

Dated: November 25, 2021

The Manager **BSE** Limited

Corporate Relationship Department

Phiroze Jeejeebhoy Towers Dalal Street

Mumbai-400001

Scrip Code: 540750

The Manager

National Stock Exchange of India Ltd

Listing Department

Exchange Plaza, 5th Floor, Plot No. C/1

G Block, Bandra Kurla Complex

Bandra (E), Mumbai-400 051

Symbol: IEX

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 - Alteration in Memorandum of Association ("MOA") of Indian Energy Exchange Limited ("the Company")

Dear Sir / Madam,

With reference to above captioned subject, we wish to inform that the members of the Company through Postal Ballot and E- Voting, have by way of ordinary resolution, approved the amendment to the MOA of the Company as stated in the Postal Ballot Notice dated October 21, 2021.

A copy of revised MOA of the Company is attached herewith as **Annexure - A**, for your record.

The above information will also be made available on the website of the Company: www.iexindia.com

You are requested to take the above information on record.

Thanking You.

Yours faithfully,

For Indian Energy Exchange Limited

Vineet Harlalka

CFO, Company Secretary & Compliance Officer

Membership No. ACS-16264

Encl: as above

# THE COMPANIES ACT, 1956 PUBLIC COMPANY LIMITED BY SHARES

# MEMORANDUM AND ARTICLES OF ASSOCIATION

**OF** 

INDIAN ENERGY EXCHANGE LIMITED

Certified True Copy or Indian Energy Exchange Limited

(Vineet Hariaika) CFO & Company Secretary





## व्यापार प्रारंभ करने का प्रमाण-पत्र

कम्पनी अधिनियम 1956 की धारा 149(3) के अनुसरण में

कार्परिट पहचान संख्या : U74999MH2007PLC169201

मैं एतदहारा सत्यापित करता हूँ कि मैसर्स INDIAN ENERGY EXCHANGE LIMITED

जिसका निगमन, कम्पनी अधिनियम, 1956(1956 का 1) के अंतर्गत दिनांक छब्बीस मार्च दो हजार सात को किया गया था और जिसने निधारित प्रपत्र में धोषणा प्रस्तुत की है या विधिवत सत्यापित किया है कि उक्त कम्पनी ने, अधिनियम की धारा 149(2) (क) से (ग) तक की शर्तों का अनुपालन कर लिया है और व्यापार करने के लिए हकदार है।

यह प्रमाण-पत्र आज दिनांक सत्राह अग्रेल दो हजार सात को मेरे हस्ताक्षर से मुंबई में जारी किया जाता है।

### Certificate for Commencement of Business

Pursuant of Section 149(3) of the Companies Act, 1956

Corporate Identity Number: U74999MH2007PLC169201

I hereby certify that the INDIAN ENERGY EXCHANGE LIMITED which was incorporated under the Companies Act, 1956(No. 1 of 1956) on the Twenty Sixth day of March Two Thousand Seven, and which has this day filed or duly verified declaration in the prescribed form that the conditions of the Section 149(2)(a) to (c) of the said act, have been complied with and is entitled to commence business.

Given under my hand at Mumbai this Seventeenth day of April Two Thousand Seven.



CFO & Company Secretary SHYAM SUNDER

कम्पनी रजिस्ट्रार / Registrar of Companies सहाराष्ट्र, मुखई

Maharashtra, Mumbai

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# GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

Registrar of Companies, Delhi

4th Floor, IFCI Tower, 61, Nehru Place, New Delhi, Delhi, INDIA, 110019

Corporate Identity Number: U74999DL2007PLC277039

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certification of Registration of Regional Director order for Change of State

M/s INDIAN ENERGY EXCHANGE LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Maharashtra to the Delhi and such alteration having been confirmed by an order of RD-WR, Mimbal bearing the date 14/11/2014.

I hereby certify that a certifled copy of the said order has this day been registered.

Given under my hand at Delhi this Twenty Fourth day of February Two Thousand Fifteen.



