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112A

30/9/99.

G. Narayanan Educational Trust

M. Selva
R.G. SELVA KUMAR
STAMP VENDOR
L.No: 59/2/1-3/98
BEYOND 100 YARD STREET
ALWARPET, CHENNAI-600 018

DEED OF DECLARATION OF PUBLIC TRUST

THIS DEED OF DECLARATION OF TRUST executed on the 30th day of September, 1999 by Shri. N. Ravichandran, aged about 33 years, son of Shri. G. Narayanan, residing at No. 5 V Cross Street, CIT Colony, Mylapore, Chennai 600 004 is as under:

WHEREAS Shri. N. Ravichandran (hereinafter called 'the FOUNDER') is desirous of forming a Trust for the intents and purposes hereinafter appearing.

AND WHEREAS the FOUNDER have this day set apart a sum of Rs. 1,000/- (Rupees One Thousand only) in trust for purposes hereinafter mentioned and has vested the same in the TRUSTEES hereinafter appearing.

AND WHEREAS the FOUNDER desire it necessary and expedient to reduce the same into writing the objects of the trust and other regulations connected therewith.

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[Signature]
PRINCIPAL
CARE INTERNATIONAL SCHOOL
No. 27, Thayanpor Village
Near Chozhan Nagar, N. Kuttap
Tiruchirappalli-620 009

[Signature]

794/4.
Grant Rs 1000
Sec 10/

DOCUMENT NO 794/4 OF 16 99.
CONTAINS 12 SHEETS
1 SHEET

~~Presented in Office of the Sub Registrar
Mylapore and fee of Rs 10/- Paid between the
hours of 2.00 PM to 4.00 PM on the 30/9/99 by~~

Presented in Office of the Sub Registrar
Mylapore and fee of Rs 10/- Paid between the
hours of 2.00 PM to 4.00 PM on the 30/9/99 by

N. Indira

EXECUTION ADMITTED BY

N. Indira

S/o. S. NARAYANAN
5, 2nd cross st,
C.I.T. COLONY, CHENNAI - 4.

IDENTIFIED BY

1. N. Narayan (N. NARASIMHAN) S/o. M.E. NARAYANAN
67, T.T.K. Road, Alwarpet, Chennai - 18

2. D. Ramesh (D. RAMESH) S/o R. DURAISAMY,
14, T.S.V. KOIL ST., MYLAPORE, CHENNAI - 4

30th September 1999

SUB REGISTRAR
(DISTRICT REGISTRAR, CHENNAI)

Registered No 794 of 1999 of Book 4
Volume 206 2516258

4th October 1999



NOW THEREFORE THIS DEED OF DECLARATION OF PUBLIC TRUST
WITNESSETH AS UNDER :

1) NAME OF THE TRUST

The name of the Trust shall be 'G. NARAYANAN
EDUCATIONAL TRUST'

2) REGISTERED OFFICE

The office of the trust shall for the present be located
at C-131, V Cross Street, Thillai Nagar, Trichy 18 and/or
at such other place or places as the trustees herein may
decide from time to time.

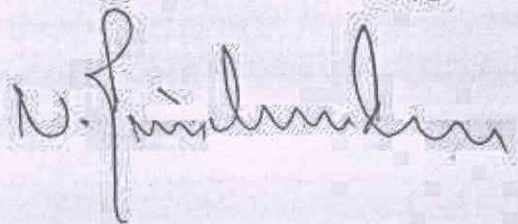
3) BOARD OF TRUSTEES AND THEIR TERM OF OFFICE

a) The Trust shall be managed by the Trustees who will
constitute the Board of Trustees and whose strength shall
not be less than five and not exceeding twelve.

b) The first trustees of the trust shall be as under:

1. Smt. N. Santha W/o. Sri. K.N. Nehru, residing at
No. C-131, V Cross Street, Thillai Nagar,
Trichy 18.
2. Sri. N. Ramajayam S/o. Sri. G. Narayanan, residing
at No. C-131, V Cross Street, Thillai Nagar,
Trichy 18.
3. Sri. N. Ravichandran S/o. Sri. G. Narayanan,
residing at No. 5 V Cross Street, CIT Colony,
Mylapore, Chennai 600 004
4. Sri. N. Manivanan S/o. Sri. G. Narayanan, residing
at No. C-131, V Cross Street, Thillai Nagar,
Trichy 18.
5. Smt. R. Latha W/o. Sri. N. Ramajayam, residing at
No. C-131, V Cross Street, Thillai Nagar,
Trichy 18.
6. Smt. R. Shankari W/o. Sri. N. Ravichandran,
residing at No. 5 V Cross Street, CIT Colony,
Mylapore, Chennai 600 004
7. Smt. M. Ramya W/o. Sri. N. Manivanan, residing at
No. C-131, V Cross Street, Thillai Nagar,
Trichy 18.

