

UNDER THE COMPANIES ACT, 2013
(Company Limited by Shares)
MEMORANDUM OF ASSOCIATION
OF
***STALWART PEOPLE SERVICES INDIA LIMITED**

- i. The name of the Company is ***"STALWART PEOPLE SERVICES INDIA LIMITED"**.
- ii. The Registered Office of the Company will be situated in the State of Tamil Nadu
- iii. **(A) THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE: -**
 1. To carry on the business on rendering security services to individuals, firms, companies, factories, establishments, theatres and others within India and outside India to guard, watch, protect persons and things and act as guard men.
 2. To carry on the business of investigations, civil and criminal, social or otherwise into as any be permissible for a private agency to undertake, to find out secure and furnish or sell information and ascertain from all lawful means the antecedents of any individuals, firm, company whether as to, financial, social matrimonial or other matters or pertaining to any incident, accident, occurrence, offense, act of negligence and operate all kinds of detective business and make civil and criminal investigations of all kinds.
 3. To carry on the business of Housekeeping, Cleaning, Facility Management, Toll Collections, Manpower outsourcing, management consultancy, Payroll outsourcing and placements within India and outside India.
 4. To Carry on the business as buyers, sellers, manufactures, producers, importers, exporters of and dealers in all kinds and classes of security products and systems including "alarms, electronic devices, security detectors, closed circuit television (CCTV), metal detectors, burglar alarms, sensors, access control devices monitors and networking of all such devices to tendering wholesome Security solution to customer



**Company Name changed vide special resolution passed in EGM held on 09/01/2020*

III # (B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A)

1. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or company carrying on any business which this company is authorized to carry on or possessing property suitable for the purpose of this company and manage the same.
2. To apply for, purchase or otherwise acquire any patents, brevets invention, licenses, concessions and the like, conferring any exclusive or nonexclusive or limited right to use, or any secrets or other information as to any inventor limited right to use, or ay secrets 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 calculated directly or indirectly to benefit the company and to use, exercise develop or grant licenses in respect of or otherwise turn to account the properly, rights or information so acquired.
3. To encourage, promote and/or finance or assist in promoting or financing or any business undertaking or industry, either existing or new and develop or form the same wither through the instrumentality of syndicates or otherwise either in India or elsewhere and in particular to encourage, promote, finance and/or manage any ancillary industries and co-operative societies conducive to the interest of the Company.
4. To take on lease, on rent and/or build, make, construct, equip, maintain, improve, alter and work any buildings, works and erections necessary or convenient for the purpose of the Company.
5. To acquire by purchase, hire, lease or otherwise any machinery, plant, raw materials, chemicals, tools, dyes, implements, stores and other articles for the use and purpose of the Company and to remove all or any of the machinery, plant, raw materials, chemicals, tools, dyes, implements, stores and other articles of the Company for the time being in or upon any lands, buildings or premises of the Company, to other lands, buildings or premises wherever situated.
6. To enter into partnership or into any arrangement for sharing of profits, union of interest, reciprocal concessions, amalgamation, joint-venture or co-operation with any person or persons, firm, corporation or Company carrying on or engage in any business or transaction which this Company is authorised to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company.

(#Amended Vide Resolution Passed in the Extra-Ordinary General Meeting of the Company held on 2nd day of May, 2025)

For Stalwart People
Services India Limited



Christopher Arvinth
Christopher Arvinth
Managing Director
DIN: 01090021

7. To take or otherwise acquire and hold shares or stock in or securities of and to subsidize or otherwise assist any Company, and to sell, hold, reissue with or without guarantee, or otherwise deal with such shares or securities and to form, constitute, or promote any other Company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company, or for any other purpose which may seem directly or indirectly to benefit this Company.
8. To enter into any arrangements with any authorities, Government, Municipal, local or otherwise, that may seem conducive to the Company's objects or any of them, and to obtain from any such authority or Government any, rights, privileges and concessions which the Company may think fit desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
9. To amalgamate with any company/companies having objects altogether or in part similar to those of this Company or objects to do any business or transaction capable of being conducted so as directly or indirectly to benefit this Company.
10. To invest and/or deal with the moneys of the Company not immediately required in such manner as may from time to time be determined by the Board of Directors of the Company.
11. To subscribe for, absolutely or conditionally, purchase or otherwise acquire and to hold, dispose of and deal in shares, stocks, debentures, debenture-stocks, bonds and securities or obligations of any other company whether Indian or foreign.
12. To lend money to such persons and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to guarantee the performance of contracts by such persons, without in any way offending the provisions of the Banking Regulation Act, 1949.
13. To borrow, or raise money in such manner as the Company shall think fit and in particular by the issue of debentures, debenture-stocks, and as security for any such money so borrowed or raised or owing, to mortgage, pledge or charge all or any of the Company's property both present and future including its uncalled capital and to purchase, redeem, or pay off any such securities.
14. For the purpose of raising or securing money or the performance of or discharge of any obligation or liability of the Company, or for any other purpose to create, execute, grant or issue any mortgages, debentures, debenture stocks, bonds or obligations of the Company either at par, premium or discount and either redeemable or irredeemable or perpetual, secured upon all or any

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part of the undertaking, revenue rights and properties of the Company, present and future, including its uncalled capital or the unpaid calls.

