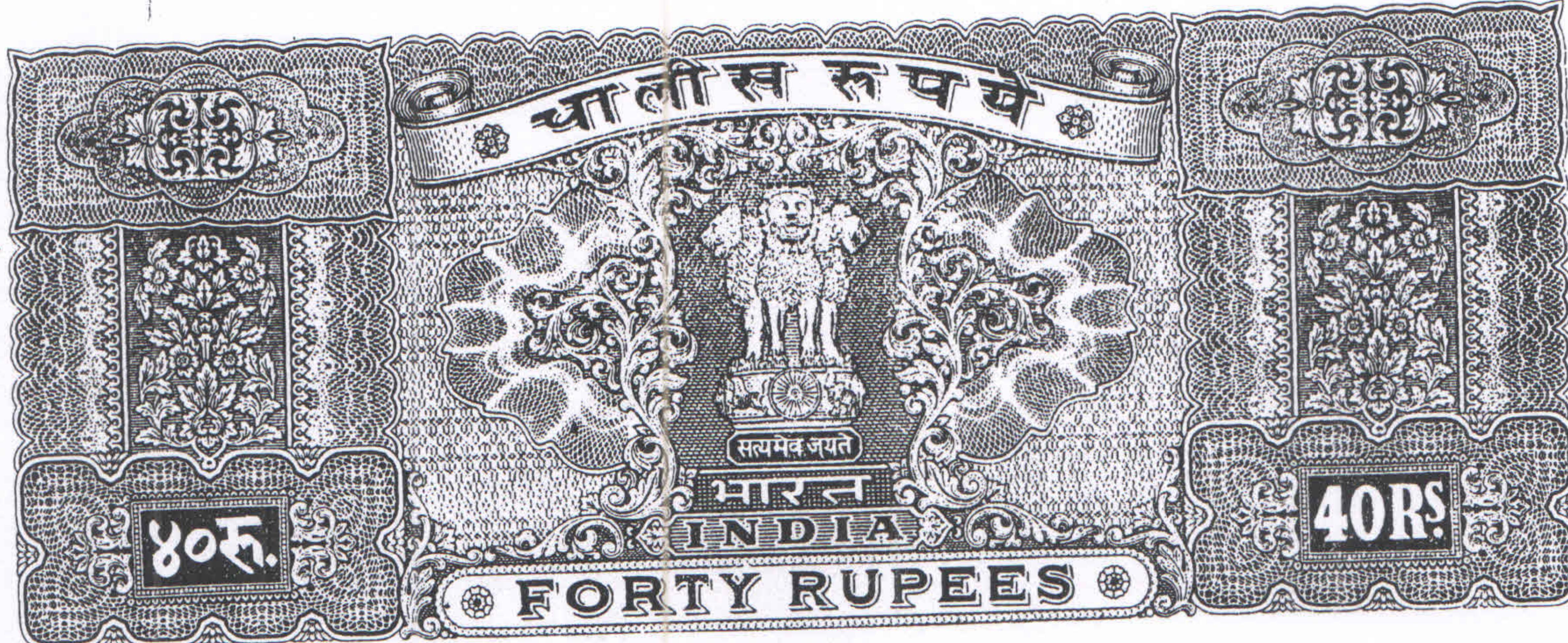


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Inquiry No. 4105 of Pt - U/S. 15

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D-Officer/Asstt. Charity Commissioner  
Greater B'bay. Region, B'bay

186

27 OCT 1986

GAUTAM G. PAREKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
303, VENICE CHAMBERS, PRECIT ROAD  
BEHIND THE DOME OF ST. MARGARET INDUSTRIES EMPORIUM  
M.T. VIKALP FORT BOMBAY 400 001

THIS INDENTURE made at Bombay this TWENTY EIGHTH day of October, 1986 BETWEEN DR. RAVINDER TALWAR of Bombay Hindu Inhabitant, hereinafter called "THE SETTLOR" (which expression shall unless it be repugnant to or inconsistent to the subject or context thereof shall include him and his heirs, executors, administrators of the one part and 1) SMT. KRISHNA KUMARI TALWAR, and 2) SMT. SUCHETA TALWAR, and 3) DR. RAVINDER TALWAR all Hindu Indian inhabitant hereinafter called "THE TRUSTEES" which expression shall unless it be repugnant to with or inconsistent with the subject or context thereof shall include the survivors of them and the heirs, executors and administrators of such survivors and the Trustees or Trustees for the time being of those present or their assigns of the other part.

