

**MEMORANDUM OF ASSOCIATION
OF
MECHAERO FOUNDATION FOR TECHNICAL RESEARCH AND EDUCATION
EXCELLENCE**

**The Companies Act 1956
Section 25 Company Limited by Guarantee and not having Share Capital**

- I. The name of the Company is "MECHAERO FOUNDATION FOR TECHNICAL RESEARCH AND EDUCATION EXCELLENCE", ~~(hereinafter referred to as "The Company")~~ *Satan Lamon*
- II. The Registered Office of the Company will be situated in the State of Tamil Nadu.
- III. The objects for which the Company is established are as follows:

A. MAIN OBJECTS:

- (1) To promote and facilitate the ~~commerce~~ *Satan Lamon*, technical and scientific cooperation in the study and the advancement of mechanical, aerospace, automotive, rail, marine and its branches of engineering and science.
- (2) To enact national and international research network and to collect, preserve, store, reproduce, examine, index, distribute, knowledge transfer and provide access to information and publish magazines, books, pamphlets, journals, conference proceedings, best practice manuals, periodicals, newspapers and ~~all manner of~~ *Satan Lamon* publications including those using electronic media relating to mechanical, aerospace, automotive, rail, marine and its branches of engineering and science.
- (3) To promulgate the professional responsibilities of Engineers, Technologists, Scientists and Technicians in the public interest and to set, assess, maintain and impart the highest standards of competence, integrity and quality in pursuit, practice, management, technical research, education and teaching of engineering in general and in particular mechanical, aerospace, automotive, rail, marine and its branches of engineering ~~and science~~ *Satan Lamon*
- (4) To inform and widespread the awareness to general public and all persons concerned with the industry and promote research, education and capacity building through exhibitions, conferences, meetings and seminars and to offer scholarships and fellowships to students and professionals for education, further training and career search ~~both in India and elsewhere in the World~~ *Satan Lamon*

B. OBJECTS INCIDENTAL OR ANCILLARY TO THE MAIN OBJECTS

- (1) To promote research, scientific work, scientific investigation and development into any aspect of the objects of the Company and its work and to disseminate the results of any such research.
- (2) To provide a platform for receiving and giving information, collaboration and cooperation to and from associations, societies and other Government and private bodies (either at home or abroad) having objects consistent with those of the Company, and for the organisation of conferences, meetings and other activities, and to devise, authorise, support, promote or run courses of instruction for members and the profession at large.

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- (3) To test by examination or otherwise the competence of members or other persons employed in or about to be engaged in the profession including management, education and training; to award diplomas and certificates. No diploma or certificate issued by the Company shall contain any statement expressing or implying that it is granted by or under the authority of the any Government Department or relevant Authority.
- (4) To monitor the industry and provide support to inward and outward trade missions and to engage and work in partnerships with national and international institutions and companies to formulate and deliver strategies for the industry.
- (5) To establish and support professorship, fellowships and lectureships, scholarships, chairs and prizes at any institution dealing with mechanical, aerospace, automotive, rail, marine and its branches of engineering and science.
- (6) To hold exhibitions, meetings, lectures, classes, seminars, workshops and courses either alone or with others.
- (7) To provide information regarding study and employment opportunities worldwide for the suitably qualified Children anywhere in India.
- (8) To collect, classify and circulate statistics and other information relating to trade, commerce, industry, profession and business.
- (9) To maintain a Library of books, journals and publications our paper or on electronic mode or otherwise of trade, commerce, Industry, profession and business so as to diffuse technical and commercial knowledge and information amongst its members and concert measures for advancing education in trade, commerce, Industry, profession and business.
- (10) To promote business and technical education including associating with any University, Research and Development Institution, Educational Body or engage in academia – business co-operation.
- (11) To arbitrate, including jointly with or through any other body engaged in arbitration, in settlement of disputes arising out of business transactions between parties willing or agreeing to abide by the judgement and decision of the Company.
- (12) To provide, regulate and maintain suitable buildings, rooms, office and commercial space, canteen, restaurant, lodgings and the like, with all advanced communication and business equipment / facilities for use by Members or otherwise.
- (13) To build, erect, acquire by purchase, lease, rent or otherwise lands, buildings, rooms, office and commercial space, canteen, restaurant, lodgings and all other property, movable and immovable which the Company from time to time deem necessary for use.
- (14) To provide suitable places and other facilities for holding meetings, discussions, negotiations, interviews, arbitration proceedings, meetings of creditors and other corporate meetings and the like matters.
- (15) To accept any bequest, gift, donation or subscriptions towards or to accumulate and provide a fund or an endowment and to invest the same and apply the income arising there from, or to resort to the capital thereof for any of the objects of the Company.
- (16) To apply for grants or enter into contracts or memorandum of understanding with Government and private bodies or firms or companies in India or Aboard, where necessary or applicable or required to accomplish the objects of the Company.