Afsar Ali Assistant Registrar of Companies Registrar of Companies Delhi

ified True Copy

Vineet Harlalka) FO & Company Secretary

dian Energy Exchange Limited

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

INDIAN ENERGY EXCHANGE LIMITED
Unit No. 3, 4, 5 & 6, Fourth Floor, TDI Centre, Plot No. 7, District Centre, Jasota,
New Delhi - 110025,
Delhi, INDIA



#### THE COMPANIES ACT, 1956

#### **COMPANY LIMITED BY SHARES**

#### MEMORANDUM OF ASSOCIATION

**OF** 

#### INDIAN ENERGY EXCHANGE LIMITED

- I. The name of the Company is INDIAN ENERGY EXCHANGE LIMITED
- II. The Registered Office of the Company shall be situated in NCT of Delhi.<sup>1</sup>
- III. The objects for which the Company is established are: -
- A. THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:
- 1. To establish, operate, regulate, maintain and manage facilities in the whole of India and outside India enabling the Members of the Exchange, their authorised agents and constituents and other participants to transact, clear and settle trades done on the Exchange in various types of electricity, power based contracts including all other forms/types of energy and various energy produces other instruments and derivatives thereof, in ready, forward and futures markets and to provide accessibility to the markets to various Members of the Exchange and their authorised agents and constituents and other participants within and/or outside India, and to provide, initiate, facilitate and undertake all support services relating thereto as per the Articles of Association, Bye-Laws, Rules and Regulations of the Exchange.

1

For Indian Energy Exchange Limited

(Vincet Harlalka)

CFO & Company Secretary

<sup>&</sup>lt;sup>1</sup> Clause II of the Memorandum of Association was altered vide Special Resolution passed at the Annual General Meeting held on 24/06/2014 and confirmed by the Hon'ble Regional Director, Western Region, Mumbai vide its Order Ref. No. RD/STA/Sec. 13/84/08/2014/ SRN No. C15209356/6275 dated 14/11/2014

2. To provide on-line technology facility which provides a transparent transaction platform for authorized users on large scale across the country including remote areas, in futures contracts of electricity, power and energy instruments, facilitating access from across regions to provide hedging mechanism for the purpose of mitigating risk.

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

- 3. To apply for and obtain from Central Electricity Regulatory Commission, Forward Markets Commission and/or Securities and Exchange Board of India and/or Reserve Bank of India Government of India and / or any other authority/(ies), recognition of the Exchange as a recognized Electricity / Power exchange or an exchange for securities or any other instrument for the purpose of organising, managing and facilitating the business of dealing in contracts of electricity / energy/power and other instruments and their derivatives as per the Articles, Bye-Laws, Rules and Regulations of the Exchange as may be framed from time to time.
- **4.** To frame, amend and enforce the Articles, Bye-Laws, Rules and Regulations defining and regulating the terms and conditions subject to which the business on the Exchange as outlined in these presents shall be transacted from time to time.
- 5. To make arrangement through appropriate arbitration, survey, laboratory testing or other methods a mechanism for resolving disputes and to decide all questions of trading methods, practices, usages, customs or courtesies for conduct of business of the Exchange, and also to provide for suitable forms of contracts for trading in ready, forward and futures markets in electricity / energy/power and other instruments and derivatives thereof, decided to be traded or allowed for trading at the Exchange.
- **6.** To form other company or companies or subsidiaries for carrying out the operations of company or for carrying out some business or operation ancillary or incidental or expedient in the interests of Company and also to outsource some of the activities of company to such or other companies.
- 7. To levy, charge, recover and receive security deposits, admission fees, transaction and clearing fees, fund subscriptions, margins, penalties, tolls and levies and any other fee and/or sums from Members of the Exchange in terms of the Company's Articles of Association, Rules, Bye-Laws and Regulations.
- **8.** To regulate and fix the scale of commission, brokerage and other charges to be charged by the Members of the Exchange from their constituents and others.
- 9. To facilitate resolution of disputes by various means including mediation, conciliation, arbitration, surveys, and to nominate arbitrators, umpires and surveyors on such terms and in such cases as may seem expedient, and to set up regional or local arbitration or survey panels and appellate committee and to provide for rules and methods for arbitration of disputes and claims in respect of transactions relating to or arising out of or in connection with or pertaining to transactions effected on the Exchange and including arbitration of disputes between Members of the Exchange inter-se and/or between Members of the Exchange and persons who are not the Members of the Exchange; and to remunerate such arbitrators, surveyors, regional or local arbitration panels

and appellate committee / members, if any, and to make rules, Bye-Laws and regulations in relation to such arbitration and survey proceedings, the fees of arbitrators, the costs of such arbitration, and to define and regulate related matters, and to regulate the procedures thereof and enforce all awards.

