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उड़ीसा ORISSA

(L.T.I. of Sri Bhagat ram Gupta is attested by...)

DECLARATION OF TRUST

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THIS DEED OF TRUST is made on this 5th day of DEC. 2007 (Two Thousand Seven) amongst:-

Sri Bhagat ram Gupta, aged about 63 years, S/o- Sri Jagdish Rai Gupta, resident of Gupta Niwas, Gupta Cables Compound, Bhubaneswar, Dist: Khurda, Orissa-751006 by occupation businessman (hereinafter referred to as "The Settler" which expression shall, unless excluded or be repugnant to the context, include his heirs, legal representatives, executors, administrators and assigns) of the ONE PART.

AND

1. Sri Vineet Mohan Gupta, aged around 32 years, S/o Sri Bhagat ram Gupta, resident of Gupta Niwas, Gupta Cables Compound, Bhubaneswar, Dist: Khurda, Orissa-751006.
2. Sri Jitendra Mohan Gupta aged around 35 years, S/o Sri Bhagat Ram Gupta, resident of Gupta Niwas, Gupta Cables Compound, Bhubaneswar, Dist: Khurda, Orissa-751006.
3. Sri Abhishek Gupta, aged around 33 years, S/o Sri Mahender Kumar Gupta, R/o resident of Gupta Niwas, Gupta Cables Compound, Bhubaneswar, Dist: Khurda, Orissa-751006.
4. Sri Harsh Mohan Gupta, aged around 24 years, S/o Sri Subhash Chandra Gupta R/o Gupta Niwas, Gupta Cables Compound, Bhubaneswar, Dist: Khurda, Orissa-751006.
5. Sri Adi Narayan Gupta aged around 45 years, S/o Sri Jagdish Rai Gupta, R/o Plot No. R-11/11, Ghaziabad, Utter Pradesh.

Hereinafter collectively referred to as "Trustees" which expression shall, unless excluded or be repugnant to the context be deemed to mean the first trustees of the Trust hereby created) of the OTHER PART.

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WHEREAS the Settler is desirous of creating a public trust by setting of Rs 21,000.00 (Rupees Twenty One Thousand Only);

WHEREAS, the settler has already, in anticipation of these presents handed over to The Trustees the sum of Rs 21,000.00 (Rupees Twenty one Thousand only) in the form of cash (Hereinafter collectively referred to as "The Trust Property" which expression shall, unless excluded by or repugnant to the context be deemed to mean any or all addition in any manner to the said sum of any other cash, currency foreign currency, gold bullion, other metal, metal products, ornaments, any or all moveable property of any or all kind(s) of intellectual property, any or all kind(s) of items which may be considered as property under law as per the deed signed on the 24th September 2007 to be held by The Trustees upon Trust with powers and provisions, hereinafter declared and consented in the deed;

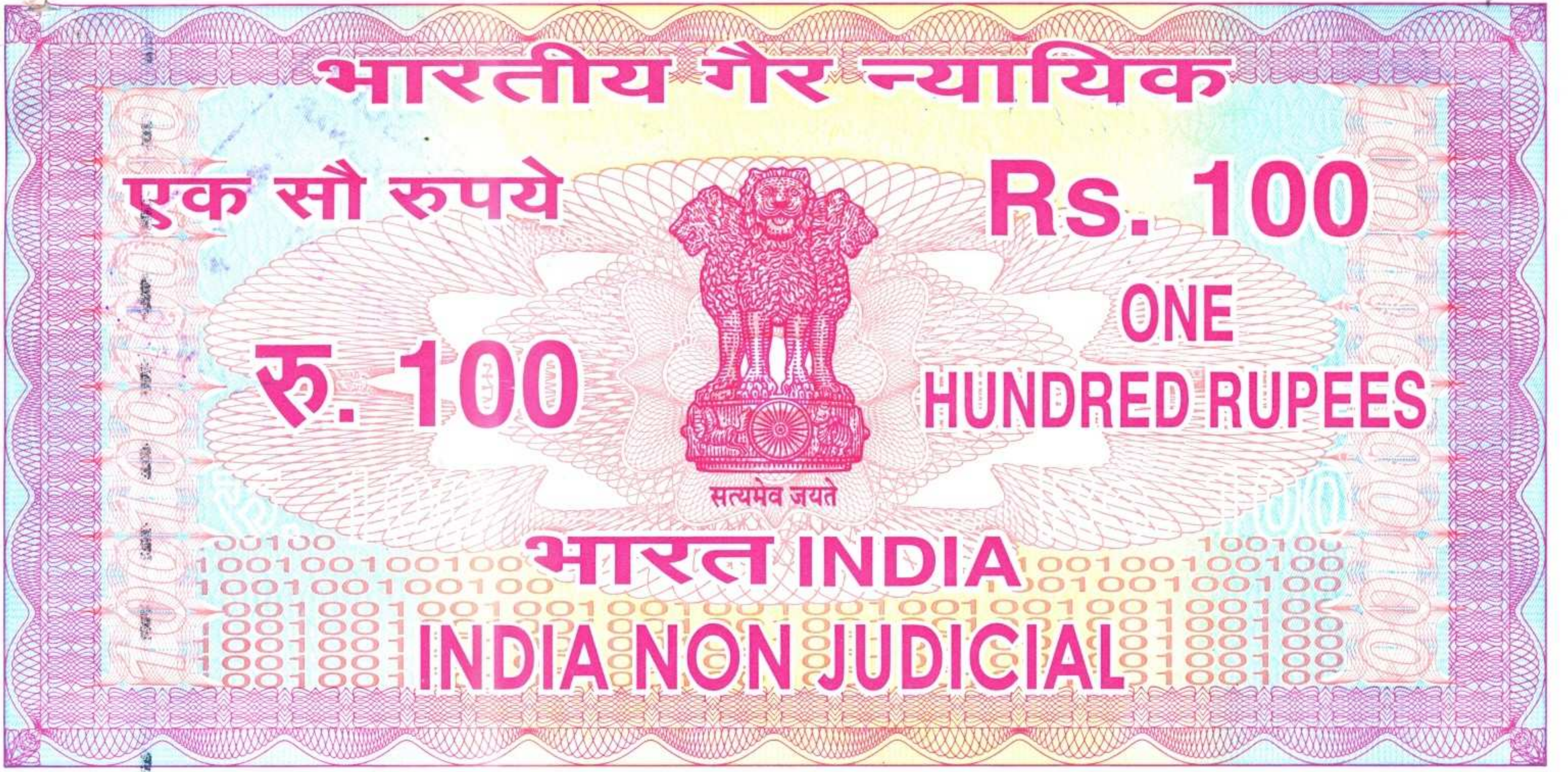
WHEREAS the Trustees have agreed to become the Trustees of The Trust Property to be created as aforesaid, testified by their joining and executing these presents:

NOW this deed of trust witnesses the following:

1. TERMINOLOGY:

- 1.1 Trustee: Any person co-opted into the Trust as per the procedure laid hereinafter and designated as "Trustee" shall be referred to as a Trustee.
- 1.2 Board of Trustees: All Trustees and any other person exercising the authorities and responsibilities of a Trustee under the force of law shall be referred to as the Board of Trustees.
- 1.3 Chairman: The Trustee selected to be so as per the procedure laid hereinafter approved by majority of the Board of Trustees shall be referred to as the Chairman of the Board of Trustees.

Ramesh Chandra
Giri



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- 1.4 Vice-Chairman: The Trustee selected to be so as per the procedure laid hereinafter approved by majority of the Board of Trustees shall be referred to as the Vice-Chairman of the Board of Trustees.
- 1.5 Member Secretary: The Trustee selected to be so as per the procedure laid hereinafter and approved by majority of the Board of Trustees shall be referred to as the Member Secretary of the Board of Trustees.
- 1.6 Treasurer: The Trustee selected to be so as per the procedure laid hereinafter by unanimous decision of all the Board of Trustees shall be referred to as the Treasurer of the Board of Trustees.
- 1.7 First Trustee: Any Trustee signatory to this deed will be considered as "First Trustee" for the purpose of this Trust.
- 1.8 Majority: For the purpose of this Trust "Majority" means simple majority of all the trustees continuing at any moment of time unless otherwise specifically mentioned in this deed elsewhere.
- 1.9 Immediate Relative: For the purpose of this Trust "Immediate Relative" means brother, sister, son, daughter, wife, father, mother of any of the Trustee.
- 1.10 Other Words, Terms, Phrases and other constitutions: They shall have meaning in the latest publication of The Oxford or The Chambers Dictionary current on the day of interpretation.

Remainder Part
of the deed



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2. TRUST FORMATION:

- 2.1 The Trust hereby created shall always be called and referred to as "**JRG EDUCATIONAL TRUST**" with address at- Gupta Niwas, Gupta Cables Compound, Bhubaneswar, Dist: Khurda, Orissa-751006 unless and until the Trustees unanimously decide to amend it under the provisions of law;
- 2.2 For effecting the settlement, The Settler, out of his absolute properties, has contributed and delivered to The Trustees a sum of Rs 21,000.00 (Rupees Twenty one thousand only) as the Trust Property;
- 2.3 And the Settler hereby releases all rights, claims and demands against the said sum Rs 21,000.00 (Rupees Twenty one thousand only) so contributed and delivered.
- 2.4 The Board of Trustees shall hold and stand possessed of the Trust Property referred to in clause 2.2 above, all other money and properties movable and immovable which may hereafter be paid, transferred to them or received by them, the interest, dividends etc. on the Trust Property unless and until The Trustees unanimously decide to transfer the Trust Property under the provisions of law.