15. To cause or permit any debentures, debenture stock, bonds, mortgages, charges, encumbrances, liens or securities of or belonging to or made or issued by the Company or affecting its property or rights or any of the terms thereof to be renewed, extended, varied, redeemed, exchanged, transferred or satisfied, as shall be thought fit, also to pay off and re-borrow the moneys secured thereby or any part or parts thereof.
16. Generally to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights, privileges, licences or easements which the Company may think necessary or convenient with reference to any of these objects, and capable of being dealt with in connection with any of the Company's property or rights for the time being.
17. To sell, let, lease, sub-lease, exchange, surrender, transfer, deliver, charge, mortgage, enfranchise, dispose of, turn to account or otherwise deal with all or any part of the property and right of the Company for such consideration as the Company may deem fit.
18. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other Company.
19. To insure all or any of the properties, undertakings, contracts, guarantees or obligations of the Company of every nature and kind in any manner whatsoever.
20. To pay all the costs, charges and preliminary expenses incurred and to remunerate in cash or kind any persons for services rendered or to be rendered in or about the formation, promotion, registration and establishment, of the Company or the conduct of its business and of any Company promoted or formed by the Company and of any company in which this Company is or may contemplate being interested, or to contract with any persons, firms or company to pay the same.
21. To remunerate any person, firm or Company for services rendered in underwriting, placing, selling or guaranteeing the subscriptions of any shares, debentures or securities of this Company, or of any Company promoted by this Company, and to pay the costs and expenses of or incidental to the winding up of any Company.
22. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.

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23. To open any type of account or accounts with any individual, firm or company or with any bank or banks or shroffs and to operate the same in the ordinary course of the business, whether the same is overdrawn or not.
24. To receive and accept deposits of moneys to such extent for such time and at such rate of interest as the Company may decide from time to time, without in any way offending the provisions of the Banking Regulation Act, 1949.
25. To pay for any lands, real or personal, immovable or movable estate or property or assets of any kind acquired or to be acquired by the Company, or for any services rendered or to be rendered to the Company and generally to pay or discharge any consideration to be paid or given by the Company, in money or in shares, whether fully paid up or partly paid up, or by debentures or debenture stock or obligations of the Company or partly in one way and partly in another or otherwise howsoever, with power to issue any shares wither as fully paid up or partly paid up for such purpose.
26. To accept as consideration for sale or disposal of any lands, real or personal, immovable or movable, estate of property or assets of the Company or in discharge of any other consideration to be received by the Company, money or shares (whether fully paid-up or partly paid-up) of any company, or the debentures or debenture stock of obligations of any company or person or persons or partly one and partly and other.
27. To distribute in specie or otherwise all or any property of the Company against its member whether by way of dividend or upon a return of capital or in the event of winding up but so that no distribution amounting to a reduction of capital be made except with the sanction, for the time being required by law.
28. To engage, employ, maintain, and dismiss experts, scientists, engineers, technicians, mechanics, contractors, brokers, agents, artisans, officers, accountants, legal advisors, medical advisers, workmen, clerks and managers, superintendents and other servants, and labourers and to remunerate any of them at such rate as shall be thought fit.
29. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit employees or ex-employees of the Company (or its predecessors in business) or the dependents or connections of such persons and to grant pensions and allowances and to make payments towards insurance.
30. To make advances for the purchase of land, buildings, raw materials, goods, machineries, stores, and other articles required for the purpose of the Company or deemed expedient with or without security of nature and kind whatsoever.