- 10. To acquire, collect, preserve, disseminate, or sell statistical or other information in connection with the business of the Company, to maintain a library and to print, publish, undertake, manage and carry on any newspaper, journal, magazine, pamphlet, official yearbook, or other work in connection with or in furtherance of the objects of the Company.
- 11. To test, develop, improve or elevate the technical and business knowledge of persons engaged in or about to be engaged in trade, industry, banking, commerce, finance or company administration/and in particular in the business of the Company for dealing in contracts for commodities, securities or other instruments and derivatives, or in connection therewith, by organising for delivery of lectures, holding of classes, courses, seminars and the like, and to test by examination or otherwise the competence of such person(s) and to award certificates and diplomas and to institute and establish scholarships, grants and other beneficiation and to set up or form any technical or other educational institution and to run, manage or administer it.
- 12. To subscribe for becoming a member in, or to co-operate with, any other association or entity, whether incorporated or not, in India or abroad, whose objects are to promote the interests represented by the Company so as to advance the general commercial and trade interests and to procure from and communicate to such association or entity such information as may further the objects of the Company.
- 13. To take membership of any Commodity Exchange or any other Exchange, directly or indirectly, in India or abroad, for furthering the business of the Members of the Exchange and that of the Company.
- 14. To take part in the management of, or set up a research, testing or training division and/or to act as consultants or advisors for the setting up and organizing of Exchanges in India or abroad and to enter into association with any other Exchange in India or abroad whether by subscription or on co-operation principle for furthering the objects of the Company.
- 15. To enter into partnership or arrangements in the nature of partnership, cooperation or union of interest, with any person or entity, engaged or interested or about to become engaged or interested in the carrying on, or conduct, any business which this company is authorized to carry on or conduct or from which the company could or might derive any benefit whether directly or indirectly.
- **16.** To appoint trustee(s) to hold on behalf of and to protect the interest of the Company or further the objects of the Company.
- 17. To amalgamate or merge with any entity, or allow amalgamation or merger of any entity with this Company, for the purpose of furthering the objects of this Company.

- 18. To form, constitute, promote, manage, subsidize, organize, or assist in forming, constituting, promoting, managing, subsidizing, organizing entities of all kinds, for the purpose of acquiring any undertaking or any property, whether movable or immovable, whether with or without liability of such undertaking for advancing directly or indirectly the objects hereof and to take or otherwise hold and dispose of shares, debentures and other securities in or of any such undertaking and to subsidize or otherwise assist or manage or own any such entity.
- 19. To do business in India and abroad either as principals, agents, trustees, contractors, or otherwise alone or in conjunction with others and either by or through agents, contractors, trustees or otherwise for the attainment of the objects of the Company.
- **20.** To own, establish or have and maintain offices, branches and agents, in or out of India for its business.
- **21.** To acquire construct, develop, maintain and alter any lands, buildings, constructions or works necessary or convenient for the objects and purposes of the Company.
- 22. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in any or all states, territories, possessions, colonies and dependencies thereof in India and in any foreign country.
- 23. To subscribe, contribute, make donations or grants or guarantee money for any general or useful object and to aid any association, body or movement, subject to compliance with the provisions of the Companies Act, 1956.
- **24.** To establish and support, or assist in the establishment and support of any fund, trust and convenience calculated to advance and further the objects and purposes of the Company in particular, and the commodity, capital and financial markets in general, including markets in commodity products.
- 25. To make payments or disbursements out of the funds or other movable property of the Company for deploying surplus funds of the Company or for any of the purposes specified in these presents and Articles of Association and Rules, Byelaws and Regulations of the Exchange and to make draw, accept, endorse, discount, execute or transfer instruments, warrants, debentures or other negotiable or transferable documents.
- 26. To borrow, raise loans in any form, create indebtness, to receive, grants or advances (whether interest free or not) equity loans, or raise any moneys required for the objects and purposes of the Company upon such terms and in such manner and with or without security as may from time to time be determined, by the issue of debentures, debentures stocks, and/or other securities. Any person claiming payment, whether on account of principal or interest or otherwise in respect of the moneys so borrowed or raised shall be entitled to claim such payment out of the funds, properties and other assets of the Company which alone shall be deemed to be liable to make good all claims and demands whatsoever under and in respect of the moneys so borrowed or raised, and not the personal funds, property and other assets of the members of Board of Directors or Members of the Company, or their successors and assigns, who shall not be deemed to have