3. THE OBJECTIVES OF THE TRUST ARE:

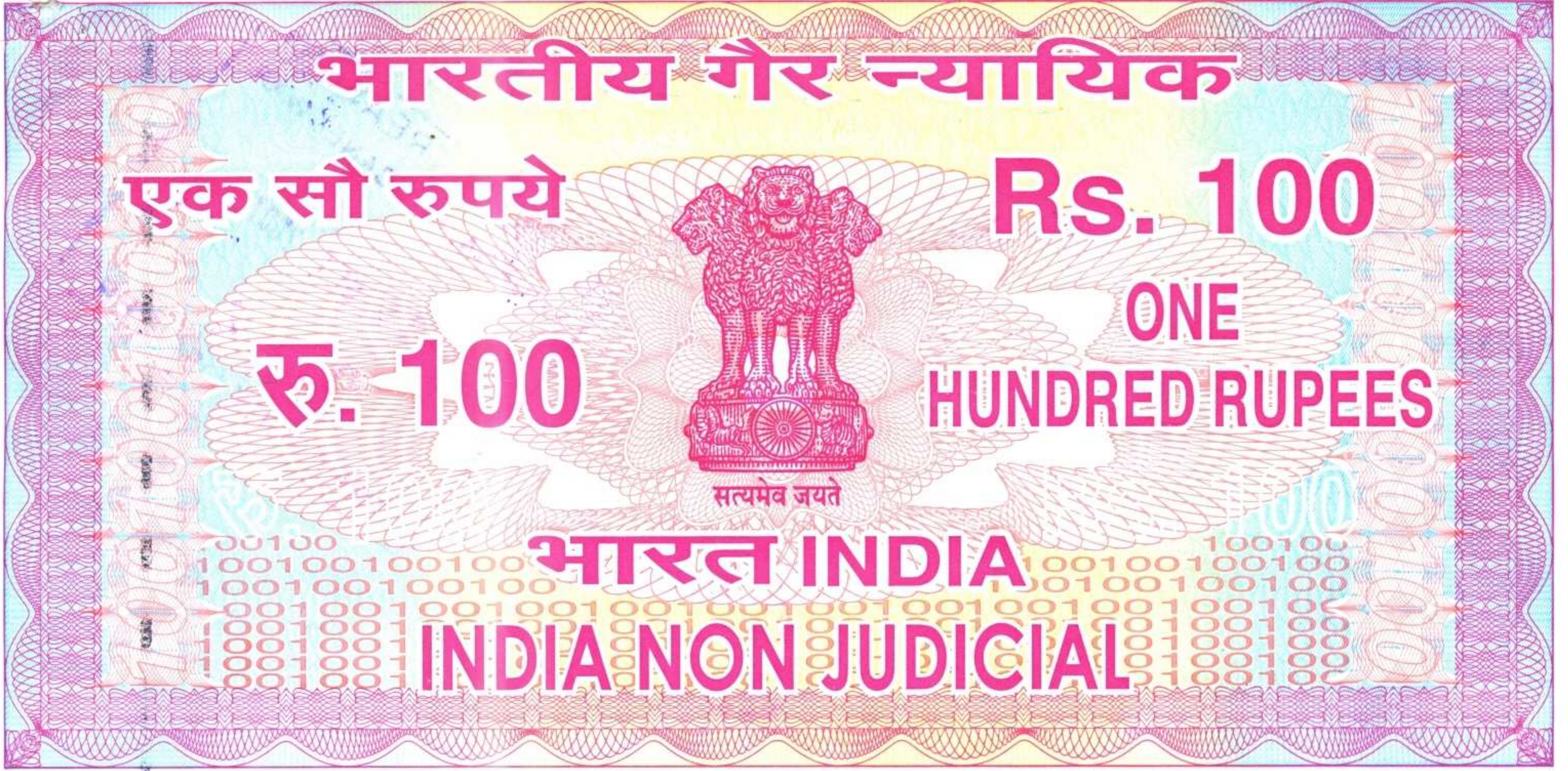
The objects for which the Trust is established are relief of the poor, education, medical relief and the advancement of any other object of general, public good not involving the carrying on any activity for profit

- 3.1 To establish, maintain and/or grant aid in cash and/or kind to hospitals, medical schools, medical colleges, nursing institutions, engineering colleges, management and other colleges, sanatoria, charitable and/or traveling dispensaries, after care clinics, maternity homes, and/or child welfare centers, orphanages widow homes and/or outpost nursing

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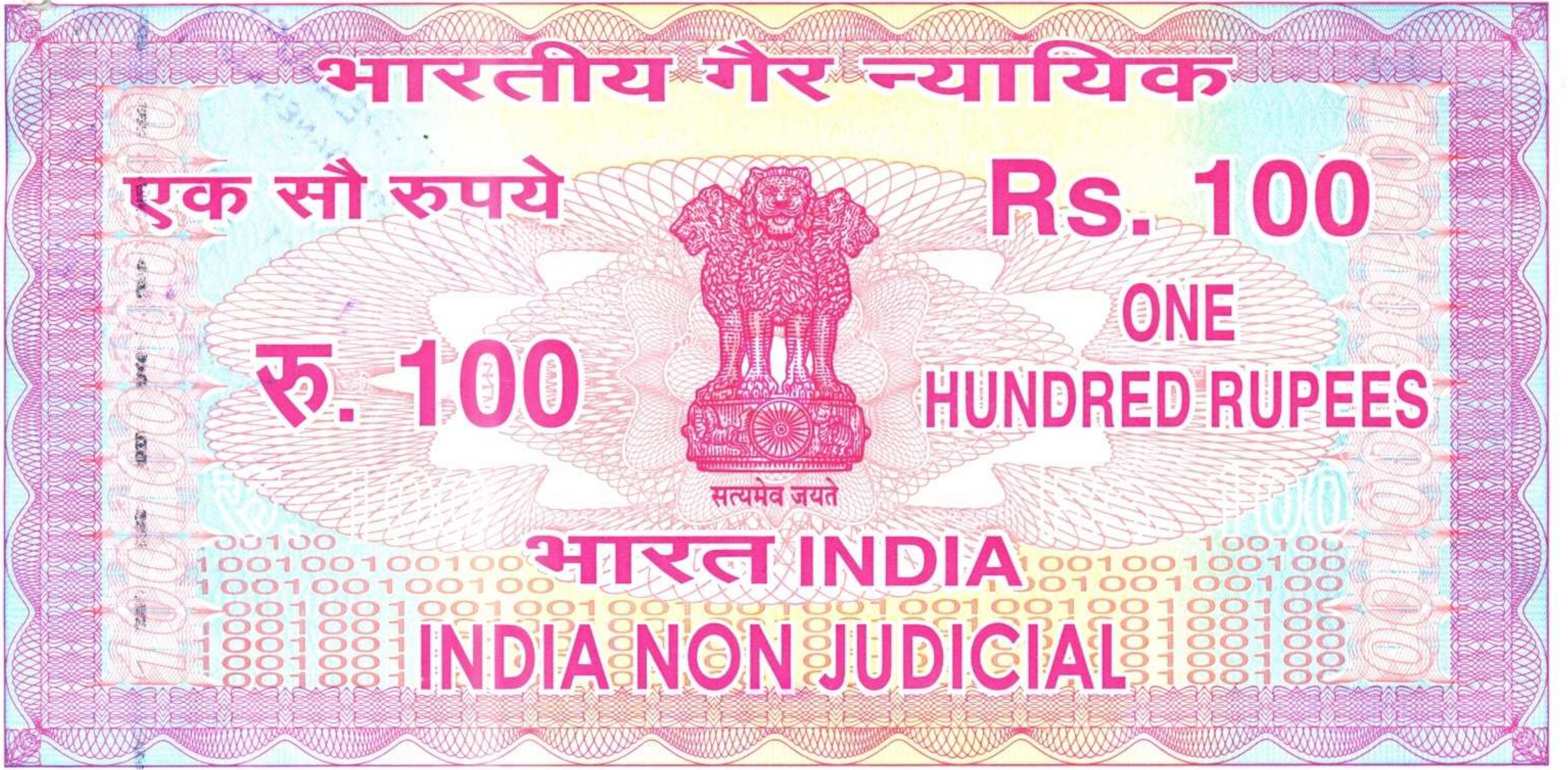
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homes and/or such other similar charitable institutions for the benefit and use of the public in general.

- 3.2 To establish, support, acquire, run and/or grant aid and other financial assistance to schools, colleges, libraries, reading rooms, hostels boarding houses, laboratories and other institutions of like nature at any place or places in India for use of the students and the staff and also generally for the development and/or advancement of education and diffusion of knowledge among the public in general.
- 3.3 To establish professional and general institutions to impart professional and general education and training courses in engineering, non- engineering, computers, management, medical, non-medical, pharmacy, applied science, applied arts, commerce, accountancy and related disciplines.
- 3.4 To establish institutes for offering professional under-graduate and post-graduate courses in Business Management, Marketing, Public Relations and Publicity, Journalism and Mass Communication, Travel and Tourism Management, Hotel Management, Interior Decoration, Accountancy, Secretarial Services, Book keeping, Store keeping, Costing and Auditing, Archeology, Library Science, Production Control etc.
- i) To establish, run, maintain and or grant aid to schools, colleges, universities, libraries, pathsalas, hostels and other similar institutions for imparting education to boys and girls for the spread of knowledge in different disciplines.
- ii) To open undergraduate and post- graduate courses in Natural Resources Management, Pollution Prevention, Control and Management, Zoo and Aquarium Management, Animal Husbandry, Diary and Poultry Management, Pharmaceutical Science etc.
- iii) To establish, maintain and/or run studentship, scholarships and render other kind of aid to individuals including supply of medicines, books, stipends, medals and other incentives to study without any distinction of caste, colour and creed.

Rgma Kava Patra
Rgma Kava Patra



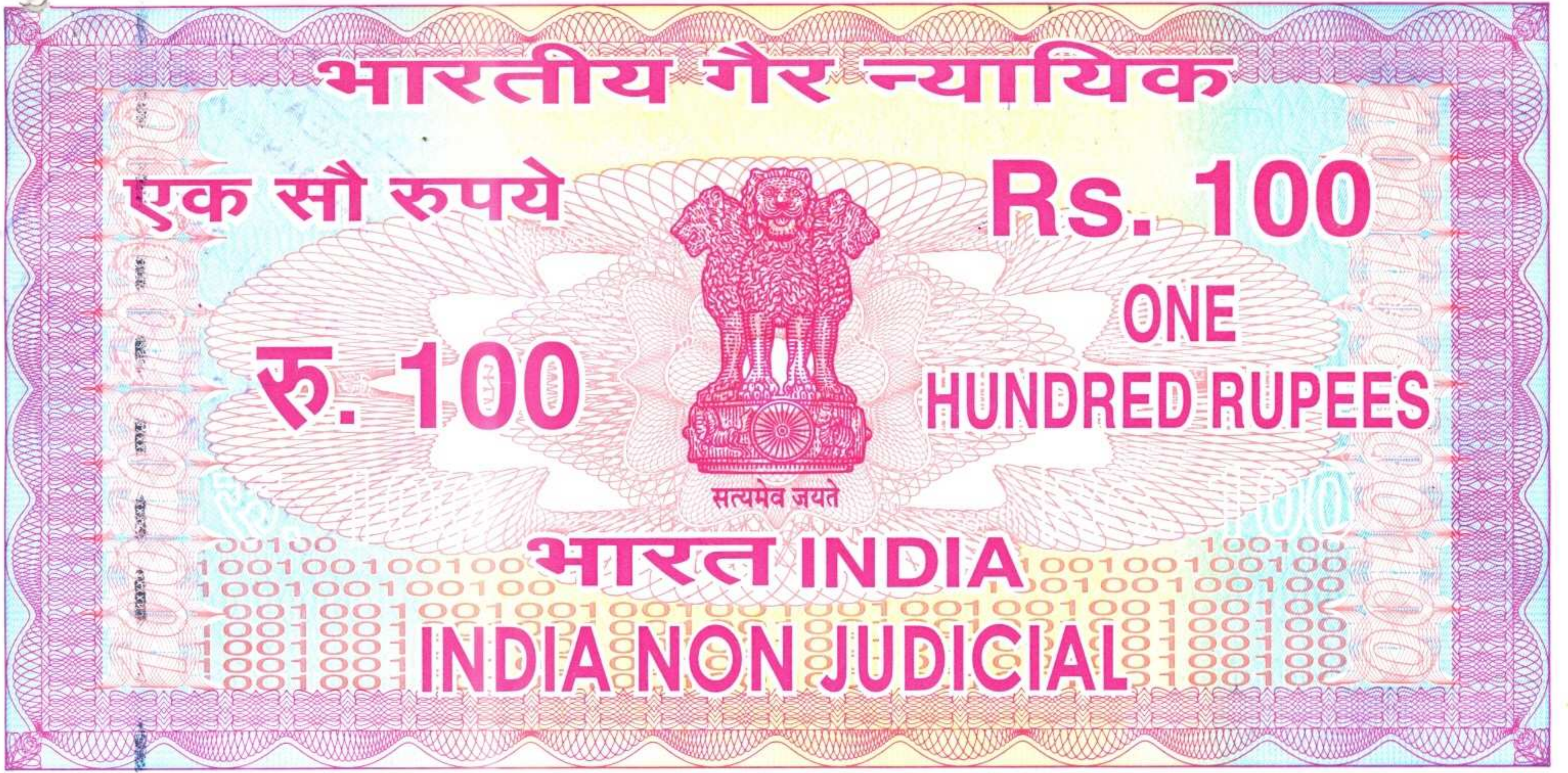
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- iv) To establish , maintain and grant aid to homes, orphanages or other establishments for relief and help to the poor and destitute people, orphans and widows.
- v) To establish Art, Dance, Drama and Music Schools, and to offer preparatory classes leading to JEE, Engineering, Administrative Services, School and College education.
- vi) To establish schools for offering vocational studies-cum-training in various crafts like carpentry, Smithy, Sculpture, Carpet-making, Tailoring, Weaving, Knitting and Embroidery, Pottery, Brassware, Ornamental Designing, Masonry and construction work, Automobile Repairing, Domestic Maintenance Services, Pest Control, Refrigeration and Air Conditioning.
- vii) To grant relief during natural calamities, such as rain, earth quake, flood, fire, pestilence and other occasions of calamities of similar nature and to give donations, subscriptions or contributions to institutions, establishments, or persons doing such relief work.
- viii) To render assistance and/or grant aid to recognized pubic charitable Trusts or institutions.
- ix) To facilitate employment of technical/ professional manpower in various industrial units and services organizations in the state of Orissa and outside.
- x) To print, publish and circulate books, pamphlets, periodicals, etc for improving seientific and technological outlook among the general public; with a special thrust on technically qualified personnel.
- xi) To undertake field studies and research programs in the fields of irrigation, health, agriculture, power, rural and urban development, ecology, forestry and pollution

