

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U70100DL2011NPL226678

मैसर्स VERA HOLDINGS

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स
VERA HOLDINGS

जो मूल रूप में दिनांक चौबीस अक्टूबर दो हजार ग्यारह को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स
VERA HOLDINGS PRIVATE LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा
लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य
विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि 507 अ दिनांक एस्.आर.एन. दिनांक 17/01/2014 के द्वारा
प्राप्त हो गया है, उक्त कम्पनी का नाम आज परिवर्तित (रूप में मैसर्स 24.6.1985 B92896174
VEGA SCHOOLS

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र दिल्ली में आज दिनांक सत्राह जनवरी दो हजार चौदह को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, National Capital Territory of Delhi and Haryana

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : U70100DL2011NPL226678

In the matter of M/s VERA HOLDINGS

I hereby certify that VERA HOLDINGS which was originally incorporated on Twenty Fourth day of October Two Thousand Eleven under the Companies Act, 1956 (No. 1 of 1956) as VERA HOLDINGS PRIVATE LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN B92896174 dated 17/01/2014 the name of the said company is this day changed to VEGA SCHOOLS and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given at Delhi this Seventeenth day of January Two Thousand Fourteen.

Signature valid
Digitally signed by
Date: 2014.01.17 14:19:30
GMT+05:30

Registrar of Companies, National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

*Note: The corresponding form has been approved by KRUSHNA SHANKAR PRADHAN, Deputy Registrar of Companies and this certificate has been digitally signed by the Registrar through a system generated digital signature under rule 5(2) of the Companies (Electronic Filing and Authentication of Documents) Rules, 2006.

The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

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

VEGA SCHOOLS
4, FACTORY ROAD, SAFDARJANG ENCLAVE VEGA SCHOOLS
NEW DELHI - 110029,
Delhi, INDIA


Director


For VEGA SCHOOLS

Director

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

नाम परिवर्तन के पश्चात् नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U70100DL2011NPL226678

मैसर्स VERA HOLDINGS PRIVATE LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स
VERA HOLDINGS PRIVATE LIMITED

जो मूल रूप में दिनांक चौबीस अक्टूबर दो हजार ग्यारह को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स
VERA HOLDINGS PRIVATE LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा
लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य
विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि 507 अ दिनांक एस्.आर.एन. दिनांक 14/11/2013 के द्वारा
प्राप्त हो गया है, उक्त कम्पनी का नाम आज परिवर्तित (रूप) में मैसर्स 24.6.1985 B86104080
VERA HOLDINGS

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र दिल्ली में आज दिनांक चौदह नवम्बर दो हजार तेरह को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, National Capital Territory of Delhi and Haryana

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : U70100DL2011NPL226678

In the matter of M/s VERA HOLDINGS PRIVATE LIMITED

I hereby certify that VERA HOLDINGS PRIVATE LIMITED which was originally incorporated on Twenty Fourth day of October Two Thousand Eleven under the Companies Act, 1956 (No. 1 of 1956) as VERA HOLDINGS PRIVATE LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN B86104080 dated 14/11/2013 the name of the said company is this day changed to VERA HOLDINGS and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given at Delhi this Fourteenth day of November Two Thousand Thirteen.

Signature valid
Digitally signed by Registrar of Companies, National Capital Territory of Delhi and Haryana
DN: cn=Registrar of Companies, National Capital Territory of Delhi and Haryana, o=Registrar of Companies, National Capital Territory of Delhi and Haryana, email=Registrar of Companies, National Capital Territory of Delhi and Haryana, c=IN

Registrar of Companies, National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

*Note: The corresponding form has been approved by PREMLAL BHANJURAM MALIK, Deputy Registrar of Companies and this certificate has been digitally signed by the Registrar through a system generated digital signature under rule 5(2) of the Companies (Electronic Filing and Authentication of Documents) Rules, 2006.

The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

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

VERA HOLDINGS
4, FACTORY ROAD, SAFDARJANG ENCLAVE,
NEW DELHI - 110029,
Delhi, INDIA



CIN : U70100DL2011NPL226678

Section 25 Licence Number : 103357

Licence under section 25 of the Companies Act, 1956

Whereas it has been proved to my satisfaction that the objects of VERA HOLDINGS PRIVATE LIMITED, being a Company registered under the Companies Act, 1956, as limited company are restricted to those specified in section 25, sub-section(1), clause(a) of the said Act and that it intends to apply its profits, if any, or other income in promoting its objects and to prohibit the payment of any dividend to its members.

