

INCORPORATED
UNDER THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
INDIGENOUS DEFENCE ENTREPRENEURS ASSOCIATION
[Pursuant to rule 19(2) the Companies (Incorporation) Rules, 2014].

- I. 1. The name of the company is “**INDIGENOUS DEFENCE ENTREPRENEURS ASSOCIATION**” hereinafter referred as ‘Association’.
- II. 2. The registered office of the Association will be situated in the State of Telangana.
- III. 3. **The objects for which the Association is established are:**

3.1.) Information Services

3.1.1. Support and provide Knowledge service to members.

3.1.2. The Association will Provide information and training, and support industries in their efforts to develop their businesses. The Association will endeavor to represent the legitimate economic interests of members and logically present the views and opinions of the member national defence industry to government and international institutions, foreign companies and groupings of industry.

3.1.3. Access to information: Associations will assist member companies in understanding the different regulations and thereby facilitate marketing their products or services.

3.1.4. The Association will provide information on relevant national and International laws, institutions, standards, policies and procedures.

3.1.5. The Association will endeavor to Provide information on current tenders and business opportunities and support members in the preparation of appropriate responses(e.g. templates for foreign queries).

3.1.6. Providing contact information to relevant organisations (also to specialised legal support).

3.2.) Business Enabling Services

3.2.1. Data collection and overview of developments and trends in the national industrial base, providing analyses and reports.

3.2.2. Providing appropriate contacts to industry (national and foreign), government and international institutions.

3.2.3. Overview of relevant events (e.g. exhibitions, conferences, business-to-business events etc.).

3.2.4. Access to finance: With relevant information, association can assist their members to get the finance they need to develop their business.

3.2.5. Providing information (preferably structured – guides, workshops etc.) on possible public financial aid (grants for investment, innovation, employment, export), including R&T (Research and Technical) funds.

3.2.6. Can help their members to find competent and trustworthy partners, both nationally and abroad.

3.3.) Business Promotion Services

3.3.1. Marketing and promotion: the Association will enable members to find new opportunities and new partners to grow.

3.3.2. Supporting promotion and participation in related exhibitions (e.g. joint stands,).

3.3.3. Finding opportunities for companies to advertise on forums and events relevant to their business, e.g. conferences, workshops etc.

3.3.4. Creating public and easy accessible websites and databases, folders and brochures on the services, products, quality and potential of members, for national and foreign actors.

3.3.5. Organising networking events, particularly related to specific topics.

3.3.6. Facilitating contacts with other companies (national and foreign), particularly between primes and suppliers/SMEs.

3.3.7. Promotion/export – Association input and participation in MoD official visits and organisation of foreign official delegations' visits to national companies;

3.3.8. Joint work for certifying national suppliers.

3.4) Export Opportunity Services

3.4.1. Assist members in Export.

3.4.2. Providing information on import/export opportunities and legal and administrative processes.

3.4.3. Organising “information specific” or “country specific” events with information on export processes and opportunities in other countries including cooperation between associations of other countries where feasible.

3.4.4. Relations with international institutions and organisations: Establish contacts and active participation in industry-related activities with international bodies (participation in meetings, overview knowledge of different initiatives);

3.5.) Product Development Services

3.5.1. Research and Technology (R&T) (national R&T funds, Framework Programmes)

3.5.2. Association to assist companies in developing ideas and prepare project proposals. Assisting companies to take part in research projects with Governments / Associations of other countries.

3.5.3. Helping to assess the technology to identify potential, needs and funding opportunities.

3.5.4. Providing guidance and support to write the proposal and guidance to manage the project (in-house knowledge, workshops etc.).

3.6) Policy Shaping Services

3.6.1. Apart from providing information, associations shall play an important role by promoting and facilitating dialogue, partnership and business between SMEs and large companies and public procurement agencies.

3.6.2. Developing and implementing a SME strategy/plan and specific actions directed for SMEs within associations.

3.6.5. Providing legitimate information, particularly on long-term requirements and future capabilities; organising events on R&T projects or armaments priorities; established/structured information management system;

3.6.6. Consultation on issues related to the defence industry, involving Association members, and facilitating appropriate government decision and planning processes (opinions and inputs, participation in committees and working groups

3.6.7. Association to engage not only in activities with short-term/immediate business potential but also in the development of strategies, technology perspectives, key industrial capabilities etc.

3.6.8. Establishing contacts as a basis for industrial cooperation;

3.6.10. Networking opportunities: Coordination, wherever practicable, on mutually relevant issues and activities.

3.7.) OTHER SERVICES

3.7.1. Intellectual Property Rights (IPRs) : Protecting and profiting from own ideas and particularly with a technology focus; with a basic in-house knowledge association can support their members in learning how to protect and make the most of their intellectual property.

3.7.2. Providing information and advice on intellectual property and patents

3.7.3 Providing regulatory inputs, and facilitate conflict resolution.

- IV. 4. The objects of the company extend to the India.
- V. 5.
- a) The profits, if any, or other income and property of the company, whensoever derived, shall be applied, solely for the promotion of its objects as set forth in this memorandum.
 - b) No portion of the profits, other income or property aforesaid shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to persons who, at any time are, or have been, members of the company or to any one or more of them or to any persons claiming through any one or more of them.
 - c) No remuneration or other benefit in money or money's worth shall be given by the company to any of its members, whether officers or members of the company or not, except payment of out-of-pocket expenses, reasonable and proper interest on money lent, or reasonable and proper rent on premises let to the company.
 - d) Nothing in this clause shall prevent the payment by the company in good faith of prudent remuneration to any of its officers or servants (not being members) or to any other person (not being member), in return for any services actually rendered to the company.
 - e) Nothing in clauses 3 and 4 shall prevent the payment by the company in good faith of prudent remuneration to any of its members in return for any services (not being services of a kind which are required to be rendered by a member), actually rendered to the company;
- VI. No alteration shall be made to this memorandum of association or to the articles of association of the company which are for the time being in force, unless the alteration has been previously submitted to and approved by the Registrar.
- VII. The liability of the members is limited.
- VIII. The share capital of the company is Rs. 10,00,000/- (Ten Lakh Rupees Only), divided into 1,00,000 (One Lakh Only) Equity shares of rupees 10/- (Ten Only) each.

IX. True accounts shall be kept of all sums of money received and expended by the company and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the company; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the company for the time being in force, the accounts shall be open to the inspection of the members.

Once at least in every year, the accounts of the company shall be examined and the correctness of the balance-sheet and the income and expenditure account ascertained by one or more properly qualified auditor or auditors.

X. If upon a winding up or dissolution of the Association, there remains, after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be distributed amongst the members of the company but shall be given or transferred to such other company having objects similar to the objects of this Association , subject to such conditions as the Tribunal may impose, or may be sold and proceeds thereof credited to the Rehabilitation and Insolvency Fund formed under section 269 of the Act.

XI. The Association can be amalgamated only with another company registered under section 8 of the Act and having similar objects.