

(THE COMPANIES ACT, 2013)

(COMPANY LIMITED BY SHARES)

UNDER SECTION 8 OF THE COMPANIES ACT, 2013

MEMORANDUM OF ASSOCIATION

OF

BANKA EARTH FOUNDATION

- I.** The name of the company is “**BANKA EARTH FOUNDATION**”.
- II.** The registered office of the company will be situated in the State of Telangana.
- III.** The objects for which the company is established are:

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

1. To provide, guide, educate and to create health and hygiene, sanitation and water awareness programs and to make, develop, build, promote facilities such as healthcare centers, clean water, safe sanitation for the underprivileged public. To provide primary healthcare to slum dwellers, underprivileged public, poor at a nominal cost, if and when required, and to make it accessible to all by providing the same at their doorsteps with particular attention to the child health, adolescent girls, women and to create health awareness among the underprivileged children, girls and women.
2. To provide, assist and to create helpline/helpdesk for secondary and other complicated cases of health problems, networking with various related agencies in the local areas and support with whatever is necessary for providing medical aid and guidance. To create awareness about clean environment, planned parenthood, and immunizations of all children against most dreaded communicable diseases and to impart knowledge about health,

economical food, proper diet, clean drinking water and improvisation.

3. To provide safe drinking water and sanitation facilities to rural habitations on sustainable basis. To ensure permanent drinking water security in rural areas, to promote conjunctive use of ground water, surface water and rain water harvesting to achieve overall sustainability. To supply safe drinking water, aiming to improve the quality of life for families, assist in the reduction of gender pressure and increased economic development in the target rural or urban areas.
4. To undertake and support research and development, provide reliable, timely and informative services, including inter-alia laboratory-related and testing, promote environmental well-being; and to support innovations, improvements, collaboration, partnerships, dissemination of knowledge and good practices.
5. To deal with, own, establish, acquire, run, operate, manage, maintain, develop, promote, administer, advertise, either on its own or through franchisee, fully-equipped schools, colleges, educational institutes, universities including deemed or autonomous universities, to promote and disseminate knowledge, create awareness and provide a common forum of interaction amongst academicians, professionals and government agencies, establish effective co-ordination, to organise training courses and special programmes to impart training, education in all disciplines, online, distinct, correspondence courses, coaching classes for any stream, any level, any profession, courses for information technology, computer technology, software, hardware, networking, any certified or recognised courses, training programmes for personality development, soft skills, communication skills, creative teaching, behaviour skills, trade-commerce-business management, scientific, participate and educate about the environmental conservation projects with special emphasis on greenery for ensuring the mother earth a better and healthier place for our future generations and research and to conduct all types of seminars or whatsoever.
6. To acquire, establish, run, manage, construct, build, take on hire or lease, maintain, organise, promote, provide, acquire, develop, erect, and to handle, hospital, health centres, dispensaries, operation theatres, yoga centres, immunization centres, , clinics, maternity & family planning units, poly clinics, natural cure centres, nursing homes, pathological laboratories, eye banks and camps, blood banks and camps, kidney banks, diagnostic centres, medical and

other research centres and similar establishment on membership basis or otherwise for the treatment of persons suffering from illness or mental defect or for the betterment of the society at large.

7. To prepare, plan, establish disaster management by addressing issues such as floods, droughts, cyclones, earthquakes and landslides, hurricanes, fires, and even mass failures of utilities or the rapid spread of diseases and preparation of institutional mechanisms, disaster prevention strategy, early warning system, disaster mitigation, preparedness and response and human resource development.
8. To undertake, carry out, promote and sponsor plantation activities including creation and maintenance of plantation, older plantation, eucalyptus plantation, survey and cleaning, cultural operations, avenue plantation, primary bamboo fencing, bio-diversity conversation, rising of seedlings in nursery, refilling of pits, transportation of seedings/ stumps/ plants, digging of trench, fencing-wire mesh and distribution of plants.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3 (A) ABOVE ARE:

