



सत्यमेव जयते

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

The Corporate Identity Number of the company is

*

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DS MINISTRY OF
CORPORATE AFFAIRS 27

Digital Signature Certificate

For and on behalf of the Jurisdictional Registrar of Companies
Registrar of Companies
Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in

Mailing Address as per record available in Registrar of Companies office:



* as issued by the Income Tax Department

FORM INC-13

MEMORANDUM OF ASSOCIATION OF MATHURAM REKH RAJ DEVELOPMENT FOUNDATION

(COMPANY LIMITED BY GUARANTEE NOT FOR PROFIT UNDER SECTION 8 OF
THE COMPANIES ACT, 2013)

1. The name of the company is "MATHURAM REKH RAJ DEVELOPMENT FOUNDATION".
2. The Registered office of the Company will be situated in the State of BIHAR.
3. The objects for which the company is established are :-

(A) THE MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ARE:



- (i) To Promotion of Science, Education, Social Welfare, Charity, imparting general, academic, social, scientific, commercial, technical and medical or any other type of education for the benefits of general people.
- (ii) To seek, indentify, evaluate, select, plan and arrange for the all round development of children with special emphases on the children of ex-servicemen, economically and socially weaker section of the society by opening Schools, Colleges, University, Polytechnic, Professional Institutions for the welfare of public at large and monitor the usage of funds carry out performance evaluations and obtain reports on a regular basis.
The doing of all such other lawful things as considered necessary for the above objects:
Apply in receipt in promoting its objects; prohibit the payment of any dividend out of it and all the operation of the company will be carried out of non-commercial and no profit & loss basis.

Provided that the company shall not support with its funds, or endeavor to impose on, or procure to be observed by its members or others, any regulation or restriction which, as an object of the company, would make it a trade union.

4. The objects of the company extend to the State of Bihar in Particular & whole of India in General.
5.
 - (i) 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.
 - (ii) **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 person claiming through any one or more of them.
 - (iii) No remuneration, or other benefit in money or moneys worth shall be given by the company to any of its members, whether officers or servants 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.
 - (iv) 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 beings members) or to any other person (not being a member), in return for any services actually rendered to the company.
 - (v) Nothing in clauses (iii) and (iv) 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
6. 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.
7. The liability of the Members is Limited.


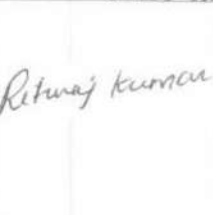


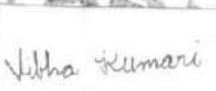
8. The Authorised Share capital of the company is..... member by guarantee.
9.
 - (1) True accounts shall be kept of all sums of money received and expended by the company and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the 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.
 - (2) 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.
10. If upon a winding up or dissolution of the company, 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 company, 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.
11. The Company can be amalgamated only with another company registered under Section 8 of the Act and having similar objects.

12 We the several persons, whose names and addresses description, and occupation are hereunto are desirous of being formed in to a company not for profit, in pursuance of this Memorandum of Association

Name, Address description and occupation of subscribers	No. of Equity Shares taken by each subscriber	Signature of the subscriber.	Signature, Names, Addresses, descriptions and occupations of witnesses
<p>Prem Ranjan Kumar 40. Mathura Singh Vill- Brahampur P.O.-New Jaganpura P.S.-Ramkrishna Nagar Dist- Patna 800027 (Bihar) Occupation- Business</p>		 	<p>I witness to Subscriber/Subscribe rs who has/have subscribed and signed in my presence (Date & Place to given), further I, have verified his or their Identity details (ID) for their identification and myself of his/her their identification particular as filled in.</p> <p>CA SATENDRA KUMAR (MNO 510200) 105B Henan Apporibomb Exhibition Road, Patna 800001</p>
<p>TOTAL</p>			

Dated : 11/01/2019
 Place : PATNA

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Name, Address description and occupation of subscribers	No. of Equity Shares taken by each subscriber	Signature of the subscriber.	Signature, Names, Addresses, descriptions and occupations of witnesses
<p>Rituraj Kumar S/o - Prem Ranjan Kumar Vill- Brahmput P.O- Subhash Nagar P.S- Ramkrishna Nagar, Patna 800027, Bihar Occupation- Business</p>		 	<p>I witness of above named Subscriber  CA-SATENDRA KUMAR (M.N. 510160) 105B Henon Kpikhermat, Exhibition Road, Patna 800001</p>
<p>Vibha Kumari D/o - Satyendra Singh Add - S.R.T Quarter no. 01, Road no 12, Near morimul Jag Stadium, Rajendra Nagar, Patna - 800016, Bihar Occupation- Business</p>		 	<p>I witness to Subscriber/Subscribe rs who has/have subscribed and signed in my presence (Date & Place to given), further I, have verified his or their Identity details (ID) for their identification and myself of his/her their identification particular as filled in.</p>
TOTAL			

