

:DEED OF DECLARATION OF TRUST:

This DEED OF DECLARATION OF TRUST is executed on this the Thirtieth day of July, 2003 by **M.R. Jaishankar**, S/o Late M L Ramachandra Setty, aged about 48 years, and residing at present at "Shantiniketan", 15/3 – 1, Palace Road, Bangalore – 560 052 hereinafter called as "**THE SETTLOR**", which expression shall, unless inconsistent with or repugnant to the subject or context, include his heirs, executors, administrators, assigns and representatives of the ONE PART; and

- Sri. M.R. Jaishankar, Aged about 48 years, Son of late Sri.M.L.Ramachandra Setty and residing at present at "Shantiniketan", 15/3 – 1, Palace Road, Bangalore – 560 052,.
- Smt. Githa Shankar, Aged about 48 years, Wife of Sri.M.R.Jaishankar and residing at present at "Shantiniketan", 15/3 – 1, Palace Road, Bangalore – 560 052

hereinafter jointly called "THE TRUSTEES", which expression shall, unless inconsistent with or repugnant to the subject or context, include the Trustee or Trustees for the time being of these presents, survivor or survivors of any of them, and their successor or successors in office and their executors and administrators, of the OTHER PART.

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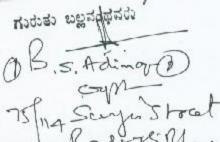
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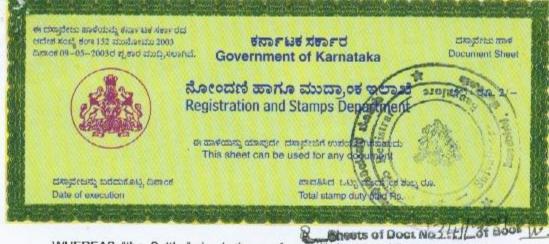




M. G. Suraj

'Sundralakshmi'

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WHEREAS "the Settlor", is desirous of constituting a public charitable trust without any intention to make any profit, for Public Charitable purposes .

NOW THIS INDENTURE WITNESSETH AS FOLLOWS:

1. TRANSFER OF PROPERTY :

The Settlor of the trust hereby conveys, transfers, grants and delivers out of the funds belonging to him a sum of Rs.10,000/- (Rupees ten thousand Only) by way of trust and entrust the same to the Trustees to have and hold the same on trust as the initial corpus fund for the purpose hereinafter mentioned. There is no immovable property attached to this Trust as on this day.

NAME OF THE TRUST :

The name of the Trust shall be BRIGADE FOUNDATION, hereinafter referred to as "The Trust"

3. LOCATION OF THE TRUST:

The office of the trust will be situated at "Pent House, Brigade Towers, 135 Brigade Road, Bangalore - 560 025 for the time being. The said office may be shifted to such other place or places, as the trustees shall think it proper from time to time. It may open and close any branch office or offices at any other place or places as it may decide from time to time

4. BENEFICIARIES:

The benefits of the trust shall be open to all persons irrespective of caste, creed, sex or religion in words and deeds.

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32SIA (APPENDIX-BA) (Sec Rule 10-A) Certificate under section 10A of the Karnataka Stamp Act. 1957 Certified that a sum of Ropers five Much reforte. fin words Rupees Se of being the proper stamp daty has been remitted to the RBI/SBM under challen No. paid vide Demand DrafyOrder No. 21 1359 dated 25 7 03 drawn on Orp. Rak Bank by Sri /Smi H.h. Jarshankar S/o. D/o. W/o. Hin. Romo char dry Dry residing at blove Cly

Signature of Empowered Officer



5. OBJECTIVES :

The Objectives of the Trust shall be:

- a) To promote and further the cause of education, training, research, professionalism and skill formation in its widest amplitude and therefore to acquire , establish, maintain, run, develop, improve, administer, manage, guide, advice or be involved partially or fully with:
 - i. Kindergarten, Nursery, Primary, Elementary and High School, Colleges and any other educational or other institutions both formal and non- formal or offering professional courses like Medicine, Engineering. Architecture, Polytechnic and other technical or Industrial schools.
 - ii. Vocational training centers, technical programmes, research on construction techniques, other research institutions, adult education centers, theological training centers, spiritual centers, and hostels for students;
 - iii. Schools, colleges, institutions and universities for the educational, scientific, and cultural development of students.
 - iv. Libraries, reading rooms, recreation centers, centers or institutes for promotion of extra ciricullar activities, skills, talents or developing a scientific temper.
 - v. Other schools, institutions, centers, training centers, guidance centers, employments bureaus, related to imparting, dissemination of knowledge to any person, group of persons, association or class of persons , leading to award of degrees, diplomas and certificates or otherwise, either free of cost or otherwise

