(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

UNDER SECTION 8 OF THE COMPANIES ACT, 2013

MEMORANDUM OF ASSOCIATION

OF

VIDYAJAGAR FOUNDATION

MEMORANDUM OF ASSOCIATION

OBJECTIVES & FORMATION

I. The name of the Company is "**VIDYAJAGAR FOUNDATION**". (Hereinafter called the "Company").

II. The registered office of the Company will be situated in the State of Maharashtra.

III. The objects for which the Company is established are the following:

A. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE;

1. To carry on the business of.

1.1. To promote education in cities, urban and rural areas on a charitable basis for the benefit of students and for the common man by organising exhibitions, seminars, popular lectures, science camps and various other programmes.

1.2. To maintained and administrated education in cities, urban and rural areas for the benefit of students and for the common man by organising exhibitions, seminars, popular lectures, science camps and various other programmes by the members of the Community.

1.3. To run education institutions in cities, urban and rural areas for the benefit of students and for the common man by organising exhibitions, seminars, popular lectures, science camps and various other programmes.

1.4. To render assistance to universities, technical institutions, museums schools and colleges or other bodies in planning and organising science museums and also in training of personnel for museum profession;

1.5. To organize training programmes for science teachers / students / young entrepreneurs / technicians / handicapped / housewives and others on specific subjects of science, technology and industry.

1.6. To promote skills education and empowered autonomous skills development human resource as per the need of society;

1.7. To establish, control, direct, take over, conduct, supervise, develop and manage and/or assist or join in the establishment, control, direction, taking cover, conduct, super vision development and management of schools, colleges, institutions and Bodies for giving or imparting any kind of description of education and training including without prejudice to the generality and in particular primary, secondary and higher academical scientific, commercial, industrial, agricultural in all its branches, technological, vocational, theological, theosophical, professional including medical, legal journalistic, political, historical, religious, psychological, sociological, physical, military education and training as well as education and training in arts (including fine arts) and crafts and conducting post-graduate diploma course in journalism, marketing, management and business administration, to deserving and needy students of all communities without discrimination on the ground of caste, class, colour, creed, religion or sex.

1.8. To promote and/or establish and/or conduct education courses in any form in the field of Event Management, Hospitality, Media, Fine Arts, Music, Painting, Sculpture, Architecture, Instrumentation, Electronics, Films, Sports, Travel, Tourism, Arts, Commerce, Science, Law, Medical, Ayurveda, Homeopathy, Unani, Agriculture, Farming, Fishery, Animal Husbandry, Rural Development, Nursing, Paramedical, Engineering, Technology, Computer, Yoga, Sports, Social Work, Pharmacy, Indian and Foreign Languages, Health, Nutrition, Vocational, Skills, Mass media, Digital Media or any other field as per the company decision from time to time.

1.9. To promote and/or establish and/or conduct pre-school, primary school, secondary school, higher secondary and university education in different faculties.

1.10. To promote and/or establish and/or conduct pre-school, primary school, secondary school, higher secondary and university education in different faculties through online, offline, distance learning, use of technology, Information Technology.

1.11. To promote and/or establish and conduct day care, crèche, nursery and activity & recreation centre.

1.12. To recognize, sponsor, promote, establish, conduct, or undertake scientific

research in any way or by means whatsoever and in any area or field.

1.13. To take collaborate, affiliation, tie-up, recognition from any Government or Non-government or foreign University or Authorities for various courses, programmes, recreation facilities as may deem fit towards the objective of the company or its branch or subsidiary based as per the need of the society and promote Indology.

1.14. To encourage the education and research in various Indian Culture towards the secular nationhood of Indian people and worldwide.

1.15. To teach and encourage the different Indian and Foreign languages such as English, Hindi, Marathi, Urdu, Sanskrit, Gujarati, Arabic, Persian etc.

1.16. To encourage and propagate education in educationally and/or economically backward communities.

1.17. To help and promote education of poor boys and girls in schools, colleges and other institutions in all possible ways by means of scholarships and prizes or payment of fees or providing books or defraying other expenses howsoever.

1.18. For the advancement and propagation of education and learning in different faculties including the establishment, maintenance and support of Colleges, Universities, Technical institutions, Schools, Work Classes, Laboratories, Museums, Vidyapithas, Libraries, Balmandirs, Pathshalas, Study Centres or other educational institutions, professorships, lecturerships, scholarships, prizes for research work in connection with medical scientific or industrial problems, giving travelling fellowships in any branch of science or art or learning assisting students to study abroad either by payment of a lumpsum or by payment of periodical sums.