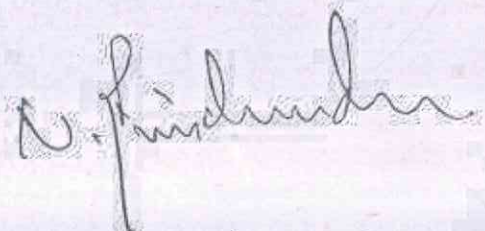
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- c) All the above mentioned First Trustees will be Trustees for life and they are not liable for retirement.
- d) Additional trustees, if any, may be appointed by the Board of Trustees. However, the maximum number of trustees at any point of time shall not exceed Twelve. Such additional trustees shall hold office for a period of six years and can be renominated for such further terms/years as may be decided by the Board of Trustees.
- e) In the event of any interim vacancy occurring amongst the members of the Board of Trustees caused by reason of death, resignation, removal or otherwise, the same shall be filled up by the Board of Trustees by nomination by appointing such person/persons as trustee/s and the co-opted trustee/s shall hold office of the Trustee for the unexpired period.
- f) The Trustees among themselves may elect a Chairman, a Vice Chairman, a Managing Trustee and a Treasurer.

4. OBJECTS OF THE TRUST ARE:

- a) To establish and run in any part of India colleges or schools where general, scientific, commercial, engineering or any other type of education be imparted to the students orally or through post on such terms and conditions as may be laid down by the trust.
- b) To open, run, continue an educational and vocational institution in healthy surroundings.
- c) To engage teachers, professors, instructors and experts of good moral character and capable to impart efficiently and economically up-to-date instruction to students in modern sciences, industrial avocations, research work, intellectual and other usual pursuits.
- d) To establish, maintain and run a boarding house and residential accommodation for students and those connected with the institution.
- e) To develop a healthy as well as critical attitude towards the development of mental, physical and moral uplift of the students and those connected with the institution so as to make them good citizens.
- f) To accept donations, grants, presents and other offerings and to deal with the same for the purpose of the trust.



- g) To charge moderate tuition fees and otherwise recoup themselves for the outlay and expenses incurred in the upkeep and maintenance of institutions established or about to be established under this deed.
- h) To train and equip the pupils so as to be self-supporting in an honourable and decent way of life so as to develop in good, healthy and progressive citizens.
- i) To develop discretionary conduct and a habit to observe the rule of law and self restraint.
- j) To bring out, encourage and develop the inventive and research faculties of the pupils and teachers and to afford opportunity for research work in art, science and industrial undertakings.

5) THE FUNDS OF THE TRUST ARE:

- a) The initial contribution of Rs. 1,000/- as aforesaid.
- b) Any other contribution that may be received from time to time in the form of corpus or general donations.
- c) The funds of the Trust are hereby vested in the trustees.
- d) The funds of the trust shall be invested only in accordance with the provisions of the Income Tax Act that are in force from time to time.

6) POWERS OF THE BOARD OF TRUSTEES ARE:

- a) The trustees are authorised to receive Funds on behalf the trust and to hold and utilise the funds for the objects stated herein.
- b) The trustees are empowered to open bank account or accounts to be operated by such person or persons as is authorised by them by a resolution duly passed in this behalf.
- c) The trustees are empowered to borrow monies from banks, financial institutions, Government or other persons with or without security and on such terms and conditions as may be acceptable to the trustees for the purpose of achieving the objects of the Trust. However, such borrowals can be done only if the Board of Trustees gives permission and pass a resolution authorising such borrowal.

N. Prasad

- d) The trustees are empowered to maintain necessary establishment to carry on the work connected with the management of the trust. The trustees are empowered to make suitable service rules regarding recruitment, scales of pay, increment, suspension, dismissal or any other disciplinary action against any staff member of the Trust, the security to be furnished by any employee, grant of leave, gratuity, provident fund and other amenities and other matters relating to the staff members of the Trust.
- e) The Trustees may get reimbursed for all actual expenses incurred by them for and behalf of the trust.
- f) The Trustees are authorised to apply the funds of the trust for all or any of the objects of the trust as they may deem fit from time to time.
- g) The Trustees are hereby authorised to acquire any movable or immovable property for the purposes of the trust out of the funds of the trust.
- h) The Trustees are authorised to sell, lease, mortgage, or otherwise deal with any property of the Trust (both movable and immovable) as may be found necessary, convenient or expedient from time to time for the benefit of the Trust.
- i) The Trustees are permitted to frame rules for the effective and efficient management of the Trust, but such rules shall not be inconsistent with the objects of the Trust or other provisions contained in this Deed Of Declaration of Trust.
- j) The Trustees are empowered to accept gifts of movable or immovable properties for and on behalf of the Trust for fulfillment of the objects of the trust but such gifts should be made in the name of the Trust.
- k) The Trustees are empowered to obtain payments of money from Courts, Bankers, Government Officials, Treasury Officials, Official Receivers, Post Offices, and all other offices of the Central, State or local authorities.
- l) The Trustees are empowered to institute, conduct, defend, compromise, compound or abandon any legal proceedings by or against the Trust or Trustees and to allow time and indulgence for payment or satisfaction of any debt, dues or any claim or demand by or against the trust without in any way detrimental to the objects or assets of the Trust.

