



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 6304828

The Registrar of Companies for England and Wales hereby certifies that  
**ARKA MAHAGANAPATHY**

is this day incorporated under the Companies Act 1985 as a private  
company and that the company is limited.

Given at Companies House, Cardiff, the 6th July 2007



NO 6304828W



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —



*Companies House*

— *for the record* —

Electronic statement of compliance  
with requirements on application  
for registration of a company  
pursuant to section 12(3A) of the  
Companies Act 1985

Company number

6304828

Company name

ARKA MAHAGANAPATHY

I,

RAKHEE THAKRAR

of

7 CHESTERTON ROAD  
SPARKBROOK  
BIRMINGHAM  
WEST MIDLANDS  
B12 8HL

a

person named as a secretary of the company in the  
statement delivered to the registrar of companies  
under section 10(2) of the Companies Act 1985

make the following statement of compliance in pursuance of section  
12(3A) of the Companies Act 1985

Statement:

I hereby state that all the requirements of the  
Companies Act 1985 in respect of the registration of  
the above company and of matters precedent and  
incidental to it have been complied with.

Confirmation of electronic delivery of information

This statement of compliance was delivered to the registrar of companies  
electronically and authenticated in accordance with the registrar's  
direction under section 707B of the Companies Act 1985.

WARNING: The making of a false statement could result in liability to  
criminal prosecution

# 30(5)(a)

Electronic declaration on application for the registration of a company exempt from the requirement to use the word "limited" or its Welsh equivalent

Company number

6304828

Company name

ARKA MAHAGANAPATHY

I,

RAKHEE THAKRAR

of

7 CHESTERTON ROAD  
SPARKBROOK  
BIRMINGHAM  
WEST MIDLANDS  
B12 8HL

a

person named as a secretary of the above named company in the statement delivered to the registrar of companies under section 10(2) of the Companies Act 1985

make the following statement of compliance in pursuance of section 30(5)(a) of the Companies Act 1985

Statement:

I do solemnly and sincerely declare that the company complies with the requirements of section 30(3) of the above act.  
And I make this solemn declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.

## Confirmation of electronic delivery of information

This statement of compliance was delivered to the registrar of companies electronically and authenticated in accordance with the registrar's direction under section 707B of the Companies Act 1985.

WARNING: The making of a false statement could result in liability to criminal prosecution



**Companies House**

— for the record —

**10(ef)**

**First directors and secretary and  
intended situation  
of registered office**

Received for filing in Electronic Format on the: **06/07/2007**



XBG2LR02

*Company Name  
in full:* **ARKA MAHAGANAPATHY**

*Proposed Registered  
Office:* **H2 80 ROLFE STREET  
SMETHWICK  
BIRMINGHAM  
WEST MIDLANDS  
B66 2AR**

*memorandum delivered by an agent for the subscriber(s):* **Yes**

*Agent's Name:* **GRAEME & COMPANY**  
*Agent's Address:* **61 FAIRVIEW AVENUE  
WIGMORE  
GILLINGHAM  
KENT  
ENGLAND  
ME8 0QP**

***Company Secretary***

*Style/Title:* **MISS**  
*Name* **RAKHEE THAKRAR**  
  
*Address:* **7 CHESTERTON ROAD  
SPARKBROOK  
BIRMINGHAM  
WEST MIDLANDS  
B12 8HL**

*Consented to Act:* **Y** *Date authorised* **06/07/2007** *Authenticated:* **Y**

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*Director 1:*

*Style/Title:* **MISS**  
*Name* **RAKHEE THAKRAR**

*Address:* **7 CHESTERTON ROAD  
SPARKBROOK  
BIRMINGHAM  
WEST MIDLANDS  
B12 8HL**

*Nationality:* **BRITISH**  
*Business occupation:* **DIRECTOR**  
*Date of birth:* **24/09/1979**

*Consented to Act:* **Y** *Date authorised* **06/07/2007** *Authenticated:* **Y**

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*Director 2:*

*Style/Title:* **MR**  
*Name* **DHARMESH SURENDAR KOTECHEA**

*Address:* **7 WYNLIE GARDENS  
PINNER  
MIDDLESEX  
HA5 3JU**

*Nationality:* **BRITISH**  
*Business occupation:* **CHARTERED ACCOUNTANT**  
*Date of birth:* **02/04/1977**

*Consented to Act:* **Y** *Date authorised* **06/07/2007** *Authenticated:* **Y**

