

**THE COMPANIES ACT, 2013**  
**COMPANY LIMITED BY SHARES**  
**ARTICLES OF ASSOCIATION**  
**OF**  
**KWICK FORENSIC SOLUTIONS LIMITED**

1. *The Regulations contained in Table 'F' in the First Schedule to the Companies Act, 2013 shall not apply to the Company except in so far as they are embodied in the following Articles, which shall be the regulations for the Management of the Company.*

**INTERPRETATION CLAUSE**

2. *In these Articles*

- a) *"The Act" or "The Companies Act" shall mean "The Companies Act, 2013, its rules and any statutory modifications or re-enactments thereof.*
- b) *"The Board" or "The Board of Directors" means a meeting of the Directors duly called and constituted or as the case may be, the Directors assembled at a Board, or the requisite number of Directors entitled to pass a circular resolution in accordance with these Articles.*
- c) *"Articles" means these articles of association of the Company or as altered from time to time*
- d) *"The Company" Or "This Company" Means KWICK FORENSIC SOLUTIONS LIMITED*
- e) *"Directors" means the Directors for the time being of the Company.*
- f) *"Rules" means the applicable rules for the time being in force as prescribed under relevant sections of the Act.*
- g) *"Seal" means the common seal of the Company.*

*Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Act or in the rules, as the case may be*

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Dhanraj*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Amit S. Shah*  
Director

<b>SHARE CAPITAL AND VARIATION OF RIGHTS</b>		
3.	<i>The Authorized Share Capital of the Company shall be as prescribed in Clause V of the Memorandum of Association of the Company.</i>	Capital
4.	<i>Subject to the provisions of the Act and these Articles, the shares in the capital of the Company for the time being (including any shares forming part of any increased capital of the Company) shall be under the control of the Board who may allot the same or any of them to such persons, in such proportion and on such terms and conditions and</i>	Shares under control of Board
5.	<i>Subject to the provisions of the Act and these Articles, the Board may issue and allot shares in the capital of the Company on payment or part payment or any property or assets of any kind whatsoever sold or transferred, goods or machinery supplied or for services rendered to the Company in the conduct of its business and any shares which may be so allotted may be issued as fully paid-up or partly paid-up otherwise than for cash, and if so issued, shall be deemed to be fully paid-up or partly paid-up shares, as the case may be.</i>	Shares for Consideration other than Cash
6.	<i>The Company may issue the following kinds of shares in accordance with these Articles, the Act, the Rules and other applicable laws:</i>  <i>i. Equity share capital:</i> <i>a. with voting rights; and/or</i> <i>b. with differential rights as to dividend, voting or otherwise in accordance with the Rules; and</i> <i>ii. Preference share capital</i>	Kinds of share capital
7.	<i>1) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,--</i>  <i>a) one certificate for all his shares without payment of any charges; or</i>  <i>b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.</i>  <i>2) Every certificate shall be under the Seal and shall specify the shares to which it relates and the amount paid-up thereon.</i>  <i>3) In respect of any share or shares held jointly by several persons, the</i>	Issue of certificates

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*Amit S. Ghosh*  
Director

	<i>Company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.</i>	
8.	<p>1) <i>If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the Company and on execution of such indemnity as the Company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued without any fee or on payment of such other fees as may be fixed by the Board from time to time in accordance with the Act, for each certificate.</i></p> <p>2) <i>The provisions of the foregoing Articles relating to issue of certificates shall mutatis mutandis apply to issue of certificates for any other securities including debentures (except where the Act otherwise requires) of the Company.</i></p>	<p><i>Issue of new share certificate in place of one defaced, lost or destroyed</i></p> <p><i>Provisions as to issue of certificates to apply mutatis mutandis to debentures, etc.</i></p>
9.	<p>1) <i>The Company may exercise the powers of paying commissions conferred by the Act, to any person in connection with the subscription to its securities, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by the Act and the Rules.</i></p> <p>2) <i>The rate or amount of the commission shall not exceed the rate or amount prescribed in the Act and the Rules.</i></p> <p>3) <i>The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.</i></p>	<p><i>Power to pay commission in connection with securities issued</i></p> <p><i>Rate of commission in accordance with the Rules</i></p> <p><i>Mode of payment of commission</i></p>
10.	<p>1) <i>If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of the Act, and whether or not the Company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class, as prescribed under the Act.</i></p> <p>2) <i>To every such separate meeting, the provisions of these regulations relating</i></p>	<p><i>Variation of the members right</i></p>

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Anand*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. J. S. S. S.*  
Director

	<i>to general meetings shall mutatis mutandis apply.</i>	<i>Provisions as to general meetings to apply mutatis mutandis to each meeting</i>
11.	<i>The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari-passu therewith</i>	<i>Issue of further shares not to affect rights of existing members</i>
12.	<i>Subject to the provisions of the Act, the Board shall have power to issue or re-issue the preference Shares of one or more classes including cumulative convertible preference shares which are liable to be redeemed, or converted to Equity Shares, on such terms &amp; conditions and in such manner as determined by the Board in accordance with the Act.</i>	<i>Power to issue redeemable preference shares</i>
13.	<p><i>1) The Company, as the case may be, may, in accordance with the Act and the Rules, issue further shares to:</i></p> <p><i>a) persons who, at the date of offer, are holders of equity shares of the Company; such offer shall be deemed to include a right exercisable by the person concerned to renounce the shares offered to him or any of them in favour of any other person; or</i></p> <p><i>b) employees under any scheme of employees' stock option or</i></p> <p><i>c) any persons, whether or not those persons include the persons referred to in clause(a) or clause(b) above, subject to approval by the shareholders of the Company by way of a special resolution.</i></p> <p><i>2) A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act and the Rules.</i></p>	<p><i>Further issue of Share Capital</i></p> <p><i>Mode of Further issue of Share Capital</i></p>
14.	<i>Subject to the provisions of the Act and other applicable provisions of law, the Company may with the approval of the shareholders by a special resolution in general meeting issue sweat equity shares in accordance with such rules and guidelines issued by the Securities and Exchange Board of India and/or other competent authorities for the time being and further subject to such conditions as may be prescribed in that behalf.</i>	<i>Sweat equity shares</i>

For KWICK FORENSIC SOLUTIONS LIMITED

*S Damini S.C.E.*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apurva S. Ghosh*  
Director

15.	<p>Any debentures, debenture-stock or other securities may be issued subject to the provisions of the Act and these Articles, at a discount, premium or otherwise and may be issued on the condition that they shall be convertible into shares of any denomination and with any special privileges and conditions as to redemption, surrender, drawing, allotment of shares, attending (but not voting) at the general meeting, appointment of Directors and otherwise. Debentures or other securities with the right to conversion into or allotment of shares shall be issued only with the consent of the Company in the general meeting by way of a special resolution.</p> <p>(a) The Board shall be entitled to issue, from time to time, subject to the provisions of the Act, any other Securities, including Share Warrants, Securities convertible into Shares, exchangeable into Shares, or carrying a warrant, with or without any attached Securities, carrying such terms as to coupon, returns, repayment, servicing as may be decided by the terms of such issue. Such Securities may be issued at premium or discount, and redeemed at premium or discount, as may be determined by the terms of the issuance: Provided that the Company shall not issue any Shares or Securities convertible into Shares at a discount.</p>	<p>Terms of issue of debentures</p> <p>Issue of warrants</p>
<b>LIEN</b>		
16.	<p>1) the company shall have a first and paramount lien-</p> <p>a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and</p> <p>b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the Company:</p> <p>Provided that the Board may at any time declare any share to be wholly or in part exempt from the provisions of this clause,</p> <p>2) The Company's lien, if any, on a share shall extend to all dividends or interest, as the case may be, payable and bonuses declared from time to time in respect of such shares.</p>	<p>Company's lien on shares</p> <p>Lien to extend to dividends, etc</p>

