

**THE COMPANIES ACT, 1956**  
**(COMPANY LIMITED BY SHARE)**

**MEMORANDUM OF ASSOCIATION**  
**OF**  
**\*STEELMAN TELECOM LIMITED**

- i. The name of the Company is **\*STEELMAN TELECOM LIMITED**
- ii. The Registered Office of the Company will be situated in the State of **West Bengal**.
- iii. The objects for which the Company is established are :-

*\*Amended pursuant to conversion of the Company from being a private limited company to public limited company, vide Special Resolution passed at the Extra Ordinary General Meeting of the Company held on May 17, 2022.*

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

1. To take over the proprietary business carries under the name & style M/s. STEELMAN & CO., Kolkata by Girish Bindal as a going concern together with all its assets, receivables, incentives, licenses, registration, liabilities, obligations, and dues.
2. To carry on all kinds of businesses of designer, manufacturers, processors, assemblers, dealers, traders, distributors, importers, exporters, agents, consultants, system designers and contractors for erection and commissioning on turn key 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 telecommunication instruments, optical fiber instruments, telephone instruments, telecom network instruments including wires, telephonic communication infrastructure including towers for wire and wireless communication and cable network, deep sea cables, accessories, component thereof for telecommunications, signaling and control equipments used in roads, railways, ships, aircrafts, ports, airports, railways, network of telecommunication utility providers, instruments, testing equipments, accessories for repair, maintenance, calibration and standardization of all above items and all other equipments being used in telecommunication industry presently and to be develop in future.
3. To carry on the business as civil, electrical and mechanical contractors, designers and engineers, structural, contractors, earthwork contractors, consulting engineers, architects, developers, builders, general construction contractors, contractors for repairs, reconstructions, renovation, demolitions and construction canals, irrigation projects, roads, dams, bridges, culverts, ropeways, residential, industrial, commercial buildings, factories, shops and offices, theatres, cinema houses, indoor and outdoor auditorial, stadium, hotels, motels, clubs, restaurants, cafes, bars, wood houses, holiday inns, tourist resort centres, guest houses, rest houses, water sheds, drains and receivers , other conveniences and to take up contracts and jobs on Turnkeys basis or otherwise within and/or outside India for any type of business or industry.”

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

1. To operate current or deposits account with any Bank or Bank or to give loan upon such terms and conditions as the Company may approve subject To the provisions of the Companies Act, 1956 & rules framed thereunder and directions issued by R.B.I Provided the Company shall not do any banking business as defined under the Banking Regulation Act, 1949, and not carry on chit fund business
2. To borrow or raise or secure the payment of money from any, Bank or Banks or any financial institution or any other person or persons for the purpose of the Company's business in such manner and on such terms and with such rights, powers and privileges as the Company may think fit and particularly by issue of or upon bonds, debentures, bills of exchange, promissory notes or other obligation or securities of the Company and with a view to hypothecate and or in any way Encumber or create charge on the undertaking and all or any of the Immovable and movable properties, present or future, and all or any of the uncalled capital for the time being of the Company and to purchase, redeem or pay off any such securities.
3. To enter into contract of every kind and description, agreement, partnership or arrangement for sharing the profile or joint venture with any person, persons or Company carrying on or about to carry on any business capable of being conducted so as directly or indirectly to benefit this Company and to acquire or join in acquiring any such business, as covered by the Objects Clause (A) above
4. To sell, Improve, manage, develop, exchange, mortgage, dispose off or turn into account or otherwise deal with all or any part of the undertaking, property, Investments and rights of the Company
5. To apply for purchase or otherwise acquire patents, trademark, breveted' invention, licences, concessions, protections, rights, privileges, and the like conferring any exclusive or nonexclusive or limited right to any secret or other Information as to any Invention which may seem capable of being used for any of the purpose of the company or the acquisition of which may seem directly or indirectly of use or benefit to the company or may appear likely to be advantageous or useful to the company and to use ,exercise ,develop or grant licence, in that respect or otherwise turn to account the property, right or information so acquired and to assist, encourage and spend money in making experience, tests, improvement of all inventions, patents and right, which the company may acquire or propose to acquire.
6. To establish and support or aid in the establishment and support of associations, institution, clubs, societies, funds, trust and convenience calculated to benefit employees or ex-employees of the Company or the dependants or the connections of such persons or subject to the provisions of the Companies Act, 1956 to subscribe or grant money for any charitable, national, religious, benevolent, object or fund or for any purpose which may likely, directly or indirectly, further the main objects of Company or the Interest of its members or business sublet lo provisions of Section 293A of the Companies Act, 1956.
7. To distribute amongst the members of the Company dividends Including bonus shares (Including fractional Share Certificates) out of profits, accumulated profits or funds and resources of the Company in any manner permissible under law in the event of winding up.

