

15 AUG 2000

100Rs.



19906



PPNo - Z 042759



TRUST DEED RC No - 203128/6



RC No 989245/10.

This Declaration of Trust made on this 7th day of August, 2000 by Shri Sunil Bharti Mittal, R/o A-49, Vasant Marg, Vasant Vihar, New Delhi 110 057, Shri Rakesh Bharti Mittal R/o D-819 New Friends Colony, New Delhi 110 065, and Shri Rajan Bharti Mittal R/o E-9/17 Vasant Vihar, New Delhi 110 057, all sons of Late Shri Sat Paul Mittal, hereinafter collectively referred to as "the Settlers".

WHEREAS the Settlers are desirous of setting up a Trust with a corpus of Rs.15,000/- (Rupees Fifteen thousand only) with a contribution of Rs.5,000/- (Rupees five thousand only) by each of the Settlor for the purpose and for the objects stated hereinbelow and in the manner hereinafter following :

(Handwritten signatures)

167

4/8/2000

100750

15

held to M/S. Ind. Te. Tenders TR05
for STP Model Fund 100

TR05 2000

DEHIR KUMAR JAIN
L. No. 375, Court Tower
Maharaja, New Delhi

4/8/2000

428

Deob

Sunil Bharti Mittal

30 An. Sat Paul Mittal

At the office of
District. North, Delhi on the day
New Delhi - 110017

SUB REGISTRAR
DIST. NORTH
DELHI

25/7/00

45 Sunil Bharti Mittal
40 2 Rakesh Bharti Mittal
30 3 Rajan Mittal (13pt)
Sudha Mittal
Kamini Mittal

SUB REGISTRAR
DIST. NORTH
DELHI

25/7/00

(Signature)

Rajan Mittal

by amsal



AND WHEREAS in pursuance of the said decision of the Settlers, the Settlers hereby transfer and assign all that sum to the hereinafter appointed Trust Fund and all additions made hereafter including contributions, accumulations, donations and accretions in cash or kind as might be handed over to the Trustees or placed at their disposal by any donor to the extent that the same shall be used for the promotion and encouragement of charitable objects specified in this Declaration shall always stand possessed by the Trust.

NOW THIS DEED WITNESSETH AS FOLLOWS:

We, Sunil Bharti Mittal, Rakesh Bharti Mittal, Rajan Bharti Mittal, all sons of Late Shri Sat Paul Mittal, hereby grant and set apart the amount of Rs.15,000/- (Rupees Fifteen thousand only) mentioned hereinbefore for all and any of the purposes mentioned hereinafter:

I NAME OF THE TRUST

The name of the Trust shall be "BHARTI FOUNDATION" hereinafter referred to as the 'said Trust'.

167/A

4/8/2000

100752
18

Sd/- _____
 R/O _____
 (in favour of) _____
 R/O _____
 PARTIES 92089 2000

UDHIR KUMAR JAIN
 L. No. 326, Court Tehsil
 Mehrandi, New Delhi

4/8/2000

I hereby certify that the above mentioned
 documents are true and correct copies of the
 original documents as they are on file with
 me. This is done in accordance with the
 provisions of the Public Records Act, 1957.
 Signature of the Officer in Charge

I hereby certify that the above mentioned
 documents are true and correct copies of the
 original documents as they are on file with
 me. This is done in accordance with the
 provisions of the Public Records Act, 1957.
 Signature of the Officer in Charge

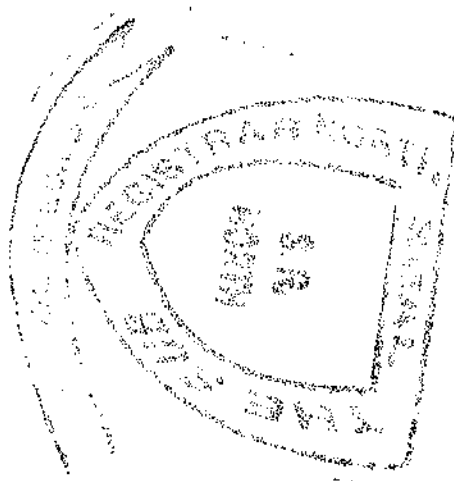
II OFFICE OF THE TRUST

That the Head office of the said Trust shall be situated in National Capital Territory of Delhi and presently shall operate from H-5/12 Qutab Ambience, Mehrauli Road, New Delhi. The Board of Trustee(s) shall have the power to have the Head office shifted to any other place in India/Abroad as it may determine from time to time.

