

INCORPORATED
UNDER SECTION 25 OF THE COMPANIES ACT 1956
(1 OF 1956)

[COMPANY LIMITED BY GUARANTEE & NOT HAVING SHARE CAPITAL]
ARTICLES OF ASSOCIATION /

OF

CONFEDERATION OF WOMEN ENTERPRENUERS

PRELIMINARY

1. Subject as hereinafter provided, the regulations contained in Table C in the first Schedule to the Companies Act, 1956 (herein after called the said Act) shall apply to this Company except in so far as they are hereinafter expressly excluded, modified or varied.

INTERPRETATION

2. In the interpretation of these Articles, the following words and expressions shall have the following meanings unless repugnant to clauses, subject or context.
 - (a) "The Confederation" means The Confederation of Women Entrepreneurs.
 - (b) "Member" means a Member of the Confederation whose name stands on the Register of Members as maintained as per the requirements of the Companies Act 1956;
 - (c) "Subscription" means the subscription fee for the time being fixed by the Board of Directors of the Confederation from time to time and approved by the General Body.
 - (d) "Year" means the Financial i.e., from 1st April to 31st March.
 - (e) "The General Body" means the General Body of the members of the Confederation entitled to attend and vote at the General Meetings of the Confederation, whether annual or special, and any adjournment thereof; and "General Meeting" means a meeting of the members of the Confederation entitled to attend and vote.
 - (f) "The President", "The Vice-President" means respectively the President, Vice-President and of the Confederation.
 - (g) "Secretary" means the Secretary of the Confederation.

- (h) "Joint Secretary" means the Joint Secretary of Confederation.
- (i) "Treasurer" means the Treasurer of Confederation.
- (i) "Managing Committee" means the Managing Committee of the Confederation, and "Managing Committee Meeting" means a meeting of the Members of the Managing Committee.
- (j) "Office" means the principal office of the Confederation.
- (k) "Rules" means and includes the Memorandum and these Articles of Association and any other Rules and Regulations of the Confederation from time to time in force.
- (l) "The Seal" means the Seal of the Confederation.
- (m) "Board of Directors" or "Board" means the Board of Directors of the Confederation.
- (n) "Director" means any person occupying the position of Director on the Board of Director for the time being.
- (o) Corporate :Any company incorporated under Companies Act and promoted by women or where-in 51% of the shareholding is held by women and/ or the same is managed by women
- (p) Institution: Any Educational Institutions.
- (q) Association: means any association of Women Entrepreneurs established for the purpose of promoting and protecting the interests of any section of trade, commerce, industry or finance
- (r) Partnership means any partnership firm which is founded and managed by women

Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the Company.

3. Any Exemptions already granted or those to be granted in future by the Central Government to Companies licensed under Section 25 of the Act shall be applicable to the Company.

MEMBERSHIP

4. Women entrepreneurs above the age of 18 years, engaged in trade, commerce, industry, mining, transport or any other mercantile pursuits, whose knowledge, experience and services are likely to be found useful aid in carrying out the objectives of the Confederation are eligible for admission as members of the Confederation either in their own individual capacity or in the name of their Company, Association, Partnership or any other concern.
5. Based on the subscription fee paid, they can be admitted as Life Member or as an Annual Member. A Life member shall be entitled to all the privileges offered by the Confederation for life.
6. There shall be the following classes of members and the subscription fee payable for the said class of memberships. The said fees are subject to change as may be deemed fit by the Board of Directors of the Company:

Si. No	Type of Member	Subscription fee
1	Resident Individual	Rs. 1,500/- per annum
2	Resident Individual Life	Rs. 10,000/-
3	Non- Resident Individual	USD 100 per annum
4	Non-Resident Life	USD 250 /-
5	Corporate Life	Rs. 15,000
6	Association Annual	Rs. 5000/- per annum
7	Association Life	Rs. 25,000/-
8	Institution Life	Rs. 10,000/-
9	Honorary /Advisory	No Subscription

All the fees are exclusive of any applicable taxes as may be levied from time to time.

HONORARY MEMBERS

7. Any women of eminent position and attainments, distinguished for her service to the cause of commerce, industry or finance may be admitted as "Honorary Member" of the confederation. Honorary Members shall be entitled to receive all publications of the confederation in the same manner as the members.

