

THE COMPANIES ACT 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF

#CEINSYS TECH LIMITED

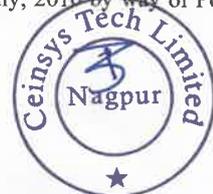
- I. The name of the Company is **#CEINSYS TECH LIMITED**.
- II. The Registered Office of the Company will be situated in the State of Maharashtra
- III. The Objects for which the Company is established are:-

A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION:

- 1) To act as consultants in the field of information technology and its applications including establishing training institutes conducting courses for advanced computing applications, software engineering, business computing, data communication and networking, digital multimedia applications, computational science and numerical methods, image processing and remote sensing applications, with the recognition of reputed and well-known organisations and also to associate and implement similar projects in various locations for the purpose of promoting this object.
- 2)**To carry on the business of geographical surveys and mapping, On-Shore & Off-Shore surveys and Fields Surveys, Consultancy of Survey Planning, Aerial and Satellite Remote Sensing using different sensors like RADAR, Aeromag, LiDAR etc., in addition to cameras and mapping using any of the above mentioned sensor systems from Aerial and other platforms, geographical information systems, Management System Engineering Consultancy, set up a Data Processing and Geographical Information System Centre using computer systems and for this purpose to acquire, purchase or take on lease or on hire computer systems including computer accessories, computing and management service equipment, act as consultants in India and abroad in relation to all aspects of data processing systems, computer software, process control systems, providing Manpower placement and recruiting, Selecting, Interviewing, Training and Employing all types of executives, Middle Management Staff, Junior Level Staff, Labourers Skilled/Unskilled required by various Industries and organizations, to provide consultancy and other services in connection with requirements of persons and manpower supply in India and abroad.
- 3)**To carry on the business of infrastructure developers, designing, setting up of all types of Infrastructure Projects, constructing, reconstructing and acting as Turnkey Project Managers for all Infrastructure Development, Road Projects, Ports, Airports, Industrial Townships, Housing, Cities, Urban Infrastructure, Public Utilities, civil construction projects, irrigation projects, agricultural projects, mechanical projects, electrical projects, entering into contracts and arrangement with Government; Semi-government Municipal and Local Authorities , local autonomous bodies, other Government agencies, bodies, institutions including foreign agencies and institutions as may be permitted in law.
- 4)**To provide consultancy services to industry, municipal corporations, State water supply undertakings, sewerage/ drainage boards or other statutory or non-statutory authority, company and/or person, provide operational and maintenance services , carry out concessions / off-take type/ management contract for municipal corporations, State water supply undertakings, sewerage/drainage boards or any other

Amended by Members of the Company by way of Postal Ballot of which proceeding held on 04.08.2017.

**Clause 2, 3, 4 and 5 are inserted vide Special Resolution passed by the Shareholders on 06th July, 2016 by way of Postal Ballot.



statutory/non-statutory authority, corporation, company and/ or person, actively assist in the development of private sector participation in water management/ supply / treatment/ distribution and collection sanitation/ disposal projects and develop an engineering capability in the sphere of water, sanitation- sewerage and waste water management and allied activities.

- 5)**To carry on manage, supervise and control in India or abroad the business of transmitting, supplying, generating, distributing and dealing in electricity and all forms of energy and power generated by any source whether nuclear, steam, hydro or tidal, water, wind, solar, hydrocarbon fuel or any other form, kind or description, manufacturing, trading, importing, exporting and/or process, assemble, deal in all kinds of machinery and accessories used in power generation, irrigation, mechanical works/projects/jobs, operating and maintaining electric power transmission systems/networks, generating stations based on conventional/ non-conventional resources for evacuation, transmission, distribution, trading or supply of power through establishing or using stations, tie-lines, sub-stations and transmission or distribution lines in any manner , to acquire in any manner power transmission systems/networks, generation stations, sub-stations and transmission or distribution systems from State Electricity Boards, Vidyut Boards, Power Utilities, Generating Companies, Transmission Companies, Distribution Companies, Central or State Government Undertakings, to do all the ancillary , related or connected activities as may be considered necessary or beneficial or desirable for or along with any or all of the aforesaid purposes which can be conveniently carried on these systems, or platforms.

