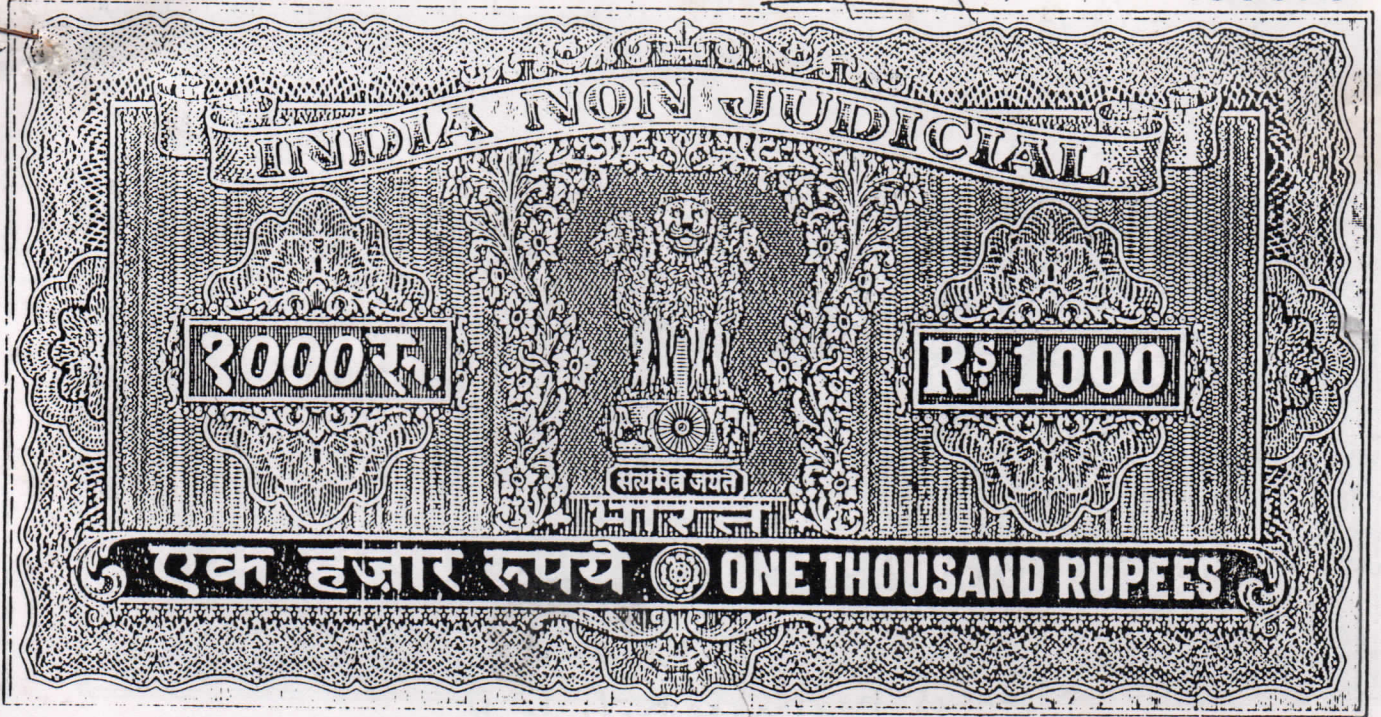


1000Rs.



MEMORANDUM OF ASSOCIATION OF

'ZION ORGANIZATION'S EDUCATIONAL TRUST'

This Deed of Trust is made on this the Second day of July Two thousand and five by Rev. Dr. Emmanuel Kizhakkethalackal Ph.D aged 50 (Fifty) Years, Priest, Superior Zion MCBS House, Son of Sri. Cherian Kizhakkethalackal, residing at Zion MCBS House Ward II House No 619 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District. (Hereinafter called the "AUTHOR")

Whereas the AUTHOR is providing Rs 10,000 (Rupees Ten Thousand only) for the constitution of an Educational Trust with the active participation of the members of the Trust whose names are mentioned below.

