



सत्यमेव जयते

COMPANY NO.....55-47890.....

**FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT UPON CHANGE OF NAME ON
CONVERSION TO PUBLIC LIMITED COMPANY**

*in the Office of the Registrar of Companies, N.C.T. Of Delhi & Haryana
[under the Companies Act, 1956 (1 of 1956)]*

IN THE MATTER OF..... **MY MONEY SECURITIES PRIVATE LIMITED**

I hereby certify that..... **MY MONEY SECURITIES PRIVATE LIMITED**.....
..... which was originally in-
corporated on.....**FIFTH**.....day of..... **MARCH**
Nineteen Hundred and Ninety.....**TWO**.....under the Indian
Companies Act, 1913 (Act VII of 1913)/Companies Act, 1956 (Act 1 of 1956) under the
name.....**FELICITATE INVESTMENT PRIVATE LIMITED**.....having duly
passed the Special Resolution on**12-9-95**.....in terms of Section 31/21 read
with section 44 of the Companies Act, 1956 the name of the said Company is this day changed
to..... **MY MONEY SECURITIES LIMITED**..... and this Certificate is
issued pursuant to Section 23(1) of the said Act.

Given under my hand at **NEW DELHI** this..... **TWENTY EIGHTH**.....
day of..... **SEPTEMBER**..... One Thousand Nine Hundred and Ninety.....**FIVE**.....



Sd/-
(P.K. BANSAL)
REGISTRAR OF COMPANIES
N.C.T. OF DELHI AND HARYANA

For MY MONEY SECURITIES LTD.

Director



सत्यमेव जयते

COMPANY NO.....55-47890.....

**FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME**

*in the Office of the Registrar of Companies, N.C.T. Of Delhi & Haryana
[under the Companies Act, 1956 (1 of 1956)]*

IN THE MATTER OF.....**FELICITATE INVESTMENT PRIVATE LIMITED**.....

I hereby certify that.....**FELICITATE INVESTMENT PRIVATE LIMITED**.....

..... which was originally
incorporated on.....**FIFTH**..... day of.....**MARCH**.....
One Thousand Nine Hundred and Ninety.....**TWO**..... under the
Companies Act, 1956 (Act 1 of 1956) under the name.....**FELICITATE INVESTMENT
PRIVATE LIMITED**..... having duly passed the necessary
resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central
Government signified in writing having been accorded thereto under Section 21 read with
Government of India, Department of Company Affairs Notification No. G. S. R. 507 (E)
dated 24-6-1985 by Registrar of Companies, Delhi & Haryana, New Delhi vide letter
No.....**21/55-47890/375**..... dated.....**16-6-1994**..... the name of the said Company is this
day changed to.....**MY MONEY SECURITIES PRIVATE LIMITED**..... and
this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at **NEW DELHI** this..... **16TH**.....
day of..... **JUNE**..... One Thousand Nine Hundred and Ninety..... **FOUR**.....



Sd/-
(V.S. GALGALI)
REGISTRAR OF COMPANIES
N.C.T. OF DELHI AND HARYANA

[Handwritten signature]



प्रारूप० एक

Form 1

निगमन का प्रमाण-पत्र

Certificate of Incorporation

सं० 55-47890 शक 1913

No. 55-47890 of 1991-92

मैं एतद् द्वारा प्रमाणित करता हूँ कि आज..... **फेलिसीटेट इन्वेस्टमेंट प्राइवेट लिमिटेड**..... कम्पनी अधिनियम 1956 (1956 का 1) के अधीन निगमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that **FELICITATE INVESTMENT PRIVATE LIMITED**..... is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

मेरे हस्ताक्षर से आज ता०..... **15 फाल्गुन, 1913**को दिया गया।

Give under my hand at..... **NEW DELHI**this..... **FIFTH** day of.... **MARCH**One Thousand Nine Hundred and..... **NINETY TWO**.



Sd/-

(एच० एस० शर्मा)

अपर कम्पनी रजिस्ट्रार

दिल्ली एवं हरियाणा

(H. S. SHARMA)

Addl. Registrar of Companies
DELHI & HARYANA

NAV MONEY SECURITIES LTD.

Director

(THE COMPANIES ACT, 1956)

AND THE COMPANIES ACT, 2013 AS APPLICABLE

(COMPANY LIMITED BY SHARES)

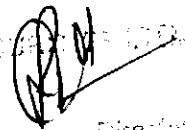
**MEMORANDUM OF ASSOCIATION
OF
MY MONEY SECURITIES LIMITED**

- I. The name of the Company is My MONEY SECURITIES LIMITED.
- II. The Registered Office of the company will be situated in the Union Territory of Delhi.
- III. The objects for which the Company is established are :-