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:

- 1) To develop and market, buy and sell, import and export, computer/communication Software products/solutions in the local or international markets, with or without foreign collaboration or arrangements in various technological areas, in particular relating to Computer-aided Design (CAD) technologies, and to provide, depute, hire personnel, whether from India or abroad and to impart training services in CAD technologies and other related areas.
- 2) To establish and run data processing/computer centres and to offer consultancy and data processing and other services that are normally offered by data processing/computer centres to industrial, business and other types of customers and to impart training on electronic data processing, computer software and hardware, to customers and others.
- 3) To design, develop, carry out, research in, manufacture, buy, sell, import, export, maintain, repair, alter, convert, distribute, market, hire, lease and Otherwise deal in all kinds of computers, computer peripherals and all related equipment mentioned in the foregoing, other equipment, apparatus, instruments, implements, machinery, plant, devices, appliances, whether electrical, electronic, mechanical or otherwise, and any devices, appliances, apparatus, equipment, plant, machinery, stationery, materials, systems, software, programs, or other substance or thing used as accessory to, or in relation to or in connection with, the foregoing.
- 4) To provide management consultancy services relating to computer education or software training, development and exports of software or manpower to the business organizations, individuals and bodies corporate in the areas of procurement, maintenance, management, finance, data processing, marketing, engineering, project design and execution of one source turn-key projects, to set up and run cyber-cafe centres or provide management services in this respect, and to undertake research, system analysis and sourcing of manpower and all other matters relating thereto.

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- 5) To conduct seminars, work-shops, capsule courses on computers, computer maintenance, software development, software exports, other telecommunication or information technology to impart training as envisaged by the main object and to depute personnel to develop and design software in India and abroad, to employ, hire, or import required personnel for that purpose.
- 6) To enter into any arrangement with any non-government or government authorities, municipal, local or otherwise that may appear conducive to the Company's objects or any of them and to obtain from any such concerns or Government authorities, any rights, privileges and concessions which the Company may think it desirable to obtain and to carry out, execute and comply with any such arrangements, rights, privileges and concessions.
- 7) To undertake and carry on with all scientific and technical research, experiments and tests of all kinds and to promote studies and research, both scientific and technical investigation and invention by providing, subsidizing, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration to scientific and technical professors and teachers and by providing for the award, scholarships, prizes, grants and bursary to students or independent students or otherwise and to encourage, promote and award studies, researches, investigation, experiments, tests and inventions of any kind that may be considered likely to assist any of the businesses which the Company is authorized to carry on.
- 8) To apply for, take out, obtain, purchase or otherwise acquire and turn to account any copy-rights, licenses, concessions, patent rights, or inventions privileges, trademarks or secret processes which may be used for purposes of the business of the Company directly or indirectly.
- 9) To establish and maintain agencies, branches or appoint representatives, agents, canvassers, selling and buying agents in India or abroad for conduct of the business of the Company, or for the purchase and sale of products and articles dealt with by the Company/ and to regulate and discontinue the same.
- 10) To acquire or take over the whole or any part of the business, property and liabilities of any other person or company carrying on any similar or allied business and to allot shares, debentures or any other securities of the Company in satisfaction of the purchase consideration payable.
- 11) To enter into any agreements or partnership for sharing of profits, joint venture or any other arrangements of a like nature, with any other person or firm of companies carrying on similar or allied business.
- 12) To acquire and hold shares, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debentures, debenture stocks, bonds, obligations, or securities acquired by original subscription, tender, purchase, exchange or otherwise and so to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by and incidental to the ownership thereof and any such shares, stocks, debentures, debenture-stocks, bonds, obligations or securities to sell or otherwise dispose of.
- 13) To promote, form and register and aid in the promotion and registration of any company or companies subsidiary or otherwise for the purpose of acquiring all or any of the property, rights and liabilities of this company and to transfer to any such company any property of this company and to be interested in or take or otherwise acquire, hold, sell or otherwise dispose of shares stocks, debentures and other securities in or of any such company or any other company for all or any of the objects mentioned in this memorandum and to subsidize or otherwise assist any such company, and to undertake the management or other work, duties and business of any such company, on such terms as may be arranged.



