



സംസ്ഥാന രജിസ്ട്രാർ ചെയ്യുന്നതും സംബന്ധിച്ച സർട്ടിഫിക്കറ്റും

1955-ലെ 12-ാമത് തിരുവിതാംകൂർ-കൊച്ചി സാഹിത്യ, ശാസ്ത്രീയ, ധർമ്മസംഘങ്ങൾ
രജിസ്ട്രാറാക്കൽ ആക്ട്

ക്രമ നമ്പർ ൨൩.249

വർഷം 2൦൦1

1955-ലെ 12-ാമത് തിരുവിതാംകൂർ-കൊച്ചി സാഹിത്യ, ശാസ്ത്രീയ,
ധർമ്മസംഘങ്ങൾ രജിസ്ട്രാറാക്കൽ ആക്ട് അനുസരിച്ച്. ഡി.സി.
ഉപജ്യോതി ഫൗണ്ടേഷൻ, കോട്ടയം ഇന്നേ ദിവസം രജിസ്ട്രാർ
ചെയ്തതായി ഞാൻ ഇതിനാൽ സാക്ഷ്യപ്പെടുത്തുന്നു.

പ്രസിദ്ധീകരിക്കപ്പെട്ടതായിട്ടുള്ളതിനോട് രണ്ടാമി രണ്ടി. കെ. എ. മാണിം
മാസ്റ്റർ, മാസം ൧൧ ൧൯൫൭ ന് തീയതിയായ ഇന്ന് ഞാൻ
ചെയ്തതായിട്ടുള്ള നൽകിയിരിക്കുന്നു.

സംസ്ഥാന രജിസ്ട്രാർ.

GPT. 26/1749/89/V. 100,000.

(Fablem)

CERTIFICATE FOR REGISTRATION OF SOCIETIES

Travancore-Cochin Scientific, Charitable and Literary
Registration Act, 1955, 12th numbered

Sl.No. K. 249

Year 2001

It is certified that D.C. Kizhakkemuri Foundation,
Kottayam was registered under the 12th Travancore-Cochin
Literary, Scientific and Charitable Societies Registration
Act, 1955.

It is hereby issued by me on this the 21st day of
March, Twothousand one.

(Sealed)

Sd/- 21-3-01.
Registrar of Societies

GPT.26/1749/89/V.100,000.

This is the true translation from
Malayalam version of D.C. Kizhakkemuri
Foundation, Kottayam Registered No.K.249.



[Handwritten signature]

20/3/01.

P.N. ASHOK BABU
Advocate and Notary
Lawyers Centre
Near Police Parade Ground
Kottayam, Kerala-686 002
Mob: 9447116359

IN THE MATTER OF ACT XII OF 1955
Being an Act for the Registration of Literary, Scientific and Charitable Societies in the
State Of Travancore-Cochin
and in the matter of the "D.C. Kizhakemuri Foundation"

MEMORANDUM OF ASSOCIATION OF
D.C. KIZHAKEMURI FOUNDATION

1. The name of the society shall be "D.C. Kizhakemuri Foundation".
2. The area of operation of the Society is the whole of India.
3. The Registered Office of the Society shall be situated at Building No.1343A, Ward No. IX, DC Kizhakemuri Edam, Good Shepherd St, Kottayam 686001 and in future in such place in India as the Board of Directors may decide upon time to time.
4. The society is Registered under the Travancore, Literary, Scientific and Charitable Societies Registration Act, 1955.
5. Main Objectives of the Society shall be
 - a) To promote the activities in the field of arts, literature, social work, education, culture and publication of books.
 - b) To publish books in the above mentioned subjects or to provide aid or grants for the production or publication of such books.
 - c) To provide presentation of awards, gifts or contribution to persons as well as institutions engaged for the promotion of above mentioned subjects.
 - d) To undertake literary project and activities aimed at promoting Malayalam Literature especially aimed at poetical talents.
 - e) To preserve and sustain the memory of Sri. D.C Kizhakemuri and his services to socio-cultural and literary areas, by publishing books, erecting memorials and associate with similar organisations.
 - f) To acquire or take over of any of the organisations or institutions or societies which are of similar or same objects and intends to dissolve or transfer the assets and liabilities to any institutions.
6. The objects incidental or ancillary to the attainment of the main objects are:
 - a) To accept any contribution or awards in cash or in kind from any person, company, institution or governments both from inside and outside the country for such purposes and objects as enumerated in the memorandum.
 - b) To take any action conducive to the accomplishment of any of the above objects. The object as set forth in any sub-clause of this clause shall not be in any way be restricted by reference to or inference from the term of any other sub-clause or the powers thereby conferred shall be deemed subsidiary or ancillary to the objects mentioned.
 - c) To apply the income and the property of the society were so ever desired from solely towards the promotion of the objects of the society as set forth in this memorandum of the association and no portion there of shall be paid or transferred directly or indirectly by way of dividend or otherwise how so ever by way of profits that nothing here in shall prevent the payment of salary or remuneration in good faith to the officers or the employed staff of the society or other persons in return or any services actually rendered to the society.

