

THE COMPANIES ACT, 2013
COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL
LICENSED UNDER SECTION 25 OF THE COMPANIESACT, 1956
ARTICLES OF ASSOCIATION

FOUNDATION OF INDEPENDENT FINANCIAL ASSOCIATES ("FIFA")
(PREVIOUSLY KNOWN AS "FOUNDATION OF INDEPENDENT FINANCIAL ADVISORS")

TABLE-H

Definitions

1. In these Articles, unless there is something in the subject or context in consistent therewith:

- a) "the Act" means the Companies Act, 2013
- b) "the seal" means the common seal of the company
- c) The "Company" or "FIFA" shall mean "FOUNDATION OF INDEPENDENT FINANCIAL ASSOCIATES" (previously known as "FOUNDATION OF INDEPENDENT FINANCIAL ADVISORS") which is essentially a Non-Profit Organization of distributors of financial products and financial advisors primarily concerned with all matters relating to distribution of financial products and Independent Financial Advice.
- d) # The Board of Directors shall mean the Governing Board of this Company constituted as provided by these rules and regulations.
- e) # Members shall mean a person duly admitted to the membership of the Company and shall include Trustee Members, Patron Members, Founder Members, Life Members, General Members, Association Members, Nominal Members and Associate Members.
- f) "SEBI" shall mean The Securities Exchange Board of India.
- g) "AMFI" shall mean The Association of Mutual Funds in India.
- h) # ARN shall mean AMFI Registration No; "RN" shall mean Registration No issued by SEBI to a registered Investment Advisor
- i) # MFD shall mean distributors holding valid ARN, RIA shall mean a registered investment advisor with a valid registration under the SEBI regulations for investment advisors.
- j) "Association, Society, Body of individuals" shall mean a body, group of people constituted to undertake similar objectives as FIFA
- k) # Association Member shall mean any Association, Society, Body of MFDs and/or RIA
- l) "Partnership Firm" shall mean an entity incorporated as a partnership firm under the Indian Partnership Act, 1932
- m) "Limited Liability Partnership firm" shall mean a partnership formed and registered under Limited Liability Partnership Act.

Name of the Company changed from Foundation of Independent Financial Advisors to Foundation of Independent Financial Associates vide special resolution passed at EOGM held on January 5, 2024.

#The regulations contained in Table "H" in the First Schedule to the Companies Act, 2013, as amended from time to time thereafter referred to as " the Act" shall apply to this Company to the extent that it is not hereinafter expressly or impliedly excluded, as

regulations for the management of the Company and for the observance of members thereof.

Unless the context otherwise requires, words or expressions contained in these Articles 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.

Eligibility for Membership

2. # The number of members with which the Company proposes to be registered is unlimited, but the number at any time shall not be below seven. An **MFD/RIA** being either an Individual above 18 years of age, a Company, Partnership Firm, a Limited Liability Partnership, an Association, Society, Body of Individuals or any other registered body holding a valid ARN or valid RN or any Association or Body of such **MFD/RIA** shall be eligible for the membership of the Company.

3. # Notwithstanding anything contained above, the Board of Directors of the Company shall reserve a right in exceptional cases and looking at the benefit of the Company, to admit an Individual above 18 years of age, a Company, a Partnership Firm, a Limited Liability Partnership or any other entity who or which is not an **MFD/ RIA** as an associate member of the Company.

4. # Clause Deleted

5. # Any eligible MFD/RIA or Body of such MFD/RIA desiring to become a member of the Company, shall forward to the Company an application in writing and/ or digitally in the prescribed manner signed by a person authorized to sign on behalf of the applicant and containing also the signatures of a proposer and seconder, both of whom shall be members of the Company.

6. # Clause Deleted

7. The application for membership should be accompanied by the applicable entrance and annual fee in the form of a Banker's pay order or an account payee cheque or electronic payment. Any payment received from a member will be returned back in the event the Board of Directors reject the membership of the applicant.