- 14) To open bank accounts of all nature including overdraft, cash credit, loan accounts and to operate the same and to draw, make, accept, negotiate, endorse, discount, assign, execute and otherwise deal in cheques, drafts, promissory notes, bills of exchange, hundies, debentures, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments in connection with the business of the Company.
- 15) To invest, lend and advance money not immediately required by the Company or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and in particular to customers and other having dealings with the Company and to give guarantees or securities for any such persons, firms or companies as may appear proper or reasonable to the Directors, provided that the Company shall not carry on the business of banking within the meaning of Banking Regulations Act, 1949.
- 16) To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, stocks, contracts, mortgages, charges, obligations, instruments or securities of any company or of any authority supreme, municipal, local or otherwise of any persons whomsoever whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations in connection with the Company's business.
- 17) Subject to section 58-A of the Companies Act, 1956, and the regulations made therein and the directions issued by Reserve Bank of India to borrow, raise or secure the payment of money or to receive money as loan, at interest for any purpose of the Company and at such time or times as may be thought fit, by promissory notes, bills of exchange, hundies, bills of lading, warrants or other negotiable instruments or by taking credit in or opening current accounts or over-draft accounts with any persons, firm, bank or company and whether with or without any security or by such other means, as the Directors may in their absolute discretion deem expedient.
- 18) To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit and 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 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 company of any obligation undertaken by the Company or any other person or Company as the case may be.
- 19) To build, construct, improve, remove or replace, work, manage, control, maintain and alter any buildings, factories, offices, shops, stores, electric works, and other works and conveniences, and to contribute to, subsidies or otherwise assist or take part in the construction, improvement, maintenance, working management carrying out or control thereof, necessary or convenient for the purposes of the Company and to pay for such lands, buildings, works, property or rights, or any other property and rights purchased or acquired by or for the Company by shares, debentures, debentures-stock, bonds or other securities of the companies by cash or otherwise.
- 20) To sell, lease, mortgage or otherwise dispose of the property, assets or undertaking of the Company or a part thereof for such consideration as the Company may think fit, and in particular for shares, stock, debentures, or other securities of any other company whether or not having objects altogether or in part similar to those of the Company.
- 21) To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and to give or procure the giving of donations, gratuities, pensions, allowances and emoluments to any persons who are or were at any time in the employment or service of the Company or who are or were at any time directors or officer of the Company and the wives, widows, families and dependents of any such persons and also establish associations, clubs and funds calculated to be for the benefit of or to advance the interest and wellbeing of the Company and make payments to or towards the insurance of any such persons as aforesaid.



