

FORM INC-13
MEMORANDUM OF ASSOCIATION
OF
VISHWANAYAK FOUNDATION
[Pursuant to rule 19(2) the Companies (Incorporation) Rules, 2014]
COMPANY LIMITED BY SHARES
The Company Incorporated under Section 8 of the Companies Act, 2013

- I. The name of the company is “**VISHWANAYAK FOUNDATION**”.
- II. The registered office of the company will be situated in the State of Maharashtra, under the jurisdiction of Registrar of Companies, Pune.
- III. A. The objects for which the company is established are:
 1. To promote education to all classes of society by setting up, developing, acquiring, operating, supporting, aiding, educational institutions, schools and colleges of national and international standards, study centres, research center to impart diploma, graduate, post graduate, professional programs and disseminate knowledge in all faculties of educations. To arrange vocational training centres aimed at empowering men and women of weaker sections of society, unemployed citizens to become self-reliant, reducing their dependence on others. To promote research in the field of engineering sciences, technology Incubation, agriculture, human resource development, Life sciences, health sciences. To promote sports, culture activities, Olympics and adventure sports. To practically implement the slogan “Sports for all” and “Sports & Education for all.”
 2. To promote medical institution, nursing home or clinics & to grant assistance to needy and indigent persons for meeting the cost of medical treatment. To ensure adequate, qualitative, preventive & curative health care to people. Ensure health care services to all particularly to the disadvantaged groups Provide affordable quality healthcare through the allopathic homeopathic & ayurvedic systems of medicine. Ensure greater access to primary health care particularly, in the underserved & backward districts. Provide facilities for recreation, games, sports, physical exercises and/or for the development of any art such as yoga, meditation, martial arts, aerobics etc. To promote activities for supporting and/ or uplifting and / or providing for the socio-economic development and welfare of or generally for improving the quality of life, general health and wellbeing of the underprivileged sections of society, including the poor, the marginalized and/or the neglected sections of society, aged, orphans, unwanted children, sick, physically challenged, differently abled communities and /or other sections of society who are neglected or are in need of support.
 3. To provide immediate assistance to people facing medical emergency and help them reach nearby medical centre / hospital. To compile list of medical professionals / workers in the District who can be contacted for medical help / counseling. To compile list of all Central / State Govt helplines numbers, nearby list of medical centres, pharmacy stores, officials help numbers and make them communicated to people with the help of newspaper and cable TV Ads. To compile list of patients

who have been advised surgeries / urgent medical procedures and cannot further delay the treatment and to counsel them with the help of volunteers and if need be, getting them necessary permission and resources to continue the treatment. To compile list of patients who need regular lifesaving medical care (dialysis, chemotherapy, thalassemia, heart patients other such related medical needs) and finding out regular status of their health and requirements and if need be help them to reach medical centres.

4. To provide food to needy people especially poor, elderly, children, migrant workers, homeless, people without job. To help homeless people to reach Govt / Private shelter homes /food camps. To assist all people, and in particular the houseless, the inadequately housed and the vulnerable sections and to secure for themselves affordable shelter & infrastructure. To increase the access of poorer households to basic infrastructure required for human settlement. To promote a more equal distribution of land and houses in urban and rural areas. To preserve the nations rich heritage in the field of human settlements. To promote special and constructive programmes for the betterment of the weaker section of the rural communities by providing them with adequate, sustainable sanitation, safe drinking water and food hygiene facilities through awareness creation of hygiene education and sanitary habits. To bring about an improvement in the general quality of life in the rural areas. To promote intensive education and awareness campaigns to ensure that people understand the need for safe sanitation, safe drinking water and food hygiene.
5. To work for ensuring that basic human rights are protected. To avoid compromising on human rights for economic or political expediency. To restrict cooperation with governing regimes that violate human right. To actively engage with the Government of India and other countries to promote human rights education. To necessitate human rights education to motivate people to take positive and peaceful action in support of human rights. To bring diplomatic and commercial pressures on regimes that violate human rights, to ensure that they respect the basic rights of their citizens. To train the young men and women for facing the challenges and the rising conflicts and tensions in the name of caste, region and culture. To help stop legal social and economic discrimination against women and their exploitation in different ways. To prepare case studies on the rising custodial deaths, killings in encounters and related issues for imparting human right education and to make accountable holders of State power. To effectively work for reducing gender inequalities, exploitations and injustices. To provide legal aid and advice for the indigent and weaker sections of the society. To aid in organizing conferences, seminars, meetings, discussions, debates, study courses, collection of statistics, exhibitions, shows, tour trips etc. To publish books, encyclopaedias, monographs, journals and directories on human rights.
6. To create awareness, conduct research and training for the protection of environment. Help victims of pollution and environmental degradation to seek and obtain social environmental justice. To reduce carbon dioxide (CO₂) emissions, global warming, climate change & fight deforestation. To safe & secure Indian rich diversity of human life, animals, plants, mountains, forts, rivers, and infrastructure, public & private properties. To increase access to green & clean energy in rural areas through renewable energy project and promote more efficient energy consumption. To promote environment - friendly, socially just and sustainable models of energy by focusing on renewable energy and energy efficient technologies and lifestyle solutions.

