

FORM NO. INC-13
INCORPORATED
UNDER THE COMPANIES ACT,
2013 (18 OF 2013)
A COMPANY LIMITED BY GUARANTEE
(NOT HAVING SHARE CAPITAL)
UNDER SECTION 8 OF THE COMPANIES ACT, 2013
MEMORANDUM OF ASSOCIATION
OF
SMART AID INTERNATIONAL WELFARE FOUNDATION

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

- I. The name of the company is **“Smart Aid International Welfare Foundation”**.
- II. The registered office of the company will be situated in the State of NCT of Delhi within the Jurisdiction of the Registrar of Companies, Delhi & Haryana.
- III. The objects for which the company is established are:

A. THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE: -

- 1. To deploy Technology to back all such lawful things as are conducive or incidental to the attainment of the objects and aims of the Company, such as: -
 - a) To improve the quality of education for less privileged children and to help and develop the education of the economically backward children, by providing quality education with innovative methodologies. To create and develop educational content and to disseminate it to the needy and under privileged sections of society. To upgrade school, college, practical training classes, gurukuls, libraries, hostels, canteens, science and non science stream labs and workshops of institutions across professions to help in education and creation of work opportunities especially for the deprived children and youth.
 - b) To provide aid and platform to support and protect the marginalized section of the society engaged mainly in unorganized sector of the economy in general like agriculture, farming, gardening, planters, growers, cultivator, dairying and also in micro and small enterprises.
 - c) To assist migrant workers in the organised sector to get the benefits of government schemes and their dues from employers, while ensuring respect for their fundamental rights.
 - d) To plan, design, develop, sponsor, arrange, hold, conduct, deliver, organise meetings, conferences, seminars lectures, programmes, presentations and participate in seminars, exhibitions, training programmes and other related activities, including those organised by others, and talks in furtherance of

the objects of the Company and to sponsor, give certificates, prizes, scholarships, grants, awards or alike activities thereof.

- e) To collect data, generate knowledge, develop algorithms and software for taking advantage of artificial intelligence to provide solutions and to develop, maintain, and operate one or more software, digital platform(s) in furtherance of any or all of the activities given herein.
- f) To use data and other inputs to raise issues, monitor compliances concerning any individual or group, which is covered under these objects.
- g) To develop software, capture data, use artificial intelligence, train people and support professionals for guidance for health & nutrition and distance treatment of patients.
- h) To seek all necessary support of the National and International bodies, Governments, under their various Schemes, which may be beneficial in supporting and/or protecting the interest and rights of the beneficiaries herein.
- i) To setup branches in various geographical locations across states, countries for getting linkages to various portals of Social Security Schemes of the Government, Statutory Authorities, or any Local Bodies, or other statutory authorities or bodies for the attainment of these objects.
- j) To provide platform to start-ups, promote their ventures and support them in getting financial assistance and/or mentoring. To capture information on technology, research & development, especially for the masses, carry out pilot projects and assist the other organizations, government, industry to help in its propagation.
- k) To work for the upgradation of village infrastructure and to assist and execute the Village Infrastructure Project, including but not limited to Agricultural Produce Marketing Support, Rural Water Infrastructure, Rural Transport Infrastructure, solid and waste management to support government efforts to reduce poverty and increase the quality of life of the farmers and landless workers.
- l) To provide services as socio-economic consultants, management consultants, general consultants, human development consultants, organizer, data collectors, programmer, trainers, surveyors, economists, enumerators, planners, designers, researchers and analysts and to provide services for preparations of projects/schemes, and feasibility reports for the welfare of under-privileged section of society/person.
- m) To work against exploitation, injustice and corruption, against any individual, class, community in the society, promote policies for creation of job opportunities, including filing of Public Interest Litigations (PIL) and/or Legal Petitions.

B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:

1. To acquire and take over the whole or any part of the Business with similar objects, Goodwill, Property and Liabilities of any person or persons, Firm, Corporation or Undertaking, either existing or new engaged in any similar Business which the Company is authorized to carry on and to pay for the same either in cash or in shares or partly in cash and partly in shares.

