

THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

SINTERCOM INDIA LIMITED

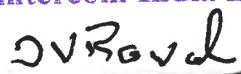
- I. The name of the Company is ***SINTERCOM INDIA LIMITED.**
- II. The registered office of the Company will be situated in the State of Maharashtra, i.e. within the jurisdiction of the Registrar of Companies, Pune, Maharashtra.
- III. Objects for which the Company is established are:
 - A. **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
 1. To carry on the business in India or elsewhere to manufacture, fabricate, assemble, alter, convert, extrude, design, develop, research, export, import, handle, jobwork, modify, machine, prepare, produce, finish, anneal, purchase, sell, resell, project, mould, remould, melt and to act as stockist, distributor, agent, broker, representative, supplier or to deal in all shapes, sizes, gauges, thickness, dimensions and varieties of products of metal powder such as rods, squares, flats, hexagons, tubes, packing materials, springs, plates, coils, furniture, grills, doors, equipments, plants, machineries, tools, metal powder components, accessories and parts.

*. 1. The name was changed from "Maxtech Sintered Product Private Limited" to "Sintercom India Private Limited" in the Extra Ordinary General Meeting vide dated 03rd April, 2012.

*2. The name was changed from "Sintercom India Private Limited" to "Sintercom India Limited" due to conversion from Private Limited Company to Public Limited Company in the Extra Ordinary General Meeting vide dated 02nd November, 2017.

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Mr. Jignesh Raval (DIN:- 01591000)
Address:- The Balmahal Estate FLAT # B-901,
Barur - Pune - 411045

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

2. To establish, promote, arrange, undertake, organize, conduct, observe, control, customize, provide, install, maintain, produce, modify, conceptualize, conceive, software of all descriptions, specifications, applications used in, business;
3. To act as representative, advisor, consultant, know-how provider, sponsor, franchiser, licenser, job worker, enter into technical collaborations with third parties for the acquisition of know-how and other technical knowledge; to promote, undertake and manage the businesses and to do all other acts and things necessary for the attainment of the foregoing objects;
4. To initiate, undertake, carry on, engage in, promote, assist, encourage, finance and conduct scientific and technical research, developments, experiments, investigations, inquiries, studies, projects, analysis, examinations, surveys and test of all kinds particularly those related to computers, electronic data processing equipment, software, hardware and programmes of all kinds and descriptions and any equipment, parts, components, assemblies or sub assemblies thereof;
5. To establish, provide, encourage, maintain, conduct or subsidize research laboratories, research & development centers, experimental workshops, or such other tests, studies, investigation, inventions as are necessary for technical research by providing, subsidizing, endowing or assisting the research centers;
6. To set up, establish, develop, marketing technical support service centres for the aforesaid services and in connection therewith, to provide, or to procure the provision by others of, consultancy, advisory, training, management and back-up services, including but not limited to technical support and maintenance and in relation to the above, sourcing of products, accessories and components, materials allocation, product transfer co-ordination, research and development and product development services, marketing control and sales promotion planning, business planning and co-ordination, staffing, training and personnel development;
7. To enter into an agreement or agreements with parent Company or any of its subsidiaries or affiliates for the purposes of acquiring technical know-how, information, assistance, rights and services in connection with one or more of the main objects of the Company;
8. To buy, sell, export, import, deal in all types of plant and machinery equipment, systems, computing & networking equipment & their related


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programmes & software, condensers, transformers, semi-conductors, transistors, rectifiers, circuits, relays, meters connectors, coils, chokes, switches, control panels utilised in generating supply, distribution or use of electricity or other sources of energy;

