

Annexure V

UPES Council for Innovation and Entrepreneurship

Registration Certificate – A Section 8
Company



सत्यमेव जयते
GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN):



Registrar of Companies

Mailing Address as per record available in Registrar of Companies office:



Form No. INC - 13

MEMORANDUM OF ASSOCIATION

[See Rule 19(2) of the Companies (Incorporation) Rules, 2014]

OF

UPES COUNCIL FOR INNOVATION AND ENTREPRENEURSHIP

**(A COMPANY LIMITED BY SHARES NOT FOR PROFIT
UNDER SECTION 8 OF THE COMPANIES ACT, 2013)**

- I. The name of the Company is '**UPES Council For Innovation And Entrepreneurship**'.
- II. The Registered Office of the Company will be situated in the State of Uttrakhand.
- 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 promote education by establishing, running and supporting educational institute, professional, technical and management institutions for better education of society and related programmes not with the motive of profit and to play an active role in the human development initiatives of the country to impart education, knowledge and professional skills to the public at large by promoting excellence in education, research and training in various field of education subject to prevailing law and on non-commercial basis.
 - 2) To promote elementary education, research and training in technical, industrial and other areas of education and its applications in all education field including by setting up research centres and institute for attaining objects of the Company and not with the motive of profit.
 - 3) To set up incubation centers in affiliation with higher educational institutions to promote, support and invest in start ups, as defined under various Government schemes, during early stages and mentor these start ups achieve scalable businesses through initial support of capital, working space, common services and networking opportunities with the motive of technology advancement, employment generation and improved business ethics and not with the motive of profit.
 - 4) None of the objects of the Company will be carried out on commercial basis.
 - 5) No objects of the Company will be carried out without obtaining the prior approval/ no objection certificate from concerned competent authorities whenever required/ or prescribed.



Ajay Kumar Yadav
Director

DIN: 08260971

Address: House No. 1508 C-Block, Palam Vihar Gurgaon - 122017

(B) THE INCIDENTAL OBJECTS OF THE COMPANY TO ATTAIN THE MAIN OBJECTS SHALL INCLUDE:

- 1) To serve diligently and devotionally for the noble cause of the nation, society, family and common man and to create awareness among the people and providing shelter, education, facilitate vocational training and rehabilitation to the student and under privileged children of the community.
- 2) To develop training modules, conduct training programs for elementary educations, professional development and accreditation in experience based learning related technical, vocational and industrial areas and other areas of education and its applications in all fields of activities and related areas and to do all such other acts and things as may be necessary or desirable to further the education.
- 3) To keep in communication and have affiliation with various Schools, Education Boards, Colleges, Institutions/ Public bodies/ Universities and Co-operative Organization with a view to take appropriate and necessary measures for promoting and carrying out the objects of the Institution and to subscribe to become member of or seek affiliation or co-operate with similar national or international associations, universities or institutions to further the objects of the Company.
- 4) To support and promoter educational institutions, organization centres, vocational training and rehabilitation centres for furtherance of the pursuit and application of experience based learning in the field of information technology, mathematics, management, finance, arts, commerce, science, technical, vocational and industrial areas and other areas of education and its applications in all fields of activities.
- 5) To establish funds to give scholarships, prizes, stipends, grants-in-aid and loans whether with or without interest and whether with or without security to deserving student and research scholars.
- 6) To prepare, edit, print, publish, issue and circulate books, magazines, papers, periodicals, circulars, and other literary undertakings, and to establish and maintain museums, collections, libraries and collections of literature, statistics, data and other, information relating thereto.
- 7) To establish, promote, co-operate become a member of an association or body, or appoint trustees, agents, nominees, delegates, or control, manage, superintend, afford financial assistance to or otherwise assist the work of an association or institutions or other bodies engaged in similar objects as of this Company.
- 8) To make application and or enter into arrangements with any government or authorities municipal, local or any persons or company in India that may seem conducive to the objects of the Company or any of them and to apply for, secure, acquire, obtain from such government, authorities, persons or company any right, privileges, powers, approvals, authority, charters, contracts, licenses, concessions, grants, decrees, rights which the Company may thinks desirable for attaining its main objects.



Ajay Kumar Yadav

(Director)

(10/5/2023)

- 9) To apply to the government, public bodies, urban, local, municipal, district, international organization and other bodies, banks, corporations, companies, bodies corporate or other persons for and to accept grants, donations, gifts, contributions, loan, subsidies, equipment, land, buildings, donations, subscriptions, and other mode of assistance with a view to promoting the objects of the Company and to conform any proper conditions on which such grants and other payments may be received.
- 10) To acquire, lease, manage, sell, dispose off, let, mortgage, exchange, redeem, underlet, grant leases, licenses, easements or turn to account or otherwise dispose off in any manner the whole of the undertaking or any properties (moveable or immoveable), assets, rights and effects of the Company or any part thereof, on such terms and for such purposes and for such consideration as the Company may think fit.
- 11) To form incorporate, promote, purchase, acquire, undertake or takeover, the whole or any part of the business, profession, goodwill, assets, properties (movable or immovable), licenses, contracts, agreements, rights, privileges, effects, management, obligations and liabilities of any persons, firm or company or companies registered under Section 25 of the Companies Act, 1956 and Section 8 of the Companies Act, 2013, carrying on or proposing to carry on or ceasing to carry on any profession or activities which the Company is authorized to carry on.
- 12) To apply for, purchase, license, sub-license, acquire, and protect, prolong and renew in any part of the world any intellectual property including patents, trademarks, copyright, design including artistic or architectural designs and database which may appear likely to be advantageous or useful for obtaining main objects of the Company and to use and turn to account and or grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any such intellectual property, as mentioned above which the Company may acquire or proposes to acquire. The Company would have the right to own Intellectual Property rights in the Ventures it has created.
- 13) To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, financial or any other assistance for carrying on all or any of the main objects of the Company on the basis of know-how, trade mark, patent and acquire necessary formulae and patent rights for furthering the main objects of the Company.
- 14) To procure the Company registered or recognised in any part of India and to establish, maintain, control and manage branches of the Company in India and elsewhere.
- 15) To open and operate current, overdrafts, loan, cash credit or deposit accounts with any banks, in India or abroad and to make, draw, accept, endorse, discount, execute, negotiate, assign, and issue cheques, promissory notes, drafts, hundies, bonds, railway receipts, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instrument.
- 16) To borrow or raise any money that may be required by the Company and accept terms and conditions attached thereto with such borrowings, including, providing securities over the assets of the Company for securing such borrowings.



