



महाराष्ट्र MAHARASHTRA

General Stamp Office, Mumbai
L.S.V. No. 694
- 9 NOV 2011
Proper Officer

SHRI. K. R. MADGE

H.C.III

EX 393850

दे. महागायत संग्रालय अन्तर्गत अलाउंड ऑफिस
जि. अ.प. वी.प. वि., संग्रालय, मुंबई - ४००००१
प्र. प्र. सी. क्रमांक - १२१
रुपय - १०० दिनांक - 23 NOV 2011
संग्रालय संख्या - Sanjay L. Madhija
संग्रालय संख्या - १००१ या
ना. न्यायिक बाटे

No 13, Chuehgeete
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COMPANY NO: 200546
CERTIFIED TRUE COPY OF
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DATED _____

OF

M/S. Rugby association of Maharashtra



The Company Act, 1956
Company Limited by Guarantee
And not having share capital
Under Section 25

Articles of Association

Of

Rugby Association of Maharashtra

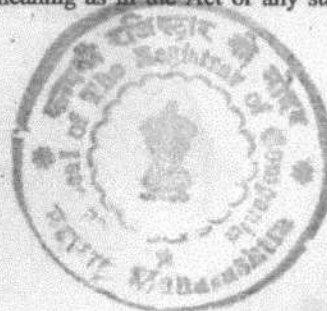
Save as otherwise expressly provided for in these Articles, the provisions of the Articles in Table C to Schedule I of the Companies Act, 1956 shall be applicable

1. Definitions :

In These Articles, unless there is something in the subject or context inconsistent therewith:

- a. "Act" means the Companies Act, 1956
- b. "Board" means the Board of Directors of the company for the time being
- c. "Company" means this Company viz., **Rugby Association of Maharashtra**
- d. "Committee" means the Committee elected for the time being by the Board of Directors.
- e. "Member" means any person who is elected as a member of the company in accordance with these Articles of Association.
- f. "Seal" means the Common Seal of the Company

Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory



modification thereof in force at the date at which these regulations become binding on the company.

Private Company

2. The Company is a Private Company within the meaning of Section 3(1)(iii) of the Company Act, 1956 and accordingly:

(a) the number of members of the company (not including 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 that employment ceased) shall be limited to 50 (Fifty);

(b) No invitation or acceptance of deposits from persons other than its members, directors or their relatives.

Registered Office

3. The Registered Office of the company for the time being shall be in the state of Maharashtra

Office Year

4. The Official year of the company shall be from 1st April to 31st March, namely, the financial year.

Membership

5. The minimum number of members with which the company proposes to be registered is 2 and maximum number of members shall be 50, but the board may, from time to time, whenever the company or the association requires it, register an increase of members.

a. **Honorary Member :** Any person whose connection with the association is deemed to be useful, may with the consent of such person be elected as honorary member of the Association. Such members shall not, however be eligible to be member of the association nor shall be entitled to vote in any general body meeting.

b. **Ordinary Member :** Any person, qualified to be a member and pay prescribed ordinary membership fees as may be fixed by the board from time to time may be admitted as ordinary member of the association, however such member shall not entitle to vote in any general body meeting.

c. **Associate Member :** Any registered sports association, clubs qualified to be a member of association and paying prescribed fees as may be fixed from time to time by the board subject to approval of the general body may be admitted as an associate member.

d. **Expulsion & Removal :** Frequent action of any member, if found by the Association is detrimental to the interest and is in violation of the rules and regulations of the association, he may be after due enquiry censured, suspended or expelled from the membership of the association by the members of General Body.



6. The Subscribers to the memorandum and such other person as the committee shall admit to membership shall be members of the company, the subscribers to the memorandum and articles of association shall be deemed as members of the company as soon as company is duly incorporated without any further act or action on the part of the company.
7. The Membership of the company shall be open to all the citizens of India
8. The Committee may from time to time add new categories of memberships subject to the approval by majority in the annual general body meeting in the following year.
9. A member may request to terminate his or her memberships, no refunds of memberships or other donations can be claimed at any time. A membership is not transferable.