- 8.** To allot shares in the Company to be considered as fully or partly paid-up in payment or consideration of any service or property or whatever description which the Company may acquire.
- 9.** To amalgamate with any company or companies having objects altogether or in part similar to those as this Company or any other Company, subject to the provisions of Sections 391 to 394 of the Companies Act, 1956.
- 10.** To open branches in India or elsewhere and to get the company registered in any foreign country and adopt such means of making known to the public the business or the products of the Company as may seem expedient and in particular by advertising in the press, by circulars publication of books & periodicals.
- 11.** To pay out of the funds of the Company all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the Company.
- 12.** To provide for the welfare of employees or ex-employees (including Directors and ex-Directors) of the Company and the wives and families or the dependants or connections of such persons by building or contributing to the building or dwelling houses or quarters, to grant money, pensions, gratuities, allowances bonus, profit sharing bonuses or benefits or any other payment by creating and from time to time subscribing or contributing to provident fund, Institutions, funds, profits sharing or other schemes or trusts and by providing or subscribing or contributing towards place or institution and recreation, hospitals and dispensaries, medical and other attendance or assistance as the Company shall think it.
- 13.** To undertake, Carryout, promote and sponsor rural development including programme for promoting economic welfare of or the upliftment of the public in any rural areas and to incur expenditure or any programme of rural development and to assist execution and promotion thereof either directly or through an independent agency or in other manner and divert the ownership of any property of the Company to or in favour of any public or local Body or Authority or State Government or any Public institution or Trust or Fund or Organisation, or person as the Directors may approve to establish and support or aid in the establishment and support of associations, Institutions, clubs, societies, funds, trusts and convenience, consulted to benefit employees or ex-employees of the Company or the dependants or the connections of such persons or subject to the provisions of Companies Act, 1956 to subscribe or guarantee money for any Charitable, national, religious, benevolent, general or useful object or fund or any purpose which may likely, directly or indirectly further the objects of Company or the Interest of its members or business.
- 14.** To guarantee the payment of money, unsecured or secured by or payable under or in respect of bonds, debentures, contracts, mortgages, charges, obligations and other securities of any Company or of any Authority, Central, State, Municipal, local or otherwise or of any persons whomsoever, whether Incorporated. or not for the purpose of the business of the Company.
- 15.** To promote, form or acquire any company and to take, purchase or acquire shares or interest in any company out of the surplus fund not immediately required and to transfer to any such company any property of this Company and to take or otherwise acquire, hold and dispose off.