1.19. To publish and/or to aid in publishing books, magazines, reports, periodicals, annuals to impart education, promote literature and culture etc.

1.20. To promote and/or establish hostels, canteen, academic building, sport complex, hospitals, laboratories, hotels, nursery, dairy farms, publications, construction company, factories, agriculture farms, consultancy, retail or wholesale outlets, agencies, programmes etc. to provide skills etc. and experience to the students admitted to such courses and research activity is also undertaken in the interest of society.

1.21. The rules applicable for scholarships, funds, grants and other government exemptions and facilities are also applicable to this company as it recognized under 'Section 8' as a non-profit company.

B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(a) ARE

1. To establish and maintain any education institute in India or any part of the world for the business of the company or for the disposal of any materials or things for the time being at the disposal of the company for sale.

2. To advertise and adopt means of making know the business activities of the company or any article or goods traded or dealt in by the company in any way as may be expedient including posting of bills in relation thereto and the issue of circulars, books and pamphlets and price list and conducting of competitions, exhibitions, demonstrations and giving of prizes and rewards.

3. To acquire or establish or promote or concur in establishing or promoting or undertaking the promotion, formation and establishing of any company or companies for purposes of acquiring all or for any other purpose which may seem directly or indirectly calculated to benefit the company and to place or guarantee the placing of underwriting, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company.

4. To develop or extend the business of the company by purchasing or otherwise acquiring business undertakings free hold and lease hold premises, goodwill, plant and machinery and stock in trade and to take over as a going concern with all its business.

5. To enter into partnership or into any arrangements for sharing profits, union of interest, co-operation, joint ventures, reciprocal concession or otherwise, with any person, firm or company is authorized to carry on any business which this company is authorised to carry on or engage in or any business or transaction which this company is authorised to carry on or engage in or any business or undertaking or transaction which may seem capable of being on or conducting so as to directly or indirectly to benefit the company.

6. To enter into any arrangement with any governments or states or authorities, municipal, local or otherwise that may seem conductive to the company's objects or any of them and to obtain from any such government or state or authority any rights, privileges and concessions which the company may think fit or desirable to obtain and carry out, exercise and comply with such arrangements, rights, privileges and concessions.

7. To purchase or otherwise acquire and undertake the whole or any part of the person, firm or company carrying on any business which this company is authorized to carry on or possessed of property or rights suitable for any of the purposes of this company and purchase, acquire, apply for, hold, sell and deal in shares, stocks, debentures of

any such person, firm or company, to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any such person, firm or company.

8. To amalgamate with any company or companies having objects altogether or any in part similar to those of the company.

9. To promote and form and to be interested in and to take, apply for, acquire, hold and dispose of shares in any other company having objects similar altogether or in part to those of this company or carrying on any business capable of being conducted so as directly or indirectly to benefit the company and to subsidize or assist such company financially or otherwise by subscribing for, or guaranteeing the subscription and issue of shares, stocks, debentures or other securities of such company.

10. To pay for any properties, rights or privileges acquired by the company in shares or debentures of this company or partly in shares or debentures and partly in cash or otherwise and to give shares or stock or debentures of this company in exchange for shares or stock or debentures of any other company.

11. To procure the incorporation or the recognition of the company in any state or place in India or abroad and to establish and regulate agencies for the purpose of the company's business.

12. To draw, accept, make, endorse, discount and negotiate promissory notes, checks, hundies, bills of exchange, commercial or mercantile instruments connected with the business of the company subject to the provisions of Banking Regulations Act, 1949.

13. To borrow or raise money with or without security or to receive money on deposit at interest or otherwise in such manner as the company may think fit and in particular by the issue of debentures convertible into shares of this company and security of any such money so borrowed, raised or received, to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company, present or future including is uncalled capital by special assignment or otherwise or to ant to purchase, redeem or pay off any such securities. The company shall not carry on the business of banking as defined under the banking regulations act, 1949. The acceptance of deposits shall be subject to the provisions of section 73 of the Company's Act, 2013 and the rules framed there under.

14. To sell or in any other manner deal with or dispose of the undertaking or property of the company or any part thereof for such consideration as the company may think fit and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of the company and to promote any other company or companies for the purpose of its or their acquiring all or any of the property, rights or liabilities of this company.