- d) From time to time to borrow or raise money which may be required for the purpose of the society from individuals, banks and/or other financial institutions, private or government and others either in the shape of long term loans, deposits or otherwise as may be deemed fit, and upon bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Society or by mortgage or charge of the Society's property including its uncalled capital if any and the amount guaranteed by the members of the Society for the time being mentioned in the clause hereof.
 - e) To invest and deal with surplus moneys of the Society not immediately required upon such assets, properties, securities or otherwise and in such manner as may be deemed expedient, provided that the Society shall not do any banking business as defined under the Banking regulations act 1949.
 - f) To open any account with any bank or banks as may be thought fit and to operate such accounts and to make, draw, accept, negotiate, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments and contracts and deeds and other instruments and to cancel and vary such instruments.
 - g) To purchase, take on lease or hire or otherwise acquire any movable and immovable property or any rights or privileges necessary or convenient for the purpose of the Society.
 - h) To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise deal with all or any part of the property of the Society.
 - i) To appoint, engage, employ, retain, maintain, provide for and remunerate and discharge, suspend, take disciplinary action and dismiss agents, officers and other employees, workers, laborers and servants in India or elsewhere.
 - j) To institute, conduct, defend, compound or abandon any legal proceedings by or against the Society or its officers or otherwise concerning the affair of Society to pay, satisfy or compromise any claim made against the association which it may seem expedient to pay, satisfy or compromise.
 - k) To sell or dispose of the undertaking of the society or any part thereof for such consideration as the association may think fit and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this society.
 - l) To undertake and execute any Society the undertaking of which may seem to the Society desirable, either gratuitously or otherwise.
 - m) To do all or any of the above things in any part of the world and to do all such other lawful things as are incidental or conducive to the attainment of the main objects
 - n) Provided that the Society shall not support with its funds or endeavor to impose on or procure to be observed by its members or others any regulation or restriction which if an object of the Society would make it a trade union.
7. The Society shall have the power to frame rules and regulations.

8. No alteration shall be made to the Memorandum of Association or to the Rules & Regulations of the Association, which are for the time being in force, unless the alteration has been previously submitted to and approved by the Commissioner of Income Tax.
9. The management of the affairs of the Society is entrusted in accordance with the Statutes (rules and regulations) to the general body called the Board of Directors and the executive committee called the Council of Trustees of which the first members are:-

