

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
SIMPLY SPORT FOUNDATION
(A COMPANY INCORPORATED UNDER SECTION 8 OF THE COMPANIES ACT, 2013)

- I. The Name of the Company is **SIMPLY SPORT FOUNDATION**
- II. The Registered Office of the Company will be situated in the State of Karnataka.
- III. The Objects for which the Company has been established are specified below.
 - (a) **THE OBJECTS TO BE PURSUED BY THE COMPANY ARE AS FOLLOWS: -**
 1. To encourage, promote, govern and develop the all-round development of sports at the grass root level in Indiathrough expertiseand proper governance.
 2. To promote the sport, and run in India and/or abroad coaching centres either directly or through franchisee arrangement or in partnership with others registration of members and affiliated institutions, management of accounts and account books, standardisation of existing compliance requirements throughout India, and to take all such steps as shall be deemed necessary or advisable for enforcing the existing regulatory framework for the sport.
 3. To organise, regulate, recognise and host all competitions for the sport of in thecountry of India. To form, acquire, run, operate teams in various sports and games and to take part in domestic, national, and international events for improvement of health amongst the youth, ladies and children on the whole.
 4. To develop and deliver quality professional coaching programmes to players of varying ages and skill levels within the country of India.

(b) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (a) ARE: -

5. To maintain, continue, or provide for the accreditation and affiliation (as applicable) of members and for promoting all kinds of sports League in India.
6. To enforce, and implement, the policies relating to sexual harassment, equal opportunity, equity, anti-doping, health, safety, and such other matters as may arise.
7. To partner, associate with and cooperate with governing bodies and regulatory authorities in India and abroad in furtherance of the objects of the Company.
8. To undertake all types of work in the areas of public relations, press relations, television, broadcasting, sponsorship, commercial or other transactions of any kind and editorial publicity in connection with any kind of sports league.
9. To plan and carry out, training and educational programmes for members, affiliated institutions, all kinds of sports League players and the general public in connection with Sports League.
10. To draft and provide rules, regulations and bye-laws, or otherwise, for deciding and settling all differences that may arise between or among members and affiliated institutions and in reference to any other matter of dispute, including without limitation disciplinary matters, and to make such provisions for enforcing any award or decision as the Company shall deem proper.
11. To enter into any arrangements with any Government(s) or authorities whether Central, State, municipal, local or any other person, that may seem conducive to the objects of the Company.
12. To print, publish books, brochures, house-journals, sales literature, bulletins and such other literature, as considered necessary and appropriate in the pursuit of its objectives.
13. To organise meetings and class conferences, seminars and competitions, to ascertain the popularity of Sports League and to organise door to door publicity and train personnel for the same.
14. To employ professionals, athletes, various sports League players, coaches, trainers and personnel required for efficiently carrying out the objects of the Company and to remunerate them from time to time, to enter into agreements with them laying down the terms and conditions of employment and remuneration.

15. To buy or acquire any kind of immovable property, whether the same be freehold or leasehold or having any right attached to it whether belonging to the Company or not, for erecting or establishing offices, factories, go-downs, rest houses or apartments for the pursuit of the Company's objects or use by the Company's employees/agents.
16. To accept grants, donations, assistance from public bodies, corporations, companies or persons or trusts and foundations, subject to the provisions of Companies Act, 2013, for the purposes of achieving the objects of the Company and to manage efficient, effective and permissible fund flow and fund utilisation in consonance with the objects stated herein.
17. To draw, make, accept, endorse, negotiate, discount, execute and issue any promissory notes, drafts, cheques, clean bills, debentures, bills of exchange, bills of lading, railway receipts, warrants, hundies and such other negotiable and transferable instruments of all types or documents of title and to buy and sell or deal in the same in connection with the pursuit of the Company's objects and for that matter to open accounts, whether current, overdraft, cash credit, special or fixed deposit and any other deposit account of any nomenclature and any other accounts of any nomenclature, as existing or the date of opening of such account or may exist in the future with any bank, corporation, company, institution or any other undertaking authorised to carry activities related to banking or Para-banking and duly recognised and permitted by the Reserve Bank of India or by any legislation, whether state or central or by any order of the government, whether state or central.
18. To participate in the trade fairs and for that purpose send brochures, pamphlets, leaflets, samples and representatives for making known the purpose of the Company, to cause the Company to be registered and recognised in the India and to open liaison offices or branches in India for the pursuit of the objects of the Company and to do all acts necessary for carrying on the activities of the Company.
19. To buy, acquire, lease, take on hire, install, commission and provide or otherwise allow using basic telecom services, e-mail, data communication services, value-added services and information services.
20. To take agencies of any firm, company or companies, within India or abroad, with the same objects and likewise to appoint agents in the course of pursuing its objects.
21. To accept gifts and awards from the Government, Semi-Government bodies or give gifts, in appreciation of the services rendered by the Company or to the Company by other persons.

