

**MEMORANDUM
AND
ARTICLES OF ASSOCIATION
OF
OPERATION MERCY INDIA FOUNDATION**

(A Company limited by guarantee)

For Operation Mercy India Foundation

**Josh Lawrence D'Souza
Director
Din No: 07767206**





GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGIONAL DIRECTOR, SOUTHERN EAST REGION, HYDERABAD
2ND FLOOR, KENDRIYA SADAN, SULTAN BAZAR, HYDERABAD-500 095.

No.RD/SER/Sec.25 SRN B 05367537 Pending/2011

Dated:

To

M/s Operation Mercy India Foundation
2-1-96 Logos Bhawan,
Jondimela Village, Secunderabad-500 055
Andhra Pradesh.

Sr.

Sub: Approval u/s 25(8) of Companies Act 1956 – In the matter of
M/s Operation Mercy India Foundation- Reg.
Ref: F-14A filed vide SRN B05367537/11.2.2011

With reference to the above I am enclosing the order approving the
amendment to the existing Main Object No.1 of Memorandum of
Association as envisaged in your application mentioned above.

I am also to add that the requirements of sections 17,18,189 and 192 of
the Act should be complied with after the receipt of this approval.

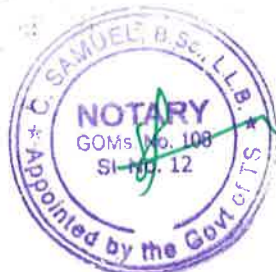
Yours faithfully,

(E.SELVARAJ)

REGIONAL DIRECTOR(SER)

Copy to:

The Registrar of Companies, AP. With reference to his letter
No.RAP/TH/1 Sec.25/35739/2011/153 dated 3.3.2011. He is requested to
verify whether the company's altered MOA is in tune with the approval of
this office without fail.



(E.SELVARAJ)

REGIONAL DIRECTOR(SER)

Email:rd.ser@mca.gov.in



PHONE: 4856 114(OFF)
2485807(FAX)

GOVERNMENT OF INDIA
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2ND FLOOR, KENDRIYA SADAN, SULTAN BAZAR, HYDERABAD-500 095.

No.RD SER Sec.25/SRN B 05367537/Pendingsm/2011

Dated:

To

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Jeedimetla Village, Secunderabad-500 055
Andhrapradesh.

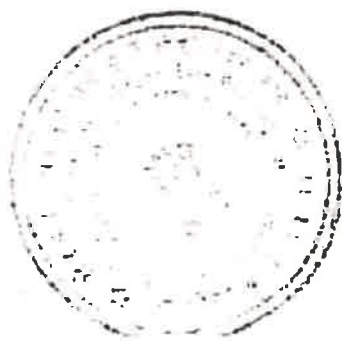
APPROVAL UNDER SECTION 25(8) OF THE COMPANIES ACT 1956.

In exercise of the powers delegated by the Government of India in their Notification in the GSR 288E dated 31.5.1991, L, the Regional Director, Ministry of Corporate Affairs, Hyderabad do hereby accord approval u/s 25(8) of the Companies Act 1956 amending to the Memorandum of Association of M's Operation Mercy India Foundation as envisaged in the annexure to this order.

The alteration of the Memorandum of Association of the company will take effect from the date on which the resolution is passed by the company after the receipt of this approval and subject to the condition that the company comply with the requirements stated in the covering letter to this approval.

Dated this 31st day of January 2012


(E.SELVARAJ)
REGIONAL DIRECTOR (SER)



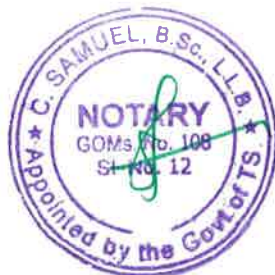
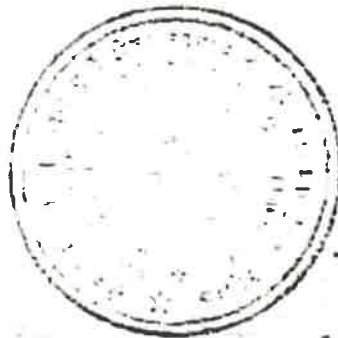
Annexure referred to in approval No. RD/SER/Sec.25/SRN B
05367537/Pendingsrn/2011.

