INDIA NON JUDICIAL

Government of National Capital Territory of Delhi

e-Stamp

सत्यमेव जयते

T-16204
693

Certificate No.	:	IN-DL01982918921776H
Certificate Issued Date	:	27-Oct-2009 01:34 PM
Account Reference	:	NONACC (BK)/ dl-corpbk/ CORP BHICAM/ DL-DLH
Unique Doc. Reference	:	SUBIN-DLDL-CORPBK03949017934344H
Purchased by	:	VIJAY GOEL
Description of Document	:	Article 64 Trust
Property Description	:	ACADEMY OF MODERN LEARNING TRUST O/A 241, OKHLA INDUSTRIAL ESTATE, NEW DELHI-110020
Consideration Price (Rs.)	:	5,00,000 (Five Lakh only)
First Party	:	VIJAY GOEL AND OTHERS
Second Party	:	VIJAY GOEL AND OTHERS
Stamp Duty Paid By	:	VIJAY GOEL AND OTHERS
Stamp Duty Amount(Rs.)	:	15,000 (FifteenThousand only)

ORIGINAL ORIGINAL ORIGINAL ORIGINAL
ORIGINAL ORIGINAL ORIGINAL ORIGINAL
ORIGINAL ORIGINAL ORIGINAL ORIGINAL

Please write or type below this line

TRUST DEED

Stamp Duty Paid @ 3% Rs.15000/-

Contd...p2

VIJAY GOEL
P.P. No G-179857

ASHOK GOEL,
P. P. No F 7286 730

SH Gaurav Goel
P.P. No H-145

Sh. Gautam Goel
P.P. No G-739389

This Deed of Trust executed on this 27th Day of October, 2009 by and between:

(1) Shri Vijay Goel, son of Late Mr. Murli Manohar Goel, resident of 12, Western Avenue, Sainik Farms, New Delhi-110062;

(2) Shri Ashok Goel, son of Late Mr. Murli Manohar Goel, resident of 61, Friends Colony (East), New Delhi-110065;

(3) Shri Gaurav Goel, son of Shri Ashok Goel, resident of 61, Friends Colony (East), New Delhi-110065;

(4) Shri Gautam Goel, son of Shri Vijay Goel, resident of 12, Western Avenue, Sainik Farms, New Delhi-110062;

(Each to be referred to as the "***Settlors***" and jointly to be referred to as the "Settlors", which expression shall, unless excluded by or repugnant to the subject/context, be deemed to include his/her/their heirs, executors, administrators, assigns and representatives),

Contd...p3

Date 28/10/2009

Deed Related Detail

Deed Name TRUST (MOVABLE)

Land D

Tehsil/Sub Tehsil Sub Registrar VII

Area of Building 0

oZx Q

Village/City Others

Building Type

Place (Segment) Others Urban

Property Type Others

Area of Property 0.00 0.00 0.00

Money Related Detail

Consideration Value 500000.00 Rupees

Stamp Duty Paid 15000.00 Rupees

Value of Registration Fee 3.00 Rupees

Pasting Fee 1.00 Ruppes

This document of TRUST TRUST (MOVABLE)

Presented by: Sh/Smt. S/o W/o R/o

M M Goel 12 Western Avenue Sainik Farms ND

do 61 Friends Cly ND

Ashok Goel do

Gautam Goel Sanjay Goel 12 Western Avenue Sainik Farms ND

in the office of the Sub Registrar Vasant Vihar on this day Wednesday

between the hours

Signature of Presenter

Registrar/Sub Registrar
Sub Registrar VII
Delhi/New Delhi

Executed and presented by Shri M M Goel, Ashok Goel, Gautam Goel, Gautam Goel

and Shri / Ms. NIL

Who is/are identified by Shri/Smt/Km G[illegible] W/o D/o R P Takkar R/o B-1st/118 Lajpat Ngr ND

and Shri/Smt./Km Mukul Sharma S/o W/o D/o [illegible] Sharma R/o 168 Anupam Apt Saiddullajab Delhi

(Marginal Witness). Witness No. II is known to me.

Contents of the document explained to the parties who understand the conditions and admit them as correct.