22. To continue, establish and support or aid in the establishment or support of cooperativesocieties, associations and other institutions, funds, trusts, amenities and conveniences and at its discretion to grant bonuses, pensions and allowances and to make payment towards insurance and to subscribe or guarantee money for charitable or benevolent objects, also to remunerate or make donations by cash or other assets or by the allotment of shares credited as fully or partly paid up or in any other manner (so far as by law allowed) to any party for services rendered or to be rendered in placing or assisting toplace any shares in the Company's capital or any debentures, debenture- stock or othersecurities of the Company or about the formation or promotion of the Company's objects or to pursue its objects.
23. To create any depreciation fund, revaluation reserve fund, sinking fund, whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company of any other purpose conducive to the interests of the Company.
24. To amalgamate, subject to Companies Act, 2013 as amended from time to time, or collaborate with any other company, firms, whose objects and undertaking are similar to those of this Company.
25. To establish, provide, setup, organise, maintain support, subsidise, assist and/orconduct training classes, colleges and other educational institutions, to organise and participate in seminars, lectures, symposia, conferences, fairs related to the objects of theCompany and to compile, collate, edit and publish technical reports and papers related to various topics in the pursuit of its objects.
26. To enter into arrangements or partnerships, union of interest, co-operation, joint- ventures, reciprocal concession either in whole or part with any such other company, firm or person, having objects similar to this Company and Government Authorities, Central, Provincial, Municipal, Local, or otherwise,public or quasi-public bodies, carrying on operations that may seem conducive to the Company's main objects or any of them and to obtain from any such Government or Authority any rights, privileges and concessions which the Company may think desirable to obtain and to carry out exerciseand comply with any such arrangements, rights and privileges and concessions.
27. To advance or receive money, whether in form of security deposit or in any other formof deposit of any nomenclature, particularly to serve and protect the interest of the Company from such persons or companies and on such terms as may seem expedient and in particular to other parties having dealings with the Company and to guarantee the performance of contracts by any such persons or companies but not amounting to banking business as defined under the Banking Regulations Act, 1949.
28. To subscribe, guarantee money for national, international, charitable, benevolent, educational, public, general, or such otheruseful object, activity, exhibition or trade show or for such other purpose which, may appear to be conducive directly or indirectly to furthering the main objects of the Company.