8. # All applications for membership shall be placed before a meeting of the Board of Directors and/or any committee authorized by the Board and an applicant shall be deemed to be a member on its application being accepted by the Board of Directors and/or any committee authorized by the Board and on payment of the entrance and annual fee and as prescribed in these Articles of Association. The decision of the Board of Directors and/or any committee authorized by the Board with regard to the acceptance or rejection of an application for membership shall be final and the Board of Directors and/or any committee authorized by the Board shall not be bound to assign any reasons for its decision.

9. Every applicant on being admitted to the membership of the Company shall be deemed to have agreed to conform to and abide by the Articles of Association as amended from time to time.

10. Notwithstanding anything contained anywhere in these articles, the subscribers to the Memorandum and Articles of Association shall be deemed to be admitted as Members of the Company as soon as the Company is duly incorporated whether or not they hold a valid ARN without any further act or action on the part of the Company and as such will be bound to pay the Membership Fees as provided by these articles.

11. # Clause Deleted

12. The Board of Directors may from time to time add new categories of membership subject to the approval by majority of members present in the Annual General Meeting / Extra Ordinary General Meeting.

13. The Board of Directors may from time to time add new chapters/ branches in various geographical / territorial / regional locations.

14. Transfer/ Transmission/ Termination/ of Interest of Membership.

a) # Membership is not transferable except in following circumstances:

The Board of Directors of the Company in their absolute discretion in case of any request for transfer of membership from any member on account of inheritance, transmission, merger, conversion from one form to another or sale of business, may approve the transfer of membership from one entity to another entity. The Board may delegate the power in this regard to committee formed in this regard.

b) A member may request to terminate the membership. No refund of any fees or other contributions made by the member can be claimed by such member.

c) # The Board of Directors will have the right to terminate membership on non-payment of fees

Categories of Membership:

15. Trustee Members

Any person or body or association eligible to be a member and whose assets under management is Rs. 1000 crores or more must be enrolled only as a trustee member on payment of the requisite fees. Any existing member may also be admitted as a Trustee member, if they comply with the requirements of payment of the additional entrance fees and annual fees as stipulated.

16. Patron Members

Any person or body or association eligible to be a member and whose assets under management is Rs. 500 crores or more but below Rs. 1000 crores must be enrolled only as a patron member or trustee member on payment of the requisite fees. Any existing member may also be admitted as a Patron member, if they comply with the requirements of payment of the additional entrance fees and annual fees as stipulated.

17. Founder Members

Any person or body or association eligible to be a member and whose assets under management is Rs. 100 crores or more but below Rs. 500 crores must be enrolled only as a founder member, patron member or trustee member on payment of the requisite fees. Any existing member may also be admitted as a Founder member, if they comply with the requirements of payment of the additional entrance fees and annual fees as stipulated.

18. Life Member

Any person or body or association eligible to be a member and whose assets under management is Rs. 50 crores or more but below Rs. 100 crores must be enrolled only as a life member, founder member, patron member or trustee member on payment of the requisite fees. Any existing member may also be admitted as a Life member, if they comply with the requirements of payment of the additional entrance fees and annual fees as stipulated.

19. General Member

Any person or body or association eligible to be a member and whose assets under management is less than Rs. 50 crores can be enrolled either as a general member, life

member, founder member, patron member or trustee member on payment of the requisite fees.

19A. # Association Member

Association Member shall mean any Association, Society, Body of MFDS and/or RIAs which wishes to support the distribution/advisory community. They shall be eligible to be admitted as an Association member on payment of requisite fees and on being approved by the Board of Directors.

19B. # Nominal Member

Any member of any Association Member, will be eligible to be a member of the Company may be enrolled as nominal member, on payment of Non-refundable fees, quantum of which shall be decided by the Board of Directors in their meeting subject to such terms and conditions as may be decided by the Board of Directors of the Company. Nominal member shall not have any right or privileges including the right to vote

20. Associate Member

Any person not fulfilling the conditions of membership but who wishes to support the MFD/ RIA community and / or the objectives of this Company shall be eligible to be admitted as an Associate on being proposed and seconded as such by the Office Bearers and on payment of the requisite fees.

