सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Central Processing Centre
Manesar, Plot No. 6,7, 8, Sector 5, IMT Manesar, Gurgaon, Haryana, 122050, India

Certificate of Incorporation Consequent upon conversion to public company

Corporate Identity Number: U74140MH2009PLC191409

IN THE MATTER OF COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED

I hereby certify that COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED which was originally incorporated on SECOND day of APRIL TWO THOUSAND NINE under Companies Act, 1956 as COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED and upon an intimation made for conversion into public company under Section 18 of the Companies Act, 2013; and approval of Central Government signified in writing having been accorded thereto by the ROC, CPC vide SRN AB0266770 dated 05/10/2024 the name of the said company is this day changed to COREINTEGRA CONSULTING SERVICES LIMITED

Given under my hand at ROC, CPC this FOURTEENTH day of OCTOBER TWO THOUSAND TWENTY FOUR

Signature Not Verified
Digitally signed by
DS CPC 1
Date: 2024.10.14 10:05:20 IST

Brijesh Kain

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

Central Processing Centre

Note: The corresponding form has been approved by Brijesh Kain, Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies and this letter has been digitally signed by the Registrar through a system generated digital signature under rule 9(2) of the Companies (Registration Offices and Fees) Rules, 2014

Mailing Address as per record available in Registrar of Companies office:

COREINTEGRA CONSULTING SERVICES LIMITED

Vinmar House, A-41 MIDC Road No 2, Marol, Andheri (East), NA, Mumbai, Mumbai City- 400093, Maharashtra

प्रारुप 1
पंजीकरण प्रमाण–पत्र

कॉर्पोरेट पहचान संख्या : U74140MH2009PTC191409 2009 - 2010

मैं एतद्द्वारा सत्यापित करता हूँ कि मैसर्स

COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED.

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के अतंर्गत आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन–पत्र आज दिनांक दो अप्रेल दो हजार नौ को मेरे हस्ताक्षर से मुंबई में जारी किया जाता है।

Form 1
Certificate of Incorporation

Corporate Identity Number : U74140MH2009PTC191409 2009 - 2010
I hereby certify that COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given under my hand at Mumbai this Second day of April Two Thousand Nine.

(VIJAYA NAGORAO KHANDARE)
सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies
महाराष्ट्र, मुंबई
Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :
Mailing Address as per record available in Registrar of Companies office:
COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED
38, INDRAPRASTHA, PLOT 1-B,, L.B.S. MARG, VIKHROLI (W),
MUMBAI - 400083,
Maharashtra, INDIA

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

[2]MEMORANDUM OF ASSOCIATION

OF

COREINTEGRA CONSULTING SERVICES LIMITED

1st [3]The name of the Company is **COREINTEGRA CONSULTING SERVICES LIMITED**.

2nd The Registered Office of the Company will be situated in the State of Maharashtra.

3rd (a) The objects to be pursued by the company on its incorporation are:—

1 To carry on the business of rendering consultancy services to any organization, business enterprise, industry in streamlining, implementing, rearranging, reviewing, optimizing, improving, managing its functions, operations, business practices, capital and resources, devise ,design strategies, business plans and models to improve productivity, growth and efficiency, training of human resources to improve, develop motivation, skills, leadership qualities, installation of internal controls and quality control, procedures and systems to monitor operating functions using modern techniques, tools of monitoring, setting up, devising , employing and monitoring human resources and staffing function, personnel management and compliances.

For COREINTEGRA CONSULTING SERVICES LTD

Mahesh.

MANAGING DIRECTOR

COREINTEGRA CONSULTING SERVICES LTD. MUMBAI

(b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are:—

2 To purchase, take on lease or otherwise acqui.re lands and other hereditaments for any tenure, for the objects aforesaid and to sell, leave or otherwise dispose off any property in the name of the Company.

3 To purchase, take on lease or tenancy or hire, renew or otherwise acquire and hold any estate or interest, and to let or sub-let in whole or in part, develop, manage, exploit any lands, buildings, offices, machinery, easements, rights, privileges, plant stock-in-trade, business concerns, options, contracts, claims, chooses-In- action and any real and personal property of any kind necessary or convenient for business of the Company and either to retain the same for the purpose of Company's business or to turn the same to account as may seem expedient.