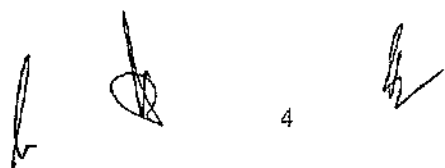
III OBJECTS OF THE TRUST

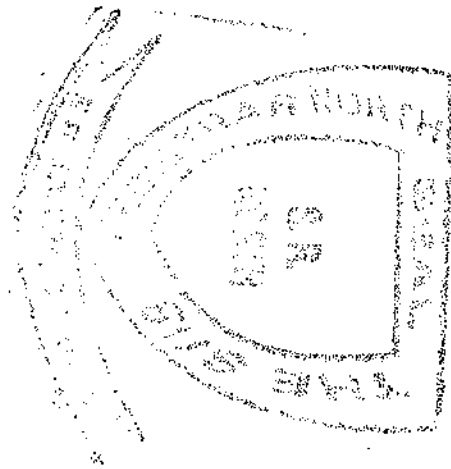
- i) Establish in India educational institutions and/or to contribute to any existing institutions and or to establish a chair(s) or award(s) in any University on one or more of the following subjects; Science, Technology, Environmental Ecology, Social Welfare and Humanities or any other subject as the trustees may decide from time to time.
- ii) To grant scholarships, stipends, prizes and rewards to deserving, intelligent, meritorious, poor and needy persons.
- iii) To promote, encourage, support or develop girl child educational programmes.
- iv) To secure scholarships from foreign countries for Indian students and to sponsor suitable candidates for such scholarships.
- v) To promote research in medical sciences by establishing research institutes, laboratories, hospitals, arranging debates, conferences or providing financial assistance to medical scholars, students or to institutes, laboratories etc. engaged in medical profession.
- vi) To create health consciousness among the public at large and for the purpose to establish healthcare centre, institute, etc. and/or to contribute to such institutions.

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- vii) To provide medical aid to poor and needy persons by way of financial help or arranging medical camps, medical check-ups, to open dispensaries, hospitals and other medical facilities.
- viii) To organize, facilitate, promote, or assist NGOs or other agencies in undertaking programmes in the field of "Population and Development" with particular reference to family planning, family welfare, family life, child care, nutrition, environmental improvement, home management etc.
- ix) To promote Indian culture and encourage cultural activities by exchange of students with other countries, awarding scholarship, to promote friendly relations with other countries and groups irrespective of race, caste, creed, color, relation, political and social philosophies. It is, however, clarified that no income/property of the Trust shall be applied for this purpose outside India without the permission of the Central Board of Direct Taxes as provided in Section 11 of the Income Tax Act, 1961 or any other relevant authority.
- x) To establish in India libraries, reading rooms and/or to contribute to such existing institutions and / or to publish literature, magazines etc. for enhancement of general knowledge of the public at large.
- xi) To convene when necessary or expedient conferences, seminars or other meetings at such places and such times as desirable so as to further the object of the Trust.
- xii) To set up, run and / or conduct any institution for carrying on any activities towards advancement of any form of arts including music, dance, drama, literature, painting etc.
- xiii) To provide help to needy and deserving sportsmen and sportswomen and to organise coaching camps, training, establishment of sports centres, hostels, institutes etc.



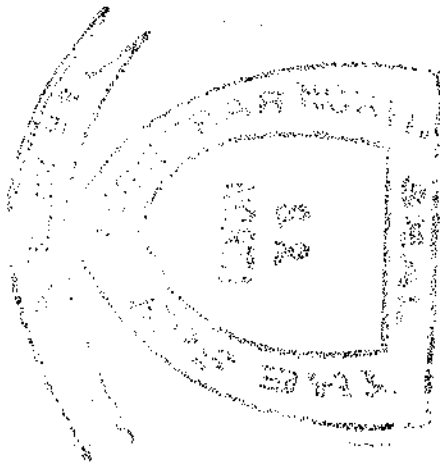


- xiv) To provide help to people affected by calamities such as war, riots, earthquakes, floods, fire, famine, epidemics etc.
- xv) To set up, run and / or conduct homes for destitute, women and children and / or to run different social welfare projects which are beneficial to the society at large.
- xvi) To improve ecology and sanitary conditions in the backward areas of the country.
- xvii) To provide assistance to the existing environmental projects including social forestry.
- xviii) To promote any other charitable object including relief to the poor, education and advancement of any other object of general public utility not involving the carrying on any activity of profit.
- xix) To receive donation, subscription, contributions, funds either from any individual, Company or any other body for fulfilling the object of the Trust.