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*Director 3:*

*Style/Title:* **MR**  
*Name* **BIHARI MAGDANI**

*Address:* **14 BARNFIELD AVENUE  
SOLIHULL  
WEST MIDLANDS  
B92 OQB**

*Nationality:* **BRITISH**  
*Business occupation:* **DIRECTOR**  
*Date of birth:* **03/12/1955**

*Consented to Act:* **Y** *Date authorised* **06/07/2007** *Authenticated:* **Y**

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*Director 4:*

*Style/Title:* **MR**  
*Name* **MAHAGURU YOGI ARKA**

*Address:* **7 CHESTERTON ROAD**  
**MOSELEY**  
**BIRMINGHAM**  
**WESTMIDLANDS**  
**B12 8HL**

*Nationality:* **INDIAN**  
*Business occupation:* **DIRECTOR**  
*Date of birth:* **18/05/1956**

*Consented to Act:* **Y**      *Date authorised* **06/07/2007**      *Authenticated:* **Y**

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*Authorisation*

*Authoriser Designation:* **AGENT**   *Date Authorised:* **06/07/2007**   *Authenticated:* **Yes**

**The Companies Act 1985**

**A COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL**

**MEMORANDUM OF ASSOCIATION**

1. The company's name is

**ARKA MAHAGANAPATHY**

(and in this document it is called "the Charity")

2. The Charity's registered office is to be situated in England and Wales.
3. The main object of the Charity is to teach and help people to re-establish their lives in accordance with Hindu teachings by applying its values and moral system, and in particular:-

(a) To teach practical and uplifting wisdom from the ancient Vedas. There are vast areas of specific knowledge, which can bring inspiration and inject positively into people's lives.

(b) To teach Sanskrit as it is the oldest language and people can extract what they learn from it to contemporary languages. This may allow them to draw their own interpretations from ancient texts to strengthen their own moral values and ethics. Correct enunciation can bring health benefits.

(c) To introduce a form of graceful and gentle exercise through Bharatnatyam dance. Regular practice of this can help develop patience and a sense of self respect and worth.

To teach Yoga Dhyana which is a form of fine heart mediation.

(d) To establish a library of inspirational and self improving literature from all round the world. This will establish the charity as an intellectual magnet for people to investigate and extract goodness from any source.

(e) To collaborate with educational institutions so that through the literature and music, young people can be invited to explore spirituality or philosophy.

(f) To establish electronic access to the library resources for online reading and research to bring harmony through cross cultural and religious collaboration. Like-minded institutions can be invited to work with the Charity.

(g) To enable young people to access culture through a variety of activities e.g. dance, Dhyana, debate etc.

4. In furtherance of the Objects but not otherwise the Charity may exercise the following powers:-

- (1) to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments, and to operate bank accounts in the name of the Charity;
- (2) to raise funds and to invite and receive contributions: provided that in raising funds the Charity shall not undertake any substantial permanent trading activities and shall conform to any relevant statutory regulations;
- (3) to acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property;
- (4) subject to clause 5 below to employ such staff, other than the Directors of the Charity who shall not be directors who are referred to as "the trustees", as are necessary for the proper pursuit of the Objects and to make all reasonable and necessary provision for the payment of pensions and superannuation to staff and their dependants;
- (5) to establish or support any charitable trusts, associations or institutions formed for all or any of the Objects;
- (6) to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or similar charitable purposes and to exchange information and advice with them;
- (7) to pay out of the funds of the Charity the costs, charges and expenses of and incidental to the formation and registration of the Charity;
- (8) to do all such other lawful things as are necessary for the achievement of the Objects.
- (9) to monitor the development of the project and to ensure it responds to the changing needs of the local community.
- (10) to evaluate and oversee the work of the project and the people working for it, whether voluntary or paid.