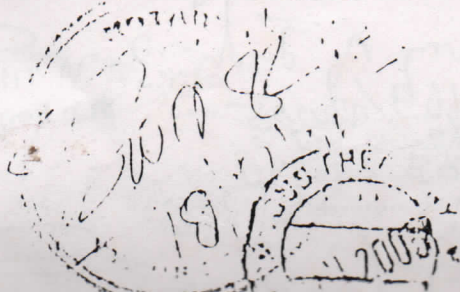
1. Fr. John Vallomkunnel, B.A, B.PH, aged 27 (Twenty Seven) Years, Priest, Assistant Superior Zion MCBS House, son of Sri. Joseph Vallomkunnel, residing at Zion MCBS House Ward II House No 619 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
2. Dr. Emmanuel Kizhakkethalackal Ph.D aged 50 (Fifty) Years, Priest, Superior Zion MCBS House, son of Sri. Cherian Kizhakkethalackal, residing at Zion MCBS House Ward II House No 619 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.

Fr. Dr. Emmanuel Kizhakkethalackal

3. Dr. Mary Ann DHM aged 56 Years, Medical Practitioner, daughter of Sri. Mathew residing at Santhinikethan Clinic, Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.

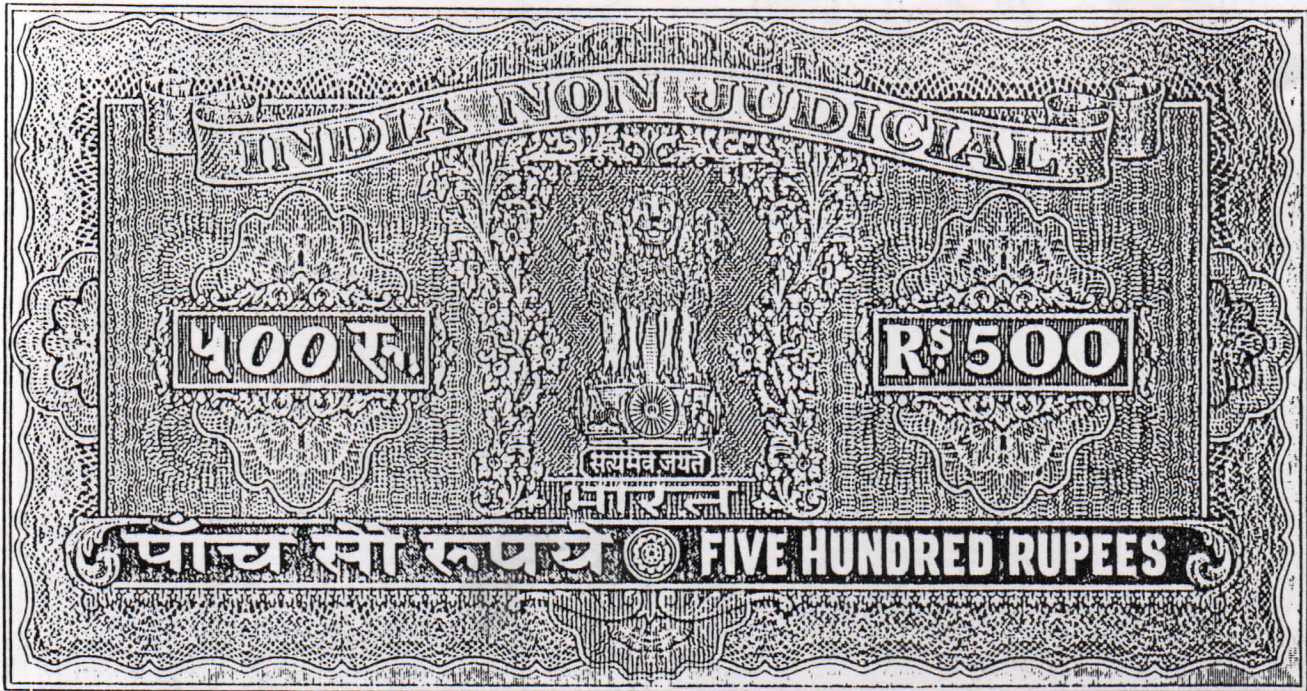
Fr. Dr. Emmanuel Kizhakkethalackal

Fr. Emmanuel mbs



Capital Rs 10,000

m. 200
G.P. 50
100



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4. Fr.Saji Illickal, B.A, B.Ph, aged 31 (Thirty One) Years, Priest, , son of Sri. Joseph Illickal, residing at Zion MCBS House Ward II House No 619 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
5. Sri.P.A Lookose MA MED, aged 62 (Sixty two) Years HSST (Rtd) Kerala State Higher Secondary Education Department, son of Sri. Abraham residing at Palackil Ward XI House No 62 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
6. Sri K.K Mani, aged 57 (Fifty Seven) son of Sri.Kurian, residing at Kodiyamplackal, Ward XI, House No.164, Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
7. Sri. Augustin Joseph, aged 41 (Forty One), son of Sri. Joseph Thuruthiyil, residing at Thuruthiyil House, Ward No. 11, House No.517, Vellilamkandam, Vellilamkandam Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District

And whereas the AUTHOR has decided to constitute an irrevocable TRUST for the objects and purposes mentioned hereinunder.