9. To adopt and carry into effect, with or without modification, all or any of the arrangements made for the purpose of achieving any of the Company's objects;
10. To purchase, take on lease or otherwise acquire for the purpose of the Company estates, lands, buildings, easements or other interests in real estate, movable or immovable or rights therein and to sell, let on lease or otherwise dispose of or grant rights over any real property belonging to the Company;
11. To enter into make and perform contracts of every kind and description, agreements and arrangements with any person, firm, association, corporation, corporate body, municipality, country, state, body politic or government;
12. To enter into any agreement, arrangement, contract or collaboration with any foreign and/or Indian enterprises, including companies, firms, persons, institutions or other organisations for sub-contracting or for carrying out any of the rights or obligations under any contract, agreement or arrangement with any third party, whether with or without the permission or consent of any such third party/parties, including but not limited to acquiring or offering technical know-how, to employ local or foreign technicians, experts or advisers, on a contract basis or otherwise, including deputing the Company's technicians, experts, equipment, software, hardware and other assets or properties of the Company whether to entities in India or abroad; and the provision and supply of materials, equipment or other products and/or other related services on a joint venture basis or otherwise to provide financial or any other assistance for carrying out all or any of the objects of the Company;
13. To refer or agree to refer any claim, demand, dispute or any other question by or against the Company or in which the Company is interested or concerned and whether between the Company and the member or members or his or their representatives, or between the Company and third parties to arbitration in India or at any place outside India and to observe and perform and to do all acts, deeds, matters and things to carryout or enforce the awards or to challenge the same;
14. To open and operate current accounts, overdraft accounts, loan accounts, cash credit accounts, deposit accounts and/or any other accounts with any bank/s, company, firm or person, to pay into and withdraw moneys from such accounts and otherwise draw, make, accept, endorse, seal, negotiate, purchase, discount, execute, issue, hold and dispose of cheques, drafts, promissory notes, bills of exchange, hundies,

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charter parties, bills of lading, warrants, debentures and/or any other negotiable or transferable documents, contracts, deeds and instruments and to cancel and vary such instruments, subject to the provisions of the Banking Regulation Act, 1949;

15. To make deposit or advance money or to give credit to any person/s, firm/s, association/s or body or bodies corporate, with or without security, on such terms as may seem expedient and in particular, to customers and others having dealings with the Company and to give guarantees or become surety for such persons, firms or companies, but the Company shall not carry on the business of "Banking" as defined under the Banking Regulation Act, 1949;
16. To receive money on deposit or loan and borrow or raise money, other than public deposit, by itself or jointly with others, at interest or otherwise in such manner as the Company may think fit, and in particular by the issue of debentures convertible into shares of this or any other company, or perpetual annuities and as security of the money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital by special assignment or otherwise or to transfer or convey the same absolutely or in trust, and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay for any such securities;
17. To assist any company, by issuing or subscribing for or guaranteeing the subscription and issue of capital, shares, stock, debentures, debenture stock or other securities; to transfer to any such company, any property of this Company and to take or otherwise acquire, hold and dispose of shares, stock and securities in or of any such company, notwithstanding any liability thereon;
18. Subject to section 3(i) (iii) of the Companies Act, 1956, to issue shares, debentures, debenture stock or other securities on such terms and conditions as the Company shall determine and to purchase, redeem, pay off or convert into equity any such securities on such terms and conditions as the Company shall determine;
19. To pay or discharge any consideration to be paid or given by the Company, in money, fully or partly paid-up shares, debentures or obligations of the Company, or partly in one way and partly in another or give shares of this Company in exchange for shares or debenture stock of any other company or by the issue of securities, or by providing services and generally on such terms as may be determined;
20. To guarantee the payment of money and performance of contract or engagements entered into by any company or person, and to secure the payment of money and performance of any contracts or engagements entered into by the Company, and to discharge any debt or other

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obligation of, or binding upon this Company, by mortgage or charge upon all or any part of the undertaking, property and rights of the Company (either present or future or both) including its uncalled capital, by the issue of debentures, debenture stock, other securities or by any means;

