

**INC-13**  
**THE COMPANIES ACT, 2013**  
**[A COMPANY LIMITED BY SHARES CAPITAL**  
**AND REGISTERED U/S 8 OF THE ACT,2013]**

**Memorandum of Association**  
**of**  
**GU CONSULTANCY FOUNDATION**

- I.** The name of the Company is GU CONSULTANCY FOUNDATION.
- II.** The registered office of the Company will be situated in the State of Gujarat.
- III.** The objects for which the Company is established are:
  - A. The objects to be pursued by the company on its incorporation are:
    - a. To host, promote and support research, consultancy and allied concepts across the university, affiliated institutes and throughout the academic ecosystem of Gujarat as well as for national and international, public and private sector.
    - b. To establish dedicated research and consultancy cells in coordination with industries and if need be, play the role of facilitator and/or operator of the same. To seek grants, donations and any other form of financial assistance for operational needs from public and private sector players from national and international domain.
    - c. To develop, frame and implement policies to support research and consultancy for government and academic institutes. To undertake research and consultancy activities with foreign academies and industries.

However the company shall apply its Profits, if any or other Income in promoting its objects and to prohibit the payment of any dividend to its members.

No object of the company shall be carried out without permission of competent authority and no objects of the company shall be carried out on commercial basis.

B. Matters which are necessary for the furtherance of the object specified in Clause III-A are:

1. To develop framework, schemes, rules and regulations and implement policies, strategies and best practices to deploy objects of the Company and by-laws for conducting the affairs of the Company from time to time.
2. To work on promotion of research and consultancy through participation in and hosting of events, seminars, work-shops, symposiums of national and international level held anywhere across the globe.
3. To act as an informed and active owner and establish a clear and consistent ownership policy with governance in a transparent and accountable manner, with the necessary degree of professionalism and effectiveness.
4. To provide policy, operational and/or financial support to other local, national and international institutes of repute for establishing and operating of research and consultancy cells.
5. To sensitize and promote culture of creativity, innovation, design and entrepreneurship among students, faculty members and allied stakeholders in the ecosystem.
6. To engage in multi-party relationships with public, private, academic, industrial, governmental national and international players for research and consultancy assignments and projects.
7. To assist research and consultancy of students and faculty through necessary support activities including funding, technology support, IPR support, marketing, networking, business structuring, financing and management support.
8. To provide financial, managerial and knowledge assistance to research and consultancy projects in the form of linkages to venture capital groups, angel funds, and other funding agencies, against a fee or a commission.
9. To build linkages, partnerships and associations with other research and consultancy establishments from public and private sector such as the government, universities, educational institutes, incubators, accelerators, funding agencies, policy making agencies, etc. from Indian and international ecosystem.
10. To deploy interventions and exposure programs for capacity building, skill development and training of faculty members, teachers, students,

researchers, startups and allied stakeholders to develop innovation and entrepreneurial abilities.

11. Penetrate the support to last mile students, research assistants and create decentralized facility for best possible pre-incubation, incubation and acceleration support for young innovators and startups.
12. To facilitate the dissemination of information by organizing, managing, conducting, sponsoring, promoting, advertising various events, festivals, felicitation functions, fairs, future-vision seminars on forecasting of trends in technology of mutual interest to the society, conferences, symposium, conventions, tutorials, lecture series, boot-camps, workshops, exhibitions and allied platforms and interventions to give exposure to all stakeholders promote and showcase creativity, innovation and Startups in India and abroad.
13. Give assistance to institutes, deserving students or other scholars or consultants or person to enable them to pursue their studies or pursuits of research and for establishing, conducting or assisting any institution, fund, trust having any one of the aforesaid objects as one of its objects.
14. To send out to foreign countries, its director, employees or any other person or persons for investigation possibilities of main business or trade procuring and buying any machinery or establishing trade and business connections or for promoting the interests of the company and to pay all the expenses incurred in the connection.
15. Create a common platform to showcase, support and upscale innovations for motivating stakeholders.
16. To build linkages, partnerships, associate, co-operate, collaborate, amalgamate or enter into any agreement with other start-up support systems and start-up ecosystem stakeholders such as the government or authorities (municipal, local or otherwise) or any corporations, companies, or persons, or any co-operative society or organization, universities, educational institutes, incubators, accelerators, funding agencies, policy making agencies, mentors in any part of the world, which may seem conducive to the Company's objects or any of them as principals or agents and for cultivating research and development, training, consulting, investment advisory, capacity building of incubator, providing and creating new resources through building a community of advisors and well-wishers from India and abroad for exchange programs and mutual benefiting causes and obtain any contracts, rights, charters, licenses, concession, money, privileges and concessions which the Company may think desirable and to carry out, exercise and comply with any such contracts, rights, privileges and concessions.