APPLICATION FOR MEMBERSHIP

8. Any individual, professional, firm, partnership, company, association or corporation in India or abroad, desirous of becoming a member of the confederation, who are otherwise eligible to become the member in accordance with these articles, shall send an application to the confederation together with such information as may be required

by the confederation along with such admission fee and subscription fee amount as mentioned in these articles. The Secretary of the confederation shall cause all applications to be placed before the Managing Committee or the Sub-Committee at their next meeting or by circular for their approval. The Managing Committee or the Sub-Committee either accept or reject the said application, after giving reasons for rejection thereof. In case the application is rejected, the amount tendered by the applicant shall be refunded forthwith.

ADMISSION FEE

1. A person applying for life membership shall have to pay along with the application form an Admission Fee and subscription fee for the category applied for.
2. A person applying for annual membership shall have to pay along with the application form an admission fee and the entire Subscription Fee for one year for the category of membership being applied for,

ANNUAL SUBSCRIPTION

1. Every member shall be liable to pay in advance the annual subscription on or before the day of 31st March, for the ensuing year.

Provided further that such members who pay the subscription after 31st March but before 30th April shall be entitled to vote at the ensuing Annual General Meeting but not be eligible to either contest, propose or second the candidacy of any member for the purpose of election to the Managing Committee. Provided further, however that the subscription may be collected or paid in advance annually.

2. If a member commits default in payment of her yearly subscription by the due date as provided in Clauses (i) and (ii) above, the Managing Committee will cause a reminder to be sent by registered post to such a defaulter and shall, if the payment is not received within one month thereafter, have the powers to remove her name from the Register of Members, and take appropriate action as is deemed necessary for the collection of arrears.
3. Any member whose name has been removed from the Register of members for non-payment of dues shall be eligible for re-admission on payment of all the outstanding.

REPRESENTATION OF MEMBERS

4. Subject to the provisions and restrictions of these articles, the rights and privileges of the membership may be exercised in the following manner:

- In the case of a firm or partnership elected in their conventional name as a member of the confederation, by any partner in such firm or partnership or by such persons authorized by the firm, to the satisfaction of the Managing Committee, to sign in the name of the firm or partnership; and
- In case of a company or corporation elected in its corporate name as a member of confederation, by a Director, Manager, Secretary or any other responsible officer of the company or corporation or a person authorized by a resolution of its Board to exercise the same on behalf of the company or corporation.
- In case of an association, by its President, Vice-President, Treasurer or *Secretary* or such other person authorized by the association by way a resolution.

Subject, nevertheless, to the following reservations:

- a. For each act of exercise of the rights and privileges of membership by a firm or partnership, company or corporation, or affiliated association, only one representative shall be recognized.
- b. Only one/ two (where ever applicable) registered representative of a firm or *partnership* or *company* or corporation or affiliated association shall be entitled to attend a General Meeting of the Confederation and take part therein. Provided however, that at a General Meeting of the Confederation, if the original nominee is not present, an alternative representative may be appointed.
- c. Every representative shall send her specimen signature to the Confederation, which shall be registered with the Confederation. Whenever there is a change in the representation, the new representative should also send her specimen signature for such registration.

RESIGNATION AND CESSATION OF MEMBERSHIP

5. A person shall ipso-facto cease to be a member of the Confederation.
 - a) by giving notice in writing by a registered post to the Secretary of her intention to do so; and on receipt of such notice by the Secretary, she shall cease to be a member, but shall be liable to pay all her dues, if any.

She shall not, however, be entitled to a refund of any donations or subscriptions paid by her in advance;

- b) in case of an individual member, if she is declared insolvent, or if she is of unsound mind or she is convicted of an offence involving moral turpitude;

- c) in case of a firm or partnership, if it is dissolved or adjudged insolvent;
- d) in case of a company or corporation, or an association if it is wound up.

Provided that any person who shall by any reason ceases to be a member shall remain liable for all dues and shall pay to the Confederation all moneys which at the time of such person ceasing to be a member may be due from such person to the Confederation.

