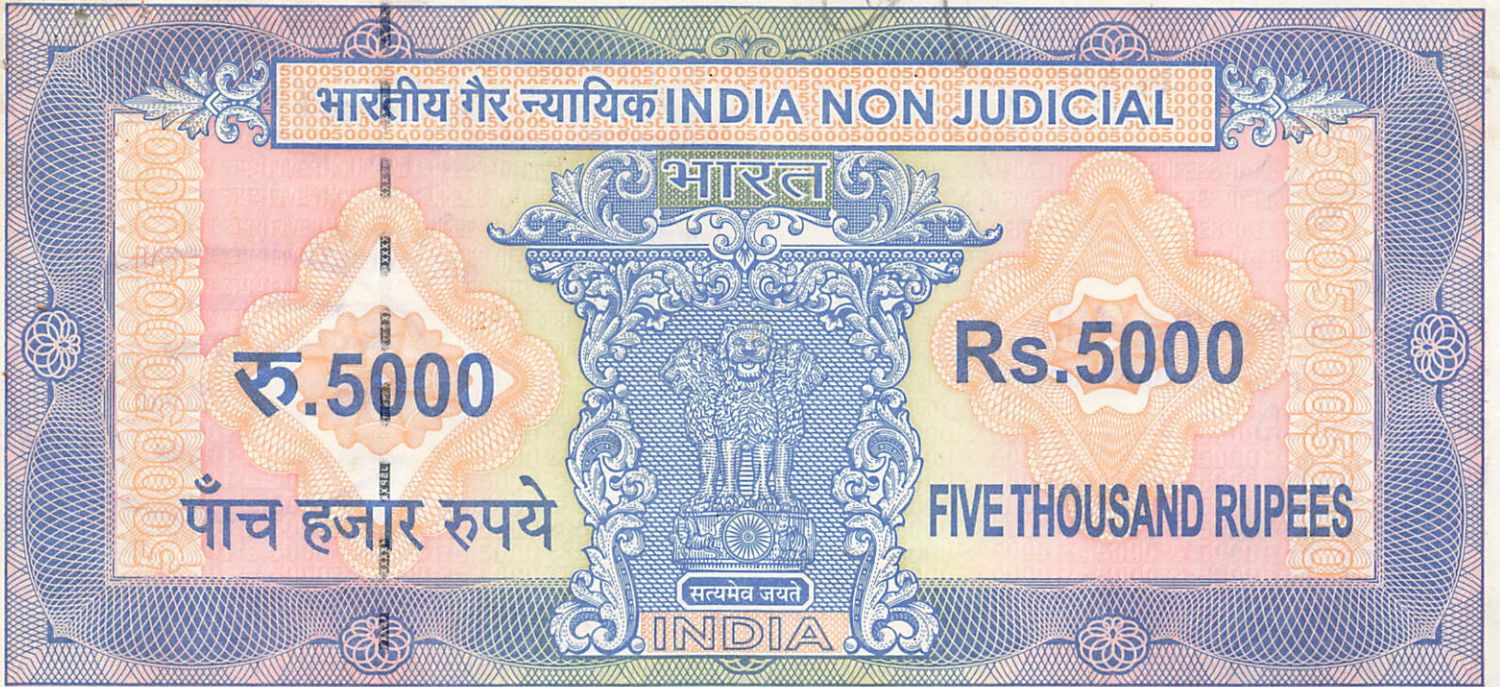


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B.San
Mehi Educational Trust

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S.
U. MAHESWAR
STAMP VENDOR
L.No. A6/10535/78
High Court Campus,
CHENNAI 600 107

DEED OF DECLARATION OF TRUST

THIS DEED OF DECLARATION OF TRUST executed at Chennai on this the 6th day of June 2011 by M. S. Vadivelu son of Chellam Pillai, Hindu aged 56 years office at No. 18 Kumarappa Street, Periamet, Chennai 600 003 hereinafter called the **AUTHOR OF THE TRUST.**

The term Author of the Trust wherever the context so permits shall mean and include his heirs, executors, legal representatives, administrators and assigns.