Secretary

Director

Chairman

Address: House No. 1508, Block A, 10th Floor, Bangalore - 560001

- 17) To invest the funds of the Company not immediately required with the Government or Semi Government corporations, public sector undertaking, banks, companies or firms, mutual funds, bonds or other permitted investments.
- 18) To insure properties, assets, undertakings, contracts, guarantees, liabilities, risks or far obligations of the Company of every nature and kind.
- 19) To undertake the payment of all rent and the performance of all covenants, contracts, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or acquired by the Company and to disburse the funds to its constituent legal entities.
- 20) To refer or agree to refer any claims, demands, disputes or any other questions by or against Company or in which the Company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third party to arbitration in India or at any place outside India and to observe, perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
- 21) To associate and or employ skilled, professionals, technical advisers, staff and workers in connection with the objects of the Company, as directors, manager and or employees of the Company and to pay therefore such fees or remuneration as may be thought expedient.
- 22) To establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit employees or ex-employees of the Company or the dependents of such persons, and to grant pensions and allowances to make payment towards insurance of such persons.
- 23) Subject to Section 230 to 240 of the Companies Act, 2013 to amalgamate, merge or demerge with any other such Company whose objects are similar to those of this Company whether by any scheme of arrangement or sale or purchase of fully or partly paid up shares or otherwise of the undertaking or any such other company as aforesaid with or without winding up or by sale or purchase of all of controlling interest in shares or stock of the other such company as aforesaid or in any such other manner of all types.
- 24) To pay all expenses, preliminary or incidental to the setting up of the Company and its registration.
- 25) To do all such things not commercial in nature as are incidental or conducive to the attainment of above objects.

(C) OTHER OBJECTS

- Nil -

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 restrictions which, if an object of the Company would make it a trade union.



Mr. Kumar

Director

Company Secretary

- IV. The objects of the Company extend to Whole of India.
- V. (1) The profits, if any, or other 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 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 person claiming through any one or more of them.
- (3) 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 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 clause (3) and (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.
- 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 of Companies, NCT of Delhi & Haryana.
- VII. The liability of the members is limited.
- VIII. The Authorised Share Capital of the Company is Rs. 10,00,000/- (Rupees Ten Lacs Only) divided into 1,00,000 (One Lac) Equity Shares of Rs. 10/- (Rupees Ten) each.
- IX. (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 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.



Date: 20/11/2017

UIN: 08260971

Address: House No. 1508 C-Block, Palam Vihar Gurgaon - 122017

(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.

- 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.




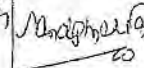
Ajay Kumar Yadav

Dir. G. M.

UIN: 3825/0000

Address: House No. 1508 C-Block, Palam Vihar, Gurgaon - 122 017

We the several persons whose names and addresses are subscribed hereto, are desirous of being formed into a company (not for profit) in pursuance of this memorandum of association, and we, respectively agree to take the number of shares in the capital of the company, set opposite our respective names:-

S. No.	Names, Description, occupation and addresses of each subscribers	Number of subscribed Equity shares	Signatures of subscribers	Name addresses description and signature of witness or witnesses
1.	<p>M-Power Energy India Pvt. Ltd. Having its registered office at. B-12, Sagar Apartments, Tis Hazari New Delhi - 110001.</p> <p>Represented by. Neeraj Gubati S/o Sh. Satish Chander Gubati R/o 36, Harsharam Bagh, Anandkuma More New Delhi - 110030 Occ: Professional.</p>	<p>9,999 (Nine thousand Nine hundred Ninety Nine) Equity Shares of Rs 10/- (Rs. Ten) each.</p>	<p>For M-Power Energy India (P) Ltd. </p>	<p>Signature of Satish Chander Gubati I hereby witness the subscribers who have signed before me R/o 36, Harsharam Bagh, Anandkuma More New Delhi - 110030 Occ: Professional</p>
2.	<p>Sandeep Mehra s/o Mr. Rajesh Chander Mehra r/o C-2/2531 Vasant kunj New Delhi 110070 Occupation: Professional As nominee of M-Power Energy India Private limited</p>	<p>(One) Equity Share of Rs 10 (Rupees Ten)</p>	<p></p>	<p>Signature of Sandeep Mehra I hereby witness the subscribers who have signed before me R/o 36, Harsharam Bagh, Anandkuma More New Delhi - 110030 Occ: Professional</p>
	Total	10,000 (Ten thousand) equity shares of Rs 10/- (Rupees Ten) each		

Place : New Delhi
Date : 27/2/2022



Ajay Kumar Yadav
Director
DIN: 08260971
Address: House No. 1508, C-Block, Palam
Vihar, Gurgaon - 122017