4 To acquire and undertake on any terms, whole or any part of the business, goodwill assets, rights, and liabilities of any person, or company carrying on any business which this company Is authorised to carry on.

5 To enter into partnership or into agreement for sharing profits, union or. interest, co-operation, joint ventures of shares, joint ventures, reciprocal concession or co-operation with any person or company carrying on similar business and to subsidies, assist, co-operate or enter into any arrangements or agreements with any such person or company.

6 To take over, amalgamate or merge with any other company with objects all or any of which are similar to the objects of the Company or whose business is similar to the business or any part of the business of the Company in any manner whatsoever (whether with or without a liquidation of the Company).

7 To mortgage, hypothecate, pledge, charge, improve, manage, develop, let on lease or otherwise, sell, dispose off, turn to account, grant rights and privileges in respect of, or otherwise deal with, all or any part of the property. whether movable or immovable of any description whatsoever and rights and other valuable securities of the Company.

8 To advance monies on pledge, hypothecation, mortgage or otherwise, to any company or firm or person having similar objects on the security of such company, firm or person.

9 To enter into negotiations with foreign companies and other persons having similar objects and acquire by grant, purchase, lease, licence or other terms of formulae, process and other rights and benefits and to obtain or import Financial and/or Technical Collaboration, technical information, know-how, plant & machinery and expert advice.

10 To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research· experiments and to undertake and carry on with all scientific and technical researchers, experiments and tests of all kinds and to promote studies and researches both scientific and technical investigations and invention by providing, subsiding, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing the remuneration to scientific or technical professors or teachers and by providing for the award of exhibitions, scholarships, prizes, grants to students or independent students or otherwise and generally to encourage, promote and reward· studies, researches, investigation, experiment, test and invention of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on.

11 To register, apply for purchase or otherwise acquire, protect and renew in any part of the world any patents, patent rights, invention, trademarks, designs, licences, concessions, and the like, conferring any exclusive or nol'.l-exclusive or limited right on their use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or and to use, exercise, develop, or grant licences in respect of, or otherwise turn to account the property, rights of information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.

12 To sell, improve, manage, develop, loan, lease or let, sub-let, mortgage, dispose off turn or to account or otherwise deal with any property of the Company, whether immovable or movable.

13 To invest monies not immediately required, in such securities or otherwise and in such manner as may from time to time be determined by the Board of Directors.

14 To borrow or raise any monies other than public deposits required for the purpose of the Company upon such terms and in such manner and on such securities as may be determined, and in particular by the issue· of debentures or debenture stock charged upon all, or any of the property of the Company subject to Section 58 (A) of the Companies Act and Reserve Bank of India guidelines in this connection.

15 To subscribe, to become a member of, and co-operate with any other company, firm, export promotion council or association, whether incorporated or not whose objects are altogether or in part similar to those of this Company and to procure from and communicate to any such Company or firm or association.

16 To establish and support, or aid in the establishment and support of associations, institutions, funds or trusts calculated' to benefit employees or ex-employees ·of the Company or the dependants of such persons, and to grant pensions and allowances, to make payments towards insurance, and to subscribe, donate or guarantee money for, any charitable, patriotic or benevolent purposes or for any exhibition or for any public, social, general or useful object subject to the provisions of Companies Act.

17 To apply for, obtain and enter into any arrangement with any Government or authority supreme, municipal, local or otherwise that may seem conducive to the Company's objects or any of them, and to obtain from such Government or authority all rights, concessions, licences, and privileges which the Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges, and concessions.

18 To pay the costs, charges and expenses preliminary and incidental to the incorporation, establishment and registration of the Company and all expenses, which the Company may lawfully pay, having regard to the provision of the Companies Act or incidental to the raising of money for the Company.

19 To sell, transfer or dispose off the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other association or company having objects altogether or in part similar to those of the Company.

20 To take or otherwise acquire or hold shares, debentures and any other securities in any other Company, firm or Association having objects altogether or in part similar to those of the Company.

21 To establish a Trust or Trusts and/or appoint Trustees thereof from time to time and vest funds or any property in the Trustees who shall hold and deal with such funds or property in such a manner as the Company may decide.

22 To open, operate and close bank account, whether current, savings, cash credit, overdraft or any other type of account with any bank in any part of the world.