- incurred any personal liability or render themselves or himself personally subject or liable to any claim or demand.
- 27. To invest, lend or advance the moneys of the Company not immediately required in or upon such security and with or without interest and in such other investments as may be, from time to time, determined by the Company or the Board of Directors under the provisions of the Companies Act, 1956.
- 28. To make experiments alone or jointly with others with a view to improving the Company's business and further to procure the incorporation, registration or other recognition of the Company in any country, State, or place, and to establish and regulate agencies for the purpose of the Company's business.
- **29.** To enter into any arrangement or agreement with any person, firm, company or entity, either Indian or Foreign, for the purpose of collaboration with such person, firm, company or entity in any business or transaction capable of being conducted so as to directly or indirectly benefit this Company.
- **30.** To acquire, purchase, take over assets, businesses or undertakings of other companies or entities, which may conveniently or advantageously be combined with the business of the Company.
- 31. To remunerate (by cash or other assets or by the allotment of fully or partly shares or by call on shares, debentures, debenture-stock or securities of this or any other company or in any other manner) whether out of the Company's capital, profits or otherwise, to any person, firm, company or entity for services rendered or to be rendered to the Company or for 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 the Companies Act, 1956.
- **32.** To ensure or guarantee the settlements on the Exchange, payment of advances, margins, credits, settlements on the Exchange, and other commercial obligations or commitments of such description as well as the fulfilment of contracts and other trading and commercial transactions of such description, and to indemnify any person against the same as may be determined by the Board from time to time.
- **33.** To guarantee the payment of money secured by or payable under or in respect of any debentures, debenture stock, bond, mortgage charge, security, contract or obligation of any person, persons or corporation or any authority.
- **34.** To apply for, purchase, or otherwise acquire, any patent, trademark, copyright, invention, license concession, and the like, conferring an exclusive or nonexclusive or limited right to use any secret or other information, which may seem capable of being used for any of the purposes of the Company, and to use, exercise, develop or grant licenses in respect of the aforesaid.

- **35.** To open current accounts and/or other accounts with any bank in India or Overseas, to pay money into and draw money from such accounts.
- 36. To establish, provide, maintain and conduct research and training centers by engaging on remuneration necessary technical, research, teaching and administration personnel in pursuit of the objects of the company or otherwise subsidize research laboratories, experimental stations, workshops and libraries for researches, experiments and tests of all kinds and to undertake and carry out research and investigations, to process, improve and invent new and better techniques and methods and products and to improve or secure any process, patent, copy-right which the Company may acquire or deal with and to promote and publish studies, researches, surveys and investigations, either independently by the company or by providing, subsidizing, endowing or assisting laboratories, schools, colleges, universities, workshops, libraries, lectures, meetings, exhibitions and conferences and by providing for the remuneration of scientists, scientific or technical personnel or teachers, research workers and inventors, or generally to encourage, promote and reward studies, researches, experiments, tests and inventions of any kind which may be considered likely to assist any of the objects of the Company.
- 37. To promote, sponsor, undertake and carry out rural development, including any program for promoting the social and economic welfare of, or the upliftment of the people in any rural area and to incur any expenditure on any program or rural development and to assist promotion or execution thereof, either directly or through an independent agency or by making contributions or giving donations or in any other manner.
- **38.** To procure the registration, incorporation or recognition of the Company under the laws or regulations of any Country.
- **39.** To employ experts to investigate and examine into the condition, management prospects, value, character and circumstances of any business, concern and undertaking.
- **40.** To undertake and execute any trusts for the benefit of employees and also to undertake the office of trustees for debenture-holders or debenture-stock holder of a Company and to appoint trustees to hold securities on behalf of and to protect the interests of the Company.
- 41. To obtain any provisional order or Act of the Government for enabling the Company to carry any of its objects or for effecting any modification of the Company's constitution.
- **42.** To enter into arrangements with any Government or Authority, and to obtain from any of them any rights, privileges and concessions, which the Company may think necessary or desirable for furtherance of its objects.
- **43.** To distribute any of the Company's property among the members in specie on the event of winding-up, subject to the provisions of the Companies Act, 1956.
- **44.** To establish competitions in respect of information suitable for insertion in any publication or otherwise for any of the purposes of the Company, and to offer and grant prizes, rewards, gifts and premiums of such character and on such terms as may seem expedient.

