

Form No. INC-13

(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

**UNDER SECTION 8 OF THE COMPANIES ACT, 2013
[Pursuant to rule 19(2) the Companies (Incorporation) Rules, 2014]**

**MEMORANDUM OF ASSOCIATION
OF**

GROUND COMMON PEOPLE FOUNDATION

1. The name of the company is **GROUND COMMON PEOPLE FOUNDATION.**

2. The registered office of the company will be situated in the **State of ODISHA.**

3(A). The objects for which the company is established are:

To provide, promote social welfare in every way including education, agriculture, health, environment, culture, human rights and crime control, etc. To create general awareness about social, environmental, developmental, educational, human rights and criminal issues by organising various programmes for the betterment of livelihood of the people. Providing for and contributing to Environment Management by undertaking activities in the fields of Social Forestry, Wildlife Protection and Bio-diversity Management. To create awareness amongst the general public for their human rights and help them to fight against various crimes and activities as and when needed.

“However the company shall apply its profit, if any or other income in promoting its objects and to prohibit the payment of any dividends to its members.”

“No objects of the company shall be carried for without prior approval of the competent authorities. Further no objects of the company shall be carried out on commercial basis.”

3(B). The incidental objects in furtherance of main objects are:

- (i) Providing for and contributing to education, scientific research and socio-economic development in broad areas of Sustainable Development, Women’s Empowerment, and Natural Resource Management. To establish, conduct and maintain old age homes, school cum orphanage for needy and poor children, providing support to physically challenged men, women and children and persons with similar disabilities and also for granting assistance to institutions performing similar activities. Organising various training and development programmes and Providing for grants, scholarships, fellowships and other forms of assistance to the needy and deserving students for pursuing education and vocational training.

- (ii) To promote education, charity and general welfare of the people and the nation as a whole.
- (iii) To provide employment, jobs to unemployed and needy people.
- (iv) To promote education and general awareness for welfare of environment and reducing pollution.

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, who would make it a trade union.

4. The objects of the company extend to the whole of India.

- 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 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, 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.
- (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 of Companies.
- 7. The liability of the members is limited.
- 8. The share capital of the company will consist of Rs. 1,00,000/- comprising of 10,000 equity shares of Rs. 10/- only each.
- 9. 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.

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.