Certified that the left (or Right as the case may be) hand thumb impression of the executant has been affixed in my presence

Registrar/Sub Registrar
Sub Registrar VII
Delhi/New Delhi

Date 28/10/2009

AND

(1) Shri Vijay Goel, son of Late Mr. Murli Manohar Goel, resident of 12, Western Avenue, Sainik Farms, New Delhi-110062;

(2) Shri Ashok Goel, son of Late Mr. Murli Manohar Goel, resident of 61, Friends Colony (East), New Delhi-110065;

(3) **Shri Gaurav Goel**, son of Shri Ashok Goel, resident of 61, Friends Colony (East), New Delhi-110065;

(4) **Shri Gautam Goel**, son of Shri Vijay Goel, resident of 12, Western Avenue, Sainik Farms, New Delhi-110062;

(Collectively, the ***"Trustees"***, and individually, each a "Trustee" which expression shall, unless excluded by or repugnant to the context, be deemed to include the trustee or trustees for the time being of these presents and/or Survivor(s) of any of them and their Successor(s) in Office.

WHEREAS the Settlor(s) have set apart a sum of Rs. 5,00,000/- (Rupees five lakhs only) and are desirous of establishing a trust for the public charitable objects defined in this indenture. And whereas the Trustees have, at the request of the Settlors, agreed to act as the first Trustees of these presents as testified by their being parties to and executing these presents.

AND WHEREAS it is necessary to declare the objects and terms of the public charitable trust, being constituted under these presents.

AND WHEREAS the purpose of giving effect to such desire, the SETTLORS have delivered the said sums to the Trustees with the intention that they shall hold the sum upon Trust, subject to the powers and provisions hereinafter declared of and concerning the same, which the Trustees have agreed to do.

1. Joint and several use of Bank Account.
2. Registration requests

NOW THIS DEED WITNESSETH

1. For the purpose of effectuating the desire to create a public charitable trust, the SETTLORS hereby, freely and voluntarily give, transfer and assign absolutely and for ever unto the Trustees appointed under clause 4 below, the said sum of Rs. 5,00,000/- (Rupees five lakhs only) out of their self-acquired money, and to have and to hold the same upon Trust for the objects and purposes hereinafter mentioned, and the said sum of Rs. 5,00,000/- (Rupees five lakhs only) has been received and accepted by the Trustees.

Contd...p4

2. The name of the Trust shall be ***ACADEMY OF MODERN LEARNING Trust*** at 241, Okhla Industrial Estate, Phase-III, New Delhi-110020.

3. The Registered office of the Trust shall be in the State of the National Capital Territory of Delhi. Offices may be opened at any other place or places, as may be decided upon by the Trustees from time to time.

4. The SETTLORS hereby appoints each of themselves as a "Founder Trustee" of the Trust, to be collectively known as the "Founder Trustees" of the Trust.

5. The objects and purpose of the trust are charitable for the general public, irrespective of any caste, creed, religion, sex or status, and shall be as under :-

a) To establish an institution or institutions for the impartation of education by the use of modern techniques and/or such other similar charitable institutions in India for the benefit and use of the general public. To establish, run, support and grant aid or other financial assistance to schools, colleges, libraries, reading rooms, universities, laboratories, research and other institutions of the like nature in India, for use of the students and the staff and also for the development and advancement of education and diffusion of knowledge amongst the public in general.

b) To conduct research in the field of modernization of education so as to create innovative means of teaching.

c) To grant financial help, scholarships, stipends and to provide books, instruments and appliances and other aids to students and to provide for their education in order to fulfill the primary objectives of the Trust.

d) To give donations, contributions, gifts, monetary or financial assistance to individuals and/or any other institutions or organizations for the fulfillment of primary objects of the Trust.

e) To purchase, hold and dispose of any immovable property for the attainment of objects of the Trust.

f) To raise funds by borrowing or obtaining donations on such terms and within such limits as are provided in the Indian Trust Act, 1882, and sanctioned by the Trustees in the manner provided herein.

Contd...p5

g) AND GENERALLY to do all other acts, deeds and things, as may be conductive to the attainment and furtherance of any other object of public utility not involving the carrying on of any activity for profit.