- 22) To subscribe, contribute or otherwise to assist charitable, benevolent, religious, scientific, public, national, international or other institutions, funds or objects which shall have any moral or other claims to support or aid, by the Company either by reasons of locality of operation or public and general utility or otherwise or which in the opinion of the directors tends to increase the repute or popularity of the Company among its employees or the public or further the interest of the Company.
- 23) To allot shares in this Company to be considered as fully or partly paid up in payment of any property of whatever description which the Company may acquire or in exchange or services rendered or technical know-how or goodwill.
- 24) To create any depreciation fund, reserve fund, sinking fund or any special or other funds whether for depreciation or for improving, repairing, extending or maintaining any of the property of the Company or for redemption of debentures or redeemable preference share or for any other purpose whatsoever conducive to the interest of the Company.
- 25) To adopt such means of making known the business of the Company as may deem 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 granting prizes, rewards and donations.
- 26) To undertake and execute any trust, the undertaking of which may deem to be desirable to the Company either gratuitously or otherwise.
- 27) To apply for, promote and obtain any act of Parliament, charter, privilege, concession, license or authorization of any Government, State of municipality, or other authority for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modification of the Company or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company.
- 28) To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, sub-let, dispose of, otherwise turn to account the same.
- 29) To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation, joint ventures, reciprocal concessions, technical collaboration or otherwise with any person, firm or Company carrying on or engaged in, or about to carry on or engage in business or transaction, within India or abroad, which this Company is authorized to carry on or engage in or to amalgamate with any another company having objects altogether or in part similar to those of this Company and to lend money to guarantee the Contracts of or otherwise assist any such person, firm or Company and to place or take, otherwise acquire or to be interested in, hold, deal in and dispose of shares, stocks, debentures and other securities of any such company.
- 30) To give any guarantee in relation to the payment of any debentures, debenture- stocks, bonds, obligations or securities, or to advance and lend money and assets of all kinds upon such terms as may be arranged and either with or without security, or to establish agencies in any part of the world and to regulate and discontinue the same.
- 31) To pay out of Company's funds, the costs and expenses incurred in connection with all matters preliminary and incidental to the formation, promotion and incorporation of this Company and costs and expenses incurred in connection with all matters preliminary and incidental to the formation and incorporation of any company which may be promoted by this Company.
- 32) To place, to reserve or to distribute as bonus shares among the members or otherwise to apply as the Company may from time to time think fit any moneys belonging to the Company including those



received by way of premium by way of premium on shares or debentures issued at a premium by the Company and any money received in respect of forfeited shares and money arising from the reissue by the Company forfeited shares subject to the provision of Companies Act, 1956.

- 33) To assist, in event of the Company occupying the position of the group company within the meaning of section 372 of the Companies Act, 1956 or any statutory modifications thereof, any other company in the group in any manner and to any extent including the giving of loans, and giving the guarantee or providing of securities of any kind whatsoever in connection with any loan given to the latter by any person, firm or body corporate, subject to the provisions of the said section.
- 34) To engage, employ, suspend and dismiss, agents, managers, laborers, superintendents, assistants, clerks, coolies and other servants and remunerate any such persons at such rate as shall be thought fit, to grant pensions, or gratuities to any such person or to his widow or children and generally to provide for the welfare of the employees.
- 35) To enter into any arrangement with any authorities whether sovereign, government, municipal, local or otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such authority loans, rights, licenses, privileges and concessions which the Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, loans, rights licenses, privileges and concessions.
- 36) To sell the business or undertaking of the Company or any part thereof, including any shares, stocks, bonds, debentures, mortgages, or other obligations or securities or any or either of them, patents, trade mark, trade names, copyrights, licenses or authorities or any estate, rights, properties, privileges or assets of any kind.
- 37) To accept payment for the business or undertaking of the Company or any part thereof, or for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by installments, or otherwise or in shares or bonds, of any company or corporation, with or without deferred or preferred rights in respect of dividends or repayment of capital or otherwise by means of mortgage, or by debentures, debenture-stock or mortgage, debentures or bonds of any Company or partly in one mode or partly in another and generally on such terms as the Company may determine.
- 38) To enter into arrangements for profit-sharing with any of the directors or employees of the Company who may for the time being hold a share or shares, subject to the consent and approval of such Company, to grant sums by way of bonus or allowance to any such directors or employees or their dependents or connections and to establish or support of associations, institutions, schools or conveniences calculated to benefit directors or employees of the Company or its predecessors in business or any companies in which the Company owns a share or shares or the dependents or connections of such persons to grant pensions and to make payments towards insurance.
- 39) To remunerate, by cash or by allotment of fully or partly paid shares or by a call or option on shares, debentures, debenture-stocks or securities, of this or any other company or in any other manner whether out of Company's capital or profits or otherwise, any person or persons for services, rendered or to be rendered in introducing any property or business to the Company or in placing or assisting to place or guaranteeing the subscription of any shares, debenture, debenture-stock or other securities of the Company, or for any other reason which the Company may think proper.
- 40) To procure recognition of the Company in any country, state or place outside India and establish and maintain local registers and branches, place of business in any part of the world.
- 41) To vest any real or personal property rights or interest acquired by belonging to the Company or 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.



