



தமிழ்நாடு தமில்நாடு TAMILNADU
C. O. S. V.
2007
3296
15/12/2007

A. S. CHOCKALINGAM F 258802

NOOR AHMED
Licence No. 11457/A7/B3
No. 13, Singaperumal Street,
GEORGE TOWN, CHENNAI - 600 001
Ph: Off: 25224551 Mus: 25219022

DEED OF TRUST

This Deed of Trust is executed on this 27 day of December 2007 at Cuddalore by

(1) Mr. A.S. Chockalingam, Son of A.P. Shamugasamy, aged about 56 years, presently residing at No.41, A.L.C. Campus, Manjakuppam. Cuddalore-607 001, hereinafter called as Author/Founder of the Trust ;

(2) Mr. U.G. Bhalaji, Son of K.U. Govindarajan, aged about 41 years, presently residing at No.50/26, Palamalai Street, Brookspet, Cuddalore-607 004, and

(3) Mr. D. Sampath Kumar, son of R. DuraiSamy, aged about 41 years, presently residing at No.129/59, Ramasamy Street, Mannady, Chennai-600 001,

hereinafter collectively called as the "Trustees" which expression shall, unless repugnant to the context, include the Trustees of the Trust hereby created and declared;



A. S. Chockalingam
U. G. Bhalaji
D. Sampath Kumar

PRINCIPAL,
MATHURA PRASAD PANDEY
ARISTO PUBLIC SCHOOL,
APS AVENUE, GADILAM BY PASS ROAD,
HIRUPPADIRIPULIYUR, CUDDALORE-607002.
TAMIL NADU, INDIA.

For ARISTO PUBLIC SCHOOL

A. C. Pual
Chairman.

7/BKIV



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FT. Sub Registrar - II

Presented in the Office of the Joint
Sub Registrar II Cuddalore and fee
of Rs. 100/- Paid between the hours
of and on the 30th
day of January 2008 by

LEFT THUMB



JOINT SUB-REGISTRAR - II
CUDDALORE 2

A.S. M.J.
S/o A.P. Shammugabamy
NO. 61, A.L.C. Campus
Manjakuppam, Cuddalore.



(1) Execution Admitted by
LEFT THUMB



A.S. M.J.

—do Particulars—
Identification Verified with
family card NO OS/W/001592

(2) LEFT THUMB



G. Srinivas

S/o. K. U. Govindasajan
NO. 50/26, Palamalai Street
Brookspet, Cuddalore 4.
Identification Verified with
D.L. NO. E/TN/03/001929/9003

3 LEFT THUMB



S. Sampath Kumar

S/o Duraisamy NO. 129/59
Ramasamy Street, Mannady
Chennai 60001. Identification Verified
with family card NO 01/6/000343

Identified by,
S. Sankar Babu

S/o. P. Rathinam, 3, Palamalai St., Brookspet, Cuddalore.



தமிழ்நாடு தமில்நாடு TAMILNADU

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T. M. Lakshminarayana
Charity General
No. 1, Adyar
L.No. E.D.S: 36963/80



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NOW THE DEED OF TRUST WITNESSETH AS FOLLOWS:

NAME

That the Author and the other two Trustees herein do hereby constitute an Educational Trust called "APS FOUNDATIONS" having its registered office at APS Avenue, Gadilam By-pass Road, Thirupathiripuliyur, Cuddalore-1, or such other place or places as may be decided by 2/3rd majority of the Trustees which must have the positive consent of the Management Trustee in the Board Meeting and the Author endowed a sum of Rs. 5,000/- (Rupees Five Thousand Only) in cash as nucleus corpus fund and declare that they and other Trustees appointed hereunder will hold the said fund and all other funds and property received and acquired and all the income arising from the property which are held under the Trust, and utilize the funds for various educational and charitable objects specified hereunder to benefit to public without any prejudice to the interests of the General Public.