AND WHEREAS "The Settlor" is desirous of creating and establishing a public charitable trust and settling a sum of Rs. 1,000 (Rupees One thousand only) on trust for public charitable purposes in India, and as is hereafter expressed or contained in these presents.

P.T.O.

Sucheta Talwar

Krishna Kumari

Ravinder Talwar

AND WHEREAS "The Settlor" is to effectuate here aforesaid desire requesting the trustees to be the first trustees of these presents which they the trustees have agreed to do as is evidenced by their respectively joining in executing these presents:

AND WHEREAS prior to the execution of these presents, "The Settlor" has paid over the trust such sum of Rs. 1,000/- (Rupees One thousand only) in cash.

NOW THIS DEED WITNESSETH as follows:-

1. For effectuating his said desire and in consideration of the premises the Settler doth hereby declare that he has prior to the execution of these presents paid and handed over to the first three Trustees the said sum of Rs. 1000/- (Rupees One thousand only) for ever upon the trusts and with and subject to the powers and provisions hereinafter declared and expressed of and concerning the same.

*Prithika Talwar*

*Rajinderpal Singh*  
.... 2.

*Krishan Kumar*

2. The Settler doth hereby declare that the Trustees shall stand and be possessed of and the Trustees do and each of them doth declare and confirm that they the Trustees hold and shall stand possessed of the said sum of, Rs. 1000/- (Rupees One thousand only) and all accretions thereto or contribution and or donations that may hereafter be received by them and the investments for the time being representing the same and all funds and securities and other properties movable and immovable which may be under the said trusts (all of which are hereinafter in these presents designated as the "Trust Fund") and all income arising therefrom upon trust for the use and with and subject to the powers, provisions, directions and agreements hereinafter declared and contained of and concerning the same.
3. The Trustees shall hold and stand possessed of the said Trust Fund and the income thereof upon trust to receive interest and other income thereof and thereout in the first place to reimburse themselves or pay and discharge all the costs charges and expenses incurred in or about or incidental to the administration or execution of the trusts or powers of these presents and also pay all outgoing taxes, assessments, dues and duties and other taxes payable in respect of and the costs of carrying out repairs to immovable properties if any for the time being subject to the trusts of these presents AND SUBJECT thereto and subject to clause 4 upon trust to apply the residue of the said interest and other income (hereinafter called "said income") and at their absolute discretion to apply the whole or any part or parts of the trust fund and/or the income thereof for such public charitable purpose or purposes as they decide including (a) relief to the poor (b) advancement and propagation of education (which expression shall mean and include all sorts of aids to education like scholarships, loans, libraries, reading rooms, donations to establishments or educational institutions etc.) and (c) medical relief of all types and (d) advancement of any other object of general public utility but not involving the carrying on of any activity for profit and to utilise in India the Trust Fund and/ or income thereof for such public charitable purposes as the Trustees may in their absolute discretion think fit and for one or more of such public charitable purposes, to the exclusion of other or others as the Trustees may think fit

K. Krishan K. Curmeyer

Sukhdev Talwar

Ramdev T. Jawa<sup>3.</sup>

PROVIDED THAT the income as well as the corpus shall be applied only towards public charitable purposes as aforesaid in India and any accumulations of income or additions to the Corpus, shall also be made and deemed to be made for application to such public charitable purposes as aforesaid.

4. Notwithstanding anything hereinabove or hereinafter contained, the income as also the Corpus of the Trust Fund shall be applied and be applicable only to or for such public charitable purposes only and within such territories and subject to such conditions or limitations if any as may from time to time be laid down in the Income Tax Act for the time being in force or any other Act, governing taxation of income eligible for exemption from taxation thereunder or any replacement or re-enactment thereof or modification thereof for the time being in force in India.
5. Without prejudice to the generality of the foregoing objects or purposes but subject as aforesaid it is declared that the Trustees shall apply Trust Fund and or its income at their absolute discretion in or towards any one or more of the following charitable objects or purposes (which according to taxation laws be public charitable objects or purposes) to the exclusion of the other or others of them in such proportions and manner in all respects as the Trustees may in their absolute discretion think proper.
  - (a) The spread or promotion of education or learning in all its branches in such manner as the Trustees may think fit, including:
    - i. Establishment and/or acquisition and maintenance or support of schools, colleges, Vidya-piths, Bal Mandirs, Study centers, Research Centres, Universities and other institutions or Funds and for imparting education and training of students:
    - ii. Establishment and support of professorships Fellowships, Lecture-ships, Scholarships and prizes at any schools, colleges or other educational institutions:

Kushan Kumar

Manisha Teliwal

..... 4. *Kanindra Talwar*

- iii. establishment and maintenance of and support of Hostels, and or boarding houses for poor and deserving students and also grant of free boarding and lodging to poor and deserving students upon such terms and for such period in each case as the Trustees may think fit:
  - iv. Grant of Endowments at University Research Institutions (whether now existing or hereafter established) for spread of education and knowledge in all or any branches of knowledge:
  - v. Awarding Scholarships and Fellowships and grants by way of loan and otherwise and on such terms and conditions as the Trustees may think fit for the purpose of undertaking, prosecuting and encouraging research work in any branch of engineering, technology, electric therapy, radiology, bacteriology, medical science, agricultural science or any other branches of modern applied science in its widest and more comprehensive sences:
  - vi. Awarding Scholarships and cash payments either absolutely or on loan basis to poor persons including women desirous or receiving primary, secondary and higher education.
- (b) Giving medical relief in such manner as the trustees may think fit including:
- i. Grant of subscriptions and donations to Hospitals, Dispensaries, Convalescent Homes, Assylums, Nursing Homes, Orphanages and other public institutions or funds for administering medical relief to the needy upon such terms and conditions and for such period as the Trustees may think fit:
  - ii. Establishment, acquisition and maintenance and support of hospitals, dispensaries, maternity homes, sanatoriums, research centres laboratories, medical colleges and schools and other maintainence of beds in hospitals.

Karthan Karmal

Sukhdev Talwar

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Kaminder Talwar

iii. Grant of medical help to the poor and deserving persons during epidemics, famine, flood, earthquake, or any unforeseen calamity or war or warlike operations or even during normal times.

- (c) Distribution of free food and clothing to the poor and needy.
- (d) Setting up or helping endowments or other orphanages or poor houses, for the benefits of orphans and or old and other deserving persons.
- (e) Setting up or helping by endowments or otherwise institution of funds for the benefit of poor widows.
- (f) Sinking of wells and or setting up Havadas and Parabas whenever and wherever they be necessary:
- (g) The creation, maintainence and supply of Gardens, Gymansiums, Physical Culture Centres and other means of public recreations for advancement of health and hygiencs:
- (h) For contribution to National Funds, draught relief funds, and or any other funds for benevolent objects.
- (i) For the advancement of any other objects of General Public Utility.
- (j) Any general for utilisation of the Trust Fund and the income thereof for more perfectly carrying out or effectuating all or any of the aforesaid charitable objects and purposes which are regarded by law as Charitable.

PROVIDED ALWAYS : and without prejudice to the generality of the foregoing that the help to be given under any of the foregoing heads. Whenver the case admits, may be given either in the way of pecuniary payments or the

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Krishan Kumar

Surbhi Telwani

Lamidev Talwar

supply of provisions, medicines, books etc. in any manner which the Trustees may consider desirable.

6. (i) The trust hereby established shall always be called SHRI ROSHANLAL TALWAR MEMORIAL TRUST and the said name shall never be changed :  
(ii) The office of the Trust shall be at Bombay and or at such other place or places in India as the Trustees may from time to time think and decide.
7. It shall be lawful for the Trustees to frame rules and regulations for administration of the Trust and for the regulation and conduct of meetings and proceedings of the Trustees from time to time, later, vary, modify, or repeal such rules and regulations and to substitute other rules and regulation in lieu thereof.
8. Subject to the provision of any law applicable in regard to investment of funds of public charitable trusts for the time being in force and applicable to this trust, the Trustees may, and are hereby authorised to invest the Trust Funds and every part thereof in any stocks, shares, securities, debentures, loans, deposits, or immovable properties and in any other investments as the Trustees may think fit including mortgages and/or hypothecation and/or pledge of any kind whatsoever and may vary or transpose any investments into other or others of alike or other nature authorised for by law for investment.
9. The Trustees for the time being of these presents may appoint one or more of the Trustees from among them as the Managing Trustee, or Managing Trustees as the Trustee may think fit and may from time to time withdraw such powers and authorities.
10. For the accomplishment of the Trusts of these presents and without prejudice to the generality of any powers hereby given or by law conferred to or implied or vested in the Trustees, the following powers and authorities are hereby expressly conferred on the Trustees, that is to say:

Roshanlalwan

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Roshanlalwan

Kushan Kunwar

- a) To permit the investments as well as bank accounts to stand so long as the Trustees desire in the name of the Managing Trustee or Trustees or Trustee.
- b) To permit any one or more Trustees to operate on any banking account.
- c) Subject to the law for the time being in force to sell, lease, exchange gift, surrender, mortgage or to give on leave and licence basis movable or immovable properties for the time being any grant leases for each period and or monthly tenancies and on such rent and on such terms and conditions (including an option to the lessees to purchase) as they may think fit and to accept any property on leases;
- d) To hire to take on lease or to purchases or to acquire any immovable or movable property for all or any of the purposes of the Trust or for investment purposes at such rents, compensation or hire or consideration and on such terms and conditions and for such period and with or without option of renewal or purchase as the Trustees may think fit;
- e) To appoint, dismiss, reappoint or employ servant clerks, caretakers and others on such salary and on such terms as they may think fit;
- f) The Trustees shall not be themselves liable or responsible for the acts or default of any other person or persons, but only for their own respective acts and defaults;
- g) To accept donations of money and/or property movable and/or immovable on such conditions and terms as the Trustee may think fit including donations and contributions towards the corpus of the Trust Fund but not being inconsistent with these presents and the Trustees may accept a condition that such donation or any part thereof may be expended and applied in the name of the donor or any name which the donor may indicate;
- h) It shall be lawful for the Trustees to pull down, construct, renovate, rebuild, later, improve, add to, develop or repair any immovable properties for the time being comprised in the Trust Fund and to expend thereon such money out of the Trust Fund or the income thereof as they may think fit;

Krishan Kumar

Ruchika Talwar

Lamda... 8.  
Lamda Talwar

- i) The Trustees shall also have the power to insure any premises comprised in the Trust Fund against loss by fire, lighting, or civil commotion or other risks or losses as the Trustee may think proper from time to time but no liability shall attach on the Trustees or any of them by reason of any property remaining uninsured in any way;
- j) The Trustees shall also have the power after paying all rents, rates, taxes, and other outgoings and expenses out of the rents and profits of any immovable properties to set aside out of the balance thereof, from time to time such sums of money as the Trustees consider proper to meet the expenses of heavy repairs or by way of depreciation of sinking and/or fund and to utilise the same and the income therefore for heavy repairs or for rebuilding or reinstating immovable property and/or erecting new building and in the meantime to invest the same in securities authorised by these presents ;
- k) It shall also be lawful for the Trustee to permit any immovable property forming part of the Trust Fund to be held used and enjoyed for the purpose of any scheme or charity or other purposes of these presents. The Trustees may also allow the same or any part thereof to be occupied by any employee of the Trust and/or of any such Scheme free from payment of rent and/or compensation or on terms as the Trustees may think fit ;
- l) To act according to the decision of the majority of the Trustees when the decision of the Trustees is not unanimous ;
- m) The Trustees shall have full power to compromise or compound all actions, suits, and other proceedings and differences and refer to arbitration and to adjust, settle and approve all documents relating to the Trust Fund and to execute, release thereto as fully as if they were absolutely entitled to the Trust Fund;

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Jamidabwala

Mehdi Talwad

Kushan Kumai

- n) The Trustees shall have power and be entitled to commence, initiate, prosecute or defend any suit, action or proceedings, in any court or Tribunal, Civil, Criminal or Revenue or before any Government Department or any public body concerning or touching any matter relating to the Trust and to compromise or compound or refer to arbitration, abandon or submit the judgement any such action or proceedings or suits or differences and disputes touching the Trust Fund and/or the Trust estate or arising out of these presents and to adjust and settle all accounts, debts, claims or suits etc. and to appoint pleaders, attorneys, advocates or chartered Accountants, in that behalf and pay and allow all fees, costs and expenses necessary to be paid or allowed in the premises and to sign, execute, present and file all applications, plaints, petitions, written statements, vakalatnames, warants of attorney affidavits, memorandum of appeal and other documents of any description whatsoever necessary in such suits or proceedings etc, and generally for representing the said Trust and the Trust Fund and to do all other acts, deeds and things are fully and effectually as if they were absolutely entitled to trust funds and/or the Trust estate without being responsible or liable for any loss occassioned thereby.
- o) The Trustees may from among themselves appoint a Secretary or appoint another person to be secretary and such secretary shall be entitled to honorarium or pay at the discretion of the Trustees and such Secretary shall carry out such work under the directions, supervision and guidance of the Chairman and/or of such person or persons as the Trustees may from time to time assign or entrust to him ;
- p) The Trustees may, if necessary, rent or hire a place for their office for holding meetings of the Trustees and transacting the business of the Trust and furnish the same with necessary furniture at the cost and the expenses of the Trust Fund ;
- q) Instead of themselves spending any sum for any object and/or purpose authorised by these presents, the Trustees may pay and sum for the purpose of such expenditure to the Treasurer or Secretary or other official of any institution or fund without being bound to look after the application thereof and the receipt of any such person purporting to the Treasurer, Secretary or official shall be complete discharge to the Trustees for such payment and from seeing to application thereof ;