Now, therefore, in exercise of the powers conferred by section 25 of the said Act, read with the notification of the Government of India, in the Ministry of Corporate Affairs No. G.S.R. 368(E), dated 9th May, 2011 whereby the power has been delegated to Registrar of Companies, I, PREMLAL BHANJURAM MALIK, the Deputy Registrar of Companies at National Capital Territory of Delhi and Haryana, hereby grant this licence, authorizing the company by a special resolution to change its name by omitting the word "Limited" or the words "Private Limited" from such name, subject to the following conditions, namely :-

1) that the said company shall in all respects be subject to and governed by the conditions and provisions contained in its Memorandum in Association;

2) that the income and property of the said company, whensoever derived, shall be applied solely for the promotion of the objects as set forth in its Memorandum of Association and that no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus, or otherwise by way of profits, to persons who at any time are or have been members of the said company or to any of them or to any person claiming through any one or more of them;

3) that 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 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) that no member shall be appointed to any office under the company which is remunerated by salary, fees, or any other manner not excepted by clause (3);

5) that nothing in this clause shall prevent the payment by the company in good faith of reasonable and proper remuneration to any of its officers or servants (not being members) or to any other person (not being a member), in return for any services actually rendered to the company;

6) that nothing in clause (3), (4) and (5) shall prevent the payment by the company in good faith with the previous approval of Central Government, of reasonable and proper 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;

7) that no alteration shall be made to the Memorandum of Association or in 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 Central Government; and

8) that this license and the registration of the said company pursuant hereto shall cease to have any force or effect on violation of any of the aforesaid conditions or any of the conditions and provisions contained in its Memorandum of Association and thereupon this license shall be revoked in accordance with the provisions of the said section 25 of the Companies Act, 1956.

Dated this Thirtieth day of August Two Thousand Thirteen.

PREMLAL BHANJURAM MALIK

उप कम्पनी रजिस्ट्रार / Deputy Registrar of Companies

कम्पनी रजिस्ट्रार, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

Registrar of Companies, National Capital Territory of Delhi and Haryana



सत्यमेव जयते

प्रारूप 1
पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U70100DL2011PTC226678

2011 - 2012

मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स

VERA HOLDINGS PRIVATE LIMITED

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के अंतर्गत आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक चौबीस अक्टूबर दो हजार ग्यारह को दिल्ली में जारी किया जाता है।

Form 1
Certificate of Incorporation

Corporate Identity Number : U70100DL2011PTC226678

2011 - 2012

I hereby certify that VERA HOLDINGS PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given at Delhi this Twenty Fourth day of October Two Thousand Eleven.

Signature Not Verified
Digitally signed by Anurag Sah
Date: 2011.10.24 13:24:09
GMT+05:30

Registrar of Companies, National Capital Territory of Delhi and Haryana

कम्पनी रजिस्ट्रार, राष्ट्रीय राजधानी क्षेत्र दिल्ली एवं हरियाणा

*Note: The corresponding form has been approved by PREMLAL BHANJURAM MALIK, Deputy Registrar of Companies and this certificate has been digitally signed by the Registrar through a system generated digital signature under rule 5(2) of the Companies (Electronic Filing and Authentication of Documents) Rules, 2006.

The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

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

VERA HOLDINGS PRIVATE LIMITED

1/7A,, SHANTI NIKETAN,

NEW DELHI - 110021,

Delhi, INDIA

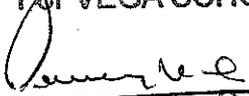


(THE COMPANIES ACT, 1956)
(COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
VEGA SCHOOLS

(Company Limited by Shares not for profit u/s.25 of the Companies Act,1956)

- I. The Name of the Company is **VEGA SCHOOLS**
- II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.
- 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 provide sound education to children of all communities irrespective of their race, religion, cast or creed in general and to prepare them to become mature and responsible citizen of the country through the all round physical, intellectual, academic mental and spiritual development based on values derived from the life.
 2. To start establish run take over or manage and maintain school with an object to provide pre-primary, secondary, senior secondary and higher education to children by seeking recognition and affiliation from the education department and concerned government authorities.
 3. To approach D.D.A., M.C.D., HUDA or any concerned agency for all allotment of land to open run Nursery, Pre-Primary, Middle and senior secondary schools for all, especially for the poor folk irrespective of cast creed and social status and to attain any of the aims and objectives.
 4. To open, found. Establish, promote, set-up, run, maintain assist finance support and/or aid and help in the setting up the different kind of schools, colleges, lecture halls and other establishments or institutions for advancement of education and of knowledge in arts, science, literature, humanity and all useful subject in all their manifestations.
 5. To arrange and manage the training institution in typing, Short-Hand, computer, information technology, fine arts, craft, music, painting, modeling, cutting & tailoring, yoga physical education and other social activities of awareness programs, adult education classes, lectures, essay competitions exhibitions, symposium, cultural program, press conferences and seminars.
 6. To establishes, run, maintain and grant aid in cash or kind to advance technical education colleges including engineering & diploma college management education institution, teacher training & specialized studies & research institutes to provide standard and high class education for B.E./B.TECH/B.Arc/MBA/B.Ed/M.Ed/NTT.