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தமிழ்நாடு தமிழ்நாடு TAMILNADU

H 221562

26/12/07

A.S. சாஸ்திரி

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T. SIVASUBRAMANIAM
District Collector
கட்சி-1, திண்டுக்கோடு.
LN.No: E.DIS: 38953/80

AREA OF OPERATION

The operations of the Trust shall extend to the State of Tamil Nadu. The operations of the Trust may also extend to any other part of India, as may be decided by the Trustees of the Trust.

OBJECTS OF THE TRUST

1. To set up, run, manage educational institutions, colleges, schools with special reference to uplift of woman education and also to take over any existing educational institution.
2. To organise courses through the medium of computer, computer software, internet and other modern equipments for imparting education to students, training of teachers, create awareness in good education through interaction between students, teachers and parents of students.
3. To create resource and products for teaching and learning through research and development and make available the fruits of research for dissemination of knowledge in all spheres of education and make available widespread dissemination of knowledge-based learning materials.



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Sampath Kumar



தமிழ்நாடு தமில்நாடு TAMILNADU

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 261207
 A S Srinivasan
 2007



T. S. Srinivasan
 2007
 No. 2 Dis: 00033/8

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4. To promote innovations in teaching and learning methodology.
5. To foster partnership with academic institutions or corporates for promoting innovations in teaching and learning methodology.
6. To print, publish, programme through computer software, literature suitable for imparting education in all its perspective.
7. To donate to other educational institutions both in terms of money and products developed.
8. To award prizes, scholarships and financial assistance to students to pursue their works or studies and or vocational training.
9. To do all acts and other things as may be necessary for carrying out the above objects and for proper execution of the projects connected therewith in any manner.



A. S. Srinivasan
 Secretary
 Srinivasan

10. The objects of the Trust shall be carried out without any distinction as to caste, creed or religion or sex.

BENEFICIARIES

All the mankind without any discrimination on the basis of religion, caste, colour, creed or sex shall be beneficiaries of this Trust. The Trust shall exist for educational purposes and not for the purposes of the profit. The objects / activities of the Trust shall be carried out only in India.

BOARD OF TRUSTEES:

This Trust will be managed by the First Trustees, (1) to (3) above.

All the Trustees are called the Board of Trustees, hereinafter called a Board. The constitution of Board of Trustees, succession to Trustees and the regulations relating to the constitution are given hereunder:

1. The Board of Trustees shall comprise a minimum of three Trustees and maximum of 15 Trustees.
2. The first Trustees of the Trust shall be Mr. A.S. Chockalingam (Author & Founder/Management Trustee), Mr. U.G. Bhalaji (Trustee) and Mr. D. Sampath Kumar (Trustee).
3. The Author hereby affirms that the above named Trustees shall be original Trustees and as per the necessity, the Board of Trustees can co-opt more Trustees.
4. All the Trustees who are, for the time being, and from time to time, in office, shall constitute and collectively be referred to as the Board of Trustees and in short, the Board.
5. The aforesaid Trustees shall hold office as Trustees for a period of five years or until they resign or are removed from the Trusteeship by a 2/3rd majority of the Trustees (which resolution must also have the positive consent of the Management Trustee). The Trustees shall be entitled to have a maximum of two terms and the Managing Trustee alone will be entitled to be a Trustee, for a maximum of three terms. In the event of any Trustee resigning, such Trustee shall have the power of nominating any other person in his place and such nomination shall be made after getting unanimous consent from the other Trustees. In the event of the Board refusing to give consent in respect of the nomination made by the Trustee who tendered resignation, the Board shall have the power to nominate a person as a Trustee in respect of the said vacancy by a decision of the 2/3rd majority of the total Trustees in the Board in a validly convened meeting of the Trustees with the positive consent of the Management Trustee. Such nominated person shall become the Trustee in the place of the outgoing Trustee. The next Managing Trustee can be nominated only by the Management Trustee. If for any reason the Management Trustee has not nominated the next Management Trustee and due to any reason he is no longer a Management Trustee, then the board must unanimously appoint one of them as the Management Trustee. Any vacancy caused by the reason aforesaid, or filling up or non-filling up such vacancies by the Board of Trustees shall not invalidate the Board of Trustees and shall not in any manner affect the functioning of the Trust.