WHEREAS the Author of the Trust is desirous of establishing, irrevocably, a trust for public, educational, and cultural purposes, more fully described in the Objects clause hereunder;

WHEREAS with the said objects in view, the Author of the Trust has decided to endow the said **TRUST** a nucleus of Rs.1,00,000/- [Rupees one lakh only] in cash;

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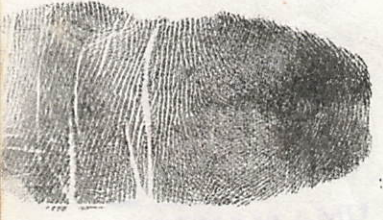
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OF BOOK 10 CONTAINS 16 SHEETS
SHEET

SUB REGISTRAR

Presented in the office of the
Sub. Registrar of Periamet and
fee of Rs. 1100. Paid.....
between the hours of 12.11
6th Sunday of 2011

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SUB REGISTRAR
PERIAMET

[Signature]

Additions As Per Recitals
of This Document

(I.D - verified with voters I.D.
No. TN/02/008/0057/260)

[Signature]

EXECUTION ADMITTED BY LEFT THUMB

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Additions As Per Recitals
of This Document

IDENTIFIED BY

- (1) V. Shalappu (V. SHANMUGAM) S/o. Veluchand. 2 Aparna Nagar, Byapetclaw Chennai - 77
- (2) S. Amudhan (S. AMUDHAN) S/o. P. Shanmuga, No. 5. Second Street, Naval Hospital Road, Periamet, Chennai - 600003.