15. To improve, manage, work, develop, exchange, lease, mortgage, turn to account, abandon or otherwise deal with all or any part of the property, rights and concession of the company.

16. To engage workers, labourers, staff, clerks, accountants, technicians, engineers, , consultants and such other categories of employees needed for the carrying out of the objects of the company upon such terms and conditions as to remuneration, benefits, sharing of profits, payment of bonus, etc., as may be found expedient and appropriate and change, alter, delete such terms as to remuneration etc., as and when warranted and to dismiss, discharge, suspend, terminate, retire or otherwise determine their employment as circumstances warrant from time to time.

17. To provide for the welfare of the directors, managing directors and employee's of the company and wives, widows and families or the defendants to such persons by building or contributing to the building of houses, dwellings or by grants of money, pension, allowances, bonus or other payments or by creating and from time to time subscribing or contributing to provident or other charitable associations, institutions, funds or trusts and to subscribe or contribute or otherwise assist or to guarantee money to charitable, benevolent, religious, scientific, national or other claim to support or aid by the company either by reason of locality of operation or public and general utility or otherwise.

18. To distribute any of the property of the company among the members in specie or kind in accordance with law.

19. To open account or accounts with any individual, firm or company or with any bank or banks and shroffs and to pay into and withdraw money from such account or accounts.

20. To remunerate any person, firm or company for services rendered or to be rendered for the formation or promotion of the company or acquisition of property by the company or the conduct of its business whether by cash or by allotment to them of shares or securities of the company or the conduct of its business whether by cash or by allotment to them of shares or securities of the company credited as paid up in full or part or otherwise and to pay commission to brokers and others for selling or guaranteeing the subscription of any shares or securities of the company.

21. To pay all costs, charges and expenses, incurred in connection with incorporation of the company including costs, charges and expenses for negotiations, contracts and arrangements made prior to and in anticipation of formation and incorporation of the company and for issue of capital and charges in connection therewith.

22. To lend or deposit monies belongings to or entrusted to or at the disposal of the

company to such person, firm or company and in particular to customers and others having dealings with the company with or without security upon such terms as may be thought proper and to guarantee the performance of contract by such person, firm or company but not to do the business of banking as defined in the banking regulations act, 1949.

23. To purchase or by any other means acquire and protect, prolong and renew, whether in India or elsewhere any patents rights, Brevents D' Invention, licenses, projections and concessions which may appear likely to be advantageous or useful to the company and to use and turn to account and to manufacture under or grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the company may acquire or purpose to acquire and to grant licenses to use or to vend the same.

24. To invest and deal with the moneys of the company in any securities, shares, investments, properties movable or immovable and in such manner as may from time to time be determined and to sell transfer or deal with the same.

25. To create any depreciation fund, reserve fund, sinking fund, insurance fund, or any special or other funds whether for depreciation or for repairing, improving, extending or maintaining any of the property of the company or for redemption of redeemable preference shares or for any purposes, whatsoever to the interest of the company.

26. To do all or any of the above things and all such other things as are incidental or as may be thought conducive to the attainment of the above objects or any of them in India or in any other part of the world and as principals, agents, contractors, agents or otherwise and by or through sub-contractors, trustees, agents or otherwise and either alone or in conjunction with others

27. To purchase or otherwise acquire and deal in real and personal property of all kinds and in particular lands, buildings and any claims, interests and rights in the undertaking acquired.

28. To run vocational classes, coaching classes, teaching, counseling, consulting, educating, guiding, and to conduct tuition classes, teaching classes for various exams and courses and advance education in the fields of event, media, arts, dance, designing, computer designing, software, arts, science, music, acting, sports, journalism, social welfare and industry which can be imparted by the students regularly in such manner as may deem fit from time to time by the company.

29. To run education services and recreation activities related to Event management, Media, Sports, PR, Communication, Fine Arts, Robotics, film making, media management & PR, General management and to establish school and impart