A.S. Chockalingam
 U.G. Bhalaji
 D. Sampath Kumar

6. The Board can co-opt further members for the Board without exceeding the maximum strength and subject to condition in clause (5) mentioned above and can fix up the duration of service of co-opted Trustee. The Board can remove such co-opted Trustee, if he is found acting against the objects of the Trust and prejudicial to the interests of the Trust. The co-opted Trustees will be holding the office of Trust at the pleasure of the Board.
7. All important decisions of the Trust including decision under clause 5 above shall be taken by 2/3rd majority of the Trustees of the Trust in a validly convened Meeting and the said majority shall mean 2/3rd majority of the total number of the Trustees in the Board of Trust and not the Trustees present in a meeting.
8. Any of the Trustees, if renders valuable professional services to the Trust, the Board of Trust shall be entitled to fix and pay a reasonable remuneration to such Trustee(s), if such decision is taken by 2/3rd majority of the Trustees in a validly convened meeting of the Trustees.
9. No person shall hold or continue to hold office or be appointed as Trustee, if:
- He/she is found to be or becomes a person of unsound mind at the decision of the Board;
 - He/she is found to be or convicted of an offence in moral turpitude;
 - He/she is or becomes deaf-mute or is suffering bodily infirmity which render him/her unfit for the work;
 - He/she is adjudged insolvent by a competent court of law;
 - He/she is found guilty of breach of Trust, gross negligence or dereliction of duty etc.,
 - He/she or becomes otherwise disqualified to act as Trustee according to the law for the time being in force governing the Trust hereby declared and created and;
 - If he /she resigns by him/her self.
10. a. Whenever any person appointed as a Trustee of the Trust hereby created, disclaims or any Trustee either original or substituted dies or desires to be discharged from the Trust or refuses or becomes, in the opinion of the Principal Civil Court of Original Jurisdiction, unfit or personally incapable of acting as Trustee or accepts a post of Trustee of similar nature of this Trust, is disqualified in terms of the provisions of sub clause (9) above, a new Trustee may be appointed in his place by the Board by 2/3rd majority of the Trustees.
- b. In addition, the Board has the power to remove a Trustee who does not attend three consecutive meetings of the Board without any information or if he/she were to leave the station for more than two months, fails to give a proper address for his/her communication and in his/her place the Board may appoint a Trustee by resolution carried by 2/3rd majority of the Trustees.



A. B. M. J.
 Trustee
 Sampath Kumar

- c. The Trustees may also be removed from the Board of Trustees if 2/3rd majority of the Trustees in the Board take a decision to that effect in a validly convened meeting of the Trustees.

POWER AND DUTIES OF THE TRUSTEES OF THE BOARD OF TRUST SHALL BE AS UNDER:

The powers of the Board of Trustees shall be: -

- a. To make use of the Trust property including the income of the Trust, corpus fund or any part thereof for all or any of the objects of the Trust. However, no part of the income should be spent directly or indirectly for the benefit of the Founder or other specified persons under Section 13(3) of Income Tax Act, 1961.
- b. To appoint, if necessary, Committees, Advisory Boards, Governing Body for carrying out the objects of the Trust. The Board of Trustees shall have powers to nominate outsiders to such committees, advisory boards, governing bodies, etc.
- c. To make rules and byelaws including policies for the proper management and administration of the Trust.
- d. To delegate any power as they can lawfully delegate to any person and to execute such Letter of Authorisation, Letter of Delegation or Power of Attorney etc., as they may think fit for the purpose and as may be necessary to carry out the object of the Trust. Such person to whom the delegation is made need not necessarily be a Trustee of the Trust.
- e. To acquire, buy or take on lease immovable property for the Trust and/or put up building or structures on such property belonging to or under the control and possession of the Trust.
- f. To buy, acquire, sell, donate or dispose off any movable property or movable assets of the Trust, including motor vehicles, for carrying on the objects of the Trust and to utilise sale proceeds of such movable assets for the purposes of Trust or for acquiring any other property or asset for the Trust.
- g. To sell, donate, charge, mortgage, lease on rent or in any way encumber any immovable property of the Trust for the objects of the Trust with the approval of 2/3rd majority of the Trustees and written consent from the Managing trustee and also to utilize such proceeds for the purposes of the Trust or for acquiring any other property or asset for the Trust as may be determined by 2/3rd majority of the Trustees.
- h. To institute, conduct, defend, compound, compromise or abandon any legal proceedings by or against the Trust or Trustees and allow time and instalment for payment or satisfaction of any debt, dues or any claim or demand by or against the Trust.