(Signature)

Ramakrishna Patra
Amber



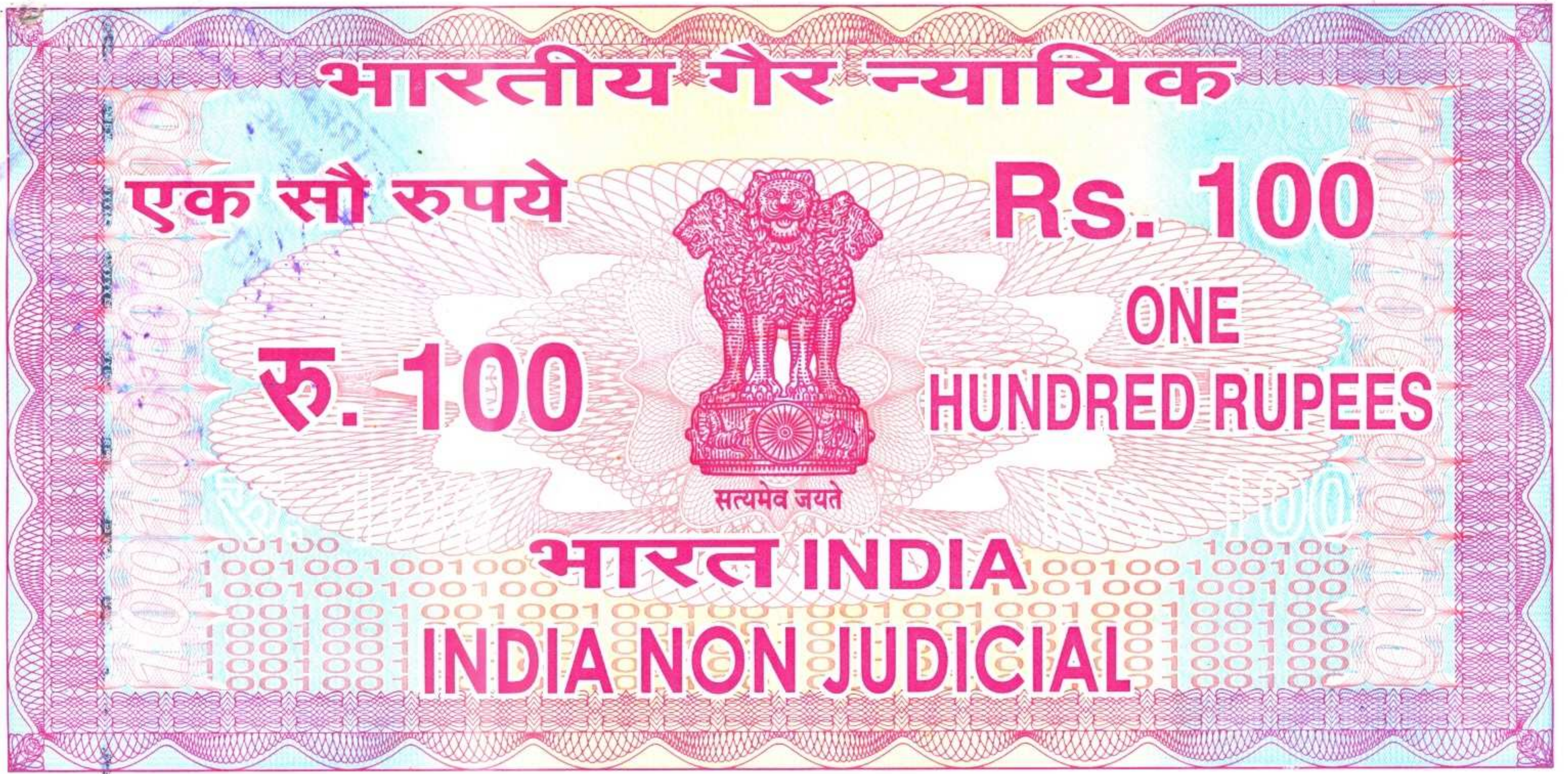
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- control, labor welfare and such other fields of industry along with sociological activities.
- xii) To undertake consultancy in the field of Natural Resources Management, Social Welfare, Industrial Production, Survey and data processing.
- xiii) To compile, process, publish, distribute/sale reports as well as information bulletins in addition to establishments of data and information banks.
- xiv) To establish libraries, reading rooms, audiovisual-aid centers, reference and index libraries, information software centers in synergy with the objectives of the society.
- xv) To establish centers for various educational programs with special emphasis on the technical education while creating opportunities for employment including self-employment.
- xvi) To apply for and accept subscriptions, donations, gifts, grants, loans, contributions and endowments in the interest of the Trust.
- xvii) To assist, subscribe, co-operate and collaborate with or affiliate with or/and enter into agreements with government or non-government organizations having similar or complimentary objectives and programs in the interest of The Trust.
- xviii) To apply for, accept and receive money by borrowing as loan, deposits or advances, whether by offering securities or otherwise from any person whether within India or outside India.
- xix) To establish, maintain, run and/or grant aid and other assistance of building of congregation and/or community halls for the benefit of the masses in general.

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Raman Kumar Patra

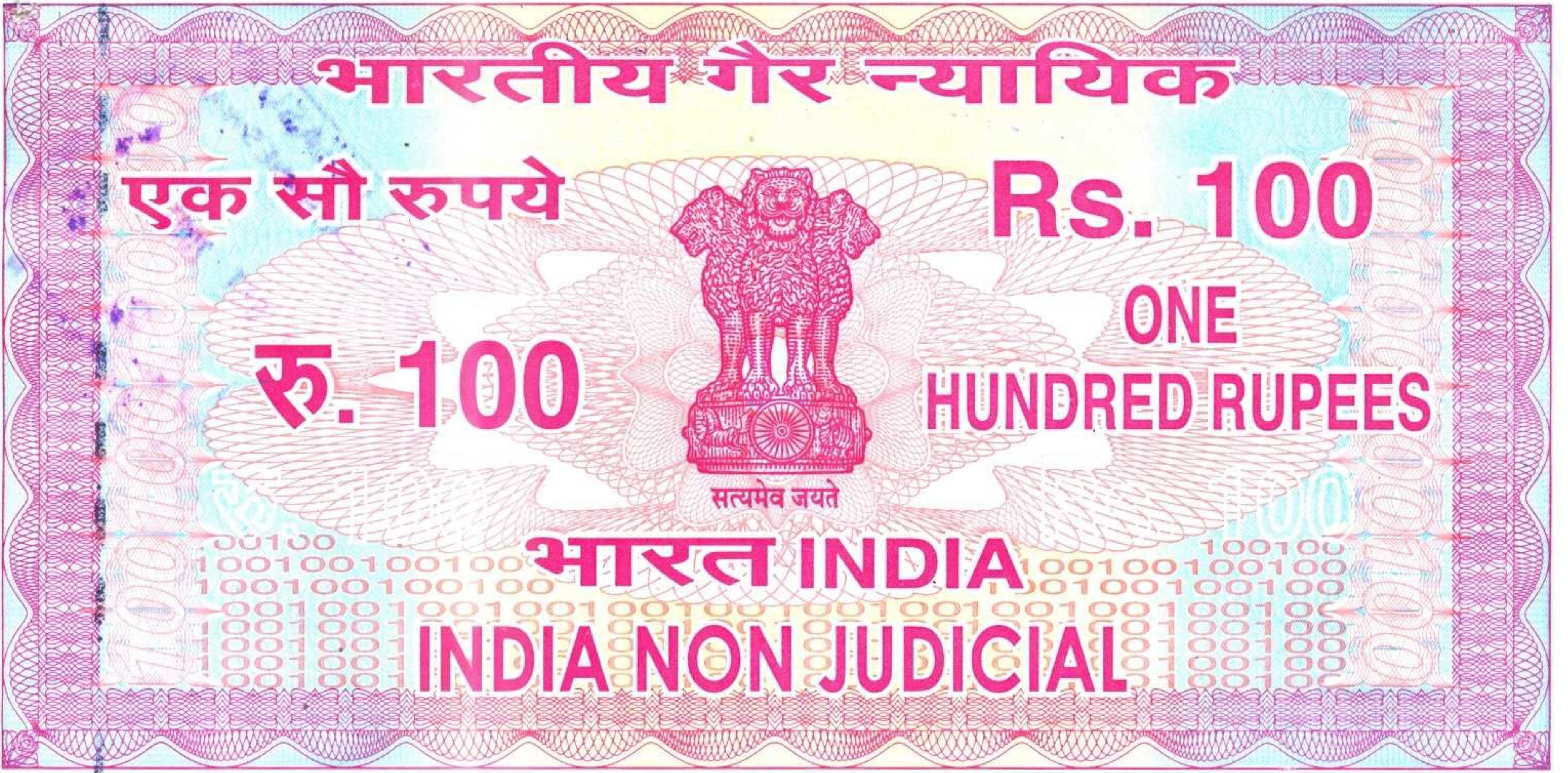


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- xx) To establish and maintain Dharmasalas, Rest House, Poor House or any other charitable institutions for the benefit of all classes at any suitable place or places.
- xxi) To buy, hire, own, mortgage, lease, rent, acquire, dispose off properties as equipments and assets of The Trust.
- xxii) To promote and aid cottage, rural, small scale, khadi and village industries through improved and innovative technical know-how, and to establish centers of production in these fields for creating practical and demonstrative training to maximize production.
- xxiii) To sponsor or help to run academic institutions, hostels for boys and girls; particularly for the weaker sections of the society including SC/ST and women for education and training.
- xxiv) To raise funds for The Trust through subscriptions, donations, grants, loans and subsidies from local bodies, State Governments, Central Government, banks and financial institutions, international agencies and from voluntary organizations who are prepared to assist The Trust for attainment of its objectives.
- xxv) To employ seek and utilize the services (either free or on payment) of the experts for the execution of the objectives of the trust.
- xxvi) To create and manage assets, properties, endowments, funds, etc. in furtherance of the objectives of the trust.
- xxvii) To undertake all lawful activities and to do all such things as are incidental, instrumental and conducive for the attainment of the aims and objects of The Trust enumerated above.