For VEGA SCHOOLS


Director

For VEGA SCHOOLS


Director

- (B) The objects incidental or ancillary to the attainment of the above main objects are:**
- 1) To Strengthen Local Self-Government to become inclusive, participatory, just and efficient institutions of the people which address food & livelihood security, health, education and other primary entitlements.
 - 2) To Advocate sustainable and decentralized Natural Resource Management as the principal means of addressing hunger and food and livelihood insecurity.
 - 3) To Promote the performing arts and artistic expression as the medium of communication whereby we understand our experiences, ideas, feelings and insights and build identity, that essential component of humanity and community which allows us to learn and develop as people.
 - 4) To Support communities and in particular the marginalized of the rural milieu to build on their capacity to pursue sustainable development and strengthen their own cultural identities and values through renewal and innovation.
 - 5) To Advocate necessary changes in society and governance so that powers, responsibilities and functions move from the community outwards only on the basis of necessity through concentric tiers of governance, from the local through the state to the national and global.
 - 6) To Foster the use of local and indigenous knowledge as a key resource for empowering communities to combat marginalization, poverty and impoverishment. Knowledge which includes know-how, resource use practices and representations which embody the sophisticated sets of understandings, interpretations and meanings that are part and parcel of a cultural complex that encompasses language, naming and classification systems, ritual, spirituality and worldview to harmonise development with culture and spirituality.
 - 7) To Advocate a more holistic approach to development which does not divorce the material from the non material and recognizes the unity of all belief systems and the need to relate development to the whole of human existence.
 - 8) To Any other objective charitable in nature and of public utility as may be defined or interpreted as "charitable" by the Income Tax Act, 1961 for the time being in force.
 - 9) To publish newsletters, books, periodicals, video cassettes etc for the benefit of the disabled parents and their children. To begin with it will support the further development of Portals for neurological disabilities.
 - 10) To approach the government and other organizations for necessary statutory protection and help for children with neurological disabilities.
 - 11) To affiliate ,associate and cooperate with any other society or trust or center that has similar aims and objectives.
 - 12) To collaborate ,cooperate and assist central or state government authorities, NGOs, national and international bodies or with any person in furtherance of the objectives of the Trust.
 - 13) To Do all acts, deeds and lawful things as may be necessary and conducive for the attainment of the above objects including the following :
 - (1) To Collaborate with other institutions such as – academic, research, govern-ment, non-governmental institutions (NGOs); community based organizations (CBOs), civil society organizations (CSOs) and consultancy agencies both national and international in implementation of projects & programmes, undertaking studies & action research, sharing of information etc.
 - (2) To Serve as a Resource Center for collecting, storing, collating and disseminating suitable communication materials and information from different sources to complement the main objectives of the Company.

- (3) To Incubate ideas and opportunities for leveraging information technology for economic, social and cultural growth.
- (4) To Undertake, conduct, organize, 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 Develop, print and publish papers, reports, newsletters, books, booklets, leaflets etc. and/or produce audio/video materials and other multi-media presentations to complement the main objective(s) of the Company and ensure effective dissemination of the materials produced by the Company.
- (6) To Promote, sponsor, support, encourage any activity for publication of any books, literature, journals, newsletters etc., production of performing arts (music, theater etc.), audio/videos and other multi-media presentations, for organising lectures, seminars, workshops etc. likely to advance the Company's objects.
- (7) To carry out all types of development programmes and undertake all types of initiatives and interventions in the areas of 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. To create truly sustainable development by disseminating appropriate services directly or through a network of independent grass roots organizations.
- (8) To Fix and demand fees and other charges for products sold and services rendered by the Company.
- (9) To Establish and support professorship, fellowships and lectureships, scholarships, chairs and prizes and loans at any institution dealing with the objectives of the Company.
- (10) To Undertake and prosecute practical research assignments in any branch of alternative development paradigm in its widest and more comprehensive sense, independently and/or in alliance with the civil society organisations and governmental or non-governmental institutions in India and abroad to enable government and other organisations in implementing the main object(s) of the Company in the practical field. Make payment to any association, organisation or academic institution to be used for research in any field.
- (11) To Act as a Consultant, Counselor, Facilitator and/or Provider of information, in respect of any institution or organisation or individual on Food & Livelihood security, local self governance, strategic communication including cultural media and issues related to an alternative development paradigm or those concerned with the objectives of the Company.
- (12) To Provide vocational / educational guidance and counseling and/or establishing, supporting, conducting, vocational guidance bureau either virtual or real.
- (13) To Organise exchange programs for representatives, functionaries, staffs and people involved in local self governance initiatives and to provide training of work in India or abroad.
- (14) To Advocate engagement of the media to step up coverage on sustainable rural development and local self governance issues.

