



**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 and sub-section (1) of section 8 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

The Corporate Identity Number of the company is

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Digital Signature Certificate

For and on behalf of the Jurisdictional Registrar of Companies
Registrar of Companies
Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in

Mailing Address as per record available in Registrar of Companies office:



* as issued by the Income Tax Department

Licence under section 8 (1) of the Companies Act, 2013
[Pursuant to rule 20 the Companies (Incorporation) Rules, 2014]

Section 8 Licence Number

- (1) that the said company shall in all respects be subject to and governed by the conditions and provisions contained in its memorandum of association ;
- (2) that the profits, if any or other income and property of the said company, whensoever derived, shall be applied solely for the promotion of the object as set forth in its memorandum of association and that no portion thereof 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 said company or to any of them or to any person claiming through any one or more of them;
- (3) that no remuneration or other benefit in money or money's worth shall be given by the company to any of its members except payment of out-of-pocket expenses, reasonable and proper interest on money lent, or reasonable and proper rent on premises let to the company;
- (5) that 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;
- (6) that nothing in clauses (3), (4) and (5) 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;
- (7) that no alteration shall be made to the 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 ;
- (8) The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects; and
- (9) that, without prejudice to action under any law for the time being in force, this licence shall be liable to be revoked, if the company:
 - (a) contravenes any of the requirements of section 8 of the Act or the rules made thereunder or any of the conditions subject to which a licence is issued;
 - (b) if the affairs of the company are conducted fraudulently or in a manner violative of the objects of the company or prejudicial to public interest.



For and on behalf of the Jurisdictional Registrar of Companies
Registrar of Companies
Central Registration Centre



THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARE
UNDER SECTION 8 OF COMPANIES ACT, 2013
MEMORANDUM OF ASSOCIATION

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

OF

NAVJEEVAN GODAN FOUNDATION

1stThe name of the Company is **NAVJEEVAN GODAN FOUNDATION** (herein referred to as 'the Company')

2ndThe registered office of the Company shall be situated in the State of Maharashtra within the jurisdiction of the Registrar of Companies, Pune.

3rd The objects for which the company is promoted are:

(a) The Objects to be pursued by the Company on its incorporation are:

1. To protect, Educate, encourage, maintain, develop, and research and conservation of Indigenous cows. To organize various activities and school programs for awareness of cow based natural and organic farming. To empower, educate and encourage society, community in bringing the stray cows and to establish schools, to educate students about different types of agriculture.

2. To protect Gau Shallas, to develop Infrastructure for Cows through, Shelters and to protect the Cows. To assist medical aid, treatment in shelters to Cows. To educate, promote Research & Development in the field of Gau Sewa, Cows Promotions and encourage research in foods and health of Cows, Cow Milk, and Cow Urine. To promote, educate multi-use of cow dung and maintain its waste for recycling it for use of society in general.

3. To protect, Educate, encourage, maintain, and develop, the standard of life of people by improving the quality of education and to promote training and research centres in various branches of education including child and adult education and to establish schools by conveying people importance of education. To make education available to poor needy and disadvantaged people. Generating opportunities and conducting courses, especially for the poor and disadvantaged people and to also support activities that contribute to development, capacity building, awareness, knowledge dissemination and research in the field of education. To provide educational facilities to students belonging to economically backward class, disabled, orphans and semi-orphans. To introduce women with the concept of women empowerment and create awareness regarding the same and to generate opportunities to make women self-reliant, confident and independent.

4. To promote importance, awareness, of personal and social health and hygiene among people conducting programs in relation to same. To provide, guide, educate and to create

health awareness program and to make, develop, build, promote Health Care Centre for public.

5. To carry on the activities necessary for environmental sustainability by way of conservation of natural resources, waste management, tree plantation, and promotion of energy efficient devices and green and renewable sources of energy and to also support activities that contribute to development, capacity building, awareness, knowledge dissemination and research in this area.

6. To promote, build, develop maintain and enhance importance of Sports, sports education, and to develop, resources and activates in connection to develop and spread awareness in sports and related activates. To conduct activities in order to promote advance public participation in sports, advance education for the same.