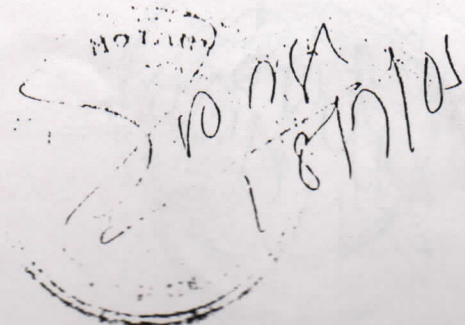
NOW THESE PRESENT WITNESS AS FOLLOWS:-

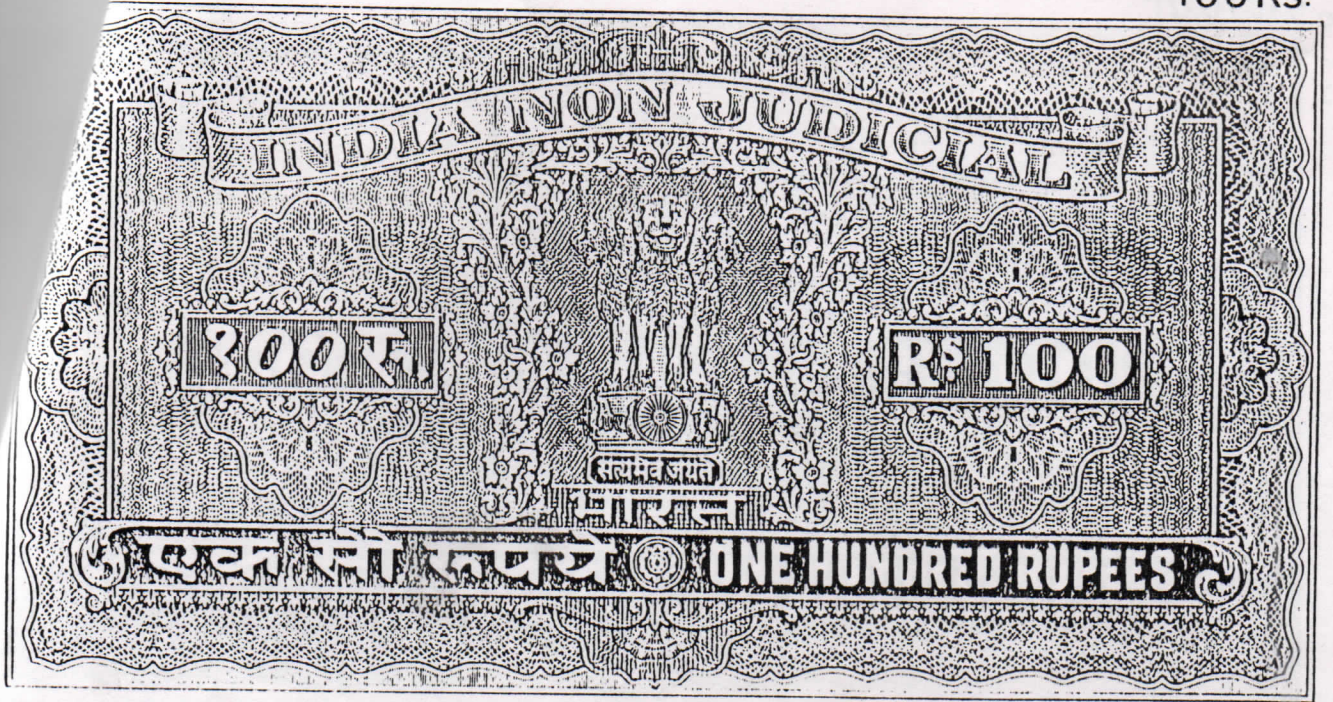
1. The name of the TRUST shall be "ZION ORGANIZATION'S EDUCATIONAL TRUST"

Fr. Dr. Emmanuel Kizhakkethalackal

Fr. Emmanuel

12 MAY 2005





2. The Registered office of the TRUST shall be at Swaraj House No. 619/11 of Kanchiyar Panchayat, Thoppippala P.O, Idukki District Pin. 685511 or at any other place the Trustees shall decide from time to time, primarily considering the beneficial implication of the objects of the Trust.