17. To enter into partnership, joint venture, consortiums, Association, or into any other arrangements for the sharing of profits, union or interest, co-operation, joint venture reciprocal concessions or otherwise, with any person, firm or company carrying on or engaged in or about to carry on or engage in any business or transaction whether this Company is authorized to carry on or engage in any business or undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the Company and to lend money, to guarantee the contracts of or otherwise assist any such persons, firm or company and to take or otherwise acquire and hold shares or securities of any such person, firm or company and to sell, to reissue with or without guarantee or the same.
18. Establishing, conducting or assisting any institution, fund, trust having any one of the aforesaid objects as one of its objects.
19. Subject to the provisions of the Companies Act, 2013 to amalgamate, enter into partnership, collaborations or into any arrangement/s, union of interests, cartels, co-operation, joint venture or reciprocal concession or for limiting competition with any person or persons, firm or Company or body corporate carrying on or engaged in or about to carry on, and to lend money, to guarantee the contracts of or otherwise assist or subsidize any such Company or persons and to take or otherwise acquire Guarantee and securities of any such Company and to sell, hold, reissue with or without guarantee or otherwise deal with the same and to give to any person or Company special rights or privileges in connection with control over such Company.
20. To negotiate and enter into agreements and contracts with any entity including Indian and foreign individuals, companies, corporations and such other organizations for technical, financial or any other such assistance for carrying out all or any of the main objects of the Company or for the purpose of activity of research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.
21. To establish, promote, co-operate with, become a member of, act as, or appoint trustees, agents, or delegates for control, manage, superintend, afford financial assistance to or otherwise assist the research work of the Company and institutions and other bodies engaged in similar objects or for objects of innovation and entrepreneurship and for public good.
22. Create systematic efforts and institutionalize support system for IPR, technology transfer, IP awareness, creation and commercialization.

23. To apply for, obtain, purchase or otherwise acquire and prolong and renew any patents, patent-rights, brevets, inventions, processes, scientific technical or other assistance, manufacturing processes, know-how and other information, designs, patterns, trade-marks, licenses, concessions and the like rights or benefits, conferring an exclusive or non-exclusive or limited or unlimited right of use thereof, which may seem capable of being used for or in connection with the main objects of the company or the acquisition or use of which may seem calculated directly or indirectly to benefit the company on payment of any fee royalty or other consideration and to use, exercise or develop the same under or grant licenses in respect thereof or otherwise deal with same and to spend money in experimenting upon testing or improving any such patents, inventions, rights or concessions.
24. To purchase or otherwise acquire, import, exchange, build, carry out, equip, maintain, alter, manipulate, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores, buildings, machinery, apparatus, tools labor lines and houses and warehouses and such other works and conveniences necessary for carrying on the main business of the Company.
25. To create, provide, maintain and conduct or otherwise, subsidize, endow, assist R&D, research laboratories and experimental workshops for scientific and technical research and experiments, investigations, and inventions, libraries, lecture, meetings and conferences and other infrastructure based support systems as needed for innovators and start-ups and by providing and remuneration of scientific or technical professors or teachers
26. To setup, manage and operate testing and standardization facilities for the benefit of incubated companies and other industrial clients.
27. To bid for competitive and contract research and development projects from Indian and International organizations and to build teams of students, mentors and professionals to execute these projects.
28. To Invest and facilitate external investments in innovation and start-ups at seed, angel, VC and other stages as required for start-ups in case to case basis.
29. To undertake, execute, carry out, promote, assist or give grant for training institute for vocational and non-vocational training and skill up gradation of the rural and urban youths; to train or assist in getting trained persons for or give grant for implementation and to set-up and/or run or assist in setting up and/or running institution for that purpose or to give grant to any institution for that purpose.