21. To take and/or provide discounts or other terms of payment or credit in relation to any sums owing to or due by the Company and to impose or agree to pay any interest thereon or to write-off any such sums or part thereof;
22. To establish, promote, concur, or be interested in establishing or promoting and/ or incorporating, floating, constituting any company or companies for the purpose of acquiring all or any of the properties, rights and liabilities of this company, or for any other purpose whatsoever and to transfer to any such company any property of this Company and to place or guarantee the placing of, underwrite, subscriber for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company and to subsidise or otherwise assist any such other company;
23. To borrow, raise money(s) or secure obligations (whether of the Company or any other person) in any manner and subject to such terms and conditions including the payment of guarantee commission to persons including the directors of the Company as the Company shall determine;
24. To apply, for purchase or otherwise acquire any patents, patent rights, copyrights, trademarks, formulae, licences, concessions and the like conferring any exclusive, non-exclusive or limited right to use, or any secret or other information to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop, or grant licences in respect of, or otherwise turn to account the property, rights of information so acquired;
25. To insure with any person or company against losses, damages, risks and liabilities of any kind which may affect the Company, either wholly or partially, and to effect any such insurance by joining or becoming members of any mutual insurance, protection or indemnity association, federation or society and to accept any such insurance, or any part thereof, on the account of the Company;
26. To lay down or maintain liaison with any agency which has been setup for laying down the standards of Software Programmes;
27. In the event of winding up subject to provisions of the Companies Act, 1956, to distribute any of the properties of the Company amongst the

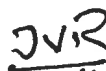
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members in specie or kind, any proceeds of the sale or disposal of any property of the Company;

28. To do all such other lawful acts as may be conducive for the overall development of software or incidental to the attainment of the above objects or any of them. Provided that the Company shall not support with its funds or endeavour to impose on or procure to be observed by its members or others any regulation or restriction which, if an object of the Company would make it a Trade Union;
29. To undertake research work and to expend money in experimenting upon and testing and in improving or seeking to improve and giving publicity to and placing upon the market any products which the Company may or may not propose to manufacture, process, and any information or rights which the Company may acquire or lease or propose to acquire;
30. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business, concerns, undertakings and generally of any assets, property or rights;
31. To take part in the supervision of the control of the business or generations of any company or undertaking and to appoint and remunerate any Directors, Accountants or other experts or agents;
32. To pay all preliminary expenses of the Company and any company promoted by the Company or any company in which the Company is or may contemplate being interested, including such preliminary expenses all or any part of the costs and expenses of owners of any business or property acquired by the Company;
33. To advance and lend money(s) with or without security, and on such terms and conditions as the Company shall determine;
34. To invest and deal with the money(s) with or without security, and on such terms and conditions as the Company shall determine;
35. Subject to section 58A of the Companies Act, 1956 and the rules framed there under in consultation with the Reserve Bank of India, to receive money(s) on deposit, on such terms and conditions as the Company shall determine, without carrying on banking business within the meaning of the Banking Regulations Act, 1949 and also to pay brokerage on such deposits;
36. To subsidise, assist and guarantee any payment of money by, or the performance of any contract, engagement or obligation by any person;
37. To adopt such means of making known and advertising the business and products of the Company as may seem expedient to the Company;

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- 38.To appoint officers, staff, trainees and other types of personnel for the Company and to dispense with their services and to carry out or cause to be carried out all functions necessary to implement the objects of the Company;
- 39.To set up, establish, promote and/or start educational and/or training institutions or centres and to offer training, lectures, workshops, seminars and other services to the employees of the Company, or any other person, such services to be provided whether on payment of fees or otherwise;
- 40.To open, maintain and close branches and depots;
41. To establish, promote and otherwise assist any person whether an individual, firm association, body corporate including companies or corporation or otherwise for the purpose of acquiring any property(ies) or furthering any objects of the Company;
42. To do in any part of the world all or any of the matters hereby authorized either alone or jointly, whether as factors, trustees or agents;
43. To do all such things as are necessary for the Company or its nominee(s) to become members or to be otherwise associated with national and international associations, institutes or other organisations, so as to promote or strengthen the Company's interests on such terms and conditions as may be determined by the Company;
44. To enter into any arrangement with any Government or other authority, Central, Municipal, Local or otherwise that may seem beneficial to the Company or for achieving any of the Company's objects, to obtain information on government policies and regulations and to apply for, procure and obtain any consents, approvals, registrations, recognition, privileges, monopolies, concessions, permits, licenses, patents or other rights from government or other authorities or agencies, for enabling the Company to carry any of its objects into effect or for extending any of the objects of the Company, to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modifications in the constitution of the Company or furthering the interest of its members, to oppose any steps taken by any other company, firm or person which may be considered likely, directly or indirectly, to prejudice the interest of the Company or its members, to promote or assist the promotion of any legislation which may appear to be in the interest of the Company and to oppose and resists directly or indirectly any legislation which may seem disadvantageous to the Company;
45. To undertake the business of the Company or otherwise cause the Company to be registered or recognised in any foreign country or place,