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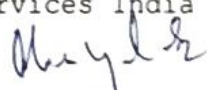
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31. To enter into any arrangements, and to take all necessary or proper steps with government or with other authorities, imperial, supreme, national local, municipal or otherwise, in any place in which the Company may have interest and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or furthering the interest of its members and to oppose any such steps taken by any other company, firm or persons which may be considered likely, directly or indirectly to prejudice the interest of the Comp any or its members and to promote or assist the promotion, whether directly or indirectly, of any legislation which may appear to be in the interest of the Company and to oppose and resist whether directly or indirectly any legislation which may seem disadvantageous to the Company and to obtain from any such government, authority or any Company any charters, contractor, decrees, rights, grants, loans, privileges, or concessions which the Company may think it is desirable to obtain and carry out, exercise and comply with any such arrangements, charters, contracts, decrees, rights, privileges or concessions.
32. To assist any Company financially or otherwise, by subscribing for or guaranteeing the subscription and issue of capital, shares, stock, debenture, debenture-stock, or other securities and to take, hold and deal in shares, stock, and securities of any company notwithstanding there may be liability thereon.
33. To apply for, tender, purchase or otherwise acquire any contracts, sub-contract, licences and concessions for or in relation to the objects, or business therein mentioned or any of them and to undertake, execute, carryout, dispose of, or otherwise turn to account the same; and to sub- let all or any such contracts from time to time and upon such terms and conditions as may seem expedient.
34. To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture stock, contracts, mortgages, charges, obligations, instruments and securities of any company or any authority, supreme, municipal, local or otherwise or of any person whomsoever, whether incorporated or not incorporated and generally to guarantee or become sureties for the' performance of any contract or obligations.
35. To guarantee the performance of the obligations of and the payment of dividends and interest on any stock, hares or securities of any company, corporations, firm or person in any case in which such guarantee may be considered likely directly or indirectly to further the object of the Company , or the interests of its members.

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36. To receive grants, loans, advances or other moneys on deposit, or otherwise, from State or Central Government, banks, companies, trusts, individuals with or without allowance or interest thereon, but without doing the business of Banking within the meaning of the Banking Regulation Act, 1949.
37. To subscribe, contribute and/or otherwise support any associations, body or movement having for an object the promotion of industry of trade.
38. To subscribe, contribute, donate, gift or guarantee any money, rights or assets for any national, educational, scientific, charitable, religious, public, general or useful objects, purpose, funds or institutions.
39. To become a member of any other bodies, or persons, association, institutions, clubs, societies and bodies corporate including companies limited by guarantee.
40. To construct, improve, maintain, develop, work, manage, carryout or control any roads, ways, railway sidings, bridges, reservoirs, tanks, water courses, wharves, electric work, stores, houses, housing colonies, hotels, canteen, schools, hospitals, markets, theatres and other works and conveniences which may seem calculated directly or indirectly to advance the Company's interest and to contribute, to subsidize or otherwise assist, to take part in construction, improvement, maintenance, development, working, management, carrying out or control thereof.
41. To establish, provide for, maintain and conduct or otherwise subsidize or become members of, research laboratories and experimental workshops or scientific and technical research and experiments and undertake and carry on all scientific and technical researches, e:periments and tests of all kinds and to promote studies and research, both scientific and technical investigation and inventions by providing, subsidizing, endowing or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments of any kind that may be considered likely to benefit directly or indirectly the Company.
42. To undertake or execute any Trust, the undertaking whereof may be deemed desirable and either gratuitously or otherwise.
43. To do all or any of the above things in any part of the world and either as principals, agents, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees, or otherwise, and generally to do all such other things as may be necessary incidental, conducive or convenient to the above objects or any of them.

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IV. The liability of the Members is limited.

V. \$The Authorized Share Capital of the Company shall be Rs. 45,00,00,000/- (Rupees Forty Five Crores only) consisting of 9,00,00,000 (Nine Crores) Equity Shares of Rs.5/-(Rupees Five Only) each and the Company has power to increase or reduce the capital and will be at liberty to issue any shares including preference shares or any other kind of shares with Special Rights or privileges as to voting, dividend, capital to otherwise or to subject the same to any restrictions, limitations or conditions as the Company deem fit and necessary.

The shares forming the Capital (original, increased or reduced) of the Company may be sub-divided or consolidated or divided into such clauses, with any preferential, qualified, special or other rights, privileges or conditions attached thereto, and be held upon such terms as may be prescribed by the Articles of Association of Regulations of the Company for time being or otherwise.

\$ Changes in Capital Clause

Date of General Meeting	Changes Made
17 th December 2005	Increased the authorised share capital from Rs.6,00,000 consisting of 60,000 equity shares of Rs.10 each to Rs.30,00,000 consisting of 3,00,000 equity shares of Rs.10 each
18 th October 2010	Increased the authorised share capital from Rs.30,00,000 consisting of 3,00,000 equity shares of Rs.10 each to Rs.90,00,000 consisting of 9,00,000 equity shares of Rs.10 each
17 th December 2025	<ol style="list-style-type: none">1. Sub-divided the existing Authorised share capital of the Company from Rs.90,00,000 consisting of 9,00,000 equity shares of Rs.10 each to Rs.90,00,000 consisting of 18,00,000 equity shares of Rs.5 each.2. Increased the Authorised share capital of the Company from Rs.90,00,000 consisting of 18,00,000 equity shares of Rs.5 each to Rs.45,00,00,000/- divided into 9,00,00,000 equity shares of Rs.5/- each.

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