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ಕರ್ನಾಟಕ ಸರ್ಕಾರ Government of Karnataka ವಸ್ತಾದೇಜು ಹಾಳ Document Sheet



ನೋಂದಣಿ ಹಾಗೂ ಮುದ್ರಾಂಕ ಇಲ್ಲಾಖೆ ಅಂಬರ್ಜ ರ.ಇ. 2/-Registration and Stamps Departmenton

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- b) To work towards the betterment of workers employed in the construction industry and to do any such acts for the furtherance of their social, physical, financial, intellectual, spiritual and moral well being.
- c) To promote the physical, social, intellectual and spiritual well-being of the underprivileged, terminally ill, physically challenged and the economically backward children, adults and communities as a whole.
- d) To institute, award, create, take over the administration of studentships, scholarships, stipends, endowments, fellowships, honorariums, cash grants, medals, prizes, etc. for achievements in any human endeavor either on the basis of merit, proficiency, excellence or economic need or financial status as may be determined by the Board from time to time.
- e) To organise, conduct and assist in organising and conducting Lectures, seminars, symposia, conventions, conferences, workshops, literacy programmes and retreats on for the furtherance of the objectives of the Trust.
- f) To open job-oriented service centres in order to make the members self reliant economically and to hold conferences based on experimental knowledge and workshops in order to project the achievements in the practice of individual and collectively as a group to exchange experiences and wisdom.

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- g) To donate for and provide financial assistance and credit, to cooperate with the Government and other agencies for making available financial assistance to economically weaker section of the society interested in pursuing self sustaining micro businesses.
- h) To organize, conduct and assist in organizing and conducting awareness programmes for good health, hygiene, sanitation and construct undertake, maintain and manage or subscribe to any development work such as construction of roads, bridges, clinics, hospitals, toilets, waste disposal systems, sanitary systems, water, dwelling houses, improvement of slums, rehabilitation of slum dwellers and under developed rural areas and to establish and maintain welfare and ancillary services.
- To actively participate in environmental issues encompassing water, air and land and to co-ordinate with other environmental agencies, including government agencies for the prevention of all form of environmental pollution.
- j) To establish, maintain, run, develop, improve, extend and to donate for and to aid in the establishment, maintenance, running, development, improvement and extension of hospitals, clinics, dispensaries, medical laboratories, research units and similar institutions affording treatment, cure, rest, recuperation and medical relief to the public.

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- k) To acquire, construct land, buildings, complexes, or movable or immovable property under which terms as may be necessary and to hold the same in the name of the Trust and to sell, lease, transfer, mortgage, pledge as security, create a charge on lien on any or all such property, building, vacant land other assets belonging to the Trust on such terms as may appear necessary, purely for and in furtherance of the objects of the Trust without resulting in or creating any personal liability against the Board jointly or singly.
- To work independently or jointly in collaboration with other Trusts/ Institutions, Bodies Corporate, Societies. Associations, Governmental and non- Governmental organisations, Bodies Corporate, International bodies on projects aimed at attaining the objects of the society.
- m) To organize and operate Senior Citizen Homes, Retirement Homes, Assisted Living Centres, Intensive Care Units etc., etc.,

6. TRUSTEES :

6.1. Mr M.R.Jaishankar and Mrs.Gita Shankar shall be the life time trustees of the Brigade Foundation unless they resign volutnatarily.

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- 6.2. Trust may co-opt additional trustees through nomination subject to such terms and conditions as Trust may deem fit to impose. The term of office of Co-opted members shall be initially for a period of 2 years which may be extended by the Trust from time to time for such period and subject to such terms and conditions as the Trust may deem fit to impose.
- 6.3. Mr.M.R.Jaishankar, Mrs.Gita Shankar and co-opted trustees if any shall constitute the BOARD OF TRUSTEES(hereinafter referred to as the Board).
- 6.4 Board may appoint one of the trustees as Managing Trustee to look after day to day affairs of the Trust subject to the terms and conditions as may be fixed by the Board from time to time.
- 6.5 The Board may co-opt any additional members either in their individual capacity or as ex-officio members of any institution/company/organisation/trust/firm/other entity with which the trust has entered into any arrangement.
- 6.6 The term of office of Co-opted members, who are representatives of institutions etc., as aforesaid with which the Society has an arrangement or tie up, shall be until such time that the arrangement subsists unless decided otherwise by the Board.

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- 6.7 Any Co-opted member of the the Board hereby constituted or appointed as provided in this Deed shall die or become bankrupt, insolvent or mentally incapacitated or leave station for more than six consecutive months or refuse or become unfit or incapable to act, then and in every such case, such member shall be deemed to have vacated his office.
- 6.8 The number of Trustees of the said Trust shall not be at any time be less than 2 (Two) or more than 11 (Eleven).
- 6.9 Trust may remove any of the Co-opted trustees before expiry of their term if it is of the opinion that Co-opted trustees have indulged into any of the activities against the interest of the trust. Majority decision of the Board shall prevail in the matter.