6 JUN 2011

SUB REGISTRAR
PERIAMET

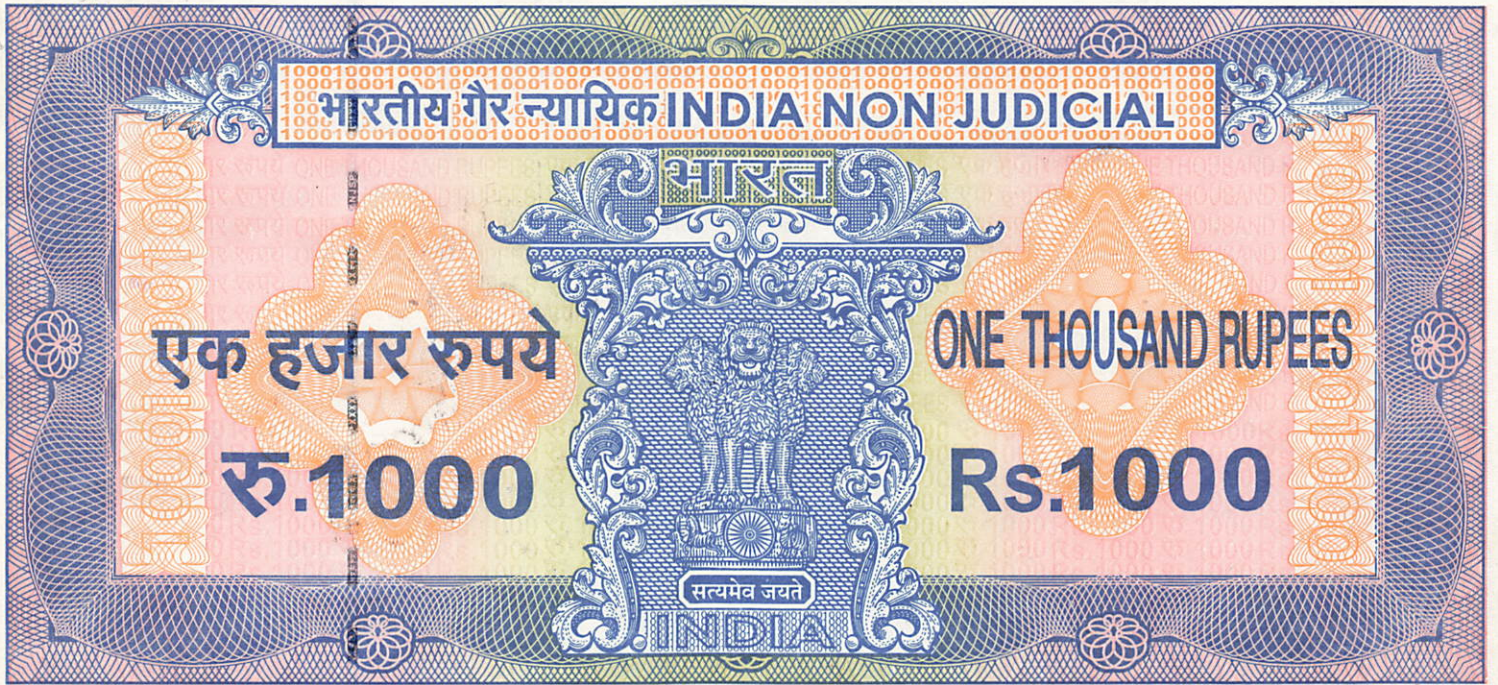


registered as No. 390 of 2011
of Book 10



6 JUN 2011

Sub Registrar



Mami Educational Trust

E 996615

UMA MAHESWAR
STAMP VENDOR
L.No. A6/10535/78
High Court Campus,
CHENNAI 600 106

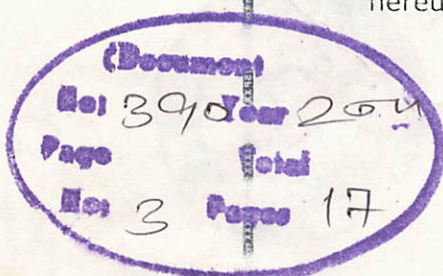
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WHEREAS it is the desire of the Author of the Trust that the corpus of the Trust may be further augmented from time to time by flow of funds and other assets including moveable and immovable and any other kind by way of gifts, donations, acquisitions, allotments, grant exchange or otherwise etc ;

WHEREAS it is necessary and desirable to declare and constitute the said Trust and to record the objects and constitution of the said Trust.

**NOW THIS DEED OF DECLARATION OF TRUST
WITNESSETH AS FOLLOWS**

Pursuant to the intention of the Author of the Trust and consequent on the endowment of Rs.1,00,000/- [Rupees one lakh only] towards the nucleus of the Trust, an Educational Trust with the objects as detailed in the Objects clause hereunder is established.



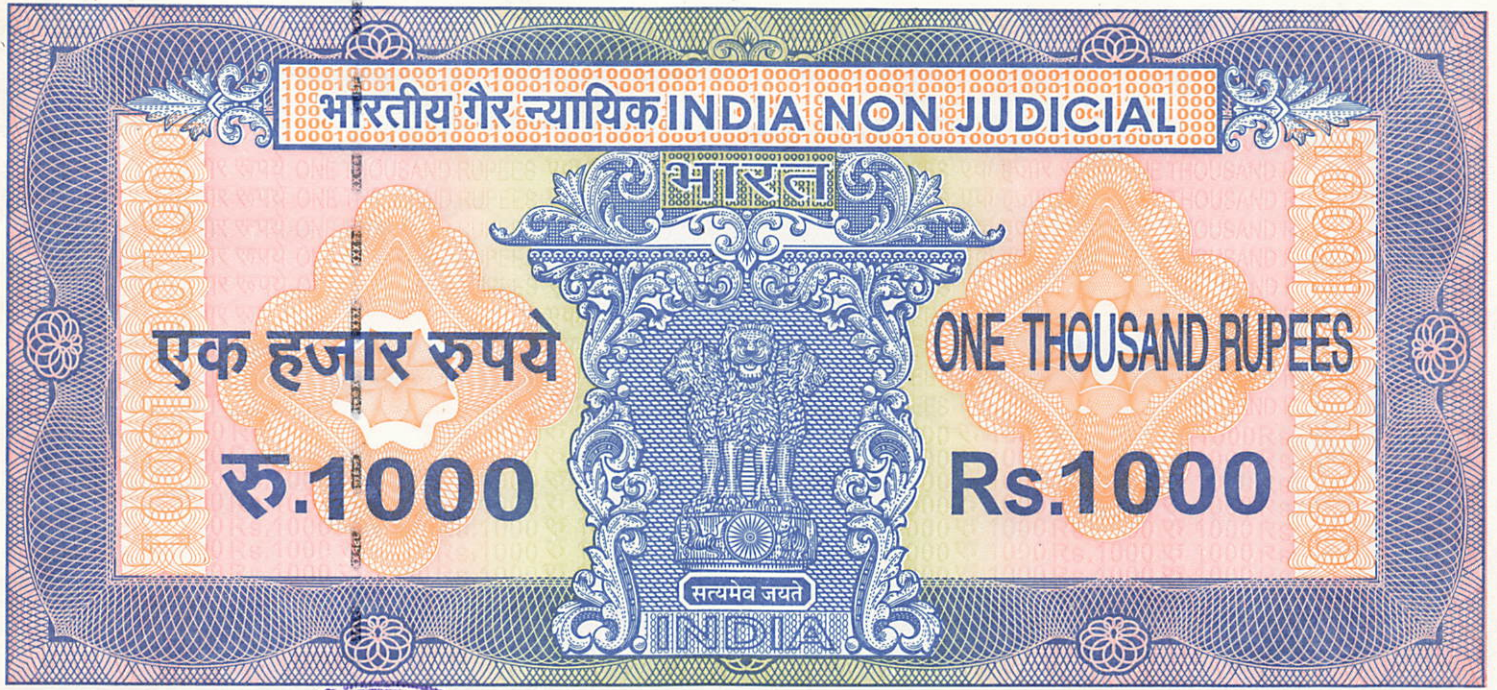
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Mathi Educational Trust E 996616

G. UMA MAHESWAR
STAMP VENDOR
L.No. A6/10535/78
High Court Campus,
CHENNAI 600 10

1. NAME

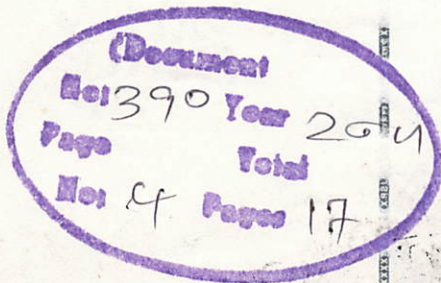
The Trust hereby established shall be named as **MATHI EDUCATIONAL TRUST**.