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*S. Damm*  
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Director

17.	<p>The Company may sell, in such manner as the Board thinks fit, any shares on which the Company has alien:</p> <p>Provided that no sale shall be made:</p> <p>a) unless a sum in respect of which the lien exists is presently payable; or</p> <p>b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder or the time being of the share or the person entitled there to by reason of his death or insolvency or otherwise.</p>	As to enforcing lien by sale
18.	<p>a) To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof.</p> <p>b) The purchaser shall be registered as the holder of the shares comprised in any such transfer.</p> <p>c) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.</p>	<p>Validity of sale</p> <p>Purchaser to be registered Holder</p> <p>Purchaser not affected</p>
19.	<p>The receipt to the Company for the consideration (if any) given for the share on the sale thereof shall (subject, if necessary, to execution of an instrument of transfer or a transfer by relevant system, as the case may be) constitute a good title to the share and the purchaser shall be registered as the holder of the share.</p>	Validity of Company's receipt
20.	<p>a) The proceeds of the sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.</p> <p>b) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.</p>	<p>Application of proceeds of Sale</p> <p>Payment of residual money</p>
21.	<p>In exercising its lien, the Company shall be titled to treat the registered holder of any share as the absolute owner thereof and accordingly shall not</p>	Outsider's lien not to

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Director

	<i>(except as ordered by a court of competent jurisdiction or unless required by any statute) be bound to recognise any equitable or other claim to, or interest in, such share on the part of any other person, whether a creditor of the registered holder or otherwise. The Company's lien shall prevail notwithstanding that it has received notice of any such claim.</i>	<i>effect company's lien</i>
22.	<i>The provisions of these Articles relating to lien shall mutatis mutandis apply to any other securities including debentures of the Company.</i>	<i>Provisions as to lien to apply mutatis mutandis to debentures, etc.</i>
<b>CALL ON SHARES</b>		
	<p><i>1) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:</i></p> <p><i>Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one-month from the date fixed for payment of the last preceding call.</i></p> <p><i>2) Each member shall, subject to receiving at least Fourteen days' notice specifying the time or times and place of payment, pay to the Company, at the time or times and places specified, the amount called on his shares.</i></p> <p><i>3) The Board may, from time to time, at its discretion, extend the time fixed for the payment of any call in respect of one or More members as the Board may deem appropriate in any circumstances.</i></p> <p><i>4) A call may be revoked or postponed at the discretion of the Board.</i></p>	<p><i>Board may extend time for payment</i></p> <p><i>Revocation or postponement of call</i></p>
24.	<i>A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by installments.</i>	<i>Call to take effect from date of resolution</i>
25.	<i>The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.</i>	<i>Liability of joint holders of shares</i>
26.	<i>1) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay</i>	<i>When interest on call</i>

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	<p>interest thereon from the day appointed for payment thereof to the time of actual payment at ten percent per annum or at such lower rate, if any, as the Board may determine.</p> <p>2) The Board shall be at liberty to waive payment of any such interest wholly or in part.</p>	<p>payable</p> <p>Board may waive interest</p>
27.	<p>1) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these Articles, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.</p> <p>2) In case of non-payment of such sum, all the relevant provisions of these Articles as to payment of interest and expenses, for future or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.</p>	<p>Sums deemed to be calls</p> <p>Effect of non-payment of sums</p>
28.	<p>The Board:</p> <p>1) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and</p> <p>2) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the Company in general meeting shall otherwise direct, twelve percent. Per annum, as may be agreed upon between the Board and the member</p>	<p>Payment in anticipation of calls may carry interest</p>
29.	<p>If by the conditions of allotment of any shares, the whole or part of the amount of issue price thereof shall be payable by installments, then every such installment shall, when due, be paid to the Company by the person who, for the time being and from time to time, is or shall be the registered holder of the share or the legal representative of a deceased registered holder.</p>	<p>Installments on shares to be duly paid</p>
30.	<p>All calls shall be made on a uniform basis on all shares falling under the same class.</p>	<p>Calls on shares of same class to be on uniform basis</p>
31.	<p>Neither a judgment nor a decree in favour of the Company for calls or other moneys due in respect of any shares nor any part payment or satisfaction thereof nor the receipt by the Company of a portion of any money which shall from time to time be due from any member in respect of payment of any such money shall preclude the forfeiture of such shares as herein provided.</p>	<p>Partial Payment not to preclude forfeiture</p>

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*Stamm S Co.*  
Managing Director

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*Apul S Ghosh*  
Director

32.	<i>The provisions of these Articles relating to calls on shares shall mutatis mutandis apply to any other securities including debentures of the Company.</i>	<i>Provisions as to calls to apply mutatis mutandis to debentures etc.</i>
<b>TRANSFER OF SHARES</b>		
33	<p>1) <i>The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.</i></p> <p>2) <i>The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.</i></p>	<i>Instrument of transfer to be executed by transferor and transferee</i>
34.	<p><i>The Board may, subject to the right of appeal conferred by section 58 decline to register—</i></p> <p>a) <i>The transfer of a share, not being a fully paid share, to a person of whom they do not approve; or</i></p> <p>b) <i>Any transfer of shares on which the company has a lien.</i></p>	<i>Board may refuse to register transfer</i>
35.	<p><i>The Board may decline to recognise any instrument of transfer unless—</i></p> <p>1. <i>the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56;</i></p> <p>b) <i>the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and</i></p> <p>c) <i>the instrument to transfer is in respect of only one class of shares.</i></p>	<i>Board may decline to recognize instrument of transfer</i>
36.	<i>The Company may, after giving not less than seven days' previous notice by advertisement in some newspaper circulating in the district in which the registered office of the Company is situate, close the register of members or the register of debenture- holders or other security holders for any period or periods not exceeding in the whole forty-five days in Each year, but not exceeding thirty days at any one time. The provisions of these Articles relating to transfer of shares shall mutatis mutandis apply to any other securities including debentures of the Company</i>	<i>Power to close Register of Members or other security-holders</i>
37.	<i>The provisions of these Articles relating to transfer of shares shall mutatis</i>	<i>Provisions as to</i>