REGISTER OF MEMBERS AND ELECTORAL ROLL

- a) A Register of members shall be kept in which shall be set forth the names, categories of membership, and addresses of the members, and in which all changes in membership taking place from time to time shall be recorded.
 - b) The Secretary shall state in the Register of members of the Confederation the names of individual members time-being, any members of the Confederation, whether Association, Firms, or Partnerships, Companies or Corporations. All changes in the names and addresses of their representatives shall have to be notified in writing to the Secretary by the members on or before the 31st March of each year for the purpose of election to the Managing Committee at the Annual General Meeting during the succeeding year.
 - c) Any firm or Partnership, company or corporation or association enrolled as a member of the Confederation may at any time notify on or before 31st March to the Secretary of the Confederation the name and official designation of a new representative authorized to act in the name and on behalf of such member, and every such new representative shall become entitled to exercise the rights and privilege of the member by whom she has been so nominated.
6. Every Member of the Confederation shall be entitled to the following privileges:-
- a. To obtain gratis all the publications of the Confederations;
 - b. To the free use of the Library;
 - c. To attend, speak and vote at any General Meeting of the Confederation;

TERMINATION OF MEMBERSHIP

7. A member of the confederation shall cease to be on the happening of any one of the following event.
- a) Membership stands terminated if a member fails to pay subscription including

arrears, if any, within 90 days after serving a notice.

- b) The Managing Committee shall have the power to terminate the Membership of any individual or institution, after passing a resolution to that effect by two-thirds of majority of the members present, if it is considered that the member is acting against the interest of the confederation after giving a notice in writing to the member concerned and after hearing the member.
- c) Member shall cease to be a member if she becomes of unsound mind or become insolvent or is convicted or a criminal offence involving moral turpitude or is in default in respect of any subscription.

BOARD OF DIRECTORS

- 8. The Board shall manage the business of the company.
 - i. The Company shall have not less than 2 (two) and not more than 9 (Nine) Directors on the Board
 - ii. Presently the following are shall constitute the Board of Directors of the Company:
 - 1. Ms. Shylaja Reddy
 - 2. Ms. Uma Ghurka
 - 3. Ms. Suman Kumar
 - 4. Ms. Sandhya Kesavaram
 - 5. Ms. P.Girija
 - 6. Ms. P.Soudhamini
 - 7. Current President
 - 8. Current Vice-President
 - 9. Current Secretary
 - iii. The Board of directors meeting shall be held at least once in every three months. The Board may meet together for the discharge of the business, adjourn and otherwise regulate their meetings and proceedings, as they may think fit.
 - iv. Quorum of the Board of Directors meeting shall be governed by Section 287 of the Companies Act, 1956.
 - v. The Board may elect a Chairperson of its meeting and determine the period for which she is to hold office as the Chairperson.
 - vi. If no such chairperson is elected, or if at any meeting the Chairperson is not present within fifteen minutes after the time appointed for holding the meeting, the directors may choose one of its members to be the Chairperson of the meeting.
 - vii. The Questions arising at any meeting of the Board shall be decided by a majority of votes, and in case of any equality of vote, the Chairperson shall have a casting vote.

- viii. The Board may delegate any of its powers (except those which needs to be executed in a meeting of the Board of Directors) to committees consisting of such Directors as the Board may think fit. Every committee so formed, in exercise of the powers so delegated, shall conform to the regulations that may, from time to time, be imposed on it by the Board, and all acts done by any such committee in conformity with such regulations and in fulfillment of the purpose of their appointment, but not otherwise, shall have like force as if done by the Board. ?
- ix. Save as otherwise expressly provided in the Act, a resolution in writing signed by all the Members of the Board or Committee thereof for the time being entitled to receive notice of a meeting of the Board or Committee shall be as valid and effectual as if it had been passed at a meeting of the Board or Committee duly convened and held.