(15) 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.

(16) To Establish branches and offices in different parts of India and abroad.

(17) To Take on rent or on lease and license or otherwise acquire or obtain possession of property from any person, Company, Society, Foundation, Trust, Organisation and/or Institution as may be deemed fit in the furtherance or advancement of any one or more of its objects.

(18) To Provide, endow, furnish and/or fit out any of its property with all necessary furniture, instruments and other equipment and maintain and / or manage offices, premises center, institutions and other establishments or institutions for the furtherance and/or advancement of any one or more of the objects of the Company.

(19) To Acquire, buy, sell, market, distribute, exchange and/or otherwise dispose of, store, hold, package, transport, use experiment, with handle, in educational equipment in order to achieve the objects of the Company.

(20) To Purchase, take on rent or in exchange, hire or otherwise acquire any immovable or moveable property and any rights or privileges for the attainment of the Company's objects.

(21) To Construct, maintain and alter any house or building or erection and to provide the same with all proper and necessary fixtures, furniture, fittings, apparatus, appliances, conveniences and accommodations for the purposes of the activities of the Company.

(22) 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 transference of any endowment, trust fund or donation not inconsistent with the objects of the Company.

(23) 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.

(24) To Establish a Fund / Funds for carrying out any one or more the objectives of the Company as may be thought fit.

(25) 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.

(26) To Open and operate a banking account or banking accounts and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, drafts, cheques, bonds, debentures and other negotiable or transferable instruments.

(27) 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.

(28) To Apply for secure, acquire by grant, legislative enactment, assignment, transfer purchase or otherwise and to exercise, carry out and enjoy and charter, license, power, authority, franchise, concession, right, or privilege, which any Government or authority, supreme, municipal, local or otherwise in any corporation or other public body may be empowered to grant, and to pay for, aid in and contribute towards carrying the same into effect, and to issue and / or appropriate any debentures or other securities and assets to defray the necessary costs, charges and expenses thereof.

(29) 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.

(30) To Apply the whole or any part of the income of the Company, or the Company's fund or accumulations thereto, to any one or more of the objects of the Company, as the Board of Directors may, in their discretion, deem fit from time to time.

(31) 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, equipments, appliances and stores required for the Company's activities.

(32) To Incur debts and obligations for the conduct of any business of the Company and to purchase or hire goods, materials, equipments or machineries on credit or otherwise for and business or purpose of this Company.

(33) 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 the objects or any of them in this company.

(34) 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.

(35) To Obtain any provisional rule, order stature or other legislative provision or enactment for enabling the Company to carry any of its objects into effect or for effecting any modification of the constitution of the Company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.

(36) To Take part information, management, subsidising supervision or control of the business or operations of any person(s), associations, company or undertaking and for that purpose to act as trustees, administrators, secretaries or in any other capacity or to appoint and administrators, managers or accounts or other experts or agent.

(37) To Improve, manage, work, develop, alter, exchange, lease, mortgage, turn to account, abandon, or otherwise deal with all or any part of the property, rights and concessions of the Company, and to manufacture any articles or render any services with utilization of machineries, equipments and assets belonging to the Company.

(38) To Remunerate any person, not being member, or company for services rendered in placing of assisting the company or about the in or formulations or promotion of the company for the conduct of its business.

(39) To Retain or employ skilled professionals or technical advisors in connection with the objectives of the Company and to pay professional fees or remuneration as may be thought fit.

(40) To Appoint legal advisors (not being members), and to appoint the banker or bankers for the company and to pay the necessary expenses for the same.

(41) To Draw, make accept, endorse, discount, execute and issue cheques, promissory notes, hundies, bills of lading, railway receipt and other negotiable and instruments of all description in connection with the Company's business.

(42) To Sell or to dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for shares, debentures or other securities or any other securities of any other company having objects altogether or in part similar to those of this Company.

(43) 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.

(44) And to do any other acts, deeds and lawful things as may be necessary and conducive for the attainment of its main and ancillary objects.

(C) Other Objects:- NIL

Provided that the company shall not support with its funds, or endeavor to impose on , or procure to be observed by, its members or other, any regulation or restriction which, if an object of the company, would make it a Trade Union.

- IV. The liability of the members is limited.
- V. The Authorised Share Capital of the Company will consist of Rs. 100,000 /- (Rupees One Lakh Only) divided into 10000 (Ten thousand) shares of Rs 10/- (Rupees ten) each.
- VI. The objects of the Company extend to the territories comprised in the Union of India and all other countries of the world.
- VII. 1) The income and properties of the Company, whenever 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 profits to persons who at any time are, or have been members to the Company, or to anyone or more of them or to any person claiming through anyone or more of them.
- 3) Except with the previous approval of the Central Government, no remuneration or other benefits in money or 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).