29. To issue debentures or debenture stocks of the Company at par, premium or discount and sell to, or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit.
30. Subject to the provisions of the Companies Act, 2013, and the Rules framed thereunder and the directions issued by the Reserve Bank of India from time to time, as may be applicable, to accept deposit, to borrow, raise or secure the payment of money, in such manner as the Company shall think fit or by the issue of debentures, debenture stock, perpetual or otherwise, mortgage of any other such securities charged or based upon the undertaking of the Company, both present and future, including the uncalled capital of the Company or without any such security or upon such terms as to priority or otherwise and to borrow money in such manner as the directors shall deem fit.
31. To secure the repayment of any money borrowed, raised or owing by mortgage charge on lien upon all or any of the property or assets, 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 obligations undertaken by the company or other person or Company as the case may be but shall not carry on the business of banking as defined in the Banking Regulation Act, 1949.
32. To act as consultants, advisors, agents and representatives in connection with the Company's main objects and as management and other consultants and in that respect providing advisory services in various fields including general, administrative, secretarial, commercial, financial, legal, economic, labour, industrial, public relations, scientific, technical, direct and indirect taxation and other levies, statistical, accountancy, quality control and data processing, of the Company.
33. To collaborate with foreign and domestic firms for acquiring or offering technical know-how, or to employ foreign technicians or experts or advisers on a contract basis or otherwise and to loan on suitable terms Company's technicians, experts and others in or outside India or developing allied industries and to send out to foreign countries the Company's personnel, including directors and other employees, for further training and to pay towards costs, direct and incidental, for such training, whether in India or abroad.
34. To grant pensions or gratuities to any officers or employees or ex-officers or ex-employees, including directors or ex-directors or other relatives, connections or dependents or the families of such persons.
35. To associate, assist, participate or to enter into any other arrangement or agreement, with any person or undertaking in attainment of main objects of the Company.

36. To honour, accept, endorse and put into implementation any agreement or understanding entered into by the promoters of the Company on its behalf with any other company, organisation or association.
37. To pay, out of the funds of the Company, all expenses when the Company may lawfully pay with respect to the formation and registration of the Company and to remunerate any person, firm or company for services rendered or to be rendered in or about the formation or promotion of the Company.
38. To undertake or participate in the formation, management, supervision or control of the operations of any other company, trust, firm or person having similar objects.
39. To enter into any contract or arrangement with any government or authority, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them and to obtain from any such government or authority any rights, privileges and concessions.
40. To appoint contractors, managers, employees and other persons and to establish and maintain agencies or branches in any part of India for the purpose of the Company and to discharge and to discontinue the same.
41. To sell, mortgage, exchange, grant leases, licenses, easements and other rights in respect of, manage, develop and transfer to account or deal with in any manner the whole of the property, assets, investments, undertakings, rights and effects of the Company or any part thereof for such consideration as may be thought fit.
42. To donate or gift, in cash or in kind, for any national, charitable, benevolent, public or to any institution, club, society, research association, fund, university, college or any other person or body, subject to the provisions of Companies Act, 2013.
43. To apply for, secure, acquire by grant, legislative enactment, assignment, transfer, purchase or otherwise, and to exercise, carry out, and enjoy and charter, and license, power, authority, franchise, concession, right or privilege, which any government or authority, or any corporation or other public body may be empowered to grant, and to apply for, aid in, and contribute towards carrying on the same into effect.
44. To become member of other bodies and associations of persons, including societies, clubs and companies limited by guarantee, whether formed for profit or for non-profit activities.
45. To apply for, promote, and obtain any statute, order, regulation or other authorisation or enactment and to oppose any bills, proceedings, or applications which may seem calculated directly or indirectly to prejudice the Company's or any of its members' or affiliated institutions' interests.

46. To apply for, purchase or otherwise acquire any patents, rights, copyrights, trademarks, formulae, licenses, concessions and the like or any secret or other information, or company.
47. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of, and give or procure the giving of donations, gratuities, pensions, allowances and emoluments to any persons who are or were at any time in the employment or service of the Company or who are or were at any time directors or officers of the Company or of any such other company as aforesaid, and the wives, widows, families and dependents of any such other persons, and also establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests of the Company and / or to make payments to or towards the insurance of any such person as aforesaid.
48. Subject to the provisions of the Companies Act, 2013, or any other re-enactments or modifications thereof, to contribute to any political party or to any individual or body for any political or semi political nature which in the opinion of the Company will directly or indirectly result in the promotion or advancement of the objects of the Company or generally in the type of activity in which the Company may be engaged or interested.
49. To provide for the welfare of employees of the Company and the wives, widows and families or the dependents or connections of such persons by building or contributing to the building of houses or dwellings or quarters or by grants of money, pensions, gratuities, allowances, or any other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds or other schemes or trusts and by providing or subscribing or contributing towards places of instructions and recreations, hospitals and dispensaries, medical and other attendance and other assistance as the Company shall think fit.
50. To own, acquire, develop, sell and distribute software for usage of computer systems, communication systems, or combination of computer and communication systems and hardware of computer systems, communication systems, industrial and other preparation and articles of varied nature and kind, whatsoever.
51. To appoint legal and technical advisors, bankers for the Company and to pay the necessary expenses for the same.
52. To do all such other lawful things as may be incidental to or conducive to the attainment of the above objects.
53. *The funds of the company shall be invested in the modes specified under the provisions of section 13(1)(d) r.w.s 11(5) of the Income Tax Act 1961 as amended from time to time.*