2. To educate the people for adoption of the good norms of a good citizenship and to inculcate into the people's mind, ideals of national unity.
3. To establish, promote, set-up, maintain, assist, provide aid to help in the setting up, maintaining, running schools and other institutions like orphanages, widow homes lunatic, asylums, low cost homes/houses or other establishments for relief to the economically weaker sections of society, destitute, widows, old and infirm people, or to give, provide, render help and assistance in cash or kind to the under-privileged, render assistance to implement any scheme for providing livelihood and upliftment of those below the poverty line.
4. To publish newspaper, magazine, journals and to reproduce works of arts, literature, science, crafts and other allied works/collections of works of arts for instruction and imparting useful knowledge.
5. To set up centres to promote sports, science, technology, education, startup culture, music, theatre, films, media, performing arts, with recreational facilities as in clubs, and to organize seminars, workshops, conventions, summits and to create co-space for entertainment, education, incubation, innovation, film studio, etc.
6. To raise funds through equity, donations, sponsorships, advertisements, sale, fees interest and CSR.
7. To conduct, undertake the conduct of and participate in national and international exhibitions. To convene, when thought necessary, conferences at such places and at such times, as may be determined.
8. To provide for arbitration in respect of disputes arising during service, trade, industry or transport or other business matters and to secure the services of experts, technical and other men to that end, if necessary or desirable.
9. To collect disseminate statistical and other information and share the information for commercial and economic knowledge.
10. To attain those advantages by united action which each member may not be able to accomplish in his individual capacity.
11. To have power to establish offices or agencies within or outside India, or appoint agents there, to carry out the objects mentioned above.
12. From time to time, to borrow or raise money which may be required for the purposes of organization upon bonds, debentures, bills of exchange, promissory notes or other obligations, or securities of organization, or by mortgage or charge of the organization's property.
13. To purchase, or take by way of lease, sub-lease, gift, exchange, hire or otherwise acquire any movable or immovable property and in particular any land, buildings, workshops, laboratories, machinery, equipment, furniture, scientific records, experimental data, library, plant, apparatus, patents, designs, prototypes, appliances and any rights or privileges necessary or convenient for the purpose of the Company and to construct, erect, alter, improve and maintain any buildings and to manage, develop, sell, demise, let, mortgage dispose of, turn to account or otherwise deal with all or any part of these and other assets and rights of the Company for cash or any other consideration with a view to the promotion of the objects of the Company.

14. To invest the money not immediately required in such securities as may, from time to time be determined by the president or the Executive Committee, including any debentures issued by Company.
15. To sell or dispose off the undertaking of Company or any part thereof for such consideration as Company may think fit and for shares, debentures or securities of any other association or company having objects altogether or in part like those of Company.
16. To subscribe, to become member of or otherwise co-operate with any other associations, whether incorporated or not, whose objects are altogether or in part are like those of Company.
17. To remunerate any person or company for service rendered or to be rendered in placing or assisting to place or guaranteeing placing of any debentures or other securities of Company.
18. Subject to the approval of the Central Government, to provide for the welfare of employees or ex-employees (not being members) of the Company and the wives and families or the dependents or connections of such persons, by building or contributing to the building of houses, dwellings or chawls or by grants of money, pensions, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident funds and other associations, institutions, funds or trusts and/or by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit.
19. To make rules and regulations for the conduct and management of the Company and its various activities and to rescind, vary or alter the same from time to time. or for any exhibitions for any public, general or useful object.
20. To establish and support or aid in the establishment and support of provident fund, gratuity, superannuation funds, trusts and conveniences, calculated to benefit employees of Company or their dependents and grant pension, allowances, make payments towards insurance and to subscribe or guarantee money for charitable or benevolent objects and/or other welfare activities for the workers and employees of the Company.
21. To assign to any class of members any preferential, special or qualified rights or privileges over or as compared with any other member about voting or otherwise, howsoever.
22. To enter any arrangement with any government or authority, municipal, local or otherwise that may seem conducive to Company's objects or any of them, and to obtain from any such government or authority all rights, concessions and privileges which Company may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
23. To draw accept, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable instruments or securities.
24. To undertake documentation of information and design websites on the subject matter of research;