POWERS AND DUTIES OF BAORD OF DIRECTORS

- 9. The Board shall have the power of general direction, management an superintendence of the business of the company, with full powers to do all such acts, matters and things deemed necessary, proper or expedient for carrying on the business of the company, and to make and sign all such contracts and to draw and accept, on behalf of the company, all such bills of exchange, hundies, cheques, drafts and other government papers and instruments that shall be necessary, proper or expedient, for the authority and direction of the company, except only such of them as by the Act or by these presents are expressly directed to be exercised by the members in the general meeting or by any other person in such manner as the board shall from time to time by a resolution determine.
- 10. The Board shall, in relation to the business of the company, amongst other things, exercise the following powers and be responsible for the duties set forth hereunder:
 - a) To lay down and periodically review the policies of the company, in consultation with Management Committee and Executive Committee.
 - b) To acquire, purchase take on lease or otherwise, any of the movable or immovable properties required by the company or by any of the institutions maintained by the company; and to sell, lease or otherwise dispose of any the movable or immovable properties of the company.
 - c) To be the custodian of all the properties of the company.
 - d) To take necessary legal steps, to sue on behalf of the company and to defend the company in any legal proceedings and to generally safeguard the interests of the company.
 - e) To have control and supervision over the affairs of the company and for that purpose to have full access to all the records, accounts and other documents, the power to appoint any person or a committee to enquire the affairs of any institution maintained by the company and to consider such reports and to take appropriate action thereon.

- f) To make rules, regulations, bye-Laws for the conduct of the affairs and for the Administration of the institutions maintained by the company.
- g) to purchase, take on lease or otherwise acquire any land (whether freehold leasehold, or otherwise) with or without a building or buildings thereon, and to erect, construct and build or alter any building or buildings thereon for the purposes of the Confederation and to pay for the same in cash or otherwise.
- h) To raise or borrow or secure the payment of any sum or sums of the money for the purpose of the companies activities and may secure the payment or repayment of such money by mortgage or charge upon the whole or any part of the assets and any property of the company present and future.
- i) If the directors or any of them or any other person shall become personally liable for the payment of any sum primarily due from the company, then the directors may execute or cause to be executed any mortgage, charge or security over the whole or any of the assets of the company to indemnify to secure the directors or person of becoming liable as aforesaid for any loss and in respect of such liability.

MANAGING COMMITTEE

11. (1) The affairs of the Confederation shall be vested in the Managing Committee consisting of not less than 6 (Six) and not more than 13 (Thirteen) comprising of:

- Past President
- President
- Vice-President
- Secretary
- Joint Secretary
- Joint Secretary
- Treasurer
- 6 Chairpersons of various sub-committees of the confederation

(2) The President, Vice-President, Secretary, and any other member of the Managing Committee may resign her office at any time by intimation in writing to the Managing Committee but such resignation shall be final only on its *acceptance* by the Managing Committee and the Board.

(3) All vacancies occurring in the offices of the President, Vice-President, Secretary and rest of the members of the Managing Committee between one Annual General Meeting and another shall be filled up by the Managing Committee and the Board.

SUB-COMMITTEE

12. Various sub committees maybe formed by the Managing Committee in the to take up different projects / activities of the Confederation. Each sub-committee shall consist of a Chairperson and a minimum of 2 members. The tenure of the chairperson shall be for 2 years.

ORDINARY MEETINGS OF THE MANAGING COMMITTEE

13. The Managing Committee shall ordinarily meet once a month for the transaction of the business of the Confederation. Notices of every meeting of the Managing Committee shall be issued by the Secretary to every member of the Managing Committee not less than seven days before the date of the meeting with particulars of the business to be transacted at such meeting.

SPECIAL REQUISITIONED MEETINGS OF THE MANAGING COMMITTEE

14. The President, or in her absence, the Vice-President, or in her absence the Secretary shall convene a special meeting of the Managing Committee, on receipt of a requisition signed by not less than five members of the Managing Committee, specifying the purpose or purposes for which the special meeting is to be convened, and such special meeting shall be held within fifteen days after the receipt of such requisition in the office of the Confederation. Three days' notice shall be sufficient for convening.

PROCEDURE AT THE MANAGING COMMITTEE MEETING

15. (a) At every meeting of the Managing Committee, the President or in her absence, the Vice-President, or in her absence Secretary shall preside over the deliberations. In the absence of the President, Vice-President and Secretary, the members present shall elect a Chairperson for that meeting from among the members present.

(b) No business shall be transacted at a meeting of the Managing Committee other than the items detailed in the Agenda, except with the permission of the Chairperson.

(c) The quorum for the Managing Committee Meeting shall be eight members or one-third of its total strength, whichever is less, provided the quorum shall not be less than two members in any case

(d) If within 15 minutes of the time specified for a meeting of the Managing Committee, no quorum is formed, the meeting shall stand adjourned to such date, hour and place as the members present at the meeting may fix. Three days' notice of every such adjourned meeting shall be given by the Secretary to every member of the Managing Committee if an ordinary meeting, and one day's notice if a special meeting. Provided that in case the meeting was convened as a result of a requisition,

then such a meeting shall be dissolved if no quorum is formed within 15 minutes of the time specified for the meeting.