Sl No.	Name and address	Age	Designation	Occupation	Signature
1.	Smt. Ponnamma Decece Kizhakemuri Kottayam	67	Chair person	Managing Partner Current Books	<i>Mrs Ponnamm</i>
2.	Ratheema Ravi Decece DC Books, Kottayam	32	Vice Chairman	Director of DCBooks Group	<i>Ratheema</i>
3.	Sri. Ravi Decece DC Books Kottayam	33	Secretary	Managing Partner DCBooks	<i>Ravi De.</i>
4.	Smt. Thara Joseph Real Apartments Bhattathiripad Road Kadavanthara, Ernakulam	37	Member	Housewife	<i>Thara Joseph</i>
5.	Smt. Meera Anil Kuthoor House Wilson St Market lane, Kottayam	35	Treasurer	Business	<i>Meera Anil</i>
6.	Sri. Joseph Pulikunnel Hosanna Mount Edamattom PO Kottayam	67	Member	Hon. Director Indian Institute of Christian Studies	<i>Joseph Pulikunnel</i>
7.	Joseph Satyadas Satyalaya Perumbaikad, Kottayam	39	Member	Journalist	<i>Joseph Satyadas</i>
8.	Sri. Anil Varghese Kuthoor House Wilson Street Market Lane, Kottayam	37	Member	Business	<i>Anil Varghese</i>

A copy of the Rules of Society certified to be correct copy by the members of the Board of Directors is filed with the District Registrar, Kottayam alongwith the Memorandum of Association.

We, the several persons whose names and addresses are given below, having associated ourselves for the purposes described in the Memorandum of Association, do hereby subscribed our names to this Memorandum of Association and set our several hands here unto and from ourselves into a society under Act XII of 1955,

This 12th day of March, Two Thousand and One at Kottayam.

Sl No.	Name and address	Age	Designation	Occupation	Signature
1.	Smt. Ponnamma Deecee Kizhakemuri Kottayam	67	Chair person	Managing Partner Current Books	<i>Mrs Ponnamm</i>
2.	Ratheema Ravi Deecee DC Books, Kottayam	32	Vice Chairman	Director of DCBooks Group	<i>Ratheema</i>
3.	Sri. Ravi Deecee DC Books Kottayam	33	Secretary	Managing Partner DCBooks	<i>Ravi Dee</i>
4.	Smt. Thara Joseph Real Apartments Bhattathiripad Road Kadavanthara, Ernakulam	37	Member	Housewife	<i>Thara Joseph</i>
5.	Smt. Meera Anil Kuthoor House Wilson St Market lane, Kottayam	35	Treasurer	Business	<i>Meera Anil</i>
6.	Sri. Joseph Pulikunnel Hosanna Mount Edamattom PO Kottayam	67	Member	Hon. Director Indian Institute of Christian Studies	<i>Joseph</i>
7.	Joseph Satyadas Satyalaya Perumbaikad, Kottayam	39	Member	Journalist	<i>Joseph</i>
8.	Sri. Anil Varghese Kuthoor House Wilson Street Market Lane, Kottayam	37	Member	Business	<i>Anil</i>

Witness to the above signatories
Name, address & occupation of the witness:
Rajendra Dev,
Vaisakh, East Gate, Vaikom, Kottayam
Manager Accounts, DC Books, Kottayam

Rajendra

STATUTES OF
D.C. KIZHAKEMURI FOUNDATION

Article I. Name

1. The name of the society shall be D.C. Kizhakemuri Foundation.

Article II: Registered Office

2. The Registered Office of the society shall be situated at Building No.1343A, Ward No. IX, DC Kizhakemuri Edam, Good Shepherd St, Kottayam 686001 and in future at such places in India as the Board of Directors may decide upon from time to time.

Article III. Objects

3. The main objects of the Society shall be:-
 - a) To promote the activities in the field of arts, literature, social work, education, culture and publication of books.
 - b) To publish books in the above mentioned subjects or to provide aid or grants for the production or publication of such books.
 - c) To provide presentation of awards, gifts or contribution to persons as well as institutions engaged for the promotion of above mentioned subjects.
 - d) To undertake literary project and activities aimed at promoting Malayalam Literature especially aimed at poetical talents.
 - e) To preserve and sustain the memory of Sri. D.C Kizhakemuri and his services to socio-cultural and literary areas by publishing books, erecting memorials and associate with similar organisations.
 - f) To acquire or take over of any of the organisations or institutions or societies which are of similar or same objects and intends to dissolve or transfer the assets and liabilities to any institutions.
4. The objects incidental or ancillary to the attainment of the main objects are:
 - a) To accept any contribution or awards in cash or in kind from any person, company, institution or governments both from inside and outside the country for such purposes and objects as enumerated in the memorandum.
 - b) To take any action conducive to the accomplishment of any of the above objects. The object as set forth in any sub-clause of this clause shall not be in any way be restricted by reference to or inference from the term of any other sub-clause or the powers thereby conferred shall be deemed subsidiary or ancillary to the objects mentioned.