- 42) To form, promote, subsidize, organize and assist or aid in forming, promoting, subsidizing, organizing or aiding companies or partnership of all kinds for the purpose of acquiring and undertaking any property and liabilities of this Company or for advancing directly the objects thereof.
- 43) To act as trustee of any deeds constituting or securing any debentures, debenture-stock or other securities or obligations and to undertake and execute any other trusts and also to undertake the office of or exercise the powers of executor, administrator, receiver, treasurer, custodian and trust corporation caring on activity similar to the objects of the Company.
- 44) To take part in the formation, management, supervision or control of the business or operations of any company or undertaking and for that purpose to act as administrators, managers, secretaries, receivers, or in any other capacity, and to appoint and remunerate any directors, administrators, managers or accountants or other experts or agents.
- 45) To hold in the names of others any property that the Company is authorized to acquire.
- 46) To purchase or otherwise acquire and undertake, the whole or any part of, any interest in the business, goodwill, property, contracts, agreements, rights, privileges, effects and liabilities of any other company, corporation, partnership, body persons or person carrying on, or having ceased to carry on, any business which the Company is authorized to carry on, or processed of property suitable for the purposes of the Company and upon such terms and subject to such stipulations and conditions and at or for such price or consideration (if any) in money, shares, money's worth or otherwise as may be deemed advisable.
- 47) To provide for the welfare of the directors, officers, employees and ex-directors, ex-officers, and ex-employees of the Company and the wives, widows and families or the dependents or connections of such persons, by building or contributing to the building of houses, dwellings or chawls, or by grants of money pensions, allowance, bonus or other payments, or by creating and from time to time subscribing or contributing to provident or other associations, institutions, funds or trusts, and by providing or subscribing or contributing towards places of instructions and recreations, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit, and to subscribe or contribute or otherwise assist or to guarantee money to charitable, benevolent, religious, scientific, national, or other claim to support or aid by the Company either by reason of locality of operation or of public or general utility or otherwise.
- 48) To acquire and secure membership, seat or privilege either in the name of the Company or its nominee or nominees in and of any association, exchange, market or institution in India or any part of the world.
- 49) To seek for and secure opening for the employment of capital in India and elsewhere, and with a view thereto to prospect, inquire, examine, explore, and test and to despatch and employ expeditions, commissions, experts and other agents.
- 50) To remunerate any person or corporation introducing business to this Company.

C. THE OTHER OBJECTS OF THE COMPANY ARE :

1. To establish and run educational institutions, colleges and training centres in the field of engineering, polytechnics, tools and instrumentation, medicine, business administration, management, finance, catering, architecture and such other faculties with or without affiliation with the existing or future universities in India or abroad, on our own or with affiliation or joint venture.
2. To purchase, acquire, construct, repair, adopt, overhaul, conduct, manage, control and superintend in whole or in part any property studios, theaters, places or amusements or entertainment's, music



halls, cinemas, picture houses, and concert halls for producing, improving, testing, installing, stocking, exhibiting, or displaying cinema films.