2. TRUSTEES

Mean and include the Board of Trustees as described in these presents, and these Trustees, as appointed, nominated or selected by the remaining members of the Board of Trust whenever any vacancy arises.

3. CREATION OF THE TRUST

In pursuance of the intention, the AUTHOR OF TRUST has settled a sum of Rs.1,00,00/- [Rupees one lakh only] by cash unto and in favour of the Trustees herein to be held by them for and on behalf of the Trust hereby created and known as **MATHI EDUCATIONAL TRUST** the receipt of which is hereby acknowledged by the Trustees, who hereby accept the appointment as such Trustees of the said Trust, under the terms and conditions, set out hereunder for the fulfillment of the objects of the Trust, more fully and particularly described and set out hereunder.



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4. REGISTERED OFFICE OF THE TRUST

The registered office of the Trust shall be at No. 18 Kumarappa Street, Periamet, Chennai 600 003 or at such other place in India as the Trustees may from time to time think fit.

4.1 TRUSTEES

The Author of the Trust has appointed

1. M.S. Vadivelu;
2. V. Rajamani;
3. V. Muthupandian; and
4. V. Balasubramaniam

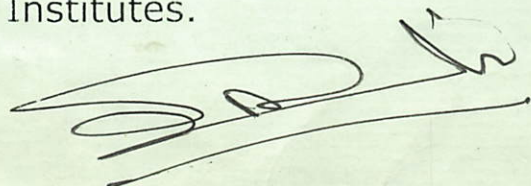
as Trustees and they have consented to be the Trustees. All of them are residing at No.75 Ayyavoo Street, Shenoy Nagar, Chennai 600 030.

5. OBJECTS OF THE TRUST

The Objects for which Trust is founded are

- (a) To establish, maintain and run educational institutions including schools, colleges at primary, secondary, tertiary and higher levels and social service centres, and industrial training centres.
- (b) To establish, develop and maintain schools, teacher training institutions, technical and management institutions.
- (c) To establish colleges to impart education in higher levels in all disciplines including professional courses in Engineering, Medicine, Law, Accountancy, Architecture, Commerce and emerging fields like, Electronics, Bio - technology.
- (d) To establish, Industrial training institutes and Vocational Training Institutes.

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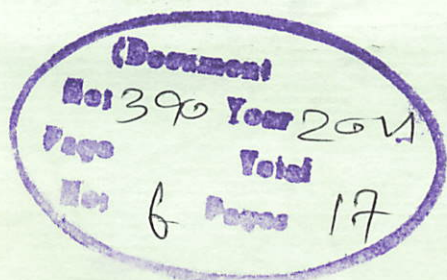


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- (e) To establish institutions for preparing students for successfully competing in State, National and International Competitive examinations and Tests including Aptitude Tests like All India Services, TOEFL; GMAT.
- (f) To establish institutions for the conduct of online courses in various fields.
- (g) To carry out the purpose of the Trust, if need be, through collaboration with other State, National and International Institutions.
- (h) To establish schools and colleges for training students in sports and physical training.
- (i) To establish, cultural, and social institutions.
- (j) To campaign for promotion of education and learning in all branches more specifically in Science and Technology.
- (k) To establish institutions for promotion of scientific temperament and spirit of enquiry.
- (l) To establish Institutes for the advancement of Indian culture, tradition and ethos.
- (m) To train teachers and workers in ideals and practice of the true spirit of the education and learning.
- (n) To establish research and training centres for the furtherance of education/learning in various fields and branches.
- (o) To establish institutes for imparting knowledge in Indian and Foreign languages.
- (p) To create awareness and train and educate the masses either of its own or in co-operation with similar agencies working for the cause of all round development of the Society.



