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09 AUG 2007

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 TRUSTEES ONE
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भारत
INDIA NO

दिल्ली DELHI
 FOUNDER
 registration no.
 F3197849
 valid upto 24/5/2015

3350

P. H. FAHIM, M. GANAPATHAN, M. HUSAIN
 DL. Registration No. 205168
 valid upto 24/5/2015

DEED OF CHARITABLE TRUST

16130

THIS DEED OF CHARITABLE TRUST IS MADE AT DELHI ON THE AUGUST 09, 2007, by and between the following parties:-

MR. KHWAJA M RAFI OF 31YEAR'S OF AGE AND SON OF MR. K .M KAMIL RESIDENT OF R-9, NAFEEES ROAD, BATLA HOUSE, JAMIA NAGAR, NEW DELHI-110025, (Hereinafter Called The Founder/Settler)
at present 8246, Naya Mohalla Pul Bangash Delhi

WHEREAS, I the said Khwaja M Rafi have already sat a sum of Rs. 05,000/- (Rupees Five Thousand only) in cash towards constituting a Public Charitable Trust and handed over the same to the Trustees herein after appearing.

AND WHEREAS it has become necessary to declare the objectives and terms & conditions of the Public Charitable Trust.

AND WHEREAS THE TRUSTEES have also accepted the Trust Fund as above.

NOW THIS DEED OF PUBLIC CHARITABLE TRUST WITNESSETH AS UNDER:

1. The name of the Trust shall be " **KEY FOUNDATION**"
2. The office of the trust shall be located at R-9, Nafees Road, Batla House, Jamia Nagar, New Delhi-110025 and at such other place or places as the Trustees herein may decided from time to time.

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Purpose

GANGA PRASAD TIWARI

L. No. 318, K. Gate, Delhi.

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3. The author/founder of the Trust are Mr. KHWAJA M Rafi and Mr. K M Faheem sons of Mr.K M Kamil.
4. The Trustee of the Trust shall be:
 - i) Mr. Khwaja M Rafi, S/o Mr.K M Kamil, R-9, Nafees Road, Batla House, Jamia Nagar, New Delhi 110025
 - ii) Mr. K M Faheem, S/o Mr.K M Kamil, R-9, Nafees Road, Batla House, Jamia Nagar, New Delhi 110025
 - iii) Mrs. Qamar Jahan W/o Mr. Mohd Fareed, R-9, Nafees Road, Batla House, Jamia Nagar, New Delhi 110025
 - iv) Mr. Mumtaz Husain S/o Mr.Mukhtar Husain, Asalat Pura, Kata Bagh, Moradabad, UP
5. Mr.Khwaja M Rafi, the first Trustee shall be designated as the Managing Trustee (Mutawalli) who shall be in charge of the day-to-day affairs of the Trust.
6. That the Managing Trustee is empowered to co-opt Trustees as office bearer for the Trust and fix the terms of their appointment which will be not more than two years
7. The Managing Trustee shall have the power exercisable by the board of Trustees as may be designated to the Managing Trustee.
8. The Managing Trustee shall hold office for lifetime or until he resigns therefrom.
9. Proper accounts for the Trust shall be kept at the office of the Trust.
10. The initial contribution of Rs 5,000/- (Five Thousand only) made by the author(s) of the Trust shall hereby vest in the Trustees and shall constitute the initial Trust fund.
11. The Trust Fund may be augmented by the income from the initial fund and also by donations and other contribution from time to time.



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RegNo. 3350

Date 09/08/2007

Deed Related Detail		
Deed Name TRUST		
Land Detail		
Tehsil/Sub-Tehsil Sub Registrar I	Area of Building 0	बंग भूट
Village/City Azad Market	Building Type	
Place (Segment) Azad Market		
Property Type Residential	Delhi	
Area of Property 0.00	0.00	0.00
Money Related Detail		
Consideration Value 5,000.00 Rupees	Stamp Duty Paid 400.00 Rupees	
Value of Registration Fee 3.00 Rupees	Pasting Fee 1.00 Rupees	

Presented by: Sh/Smt.

Sh. W/o

R/o

Khwaja M. Rafi

K M Kamil

R-9 Nafees Rd Batla House Jamin Ngr Delhi

in the office of the Registrar/ Sub Registrar, Delhi this 09/08/2007 day Thursday between the hours of

Registrar/ Sub Registrar I
Delhi/New Delhi

Signature of Presenter
Execution admitted by Sh/Smt Khwaja M. Rafi

and Sh/Smt

Who is/are identified by Sh/Smt K... D/o T A Khan R/o H-61 Batla House Jamin Ngr New Delhi

and Sh/Smt Bhatnagar D/o R... R/o Old Court Kashmir Gate Delhi

(Marginal Witnesses known to)

Contents of the document explained to the parties who understand the conditions and admit them as correct.