7. To do or to cause to be done any or such acts or as shall be conducive for promoting education, Medical, human rights, environmental, social, moral, ethical, civil & physical welfare, and overall welfare of the people of India.

No object of the Company shall be carried out without the permission of respective competent authority whomsoever and no object of the company shall be carried out on commercial basis.

B. The doing of all such other lawful things as considered necessary for the furtherance of the above objects:

8. To receive, accept donations for promotion of the objectives of the Company from any individuals, associations, organizations, domicile in India or overseas countries, subject to Rules and directions issued by Reserve Bank of India and also subject to Regulations under applicable statutes to and also accept grants from any Government bodies or from any bilateral, multilateral and international agencies / institutions, UN agencies, and the World Bank, subject to rules and directions of Reserve Bank of India and also subject to Regulations under applicable statutes.
9. To borrow money or receive money on deposits from members, directors or their relatives or from banks, financial institutions or persons in such manner and on such terms as the Company shall deem fit, either with or without security or secured by debenture stock, mortgage, charge, for the purpose of promotion of the objectives of the Company.
10. To provide funds, grant-in-aid, scholarships, stipend, fellowship, lectureships, professorships to any person pursuing any studies or engaged in research work or work connected with imparting education in any branch of knowledge and to encourage and improve knowledge of persons who are engaged or likely to engage in studies or research in any branch of knowledge.
11. To create awareness on various social, moral and economic issues affecting the country and to direct this awareness to developing innovative means of generating resources and channelize these resources through people and projects in the field, towards the attainment of the main objects.
12. To edit, print, publish or cause to edit, print, publish books, magazines, journals, periodicals, pamphlets, brochures, for the advancement and dissemination of useful, educative and informative material so as to reach the beneficiaries and the well-wishers of the Company.
13. To purchase, lease, or otherwise acquire any heritable, leasehold, or other property (movable and immovable), or any estate or interest whatever, which may be necessary for or calculated to promote or assist in the promotion of the objects of the Company.
14. To manage other trust funds or create ear-marked funds within the Company and manage the ear-marked funds according to the intentions and wishes of the founders / donors.
15. To deal with funds and moneys of the Company consistent with the activities and requirements of the foundation and as permissible in law particularly under the Income Tax Act and / or Income Tax Rules or any other applicable legislation for the time being in force and to vary, alter or to transpose or sell / recall such investments from time to time.

16. To create and promote enlightened public opinion on various issues affecting the citizens of India and if necessary, to take up, litigations in a competent court of law and take any other lawful measures to safeguard the rights and interests of all citizens and particularly, the backward classes and the socially and economically deprived for the attainment of the main objects of the Company and to create a sense of vigilance and responsibility among citizens and to serve as a think tank, discuss and deliberate various issues at various forums for improving quality of life for citizens; and to promote, encourage and support public service advertising in the media and also produce or cause to produce audio and / or visual material on various public causes in the field of health, education, unemployment, environment, etc. it may also conduct and organize seminars, workshops, conferences, meetings, public lectures etc. for the attainment of the main objects of the Company.
17. It would promote national integration and encourage, support and develop social welfare programmes for balanced growth of the nation and would help in the planning process and ensure enforcement, both in letter and spirit of laws, relevant to planning and development, towards the attainment of the main objects.
18. To act as executor of wills where the testator may have left his / her entire assets / properties or part of the same, for charitable purposes.
19. To apply for and obtain assistance from Government and other organizations, companies, firms or other individuals, national or international for developing all or any of the activities of the Company.
20. To promote, maintain or assist all activities by whomsoever or where so ever carried on in India, in conformity with the objects of the company and as are conducive to the well-being and general welfare of the society or are conducive to the advancement of any object of general public utility.
21. To lend money, securities, and properties to or with any company, body corporate, firm, person association, having similar objectives, with or without security and on such terms as may be determined from time to time. The Company shall not carry on the Banking business as defined under the Banking Regulation Act, 1949.
22. To enter into all types of public/private contracts in connection with the main objects.
23. To enter into partnership or union of interests, cooperation, joint venture, amalgamate, takeover, reciprocal concessions, or otherwise, with any person, firm or company so as directly to benefit the company and to lend money, to guarantee the contracts or otherwise assist any such persons, firm or company and take or otherwise acquire and hold shares or securities of any such persons, firm or company engaged in the promotion of similar objective and to sell, hold, reissue, with or without guarantee or otherwise deal with the same.
24. To enter into any agreement with any Government authorities (Municipal, local or otherwise) or any corporations, companies or persons which may seem conducive to the Company's objects or any of them and to obtain from any such Government, authority, corporation, company or person any contracts, rights, privileges and concessions which the Company may think desirable and carry out, exercise and comply with any such contracts, rights, privileges and concessions.