30. To take loans advances, finance to avail monetary loan or finance fund from bank, government and non-government agencies in form of grants, donations and subscription. Non-banking finance companies, individual lender\ investors, foreign investors for activities of organization socio economic development and sustainable of lower income household communities.
31. To collect, accumulate capital, accept contributions and raise funds by means of donations, subscriptions, fees or by any other means from members and others and also collect, accept or borrow money from members or any other persons as and when required on such security and on such terms as the Company may from time to time arrange and accept and to accept donations, contributions grants either in cash or in kind from any person, persons, companies, corporations, institutions on such terms and for such objects which are in conformity with the objects and on conditions, including the conditions of associating the name of such person or persons and such purpose or purposes are in conformity with the objects of the Company and to make and create there from a fund for office maintenance as also to deploy the same in order to provide for meeting expenses on salary to employees, provide essential service to the members, to assist the sufferer of natural calamity and raise a sinking fund for emergency and/or contingency expense.
32. To make the purchase of land, buildings, houses, offices, flats, apartments, shops and/or construction thereof or for materials, goods machinery and stores required for company's activities.
33. To construct, establish, run, conduct schools, colleges, universities, institutions, libraries, classes, workshops, hostels and provide learning, understanding, data, information, skills, training, instructions, practice sessions, guidance in: all areas, branches, disciplines, fields, matters including asset management, aviation, banking, business and other allied areas in conformity with the objects of the Company.
34. To construct or provide accommodation or other suitable rooms, buildings, places and to permit the same or part thereof to be used on such terms and conditions and for any performance for meetings, exhibitions, concerts, lectures, refreshment rooms, dressing rooms and to furnish the same with desirable and to provide garden, green houses, parks for recreation and amusement and entertainment.
35. To provide clean and economical living accommodation housing/developing units for workmen/staff and others and in connection therewith to provide such facilities and conveniences for washing, bathing, cooking and writing purposes and sale of provisions and stores and for the safe custody of personal belongings.

36. To improve, manage, work, develop, alter, exchange, lease, turn to account, abandon, or otherwise deal with all or any part of the property, rights and concessions of the Company.
37. To advance money either with or without security, and to such persons and upon such terms and conditions as the company may deem fit and also to invest and deal with the money of the Company not immediately required, in or upon such investments and in such manner as from time to time, may be determined, provided that the Company shall not carry on the business of banking as provided in the Banking Regulations Act, 1949
38. To purchase, acquire, use, take on lease, sub-lease, gift, exchange, hire, mortgage or otherwise any movable properties including furniture, fixtures, books, conveyances, appliances, instruments, vehicles, etc. or immovable properties and any rights and privileges necessary or convenient for the purpose of the Company and to construct, rejuvenate, rehabilitate and develop immovable property consistent with the object or otherwise deal with all or any part of the assets and rights of the Company for cash or any other consideration with a view to the promotion of the objects of the Company.
39. To acquire and takeover the whole or any part of the business, goodwill, trade-marks properties and liabilities of any or persons, firm, companies or undertaking either or new, engaged in or carrying on or proposing to carry on business this Company is authorized to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in Guarantee or partly in cash and partly in Guarantee or otherwise
40. To advance or lend sums of money for the time being on security of freeholds, leaseholds, bills of exchange, promissory notes, bonds, stock-in-trade and other real or personal property, in the general course of business.
41. To acquire real or personal property, both movable and immovable including Guarantee, securities, debentures by ways of investment or with a view to resale or otherwise and in particular in freehold, leaseholds, mortgages, Guarantee, securities, debentures and other investable sources.
42. To borrow or raise any money that may be required by the company upon such terms as may be deemed advisable, and in particular by the issue of Guarantee, bonds, debentures, bills of exchange, promissory notes or other obligations of the company, or by mortgage or charge of all or any part of the property of the company as permitted under law.