3. Objects of the Trusts

The objectives of the Trust shall be:

- (i) To establish, maintain, run, develop, improve, extend, grant donation for and to aid and assist in the establishment, maintainance, running, development, improvement and extension of general, commercial and technical educations hostels for students and generally all kinds of educational institutions like schools, colleges etc, not for profit but for the welfare and uplift of the general public, irrespective of caste, creed or community and to provide quality education to make them to be centers for educational excellence.

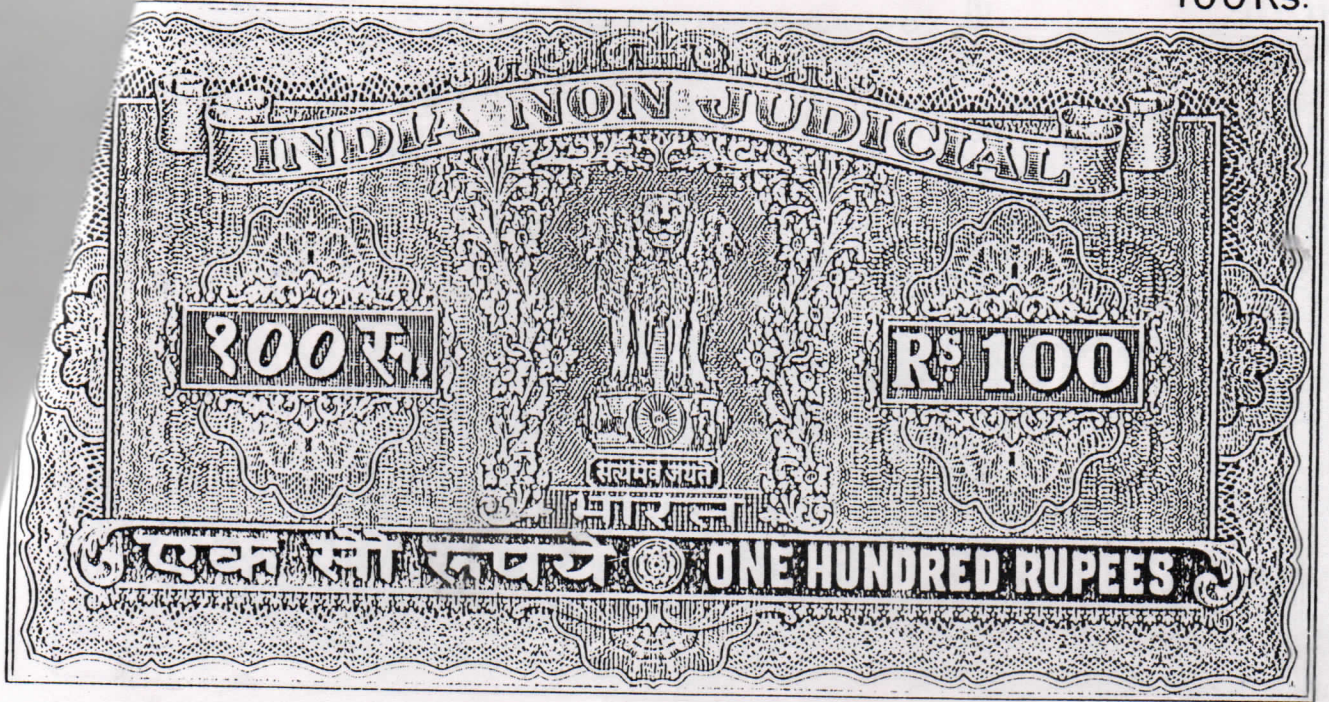
Fr.Dr.Emmanuel Kizhakkethalackal

- (ii) To take control over the school or institute management committee and to approve budget, tuition fees annual charges etc.