25. To be interested in, promote, and promote the formation and establishment of such educational institutions in the field of training/skill management as may be considered to be conducive to the main objects of the Company.
26. To obtain any act of legislature, order, license and the like for enabling the Company to promote any of its objects into effect or for effecting any modification of the Company's constitution, with the permission of Government / concerned authorities, or for other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated directly to prejudice the Company's interest.
27. To employ, appoint or otherwise engage, retain, train and dismiss such managers, officers, staff, clerks and other persons as are considered necessary for the attainment of the Objects of the Company and to fix and pay the remuneration or fees of all or any such person (other than member) for his or her or their services and pay any company, firm or person supplying services to the Company in cash or otherwise.
28. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the Company and the issue of its capital including costs, charges, expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the company.
29. To procure the registration or other recognition of the Company, state or place and to establish and regulate agencies for the purpose of the Company's objective and to apply or joint in applying to any parliament, state legislature, local government, municipal or other authority or body, Indian, or foreign for any of them and to oppose any proceedings or application which may seem calculated directly to prejudice the Company's interests.
30. To open and keep a register or registers in any State in India wherever it may be deemed necessary and expedient.
31. To execute any trust, undertaking whereof may seem desirable, either gratuitously or otherwise.
32. To open an account or accounts with any bank or banks and to pay into and/ or withdraw monies from such account or accounts.
33. To incur debts, and obligations for the conducting activity of the Company and to purchase on or hire goods, materials or machinery on credit or otherwise for any activity or purpose of this Company.
34. To make advances, upon or for the purchase of materials, goods, machinery, stores and other articles required for the purpose of the Company.
35. To sell, mortgage, assign, or lease and in any other manner deal with or dispose of the undertaking or property of the Company or any part thereof or any right therein, whether movable or immovable,

for such consideration as the Company may think fit and in particular for shares and other securities of any other company having objectives altogether or in part similar to those of this Company.

36. To improve, manage, work, develop, alter, exchange, lease, mortgage, turn to account, abandon or otherwise deal with all or any part of the property, rights and concessions of the Company.
37. To create any depreciation fund, reserve fund, insurance fund, or any other special fund, whether for depreciation or for repairing, improving extending or maintaining any of the property of the Company or any other purpose, which may seem directly or indirectly calculated to benefit this Company.
38. To promote any Company or companies for the purpose of acquiring all or any of the property, rights, and liabilities of the Company, or for any other purpose, which may seem directly or indirectly calculated to benefit this Company.
39. To enter into agreements and contracts with individuals, firms or and companies or other organizations, either foreign or local, for technical or any other assistance for promoting all or any of the objects of the Company.
40. To establish, promote, construct, and manage hostel or any other type of boarding and/or lodging facility for persons pursuing the course of studies in any branch of knowledge.
41. To provide opportunity to the students from the tribal, backward alienated deserving students to go abroad to pursue their higher studies and to provide them necessary guidance.
42. To implement schemes for the mentally retarded, deaf, dumb, physically handicapped students and to establish institutions for these classes of students. To promote social works and implement projects /camps such as blood donations, prohibition of liquor, to organize camps for creating awareness for eradication of HIV Aids, abolishing dowry system, imparting knowledge for educated unemployed youths, social forestry, and body donation; to arrange for ambulance, first aid facility as well as dispensary on the wheel facility for the needy area.
43. To provide for the welfare of the employees or ex-employees of the Company and wives, widows and families or the dependents of such persons by grant of money, pension allowance, bonus or other payments or by creating and from time to time subscribing or contributing to provident fund and other associations, institutions, trusts and by providing or subscribing towards medical or other attendance and other assistance as the Company shall think fit and to subscribe to or to contribute or otherwise assist charitable benevolent, national and/or over institutions or objects.
44. The doing of all such other lawful things as considered necessary for the furtherance of the main objects.

Provided that the company shall not support with its funds, or Endeavour 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.

1. The objects of the company extend to the whole of India.
2.
 - (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, 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.
 - (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;
3. 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.
4. The liability of the members is limited.
5. The share capital of the company will consist of Rs. 10, 00, 000/- (Ten Lac) divided into 1,00,000/- (One Lac) equity shares of Rs. 10/- (Rupees Ten) each.
6. a) 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.

b) 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.