(b) Matters which are necessary for furtherance of the objects specified in clause 3 (a) are

1. To promote, support, assist, propagate, stimulate, encourage, quality of education including women empowerment by means of promoting, conducting, educational programs for masses and to imparting special training, guidance, and counselling, providing a full range of educational services to schools, government and non government programmes, teachers, communities, promoting library, giving scholarships to deserving students also to participate in the government schemes, tenders with the necessary approvals.
2. To develop and adopt practices consistent with sustainable tourism development and to establish standards for resort development including sustainably planned, ecologically balanced lodges, style and location of structures, waste disposal, treatment of sewage, control of litter, use of public spaces and fragile areas.
3. To promote, support, assist, propagate, stimulate, encourage, scientific attitude and scientific thinking in all aspects of activity, including health, education, energy, economics, and among all sections of society and to conduct studies, research, education, advocacy for the promotion and furtherance of sustainable scientific development alternatives.
4. To promote, support, assist, propagate, stimulate, encourage, or assist in the provision of, indoor and outdoor sporting, recreational and/or leisure facilities. To promote use of the facilities by members of the public by providing, or procuring the provision of, education, instruction, training and coaching in the sports available at the Facilities and generally to encourage the wider use of the Facilities. To promote, support and promote sporting and recreational events of all kinds (whether indoor or outdoor) including, without limitation, football and other sports pitches, swimming pools and indoor sports facilities, tennis centers, golf courses, outdoor sports facilities and pitches, community centers, school facilities etc.
5. To promote, support, assist, propagate, stimulate, encourage a pattern and standard of international training, which through community service and shared experience, would enable students to become responsible citizens, socially, politically, and environmentally aware, committed to the ideals of peace and justice, understanding and co-operation and to the practice of these ideals through action and personal example. The company

will put in best efforts to support holistic, sustainable and ethical standards in its activities.

6. To promote, support, assist, propagate, stimulate, encourage, encourage, initiate or promote facilities for improvement or development of new techniques of education for child development
7. To promote, support, assist, propagate, stimulate, encourage, by way of funds for scholarships, stipend, remuneration, and/or other payments or aid to any person or persons engaged in child educational research work and to encourage and to improve knowledge of the person who are engaged or likely to be engaged in child education profession as to make available these facilities to the public at large.
8. To enter into technical or management collaboration with Indian or foreign Parties for the purpose of carrying the main object of the company.
9. To train or pay for the training in India or abroad of any of the company's employees or any other candidates in the interest and for the furtherance of the company's objects.
10. To procure the recognition of the company in or under the laws of any place in India or outside India and regulate agencies for the purpose of company's activities.
11. To purchase, take on lease or in exchange or otherwise acquire any lands, buildings, basements, right or common use of property immovable or movable which may be requisite for the purpose of or conveniently used or held in connection with any of the above mentioned objects and to sell, demise, give in exchange or dispose of the same or any part thereof.
12. To appeal, solicit, receive, accept any donation(s) or contribution(s) in cash or kind from any other person or persons or firm(s) or company or companies or others, on such terms and conditions from India or outside India in consonance with related laws and regulations applicable in India for the furtherance of the main objects of the company.
13. To enter into any arrangement for union of interest, co-operation, joint venture, partnership, reciprocal concession, or otherwise with any institution or association of persons, whether incorporated or not or company carrying on or engaged in any of the objects which this company is authorized to carry on, or engaged in or any other object capable of being carried out so as to directly or indirectly benefit the company in the attainment of its main object.
14. To take over the management or administration of any other institution or organization (whether incorporated or not) or the company having objects similar to those of this company on such terms and conditions as the company may think fit.
15. To amalgamate with any other company having objects similar to those of this company.
16. To create any description fund, reserve fund, sinking fund or any special fund whether for depreciation or for repairing or improving, extending any of the property of this Company or for any other purpose the Company thinks fit.

- 17.** To pay all costs, charges and expenses preliminary and incidental to the promotion and formation of the company.
- 18.** To assist individuals and /or organizations having objectives or programs similar to that of the Company in the fulfilment of these objectives through consultancy, guidance, monitoring and evaluation; development, publication and dissemination of educational materials, manuals to those engaged in providing services to public.
- 19.** To invest the surplus money available with the Company not immediately required in or any properties of whatsoever nature and where so ever situated, including shares, stocks, securities, flats, lands and buildings and to sell, calling, vary, exchange or transfer any Flproperties.
- 20.** To promote for the welfare of the employees or ex-employees other than members of the company and spouses, widows and families, or dependents of such persons by grant of money, pension, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident funds 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 other institutions or objects.
- 21.** To prefer to or agree to refer any claims, demands, disputes or any other question by or against the company or in which the company is interested or concerned, and whether between the company and the member or members or his or their representatives, or between the company and third parties, to attribute and to observe and perform and to do all acts, matters and things to carry out or enforce the awards.
- 22.** To prepare, edit, print, publish and circulate books, magazines, papers, periodicals, circulars and other literary undertakings, dealing with or bearing any relations to or for promoting the objects of the company or institutions connected therewith.
- 23.** To retain and / or employ skilled, professional or technical advisers and other staff and workers in connection with promoting the objects of the company or institutions connected therewith and to any thereof such fees or remuneration as may be considered expedient.
- 24.** To apply to the government, public bodies, urban, local, municipal, district and other bodies, corporations, companies or other persons for, and to accept grants of, money, equipment, land, buildings, donations, gifts, subscriptions, and any other assistance with a view to promoting the objects of the company or the institutions connected therewith and to conform to the conditions on which such grants and other payments may be received.
- 25.** To Promote, support, control and Propagate branches of company in India or elsewhere.
- 26.** To Promote, cooperate with, become a member of, act as or appoint trustees, agents, or delegates for control, Propagate, superintendent, or otherwise assist any association or Institution and/or other body engaged in promoting education and other activities similar to the object of the company.