43. To invest and/or retain the investment and properties received as donations either in the shape of Guarantee or other form of movable or immovable properties and to permit the same to remain in the actual state of investment thereof so long as the Company may think fit and at any time or times to sell, call in or convert into money the aforesaid investments or any of them or any part thereof and with a power to change or vary any investments for the time being forming part of the Assets.
44. Subject to provisions of the act and the regulations made thereunder and the directions issued by the Reserve Bank of India, to receive money or deposit or loan and borrow or raise money in such manner and at such time or times as the Company thinks fit and in particular by the issue of debentures, debentures-stock, perpetual or otherwise and to secure the repayment of any of the properties, or assets or revenues and profits of the Company both present and future, including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or Company of any obligation undertaken by the Company or such other person or company to give the lenders the power to sale and such other powers as may seem expedient and purchase redeem or pay off any securities.
45. To protect the interest and rights of members and to make correspondence, representation to various authorities or offices as may be necessary.
46. To establish for any of the main objects of the Company, branches or to establish any firms at places in or outside India as the Company may deem expedient.
47. To open account or accounts with any bank or banks and to pay into and to withdraw moneys from such account or accounts.
48. To pay all the costs, charges and expenses of and incidental to the promotion, formation and establishment of any company and the issue of its capital including costs, charges, expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the Company.
49. To incorporate, float, form, constitute and promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company, or for carrying on any activity which this Company is authorized to carry on or for any other purpose which may seem directly or indirectly calculated to benefit this Company
50. To give guarantee to bank, banking or none banking companies, individual, partnership or Organizations for success of the projects and for its payment like debt\loan



51. To negotiate and enter into agreements and contracts for technical, financial or any other such assistance
52. To indemnify the employees, members, advisors, staff of the Company against any proceedings, losses, costs, damages, claims and demands under Law or equity or otherwise in respect of accidents, injury, death of employees, staff of the Company employed by the Company whether as workmen, clerk, officer, technician, etc. and to appoint advisors, experts agents or insurers to investigate the circumstances of accidents, injury or damage and to take steps to prevent the same and to oppose, resist, compromise or satisfy fully or in part such claims and demands.
53. To undertake and execute any trusts, the understanding of which may seem to the company desirable, either gratuitously or otherwise.
54. To establish, or promote or concur in establishing or promote any company for the purpose of acquiring all or any of the properties, rights and liabilities of the Company.
55. To sell or dispose-off the undertaking of the Company or any part thereof for such consideration as the Company may think fit and in particular for Guarantee, debentures of securities of any other Company or company having objects altogether or in part similar to those of the Company
56. To foster goodwill amongst the members by arranging meetings and discussions periodically for common interest.
57. To retain, employ or enroll consultants, trainees, interns, project fellows, skilled professionals or technical advisors, other workers, etc. on tenure, temporary, contractual, wages basis for the task as expedient for the aims and objectives of the company and to pay there for such fees or remuneration as may be considered expedient. To make payments to any person whose office of employment or duties may be determined by virtue of any transaction in which the Company is engaged.
58. To undertake, carry out, equip, maintain, manage, organize, promote, encourage, endorse, validate and sponsor, the activities of consultancy.
59. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings having similar objects and generally of any assets, property or rights.
60. To appoint such committees, advisory boards, governing body for any institution, established, run and maintained by the company