7. 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.
8. 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 AGAINST OUR RESPECTIVE NAMES:

NAME, ADDRESS, DESCRIPTION AND OCCUPATION OF SUBSCRIBERS	NO. OF SHARES SUBSCRIBED	SIGNATURE OF EACH SUBSCRIBER	SIGNATURE OF WITNESS AND HIS NAME, ADDRESS, DESCRIPTION AND OCCUPATION
<p>NAME: VIKAS DNYANESHWAR WAKSHE.</p> <p>S/O DNYANESHWAR APPA WAKSHE.</p> <p>ADDRESS: L.I.G. 2 ROOM NO. H-1, SECTOR 2 E, KALAMBOLI, NEAR POLICE STATION, KALAMBOLI NODE, RAIGARH 410218, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p>500 (FIVE HUNDRED) EQUITY SHARES</p>	 	<p>WITNESS:</p> <p>"I WITNESS TO NO. 1 & 2, WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE ON 20TH JANUARY, 2021 AT SANGLI; FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS (ID) FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS FILLED IN."</p> <p>SIGNED BEFORE ME </p> <p>NAME: HASNAIN KALWANI</p> <p>S/O: SAJJADHUSSAIN KALWANI</p> <p>ADDRESS: PLOT NO. 07, KHOJA COLONY, SAHYADRI NAGAR, SANGLI- 416416</p> <p>OCCUPATION: COMPANY SECRETARY</p> <p>MEMBERSHIP NO.: A43446</p> <p>COP - 16196</p> 
<p>NAME: DINKAR ASHOK KHANDEKAR.</p> <p>S/O: ASHOK DAJI KHANDEKAR.</p> <p>ADDRESS: KHANDEKAR WASTI, AT POST ATPADI, TAL ATPADI, DIST. SANGLI 415301, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p>500 (FIVE HUNDRED) EQUITY SHARES</p>	 	<p>NAME: DINKAR ASHOK KHANDEKAR.</p> <p>S/O: ASHOK DAJI KHANDEKAR.</p> <p>ADDRESS: KHANDEKAR WASTI, AT POST ATPADI, TAL ATPADI, DIST. SANGLI 415301, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>

NAME, ADDRESS, DESCRIPTION AND OCCUPATION OF SUBSCRIBERS	NO. OF SHARES SUBSCRIBED	SIGNATURE OF EACH SUBSCRIBER	SIGNATURE OF WITNESS AND HIS NAME, ADDRESS, DESCRIPTION AND OCCUPATION
<p>NAME: DARIBA SHANKAR GALANDE.</p> <p>S/O SHANKAR DAJI GALANDE.</p> <p>ADDRESS: 742, 2, KOKAREKHORA, AT POST WAKSEWADI, TAL. ATAPADI, DIST. SANGLI 415301, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p>500 (FIVE HUNDRED) EQUITY SHARES</p>	<p><i>Dariba</i></p> 	<p>WITNESS:</p> <p>"I WITNESS TO NO. 3 & 4, WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE ON 20TH JANUARY, 2021 AT SANGLI; FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS (ID) FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS FILLED IN."</p> <p>SIGNED BEFORE ME <i>Hasnain</i></p> <p>NAME: HASNAIN KALWANI</p>
<p>NAME: ANANDA SUKHADEV MOTE.</p> <p>D/O: SUKHADEV YASHAWANT MOTE.</p> <p>ADDRESS: PLOT NO. 1, 222/2, SONAR MALA, HADKO COLONY, SURYANAGAR, SANGLI 416416, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p>500 (FIVE HUNDRED) EQUITY SHARES</p>	<p><i>Ananda</i></p> 	<p>S/O: SAJJADHUSSAIN KALWANI</p> <p>ADDRESS: PLOT NO. 07, KHOJA COLONY, SAHYADRI NAGAR, SANGLI- 416416</p> <p>OCCUPATION: COMPANY SECRETARY</p> <p>MEMBERSHIP NO.: A43446</p> <p>COP - 16196.</p> 

DATE: 20TH JANUARY 2021.

PLACE: SANGLI.

THE COMPANIES ACT 2013
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
VISHWANAYAK FOUNDATION

INTERPRETATION		
	(1) Unless the context otherwise requires, words or expressions contained in these regulations shall bear 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. In the interpretation of these Articles the following expressions shall have the following meanings, unless repugnant to the subject or context:	Interpretation Clause
	(a) "The Act" or "the said Act" means the Companies Act, 2013 and the applicable provisions of the Companies Act, 1956 including any statutory modifications or re-enactment thereof for the time being in force.	"The Act" or "the said Act"
	(b) "The Company" or "This Company" means " VISHWANAYAK FOUNDATION ".	"The Company" or "This Company"
	(c) "Month" means a calendar month.	"Month"
	(d) "Year" means a calendar year.	"Year"
	(e) "The Office" means the Registered Office of the Company.	"The Office"
	(f) "Person(s)" shall include any company or association or body of individuals, whether incorporated or not,	"Person"
	(g) "The seal" means the common seal of the company.	"Seal"
	(h) "Shareholders" means the persons/corporate bodies holding shares, duly registered in their respective names in the register of members of the Company. Subject as aforesaid and except where the subject or context otherwise requires, words or expressions contained in these regulations shall bear the same meaning.	"Shareholders"