- 16.** To carry on business as advisers and or consultants on matters and problems relating to the Import, export, Industries, administration, management, organization, accountancy, costing financial marketing, commercial or economic activities, labour, statistical, organisation, methods, quality control and data processing technical “know how”, operation, manufacture, production, storage, distribution, sale and purchase of goods, property and other activities of and in relation to any business, trade, commerce, Industry, mine, agriculture, housing or real estate and upon the mean, methods and procedure for the establishment, construction, development, improvement and expansion of business, trade, commerce, Industry, agriculture buildings, real estates, plant or machineries and all systems, methods, techniques, processes, principles in relation to the foregoing and to carry on business, of rendering service on any one or more of aforesaid matters to any person, firm, company, trust, association, Institution, society, body corporate, government or government department, pubic or local authority or any other organisation whatsoever to act as intermediaries In the Introduction of collaborators, sellers, purchasers, printers, tenants, agent, consumers and employees.
- 17.** To carry on the business as printers, publishers, stationers, lithographers, electrotypers , stereotypers, ,photographers, printers, lithographers and engraver, die sinkers, bock binders, designers, draftsman, paper and Ink, envelop, account book, machina rulers, numerical printers, bag- maker, cardboard ticket calendars and bookseller, diary printers, dealer in playing visiting, railway, festive, complimentary, wedding or other ceremonial card or fancy card or valentines.
- 18.** To carry on business as advertisement and publicity agents and contractors in various ways and manners, Including outdoor and in newspapers, magazines, books, screens, slides ,walls, buses, railways, other transport vehicles and public places, audio-visual display and to prepare, advise and construct advertising devices and to publish or advertise the same through and media whatsoever.
- 19.** To purchase, take on lane or otherwise acquire any iron and steel manufacturing unit or Units, iron foundries, workshop, rolling mills , steel casting sheds, art furnaces, wire drawing, unit and other going concern dealing in metals and minerals
- 20.** To carry on the business of manufacturers of and dealers in and exporters and importers of chilled iron shots and grits, designers and processors of light steel and any nonferrous casting, special steel casting, tool steel casting, high carbon steel, castings and ordinary mild steel casting with or without such elements as tungsten, chromium, nickel, molybdenum, manganese, silicon, vanadium etc., specially out of or in combination with steel sheets and scraps or pig iron or odd sheets and scraps of various metals or elements.
- 21.** To carry on tea trading business viz. to buy, sell, import, export, blend, package, process, mix various kinds of coffee and tea including leaf tea, dust tea, instant tea, tea bags and otherwise deal in lea, either in raw or manufactured state, either in wholesale or retail, either in packed or loose form and to do the same in India or elsewhere Individually or in collaboration with others.
- 22.** To carry on the business of import and export of knowledge-based product & services, educational tie-up and professional coaching, compilation, editing, publication & printing of courseware, magazines, books, question banks, test papers, new letters, ad concept design & development, promoting distance learning programme and developing & marketing of IT & software enabled products & services.

23. To carry on the business of project, Industrial and management consultancy including academic & industrial projects, Identification, development, management, execution and operation and also turnkey consultancy including supply of indigenous and imported plant & machinery, business operation study, its optimization and viable solution, business re-engineering, restructuring and revamping, technology & joint venture search & tie-up, customer and vendor development & tie-up, advising government and NGOs for social and economical development projects, designing & development of new processes and schemes, fund arrangement & management, human resource development and optimization, market survey and strategy development, public & customer relation services, quality assurance study and training Including quality circle, total quality management & total productivity management, conducting energy & environmental audit, professional guidance through consortium of experts, working as bridge consultant to banks, government agencies and industries.

**iv. The liability of the members is limited**

v. \*The Authorised Share Capital of The Company is Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided into 1,10,00,000 Equity Shares of Rs. 10/- (Rupees Ten) each.

***\*Amended pursuant to increase of share capital of the Company, vide Ordinary Resolution passed at the Extra Ordinary General Meeting of the Company held on May 17, 2022.***

We the several persons, whose names and addresses are given hereunder, are desirous of being formed into a company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the company set opposite to our respective names

Signature Full Names, Addresses Father/Husband Name and Occupation of Subscribers	Number of Equity shares taken by each subscribers	Signature, Full Names, Addresses and description, Occupation of witness
1. MAHENDRA BINDAL S/o. Late Dwarik Prasad Bindal 1B-24, Salt Lake City, Sector - III, Kolkata-700 091 Business	5000 ( Five Thousand )	Witness to all the Signatories :- SANJAY KUMAR MURARKA S/o. Late Badri Prasad Murarka 13, B. B. Ganguly Street, Kolkata-700 012 Chartered Accountants
2. GIRISH BINDAL S/o. Late Dwarik Prasad Bindal 1B-24, Salt Lake City, Sector - III, Kolkata-700 091 Business	5000 ( Five Thousand )	
<b>Total</b>	10000 ( Ten thousand )	

STEEL MAN TELECOM PVT. LTD.

  
Director

DIN No-00484964

Kolkata, Dated the 25th Day of April, 2003.