Fr.Dr.Emmanuel Kizhakkethalackal

Fr. Emmanuel

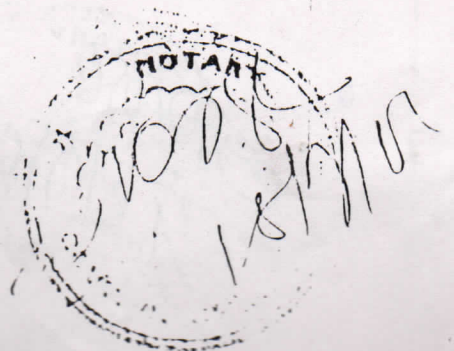


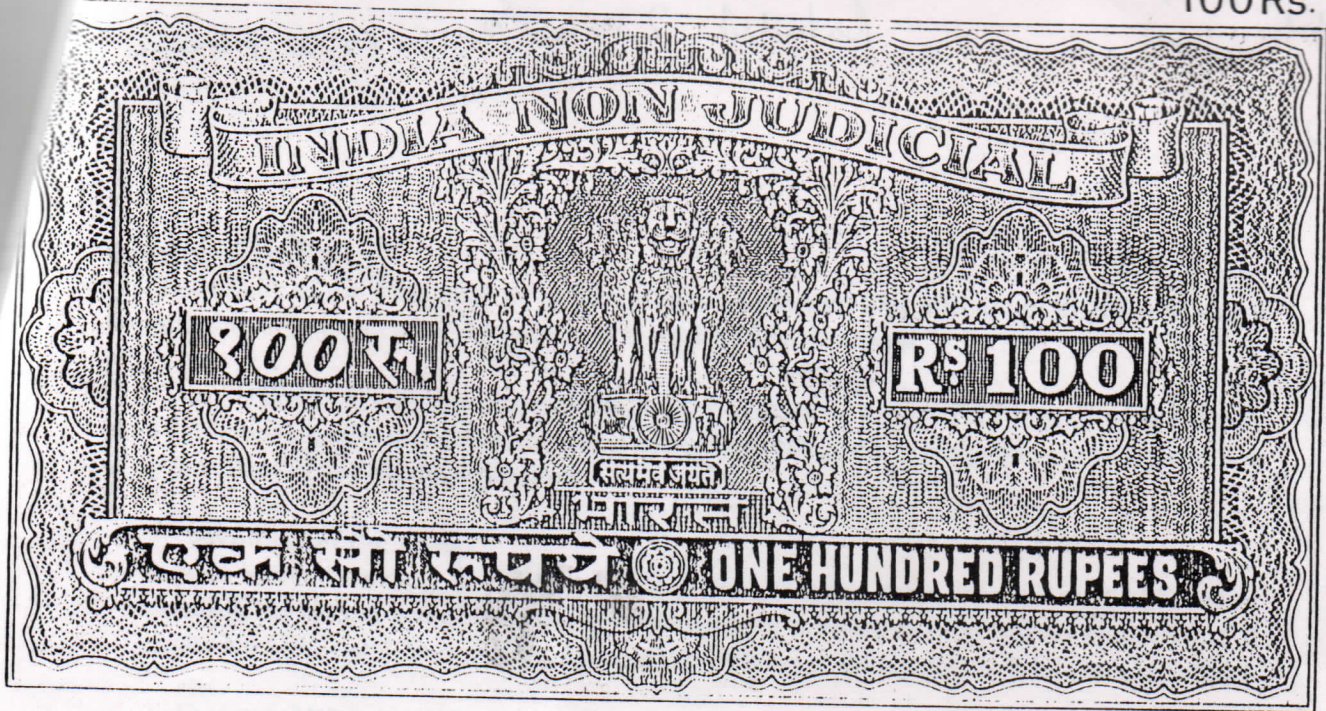


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- (iii) To control over any capital expenditure.
- (iv) To generate funds for the needs of the school and other institutions
- (v) To make arrangements for all types of facilities for the school and other institutions
- (vi) To ensure that school and other institutions are running as per the provisions of the affiliation norms of the concerned authorities.
- (vii) To make all required arrangements for (a) conducting meetings, seminars, debates exhibitions etc. (b) Encouraging activities in art, literature culture, sports and games etc. (c) developing science, technology, researches etc. and any other steps for the development and promotion of education, personality, physical fitness, character etc of students.
- (viii) To grant, pay or give scholarships, stipends, subsidies, prizes, awards, allowances and other financial assistances in cash or kind to eligible and deserving students and other persons.
- (ix) To foster among students, understanding, brotherhood, patriotism, secularism, co-operation, discipline etc through appropriate programmes and projects.
- (x) To receive grants, subsidies, donations or foreign contributions from any organization, Government local body or charitable organization, individual or institution to promote the objects of the TRUST.