1. To study, practice and impart knowledge of technologies, processes, and opportunities among others through seminars, road-shows, lectures, events, conclaves, congregations by inviting technocrats, entrepreneurs, business leaders, industrialists, scientist writers, speakers and eminent social personalities.
2. To raise capital and funds by means of donations, subscriptions, fees or by any other means from members and others, and to accept donations, contributions, grants, either in cash or in kind from any person(s), companies, corporations, institutions, government (central and state) on such terms and for such objects, which are in conformity with the objects and on conditions, including the conditions of associating the name of such person or persons, and such purpose or purposes are in conformity with the object of the Company.
3. To receive and accumulate the income, subscriptions and contributions of such amounts and to amalgamate the same with the corpus unless otherwise determined to be as accumulated.
4. To purchase, acquire, use, take on lease, sub-lease, gift, exchange, hire, or otherwise any movable properties including furniture, fixtures, books, conveyances, appliances, instruments, vehicles etc.

or immovable properties and any rights and privileges necessary or convenient for the purpose of the Company and to construct, rejuvenate, rehabilitate and develop immovable property consistent with the object or otherwise deal with all or any part of the assets and rights of the Company for money or any other consideration with a view to the promotion of the objects of the Company.

5. To import, buy, exchange, alter, improve and manipulate in all kinds of plants, machinery, apparatus, tools and things necessary of convention for carrying on the main purpose of the Company.
6. To undertake or promote scientific research relating to the main objects or class of objects or the Company.
7. To appoint such committees, advisory, boards, governing body for any institution, established, run and maintained by the Company.
8. To retain and/or employ skilled, professional or technical advisers and other staff and workers in connection with the objects of the Company and to pay for such fees or remuneration as may be considered expedient.
9. To negotiate and enter into agreements and contracts with any entity for technical, financial or any other such assistance for carrying out all or any of the main objects of the Company.
10. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific, technical or other assistance, manufacturing processes know-how and other information, designs, patterns, copyrights, trade-marks, licenses concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the Company, or the acquisition or use of which may seem calculated directly or indirectly to benefit the Company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, right or concessions.
11. To apply for and obtain any order under any Act or legislation, charter, privilege, concession, license or authorization of any government, state or other authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company, or for effecting and modification of the

constitution of the Company or for any other such purpose, which may seem expedient and to oppose any proceedings or applications, which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.

12. To enter into any arrangements with any entity, including among others government or authorities or any persons or companies that may seem conducive to the main objects of the Company or any of them and to obtain from any such government, authority, person or company any rights, charters contracts, licenses and concessions, which the Company may think desirable to obtain and carry out, exercise and comply therewith.
13. To indemnify the employees, members, advisors, staff of the Company against any proceedings, losses, costs, damages, claims and demands under Law or equity or otherwise in respect of accidents, injury, death of employees, staff, of the Company employed by the Company, whether as workman, clerk, officer, technician, etc, and to appoint advisers, expert agents or insurers to investigate the circumstances of accidents, injury or damage and to take steps to prevent the same and to oppose, resist, compromise or satisfy fully or in part such claims and demands.
14. To provide education in academic and vocational courses and to conduct examinations and to award degrees, diplomas, scholarships, prizes and cash assistance in such form and manner as may be decided by the Company.
15. To set-up, manage and operate testing and standardization facilities for the benefit of incubated companies and other industrial clients.
16. To undertake and execute any trust, the undertaking of which may seem to the Company desirable, either gratuitously or otherwise.
17. Subject to the provisions of Companies Act, 2013 to subscribe contribute, gift or donate any money, rights or assets to other charitable institutions, which are formed and run with similar objects of the Company and are duly registered under section 12AA of Income Tax Act.
18. To establish, for any of the main objects of the Company branches in any part of India as the Company may deem expedient.
19. To pay out of the funds of the company all costs, charges and expenses of and incidental to the formation and registration of the company and also all costs, charges, duties, impositions and

expenses of and incidental or the acquisition by the company of any property or assets.