7 TRUST PROPERTY :

The term "Trust Property" shall mean the whole or any part of the aforesaid moveable property, all additions and accretions thereto, the income thereof, the acquisitions therewith, the rights and privileges acquired, the conversion thereto in any other form, and all other property movable or immovable, which may from time to time vest in, or come from any source to the Trust.

8 POWERS, RIGHTS, DUTIES AND RESPONSIBILITIES OF THE TRUSTEES:

The Trustees shall stand and be possessed of the Trust and all additions to the Trust Fund and all income arising therefrom upon the Trust and subject to their powers, rights, duties and responsibilities herein below declared concerning the same.

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- 8.1 The income and property of the Trust, howsoever derived, shall be applied towards the promotion of the objects as set forth hereinabove subject nevertheless in respect of the expenditure of grants or donations made with any specific conditions as may be imposed from time to time by the donors.
- 8.2 No portion of the income and property of the Trust shall be paid or transferred, directly or indirectly, by way of dividends, bonus or otherwise, however, by way of profits to any person/persons, who at any time are, or have been trustees or to any of them or to any person claiming through them, or any of them provided that nothing herein contained shall prevent the payment in good faith of remuneration to any trustee or any person in return for any service rendered to the Trust.
- 8.3 The official year of the Trust shall be from 1st April to 31st March of each year.
- 8.4 The Trustees shall cause to be maintained proper books of accounts, of the Trust as required by the Act and shall have the accounts audited by a duly qualified Chartered Accountant annually to be appointed by the trustees at a remuneration to be fixed by the members.
- 8.5 The Auditors shall prepare a balance sheet at the end of every financial year and submit a report showing the state of financial affairs of the Trust.
- 8.6 The Auditors shall also prepare Income and Expenditure Accounts of the activities and projects run by the Trust at different places and of different institutions separately and those accounts shall be incorporated in the accounts of the Trust.

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- 8.7 The funds of the Trust shall be invested in the modes specified under the provisions of the Income Tax Act 1961 as amended from time to time.
- 8.8 To consider and make decision on matters relating to the objects, administration and finance of the trust and execute the general policies of the trust.
- 8.9 To manage and regulate the finance, accounts, investments, movable and immovable property, business and all other administrative affairs of the Trust and, for that purpose, to appoint such agents as it may think fit;
- 8.10 Consistent with the provisions of the objects clause as mentioned hereinabove, to receive grants, donations, gifts, prizes, scholarships, fees and other monies; to give grants, and donations, to award prizes, scholarships, etc.
- 8.11 To accept transfer of any movable or immovable property on behalf of the trust and to appropriate, exchange, lease out, rent out, alienate, sell or in any other manner dispose off all or any of it assets or property, with concurrence and approval of the Board.
- 8.12 To institute and/or defend any suit, civil or revenue proceeding, criminal case, or complaint or a legal action of any description whatsoever.
- 8.13 To exercise such other powers not otherwise provided for and to perform such other duties as may be necessary for the proper functioning of the Trust;

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- 8.14 To appoint eminent persons who are experts in specific fields to constitute Managing Committees or such other committees, and Sub-Committees and delegate such powers to advice and manage the functioning of specific projects or groups of projects commensurate with the objectives of the trust.
- 8.15 To retain, appoint, promote, dismiss any employees for Managing and functioning of the trust and to regulate their terms and conditions of employment including remuneration.
- 8.16 For carrying out the objects, the Trustees may engage in and carry on business or businesses for and on account of the Trust established by this Deed and may invest any part of the fund or assets of the Trust. In the course of such business the Trustee may do all that necessary for carrying on such business or businesses. They may sign contracts, open Bank Accounts, sign Cheques, negotiate documents, institute legal proceedings, and do all that is necessary for the successful carrying on of the business or businesses and execution of the Trust. For convenience and easy management, Trustees may delegate any power/s vested in them to one or more Trustess or to one or more officials/representatives of the Trust subject to such conditions as they deem fit to impose to achieve the objectives of the Trust.
- 8.17 The Trustees shall have the authority to deposit the securities or investments of the Trust with the Bankers for safe custody and collection of interest, dividend, etc. and also to deposit the Trust Fund in any Bank Account opened in the name of the Trust.