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Joint Director (Legal)
O/o. Regional Director
Ministry of Corporate Affairs
Chennai

- (17) To sell, modify, demolish, alter, improve, manage, develop, exchange, lease or let, sub-lease, mortgage, dispose or turn to account or otherwise deal with all or any of the properties of the Company, whether moveable or immovable.
- (18) To insure and arrange insurance cover for, and to indemnify its officers, servants and voluntary workers and those of its members from and against, all such risks incurred in the course of the performance of their duties as may be thought fit;
- (19) To organise and establish branches in important commercial centres in India or elsewhere in the world in wherever necessary the opinion of the Company and make the necessary arrangements for the transaction of business in such places.
- (20) To establish, promote or assist in establishing or promoting or to subscribe to or become a member of or affiliate with any other society, institution, association, company or chamber whose objects are similar or in part similar to the objects of this company or the establishment or promotion of which may be beneficial to this Company.
- (21) To purchase, take over or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements or any one or more societies, institutions, associations, companies or chambers.
- (22) To transfer all or any part of the property, assets, liabilities and engagements of this Company to any one or more societies, institutions, associations, companies or chambers.
- (23) To hire and employ executives, managers, officers, secretaries, office assistants, clerks, servants, workmen and pay them salaries, wages, honorarium and investments for services rendered to the Company.
- (24) To establish and maintain or procure the establishment and maintenance of any provident fund or any contributory or non contributory pension or super-annuation fund, gratuities, pensions, allowances, incentives, emoluments or any other payment to any persons, who are or were at any time in the employment or service of the Company or its predecessor in business or in any institution which is a member of the Company or associated with the Company.
- (25) To collect subscriptions, donations and other payments from general public and members and to which may be required for the purpose of the Company upon bonds, bills of exchange, promissory notes or other obligations or securities of the Company or by mortgage or charge of the Company's property. The Company shall not carry on the business of banking as defined under the Banking Regulation Act, 1949.
- (26) To invest the monies of the Company not immediately required in such manner as may, from time to time, be determined.
- (27) To cause to be written, and printed or otherwise reproduced and circulated and publish newspapers, books, periodicals, pamphlets, leaflets, circulars or posters either on paper or on electronic mode or otherwise that may be considered desirable for the promotion of, or carrying out of, any of the objects of the Company.
- ~~(28) To do all such other lawful things as are incidental or conducive to the attainment of the above objects or any of them.~~

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 regulations or restriction which, as objects of the Company would make it a Trade Union.

C. OTHER OBJECTS:

Nil.

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 Joint Director (Legal)
 O/o. Regional Director
 Ministry of Corporate Affairs
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IV. The objects of the company extend to the ~~States and Union Territories in Republic of India~~ *and Abroad 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 person 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 moneys 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) 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 excepted by sub-clause (3); and
- (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 (not beings members) or to any other person (not being a member) in return for any services 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 of by the Regional Director, ~~Department~~ *Ministry* of Company Affairs, Southern Region, Chennai – 600 006.

VI. The liability of the members is limited.

VII. Each and every 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 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. 1000.00 (Rupees One Thousand only).

VIII. 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.

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, to be determined by the members of the Company at or before the time of dissolution or in default thereof, by the High Court of Judicature that has or may acquire jurisdiction in the matter.

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E. SELVARAJ
Joint Director (Legal)
C/o, Regional Director
Ministry of Corporate Affairs
Chennai

X 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.	Signatures, Names, Addresses, Description and occupation of the subscribers	Signature, Name, Address, Description & Occupation of Witness
1.	<p><i>Signature</i></p> <p>S. SATTABANDAM S/O. K. MURUGESAN NO 4, PADMAVATHY NAGAR NEW PERUNGALATUR CHENNAI - 600063</p> <p>ASSISTANT COMMISSIONER (CT) RETD,</p>	<p>Both the subscribers Signed before me S. Suresh.</p> <p>S. SURESH S/O. G. SUNBARA MURTHY 19/2, ANNA MAIN ROAD, MAR NAGAR CHENNAI - 600078.</p> <p>CONSULTANT.</p>
2.	<p><i>Signature</i></p> <p>S. HANSAPRIYA D/O. M. SAMBANDAM NO: 4, PADMAVATHY NAGAR, NEW PERUNGALATHUR CHENNAI - 600063</p> <p>FINANCE PROFESSIONAL</p>	

Place: Chennai

Date: 27-04-2009

Signature
E. SELVARAJ
Joint Director (Legal)
S/o. Regional Director
Ministry of Corporate Affairs
Chennai