	(i) "Writing" shall include printing and lithography and any other mode or modes of representing or reproducing words in a visible form.	"Writing"
PRIVATE COMPANY		
	<p>(2) The Company is a Private Limited Company within the meaning of Section 2(68) of the Companies Act 2013 and accordingly: -</p> <p>(i) restricts the right to transfer its shares;</p> <p>(ii) limits the number of its members to two hundred:</p> <p style="padding-left: 40px;">Provided that where two or more persons hold one or more shares in a company jointly, they shall, for the purposes of this clause, be treated as a single member:</p> <p style="padding-left: 40px;">Provided further that—</p> <p style="padding-left: 40px;">(A) persons who are in the employment of the company; and</p> <p style="padding-left: 40px;">(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</p> <p>(iii) Prohibits any invitation to the public to subscribe for any securities of the company.</p>	Definition of private company
SHARE CAPITAL		
	(3) The Authorised Share Capital of the Company shall be such amount as may, from time to time be authorised by the Memorandum of Association of the Company.	Capital of the Company.
	(4) Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and at such time as they may from time to time think fit.	Power of Board to issue shares.
	(5) The shares in the capital shall be numbered progressively according to their several denominations and except in the manner herein mentioned. No share shall be sub-divided. Every forfeited or numbered share shall continue to bear the number by which the same was originally distinguished.	Shares to be progressively numbered

	<p>(6) (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,</p> <p>(a) one certificate for all his shares without payment of any charges; or</p> <p>(b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.</p>	<p>Issuance of share certificate</p>
	<p>(ii) Every certificate shall be under the seal, if any, and shall specify the shares to which it relates and the amount paid-up thereon.</p>	
	<p>(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.</p>	
	<p>(7) (i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.</p>	<p>Issuance of fresh share certificate</p>
	<p>(8) Except as required by law, no person shall be recognized by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.</p>	

	<p>(9) The rights conferred upon the holders of the shares shall not be deemed to be varied by the creation or issue of further shares ranking pari-passu therewith.</p>	
	<p>(10) The company may, from time to time, by ordinary resolution, with the prior approval of central government, increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.</p>	<p>Increase in Share Capital</p>
	<p>(11) The Company may, by ordinary resolution:</p> <p>(a) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares or any of them.</p> <p>(b) Subdivide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum, subject, nevertheless, to the provisions of Act.</p> <p>(c) Cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.</p>	<p>Consolidation, subdivision, cancellation</p>
	<p>(12) Subject to the provisions of Section 58 of the of Companies Act, 2013 of the Act or any statutory modification thereof for the time being in force, Directors may, at their own absolute and uncontrolled discretion and without assigning any reason, decline to register or acknowledge any transfer of shares and in particular may so decline in any case in which the Company has a lien upon the shares desired to be transferred or any of them or whilst any monies in respect of the shares desired to be transferred or any of them remain unpaid or unless the transferee is approved by the Directors and such refusal shall not be affected by the fact the proposed transferee is already a member.</p>	<p>Directors may refuse to register transfer</p>

MEMBERS	
<p>(13) “Shareholder / Ordinary Members” means and includes any individual, association or a Company or a body corporate desirous of participating in the affairs of company. An ordinary member pays one time shares subscription money, and who is subject to these Articles of Association and the Bye Laws. An ordinary member shall be considered as a member purpose of the Companies Act, 2013 and shall be entitled to all rights and liabilities entrusted to a member under the Act, including the right to vote.</p>	<p>Shareholder / Ordinary Members</p>
<p>(14) “Associate Member” means and includes any individual, association or a Company or a body corporate admitted by board of director, subject to such terms & condition as board may thing fit. An associate member shall not be considered as a member for the purpose of the Companies Act, 2013. An associate member shall pay the admission fee and the annual subscription specified from time to time, and who is subject to these Articles of Association and the Bye Laws. An associate member shall have the right to attend the general body meetings of the Company or any other meetings to which they are invited, but shall not be entitled to vote.</p>	<p>Associate Member</p>
LIEN	
<p>(15) (i) The company shall have a first and paramount lien—</p>	
<p style="margin-left: 40px;">(a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and</p> <p style="margin-left: 40px;">(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company. Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.</p>	<p>Lien on shares</p>

CALLS ON SHARES

(16)	<p>(i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares and not by the conditions of allotment thereof made payable at fixed times. Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.</p> <p>(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.</p> <p>(iii) A call may be revoked or postponed at the discretion of the Board.</p>	Power of the Board to make calls on shares
	(17) The Board may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him.	
TRANSFER AND TRANSMISSION OF SHARES		
(18)	(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.	Transfer of Shares
	(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.	
(19)	On the death of a Member, the survivor or survivors where the Member was a joint holder and his legal representatives where he was sole holder, shall be the only persons whom the Company may recognise as having any title to or interest in the shares.	Transfer of title in shares
FORFEITURE OF SHARES		
(20)	If a member fails to pay any call or instalment of a call, on the day appointed for payment thereof, the Board may at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid. If the requirement of such notice is not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.	