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B. Sampath Kumar

- i. To obtain payment of money from all Courts, Bankers, Government Official, Treasury Official, Official Receivers, Official Assignees, Post Offices and all other Officers of the Central, State or local authorities and also to represent the Trust before the above Officials, Bodies, Authorities, etc.
- j. To borrow money from any bank, financial institutions, corporates or private persons for the purpose of the Trust on such terms and conditions as may be agreed to by the Trustees and to authorize any one or more of them, to execute such documents, including Deeds of Hypothecation as may be necessary for the said purpose and also to create any mortgage or charge any of the Trust properties, movable or immovable, for the said purpose. However, for creation of any lien, charge or mortgage over any immovable property of the Trust, the Trustees shall be required to obtain prior written permission from the Managing trustee.
- k. To delegate any power to one or more of their body, including assigning one of their Trustees to sit as their representative in the Board.
- l. To employ various personnel, professionals and other persons as may be necessary to carry out the objects of the Trust including Specialists, Professionals and other individuals, at such terms and conditions as the Board of Trustees may deem fit and shall have the powers to terminate the services of such persons so employed.
- m. To withdraw any power delegated or revoke any appointment of any employee or attorney or authorized representative.
- n. To open and operate Bank accounts in the name of the Trust and to make the account operable by such person or persons as may be decided by the Board of Trustees. Upon some compelling circumstances, the Board of Trustees shall have powers to authorise some person or persons other than the Trustees to open & operate Bank Account(s) in the name of the Trust.
- o. To let any portions of any immovable property forming part of the Trust Fund at such rent and for such period and on such terms and conditions as they may think fit.
- p. The Trustees will be entitled and be at liberty to obtain receive and accept any voluntary contribution or donation including movable or immovable assets from any person, and otherwise collect subscription or donation to augment the Trust Fund and use such money for the objects of the Trust. It shall always be open to the Trustees in their absolute discretion to accept or refuse any such donations, gifts, subscriptions and/or contributions. The Trust shall maintain records and issue proper receipts for such donations, contributions, and subscription. The Trustees will also have the power to allocate or display any name or names of the donor at such appropriate places as the Board of Trustees may deem fit.
- q. The Board of Trustees is empowered to invest the funds of the Trust in any immovable or movable property or any other investment as may be permitted under the provisions of Income Tax Act as amended from time to time.



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SECRETARY & JOINT SECRETARY

He/she shall assist the Management Trustee and shall perform all such duties as may be delegated or assigned to him/her by the Management Trustee or Board. The Joint Secretary will act in the place of the Secretary in the latter's absence.

TREASURER

He/ she shall be responsible for the finance of the Trust. He/ She shall be responsible for all payments received and shall maintain proper vouchers for payments made. He/ She shall submit annual statement of accounts to the Board. He/ She shall also submit half yearly statement of accounts to the Board.

PATRONAGE:

The Board of Trustees shall be entitled to appoint various Patrons of the Trust and shall fix from time to time the subscription payable by such Patrons as applicable to a particular class. The various Patrons may be:

- a. Honorary Patron
- b. Lifetime Patron
- c. Hereditary Patron.
- d. Any other class as the Board of Trustees may decide.