- 45. To receive any gift of immovable or movable property and offering or voluntary donation or bequest and legacy from any person or entity for all or any of the objects of the Company/with or without any specific conditions/ provided such receipts or the conditions attached are not inconsistent with the objects of the Company. All such gifts, donations, grants, offerings, legacies and bequests, including land, buildings and other immovable properties, shall be treated as forming part of the property of the Company and shall be applied accordingly.
- **46.** To provide for the welfare of the employees or ex-employees, directors or ex-directors of the Company and wives, and families or the dependents of such persons, by grant of money/pension, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident fund and other associations, institutions, trusts and by providing or subscribing towards medical or other assistance as the Company shall think fit and to subscribe or to contribute or otherwise assist charitable, benevolent, national and/or other institutions or objects.
- **47.** To provide for and furnish or secure to any subscriber or purchaser or processor of any publication of the Company, or of any coupon or ticket issued with any publication of the Company, any convenience, advantage, benefit, or special privilege which may seem expedient.
- **48.** To pay all costs, charges and expenses incurred or sustained in or about the promotion, incorporation and establishment of the Company or which the Company shall consider being preliminary out of the funds of the Company.
- **49.** To refer to 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 and to observe and perform and to do all acts, matters and things to carry out or enforce the awards, subject to the Articles of Association, Rules, Bye-Laws and Regulations of the Exchange.
- **50.** To apply for, promote, and obtain any statute, order, regulation or other authorizations or enactment which may seem calculated directly or indirectly to benefit the Company and to oppose any bills, proceedings, or applications.
- **51.** To sell, dispose or transfer the business property and undertaking of the Company, or any part thereof for any consideration which the Company may deem fit to accept.
- **52.** To obtain know-how in order to utilize it or provide the same in India and abroad, and grant such know-how on such terms and conditions as may be beneficial to the Company, and to establish, maintain, conduct, provide, procure or make available all types of services and to take such steps as may be necessary for the purpose of examining, inspecting, and carrying out tests for the purpose of market research in respect of any project.
- **53.** To purchase, take on lease or in exchange, hire and otherwise acquire and maintain any lands, buildings, and easements, or any immovable or movable property, patents, licenses, rights and

privileges which the Company may think necessary or convenient for the purpose of its business and to pay for the same either in cash or in shares or securities and to sell, let, lease or under lease or otherwise dispose of orgrant right over any movable or immovable property, rights and privileges belonging to the Company.

- 54. To adopt such means of making known the business or particular transactions in which the Company is interested, as may seem expedient, and in particular by advertising in the press, by circular, by purchase and exhibition of works of interest, by publication of books and periodicals and by granting prizes, rewards etc.
- **55.** To take part in the supervision or control of the business or operation of any company or undertaking doing similar or related business.
- **56.** To effect all such insurance in relation to the carrying on of the Company's business and any risks incidental thereto as may seem expedient, and if thought fit, to join or become a members of any mutual insurance Company or to carry a part or the whole of such insurance risk in connection with the Company's Business.
- 57. To promote any Company or companies for the purpose of acquiring all or any of the property right and liabilities of this Company for carrying on any business which this Company is authorized to carry on or for any other purposes which my seem directly or indirectly calculated to benefit this Company or to promote or advance the interest of this Company.
- 58. To act as technical and management consultants in relation to all aspects of data processing, data processing systems, computer systems, application and system software, process control systems, computers and all the branches of computer science in India and abroad and further act as agents for Indian and International entities providing the equipment and services in the areas of management science and computer science and to buy, sell, import, export, hire, lease, install, maintain and use equipment and accessories, know-how and services, software and hardware related to all the aspects of management services and computer science.
- **59.** To cater, prepare, evolve, buy, sell, information technology solutions to any industry by providing, software, hardware, local area-wide area, connectively and net working, off shore information technology projects consultancy, value added, reseller or software systems and solutions and consultancy, and to act as software developer, buyer, seller, exporter and importer.
- **60.** To act as custodian or depository of warehouse receipts of all kinds, by itself or in association with or through any other company or person or department or authority for purposes of storage in any form.
- 61. To establish and maintain or to arrange or appoint agents, to establish and maintain clearing house for the objects and purposes of the Company or maintain a holding and clearing corporation, depository clearing house or establish and maintain division and to control and to regulate the working and administration thereof.