N. S. Indur

m) The Trustees are empowered to appoint Committee or sub committee for any specific purpose and or delegate any power as they can lawfully delegate to any person or sub committee and to execute such powers of Attorney as they may think fit for the purpose.

n) Generally to do and perform all things required necessary to be done or performed in or about these presents for the purpose of management of the Trust.

o) The Trustees shall not carry on any business with the funds of the trust other than business which may be permitted by or under the provisions of the Income Tax Act, 1961.

7) CONSTITUTION OF THE TRUST:

a) The Board of Trustees shall consist of five trustees at the minimum and twelve maximum. The First Trustees shall be Permanent Trustees for life and all other Trustees shall hold office for a period of six years and shall be liable for retirement at the end of six years.

b) The retiring trustee shall be entitled to be re-nominated for a further term/s as may be decided by the Board of Trustees.

c) The Trust shall consist of a Chairman, a Vice Chairman, a Managing Trustee and a Treasurer.

CHAIRMAN:

d) The Chairman of the Trust shall preside over all the meetings of the Trust.

e) If any vacancy is caused in the post of Chairman, the other Trustees shall elect a person among themselves as a Chairman and such Chairman shall hold office for the balance unexpired period.

VICE CHAIRMAN:

f) In the absence of the Chairman, the Vice Chairman of the Trust shall preside over all the meetings of the Trust.

g) If any vacancy is caused in the post of Vice Chairman, the other Trustees shall elect a person among themselves as a Vice Chairman and such Vice Chairman shall hold office for the balance unexpired period.

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N. Jindal

1) If any vacancy is caused in the post of Managing Trustee, then the other trustees shall elect a person among themselves as a Managing Trustee and such Managing Trustee shall hold office of the Managing Trustee for the remaining period of the Managing Trustee. But, however, he shall be entitled for re-nomination or selected as Managing Trustee.

TREASURER:

m) The Board of Trustees shall select one among themselves as a Treasurer and the Treasurer shall be in charge of the Finance of the Trust.

n) If any vacancy is caused in the post of Treasurer the other trustees shall elect a person among themselves as a Treasurer and such Treasurer shall hold office for the balance unexpired period.

8) DISQUALIFICATION AND REMOVAL OF TRUSTEES:

No person shall be appointed to hold office as a trustee and continue to hold office of a trustee:

- a) If he/she is a permanent resident outside India.
- b) If he/she is found to be of an unsound mind by a Court of competent jurisdiction and the finding is in force.
- c) If he/she is an undischarged insolvent.
- d) If he/she has applied to be adjudicated as an insolvent and his application is pending.
- e) If he/she has been convicted by a Court of any offence involving moral turpitude and sentenced in respect thereof provided however, that the disqualification will not accrue if the conviction and sentence is set aside on Appeal, Revision or Review.
- f) If he/she violates the rules and regulations of the Trust and indulges in activities against the interest of the Trust.

Explanation:

A. A person will be deemed to have been convicted of an offence involving moral turpitude, if he/she is convicted of any offence which is punishable under Chapter XVI, Chapter VII, Chapter XVIII and Chapter XXII of the Indian Penal Code.

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N. J. Srinivasan

B. Any trustee who fails to attend three consecutive meetings of the Board of Trustees, without obtaining leave of absence from the Board of Trustees shall cease to be a Trustee. Provided, however, the Board will have the power to reinstate such person, if sufficient cause is shown for the absence.