5. The income and property of the Charity shall be applied solely towards the promotion of the Objects and no part shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Charity, and no trustee shall be appointed to any office of the Charity paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Charity: Provided that nothing in this document shall prevent any payment in good faith by the Charity:

- (1) of the usual professional charges for business done by any trustee who is a solicitor, accountant or other person engaged in a profession, or by any partner of his or hers, when instructed by the Charity to act in a professional capacity on its behalf: Provided that at no time shall a majority of the trustees benefit under this provision and that a trustee shall withdraw from any meeting at which his or her appointment or remuneration, or that of his or her partner, is under discussion;
- (2) of reasonable and proper remuneration for any services rendered to the Charity by any member, officer or servant of the Charity who is not a trustee;



- (3) of interest on money lent by any member of the Charity or trustee at a reasonable and proper rate per annum not exceeding 2 per cent less than the published base lending rate of a clearing bank to be selected by the trustees;
- (4) of fees, remuneration or other benefit in money or money's worth to any company of which a trustee may also be a member holding not more than 1/100th part of the issued capital of that company;
- (5) of reasonable and proper rent for premises demised or let by any member of the Company or a trustee;
- (6) to any trustee of reasonable out-of-pocket expenses.

6. The liability of the members is limited.

7. Every member of the Charity undertakes to contribute such amount as may be required (not exceeding £10) to the Charity's assets if it should be wound up while he or she is a member or within one year after he or she ceases to be a member, for payment of the Charity's debts and liabilities contracted before he or she ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves.

8. If the Charity is wound up or dissolved and after all its debts and liabilities have been satisfied there remains any property it shall not be paid to or distributed among the members of the Charity, but shall be given or transferred to some other charity or charities having objects similar to the Objects which prohibits the distribution of its or their income and property to an extent at least as great as is imposed on the Charity by Clause 5 above, chosen by the members of the Charity at or before the time of dissolution and if that cannot be done then to some other charitable object.



We, the subscribers to this memorandum of association, wish to be formed into a company pursuant to this memorandum.

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**NAME AND ADDRESS OF SUBSCRIBERS**

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RAKHEE THAKRAR  
7 CHESTERTON ROAD  
SPARKBROOK  
BIRMINGHAM  
WEST MIDLANDS  
B12 8HL

DHARMESH SURENDAR KOTECHEA  
7 WYNLIE GARDENS  
PINNER  
MIDDLESEX  
HA5 3JU

BIHARI MAGDANI  
14 BARNFIELD AVENUE  
SOLIHULL  
WEST MIDLANDS  
B92 OQB

MAHAGURU YOGI ARKA  
7 CHESTERTON ROAD  
MOSELEY  
BIRMINGHAM  
WESTMIDLANDS  
B12 8HL

PRIYA YOGARAJAH  
19 TAYLOR ROAD  
MITCHAM  
SURREY  
CR4 3JR

**DATED 1ST JULY 2007**



**The Companies Act 1985**

**A PRIVATE COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL**

**ARTICLES OF ASSOCIATION**

**INTERPRETATION**

1. In these Articles:

**"the Charity"** means the company intended to be regulated by these articles;

**"the Act"** means the Companies Act 1985 including any statutory modifications or re-enactment thereof for the time being in force;

**"the Articles"** means these Articles of Association of the Charity;

**"clear days"** in relation to the period of a notice means the period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;

**"executed"** includes any mode of execution;

**"the memorandum"** means the memorandum of association of the Charity;

**"office"** means the registered office of the Charity;

**"the officers"** means the Chairperson, Vice-chair, Secretary and Treasurer

**"the seal"** means the common seal of the Charity if it has one;

**"secretary"** means the secretary of the Charity or any other person appointed to perform the duties of the secretary of the Charity, including a joint, assistant or deputy secretary;

**"the trustees"** means the directors of the Charity (and "trustee" has a corresponding meaning);

**"the United Kingdom"** means Great Britain and Northern Ireland; and

words importing the masculine gender only shall include the feminine gender.

Subject as aforesaid, words or expressions contained in these Articles shall, unless the context requires otherwise, bear the same meaning as in the Act.

## **MEMBERS**

2. (1) (a) The subscribers to the memorandum and such other persons or organisations as are admitted to membership in accordance with the rules made under Article 53 shall be members of the Charity.  
  
(b) The project shall be open to all residents in the ward of Kingstanding.  
  
(c) Membership shall be open to all organisations working with any of the four groups identified in Clause 3 of the Charity's Memorandum of Association; such an organisation may appoint one Member to represent it.  
  
(d) For those who are eligible, Membership shall be achieved by completing a membership form and returning it to the Secretary. No applicant shall be admitted to membership of the Charity unless the application is approved by the Management Committee.
- (2) Unless the trustees or the Charity in general meeting shall make other provision under Article 53, the trustees may in their absolute discretion permit any member of the Charity to retire, provided that after such retirement the number of members is not less than two.