(e) All questions before the Managing Committee shall be decided by a show of hands, or by ballot, at the request of any members, the Chairperson of the meeting having a second or casting vote in the case of an equality of votes.

(f) To arrange for collection of funds by way of donations, grants and other means like conducting concerts, benefit programmes and performances for the benefit of the company.

(g) To maintain regular accounts of the company, to get the annual Income and expenditure account and balance sheet prepared and audited by the auditors and place them before the company in Annual General Meeting for adoption.

MINUTES OF THE MANAGING COMMITTEE

16. (a) After every meeting of the Managing Committee it shall be the duty of the Secretary to draft the minutes and circulate them to the members within one week of the meeting. The minutes shall subject to confirmation at the next meeting of the Managing Committee.

(b) The Managing Committee shall cause the proceedings of its meeting to be duly recorded in a book specially kept for the purpose and duly signed in accordance with the provisions of the Act.

(c) All Sub-Committees appointed by the Managing Committee shall cause the proceedings of their meetings to be duly recorded in a book specially kept for the purpose and duly signed by the respective Chairperson or Convener or the *Secretary*.

ADVISORY COMMITTEE

17. Eminent personalities from any industry, any business, professionals, economists form the advisory committee nominated by the Board and they may be members in the advisory committee.

POWERS OF THE MANAGING COMMITTEE

18.

1. The Managing Committee may, in addition to the power expressly conferred on the Managing Committee by these Articles, exercise all such power and do all such acts and things as may be exercised and done by the Confederation, and not hereby expressly directed or required to be exercised by the Confederation at a special or the Annual General Meeting of the members of the Confederation.

2. The Managing Committee shall exercise the following powers in accordance with the provisions of the Act:-
- (a) to delegate, subject to such conditions as they may think fit, any of their powers to any Sub-Committee and to make vary and repeal the rules for the regulation of the proceedings of such Sub-Committee;
 - (b) to appoint, at its discretion, any Sub-Committee from amongst the members of the Confederation to consider and report upon or dispose of such matters as it may deem expedient; and to frame rules from time to time relating to the work to be done by such Sub-Committee.
 - (c) to make such rules as the Managing Committee may consider expedient for the regulation of the joint working of the business of any association connected with the Confederation or for the purpose of defining the terms and conditions of the joint working of the business of such association or as may from time to time be agreed upon between such as may from time to time be agreed upon between such association and the Managing Committee.
 - (d) to call General Meetings of the Confederation;
 - (e) to purchase or otherwise acquire furniture and other movable property for the use of the Confederation, and to pay for such purchases.
 - (f) to engage the services of technicians and such other experts that may be found necessary or other workmen for the purposes of the Confederation and to pay them such remuneration as may be found necessary.
 - (g) to insure or keep insured all or any of the buildings and other properties of the Confederation, and to incur and pay the necessary expenses for the same;
 - (h) to commence, institute, prosecute and defend all such actions and suits as the Managing Committee may deem necessary and to compromise or submit to arbitration the said actions and suits as the Managing Committee may in their discretion think fit through the Secretary or any person so authorized;
 - (i) to engage the services of Advocate, Solicitors, Vakils, for Pleaders for the purposes of the Confederation and pay them such remuneration as may be found necessary and to authorize all or any of them to represent the Confederation in all duly constituted courts of law, before any arbitrator or arbitrators. Officer or Officers, or any committee in connection with any measures affecting the interests and welfare of commerce and industry or to engage an auditor or similar experts to appear on their behalf who they may consider desirable;