27. To open bank accounts in the name of the company and to draw, make, accept, endorse, discount, execute and issue cheques, promissory notes, bills of exchanges and other negotiable or transferable instruments.

28. To enter into technical or management collaboration with Indian or foreign Parties for the purpose of carrying the main object of the company.

Provided that the Company shall not support with its funds or endeavor to impose or procure to be observed by its members or others any regulations or restrictions which, if an object of the Company would make it a Trade Union

4th The objects of the company extend to the whole territory of India

5th (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;

6th 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.

7th The liability of the members is limited.






8th The Authorised share capital of the Company is Rs. 1,00,000/- (Rupees One Lakhs Only) divided into 10000 (Ten Thousand) equity shares of Rs. 10/- (Rupees Ten) each.

9th True accounts shall be kept of all sums of money received and expended by the company and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the company; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the company for the time being in force, the accounts shall be open to the inspection of the members.

Once at least in every year, the accounts of the company shall be examined and the correctness of the balance-sheet and the income and expenditure account ascertained by one or more properly qualified auditor or auditors.

- 10th 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.
- 11th The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects.

We, the several persons whose names, addresses, descriptions and occupations are hereunto subscribed are desirous of being formed into a company not for profit, in pursuance of this Memorandum of Association:

Name, Address, Description, & Occupation of the subscribers	No of Equity Shares taken by each subscribers	Signature of Subscriber	Signature, Name, Address, Description and Occupation of witness
 <p>1. MAHESH LAXMAN PALSULEDESAI ADDRESS: 594 RAIPATAN BAGWADI TA RAJAPUR DI RATNAGIRI 416704 Occupation: Business</p>	<p>98 (Ninety Eight)</p>		<p>I witness to subscriber No. 1 & 2 who have subscribed & signed in my presence on 09.02.2021 at Ratnagiri further I have verified their identity details for their identification & satisfied myself for their identification participate as filled in:</p>
 <p>2. MRINMAYEE GAJANAN PALASULEDESAI ADDRESS: AT PO RAIPATAN TAL RAJAPUR DIST RATNAGIRI 416704 Occupation: Business</p>	<p>102 (One Hundred and Two)</p>		<p> Amit Namdev Patil S/o Namdev Yashwant Patil Office: "Mahalaxmi Centre" 3 rd Floor, Flat No: T- 1, Shahupuri Vyapari Lane, Near Talim, , Kolhapur-416001 Occupation: Practising Company Secretary ACS: 41406 , CP: 15456</p>
<p>Bal c/f</p>	<p>200 (Two Hundred)</p>		

Date: 19.03.2021
 Place: Ratnagiri

THE COMPANIES ACT, 2013

COMPANY LIMITED BY SHARES

UNDER SECTION 8 OF THE COMPANIES ACT, 2013

**ARTICLES OF ASSOCIATION
OF
NAVJEEVAN GODAN FOUNDATION**

- 1 a) The reference herein to 'The Act' is to the Companies Act, 2013 as amended thereto, from time to time and as applicable.
- b) The headings are given for convenience and shall not affect the construction of these articles, table F regulation 18,26,36,37,38,40,41 and 80 to 88 are excluded.

INTERPRETATION

1. The Regulations contained in Table 'F' in Schedule 1 to the Act as amended from time to time in so far as they are applicable to a private limited company and so far, as they are not modified or altered by Articles hereinafter provided, shall apply to this Company.
2. In the interpretation of these Articles, the following expressions shall have the following meanings, unless repugnant to the subjects or context.

"The Company" or this company means "**NAVJEEVAN GODAN FOUNDATION**"

"Memorandum & Articles" means the Memorandum of Association and Articles of Association respectively of the Company.

"Director" means and include all Directors of the Company and except where the context otherwise requires for those Articles shall mean the Board of Directors of the Company, or a properly constituted committee thereof.

