

The Companies Act, 2013
Company Limited by Shares
MEMORANDUM OF ASSOCIATION
OF

RADIANT CASH MANAGEMENT SERVICES LIMITED

- I. The name of the Company is **Radiant Cash Management Services Limited (*)**
- II. The Registered office of the Company will be situated in the State of Tamil Nadu.
- III. (A) THE OBJECTS FOR WHICH THE COMPANY IS INCORPORATED ARE:
1. To carry on the business of providing to Banks, Individuals, Commercial and Government Establishments, Cash / Cheques / DDs Pickup and Delivery Services, Cash Processing such as sorting for good and soiled currencies, notes, coins of various denominations, vaulting services for bulk cash and ATM cards, Cassettes & important documents, ATM Services, Handling of PIN mailers / drafts / cheque book delivery, providing strong room installed as per RBI guidelines;
 2. To carry on the business of management of electronic online and mobile financial and cash transactions and product management and development of intellectual property in the area of cash management.
 3. To carry on any business regarding cash management, under Business Process Outsourcing.
 4. (***) To carry on any business relating to hardware, software, electronic products, financial technology solutions, internet/ web based applications, mobile applications, electronic platforms and others, for purposes, including but not limited to banking services, any money cards used for transactions, payment or money transfer solutions, digital wallets, digital gold, any other technology solutions in vogue and others that may be customised or developed in future for Banks, various types of financial institutions, logistics companies, commercial establishments, other vendors and customers.
 5. (***) To carry on the business in any commercial manner, for providing all kinds of cash management services, logistics, supply chain management and any allied services, including but not limited to, picking-up, collecting, transportation, delivering, processing, packaging, bulk movement, storage, preserving, warehousing and management of high value items including but not limited to gold, diamond, bullion bars, jewellery, gems, precious metals, rough stones, sculptures, statues, treasures, paintings, art products, artifacts, decorative arts, collages, important documents such as, negotiable and non-negotiable instruments, securities, stocks, bonds etc. and to provide medical logistics for critical items like organs, tissues, high value medicines, equipment etc. for donation, treatment, transplantation grafting and others and to provide the services of vaulting, vault management, network management, facility management, technology solutions and auxiliary support with regard to the above or allied products or services, whether as goods, commodities or otherwise.

(*) **Amended by Special Resolution passed at the Extra Ordinary General Meeting held on 21st August, 2021.**

(**) **Inserted by Special Resolution passed on 01st July, 2023 through Postal Ballot.**

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

1. To purchase, acquire or otherwise take on lands, buildings, furniture, plant and machinery or vehicles that may be required for carrying on the above objects.
2. To buy, import, modify, treat, produce, prepare, process, install, use and deal in material, substances, commodities, products, goods, merchandise, computers, software, plant, machinery, equipments, apparatuses, appliances, tools, implements and other articles and things connected with or required or necessary for carrying on all or any of the above objects.
3. To open branches and offices of the company in various places.
4. To make, formulate and alter the rules for the company as may be determined from time to time by the Board of Directors for carrying on the business of the company more profitably and efficiently.
5. To enter into any arrangement or agreement with any Government, State or authority, Municipal, local or otherwise or any corporation, companies, firms or persons that may seem conducive to the attainment of the Company's Object or any of them and to obtain from any such Government, State authority, corporation, company, firm or person any rights, privileges or concessions and to carry out, exercise, comply with such arrangement or agreement.
6. To acquire from time to time and deal in all such stock-in-trade, goods, chattels and effects as may be necessary or convenient for any business for the time being carried on by the company.
7. To appoint subject to the provisions of the Companies Act 2013, any person, firm or body corporate as selling agents or distributors for the products, materials and services of the company and as buying agents for the materials, products or services required for the Company and also to establish offices, depots, shops, showrooms and such other places for effecting such sales or purchases in India or outside India.
8. To apply for, promote and obtain any act of Legislature or other authority for enabling the company to carry out its objects into effect, or for effecting any modification of the company's constitution or for any other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated directly or indirectly to prejudice the Company's interest.
9. To establish, provide, maintain and conduct or otherwise subsidise research laboratories and experimental workshops for scientific and technical research and experiments and to undertake and carry on with all scientific and technical investigations and invention by providing, subsidizing, endowing or assisting laboratories, work shops, libraries, lectures, meetings, conferences and exhibitions and by providing for the award of scholarships, prizes and grants to students or otherwise and generally encourage, promote and reward that may be considered likely to assist any business which the company is authorised to carry on.

