATION

OF

INTELLIGENT COMMUNICATIONS SYSTEMS INDIA LIMITED
CIN U74899DL1987G0I027481

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	digital	6
To carry out services of consultancy and turn key projects in the field of telecomnew & renewable energy.	, IT an	d 6
B.OBJECTS / MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OBJECTS SPECIFIED IN CLAUSE - III (A) ARE :	OF TH	HE
To loan on suitable terms the Company technicians, experts and others,		
To purchase or otherwise acquire, lands and buildings etc		

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	o mest	9
	to subscribe	9
	To invest mone, with or without security	9
	To purchase or otherwise acquire	9
4	To lend money	9
3	To mortgage	9
16	To draw, make accept negotiable or transferable instruments	9
13	To open account	10
18	To pay for any property or rights	10
19	To pay out of the funds Preliminary Expenses	10
20	To grant pensions, allowances	10
21	To make donations	10
72	To provide for the welfare of employees	11
23	To create any reserve fund	11
24	To distribute as dividend or bonus	11
25	to receive money as deposit or loan	11
26	to amalgamate with any other Company	11
27	To acquire technical information, know-how process engineering.	12
28	To send out to foreign countries directors, employees	12
29	To employ and pay experts, foreign or local consultants/engineers	12
30	To execute and to carry out agreement of sole agency	12
31	To establish and maintain agencies, branches	12
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To distribute among the members in specie any property of the Company	12
To sell or dispose of the undertaking of the Company	12
To act as principals, agents, contractors, trustees or otherwise	12
To run and conduct bureau for computer services	13
To manufacture develop, import, all kinds of electronic, electrical and chemical products	13
To buy, sell-manufacture, all works, plant and machinery and tools	13
LIMITED LIABILITY	13
SHARE CAPITAL	13

V.K. SINHA

Managing Director
Intelligent Communication Systems India Ltd.

Administrative Building,

Okhla Industrial Estate, Phase-III

New Delhi-110020

COMPANY LIMITED BY SHARES MEMORANDUM OF ASSOCIATION

INTELLIGEN? COMMUNICATIONS SYSTEMS INDIA LIMITED

Proproposited under the Companies Act. (954)

	was regulations common	and the Manager and Total (1974)
		set in these Memorandum of Association were adopted pursuant to members of General Meeting of the Company held on 27 12 2017 in substitution for and to equivalent company in the extant Memorandum of Association of the Company
	tions of the Company	The name of the Company is INTELLIGENT COMMUNICATION SYSTEMS
	Received Office	COMITED.
	Hagsained Office	The registered office of the Company will be situated in the Union Territory of Dem:
	Desch	The objects for which the Company is established are
	å.	THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
	To carry out services of consultancy and execution of projects for telecommunications systems, etc.	services, computer communication systems and software relating to office
	To manufacture moort buy, self-fease and deal in Electronic and Electric Components etc.	Components, sub-systems and equipments and Operate Computer
7	and deal in telecommunication	To carry out research, develop, import, export and deal in telecommunication equipment and systems/computer hardware and software and software relating to communications and Information Technology Systems.
34	marketing sales	districts, operation and

V.K. SINHA Managing Director

	100 00 10	anagement insultancy services s r computers and s mmunication r stems	computers and communication systems in India and outside India including engineering, commercial and operational management of Communication Systems, market research and Personnel management, organisational structure improvement in the system of Administration, traffic forecast planning, investment planning, modernisation of existing Communication system facilities, improvement in operational and maintenance, practices towards optimum utilisation of Communication Systems.
**	0	therwise procure	To design develop, manufacture or otherwise procure various Security & Surveillance item like IED Jammer, Encryption Key, GSM Monitoring Equipments, AceS, VSAT etc. for supply installation, training and support to different Defense/Govt. agencies.
		To carry out buying, selling, marketing of Furniture, Fixtures, Vehicles, appliances etc	To carry out buying, selling, marketing of Furniture, Fixtures, Vehicles, appliances, other consumer items and installation of plant & Machinery.
7		To carry on the business of providing all kinds/categories of Manpower including technical/non technical etc.	To carry on the business of providing all kinds/categories of Manpower including technical/non technical/administrative/financial/skilled/unskilled etc required by Government and Private Organizations.
•	8	To carry out services of consultancy and execution of projects for all kinds of digital payment solutions and other related services.	To carry out services of consultancy and execution of projects for all kinds of digital payment solutions and other related services.
	9	To carry out services of consultancy and turn key projects in the field of telecom, IT and new & renewable energy.	telecom, IT and new & renewable energy.

