

Form No. INC-13



Form language

English

Hindi

e-MOA (e-Memorandum of Association)

[Pursuant to sections 4 and 8 of the Companies Act, 2013 and rules made thereunder read with Schedule I]

Refer instruction kit for filing the form

*All fields marked in * are mandatory*

1 The name of the company is

VISIONARY CHARTER
FOUNDATION

2 The registered office of the company will be situated in the State of

West Bengal

3 (a) The objects to be pursued by the company on its incorporation are:

1. To establish, promote, subsidize, encourage, provide, maintain, organise, undertake, manage, build, construct, equip, develop, recondition, operate, conduct and to run in India or abroad schools, colleges, boarding houses, ashrams, gurukuls, teaching classes for primary, secondary & higher education in the fields of commerce, arts, science, engineering, medical, pharmacy, mining, military, music, dance, acting, sports, journalism, management, social welfare and industry which can be imparted to the students regularly orally or through post and to conduct examinations and to award degrees.

2. To help alleviate poverty by enabling access to the basic necessities of life including clean, safe and nutritious food; clean and safe drinking water; shelter; education; and livelihoods for people deprived from such access.

3. To provide opportunities to develop skills and talents of children and women with the aim of generating a sustainable income and be independent to march with the time and age.

4. To provide opportunities to develop skills and talents of children and women with the aim of generating a sustainable income and be independent to march with the time and age.

5. To raise awareness on environmental issues and push for changes in policy and development strategies for environmental monitoring; promoting environmental education, conducting seminars and workshops, training and capacity-building; implementing demonstration projects; conducting advocacy work in partnership with the government; and the promotion of regional and international cooperation on the environment

6. To promote social welfare activities intended for the general welfare of the public such as welfare of the destitute, family, women, children and the handicapped and assistance in cases of unemployment, under employment, old age, sickness, disablement and other cases of deserving needs.

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

1. To carry out all types of development programmes and undertake all types of initiatives and interventions in the areas of hunger and food security, gender equality, education, agriculture and natural resources, poverty alleviation, health and nutrition, slum development, environment, renewable energy, water resources, income and livelihood creation and support, and any area in which development activity and intervention is required.

2. To collaborate with other institutions such as academic, research, government, nongovernmental institutions (NGOs); community-based

organizations (CBOs), civil Society organizations (CSOs) and consultancy agencies both national and international in implementation of projects and programmes, undertaking studies and action research, and sharing of information

3. To engage / invite and assist the services of experts for the promotion of main objects of the company on payment of fees or remuneration of honorarium or otherwise.

4. To undertake, conduct, organise, support, encourage and participate in seminars, workshops, conferences, congresses, conventions councils, training, lecture series, and/or group discussions to generate public awareness as well as to increase awareness among policy makers.

5. To encourage and conduct research pertaining to the issues highlighted in the main objects of the company; and for that purpose, to establish, construct, promote, form and maintain necessary institutions; and to provide therein all technical assistance and other necessary facilities therein. Make payment to any association, organisation or academic institution to be used for research in any field.

6. To serve as a Resource Centre for collecting, storing, collating and disseminating suitable communication materials and information from different sources to complement the main objectives of the Company.

7. To act as a Consultant, Counsellor, Facilitator and/or Provider of information, in respect of any institution or organisation or individual on hunger and food security, gender equality, education, agriculture and natural resources, poverty alleviation,

health and nutrition, slum development, environment, renewable energy, water resources, income and livelihood creation and support, and any area in which development activity and intervention is required

8. To provide vocational / educational guidance and counselling and/or establishing, supporting, conducting, vocational guidance bureau either virtual or real.

9. To make donations, grant endowments and/or otherwise assist in any form whatsoever to any person(s), organisations, public charitable institutions, companies, societies, trusts, foundations, academic and/or cultural institutions who have object(s) similar to any one or more of the objects of the Company for the purpose of promoting, assisting and / or encouraging the carrying and/ or achievement of such objects or object for the benefit of the people in general.