25. To promote research by associating with other institutions, academicians, subject experts, Engineers, research scholars and Industry; grant stipends and scholarships to students and scholars encourage study and research;
26. To publish and disseminate journals, research papers, reports, compilations and books on the areas of research conducted by Company, experts and scholars.
27. No object of the Company shall be carried out without permission of the competent authorities whomsoever and no object of the Company shall be carried out on commercial basis. The doing of all such other lawful things as considered necessary for the furtherance of the above objects:
33. To work with institutions, academicians, students to promote education, innovation, creativity and skill development activities.
34. To run, operate, undertake and maintain training and in-service training centres and/or programs and to employ skilled personnel for the said purpose or furthering the cause of the Company.
35. To appoint investigators, consultants, and experts to study in India, problems in regard to main objects pursued by the Company.
36. To accumulate capital by means of monthly subscriptions or otherwise from members and by borrowing money from members or any other persons on such security and on such terms as the Company may from time to time prescribe,
37. To raise funds through activities and sources including but not limited to, events, programs, charity shows, donations, sale of merchandise, corpus and recurring grants from Government and other sources, one off contributions, or on their behalf and to disburse funds raised through such and other mechanisms to charitable organizations or activities or such individuals and organisations working for the welfare of the public at large, who have been identified and selected for this purpose.
38. To represent before Government authorities, business houses, committees, trade associations, trade bodies or such other authorities to facilitate, promote and further the object of the Company. To receive grants, subsidies, contributions, donations, loans and advances or other money and deposits of whatsoever nature from State Government, Central Government, Private Foundations, Banks, Companies, Trusts or individuals within India or outside India subject to necessary regulatory approvals with the conditions for the purpose of fulfilment of the object of the Company or for such other purpose as may be directed by a donor and to do all acts and things necessary for the said purpose which should be social and charitable in nature and permissible under Law of India.
39. To undertake such other charitable objects or objects of charitable purposes or purposes including relief of the poor, education and medical relief, family welfare/planning and advancement of such other lawful acts and things, as in the opinion of the governing body, are incidental or conducive to the attainment of the aims and objects of the Company.
40. Subject to the mandatory provisions of Income-tax Act 1961 or any other laws applicable to the Company, to bring in the funds of the Company in or upon any investment properties of whatsoever nature and where-so-ever situate

and to sell, call in, vary, exchange or transpose any investment or properties of the Company.

41. To open accounts with any bank or financial institutions.
42. To employ any person, firm or Company (not being members) for purpose of carrying out all or any of the contracts from time to time entered by the Company upon such terms and conditions as may be considered appropriate.
43. To advance money not immediately required by the Company or give credit to such persons, firms or companies and on such terms with or without security as may seem expedient and to customers of and others having dealings with the Company provided that the Company shall not carry on the business of banking, within the meaning of Banking Regulations Act, 1949.
44. To create any depreciation fund, reserve fund, sinking fund, provident fund, superannuation fund or any special or other fund, whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company for any other purpose conducive to the interest of the Company.
45. To pay out of the funds of the Company all or any expenses which the Company may lawfully pay for services rendered for formation and registration of the Company and for promotion of any other Company by it, subject to the Companies Act, 2013.
46. To become a member of any other bodies of person, association, institutions, or bodies corporate including companies limited by guarantee as the Company may think conducive to the attainment of the main objects or any of them.
47. And to do all such other lawful things as are incidental or conducive to the attainment of the above 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.





IV. The objects of the company extend to the whole of India and Internationally.

- V. (i) The profits, if any, or other 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.
- (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;
- 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.
- VII. The liability of the members is limited by guarantee.
- VIII. Each member, undertakes to contribute to the assets of the company in the event of its being wound up while he is a member or within one year afterwards, for payment of the debts or liabilities of the company contracted before he ceases to be a member and of the costs, charges and expenses of winding up, and for adjustment of the rights of the contributories among themselves such amount as may be required not exceeding a sum of Rs. 5,000/- (Five Thousand Only).
- IX. 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.
- X. 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.
- XI. 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:

Sl. No	Name, Address, Description and Occupation of the Subscriber	Signature of Subscriber	Signature, Name, Address, Description and Occupation of the Witness
1.	Himangshu Rai Vaish S/o Lt. Mr. Vidya Ram Vaish Address: S-19, Panch Shila Park, New Delhi-110017. D.O.B - 22/12/1954 OCC: Business and Social Worker		<p>I witness to subscribers, who have subscribed and signed in my presence on 28th July, 2020 at New Delhi, further I have verified their Identity Details (ID) for their identification and satisfied myself of their identification particulars as filled in"</p> <p>CS PREM PYARA TIWARI</p> <p>S/O. MR. R. A TIWARI</p> <p>ADD: G-14, I FLOOR, SECTOR-3, NOIDA -201301</p> <p>OCC: PRACTISING COMPANY SECRETARY</p>
2.	Pankaj Agarwal S/o Mr. Shiv Prasad Agarwal Address: House No. B3/55, Safdarjung Enclave, New Delhi-110029 D.O.B.- 03/07/1961 OCC: Chartered Accountant and Social Worker		
3.	Sushma Bhardwaj D/o Mr. Hari Mohan Prasad Singh Address: S-210, First Floor, Panch Shila Park, New Delhi-110017. D.O.B.-17/01/1969 OCC: Business and Social Worker		
4.	Gayatri Vaish D/o Mr. Ishwari Prasad Aggarwal Address: S-19, Panch Shila Park, New Delhi-110017 D.O.B.-24/09/1927 OCC: Social Worker		

Place: Delhi

Date: 28.07.2020