6. The Trustees shall stand and be in possession of the said sum of Rs.5,00,000/- (Rupees five lakhs only) being Corpus of the Trust and all additions to the Trust fund and all income arising thereof and such other properties (both movable and immovable), as may be acquired from time to time by the Trust by purchase, exchange, grant subscription, endowment, donation, contribution, or in any manner whatsoever (all of which hereinafter designated as the Trust fund) upon the Trust and with subject to the powers and provisions hereinafter declared of and concerning the same.

7. The trustees hereby appointed as mentioned in Clause 4 above are collectively known as the FOUNDER TRUSTEES. During the life time of the BOARD OF TRUSTEES, as is hereinafter defined:

i) The FIRST FOUNDER TRUSTEE shall be Chairman and SECOND, THIRD and FOURTH FOUNDER TRUSTEES shall be Managing Trustees and shall hold such office till death or resignation.

ii) The minimum strength of the BOARD OF TRUSTEES shall be two and may be increased to a maximum of eleven at the sole discretion of the FOUNDER TRUSTEES upon the passing of a resolution to this effect by a majority of the BOARD OF TRUSTEES.

iii) The appointment of any additional Trustees and the increase (subject to a maximum of eleven) or reduction subject to a minimum of two shall be made by and at the sole discretion of the BOARD OF TRUSTEES which shall pass a resolution by simple majority affirming the appointment of any additional Trustee or Trustees.

iv) During the life time of the **founder trustees**, and not withstanding the number of Trustees on the Board, the general management and exercise of powers referred to in Clause 9 to 18 below, shall vest solely with the, **founder trustees** or such other Trustee or Trustees, whom the **founder trustees may** authorize to perform specific duties on such terms as he thinks fit.

8. Subject to the provisions of Clause 7 (1) to (iii) above, the constitution of the board of Trustees shall be as under :-

Contd.. p6

i) The total strength of the Trustees at any given time shall not exceed eleven and shall not be less than two. Provided that the appointment of each Trustee shall be subject to eligibility in terms of this Deed and particularly Clause 8 (iv) and (vi).

ii) The Founder Trustees unto themselves and any subsequent Trustees, whether appointed as an additional Trustee or to replace an existing Trustee or Founder Trustee, shall collectively be called the "Board of Trustees" (referred to as throughout the course of this indenture as, the "Board of Trustees") and shall comprise the four Founder Trustees.

iii) The power of appointing new or additional Trustees shall vest with the Board of Trustees.

iv) No person shall be eligible for trusteeship unless he or she is more than twenty-one years of age.

v) A nominated Trustee shall remain in office till the time of his/her death or resignation.

vi) The Trustees shall by majority, elect any one out of themselves to be the Chairman of the Board of Trustees upon the retirement and/or resignation of the Chairman of the Board of Trustees, provided, however, that the First Founder Trustee shall be the Chairman of the Board of Trustees at the inception of the Trust, and shall hold such position for life, unless removed by a resolution in writing with the consent of three-fourths of the Board of Trustees.

vii) In case any vacancy arises on account of the death or resignation of a trustee, or on account of a trustee becoming unfit or incapable to act as such, or additional Trustee shall be appointed by the Trustees with the consent of a simple majority of the Board of Trustees.

viii) All acts in carrying out these presents if done and carried out with the consent of majority of the trustees for the time being, shall be as valid and effectual as if such acts had been done by all the Trustees.

ix) The quorum for a meeting of the Board of Trustees shall be two Trustees present in person and all questions at such meetings will be decided by majority of the Trustees present in the meeting.

Contd..p7

x) A trustee may resign office as Trustee by giving motive in writing to the Board of Trustees.

xi) A resolution circulated to all the trustees for the time being in India and signed by the two-third majority of such Trustees shall be as valid and effectual duly passed at a meeting of the Board of Trustees. Further, a decision of the Board of Trustees may be taken by the passing of a resolution executed by the affixing of the signature of the requisite Majority of the Board of Trustees upon the signature page to one counterpart of such resolution. All such counterpart signature pages shall be read as though one and they shall have the same force and effect as though all of the signers had signed a single signature page. Delivery of an executed counterpart of the signature page by facsimile or by any other electronic means, including but not limited to electronic mail, shall be effective as delivery of an original counterpart thereof.

xii) Subject to the terms of Section 7, the surviving or continuing Trustees shall constitute the Board of Trustees notwithstanding any vacancy.