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

1. To carry on the business of investment company and to invest in, subscribe and acquire, and hold and dispose of or otherwise deal in shares, stocks, debentures, bonds, obligations and securities issued or guaranteed by any company constituted or carrying on business in India or elsewhere and debenture, stocks, bonds, obligation, and securities issued or guaranteed by any Government, State, dominion, Sovereign, ruler, public body or authority, municipal, local or otherwise, whether in India or elsewhere.
2. To act as agents, sub agent, handling agent, brokers, representatives of any Govt. semi Govt., Quasi Govt. or public undertaking or Govt. owned company or any authority, municipal or local or any manufacturer or trader.
3. To provide investment facility to investors establish and manage investment planning centres, and such other Institutes and training centres.
4. To carry on all types of fund based activities including Lease Finance, Hire Purchase Finance, Bill Discounting, Inter Corporate Deposits, Advancing Loans, Investment in all types of Securities and Bought Out Deals and to carry on all the activities of a Non Banking Finance Company and to provide all types of Professional services in respect of all of the above mentioned activities.
5. To acquire membership/ dealership of stock exchange(s) including the Over the Counter Exchange of India and to carry on the business of a stock, share and finance sub-broker.
6. To carry on the business, profession, vocation or activities of a Merchant Banker, Underwriter, Manager, Advisor/Consultant to Issues, Investment Banker, Sponsor, Money Market Dealer, Portfolio Manager and/or Portfolio Advisor including for funds of Non-Resident Indians (NRI), Money Changer, Foreign Exchange Dealer including inter bank broking in foreign exchange subject to the approval of RBI wherever necessary and to provide services of all types.
7. To undertake the activities as a Depository Participant and for that purpose to obtain the membership of the Depositories in India and to do all such things as may be advised, permitted or required for this purpose in accordance with prevailing Act/ Regulations/ Laws

MY MONEY SECURITIES LIMITED


Director

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

1. To purchase, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business.
2. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this Company.
3. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary or convenient for carrying on the main business of the Company.
4. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
5. To purchase, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, labour lines, and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.
6. To undertake or promote scientific research relating to the main business or class of business of the Company.
7. To takeover the whole or any part of the business, goodwill, trade-marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business this Company is authorised to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.
8. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, or any other such assistance for carrying out all or any the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, or technical collaboration and necessary formulas and patent rights for furthering the main objects of the Company.
9. Subject to the Provisions of the Companies Act 2013, to amalgamate with any other company of which all or any of their objects companies having similar to the objects of the Company in any manner whether with or without the liquidation.
10. Subject to any law for the time being in force, to undertake or take part in the formation, supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.
11. To apply for, obtain, purchase or otherwise and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes know-how and other information, patterns, copyrights, trade-marks, licenses concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the

same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.

12. To apply for and obtain any order under any Act or Legislature, charter, privilege concession, license or authorisation of any Government, State or other Authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any other such purpose which may seem expedient and to oppose any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.
13. To enter into any arrangements with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such Government, authority, person or company any rights, charters, contracts, licenses and concessions which the Company may think desirable to obtain and to carry out, exercise and comply therewith.
14. To procure the Company to be registered or recognised in or under the laws of any place outside India and to do all act necessary for carrying on in any foreign country for the business or profession of the Company.
15. To draw, make, accept, discount, execute and issue bills of exchange, promissory notes bills of lading, warrants, debentures and such other negotiable or transferable instruments, of all types or securities and to open Bank Accounts of any type and to operate the same in the ordinary course of the Company.
16. To advance money either with or without security, and to such persons and upon such terms and conditions as the Company may deem fit and also to deal with the money of the Company not immediately required.
17. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
18. To establish, or promote or concur in establishing or promote any company for the purpose of dealing all or any of the properties, rights and liabilities of the Company.
19. To sell, mortgage, exchange, grant licenses and other rights improve, manage, develop and dispose of undertakings, properties, assets and effects of the company or any part thereof for such consideration as may be expedient and in particular for any shares, stocks, debentures or other securities of any other such company having main objects altogether or in part similar to those of the Company.
20. Subject to the Provisions of Companies Act 2013, to distribute among the members in specie or otherwise any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up.
21. To distribute as dividend or bonus among the member or to place to reserve or otherwise to apply, as the Company may, from time to time, determine any money received by way of premium on debentures issued at a premium by the Company and any money received in respect of forfeited shares, money arising from the sale by the Company of forfeited shares subject to the provisions of Sec. 52 of the Companies Act, 2013.
22. To employ agents or experts to investigate and examine into the conditions, prospects value, character and circumstances of any business concerns and undertakings and generally of any assets properties or rights which the Company purpose to acquire.


For MY MONEY SECURITIES LTD.