23 To enter into contracts and to act as agents or brokers and as trustees for any person or company and to undertake and perform sub-contracts and to do any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise, and either al ne or jointly with others, and either by or through agents, sub-contractors, trustees or otherwise, as may be required in connection with Company's business.

24 To draw, make, accept, discount, execute and issue Bills of Exchange, Promissory Notes, Bills of Lading, Warrants, Debentures and other negotiable instruments or securities.

25 To establish offices or agencies, within or outside India or appoint agents in order to carry out the objects of the Company.

26 To conduct, undertake the conduct of and participate in national or international exhibitions.

27 To promote, form and aid in the promotion, formation of any company or companies having similar objects for the purpose of acquiring all any of the property, rights and

liabilities of this Company or and to benefit the Company, and to transfer to any such company any property of the Company, and to be interested in, or take or otherwise acquire, hold, sell or otherwise dispose off shares, stocks, debentures and other securities ·in or of any of the objects mentioned in this memorandum, and to subsidise or otherwise assist any such Company.

28 To create any ·depreciation fund, reserve fund, sinking fund, insurance fund, or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company, or for redemption of debentures or redeemable shares/preference shares, or for any other purpose conducive to the interests of the Company.

29 To provide for the welfare of employees or ex-employees of the Company, and the wives and families or the dependants of such persons by building or contributing to the building of houses, dwellings or chawls, or by grants of money, pensions, allowances, bonus or other payments, or by creating and from time to time subscribing or contributing to provident fund and other associations, institutions, funds, or trusts and by providing or subscribing or contributing towards places of instructions and recreation, hospitals and dispensaries, medical and other attendances and other assistance as the Company shall think fit and to subscribe or otherwise to assist or to guarantee money, to charitable, benevolent, religious, scientific, national, political or other institutions or. objects, which shall have any moral or other claim to support or aid by the Company, either by reason of locality of operation, or of public and general utility or otherwise.

30 To aid pecuniarily or otherwise any association body or movement having its object the solution, settlement, or surmounting of industrial or labour problems or troubles, or the. promotion of industry or trade.

31 To remunerate the servants of the Company and others, out of and in proportion to the profits of the Company, or otherwise apply, as the Company may from time to time think fit, any monies received by way of premium on shares or debentures issued at a premium by the Company and any monies received in respect of forfeited shares, and also any monies arising from the sale by the Company of forfeited shares.

32 To remunerate or make donations by cash or other assets, or by the allotment of fully or partly paid shares, or by call or option on shares, debenture, debenture-stock, or securities, of this or any other company, or in any other manner (whether out of the 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, debentures, debenture stock or other securities of the Company, or for any other reason which the Company may think proper. Subject to the provisions of Companies Act.

33 To procure the recognition of the Company, in any country, state or place, outside India and to establish and maintain local registers and branch places of business in any part of the world.

34 To stand as guarantors and be surety or answerable for the debts, or defaults of any person, firm, or Company arising on Contracts for payments or repayment of monies or loans or the fulfilment of any obligations or performances by any such person, and to enter into contracts of indemnity or guarantee with such terms and conditions as may deem necessary or expedient for effecting the same.

35 To advance money to customers of and persons having dealings with the Company and to others as may be expedient, provided that the Company shall not carry on the business of banking as defined by the Banking Regulation Act.

36 To distribute any of the property of the Company amongst the members in specie or in kind, subject to provisions of Companies Act in the event of winding up.

37 To act as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise, and either alone or in conjunction with others.

38 To apply for tenders, purchase or otherwise acquire any contracts, sub-contracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose off or otherwise turn to account the same.

39 To train or pay for the training in India or abroad of any of the Company's officers, employees or any candidate in the interest of or for furtherance of the Company's objects and to accept upon remuneration or otherwise apprentices for the purposes of being trained in the business with a view to their subsequent employment by the Company or otherwise.

40 To enter 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 of 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 awards made thereon.

41 To acquire by concession, grant, purchase, amalgamation, lease, licence or otherwise either absolutely or conditionally and either solely or jointly with others any lands, houses, estates, farms, quarries, water rights, way leaves and other works, privileges, rights, and hereditaments and any machinery, plant, utensils, trademarks, and other movable and immovable property of any description whatsoever at any place or places in India or any foreign country and together with such in India as may be agreed upon and granted by Government or the rulers or owners thereof and to expand such sums of money as may be deemed requisite and advisable in the exploration survey, cultivation and development thereof.