10. To acquire land with or without buildings and to construct thereon the building or buildings to achieve the objects and purpose of the company and / or to acquire suitable premises on ownership basis or on such other terms and conditions may be decided by the management.

11. To purchase, rent, take on lease or in exchange or on leave and license, or otherwise acquire or obtain possession of any moveable or immovable property, rights or privileges which may be deemed necessary or convenient for any of the objects of the company from any person, Company, Society, Foundation, Trust, Organisation and/or Institution.

12. To raise necessary funds and accept donations, contributions (in cash or kind)

Subscriptions, grants of money, securities, and property of any kind and/or to undertake and accept the management of transfership of any endowment, trust fund or donation not inconsistent with the objects of the Company.

13. To accept donations, assistance and/or funds on behalf of the Implementing Agencies from the Government, foreign donors, and/or any other donor agency subject to such laws as may be applicable in the manner stated above and to obtain necessary accounts and information regarding the physical and financial progress from the Implementing Agency / Agencies.

14. To create any Depreciation Fund, Reserve Fund, Insurance Fund or any other Special Fund, whether for depreciation or for repairing, improving, extending or maintaining any of the immovable or moveable property of the Company, or for any other purpose conducive to and in the interests of the Company.

15. To promote and/or become a member of any Company or Companies, (whether limited by shares or guarantee or both) body or association (whether corporate or not) for the purpose of acquiring all or any of the property rights and liabilities of the Company, and / or for the furtherance of all the objects or any of them in this company.

16. To nominate representatives on Association or institution having similar or allied objects on the committee of the Board or Committee of Governing Body or Board of Trustees of such other Association and / or institutions whenever interested in furthering the main objects of the company. 17. To enter into partnerships or any arrangement, whether in India or elsewhere, for union of interest, co-operation,

reciprocal concession or otherwise with any person or Company carrying on or engaged in or about to carry on or engage in any activities or transaction which the Company is authorized to carry on or engage in or any activities or transaction capable of being conducted

18. To enter into any agreement with any Government or authorities (municipal, local or otherwise) or any corporations, companies, or persons, or any cooperative society or organisation or institutions in any part of the world which may seem conducive to the Company's objects or any of them and to obtain from any such Government authority, corporation, company or person any contracts, rights, moneys, privileges, licenses and concessions which may be thought by and/or on behalf of the Company desirable to obtain and to carry out, exercise and comply therewith.

19. To appeal, solicit, receive or accept grants from any government or nongovernmental institutions, agencies, authorities, public bodies, corporations, trusts, foundations, companies or person(s) and/or money, movable or immovable properties, donations, gifts, subscriptions, devices, bequests, and/or other assistance with a view to promoting the objects of the company and in receiving any gift of property to take the same either unconditionally or subject to any special conditions which may be prescribed by the donor in writing. 20. To open and maintain branches and to undertake such other activities for furtherance of all or any one or more of the objects of the Company in accordance with the provisions made in the Rules and Regulations of the

Company. To establish branches and offices in different parts of India.

21. To establish and support or aid in the establishment and support of any charitable Association or Institution in all possible manner including giving donations in cash or kind for charitable purpose in any way connected with the purpose of the company or calculated to further its objects.

22. To acquire, buy, sell, market, distribute, exchange and/or otherwise dispose of, store, hold, package, transport, use, experiment, or handle any material or equipment in order to achieve the objects of the Company.

23. To improve, manage, work, develop, alter, exchange, lease, mortgage, charge, hypothecate, turn to account, abandon, dispose off or otherwise deal with all or any part of the property, rights, privileges and concessions of the Company, and to manufacture any articles or render any services with utilization of machineries, equipment and assets belonging to the Company.

24. To operate or raise or secure the payment of any money which may be required for the purpose of the company in such manner as the company may think fit and in particulars, by issue of promissory notes, charged upon all or any of the company's property, both present and future and to purchase redeem any pay off such securities or in such manner as the company may think fit. To pay reasonable fees for raising, operating, or securing the payment of money to individuals, companies, institutions or organisations which assist in obtaining such funds.

