

THE COMPANIES ACT, 1956
COMPANY LIMITED BY SHARES

Not for profit Company under Section 25 of the Companies Act, 1956

MEMORANDUM OF ASSOCIATION
OF
G. H. RAISONI SPORTS AND CULTURAL FOUNDATION

- I.** The Name of the Company is **G. H. RAISONI SPORTS AND CULTURAL FOUNDATION**
- II.** The Registered Office of the Company shall be situated in the State of **Maharashtra** i. e. within the jurisdiction of the Registrar of Companies, Maharashtra at Mumbai.
- III.**
- (A) The Main Objects to be pursued by the Company on its Incorporation are :**
1. To create an atmosphere and revolution in the development of all kind of outdoor and indoor games, to promote athletics, soccer, hockey, cricket, yoga, volleyball, basketball and/or any other game from the grassroots level providing better facilities, to open various academies in different games and to facilitate long term coaching by renowned coaches, to spread sports and culture amongst the masses with various schemes, to promote sports and culture by making audio-visual, tele-films, TV serials and documentaries, to encourage games and culture at international and national level, sports for improvement of health amongst the youth, ladies and children on the whole and organize tournaments and sports competitions at national and international levels.

NO OBJECT OF THE COMPANY SHALL BE CARRIED OUT WITHOUT THE PERMISSION OF THE COMPETENT AUTHORITY WHOMSOEVER AND NO OBJECT OF THE COMPANY SHALL BE CARRIED OUT ON THE COMMERCIAL BASIS.

- (B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE :**

2. To organize seminars, meetings, press conferences and other gatherings time to time to promote the objects of the company.
3. To give scholarships, awards, provide financial and non-financial assistance for the welfare of the sports persons or any other person of general public for the promotion and achievement of the above objectives of the society. To accept donations, grants, presents, gifts and other offerings in the shape of moveable and/or immovable properties for the achievement of the aims and objects of the society.
4. To promote and disseminate knowledge, create awareness and provide a common forum of interaction amongst academicians, professionals and government agencies, establish effective co-ordination, to organise training courses and special programmes to impart training, education in all disciplines, like academic, cultural, musical, artistic, literacy, crafts, scientific, engineering and technical, medicinal, vocational, management and commercial subjects or which may be conducive to knowledge of or skill in nay profession, trade or otherwise, to undertake, promote, do and conduct research in various areas of education, study global developments and evaluate new instruments or services and disseminate their applications in India, to participate in training programmes abroad and evaluate their practices for betterment of education in India, to provide, offer fellowship, scholarships, prizes , certificates, diplomas, awards, or honour otherwise on completion of the training programmes or specific courses, passing examinations or for contributions in various areas of education.
5. To support projects and organizations that nurture artistic creativity, strengthen arts education, and deepen diverse cultural participation in order to enrich, develop, and celebrate communities and to contribute to efforts to engage, expand, and diversify audiences for artistic and cultural presentations.
6. To invest surplus funds in the development and the presentation of high quality and diverse artistic practices reflective of the communities in the region and to support arts education programs that foster creativity, self-expression, cross-cultural exchange, and civic participation for children and young adults, to increase opportunities for all to participate in diverse cultural and artistic experiences and to support art making and cultural participation in building communities.
7. To purchase, acquire, construct or otherwise, land, building, premises for imparting education in all disciplines, training and research centres, hospitals, residential accommodation for students and others, sport complex, other related facilities related to educational and medical field.