42 To employ, hire, advisors, consultants, professionals, lawyers, solicitors or otherwise any expert in any field for the purposes of business of the company and also to investigate and examine into the conditions, prospects, value, character and circumstances of any business concern and undertaking and generally of any assets, property or rights liabilities and to remunerate them for the works done.

43 To take part in the management, supervision or control of the business or operations of any company or undertaking having similar object and for the purpose to appoint and remunerate any director, accountants or other experts or agents of any such company or undertaking.

44 To build, construct, erect, equip, improve, maintain, alter, manage, purchase, lease, hire or otherwise acquire or provide any buildings ,.offices, factories, workshops, plants or machinery or other things necessary or useful for the purpose of carrying out the objects of the Company, and to dispose off, turn to account otherwise deal with all or any part of the property and rights of the company.

45 To Institute, conduct, defend, compound or abandon any legal proceedings by or against the Company or its officers or otherwise concerning the affairs of the Company and also to compound and allow time for payment or satisfaction of any debts due and of any claims or demand by or against the Company.

46 To refer or agree to refer any claims or demands, disputes or any other questions by or against the Company or in which the Company is interested or concerned to arbitration and to observe and carry out the terms of the award.

47 To insure the property and profits of the Company.

48 To remunerate any persons, including managing agents, Managing Director, if any, and any other Directors, or any firm or Corporation, or any employee of the Company whether by cash payment or by giving to him or them a commission on the profits of any particular transaction or a share in general profits of the Company or by allotment to him or them of shares or securities of the Company credited as paid up in full or in part or otherwise.

49 To purchase. construct, hire, or otherwise acquire and maintain suitable buildings, ownership flats, apartments, shops, workshops, and deal in furniture and fittings and to construct, alter or keep in repairs, demolish, purchase, sell buildings, flats or premises of all kinds and description.

50 To apply information technology tools for clinical research and provide information to health care agencies in India and outside India, including pharmaceutical manufacturers, researchers, insurance companies, traders, data providers and their agents and dealers, Government and Non-Government organisation.

51 To carry on the business of manufacturers of and dealers in all kind of fuels, mineral oil, motor and aviation diesel, kerosene, lubricating oils, fuel gases - coal and natural.

52 To carry on the business of general carriers, forwarding agents and warehouses.

53 To carry on the business of interior decorators, furnishers, designers and dealers in all types of upholstered cushions, spunge or other articles.

54 To carry on the business of manufacturers of dealers in all kinds of rubber goods such as tyres and tubes, surgical and medical products. Including prophylatics, footwear and other rubber goods, leather, leather goods and pickers.

55 To carry on the business as financial advisers and to advise and assist in all financial, costing, accounting, internal control and other similar matters and to advise and assist in the preparation of all revenue and capital budgets, deployment of funds, long term planning of utilisation of resources for resources for rehabilitation, renewal, expansion and diversification, procuring bank and institutional finance including cash credit facilities, overdraft facilities, subscription of debentures and term loans; to assess the needs for short and long term credit facilities and raising of resources, to advise and assist in the formulation of ·internal control procedure for the maintenance and presentation of all assets and prevention and fraud, wastage, financial and cost accounting procedure and other connected matters; financial policies and control of their execution; and generally to advise and assist in all financial, fiscal and revenue matters.

56 To carry on the business as travel and tourist contractors and agents in general and to organise tours and excursion; whether religious educational, sight seeing business or otherwise whether in India or abroad, and to carry on the business of handling inward foreign tourist activity in India including independent and conducted tours, safaris, expeditions, conferences, meeting and other group movements and also to handle similar foreign tourist activity in other parts of the world through its own offices and agents and correspondents, and to provide services of booking tickets, circular, tickets, sleeping cars or berths for all modes of travel, hotel, places, boarding, and/or loading accommodation, services of guides, safe deposits, libraries, reading rooms, rest room and baggage room and enquiry bureaus and to charter or hire ships, panes or buses or other forms and modes of transport for fixed periods or for particular voyage and flights and to provide such other facilities and services to tourists and travellers as may be required and to promote travel tourism by the provision of such other facilities and services, and as consultants for setting up and managing travel agencies tourist homes and other projects.

57 To manufacture, install, supply and lease electronics display systems including time displays more particularly for racing, advertising, banking, stock exchanges, super markets, transport authorities, civil aviation, Railways and Defence, hospitals or to any other .internet based services for any industry.