Registrar/ Sub Registrar
Sub Registrar I
Delhi/New Delhi



Date 14/08/2007

Signature of Presenter



Signature of Registrar



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12. The funds of the Trust shall not be applied for any purpose other than the objectives of the Trust. The objectives of the Trust are as under:
- To promote, provide Medical Health Care Facilities and Services, which will include establishing, maintaining and Managing of Hospitals, Medical Centres, Nursing Homes, X-Ray Centres, Pathological Laboratories, Medical Research Centres, Relief Centres, Ambulance Services, production, procurement and distribution of medicines, equipments and gadgets.
 - To establish, promote, provide, manage and maintain educational institutions, services and facilities including establishment of Engineering, Medical, Dental, Technical, Professional and Vocational Institutions at various levels - right from pre-primary stage to University stage, to provide ancillary facilities like hostels, libraries, reading rooms, R&D labs etc., to provide scholarships to outstanding and meritorious students in all streams of education at different levels, to provide merit-cum-means scholarships to deserving and needy students of all streams at different levels including disabled and destitute, to provide and promote sports facilities both indoor and outdoor both for school-going, non-school-going and drop outs, subject to economic status of the Trust, to develop and construct stadium, ecological parks, science and wild life museums, marine museums, planetariums, software technology parks, hardware labs and workshops, to organize seminars, conferences, symposia discussion groups, debates, lectures, demonstrations, exhibitions, presentations on all subjects and areas of interest of the Trust in conformity with its objectivess.

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2





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- c) To provide social-security and financial assistance to the destitute, needy, disabled women and girls in moral danger, deserted, divorced etc., to provide grant-in-aid, financial assistance and services for the orphans, unmarried girls for marriage, widows without means, diseased, sick, children in need of care and protection, elderly etc.
- d) To encourage, establish and maintain indigenous systems of medicine including Unani, Ayurveda, Homeopath, Siddha. For this purpose develop, manage and maintain educational institutions, laboratories, nature cure clinics, production of Herbal Unani and Ayurvedic drugs on large scale and distribution of the same at no profit and loss basis to the Government and private outlets.
- e) To construct new mosques/Madarsas and to take over the management of the existing mosques/Madarsas, arrange for addition, alteration and renovation etc. on request. To arrange for graveyard wherever necessary, to encourage religious discourses and Maktab education wherever required.
- f) To establish, run, manage and upgrade Madarsas, to encourage and develop Madarsa Education at various levels, to take over the management of existing Madarsas if so requested by the parent organizations.
- g) To undertake relief and rehabilitation work for the riot affected victim and other affected by the natural calamities, disasters, fire, floods, earthquakes, hurricanes, cyclones etc.
- h) To promote and undertake any residuary charitable activity as the Trust may deem fit.

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- i) To co-operate and co-ordinate in joint projects, activities, programmes of similar nature of the other charitable institutions on co-operative basis with similar objectives.
 - j) To provide support to disable and handicap person(s) and apply project(s) to Govt. & Non Govt. organizations for their development.
13. The Trustees may frame the Byelaws and Rules for proper administration of the Trust.
 14. That the Board of Trustees will have the power to acquire, movable or immovable properties for the Trust and likewise, will have the power to sell, lease or mortgage or otherwise deal with such properties through the Managing Trustee or his attorney subject to prior approval of the Board.
 15. That the Board of Trustees will meet as often as may be necessary or convenient to transact its business. The Board of Trustees might transact business and take decisions also by circulation of papers.
 16. That all decisions of the Board of Trustees will be taken either unanimously or by majority vote and if the Board is equally divided, the Managing Trustee will have the casting vote. In the absence of the Managing Trustee, Member Secretary of the Board appointed by the Managing Trustee out of the regular members will convene the meeting of the Board.
 17. Without prejudice to the powers of the board of Trustees, the Managing Trustee shall manage and administer the affairs of the Trust and shall also exercise such powers and function, as may be delegated to him by the Board of Trustees.
 18. The management and Administration of the Trust shall vest in the Board of Trustees.
 19. That the funds of the Trust will be invested in the Bank Deposits, Government Bonds, Islamic Financial investments and such other appropriate securities as the Board of Trustees may decide from time to time.
 20. That the Board will have the power to borrow money for achieving the objectives of the Trust.
 21. Without prejudice to the generality of the provisions contained above, the Board of the Trustees may also empower the Managing Trustee to represent or act for the Trust in any matter concerning the properties, funds, investments, borrowings and the making of conciliation of instrument for any of these purposes.
 22. The Managing Trustee may authorize any of the Trustees to act on his behalf and to operate bank Account etc.
 23. The Trustees shall have power to accept donation in money or otherwise for the purpose of this Trust.
 24. That the Quorum of the meeting will be 1/3 of the total Trustees and the Quorum for amendment of the Trust Deed will be 2/3 of the total number of Board of Trustees.
 25. That the Managing Trustee will have power to appoint personal and delegate powers to organize and promote the objectives of the Trust and to Regulate their conditions of service, including disciplinary matters.
 26. All acts and proceeding of the Trust shall be taken and conducted in the name of the Trust.
 27. This Trust is irrevocable.
 28. That the area of operation will be whole of India.
 29. That the Board will nominate the next Managing Trustee out of its regular members.
 30. That the Managing Trustee will have the power to administer the affairs and funds of the Trust and or as authorized by the Board of Trustees from time to time.