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Director

	<i>mutandis apply to any other securities including debentures of the Company.</i>	<i>transfer of shares to apply mutatis mutandis to debentures, etc</i>
<b>TRANSMISSION OF SHARES</b>		
38.	<p>1) <i>On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the Company as having any title to his interest in the shares.</i></p> <p>2) <i>Nothing in clause (1) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.</i></p>	<p><i>Title to shares on death of a member</i></p> <p><i>Estate of deceased member liable</i></p>
39.	<p><i>Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either—</i></p> <p><i>a) to be registered himself as holder of the share; or</i></p> <p><i>b) to make such transfer of the share as the deceased or insolvent member could have made.</i></p> <p>2) <i>The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.</i></p>	<p><i>Transmission Clause</i></p> <p><i>Board's right unaffected</i></p>
40.	<p><i>40. The Company shall be fully indemnified by such person from all liability, if any, by actions taken by the Board to give effect to such registration nor transfer.</i></p>	<p><i>Indemnity to the Company</i></p>
41.	<p>1) <i>If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects.</i></p> <p><i>If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.</i></p> <p><i>All the limitations, restrictions and provisions of these Articles relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.</i></p>	<p><i>Right to election of holder of share</i></p> <p><i>Manner of testifying Election</i></p> <p><i>Limitation not applicable to notice</i></p>
42	<p><i>A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except</i></p>	<p><i>Claimant to be</i></p>

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Director

	<p>that he shall not, before being registered as a member in respect of the share, been titled in respect of it to exercise any right conferred by membership in relation to meetings of the Company:</p> <p>Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.</p>	entitled to same advantage
43.	The provisions of these Articles relating to transmission by operation of law shall mutatis mutandis apply to any other securities including debentures of the Company.	Provisions as to transmission to apply mutatis mutandis to debentures, etc.
<b>FORFEITURE OF SHARES</b>		
44.	If a member fails to pay any call, or installment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or installment remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.	If call or installment not paid notice must be given
45.	<p>The notice aforesaid shall:</p> <p>i. name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and</p> <p>ii. State that, in the event of non-payment on or before the day's named, the shares in respect of which the call was made shall be liable to be forfeited.</p>	Form of notice
46.	If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.	In default of payment of shares to be forfeiture
47.	When any share shall have been so forfeited, notice of the forfeiture shall be given to the defaulting member and an entry of the forfeiture with the date thereof, shall forthwith be made in the register of members but no forfeiture shall be invalidated by any omission or neglect or any failure to give such notice or make such entry as aforesaid.	Entry of forfeiture in register of members

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48.	<i>The forfeiture of a share shall involve extinction at the time of forfeiture, of all interest in and all claims and demands against the Company, in respect of the share and all other rights incidental to the share.</i>	<i>Effect of forfeiture</i>
49.	<p>1) <i>A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.</i></p> <p>2) <i>At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.</i></p>	<p><i>Forfeited shares may be sold, etc</i></p> <p><i>Cancellation of forfeiture</i></p>
50.	<p>1) <i>A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the Company all monies which, at the date of forfeiture, were presently payable by him to the Company in respect of the shares.</i></p> <p>2) <i>All such monies payable shall be paid together with interest thereon at such rate as the Board may determine, from the time of forfeiture until payment or realisation. The Board may, if it thinks fit, but without being under any obligation to do so, enforce the payment of the whole or any portion of the monies due, without any allowance for the value of the shares at the time of forfeiture or waive payment in whole or in part.</i></p> <p>3) <i>The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.</i></p>	<p><i>Member still liable to pay money owing at time of forfeiture</i></p> <p><i>Member still liable to pay money owing at time of forfeiture and interest</i></p> <p><i>Cesser of liability</i></p>
51.	<p>1) <i>A duly verified declaration in writing that the declarant is a Director, the manager or the secretary, of the Company, and that a share in the Company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;</i></p> <p>2) <i>The Company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;</i></p> <p>I. <i>The transferee shall there upon be registered as the holder of the share; and</i></p> <p>II. <i>The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share</i></p>	<p><i>Certificate of forfeiture</i></p> <p><i>transferee of forfeited shares</i></p> <p><i>Transferee to be registered as holder</i></p> <p><i>Transferee not affected</i></p>
52.	<i>Upon any sale after forfeiture or for enforcing a lien in exercise of the powers herein above given, the Board may, if necessary, appoints one person to</i>	

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*S. Dhanraj*  
Managing Director

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*A. S. S. S.*  
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	<i>execute an instrument for transfer of the shares sold and cause the purchaser's name to be entered in the register of members in respect of the shares sold and after his name has been entered in the register of members in respect of such shares the validity of the sale shall not be impeached by any person.</i>	<i>Validity of the sales</i>
53.	<i>Upon any sale, re-allotment or other disposal under the provisions of the preceding Articles, the certificate(s), if any, originally issued in respect of the shares sold and become null and void and be of no effect, and the Board shall be entitled to issue a duplicate certificate(s) in respect of the said shares to the person(s) entitled thereto.</i>	<i>Cancellation of share certificate in respect of forfeited shares</i>
54.	<i>The Board may, subject to the provisions of the Act, accept a surrender of the share certificate for any forfeited share from or by any member desirous of surrendering them on such terms as they think fit.</i>	<i>Surrender of share certificates</i>
55.	<i>The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at affixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.</i>	<i>Sums deemed to be calls</i>
56.	<i>The provisions of these Articles relating to forfeiture of shares shall mutatis mutandis apply to any other securities including debentures of the Company.</i>	<i>Provisions as to transmission to apply mutatis mutandis to debentures, etc.</i>
<b>ALTERATION OF CAPITAL</b>		
57.	<p><i>Subject to the provisions of the Act, the company may, by ordinary resolution:</i></p> <ul style="list-style-type: none"> <li><i>i. Increase the share capital by such sum, to be divided into shares of such amount, as maybe specified in the resolution.</i></li> <li><i>ii. consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;</i></li> <li><i>iii. Convert all or any of its fully paid up shares into stock, and reconvert that stock into fully paid up shares of any denomination;</i></li> <li><i>iv. sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;</i></li> <li><i>v. cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.</i></li> </ul>	<i>Power to alter share capital</i>
58.	<i>Where shares are converted in to stock—</i>	<i>Shares may be converted into stock</i>

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Damm* is *Secy*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. J. S. S. S.*  
Director

	<p>1. The holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near there to as circumstances admit:</p> <p>Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.</p> <p>2. The holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.</p> <p>3. Such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively.</p>	Right of stockholders
59.	<p>The Company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law:</p> <ul style="list-style-type: none"> <li>i. its share capital;</li> <li>ii. any capital redemption reserve account; or</li> <li>iii. any share premium account</li> <li>iv. any other reserve in the nature of share capital</li> </ul>	Reduction of capital
<b>DEMATERIALIZATION OF SECURITIES</b>		
60.	<p><b>Definitions</b></p> <p>For the purpose of this Article:</p> <p>'Beneficial Owner' means a person or persons whose name is recorded as such with a depository; 'SEBI' means the Securities and Exchange Board of India; 'Depository' means a company formed and registered under the Companies Act, 1956 or Companies Act, 2013, and which has been granted a certificate of registration to act as a depository under the Securities and Exchange Board of India Act, 1992, and</p> <p>'Security' means such security as may be specified by SEBI from time to time.</p>	Company entitled to dematerialise its shares, debentures and other securities

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Danm K. S. C.*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apul S. Chak*  
Director