58 To manufacture, process, buy, sell, exchange, alter improve, import or export or otherwise deal in all kinds of electrical appliances, energy saving devices, solar energy products, gadgets and components for industrial, business and household

applications and specialised equipment required for defence, railways, telecommunication department, civil aviation and banks.

59 To manufacture, buy, sell, exchange,· alter, improve, prepare for market, import or export high technology products such as micro processors, mini computers, word processors, image projectors, and micro processor based systems.

60 To manufacture, produce, trade, sale pharmaceutical, healthcare products or services including health plans.

61 To carry on the business of generation, transmission and distribution of electric power and particular or construct, lay down, establish, operate, fix and carry out thermal, hydraulic and nuclear power plant's and stations, gas turbine and turbines of.-all types, cables, optic fibre, wires, lines, accumulators, lamps and works and to gen rate, acquire by purchase or otherwise in bulk, accumulate, transmit, distribute; sell and supply electricity and to acquire, concessions or licences for the construction and maintenance of electric installations for the production, transmission or use of electric power and to construct, layout, establish, fix, carry out and run all necessary power stations, work shops, repair shops, substations, transmission lines, cables, wires, accumulators and works and to carry on the business of generating energy by bio-mass, bio-gas, waves or and to produce energy by any other non-conventional methods.

62 To carry on in the India and aboard as traders, manufacturers, producers, importers, exporters, stockists, distributors, suppliers of Ferro Alloys, Ferro Manganese, Ferro Chrome, Ferro Silicon, Silicon Manganese, Spiegel iron, any description whatsoever, steel converters, rolled steel makes, minerals, mineral products, metal or any other type of ferrous or non-ferrous metals and precious stones, machinery and any bye-product of items herein mentioned and business of miners, smelters, engineers, iron and steel founders.

63 To carry on the business as producers, dealers, analysts, investigations and consultants in public health and environmental engineering water sewage and effluent treatment, water, air and land pollution control, industrial engineering and for the purpose to carry on civil, structural, mechanical, chemical, electrical, metallurgical, hydraulic, ecological or any other branches of engineering ·and science and to develop and/or provide technical or industrial know-how, formulas, processes and applied technology and to act as engineers, architects, planners, undertake and execute any contract in connection with the objects and to buy, sell, import, export, build, process, manufacture, fabricate, alter, repair, convert, let on hire and deal in all or any of them.

64 To carry research and development work for industrial, agricultural and minerals, productivity and methods or productions, matters and problems relating to accountancy, business management, distribution, marketing and selling and to collect, analyse, examine, prepare formulate publish distribute and circulate date statistics, reports, journals books, magazines, newspapers, literature and

information relating to any type of business, trade industry, sports, education, society, cinema· or real estates and to promote or propose such methods, procedures and measures as may be considered desirable or beneficial for all or any of the objects of the Company and for extending, developing and/or improving any type of business, trade, estate, industry, commerce, organisation; methods, techniques, technical know-how, patents, trademarks and producers to consider and evaluate problems relating to administration management, manufacture, production, storage, distribution, finance, marketing and sale/or relating to the rendering of any service.

65 To carry on the business of broking, sub-broking, underwriting, sub-underwriting, jobbing & investment and hold, sell, trade, buy or otherwise deal in Shares, Debentures, Debenture bonds, Units, Obligations and Securities issued or guaranteed by Indian or Foreign Governments, State, Domination, Sovereign, Municipalities or Public Authorities or Bodies and Shares, stocks Debenture-Stock, Bonds obligations an securities issued or guaranteed by any Company, Corporation, firms or persons whether incorporated or established in India or elsewhere.

4th The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

5th [1&4]The Authorised Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-five Crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten only) each.

Notes:

[1] Authorized Share Capital of the Company has been increased from Rs. 1,00,000/- to Rs. 5,00,000/- by passing an Ordinary Resolution at the Annual General Meeting of the Company held on 27th November, 2021

[2] New set of Memorandum of Association as per the Companies Act, 2013 has been adopted by passing a special resolution at the Annual General Meeting of members of the Company held on 12th August, 2024.

[3] Name of the Company has been amended by passing a special resolution at the Annual General Meeting of the members of the Company held on 12th August, 2024.