31. That the Fund of the Trust will not be applied for any purpose other than the objectives of the Trust. That the Managing Trustee will have the discretion to spend up to Rupees Ten Lakhs in one financial year. Any amount spent in excess, then a formal approval of the Board is required.
32. That the Managing Trustee will have the power to get accounts audited annually and present the same to the Board for ratification.
33. That the Managing Trustee will have the power to appoint or remove any member(s) from the Board of the Trustees.
34. That the Managing Trustee will have the power to enter into any contract or agreement on behalf of the Trust and to withdraw from the same.
35. That the Managing Trustee will have the power to appoint, suspend and remove any office bearer, employee of the Trust for dereliction of duty.
36. That the Managing Trustee will have the right to convene the meeting of the Board of the Trustees which will be presided over by him.
37. That the Managing Trustee will have the power to get any resolution passed by the Board of the Trustees through circulation.

RULES AND BY-LAWS

(As per para 13 of the Trust Deed)

1. Interpretation:

In these Rules the context otherwise requires:

- a) The Trust means the **Key Foundation**.
- b) The Board means the Board of Trustees of the Key Foundation.
- c) The chairman means the chairman of the Trust.
- d) The Managing Trustee means the Managing Trustee of the Trust.
- e) The Trustee means member Trustee of the Board of Trustees.
- f) The Secretary means the Secretary of the Trust.
- g) The Treasurer means the Treasurer of the Trust.
- h) Prescribed means prescribed under Rules and Byelaws made by the Trust.

2. Patrons:

Patrons are those persons who are nominated as such provided that any Trustee, at any time of this active involvement may also be nominated as a patron

Honorary Patron of Board of Trustees: -

- a) Subject to their consent, the President of India, the Vice-President of India, the Governor of the state, the Union and State Ministers may be admitted as Honorary Patron of the Board of Trustees.
- b) The Board may invite such other person(s), as it may deem fit, to be Honorary Patron

3. Members:

There will be the following types of Members:

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a) Individual Members

Hony. Member Trustees: Hony. Member Trustees will be the persons of Indian Nationality who took active part in the establishment and development of the Trust. Their number and term will be determined by the Board from time to time.

b) Institutional Members

Institutional Membership/Corporate Members will be, subject to the provision set out below:

The Board of Trustees in accordance with the provisions laid down in this behalf may admit, an All India Institution of Education, Research and Higher Learning or an All India Training institution, social, cultural, social welfare body or association, Public, Private Limited Company, interested in the objectives of the Trust on payment of a prescribed fee, as its Corporate Member. The membership fee will be decided by the board from time to time.

4. Office bearers of the Trust:

The following shall be the office bearers of the Trust:

- a) Chairman one
- b) General Manager - one
- c) Secretary- one
- d) Treasurer one
- e) Regional/State Secretaries- One in each state/region

The Chairman, General Manager, Secretary, Treasurer, Regional/ State Secretaries shall be nominated by the Managing Trustee in consultation with the Board and will be governed by the terms and conditions laid down in this behalf. Trustee(s) may hold office bearer position or suitable person(s) may be appointed.

5. Right, powers and Duties of the Board of Trustees:

- a) All properties, movable or any other kind shall stand in the Board.
- b) The business and affairs of the Trust shall be carried on and managed by the Managing Trustee who shall exercise all such powers and authority of the Trust as are not specifically and expressly vested by these Rules.
- c) The Board of Trustees shall exercise through Managing Trustee all such powers and shall perform all such functions as are necessary or proper for the achievement or the furtherance of the objectives of the Trust.
- d) Without prejudice to the generality of the foregoing provision, the Board of Trustees shall have the following rights and powers:
 - i) To acquire by gift, purchase, exchange, lease or otherwise lands, building or other immovable property together with all rights appertaining thereto.
 - ii) To purchase and maintain buildings, including right to alter or improve them and to equip them suitably.
 - iii) To manage the properties of the Trust.