THE RULES AND REGULATIONS WITH REGARD TO THE ADMINISTRATION OF THE TRUST SHALL BE AS FOLLOWS:**MEETINGS**

- i. The Trustees of the Board shall meet as often as necessary to transact the business. The meeting shall be held at least once in 3 months to review the functioning of the Trust. For all Trust Meetings written advance notice of at least 15 days is to be given to all the Trustees, specifying the date, venue and agenda of the Meeting. For urgent matters, the Management Trustee shall be entitled to convene the meeting of the Trust with Short Notice.
- ii. The quorum for the meetings of the Board shall be one third of the strength of the Board, any fractions thereof being taken as one subject to minimum of 2/3 of Trustees in case the total No. is less than 5 and 3 if it is 5 and above.
- iii. The Management Trustee and in his absence the Secretary shall be the Chairman of the meetings of the Board or the meeting of the Sub-Committees.



- iv. Except to the extent otherwise expressly provided, in all matters pertaining to the Trust, the decision of 2/3rd majority of the Trustees shall be the decision of the Board and shall be binding on all the members of the Board.
- v. In the event of the votes being equally divided, the Chairman of the meeting shall have a casting vote in addition to his/her vote as a member of the Board.
- vi. The ruling of the Chairman on any point of order and his decision as to the result of the voting shall be final and conclusive.
- vii. The Board can also transact the business by resolutions passed in circulation as and when deemed necessary. The papers containing the resolutions shall be sent to all the Trustees and the resolutions so circulated shall be deemed to have been passed only when 2/3rd majority of the Trustees signify their consent thereto in writing.
- viii. The Board can ratify the acts and things of the office bearers done under circumstances warranting immediate action for the benefit of the Trust.
- ix. There shall be an Annual Meeting of the Board wherein the annual audited statement of accounts shall be considered and adopted. The Management Trustee/Secretary shall give at least 14 days notice of the meeting to the Trustees specifying the day, date, place, time and agenda of the meeting.
- x. The Board may regulate itself in the conduct of its meeting in respect of matters not specifically provided herein.

DISSOLUTION CLAUSE:

In the event of dissolution or winding up of the Trust, the assets remaining as on the date of dissolution shall under no circumstances be distributed among the Trustees, members or the Managing Committee or Governing Body but the same shall be transferred to another Trust/Trusts whose objects are similar to those of this Trust and which enjoys recognition u/s 80G of the Income Tax Act 1961 as amended from time to time.

ACCOUNTS AND AUDIT:

1. The Trustees shall keep proper books of account of the Income and Expenditure of the Trust, which shall be closed every year on 31st March. The first financial year of the year of the Trust shall be from the date of formation to the succeeding 31st day of March.
2. The accounts of the Trust and of the establishments of the Trust shall be audited by a qualified auditor to be appointed by the Board.
3. The annual audited statements of accounts of the Trust and of the institutions and establishments maintained by the Trust shall be placed before the Annual meeting of the Board for adoption.



A. S. U. S.
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FUNDS:

- (a) The Author hereby declares that the sum of Rs.5000/- (Rupees Five Thousand only) is vested in the Trustees herein.
- (b) The funds of the Trust shall consist of: -
 (i) The initial corpus fund of Rs. 5,000/-
 (ii) Income from corpus fund, and
 [iii] Any other subscriptions, contribution or other funds that may be received for the Trust from time to time.
- (c) The surplus funds available shall be invested in such manner as decided by the Board.
- (d) The funds of the Trust wheresoever and howsoever derived shall be applied solely towards the fulfillment of promotion of the objects of the Trust and no portion of it will be utilized for the payment to the Trustees/ members / office bearers by way of profit / dividend / interest etc.
- (e) Donations from the General Public, contributions from Institutions, individuals, private, public sectors shall be collected for the bona fide expenditure of the Trust. It is also decided to raise the fund through benefit shows of cinema or drama, cultural activities, rock shows or Musical Nites, etc.
- (f) The financial dealings in Banks will be dealt by the Management Trustee.
- (g) The funds of the trust shall be invested in the modes specified under the provisions of section 13(3) and (d) read with section II (5) of the Income Tax Act, 1961.