IV IT IS HEREBY EXPRESSLY DECLARED.

- i) For furtherance of the above objects the trustees may give financial aid to any person, institution or society carrying on any of the above activities.
- ii) In case any of the objects is found to be impractical or invalid by reasons of vagueness or otherwise, such objects shall be deemed not to have been included in the objects of the trust and shall not affect the validity and the legality of the trust in any manner whatsoever.
- iii) The activities/projects of the Trust shall not be aimed at making profit.





- iv) That if any clauses of the instrument of trust has been inadvertently clothed in a language capable of an interpretation in conflict with the relevant Income Tax Provisions granting exemption, that such clause or clauses will have restricted meaning so that the relevant Income Tax provisions will always have over-riding effect.

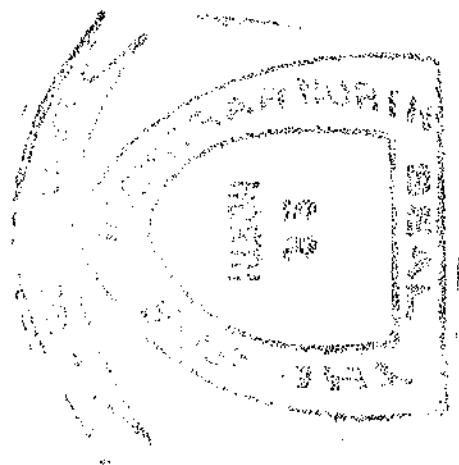
V BOARD OF TRUSTEES

- i) The total number of trustees hereinafter referred to as Board of Trustees shall not exceed 8 and shall not be less than 3 and the following shall be the Life Trustees and they will form and constitute the Board of Trustees.

1. Shri Sunil Bharti Mittal S/o Late Shri Sat Paul Mittal
R/o A-49, Vasant Marg,
Vasant Vihar,
New Delhi 110 057
2. Shri Rakesh Bharti Mittal S/o Late Shri Sat Paul Mittal
R/o D-819 New Friends Colony,
New Delhi 110 065
3. Shri Rajan Bharti Mittal S/o Late Shri Sat Paul Mittal
R/o E-9/17 Vasant Vihar,
New Delhi 110 057

- ii) The above Life Trustees shall, from time to time appoint other additional Trustees to work in the best interest of the Trust, such appointment of Trustee(s) shall not exceed 5 in number. These Trustees may include one male or female descendant of each of the Life Trustees provided such person(s) are willing to act as Trustee(s). The term of additional Trustee(s) shall be 2 years.





- iii) That any vacancy created by resignation or demise of any of the Life Trustee(s) shall be immediately filled by appointment of his male or female descendant as Life Trustee, even though such descendant may already be on the Board of Trustees. In the event the descendant takes over as the Life Trustee, the vacancy caused by his/her appointment may be filled from amongst the remaining descendant(s) of the Life Trustee(s) or any third person to be appointed by the Life Trustee(s).

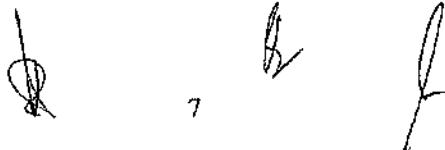
VI CHAIRMAN OF THE BOARD OF TRUSTEES.

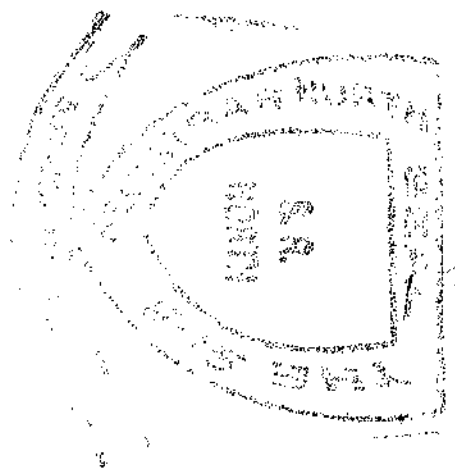
The Life Trustees shall from amongst themselves elect one Life Trustee to be the Chairman of the Trust. The term of the Chairman shall be 3 years. After the expiry of the period of three years, the Trustees shall have the right/authority to again elect/re-elect one of the Life Trustees as Chairman of the Trust.