- 62. To act as trustees of any deeds constituting or securing any debentures, debentures stocks of other securities or obligations and to undertake and execute any other trusts and also undertake the office of or exercise the powers of executors, administrators, receiver, custodian and trust corporation.
- 63. To constitute any trust with a view to issue preferred and deferred or any other special stocks, securities certificates or other documents based on or representing any shares, stocks, securities certificates or other documents or other assets appropriated for the purpose of any such trust and to settle and regulate, and if required, to undertake and execute any such preferred, deferred of other special stocks, securities, certificates or documents.
- 64. To use the distribution network and systems infrastructure of the company, independently or in association with the Members of the Exchange, or other intermediaries and to support agencies and institutions, to distribute various products and services, within the country and outside, for a fee or charge or otherwise, to further the objects of the company and use its investment, reach and penetration most optimally.

#### **C. OTHER OBJECTS:**

- 65. To buy, to sell, to deal in, to manufacture, to distribute, to market, in computer hardware, computer software, computer parts, components, appliances, configurations, cabling, networking of information systems, integration, converging, development erection, installation, creation of information systems, computer systems for voice, mail, digital, electronic and electrical transfer of data, voice and such upgrading and designing of information systems relating to computers, e-commerce, e-Business, e-trade networking, web, etc.
- **66.** To give on hire or lease or sell or dispose off the undertaking property and assets of the Company, or any part thereof in such manner and for such considerations as the Company, may think fit and to improve manage, develop, exchange, lease, dispose off, turn to account or otherwise deal, with all or any part of the property or rights of the company.
- 67. To undertake and carry on agency and/or representation work of any kind and in particular to act as managers, agents, distributors and representatives of any firm or company established in India or abroad with a view to assist them in objects similar to the objects of this company.
- **68.** To act as service organization or bureau for providing advice and services in various fieldsgeneral, administrative, secretarial, consultancy, commercial, financial, legal, economic, labour, industrial, public relations, scientific, technical, direct and indirect taxation and other levies, statistical, accountancy, quality control and data processing.
- **69.** To acquire, hold, sell and to let on hire purchase, lease, rent any metals, bullion, gold, silver, silver articles, diamonds, precious stones ornaments and objects and jewellery and paintings and coins and manuscripts and objects of art and pay for same either in cash or otherwise.
- **70.** To get affiliations/recognition from various universities, institutes from India and abroad.