61. To engage the services of lawyers, bankers, architects, brokers or any other experts, technical, any professional/s or others on such terms and conditions as may be determined.
62. Provide merit award and award of exhibitions, scholarships, prizes, grants and any other assistance to institutes, deserving students or independent scholars or consultants or otherwise and sponsor studies, surveys, tests, theses, to enable them to pursue their studies or pursuits of research and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered likely to assist any kind of the business which the Company is authorized to carry on.
63. Document and publish research, innovation, Start-up and allied efforts for benefiting the ecosystem and promote widespread use without violating any of the Company's obligations towards creators and third parties, such as government or other sponsors.
64. To undertake, facilitate and provide for the publication of newsletter, journals, books and other such actions for the exposition of the company and its aims and objectives. To adopt such means for making known the activities of the company interested or in any manner, by way of advertisements & publicity in the press, periodicals, magazines, slides, films, circulars, posters, calendars, show cards, playing cards, hoardings, radio & TV programs, exhibitions, sponsorship of games, tournaments & events, gifts and complementaries, road shows, cultural and other programs or in any other manner that may be conducive to the company.
65. To acquire recognition from universities, societies, institutions, companies, associations whether registered in India or abroad carrying similar objects.
66. To consult and offer services to other stakeholders/organization on innovation/entrepreneurship and similar domain in public and private sector based on the insights from own efforts and scale the impact.
67. To promote, encourage or assist the development and growth of village industries including cottage and small scale industries & Small and Medium Enterprises.
68. To undertake, execute, carry out, promote, assist or give grant for the establishment of enterprise and the community centers; to train or assist in getting trained persons for or give grant for implementation and to set-up and/or run or assist in setting up and/or running institution for that purpose or to give grant to any institution for that purpose.

69. To acquire or amalgamate with any other company whose objects include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid-up shares or otherwise) of the undertaking, subject to liabilities of this or any such other company as aforesaid, with or without winding up or by sale or purchase (for fully or partly paid-up shares or otherwise) of all the shares or stock of this or any such other company as aforesaid, or by partnership or in any other manner and to acquire the properties and or business of any person/s having dealings with the Company, in settlement of the Company's dues to carry on such business.
70. To undertake, carry out and promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging what the Directors may consider to be social, and moral responsibilities of the Company to the Public or any section of the public
71. Undertake entrepreneurship research, allied domains and frame ratings, build models with academic scholars and policy makers, guide pedagogic interventions to institutes, act as educational consultant, advisor, provider of information and build national register and databases.
72. To apply for and obtain any order under any Act or Legislature, charter, privilege, concession, license or authorization of any Government, State or other authority for enabling the Company to carry on any of its main objects into effect or for extending any of the powers of the Company or for effecting and modification of the constitution of the Company or for any proceedings or applications which may seem expedient or calculated directly or indirectly to prejudice the interest of the Company.
73. To procure the Company to be registered or recognized in or under the laws of any place outside India and to do all act necessary for furthering the objectives of the Company and carrying on in any foreign country for the business or furthering the objectives of the Company.
74. To undertake all the activities related to Natural Resource Management, organize aid, encourage and participate in seminars, workshops, conferences, congresses, conventions, councils, tutorials, lecture series, and group discussions in India and abroad. To work in the field of the Environment for increasing the Carbon Credit with the help of Government, External & Internal Agencies and Individuals.
75. To work for creating awareness, training, implementation and promotion of Naturopathy, Ayurvedic and alternative Medicine Therapy in the society.

76.To undertake, promote and sponsor rural development including any programme for promoting the social, cultural and economic welfare of or the uplift of the public in any rural area and to incur any expenditure for any program of rural development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner.

Provided that the company shall not support with its fund or endeavor to impose on or procure to be observed by its members or others ,any regulation or restriction which as an object of the company would make it trade union.

**IV.** The objects of the company extend to **all the states of India.**

- V.** (i) The profits, if any, or other income and property of the company, when so ever derived, shall be applied, solely for the promotion of its objects as set forth in this memorandum.
- (ii) No portion of the profits, other income or property aforesaid shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to persons who, at any time are, or have been, members of the company or to any one or more of them or to any persons claiming through any one or more of them.
- (iii) No remuneration or other benefit in money or money's worth shall be given by the company to any of its members, whether officers or members of the company or not, except payment of out-of-pocket expenses, reasonable and proper interest on money lent, or reasonable and proper rent on premises let to the company.
- (iv) Nothing in this clause shall prevent the payment by the company in good faith of prudent remuneration to any of its officers or servants (not being members) or to any other person (not being member), in return for any services actually rendered to the company.
- (v) Nothing in clauses (iii) and (iv) shall prevent the payment by the company in good faith of prudent remuneration to any of its members in return for any services (not being services of a kind which are required to be rendered by a member), actually rendered to the company;

**VI.** No alteration shall be made to this memorandum of association or to the articles of association of the company which are for the time being in force, unless the alteration has been previously submitted to and approved by the Registrar of Companies, Gujarat.