GENERAL MEETINGS		
	(21) All general meetings other than annual general meeting shall be called extraordinary general meeting.	Extra-ordinary General meeting
	(22) (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.	
	(23) A General Meeting (whether annual or extra-ordinary) may be called by giving at least fourteen days' notice, specifying the place, the date, day and the hour of General meeting. A General meeting may, with the consent of all the Members, be called on shorter notice and in such manner, as the Members think fit. Accidental omission to give such notice to or non-receipt of such notice by any Member shall not invalidate the proceedings of the General Meeting.	Notice of Meeting
PROCEEDINGS AT GENERAL MEETINGS		
	(24) 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. Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.	Quorum
	(25) The Chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company. 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, members personally present at the meeting shall elect one of themselves to be the Chairman thereof on show of hands.	Chairperson
	(26) 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. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. 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. Save as aforesaid, and as	Adjournment of Meeting

	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.	
(27)	Subject to any rights or restrictions for time being attached to any class or classes of shares. (a) On a show of hands, every member present in person shall have one vote and (b) On a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.	Voting rights
BOARD OF DIRECTORS		
(28)	The following shall be the first Directors of the Company: a. VIKAS DNYANESHWAR WAKSHE S/o DNYANESHWAR APPA WAKSHE. b. DINKAR ASHOK KHANDEKAR S/o ASHOK DAJI KHANDEKAR. c. DARIBA SHANKAR GALANDE S/o SHANKAR DAJI GALANDE. d. ANANDA SUKHADEV MOTE S/o SUKHADEV YASHAWANT MOTE.	First Directors
(29)	Subject to the provisions of the Act, the Company may increase or reduce the number of directors. The Directors shall not be liable to retire by rotation.	Number of directors
(30)	The members of the Board of the Company may be elected or recalled at any (ordinary and extraordinary) general meeting of the Company in accordance with the provisions of the Act.	Appointment of members of the Board
(31)	Subject to the provisions of section 161, the Board of Directors shall have the power to appoint Additional Directors who shall hold office until the next Annual General Meeting but, however, such Additional Director shall be eligible for re-appointment at the General Meeting.	Additional Directors
(32)	The Board may in accordance with and subject to the provisions of Section 161 of the Companies Act, 2013 appoint any person to act as Alternate Director for a director during his absence for a period of not less than three months from the State in which the meetings of the Board are ordinarily held.	Alternate Director
(33)	The Directors may be paid sum not exceeding as may be prescribed by the Government from time to time per meeting as may be fixed from time to time by the Board for attending the meeting of the Board or of any sub-committee thereof in	Sitting Fees

	addition to the reimbursement of actual expenses incurred for attending the meeting.	
(34)	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.	Directors may act notwithstanding vacancy
MEETING OF THE BOARD OF DIRECTORS		
(35)	Meetings of the Board of Directors shall be held and conducted in accordance with the requirements of the Act.	Meetings of the Board
(36)	A meeting of the Board shall be called by giving not less than seven days' notice in writing to every director at his address registered with the company and such notice shall be sent by hand delivery or by post or by electronic means. Provided that a meeting of the Board may be called at shorter notice to transact urgent business if the same is consented by all the directors.	Notice of Board meeting
(37)	Chairman of the Board of Directors shall be elected by the Directors. The Chairman of the Board of Directors shall preside at the meetings of the Board of Directors. If no Chairman has been appointed or if at any meeting of the Board he shall not be present within thirty minutes of the time appointed for holding such meeting or if he is unable or unwilling to take the chair, then the Directors present may choose one of their number to be the Chairman of the Meeting. A person may be appointed as a Chairman and Managing Director at the same time.	Chairman
(38)	Subject to the provision of the Act, the directors may decide and determine the location for the conduct of their meeting of the Company as place(s) either within the Indian territorial borders or elsewhere from time to time.	Place of Board Meeting
(39)	The quorum for a meeting of the Board of Directors of a company shall be either eight members or twenty five percent of its total strength, whichever is less, but not less than two, and the participation of the directors by video conferencing or by other audio-visual means shall also be counted for the purposes of quorum. Where at any time the number of interested directors exceeds or is equal to two thirds of the total strength of the Board of Directors, the number of directors who are not interested directors and present at the meeting, being not less	Quorum

