

**MEMORANDUM OF ASSOCIATION  
OF  
PELATRO LIMITED\*\***

**COMPANY LIMITED BY SHARES  
INCORPORATED UNDER THE COMPANIES ACT, 1956**

- I. The name of the Company is **Pelatro Limited\*\***

**For Pelatro Private Limited**



**Director**

*Altered vide special resolution passed at the extraordinary general meeting held on March 11, 2024.*

- II. The Registered Office of the Company will be situated in the State of Karnataka.
- III. The Objects for which the Company is established are:

**(A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

1. To carry on all kinds of businesses of designers, manufacturers, processors, assemblers, dealers, traders, distributors, importers, exporters, agents, consultants, system designers and contractors for erection and commissioning on turnkey basis or to deal in any other manner including storing, packing, transporting, converting, repairing, installing, training, servicing, maintenance of all types, varieties and kinds of satellite communication equipments and accessories including VSA Terminals, Hub stations suitable for voice, data, and facsimile communications, other communication equipments including Fibre optic instruments, telephone instruments, inter-coms, accessories, cables and components thereof: Radio and mobile communication equipments like receivers, transmitters, trans-receivers, walkie talkie, radio relay equipment, point to point communication equipments, antennas and associated equipment, single channel, multi-channel, fixed frequency, variable frequency, static, mobile, airborne, ship borne equipments I HF, UHF and Microwave spectrum, and associated equipments, sonic, ultrasonic and coding and data transmission equipments, data acquisition, processing and logging equipments, display terminals; Signaling, telecommunication and control equipments, used in roads, railways, ships, aircrafts, ports, airports, railway stations, public places along with associated accessories and test rigs and instruments, testing equipments, accessories for repair, maintenance,

calibration and standardization of all the aforementioned items in laboratories, service centers, processing plant, manufacturing plant and at customers places.

2. To manufacture, produce, assembly, buy, sell distribute, lease, import, export, exhibit, use, manipulate, work or otherwise deal in all kinds of Machinery, Equipment and aids used for Manufacture of the above equipments.
3. To install, operate, maintain, lease, hire, sell acquire, deal in private communication networks including telephone exchanges, satellite stations.

**(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:**

1. To acquire the whole of undertaking and assets of a Company, a partnership firm and for that purpose to enter into and carry into effect an agreement.
2. To erect, repair, renovate, purchase, take on lease or hire, or otherwise acquire or hold any merchandise fixed or movable machinery, appliance, tools, equipment, engines, components, stores and spare parts of all nature and description pertaining to the business of the Company.
3. To purchase or otherwise acquire, erect, maintain, reconstruct, adopt any buildings, offices, workshops, showrooms, warehouses, factories, mills, plants, machines, accessories and other things found necessary or convenient for the purpose of the Company by adding to, altering, enlarging or pulling down, removing or replacing all or any of the building, mill premises and machinery for the time being the property of the Company on all or any part of lands being the property or in possession of the Company and by expending from time to time such sum of money as may be necessary or expedient for the purpose of improving, adding, to altering and maintaining the building, machineries and properties of the Company.
4. To construct, acquire, establish, provide, maintain and administer factories, estates, railways, buildings, water reservoirs, sheds, channels, pumping installations, generating installations, pipelines, garages and accommodation of all description in connection with the business of the Company.
5. To provide, establish, maintain control, manage, improve, assist, contribute, acquire, subsidies, hold, operate, obtain, or do such other act or acts as are conducive to the attainment of the main objects.
6. To build quarters for the executives and other employees of the Company.
7. To apply for purchase or otherwise acquire and protect, prolong, and renew whether in India or elsewhere any patents, patent rights, brevets d' invention, trade, marks, designs, licenses, protections, concessions, and the like conferring any exclusive or non -

exclusive or limited right to use any secret or other information of any purposes of the Company or the acquisition of which may directly or indirectly be to the benefit of the Company and to use, exercise, develop, manufacture or grant licenses or privileges in respect of or otherwise turn to account the property, rights and information so acquired and to carry on business in any way connected therewith.

8. To receive money on deposit, securities, valuable at interest or otherwise from any person, firm, company trust, estate, organization, government, municipal, local or any other authorities, concerns, corporations or boards or otherwise but not to carry on any banking business as defined in the Banking Regulation Act, 1949. The acceptance of deposit shall be subject to the provisions of the Companies Act, 2013 and the rules framed there under.
9. To make advances with other without security and upon such terms as the Company may approve, provided however, that the Company shall not carry on any banking business as defined in the Banking Regulation Act, 1949.
10. To search for, to purchase or otherwise acquire from any Government, or any other authority, public or private, any licenses" concessions, contracts, grants, decrees, rights, etc., capable of being turned to account and in particular any rights or concessions either for purposes of obtaining motive power or otherwise and to work, develop, carry out, exercise and turn into account the same.
11. To undertake and execute any contract or contracts for works involving the supply or use of any machinery or power and to carry out any ancillary or other works comprised in such contract or contracts.
12. To pay all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company and to procure the registration or incorporation or recognition of the Company in and / or under the laws of any place outside India.
13. To carry on the business of development, sale, deal, import and export of Computer Software like systems, programs, management concept, information and communication facilities and other related services as required by Industries, Government and its Corporations and Departments and other service organizations.
14. To establish agencies in India and elsewhere and to regulate and discontinue the same. To enter into contract or arrangement or other dealings for the conduct of the business of the Company or any part thereof.
15. To employ experts to investigate, examine into the conditions, prospects, value, character, and circumstance of any business concerns and undertakings and generally of any assets, property or rights with the object of finding out suitable transaction.