^{*} Added vide Order of Company Law Board dated 06.04.96

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V.K. SINHA
Managing Director
Intelligent Communication Systems India Ltd.

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^{**} Added vide Certificate of Registrar of Companies (MCA) dated 22.05.2008

ORJECTS / MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE . III (A)

the Company technologies, expens and others.

To loan on suitable terms the Company technicians, experts and others to party in India and for outside India for development and operation of Computer Communication projects of all types and description, to send out to foreign countries the Company's technicians, experts, plans-and drawings, plant and machinery and tools and other appliances in connection with development of Computers Communication and Office Automation Projects.

to purchase or otherwise acquire, lands and buildings

To purchase or otherwise acquire, construct, erect, laydown, maintain enlarge, alter, work and use all lands and buildings, easements, gas and other works, machinery, plants, mills, stock, lamps, pipes, motors, fitting, meters, apparatuses, materials, and things as may be necessary incidental or convenient in connection with the production, use, storage, regulation, measurement, supply and distribution of any of the products of the Company.

To Purchase, take on lease or in exchange To purchase, take on lease or in exchange, hire, renew or otherwise acquire and hold any estates or interest and to let or sub-let in whole or in part, develop, manage and exploit any lands, buildings, machinery, easements, rights, privileges, plants, stock in trade, business concerns, options, contracts, claims, choses -in-action and any real and personal property of any kind necessary or convenient for any businesses of the Company.

To apply for and obtain any charter

To apply for and obtain any charter, privileges, concession, licence or authorization of any Government, State or Municipality, provisional order or licence of any authority for enabling the Company to carry on any of its objects into effect or for extending any of the powers of the Company for effecting any modifications of the constitution of the Company or for any other purpose which may seem expedient and to make representation against any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company.

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cherwise subsidise research laborate	To establish provide maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific technical research and experiments and to undertake and carry on with scientific and technical researches, experiments and tests of all kinds and to promote studies and research, both scientific and technical, investigation and invention by providing, subsidising, endowing, or assisting laboratories, workshops, libraries lectures, meetings and conferences and generally to encourage, promote and reward, studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any of the businesses which the Company is authorised to carry on and to expend money in experiment, and test and in improving or seeking to improve and giving publicity to and placing upon the market any products of the Company or distribute any patents, inventions, processes, information or rights which the Company may acquire or lease or propose to acquire.
To apply for attain, purchase	To apply for, obtain, purchase or otherwise acquire and protect, prolong and renew any patents, patent rights, bravers-d- inventions, processes, trade secrets, scientific, technical or other assistance, manufacturing process, knowhow and other information, designs, patterns, copy rights, trade marks, licences, concession s and like rights or the benefit or right of use thereof, which may seem capable of being used for or in connection with any of the purposes of the Company on payment of any fee, royalty or other consideration and to use, exercise or develop the same and manufacture under or grant licences in respect thereof or sell or otherwise deal with the same.
To procure the registration	To procure the registration or recognition of the Company in or under the laws of any place outside India.
8 To enter into partnerships	To enter into partnerships or other arrangement or agreement with any Government or authorities, supreme, municipal or otherwise or any person or Company or any of them for sharing profits, union of interest, joint venture, reciprocal concession or co-operation and engaged in any business or transaction which the Company is authorised to carry on or capable of being carried on by the Company and to obtain from such Government, authority, person or Company any rights, privileges, charters, contracts, licences, and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply therewith.
9 To promote	To promote, from and register and aid in the promotion, formation and registration of any Company or Companies, subsidiary or otherwise, for the purpose of acquiring all or any of the properties, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to transfer to any such
8 Page	VK SINHA

V.K. SINHA

		Company and property of the Company and to be interested in or take or otherwise acquire, hold, soil or otherwise dispose of shares, stock debentures and other securities in or any of such Company or any other Company for-all or any of the objects mentioned in this Memorandum and to subsidise or otherwise assist any such Company and to undertake the management or other works, duties and businesses of any such Company on such terms as may be arranged.
10	to invest	To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be deemed expedient or be determined
11	To subscribe	To subscribe for, take or otherwise acquire and hold shares, stocks debentures or other interest in or securities of any other Company or companies having objects altogether or in part similar to those of the Company
12	To invest money with or without security	To invest money with or without security and to make advances of such sum or sums of money upon or in respect of or for the purpose of raw materials, goods, machinery, stores or any other property, articles and things acquired for the purpose of the Company with or without security and upon such terms and subject to such conditions as the Company way deem expedient.
13	To purchase or otherwise acquire	the business, property, rights, assets, and liabilities of any person, many cart on any business which the Company is authorised to carry on or possession of property or rights suitable for any of the purposes of the Company or which can he carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
14	To lend money	To lend money to such persons or Companies in such manner and on such terms as may seem expedient and in particular to members of the staff, customers of and others having dealings with the Company and to guarantee the performance of contracts by any such persons or Companies provided the Company shall not carry on any banking business which may come within the purview of the Banking Regulation Act, 1949 or of the Insurance Act.
15	To mortgage	To mortgage, hypothecate and pledge all or any of the properties whether movable or immovable of any description and other valuable securities of the Company.
9	Page	V.K. SINHA