Rama Kanta Patra
Jinendra



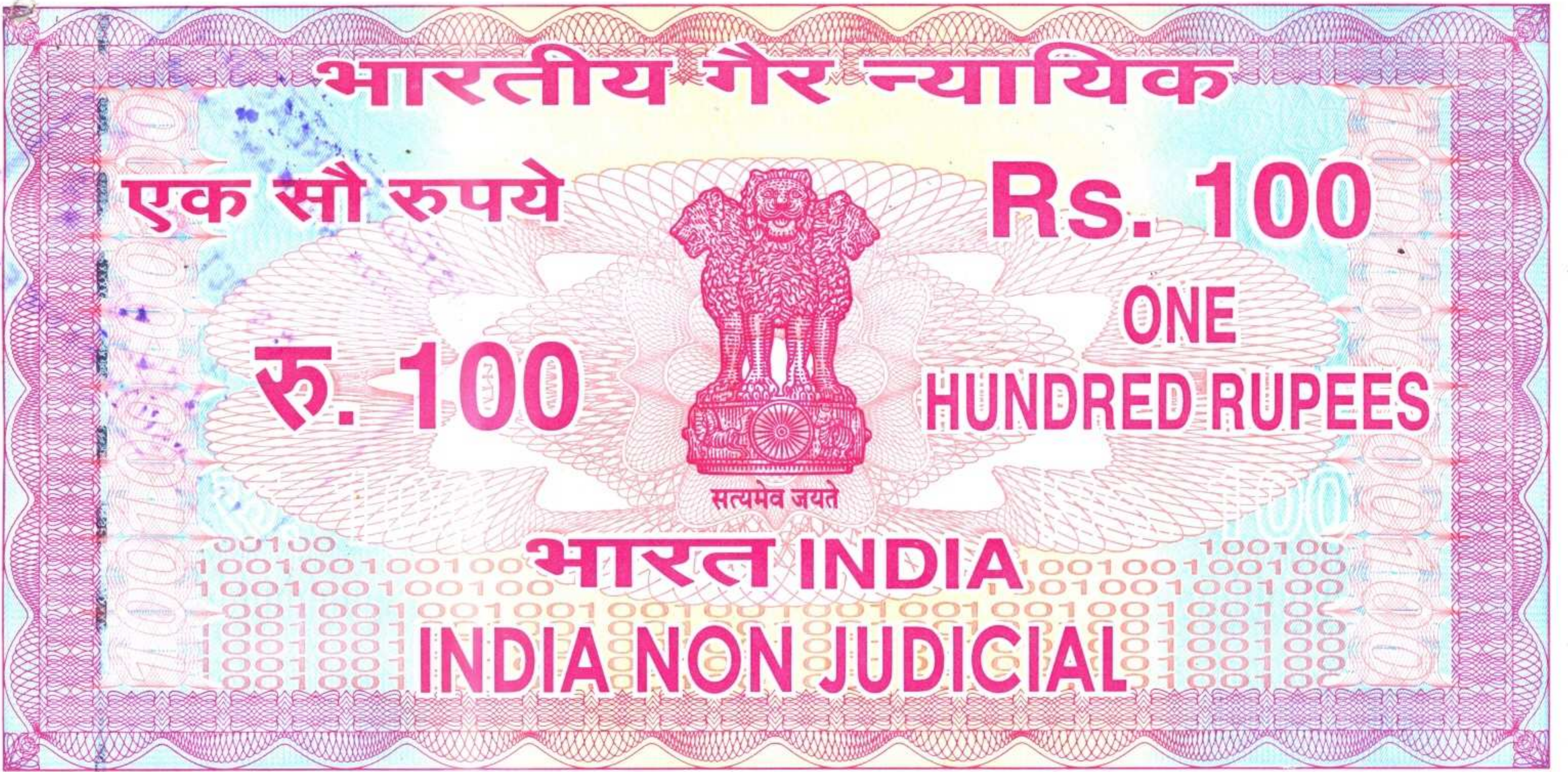
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- xxviii) To undertake such other activities not specifically mentioned hereinabove in the interest of achievements of the aims and objects of The Trust as may be decided by The TRUSTEES from time to time.
- xxix) To establish laboratories, workshops, educational aids and technical facilities for practical training and demonstration; for the students of various courses offered by The Trust.
- xxx) To provide relief, reconstruction and rehabilitation services at the time of natural and man made calamities and to institute a relief fund for this purpose.
- xxxi) To work for the development of Scheduled Caste, Scheduled Tribe, women, handicapped and other underprivileged sections of the society.
- xxxii) To provide for over all development of the uncared children; including establishing residential school and trauma care centre for them and create consciousness among all segments of the society to rise for the cause of the uncared children.
- xxxiii) To undertake community development work, literacy projects and projects for rural employment generation and dissemination of improved technology.
- xxxiv) To undertake any or all activities pertaining to agriculture, education, forestry, health and such other sectors, which are required for the sustainability of the projects/ programs.
- xxxv) To organize and sponsor conferences, exposure visits, seminars, study tours, training programs, workshops, etc., on relevant emerging topics including issues relating to social development.
- xxxvi) To do any other act for the advancement of general public utility not involving the carrying on of any activity without distinction of caste, colour or creed.

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Ramakrishna Patra
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4. APPOINTMENT, RESIGNATION, REMOVAL OF TRUSTEES;

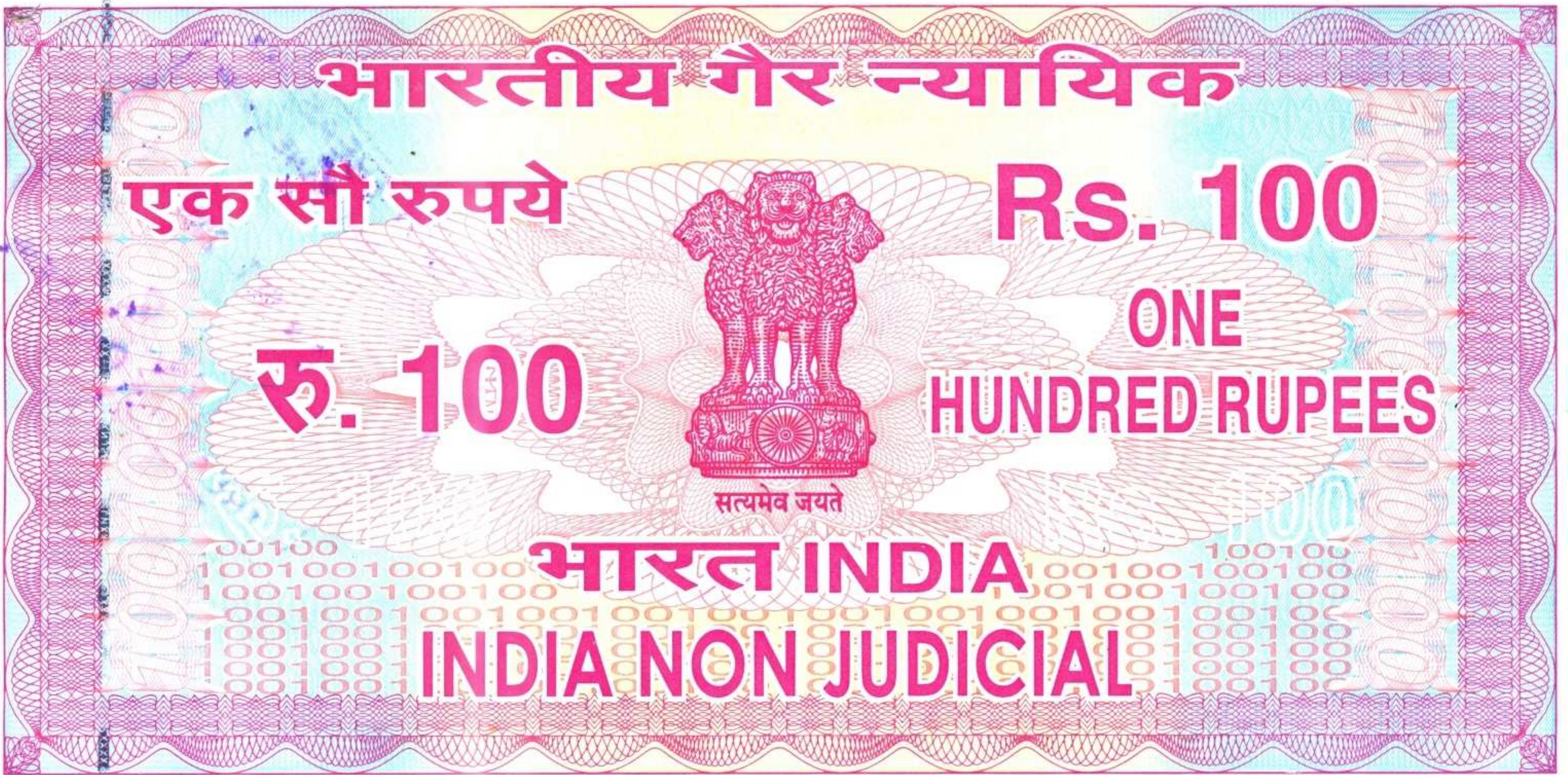
The TRUSTEES of the Trust Property (collectively referred to as the Board of TRUSTEES) on execution of this deed of settlement are the signatories to this deed. Therefore the Board of TRUSTEES such constituted is as given below:

Sl. No.	Name	Address	Designation
01	Sri Vineet Mohan Gupta.	Gupta Niwas, Gupta Cables Compound, Cuttack Road, Bhubaneswar-751006	Chairman-First Trustee
02	Sri Abhishek Gupta.	Gupta Niwas, Gupta Cables Compound, Cuttack Road, Bhubaneswar-751006	Vice-Chairman-First Trustee
03	Sri Jitendra Mohan Gupta	Gupta Niwas, Gupta Cables Compound, Cuttack Road, Bhubaneswar-751006	Member Secretary-First Trustee
04	Sri Harsh Mohan Gupta	Gupta Niwas, Gupta Cables Compound, Cuttack Road, Bhubaneswar-751006	Treasurer-First Trustee

4.1 The number of TRUSTEES of this Trust shall not be less than 2(two) and more than 10(Ten).

4.2 Any Trustee can voluntarily demit the office of the Trusteeship by conveying the same in writing giving one months notice to the Chairman of the Trust. Any of the Trustees can place such communication before the Board of Trustee for their consideration. The resolution of the Board of Trustees supported by three forth majority of all the Trustees shall be binding on such communication.

Ramkrishna Patra
Srinivas Patra



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4.3 Whenever a vacancy in the Board of Trustees arises by death or incapacity of a Trustee, such vacancy shall be filled up by appointing a nominee of such First Trustee who will be an immediate member of family of such Trustee, so as to provide equal representation of Trustees. Such nominee shall become a Life Trustee and shall have all the rights, privileges and responsibilities as the First Trustee.

5. OFFICE BEARERS

5.1 The Chairman shall preside over all the meetings of the Board of TRUSTEES. The Chairman shall enjoy such authorities and responsibilities as the Board of TRUSTEES may decide from time to time. **Mr. Vineet Mohan Gupta**, First Trustee shall act as the Chairman.

5.2 Vice-Chairman: The Vice-Chairman shall preside over all the meetings of the Board of TRUSTEES in the absence of the Chairman. The Vice-Chairman shall enjoy such authorities and responsibilities as the Board of TRUSTEES may decide from time to time.. **Mr. Abhisek Gupta**, First Trustee shall act as the Vice-Chairman.