[4] Authorized Share Capital of the Company has been increased from Rs. 5,00,000/- to Rs. 25,00,00,000/- by passing an Ordinary Resolution at the Extra-Ordinary General Meeting of the Company held on 15th May, 2025.

CONSULTING SERVICES LTD. COREINTEGRA MUMBAI

For COREINTEGRA CONSULTING SERVICES LTD

Mahesh.

MANAGING DIRECTOR

6th We, the several persons, whose names and addresses are 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 against our respective names:—

Names, addresses, descriptions and occupations of subscribers	No. of Shares taken by each subscriber Equity Shares	Signature of subscriber	Signature, names, addresses, descriptions and occupations of witnesses
1) Natarajan Sriram S/o Natarajan Seshagiri Add.: No. 13, Sagar Housing Society, Dona Paula, Goa - 403004. Occupation: : Business	5000 (Five Thousand Shares)	Sd/-	WITNESS TO SUBSCRIBER NO. 1, 2 & 3 Sd/- AJIT YESHWANT SATHE
2) Sangeetha Sriram D/o Chandra Kant Add :.C-2, Gitanjali, Rego Bagh, Bambolim Complex, Ribandar, Goa - 403202. Occupation: Business	4990 (Four Thousand Nine Hundred Ninety Shares)	Sd/-	14, Ashirwad, 116, St. Xavier Road, Parel, Mumbai - 400 012 Son of Yeshwant Anant Sathe
3) Falguni Thakker W/o Pankaj Thakker Add: 461/A, Ambedkar Road, 9, Ram Nivas, 3rd Floor, King Circle, Mumbai - 400019. Occupation: Business	10 (Ten Shares)	Sd/-	Occupation: Company Secretary
Total	10000 (Ten Thousand)		

Place: Mumbai
Dated 16th day of March, 2009

सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Central Processing Centre
Manesar, Plot No. 6,7, 8, Sector 5, IMT Manesar, Gurgaon, Haryana, 122050, India

Certificate of Incorporation Consequent upon conversion to public company

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Given under my hand at ROC, CPC this FOURTEENTH day of OCTOBER TWO THOUSAND TWENTY FOUR

Signature Not Verified
Digitally signed by
DS CPC 1
Date: 2024.10.14 10:05:20 IST

Brijesh Kain

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

Central Processing Centre

Note: The corresponding form has been approved by Brijesh Kain, Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies and this letter has been digitally signed by the Registrar through a system generated digital signature under rule 9(2) of the Companies (Registration Offices and Fees) Rules, 2014

Mailing Address as per record available in Registrar of Companies office:

COREINTEGRA CONSULTING SERVICES LIMITED

Vinmar House, A-41 MIDC Road No 2, Marol, Andheri (East), NA, Mumbai, Mumbai City- 400093, Maharashtra

प्रारुप 1

पंजीकरण प्रमाण–पत्र

कॉर्पोरेट पहचान संख्या : U74140MH2009PTC191409 2009 - 2010

मैं एतदद्वारा सत्यापित करता हूँ कि मैसर्स

COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED.

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के अंतर्गत आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक दो अप्रेल दो हजार नौ को मेरे हस्ताक्षर से मुंबई में जारी किया जाता है।

Form 1

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Given under my hand at Mumbai this Second day of April Two Thousand Nine.

(VIJAYA NAGORAO KHANDARE)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies

महाराष्ट्र, मुंबई

Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

COREINTEGRA CONSULTING SERVICES PRIVATE LIMITED

38, INDRAPRASTHA, PLOT 1-B,, L.B.S. MARG, VIKHROLI (W),

MUMBAI - 400083,

Maharashtra, INDIA

[1]These new set of regulations were adopted in the Articles of Association of the Company by passing a special resolution at the Annual General Meeting of members of the Company held on 12th August, 2024

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

COREINTEGRA CONSULTING SERVICES LIMITED

Interpretation

I. (1) In these regulations --

(a) "the Act" means the Companies Act, 2013,

(b) "the seal" means the common seal of the company.

(2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.

For COREINTEGRA CONSULTING SERVICES LTD

Mahesh.

MANAGING DIRECTOR

COREINTEGRA CONSULTING SERVICES LTD. ★ MUMBAI

(3) Public company means a company which-
a) is not a private company;
b) has a minimum paid-up share capital as may be prescribed::

Provided that a company which is a subsidiary of a company, not being a private company, shall be deemed to be public company for the purposes of this Act even where such subsidiary company continues to be a private company in its articles.