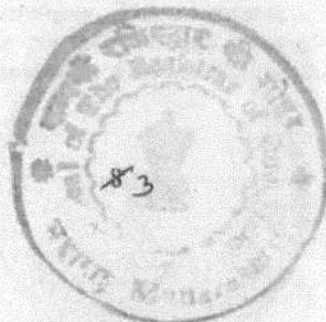
Rights and Duties of the Members

10. Without prejudice to rights of the members as per the Act, every member has right to :

- a. Take active part in the working of the company
- b. Vote in the election of the board of the company
- c. Inspect documents, letters, account books, correspondence of the company with written permission of the President only.
- d. Suggest additions, alterations or omissions in the memorandum, rules and regulations of the company in writing or orally in the general body meeting.
- e. Discuss in the matters of the company and to give opinion
- f. Discuss, give opinions, and take part in any matter of the company at the time of general body meetings.

11. A person shall ~~cease to be a member if:~~ *to avail benefits & Privileges Provided by Act*

- a. he is found to be of unsound mind by a court of competent jurisdiction;
- b. He applies to be adjudicated as an insolvent.
- c. He is adjudged as an insolvent.
- d. He is convicted by a court of any offence involving moral turpitude and sentenced in respect thereof to imprisonment for not less than six months;
- e. He becomes disqualified by an order of court under section 203 of the Act.



General Meeting

12. Subject to the provisions contained in section 166 and 210 of the act as far as applicable, the company shall in each year hold, in addition to any other meeting, a general meeting as its annual general meeting and shall specify the meeting as such in the notice calling it. And more than fifteen months shall not elapse between the date of one annual general meeting of the company and that of the next, provided that the company may hold its first annual general meeting within a period of not more than eighteen months from the date of incorporation and, if such general meeting is held within that period, it shall not be necessary for the company to hold any annual general meeting in the year of its incorporation or in the following year.
13. ^{Fourteen days} ~~Seven~~ days notice, at least, specifying the place, date and the hour of the general meeting and in case of special business the general nature of the business shall be given to the members in the manner hereinafter mentioned or in such other manner as may be prescribed by the company in general meeting but accidental omission to give notice to or non-receipt of such notice by any member shall not invalidate the general meeting. The general meeting, with the consent of all the members, may be called by short notice and in such manner as the members think fit.
14. Two members present personally or, in case of such members are a body corporate, by representative appointed under section 187 of the act, and entitled to vote, will be a quorum for all purposes at any general meeting of the members.
15. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to do business.
 - I. if within half an hour from the time appointed for holding the meeting, a quorum is not present, 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 committee may determine.
 - II. 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.
16. The chairman, if any, of the committee shall preside as the chairman at every general meeting of the company.
17. 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 the chairman of the meeting, the directors present shall elect one of their members to be the chairman of the meeting.
18. if at any meeting no director will willing to act as the 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 member to be the chairman of the meeting.
19.
 - (i) 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.



- (ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - (iii) When a meeting is adjourned from thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
 - (iv) Save as aforesaid, it shall not be necessary to give any notice of an adjournment of the business to be transacted at an adjourned meeting.
20. In the case of equity 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 determined shall be entitled to a second or casting vote.
21. Any business other than that upon which a poll has been demanded may be preceded with, pending the taking of the poll.

Votes of Members

22. Every member shall have one vote at the annual general meeting.
23. 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.
24. No member shall be entitled to vote at any general meeting unless all sums presently payable by him to the company have been paid.
25. (i) no objection shall be raised to the qualification of any vote 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 of all purposes.
- (ii) Any such objection made in due time shall be referred to the chairman of the meeting, whose decision shall be final and conclusive.
26. 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

27. The Following shall be the first directors of the company

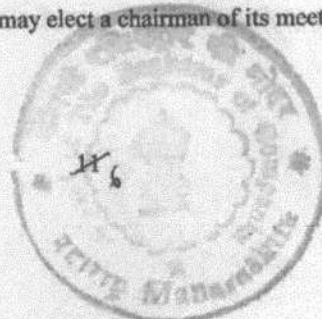
- (A) FAISAL ZAKAULLAH SIDDIQUI S/o ZAKAULLAH
- (B) MUKARRAM KHOUZEMA FAIZULLABHOY S/o KHOUZEMA