"The Office" means the Registered Office for the time being of the company. "The Registrar" means the Registrar of Companies.

"Seal" means the common seal of the Company.

"Month" means Calendar Month.

"Year" means April to March of any Financial Year.

"Proxy" includes Attorney duly constituted under a power of attorney.

"Member" means a member of the Company who has duly subscribed to the shares of the

company and after due approval of the Board of Directors of the Company from time to time and who continues to be a member for the time being.

“In Writing or Written” includes printing, lithography, and other modes of reproducing works in a visible form, which also include thumb impression properly attested.

Words importing persons includes corporation, Firms and Association.

Words importing singular number include the plural and vice-versa.

Words importing masculine gender include the feminine gender and vice-versa.

PRIVATE COMPANY

3. (a) The Company is a Private Company within the meaning of Section 2(68) of the Companies Act, 2013 and it means a Company having a minimum paid-up share capital as may be prescribed, and which by its articles-
- i) restricts the right to transfer its shares;
 - ii) except in case of One Person Company, limits the number of its members to 200.

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:

Provided further that-

- a) persons who are in the employment of the Company; and
- 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

- iii) prohibits any invitation to the public to subscribe for any securities of the Company;

- (b) The Company may at any time by a special resolution convert itself into a private company within the meaning and subject to the provisions of the Companies Act, 2013.

SHARE CAPITAL

4. The authorised Share capital of the company shall be as mentioned in Clause 8 of the Memorandum of Association of the Company

SHARES & CERTIFICATES

5. Allotment of shares

- a) Subject to the provisions of these articles, shares in the capital of the Company for the time being shall be under the absolute control of the Board of Directors who may allot or otherwise dispose off the same or any of them to such persons on such terms and conditions and at such times and either at par or subject to the provisions provided in the Act and as the Board may think fit.
- b) Notwithstanding anything contained in this Article, where securities are dealt with in a Depository, the Company shall intimate the details of allotment of securities to Depository immediately on allotment of such Securities.

6. Register and Index of Members

The Company shall cause to be kept at its Registered Office or at such other place as may be decided, Register and Index of members in accordance with the applicable provisions of the Act and the Depositories Act, 1996 with details of shares held in physical and dematerialized forms or in any media as may be permitted by law including in any form of electronic media. The Register and index of beneficial owners maintained by a Depository under the applicable provisions of the Depositories Act, 1996 shall also be deemed to be the Register and index of members for the purpose of this Act. The Company shall have the power to keep in any state or country outside India, a Register of Members for the residents in that state or country.

TRANSFER

7. The Board of Directors may at their absolute discretion decline to register any transfer of shares in the following cases:
 - a) The transfer of shares to a person who have not been approved by the Board of Directors.
 - b) Any transfer of shares on which the Company has a lien.
8. Subject to provisions of Article 23, Shares held by a member as the case may be, may be transferred to his legal heirs or any other existing shareholder of the Company and shall not be transferred to any other person other than those as aforesaid.
9. In case of transfer of all or any part of the shares in the Company, to any person or persons excepting those provided in Article 10 above, a transferor shall intimate the Company in writing of his intention to do so, specifying clearly therein the name and address both present and permanent, and description of the proposed transferee and the Company, on receipt of such intimation of the transferor, shall hold meeting of Board of Directors to consider the matter of such transfer, within a period of 60 days from the date of receipt of such intimation letter from the transferor and the Board of Directors shall be at liberty either to take in such transferee as a member or arrange the transfer to any member of the Company as the case

may be or any other person and in such manner as the Board of Directors may approve and prescribe.

10. The instrument of transfer of any shares in the Company shall be executed both by the transferor and the transferee and the transferor shall remain the holder of the shares so transferred until the name of the transferee is registered in the Register of Members.
11. Every instrument of transfer shall be left at the office of the Company along with the original certificate of shares of the Company to be transferred and the transfer may be registered.

TRANSMISSION

12. In case of death of a member, the shares shall pass on to his or her heirs, administrators or executors and any person becoming entitled to such shares in consequence of death of any member may upon producing such evidence of title as the Board of Directors may require, register himself as holder of the shares and subject to the provisions of transfer herein contained, transfer the same to some other person.