5.3 Member-Secretary: The Member-Secretary shall be the person responsible to convene all ordinary meetings. The Member-Secretary shall preside over all the meetings of the Board of TRUSTEES in the absence of the Chairman and the Vice-Chairman. The Member-Secretary shall enjoy such authorities and responsibilities as the Board of TRUSTEES may decide from time to time **Mr. Jitendra Mohan Gupta**, First Trustee shall act as the Member-Secretary.

5.4 Treasurer: the Treasurer shall be the person responsible for managing the funds & other financial resources of the Trust. The Treasurer shall enjoy such authorities and responsibilities as the Board of TRUSTEES may decide from time to time.. **Mr. Harsh Mohan Gupta**, First Trustee shall act as the Member-Secretary.

Rama Kumar Patra
Jitendra Mohan Gupta



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5.5 The Board of Trustees may create other offices and select office bearers for such other offices created. Any such resolution of the Board of Trustees to create such other offices and appoint such other persons as office bearers shall be effective if and only if vetted by the Chairman of the Trust. Such office bearers shall enjoy such authorities and responsibilities as the Board of Trustees may decide from time to time.

6. MEETING OF THE TRUSTEES

6.1 All meetings of the Board of TRUSTEES shall ordinarily be convened by the Member Secretary. However any First Trustee supported by at least **one third** of the total number of TRUSTEES can convene an extra ordinary meeting.

6.2 Recording of Minutes: All discussions of the meetings of Board of TRUSTEES shall be recorded. The procedure of, format, approval, storage, retrieval, disposal of the records of the minutes of meeting of the Board of TRUSTEES shall be decided by the Board of TRUSTEES from time to time. The resolution of the Board of TRUSTEES in this regard supported by Majority of all the TRUSTEES shall be final. In case of equality of votes, the chairman shall have a second or casting vote provided, however, that no question touching the disposal of the corpus or part thereof any of immovable property, will be decided and disposed off except in accordance with the votes of majority.

6.3 Quorum: The quorum for meeting of the Board of TRUSTEES shall be 1/3 rd (One Third) of the total number of the TRUSTEES.

6.4 Other Meeting Modalities: Meeting of Board of TRUSTEES shall also include tele-conferencing, video conferencing, other modes of electronic conferencing and proposal circulation among Board of TRUSTEES.

6.5 A resolution in writing circulated amongst all the TRUSTEES and passed by three fourth (3/4th) majority of the TRUSTEES shall be as valid and effectual as if it has been passed at a meeting of the TRUSTEES duly called and convened.

Rama Kanta Patra
Amulya Patra



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6.6 The meeting of the TRUSTEES shall be held at such place or places as the TRUSTEES may from time to time decide.

6.7 A Trustee shall cease to be Trustee in any of the following events:-

- If he/she applies to be adjudicated as insolvent ;
- If he/she is adjudged insolvent;
- If he/she is convicted of an offence involving moral turpitude;
- If he/she becomes lunatic or of unsound mind;
- If he/she voluntarily resigns his/her office.
- If he/she dies.

6.8 Resolution Subjects: The Board of TRUSTEES shall from time to time prepare lists of subjects to be considered by the Board of TRUSTEES, Chairman, Vice-Chairman, Member-Secretary, TRUSTEES, other office bearers and corresponding procedures for consideration and decision making. All subjects shall be considered and decided by the Board of TRUSTEES.

6.9 The Principal office of the Trust shall be in Bhubaneswar unless changed by the TRUSTEES for the purpose of better and efficient management of the affairs of the Trust.

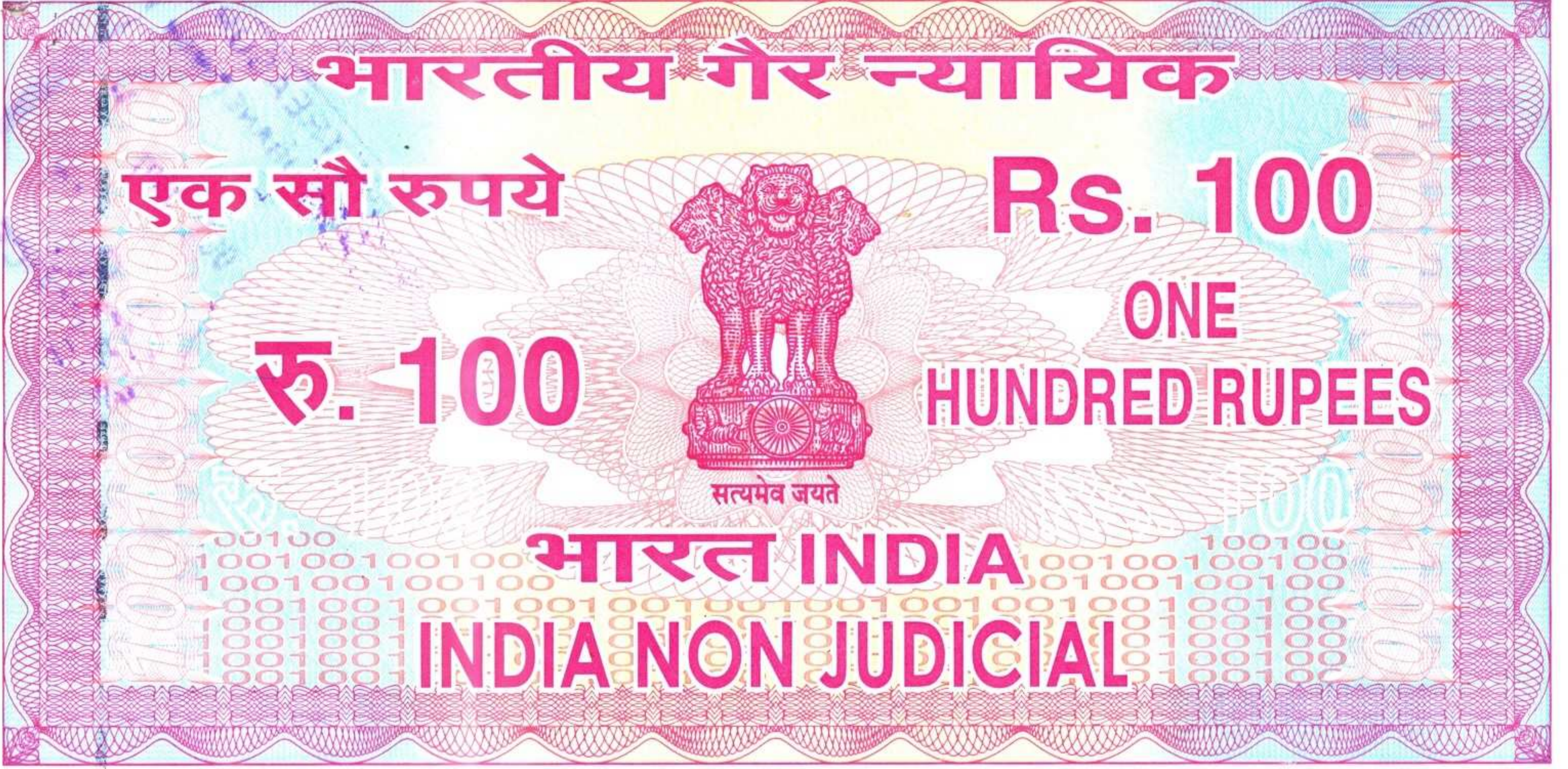
7. POWERS OF THE BOARD OF TRUSTEES

For the furtherance of the objects of the Trust and in accordance with the provisions of Income tax Act, the investment or use of Trust Funds for the time being in force the TRUSTEES shall have following powers to:

7.1 Receive on behalf of the trust such contributions, donations and gifts in form of cash or movable and immovable properties.

(2)

Reman Kumar Patra
Principal Officer



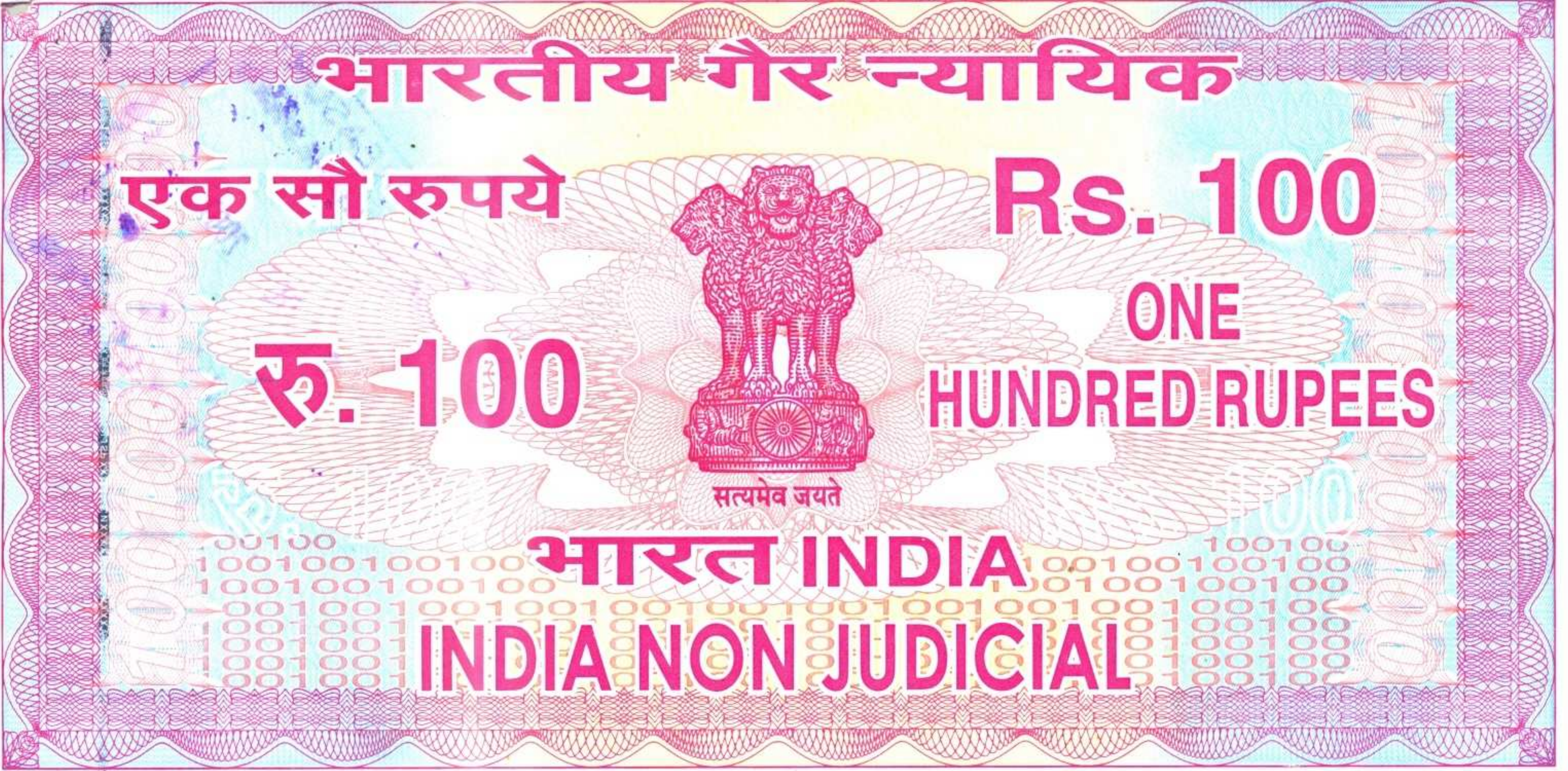
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- 7.2 To invest and keep invested the TRUST FUND in a scheduled bank and /or Post Office Savings Bank/or invest in approved Government securities and/or in the purchase of movable/immovable property or in shares, stocks or debentures or other securities or in deposits with or loans to any company, Trust/Societies or any other persons as mentioned in Sub section 5 of Section 11 of Income tax Act, 1961.
- 7.3 To convert, call-in or otherwise dispose of immovable properties of the Trust and reinvest or change the nature of investment contained herein such that the investment shall be in accordance with the provisions of Income Tax Act, 1961 and the rules framed there-under from time to time.
- 7.4 To borrow money or raise loans either by mortgaging the Trust Properties or otherwise for the purpose of carrying out the objects of the Trust.
- 7.5 To let out, demise any immovable property comprised in the Trust Fund for such period and such rent, as the TRUSTEES may in their discretion think fit.
- 7.6 Open and operate Bank Account or Accounts in any Bank. Any such account or accounts shall always be operated jointly by the Treasurer and another Trustee authorized by the Board of TRUSTEES from time to time. The authorization of the TRUSTEES shall be effective if and only if supported by all the First TRUSTEES and simple majority of all the TRUSTEES including the First TRUSTEES.
- 7.7 Appoint personnel and fix their remuneration in such a manner as they deem fit.
- 7.8 Delegate any or all their duties and powers to such other person(s) as they may deem fit and with the approval of majority of Board of Trustees.
- 7.9 Pay for expenses for administering the Trust and fulfilling the objects of the Trust.