10. To form, promote, subsidise, organize and assist or aid in forming, promoting, subsidizing, organizing or aiding companies, syndicates, or partnerships of all kinds for the purpose of acquiring and undertaking any property and liabilities of the company or of advancing directly or indirectly the objects there of.
11. Subject to the provisions of the Companies Act, 2013, to take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this company, provided that the investments are made out of the surplus funds of the company or for advancing the objects of the company.
12. To acquire and take over a running concern or otherwise, the whole or any part of the business, property, right, licenses and other assets and liabilities of any person, firm or company carrying on any business which the company is authorised to carry on, or possessed of property or rights and licenses suitable for the purpose of the company, on such terms and conditions and for such compensation as may be agreed upon.
13. To enter into partnership or any agreement for sharing profits, union of interest, co-operation, joint venture, reciprocal concession, or otherwise, with any person, firm, or company, in India and/or abroad, carrying on or engaged in or about to carry on or engaged in any business or transaction which the company is authorised to carry on.
14. Subject to the provision of the Companies Act, 2013, to amalgamate with any other company whose objects are, or include objects, similar to those of this company, whether by sale or purchase (for fully or partly paid up shares or otherwise) of the undertaking, subject to the liabilities of this or any such other company aforesaid with or without winding up or stock of this or such other company aforesaid with or without winding up or by sale or purchase (fully or partly paid up shares or otherwise) of all the shares or stocks of this or and such other company as aforesaid or by partnership or in any arrangement of the nature of partnership or in any other manner.
15. To apply for, purchase, or otherwise acquire any patents, licenses, concessions and the like conferring any exclusive or non-exclusive or limited right to use any secret or other information as to any invention which may seem capable of being used for any other purposes 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 property rights or information so acquired.
16. To expend money in experimenting upon and testing and improving or securing any process or processes or patents or protecting any invention or inventions which the company may develop, acquire or propose to acquire or deal with.
17. To promote, institute, enter into, carry on, assist or participate in and every description of financial, commercial, mercantile, industrial, manufacturing, and agency business, works, contracts, undertakings and operations of all kinds incidental or related to the above objects, at the discretion of the directors.
18. To enter into agreement for foreign collaboration, technical or with financial participation or otherwise for imparting technical information, know-how and expert advice to persons, firms or institutions and to carry out the objects of the Company.

19. To develop and turn to account any land acquired by the company, or in which it is interested, and in particular by laying out and preparing the same for building purpose, constructing, altering, pulling down, decorating, maintaining, fitting up and improving buildings and by planting, paving, draining, farming, cultivating and letting out buildings, on lease or otherwise and by advancing money to and entering into contract for the above purposes.
20. Generally to purchase, take on lease or in exchange, hire or otherwise acquire any real and personal property and any rights or privileges and in particular any land and buildings, basements, machinery and plant and to lease or let on hire all or any such assets which the company may seem necessary or convenient for the purpose of its business.
21. To pay for any property or rights acquired by the company either in cash or fully or partly paid up shares with or without preferred right in respect of dividends or of repayments of capital or otherwise or by any securities which the company has power to issue or partly in one mode and partly in another and generally on such terms as the company may determine.
22. To insure the whole or any part of the property of the Company either fully or partially; to protect and indemnify the company from liability or loss in any respect either fully or partially, and also to insure and to protect and to indemnify any part of or portion thereof.
23. To sell, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with, all or any part of the property and rights of the Company and to accept payments for satisfaction of the same in cash or otherwise.
24. To dispose of any undertaking of the company or part thereof in such manner and for such consideration as the company may deem fit and in particular for shares (fully or partly paid up) debentures, debenture stocks or securities of any other company whether promoted by this company for the purpose or not, and to improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the company.
25. To accept payment for any property or rights sold or otherwise disposed of or dealt with by the company, in cash, by instalments or otherwise, or in fully or partly paid up shares of any company or corporation, including shares with or without preferred or guaranteed rights in respect of dividend or repayments of capital or otherwise or in secured or unsecured debentures or debenture-stock, mortgages, or other securities of any company or corporation, or partly in one mode and partly in another and generally on such terms as the company may determine and to hold, dispose off or otherwise deal with any shares, stocks or securities.
26. To recruit, employ or engage the services of technical, skilled, semi-skilled and unskilled personnel required for carrying out the activities of the company and to depute, designate or lend services of such employees on such terms and conditions as may be decided by the company from time to time.
27. To train or pay for training in India or abroad of any of the Company's employees or officers or any candidates in the interest of or in furtherance of the Company's objects