**VII.** The liability of the members is limited.

**VIII.** The share capital of the company will consist of Rs. 200 /- (Rupees Two

hundred only) divided into 20 (Twenty) shares of Rs.10/- (Ten)each.

- IX.** True accounts shall be kept of all sums of money received and expended by the company and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the company; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the company for the time being in force, the accounts shall be open to the inspection of the members. Once at least in every year, the accounts of the company shall be examined and the correctness of the balance-sheet and the income and expenditure account ascertained by one or more properly qualified auditor or auditors.
- X.** If upon a winding up or dissolution of the company, either by voluntary winding-up or by an order of the Tribunal, the winding up shall only be possible after getting the approval from all the funding agencies. If upon a winding up or dissolution of the company, there remains, after the satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be distributed amongst the members of the company but shall be given or transferred to such other company having objects similar to the objects of this company, subject to such conditions as the Tribunal may impose, or may be sold and proceeds thereof credited to the Rehabilitation and Insolvency Fund formed under section 269 of the Act.
- XI.** The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects.




We, the several persons, whose names and addresses are subscribed are desirous of being formed into a Company, not for profit in pursuance of this Memorandum of Association: -

Sr. No.	Names, addresses, descriptions and occupations of subscribers	No. of shares taken by each subscriber	Signature of subscriber	Signature, names, addresses, descriptions and occupations of witnesses
1.	<p>GUJARAT UNIVERSITY            ADD:- Near L.D. Engineering College, Estate department Navrangpura, Ahmedabad Gujarat - 380009.            - On behalf of Gujarat University            Authorized Representative            Himanshu Aniruddhbhai Pandya            [Vice Chancellor - Gujarat University]            Add:- C36, 37, Sterling City, Society, Bopal, Ahmedabad - 380058            Occ: Serviceman</p> 	19 (Nineteen)		<p>I witness to subscriber who have signed and subscribed in my presence.            Further I verify their identity details for their identification purpose and satisfied myself for their identification particulars as filled in.            JIMIT R. SHAH            S/o RAJESH J. SHAH            R/o 7, Mallav Bungalows, Nr. Shell Petrol Pump            Anandnagar Satellite A'bad 380015            Practising            CHARTERED            ACCOUNTANT            M. No. 163920</p> 

Date: 3/04/2019

Place: Ahmedabad

We, the several persons, whose names and addresses are subscribed are desirous of being formed into a Company, not for profit in pursuance of this Memorandum of Association: -

Sr. No.	Names, addresses, descriptions and occupations of subscribers	No. of shares taken by each subscriber	Signature of subscriber	Signature, names, addresses, descriptions and occupations of witnesses
2	<p>MEENU SHAILESH SARAF (Senior Faculty Member of Gujarat University) 0-9, Venetian Villa, near Anand Niketan School, Thaltej, Thaltej, Ahmedabad - Gujarat - 380059.</p> 	1 (ONE)		<p>I witness to Subscribers who have signed &amp; subscribed in my presence. Further I verify their identity details for their identification purpose and satisfied myself for their identification purpose and satisfied myself for their identity as filled in.</p> <p>JIMIT R. SHAH S/O Rajesh J. Shah R/o 7 Malhar Bungalow Nr. Shell Petrol Pump, Anandnagar Satellite, Albad - 380015</p>
	TOTAL	20 (TWENTY)		<p>FRACTISING CHARTERED ACCOUNTANT M. NO. 163920</p> 

Date: 3/04/2019

Place: Ahmedabad