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Ramesh Kumar
P.O.
Kishore Kumar



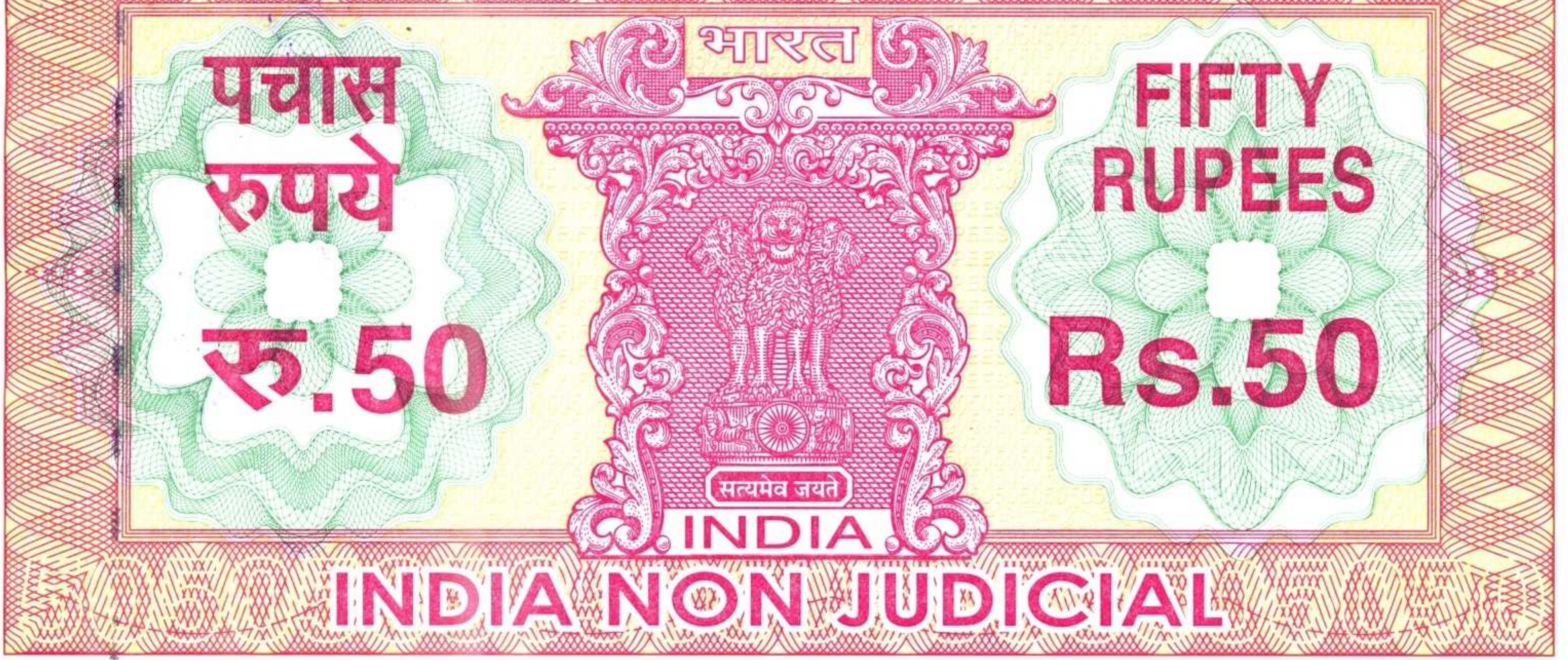
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- 7.10 The TRUSTEES shall have the power to do other lawful things as are incidental in carrying out the administration and management of the Trust and incur such expenses therefore.
- 7.11 The TRUSTEES may frame rules, by-law or regulation for the day-to-day administration or management of the Trust and also frame rules, by-law or regulation regarding duties and responsibilities of the TRUSTEES for carrying out the objects of the Trust and also regarding the appointment of the committees and sub-committees, their duties and obligations and all such other matters connected with or relevant to the Trust and its administration.
- 7.12 To appoint Constituted Attorneys or Agents and to delegate to such attorneys or Agents all or any of the powers vested in them under the presents and from time to time remove such attorneys or agents and to appoint another in his or their place.
- 7.13 To joint, co-operate or amalgamate this Trust with other or others having similar or allied objects upon such terms and conditions as the TRUSTEES may in their discretion think fit particularly having regards to and in conformity with the objects and nature of this Trust.
- 7.14 To take over, acquire, manage, control or aid any existing institution or institutions having objects either wholly or in part similar to the objects of this Trust on such terms and conditions as may be thought expedient.
- 7.15 The TRUSTEES shall have the power at their uncontrolled discretion instead of acting personally to employ and pay any agent (including any bank) to transact any business or to do any act whatsoever in relation to the trusts of these presents including the receipt and payment of moneys without being liable for loss and shall be entitled to be allowed and paid all charges and expenses incurred thereby.
- 7.16 It shall be lawful for the TRUSTEES to borrow moneys either on the security of any property comprised in the Trust Fund or otherwise for all a or any of the purposes of these

Ramakrishna Acharya
Trustee

भारतीय गैर न्यायिक



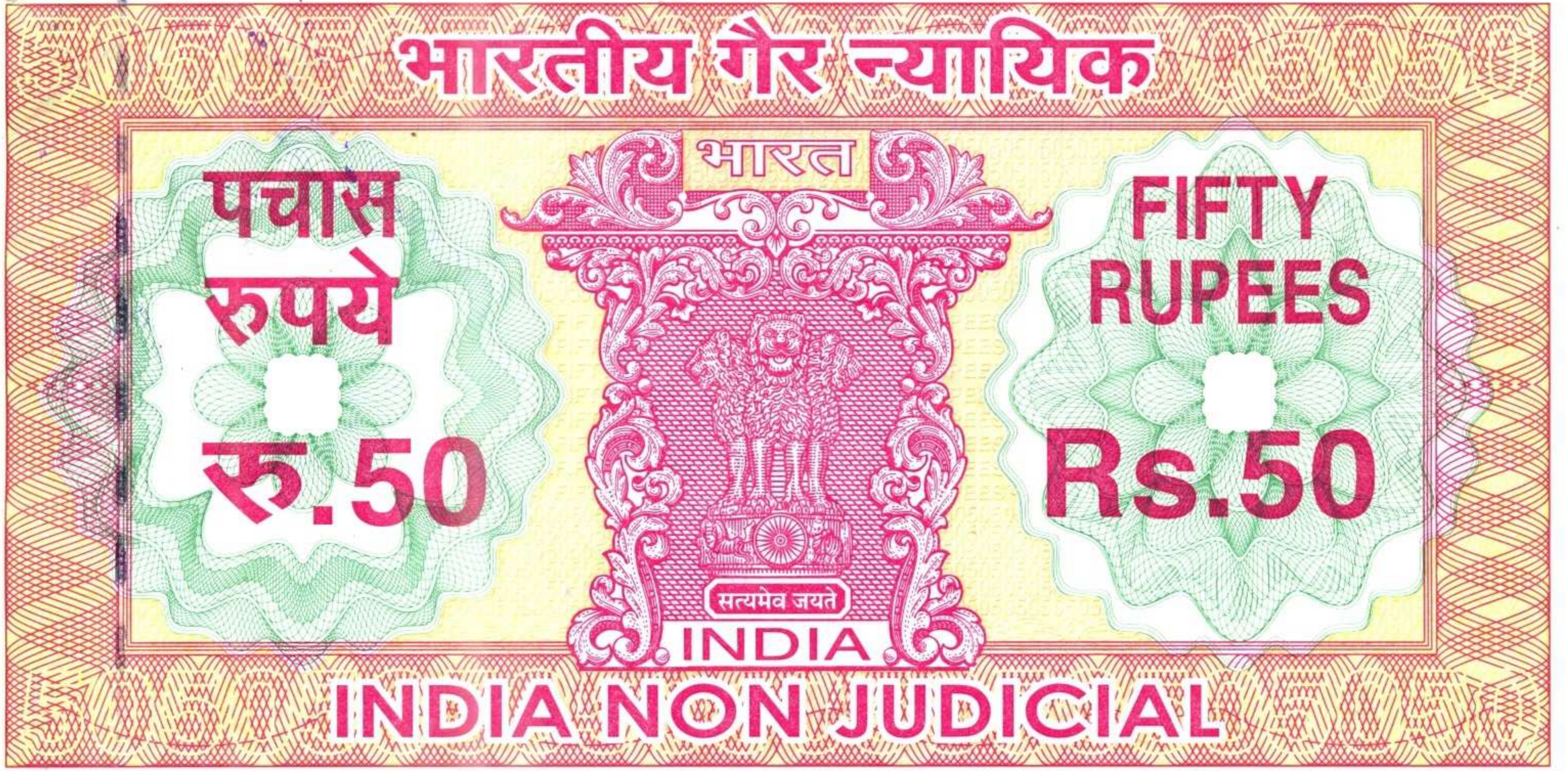
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presents and it shall be lawful for the TRUSTEES to make such borrowing on payment of such interest and otherwise on such terms and conditions as they may in their absolute discretion think fit.

- 7.17 It is expressly declared that no part of the trust property or its income shall be applied for any purpose which is not a public charitable purpose in law and if any provision hereof can be construed to authorised the Trustee to utilise the trusted assets or its income for any non-charitable purpose all the powers and provisions shall be construed as being subject to such restriction and limitation.
- 7.18 No trustee will be liable for any act of omission or commission on the part of his /he co-trustee or any agent appointed by them or any of them, in course of the discharge of their duties.
- 7.19 Any Trustee of the Trust who may be employed in any profession or work and render any professional or special service relating to or in connection with the Trust or any property that may be comprised in the Trust shall be entitled to and be paid all usual and proper professional charges and remuneration for any work done or services rendered by him. Such coats and expenses shall be paid out of the income of Trust Estate .
- 7.20 The TRUSTEES will not be entitled to revive any remuneration as TRUSTEES unless approved by applicable laws in force. But they may reimburse themselves of all expenses actually incurred by them in connection with the Trust or other duties relating thereto. This provision is made subject to provision in Clause no.719 above.
- 7.21 Any Trustee can voluntarily demit the office of the Trusteeship by conveying the same in writing to the Chairman of the Trust. Any of the TRUSTEES can place such communication before the Board of Trustee for their consideration. The resolution of the Board of TRUSTEES supported by three forth majority of all the TRUSTEES shall be binding on such communication.