3. To purchase, acquire, construct, repair, adopt, overhaul, conduct, manage, control and superintend in whole or in part any property studios, theaters, places or amusements or entertainments, music halls, cinemas, picture houses, and concert halls for producing, improving, testing, installing, stocking, exhibiting, or displaying cinema films.
4. To carry on the business of hoteliers, hotel proprietors, hotel managers and operators, refreshment contractors and caterers, restaurant keepers, refreshment room proprietors, milk and snack bar proprietors, cafe and tavern proprietors, lodging house proprietors, ice-cream merchants, sweet meat merchants, bakers, confectioneries, professional merchants, licensed victuallers, wine and spirit merchants, blenders and bottlers.
5. To provide personnel requirement services and to carry on business of industrial consultants and providing management services including but not limited to personnel recruitment services covering all categories of employees for any type of organization and to incur expenses for transportation, postage, stationery and other auxiliary and incidental expenses for the business of service contract to be entered into by any person.
6. To carry on the business of tourist and travel agents, transport agents and contractors in India and abroad, to arrange and operate tours and to promote and facilitate travelling by the provision of conveniences of all kinds such as tickets, circular tickets, sleeping cars or berths, reservation of places, hotel and lodging accommodation, guides, safe deposits, tourist inquiry bureaus, libraries, reading rooms, medical facilities, baggage transport and insurance.
7. To carry on the business of exporters, importers, merchants, traders, buying, selling, advertising and commission agents of merchandise, machinery, manpower, equipment, articles manufactured or otherwise of any firm, company or concern.
8. To carry on the business of manufacturers of and dealers in chemicals, chemical compounds (organic and inorganic) in all forms, and chemical products of any nature and kind whatsoever, and all by-products and joint products thereof.
9. To carry on the business as chemical engineers, analytical chemists, importers, exporters, manufacturers of and dealers in heavy chemicals, acids, alkalies, petro-chemicals, chemical compounds, and chemicals of all kinds (solid, liquid and gaseous) drugs, medicines, pharmaceutical, antibiotics, tannins, tannin extracts, essences, solvents, plastics of all types, dyestuffs, intermediates, textile auxiliaries, cellophane's, colors, dyes, paints varnishes, vat and other organic dyestuff, chemical auxiliaries, disinfectant, insecticides, fungicides, deodorants,, biochemical and Pharmaceuticals, medicinal, bleaching, photographic and other preparation and articles.
10. To manufacture, buy, sell, export, import, deal in, assemble, fit repair, convert, over-haul, maintain and improve all types of electronic components, devices, equipment and appliances, equipment such, time relays, punch card machines, electromechanical pneumatic controls,, computers and automatic calculator, X-ray machines and tubes, surgical, medical and other appliances intended for electro and other therapy treatment and in all types of tapes, magnetic and otherwise photographic films, projectors, and cameras and capacitors, resistance, condensers, semi-conductors, transistors, rectifiers, integrated and hybrid circuits, relays, potentiometers, connectors, printed circuits, coils, chokes, transformers, switches, volume controls, plugs, sockets, aerial gears, diodes, and allied items, intended for and used in electronic devices, and in air conditioners, refrigerators, washing machines, heaters and cookers ranges and other types of domestic machines and any type of equipment used in the generation, transmission and receiving of sound, light and electrical impulses and component parts thereof and other materials used in or in connection with electronic and electrical industries.