	than two, shall be the quorum during such time.	
	(40) Save as otherwise provided in the act, the Company shall hold the first meeting of the Board of Directors within thirty days from the date of its incorporation and thereafter hold at least one meeting within every six calendar months.	Number of meetings
	(41) The Board may meet together for the despatch of business, which interalia includes video conferencing where any one or more members of the Board, or any committee of the Board, may participate in a meeting of the board or committee by means of video conferencing or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time participation by such means shall constitute presence in person at a meeting on certification by the Chairman of that meeting, adjourn and otherwise regulate its meetings as it thinks fit.	Board meeting through video conference
	(42) Subject to the restrictions contained in Section 179 of the Act, the Board may, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit and the Board may from time to time, revoke and discharge such Committee of the Board either wholly or in part and either as to persons or purposes, but every committee of the Board so formed shall in the exercise of the powers so delegated confirm to any regulations that may, from time to time, be imposed on it by the Board. All acts done by any such Committee of the Board in conformity with such regulations and in fulfillment of the purposes of its appointment but not otherwise, shall have the force and effect as if done by the Board.	Power of the Board to delegate
	(43) All acts done in 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 or 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.	Defects in appointment of directors not to Invalidate actions taken.
	(44) 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 the notice of a meeting of the Board or committee, shall be valid and effective, as if it had been passed at a meeting of the Board or committee, duly convened and held.	

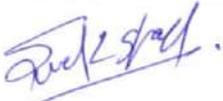
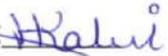
POWERS OF THE BOARD OF DIRECTORS		
(45) Subject to the provisions of the Act and these Articles the Board of Directors shall be entitled to exercise all such powers, and to do all such acts and things, as the Company is authorised to exercise and do; Provided that the Board shall not exercise any power or do any act or thing which is directed or required, whether by the Companies Act, 2013 or any other Act or by the Memorandum or these Articles or otherwise to be exercised or done by the Company in General Meeting; Provided further that in exercising any such power or doing any such act or thing the Board shall be subject to the provisions contained in that behalf in the Act or in the Memorandum or in these Articles or in any regulations not inconsistent therewith duly made there under including regulations made by the Company in General Meeting. No regulation made by the Company in General Meeting shall invalidate any prior action of the Board, which would have been valid, if that regulation had not been made.		General powers of the Directors
(46) Subject to the provisions of the Act, the Board of Directors may from time to time appoint any person as its Managing Director, whole-time director, or manager of the Company on such terms and conditions as they deem fit.		Appointment of Managing Director, whole-time director, manager
(47) Without prejudice to the general powers hereinabove conferred it is hereby expressly declared that the Board of Directors shall have the following powers that is to say: (a) To pay the preliminary expenses incurred in the promotion and registration of the Company. (b) To direct, manage and supervise the business of the Company and to do all acts, matters and things deemed necessary for carrying on and conducting of the business and concerns of the Company. (c) To make, keep and file or cause to be made, kept or filed all such registers, returns, statements and accounts as are required under the Act. (d) To institute, conduct, defend, compound or abandon any legal proceedings by or against the Company or its officers or otherwise concerning the affairs of the Company and also to compound or allow time for payment or satisfaction of any debts due and any claims or demands by or against the Company. (e) To exercise all the powers, authorities and discretions of the		Express powers of the Board

	Company except only such of them by the Act or by these presents as are expressly directed to be exercised by the shareholders in General Meeting.	
(48)	Save as otherwise expressly provided in the Act, all questions arising at any meeting of the Board shall be decided by a majority of votes of Directors present and voting.	Matter to be decided by majority
THE SEAL		
(49)	The Board may provide a Common Seal for the purpose of the Company and shall have the power from time to time to destroy the same and substitute a new seal in lieu thereof, and the Board shall provide for the safe custody of the Seal for the time being and the Seal shall never be used except by the authority of the Board.	Seal
(50)	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 one director and of the secretary or such other person as the Board may appoint for the purpose; and those director(s) and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.	Custody and authorisation to affix the Seal
ACCOUNTS		
(51)	The Company shall keep at its Registered Office or such other place as may be decided by the board, proper books of accounts and other relevant books and papers and financial statement for every financial year giving true and fair view of the state of affairs of the Company.	Maintenance of books of accounts
(52)	The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors	Inspection by members of accounts and books of the Company
(53)	No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.	
(54)	The Board of Directors shall lay before each Annual General Meeting financial statements for the financial year as are	Financial Statements to

	required by the Act.	be furnished to General Meeting.
BORROWING POWERS		
	<p>(55) Subject to the provision of the act and regulations made there under and directions issued by Reserve Bank of India the directors may, from time to time, raise or borrow any sum of money for and on behalf of the company from the members or other persons, companies or banks or they may themselves advance money to the company on such interest, as may be approved by the company.</p> <p>(56) The directors, may from time to time, secure the payment of such money in such manner and upon such terms and condition in all respect as they deem fit and in particular by the issue of books or debentures or by pledge, mortgage, charge or any other security on all or any properties of the Company (both present and future) including its uncalled capital for the time being</p>	Borrowing Powers
OPERATION OF BANK ACCOUNT		
	(57) The Directors or any other person duly authorised by the Board of Directors shall have the power to open Bank Accounts, to sign cheques on behalf of the Company to operate all banking accounts of the Company and to receive payments, make endorsements, draw and accept negotiable instruments, hundies, bills etc, or may authorise any other person or persons to exercise such powers.	
WINDING-UP		
	(58) If upon winding up or dissolution of the company, there remains, after the satisfaction of all 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.	Winding up
INDEMNITY AND RESPONSIBILITY		
	(59) Every officer of the company shall be indemnified out of the	Right of