9. The Trustees are hereby expressly authorized to accept by way of gifts, contributions, donations, grants in cash and/or movable or immovable property from the Settlor or any other person or persons, Trustees, institutions, societies, corporations, associations, local authority or the Government on such terms and conditions as may be deemed proper in their absolute discretion, and all accumulations thereof or the provisions contained in these presents, shall be applicable thereto as if such money or property had formed part of original Trust Fund.

10. The general management and control of the trust properties and its affairs shall be vested in the Board of Trustees, and the Board of Trustees shall have the power to do all such acts as may be considered necessary to secure the objects, and for the benefits of the Trust and/or management of its properties and affairs.

11. Without prejudice to any of the powers that the Trustees, and by consequence the Board of Trustees, may have under any law for the time being in force or to their general power, management, the Board of Trustees shall have the following powers: -

a. To manage the Trust and the Trust Fund, and to do all acts, deeds and things necessary for the preservations, maintenance and management thereof and the affairs relating thereto or connected herewith, including the making of the rules and regulations from time to time in regard to the same.

Contd..p8

b. To apply by part or the trust fund in acquiring movable properties and sell, mortgage, alienate, or otherwise dispose off the same as they may think fit and proper.

c. To take on rent or lease any movable and immovable property and to construct, add, alter, demolish, maintain, sell dispose off, alienate, or otherwise deal with any property movable or immovable comprising the Trust Fund.

d. To let out, demise any movable or immovable property comprised in the Trust Fund for such period and at such terms and conditions as the Trustees in their discretion may think fit.

e. To acquire, vary, purchase, sell, convert, change, transfer, transpose or otherwise deal with all or any of the investment including Government securities belonging to the trust or representing the Trust Fund, and to reinvest the same the trustees may deem fit and proper.

f. Subject to any restrictions laid down by the Trust Act, the Income Tax Act, 1961 and any other laws to open account(s) with any bank(s), reason(s), firm(s), Banker(s) and give directions to Bank(s), person(s), firm(s), banker(s) and to transfer, endorsement sign Government Securities, promissory notes, and cheques, drafts and other securities or investments. Any one or more of the Trustee authorized by the Trustees will be competent to operate these account(s) and to sign these transfer deeds and to sign and endorse, discharge or transfer cheques, drafts, Government or other securities, promissory notes investments etc.

g. To institute suits, actions and legal proceedings, to prefer appeal, to make applications or petitions and to give affidavits wherever necessary and to defend or compound, compromise, abandon, submit to arbitration or otherwise settle any suit, action, claim legal proceedings appeal, demand of dispute relating or connected with the Trust property or any part thereof, and/or affair of or relating to or connected with the Trust and to do all the acts required for the same.

h. [To keep accounts of the Trust Fund and its property by a Chartered Accountant appointed by the Board of Trustees who shall audit accounts of the Trust annually].

Contd...p9

i. To apply whole any part of the Trust Fund (Corpus and/or income) property for the objects and purposes of the Trust and to set apart the whole or part of the income of the corpus or part thereof for any of the objects of the Trust.

j. To appoint from time to time sub-committee(s) comprising one Trustee or more for carrying out the objects and purposes of the Trust or matters connected with the Trust and/or its affairs.

k. To amalgamate with the Trust and/or to acquire any such other institution, association or organization having similar charitable objects and purposes and with the consent of three fourth of the Trustees in writing.

l. To nominate, appoint and constitute attorney(s), legal practitioner, agents, etc. and to delegate to them or any of the duties and powers vested in them (Trustees) with regard to the management of the Trust property including initiating or defending of the legal proceedings or for opening or operating upon accounts with any banks(s), person(s), firm(s), or other or to do such duties relating top or connected with the Trust property as may be deemed necessary.

m. To appoint secretaries, managers or other employees on such terms and conditions as the Trustees may, in their discretion, think proper and necessary for carrying out their management of the Trust, to confer on the Secretary, Manager or other employees any of the powers of the Trustees, for the general or specific purposes, as may be deemed expedient and proper for the convenience of the administration and/or proper working of the Trust. The Secretary or the manger or other employee, so appointed shall be responsible for keeping the trustees and its sub-committees concerned fully informed for the general working and administration of the Trust, subject to the supervision and control of the Trustees and or any Trustee(s) and/or person(s) authorized by the Trustees for the purpose.

n. To appoint/nominate patrons, and to give such other designations to various persons extending help for the running or for the cause of the Trust.

o. It shall be lawful for the Trustees to pull down renovate, rebuild, alter, adapt, improve, add to develop or repair any immovable property comprised in the Trust properties and to expend thereon such moneys out of the Trust Fund or the income thereof, as the case may think fit.