V.K. SINHA

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instruments	To draw, make, accept, endorse, discount, execute, issue, negotiate and assign cheques, drafts promissory notes, bills of exchange hunches, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.
To open account	To open an account or accounts with any individual, firm or Company or with any banks or bankers or shroffs and to pay into and to withdraw money from such account or accounts.
to pay for any property or nghts	to the Company either in cash or fully or partly paid up shares, with or without preferred 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 on such terms as the Company may determine.
19 To pay out of the funds Preliminary Expenses	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 the issue of the capital of the Company and any such other Company and incidental to the negotiations between the promoters preliminary to the formation of the Company and other pre-incorporation or preliminary and other expenses and all costs, charges, impositions and expenses of and incidental to acquisition, by the Company of any property or assets and incidental to the accomplishment of all or any formalities which the Company may think necessary, or proper in connection with any of the aforesaid.
20 To grant pensions, allowances	To grant pensions, allowances, gratuities and bonuses to existing or former employees and officers (including Directors) of the Company or their dependents or connections and to make payments towards insurance for any such purpose/person and to establish, join and support trusts, funds or schemes (whether contributory or non-contributory) with a view to provide pensions or allowances for any such persons or any other associations, institutions, trusts, funds, schemes, clubs and conveniences calculated to benefit any such person.
21 To make donations	To make donations to such person either in cash or any other assets as may be brought directly or indirectly conducive to any of the Company's objects or otherwise expedient and to subscribe, contribute or otherwise assist or guarantee money for charitable, scientific, religious, benevolent, national, public or other Institutions or objects or for any exhibition or for any public, general or other objects and to establish and support or aids in the establishment and support of associations, institutions, funds. trusts and conveniences for the benefit of the employees or of persons having dealings with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances,

VK SINHA

	and to make payments towards insurance and to form and contribute to provident and benefit funds of or for such persons
employees	Company and the wives and families or the dependents or connections of such persons by building houses and/or contributing to the pensions allowances, bonuses or other payments or by creating and from time to time subscribing or contributing towards places of instructions and recreation, hospitals and dispensaries, medical and other assistance as the Company shall think fit.
To create any reserve fund	To create any reserve fund, sinking fund, insurance fund or any other special fund whether depreciation or for repairing, improving, extending or maintaining any of the properties of the. Company or for any other purpose conducive to the interest of the Company or for any other purpose.
To distribute as dividend or bonus	Subject to the provisions contained in Section 123 of the Companies Act. 2013 to distribute as dividend or bonus among the members or to place in reserve or otherwise to apply as the Company may from time to time think fit, any money received by way of premium on shares or debentures issued at a premium by the Company or any moneys arising from the sale by the Company of forfeited shares.
25 to receive money as deposit or loan	Subject to the provisions of Sections 73, 179, 180 and 181 of the Act and Rules made thereunder and the directions given by the Reserve Bank of India, to receive money as deposit or loan and borrow or raise money in such manner as the Company shall think fit, in particular by the issue of debentures, or debenture 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 property or any assets 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 any obligation undertaken by the Company or and other person or Company as the case may be, provided however that the Company shall not do any banking business as defined under the Banking Regulation Act, 1949.
26 to amalgamate with and other Company	Subject to Sections 230 to 232 of the Act, to amalgamate with any other Company whose objects are similar to those of this Company whether by
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V.K. SINHA