Fr. Dr. Emmanuel Kizhakkethalackal





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- (xi) To prescribe the rates of fees and other payments to be levied from students admitted to the schools and other educational institutions and hostels conducted by the Trust.
- (xii) To purchase, take on lease, exchange, hire or otherwise acquire land and property and any rights or privileges necessary or convenient for the activities of the Trust, and to construct, alter and maintain buildings required for such purposes as determined by the Trustees.
- (xiii) To sell, improve, manage, develop, lease, mortgage and to deal with all or any part of the property of the Trust for its development as determined by the Trustees.
- (xiv) To initiate and instill in young generation a love for charitable enterprises, devoted to the service of men.
- (xv) To establish, promote, maintain, run, assist and finance hospitals, boarding houses, libraries, reading rooms, gymnasiums, laboratories, hostels and other training and vocational institutions & cultural centers.
- (xvi) To make any alterations, amendments or additions to the above objects for the smooth and successful functioning of the Trust, subject to the approval of the Commissioner of Income Tax, Thiruvananthapuram, or any Commissioner, Chief Commissioner of Income Tax, who has the jurisdiction under the Income Tax Act, 1961.

Fr. Dr. Emmanuel Kizhakkethalackal

Fr. Emmanuel Kizhakkethalackal



4. Board of Trustees:

(a). The affairs of the Trust shall be carried on and administered by a Board of Trustees having a membership of not exceeding 11 persons and not less than 5 persons.

(b). The AUTHOR hereby nominates the following persons as TRUSTEES to start with and they shall continue to be the permanent members of the Trust till death or resignation or incapacitation or by the effect of any legal intervention.

Members of the Trust

- ✓ 1. John Vallomkunnel, B.A, B.PH, aged 27 (Twenty Seven) Years, Priest, Assistant Superior Zion MCBS House, son of Sri Joseph Vallomkunnel, residing at Zion MCBS House Ward II House No 619 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
- ✓ 2.. Emmanuel Kizhakkethalackal Ph.D aged 50 (Fifty) Years, Priest, Superior Zion MCBS House, son of Sri.Cherian Kizhakkethalackal, residing at Zion MCBS House Ward II House No 619 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
3. Mary Ann DIIM aged 56 Years, Medical Practitioner, daughter of Sri. Mathew residing at Santhinekethan Clinic, Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
- ✓ 4. Fr.Saji Illickal, B.A, B.PH, aged 31 (thirty One) Years, Priest, , son of Sri Joseph Illickal, residing at Zion MCBS House Ward II House No 619 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
5. Sri.P.A Lookose MA MED, aged 62 (Sixty two) Years IISST (Rtd) Kerala State Higher Secondary Education Department, son of Sri. Abraham residing at Palackil Ward XI House No 62 Swaraj, Swaraj Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.
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7. Sri. Augustin Joseph, aged 41 (Forty One), son of Sri Joseph Thuruthiyil, residing at Thuruthiyil House, Ward No. 11, House No.517, Vellilamkandam, Vellilamkandam Kara, Ayyappancoil Village, Udumbanchola Taluk, Idukki District.