education & recreation education on the basis of curriculum & non-curriculum basis, establish pre-school / primary school / secondary school / undergraduate & graduate school and impart education & recreation education on the basis of curriculum & non-curriculum basis, promote education & recreation education on the basis of curriculum & non-curriculum basis in various institutions, sponsor, own, maintain, manage, control, operate, conduct, equip subsidies, encourage, provide, organise, undertake, equip, develop, operate, conduct and to run regular and professional under graduate and post graduate courses by offering diploma certificates through distance learning, classroom teaching, using online tools or any other available medium or to run professional courses under graduate and post graduate courses by offering diploma and degree through affiliation from any recognised university through distance learning, classroom teaching, using online tools or any other available medium and to set up educational institution for the purpose of imparting, spreading and promoting knowledge, learning, development and education, training at higher level for students as well as teachers in the field of any modern branch of recreation, arts, digital arts, media, paintings, graphic design, multimedia design, fashion design, interior design, product design, animation and special effects and fashion marketing and offering career development opportunities through degree courses, short time courses, academic courses, diploma courses, special courses, advanced studies relating to various animation, documentary and feature films, sports, journalism, social welfare and provide learning, understanding, data information, skills, training, instructions, practice sessions, guidance in all areas, branches, disciplines to produce talented and skilled designers and artists and to provide the necessary infrastructure support and facilities as also effective and appropriate solutions, by any means whatsoever by itself or through its affiliates whether in India or abroad to students, teachers, corporates, entrepreneurs, investors and other persons and entities and to supply educational literature, information in printed, audio, video cassettes or any electronic media or any other form an to open new study centers run by a unit or subsidiary company or associate company or any other concern through franchisee pattern.

30. To convene, promote, conduct and organize research, lectures, meetings, workshops, seminars, conferences, exhibitions, forums, symposia, training camps, travel shows, lectures and slide shows and demonstrations and to develop, hold and conduct training and study courses, classes and programmes for students and establish and award prizes, grants, scholarships, studentships and fellowships.

31. To process the loans, grants, scholarships & assistance ships to each needy student in seeking proper funding and to help the student for payment of deferments. Provide the support to the admitted student to get scholarship and other funding's from the State Government/Central Government/ NGO / Research Institutions etc. as per the rules.

32. To Sponsor studies, authorship, research, publication, printing, selling & distributing

of educational materials whether in the form of books literature, audio, video, net or in any other mode of disseminating information and Education prepare, print and publish and/or cause preparation, printing and publishing of papers, periodicals, magazines, books, journals and other publications and to compile, disseminate and publish data and information and to purchase copyrights, books, pamphlets, articles, magazines in relation to subjects relating to the objects of the Company.

33. To establish, maintain and run library services with reading and writing rooms and furnish the same with journals, magazines, periodicals, newspapers and other publications and to provide quality infrastructure support including global communication networks, people support, space as and when required and to provide use of software, hardware, equipment and space by way of lease, rental, hiring or otherwise.

34. To foster career development by fostering relationships with companies who can offer hands on learning, and potential employment opportunities.

35. To provide best available knowledge base at the Company's education centres or centres affiliated to the company to enable students to have the opportunity to develop real-world solutions and to appoint committees, advisory boards, governing body for any institutions, established, run and maintained by the company.

36. To sponsor research projects and research personnel, and to generally encourage promote and reward studies, researches, investigations, incubation, experiments, tests and inventions of any kind that may be considered likely to assist or promote the objects of the company.

37. To provide, clean and cheap living accommodation or housing/developing units including hostels for students, employees and others and in connection therewith to provide such facilities and conveniences for canteen, washing, bathing, cooking and writing purposes and sale of provisions and stores and for the safe custody of personal belongings.

38. To grant endowments to Universities, Research Institutions and other similar entities and related institutions (Whether now existing or hereinafter established) for spread of education and knowledge in any of the fields related to the main object of the company.

39. To establish branches, franchises, depots, offices, showrooms, parlours, retail counters, service centres, and other networks in India or abroad for the purpose of business of the company and to run, maintain or discontinue such establishments as may be necessary from time to time.

40. To collaborate with foreign firms for acquiring or offering technical know-how or to employ foreign technicians or experts or advisors on a contract basis or otherwise and to loan on suitable terms the Company's technicians, experts and others into entities requiring the same in or outside India for developing industries.

41. To send any Director, employee or other person to any place in India or abroad for the purpose of obtaining training or knowledge in the techniques and methods of running or improving the business of the company or for the purpose of advancement or promotion of any of its objects, chattels, property, expertise or services of any nature.

42. To enter into contracts, agreements, collaboration, and arrangements with any other person, firm, company or body corporate for the carrying out by such other person, firm company or body corporate, on behalf of the company of any of the objects for which the Company is formed.

43. To take or otherwise acquire, and to hold shares, debentures, or other securities of any other Company, having similar objects.

44. To establish branch of a business which this Company is authorised to carry on by means, or through the agency of, any subsidiary company or companies, and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of business or branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.

