

SOUL OF BRAJ FEDERATION

[COMPANY LIMITED BY SHARES NOT FOR PROFIT UNDER SECTION 8
OF THE COMPANIES ACT, 2013]

MEMORANDUM OF ASSOCIATION

[Pursuant to rule 19(2) the Companies (Incorporation) Rules,
2014]

- I. The name of the company is SOUL OF BRAJ FEDERATION.
- II. The registered office of the company will be situated in the State of Uttar Pradesh, within the jurisdiction of Registrar of Companies, Uttar Pradesh at Kanpur.
- III. **The objects for which the company is established are:**

A. The main objects of the Company to be pursued by the Company on its incorporation are:

- 1. To establish, promote, set-up, run, maintain, assist, support and/or aid in setting up and/or maintaining and/or running school and other institutions, orphanages, widow homes, lunatic asylums, poor houses, or other establishment for relief and/or help to the poor, old and infirm people and/or destitute.
- 2. To give, provide and/or render help and assistance in cash and kind to poor and/or destitute people, widows, etc.
- 3. To give, provide and/or render help and assistance to and/or implement any scheme for providing livelihood and upliftment of the poor.
- 4. To give, provide and/or render food, medicine and other help and/or assistance in any shape or form to the poor, deserving and needy persons.
- 5. To give and/or other help and assistance for the relief of persons and animals affected by natural and other calamities such as flood, fire, famine, cyclone, earthquake, storm, accident, pestilence, drought, epidemic, unbearable cost of living and the like, to give subscription, donation or contribution to institutions, establishments, centers, or persons doing relief work on such occasions.
- 6. To start, maintain and assist any relief measures in those parts which are or become subjected to natural calamities such as flood, fire, famine, cyclone, earthquake, storm, accident, pestilence, drought, epidemic etc.
- 7. To establish, maintain or grant aid for the establishments or maintenance of wells, tube wells, tank water reservoirs, trees and constructions of and repairs to paths, roads, bridges, etc. for the use of public.

8. To give, provide, distribute dhotis, blankets rugs, woolen clothing, quilts of cotton, woolen, silk and other varieties of clothes or other article of necessity and facilities for the poor.
9. To open, found, establish, promote, setup, run, maintain, assist, support and/or aid or help in setting up and/or maintaining and/or running schools, colleges, lecture halls and other establishment and institutions for advancement of education and of knowledge in arts, science, literature, humanity and all other useful subject in all their manifestation.
10. To open, found, establish, promote, setup, run, maintain, assist, support and/or aid or help in setting up and/or maintaining and/or running hospitals, boarding houses, libraries, reading rooms, gymnasium and other training and vocational institutes.
11. To promote, advance and encourage and/or aid in helping, promoting, advancing, encouraging primary, secondary and higher education including technical and medical education also physical training, training of handicraft, fine art and other useful arts, crafts among the public including the establishment and maintenance of welfare centers for them.
12. To foster and encourage education and training in handicrafts, fine arts, among women folk in general and establish and found institutions imparting such education and to establish, maintain, support, centers, institution for women and children and to provide social welfare works for women and children.
13. To meet traveling, boarding and lodging expenses for student going abroad for higher, commercial and technical education.
14. To open, found, establish, promote, setup, run, maintain, assist, fiancé, support and/or aid or help in setting up and/or maintaining and/or running hospitals, charitable dispensaries, maternity home, child welfare centers, convalescent homes, sanatorium and other similar institutions or centers for rendering or proving medical relief and/or aid to the suffering humanity or for research centers and institutions for promotion of research and education for medical science including surgery.
15. To open, found, establish, promote, setup, run, maintain, assist, support and/or aid or help in setting up and/or maintaining and/or running center, stadium, playground and parks for public use, sports and games and other social welfare work and/or activities in any part in India.
16. To open, found, establish, promote, setup, run, maintain, assist, support and/or aid or help in setting up and/or maintaining and/or running institutions, centers, auditoriums, and the like for the running of welfare and other services to the public and to provide meeting room for socially useful activities and functions.

17. To open, found, establish, promote, setup, run, maintain, assist, support and/or aid or help in setting up establishment, maintenance and/or running dharamshalas, wells, deep tubewells, tank, roads, etc.
18. To promote, organize, administer, establish, support, maintain and/or grant aid to any person, institution or society or organization whatsoever having for its object for charitable purposes and to incur expenditure in connection therewith.
19. To renovate or repair any such temple, mosque, gurudwara, church or other places which is notified by the Central Government in the Official Gazette to be of historic, archeological or artistic importance or to be a place of public worship of renown throughout any state or states.
20. To promotes assist and/or maintain all activities by whatsoever carried on or wherever carried on in India in conformity with the object of the Trust and as are conducive to the wellbeing and the general welfare of the nation or are conducive for advancement of any object or objects of general public utility not involving/carrying on any activity for profit.
21. To help in the preservation of cattle and useful animals.
22. To publish or publishing books, pamphlets, periodicals and newspapers in India or outside for the spread and advancement of education and culture.