Proposed amendment to Memorandum of Association of
M/s Operation Mercy India Foundation

Clause	Existing	New
Clause III(1) of MOA	To establish adult Literacy centres. Balwadies , and other such institutes to impart education free of cost or at subsidized fee. This also includes funding of such institutes including libraries and educational resource centres.	To establish adult literacy centres. Balwadies, Educational Institutions ,schools and other such institutes to impart education free of cost or at subsidized fee this includes funding of such institutes, including libraries and educational resource centres and also establish preventive, counseling and rehabilitation centres for the people affected from Human Trafficking and child labour.


(E.SELVARAJ)

REGIONAL DIRECTOR(SER)



INCORPORATED
UNDER THE COMPANIES ACT, 1956
(ASSOCIATION NOT FOR PROFIT)
MEMORANDUM OF ASSOCIATION
OF
OPERATION MERCY INDIA FOUNDATION
(A Company limited by guarantee)

- I. The name of the Company is Operation Mercy India Foundation.
- II. The registered office of the Company will be situated in the State of Andhra Pradesh.
- III. The Objects for which the Company is established are:-

A. MAIN OBJECTS:

1. To establish Adult Literacy Centres, Balwadis and other such institutes to impart education free of cost or at subsidized fee. This also includes funding of such institutes, including Libraries and educational resource centres.
2. To establish Leprosy Rehabilitation Centre and support leprosy patients and their families financially and other such benevolent activities and to establish and run rehabilitation and detoxification centres for drug addicts and chemically dependent people. Setting up of homes for mentally challenged people.
3. To Conduct workshops for rural women and men and educate them of various Governmental Welfare schemes and thus giving a helping hand for their upliftment.
4. To establish and run Orphanages and Old-age homes, Primary Health Care Centres in rural areas and slums and to conduct Medical Camps.
5. To fund and encourage youth to participate in relief operations during natural calamities, and such other philanthropic activities and to conduct cultural tours to impart cultural and socio-economical values and teach and encourage unity and harmony in the society.
6. "To purchase, publish, print and distribute Educational literature, films, video and such other tools free of cost or provide at nominal cost".
7. "To Establish training centre to provide vocational courses and skills on various small scale industries, conduct or co-ordinate Seminars, Conferences and educate or impart knowledge on Socio Economic Conditions, national integrity, Law and Order and on such national concerns".



B. THE OBJECTIVES INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:

1. To undertake, aid, institutions for social, economical, cultural, educational and other useful objects.
2. "To undertake, aid, establish rehabilitation homes, Clinics, nursing homes, homes for the aged and destitute, dharmashalas, health centres, including providing medical services for the welfare of humanity at large including orphanages and other charitable organizations".
3. To prevent cruelty towards animals, birds including protection of other milching animals.
4. To subscribe to, become member of and co-operate with any other association whether incorporated or not, whose objects are altogether or in part, similar to those of the company and to procure from and communicate to any such Association such information as may be likely to further the objects of the company.
5. "To raise funds for carrying on the company activities through donation or gifts, government grants, provide facilities for rendering services in the areas related to the objects of the company".
6. "To assist and support formation and running of self help groups with in India".
7. To enter into any arrangements with any government or authorities supreme, municipal local or otherwise, that may seem conducive to the objects of the company or any of them to obtain from any such government or authority 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.
8. To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit people in general.
9. To acquire by purchase, lease, in exchange, hire, donations, gifts or otherwise any movable or immovable property and any rights and interests and titles or liabilities in the interest of the company or for any other purpose which may directly or indirectly be calculated to benefit the company and its main objects and to manage them.
10. "Investment of the Funds of the Trust/ Company shall be made in accordance with the provisions of Section 11(5) of the Income Tax Act, 1961."
11. To provide scholarship, prizes, medals or other awards connected with the examinations generally or any subject or subjects thereof, held by the company.



12. To do and take all such lawful act, deeds and things as are incidental or conducive to the attainment of the above mentioned objects or any of them provided that the company shall not support with its funds or endeavor to impose on or procure to be observed by its members or others, any regulation or restriction which, if an object of the company would make it a trade union.