Dated : 11/01/2019
Place : PATNA

THE COMPANIES ACT, 2013

COMPANY LIMITED BY GUARANTEE

INCORPORATED UNDER SECTION 8 OF ‘THE COMPANIES ACT,2013’

ARTICLES OF ASSOCIATION

OF

MATHURAM REKH RAJ DEVELOPMENT

FOUNDATION

Interpretation

1. Table H to Apply

The regulations contained in the Table H, in Schedule 1 to the Companies Act, 2013 shall apply to this Company, except in so far as the same are expressly or impliedly excluded or inapplicable to the Company by the regulations contained herein or by any special resolution of the Company or otherwise.

- I. (1)** In these regulations:-
- a) “the “Act” means the Companies Act, 2013;
 - b) “the seal” means the common seal of the company.
- (2) Unless the context otherwise requires, words or expressions contained in these regulations shall have the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.
- (3) “Private company” means a company having a minimum paid-up share capital of one lakh rupees or such higher paid-up share capital as may be prescribed, and which by its articles,
- (i) restricts the right to transfer its shares;
 - (ii) except in case of One Person Company, limits the number of its member to two hundred:

Provided that where two or more persons hold one or more share in a company jointly, they shall, for the purposes of this clause, be treated as a single member:

Provided further that

- (A) persons who are in the employment of the company; and

- (B) persons who, having been formerly in the employment of the company, were members of the company while in that employment and have continued to be members after the employment ceased, shall not be included in the number of members; and
- (iii) prohibits any invitation to the public to subscribe for any securities of the company;

Members

- II. 1. The number of members with which the company proposes to be registered is hundred, but the Board of directors may, from time to time, whenever the company or the business of the company required it, register an increase of members.
- 2. The subscriber to the memorandum and such other persons as the Board shall admit to membership shall be members of the company.

General Meetings

- 3. All general meetings other than annual general meeting shall be called extraordinary general meetings.
- 4. (i) the Board may, whenever it thinks fit, call an extraordinary general meeting.
- (ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

Proceedings at general meetings

- 5. (i) 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.
- (ii) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.
- 6. The Chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
- 7. If there is no such chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.
- 8. If at any meeting no director is willing to act as chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

Adjournment of meeting

9. (i) 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.
- (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- (iv) Save as aforesaid, and as provided in section 103 of 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.

Voting rights

10. Every member shall have one vote.
11. A member of unsound mind, or 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.
12. No member shall be entitled to vote at any general meeting unless all sums presently payable by him to the company have been paid.
13. (i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.
- (ii) Any such objection made in due time shall be referred to the chairperson of the meeting, whose decision shall be final and conclusive.
14. 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.
15. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.
16. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

Board of Directors

17. The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.
18. (i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.

(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses property incurred by them:-
 - (a) in attending and returning from meetings of the Board of directors or any committee thereof or general meetings of the company; or
 - (b) in connection with the business of the company.

Proceedings of the Board

19. (i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
20. (i) Save as otherwise expressly provided in the Act, question arising at any meeting of the Board shall be decided by a majority of votes.

(ii) In case of an equality of votes, the chairperson of the Board, if any, shall have a second or casting vote.
21. 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.
22. (i) The Board may elect a chairperson of its meetings and determine the period for which he is to hold office.

(ii) If no such chairperson is elected, or if at any meeting the chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their members to be Chairperson of the meeting.
23. (i) 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 thinks fit.

(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
24. (i) A committee may elect a chairperson of its meetings.

- (ii) If no such chairperson is elected, or if at any meeting the chairperson 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 Chairperson of the meeting.
25. (i) A committee may meet and adjourn as it thinks proper.
- (ii) Questions arising at any meeting of a committee shall 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.
26. All acts done by 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 of 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.
27. 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 as valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.



**Chief Executive Officer, Manager, Company Secretary
or Chief Financial Officer**

28. Subject to the provisions of the Act,:-
- (i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it thinks 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.
 - (ii) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.
29. A provision of the Act or these regulations requiring or authorizing a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manger, company secretary or chief financial officer.

The Seal


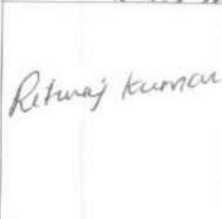


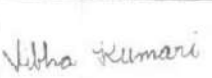
- 30 (i) The Board shall provide for the safe custody of the seal.
- (iii) The Seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorized by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose, and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is affixed in their presence.

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