Fr.Dr.Emmanuel Kizhakkethalackal

Fr. Emmanuel



- (c). Dr. Emmanuel Kizhakkethalackal will serve as Managing Trustee.
- (d). Trustees shall be at liberty to co-opt or nominate additional Trustees within the number mentioned above to the Board of Trustees by the majority decision of the Board of Trustees, for the successful running of the Trust.
- (e). If any Trustee retires, becomes unfit or incapable to act or dies, the continuing or surviving Trustees will be competent to appoint a Trustee in place of the vacancy.
- (f). The Trustees shall from time to time formulate and regulate necessary rules for the effective functioning of the Trust activities and for the implementation of the objects of the Trust
- (g). The number of Trustees shall not be less than five and not more than eleven. If the number of Trustees shall fall below five, the Trustees shall not, except for the purpose of filling the vacancy act, so long as the number is below the said minimum.
- (h). All matters will be decided by the majority of the Board of Trustees.
- (i). 1/3 rd of the number of the Trustees shall form a quorum for a meeting of the Trustees.
- (j). Resolutions passed without any meeting of the Trustees but by circulation there of and evidenced in writing under the hands of majority of the Trustees shall be valid and effectual as a resolution duly passed at a meeting of the Trustees.
- (k). The Board of Trustees may meet as often as decided by the Managing Trustee and shall meet at least once in a calendar year to adopt the annual accounts closed on 31st March every year and forward a copy of the same to the AUTHOR within 30th September every year or within the time extended by the AUTHOR.
- (l). The meetings of the Board of Trustees shall be presided by a member nominated from among the members present in the meeting.
- (m). There shall be three days notice for the meeting of the Board of Trustees unless it is waved by all the members eligible to get the notice.
- (n). The Managing Trustee shall serve the notice for the meeting and he shall be responsible for the maintenance of the minutes book and other records.

5. Manager of the Trust: The Managing Trustee shall be known as the Manager of the Trust.

Fr. Dr. Emmanuel Kizhakkethalackal

Fr. Emmanuel Kizhakkethalackal

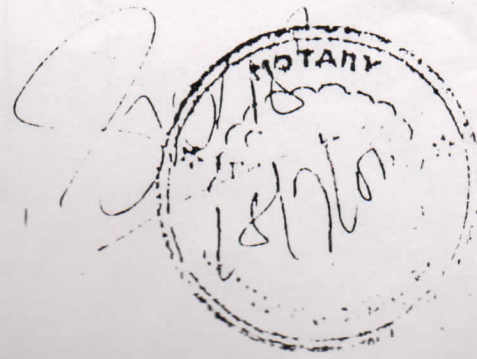


Powers and Duties of the Manager:

- a. To administer and control the affairs of the Trust the Trust properties, the institutions and establishments belonging to the Trust under their management.
- b. To invest the funds of the Trust in any manner he deems fit in consistence with the objects of the Trust and in the interest of the Trust.
- c. To borrow any amount either on pledging the assents of the Trust or otherwise, from individuals banks financial institutions or other institutions, with or without interest, for the objects of the Trust subjects to the approval of the Board of Trustees.
- d. To acquire, take on lease, alter or extend any asset movable or immovable and to dispose or the same whenever found necessary in the best interest of the objects or the Trust, provided that such transactions regarding the immovable property shall be subject to the approval of the Board of Trustees
- e. To start new units of the present activities at other places or to take up new activities whenever found necessary or to take over and manage institutions or activities now3 carried on by others, as long as it is found to be advantageous to achieve the objects of the Trust.
- f. To enter into any contract or agreement for and on behalf of the Trust for any of the purposes concerning the affairs or the Trust.
- g. To appear and act for and on behalf of the Trust in all legal proceedings before any competent authority.
- h. To appoint necessary personals in the service of the institutions and to fix salaries, emoluments, conditions of service and retirement benefits for them and if necessary to take disciplinary action or to suspend or dismiss them as circumstances warrant.
- i. To appoint and constitute advocates or other attorneys, whenever necessary and to remove them whenever he feels such removal is necessary. To gather funds towards corpus or otherwise, for the Trust by way or grants, subsidies, donations or otherwise from various Governments, Universities, or in kind for the purpose of the Trust.
- j. To spend the income earned or the income of the future for any or all of the objects of the Trust either directly or by contributing to other genuine institutions to be spent for the purpose of the Trust.
- k. To accumulate the income, if necessary, for attaining the objects of the Trust in future and to set apart the whole or part of the income for the corpus of the Trust fund for any of the objects of the Trust.
- l. To do any and all acts and deeds and things necessary for the efficient management and administration of the Trust and other properties of the Trust.
- m. The manager shall have the power to delegate his duties and functions in part or in full to any other member of the Board of Trustees temporarily.
- n. All acts, deeds and things lawfully done by the Manager by virtue of these powers shall be binding on the Trust.