Sukhdev Talwar

Lamidder Talwar  
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Kasturam Kusumai

- r) The Trustees may make conditions with the institution or fund charitable society or other entity when giving or agreeing to give any help or donations thereto as the Trustees may think fit. It shall be a condition of any help or donation that the Charitable Object for which it can be used shall be a public charitable object falling within the objects of this trust ;
- s) The Trustees may agree to and/or give or help or donations in lumpsum or in instalments or from time to time and subject to such limits as the Trustees may think fit ;
- t) To decide all questions arising in the administration of the trusts thereof and including all questions relating to the interpretation of these presents or any clause or thing herein contained or touching or concerning or matter relating to or connected with or arising out of, these presents or the operation thereof, the decision of the Trustees on all or any of the matters aforesaid shall be final ;
- u) To reimburse themselves or pay and discharge out of the funds or any property subject to the terms of these presents and/or income thereof all expenses or disbursements that may be incurred in or about the execution of the trust and powers of these presents ;
11. a) The Trustees may meet together for the disposal of the business, adjourn and otherwise regulate their meeting and proceedings as they may think fit;
- b) The Trustees may appoint one of themselves to be the Chairman of the Board of Trustees. The Chairman shall preside at the meetings of the Trustees. In case of equality of votes the Chairman shall have a second or casting vote;
- c) A resolution passed without any meeting of the Trustees and evidenced by writing under the hands of the majority of the Trustees shall be valid and effectual as a Resolution duly passed at a meeting of the Trustees in accordance with the provisions of "these presents provided such resolutions has been circulated to all the Trustees ;

Lokman Khanwala

Surbhi Telwal

Kaninder Balwara  
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- d) A trustee may not vote on any matter in which he may be personally interested or concerned, and in such a case the decision of the other Trustees or Trustee not personally interested or concerned shall be regarded as the decisions of the Trustee.
- e) The quorum at a meeting of the Trustees shall be two ;
- f) The Trustees shall keep or cause to be proper books of accounts in which all receipts and expenditures relating to the Trust shall be entered ;
- g) The Trustees shall each year cause to be made and prepared all proper accounts or receipts and expenditures in connection with the management of the Trust for the proceeding year showing separately several heads of receipts and expenditure. Such account shall be audited by a Chartered Accountant or Chartered Accountants appointed from time to time by the Trustees and the Auditor so appointed shall be paid/his/their remuneration from the Trust Fund and/or the income thereof ;
- h) Notes made in the Minute Book and other heads of any matter relating to the Trusts duly authorised by the Chairman of that or the succeeding meeting shall be conclusive evidence of the facts and matters duly noted therein ;
12. The Receipts of the Trustees or Trustee of the Managing Trustee or Secretary holding power of Attorney as the case may be, for any monies paid for any stock funds or securities or other investments transferred to them or him in the execution of any of the Trusts or powers hereof or for the purchase money paid them or him shall effectually discharge the person or persons so paying or transferring the same therefrom.
13. i) If the Trustees or any of them hereby appointed or to be appointed as hereinafter provided shall die or desire to be discharged or refuse or become incapable to act or is adjudicated insolvent or convicted of a criminal offence involving moral turpitude and punished with imprisonment exceeding six months or be absent from India for a period of twelve months or more without obtaining the leave of the other Trustees in writing or absenting for a period of three months or more without intimating his whereabouts then the surviving or continuing trustees or Trustee for
- Kushan Kumar  
Surkheti Talwar  
Kamla Talwar 12.

the time being may appoint any person or persons in the place of the Trustees or Trustee, so dying, desiring to be discharged or convicted of a criminal offence and punished with imprisonment as aforesaid or absenting as aforesaid.