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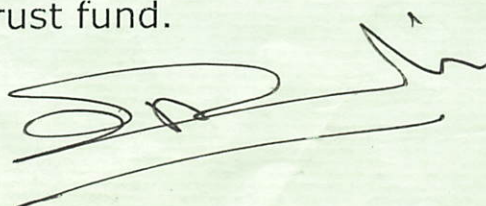
- (q) To bring, publish and sell, distribute books, periodicals, leaflets, brochures and papers and also to open and maintain libraries, reading rooms for the promotion of the objects of the Trust.
- (r) To establish centres for employment generation.
- (s) To establish, run, support and libraries, reading rooms, universities, laboratories, research and other institutions of the like nature for the benefit of students and teachers alike.
- (t) To advance any other object of public utility in general .
- (u) To encourage the development and advancement of education and dissemination of knowledge amongst the public.
- (v) To take over, develop, improve, equip, administer existing educational institutions
- (w) To strive for moral and physical uplift of young people
- (x) To establish Special schools for the physically and mentally challenged.
- (y) To establish homes for the physically and mentally challenged and aged.

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5.2 THE PROPERTIES OF THE TRUST

The properties of the Trust shall be.-

- The said sum of Rs.1,00,000/- [Rupees one lakh only] referred to above the receipt of which is hereby acknowledged by the Trustees.
- Any properties movable or immovable, that may be acquired by the Trust either by purchase or otherwise.
- All additions and accretions to the Trust fund.



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- d) All voluntary donations both towards corpus or otherwise gifts, legacies or grants in cash or in kind accepted by the trustees.
- e) All grants and contributions made to the Trust by the Government, Government bodies, Trust or Institutions, Trade Union or Societies etc; and
- f) All sums and assets which by and means become the property of the Trust.

5.3 BENEFITS OF THE TRUST

The Benefits of the Trust are open to all irrespective of caste, creed, religion, race, sex and the Trust will not carry on any activities with an intention of earning profit.

6. APPOINTMENT OF TRUSTEES

6.1. NUMBER OF TRUSTEES

The number of Trustees including the Author of the Trust shall not be less 2 than and not more than 4 persons. The Board of Trustees shall nominate and invite person / persons to be the other trustees for such period, as they may deem fit and proper.

6.2 QUALIFICATION

Anyone who is competent to contract and not otherwise disqualified under any law shall be eligible to be Trustee.

6.3 FILLING UP OF VACANCIES

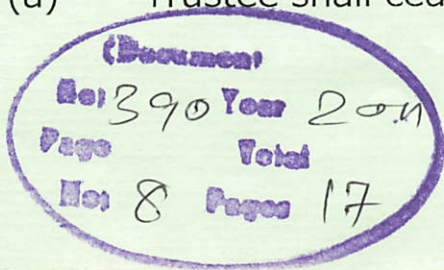
Any vacancy among the Members of the Board of Trustees may be filled by the trustees as specified in Clause [4] above or their successors and they shall hold office for such duration as may be specified by the Board of Trustees.

6.4 TERM OF OFFICE OF THE TRUSTEES

These Trustees shall hold office for such duration as may be specified by the Board of trustees.

6.5 TERMINATION OF OFFICE OF THE TRUSTEES

- (a) Trustee shall cease to hold office:



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- i. If he dies,
- ii. If he resigns,
- iii. If he is adjudged insolvent or found guilty of an offence involving moral turpitude.
- iv. If he is found to have acted against the interest of the Trust.
- v. If it is unanimously decided by the Trustees specified in para (4) above that his continuation in the Office is against the interest of the Trust.
- vi. Upon expiry of the period up to which the Board of trustees has nominated the trustee.

6.6 ADMINISTRATION OF THE TRUST

The administration of the TRUST shall vest with the Board of Trustees of whom one shall be a Managing Trustee.

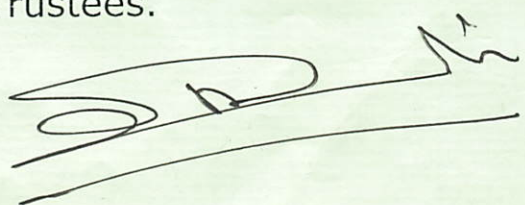
6.6.1 PRESIDENT

There shall be a President for the administration of this trust, nominated by the board of Trustees, who shall be one amongst trustees as specified in Clause [4] above for such period, in such manner as may be specified in this behalf.

6.6.2 MANAGING TRUSTEE

- i. The day-to-day administration of the Trust shall be looked after by the Managing Trustee under the guidance, control and supervision of the Board of Trustees.
- ii. The Board of Trustees shall nominate one amongst the trustees as specified in Clause [4] above to be the Managing Trustee, who shall hold office for such period, as may be decided by the Board of Trustees.
- iii. The Managing Trustee shall perform all functions, discharge such duties as specifically entrusted to him / her in writing by the Board of Trustees.