Fr.Dr.Emmanuel Kizhakkethalackal

Fr. Emmanuel



- a. To open account(s) in the name of the Trust, Trustees and/or Institutions run/conducted by the Trust, with a Bank or Banks, to operate such account(s) and to give instructions to the Bank and to provide for opening and operation of such account(s).
- b. True and correct accounts of all receipts and disbursements relating to the Trust hereby constituted shall be kept by the Manager. An income and expenditure account for the whole financial year up to date shall be prepared by the 31st day of that financial year which shall be prepared from 1st April to 31st March. The account and the Balance Sheets shall be audited by a Chartered Accountant appointed for the purpose on such remuneration, as he deems necessary and desirable. As soon as the audit report is obtained, a meeting of the Board of Trustees shall be held in which the accounts of the trust and the report of the auditor concerning the same shall be examined and adopted and copies of the same shall be sent to the Affiliation Authorities and Income Tax Department every year.

7. Miscellaneous:

- a. If requested by 2/3 majority of the Board of Trustees, any provision in this Deed may be amended, annulled or substituted at any time except the object Clause (No.3) and saving clause (No.8), subject to the approval of the commissioner of Income Tax, Thiruvananthapuram or any Commissioner, Chief Commissioner of Income Tax, who has the jurisdiction under the Income Tax Act, 1961.
- b. In the event of the Trust becoming impossible to function in accordance with the provisions of the Trust Deed, the assets of the Trust, after discharging of all its debts and liabilities, shall be disposed of as per the relevant statutory provisions.

8. Saving Clause:

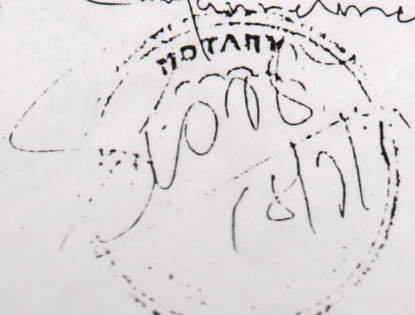
- a. This is an Educational Trust of MCBS (Missionary Congregation of the Blessed Sacrament) belonging to the Christian minority under 30(1) of the Constitution of India and the benefit of the Trust shall be open to the public irrespective of caste, creed and community.
- b. It is expressly declared that no part of the trust property or its income shall be applied for any purpose other than educational purpose and not for profit.

9. The value of the Trust Fund is Rs 10,000 (Rupees Ten Thousand only)

In witness whereof, Dr. Emmanuel Kizhakkethalackal, son of Mr. Cherian Kizhakkethalackal, have signed this DEED on the day, month and year firstabove written in the presence of the following witnesses and intend to get this deed registered at the Sub- registry office Kattappana.

Fr. Dr. Emmanuel Kizhakkethalackal

Fr. Emmanuel Kizhakkethalackal



Signed by the Author

Dr. Emmanuel Kizhakkethalackal Ph.D,
Superior Zion MCBS House,
Zion MCBS House, Ward II House No 619,
Swaraj, Swaraj Kara, Ayyappacoil Village,
Udumbunchola Taluk, Idukki District.

Dr. Emmanuel

In the presence of witnesses

1. Bro Jossy Kizhakkethalackal, Son of Sree.K.T.Kuriakose, Kizhakkethalackal House, Anakkul P.O, Kanjirappally, Kottayam Dist. Pin- 686507.

Bro Jossy

2. Sri. Manoj.M.V, Son of Sree.Varky Moozhipurathu, Moozhipurathu House, Swaraj, Thoppippala P.O, Idukki District. Pin.685511.

Prepared by K.M. Thomas
No I.D.A. 4 K.S.A. 209

son of Mathai Kakkattil, Kattappana Licence

Manoj

This deed is Computer printed
Corrections Nil.

Fr. Emmanuel Kizhakkethalackal.

Fr. Emmanuel

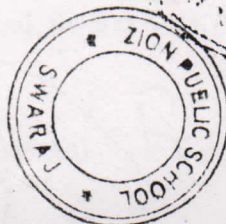
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is Produced, Compared with the Xerox
copy Produced and Found to be correct

V.A. GEORGE VERMAKATHOTTAM
ADVOCATE & NOTARY
KATTAPPANA - IDUKKI
(Udumbunchola Taluk)



Fr. Emmanuel

MANAGER
Zion Public School
Swaraj - 685 511



Maryk.K.
The Principal
Zion Public School
Swaraj - 685 511.

805855-2850