VII POWER AND FUNCTIONS OF THE TRUSTEES

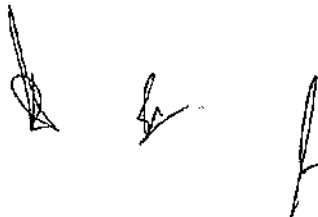
That without prejudice to the generality of the powers vested in the Trustees by law, they shall have the following powers and functions in particular to carry on the management of the Trust.

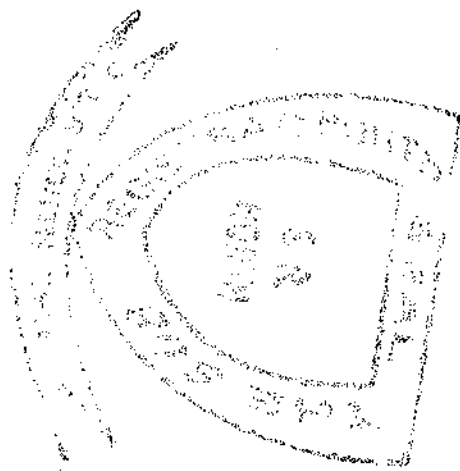
- VII.1 (i) Borrow money from individual, association or bank for the purpose of the Trust on such terms and conditions as they think fit with or without security of the property of the Trust and to repay the same alongwith interest.
- (ii) To sell, mortgage or lease any of the movable or immovable properties of the Trust for the furtherance of the cause of the Trust and pay the ground rent, municipal taxes and all other taxes, insurance premium, maintenance charges and all other outgoing on its behalf in respect to such movable and immovable properties.



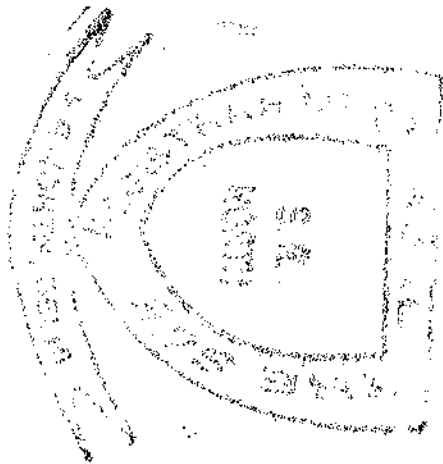


- (iii) To purchase, sell, dispose off, assign or transfer all or any of the investment of the Trust and to receive income thereon.
- (iv) To make, sign, seal and deliver any contract, agreement, transfer conveyance and other Deeds where necessary, to alter/rectify the same.
- (v) To spend any amount on the object of the Trust in any furtherance thereof and it shall be within their discretion as to the amount to be spent on any special object.
- (vi) To invest/utilise the funds of the Trust in forms or modes prescribed in the Income Tax Act, 1961 amended from time to time and in particular -
 - a) In any securities or investments which the Trustees, may in their absolute and uncontrolled discretion consider suitable or advantageous.
 - b) In immovable property, its lease or sub-lease.
 - c) In entering into co-ownership agreement for holding immovable property or moveable property alongwith others and sharing the income thereof.
 - d) In purchasing, taking or giving, leasing or acquiring or selling or letting all properties both moveable and immovable, tangible or intangible, and to construct, maintain, keep in repair and develop all lands, houses, buildings, playgrounds, necessary or convenient or desirable for the purposes of the Trust.