GENERAL:

- No act of the office bearers requiring the previous approval of the Board shall be invalid merely by reason of the absence of such previous sanctions, if the said act is subsequently ratified by the Board.
- The office bearers and other Trustees may reimburse themselves, or pay or reimburse out of the Trust monies in their hands, all expenses properly incurred by them in or about the execution of the Trust, and/ or in the discharge of the duties imposed on them under the Trust.
- The Secretary shall represent the Trust in all proceedings and matters required adjudication by the Courts.

A. S. M. S.

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4. No act or resolution of the Board shall be invalid merely by reason of there being one or more vacancies in the Board. But, no act or resolution of the Board, other than an act of resolution appointing or electing a Trustee for the purpose of securing the minimum number of Trustees prescribed, shall be valid, if the strength of the Board is less than the minimum prescribed.
5. No act or proceedings of the Board or of the other office bearers of the Trust shall be deemed to be invalid by reason only of any defect in the appointment or the constitution of the Board of any member thereof or on the ground that any member of the Board was not entitled to hold or continue in office by reason of any disqualification or by reason or any irregularity in his/her appointment or by reason of such act having been done or proceedings taken during the period of any vacancy in the office of Management Trustee / Secretary / Joint Secretary/ Treasurer.
6. Every Trustee of the Trust for the time being shall be indemnified out of the funds of the Trust against all losses and expenses incurred in the discharge of one's duties except such as shall happen through ones own willful act or default.
7. Every Trustee of the Trust shall be charged only for so much money or property as one shall actually receive in the discharge of the business of the Trust and each one shall be answerable only for one's own act, negligence or defaults and not for those of any other person and they shall not be held responsible for insufficiency in title or deficiency in value of investment nor for any other loss unless the same shall happen through their own willful neglect or default.
8. No part of the Trust fund or income of the Trust shall devolve to the Founder or to the Trustees or any person making substantial contribution to the Trust.
9. This Trust is an Educational Trust. The activities of the Trust shall be purely of educational in nature and shall not be guided by any profit motive, in any manner.
10. The Trust shall be irrevocable.
11. The Trust fund shall not be employed or invested in contravention of provisions of Income Tax Act.
12. The benefits of the Trust shall be open and available to public at large without any discrimination of caste, creed, religion, gender or colour.
13. At present the Trust hereby created by this Trust Deed does not have any other property, either movable or immovable, except the initial corpus fund of Rs.5000/-, set apart by the Founder under this Deed of Trust.



A. S. Mehta

Founder

Dampath Kumar

INDEMNITY

The Trustees shall at all times stand indemnified in respect of any act that may have been bona fide done in respect of matters relating to the Trust.

In Witness Whereof, the Author/Founder and two Trustees of the Trust above named have set their hands hereunder on the day, month and year first written above in the presence of the attesting witnesses: *The Trust is functioning at Rental Building.*

A.S. My

AUTHOR

1. *[Signature]*
2. *[Signature]*

TRUSTEES

WITNESSES:

1. *[Signature]* (S. Sankaranarayanan) s/o S. Sankaranarayanan
No: 11, Palamalai Street, Brooksfield, Cuddalore - 4
2. *[Signature]* J. Jeyachalam s/o R. Raghavan 3, Palamalai St.,
Brooksfield, Cuddalore. 607004.

DRAFTED BY.

[Signature]
 D. R. [Signature] B. Sc.
 Document Writer No. AB-RE 84
 8, Rajan Nagar,
 TIRUPPULIYUR



For ARISTO PUBLIC SCHOOL

[Signature]
 A. C. Raju
 Chairman.

[Signature]
PRINCIPAL,
MATHURA PRASAD PANDEY
ARISTO PUBLIC SCHOOL,
 APS AVENUE, GADILAM BY PASS ROAD,
 THIRUPPADIRIPULIYUR, CUDDALORE-607002.
 TAMILNADU, INDIA.