8. To promote, establish and administer University, School, College, Training and Professional Centres, Institutions to provide education in all disciplines, and to assist the promotion and advancement of education, trade, commerce, art, science, technology or whatsoever.
9. To establish and administer libraries at different places containing reading and research material, seek or provide affiliation with or to other organizations working in the related fields of educational profession.
10. To print, publish and market professional books, to conduct pre-certification courses and examinations, to subscribe, support or organise welfare and to undertake community service projects.
11. To organise chapters and regional committees of the Company at various places in respect of objects of the Company.
12. To publish an official journal of the Company giving prominence to its aims, objects and activities and for the spread of knowledge and information relating to the educational and medical profession generally.
13. To provide scholarship, prizes, medals, or other awards connected with the examinations generally or any subjects thereof, held by the Institute or otherwise in relation to the educational and medical profession.
14. To promote or oppose the measures affecting the educational and medical profession.
15. To promote co-operation amongst persons, groups, trusts, non-Government organisation, educational institutions, universities, hospitals, educationists ,doctors and para-medical personnel in the field of educational and medical profession.
16. To enter into any contracts or arrangements with any Government or authorities supreme, Government of India, any foreign or local Government, Indian states, chamber of commerce, municipalities, local bodies, any other public or private authorities that may seem conducive to all or any of the objects of the Company, to obtain any rights, privileges and concessions which the Company may think desirable to obtain, and carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
17. To enter into contracts and make arrangements with any person or otherwise for furtherance of the activities of the Company.
18. To open bank accounts of all nature including current, saving, overdraft, fixed deposit account, to operate the same and to draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bill of lading,

warrants, debentures and other negotiable, transferable instruments or securities and to deal with all documents mercantile or otherwise, in the ordinary course of business.

19. To acquire by purchase, lease, in exchange, hire, donations, gifts or otherwise any movable or immovable property, any rights, privileges or interest there in, for any of the purposes of the Company and in particular to subscribe, acquire and hold shares in any company or association whether incorporated or not having objects altogether or in part similar to those of this Company.
20. To sell, improve, manage, develop, lease, exchange, loans, sublet, mortgage, charge, pledge, hypothecate, dispose of, turn to account or otherwise deal with all or any of the property rights, or privileges of the Company.
21. To purchase, take-over, acquire, undertake or otherwise, all or any part of the business, property and liabilities of any person, company or else, carrying on the activities, suitable or convenient for the purposes of the Company.
22. To sell undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other Company or Association having objects altogether or in part similar to those of this Company.
23. Subject to the provisions of the act, to borrow from Banks, State and Central financial Corporation, public financial institutions, housing finance and other bodies corporate, government and semi-government authorities; short, medium or long term loans or secure the bank facilities for working capital, deferred payment, bank guarantee, letter of credit, bills discounting, and offer in security movable and immovable properties of the Company and personal guarantees of Directors.
24. Subject to the provisions of the act, to take any such steps by personal or written appeals or otherwise as may from time to time be deemed expedient for the purpose of procuring contributions to the funds, in the form of donations, annual subscriptions or otherwise.
25. To represent officially the views of members or any matters affecting or likely to affect the educational and medical profession and allied subject to the Government of India, local Government, foreign Government, chambers of commerce and any other public or private authority.
26. To take all steps which may be necessary for promoting or procuring proper legislation or other action affecting the interests of the education and medicine by Government or by any department thereof or by any local body of bodies.