45. To enter into partnership or into any arrangement for sharing profits, amalgamation, union of interest, co-operation, joint venture, reciprocal concession or otherwise or amalgamate with any person or Company carrying on or engaged in, or about to carry on or engage in business or transaction which the Company is authorised to carry on or act on and to take or otherwise acquire share and securities of any such company and to sell, hold, reissue with or without guarantee or otherwise deal with the same.

46. To enter into foreign or Indian technical and/or financial collaboration, partnership or into any arrangement for sharing of profits, union of interest, co-operation, joint venture, reciprocal concession or otherwise with any person, firm, corporation or government or company carrying on, engaged in or about to carry on or engage in business, undertaking or transaction which the Company is authorised to carry on or engage in or business undertaking or transaction which may seem capable of being carried on or conducted so as to directly or indirectly benefit the Company, to guarantee contracts or otherwise assign any such person, firm or company and to take

or otherwise acquire and hold shares or securities of any such persons firms or companies, to sell, hold, re-issue with or without guarantee or otherwise deal with the same.

47. To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm or any Company carrying on business which the Company is authorized to carry on or possessed of property suitable for the business of the Company.

48. To purchase, take on lease or otherwise acquire any land, grants, concessions and easement and hereditaments or other properties required for the attainment of the main objects of the Company.

49. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art or interests, by publication of books and periodicals and by granting prizes and rewards.

50. To enter into any arrangement with any government or authority that may seem conducive to the attainment of the Company's objects or any of them and to obtain from any such government or authority, any rights, privileges, licenses and concessions which the Company may consider necessary or desirable to obtain and carry out, exercise, use or comply with any such arrangements, rights, privileges or concessions.

51. To pay for any services rendered to the Company or for supply of technical know-how for acquisition of properties by the Company either in the shares of the Company or partly in shares and partly in cash or otherwise.

52. To open in India or Abroad:
    - Branch or/and subsidiary
    - University
    - Franchise

IV. The objects of the Company extend to the territories comprised in the Union of India.

1. The profits, if any, or other Income and properties 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 profits, other Income or Property aforesaid shall be paid or transferred, directly or indirectly by ways 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. No remuneration or other benefit in money or monies worth shall be given by the Company to any of its members, whether officers or servants 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.

4. 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.

5. Nothing in clauses 3 & 4 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.

V. 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 of Companies.

VI. The liability of the members is limited.

VII. The authorized share capital of the company will be Rs. 15,00,000 (Fifteen Lakhs Only) divided into 1,50,000 (One Lakhs Fifty Thousand Only) shares of Rs. 10 (Rupees Ten) each.

VIII. (1) 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 properties, 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.

(2) 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.

IX. 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 the proceeds there of credited to the Rehabilitation & Insolvency Fund formed under Section 269 of the Act.

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

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

SL. No.	Names, Addresses, Descriptions of the Subscribers	Number of Equity Shares Taken by Subscribers	Signatures of the Subscribers	Name, Address, Occupation of the Witness to the Signature
1.	**Mrs. Lalita Joshi** W/O. Ramchandra Joshi At 301, Ekdant, 11 – Nagbhoomi housing society, Chatrapatinagar, Nagpur - 440015, Maharashtra, India. Occupation : Professor	2,500 Shares		I witness to all the subscribers who have subscribed and signed in my presence. Further I have verified their identity details for their identification and satisfied myself of their identification particulars as filled in
2.	**Mr. Ramchandra Joshi** S/o. Janardhanrao Vishnupant Joshi At 301, Ekdant, 11 – Nagbhoomi, housing society, Chhatrapatinagar, Nagpur - 440015, Maharashtra, India. Occupation : Service	2,500 Shares		
3.	**Mr. Rohan Joshi** S/O. Ramchandra Joshi At 301, Ekdant, 11 – Nagbhoomi, housing society, Chatrapatinagar, Nagpur - 440015, Maharashtra, India. Occupation : Business	2,500 Shares		**Ranjan Periwal** S/o Suresh Periwal F-25, Sej Plaza, Marve Road, Malad West Mumbai 400064 Chartered Accountant
4.	**Mr. Rohit Joshi** S/O. Ramchandra Joshi At 301, Ekdant, 11 – Nagbhoomi, housing society, Chatrapatinagar, Nagpur - 440015, Maharashtra, India. Occupation : Business	2,500 Shares		
	Total	**10,000 shares**		

Dated this **04th September 2021** at **MAHARASHTRA**.