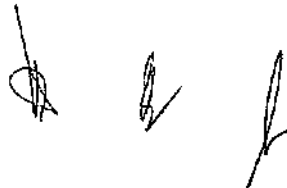




- e) In paying all other charges and expenses and salaries of employees that may be incurred by the Trustees for collection of rents, income, keeping accounts and for the management of the Trust Fund.
 - f) In making all repairs and additions and alterations as may be deemed necessary or expedient by the Trustee(s) in respect of any immovable property or properties, ownership flats and pay all costs, charges and expenses thereof.
 - g) In drawing, making accepting, endorsing, discounting, executing and issuing bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments of securities.
 - h) In insuring the whole or any part of the Trust properties either fully or partially, to protect and indemnify the Trust from liability or loss in any respect either fully or partially and also to insure and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
- (vii) To nominate and constitute Committee(s) from time to time comprising of either existing Trustee(s) or any third person(s) for such period(s) as the Board may so desire and who are to function under the general supervision, direction and control of the Board of Trustees solely for the purpose of fulfilling the objects of the Trust.
- (viii) The Trustees shall also nominate or appoint one Secretary General who will be responsible for day-to-day functions of the Trust under the general supervision, direction and control of the Board of Trustees.



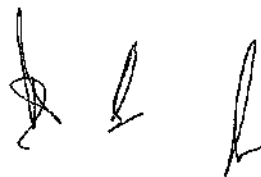
- (ix) To delegate any of the powers to any other Person(s) or Committee(s), be he Trustees or not, and to withdraw and revoke such powers and remove such person(s)/committee members as the Trustee(s) may deem fit in the best interest of the Trust.
- (x) To institute, conduct, defend, compromise or abandon legal or other proceeding, claims and disputes in which the Trust is concerned and also to refer to arbitration any claim or demand of the Trust and any differences between the Trust and or any other person(s) and to accept the award therein or to contest the same in any legal proceeding before a Court of Law.
- (xi) To appoint Special or General Attorneys out of the Trustee(s) or otherwise.
- (xii) To appoint Advocates, or Solicitors for the purpose of the Management of the Trust and fix their remuneration.
- (xiii) In the name and on behalf of the Trust, to ask, demand, sue or recover and receive from any person any moneys, debts, dues, goods or any other property whatsoever due, owing, payable and belonging to the Trust upon any account or any manner whatsoever.
- (xiv) That the Trustees shall have power, at any time, to invite, to receive with or without invitation, any voluntary contribution, donations, subscriptions either in cash or moveable properties either with or without any special conditions to it provided it does not contravene the objects of the Trust hereinabove, from any person(s)/organization/institution whatsoever he may be, for carrying out the objects and purposes of this Trust. Such contributions, donations, subscription shall be treated as forming part of the Trust properties and be applied accordingly provided however, that the

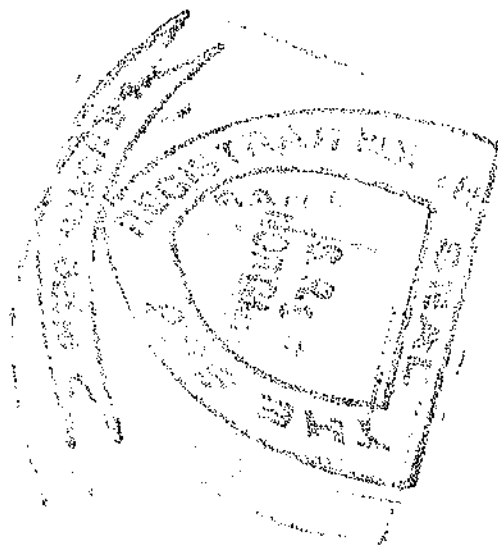




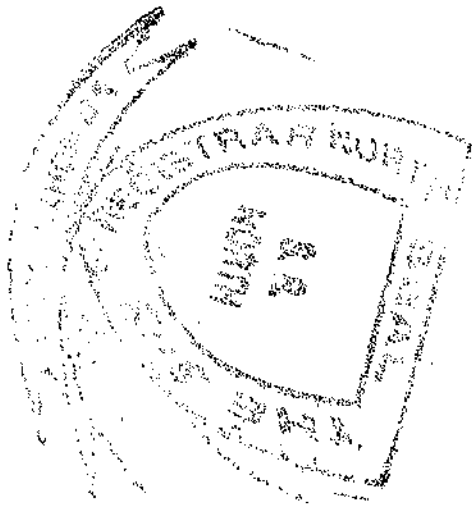
Trustees will be at liberty to refuse any such contribution or donation without assigning any reason for such refusal.