- **71.** To carry on the business as proprietors and publishers of newspapers, journals, magazines, books and other literary works and undertaking.
- 72. To carry on the business of transport contractors, warehouse agents, operators, for commodities, goods, and to act as surveyors, shipping, chartering, forwarding agents and contractors, agents, cargo superintendents, packers and haulers as warehousemen and proprietors of warehouses, as fleet owners, coach and autohirers and other vehicle proprietors, garage proprietors, engineers and electricians, and to act as agents and contractors and to construct / equip, facilitate storage and to provide for convenience of all kinds, and to construct, equip, maintain works, purchase and let on hire vehicles of transport for the carriage of goods and as general carriers and forward carriers by all means of transport by land, sea, inland waterways, pipeline and air and as storage of goods, wares, merchandise of every kind and description whatsoever and to purchase or otherwise acquire any lands, docks, canals, waterways, warehouses, wharves, buildings or machinery and to construct and equip the same purchase, take on charter any ships, tugs, barges, motor trucks, motor lorries, motor cars, heavy duty vehicles including tempos, matadors, station wagons, or any other vehicles or vessels of any description or kind and to make, work equip and maintain railway and establish and carry on an agency and booking office and to act as customs clearing agents.
- 73. To carry on the business of undertaking and setting up projects on turn key basis or otherwise.
- **74.** To develop, acquire, buy, sell, give or otherwise deal in know-how management systems domain expertise of setting up and maintaining an exchange and to act as consultants, and advisers, either by charging fees for the same or by obtaining royalty or in any other form in India or abroad.
- **75.** To construct, build, equip, own and maintain and to carry on business as keepers of cold storage, storage chambers, ice-plants, go-downs, tanks, silos, vaults, depositories, warehouses, refrigerators, freezing houses and room coolers for any Commodity.
- **76.** To engage in or carry on anywhere in India or abroad the business of warehousing, transporting and carriage or goods and to provide storage, testing, quality certification, and protection of goods against insects, ants, rats, moisture, rain, fire and other natural or man-made calamities.
- 77. To act as agents, sales organizers consultants, and advisers in all the respective branches and in such capacity to give advice and information and render services to persons, firms, companies, authorities or Government, which may be given or rendered that may lead to or be conducive to sales and marketing of goods; and rendering of all services, whether incidental to the above or not.
- **78.** To do all other acts and functions as may be directly or indirectly associated with or incidental to or in consonance with the aforesaid objects of the Company.
- **IV**. The Liability of the Members of the Company is limited.

V.<sup>2</sup>,<sup>3</sup>,<sup>4</sup>,<sup>5</sup> The authorized Share Capital of the Company is Rs. 1,00,00,00,000/- (Rupees One Hundred Crore only) divided into 1,00,00,00,000 (One Hundred Crore) Equity Shares of Rs. 1/- (Rupees One) each

- a) The authorized share capital of the Company is Rs. 40,25,00,000/-(Rupees Forty crores twenty five lacs only) divided into 3,62,50,000 (Three crores sixty two lacs and fifty thousand only) Equity Shares of Rs. 10/- (Rupees Ten only) each; 5,00,000 (Five lacs only) Preference Shares of Rs. 10/- (Rupees Ten only) each and 35,00,000 (Thirty five lacs only) Compulsorily Convertible Preference Shares ('CCPS') of Rs. 10/- (Rupees Ten only) each."
- b) The paid-up capital of the Company Shall be minimum of Rs.5,00,000/-

#### Above deleted clause was replaced with following Clause-V

"The authorized share capital of the Company is Rs. 402,500,000 (Rupees Forty Crore Twenty Five Lakh only) divided into 40,250,000 (Four Crore Two Lakh Fifty Thousand only) Equity Shares of Rs. 10 (Rupees Ten only) each"

Following Clause-V was deleted

"The authorized share capital of the Company is Rs.402,500,000 (Rupees Forty Crore Twenty Five Lakh only) divided into 40,250,000 (Four Crore Two Lakh Fifty Thousand only) Equity Shares of Rs. 10 (Rupees Ten only) each"

#### Above deleted clause was replaced with following Clause-V:

"The authorized share capital of the Company is Rs. 402,500,000 (Rupees Forty Crore Twenty Five Lakh only) divided into 402,500,000 (Forty Crore Twenty Five Lakh only) Equity Shares of Rs. 1/- (Rupees One only) each"

Following Clause-V was deleted

The authorized share capital of the Company is Rs. 402,500,000 (Rupees Forty Crore Twenty Five Lakh only) divided into 402,500,000 (Forty Crore Twenty Five Lakh Only) Equity Shares of Rs. 1/- (Rupees One only) each.

#### Above deleted clause was replaced with following Clause-V:

The authorized share capital of the Company is Rs. 1,00,00,00,000 (Rupees One Hundred Crore only) divided into 1,00,00,000 (One Hundred Crore) Equity Shares of Rs. 1/- (Rupees One) each.



