Form No. INC-31

e-AOA (e-Articles of Association)

[Pursuant to Section 5 of the Companies Act, 2013 and rules made thereunder read with Schedule I]



Form language

(•) English ( ) Hindi

Refer instruction kit for filing the form

*All fields marked in * are mandatory*

Table applicable to company as notified under schedule I of the Companies Act, 2013 *(F, G, H)*	H
Table F / G / H (basis on the selection of above-mentioned field) as notified under schedule I of the companies Act, 2013 is applicable to *(F – a company limited by shares G– a company limited by guarantee and having a share capital H – a company limited by guarantee and not having share capital)*	H - A COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL
The name of the company is	DHARTIPUTRA SHRI VEER TEJA SOCIAL FOUNDATION

Check if not applicable	Check if altered	Article No.	Description
			Interpretation
☐	☑		• 1.1 In these Articles unless the context otherwise requires Act means the Companies Act 2013 and the rules made thereunder including any statutory modification or re-enactment thereof. Board means the Board of Directors of the Company. Company means DHARTIPUTRA SHRI VEER TEJA SOCIAL FOUNDATION. Director means a Director appointed to the Board of the Company. Member means a person admitted to

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			membership of the Company. Office Bearer means any person appointed to any office or position in the Company. Seal means the common seal of the Company if any. Section 8 Company means a company licensed under Section 8 of the Companies Act 2013. 1.2 Words importing singular shall include plural and vice versa. 1.3 The regulations contained in applicable Tables under Schedule I of the Companies Act 2013 shall apply to the Company except insofar as they are modified herein.
			Members
☐	☑	II 1	• The number of members with which the Company proposes to be registered is Two Hundred however the Board of Directors may from time to time admit additional members in accordance with the provisions of the Companies Act 2013 and these Articles.
☐	☐	2	• The subscribers to the memorandum and such other persons as the Board shall admit to membership shall be members of the company.
			General meetings
☐	☐	3	• All general meetings other than annual general meeting shall be called extraordinary general meeting.
☐	☐	4	• The Board may whenever it thinks fit call an extraordinary general meeting.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.
			Proceedings at general meetings

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☐	☐	5	• 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.
☐	☐	6	• The chairperson if any of the Board shall preside as Chairperson at every general meeting of the company.
☐	☐	7	• 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 the directors present shall elect one of their members to be Chairperson of the meeting.
☐	☐	8	• If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting the members present shall choose one of their members to be Chairperson of the meeting.
			Adjournment of meeting
☐	☐	9	• 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 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.

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			Voting rights
☐	☐	10	• Every member shall have one vote.
☐	☐	11	• A member of unsound mind or in respect of whom an order has been made by any court having jurisdiction in lunacy may vote whether on a show of hands or on a poll by his committee or otherlegal guardian and any such committee or guardian may on a poll vote by proxy.
☑	☐	12	• 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
☐	☐	13	• No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered and every vote not disallowed at such meeting shall be valid for all purposes.Any such objection made in due time shall be referred to the Chairperson of the meeting whose decision shall be final and conclusive.
☐	☑	14	• A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death insanity or revocation of the authority of the principal provided that no intimation in writing of such death insanity or revocation shall have been received by the Company at its Registered Office before the commencement of the meeting or adjourned meeting at which the proxy is used.
☐	☐	15	• A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

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☐	☐	16	• Any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.
			Board of Directors
☐	☐	17	• The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.
☐	☑	18	• Subject to the provisions of the Companies Act 2013 and Section 8 thereof the Directors may be reimbursed for travelling boarding lodging and other expenses properly incurred by them in attending meetings of the Board or committees thereof or in connection with the affairs of the Company. Any remuneration or honorarium payable to Directors shall be in accordance with applicable provisions of law and approved by the Board or members wherever required.
			Proceedings of the Board
☐	☐	19	• The Board of Directors may meet for the conduct of business adjourn and otherwise regulate its meetings as it thinks fit.A director may and the manager or secretary on the requisition of a director shall at any time summon a meeting of the Board.
☐	☐	20	• Save as otherwise expressly provided in the Act questions arising at any meeting of the Board shall be decided by a majority of votes. In case of an equality of votes the Chairperson of the Board if any shall have a second or casting vote.
☐	☐		• The continuing directors may act notwithstanding any vacancy in the Board butif and so long as their number is reduced below the quorum fixed by the Act for a meeting

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			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.
☐	☐	22	• The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. If no such Chairperson is elected or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting the directors present may choose one of their number to be Chairperson of the meeting.
☐	☐	23	• The Board may subject to the provisions of the Act delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Board.
☐	☐	24	• A committee may elect a Chairperson of its meetings. If no such Chairperson is elected or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting the members present may choose one of their members to be Chairperson of the meeting.
☐	☐	25	• A committee may meet and adjourn as it thinks fit. Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present and in case of an equality of votes the Chairperson shall have a second or casting vote.
☐	☐		• 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

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		26	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.
☐	☐	27	• 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 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.
			Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer
☐	☑	28	• Subject to the provisions of the Companies Act 2013 and applicable rules the Board may appoint a Chief Executive Officer Manager Company Secretary Chief Financial Officer or any other Key Managerial Personnel for such term upon such conditions and with such remuneration or honorarium as may be determined by the Board in accordance with law. Any such person so appointed may be removed by the Board by passing a resolution. A Director may also be appointed to any such office subject to the provisions of the Act.
☐	☐	29	• A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer manager company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as or in place of chief executive officer manager company secretary or chief financial officer.

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			The Seal
☐	☐	30	• Board shall provide for the safe custody of the seal. 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 authorised by it in that behalf and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.
			Others
☐	☑	31	• The Company shall function solely as a charitable institution for promotion of its objects as stated in the Memorandum of Association and shall apply its income and property exclusively towards such objects. No portion of the income or property of the Company shall be paid or transferred directly or indirectly by way of dividend bonus or profit to its members. The Company may establish branches departments committees advisory bodies and project offices appoint office bearers employees consultants advisors and volunteers and undertake activities relating to education healthcare environmental protection animal welfare rural development women and child welfare skill development digital awareness and other lawful charitable activities in accordance with the provisions of the Companies Act 2013. The Company may receive donations grants CSR contributions and financial assistance from lawful sources for carrying out its objects. Reasonable reimbursement remuneration salary or honorarium may be paid for services rendered in accordance with applicable laws governing Section 8 Companies. Upon winding up or dissolution of the Company the remaining

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			assets and properties of the Company shall be transferred only to another Section 8 Company or institution having similar objects and shall not be distributed among the members.

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