Share capital and variation of rights

II. 1. Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

2. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided, --
(a) One certificate for all his shares without payment of any charges; or
(b) Several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.
(ii) Every certificate shall specify the shares to which it relates and the amount paid-up thereon and shall be signed by two Directors or by a director and the company secretary, wherever the company has appointed a company secretary.
Provided that in case the company has a common seal it shall be affixed in the presence of the persons required to sign the certificate.

(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

3. (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

(ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company.

4. Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

5. (i) The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.

(ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

6. (i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(ii) To every such separate meeting, the provisions of these regulations relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

7. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari passu therewith.

8. Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

Lien

9. (i) The company shall have a first and paramount lien --

(a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and
(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:
Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.

(ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

[2](iii) The fully paid shares will be free from all lien, while in the case of partly paid shares, the company’s lien, if any, will be restricted to moneys called or payable at a fixed time in respect of such shares.

10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:

Provided that no sale shall be made --
(a) unless a sum in respect of which the lien exists is presently payable; or
(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

11. (i) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof
(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.

(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

12. (i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.
ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on shares

13. (i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:
Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.
(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.
(iii) A call may be revoked or postponed at the discretion of the Board.

14. A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.

15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

16. (i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.
(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17. (i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

18. The Board --
(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and

(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance.

Transfer of shares

19. (i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.

(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

20. The Board may, subject to the right of appeal conferred by section 58 decline to register --
(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or
(b) any transfer of shares on which the company has a lien.

21. The Board may decline to recognise any instrument of transfer unless --
(a) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56;
(b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
(c) the instrument of transfer is in respect of only one class of shares.
[2](d) the Company shall use a common form of transfer

22. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

Transmission of shares

23. (i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal

representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares.

(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

24. (i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either --

(a) to be registered himself as holder of the share; or

(b) to make such transfer of the share as the deceased or insolvent member could have made.

(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

25. (i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.

(ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.

(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

26. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

27. Not applicable

Forfeiture of shares

28. If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

29. The notice aforesaid shall --
(a) name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and

(b) state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

30. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.

31. (i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.

(ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

32. (i) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.

(ii) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

33. (i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(iii) The transferee shall thereupon be registered as the holder of the share; and

(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

34. The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of capital

35. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

36. Subject to the provisions of section 61, the company may, by ordinary resolution, --

(a) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;

(b) Convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;

(c) Sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;

(d) Cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.

37. Where shares are converted into stock, --

(a) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:
Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words “share” and “shareholder” in those regulations shall include “stock” and “stock-holder” respectively.

38. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law, --
(a) its share capital;
(b) any capital redemption reserve account; or
(c) any share premium account.

Capitalisation of profits

39. (i) The company in general meeting may, upon the recommendation of the Board, resolve --

(a) that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and

(b) that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.

(ii) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards --
(A) paying up any amounts for the time being unpaid on any shares held by such members respectively;
(B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;
(C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);
(D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;
(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

40. (i) Whenever such a resolution as aforesaid shall have been passed, the Board shall --

(a) make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and
(b) generally do all acts and things required to give effect thereto.

(ii) The Board shall have power --
(a) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and
(b) to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

41. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General meetings

42. All general meetings other than annual general meeting shall be called extraordinary general meeting.

43. (i) The Board may, whenever it thinks fit, call an extraordinary general meeting.

(ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

[2](iii) Option or right to call of shares shall not be given to any person except with the sanction of the company in general meeting.

Proceedings at general meetings

44. (i) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

(ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.

45. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

46. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.

47. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

48. Not applicable.

Adjournment of meeting

49. (i) The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.

(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.

(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights

50. Subject to any rights or restrictions for the time being attached to any class or classes of shares, --

(a) on a show of hands, every member present in person shall have one vote; and
(b) on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.

51. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

52. (i) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.

(ii) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

53. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

54. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

55. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid

56. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.
(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

Proxy

57. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the

meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

58. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105

59. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:
Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Board of Directors

60. The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.

Unless otherwise provided under the Companies Act, 2013, the number of Directors shall not be less than three and more than fifteen. The first Directors of the Company are:

1. Natarajan Sriram
2. Sangeetha Sriram
3. Falguni Thakker

61. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.

(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them --

(a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or

(b) in connection with the business of the company.