27. To secure or procure adequate representation for the Company on Governments, semi-Government or other public or commercial bodies connected with the objects of the Company.
28. To make representations to the Central and State Governments, general authorities, executive and legislative on any matter affecting educational and medical profession and other incidental matters.
29. Subject to the provisions of the act, to apply for, purchase or otherwise acquire, protect and renew any patents, patent rights, inventions, trade-marks, designs, licenses, concessions, and the like, conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to any invention and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights, information so acquired and to expend money in experimenting or on testing or improving any such patents, inventions or rights.
30. To promise unity, goodwill and friendliness amongst the members and to preserve, maintain and improve the interests of persons engaged in the said activities.
31. To remove all causes of friction and to adjust controversies between persons engaged in the said trade.
32. To sign, seal, execute and deliver all instrument deeds, documents and writings whatsoever usual, necessary or expedient in relation to the Company or its affairs or interests whether as grantors, consentors, or otherwise and to do the foregoing and all other such things as are incidental or conducive to the attainment of the above objects or any of them in any capacity whether as principals, agents, trustees, beneficiaries or otherwise.
33. To commence, prosecute, appear in, defend, compromise or give up all and every manner of proceedings, civil, criminal or administrative, or any arbitration or enquiry or proceeding before any commission, court of law or otherwise, for the protection or assistance of the member or the Company or for otherwise in the interest of the Company.
34. To make and from time to time alter, revoke, re-enact and enforce rules and bye-laws for the benefit of and binding on the Company and / or its members, and if and so far as may be requisite or expedient to, apply for statutory powers for the making, passing and enforcement of rules or bye-laws binding upon those interested in the field of education and medical profession.
35. To pay out of the funds of the Company, the costs, charges and expenses preliminary and incidental to the formation, establishment and registration and all other expenses which the company may be lawfully required to pay.

36. The income and property of the Company when so ever derived shall be applied solely towards the promotion of the objects of the Company as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Company.

Provided that the Company shall not support with its funds or endeavors to impose on or procure to be observed by its Members or others any regulations restrictions or conditions which if any of the Objects of the Company would make it a trade union.

C. The Other Objects are : NIL.

IV. The objects of the Company shall extend to the whole of India.

V. 1. The 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.

2. No portion of the 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.

3. Except with the previous approval of the Central Government, no remuneration or other benefit in money or money's worth shall be given by the Company to any of its members, whether in the capacity or officers or servants of the Company or not, except payment of out of pocket expenses, reasonable and proper interest on money lent, any incidental expenses, reasonable and proper rent for premises let to the Company.

4. Except with the previous approval of the Central Government, no member shall be appointed to any office under the Company which is remunerated by salary, fees or in any other manner not excepted by sub clauses(3).

5. Nothing in this clause shall prevent the payment by the Company in good faith of reasonable remuneration to any of its officers or servants(not being members) or to any other person (not being members) in return for any services 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 of Companies, Maharashtra, Mumbai

VII. The liability of the Members is limited.

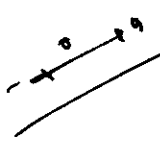
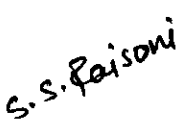
VIII. The Share Capital of the Company will consist of Rs. 1,00,000/- (Rupees OneLacs Only) divided into 1,00,000 (One Lac) Equity Shares of Rs. 1/- (RupeesOne) each.

The minimum paid up capital of the company shall be Rs 1,00,000 only.

IX. True accounts shall be kept of all sum of money received and spent by the Company and the matters in respect of which such receipts and expenditure take place, and of the property credit 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.

X. If upon a winding up or dissolution of the Company there remain, after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Company, to be determined by the members of the Company at or before the time of dissolution and in default thereof, by the High Court of Judicature that has or may acquire jurisdiction in the matter

We, the several persons, whose names, addresses and descriptions are subscribed below, are desirous of being formed into a Company not for Profit 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 to our respective names :

Names, Addresses and Description of Subscribers	No. of Equity Shares taken by each Subscriber	Signature of Subscribers	Names, Addresses and Description of Witness
1. Nitin Tatiya S/o Gauramchand Tatiya occ. Business Add 201/202, Utkarsha Awaratika 29, Ramdaspeth Nagpur 440010	50,000 (Fifty thousand) shares only)		Witness to Subscribers No 1 & 2 Barton ZURICA DAVID CARTON D/o DAVID CARTON
2. Shobha Raison w/o Sunil Raison Add- 75 Shivaji Nagar, Nagpur 440010 occupation-Business	50,000 (Fifty Thousand shares only)		8 Residency Road, Sadar Nagpur-01 Occupation : Service
TOTAL ::	1,00,000/- (one lac shares only)		

PLACE : NAGPUR
 DATED : 2nd November 2011