61	<p>Notwithstanding anything contained in these Articles, the Company shall be entitled to dematerialise or rematerialize its shares, debentures and other securities form pursuant to the Depositories Act, 1996 and the rules framed there under, if any. And to offer any shares, debentures or other securities proposed to be issued by it for subscription in a dematerialised form and on the same being done, the Company shall further be entitled to maintain a register of members/debenture-holders/other security-holders with the details of members/ debenture-holders/ other security-holders holding shares, debentures or other securities both in rematerialised and dematerialised form in any media as permitted by the Act.</p>	
62	<p>Every person subscribing to or holding securities of the Company shall have the option to receive security certificates or to hold the securities in electronic form with a Depository. If a person opts to hold his security with a Depository, the Company shall intimate such Depository the details of allotment of the security, and on receipt of the information, the Depository shall enter in its records the name of the allottee as the beneficial owner of the security.</p>	Option to hold shares in electronic or physical form
63.	<p>Save as herein otherwise provided, the Company shall be entitled to treat the person whose name appears as the beneficial owner of the shares, debentures and other securities in the records of the Depository as the absolute owner thereof as regards receipt of dividends or bonus on shares, interest/premium on debentures and other securities and repayment</p> <p>Therefore for service of notices and all or any other matters connected with the Company and accordingly the Company shall not (except as ordered by a court of competent jurisdiction or as by law required and except as aforesaid) be bound to recognise any benami trust or equity or equitable, contingent other claim to or interest in such shares, debentures or other securities as the case may be, on the part of any other person whether or not it shall have express or implied notice thereof.</p>	Beneficial owner deemed as absolute owner
64.	<p>In the case of transfer of shares, debentures or other securities where the Company has not issued any certificates and where such shares, debentures or other securities are being held in an electronic and fungible form, the provisions of the Depositories Act, 1996 shall apply.</p> <p>Provided that in respect of the shares and securities held by the Depository on behalf of a beneficial owner, provisions of Section 9 of the Depositories Act, 1996, shall apply so far as applicable.</p>	Shares, debentures and other securities held in electronic form
65.	<p>Every Depository shall furnish to the Company, information about the transfer of securities in the name of the beneficial owner at such intervals and in such manner as may be specified by the bye-laws of the Depository and the Company in that behalf.</p>	Information about transfer of securities
66.	<p>Except as specifically provided in these Articles, the provisions relating to joint holders of shares, calls, lien on shares, forfeiture of shares and transfer and transmission of shares shall be applicable to shares held in electronic form so</p>	Provisions to apply to shares in electronic

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Anand*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Amit S. Ghosh*  
Director

	<i>far as they apply to shares in physical form subject however to the provisions of the Depositories Act,1996.</i>	<i>form</i>
<b>JOINT HOLDERS</b>		
67.	<p><i>Where two or more persons are registered as jointholders (not more than three) of any share, they shall be deemed (so far as the Company is concerned) to hold the same as jointholders with benefits of survivorship ,subject to the following and other provisions contained in these Articles</i></p> <p><i>i. The joint-holders of any share shall be liable severally as well as jointly for and in respect of all calls or installments and other payments which ought to be made in respect of such share.</i></p> <p><i>ii. On the death of any one or more of such joint holders, the survivor or survivors shall be the only person or persons recognized by the Company as having any title to the share but the Directors may require such evidence of death as they may deem fit, and nothing herein contained shall be taken to release the estate of a deceased joint-holder from any liability on shares held by him jointly with any other person.</i></p> <p><i>iii. Anyone of such jointholders may give effectual receipts of any dividends, interests or other moneys payable in respect of such share.</i></p> <p><i>iv. Only the person whose name stands first in the register of members as one of the joint-holders of any share shall be entitled to the delivery of certificate, if any, relating to such share or to receive notice(which term shall be deemed to include all relevant documents) and any notice served on or sent to such person shall be deemed service on all the joint-holders.</i></p> <p><i>v. A) Any one of two or more jointholders may vote at any meeting either personally or by attorney or by proxy in respect of such shares as if he were solely entitled thereto and if more than one of such joint holders be present at any meeting personally or by proxy or by attorney then that one of such persons so present whose name stands first or higher (as the case may be) on the register in respect of such shares shall alone be entitled to vote in respect thereof but the other or others of the joint- holders shall be entitled to vote in preference to a jointholder present by attorney or by proxy although the name of such joint holder present by any attorney or proxy stands first or higher(as the case may be)in the register in respect of such shares.</i></p> <p><i>B) Several executors or administrators of a deceased member in whose(deceased member) sole name any share stands, shall for the purpose of this clause be deemed joint-holders.</i></p> <p><i>vi. The provisions of these Articles relating to joint holders of shares shall mutatis mutandis apply to any other securities including debentures of the Company registered in joint names.</i></p>	<p><i>Joint-holders</i></p> <p><i>Liability of joint-holders</i></p> <p><i>Death of one or more joint holders</i></p> <p><i>Receipt of one sufficient</i></p> <p><i>Delivery of certificate and Giving of notice to first named holder</i></p> <p><i>Vote of joint-holders</i></p> <p><i>Executors or administrator as joint holders</i></p> <p><i>Provisions as to joint holders as to shares to apply mutatis</i></p>

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Dammik S.C.E.*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apul S. Ghosh*  
Director

		<i>mutandis to debentures, etc.</i>
<b>CAPITALISATION OF PROFITS</b>		
68.	<p>1) <i>The Company in general meeting may, upon the recommendation of the Board, resolve—</i></p> <p>i. <i>That it is desirable to capitalize any part of the amount or the time being standing to the credit of any of the Company's reserve counts, or to the credit of the profit and loss account, or otherwise available for distribution; and</i></p> <p>ii. <i>that such sum be accordingly set free for distribution in the manner specified in clause amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.</i></p> <p>2) <i>The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause(3), either in or towards—</i></p> <p>i. <i>paying up any amounts for the time being unpaid on any shares held by such members respectively;</i></p> <p>ii. <i>paying up in full, unissued shares of the Company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;</i></p> <p>iii. <i>partly in the way specified in sub-clause(a) and partly in that specified in sub-clause(b);</i></p> <p>3) <i>A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;</i></p> <p>4) <i>The Board shall give effect to the resolution passed by the Company in pursuance of this Article.</i></p>	<i>Capitalisation</i>
69.	<p>1) <i>Whenever such a resolution as aforesaid shall have been passed, the Board shall:</i></p> <p>i. <i>make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and</i></p> <p>ii. <i>generally do all acts and things required to give effect thereto.</i></p> <p>2) <i>The Board shall have power:</i></p> <p>iii. <i>to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and</i></p>	<p><i>Powers of the Board for Capitalization</i></p> <p><i>Board's power to issue fractional certificate/coupon etc.</i></p>

For KWICK FORENSIC SOLUTIONS LIMITED  
*S. Dammik SGE*  
 Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED  
*Apur S Ghosh*  
 Director

	<p>iv. to authorize any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application there to of the irrelative proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares;</p> <p>3) Any agreement made under such authority shall be effective and binding on such members.</p>	<p>Agreement binding on members</p>
<b>BUY-BACK OF SHARES</b>		
70.	<p>Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.</p>	<p>Buy-back of shares</p>
<b>GENERAL MEETINGS</b>		
71.	<p>All General Meetings other than the Annual General Meeting shall be called Extraordinary General Meetings</p>	<p>Extraordinary general meeting</p>