20. To make payments to any person, whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.
21. To enroll consultants, trainees, interns, project fellows, research fellows, other workers etc. on tenure, temporary, contractual, wages basis for the task as expedient for the conduct of the aims and objectives of the Company.
22. To undertake, facilitate and provide for the publication of newsletter, journals, books and other such actions for the exposition of the company and its aims and objectives.
23. To enter into any arrangements with any government or semi-government authority, municipal, local, or otherwise and to obtain from any such government or authority any right concessions and privileges that may seem conducive to the Company's objectives or any of them.
24. To establish and support or aid in the establishment and support of association, institutions and conveniences calculated to benefit any of the employees or ex- employee of the Company or the dependents or connections of such persons and to grant pensions and allowances and to make payments towards insurance.
25. To pay the costs, charges of and expenses preliminary or incidental to the formation establishment and registration of the Company, and all expenses, which the Company may have to lawfully pay, having regard to the provisions of the Companies Act 2013, for incorporation or incidental to the raising monies for the Company and its operations.
26. To enter into contracts necessary or desirable for the conduct of the Company's affairs, including contracts indemnity or guarantee of any kind whatsoever.
27. To create any reserve fund, sinking fund, insurance fund or any other such special funds whether for depreciation, repairing, improving, research, extending or maintaining any of the properties of the Company or for any other such purpose conducive to the interest of the Company.

28. To frame schemes, rules and regulations for attaining of the objects of the Company and bye-laws for conducting the affairs of the Company from time to time.
29. To engage the services of lawyers, bankers, architects, brokers or any other experts, technical, any professional(s) or others on such terms and conditions as may be determined.
30. To subscribe to become a member of, and co-operate with to aid or to receive aid from any other society or company, whether incorporated or not, whose objects are wholly or partly identical with, or similar to those of the Company, and procure from and to communicate to any such society or Company such information as may be, likely to further the objects of the Company.
31. To insure and keep insured the Company's property, movable and immovable, as may be determined against any risk, whatsoever.
32. To acquire recognition from universities, societies, institutions, companies, associations, whether registered in India or abroad carrying similar objects.
33. To invest the money and property of the Company not immediately required for the purpose of its objects into such securities or in such manner as may, from time to time be determined as permitted under appropriate laws and provisions of Income Tax Act or with such Company as may be permitted under law.
34. To obtain the Certification under Section 12A and/or Section 80G of the Income Tax Act, 1961.
35. To form, float, constitute, establish, takeover, promote or conquer in forming, floating, constituting, establishing, taking over or promoting any company, partnership, trust, institution, association or any other undertaking in order to advance, directly or indirectly the main objects of the Company.
36. To establish, promote, co-operate with, become a member or act as or appoint trustees, agents, or delegates for control, manage, superintend, afford financial assistance to, or otherwise assist the research work of any Company and institutions and other bodies engaged in similar objects or for objects of a charitable nature and for public good.
37. To do all other lawful acts, things and deeds as are incidental and conducive to the attainment of the above objects.

38. Provided that the Company shall not support with funds or endeavor to impose on or procure to be served by its members or others, any regulations or restrictions which, as an object of the company would make it a trade union.
39. The Company shall keep its funds invested at all times in the investments prescribed u/s 11(5) of the Income Tax Act, 1961.
40. Undertake, participate and encourage tree planting besides roads, roof-tops, building walls, within large living compounds, public facilities and places, parking areas, schools, colleges, hospitals etc.
41. Support local environmental preservation activities by providing donations, setting-up and / or organizations and funds.
42. Distribution of seeds and saplings for indoor and outdoor plantations and installation of tree guards.
43. Undertake, participate in and educate on various water conservation programs and also promote and assist in rainwater harvesting. Also, construct bore-wells, overhead water tanks in such areas where water availability is scarce.
44. Conduct awareness programs and seminars about the need of environmental conservation in schools, colleges, public places etc. and also publish literature for public distribution.
45. Propagate the environmental benefits of using green/renewable energy, in both rural and urban areas.
46. Provide scholarships and grants to poor and meritorious students, as also distribute books, uniforms and extend such other help as may be needed.
47. Conduct free medical camps for poor and needy at such places as may be needed, and also undertake free distribution of medicines and extend such other support as may be needed.
48. Establish, take-over or run Goshalas and / or extend support to establish new and / or existing Goshalas.
49. Establish and maintain libraries, as also construct community halls for the benefit of people at large.