C. THE OTHER OBJECTS ARE: NIL.

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

V.

1. The income and property of the company whensoever 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 the company to any of its members, except payment of out-of-pocket expenses, reasonable and proper interest on money lent, reasonable and proper rent on premises let out 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 expected by clause (4).
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 or to any other person in return for any service actually rendered to the company.

VI.

(A) 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 Previously submitted to and approved by the Regional Director, Department of Company Affairs, Chennai.

(B) "No Additions, Alteration and Amendment in the Objects shall be made without the prior approval of the Commissioner of Income Tax (Exemptions), Hyderabad".

VII. The liability of the members is limited.

VIII. Each member of the company 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 after he ceases to be a member for payment of the debts and liabilities of the company contracted before he ceases to be a



member, and the costs, charges and expenses of winding up and for the adjustment of the rights of the contributions amongst themselves, such amount as may be required not exceeding one thousand rupees.

- IX. "The Books of Account will be maintained every financial year and shall be compulsorily audited at the end of every financial year by a Chartered Accountant."

- X. "In case of dissolution/ winding up of the Trust /Company, the Trust / company properties shall be transferred/handed over to a trust / company having similar aims and objects and also registered u/s 12A of the Income Tax Act, 1961"

For Operation Mercy India Foundation


Josh Lawrence D'Souza
Director
Din No: 07262206



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- XI. 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.	Names, addresses, description and occupation of Subscribers	Name, address, description, occupation and signature of witness
1.	Sd/- Mr. A.E Franks S/o. Edward Franks, H.No. 2-2-96, Jeedimetla Village, Quthbullapur Mandal, R.R Dist. PIN - 500 055 Occ: Administrator (President)	
2.	Sd/- Mr. Kurian Varghese, S/o. Cherian, Plot No. 4, Logos Street, Behind Fr. Balaiah Nagar, Old Alwal, Secunderabad, Pin- 500 010. Occ: Administrator (Vice President)	Sd/- C.D. VIJAYADITYA S/o Shri D.V. Sastry, CHARTERED ACCOUNTANT 102, Rohiwal Windsor Apts, 5-10-197/1 & 2. Hill Fort Road, Hyderabad - 500004.
3.	Sd/- Mr. Ashok Naidu, S/o Sreenivasulu N, Plot No. 35, SBH Colony, Trimulgherry, Secunderabad-500 015 Occ: Administrator/Social Worker (General Secretary)	
4.	Sd/- Mr. Marcus Chacko, S/o. K.M. Chacko, Plot No. 50, Citizen Colony, Father Baliah Nagar, Old Alwal. Occ: Administrator (Joint. Secretary)	



Sl. No.	Names, addresses, description and occupation of Subscribers	Name, address, description, occupation and signature of witness
5.	<p>Sd/- Mr. Albert Iael, S/o. G.P. Lazarus, Plot No. 147, Ravi Colony, Trimulgherry, Secunderabad-500 015.</p> <p>Occ: Accounts Officer (Treasurer)</p>	
6.	<p>Sd/- Mr. Anuj Patro, S/o. Nirmal Patro, Plot No. 92, NCL Enclave, Kompally, R.R. Dist.</p> <p>Occ: Managing Director (Executive Member)</p>	<p>Sd/- C.D. VIJAYADITYA S/o Shri. D.V. Sastry, CHARTERED ACCOUNTANT 102, Rohiwal Windsor Apts, 5-10-197/1 & 2, Hill Fort Road, Hyderabad – 500004.</p>
7.	<p>Sd/- Lion K Sam Paul S/o. K. Mathews SMR Estates Jayanagar, Trimulgherry, Secunderabad PIN- 500 015.</p> <p>Occ: IT Profession (Executive Member)</p>	

Date: 12-Mar-01
Place: HYDERABAD (A.P)



ATTESTED
[Signature]
C. SAMUEL, B.Sc., LL.B.
ADVOCATE & NOTARY
1-7-637, Shastri Nagar,
Ramnagar, HYDERABAD
Ph. 9393031034

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