<sup>\*(</sup>Sub clause (a) of clause V was altered by reclassifying the authorised Share Capital from existing "The authorized share capital of the Company is Rs. 40,25,00,000/-(Rupees Forty Crores Twenty Five Lacs only) divided into 4,00,00,000 (Four Crores) Equity Shares of Rs. 10/- (Rupees Ten only) each and 2,50,000 (Two Lacs Fifty Thousand) Preference Shares of Rs. 10/- (Rupees Ten only) each" to "The authorized share capital of the Company is Rs. 40,25,00,000/-(Rupees Forty crores twenty five lacs only) divided into 3,62,50,000 (Three crores sixty two lacs and fifty thousand only) Equity Shares of Rs. 10/- (Rupees Ten only) each; 5,00,000 (Five lacs only) Preference Shares of Rs. 10/- (Rupees Ten only) each and 35,00,000 (Thirty five lacs only) Compulsorily Convertible Preference Shares ("CCPS") of Rs. 10/- (Rupees Ten only) each", vide Special Resolution passed at the 4th Annual General Meeting of the members held on 28/09/2010.)

<sup>\*(</sup>Sub clause (a) of clause V was altered by increasing the authorised Share Capital from existing Rs. 25.25 Crore to Rs. 40.25 Crores, vide Special Resolution passed at the Extra Ordinary General Meeting of the members held on 24/03/2009.)

<sup>\*(</sup>Sub clause (a) of clause V was altered by increasing the authorised share capital from existing Rs. 1 Crore to Rs. 25.25 Crores, vide special resolution passed at the Extra Ordinary General Meeting of the members held on 26/09/2007.)

<sup>&</sup>lt;sup>3</sup> Clause V was deleted and replaced with new Clause-V as approved vide Special Resolution passed at the Annual General Meeting of the members held on 18/09/2018. Following Clause-V was deleted-

<sup>&</sup>lt;sup>4</sup> Clause V was deleted and replaced with new clause V as approved by vide Special Resolution passed at the Annual General Meeting of the members held on 18/09/2018.): "

<sup>&</sup>lt;sup>5</sup> Clause V was deleted and replaced with new clause V as approved by vide Ordinary Resolution passed though Postal Ballot approved by the Shareholders on November 25, 2021): "

We the several persons whose names, addresses and descriptions are hereunder, subscribed below are desirous of being formed into a Company in pursuance of this MEMORANOUM OF ASSOCIATION and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names.

Name, Address, Description and occupation of each Subscriber	Number of Equity Shares taken by each subscriber	Signature of Subscriber	Signature of Witness and his name, address, description & occupation
Financial Technologies (India) Limited  1º Floor, Malkani Chambers Off Nelliru Road, Vile Parle (East) Mumbai 400099 (Through its Authorised Representative Mr. Hanraj Chouhan vide the Board Resolution dated 05/03/2007)	(Forty Nine Thousand Nine Hundred Ninety Four)	Sd/	WITNESS TO SUBSCRIBERS 1 TO 7 Sd/- Dulip D. More S/o. Mr. D. B. More 2/43, Harturwala Building S. G. Marg, Latteug Mumbai-400012 Occ. Service
Dewang Sunderraj Neralia S/o, sunderraj Neralia 4. Ragneelam, Dr. Rajabalii Road Warden Road Mumbai 400026. Service (as a nominee of FTIL)	(One)	Sd/-	
C. Subramaniam S.(c. P. Chandrsekhar 301, Everest Residency Park Road, vite Parle East Mumbar 400057 Consultant (as a nominee of FTIL)	(One)	Sd/-	
V. Hariharan S/o. Vaidyalingam Sharma Plot 104/B, Flat 503/504, Dostri Elite, Next to Sion Tele Exchange, Sion East, Mumbai 400022 Service (as a nominee of FTIL)	(One)	Sd/-	
Shreekant Y. Javalgekar S/o, Yadav Javalgekar 206 B, Natasha Nilota, Natasha CHS Ltd. Amrut Nagar Ghatkopar West Mumbai 400086 Service (as a nominee of FTIL)	(One)	Sd/-	
P. Ramanathan S/o, P. Padmanathan 240/6243, Mahavir Prem, Pantnagar, Ghatkopar (East) Mumbai-400075 Service (as a nominee of FTIL)	(One)	Sd/-	
Hariraj Shankar Chouhan S/o, Shankar Chouhan Apollo, 'A' Wing, 302, Hizanandani Estate, G. B. Road, Thane(W) - 4000607	(One)	Sd/-	True Consu
Service (as a nominee of FTIL)		Eckindian	True Copy Energy Exchange Limite

Place: Mumba Date: 12/03/2007

(Vineet Harlalka) CPO& Company Secretary