B. Matters which are necessary for furtherance of the objects specified in Clause III (A) are:

1. To accept any bequests, devise, gift or donation whatsoever (whether of money or of property of any description) and to apply the same or the proceeds of sale or realization thereof for the purpose of the Federation or to invest the same or such proceeds and apply the income arising there from for any of the objects of the Federation.
2. To acquire by gift, donation, purchase, exchange, lease or otherwise land, buildings, easements and all other property movable or immovable which the Federation for the purposes hereof may from time to time think proper, necessary and convenient to acquire.
3. To collect, levy, take, recover and receive fees, subscriptions, donations, loans and other charges from members for membership and other privileges given by the Federation and to collect, levy, take, recover and receive fines and penalties from defaulting members.
4. To open and operate accounts with any bank or banks and to pay into and to withdraw moneys from all or any of such accounts.
5. To sign, seal, execute and deliver all instruments, deeds, documents and writings whatsoever usual, necessary or expedient in relation to the Federation or its affairs or interests whether as grantors, consentors or otherwise.

6. To improve, manage, develop, exchange, lease or let under lease, sublet, mortgage, dispose of, turn to account or otherwise deal with, all or any part of the property of the Federation.
7. To construct upon any premises acquired for the purposes of the Company any building or buildings and alter, add to, or remove, any building upon such premises.
8. To invest surplus money of the Company not immediately required for any of its objects, in such securities and with such sanctions as may, for the time being be prescribed by law.
9. To subscribe to, become a member of, and co-operate with any other Company, whether incorporated or not, whose objects are altogether or in part similar to those of this Company, and to procure from and communicate to any such Company such information as may be likely to further the objects of this Company.
10. Subject to the provisions of the Companies Act, 2013, to receive donations of all kinds from all persons for the purposes of the Company.
11. To pay out of the funds of the Company the costs, charges and expenses preliminary and incidental to the formation, establishment of the Company, or any other company and all expenses, which the Company may lawfully pay, having regard to the provisions of the Companies Act, 2013.
12. To raise or borrow money from any Government or Authority, Central, State, Foreign, Municipal or Local or otherwise or from the Reserve Bank of India, banks and financial institutions or other agencies or other persons with or without security on such terms and conditions as it may deem fit.
13. To amalgamate with or to acquire and undertake the whole or any part of the assets and/or liabilities of any person, firm, trust, body corporate, cooperative society carrying on similar activity or proposing to carry the same and to which the Company is authorized to carry on or having property suitable for the purposes of the Company or which can be carried on in conjunction therewith.
14. To promote and effect incorporation under the Companies Act, 2013 or under any other law for the time being in force or otherwise, of any company or companies or trust(s) or institution(s) with similar objects as this Company and/or such other charitable and/or public purposes as the Company may think fit and expedient or to join with any person or persons in promotion or incorporation of such company or companies or trust(s) or institution(s) or association(s).
15. To draw, make, accept, endorse, purchase, sell, discount, rediscount, negotiate, execute and issue bills of exchange, promissory notes, hundies, bills of lading, and other negotiable or transferable or other instruments or securities.

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 regulations or restrictions or conditions which, if any of the object of the Company, would make it a Trade Union.

IV. The object of the Company extends to the whole of India.

V.

- (i) The profits, if any, or other income and property of the company, when-so-ever 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 persons claiming through any one or more of them.
- (iii) 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.
- (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 being members) or to any other person (not being member), in return for any services actually rendered to the company including Performance Related Pay.
- (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.

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 will consist of Rs.1,00,000 (Rupees One Lakh) only divided into 10,000 (Ten Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each.





- IX. (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.

X. 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, to be determined by the Members of the Company at or before the time of dissolution and in default thereof by such Judge of the High Court of Judicature or anyone else that has or may acquire jurisdiction in the matter.

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

XII. We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

S. No.	Name, Description, Addresses and Occupation of the Subscribers	No. of Equity Shares taken by each Subscriber	Signature of the Subscriber	Name, Description, Address and Occupation of the Witness
1.	Mr. Tarun Misra S/o Mr. Satish Misra Flat No. 104, Block-F, Krishna Greens, Near Safar Hospital, Vrindavan, Uttar Pradesh 281121 Businessman	800		Signed before me  Shashank Dhingra, ACA Mem No. 524649 R/o C-192, 2 nd Floor, New Moti Nagar, New Delhi 110015 Full Time Practice
2.	Mrs. Pushpa Sharma W/o Mr. Hare Krishna Dwivedi 7, Rang ji Mandir Ki Taal, Vridnavan, Mathura, Uttar Pradesh 281121 Businesswoman	190		
3.	Mr. Rusen Kumar Miree S/o Mr. Panch Ram Miree 222, Krishna Vatika, Boirdadar, Raigarh, Chhattisgarh 496001 Businessman	10		
	Total	1,000		

Place: Uttar Pradesh

Date: 04-06-2020