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and to do all or any of the things authorised by this Memorandum of Association in any part of the world, either as principals, agents, trustees or otherwise, and either alone or with others, and by or through agents, sub-contractors, trustees or otherwise;

46. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, reciprocal concessions or co-operation with any person, partnership or company whose objects are, altogether or in part, similar to those contained in this Memorandum, and to promote or aid in promoting, constituting, forming or organizing any company or partnership of any kind, for the purpose of acquiring any undertaking, property and liabilities of the Company, or of advancing, directly or indirectly, the objects thereof or for any other purpose which the Company may think expedient;
47. To subscribe for, become a member of, and operate with any other entity whether incorporated or not, whose objects are altogether or in part, similar to those contained in this Memorandum, and to obtain from and communicate to any such entity such information as may be likely to fulfill the objects of the Company;
48. To take part in the supervision and control of the business of any company or undertaking, and to appoint and remunerate any directors, accountants, experts or other agents;
49. To act as principals, agents, contractors or otherwise, and / or through agents, brokers, sub-contractors or otherwise and either alone, or with others and to do all such things as may be deemed incidental or conducive to the attainment of any of the Company's objects;
50. To employ, engage, appoint, retain or otherwise procure the services of professionals, consultants, programmers, design consultants, engineers, technicians, legal and financial advisors, or other experts and to imbibe innovative and modern management techniques in the functioning and businesses of the Company;
51. To employ experts to investigate and examine the conditions, prospects, value, character and circumstances of any business, concerns, undertaking and generally of any assets, property or rights;
52. To apply for and become a member of any Trade Association, Society, Company, Management Association, or any other association or professional body, anywhere in the world, and to communicate with various Chambers of Commerce and other mercantile and public bodies to promote measures for the protection and/or promotion of trade, industry or business or for the persons engaged therein;
53. To purchase or hire all kinds of vehicles including cars, heavy transport vehicles, aircrafts, for the purpose of transportation of equipment,

materials, employees and managerial personnel or for any other purpose;

54. To undertake, carry out, promote, sponsor or to otherwise assist any activity for the promotion and growth of national economy and for what the Company may consider to be its moral or social responsibility to the public or a section thereof, or what the Company considers likely to promote national welfare or social, economic or moral uplift of the public or any section thereof in such manner as the Company thinks fit;

Without prejudice to the generality of the foregoing, the Company may undertake, carry out, promote and sponsor any activity in connection with the publication of any books, literature, newspaper or other documents or organising lectures or seminars for advancing the said objects or giving merit awards, scholarships, loans or any other assistance to deserving persons directly or through an institution, fund or trust;

In order to achieve any of the foregoing, the Company may divest without consideration or such fair or concessional rates as it thinks or otherwise transfer any properties or goods of the Company to or in favour of any public or local body or authority, central or state government, governmental agencies, public institutions, trusts or funds recognised or approved by the central government or state governments or any authorities specified for the purpose by such government;

55. Subject to the provisions of the Act, to subscribe to or contribute to or undertake or otherwise assist any national, charitable, benevolent, religious, public, scientific, rural, general or other useful object or institution as the Company deems fit;

56. 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 give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or is allied to or associated with the Company or with any such subsidiary company or of any business acquired by the Company or who are or were at any time directors or officers of the Company or of any such other company as aforesaid and the wives, widows, families and dependents of any such persons, and also establish, subsidize or subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to the advance the interest and well-being of the Company or of any such other company as aforesaid, and make payments to or towards the insurance of any such person as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company;

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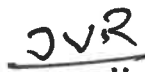
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57. To establish, undertake and execute or procure the establishment, undertaking execution of any trust, either gratuitously or otherwise;
58. To procure the Company to be registered or recognised in any foreign country;
59. Subject to the provisions of the Companies Act, 1956 as amended by the Companies (Amendment) Act, 1985, to contribute to any political party or for any political purpose to any person;
60. To carry on all such other activities as may be, in the opinion of the Board of Directors of the Company, conveniently and/or expeditiously carried on by the Company from time to time, including without limitation all such other activities as may be necessary or incidental thereto;
61. To enter into contracts in connection with the objectives of the Company
 1. to draw, make, accept, endorse, discount, and execute negotiable instruments;
 2. to invest the surplus money not immediately required of the Company in any Bank approved by the Board of Directors;
62. To communicate with Chambers of Commerce and other mercantile and public bodies throughout India and, in other parts of the world and covert and promote measures for the protection and advancement of trade and traders;