For KWICK FORENSIC SOLUTIONS LIMITED

*Stamm K SGL*  
 Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apul S Ghosh*  
 Director

72	<p>1) The Board may, whenever it thinks fit, call an extraordinary general meeting.</p> <p>2)</p> <p>i. The Board shall, on the requisition of such number of members of the Company as is specified below, proceed duly to call an Extraordinary General Meeting of the Company and comply with the provisions of the Act in regard to meetings on requisition.</p> <p>ii. The requisition shall set out matters for the consideration of which the meeting is to be called, shall be signed by the requisitionists and shall be deposited at the Registered Office of the Company or sent to the Company by Registered Post addressed to the Company at its Registered Office.</p> <p>iii. The requisition may consist of several documents in like forms, each signed by one or more requisitionists.</p> <p>iv. The number of members entitled to requisition a meeting in regard to any matter shall be such number of them as hold, on the date of the deposit of the requisition, not less than 1/10th of such of the paid-up capital of the Company as at the date carries the right of the voting in regard to the matter set out in the requisition.</p> <p>v. If the Board does not, within 21 days from the date of receipt of deposit of the requisition with regard to any matter, proceed duly to call a meeting for the consideration of these matters on a date not later than 45 days from the date of deposit of the requisition, the meeting may be called by the requisitionists themselves or such of the requisitionists, as represent either majority in the value of the paid-up share capital held by them or of not less than one tenth of such paid-up capital of the Company as is referred to in Sub-clause (iv) above, whichever is less.</p>	<p>Powers of Board to call extraordinary general meeting</p> <p>Extraordinary General Meeting by requisition</p>
73.	<p>i. A General Meeting of the Company may be called by giving not less than twenty one days notice in writing, provided that a General Meeting may be called after giving shorter notice if consent thereto is accorded by the members holding not less than 95 per cent of the part of the paid-up share capital which gives the right to vote on the matters to be considered at the meeting.</p> <p>ii. The accidental omission to give notice of any meeting to or the non-receipt of any such notice by any of the members shall not invalidate the proceedings of any resolution passed at such meeting.</p>	<p>Length of notice for calling meeting</p> <p>Accidental omission to give notice not to invalidate meeting</p>

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Kannan*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. S. S. S. S.*  
Director

74.	<p><i>All business shall be deemed special that is transacted at an Extraordinary Meeting and also that is transacted at an Annual Meeting with the exception of declaration of a dividend, the consideration of financial statements and the reports of the Directors and Auditors thereon, the election of the Directors in the place of those retiring, and the appointment of and the fixing of the remuneration of Auditors. Where any item of business to be transacted at the meeting is deemed to be special as aforesaid, there shall be annexed to the notice of the meeting a statement setting out all material facts concerning each such item of business including in particular the nature of the concern or interest, if any, therein, of every Director and the Manager, if any, every other Key Managerial Personnel and the relatives of Directors, Manager and other Key Managerial Personnel. Where any item of business consists of the according of approval to any document by the meeting, the time and place where the document can be inspected shall be specified in the statement aforesaid.</i></p> <p><i>Where any item of special business to be transacted at a meeting of the company relates to or affects any other company, the extent of share holding interest in that other company of every promoter, director, manager, if any, and of every other key managerial personnel of the first mentioned company shall, if the extent of such shareholding is not less than two per cent of the paid-up share capital of that company, also be set out in the statement.</i></p>	Special business and statement to be annexed
<b>PROCEEDINGS AT GENERAL MEETING</b>		
75.	<p><i>1) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.</i></p> <p><i>2) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in the Act.</i></p>	Presence of Quorum Quorum for general meeting
76.	<p><i>The Chairman, if any, of the Board of Directors shall preside as Chairman at every General Meeting of the Company.</i></p>	Chairman of the meetings
77.	<p><i>No business shall be discussed or transacted at any general meeting whilst the chair is vacant, except election of Chairperson.</i></p>	Business confined to election of Chairman whilst chair vacant

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Damman* is *SCC*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. P. Shah*  
Director

78.	<i>If there is no such Chairman or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as Chairman of the meeting, the Directors present shall elect one of their members to be the Chairman of the meeting.</i>	<i>Directors to elect Chairman</i>
79.	<i>If at any meeting no Director is willing to act as Chairman or if no Director is present within 15 (Fifteen) minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairman of the meeting.</i>	<i>Members to elect Chairman</i>
80.	<i>On any business at any general meeting, in case of an equality of votes, whether on a show of hands or electronically or on a poll, the Chairperson shall have a second or casting vote.</i>	<i>Casting vote of Chairman at general meeting</i>
81.	<p><i>1) The Company shall cause minutes of the proceedings of every general meeting of any class of members or creditors and every resolution passed by postal ballot to be prepared and signed in such manner as may be prescribed by the Rules and kept by making within thirty days of the conclusion of every such meeting concerned or passing of resolution by postal ballot entries thereof in books kept for that purpose with their pages consecutively numbered.</i></p> <p><i>2) There shall not be included in the minutes any matter which, in the opinion of the Chairman of the meeting:</i></p> <ul style="list-style-type: none"> <li><i>i. is, or could reasonably be regarded, as defamatory of any person; or</i></li> <li><i>ii. is irrelevant or immaterial to the proceedings; or</i></li> <li><i>iii. is detrimental to the interests of the Company.</i></li> </ul> <p><i>3) The Chairman shall exercise an absolute discretion in regard to the inclusion or non-inclusion of any matter in the minutes on the grounds specified in the aforesaid clause.</i></p> <p><i>4) The minutes of the meeting kept in accordance with the provisions of the Act shall be evidence of the proceedings recorded therein.</i></p>	<p><i>Minutes of proceedings of meetings and resolutions passed by postal ballot</i></p> <p><i>Certain matters not to included in the minutes books</i></p> <p><i>Discretion of the Chairman in relation to Minutes</i></p> <p><i>Minutes to be evidence</i></p>
82.	<p><i>1) The books containing the minutes of the proceedings of any general meeting of the Company or a resolution passed by postal ballot shall:</i></p> <ul style="list-style-type: none"> <li><i>i. be kept at the registered office of the Company; and</i></li> <li><i>ii. be open to inspection of any member without charge, during 11.00 a.m. to 1.00 p.m. on all working days other than Saturdays.</i></li> </ul> <p><i>2) Any member shall be entitled to be furnished, within the time prescribed by</i></p>	<i>Inspection of minute books of general meeting</i>

For KWICK FORENSIC SOLUTIONS LIMITED

*Stanley K. S.C.E.*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apur S. Ghosh*  
Director

<p><i>the Act, after he has made a request in writing in that behalf to the Company and on payment of such fees as maybe fixed by the Board, with a copy of any minutes referred to above</i></p>	<p><i>Members may obtain copy of the minutes</i></p>
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<p align="center"><b>ADJOURNMENT OF MEETING</b></p>		
<p>83.</p>	<p><i>1) The Chairperson may with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.</i></p> <p><i>2) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.</i></p> <p><i>3) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given abs in the case of an original meeting</i></p> <p><i>4) Save as aforesaid, and as provided in the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.</i></p>	<p><i>Chairperson may adjourn the meeting</i></p> <p><i>Business at adjourned meeting</i></p> <p><i>Notice of adjourned meeting</i></p> <p><i>Notice of adjourned meeting not required</i></p>