- (xv) That the Trustees shall have power and authority to appoint or engage and at their discretion, remove, dismiss or suspend one or more Secretaries, Caretakers, Administrative and other staff/workers in permanent, temporary or special service(s) in connection with the work of the Trust, trust Funds, and trust properties as they may from time to time think fit, and to determine their powers and duties and fix their salaries, other emoluments as the Trustee(s) may think fit. The Trustees shall also have powers to operate and maintain provident funds, gratuity funds, personal and other funds for employee(s) of the Trust and make rules and regulations regarding the same.
- (xvi) The Trustee(s) shall have full power to file and defend suits, appeals, applications etc., to declare sign and verify all plaints, written statement, memos of appeals, cross objections, application, affidavits, etc. and to accept writ or summons, notices etc. and to appear at any place or places in the Union of India before any Court, Income Tax Authority etc.
- (xvii) The Board of Trustees may by a unanimous vote of all the Trustees in a meeting specially called for the purpose decide to amalgamate this TRUST or enter into any arrangement/agreement with another having totally similar objects or substantially similar to those mentioned in these presents on such terms and conditions as to the Trustee(s) may appear fit and proper.
- (xviii) The Trustee(s) shall not be liable for any loss, not attributable to their own dishonesty or willful commission of any act known to them to be a breach of the Trust.





- (xix) The Board of Trustees vide a Board resolution shall have the power to remove any Additional Trustees at any time if the same is in the best interest of the Trust.
- VII.2 That it shall be competent for the Trustees from time to time to frame make and enforce all such rules, regulations and/or bye-laws not inconsistent with the express provisions of the Trust as the Trustees may deem proper for securing and facilitating the administration, control and management in details of the various activities and affairs of the Trust, and for convening, conducting and regulating the meeting of the Trustees and for appointing committee(s)/sub-committee(s) and generally for the management and administration of the Trust Properties and also from time to time to repeal.
- VII.3 That the Trustees may make vary, alter or modify, schemes rules and regulations for carrying out the objects of the TRUST and for the management of the affairs hereof and in the event so require to amend the TRUST from time to time so as to broaden the object of the TRUST.
- VII.4 That the objectives, rules and regulations of the TRUST may be amended, altered or deleted and new clauses added by a special meeting of the Trustees, subject to the approval by the majority of Trustees and the reasons for such a decision should clearly be mentioned in the resolutions.
- VII.5 That the Trustees shall not be entitled to any remuneration and shall work in a honorary capacity. They shall however, be entitled to receive the out of pockets expenses incurred by them in the course of discharging their duties to the Trust.
- VII.6 That the Trustees shall be entitled to be reimbursed to themselves out of the Trust Properties expenses incurred for the execution of the work relating to the Trust its object and affairs, or the realisation, preservation or benefits of the Trust properties. The Trustees shall be entitled to be indemnified by the Trust against



the consequences of all lawful acts done by the Trustees in the course of discharge of their duties as the Trustees of the Trust and all costs, charges and expenses thereof.

VII.7 That the Trustees shall have powers in general to acquire all things and do all acts necessary to carry out the objects to the Trust.

VII.8 That once a year a meeting of the Board of Trustees shall be held to be known as Annual General Meeting (AGM) in which besides other decisions in general the following decisions would be taken in particular.

- i) Adoption of Annual Accounts
- ii) Appointment of Statutory Auditors and fixing their remuneration.
- iii) Appointment of Chairman, if necessary.

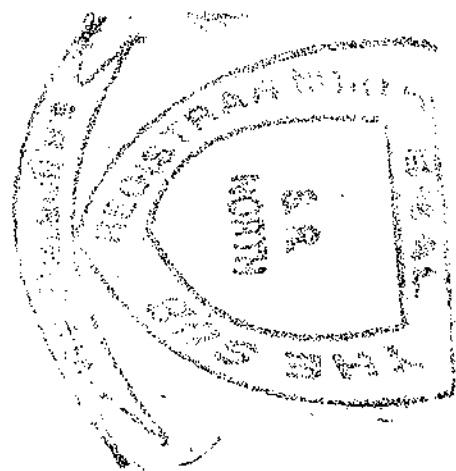
In addition to the AGM the Board shall also hold atleast one more meeting during the year.

VII.9 The Chairman or any of the other Trustees shall be entitled to convene a meeting of the Board of Trustees. The quorum of meeting of the Trustees shall be TWO out of which at least one should be the Life Trustee.