## **GENERAL MEETINGS**

3. The Charity shall hold an annual general meeting in June of each year or as soon as possible after the approval by the Trustees of the Financial Statements in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Charity and that at the next : Provided that so long as the Charity holds its first annual general meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation. The annual general meeting shall be held at such times and places as the trustees shall appoint. All general meetings other than annual general meetings shall be called extraordinary general meetings.
4. The trustees may call general meetings and, on the requisition of members pursuant to the provisions of the Act, shall forthwith proceed to convene an extraordinary general meeting for a date not later than eight weeks after receipt of the requisition. If there are not within the United Kingdom sufficient trustees to call a general meeting, any trustee or any member of the Charity may call a general meeting.

## **NOTICE OF GENERAL MEETINGS**

5. An annual general meeting and an extraordinary general meeting called for the passing of a special resolution appointing a person as a trustee shall be called by at least twenty-one clear days' notice. All other extraordinary general meetings shall be called by at least fourteen clear days' notice but a general meeting may be called by shorter notice if it is so agreed:
  - (1) in the case of an annual general meeting, by all the members entitled to attend and vote; and

- (2) in the case of any other meeting by a majority in number of members having a right to attend and vote, being a majority together holding not less than 95 percent of the total voting rights at the meeting of all the members.

An Extraordinary General Meeting shall be called by the Trustees on receipt of a requisition from members representing not less than one-tenth of the total voting rights of all the members having at the date of the requisition a right to vote at general meetings.

The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an annual general meeting, shall specify the meeting as such.

The notice shall be given to all the members and to the trustees and auditors.

6. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

### **PROCEEDINGS AT GENERAL MEETINGS**

7. No business shall be transacted at any meeting unless a quorum is present. The quorum necessary to transact business shall be not less than nine members and must include two officers.
8. If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the trustees may determine.
9. The chair of the trustees or in his absence some other trustee nominated by the trustees shall preside as chair of the meeting, but if neither the chair nor such other trustee (if any) be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the trustees present shall elect one of their number to be chair.
10. If no trustee is willing to act as chair, the members present and entitled to vote shall choose one of their number to be chair.
11. A trustee shall be entitled to attend and speak at any general meeting.
12. The chair may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.
13. A resolution put to the vote of a meeting shall be decided on a show of hands unless before, or on the declaration of the result of, the show of hands a poll is duly demanded. Subject to the provisions of the Act, a poll may be demanded:

- (1) by the chair; or

- (2) by at least two members having the right to vote at the meeting; or

- (3) by a member or members representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting.
14. Unless a poll is duly demanded a declaration by the chair that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
15. The demand for a poll may be withdrawn, before the poll is taken, but only with the consent of the chair. The withdrawal of a demand for a poll shall not invalidate the result of a show of hands declared before the demand for the poll was made.
16. A poll shall be taken as the chair directs and he may appoint scrutineers (who need not be members) and fix a time and place for declaring the results of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.
17. In the case of an equality of votes, whether on a show of hands or on a poll, the chair shall be entitled to a casting vote in addition to any other vote he may have.
18. A poll demanded on the election of a chair or on a question of adjournment shall be taken immediately. A poll demanded on any other question shall be taken either immediately or at such time and place as the chair directs not being more than thirty days after the poll is demanded. The demand for a poll shall not prevent continuance of a meeting for the transaction of any business other than the question on which the poll is demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.
19. No notice need be given of a poll not taken immediately if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In other cases at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.

### **VOTES OF MEMBERS**

20. Subject to Article 17, every member shall have one vote.
21. No member shall be entitled to vote at any general meeting unless all moneys then payable by him to the Charity have been paid.
22. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due times shall be referred to the chair whose decision shall be final and conclusive.
23. A vote given or poll demanded by the duly authorised representative of a member organisation shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll unless notice of the determination was received by the Charity at the office before the commencement of the meeting or adjourned meeting at which the vote is given or the



poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.

24. Any organisation which is a member of the Charity may by resolution of its Council or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Charity, and the person so authorised shall be entitled to exercise the same powers on behalf of the organisation which he represents as the organisation could exercise if it were an individual member of the Charity.

### **TRUSTEES**

25. (a) The Trustees shall comprise the officers and any members of the Management Committee who have been appointed as trustees.
- (b) The officers shall be elected at an Annual General Meeting and shall hold office for a minimum of two years, after which time they shall resign but shall be eligible for re-election.
- (c) The chairperson shall be the Representative of the Christ the King Foundation partner.
26. The first trustees shall be those persons named in the statement delivered pursuant to section 10(2) of the Act, who shall be deemed to have been appointed under the articles. Future trustees shall be appointed as provided subsequently in the articles.