Raman Kumar Patra
Trustee



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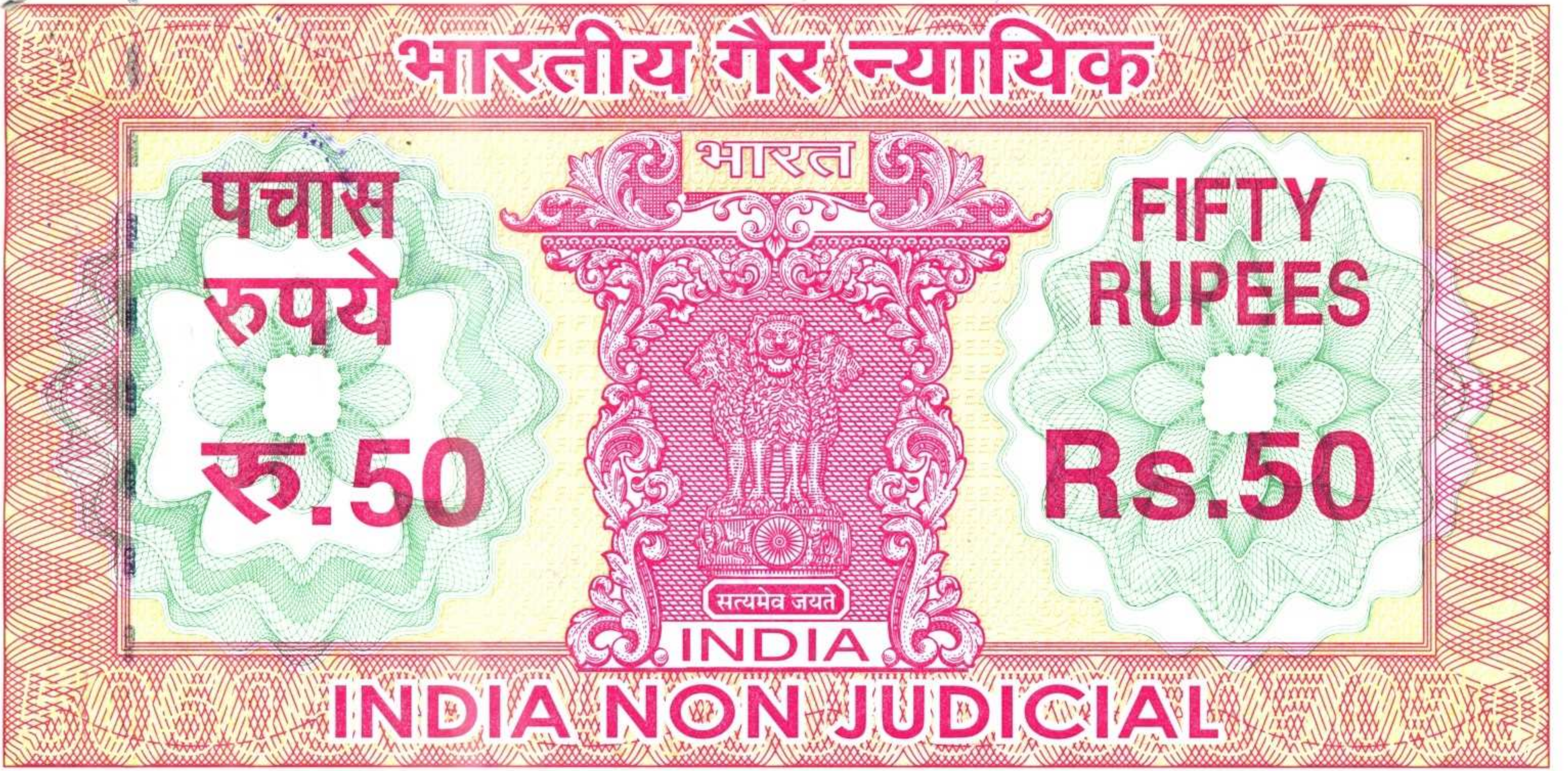
7.22 It shall be lawful for the TRUSTEES of these presents at any time if they so desire to transfer and handover the Trust Funds in their possession or control to any other society, corporation, Institution, Trust or organisation on such terms and conditions as TRUSTEES shall in their absolute discretion think fit and proper to the powers, provisions, agreements and declarations, appearing and containing in the presents subject to such modifications as may be necessary. Consequent to the transfer of the Trust Funds to such society, corporation, Institution, Trust or organisation and on the said society becoming the TRUSTEES of these presents the TRUSTEES for the time being of these presents shall become discharged from the Trust hereof relating to such Trust funds or properties which may be transferred or conveyed as aforesaid.

7.23 The TRUSTEES for the time being will be at liberty to appoint additional Trustees within the number mentioned above for such period or on such terms as to retirement and reappointment as the TRUSTEES for the time being consider proper.. Any Trustee during his lifetime may nominate a person amongst his blood relation, i.e., father, mother, husband/wife, brother, sister, son, daughter-in-law, daughter and such nominated person will automatically be the trustee in his place, upon his request during his life time. If any Trustee dies, retires, become unfit or incapable to act, such trustee's spouse or any other family member nominated by such trustee's spouse shall be the trustee in his place. In the event of all the Trustees dying, the spouse of such trustees or persons nominated by such Trustees by will or deed shall act as Trustee. The above does not require any acceptance from other trustees or from any committee and such trustee shall not be required to pay any memberships fee also. ~~A person shall cease to be a Trustee if he is requested to resign by ¾ or as near thereto as possible, of the remaining Trustees.~~

7.24 List of Other Powers: The Board of TRUSTEES shall from time to time prepare lists of other powers to be considered by the Board of TRUSTEES, Chairman, Vice-Chairman, Member-Secretary, Treasurer, Trustee's, other office bearers and corresponding procedures for consideration and decision making. Any such resolution of the Board of TRUSTEES to prepare list of other powers and procedures shall be effective if and only if supported by all the First TRUSTEES, Life TRUSTEES and simple Majority of all the

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Ramesh Chandra Patra
Ajit Kumar Patra



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TRUSTEES including the First TRUSTEES. Till such list of powers and procedures are prepared by the Board of TRUSTEES, all powers as Permissible under the Indian Trusts Act, 1882 with up-to-date amendment and all powers, which are not specifically prohibited under any Indian Law, shall be considered and decided by the Board of TRUSTEES.

8. POWERS OF CHAIRMAN

- (a) The management and work of the Trust shall be carried on by the Chairman of the Trust, subject to the control and supervision of the Board of Trustees.
- (b) Without prejudice to the general powers conferred by these presents but in the furtherance thereof it is expressly declared that the Chairman of the TRUST shall have the following powers :-
- (I) To pay the cost, charges and expenses, preliminary and incidental to the promotion, formation, establishment and registration of the Trust.
 - (II) To appoint and at his discretion remove, suspend such Manager, secretaries and other officers, clerks agents and servants for the Trust or its institutions for permanent or temporary or special services as he may from time to time think fit, and to determine their powers and duties and fix their salaries, emoluments and to require security in such instance and to such amount, as he may think fit.
 - (III) To institute, conduct, defend, compound, refer to arbitration or abandon any legal proceedings by or against the trust or otherwise concerning the affairs of the Trust and also to compound and allow time for payment or

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Amulya

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satisfaction of any debts due and of any claims or demands by or against the Trust and act on behalf of the Trust in all matters.

- (IV) To refer any claims or demands by or against the Trust or to enter into any contract or agreement for reference to arbitration and observe and perform the awards.
- (V) To make and give receipts and release and other discharge for money payable to the Trust and of the claims and demands of the Trust.
- (VI) To invest and deal with any of the money of the Trust not immediately required for the purpose thereof upon such securities and in such manners as he may think fit and from time to time to vary or realize such investments.
- (VII) To enter into all such negotiations and contracts and execute and do all such acts, deeds and things in the name and on behalf of the Trust as he may consider expedient for or in relation to any of the matters aforesaid or otherwise for the purpose of the Trust.
- (VIII) To raise or borrow any sums of money for and on behalf of the Trust form any bank, company or person, and may from time to time secure the payment of such money in such manner and upon such terms and conditions in all respects as he respects as he thinks fit.
- (IX) To purchase or otherwise acquire for the Trust any property, rights or privileges which the Trust is authorize to acquire at such price and generally on such terms and conditions as he thinks fit.

Barakumar Patra
Barakumar Patra

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(X) To appoint any persons to be the attorney or agents of the Trust, with such powers and upon such terms as may be thought fit.

(c) The Chairman of the Trust shall at all times during the continuance in the office of Chairman have the right to delegate his powers to any of the remaining trustees.

9. CUSTODY OF DOCUMENTS

The Member Secretary or his/her nominee or any other TRUSTEES if so authorized by the Board of TRUSTEES shall have the custody of documents, deeds of title regarding the Trust properties and investment, books of title regarding the Trust Properties and investment, books of accounts and other records relating to the Trust and shall be responsible for the preservation of the same.

