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ANURAG KUMAR
S M L NO 25/99 RL NO. ...
3-6-151, G S TOWER
HIMAYAT NAGAR
HYDERABAD - 29

AP-23/GSD/KL(PB)/16/2005

भारत 30745 HPA/LA आंध्र प्रदेश
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(THE COMPANIES ACT, 1956)

(A COMPANY NOT FOR PROFIT UNDER SECTION 25 OF THE COMPANIES ACT, 1956)

MEMORANDUM OF ASSOCIATION
of
United Care Development Services

- I. The name of the company is United Care Development Services
- II. The Registered Office of the company will be situated in Hyderabad, Andhra Pradesh
- III. The objects for which the Company is established are:

(A) MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To promote and protect livelihoods and create livelihood generating opportunities and quality of life, especially for the very poor and disadvantaged people. This would be done by making investments and developing and providing products & services mentioned herein under, without discrimination or reference to gender, race, region, religion, caste or creed, to provide formal, informal and vocational education services for people of all age groups, to enhance their livelihood opportunities and to enhance their participation in civil society for the welfare of all people and to also support activities that contribute to development, capacity building, awareness, knowledge dissemination and research in this area.
2. To provide healthcare services including water and sanitation services and to also support activities that contribute to development, capacity building, awareness, knowledge dissemination and research in this area.
3. To provide services and also assist and support other organisations, for conservation of natural resources, waste management and promotion of energy efficient devices and green and renewable sources of energy and to also support activities that contribute to development, capacity building, awareness, knowledge dissemination and research in this area.

United Care Development Services

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:

1. To incur debts and obligations for the conduct of any business of the Company and to purchase or hire goods, materials or machinery on credit or otherwise for and business or purpose of this Company.
2. 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.
3. 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 object or any of them and to obtain from any such Government authority, corporation, company or person any contracts, rights, moneys, privileges and concessions which the Company may think desirable and to carry out, exercise and comply with any such contracts, rights, privileges and concessions.
4. To obtain any Act of Central or State Legislature, provisional order, license or autonomous body or authority for enabling the Company to carry out any of its objects into effect or for effecting any modification of the Company constitution, or for other purposes which may seem expedient and to oppose any proceedings or application which may seem calculated directly or indirectly or prejudice the Company's interest/s.
5. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the Company.
6. To open account or accounts with any individual, firm or company or with any bank or banks and to pay into and to withdraw moneys from such account or accounts.
7. To establish and support or aid in the establishment of and support associations, institutions, companies, societies, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealings with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances, gratuities and bonuses either by way of annual payments or by way of lumpsum and to make payments towards and to make payments towards insurance and to form and contribute to provident and benefit funds, to or such persons.
8. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances, or emoluments to any persons who are or were at any time in the employment or service of the Company or of any company which is a subsidiary of the company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or of any such other company as

aforesaid and the wives, widows, families and dependents of any such persons, and also to establish and subsidize and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or advance the interests and well-being of the Company or of any such other company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and do any matters aforesaid either alone or in conjunction with any such other company as aforesaid.

9. 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 property of the Company, or for any other purpose conducive to and in the interest of the Company.
10. To establish a Fund/Funds for carrying out any one or more the objectives of the Company.
11. To apply to the Government, public bodies, Urban, Local, Municipal District and other bodies, corporations, companies or other persons for and to accept grants of money, equipment land, buildings, donations, gifts, subscriptions and other assistance with a view to promoting the objects of the company and to conform to any proper conditions on which such grants and other payments may be received.
12. To appeal, solicit, receive or accept any gift(s) or donation (s) or contribution (s) in cash or in kind from any person or persons or firm (s) or company or others, on such terms and conditions and subject to the law of land for the furtherance of the objects of the Company or for any one or more of them, not inconsistent with the objects and constitutions of the Company and which may be acceptable to the Managing Committee.
13. To refer to or agree to refer any claims, demands, disputes or any other question by or against the Company or in which the Company is interested or concerned and whether between the Company and the member or members or his or their representatives, or between the Company and third parties, to arbitration and to observe and perform and to do all acts, matters and things to carry out or enforce the awards.
14. To establish, settle, promote, form, undertake or to execute any public charitable or welfare trust for the benefit of employees, ex-employees, directors, their dependents and general public or for the development and advancement of any activity in the field of education, healthcare, public welfare, science, for their benefit.
15. To make donations to individuals and organisations such that it furthers the achievement of the main objects of the company.
16. To undertake activities to disseminate the knowledge and experience gained in providing services to the socio-economically weaker sections, to various stakeholders, to further the achievement of the main objects of the company.
17. To undertake, conduct, organize, aid, finance, encourage and participate in, seminars, workshops, conferences, congresses, conventions, councils, tutorials, lecture series, and group discussions in India and abroad.