INCREASE, DECREASE & ALTERATION OF CAPITAL

13. The Company may by Ordinary Resolution from time to time with the prior approval of Central Government increase or decrease Share capital of the company.
14. The Company may, subject to applicable provisions of the Act, and any other consent required under applicable laws, from time to time, by special resolution reduce in any manner:
 - a) its Share capital
 - b) any Capital redemption reserve fund or

BORROWING POWERS

15. Subject to the provisions of the Act, the Board of Directors may from time to time, by a resolution passed at a meeting of the Board accept deposits or borrow moneys from members, directors or their relatives, either in advance of calls or otherwise and may generally raise and secure the payment of such sum or sums in such manner and upon such terms and conditions in all respects as they think fit and in particular by issue of bonds or any mortgage or charge or other security on the undertaking or the whole or any part of the property of the Company (both present and future) including its uncalled capital for the time being.

GENERAL MEETING

16. ANNUAL GENERAL MEETING

The first Annual General Meeting of the Company shall be held within nine months from the closing of first financial year of the Company. The next Annual General Meeting of the Company shall be held by the Company within six months after the expiry of each financial year unless an extension of time is obtained from the Registrar of Companies as provided in the Act, provided that not more than fifteen months shall elapse between the date of one Annual General Meeting of the Company and that of the next meeting.

17. NOTICE OF MEETING

A general meeting of the Company may be called by giving not less than 14 days' notice in writing, electronic mode which should be sent to the members of the Company entitled to receive such notice, provided however, a General Meeting may be called after giving shorter notice if consent is accorded, in case of Annual General Meeting by all the members entitled to vote thereat and in case of any other meeting, by members of the Company holding not less than 95% of such part of the paid-up share capital of the Company as gives right to vote at the meeting. Accidental omission to give notice to or the non-receipt of such notice by any member shall not invalidate the proceeding held at any General Meeting.

18. EXTRA ORDINARY GENERAL MEETING

- a) All General Meetings other than the Annual General Meetings shall be called Extra-Ordinary General Meetings.
- b) The Board of Directors may, whenever it thinks fit, call an Extra Ordinary General Meeting.
- c) If at any time Directors capable of acting who are sufficient in number to form a quorum are not within India, any Director or two members of the Company may call an Extra Ordinary General Meeting in the same manner as nearly as possible as that in which such a meeting may be called by the Board of Directors.

19. CHAIRMAN

The Chairman, if any, of the Board of Directors shall preside as Chairman at every General Meeting of the Company, including Annual General Meetings.

VOTES OF MEMBERS

- 20.** Subject to any rights or restrictions for the 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.
- 21.** In case of joint-holders, the vote of the senior who renders a vote, whether in person or by proxy shall be accepted to the exclusion of the vote of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the Register of Members.
- 22.** No member shall be entitled to vote at any General Meeting unless all calls or other sums presently payable by him in respect of shares in the Company have been paid.

PROXIES

23. Restriction to vote/ Proxy to vote on Poll

Any member entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his/her proxy to attend and vote in his/her stead. Proxy so appointed need not be a member of the Company and a proxy so appointed shall have a right to speak at the Meeting.

DIRECTORS

24. Number of Directors

Until otherwise determine by a special resolution, the number of Directors of the Company shall not be less than two and more that twelve.

25. First Directors

The persons hereinafter named shall be the first directors of the Company:

- 1. MAHESH LAXMAN PALSULEDESAI**
- 2. MRINMAYEE GAJANAN PALASULEDESAI**

26. Additional Director or filling casual vacancy

The Board of Directors shall have the power at any time and from time to time to appoint any person as Director either to fill a casual vacancy or as an Additional Director.

27. Alternate Director

The Board may appoint any person as alternate director to act for a director during his absence for a period of not less than three months from the state in which meeting of the Board are ordinarily held and such alternate director shall ipso facto vacate office if and when the absentee director returns to the state in which meetings of the Board are ordinarily held, or if the absentee director vacates office as a director.

28. Qualification Share

Unless otherwise determined by the Company in a General Meeting, a Director shall not be required to hold any share in the capital of the Company as his qualification.

29. Directors not to retire by rotation

Directors shall not be required to retire by rotation.

30. Meeting of Directors

At least once in every three months or earlier as may be deemed necessary, the Directors shall meet together for dispatch of business, adjourn and otherwise regulate their meetings and proceedings as they think fit.

31. Chairman

The Chairman of the Board of Directors will have to be elected from amongst the Directors.

32. Quorum

The quorum for a meeting of the Board of Directors shall be two Directors personally present.

33. Casting Vote

The Chairman of the Board of Directors or of any meeting shall have a casting vote in case of a tie in any meeting.

34. Committee of Directors

The Board of Directors may delegate any of their powers to such committee and the committee shall in the exercise of the power so delegated conform to any regulation that may from time to time be imposed on them by the Board of Directors subject to the provisions of the Act.