21. No Associate shall have any rights or privileges of a member including a right to vote.

Association / Society / Body of Individuals

Any Association, Society, Body of Individuals who wishes to support the distribution, Independent Financial Advice community and the objectives of this Company shall be eligible to be admitted as a member on being to be admitted as an Associate on being proposed and seconded as such by the Office Bearers and on payment of the requisite fees.

Authorized Representative of the Members

22. A member other than an individual shall notify in writing the name/s of the person/s (not exceeding 2 (two), who shall be nationals of India and be Directors/ Chief Executive/Senior Executives/Partners/Proprietor of the said Member, who shall represent it on the company as authorized representative to attend all the meetings; any such person/s shall be deemed to be the members' representatives until such notification is withdrawn in writing.

Such authorized representative shall have the same rights and duties as that of a member save and except that only one authorized representative shall be able to exercise the voting right for and behalf of such member.

Any member who thus notifies the membership of persons shall be responsible for and ensure the payment of the annual fees for such notified persons.

Cessation of Membership

23. A Member shall cease to be member of the Company:

a) In case of an individual member, on the member's death; In the case of a Company or a Partnership Firm or a Limited Liability Partnership, on the dissolution of the Company, Firm, Limited Liability Partnership;

b) # If the member fails to pay its subscription and or annual contribution or any dues, the membership shall stand suspended. The membership will be restored on payment of dues by the member. In case the membership fees are not paid for 3 years, the Board of Directors shall have the right to terminate the

membership.

- c) If the member is found to be of unsound mind or adjudged as an insolvent by a Court of competent jurisdiction;
- d) If the member applies to be adjudicated as an insolvent;
- e) If he is convicted by a Court of any offence involving moral turpitude and sentenced in respect thereof to imprisonment for not less than six months;
- f) If he becomes disqualified by an order of Court under Section 447 of the Act;
- g) # A Member shall cease to be member of the Company:

If at any later stage, after admission to membership, it is found that the ARN and/or RN is cancelled, expired, lapsed or other terms (if any) have been violated.

If at any later stage, after admission to membership, it is found that the AMFI Registration Number / RIA License is cancelled, expired, lapsed or other terms (if any) have been violated.

Provided however that in the event of death as mentioned in clause (a) membership may be permitted to be transmitted to the legal heir, successor, nominee of such individual.

The board of directors may allow any member relaxation from the provisions above at their discretion.

24. The cessation of membership shall be subject to confirmation at a meeting of the Company and subject to any relaxation that the Board of Directors may decide to condone any of the above defaults or considerations for a temporary period of time as may be fixed.

Expulsion

25. The Company reserves to itself the right to expel any member on recommendation of the Board of Directors in case the member commits any act openly or covertly or pursues any conduct that is directly or indirectly in contravention of the Articles of Association or is detrimental to its prestige or for any other reason considered to be good and sufficient and if it is deemed necessary and/or desirable to expel it from the membership provided that any proposal for expulsion of a Member shall be carried by a resolution at a General Meeting of the Company whereat not less than three-fourths of the votes of the members present are cast in favor of the said resolution.

Rights and Duties of the Members

26. # Without prejudice to rights of the members as per the Act, every member has a right to subject to payment of renewal fees:

- a. Take active part in the working of the Company.
- b. Vote in the election of the Board of Directors of the Company except nominal members.

c. Inspect documents, letters, account books, correspondence of the Company with written permission of the Secretary only.

d. Suggest addition, alterations or omissions in the memorandum, rules and regulations of the Company in writing or orally in the General Body Meeting.

e. Discuss, give opinions, take part in any matter of the Company in the General Body Meetings.

27. A person who ceases to be a member shall not be able to avail the benefit of the activities of the company.

Fees

28. # The Board of Directors may from time to time revise the fees to be collected as contribution from the members and associates, at the time of admission and on renewal every year.

The term "Annual" for the first year means a period from the date of incorporation till 31 March 2013 (both days inclusive). The second and the subsequent years shall be the period of 12 months from 1st April to 31st March.

29. (a). The members admitted between 1st April to 30th September (both days inclusive) shall pay full annual fees for the year of admission.

29. (b) The members admitted between 1st October to 31st March (both days inclusive) shall pay half of the applicable annual fees for the year of admission.