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18. To apply, approach, purchase, tender, auction, hold, protect, prolong, work, use or otherwise to acquire, renew, or dispose off in any part of the world, any patents, copyrights, trade secrets, secret processes, information know-now, formulae, inventions, trademarks, mono, logos, designs, designs, licenses, concessions and the like, conferring any absolute, exclusive, non-exclusive, limited, temporary or permanent rights to work the same and to use, develop, exercise or grant license in respect of, or turn to account the property, rights or information so acquired and to expend money in experimenting upon or testing or improving such patents, inventions, rights, designs or informations.
19. To retain or employ skilled professionals or advisors in connection with the objectives of the Company and to pay professional fees or remuneration as may be thought fit to those who are not members of the Company.
20. To purchase, acquire, buy, take on lease or in exchange or otherwise acquire, sell, rent out, lease, dispose off any land of any tenure or description or building or parts of buildings and to develop and turn to account any land acquired by the Company and to construct buildings, flats, bungalows, tenements, row houses, commercial complex, townships, clubs, industrial sheds and other buildings and work of public utility and to sell, transfer, allot the same to such person as may be thought fit by the Company and to otherwise work as developers, builders, contractors, architects, engineers, supervisors, decorators, designers, values, surveyors, consulting engineers and offer constancy services of all kinds pertaining to real estate and to work as contractors, engineers, job workers, organizers of society.
21. Subject to Section 58A and 292 of the Companies Act, 1956, and the rules made thereunder and directives of Reserve Bank of India, to Borrow or raise any money that may be required by the Company upon such terms as may be deemed advisable, are in particular by the issue of Bonds, Debentures, Bills of Exchange, Promissory Notes or other obligations or securities of the Company or by mortgage or charge or any part of the property of the Company.
22. To draw make, accept, endorse, discount, execute or issue Promissory Notes, Bills of Exchange, and other negotiable or transferable instruments.
23. To incur any expenditure on any programme of rural development and any investment thereof in any rural area which the directors consider likely to contribute to rural development and the words, "rural area" shall include such areas as may be regarded as rural under the Income-tax Act, 1961, or any other law relating to rural development for the time in force in order to implement any of the main objects or purposes.
24. To procure the Company to be registered or recognized in any part of India or in any foreign country or place.

Memorandum of Association

25. To transfer without consideration or at such fair or concessional value and subject to the provisions of the Companies Act, 1956, divest the ownership of any property of the Company to or in favour of the any public or local body or authority or Central or State Government or any public institution or Trust.

To do all such other lawful things as may be necessary, incidental or conducive to the attainment of the above objects, provided that the Company shall not support with its funds or endeavor to impose on or procure to be observed by its members or others any regulation or restriction which if an object of the Company, would make it a Trade Union.

(c) OTHER OBJECTS: NIL

IV. THE OBJECTS OF THE COMPANY EXTEND TO WHOLE OF INDIA.

V. 1. The income and property of the Company, whomsoever 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 profit to persons who, at any time are, or have been members of 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 benefit in money or money's worth shall be given by the company to any of its members whether officers or servant 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 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 accepted by the above-mentioned para.

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 persons not being a member in return for any services actually rendered to the company.

VI. No alteration shall be made to this memorandum of association or to the articles of association of the company, which are for the time being enforced unless the alteration has been previously submitted to, and approved by the Regional Director, Southern Region, Ministry of Corporate Affairs, Chennai.

VII. The liability of the members is limited.

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VIII. The Authorised share capital of the company will consist of Rs1,00,000/- divided into 1000 Equity Shares of Rs100/- each.

IX. True accounts shall be kept of all sums of money received and expended by the company and the matters in respect in which such receipt and expenditure take place and of the property, creditors and liabilities of the company; and subject to any reasonable restriction as to the time and manner of inspecting the same that may be imposed in accordance with the regulation 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 accounts ascertained by one or more properly qualified auditor/auditors.

X. If upon an winding up or dissolution of the company there remains after the satisfaction of all the debts and liabilities any property whatsoever the same shall not be distributed amongst the members of the company but shall be given or transferred to such other company having objects similar to the objects of this company, to be determined by the members of this company at or before the time of dissolution or in default thereof by the high court/adjudicator that has or may acquire jurisdiction in the matter.

XI. We the several persons whose names and addresses have been subscribed hereunder are desirous of being formed into a Company not for profit in pursuance of the Memorandum of Association and We respectively agree to take the number of shares in the capital of the Company set opposite our respective names:

S.No	NAME, OCCUPATION SIGNATURE OF SUBSCRIBERS	ADDRESS, AND THE OF	NO OF EQUITY SHARES TAKEN	SIGNATURE, DESCRIPTION AND THE WITNESS	NAME, ADDRESS, AND OCCUPATION OF THE WITNESS
1	SAI GUVARAJAN PENUMETCHA S/O RAMAKRISHNAN RAJU PENUMETCHA B-308, JEEVAN VISHAKA APARTMENTS, MMTCL CLONY, SEETHAMMADARA, VISHAKAPATNAM PIN-530022 DEVELOPMENT PROFESSIONAL DOB - 30-NOV-1977		300 (Eight hundred only)	All the Signatories have signed before me at Hyderabad POLURI MARUTI VENKATA SUBBARAO, MCOM, MBA, FCS, LLB. S/O P V RAGHAVARAO, Practising Company Secretary CHIPPENDALE APTS, Flat No. 408, 5th Floor H.No 1-7-12, Golconda 'X' Roads, Musheerabad Hyderabad - 500020 FCS - 4432, CP-3374	Andhra Pradesh P. Prayanka
2	NADINPAALI VENKATA RAMANA S/O DR NV BHASKAR KRASHANTI NAGAR 9/29, BODUPPAL ROAD UPPAL HYDERABAD - 500039 CONSULTANT DOB: 25th JAN 1957		100 (One hundred only)		
3	SATISH RAJU GOTTUMUKKALA S/O G A RAJU D-1114 PARADISE, RAHEJA VIHAR, CHANDIVALI ROAD, MUMBAI - 400072 CONSULTANT DOB - 30th SEPT 1966		100 (One hundred only)		

1000

Total number of shares taken -> (One thousand only)

Place: Hyderabad P. Prayanka
Date: ~~04/02/2010~~ 10/02/2010 P. Prayanka