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 being members) or to any other person (not being member) in return for any services actually rendered to the Company.

6) That nothing in sub-clauses (a), (b) and (c) shall prevent the payment by the Company in good faith, with the previous approval of the Central Government, of reasonable and proper 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.

- IX. 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.
- X. 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, 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.
- XI. If upon a winding-up or dissolution of the Company, after the satisfaction of all debts and liabilities and 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 the 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.

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 and we respectively agree to take the number of shares in the Capital of the Company set opposite to our respective names.

Sl. No.	Names, Description, Occupation and address of each Subscriber	No of Equity Shares taken by each Subscribers	Signature of Subscribers	Names, address, Description, Occupation and Signature of witness or witnesses
1.	SANDEEP HOODA S/O-SH.SURENDRA KUMAR HOODA R/O-1/7A, SHANTI NIKETAN NEW DELHI-110021 BUSINESS	9900 (Nine Thousand Nine Hundred Equity Shares)	Sd/-	I witness the signatures of the subscribers to the memorandum and articles of association. Sd/- PRASANT KUMAR SARKAR COMPANY SECRETARY IN PRACTICE S/O-SH.SUNIL KUMAR SARKAR R/O-N-34, L.G.F KALKAJI, NEW DELHI-110019 M.N-13484 C.P-6534
2.	SARIKA KAKKAR D/O-MR.VIJAY KUMAR KAKKAR R/O-K-121, WEST PATEL NAGAR NEW DELHI-110008 SALARIED	100 (One Hundred Equity Shares)	Sd/-	

Place : New Delhi

Dated this 18th day of October,2011

(THE COMPANIES ACT, 1956)
(COMPANY LIMITED BY SHARES)
ARTICLE OF ASSOCIATION
OF
VEGA SCHOOLS

(Company Limited by Shares not for profit u/s.25 of the Companies Act,1956)

I. PRELIMINARY

- 1) The regulation contained in the Table A of the First schedule to the Companies Act, 1956 shall apply to the company so far as applicable to a Private Company formed under Section 25 of the Companies Act, 1956 except as otherwise provided / modified impliedly or expressly by the following Articles.

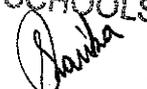
II. INTERPRETATION

- 2) In the interpretation of these Articles, the following expressions shall have the following meanings, unless repugnant to the subjects or context.
- a) "The Act" means the Companies Act, 1956 and includes any statutory modification or re-enactment thereof for the time being in force.
 - b) "The Company" means **VEGA SCHOOLS**
 - c) "MEMORANDUM & ARTICLES" means the Memorandum of Association and Articles of Association respectively of the Company.
 - d) "DIRECTOR" means and include all Directors of the Company and include persons occupying the position of Directors by whatever name called, except where the context otherwise requires for those Articles, shall mean the Board of Directors of the Company or a properly constituted committee thereof.
 - e) "Board" or "Board of Directors" means the meetings of the Directors duly called and constituted or, as the case may be, the Directors assembled at a Board Meeting or the requisite number of Directors entitled to pass a circular resolution.
 - f) "Chairman" means the Chairman, for the time being of the Board.
 - g) "Member" means a shareholder holding shares in the Company including members who are subscribers to the Memorandum of Association and Articles of Association.
 - h) "THE OFFICE" means the Registered Office for the time being of the company.
 - i) "THE REGISTRAR" means the Registrar of Companies, NCT of Delhi & HARYANA
 - j) "SEAL" means the common seal of the Company.
 - k) "MONTH" means Calendar Month.
 - l) "YEAR" means financial year ending 31st March, each year.
 - m) "Chief Executive Officer" means Chief Executive Officer of the Company.
 - n) "PROXY" includes an attorney duly constituted under a power of attorney to vote for a Member at a General Meeting or poll.

For VEGA SCHOOLS


Director

For VEGA SCHOOLS


Director

- o) "IN WRITING OR WRITTEN" includes printing, lithography, and other modes of reproducing works in a visible form, which also include thumb impression properly attested.
- p) "Civil Society" means any organizations / entity / institution / association not for profit, and working to further the interests of the citizens of the country.
- q) "Financial Institutions" means any financial institution and includes institutions established under Central and State Financial Acts.
- r) Words importing persons includes Corporation, Firms, Associations, Societies, Trusts and local government institutions.
- s) Words importing singular number include the plural and vice-versa.
- t) Words importing masculine gender include the feminine gender and vice-versa.

EXEMPTIONS

- 3) The exemptions granted by the Central Government vide amendment to Sec. 263A inserted by Act No. 65 of 1960 (28th December 1960) and So. No. 1578, So. No. 2767 dated 8th July, 1961 and 5th August, 1964 respectively, GSR No. 73 dated 30th December 1965, SO-35E dated 9th February, 1976, and exemptions that may be granted in future shall be applicable to the Company.