C. THE OTHER OBJECTS FOR WHICH THE COMPANY IS FORMED ARE:

63. To carry on the business of general merchants, contractors, agents, factors, general exporters and importers of all kinds of goods and deal in all kinds of telecommunication equipments, electronic musical instruments and all types of electronic gadgets;
64. To carry on the business of a finance and investment company and to undertake financial and commercial obligations and operations of all kinds subject to the approval of Reserve Bank of India;
65. To carry on the business of giving on lease or rent, or sell under a scheme of hire-purchase or installment, computers, digital / electronic equipments, computer hardware and software products, computer peripherals and accessories thereof;

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66. To undertake and execute systems audits for persons owning or using computer systems and to generally assist them in the more economic and / or efficient utilisation therefore;

IV. The liability of the members is limited.

- V. **(a) The Authorised Share Capital of the Company is Rs. 27,60,00,000/- (Rupees Twenty-Seven Crore Sixty Lakh Only) divided into 2,76,00,000 (Two Crore Seventy-Six Lakh) equity shares of Rs. 10/- (Rupees Ten Only) each.”

Note

** 1. The authorised share capital was increased from Rs.6 Lac to Rs.500 Lac in the Extra-Ordinary General Meeting vide dated 10th January 2008.

** 2. The authorised share capital was increased from Rs.500 lac to Rs.600 Lac in the Extra Ordinary General Meeting vide dated 20th March 2009.

** 3. The Authorised Share Capital was increased from Rs.600 Lac to Rs.1000 Lac in the Extra Ordinary General Meeting vide dated 31st October 2009.

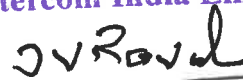
** 4. The Authorised Share Capital was increased from Rs.1000 Lac to Rs.1500 Lac in the Extra Ordinary General Meeting vide dated 23rd August 2010.

** 5. The Authorised Share Capital was increased from Rs.1500 Lac to Rs.2000 Lac in the Extra Ordinary General Meeting vide dated 27th January 2011.

** 6. The Authorised Share Capital was increased from Rs.2000 Lac to Rs.2500 Lac in the Extra Ordinary General Meeting vide dated 02nd November 2017.

** 7. The Authorised Share Capital was increased from Rs.2500 Lac to Rs.2760 Lac in the Extra Ordinary General Meeting vide dated 24th February, 2021.

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Authorised Signatories

MR. Jignesh Raval (DIN-01591000)
Address:- The Balmahal Estate, Flat No. B901
Bam, PNM- 411045

VI. We, the several persons whose names, addresses, and occupations are set out below, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names:

Sl. No.	Signature, Name, address, description and occupation of each subscriber	No. of equity shares taken by each subscriber	Signature, name, address, description and occupation of witness
1	Sd/- NARASIMHAN VENKAT GOPAL S/O. L.V.L. NARASIMHAN 403 OLIVE COURT, PARMAR PARK, WANAWORI, PUNE 411 040 OCC: PROFESSION	8300 (Eight Thousand Three Hundred Only)	Sd/- Siddheshwar Giram S/o. Late Baban Giram, DSK Vishwa, Rohini G 204, Dhayri, Pune 411 041. Occ: Business
2	Sd/- NITAL JIGNESH RAVAL W/O. JIGNESH V. RAVAL A-802 MANTRI LAWNS, 4 ANAND PARK, AUNDH, PUNE 411 007. OCC: HOUSEWIFE	1700 (One Thousand Seven Hundred Only)	
	TOTAL SHARES	10000 (Ten Thousand Only)	

Place: Pune
Date: 29/01/2007

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JV Raval

Authorised Signatories

Mr. Jignesh Raval
(DIN:- 01591000)

Address:- The Balmahal Estate,
Flat # B-901, Barshi,
Pune - 411045