35. Resolution by circulation

Save as otherwise expressly provided by the Act, a resolution shall be as valid and effectual as if, it had been passed at a meeting of the Board of Directors or committee of Board of Directors, as the case may be, duly called and constituted if a draft thereof in writing is circulated together with necessary papers, if any, to all the directors or to all the members of the committee of the Board of Directors as the case may be, then in India (not being less in number than the quorum fixed for a meeting of the Board of Directors or the committee, as the case may be) and to all other Directors or members of the committee at their usual address in India and has been approved by such of them as are then in India or by a majority of such of them as are then in India or by a majority of such of them as are entitled to vote on the resolution.

36. Minutes

All minutes shall be signed by the Chairman of the Meeting at which the same are recorded or by the person who shall preside as Chairman at the next meeting and all minutes purporting to be so signed shall for all purpose whatsoever be prima facie evidence of the actual passing of the resolution recorded and of the regularity of the Meeting at which the same shall appear to have taken place, notwithstanding that it may afterwards be discovered that there was some defect in the appointment of any one or more of such Directors or that or any of them were disqualified.

37. Director's sitting fee

The Board of Directors shall not be entitled to any sitting fees for attending the Board meetings of the Company, unless until it will be decided by the Board of Directors in its meeting time to time.

38. Managing Director

Subject to the provisions of the Act, the Company may from time to time appoint one or more of their body to the office of Managing Director(s) (not being member) in-charge for such period and on such terms and with such powers and at such remuneration (whether by way of salary or commission or participation in profit or partly by one way and partly by another) as they think fit and may remove or dismiss him or them from office and appoint another or others in his/ their place or places.

39. Powers of Board

Subject to the provisions of the Act, the Board of Directors of the Company shall be entitled to exercise such powers and do such acts and things as the Company is authorized to exercise and do, provided that the Board of Directors shall not exercise any power or do any act or thing which is directed or required, whether by the Act, or any other law for the time being in force or by the Memorandum or Articles of Association of the Company 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 of Directors shall subject to the provisions contained in that behalf in the Act, or any other law for the time being in force or in the Memorandum and Articles of Association of the Company or in any

regulations not inconsistent therewith and duly made there under including regulations made by the Company in General Meeting provided however, that no regulation made by the Company in General Meeting shall invalidate any prior act of the Directors which would have been valid if that regulation had not been made.

40. No Directors shall be disqualified from his office by contracting with the Company nor shall any such contract or any contract into by or on behalf of the Company in which any Director shall be in any way interested, be void nor shall any Director so contracting or being so interested be liable to account to the Company for any profit realized by reason only of such Director holding that office or of the fiduciary relations established but it is declared that to the extent it is required under the provisions of the Act, the nature of his interest must be disclosed by him at the Director's Meeting at which the contract is considered if his interest then exists, or in any other case at the first meeting of the Directors after the acquisition of his interest.

POWERS & DUTIES OF DIRECTORS

41. Without prejudice to the general powers conferred by the foregoing clauses, the Board of Directors shall exercise the following powers amongst others:

- a) The Board of Directors may pay all charges, expenses incurred in respect of formation, promotion, establishment and incorporation of the Company under the Act, as well as its registration under any other rules or bye-laws having the force in law.
- b) The Board of Directors may from time to time, by power of attorney under the Company's Seal, appoint any person/s to be attorney of the Company for any purpose.
- c) All cheques, Bills of Exchange, Promissory Notes and other Negotiable Instruments or other instruments of similar nature relating to the operations and transactions of the Company, shall be signed by any one or more of the Directors, as may be decided by the Board of Directors but the authority so conferred may be revoked at any time by the Board of Directors.
- d) The Board of Directors may invest and deal with any moneys of the Company not immediately required upon such securities and in such manner as they think fit.
- e) The Board of Directors or the Managing Director/Whole Time Director/Executive Director/Director-in-charge if so authorized by the Board of Directors may refer any matter relating to the transactions of the Company to arbitration and the decision of the Arbitrator(s), if accepted by the Board of Directors would be binding on the Company.
- f) The Board of Directors may from time to time raise or borrow any sums 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 terms and conditions, as may be approved by the Board of Directors.
- g) The Board of Directors may from time to time secure the payment of such money in such manner and upon such terms and conditions as it may think fit and in particular by the issue

of Bonds of the Company, by mortgage or charge of all or any part of the property of the Company and of its uncalled capital for the time being.

ACCOUNTS & AUDIT

42. The Board of Directors shall cause to maintain proper books of accounts with respect to:

- a) All sums of money received and expended by the Company and the matters in respect of which the receipt and expenditure takes place.
- b) All sales and purchases of goods by the Company.
- c) The assets and liabilities of the Company.

