

Form No. INC-13
Memorandum of Association

[Pursuant to rule 19(2) the Companies (Incorporation) Rules, 2014]

(PRIVATE COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE CAPITAL)
UNDER SECTION 8 READ WITH TABLE B OF SCHEDULE I TO THE COMPANIES ACT, 2013

1. The name of the company is "**ROHILKHAND INCUBATION FOUNDATION**".
2. The registered office of the company will be situated in the State of Uttar Pradesh.
3. **The objects for which the company is established are:**

Promoting various objectives of Mahatma Jyotiba Phule Rohilkhand University (MJPRU) Bareilly established under The Uttar Pradesh University Act, 1973 , as decided and communicated by it's Executive Council or their representatives from time to time, which includes but not limited to the following:

- (i) Establishing Incubation centers, promoting new technology/knowledge/innovation based startups, building of a vibrant startup ecosystem by establishing network between academia, financial institutions, industries and other institutions, provide training and certification services, services to startups like mentoring, legal, financial, technical services etc , conduct exhibitions, trade fairs,etc., or any other value added or promotional activities for startups, students or industry at large as and when required, to provide a platform for research and development by any individual, institution, company or otherwise, and to provide incubations services, due diligence services, preparing feasibility reports, facilitating various registration procedures, or any other services which may be required by Mahatma Jyotiba Phule Rohilkhand University (MJPRU) established under The Uttar Pradesh University Act, 1973.
- (ii) Nurturing the translation of ideas and innovations emerging from the scientific, technological and knowledge capital, to generate commercial and social impact and to contribute to the economic development and social well-being of the region and country by building the necessary infrastructure for creation and translation of technology to market readiness, by supporting adoption of it by existing ventures and creation of new startup ventures, hedging their investment/market risk, and by creating networks between academia, industry and financial institutions and providing such assistance as required.
- (iii) Fostering the spirit of innovation and entrepreneurship in individuals and groups at National and International level , to address the current and emerging societal needs by providing an effective channel or forum, both online or offline to bridge the gap between scientific research and knowledge creation at Mahatma Jyotiba Phule Rohilkhand University (MJPRU) established under The Uttar Pradesh University Act, 1973 and affiliated institutions, and commercialization on the other hand to deliver

innovative solutions to the requirements of the market or society at large, after obtaining required approvals from appropriate authority.

- (iv) Facilitating co-operation and interaction between academia and industry (specifically between Mahatma Jyotiba Phule Rohilkhand University and enterprises, entrepreneurs in various sectors) and promote innovation through formal and informal means, to identify, conceptualize, implement joint projects between companies/entrepreneurs and faculty/students of Mahatma Jyotiba Phule Rohilkhand University and also provide various management, consultancy, or any other services to Mahatma Jyotiba Phule Rohilkhand University to promote their objects or as per the requirements, including the services as mentioned above.
- (v) Providing training, education, certifications, short term courses , long term courses or otherwise or conduct exhibitions, promotional events/activities or otherwise, in parlance to the objects as stated above, after obtaining required approvals from Mahatma Jyotiba Phule Rohilkhand University .

Undertaking any or all other lawful things as considered necessary for the furtherance of the above objects.

Further provided that the company cannot do anything which is against the objects, Statutes, or interests of Mahatma Jyotiba Phule Rohilkhand University .

However, the Company shall apply its profit if any in promoting the aforesaid objects and to prohibit the payment of any dividend to its members.

4. The objects of the company extend to the whole of India and all other permitted foreign countries.

5.(i) 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.

(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 clauses (iii) and (iv) 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;

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 of Companies.

7. The liability of the members is limited.

8. FOR COMPANIES LIMITED BY GUARANTEE :

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/ she ceases to be a member; and the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding Rs. 1000/- (Rupees One Thousand only)

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 after taking prior written permission from **Mahatma Jyotiba Phule Rohilkhand University (MJPRU) Bareilly.**

12. 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:

ALL THE PAGES SHOULD BE FILLED BY PROMOTERS IN THEIR OWN HAND WRITING

We, the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of this Memorandum of Association

Name, Address, Descriptions & Occupations of each Subscribers.	Signature of each subscriber	Signature, Name, Address, Description & Occupation of Witnesses.
<p>FOR Mahatma Jyotiba Phule Rohilkhand University Sign:</p> <p>Dr. KRISHNA PAL SINGH VICE CHANCELLOR & AUTHORISED PERSON R/O MJP ROHILKHAND UNIVERSITY PILIBHIT BYPASS ROAD BAREILLY 243006 UTTAR PRADESH</p> <p>Dr. SANJAY MISRA S/o SHRI WALI NATH MISHRA R/O Kothi Raja Sahib Phool Bagh Qila BAREILLY 243006 UTTAR PRADESH GOVT. SERVANT</p> <p>Dr. SHARAD KUMAR PANDAY S/o SHRI RAJENDRA NATH PANDAY R/O 8 TYPE-4 M.J.P.R. University BAREILLY 243006 UTTAR PRADESH GOVT. SERVANT</p>	  	<p>I witness to subscribers who have subscribed & signed in my presence on 8th February 2021 at Bareilly. Further I have verified their identity details for their identification and satisfied myself of their identification particulars as filled in.</p> <p> CS Ankit Agrawal Practicing Company Secretary % Shri Arvind Kumar Agrawal F-53 Butler Plaza Civil Lines Bareilly 243001 FCS # 6104</p> 

Dated : 08-02-2021 - 4 -
Place : Bareilly