<p align="center"><b>VOTING RIGHTS</b></p>		
<p>84.</p>	<p><i>Subject to any rights or restrictions for the time being attached to any class or classes of shares.—</i></p> <p><i>i. on a show of hands, every member present in person shall have one vote; and</i></p> <p><i>ii. on a poll, the voting rights of members shall be in proportion to their share in the paid-up equity share capital of the Company.</i></p>	<p><i>Entitlement to vote on show of hands and on poll</i></p>
<p>85.</p>	<p><i>A member may exercise his vote at a meeting by electronic means in accordance with the Act and shall vote only once.</i></p>	<p><i>Voting through electronic means</i></p>

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Damman*  
 Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. J. S. S. S.*  
 Director

86.	<p>1) In the case of joint holders, the vote of the senior who tenders vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders</p> <p>2) For this purpose, seniority shall be determined by the order in which the names stand in the register of members.</p>	<p>Vote of joint-holders</p> <p>Seniority of names</p>
87.	A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy. If any member be a minor, the vote in respect of his share or shares shall be by his guardian or any one of his guardians.	How members non composmentis and minor may vote
88.	Subject to the provisions of the Act and other provisions of these Articles, any person entitled to any shares, pursuant to the provisions related to Transmission in these Articles, may vote at any general meeting in respect hereof as if he was the registered holder of such shares, provided that at least 48 (forty eight) hours before the time of holding the meeting or adjourned meeting, as the case may be, at which he proposes to vote, he shall duly satisfy the Board of his right to such shares unless the Board shall have previously admitted his right to vote at such meeting in respect thereof.	Votes in respect of shares of deceased or insolvent members, etc.
89.	Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.	Business may proceed pending poll
90.	No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the Company have been paid or in regard to which the Company has exercised any right of lien.	Restriction on voting rights
91.	A member is not prohibited from exercising his voting on the ground that he has not held his share or other interest in the Company for any specified period preceding the date on which the vote is taken, or on any other ground not being a ground set out in the preceding Article.	Restriction on exercise of voting rights in other cases to be void
92.	Any member shall enjoy the same rights and be subject to the same liabilities as all other members of the same class.	Equal rights of members

**PROXY**

93.	Any member entitled to attend and vote at a general meeting may do so either personally or through his constituted attorney or through another person as a proxy on his behalf, for that meeting.	Member may vote in person or otherwise
94.	The instrument appointing a proxy and the power-of attorney or other authority, if any, under which it is signed or a notarised copy of that power or	Proxies when to be Deposited

For KWICK FORENSIC SOLUTIONS LIMITED

*Stamm K SGL*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apul S Ghosh*  
Director

	<i>authority, shall be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.</i>	
95.	<i>An instrument appointing a proxy shall be in the form as prescribed in the Rules and under the Act.</i>	<i>Form of proxy</i>
96.	<i>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, or the transfer of the shares in respect of which the proxy is given: 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.</i>	<i>Proxies to be valid notwithstanding death of the principal</i>

<b>BOARD OF DIRECTORS</b>		
97.	<i>The First Directors of the Company are 1) Mr. PARASL SSETHI 2) Mr. SHAMMER S SHAH 3) Mr. JOHN PHILIP</i>	<i>Board of Directors</i>
98.	<i>Unless otherwise determined by the Company in general meeting the number of Directors shall not be less than 3 (three) and shall not be more than 15(fifteen).</i>	<i>Number of Directors</i>
99.	<i>The Directors need not hold any qualification shares in the Company.</i>	<i>Qualification shares</i>
100.	<i>1) All the Directors of the Company, excluding Independent Directors, be persons whose period of office is liable to determination by retirement of directors by rotation (hereinafter called "the Rotational Directors"). 2) At every Annual General Meeting of the Company, one-third of the Rotational Directors, or if their number is not three or a multiple of three, then, the number nearest to one-third, shall retire from office. 3) A retiring Director shall be eligible for re-election</i>	<i>Retirements and rotation of directors</i>
101.	<i>The same individual may, at the same time, be appointed as the Chairperson of the Company as well as the Managing Director or Chief Executive Officer of the Company, subject to section 203 of the Act.</i>	<i>Same individual may be Chairman and Managing Director/ Chief Executive Officer</i>
102.	<i>The Board of Directors may, from time to time, by ordinary resolution increase or reduce the number of Directors within the limits specified in Article 98.</i>	<i>Increase or reduce the number of Directors</i>

For KWICK FORENSIC SOLUTIONS LIMITED

*Shamsher S. Shah*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*John Philip*  
Director

103.	<p>1) The remuneration of the Directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.</p> <p>2) The remuneration payable to the Directors, including any managing or whole-time director or manager, if any, shall be determined in accordance with and subject to the provisions of the Act by an ordinary resolution passed by the Company in general meeting.</p> <p>3) In addition to the remuneration payable to them in pursuance of the Act, the Directors may be paid all travelling, hotel and other expenses properly incurred by them –</p> <p>i) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or</p> <p>ii) in connection with the business of the company.</p> <p>4) Subject to the provisions in the Companies Act, 2013, if any Director, being willing shall be called upon to perform extra services for the purposes of the Company, the Company shall remunerate such Directors by such fixed sum or percentage of profits or otherwise as may be determined by the Directors and such remuneration may be either in addition to or in substitution for his remuneration provided above</p> <p>5) The fees payable to the Director for attending the meeting of the Board or committee thereof shall be decided by the Board of Directors from time to time within the maximum limits of such fees that may be prescribed under the Act or the Rules.</p>	<p>Remuneration of directors</p> <p>Remuneration to require member's consent</p> <p>Travelling and other Expenses</p> <p>Sitting fees</p>
104.	<p>All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the Company shall be signed drawn, accepted endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board or a committee thereof shall from time to time by resolution, determine.</p>	<p>Execution of negotiable Instruments</p>
105.	<p>1) Subject to the provisions of the Act, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the Directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the Articles.</p> <p>2) Such person shall hold office only up to the date of the next annual general meeting of the Company but shall be eligible for appointment by the Company as a Director at that meeting subject to the provisions of the Act.</p> <p>3) The Company shall appoint such number of Independent Directors as it may deem fit, for a term specified in the resolution appointing him. An Independent Director may be appointed to hold office for a term of up to five consecutive years on the Board of the Company and shall be eligible for re-appointment on passing of Special Resolution and such other compliances as may be required in this regard. No Independent Director shall hold office for more than two consecutive terms. The provisions relating to retirement of directors by rotation shall not be applicable to appointment of Independent Directors.</p>	<p>Appointment of Additional Director</p> <p>Duration of the office of the additional director</p> <p>Independent Directors</p>

For KWICK FORENSIC SOLUTIONS LIMITED

*Stanley S.C.*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apurva S. Chak*  
Director