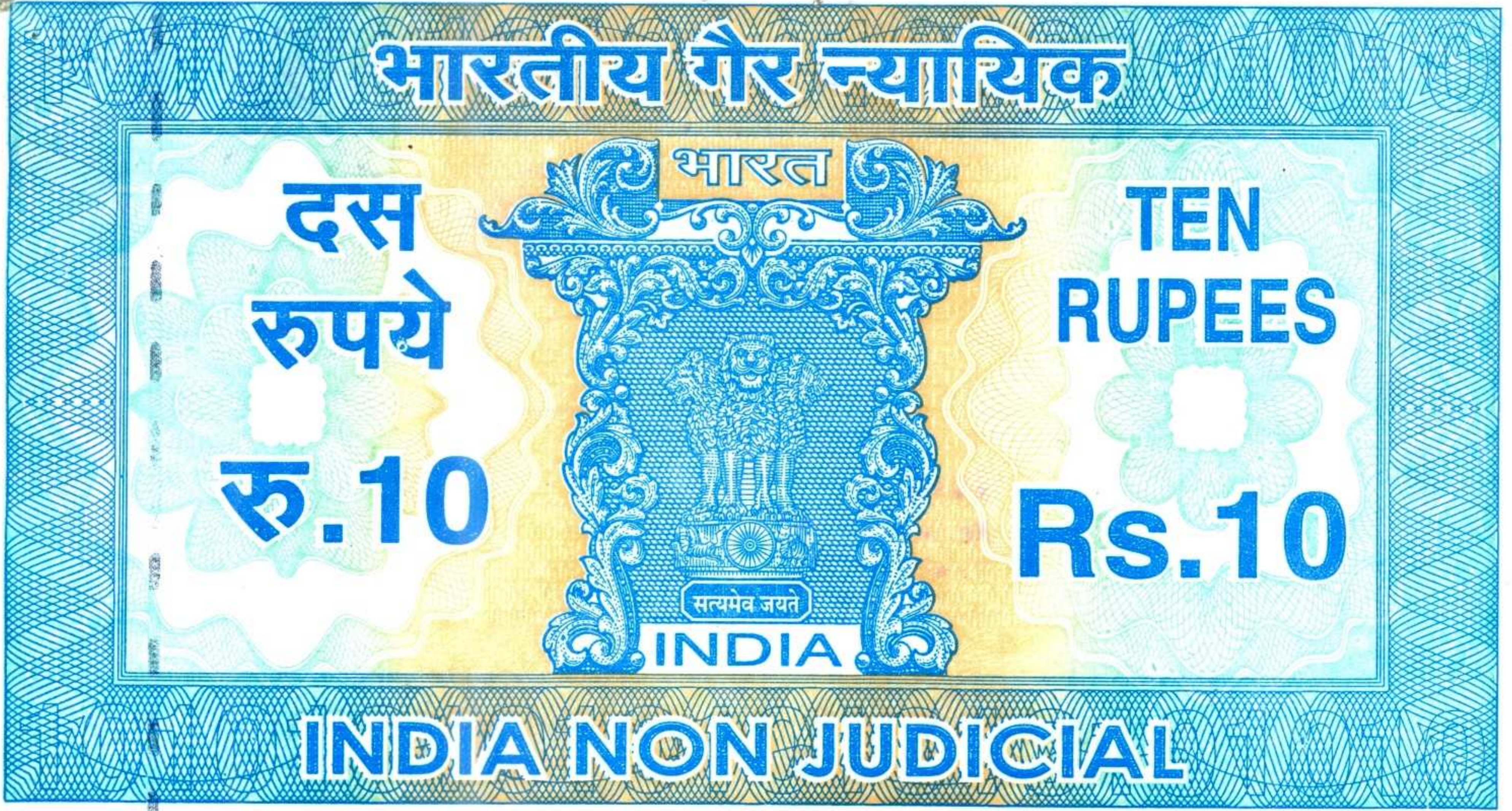
10. ADVISORY BODY AND COMMITTEE

For a proper and efficient administration of the Trust and for the furtherance of the objects of the Trust,

10.1 The TRUSTEES may appoint experts, nominate advisors and secure their service and advises in the interest of the Trust and incur necessary expenditure therefore.

10.2 The Board of TRUSTEES may appoint committee or committees and entrust with them the powers to execute or administer the projects undertaken by the Board while carrying out the objects of the Trust and incur necessary expenses therefore.

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10.3 Resolution Process of Board of TRUSTEES: A resolution of the Board of TRUSTEES to be effective shall have to be supported by all the First TRUSTEES and simple majority of all the TRUSTEES including the First TRUSTEES.

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11. EXCLUSION OF THE SETTLER AND IRRECOVABILITY

It is hereby specifically declared that all the Trust Property and income thereof shall be used only for the purposes specified in this deed of the Settler and no part of the Trust Property or income thereof shall be paid to or applied for the benefit of the Settler in any circumstances whatsoever. The Settler has no right, title or interest whatsoever in the Trust Property and hereby declares that she has reserved no benefit for herself and further declared that this is an irrevocable deed.

12. ACCOUNTS & AUDIT

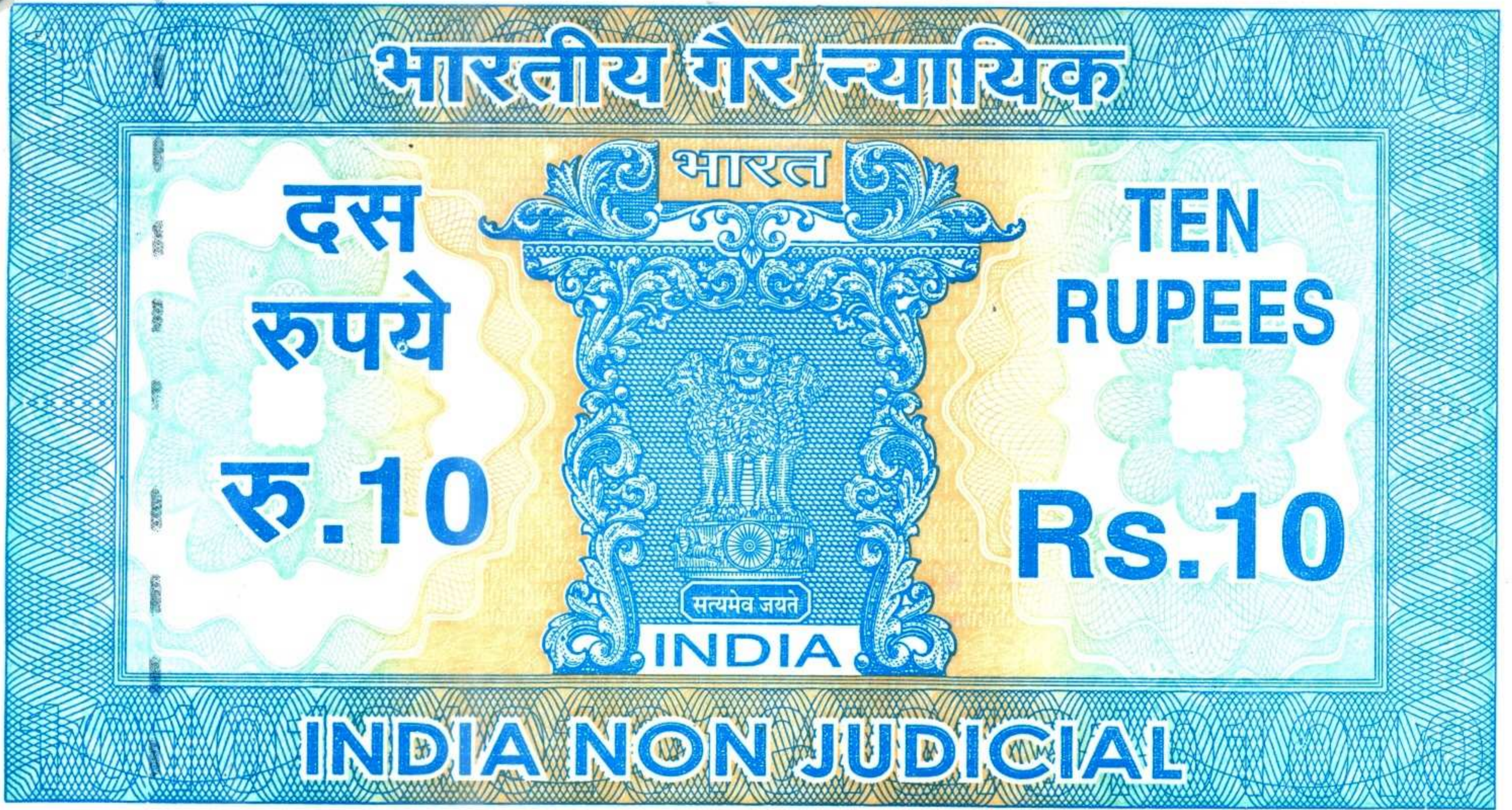
12.1 The Chairman shall cause true accounts to be kept of the assets and liabilities of the Trust and all sums of money or property received and expended by the Trust and all the matters in respect of which such receipts and expenditure take place.

12.2 A statement of accounts and a budget shall be made out in every year and passed by the Board of trustees. The year of the Trust will be financial year i.e. 1st April to 31st march, unless varied by Trustees.

12.3 Once atleast in every year the accounts of the Trust shall be examined and the correctness of the same certified by a Auditor/ Chartered Accountant.

13. LIFE OF THE TRUST, DISSOLUTION

13.1 Life of Trust: The Trust shall continue so long not specifically resolved by the Board of TRUSTEES to terminate to terminate the Trust. A resolution of the Board of TRUSTEES to terminate the Trust shall be effective if and only if supported by all the



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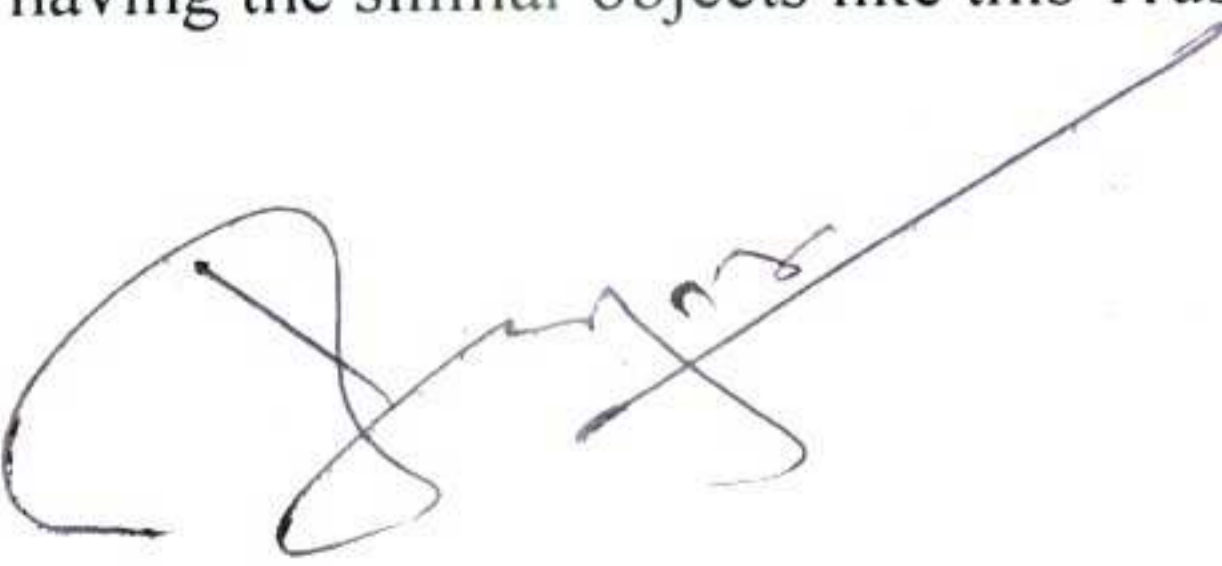
First TRUSTEES and three fourth majority of all the TRUSTEES including the First TRUSTEES in a meeting specially called for after clearing all the liabilities and debts of the Trust.

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- 13.2 Dissolution by order of a Court of Competent Jurisdiction: The Trust may be dissolved by a specific order of a Court of Law having jurisdiction on this deed.
- 13.3 Trust Property and Liability on dissolution: The Trust Property and/or Liability on the dissolution of the Trust shall be transferred to another similar Trust with similar objective and /or similar beneficiary unless otherwise directed by a Court of Law having jurisdiction on this deed.

14. GENERAL

- 14.1 The provision of the Indian Trust Act, 1882 shall apply to this deed, incase where this deed of Trust doesn't make any express provisions thereof.
- 14.2 Subjects as aforesaid the TRUSTEES shall have powers from time to time to make and alter or amend the rules and regulations made with regard to the conduct of the business and all matters in respect of which any power or duty is hereby invested in them as they think proper.
- 14.3 If the Trust fails for any reason in the opinion of the TRUSTEES, the assets of the Trust both movable and immovable shall be handed over to any other Charitable Trust having the similar objects like this Trust.

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IN WITNESS WHERE OF the Settler and the First TRUSTEES have hereunto put their respective signatures this 24th day of October' 2007.

WITNESS


1.


(RAMAKRUSHNA
PATRA)
Plot No 493, N-Taraji
Bhubaneswar. 751002

2.



Vineet M. Gupta
S/o Mr. B. R. Gupta
Gupta (ables) Ltd
Station Road, BBL-6

SETTLER


5/12/07

The above named settler is my client and this instrument has been drafted by me as per the instruction of my client and has been typed by me in my office.

(ADVOCATE)


(B. B. R. S. J.)