- iv) To accept the management of many Trust, fund, company under Section 25 of Companies Act or endowment in which the Trust interested.
- v) To raise funds for the Trust by gifts, donations, or otherwise.
- vi) To raise loans.
- vii) To receive money, securities, instruments and /or any other moveable property for and on behalf of the Trust.
- viii) To enter into agreements for and on behalf of the Trust.
- ix) To issue and defend all legal proceedings on behalf of the Trust.
- x) To implement statutory provisions applicable to the Trust.
- xi) To grant receipts, to sign and execute instruments and to endorse or discount cheques or other negotiable instruments through its accredited agents.
- xii) To make, sign and execute all such documents and instruments as may be necessary or proper for carrying on the management of the property or affairs of the Trust.
- xiii) To invest the moneys and funds of the Trust and to vary the investment as and when it may deem necessary or proper.
- xiv) To make suitable grants of moneys and other assistance to the educational institution or other societies, for conducting of any survey or investigation or study in a subject in which the Trust is interested.
- xv) To grant fellowship, scholarship or other monetary assistance on such terms and conditions as it may prescribe, to such persons as it may select for carrying on of any work, or study in subjects in which the Trust is interested.
- xvi) To manage, sell, transfer or otherwise dispose off any property movable or immovable, of the Trust.
- xvii) To assign, such functions and duties, and delegate such powers as it may deem fit to sub-committees from time to time.
- xviii) To prescribe the powers, functions and duties of the General Manager, the Treasurer, Secretary, Regional/ State Secretaries and other officer bears.
- xix) To perform all such acts and all such things as may be necessary for the proper management of the properties and the affairs of the Trust.
- xx) To appoint an auditor(s) for auditing the accounts of the Trust and to report therein.
- xxi) The Board of Trustees shall have power to make byelaws in respect of the following matters:
 - a) The management of the properties, funds, affairs and work of the Trust.
 - b) The properties and regulations of business for the conduct of its meeting.
 - c) The procedures for convening and the conduct of meeting of the Trust, the Sub Committees etc. to be set up from time to time, including provision for the transaction of business by circulation of papers, proxy or otherwise as may be deemed fit.
 - d) Such other purpose as may be found necessary.
 - e) The Board of Trustees alone shall have power to repeal, amend and modify the bye-laws on the recommendation of the Managing Trustees.

6. Executive and other powers, functions and duties of the Managing Trustee:

Subject to the overall control of the Board of Trustees the Managing Trustee shall have the following powers and duties and shall perform the following functions:

- a) To appoint, from time to time, such and so many employees, and prescribe conditions, as he may deem fit, for carrying on the management and the affairs of the Trust.
- b) To appoint such and as many person and on such terms and conditions, as he may deem fit, for conducting the studies, investigation, researches, teaching or other work, undertaken by the Trust.
- c) To exercise control over the employees of the Trust including the power of dismissal.
- d) To propose bye-laws on the matters relating to the Trust and refer for consideration and to the Board of Trustees.
- e) To correspond with the educational institutions and organization and to co-operate with them in matters relating to the work of the Trust.
- f) To appoint, if he deems fit, delegates to represent the Trust to conferences etc.
- g) To hold lecture, seminars and arrange for studies, investigations and conference in such subject and in such manner as he may deem fit, from time to time.
- h) To publish and / or finance the publication of studies, Treaties, books periodicals, reports and/or other literature and manage for distribution and sale, as he may deem fit from time to time.
- i) To arrange for documentation of educational material as he may deem fit from time to time.
- j) To institute and maintain a library or libraries.
- k) To purchase all such article and materials as may be needed for the Trust and its work.
- l) To appoint, from time to time, sub-committees, including, if need be, persons to assign and/or delegate thereunto, such powers, duties and functions as he may deem fit.
- m) To perform all such acts and duties and exercise all such powers as may be delegated, assigned to him by the Board of Trustees.
- n) To perform all such acts and duties and exercise all such powers as may be necessary for carrying on of the affairs of the Trust subject to the General directions of the Board.

7. Advisory Committee:

- a. The Trust shall have Advisory Committees to advise on the programmes, which the Trust could undertake.
- b. The strength of the Advisory Committee be decided by the Managing Trustees in consultation with the Board.
- c. The members of the Advisory Committees shall serve the Trust in honorary capacity, but they may be reimbursed such expenses as may have been incurred by them in coming to the Trust for attending the meeting of the Advisory Committee.