106.	<p>The Board may appoint an alternate director to act for a Director (hereinafter in this Article called "the Original Director") during his absence for a period of not less than three months from India. No person shall be appointed as an alternate director for an independent director unless he is qualified to be appointed as an independent director under the provisions of the Act.</p> <p>2) An alternate director shall not hold office for a period longer than that permissible to the Original Director in whose place he has been appointed and shall vacate the office if and when the Original Director returns to India.</p> <p>3) If the term of office of the Original Director is determined before he returns to India the automatic reappointment of retiring Directors in default of another appointment shall apply to the Original Director and not to the alternate director.</p>	<p>Appointment of alternate Director</p> <p>Duration of office of alternate director</p> <p>Re-appointment provisions applicable to Original Director</p>
107.	<p>107.1) If the office of any Director appointed by the Company in general meeting is vacated before his term of office expires in the normal course, the resulting casual vacancy may, be filled by the Board of Directors at a meeting of the Board.</p> <p>2) The Director so appointed shall hold office only upto the date upto which the Director in whose place he is appointed would have held office if it had not been vacated.</p>	<p>Appointment of director to fill casual vacancies</p> <p>Duration of office of Director appointed to fill casual vacancies</p>
108.	<p>Notwithstanding anything contrary contained in the Articles, if the Company has availed any loan(s) from, or issued any debentures or other instruments/securities to, any bank(s), financial institution(s), non-banking financial companies, asset reconstruction companies or any other body corporate ("Lender(s)") and so long as any monies with respect to such loan(s) granted by such Lender(s) to the Company remain outstanding by the Company to any Lender(s) or so long as the Lender(s) continue to hold debentures in the Company by direct subscription or private placement, or so long as the Lender(s) hold equity shares in the Company as a result of conversion of such loans/debentures, or if the agreement with the respective Lender(s) provide for appointment of any person or persons as a Director or Directors, or if the Company is required to appoint any person as a director pursuant to any agreement, (which Director or Directors is /are herein after referred to as "Nominee Director(s)/Observer(s)") on the Board, the Company may appoint such person nominated by such Lender(s) as Nominee Director/Observer, in accordance with the terms and conditions specified in the agreement executed with such Lender.</p>	<p>Nominee Director</p>
109.	<p>Subject to the compliance of the provisions of disclosure of interest as provided under the Companies Act, 2013, no Directors shall be disqualified by his office from contracting with the Company, nor shall any such contract entered into by or on behalf of the Company in which any Director shall be in any way interested nor shall any Director contracting or being so interested be liable to account to the Company for any profit realized by any such contract by reason only of such Director holding that office or of the fiduciary relations thereby established but it is declared that the nature of his/her interest must be disclosed by him/her at the meeting of the Directors at which the contract is determined if his/her interest then exists or in any other case,</p>	<p>Disclosure of Interest</p>

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Dhanu K. S. G.*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apurva S. Ghosh*  
Director

	<i>at the first meeting of the Directors after he/she acquires such interest.</i>	
110.	<i>The management of the business of the Company shall be vested in the Board and the Board may exercise all such powers, and do all such acts and things, as the Company is by the memorandum of association or otherwise authorized to exercise and do, and, not hereby or by the statute or otherwise directed or required to be exercised or done by the Company in general meeting but subject never the less to the provisions of the Act and other laws and of the memorandum of association and these Articles and to any regulations, not being inconsistent with the memorandum of association and these Articles or the Act, from time to time made by the Company in general meeting provided that no such regulation shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.</i>	General powers of the Company vested in Board

<b>BORROWING POWERS</b>		
111.	<p>1) <i>The Directors may, from time to time, at their discretion, raise or borrow, or secure the payment of, any sum or sums of money for the purposes of the Company; Provided that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) shall not at any time except with the consent of the Company by way of special resolution in general meeting exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.</i></p> <p>2) <i>The Directors, with shareholders' consent where required by the Act and Rules, may raise or secure the payment or repayment of such sum or sums in such manner and upon such terms and conditions in all respects as they think fit and, in particular, by the issue of debentures or debenture-stock of the Company charged upon all or any part of the property of the Company (both present and future) including its uncalled capital for the time being.</i></p>	<p>Power to borrow</p> <p>Conditions on which money may be borrowed</p>

<b>PROCEEDINGS OF THE BOARD</b>		
112.	<p>1) <i>The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.</i></p> <p>2) <i>The Chairman or any one Director with the previous consent of the Chairman may, or the company secretary on the direction of the Chairman shall, at any time summon a meeting of the Board.</i></p>	<p>When meeting to be convened</p> <p>Who may summon Board meeting</p>
113.	<p>1) <i>A meeting of the Board of Directors shall be held at least four times every year and not more than 120 days shall lapse between two Board meetings.</i></p> <p>2) <i>Notice of every meeting of the Board of Directors of the Company shall be given in writing to every Director at his address registered with the Company and such notice shall be sent by hand delivery or by post or by electronic</i></p>	

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Danm 10 S.C.E.*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apul S. S. S. S.*  
Director

	<p>means.</p> <p>3) The quorum for a Board meeting shall be as provided in the Act.</p> <p>4) The participation of Directors in a meeting of the Board may be either in person or through video conferencing or audio visual means or teleconferencing, as maybe prescribed by the Rules or permitted under law.</p>	
114.	<p>1) Save as otherwise expressly provided in the Act, questions a rising at any meeting of the Board shall be decided by a majority of votes.</p> <p>2) In case of an equality of votes, the Chairman of the Board shall have a second or casting vote.</p>	<p>Questions at Board meeting how decided</p> <p>Casting vote of Chairman at Board meeting</p>
115.	<p>The continuing Directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing Directors or Director may act for the purpose of increasing the number of Directors to that fixed for the quorum, or of summoning a general meeting of the Company, but for no other purpose</p>	<p>Directors not to act when number falls below minimum</p>
116.	<p>1) The Board may elect a Chairman of its meetings and determine the period for which he is to hold office.</p> <p>2) 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 Directors present may choose one of their numbers to be Chairman of the meeting.</p>	<p>Who to preside at meetings of the Board</p> <p>Absence of Chairman</p>
117.	<p>1) The Board 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.</p> <p>2) Any committees of or med shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.</p> <p>3) The participation of Directors in a meeting of the committee may be either in person or through video conferencing or audio visual means or teleconferencing, as may be prescribed by the Rules or permitted under law.</p>	<p>Delegation of powers</p> <p>Committee to conform to Board regulations</p> <p>Participation at Committee meetings</p>
118.	<p>1) A committee may elect a Chairman of its meetings.</p> <p>2) If no such Chairman is selected, or if at any meeting the Chairman is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairman of the meeting.</p>	<p>Chairman of Committee</p> <p>Who to preside at meetings of committee</p>

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Damm*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apul S. Ghosh*  
Director

119.	1) A committee may meet and adjourn as it thinks fit. 2) Questions arising at any meeting of a committees hall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairman shall have a second or casting vote.	Committee to meet Questions at Committee meeting how decided
120.	All acts done in any meeting of the Board or of a committee thereof or by any person acting as a Director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such Directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such Director or such person had been duly appointed and was qualified to be a Director.	Acts of Board or Committee valid not withstanding defect of appointment
121.	Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held	Passing of resolution by circulation