	<p>assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favor or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.</p> <p>(60) Wherever in the said Act, it has been provided that the Company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is so authorised by its Articles, then and in that case this regulation hereby authorises and empowers the Company to have such right, privilege or authority and to carry such transaction as has been permitted by the Act, without there being any specific regulation in that behalf herein provided.</p>	<p>Indemnity</p> <p>Deemed approval for General authority required to be Authorised by Articles</p>
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WE, THE SEVERAL PERSONS, WHOSE NAMES AND ADDRESSES DESCRIPTIONS AND OCCUPATIONS ARE HEREUNTO SUBSCRIBED, ARE DESIROUS OF BEING FORMED INTO A COMPANY NOT FOR PROFIT IN PURSUANCE OF THIS ARTICLE OF ASSOCIATION:

NAME, ADDRESS, DESCRIPTION AND OCCUPATION OF SUBSCRIBERS	SIGNATURE OF EACH SUBSCRIBER	SIGNATURE OF WITNESS AND HIS NAME, ADDRESS, DESCRIPTION AND OCCUPATION
<p>NAME: VIKAS DNYANESHWAR WAKSHE.</p> <p>S/O DNYANESHWAR APPA WAKSHE.</p> <p>ADDRESS: L.I.G. 2 ROOM NO. H-1, SECTOR 2 E, KALAMBOLI, NEAR POLICE STATION, KALAMBOLI NODE, RAIGARH 410218, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p></p> <p></p>	<p>WITNESS:</p> <p>"I WITNESS TO NO. 1 & 2, WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE ON 20TH JANUARY, 2021 AT SANGLI; FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS (ID) FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS FILLED IN."</p> <p>SIGNED BEFORE ME </p>
<p>NAME: DINKAR ASHOK KHANDEKAR.</p> <p>S/O: ASHOK DAJI KHANDEKAR.</p> <p>ADDRESS: KHANDEKAR WASTI, AT POST ATPADI, TAL ATPADI, DIST. SANGLI 415301, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p></p> <p></p>	<p>NAME: HASNAIN KALWANI</p> <p>S/O: SAJJADHUSSAIN KALWANI</p> <p>ADDRESS: PLOT NO. 07, KHOJA COLONY, SAHYADRI NAGAR, SANGLI- 416416</p> <p>OCCUPATION: COMPANY SECRETARY</p> <p>MEMBERSHIP NO.: A43446</p> <p>COP - 16196</p> <p></p>

NAME, ADDRESS, DESCRIPTION AND OCCUPATION OF SUBSCRIBERS	SIGNATURE OF EACH SUBSCRIBER	SIGNATURE OF WITNESS AND HIS NAME, ADDRESS, DESCRIPTION AND OCCUPATION
<p>NAME: DARIBA SHANKAR GALANDE.</p> <p>S/O SHANKAR DAJI GALANDE.</p> <p>ADDRESS: 742, 2, KOKAREKHORA, AT POST WAKSEWADI, TAL. ATAPADI, DIST. SANGLI 415301, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p><i>Dariba Galande</i></p> 	<p>WITNESS:</p> <p>"I WITNESS TO NO. 3 & 4, WHO HAVE SUBSCRIBED AND SIGNED IN MY PRESENCE ON 20TH JANUARY, 2021 AT SANGLI; FURTHER I HAVE VERIFIED THEIR IDENTITY DETAILS (ID) FOR THEIR IDENTIFICATION AND SATISFIED MYSELF OF THEIR IDENTIFICATION PARTICULARS AS FILLED IN."</p> <p>SIGNED BEFORE ME <i>H Kalwani</i></p>
<p>NAME: ANANDA SUKHADEV MOTE.</p> <p>D/O: SUKHADEV YASHAWANT MOTE.</p> <p>ADDRESS: PLOT NO. 1, 222/2, SONAR MALA, HADKO COLONY, SURYANAGAR, SANGLI 416416, MH, INDIA.</p> <p>DESCRIPTION: PROMOTER.</p> <p>OCCUPATION: BUSINESS.</p>	<p><i>A Mote</i></p> 	<p>NAME: HASNAIN KALWANI.</p> <p>S/O: SAJJADHUSSAIN KALWANI.</p> <p>ADDRESS: PLOT NO. 07, KHOJA COLONY, SAHYADRI NAGAR, SANGLI- 416416.</p> <p>OCCUPATION: COMPANY SECRETARY.</p> <p>MEMBERSHIP NO.: A43446.</p> <p>COP - 16196.</p> 

DATE: 20TH JANUARY 2021.

PLACE: SANGLI.