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6.6.3 MEETING AND PROCEEDINGS OF THE TRUSTEES

- a) The Trustees shall ordinarily meet once in 2 months or as often as may be necessary for the satisfactory conduct of the affairs of the Trust. The Managing Trustee shall preside over all the meetings of the Trustees and in his absence the Trustees attending such meeting may elect any one of them to preside over the meeting.
- b) The meetings of the Trustees may be convened by the Managing Trustee or under his direction by any other Trustee.
- c) The quorum of the meeting of the Trustees shall be 2 personally present.
- d) In the event of equality of votes, the person presiding such meeting shall exercise casting vote in addition to his normal vote.

6.6.4 NOTICE

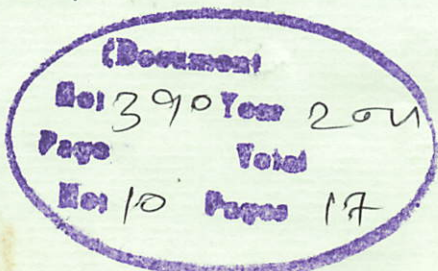
7 days Notice shall ordinarily be given in writing for a meeting of Board of Trustees.

6.6.5 QUORUM

- i. The Quorum for the Meeting of the Board of Trustees shall be 2 numbers.
- ii. A minutes book shall be kept by the Managing Trustee. Minutes of entry into the office of every new trustee and of all proceedings of the meeting of the board of trustee shall be entered in the minute book and shall be signed by the President of the Meeting.

6.6.6 VOTING

Decisions of the Board of Trustees may be made at a meeting or by circulation of papers to them. Normal matters of routine nature may be circulated and decision obtained. The important matters are to be decided at the meeting. All



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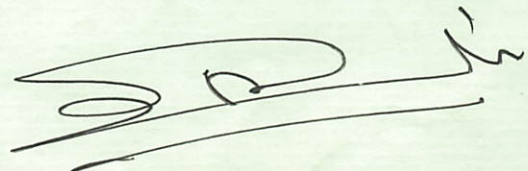
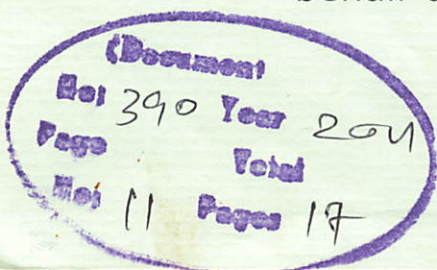
matters arising for disposal shall be decided by a majority of the Board of Trustees present at the Meeting. The President of the Board of Trustees shall have a casting vote in the event of equality of votes, in addition to his own.

6.6.7 RESOLUTIONS

- a) The Trustees may exercise all the powers vested in them in clause 11 under these presents by resolution passed by a simple majority of the trustees attending such meetings of the Board of Trustees.
- b) Any resolution in writing signed by all Trustees holding office for the time being shall be valid and binding.

7. POWERS, FUNCTIONS AND DUTIES OF THE TRUSTEES

- (a) All property of the Trust, Movable or Immovable or of any other kind, shall vest in trust, the trustees shall manage the whole property and affairs of the trust and shall have all powers, duties and functions necessary proper and incidental to the promotion and carrying out of the objects of the trust.
- (b) In particular and without prejudice to the generality of the foregoing the trustees shall for the purposes of this trust have the following powers, duties and functions:
 - i. To acquire by Gift, Grant, Purchase, Exchange, Lease, or otherwise, lands, buildings, or other immovable properties and also any movable properties.
 - ii. To construct and maintain buildings, to alter, to demolish or improve them and equip them suitably.
 - iii. To accept gifts, donations, endowment and contributions for the Trust and shall be treated as the income of the Trust.
 - iv. To raise loans, by mortgage or otherwise, to receive monies, securities or other movable property on behalf of the Trust.