- xx ii) The Trustees may appoint any person or persons as an additional Trustee or Trustees but so that the maximum number of Trustees for the time being in office shall not exceed seven,
- iii) The number of Trustees shall at no time be less than two or more than seven;
- iv) On every appointment of a Trustee, the Trust Fund shall, if and so far as the nature of the property and unless the Trustees otherwise resolve or admit, but so as not to prejudice the power of the Managing Trustee, be transferred so that the same may be vested in the Trustee or Trustees for the time being AND every Trustee so appointed as aforesaid may as well before or after such transfer, act and or assist in the execution of the Trusts and powers of these presents so fully and effectually as if he had been hereby constituted a Trustee.
14. The Trustees shall be respectively chargeable only for such moneys, stocks, funds of the Trusts, as they shall respectively actually receive notwithstanding, their signing any receipts for the same of conformity and shall be answerable and accountable only for their own acts, neglects and wilful defaults, and not for those of such other Trustee or Trustees, not for those of any Bankers, Brokers or other persons in whose hands any trust money or securities may be placed nor for deficiency of the stocks, funds and securities nor otherwise for any involuntary losses, unless the same shall happen due through their or his own willful defaults.
15. The Trustees shall have full power and absolute discretion to amalgamate this trust with any other institution trust, or society, having similar objects on such terms and conditions as they think proper.

Kashan Kumar

Sukhela Talwar

.....13.  
Lamichha Talwar

16. The Trustees shall have full power and absolute discretion to accept donations contributions, subscriptions, gifts and/or endowments or trusts or obligations of any property movable or immovable from any person, body corporate or incorporate, and upon such terms and conditions as they in their absolute or discretion may think fit and proper PROVIDED HOWEVER that such terms and conditions shall not be in any way inconsistent with any of the objects hereinabove mentioned.
17. The Trustees shall have full power and authority to take advances borrow money, take loans and deposits for the purpose of the trust from any person, body corporate or trust society and to give security of any trust property to such person, body, corporate trust or society on such terms and conditions as they deem proper.
18. Every power, authority or discretion conferred upon the Trustees shall be exercised or signified either by some instrument in writing to be signed by all the trustees or such of them as may be present in Bombay or by majority of them or by the Resolution of the Trustees or such of them as may be in Bombay and shall be present and vote at any meeting of the Trustees.
19. The Trustees may deposit any documents held by them relating to any property belonging to the Trust under these presents with any Bank or Bankers and may pay any sum payable in respect of such deposit.
20. Every Trustee under these presents being engaged in any profession or business shall be entitled to make and receive all such charges and emoluments for business done by him in relation to the education of the trusts of these present as if he would be entitled to make and receive in respect of such business he had not been trustee.

*Ruchita Talwalkar* *Lamidev Patwari*

*Krushna Kunwar*

AND LASTLY IT IS HEREBY AGREED AND DECLARED that notwithstanding anything hereinabove contained:

- a. The Trustees shall not transfer or apply at any time the whole or any part of the Trust Fund for the time being subject to the provisions of these presents and/or the income thereof for any purpose other than the charitable purposes and/or the object of this Trust;
- b. The benefit of the trust is not reserved for any particular/religious community or caste;
- c. No discretion or power by these presents conferred on the Trustees shall be exercised and no provisions of these presents shall operate so as to cause any part of the Trust Fund for the time being subject to the trusts of these presents and/or the income thereof to become payable to or applicable to the benefit and/or to ensure directly or indirectly for the benefit and/or to ensure directly or indirectly for the benefit of the Settlor or of any person who has made a contribution of not less than Rs. 5000/- to the Trust hereby created or of any member of the family or relation of the Settlor or of the person or persons aforesaid or any concern in which the Settlor and/or the person aforesaid have or has a substantial interest;
- d. The Trust shall maintain regular accounts of it's receipts and expenditures.
- e. The Trust shall be registered under the Bombay Public Trust Act.

IN WITNESS WHEREOF the Settlor and the Trustees have hereunto set and subscribed their respective hands the day and year first hereinabove written.

..... 15.

Sukhdev Talwar,

Kamlesh Talwar

Kreshan Kumar

SIGNED SEALED AND DELIVERED  
by the SETTLOR DR. RAVINDER  
TALWAR in the presence of  
.....  
.....

*Ravinder Talwar.*

SIGNED SEALED AND DELIVERED  
by the TRUSTEES  
1. MRS. KRISHNA KUMARI TALWAR  
2. MRS. SUCHETA TALWAR  
3. DR. RAVINDER TALWAR  
in the presence of  
.....  
.....

*Krishna Kumari*  
*Sucheta Talwar*  
*Ravinder Talwar.*