General Meetings

30. The Company shall each year hold an Annual General Meeting in addition to any other meetings. All General Meetings other than the Annual General Meeting shall be called Extraordinary General Meeting. Every Annual General Meeting shall be called for at a time during business hours on a day that is not a public holiday and shall be held at the registered office of the Company or at such other place within the City of Mumbai as the Board of Directors may determine. Notice calling the meeting shall specify it as the Annual General Meeting. The persons entitled to attend and vote at the Annual General Meeting or any other meeting of Company shall be the members of the Company eligible to vote.

31. Fourteen days' notice at least of every General Meeting, Annual or Extraordinary, and by whomsoever called, specifying the day, place and hour of meeting, and the general nature of the business to be transacted thereat, shall be given in the manner hereinafter provided to such members as are under these Articles entitled to receive notice from the Company.

Provided that in the case of an Annual General Meeting, with the consent in writing of all the Members entitled to vote thereat and in the case of any other meeting with the consent of Members having not less than 90 per cent of the total voting power exercisable at that meeting, a meeting may be convened by a shorter notice.

32. The accidental omission to give any such Notice as aforesaid to any of the member, or the non-receipt thereof, shall not invalidate any resolution passed at any such meeting.

Quorum

33. Such number of members as prescribed under Section 103 of the Act shall be deemed to form a quorum for all meetings of the Company, and no business shall be transacted at any meeting if no quorum is formed within half an hour of the time fixed for the meeting and the meeting in such cases shall stand adjourned to such date, time and place as the members present or the Board of Directors may determine. No quorum shall be necessary for a meeting so adjourned or for any other adjourned meeting which shall proceed to transact only that business for which the original meeting had been called.

Chairman at General Meetings

34. Chairman of the Board of Directors or in his absence, the Vice Chairman of the Board of Directors shall be entitled to take the chair at every General Meeting whether Annual, General or Extra-ordinary. Such chairman shall be present within fifteen minutes of the

time appointed for holding such meeting or if he is unwilling to act then the members present shall appoint one of the members to be the chairman of the said meeting.

35. No business shall be discussed at any General Meeting except the election of a chairman whilst the chair is vacant.

36. The chairman with the consent of the meeting may adjourn any meeting from time to time and from place to place in the City of Mumbai and no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place

37.

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

(ii) Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

38. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place, or at which the poll is demanded, shall be entitled to a second or casting vote.

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

Votes of members

40. # Every member shall have one vote at any General Meeting of the Company. Every Association shall have one vote at any General Meeting of the Company. No Nominal Member and No Associate Member shall have any right to vote.

41. No member shall be entitled to vote at any general meeting unless all sums presently payable by him to the company have been paid.

42. (i) No objection shall be raised to the qualification of any vote 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 chairman of the meeting, whose decision shall be final and conclusive.

43. 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;

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.

43. A. Notwithstanding anything stated in the Articles, the Company may provide for electronic voting facilities or video conferencing facilities to enable a larger number of shareholders to vote at general meetings. The Company shall provide these facilities after complying with the necessary requirements under the Companies Act 2013 and such other Regulations and Rules as may be applicable from time to time.”