43. Place where Books of Accounts to be kept

The books of accounts shall be kept at the Registered Office of the Company or at such place in India as the Board of Directors shall think fit.

44. Inspection

The books of accounts shall be open to inspection by any Director during the business hours and entries thereof shall be checked and verified at least once in every year by one or more or all Directors.

45. Statutory Auditors

The first auditors of the Company shall be appointed and the remuneration shall be fixed by the Board of Directors and thereafter the Auditors shall be appointed at each Annual General Meeting.

MINUTES

46. Minutes of Meeting

- a) The minutes of all proceeding of every General Meeting or the Board of Directors or committee of the Board of Directors shall be kept by making entries in the minute books within thirty days of conclusion of the meeting.
- b) The pages of the minute book shall be consecutively numbered.

- c) Each page of the minute books shall be initialed or signed and the last page of the record of proceedings shall be dated and signed.
 - (i) In case of a meeting of the Board of Directors or committee of Board of Directors, by the Chairman of the said meeting or the next succeeding meeting, and
 - (ii) In case of General Meeting, by the Chairman of the same meeting within aforesaid 30 days or in the event of death of or inability of the Chairman, by a Director duly authorized by the Board of Directors.
- d) The minutes shall not be pasted or otherwise attached to the minute books.
- e) All appointments of officers made at any of the meetings shall be included in the minutes of the meetings.
- f) In case of a meeting of the Board of Directors or a committee of Board of Directors, the minutes shall also contain:
 - (i) The names of the Directors present at the meeting, and
 - (ii) In case of each resolution passed at the meeting, the names of Directors, if any dissenting from or not concurring in the resolution.
- g) The minutes of each meeting shall contain a fair and correct summary of the proceeding thereat, provided that no matter need be included in any such minutes which the Chairman of the meeting is having the option and:
 - (i) Is, or could reasonably be regarded as defamatory of any person or
 - (ii) Is irrelevant or immaterial to the proceedings or
 - (iii) Is detrimental to the interests of the Company.

THE SEAL

47. The Board of Directors shall provide a Seal for the Company and for safe custody thereof. The Seal of the Company shall not be affixed to any instrument except by authority of a resolution of the Board of Directors and except in the presence of a Director and the said Director, shall sign every instrument to which the Seal of the Company is so affixed in his presence.

INDEMNITY

- 48.** Every officer or agent of the Company for the time being shall be indemnified out of the assets of the Company against any liability incurred by him in defending any proceedings whether civil or criminal in which judgement is given in his favour or in which he is acquitted or in connection with any application under Section 633 of the Act, in which relief is granted to him by the Court.

WINDING UP

- 49.** If upon a winding up or dissolution of the company, there remains, after 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.

SECRECY

50. Directors, officers etc. to maintain secrecy

Every Director, Manager, Trustee for the Company, Member, Member of Committee, officer, servant, agent, accountant or other person employed in or about the business of the Company shall, if so required by the Board of Directors before entering upon his duties, sign a declaration pledging all transactions of the Company with his customers and state of accounts with individuals and in matters relating thereto, and shall subject to such declaration, pledge himself not to reveal any of the matters which may come to his knowledge in the discharge of his duties except when required so to do by the Board of Directors or by a Court of law and except so far as may be necessary in order to comply with any of the provisions contained in these Articles.



ई- स्थायी लेखा संख्या कार्ड
e - Permanent Account Number (e-PAN) Card
AAHCN5407G

नाम / Name	NAVJEEVAN GODAN FOUNDATION	
निगमन/गठन की तारीख Date of Incorporation / Formation	08/04/2021	
		<p>Signature valid</p> <p>Digitally signed by Income Tax PAN Services Unit, NSDL eGovernance Date: 2021.04.08 07:58:12 GMT+05:30 Reason: NSDL ePAN Sign Location: Mumbai</p>