- c) To apply the income and the property of the society were so ever desired from solely towards the promotion of the objects of the society as set forth in this memorandum of the association and no portion there of shall be paid or transferred directly or indirectly by way of dividend or otherwise how so ever by way of profits that nothing here in shall prevent the payment of salary or remuneration in good faith to the officers or the employed staff of the society or other persons in return or any services actually rendered to the society.
- d) From time to time to borrow or raise money which may be required for the purpose of the society from individuals, banks and/or other financial institutions, private or government and others either in the shape of long term loans, deposits or otherwise as may be deemed fit, and upon bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Society or by mortgage or charge of the Society's property including its uncalled capital if any and the amount guaranteed by the members of the Society for the time being mentioned in the clause hereof.
- e) To invest and deal with surplus moneys of the Society not immediately required upon such assets, properties, securities or otherwise and in such manner as may be deemed expedient, provided that the Society shall not do any banking business as defined under the Banking regulations act 1949.
- f) To open any account with any bank or banks as may be thought fit and to operate such accounts and to make, draw, accept, negotiate, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments and contracts and deeds and other instruments and to cancel and vary such instruments.
- g) To purchase, take on lease or hire or otherwise acquire any movable and immovable property or any rights or privileges necessary or convenient for the purpose of the Society.
- h) To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise deal with all or any part of the property of the Society.
- i) To appoint, engage, employ, retain, maintain, provide for and remunerate and discharge, suspend, take disciplinary action and dismiss agents, officers and other employees, workers, laborers and servants in India or elsewhere.
- j) To institute, conduct, defend, compound or abandon any legal proceedings by or against the Society or its officers or otherwise concerning the affair of Society to pay, satisfy or compromise any claim made against the association which it may seem expedient to pay, satisfy or compromise.
- k) To sell or dispose of the undertaking of the society or any part thereof for such consideration as the association may think fit and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this society.
- l) To undertake and execute any Society the undertaking of which may seem to the Society desirable, either gratuitously or otherwise.

- m) To do all or any of the above things in any part of the world and to do all such other lawful things as are incidental or conducive to the attainment of the main objects
- n) Provided that the Society shall not support with its funds or endeavor to impose on or procure to be observed by its members or others any regulation or restriction which if an object of the Society would make it a trade union.

Article IV: Membership

- 6. The membership of the society shall be open to all those who
 - a. subscribe to the Objectives of the society
 - b. apply for membership in the prescribed form: and
 - c. pay an admission fee of Rs.100/- and an Annual Subscription of Rs.50/-.

The Society shall duly keep and maintain a register of members in accordance with the provision of section 150 of the Act and if applicable, shall also keep and maintain an index of members as required by section 151 of the act.

Article V: Managing Committee

- 7. Managing Committee shall consist of the following :
Chair person, Vice Chairman, Secretary and Treasurer.
The Managing Committee shall have the following powers and duties:
 - a. To discuss and decide upon the policy of the society.
 - b. To consider and pass the Budget of the society.
 - c. To arrange for the Annual Audit of the Accounts of society.
 - d. To amend or make bye laws as may be deemed necessary from time to time for the more efficient working of the society.
- 8. The Members of the Managing Committee will receive no pay whatsoever for their activities as such. However, when the Committee deems it necessary to charge any activity to a certain member, who is outside the proper framework of the activities of the Committee, a special allowance can be given. When a decision regarding the amount of this allowance to be paid is taken, the member in question shall withdraw himself/herself from the meeting of the Committee.
The Membership of the Managing Committee shall terminate during the term of office either (a) on death; (b) on resignation; or (c) on dismissal by the Committee with a 2/3 majority.