### **MANAGEMENT COMMITTEE**

27. (a) The Management Committee shall be formed as follows:-

Five places for the Foundation Partners – Four from Christ the King parish and one from FHS. Representatives are appointed by the person in charge of each organisation.

Two places for Voluntary Organisations who work with the defined user groups in the Ward (where more than two exist the method of selection is to be determined by the Management Committee).

Two places for Statutory Organisations working with the defined user groups in the Ward (where more than one exists the method of selection is to be determined by the Management Committee).

Four places for members to elect at the Annual General Meeting – where the number of nominations exceeds the vacancies there shall be a ballot. Details of the balloting process to be decided by the Management Committee.

(b) Membership of the Committee shall be for one year, except in the case of the Officers, and members can be re-elected at the Annual General Meeting.

(c) Members – other than Officers – who have served two years can be re-elected after one-year's break if nominated.

(d) The Committee shall have the power to co-opt additional members onto the committee.

28. (a) In addition to attendance at the Annual General meeting, the Management Committee shall meet three times each year.
- (b) At least five Members of the Committee shall be present at each meeting, including the Chair or Vice-chair and at least one other officer.
- (c) In the event of a tied vote, the Chair shall have the casting vote.
- (d) The proceedings of each Meeting shall be recorded in a book kept for that purpose and a copy of the Minutes shall be distributed to the members prior to the following meeting where they shall be approved formally.
- (e) Nominations for election to the Committee shall be passed to the Secretary at least fourteen days prior to the Annual General meeting. Should the number of nominations exceed the number of vacancies, elections shall be by ballot.

### **POWERS OF TRUSTEES**

29. Subject to the provision of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the Charity shall be managed by the trustees who may exercise all the powers of the Charity. No alteration of the memorandum or the articles and no such direction shall invalidate any prior act of the trustees which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this article shall not be limited by any special power given to the trustees by the articles and a meeting of trustees at which a quorum is present may exercise all the powers exercisable by the trustees.
30. In addition to all powers hereby expressly conferred upon them and without detracting from the generality of their powers under the articles the trustees shall have the following powers, namely:
- (1) to expend the funds of the Charity in such manner as they shall consider most beneficial for the achievement of the objects and to invest in the name of the Charity such part of the funds as they may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the objects of the charity;
  - (2) to enter into contracts on behalf of the Charity.

### **APPOINTMENT OF TRUSTEES**

31. No person may be appointed as a trustee:
- (1) unless he has attained the age of 18 years; or
  - (2) in circumstances such that, had he already been a trustee, he would have been disqualified from acting under the provisions of Article 33.

## **DISQUALIFICATION AND REMOVAL OF TRUSTEES**

32. A trustee shall cease to hold office if he
- (1) ceases to be a trustee by virtue of any provision in the Act or is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
  - (2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs;
  - (3) resigns his office by notice to the Charity (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
  - (4) is absent without the permission of the trustees from all their meetings held within a period of six months and the trustees resolve that his office be vacated.

## **TRUSTEES' EXPENSES**

33. The trustees may be paid all reasonable travelling, hotel and other expenses properly incurred by them in connection with their attendance at meetings of trustees or committees of trustees or general meetings or otherwise in connection with the discharge of their duties, but shall otherwise be paid no remuneration.

## **TRUSTEES' APPOINTMENTS**

34. Except to the extent permitted by clause 5 of the Memorandum, no trustee shall take or hold any interest in property belonging to the Charity or receive remuneration or be interested otherwise than as a trustee in any other contract to which the Charity is a party.

## **PROCEEDINGS OF TRUSTEES**

35. Subject to the provisions of the articles, the trustees may regulate their proceedings as they think fit. A trustee may, and the secretary at the request of a trustee shall, call a meeting of the trustees. It shall not be necessary to give notice of a meeting to a trustee who is absent from the United Kingdom. Questions arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the chair shall have a second or casting vote.
36. The quorum for the transaction of the business of the trustees may be fixed by the trustees but shall not be less than one third of their number or two trustees, whichever is the greater.
37. The trustees may act notwithstanding any vacancies in their number, but, if the number of trustees is less than the number fixed as the quorum, the continuing trustees or trustee may act only for the purpose of filling vacancies or of calling a general meeting.
38. The trustees may appoint one of their number to be the chairman of their meetings and may at any time remove him from that office. Unless he is unwilling to do so, the trustee so appointed shall preside at every meeting of trustees at which he is present. But if there is no trustee

holding that office, or if the trustee holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the trustees may appoint one of their number to be chairman of the meeting.