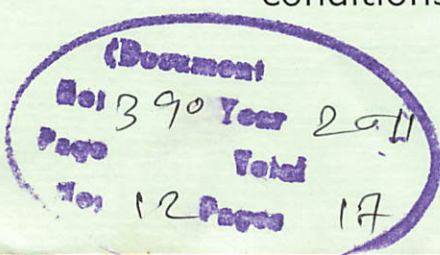



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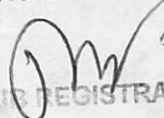
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- v. To accept any trust, trust fund or endowment so long as the provisions of such Trust or endowment are in consonance with the objects of this Trust.
- vi. To award scholarship and make donations calculated to promote the objects of the Trust.
- vii. To enter into contracts, or engagements on behalf of the Trust.
- viii. To consider such proposals submitted by Sub-committee appointed by this trust and allocate such funds if necessary as deemed necessary for the implementation of the programs.
- ix. To make, sign and execute all such documents instruments, as may be necessary or proper for carrying on the management of the properties and affairs of the Trust.
- x. To invest such monies and such funds of the trust and to vary the investment as and when it may seem necessary or proper provided that such investments shall be made only upon immovable properties or upon securities as the board of trustee may deem fit, under section 20 of the Indian Trust Act, 1882.
- xi. To sell, transfer or otherwise dispose of any immovable property of the trust provided all the trustees unanimously resolve that it is in the interest of the trust to do so to sell or lease, mortgage or otherwise dispose of any movable and immovable properties of the Trust.
- xii. To appoint a Committee / Committees of management for such terms and with such powers as may be specified from time to time, for carrying on the routine management of the affairs of the Trust.
- xiii. To appoint such employees on such terms and conditions as the Trustees may deem fit for



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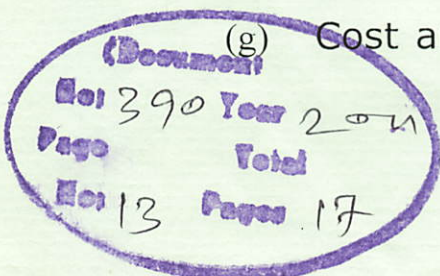

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carrying out the work of the trust and exercise control all such employees including the power of suspension, dismissal and removal.

- xiv. To delegate to the Managing Trustee or any appointed committee such powers, duties and functions as are vested in the Trustees.
- xv. To frame Bye-Laws and such other regulations as are required for achieving its objectives.
- xvi. Out of the income of the trust property the trustee shall be entitled to spend or incur the following expenses namely
 - (a) All rates, taxes, cess, assessments, dues and duties if any payable to the government to any municipal or other public bodies in respect thereof or any part thereof.
 - (b) The premium for the insurance of the buildings or any other insurable property movable or immovable for the time being forming part of the trust property.
 - (c) The costs of ordinary repairs and for providing any amenities to the buildings for the time being forming part of the trust property.
 - (d) The cost of making such additions / alterations or improvements to or in the buildings forming part of the trust property, as the trustees shall think fit.
 - (e) Wages and salaries of any manager, supervisor, accountant, clerk, servant or other employees employed by the trustees in the carrying out of this trust.
 - (f) Cost and expenses of keeping the trust property in good condition.

(g) Cost and expenses for installing and renovating the



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electrical and other installations in the building for the time being forming part of the trust property.

- (h) The architect's fee and legal charges and fee payable to other professionals engaged in the course of administration of the trust.
- (i) All other costs, charges and expenses of and incidental to the management and administration of the trust property in accordance with the objects and purposes hereof or which may be incidental thereto.
- (j) After deducting the costs charges and expenses incurred by the trustee's as aforesaid out of the total gross income received by them from the trust property the balance that is the net income will be utilized for the objects of the trust as decided by the board of trustees.

8. **BANK ACCOUNTS**

- i. The Board of Trustees may open such Bank Account or Accounts in any of the Banks in the name of **MATHI EDUCATIONAL TRUST** such accounts shall be jointly operated by the President and Managing Trustee.
- ii. The trust may open Bank Account/s in the name of institution/organisation founded by the Trust. Such Bank Accounts shall be operated by such persons as authorised by the board of trustees from time to time.


9. **ACCOUNTS**

The Financial year of the Trust shall commence on 1st of April and end on 31st of March the following year. The Trustees shall maintain a true and correct record of the receipts, payments incomes and expenses and transactions of the

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Trust. The Books of Accounts of the trust shall be audited by a qualified auditor or a Chartered Accountant every year i.e., commencing from 1st April to the 31st March of next year.

10. APPLICATION OF THE PROPERTIES OF THE TRUST

The properties and funds of the Trust shall be applied only for the purpose of the Trust and for the due administration of its business affairs and properties provided however that this shall not preclude payment of any remuneration or allowance or giving of residential accommodation or any perquisites to any trustee in connection with the work carried out by him / her for the purpose of the Trust.

11. DEFECTS OF PROCEDURE IMMATERIAL

No act of Trustees shall be invalidated by reason only of any vacancy in the Board of Trustees or any irregularity in the proceedings of the Board of Trustees or any Committee thereof.

12. AMENDMENTS

No amendments to the Trust Deed shall be made which may prove to be repugnant to the provisions of Section 2 (15), 11, 12 and 13 and 80G of the Income Tax Act, 1961 as amended from time to time.