28. To remunerate any person, firm or company for services rendered or to be rendered in raising or guaranteeing of debentures, debenture stock or other securities of the company for the conduct of its business.
29. To appoint Attorneys, Managers, Secretaries and Officers for the purpose of carrying on the functions of the Company or sale or distribution of goods and articles dealt in or manufactured by the Company.
30. To indemnify Members, Officers, Directors, Agents and Servants of the company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company of any loss, damage or misfortune whatever which shall happen in the execution of the duties of their offices or in relation thereof.
31. To lend money to, guarantee the contract or otherwise assist, any such person, firm or company and in particular to customers and others having dealings with the company to take or otherwise acquire shares and securities of any such company, and to hold, sell, or otherwise deal with same.
32. To pay all or any costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the company.
33. To invest and deal with the moneys of the company not immediately required in such manner as may from time to time be determined.
34. Subject to the applicable laws, to receive grants, loans, advances or other moneys or deposits or otherwise from State or Central Governments, banking or other Companies, firms, associations, trustees or individuals with or without allowances of interest thereon. The Company shall not do business of banking within the meaning of the Banking Regulations Act.1949.
35. To open bank accounts of any type in the name of the company and to borrow, draw, accept, make endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading and other negotiable instruments connected with the business of the company.
36. To borrow or raise or secure the payment of money or to receive money at interest or otherwise in such manner as the company may think fit and in particular by the issue of debenture perpetual, redeemable, convertible or otherwise, or in such other manner as the company may think fit and for the purpose aforesaid to charge all or any other Company's property or assets (both present and future) including its uncalled capital.
37. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange hundies, bill of lading, warrants, debentures and other negotiable or transferable instruments in the course of business of the company.
38. To buy and sell foreign exchange in lawful ways in compliance with the relevant laws of India and of the foreign country concern in connection with the business of the Company.
39. To give commission, discount or credit to business associates, distributors and others connected with the business of the Company.

40. To apply the assets of the company, in any way in or towards the establishment, maintenance, or extension of any association, institution or fund in any way connected with any particular trade or business or with scientific research, trade industry or commerce generally and particularly with the business and activities of the company including any association, institution or fund for the protection of the interest of matters, owners and employees against loss by bad debts, accidents or otherwise.
41. To establish and support or aid in the establishment and support of association, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of the company or the dependents, relatives or connection of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses by way of annual payments or by way of lump sum and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful objects and to make payments towards insurance and to form and to contribute provident and benefit funds, to or for such persons.
42. To create any depreciation fund, reserve fund, sinking fund, insurance fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any or the properties of the company, or for redemption of debentures or redeemable preference shares or for any other purpose whatsoever conducive to the interest of the company.
43. To donate to any charitable association or institutions as also political parties such sums not exceeding the limits, if any, laid down in the Companies Act, 2013 or other rules made there under.
44. To provide for the welfare of the Directors, employees or ex-employees of the company and the wives and families or the dependents or connections of such persons by building or contributing to the building of houses, dwelling or chawls, or by grant of money, pensions, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident and other institutions, associations, funds or trust and providing or subscribing or contributing towards places or institutions, hospitals and dispensaries, medical and other assistance as the company shall think fit and to subscribe or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects, which shall not have any moral or other claim to support or aid by the Company, either by reason of locality of operation or of public and general utility or otherwise.
45. To establish, maintain and operate general educational institutions and hostels for the benefit of the children of the employees or ex-employees of the Company, their dependents or relatives of such persons and others and to institute grants, awards and scholarships.
46. To establish, maintain and operate, technical training institutions and hostels for technical staff of all categories of officers, workers, clerks, technical and other personnel likely to be useful to or assist in any business which the company is authorised to carry on.
47. To adopt such means of making known the business of the Company as may seem expedient, and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.