11. To carry on the business of purchasing and letting on lease or hire in any part of India or abroad all kinds of machinery, plants, tools, jigs and fixtures, agricultural machinery, ships, trawlers, vessels, barges, automobiles and vehicles of every kind and description, computers, office equipment of every kind, construction, machinery of all types and description, air conditioning plants, aircrafts, and electronic equipment of all kinds and descriptions.
12. To render leasing, consultancy and advisory services to clients in the field of equipment leasing.
13. To carry on all kinds of business of designers, manufacturers, processors, assemblers, dealers, traders, distributors, importers, exporters, agent consultants, system designers and contractors for erection and commissioning on turn key basis or to deal in any other manner including storing, packing, transporting, converting repairing, installing, training, servicing, maintenance of all types, varieties and kinds of (i) telephone instruments, inter-coms, accessories and components thereof for tele-communications, (ii) radio communication equipment like receivers, transmitters, trans-receivers, walkie talkie radio relay equipment, point to point communication equipment, antennas and associated equipment single, channel, multi-channel, fixed frequency, variable frequency, static, mobile, airborne, ship borne equipment, in HF, VHF, UHF and Microwave, spectrum, TV systems, receivers, transmitters, pattern generators and associated equipment, amplifiers, oscillators synthesizers, waveform generating measuring and associated equipment, sonic, ultrasonic and radio frequency ranging and depth finding sonar and Telemetry coding and data transmission equipment, data acquisition, processing and logging equipment, calculators computers, minicomputers and microcomputers, printer, readers, display terminals, facsimile, transmitting and receiving equipment and systems (iii) signaling, telecommunication and control equipment used in roads, railways, ships, aircrafts, ports, airports, railway stations, public places, along with associated accessories and test rigs (iv) instruments testing, equipment, accessories for repair, maintenance, calibration and standardization of all the above items in laboratories, service centres, processing plants, manufacturing plants, and at customers places.
14. To construct, erect, build, re-model, repair, execute, develop, improve, administer, manage, control, maintain, demolish, grades, curve, pave, macadamise, cement, highways, express routes, roads, paths, streets, bridges, sideways, tunnels, underground rail roads, alleys, courts, pavements, dams, township schemes, docks, shipyards, seaware, canals, wells, ports, reservoirs, embankments, irrigations, reclamations, improvements, sanitary, water, gas or any other structural or architectural work and also to do other similar construction, levying or paving work under the BOT, BOOT, BOLT scheme in a manner which will facilitate to undertake the above mentioned work.
- 15[#]. To carry on in India or abroad the business to generate, receive, produce, improve, buy, sell, resell, acquire, use, transmit, accumulate, employ, distribute, develop, handle, protect, supply and to act as agent, broker, representative, consultant, collaborator, or otherwise to deal in all types of power, electric power, coal power, esteem power, wind power in all its branches at such place or places as may be permitted by appropriate authorities by establishment of thermal power plants, hydraulic power plants, atomic power plants, wind power plants, solar power plants, captive power plants and other plants based on any source of energy as may be developed or invented in future and to enter into EPA with State Electricity Board.

IV. The liability of the members is limited.

##V. The Authorized Share Capital of the Company is Rs. 31,60,00,000/- (Rupees Thirty-One Crores Sixty Lakhs only) divided into 3,16,00,000 (Three Crores Sixteen Lakhs Only) equity shares of Face Value of Rs. 10/- (Rupees Ten only) each with power to increase the Capital and to divide the shares in the Capital for the time being in several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being in force and to vary, modify or abrogate any such rights, privileges as permitted by the Articles of Association of the Company.

*Amended at the Extra Ordinary General Meeting held on 1st February, 2014 by Ordinary Resolution.

#Amended at the Extra Ordinary General Meeting held on 23rd November, 2010 by Special Resolution.

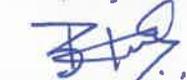
** Amended by Members of the Company by way of Postal Ballot of which proceeding held on 04/08/2017.

***Amended by Members of the Company by way of Postal Ballot of which proceedings held on 16/05/2022.

Amended pursuant to order of Hon'ble National Company Law Tribunal, Mumbai Bench dated 09/04/2025 approving Scheme of Amalgamation in the form of Merger by absorption of Allygrow Technologies Private Limited, with Ceinsys Tech Limited and their respective shareholders and creditors under the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder.

[9]

Certified True Copy
For Ceinsys Tech Limited



Director / Authorised Signatory



We, the several persons, whose names, descriptions and addresses hereunder subscribed 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 our respective names:

Name , Address, description and occupation of each Subscribers	Number of Equity taken by each Subscriber	Signature of Subscriber	Signature of witness and his name, address, description and occupation
<p>1. Dhananjay S/o. Vasant Gawande Plot No. 18, Gawande Layout, NAGPUR – 440015 Occ. : Business</p> <p>2. Shashikant S/o. Eknath Choudhari F-31, 'Ramraksha', Taty Tope Nagar, NAGPUR – 440015 Occ. : Business</p>	<p>10 (Ten)</p> <p>10 (Ten)</p>	<p>Sd.</p> <p>Sd.</p>	<p>Witness to All Sd. Prakash Vithal Page S/o. Vithal Page 201, Sardar Griha 198, L.T. Marg, MUMBAI - 400002</p>
	20 (Twenty)		

Dated this 17th day of April, 1998 at Nagpur

