The Companies Act, 2013

(Company Limited by Shares)

Memorandum of Association
Of

RAYS OF BELIEF PRIVATE LIMITED

I. The name of the Company is: - **RAYS OF BELIEF PRIVATE LIMITED**

II. The Registered Office of the Company will be situated in the **State of Delhi.**

III. **The Objects for which the Company is established are:-**

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

1. To empower every parent (India and abroad) both of normal and that of autistic and Children with special need so that their child can develop skills through specific resources under their guidance. Its aim is to enable mother/parents with tools that can help their child to develop or further enhance the developmental skills. The child does not have to be dependent on time bound classes or time based development opportunities. This will be provided by parents/guide at home for the comfort of child.

2. To contribute to improvements to the well being of children particularly those with special needs, as well as to the reduction of vulnerabilities to situations and actions that lead to discrimination, neglect, abuse, exploitation of child and to abandonment and separation of children by society.

3. To be a center for capacity building; collection, collation and dissemination of information on all aspects of protection and empowerment of children and act as a forum of advocacy for the formulation and implementation of child development and training policies, plans and programs.

4. To open various child development centers across India and aborad that help, guide, coach and train aid normal and special needs children in their individual development.

5. To identify and work on gifted children of all age group and provide various tools/resources to tap their talent and help them to achieve their full potential.

6. To leverage the efforts in India & abroad of various departments/organizations, universities, educational institute, companies, research organization, government, NGOs, civil societies and international development agencies for effective implementation of the programs and services which are aimed at protection and empowerment of women, children and disabled persons.

7. To design and commission for normal and special needs children Research and Development centers with main objective to enhance quality of developmental tools/resources to identify and improve.

8. To maintain professional, transparent and ethical management culture in all its activities/ bodies etc.

9. To initiate subscription based information to perspective parents, schools & other organizations

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

1. To enter into agreements, franchise agreement and contracts with Indian or Foreign individuals, firms or companies for technical, financial or other assistance or collaboration for carrying on all or any of the objects of the Company.

2. To apply for purchase or otherwise acquire any trademarks, copyrights, patents, licenses, concessions and the like, concerning any exclusive or non-exclusive or limited rights of any kind which may appear to be necessary or convenient for the business of the Company and to purchase or otherwise acquire any information as to any invention which may seem capable of being used for any of the purposes of the Company.

3. To acquire and take over the whole or any part of the Business, Goodwill, Property and Liabilities of any person or persons, Firm, Corporation or Undertaking, either existing or new engaged in any Business which the Company is authorized to carry on and to pay for the same either in cash or in shares or partly in cash and partly in shares.

4. To amalgamate, enter into partnership or make any arrangements for sharing profits, co-operation, joint venture or reciprocal concession, with any individual person or Company carrying on or engaged in or about to carry on with similar or identical objects.

5. To sell, lease or otherwise dispose of the undertaking of the Company or any part thereof as the Company may deem fit.

6. To purchase, take on lease or in exchange, hire, construct or otherwise acquire any movable or immovable properties or any rights or privileges, which the Company may think necessary or convenient for the purpose of its business.

7. To subscribe or contribute or otherwise to assist or to grant money to charitable, benevolent, religious, scientific, national, public or any other useful institutions, objects or purposes or for any exhibition.

8. To pay out of the Company's funds the costs and expenses incurred in connection with all matters preliminary and incidental to the formation, promotion and incorporation of this Company and the costs and expenses incurred in connection with all matters preliminary and incidental to the formation and incorporation of any Company which may be promoted by this Company and to remunerate any person, firm or Company for services rendered in the promotion of the Company or the conduct of its business.

9. To provide for the welfare of the employees (including Directors) or ex-employees of the Company and their families or the dependents or relations of such persons by building or contributing to the building of houses, dwellings or quarters or by grant of money, gratuities, pensions, allowances, incentives bonus or any other payments or by creating and subscribing or contributing to provident and other funds, associations, institutions, profit sharing or other schemes or trusts and by providing or subscribing or contributing towards places of instructions and recreations, hospitals and dispensaries and medical assistance.

10. To invest any money of the Company, not for the time being required, for any of the purposes of the Company in such investments as may be thought proper and to hold, sell or otherwise deal with such investments subject to the provisions of the Companies Act, 2013 or any other applicable Act(s), Rule(s) and Regulation(s) etc.

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11. To open account or accounts with any bank or banks in the name of the Company and to operate upon the same.

12. To create any depreciation fund, sinking fund, insurance fund, reserve fund or any special or other funds, whether for depreciation or for repairing, improving, extending or maintaining of any of the property of the Company or for any purposes, whatsoever to the interests of the Company.