Board of Directors

44. The management of the Company and of its property and funds shall be vested in the Board of Directors which shall comprise not less than three (3) or more than Eleven (11) individuals or as may be decided by the members from time to time, one of whom shall be the Chairman. At any point in time at least six out of the eleven members of the Board of Directors or 60 percent of the total strength of the Board as rounded off to the nearest whole number shall be out of Trustee Members, Patron Members, Founder Members and /or Life Members.
45. The following shall be the first Directors of the Company:
- Mr. Mazhar Hussain Najmuddin Arif
 - Mr. Dhruv Lalit Mehta
 - Mr. Asit Haresh Bhansali
 - Mrs. Sangeeta Sunil Jhaveri
 - Mr. Lalit Mohandas Gianchandani
 - Mr. Yogesh Surender Sharma
 - Mr. Ganesh Shridhar Shanbag
 - Mrs. Roopa Venkatkrishnan
46. The Office Bearers of the Board of Directors shall consist of the following:
- a. Chairman
 - b. Vice Chairman
 - c. Secretary
 - d. Joint Secretary
 - e. Treasurer
 - f. Joint Treasurer
47. #The Board of Directors shall retire by rotation as per Section 152 of the Act. However, if at any Annual General Meeting, pursuant to the number of nominations for candidature received for appointment as Director at the Annual General Meeting, the total number of Directors (including the directors who are retiring by rotation and have offered themselves for re-appointment) exceed the maximum number of Directors as specified in Clause 44, then the Company may opt to follow the process of Secret Ballot at the Annual General Meeting for appointment of Directors who are retiring by rotation and offered themselves for re-appointment as well as for appointment of new nominated Directors.
48. The casual vacancies shall be filled in by the Board of Directors by co-option.
49. The day-to-day affairs of the Company shall be vested in the Board of Directors and it shall meet as and when necessary. The notice of the meeting of the Board of Directors shall be given by the Secretary to each member three days in advance and shall circulate the agenda of the meeting. Such number of Directors as mentioned in Section 174 of the Act shall form a quorum of board meeting.
50. Powers of the Board of Directors:
- 1) Every Member of the Board of Directors shall have the right to contest the election for the next term.
 - 2) To elect Member/s, maintain discipline amongst the members, to work for the improvement and betterment of Company, filling of the casual vacancy/ies by co-option, to collect funds, donations and contributions.
 - 3) The Board of Directors shall have power to employ and dismiss staff of the Company and to make provision for pensions, gratuities, retirement and other benefits for such staff. The Board of Directors may appoint such person or persons as it thinks fit from time to time to deal with all matters relating to staff of the Company.

4) The Board of Directors shall have power to make, amend and repeal such rules as it may deem necessary or convenient to carry out the objects of the Company and for the proper conduct and management of the Company; provided, however, that no such rule may expressly or impliedly repeal or modify any provision of these Articles.

5) Subject to the provisions of Section 161 of the Companies Act 2013, the board shall have power at any time and from time to time to appoint any other qualified person to be an Additional Director, but the total number of Directors shall not, at any time exceed the number of Directors as specified in clause 44. Any such additional Director shall hold office only up to the date of next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier.

51. Duties and Powers of office bearers:

i. Chairman

a. He/ She shall preside over all the meetings of the General Body Meetings and the Board of Directors Meetings.

b. He/ She shall sign the minutes of the last meeting after getting it confirmed by the members present.

c. He/ She shall decide the matter jointly and equitably.

d. He/ She shall have powers to stop the speaker using any objectionable language and indulging in personal attacks and expel a member for acts, which are detrimental to the interest of proper working of the Company.

e. He/ She shall have powers to call the meeting of the Board of Directors for urgent and special matters.

f. He/ She shall have the casting Vote in case there be a tie over the same matter.

g. He/ She shall maintain discipline in the meeting under rules and regulations of the Company.

He/ She shall sign the statement of accounts for the approval of Annual General Meeting.

ii. Secretary

a. The Secretary shall be responsible for office and official correspondence. He/ She shall make all arrangements for holding the meeting.

b. He/ She shall keep the records of the correspondence of the Company.

c. He/ She shall give the notice for holding the meeting of the Company.

d. He/ She shall have to act according to the instructions of the Board of Directors.

e. He/ She shall control the activities of the Company in line with the aims & objects.

iii. Treasurer/Joint Treasurer

a. The Treasurer/Joint Treasurer shall receive the membership fees, donations, contributions and other amounts payable to the Company.

- b. He/ She shall deposit all amounts of the Company in Bank/s approved by the Board of Directors.
- c. He/ She shall submit all the papers in respect of the accounts as and when demanded by the Company for the purpose of Audits.
- d. He/ She shall place all relevant papers of funds of the Company in the General 12 Body Meetings and shall be answerable to the Board of Directors in all the matters of finance of the Company.

52. The Members of the Board of Directors may also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company ; or in connection with the business of the company.

Proceedings of meetings of the Board of Directors

53. The Board of Directors may meet for the dispatch of business, adjourn and otherwise regulate its meeting, as it thinks fit.