Article VI: Chairman

- 9. The Chairman of the society shall have the following powers and duties:-
 - a. to preside over the meetings of the Managing Committee;
 - b. to appoint staff of the society upon decisions of the Managing Committee;

- c. to initiate disciplinary proceedings against any staff of the society and to terminate the services of any with the previous sanction of the Managing Committee; and
- d. to exercise such other powers as are assigned to him by the Managing Committee.

Article VII: Secretary

10. The Secretary of the soccity shall have the following powers and duties:-
- a. to keep proper minutes of the meetings of the Managing Committee.
 - b. to be the custodian of the files and records of the society; and
 - c. to do such other duties and exercise such powers as are assigned to him by the Managing Committee from time to time.

Article VIII: Treasurer

11. The Treasurer of the society shall have the following powers and duties:-
- a. to be the custodian of all the movable and immovable properties of the society;
 - b. to keep proper accounts and vouchers and receipts for all monetary transactions;
 - c. to open accounts with such scheduled banks as decided upon by the Managing Committee and to operate the same on behalf of the society jointly with Chairman or Secretary or any other person(s) authorised by the Managing Committee.
 - d. to prepare and present to the Managing Committee the Budget of the society ; and
 - e. to do such other duties and exercise such powers as are assigned to him by the Managing Committee from time to time.

Article IX: Meetings

12. The Managing Committee shall meet at least once in every three months.
13. The Managing Committee may also take decisions, in matters of exigencies by circulation.
14. In addition to any other meetings, a General Meeting when the election to the Managing Committee shall be held in each year within six months of the day upto, which the balance sheet and the income and expenditure account are made up. This will be the annual general meeting and shall be held at such time, date and place as decided by the Managing Committee having regard to the directions, if any given in this respect by the association in General Meeting. Notice of such meetings shall be issued to all members at least 15 days before the date of the meeting.
15. All other meetings shall be called Extraordinary General Meetings.
16. The ordinary business of an Annual General Meeting shall be to receive and adopt the Income and Expenditure account and the Balance Sheet and the reports of the Managing Committee and of the auditors, to appoint the members of Managing Committee in place of those retiring and to appoint auditors and to fix their remuneration. All other business transacted at the annual general meeting and all business transacted at an Extraordinary General Meeting shall be deemed special business.

17. The Managing Committee may whenever thinks fit and shall upon a requisition of the members, proceed to call an Extraordinary General Meeting.
 - a) A General Meeting may be called by giving a notice in writing of not less than 21 days. Every notice of the meeting shall specify the place, day and hour of the meeting and shall contain a statement of the business to be transacted there at. Where any such business consists of 'Special business' there shall be annexed to the notice a statement.
 - b) The accidental omission to give notice to or the non-receipt of notice by any member or other persons, to whom it should be given, shall not invalidate the proceedings of the meeting.
 - c) No business shall be transacted at any General Meeting of the Society unless a quorum of members is present at the time when the meeting proceeds to business.
 - d) If within half an hour from the time appointed for the meeting a quorum be not present, the meeting, if convened upon the requisition of members, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and such other time and place, as the managing committee may determine.
 - e) If at the adjourned meeting also, a quorum is not present within half an hour from the time appointed for holding the meeting, the members present shall be the quorum.
18. No objection shall be made to the validity of any vote whether given personally or by proxy or by Attorney except at the meeting or poll at which such vote shall be tendered and every vote whether given personally or by proxy or by attorney to which no objection is made at such meeting or poll what so ever. In case of any dispute as to the admission or rejection of a vote, the Chairman shall determine the same and such determination, made in good faith, shall be final and conclusive.
19. Every question submitted to a General Meeting, shall be decided by a majority of votes and in case of an equality of votes, both on a show of hands and on a poll, the Chairman of the meeting shall have a casting vote in addition to the vote to which he may be entitled as a member.
20. The Chairman of a General Meeting may, with the consent of any 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. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business.
21. Every member shall have one vote on a show of hands or upon a poll.
22. A member entitled to attend and vote at a General Meeting shall be entitled to appoint another person, whether a member or not, as his proxy to attend and vote instead of himself. A proxy shall not be entitled to vote except on a poll.