48. To accumulate capital from the profits of the company for any of the purposes of the company and to use and appropriate the same or any of the company's assets whether conditionally or unconditionally to specific purposes.
49. To organise Special Shows, Carnivals, Expositions and Demonstrations as part of promotional campaign.
50. To distribute any of the property of company amongst the members in specie or kind subject to the provisions of the Companies Act, 2013, in the event of winding up.
51. To canvass for corporate gifts and other business promotional aids.
52. To refer to agree to refer any claim, demand, dispute or any other question, by or against the Company, or in which the Company is interested or concerned, and whether between the Company and the member or members or his or their representatives or between the Company and third parties, to arbitration in India or at any place outside India, and to observe and perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
53. To undertake and execute contracts for all kinds of services including staff for maintenance and operation of electrical, sanitary and other installations in factories, office premises, residential premises, ATMs and other places.
54. To organize or reorganize safety and security measures against loss and damage due to external or internal causes e.g. fire, flood, accident, theft, pilferage, burglary, vandalism, negligence, sabotage.
55. To conduct fire service and to make suggestions for improvements in accordance with legal requirements.
56. To Advice on the use of electronic or other devices and instruments for giving warning regarding fire, floods, break-in and on safety devices and security equipment and to arrange for their supply, installation and maintenance.
57. To arrange and provide liaison with the police department and insurance companies and public fire-fighting units.
58. (**) To set-up, operate and offer storage centres, warehouses, vaults, chests, strong rooms, etc. for all type of materials, goods, valuables, documents and valuable products.
59. (**) To provide services and technology solutions for assessment and implementation of tagging, safeguarding, identifying of the product / material in transit and / or in storage.
60. (**) To insure with any other company or person against losses, damages, risks, and liabilities of all kinds which may impact the Company.
61. (**) To create facility, in-house or outsource, for packaging of various materials.

() Inserted by Special Resolution passed on 01st July, 2023 through Postal Ballot.**

- IV. The liability of the members is LIMITED and this liability is limited to the amount unpaid, if any, on the shares held by them.
- V. (*) The authorised share capital of the Company is ₹ 12,00,00,000 (Rupees Twelve Crores only) divided into 12,00,00,000 (Twelve Crores only) equity shares of ₹ 1 (Rupee One) each, aggregating to ₹ 12,00,00,000 (Rupees Twelve Crores only)

The Company has from time to time, powers to increase or reduce its capital and to issue any shares in the original or new capital as equity or preference shares or redeemable preference shares and to attach to any classes of such shares, any preference, rights, privileges or priorities in payment of dividends or distribution of assets or otherwise over any other shares or to subject the same to any restrictions, limitations or conditions and to vary the regulations of the Company as far as necessary to give effect to the same and upon the sub-division of the shares to apportion the right to participate in profits in any manner in accordance with the provisions of the Companies Act,2013.

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- (*) ***Amended by Special Resolution at passed at the Extra Ordinary General Meeting held on 21st August, 2021.***
- (*) ***Further Amended by Special Resolution passed at the Extra Ordinary General Meeting held on 23rd September, 2021.***

We, the several persons whose names and addresses are subscribed, hereto 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 against to our respective names.

S.No	Names, addresses, descriptions and occupations of subscribers,	No of Shares taken by each subscriber	Signature of Subscriber	Signature, names, addresses, descriptions and occupations of witnesses
1.	Col. David Devasahayam s/o Maj Y Devasahayam 46A, Barathi Nagar Main Road, Pallavaram, Chennai- 600043 Army Officer PAN No AGBPD8627K	9,000 (Nine thousand only)	Sd/-	Sd/- A. ARJUNA PAI S/o. Late A. Achutha Pai C/o. M/s. Menon & Pai Chartered Accountants 12/4, Ashirwad Apartments, Trustpuram, Kodambakkam, Chennai – 600 024. CHARTERED ACCOUNTANT
2.	Dr (Mrs). Renuka David W/o Col. David Devasahayam 46A, Barathi Nagar Main Road, Pallavaram, Chennai- 600043 Doctor	1,000 (One thousand only)	Sd/-	Sd/- A. ARJUNA PAI S/o. Late A. Achutha Pai C/o. M/s. Menon & Pai Chartered Accountants 12/4, Ashirwad Apartments, Trustpuram, Kodambakkam, Chennai – 600 024. CHARTERED ACCOUNTANT

Place: Chennai

Date : 09.03.2005