16. To open accounts with any individual, firm or Company or with any bank or banks and to pay into and to withdraw moneys from such accounts.
17. To purchase or otherwise and undertake all or any part of the business, property and liabilities of any person, firm, association, or company carrying on or formed (in the case of a company) to carry on any business which this Company is authorized to carry on or possess any property suitable to the purposes of this Company and as the consideration for the same to pay cash or issue any shares, stocks or obligations of this Company and in connection with any such transaction to undertake any liabilities relating to the business or property acquired.
18. To amalgamate with or to enter into partnership or into any arrangements.
19. To obtain any provisional order or act or legislation for enabling the Company to carry out any of its objects into effect or for effecting any modification of the Company's constitution or for any other purpose which may seem expedient and to oppose any proceedings, or application which may seem calculated directly or indirectly to prejudice the Company's interest.
20. To purchase, take on lease or in exchange, hire or otherwise acquire and to hold and deal with any movable or immovable property (including actionable claims, patents, patent rights inventions, concessions, shares, stocks and debentures) or obligations of any company and to spend money in experimenting upon, testing or improving any patents, invention or rights and upon distribution of assets or division of profits, or distribute any such property amongst the members of this Company in specie on its winding up.
21. To form, incorporate or promote any company or companies, whether in India or in any foreign country, having amongst its or their objects the acquisition of all or any of the assets or control management or development of the company or any other objects which in the opinion of the Company could or might directly or indirectly assist the Company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or Company in any manner it shall think fit for services rendered or to be rendered in, or about the formation or promotion of the Company or the conduct of its business or in or about the promotion or formation of any other company in which the Company may have an interest.
22. To draw, make, accept, endorse discount, issue, buy, sell, and or otherwise deal with promissory notes, hundies, bills of exchange, bill of lading, warrants, debentures and other negotiable or transferable instruments, subject to Banking Regulation Act, 1949.

23. To lend money to such person or companies on such security and either with or without the borrower's personal security or on personal security alone and on such terms and conditions as may be thought fit and in particular to customers of and persons having dealings with the Company and to guarantee the performance of contracts by any such persons.
24. To lend, invest or otherwise deal with the moneys of the Company not immediately required, upon such securities or without securities and in such manner as may from time to time be determined and that free from any restrictions imposed by statute upon the investment of trust funds.
25. To borrow for the purpose of the Company on mortgage of its property or otherwise or any part thereof or on any bond, promissory notes, debentures or deposit receipts payable to bearer or otherwise or on all or any of them and at such rates of interest and for such period or periods and repayable in such manner and generally on such terms as the Directors may consider desirable and to reborrow the same or any part thereof on all or any of such securities and to issue mortgages, bonds, promissory notes, debentures, and deposit receipts as aforesaid on such terms and conditions as the Directors shall determine. The acceptance of deposits shall be subject to the Companies Act, 2013 and the Rules made thereunder and issue of the directives by the Reserve Bank of India as may be applicable.
26. To acquire or take over all licenses and permits sanctioned in the name of promoters prior to incorporation to attain main objects of the Company.
27. To sell, exchange let, develop, dispose of or otherwise deal with the undertaking or all or any part of the rights and properties of the Company upon such terms and conditions and for such price or other consideration of any kind as the Company may think fit.
28. To depute any member of the staff of the Company for sale promotion to any place in India or abroad.
29. To enter into and to complete conveyances, dispositions, assignments, transfers, leases, contracts, copartner agreements, licenses, and other contracts, or writing of every description requisite for or incidental to or connected with any of the Company's objects or conducive to the attainment thereof.
30. To facilitate and encourage the creation, issue or conversion of debentures, debenture-stock, bonds, obligations, shares, stocks and securities and to act as trustees in connection with any such securities.
31. To constitute any trusts with a view to the issue of preferred, deferred or any other special stocks or securities based on or representing any shares, stocks or other assets specifically appropriated for the purpose of any such trust, and to settle and to regulate

and if thought fit, to undertake and execute any such trusts, to issue, dispose of, or hold any such preferred, deferred or other special stocks or securities.

32. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, contracts, mortgages, charges, obligations, instruments, and shares or securities of any Company or of any authority, supreme, municipal, local or otherwise, or of any person whomsoever, due payment of any loans or the performance of any contracts or any obligations, upon such terms as the Directors may consider fair and expedient.
33. To provide for the welfare of the employees or ex-employees of the Company, their wives, widows, and families or the dependents of such persons, by building or contribution for 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 towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects which shall have any moral or other claim for support or aid by the Company either by reason of locality of operation or of public and general utility or otherwise and to create trusts for carrying out all such objects.
34. To support, subscribe or donate or otherwise provide aid to any benevolent, charitable, national, public or other objects, funds, institutions, trusts, society, club or organization, subject to the provisions of the companies Act, 2013.
35. To grant scholarships to scholars for carrying on research work on scientific or other subjects and to establish or promote or aid the establishment of Scientific Research Institutes or other similar bodies.
36. To distribute the properties of the Company amongst the members in specie or kind consequent the winding of the Company.
37. To distribute among members of the Company in kind, any property of the Company and in particular any shares, debentures, or security of other companies, belonging to this Company or of which this Company may have the power of disposing.
38. To do all or any of the above things in any part of the world, and as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise and either alone or in conjunction with others.
39. To enter into agreements and contracts with Indian or Foreign individuals, companies or other organizations for technical, financial or any other assistance for the carrying out of all or any of the objects of the Company.

40. To make experiments in connection with any business of the Company and to protect any invention of the Company by letter or otherwise.
41. With a view to promote and advance the business of the Company or to establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for the technical research, and experiments of all kinds.
42. To advertise and adopt means of making known the activities of the Company or any articles or goods traded or dealt in by the Company in any way as may be expedient, including the posting of bills in relation thereto and the issue of circulars, books, pamphlets, and price lists, and conducting of competitions, exhibitions and the giving of prizes, rewards and donations.
43. To remunerate or make donations (by cash or other assets or by allotment of fully or partly paid up shares or by a call or option on shares, debenture, or securities of this or any other company, or in any other manner) of the Company's capital, profits or otherwise to any person or firm for services rendered in introducing any property or business subject to the provisions of the Companies Act, 2013.

IV. The liability of members is limited.

V. The Authorised Share Capital of the Company is Rs. 12,00,00,000/- (Indian Rupees Twelve Crore Only) divided into 1,20,00,000 (One Crore and Twenty Lakh) Equity Shares of Rs.10/- (Rupees Ten Only) each.\*\*

**For Pelatro Private Limited**



**Director**

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*\*\*The Company is converted from Private Limited Company to Public Limited Company vide resolution passed in the Extraordinary General Meeting held on March 11, 2024.*




*\*The Authorised Share Capital of the Company is increased from Rs. 10,00,000/- to Rs. 12,00,00,000/- by passing Ordinary Resolution in the Extraordinary General Meeting held on February 23, 2024.*

*\*Name of the Company changed from 'Pelatro Solutions Private Limited' to 'Pelatro Private Limited' vide resolution passed in the Extraordinary General Meeting held on October 12, 2023.*

*\*The Authorised Share Capital of the Company is increased from Rs. 1,00,000/- to Rs. 10,00,000/- by passing Ordinary Resolution in the Extraordinary General Meeting held on May 19, 2015.*

*\*Name of the Company changed from 'Kivar Infotech Private Limited' to 'Pelatra Solutions Private Limited' vide resolution passed in the Extraordinary General Meeting held on September 11, 2014.*

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

Sl. No.	Name and address, Occupation, description Of Subscriber	No. of equity shares taken by each subscriber	Signature of Subscriber	Signature of Witness with address, description and occupation
1	<p>Kivar Holdings Private Limited, having its registered office at 1<sup>st</sup> Floor, Infantry Techno Park, No. 104, Infantry Road, Bangalore, authorized vide Board of Directors resolution dated January 24th, 2013 and represented by:</p> <p>Mr. Subash Menon, Director, S/o Mr. Jayapala Menon No 86/1, Benson Town, Nandidurga Road, Bangalore – 560 005. Occupation: Business</p>	7,000		<p>Signature of all the subscribers attested Mridhula P Thomas, A-001, Daaliya, Daady' s South Bourg, Kammasandra Road, Electronic City PO, Bangalore-560100. Company Secretary (ACS-23957)</p>
2.	<p>Ms. Radhika Subash, Wife of Mr. Subash Menon, No 86/1, Benson Town, Nandidurga Road, Bangalore – 560 005.</p> <p>Occupation: Business</p>	2,000		
3.	<p>Mr. Sudeesh Yezhuvuth S/o Mr. Jayapala Menon Flat No. 701, Prestige Clark Ville, No.9, Clark Road, Richards Town, Bangalore-560 005.</p> <p>Occupation: Business</p>	1,000		

Signed on this 11th day of February, 2013 at Bangalore.