23. Where a Body Corporate, Whether a Company within the meaning of the Act or not, is a member of the Society, a person duly appointed to represent such body corporate or company shall not be deemed to be a proxy and the production at the meeting of a copy of such resolution of the Managing Committee duly signed by one Member or Secretary of such body Corporate or Company and certified as being a True Copy of the resolution shall be accepted by the Association as sufficient evidence of the validity of the appointment.

Article X: Financial year

24. The financial year of the society shall be running from 1st of April to 31st March.

Article XI: Bye-Laws and Rules

25. The Managing Committee may frame the Bye-Laws and Rules which are not contradictory to the Statutes of the society.

Article XII: Finance and accounts

26. The books of account of the society shall be kept at the registered office or such other place as decided by the Managing Committee of the society. The finance of the society may be raised through subscriptions, donations, grants and aids, and through income from investments. At the end of each financial year the Treasurer shall place before the Managing Committee the audited accounts of the society with the approval of the Managing Committee. The Balance sheet and income and expenditure a/c shall be audited in the case of the first balance sheet and account by an auditor appointed by the Managing Committee and in the case of subsequent balance sheet and account, by an auditor appointed by the general meeting.

Article XIII: Affiliation

27. The society may be affiliated to any other organisation or foundation, which according to the Managing Committee have the same basis and objects, on conditions decided upon by them. The Managing Committee shall make application for affiliation. Conditions of affiliation enumerated in such application shall form part of this Statute and the duties and obligations created thereby shall be legally binding on the society.

Article XIV: Dissolution

28. Subject to Section 23,24 & 25 of the Act, if $\frac{3}{4}$ of the members of the Society determine that the society shall be dissolved, then it shall be dissolved by a special resolution forthwith as per the term then agreed upon and, in that case, the property shall be disposed of otherwise settled as the Managing Committee may find it expedient provided that in the event of any dispute arising among them or the society, then the adjustment of its affairs shall be referred to the District Court, Kottayam and the court shall make such order as it shall deem necessary.

If on winding up or dissolution of the trust there remains any excess of assets after satisfaction of the debts and liabilities, the member shall not be entitled to claim in the assets of the society but such excess shall be transferred only to an institution having similar objects or of a charitable nature or to Government.

Article XV: Rules: -

29. a). In this rules, unless the context otherwise requires, " The Society " means "D.C. KIZHAKEMURI FOUNDATION".
- b). Member means a member of the Society including a member provisionally elected or nominated.
- c). "Place of Business," means anywhere in the union of India.
- d). "The Seal" means the common seal with the logo of the Association.
- e) "The Act" shall mean the Travancore Cochin Literary, Scientific and Charitable Society Registration Act (Act of 1955) or any other statutory modifications.

Original signatories and founder members

Name & Address	Age	Designation	Occupation	Signature
1. Smt. Ponnammma Deecee Kizhakemuri Kottayam	67	Chair person	Managing Partner Current Books	<i>Mrs Ponnammma D</i>
2. Ratheema Ravi Deecee DC Books, Kottayam	32	Vice Chairman	Director of DCBooks Group	<i>Ratheema</i>
3. Sri. Ravi Deecee DC Books Kottayam	35	Secretary	Managing Partner DCBooks	<i>Ravi D</i>
4. Smt. Thara Joseph Real Apartments Bhattathiripad Road Kadavanthara, Ernakulam	37	Member	Housewife	<i>Thara Joseph</i>
5. Smt. Mccra Anil Kuthoor House Wilson St Market lane, Kottayam	35	Treasurer	Business	<i>Mccra Anil</i>
6. Sri. Joseph Pulikunnel Hosanna Mount Edamattom PO Kottayam	67	Member	Hon. Director Indian Institute of Christian Studies	<i>Joseph</i>
7. Joseph Satyadas Satyalaya Perumbaikad, Kottayam	39	Member	Journalist	<i>Joseph</i>
8. Sri. Anil Varghese Kuthoor House Wilson Street Market Lane, Kottayam	37	Member	Business	<i>Anil</i>