- ✓ Permanent Account Number (PAN) facilitate Income Tax Department linking of various documents, including payment of taxes, assessment, tax demand tax arrears, matching of information and easy maintenance & retrieval of electronic information etc. relating to a taxpayer. स्थायी लेखा संख्या (पैन) एक करदाता से संबंधित विभिन्न दस्तावेजों को जोड़ने में आयकर विभाग को सहायक होता है, जिसमें करों के भुगतान, आकलन, कर मांग, टैक्स बकाया, सूचना के मिलान और इलक्ट्रॉनिक जानकारी का आसान रखरखाव व बहाली आदि भी शामिल है।
- ✓ Quoting of PAN is now mandatory for several transactions specified under Income Tax Act, 1961 (Refer Rule 114B of Income Tax Rules, 1962) आयकर अधिनियम, 1961 के तहत निर्दिष्ट कई लेनदेन के लिए स्थायी लेखा संख्या (पैन) का उल्लेख अब अनिवार्य है (आयकर नियम, 1962 के नियम 114B, का संदर्भ लें)
- ✓ Possessing or using more than one PAN is against the law & may attract penalty of upto Rs. 10,000. एक से अधिक स्थायी लेखा संख्या (पैन) का रखना या उपयोग करना, कानून के विरुद्ध है और इसके लिए 10,000 रुपये तक का दंड लगाया जा सकता है।
- ✓ The PAN Card enclosed contains Enhanced QR Code which is readable by a specific Android Mobile App. Keyword to search this specific Mobile App on Google Play Store is "Enhanced QR Code Reader for PAN Card. संलग्न पैन कार्ड में एनहान्स क्यूआर कोड शामिल है जो एक विशिष्ट एंड्रॉइड मोबाइल ऐप द्वारा पठनीय है। Google Play Store पर इस विशिष्ट मोबाइल ऐप को खोजने के लिए कीवर्ड "Enhanced QR Code Reader for PAN Card" है।

Cut

<p>आयकर विभाग INCOME TAX DEPARTMENT</p> <p>भारत सरकार GOVT. OF INDIA</p> <p>स्थायी लेखा संख्या कार्ड Permanent Account Number Card AAHCN5407G</p> <p>नाम / Name NAVJEEVAN GODAN FOUNDATION</p> <p>निगमन/गठन की तारीख Date of Incorporation/Formation 08/04/2021</p> 	<p>इस कार्ड के खोने/पाने पर कृपया सूचित करें/लौटाएं: आयकर पैन सेवा इकाई, एन एस डी एल 5 वीं मंजिल, मंत्री स्टर्लिंग, प्लॉट नं. 341, सर्वे नं. 997/8, मॉडल कालोनी, दीप बंगला चौक के पास, पुणे - 411 016.</p> <p>If this card is lost / someone's lost card is found, please inform / return to :</p> <p>Income Tax PAN Services Unit, NSDL 5th Floor, Mantri Sterling, Plot No. 341, Survey No. 997/8, Model Colony, Near Deep Bungalow Chowk, Pune - 411 016.</p> <p>Tel: 91-20-2721 8080, Fax: 91-20-2721 8081 e-mail: tininfo@nsdl.co.in</p>
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Electronically issued and Digitally signed ePAN is a valid mode of issue of Permanent Account Number (PAN) post amendments in clause (c) in the Explanation occurring after sub-section (8) of Section 139A of Income Tax Act, 1961 and sub-rule (6) of Rule 114 of the Income Tax Rules, 1962. For more details, [click here](#)

आयकर विभाग
INCOME TAX DEPARTMENT



भारत सरकार
GOVT. OF INDIA

सत्यमेव जयते



Apr 08, 2021

Ref.No.: 88305915439895/TAN/NEW

TO,
NAVJEEVAN GODAN FOUNDATION
594 RAIPATAN BAGWADI RAIP
ATAN

TA RAJAPUR DI RATNAGIRI
RATNAGIRI, RATNAGIRI-416704
MAHARASHTRA
TEL. NO.:9422912731

Sir/Madam,

**Sub : Allotment of Tax Deduction Account Number
(TAN) as per Income Tax Act, 1961**

Kindly refer to your application (Form 49B) dated Apr 08, 2021 for the allotment of Tax Deduction Account Number.

In this connection, the following TAN has been issued to you/your organisation:

KLPN02411D

Please quote the same in all TDS challans, TDS Certificates, TDS returns, Tax Collection at Source (TCS) returns as well as other documents pertaining to such transactions.

Quoting of TAN on all TDS returns and challans for payment of TDS is necessary to ensure credit of TDS paid by you and faster processing of TDS returns.

The above TAN should also be used as Tax Collections at Source Account Number under section 206CA.

Kindly note that it is mandatory to quote TAN while furnishing TDS returns, including e-TDS returns. e-TDS returns will not be accepted if TAN is not quoted.

This supersedes all the Tax Deduction / Collection Account Number, allotted to you earlier.

Income Tax Department

Signature valid

Digitally signed by NSG, e-Governance Infrastruc. Res. Ltd.
Date: 2021.04.08 10:03:01
GMT+05:30 (IST)
Reason: NSG TAN Sign
Location: Mumbai

Caution : Income Tax Department does not send e-mails regarding refunds and does not seek any taxpayer information like username, password, details of ATM, bank accounts, credit cards, etc. Taxpayers are advised not to part with such information on the basis of emails.