53A. The Directors of the Company can participate in a Board meeting /committee of Directors through electronic mode under the provisions of the Companies Act, 2013 subject to complying with the provisions applicable to it.

54.

- (i) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board of Directors shall be decided by a majority of votes.
- (ii) In case of an equality of votes, the chairman shall have a second or casting vote.

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

56.

- (i) The Board of Directors may elect a chairman of its meetings and determine the period for which he is to hold office.
- (ii) If no such chairman is elected, or if at any meeting the chairman is not present within fifteen minutes after the time appointed for holding the meeting, the Vice- Chairman shall act as the Chairman of the meeting. In case of absence of both, the Chairman and Vice-Chairman, the members of the Board of Directors present may choose one of their numbers to be chairman of the meeting.

57.

- (i) The Board of Directors 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 think 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 of Directors.

58. The Board of Directors may meet and adjourn as it thinks proper.

59. All acts done by any meeting of the Board of Directors or of a committee thereof, or by any person acting as a member of the Board of Directors, shall notwithstanding that it may

be afterwards discovered that there was some defect in the appointment of any one or more of such members of the Board of Directors or of any person acting as aforesaid, or that they or any of them were disqualified be as valid as if every such member of the Board of Directors or such person had been duly appointed and was qualified to be member of the Board of Directors.

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

61. The business of the Company shall be managed by the Members of the Board of Directors and may exercise all such powers of the Company and do all such acts and things which are not by the Act or by these Articles required to be exercised by the company in General Meeting, subject nevertheless to the provisions of these Articles and of the Act and to such regulations, not being inconsistent with the aforesaid provisions, as may be prescribed by the Company in General Meeting and with the prior approval of Regional Director, Western Region, Mumbai, but no regulations made by the Company in General Meeting shall invalidate any prior act of the Members of the Board of Directors which would have been valid had such regulations not been made.

62. The Board of Directors may from time to time, at their discretion, raise or borrow for the purpose of the Company interest free loans from any individuals, body or institution for the requirement of the Company. The Board of Directors may secure the repayment of or raise any such sum or sums as aforesaid by mortgage or charge upon the whole or any part of the property and assets of the Company, present and future, including the uncalled capital or by the issue, at such price as they think fit, of bonds or debentures, or debenture stock, either charged upon the whole or any part of the property and assets of the Company or not so charged or in such other way as the Board of Directors may think expedient. The Board of Directors shall have the power to make the bye-laws keeping in view the aims, objects, rules and regulations of the Company for its efficient working.

Accounts

63. The Secretary shall cause the accounts of the Company to be duly kept and all receipts and funds of the Company to be paid into such bank or banks as may be approved by the Members of the Board of Directors and get the accounts duly audited by the Auditor or Auditors.

Seal

64. The Members of the Board of Directors shall procure a seal to be made and provide for the safe custody. The Seal shall not be fixed to any instrument except with the authority of the Board of Directors. Every instrument or deed to which the seal is affixed shall, unless the same is executed by a duly constituted attorney of the Company, be signed at least by one Member in whose presence the seal is so affixed provided however that share certificates shall be sealed in accordance with the provisions of the Companies (Issue of Share Certificates) Rules, 1960 as in force from time to time.

65. Every member shall find himself to abide by these Articles of Association or any alteration or modification thereof that may be made from time to time with the approval of the Central Government in conformity with the Companies Act 2013, for the time being in force.

Register of Members

66. A register of members shall be maintained by the Secretary in which shall be entered the names of the members with their address and the names of their representatives. A list of names appearing on the register of members shall be supplied to a member, with or without payment as the Members of the Board of Directors may decide, within 5 days of its asking for the same in writing.

Alteration in Articles

67. No alteration or addition to these Articles shall be made without obtaining prior approval of the Regional Director, Department of Company Affairs, Mumbai and the approval of the Members by a majority of three fourths of the members of the Company present at a General Meeting specifically convened for the purpose by a notice issued before the holding of such meeting in which all the terms of the proposed alteration or additions shall have been clearly set forth.

* Altered via special resolution passed at the Annual General Meeting held on 29th September, 2021.

Altered via special resolution passed at the Annual General Meeting held on 29th September, 2022.