50. Undertake such other philanthropic activities as may be decided from time to time for the welfare of poor and needy people, orphans, disadvantaged children, helpless, handicapped, blind and crippled.
51. Establish and/or maintain orphanages, old age homes, shelters and/or help / assist in the maintenance of such homes.
52. Print, publish, edit, issue and exhibit any literature, books, journals, magazines, periodicals, papers, pamphlets, advertisements, reports and lectures, and all other reading matter for the diffusion or useful knowledge, and for the promotion, benefit and advancement of educational, cultural, social, scientific, technical and charitable ideals of the Company.
53. Participate in relief operations in times of natural calamities, either by donations, supporting government agencies or direct help to the victims.
54. Do all such other acts and things, as are incidental or conducive to the attainment of the above objects, and to not detract from the aims and objects of the Company.

IV. The objects of the company shall extend to the whole of India.

V.




1. The income and property of the Company, whenever derived, shall be applied solely for the promotion of 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 persons claiming through anyone or more of them.
3. Except with the previous approval of the Board of Directors, no remuneration or other benefit in money, money's worth shall be given by the Company to any of its members, whether officers or servants 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 the Board of Directors, no

member shall be appointed to any office under the Company, which is remunerated by salary, fees or any other manner not exempted by sub-clause (5) below.

5. Nothing in this clause shall prevent the payment by the Company in good faith, reasonable remuneration to any of its officers or servants (not being members) or to other person (not being a member) in return for services, actually, rendered to the company, and for reimbursement of expenses incurred by its directors, advisors, various committee members, and other service providers.
- 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 in force, unless the alteration has been previously submitted to and approved by the Registrar of Companies.
- VII. The liability of the members is limited.
- VIII. The Authorised share capital of the company is Rs. 10,00,000/- (Rupees Ten Lakh Only) divided into 1,00,000 equity shares of Rs. 10 each.
- IX. True accounts shall be kept of all sums of money received and expended by the company and matters, in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the company; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations 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 income and expenditure account ascertained by one or more properly qualified auditor or auditors.
- X. If, upon a 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, subject to such conditions as the Tribunal may impose, or may be sold and proceeds thereof credited to the Rehabilitation and Insolvency Fund formed under the Act.
- XI. The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects.

We, the several persons whose names, addresses, descriptions and occupations are hereunto subscribed are desirous of being formed into a private limited company not for profit, in pursuance of this Memorandum of Association:

S. No.	Names, Descriptions and occupations of the Subscribers	Addresses, and of the	Number of Equity Shares taken by Subscribers	Signatures of the Subscribers	Signature, Name, Address, Description and Occupation of the Witness
1.	Banka BioLoo Limited CIN: L90001TG2012PLC082811 Registered Office Address: A-109, Express Apartments, Lakdi ka Pool, Hyderabad - 500004 Date of incorporation 31/08/2012 Represented by its Director Mr. Sanjay Banka S/o Hari Prasad Banka resident of Hyderabad Occupation: Business		9,990		 M. RAMANA REDDY PRACTISING COMPANY SECRETARY M.NO. - 37864 C.P.NO. - 18415
2.	NAMITA BANKA D/o Satyanarayan Murarka Address: A-111 Express Apartments, Lakdi ka Pool, Hyderabad - 500004 Occupation: Business		10		
Total No. of Equity Shares taken			10,000		

WITNESS STATEMENT: "I witness to subscriber / subscriber(s) who has / have subscribed and signed in my presence; further, I have verified his or their Identity Details (ID) for their identification and satisfied myself of his / her / their identification particulars as filled in."

Name of the Witness V. N. Sri Lakshmi

Signature of the Witness 

Name of the Witness B. Sathya Kumar

Signature of the Witness 

Dated this 23rd day of July 2020 at Hyderabad