- IV. *The Objects of the Company extend to the whole of India. Provided that the company shall adhere to the guidelines enforced by Government of India from time to time.*
- V. The Company shall be subject to and shall adhere the following principles:
- (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 including Performance Related Pay.
 - (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) *Irrevocability: The Company hereby created is Irrevocable, Perpetual, and Continuous*
 - (vii) *Beneficiary: The benefits of the Company shall be open to all irrespective of the caste creed or colour religion or sex*
- VI. *No Amendments to the Memorandum of Association or to the Articles of Association shall be made which may prove to be repugnant to the provisions of sections 2(15), 11, 12 & 13 & 80G of the Income Tax Act, 1961 as amended from time to time. Further no amendment shall be carried out without the prior approval of the Commissioner of Income Tax.*
- VII. The liability of the Members is limited.
- VIII. The share capital of the company will consist of Rs.15,00,000 (Rupees Fifteen Lac Only) divided into 150,000 (One Lakh Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each.

- IX. (i) *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 expenditures 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. Every year, the accounts shall be closed by 31st March.*
- (ii) *The accounts of the company shall be duly audited by one (1) or more qualified chartered accountant or chartered accountants.*
- X. *In the event of dissolution or winding up of the company, the assets and liabilities as on the date of dissolution shall under no circumstances be distributed among the Share Holders/ Directors/ related persons of the Company or Members of the managing committee or members of the Governing body but the sum shall be transferred to another charitable trust, Society, Association or Institution or a Company Registered under Section 8 of the Companies act 2013 whose objects are similar to those of this Company and which enjoys recognition under section 80G of the Income Tax Act, 1961 as amended from time to time.*
- XI. The Company can be amalgamated only with another company registered under section 8 of the Act and having similar objects.
- XII. We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

SL. No.	Address & description of the occupation	PAN/DIN	No of shares taken	Signature of subscribers	Signature, name, address, description and occupation of witness
1	<p>Ankit Nagori</p> <p>S/o. Ashok Nagori, Flat No. d1205, St. John's Wood Apartment Thaverekere Main Road, Bangalore- 560029 Occupation – Business</p> <p>Photo</p> 	06672135	148500 Equity Shares		<p>I witness to subscriber(s), who have subscribed and signed in my presence on 30/09/2020 at Bangalore further I have verified his or their Identity Details (ID) for their identification and satisfied myself of their identification particulars as filled in”</p> <p>Signature:</p> <p> B. SHANMUGA ANANDHI W/o. R. BALA GANESH NO. SDB, SWARNIKA ANANDA NEAR, SOMPUA GATE, SARJAPURA ROAD, BANGALORE - 562125 PRACTISING COMPANY SECRETARY MM. NO: 25160 COP. NO: 9113</p>
2	<p>Rishabh Telang</p> <p>S/o. Ravindra Mohan Telang, No.316, Sai Pooran high end, Haralur, Sarjapura road, Near Village Hyper Market, Bangalore – 560102 Occupation – Business</p> <p>Photo</p> 	AIZPT4042N	1500 Equity Shares		
Total -			150000	(One Lakh fifty thousand shares)	

Date: 30-09-2020
Place: Bangalore