III. PRIVATE COMPANY

- 4) The Company is a Private Company within the meaning of Section 3(1) (iii) and 2(35) of the Companies Act, 1956 and accordingly :-
 - (a) The right to transfer shares in the Company is restricted in the manner and to the extent hereinafter appearing.
 - (b) The number of members of the Company (exclusive of persons who are in the employment of the Company, and persons who having been formerly in the employment of the Company, were members of the Company while in the employment and have continued to be members after the employment ceased) shall be limited to fifty; provided that for the purpose of this definition where two or more persons jointly hold one or more shares in the Company, they shall be treated as a single member, and.
 - (c) No invitation shall be issued to the public to subscribe for any shares in or debentures of the Company.
 - (d) Prohibits any invitation or acceptance of deposits from persons other than its members, directors and relatives.

IV. SHARE CAPITAL

- 5. (a) The Authorised Share Capital of the Company shall be such amounts and be divided into such shares as may, from time to time, be provided in Clause VIII of the Memorandum of Association with power to increase or reduce the capital in accordance with the Company's regulations and legislative provisions for the time being in force in that behalf with the powers to divide the share capital, whether original increased or decreased into several classes and attach thereto respectively such ordinary, preferential or special rights and conditions in such a manner as may for the time being be provided by the Regulations of the Company and allowed by law.
- 6. The business of the Company may be commenced soon after the incorporation of the Company as and when the Directors shall think fit notwithstanding that part of the shares have been allotted.

7. The shares shall be under the discretionary control of the Directors who may allot or otherwise dispose of the same, to such person at such time and on such term & conditions as they may in their absolute discretion think fit & proper.
8. Shares may be registered in the name of any minor through a guardian only as fully paid shares.
9. The Directors may allot and issue shares in the Capital of the Company as partly or fully paid up in consideration of any property sold or goods transferred or machinery supplied or for services rendered to the Company in the conduct of its business.
10. Subject to the provisions of section 77A, 77AA and 77B and any statutory amendments or reenactments thereof and compliance of the provisions thereof by the Company, the Company is authorized to purchase its own shares or other specified securities.
11. The Company in general meeting may decide to issue fully paid up bonus share to the members if so recommended by the Board of Directors.
12. The certificate to share registered in the name of two or more person shall be delivered to first named person in the register and this shall be a sufficient delivery to all such holders.
13. Each Fully paid up share shall carry one vote.
14. Subject to the provisions of Section 80 of the Companies Act, 1956, the Company may issue preference shares, which are or at the option of the Company are liable to be redeemed and/or converted into equity share capital, on such terms and in such manner and time, as the resolution authorizing such issue shall prescribe.

INCREASE AND REDUCTION OF CAPITAL

15. The Company in General Meeting may, from time to time, by ordinary resolution increase the share capital of the Company by the creation of new shares by such sum, to be divided into shares of such amount as may be deemed expedient.
16. Subject to any special rights or privileges for the time being attached to any shares in the capital of the Company when issued, the new shares may be issued upon such terms and conditions and with such preferential, qualified or such rights and privileges or conditions there to as general meeting resolving upon the creation thereof shall direct. If no direction be given, the Board shall determine in particular the manner in which such shares may be issued with a preferential or qualified right to dividends and in the distribution of assets of the Company.
17. Before the issue of any new shares, the Company in General Meeting may make provisions as to the allotment and issue of the new shares and in particular may determine to whom the shares be offered in the first instance and whether at par or premium or at a discount. In case no such provision is made by the Company in General Meeting, the new shares may be dealt with according to the provisions of these Articles.
18. Subject to the provisions of sections 100 to 103 of the Act, the Company may, from time to time in any manner, by special resolution and subject to any consent required under sections 100 to 103 of the Act, reduce:
 - (a) its share capital any
 - (b) capital redemption reserve
 - (c) any share premium account
19. Subject to provisions of sections 100 to 105 of the Act, the Board may accept from any member the surrender, on such terms and conditions as shall be agreed, of all or any of his shares.

ALTERATION OF SHARE CAPITAL

20. The Company, by ordinary resolution may, from time to time:
- a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares.
 - b) sub-divide its share or any of them into shares of smaller amount than is fixed by the Memorandum of Association so, however, that in the subdivision the proportion between the amount paid and the amount, if any, unpaid on each reduced share shall be the same as it was in the case of the share from which the reduced share is derived, cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of share so cancelled. Where any share capital is sub-divided, the Company in General Meeting, subject to the provisions of Section 85, 87 and 106 of the Act, may determine that as between the holders of the shares resulting from sub-division, one or more of such shares shall have same preferential or special rights as regards dividend, payment of capital, voting or otherwise.