Director

23. To create any reserve fund, sinking fund, or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.
24. Subject to the provisions of Section 179, 182 & 183 of Companies Act, 2013, to subscribe contribute, gift or money, rights or assets for any national educational, religious, charitable, scientific, public, general or usual objects or to make gifts or such other assets to any institutions, clubs, societies, associations, trusts, scientific research associations, funds, universities, college or any individual, body of individuals or bodies corporate.
25. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation, provident or gratuity funds for the benefit of and give or procure the giving of the gratuities pensions, allowances, bonuses or emoluments of any persons who are or were at any time in the employment or service of the company or any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any other company as aforesaid and the wives, widows, families and dependents of any such persons and also to establish and subsidise and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or advance aforesaid and make payments to any such persons as aforesaid and to do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
26. To establish, for any of the main objects of the Company, branches or to establish any firm or firms at places in or outside India as the Company may deem expedient.
27. To pay for any property or rights acquired by or for any services rendered to the Company and in particular to remunerate any person, firm or company introducing business to the company either in cash or fully or partly-paid up shares with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or by any securities which the company has power to issue or by the grant of any rights or options or partly in one mode and partly in another and generally on such terms as the company may determine.
28. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and any company promoted by the company and also all costs, charges, duties, impositions and expenses of and incidental to the acquisition by the company of any property or assets.
29. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the company and to pay all expenses incurred in the connection.
30. To compensate for loss of office of any Managing Director or Directors or other officers of the Company within the limitations prescribed under the Companies Act or such other statute or rule having the force of law and to make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.
31. To agree to refer to arbitration any dispute, present or future between the Company and any other company, firm, individual or any other body and to submit the same to arbitration in India or abroad either in accordance with Indian or any foreign system of law.
32. To appoint agents, sub-agents, dealers, managers canvassers, sales, representatives or salesmen for transacting all or any kind of the main business of which this Company is authorised to carry on and to constitute agencies of the Company in India or in any other country and establish depots and agencies in different parts of the world.

FLANNY MONEY SECURITIES LTD.


Director

33. Subject to the provisions of section 73, and 179 of the Companies Act, 2013, and Regulations made there under Directions issued by the Reserve Bank Of India, the Directors may, from time to time and at their discretion, borrow or raise any sum or sums of money for the purpose of the Company in such manner and on such terms and conditions on all respects as they think fit without security or on security of all or any parts of the movable and immovable properties of the Company, by the issue of debenture or debentures stock of the Company charges upon the whole or any part of the undertaking of the Company or upon any assets of the Company, both present and future, including its uncalled capital for the time being.
34. Debenture-Stock or other securities may be issued at par or premium and with any special privileges and conditions as to redemption, appointment of Directors, conversion into shares and otherwise.
35. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary convenient for the main business of the Company.
36. To advance money, either with or without security to such persons and upon such terms and conditions as the company, may deem fit and also to invest and deal with the moneys of the company, not immediately required, in or upon such investments and in such manner as may, be determined, not being investment in company's own shares provided that the company shall not carry on the main business of banking as defined in the Banking Regulations Act, 1949.
37. Subject to provisions of the Companies Act 2013 and the Regulations made there under and the directions issued by Reserve Bank of India, to receive money on deposits or loans and to borrow or raise money in such manner and at such time or times as the company may determine and in particular by the issue of debentures, debenture stock, perpetual or otherwise and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the properties or assets or revenues and profits of the company, both present and future, including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company or any other such person or company of any obligation under taken by the company of such other person or company and to give the lenders the power to sell and such other powers as may seem expedient and to purchase redeem or pay off any such securities.
38. To mortgage, exchange, grant licences and other rights, improve, manage, develop or dispose of undertaking, investments, assets and effects of the company or any part thereof for such consideration as may be conducive to the main business of the company and in particular for any shares, stocks, debentures or such other securities of any other company having main objects all together or in part similar to those of the company.
39. To guarantee the performance or contracts undertaken by persons, firms or companies carrying on or authorised to carry on any business or businesses which this company is authorised to carry on and to guarantee the payment of liabilities of any such persons, firms or companies.

IV. The liability of the Members is Limited.

V. The Authorised Share Capital of the Company is Rs. 225,000,000 (Rupees Twenty two Crore Fifty Lacs) divided into 2,15,00,000 (Two Crores Fifteen Lacs) Equity Shares of Rs. 10/- (Rupees Ten) each and 10,000 (Ten Thousand) preference shares of Rs. 1,000/- (Rupees One Thousand) each.

For MY MONEY SECURITIES LTD.



Director

We, the several persons whose names and addresses are subscribed here to 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 our respective names :-

Sl. No.	Names, description, occupation and address of each subscriber	Number of and type of subscribed Shares	Signature of Subscribers	Name, addresses description, occupation and signature of witness or witnesses
1.	Mamta Miglani D/o Sh. K. L. Miglani HPT - 77, Sarojini Nagar, New Delhi - 110 023 (Business)	10 (Ten)	Sd/- Mamta Miglani	I witness the signatures of both the subscribers Sd/- (CHANDER KANT MIGLANI) S/o Sh. K. L. Miglani 12-A / 14, W.E.A., Karol Bagh, New Delhi - 100 005 (Chartered Accountants)
2.	Rita Arora W/o Sh. S. K. Arora Z- 833, Rishi Nagar, Rani Bagh Delhi (Business)	10 (Ten)	Sd/- Rita Arora	
	TOTAL	20 (Twenty) Equity Shares		

Place : New Delhi

Dated this 18th day of November, 1991

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For MY MONEY SECURITIES LTD.

Director