- d. The meeting of the Committee shall be convened by the Managing Trustee as may be prescribed for the purpose, provided, that the Managing Trustee may, in his discretion ascertain the views of the Committee Members by circulation of suggestion or proposals relating to the activities of the Trust.
- e. The members of the Advisory Committees shall be nominated by the Board on the advice of Managing Trustee.
- f. The members of the Advisory Committees shall hold office for two years, but they shall be eligible for reappointment.

3. Meetings:

- a) **Meetings- Place:** All meeting of the Board shall be held in New Delhi or at any other place decided by the Managing Trustee in consultation with the Board.
- b) **Meeting – How often?**
 - i) The Board shall meet at least twice in a year, or as often as may be necessary to transact its business.
 - ii) The Board may dispose of urgent matters by circulating the papers on the initiative of the Managing Trustee.

8. Fund of the Trust:

- a) The Trust shall have its own funds; and all the receipts for the Trust through grants, donations, subscription, and fees, as well as income from investments, publications and other sources shall be carried to the Fund and all payments by Trust shall be made therefrom.
- b) The Banking Account of the Trust shall be in the name of the Key Foundation. All receipts of the Trust shall be paid into the accounts of the Trust and shall not be withdrawn except by a cheques signed by the Managing Trustee, or such other office bearer of the Trust, if any, as may be duly empowered in this behalf, by the Board of Trustees, Subject to such bye-laws as may be framed for the purpose.
- c) All expenditure paid out of the Fund shall be incurred solely for the promotion of the aims and objectives for which the Trust has been established and in the manner approved by the Board.

9. Budget:

- a) The Managing Trustee and the Treasurer shall prepare, in such form and at such time each year as may be prescribed, a budget in respect of the financial year next ensuing showing the estimated receipts and expenditure, and forward the same to the Board for its consideration and approval.
- b) The budget, as approved by the Board shall be operated upon by the Managing Trustee.

10. Accounts and Audit:

- a) The Trust shall cause to be maintained such books of accounts and other books in relation to its accounts in such form and in such manner as may be deemed fit in consultation with the Auditors of the Trust.
- b) The financial year of the Trust shall be from the first of April of each year to the 31st March of the Next year.
- c) The Trust shall, as soon as, may be after closing its annual accounts, prepare a statement of accounts in such form as the Board may in consultation with the Auditors of the Trust prescribe.
- d) The accounts of the Trust shall be audited by such auditors as the Board may appoint.
- e) The annual accounts of the Trust together with the audit report thereon shall be laid before the Board.
- f)

11. Amendments:



- a) The amendments to the rules and bye-laws shall be made by the Board on the recommendation of the Managing Trustee.

12. Discipline:

- a) Any employee who has committed a breach of any of the Trust or who has refused to abide by any of the rules or who has committed any act which, in the opinion of the Board is calculated or likely to bring discredit to the Trust may be removed from service according to prescribed procedure in this regard.
- b) If upon the dissolution of the Trust, there shall remain after the satisfaction of its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the Trustees but shall be given over to organization with comparable purpose according to the decision of the board in default thereof, that of a Competent Court.
- c) The Trust shall sue or be sued in the name of the Secretary that this is the correct copy of the rules and Bye-laws of the Trust.

Solemnly affirmed on this August 6, 2007. We the first Trustees, hereby declare that we have duly accepted the initial contribution of Rs. ~~5,000/-~~ (Rupees ~~Five~~ Thousand only) set apart by author for the objectives clause of the Trust.

WITNESSES:

1.  
ARSHI ALI KHAN
570 Sh. T. A. Khan
R/o. H-61, Batla House
Jamia Nagar, New Delhi-25
D.L. No. P03072005460066
Valid up to 10/7/2025

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FOUNDER / SETTLER

(KHWAJA M. RAFI) 
TRUSTEES

1. KHWAJA M. RAFI
2. K.M. FAHEEM
3. Mrs. Qamar Jahan
4. Mumtaz Hussain @ Hussain

Reg. No. 3350 Reg. Year 2007-2008 Book No. 4



Ist Party खजवाजी



IInd Party

Witness गणत



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Ist Party खजवाजी Khwaja M. Rafi

IInd Party गणत K M Fahoem

Witness गणत Arshi Ali Khan, Ajay Bhatnagar

Certificate (Section 60)

Registration No. 3,350 in Book No. 4 Vol No 2,436

on page 6 to 16 on this date 09/08/2007 day Thursday

and left thumb impressions have/has been taken in my presence.


Sub Registrar
Sub Registrar I
New Delhi/Delhi

Date 14/08/2007