13. To make, draw, accept, endorse, execute, discount, negotiate and issue cheques, promissory notes, hundies, bills of exchange, bills of lading, railway receipts, debentures and other negotiable or transferable instruments subject to the Banking Regulation Act, 1949.

14. To employ or pay experts, foreign consultants, management consultants and others in connection with the prospecting, acquiring, planning, execution, development, delivery and maintenance, training, and consulting, of all or any part of the business which the Company is entitled to carry on.

15. To promote any other Company or companies for the purpose of acquiring all or any of the property of the Company or advancing directly or indirectly the objects or interests thereof and to take or otherwise acquire and hold shares in any such Company or companies.

16. To distribute among members in specie or otherwise any property or assets of the Company and particularly the shares, debentures or other securities of any other Company including the Company formed to take over the whole or any part of the assets of this Company, subject to provisions of the Companies Act, 2013 or any other applicable Act(s), Rule(s) and Regulation(s) etc.

17. To borrow or raise moneys, from commercial banks/financial institutions and/or other companies, or to receive it on deposit at interest or otherwise, and to secure the payment of such money in such manner as the Company may think fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise, stocks, bonds, obligations, notes and securities of all kinds, to mortgage, pledge, guarantee, hypothecate or charge the whole or any part of the property, assets or revenue of the Company present or future, including its uncalled paid capital, by special assignment or otherwise, or to transfer or convert the same absolutely or any interest therein and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off such securities provided, the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

18. To advance, deposit or lend with or without security money, securities, assets and property to or with such person, companies or corporations and on such terms as may seem expedient, to negotiate loans, to discount, buy, sell and deal in bills, notes, warrants, coupons and other negotiable or transferable security or documents.

19. To enter into any arrangements with the Government of India or with any states, with any authorities, municipal, local or otherwise or with any other persons, that may seem conducive to the Company's objects or any other and to apply for and obtain and to purchase or otherwise acquire from any such Government, State, authorities or persons, any rights, powers, privileges, decrees, licenses, sanctions, grants and concessions whatsoever (whether statutory or otherwise) which the Company may think it desirable to obtain and acquire and to carryout exercise and comply with any such arrangements, rights, powers, privileges, licenses, decrees, sanctions, grants and concessions.

20. To grant licenses or concessions over or in respect of any property or rights of the Company.

21. To accept any payment for any property or rights sold or otherwise disposed off or dealt with by the Company either in cash, by installments or otherwise or in fully or partly paid-up shares of any Company or corporation with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise or in debentures, debenture stocks or other securities of any Company or corporation or partly in one mode and partly in other and generally on such terms as the Company may adopt.

22. To institute, conduct and defend all actions and legal proceedings, against the Company and its officers and to refer any claim or demand by or against the Company and its officers to arbitration and to perform or challenge the awards if necessary.

23. To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches in India and in any or all states, territories, possessions and dependencies thereof and in any or all foreign countries, and for this purpose to have and maintain and to discontinue such number of offices and agencies therein as may be convenient.

24. To do all and everything necessary suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporate bodies, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to, or growing out of, connected with the aforesaid business or powers, or any, parts thereof, provided the same be not inconsistent of the Union of India.

IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

V. [1]The Authorized Share Capital of the Company is Rs. 13,50,000/- (Rupees Thirteen Lacs Fifty Thousand only) divided into 1,35,000 (One Lac Thirty Five Thousand) Equity Shares of Rs.10/- (Rupees Ten only) each.

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[1] *The Clause V i.e. authorized share capital has been amended from increase of capital from Rs. 10Lacs to Rs. 13.50 Lacs by the Shareholder at the Extra Ordinary General Meeting of the Company held on June 12, 2020 .

VI. We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set against our respective names:

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken		DSC	Dated
1	Rahul Khandelwal S/O Mr. Kushal Chand Khandelwal Add: 19/323 Station Road Alwar Rajasthan- 301001, India Occupation: Business	02639383	1	Equity	RAHUL KHAN DELW AL	22/08/17
2	Neha Chawla D/o Mr. Sudhir Kumar Chawla Add: G-11, Block- G, M.I.G Flats, Prashad Nagar, Karol Bagh, S.O Central Delhi- 110005, India Occupation: Professional	07899558	1	Equity	NEHA CHA WLA	22/08/17
	Total Shares taken		2.00	Equity		

Signed before Me					
Name		Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
FCA	Rakesh Chhabra	A- 207 NARWARA APARTMENTS 89, PATPARGANJ, DELHI- 110092 PRACTICING CHARTERED ACCOUNTANT	084139	CHH ABRA RAKE SH	22/08/17

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