13. SUITS

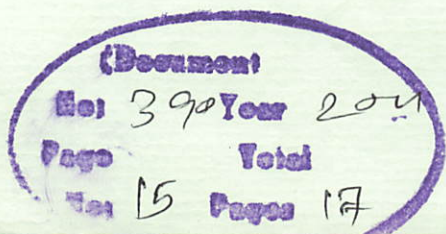
The Managing Trustee of the Trust is authorized to sue or to be sued on behalf of the Trust.

14. EXECUTION OF DOCUMENTS

All Deeds, Documents etc. shall be executed by the Managing Trustee specifically authorized by the resolutions of the Board of Trustees.

15. POWER TO ALTER RULES AND REGULATIONS

The Board of Trustees shall have full power and authority to make, alter and rescind rules and regulations for the management and administration of the Trust. Any



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amendment to the Trust Deed will be carried out only with the approval of the Commissioner of Income Tax.

16. APPLICATION OF INCOME AND TRUST FUND

The Board of Trustees shall be empowered to invest the funds of the Trust in movable or immovable properties, in such manner as they deem fit for the purpose of the objects of the Trust provided that such investments shall be in accordance with the provision of Section 13(I) read with Section 11(5) of the Income Tax Act, 1961 as well as of any other law for the time being in force as are applicable to charitable trusts.

17. REMUNERTION TO THE TRUSTEES

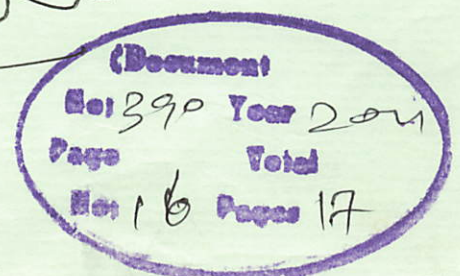
The Trustees are not entitled for any remuneration. But they shall however be entitled to receive out of pocket expenses incurred by them in the course of discharging the functions of the Trust. Further the Income and funds of the Trust will be solely utilized towards the objects and no portion of it will be utilized for payment of Trustees by way profits, interest, and dividend or otherwise.

18. INDEMNITY

Every Trustee shall be indemnified out of the Fund in respect of any loss arising from or contingent upon any investment made out of the monies of the Trust unless such loss had been occasioned by Trustee's own negligence and every Trustee shall be indemnified out of the Trust against all Proceedings, Suits, claims, costs, damages and expenses occasioned by any claim in connection with the matters or affairs relating to the Trust created by these presents or in the exercise of powers or discretion vested in them by virtue of these presents.

19. IRREVOCABILITY

The Trust is irrevocable.



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20. ACTIVITIES OF THE TRUST

The activities of the Trust shall be only within India and its Union territories and shall not be extended anywhere outside India.

21. DISSOLUTION

In the event of dissolution or winding up of the Trust, the assets of the trust remaining on the date of dissolution shall, under no circumstance be distributed among the Trustees, but the same shall be transferred to other Trust, Society, Association or Institution whose objects are similar to those of this Trust.

22. RESIDUARY

For matters not provided for in these presents, the provisions of the Indian Trust Act and the Income Tax Act, 1961 and Rules made there under will apply accordingly.

IN WITNESS WHEREOF THE AUTHOR OF THE TRUST HAS SET HIS HAND AND SIGNATURE ON THE DAY, MONTH AND YEAR FIRST ABOVE WRITTEN IN THE PRESENCE OF



[M.S. VADIVELU]

AUTHOR OF THE TRUST

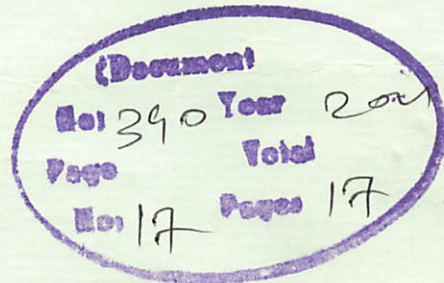
WITNESSES: -

1. V. Shanmugan S/o. VELUCHAMY, no. 2, Apurna Nagar, Ryapakkam, Chennai-600 077.
2. S. Amudhan (S. AMUDHAN) S/o. P. SHANMUGAN, no. 5, 2nd Street, Naval Hospital Road, Periamet, Chennai-600 003.

Drafted by:

S. Sundaramoorthi

S. SUNDARAMOORTHY, B.Sc., B.L.,
ADVOCATE (ROLL No. 1250/05)
18/46, FIRST MAIN ROAD,
MAHALAKSHMI NAGAR,
ADAMBAKKAM, CHENNAI-600 088.



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