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- 8.18 Without prejudice to the foregoing, the Trustees shall have power to do the following :...
 - (a) To sell any or portion of any property forming part of the Trust Fund at such prices and on such terms and conditions as they think fit and proper;
 - (b) To let or lease any portion of any immovable property forming part of the Trust at such rent or compensation for such periods and on such terms and conditions they may think fit and proper to accept surrender of any lease, and to file suits in ejectment and/or for recovery of rents and other dues.
 - (c) To open and maintain Bank Accounts in the name of the Trust and to close the same; Operation of the Bank Account may be delegated by the Board to such of the Trustees or Officers of the Trust as the Board deems fit subject to the conditions and restrictions to be imposed by the Board from time to time.
- 8.19 It shall be lawful for the Trustees for the time being of these presents to reimburse themselves, himself or herself or pay and discharge out of the Trust properties all costs, charges and expenses incurred in carrying out of these presents or in or about the execution of the Trust or powers of these presents.

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- 8.20 The acknowledgment by the Trustees for the purchase moneys of any property hereby authorised to be sold or for any other moneys paid or for any shares, stocks, funds or securities transferred to them shall effectively discharge the person or persons paying or transferring the same, therefrom and from being bound to see the application or being answerable for the loss or misappropriation thereof, if any.
- 8.21 The Trustees shall be respectively chargeable only for such moneys or securities or other properties as they shall actually receive not withstanding their signing any receipt for the sake of conformity and shall be answerable and be accountable only for their own acts, receipts, neglects or defaults and not for others or any bankers or of other person with whom or into whose hands any Trust moneys or funds or securities may be deposited or come, nor for the same unless the same shall happen through their own willful default respectively.
- 8.22 The Trustees decisions as to whether any sum, assets or shares or security received in respect of and forming part of the Trust Fund should be treated as capital or revenue income shall be final.
- 8.23 If Trustees hereby constituted or any of them, or Trustees appointed as provided in this Deed shall die or becomes bankrupt, insolvent or mentally incapacitated, such Trustee shall cease to be a Trustee of these Trusts, and shall cease to exercise any powers recited in clause herein-above. Similarly, Trustee who has attained the age of 75 years shall automatically stand discharged from Trusteeship.

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- 8.24 All acts in carrying out these presents done and carried out by a majority of the Trustees for the time being, shall be valid and effectual as if such acts had been done by all the Trustees.
- 8.25 Should there be any difference of opinion at any time among the Trustees in the execution of this Trust, the opinion of the majority shall prevail. In the event of tie up, Life time trustees have casting vote(in addition to their vote).
- 8.26 It shall be lawful for the Trustees to resolve or decide by circular and such resolution or decision shall be as effective as resolution passed at a meeting of the Trustees.
- 8.27 The Trustees shall have power to regulate their proceedings, and if necessary to frame Rules and Regulations for any purpose and or in connection with the meeting and from time to time, to repeal, mend, add to or alter the same.
- 8.28 The Trustees shall be entitled to amend, alter and rescind any clauses of this Trust Deed to remove any difficulty that may arise for the proper conduct of its activities and to bring about any improvement, to achieve the aims and objects of the trust. However no such amendment shall be made while it may prove to be repugnant to the provisions of Section 2(15), 11, 12 and 13 and 80-G of the Income-tax Act, 1961

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8.29 The Trustees may dissolve the Trust by a unanimous decision in writing after transferring the assets of the Trust to any one or more person or persons or body or bodies, provided the Trustees ensure that the assets so transferred shall be used only for the objects of the Trust of these presents. In case the Trust enjoys recognition under section 80G of the Income Tax Act, 1961, and in the event of dissolution, the assets remaining as on the date of dissolution shall be transferred to any body or bodies which enjoy recognition under section 80G of the Income Tax Act, 1961.

9 TRUST NOT TO FAIL :

The objects and other provisions of the Trust have been framed and laid down in accordance with the law so that this Trust shall never fail. But if at any time the Trustees find or come to know that any particular provision hereof is invalid or contrary to the law, it shall be their duty to cancel and treat the same as cancelled, so that the other provisions hereof may not be rendered invalid or otherwise affected.

10 INTERPRETATION :

The trustees shall have full power to compromise all differences and disputes touching the trust's property and/or trust's estate to refer any such differences or disputes to arbitration and to adjust and settle all accounts relating to the trust's property and/or the trust's estate and to do all other acts, deeds and things as fully and effectively being liable for any occasioned thereby. The trustees shall have full power to refer differences or disputes between them inter-se touching the affairs of the trust to arbitration under the provisions of Arbitration and Reconciliation Act. Place of arbitration shall be at Bangalore for all dispute adjudication.

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The settlement made upon Trust hereby created shall be irrevocable and it is hereby declared further that the value of the property at present is Rs.10,000/-.

IN WITNESS WHEREOF the Settlor and the Trustees have signed this Deed at Bangalore on the date and year herein above mentioned.

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WITNESSES:

Asionyn yadmi Brigad Truns 121 - Anigada Road

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Drafted by :

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