39. The trustees may appoint one or more sub-committees consisting of three or more trustees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the trustees would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the trustees.
40. All acts done by a meeting of trustees, or of a committee of trustees, shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any trustee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a trustee and had been entitled to vote.
41. A resolution in writing, signed by all the trustees entitled to receive notice of a meeting of trustees or of a committee of trustees, shall be as valid and effective as if it had been passed at a meeting of trustees or (as the case may be) a committee of trustees duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the trustees.
42. Any bank account in which any part of the assets of the Charity is deposited shall be operated by the trustees and shall indicate the name of the Charity. All cheques and orders for the payment of money from such account shall be signed by at least two trustees.

### **SECRETARY**

43. Subject to the provision of the Act, the secretary shall be appointed by the trustees for such term, at such remuneration (if not a trustee) and upon such conditions as they think fit; and any secretary so appointed may be removed by them.

### **MINUTES**

44. The trustees shall keep minutes in books kept for the purpose:
  - (1) of all appointments of officers made by the trustees; and
  - (2) of all proceedings at meetings of the Charity and of the trustees and of committees of trustees including the names of the trustees present at each such meeting.

### **ACCOUNTS**

45. Accounts shall be prepared in accordance with the provisions of Part VII of the Act.

## **ANNUAL REPORT**

46. The trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

## **ANNUAL RETURN**

47. The trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

## **NOTICES**

48. Any notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of the trustees need not be in writing.
49. The Charity may give any notice to a member either personally or by sending it by post in a prepaid envelope addressed to the member at his registered address or by leaving it at that address. A member whose registered address is not within the United Kingdom and who gives to the company an address within the United Kingdom at which notices may be given to him shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the Charity.
50. A member present in person at any meeting of the Charity shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
51. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted.

## **INDEMNITY**

52. Subject to the provisions of the Act every trustee or other officer or auditor of the Charity shall be indemnified out of the assets of the Charity against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court for liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Charity.

## **RULES**

53. (1) The trustees may from time to time make such rules or bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of the Charity and for the purposes of prescribing classes of and conditions of membership, and in particular but without prejudice to the generality of the foregoing, they may by such rules or bye laws regulate:
- (i) the admission and classification of members of the Charity (including the admission of organisations to membership) and the rights and privileges of such members, and the conditions of membership and the terms on which members may resign or have their

membership terminated and the entrance fees, subscriptions and other fees or payments to be made by members;

- (ii) the conduct of members of the Charity in relation to one another, and to the Charity's servants;
  - (iii) the setting aside of the whole or any part or parts of the Charity's premises at any particular time or times or for any particular purpose or purposes;
  - (iv) the procedure at general meetings and meetings of the trustees and committees of the trustees in so far as such procedure is not regulated by the articles;
  - (v) generally, all such matters as are commonly the subject matter of company rules.
- (2) The Charity in general meeting shall have power to alter, add to or repeal the rules or bye laws and the trustees shall adopt such means as they think sufficient to bring to the notice of members of the Charity all such rules or bye laws, which shall be binding on all members of the Charity. Provided that no rule or bye law shall be inconsistent with, or shall affect or repeal anything contained in, the memorandum or the articles.

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**NAME AND ADDRESS OF SUBSCRIBERS**

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RAKHEE THAKRAR  
7 CHESTERTON ROAD  
SPARKBROOK  
BIRMINGHAM  
WEST MIDLANDS  
B12 8HL

DHARMESH SURENDAR KOTECHEA  
7 WYNLIE GARDENS  
PINNER  
MIDDLESEX  
HA5 3JU

BIHARI MAGDANI  
14 BARNFIELD AVENUE  
SOLIHULL  
WEST MIDLANDS  
B92 OQB

MAHAGURU YOGI ARKA  
7 CHESTERTON ROAD  
MOSELEY  
BIRMINGHAM  
WESTMIDLANDS  
B12 8HL

PRIYA YOGARAJAH  
19 TAYLOR ROAD  
MITCHAM  
SURREY  
CR4 3JR

**DATED 1ST JULY 2007**