28. The directors may be paid all travelling, hotel and other expenses properly incurred by them-

- (a) in attending and returning from meeting of the board or any committee thereof or general meeting of the company; or
- (b) in connection with the business of the company

Proceeding of meeting of Board

- 29. (1) The board of director may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit.
- (2) The director may, and manager or secretary on the requisition of a director shall, at any time, summon a meeting of the board.
- 30. (1) Save as otherwise expressly provided in the 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.
- 31. 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 of the quorum, or of summoning a general meeting of the company but for no other purpose.
- 32. (1) The board may elect a chairman of its meeting 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.
- 33. (1) The board may, subject to the provision of the act, delegate any of its powers to committees consisting of such member or member of its body as it thinks fit.
- (2) Any committee so formed shall, in the exercise of the power so delegated, conform to any regulations that may be imposed on it by the board
- 34. (1) a committee may elect a chairman of its meetings



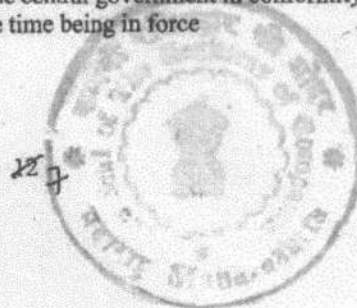
- (2) If no such chairman is elected, or if at any meeting the chairman is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of the their member to be chairman of the meeting.
35. (1) A committee may meet and adjourn as it thinks proper.
- (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 second or casting vote.
36. 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.
37. Save as otherwise expressly provided in the act, a resolution in writing, signed by all the members of the board or of a committee thereof of the time being entitled to receive notice and effectual as if it had been passed at a meeting of the board or committee, duly convened and held.

Manager or Secretary



38. (1) A Manager, Secretary and Treasury may be appointed by the board for such term, at such remuneration and upon such conditions a sit may think fit; and any manager or secretary so appointed may be removed by the board.
- (2) A Director may be appointed as manager or secretary.
39. A provision of the act or these regulation 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 the same person acting both as director and as, or in place of, the manager or secretary.

The Seal

40. The Director shall procure a seal to be made and provide for the safe custody. The seal shall not be fixed to any instrument except with the authority of the board. Every instrument or deed to which the seal is affixed shall, unless the same is executed by a duly constituted attorney of the company, be signed at least by one director in whose presence the seal is so affixed provided however that share certificates shall be sealed in accordance with the provisions of the companies (issue of Share Certificates) rules, 1960 as in force from time to time.
41. Every member shall bind himself to abide by these articles of association or any alteration or modification thereof that may be mad from time to time with the approval of the central government in conformity with the companies Act 1956 for the time being in force



We, the several persons, whose names, addresses, description and occupation are hereunto subscribed, are desirous of being formed into a company not for profit in pursuance of this Articles of Association

Name, Addresses, Description And Occupation of the Subscribers.	Signature of the Subscribers	Signature of witness With addresses, Description and occupations
<p>1. Faisal Zakaullah Siddiqui S/o Zakaullah Siddiqui 604 A Link House Nepan Sea Road Mumbai 400036 Business</p> <p>2. Mukarram Khojema Frizullahi S/o Khojema Frizullahi 44 Gulistan Commichal Road Mumbai 400026 India Business</p>	 	<p>witness to all Satyendra Kumar Singh S/o Hanishankar Singh Old Service M. Rahmats Cantone Naniman Point Bombay 400021</p>



MAHARASHTRA TRUE EXTRACT
 सत्य वस्तु
 सचिवालय/सहायक सचिवालय
 Addl./Asstt. Registrar of Companies
 महाराष्ट्र शासक
 Maharashtra, Bombay

PLACE: Mumbai
 DATE: 00/01/10

21/12/2001