LIEN

21. The Company shall have a first and paramount lien upon all the shares (not being a fully paid up share) registered in the name of such member (whether solely or jointly with others) and upon the proceeds of sale thereof for his debts, liabilities and engagements (whether presently payable or not) solely or jointly with any other person, to or with the Company, whether the period for the payment, fulfillment or discharge thereof shall have actually alien or not and such lien shall extend to all dividends, from time to time, declared in respect of shares, subject to section 205 A of the Act. The Board of Directors may at any time declare any shares to be wholly or in part exempt from the provisions of this clause.

CALLS ON SHARES AND TRANSFER OF SHARES

22. The Directors are empowered to make call on members of any amount payable at a time fixed by them.
23. Any member desiring to sell any of his shares must notify the Board of Directors of the number of shares, the fair value and the name of the proposed transferee and the Board must offer to the other share holders the shares offered at the fair value and if the offer is accepted, the shares shall be transferred to the acceptor and if the shares or any of them, are not so accepted within one month from the date of notice to the Board the members proposing transfers shall, at any time within three months afterwards, be at liberty, subject to Articles 12 and 13 hereof, to sell and transfer the shares to any persons at the same or at higher price.
- In case of any dispute, regarding the fair value of the share it shall be decided and fixed by the Company's Auditor whose decision shall be final.
24. No transfer of shares shall be made or registered without the previous sanction of the Directors, except when the transfer is made by any member of the Company to another member or to a member's wife or child or children or his heirs and the Directors may decline to give such sanction without assigning any reason subject to Section 111 of the Act.
25. The Directors may refuse to register any transfer of shares (1) where the Company has a lien on the shares or (2) where the shares are not fully paid up shares, subject to Section 111 of the Companies Act, 1956.
26. Subject to Section 111 of the Act, the Directors may in their discretion, without assigning any reason, refuse to register the transfer of any shares to any person, whom it shall, in their opinion, be undesirable in the interest of the Company to admit to membership.

27. At the death of any members his or her shares be recognized as the property of his or her heirs upon production of reasonable evidence as may required by the Board of Directors.
28. Subject to Sec 108 of the act, every instrument of transfer, duly stamped must be accompanied by the certificate of share proposed to be transferred and such other evidence as the director may require.
29. The Certificate of title of share shall be provided attaching of the seal of the Company.

NOTIFICATION OF ADDRESSES

30. Each member of the Company shall communicate his Address and any change of address to the Hony. General Secretary of the Company. Any member residing outside India shall name an address in India at which all notices shall be served upon hi.

GENERAL MEETINGS

31. All general meetings other than annual general meetings shall be called extraordinary general meetings.
32. (1) The Board may, whenever it thinks fit, call an extraordinary general meeting.
(2) If at any time there are not within India directors capable of acting, who are sufficient in number to form a quorum, any director or any two members of the company may call an extraordinary general meeting in the same manner as nearly as possible, as that in which such a meeting may be called by the Board.

PROCEEDINGS AT GENERAL MEETINGS

33. (1) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
(2) Save as herein otherwise provided, two members present in person shall be a quorum.
34. (1) If within half an hour from the time appointed for holding the meeting a quorum is not present, the meeting, if called upon the requisition of members, shall be dissolved.
(2) In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the Board may determine.
(3) If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
35. The chairman, if any, of the Board shall preside as chairman at every general meeting of the company.
36. If there is no such chairman, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairman of the meeting, the directors present shall elect one of their number to be chairman of the meeting.
37. If at any meeting no director is willing to act as chairman or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their numbers to be chairman of the meeting.
38. (1) The chairman may, with the consent of any meeting at which a quorum is present, and, shall if so directed by the meeting, adjourn the meeting from time to time and from place to place.
(2) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

- (3) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
- (4) Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
39. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place, or at which the poll is demanded, shall be entitled to a second or casting vote.
40. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

VOTES OF MEMBERS

41. Every member shall have one vote.
42. A member of unsound mind, or in respect of whom an order has been made by any Court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.
43. No member shall be entitled to vote at any general meeting unless all sums presently payable by him to the company have been paid.
44. (1) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.
- (2) Any such objection made in due time shall be referred to the chairman of the meeting whose decision shall be final and conclusive.
45. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed:
- Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

BOARD OF DIRECTORS

Number of Directors

46. Subject to provisions of these Articles, and until otherwise determined by the Company in General Meeting, the number of the directors of the Company shall not be less than two and not more than twelve.

Appointment of Directors

47. (a) The first Directors of the company are:
1. **SANDEEP HOODA**
 2. **SARIKA KAKKAR**
- (b) All other Directors shall be appointed at a meeting of the Board of Directors. Subject to any conditions and/or terms of appointment specified in the resolution appointing a director, every director appointed shall be a non-retiring director.

Alternate Director

48. The board may appoint an Alternative director to act for a director during his absence for the period of not less than three months from the state in which meetings of the board are ordinarily held. Such Alternate Director shall be entitled to receive notices of all the meetings of the directors and to attend and vote thereat while he holds office as an Alternate Director.