VII.10 That all the matters relating to the Trust and resolution thereof will be decided by majority of votes in a meeting or by circulation. The decision arrived at by circulation shall be as binding as passed in a meeting. In case of differences of opinion arising among the Trustees and in all matters wherein the Trustees shall have a discretionary power, the opinion of the majority of the Trustees present and voting shall prevail and be binding on the majority as well as on those Trustees who may not have voted.

In case of a tie, the Chairman shall have a casting vote and the decision of the Chairman shall be final and binding on all the Trustees. No proxies shall be allowed.





VII.11 The benefit of this Trust is not restricted or confined to a member of any particular community, caste, creed, religion or faith.

VIII DEFRAYING EXPENSES OF THE TRUST

Any expenses incurred by the Board of Trustees, or the appointed Committee(s) shall be discharged out of the income of the Trust funds subject to the supervision and control of the Board of Trustees. All expenses including the rent of office premises, salaries of employees, traveling and other expenses incurred by any Committee(s) and existing employees specifically entrusted with the work of the Trust shall be made out of the Trust funds.

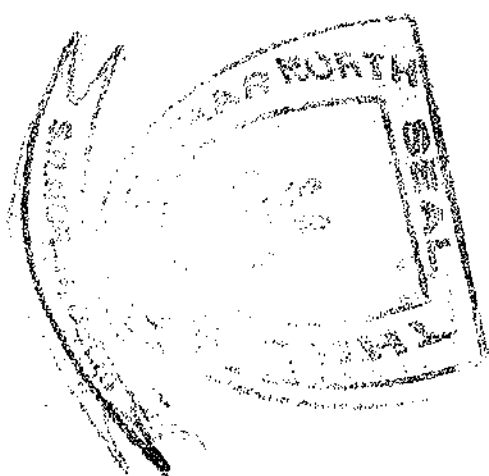
That the Trustee(s) or the members (except full time officials) of any existing Committee(s) shall not charge any fee or remuneration for any work done by them in connection with the Trust. The Trustee(s) or member(s) of the Committee(s) (if any) may however charge Railway/Air fare and other expenses actually incurred by them for any work carried out for and on behalf of the Trust.

IX BANK ACCOUNT

That the Board shall through a resolution authorize such Trustee(s)/person(s) to open and operate Bank Accounts in one or more Banks on behalf of the Trust. Any amounts received by the Trust or by any Committee(s) on behalf of the Trust shall be deposited and credited in the account of the Trust.

X MAINTENANCE OF ACCOUNTS

True and accurate accounts of all money(ies) received and expended for the Trust and of the matters for which such receipts and expenditure took place shall be maintained by the Trust. The account books shall be made up of income and



expenditure account at the end of each financial year and the balance sheet of the year shall also be prepared.

All the yearly income of the Trust shall be applied according to the advice of the Trustee(s) and in such manner as they shall from time to time determine for carrying out the objects of the Trust.

XI QUORUM

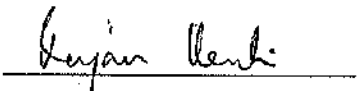
Quorum of the meeting of the Board of Trustees shall be two comprising of atleast one Life Trustee.

The TRUST created by these presents is irrevocable.

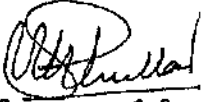
IN WITNESS WHEREOF WE, THE ABOVE SAID SETTLORS, ABOVE NAMED, HAVE AFFIXED OUR SIGNATURES ON THESE PRESENTS ON THE DAY, MONTH AND YEAR FIRST ABOVE WRITTEN.

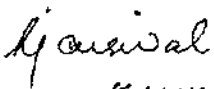

1. SUNIL BHARTI MITTAL


2. RAKESH BHARTI MITTAL


3. RAJAN BHARTI MITTAL
(SETTLORS)

WITNESS

- 
SUDHIR KHULLAR
1. S/O Late Sh. S.K. KHULLAR
House No 6391, Sector C-6,
Vasant Kunj, New Delhi.
2. DL - P09072000176904


KUNAL JAISWAL 15
D-4224, Vasant Kunj
New Delhi - 110 030
D. Licence No. - A0313971



19906

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Personal book No. 4

09-19-27

25/8/200