9) MEETINGS OF THE BOARD:

a) The Board of Trustees shall meet atleast once in three months and the quorum for such meeting shall be three. Notice of the meeting shall be given by the Managing Trustee as provided above under certificate of posting or other means with proof of despatch to each of the trustees.

b) The notice shall contain the agenda of the meeting and the copy of the Minutes of the preceding meeting, the financial statements and as far as possible the progress report.

c) The Managing Trustee on his/her own action or on the requisition of not less than 1/3rd members of the Board convene a special meeting of the Board. Members requisitioning the special meeting shall send the subject to be discussed or the resolution if any, which they seek to move. The Managing Trustee will not be bound to convene the meeting if these are not complied with. In case of the meeting called by the Managing Trustee on his/her own motion the agenda shall be specified in the notice.

d) The special meeting or the Board, other than the meetings requisitioned by not less than 1/3rd members of the Board, can be held by giving three clear days notice of the meetings in case the matter is urgent. In case of special meetings to be convened on the requisition of not less than 1/3rd of the members of the Board, the following procedure shall be followed:

i) The members requisitioning the meeting shall give atleast 15 days clear notice to Managing Trustees

ii) The Managing Trustee shall thereafter convene the meeting by giving 7 days clear notice.

iii) The subject which has to be discussed along with any resolution, if any, of which notice has been given shall be circulated as the agenda.

e) The meeting adjourned for want of quorum, except the special meeting requisitioned by the Members of the Board, may be convened again as soon as may be convenient after giving notice of the same and the meeting to convene shall proceed with the agenda irrespective of the quorum.

N. P. S. S. S.

f) Any member of the Board of trustees who intends to make a resolution on any matter concerning the Trust at the meeting of the Trustees shall give a notice in writing of the same to the Managing Trustee four days before meeting and same shall be included in the supplementary agenda for the meeting.

g) The Managing Trustee shall be ex officio member of all committees and sub-committees.

10) RESOLUTIONS:

All resolutions shall be passed at the meeting of the trustees. If necessary and where the circumstances justify it, the managing Trustee may also circulate the resolutions to all the Trustees and if it is approved by the majority of them, such resolution shall be effective as if it was passed at the meeting. However, the Managing Trustee shall report about such resolution at the next meeting.

11) ACCOUNTS:

The Trustees shall maintain regular accounts. The accounts shall be closed on 31st March after being adopted by the board of Trustees and shall be audited by a chartered accountant who is not himself a Trustee or any of whose partners, in case of professional partnership firm.

12) DECISIONS:

a) All the decisions of the meeting will be taken by a vote of the majority and if there is a tie, person presiding will be (have) a casting vote.

b) The manner of voting shall ordinarily be by show of hands. However if two or more Trustees request voting by secret ballot in respect of any matter or resolution, the voting will be by secret ballot.

13) WINDING UP:

In the event of the Trust being dissolved or wound up the assets and liabilities of the Trust will be transferred to any society, Trust or institution which has similar objects.

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14) INDEMNITY:

Every Trustee shall be indemnified by the Trust against any claim whatsoever made by any persons against the Trust or the Trustees in respect of any act which has been done in the discharge of his duties as a Trustee. The Trust will bear the cost, loss and expenses which such Trustee may have to bear.

15) LEGAL PROCEEDINGS:

The Trust shall sue and be sued in the name of the Trust represented by the Managing Trustee.

16) GENERAL:

a) The trust shall cater to the needs of the people irrespective of sex, castes, creed, community or religion in accordance with the objectives specified above. The Trust will not carry on any activity in the intention of earning profit.

b) No activity of the trust shall be carried outside India.

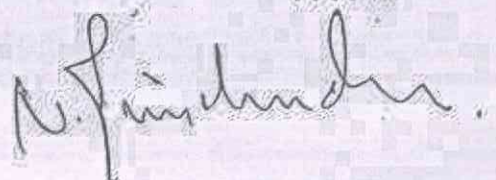
c) Any Amendment to the Trust Deed shall be carried out by the Board of trustees with the approval of the Director of Income tax (Exemptions), by 3/4th majority of the Trustees holding office at the time.

d) It is hereby declared that in the implementation of the objectives of the Trust or of the conditions of the Trust, the decision of the Board of the Trustees shall be final and cannot be questioned by any other person what so ever.

e) It is hereby declared that the aforesaid objects shall be carried out without any profit motive and if any collections are made in respect thereof they shall be only with a view to cover the cost of such services and not with a view to make a profit thereon.

f) No portion of the income or funds of this trust shall be utilised for payment to the author or trustees by way of profits, interest, dividend, etc.,.

g) At present the trust has no immovable property. In the event of trust purchasing any immovable property alienation of such immovable property shall be done only with the prior approval of the Director of Income tax (Exemptions).



IN WITNESS WHEREOF THE AUTHOR OF THE TRUST HAS SET HIS HAND
ON THE DAY, MONTH AND YEAR FIRST ABOVE WRITTEN

N. F. Richardson.

WITNESSES

1. பி. அ. ராஜசேகரன்
S/O. S. வெங்கடரத்தன்
113 - சாத்திரம் - வெங்கடரத்தன்

2. N. Narasimhan
N. NARASIMHAN

Drafted by:
Drafted by:
Self