		sale or purchase or otherwise
	to acquire technical information. inciw-how process engineering	To acquire from any persons firm or body corporate whether in India or elsewhere technical information, know-how process engineering manufacturing and operating data, plans, relating to the business of the Company and to acquire any grant or layouts and blueprints useful for the design, erection and operation of the plant required for licence and other rights and benefits in foregoing matters and things.
Ţŧ.	to send out to foreign directors, employees	To send out to foreign countries directors, employees or any other person for investigation possibilities of any business or trade or for procuring and buying any machinery or establishing trade connections, or for promoting the interest of the Company and to pay all expenses incurred in this connection.
20	To employ and pay experts, foreign or local consultants/engineers	with the Company's operation.
30	to execute and to carry out agreement of sole agency	To execute and to carry out agreement of sole agency or other similar agreements and may appoint sub-agents or distributing agents in connection with the business of the Company.
31	To establish and maintain agencies, branches	To establish and maintain agencies, branches, places and local registers in any part of the world and to take such steps as may be necessary to give the Company such rights and privileges in any fart of the world as are possessed by local Companies or partnership or as may be desirable.
32	To distribute among the members in specie any property of the Company	To distribute among the members in specie any property of the Company or any proceeds of sale or disposal of any property in the event of winding up but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the time being required by law.
33	To sell or dispose of the undertaking of the Company	To sell or dispose of the undertaking of the Company or any part thereofor such consideration as the Company may think fit and in particular for shares, debentures or securities of any other Company having objects altogether or in part similar to those of the Company.
34	To act as principals, agents,	To do or any of the above things and all such other things as are incidental, or may be thought conducive, to the attainment of above

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offerwise	bjects or any of them in any part of the world, and either as, principals agents, contractors, trustees or otherwise and by or otherwise and either along or in conjunction with others.		
to run and conduct bureau by computer services	To run and conduct bureau for computer services and in particular to develop, design, programme operate conduct feasibility studies and also to acquire and run agency for computers, their repair, maintenance and installation		
to manufacture develop, import, all inds of electronic, electrical and ohemical products			
To buy, sell, manufacturial works, plant are machinery and tools	the age of the four on		
Limited Liability	The liability of the Members is limited and this liability to the amount unpaid, if any, on the shares held by them. The share capital of the Company is Rs. 1,00,00,000/- (Rupees one 1,00,000,000/- (Rupees one 1,000,000/- (Rupees one 1,000/- (Rupees		
V Share Capital	The share capital of the Company is Rs. 1,00,00,000 (Constant) and Company is Rs. 1,00,000 (Rs. 100/- (Rupees One hundred) each.		

Simbo

V.K. SINHA

Managing Director
Intelligent Communication Systems India Ltd.

Administrative Building.

Okhla Industrial Estate, Phase-III

New Delhi-110020

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We the several persons whose names and addresses are subscribed below, are desirous of being formed into a company in pursuance memorandum of Association, and we respectively agree to be a subscribed below, are desirous of being formed into a company, set opposite we the several modern and we respectively agree to take the number of shares in the capital of the company, set opposite 10 our respective names

Names and Address Occupation. Description of each Subscribers	No. of Equity shares taken by each subscriber	Signature of Subscribers	Signature of witness with address description and occupation
Yogeshwar Lal Aganwal Sto Late Shri S L Agarwal 8-325 Chandgi Ram Block Asian Village Complex. New Delhi-110049 Chairman & Managery Director, TCIL Avinash Chandra Narang	7 (Seven)	Sd <i>i-</i> Yogeshwarlal Agarwal	Sd- (S C Malk) C-198,Vivek Vihar Dehi JGM (P8A) TCIL
Sio Late Shn B.D Narang, 286, Asian Games Village, New Delhi-110049 Group General Manager, TCIL	7 (Seven)	Sd/- Avinash Chandra Narang	
Shugan Chand jain Sto Shri K C.Jain D-28, Panchsheel Enclave, New Delhi-110017 General Manager (Computers),TCIL	6 (Six)	Sd/- Shugan Chand Jain	
Narain Mulchand Gulrajaini S/o Shri Mulchand H.391, Naraina Vihar, New Delhi-110028 Company Secretary, TCIL	6 (Six)	Sd/- Narain Mulchand Gulrajani	
5 Brijeshwar Prasad S/o Shri M. Prasad 10/16, Probiya Road, Delhi-110007 Managing Director, DSIIDC	8 (Eight)	Sd <i>l-</i> Brijeshwar Prasad	Sd/- (K.N. Sharma) Divisional Manager(DSIIDC) New Delhi
6. Pachuau Rohmingthanga Sio Late Shri Selthaama 14/4, Tilak Marg, New Delhi-110001 Chairman,DSIIDC	9 (Nine)	Sd/- Pachuau Rohmingthanga	(K. Divisional
7. Kamlesh Chandra Sto Late Shri M.P. Saxena A2/127, Paschim Vinar. New Delhi-110063 Chief Manager, DSIIDC	8 (Eight)	Sd/- Kamlesh Chandra	
Total	51(Fifty One Equity Share	e)	

V.K. SINHA

Managing Director
Intelligent Communication Systems India Ltd.
Administrative Building.
Administrative Phase-III