Additional Director and filling of casual vacancy

49. The board shall power at any time and from time to time, to appoint a person to be a director either to fill the vacancy or as an additional director to the board provided that total number of directors shall not exceed twelve at any given time.

Project Director

50. (a) Subject to the provisions of the Act and the Articles, the board shall have power to appoint and re-appoint one or more persons as project director of the company upon such terms and conditions as the board thinks fit.
- (b) Subject to these Articles, the Board may by a resolution vest in such Project Director such powers as it thinks fit, and such power may be made exercisable for such period and upon such conditions and restrictions as the board may thinks fit.
- (c) The board shall have power to remove the Project Director or fill up a casual vacancy, caused by the death or resignation of the Project Director.

Power of Company vest in Board

51. Subject to the provisions of the Act and these Articles, the powers and the control of the company shall vest in Board, who may delegate such powers or any part thereof to any director or a committee of directors or any other authorised person.

PROCEEDINGS OF MEETINGS OF BOARD

52. (1) The Board of directors may meet for the dispatch of business, adjourn and otherwise regulate its meetings, as it thinks fit.
- (2) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
53. (1) Save as otherwise expressly provided in this Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
- (2) In case of an equality of votes, the chairman shall have a second or casting vote.
54. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may Act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.
55. (1) The Board may elect a chairman of its meetings and determine the period for which he is to hold office.
- (2) If no such chairman is elected, or if at any meeting the chairman is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their numbers to be chairman of the meeting.

56. (1) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.
(2) Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
57. (1) A committee may elect a chairman of its meetings.
(2) If no such chairman is elected, or at any meeting the chairman is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their number to be chairman of the meeting.
58. (1) A committee may meet and adjourn as it thinks proper.
(2) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the chairman shall have a second or casting vote.
59. All acts done by any meeting of the Board or of a committee thereof, or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.
60. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or a committee thereof for the time being entitled to receive notice of a meeting of the Board or committee, shall be as valid and effectual as if it had been passed at a meeting of the Board or committee, duly convened and held.

MANAGER OR SECRETARY

61. (1) A manager or secretary, not being member may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any manager or secretary so appointed may be removed by the Board.
62. A provision of the Act or these regulations requiring or authorizing a thing to be done by or to a director and the manager or secretary shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, the manager or secretary.

THE SEAL

63. (1) The Board shall provide for the safe custody of the seal.
(2) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board of directors, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person as aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

SECRECY

64. Subject to the provisions of law of land and the act, every manager, auditor trustee, member of a committee, officer servant, agent accountant or other persons employed in the business of the company shall, if so required by the Board of Directors before entering upon his duties, sign, declaration, pledging himself to observe strict secrecy respecting all transactions of the Company with its customers and the state of account with individuals and in matters relating thereto and shall by such declaration pledge himself, not to reveal any of the matters which may come to his knowledge in the discharge of his duties except when required to do so by the directors or by any court of law and except so far as may be necessary in order to comply with any of the provisions in these presents.

WINDING UP

65. Winding up when necessary will be done in accordance with the requirements of the Companies Act, 1956 or statutory modification thereto.

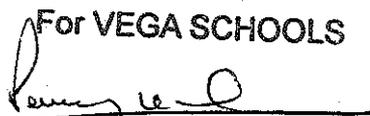
INDEMNITY

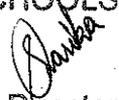
66. Subject to the provisions of Section 201 of the Act, every Director, Manager, Auditor, Secretary and other officers or servants of the Company shall be indemnified, out of the assets of the Company against any bona-fide liability incurred by him in defending any bona-fide proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application under section 633 of the Act, in which relief is granted to him by the Court.

Sl. No.	Names, Description, Occupation and address of each Subscriber	Signature of Subscribers	Names, address, Description, Occupation and Signature of witness or witnesses
1.	SANDEEP HOODA S/O-SH.SURENDRA KUMAR HOODA R/O-1/7A, SHANTI NIKETAN NEW DELHI-110021 BUSINESS	Sd/-	I witness the signatures of the subscribers to the memorandum and articles of association. Sd/- PRASANT KUMAR SARKAR COMPANY SECRETARY IN PRACTICE S/O-SH.SUNIL KUMAR SARKAR R/O-N-34, L.G.F KALKAJI, NEW DELHI-110019 M.N-13484 C.P-6534
2.	SARIKA KAKKAR D/O-MR.VIJAY KUMAR KAKKAR R/O-K-121, WEST PATEL NAGAR NEW DELHI-110008 SALARIED	Sd/-	

Place : New Delhi

Dated this 18th day of October,2011

For VEGA SCHOOLS

 Director

For VEGA SCHOOLS

 Director