Contd...p10

p. And generally to do all acts, deeds, and things, as may be necessary for administration of the Trust and/or the Trust Fund and all the other matters incidental thereto or connected therewith.

12. The trustees may invest the Trust Funding such investment as are authorized by the Indian Trust Act, 1882 and/or Income Tax Act 1961 with power to the Trustees to alter, vary or transpose such investments from time to time in such manner, as they may in their discretion think fit.

13. a) The trustees shall be responsible only for such property, moneys, stocks and funds as shall not be answerable or accountable for the neglect, default, acts of omission or commission of the other Trustees, nor of any bankers or other persons with whom the Trust properties or any securities may have been deposited or handed over, unless caused by their willful; neglect or default.

b) The receipt of a person authorized by the Trustees or a resolution of the Board of Trustees for any moneys paid or any property transferred or delivery to the Trustees in execution of any of the Trusts or powers thereof, or for the purchase moneys of any property, authorized to be sold, shall effectually discharge any person(s) paying or transferring or delivering.

14. The Trust and the Trust funds shall be and are irrevocable for all times.

15. The office of the Trust shall be situated at Delhi unless changed by the Trustees by two thirds majority.

16. It is expressly declared that no part of the Trust property or its income or any accretion thereto shall be applied for any purpose outside India or for any Purpose which is not a charitable purpose in law, and all provisions hereof shall be construed accordingly.

17. The Trustees shall not be entitled to receive any remuneration, but it shall be lawful for the Trustees to reimburse themselves, or himself, or herself, pay the discharge out of the Trust properties all costs, charges and expenses incurred in carrying out these presents, or in or about the execution of the Trusts or powers of these presents.

Contd...p11

18. The Trustees may from time to time make, alter, amend, and rescind rules and regulations with regard to the conduct of the business and all matters in respect of which any power or duty is hereby vested in them.

Witnesses:

1. MR. M.G Takkar
S/o Sh. R.P. Takkar
R/o B-1st/118 Lajpat
Nagar New Delhi 110024
DL NO P03122065186 90

2. Mukul Sharma
S/o Sh. J.P. Sharma
R/o 168, Anupam Apt
Saidulajab Delhi
YR1007 6844

(VIJAY GOEL)

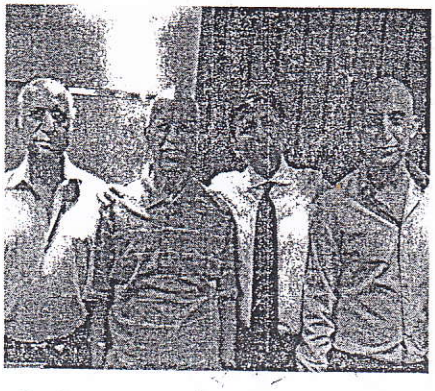
(ASHOK GOEL)

(GAURAV GOEL)

(GAUTAM GOEL)

SETTLORS/TRUSTEES

Reg. No.	Reg. Year	Book No.
693	2009-2010	4



Ist Party न्यासकर्ता

IInd Party

Witness xokg

Ist Party

IInd Party

t Party न्यासकर्ता :- Vijay Goel, Ashok Goel, Gaurav Goel, Gautam Goel

nd Party न्यासी :- NIL

/itness xokg M G. Takkar, Mukul Sharma

Certificate (Section 60)

Registration No.693 in additional Book No.4 Vol No 1,411

on page 150 to 160 on this date 28/10/2009 day Wednesday

and left thumb impressions has/have been taken in my presence.

Sub Registrar

Sub Registrar VII

New Delhi/Delhi

ate 28/10/2009