25. To invest the funds of the Company not immediately required in trust securities or such other investments as the Company in General Meeting

may allow or think fit. Also, to invest and deal with moneys of the Company not immediately required in any manner.

26. To open and to operate current, savings and/ or fixed deposit accounts with any bank or banks.

27. To draw, make accept, endorse, discount, execute and issue cheques, promissory notes, hundies, bills of lading, railway receipts, bills of exchange, warrants and other negotiable and instruments of all description in connection with the Company's business.

28. To make advances upon or for the purchase of land, buildings, houses, offices, flats, tenements, shops, other buildings and/or construction thereof; or for materials, goods, furniture, equipment, appliances and stores required for the Company's activities.

29. To borrow or raise money for the purpose of the company on such terms and on such security as the company may think fit.

30. To employ and engage skilled professionals, technical advisors, volunteers and interns in activities consistent with the main objects of the company or in the objects ancillary to the attainment of main objects of the company with or without remuneration, professional fees or honorarium.

31. To pay all costs, charges, expenses incurred in connection with incorporation of the Company including preliminary expenses of any kind and incidental to the formation of the Company, costs, charges and expenses of negotiating contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company.

32. To do all such other lawful things as considered necessary for the furtherance of the above objects.

the doing of all such other lawful things as considered necessary for the furtherance of the above objects:

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, as an object of the company, would make it a trade union.

4 *The objects of the company extend to the

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 are or at any time have been members of the Company or to any one or more of them or to any persons claiming through anyone or more

5 (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 these clauses (iii) and (iv) shall prevent the payment by the company in good faith of prudence 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

6 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.

7 The liability of the members is limited.

8. **Table applicable to Section 8/ Part I Section 8 company**

A - MEMORANDUM OF ASSOCIATION OF
A COMPANY LIMITED BY SHARES

Table A / B / C

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES/ B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL/ C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING SHARE CAPITAL)

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 the 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 *

The share capital of the company is rupees, divided into

9000	Equity Share	Shares of	10	Rupees each	
------	--------------	-----------	----	-------------	--

9 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

10 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.

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

12 We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association:

Subscriber Details

S. No.	*Name, Address, Description and Occupation	DIN / PAN / Passport number	No. of equity shares taken	DSC	Dated
1	SIRSHENDU NIYOGI UTTAR APARTMENT, FLAT-3, GROUND FLOOR 61 HOSPITAL ROAD KOLKATA West Bengal 700075 NA India	08680029	1000 Equity,0 Preference	SIRSHEN DU NIYOGI Digitally signed by SIRSHENDU NIYOGI Date: 2023.11.09 17:16:25 +05'30'	09/11/2023
2	SOHINI GHOSH ODRC QRTS, L/G/4 DIAMOND HARBOUR ROAD NEAR AJANTA CINEMA HALL, SAHAPUR KOLKATA West Bengal 700038 NA India	08679990	1000 Equity,0 Preference	SOHINI GHOSH Digitally signed by SOHINI GHOSH Date: 2023.11.09 17:22:54 +05'30'	09/11/2023
3	PRODIP HALDER 9C GARIA PANCHPOTA KHUDIRAM SARANI Kolkata West Bengal 700152 Nabagram South 24 Parganas India	AGVPH1565L	1000 Equity,0 Preference	PRODIP HALDER Digitally signed by PRODIP HALDER Date: 2023.11.09 17:26:20 +05'30'	09/11/2023
Total shares taken			3000 Equity,0 Preference		

Signed before me

Membership type of the witness	*Name of the witness	*Address, Description and Occupation	DIN / PAN / Passport number / Membership number	*DSC	Dated
FCA	SAMAR GHOSH	5A DURGA DAS MUKHERJEE STREET KOLKATA - 700005, FCA	050700	SAMAR GHOSH Digitally signed by SAMAR GHOSH Date: 2023.11.09 17:13:58 +05'30'	09/11/2023