62. The Board may pay all expenses incurred in getting up and registering the company.

63. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may thinks fit respecting the keeping of any such register.

64. All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine

65. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

66. (i) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.

(ii) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

Proceedings of the Board

67. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.

68. (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.

(ii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.

69. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

70. (i) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

71. (i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

[2](iii) (1) The Board of Directors may, from time to time, by way of a resolution, delegate to any person, whether a director, officer, or third party, the authority to sign and execute on behalf of the company, any documents, contracts, agreements, deeds, or instruments necessary or expedient in connection with the business of the company, including but not limited to, contracts with suppliers, customers, government bodies, financial institutions, or other third parties.

(2) The person to whom such authority is delegated shall be empowered to sign, execute, and deliver all necessary documents and contracts on behalf of the company, and the signature of such person, when executed in accordance with this regulation, shall be deemed as the company's signature, binding upon the company.

(3) Such delegation of authority may include but is not limited to, the authority to:

- Enter into contracts and agreements in the ordinary course of business.
- Execute deeds and other legal documents.
- Negotiate terms and conditions of contracts.
- Bind the company in relation to contractual obligations.

(4) The Board may specify the limits, scope, and duration of the delegation, and may withdraw or modify the delegation at any time by passing a resolution in a meeting of the Board.

(5) Any document, contract, agreement, deed, or instrument executed in accordance with this delegation shall be considered as duly executed by the company and shall be binding on the company, provided such

execution complies with the terms set forth by the Board and these Articles.

(6) The company shall ensure that such delegation is documented properly in the minutes of the meeting of the Board, and that any changes to the delegation are also recorded and communicated appropriately.

72. (i) A committee may elect a Chairperson of its meetings.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

73. (i) A committee may meet and adjourn as it thinks fit.

(ii) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

74. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

75. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

76. Not applicable.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

77. Subject to the provisions of the Act, --

(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may thinks fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer

78. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

The Seal

79. (i) The Board shall provide for the safe custody of the seal.

(ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

Dividends and Reserve

80. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

81. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

82. (i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit.

(ii) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve

83. (i) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.

(ii) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.

(iii) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

[2](iv) Any amount paid-up in advance of calls on any share may carry interest but shall not entitle the holder of the share to participate in respect thereof, in a dividend subsequently declared.

[2](v) There will be no forfeiture of unclaimed dividends before the claim becomes barred by law.

84. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

85. (i) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

86. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

87. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.

88. No dividend shall bear interest against the company.

Accounts

89. (i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.

(ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.

Winding up

90. Subject to the provisions of Chapter XX of the Act and rules made thereunder --

(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

Indemnity

91. Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

Notes:

[1] *These new set of regulations were adopted in the Articles of Association of the Company by passing a special resolution at the Annual General Meeting of members of the Company held on 12th August, 2024*

[2] *The Articles of Association has been amended in accordance with the provisions of Companies Act, 2013 vide Special Resolution passed by the members of the Company at the Extra-Ordinary General Meeting of the Company held on 15th May, 2025*

For COREINTEGRA CONSULTING SERVICES LTD

Mahesh.

MANAGING DIRECTOR

COREINTEGRA CONSULTING SERVICES LTD. MUMBAI

We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of these Articles of Association

Names, addresses, descriptions and occupations of subscribers	Signature of subscriber	Signature, name, addresse, description and occupation of witness
1) Natarajan Sriram S/o Natarajan Seshagiri Add.: No. 13, Sagar Housing Society, Dona Paula, Goa - 403004. Occupation: : Business	Sd/-	WITNESS TO SUBSCRIBER NO. 1, 2 & 3 Sd/- AJIT YESHWANT SATHE 14, Ashirwad, 116, St. Xavier Road, Parel, Mumbai - 400 012 Son of Yeshwant Anant Sathe Occupation: Company Secretary
2) Sangeetha Sriram D/o Chandra Kant Add :.C-2, Gitanjali, Rego Bagh, Bambolim Complex, Ribandar, Goa - 403202. Occupation: Business	Sd/-	
3) Falguni Thakker W/o Pankaj Thakker Add: 461/A, Ambedkar Road, 9, Ram Nivas, 3rd Floor, King Circle, Mumbai - 400019. Occupation: Business	Sd/-	

Place: Mumbai

Dated 16th day of March, 2009