<b>CHIEF EXECUTIVE OFFICER, MANAGER &amp; COMPANY SECRETARY, CHIEF FINANCIAL OFFICER</b>		
122.	Subject to the provisions of the Act-  1) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration etc and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board. The Board may appoint one or more chief Executive officers for its multiple businesses.  2) A Director may be appointed as chief executive officer, manager, company secretary or chief financial officer.	Chief Executive Officer, etc.  Director may be chief executive officer, etc

<b>MANAGING DIRECTOR &amp; WHOLE-TIME DIRECTOR</b>		
123.	1) Subject to the provisions of the Act the Directors may from time to time appoint one or more of their body to be the Managing Director or Whole-Time Director of the Company, in accordance with the provisions of the Act and the Rules.  2) A Managing Director so appointed shall exercise the powers and authorities conferred upon him by an agreement entered into between him and the Company and/or by are solution of the Board and be subject to the obligations and restrictions imposed upon him thereby or by the Act.	Managing Director or Whole-Time Director

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Danm*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. S. Shukla*  
Director



	2) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them a side as are serve.	
128.	<p>1) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect where of the dividend is paid, but if and so long as nothing is paid upon any of the shares in the Company, dividends may be declared and paid according to the amounts of the shares.</p> <p>2) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this Article as paid on the share.</p> <p>3) All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.</p>	<p>Division of profits</p> <p>Payments in advance</p> <p>Dividends to be apportioned</p>
129.	The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the Company on account of calls or otherwise in relation to the shares of the Company.	No member to receive dividend whilst in debted to the Company and Company's right to reimbursement therefrom
130.	The Board may retain dividends payable upon shares in respect of which any person is, under the Transmission clause hereinbefore contained, entitled to become a member, until such person shall become a member in respect of such shares.	Retention of Dividend
131.	<p>1) Any dividend, interest or other monies payable in cash in respect of shares may be paid by electronic mode or cheque or warrant sent through post or courier directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct.</p> <p>2) Every such cheque or warrant or electronic payment mode shall be made payable to the order of the person to whom it is sent.</p>	<p>Dividend how remitted</p> <p>Instrument of payment</p>
132.	Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.	Receipt of one holder sufficient
133.	Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.	Notice of Dividend
134.	The waiver in whole or in part of any dividend on any share by any document (whether or not under Seal) shall be effective only if such document is signed by the member (or the person entitled to the share in consequence of the death or bankruptcy of the holder) and delivered to the Company and if or to the extent that the same is accepted as such or acted upon by the Board.	Waiver of dividend
135.	No dividend shall bear interest against the Company.	No Interest on Dividend

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Dhanraj*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. S. S. S. S.*  
Director

ACCOUNTS		
136.	<i>The books of account and books and papers of the Company, or any of them, shall be open to the inspection of Directors in accordance with the applicable provisions of the Act and the Rules.</i>	<i>Inspection by Directors</i>
137.	<p><i>1) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the Company, or any of them, shall be open to the inspection of members not being Directors.</i></p> <p><i>2) No member (not being a Director) shall have any right of inspecting any account or book or document of the Company except as conferred by law or authorised by the Board or by the Company in general meeting.</i></p>	<i>Restriction on inspection by members</i>

WINDING UP		
138.	<p><i>Subject to the provisions of Chapter XX of the Act and Rules thereunder—</i></p> <p><i>1) If the Company shall be wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the Company, whether they shall consist of property of the same kind or not.</i></p> <p><i>2) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.</i></p> <p><i>3) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.</i></p>	<i>Winding up of Company</i>

INDEMNITY AND INSURANCE		
139.	<i>Subject to the provisions of the Act, every Director, managing director, whole-time director, manager, company secretary and other officer of the Company shall be indemnified by the Company out of the funds of the Company, to pay all costs, losses and expenses (including travelling expense) which such Director, manager, company secretary and officer may incur or become liable for by reason of any contract entered into or act or deed done by him in his capacity as such Director, manager, company secretary or officer or in any way in the discharge of his duties in such capacity including expenses.</i>	<i>Directors and officers right to indemnity</i>
140.	<i>Subject as aforesaid, every Director, managing director, manager, company secretary or other officer of the Company shall be indemnified against any liability incurred by him in defending any proceedings, whether civil or criminal in which judgment is given in his favour or in which he is acquitted or discharged or in connection with any application under applicable provisions</i>	

For KWICK FORENSIC SOLUTIONS LIMITED

*Stamm K SGe*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*Apt S S Ghosh*  
Director

	<i>of the Act in which relief is given to him by a court or such authority.</i>	
141.	<i>The Company may take and maintain any insurance as the Board may think fit on behalf of its present and/or former Directors and key managerial personnel for indemnifying all or any of them against any liability for any acts in relation to the Company for which they may be liable but have acted honestly and reasonably.</i>	Insurance

<b>GENERAL POWER</b>		
142.	<i>Wherever in the Actor the Rules, it has been provided that the Company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is so authorized by its articles, then and in that case this Article authorizes and empowers the Company to have such rights, privileges or authorities and to carry such transactions as have been permitted by the Act, without there being any specific Article in that behalf here in provided.</i>	General Power

<b>SECURITY CLAUSE</b>		
143.	<i>Subject to the provisions of the Act, no member shall be entitled to required is covery of any information respecting any detail of the Company's trading or any matter in the nature of a trade secret, mystery of trade or secret process which may relate to the conduct of the business of the Company and which in the opinion of the Board of Directors it may be inexpedient in the interest of the Company to communicate to the public.</i>	Secrecy clause

*\*Note: Existing Clause No.123, sub point 4 has been altered in the Articles of Association of the Company vide Special Resolution passed in the Annual General Meeting held on 07.09.2025 subject to the approval of Registrar of Companies.*

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Dhanraj*  
Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*A. J. S. Shobh*  
Director

Sl. No.	Signature, Names, Addresses Description and Occupation of the subscribers	Signature, Name, Address, Description and Occupation of the Witness.
1.	SD/- PARAS L. S. SETH S/O. P.M. LAKSHMAN DOSS #21, OLD #4, CANAL BANK ROAD R.A.PURAM, CHENNAI - 28  BUSINESS Ph: 28232823	
2.	SD/- SHAMMER S. SHAH S/O. LATE S.M. SHAH 15, NARASINGAPURAM ST MOUNT ROAD, CHENNAI - 02  BUSINESS Ph: 28232823	SD/- V.JAYARAMAN VASUJAYARAMAN & CO CHARTERED ACCOUNTANTS NO.20, THIRUNAGAR, IV STREET, VADAPALANI CHENNAI - 600 026 M.NO. 200820
3.	SD/- JOHN PHILIP S/O. PHILIP JOHN 2 <sup>ND</sup> FLOOR, PREMS APTS NO.4, MUTHULAXMI SALAI KALAKSHETRA COLONY, BESANT NAGAR, CHENNAI - 600 090  BUSINESS Ph: 28232823	

Place: Chennai  
 Date: 28.02.2005

For KWICK FORENSIC SOLUTIONS LIMITED

*S. Shammer S. Shah*  
 Managing Director

For KWICK FORENSIC SOLUTIONS LIMITED

*V. Jayaraman*  
 Director