- (j) to constitute at their discretion from time to time from among the Members of the Confederation a Panel of Legal Advisers and also prescribe the qualifications for the inclusion of any Member therein, and also allot such duties and functions to any of them of an advisory nature as may be in furtherance of the objects, of the Confederation, as an Honorary Secretary of the Confederation.
 - (k) to create and maintain a provident fund for the benefit of the Paid Secretary and the staff of the Office of the Confederation on such terms and conditions as may from time to time be deemed necessary and expedient;
 - (l) to incur and pay all expenses necessary for carrying out the aims and objects of the Confederation;
 - (m) to collect and receive subscriptions, donations and endowments for the purpose of the Confederation and to deposit moneys so *collected* in scheduled banks approved by the Managing Committee and invest the surplus funds of the Confederation in such *securities* as may be permitted by law in force.
 - (n) to nominate and depute delegates of the Confederation to attend and take part in the proceedings of industrial or commercial congresses, conferences, and exhibition committees and in meetings of Governmental, quasi-government and other bodies or commercial or economic conferences and of organizations to which the Confederation is affiliated;
 - (o) to secure wherever possible organized and or concerted action on all subjects involving the interest of members, including regulation of conditions of employment of industrial labour in various industries represented by the members of the Confederation.
 - (p) to affiliate or absorb association of members of any section of trade, commerce, industry on such terms and conditions as may be found fit and desirable and to grant such rights and privileges to such associations as may be deemed necessary and advisable;
 - (q) to subscribe to become a member of, and cooperate with any association, whether incorporate or not whose objects are wholly or partly identical with, or similar to those of the Confederation and procure from, and communicate to, any such association such information as may be likely to further the objects of the Confederation;
3. The Members of the Managing Committee shall be indemnified in respect of all acts done by them for the Confederation in good faith

FUNCTIONS OF THE PRESIDENT

The President shall be the functional head of the Confederation and shall preside at every meeting of the Managing Committee, and of all Committees and Sub-Committees of which she may have been elected a member. The President shall oversee all the activities of the Confederation and also be responsible for any specific task as may be assigned by the Board from time to time

FUNCTIONS OF THE VICE-PRESIDENT

The Vice-President in the absence of the President shall have the powers and perform the duties of the President. Further the Vice President shall also be responsible for any specific task that may be assigned by the Board or the President of the Confederation.

FUNCTIONS OF THE SECRETARY

The role of the Secretary is to support the President in ensuring the smooth functioning of the Management Committee.

The Secretary is responsible for:

1. Ensuring meetings are effectively organized and minuted
2. Maintaining effective records and administration
3. Upholding the legal requirements of governing documents, charity law, company law etc. (where relevant).
4. Communication and correspondence
5. Supervise the working of the staff of the Confederation

The Secretary shall act as an information and reference point for the President and other committee members: clarifying past practice and decisions; confirming legal requirements; and retrieving relevant documentation.

The Secretary in the absence of the President and Vice-President shall have the powers and perform the duties of the President.

FUNCTIONS OF JOINT SECRETARY

The Joint Secretary shall share the responsibilities of the Secretary and shall be responsible for any specific task that may be assigned from time to time by the Board and / or the Management Committee. In the absence of Secretary, shall have the powers and perform the duties of the secretary.

FUNCTIONS OF TREASURER

She shall perform duties and discharge responsibilities relating to the accounts, finance and related matters thereof and accountability to the confederation.

PROPERTY AND FUNDS OF THE CONFEDERATION

19.

(1). All the property of the Confederation, whether belonging to it or held by it in trust, shall unless otherwise provided by any instrument of trust made in that behalf be vested and be continued to be vested in the Confederation.

(2). All moneys received, either as deposits or as fees, subscriptions or fine, etc., from members or as contributions towards the provident or other fund, or funds, or otherwise shall be under the absolute control of the Confederation. The Confederation shall be entitled to use them for any of its objects.

(3). All funds of the Confederation shall be deposited in its own name in such scheduled bank or banks as may be selected by the Board , who shall have also the power to invest the surplus funds in such banks or gilt-edged securities or in such manner as may be decided from time to time by the Board and in the manner permitted by law.

(4). The Managing Committee may, at their discretion, from time to time raise or borrow from the members of the Confederation or otherwise such sum or sums of money for the purposes of the Confederation and on such terms and conditions as the Managing Committee may consider fit.

(5). All the bills of exchange, notice, bonds, indemnities, Govt. Securities of all kinds, stocks, shares, debentures, and generally deeds of whatsoever nature shall be deemed to have been duly executed, accepted, admitted endorsed and completed on behalf of the Confederation if they be signed by the President or the Vice-President, and the Secretary of the Confederation. Provided that for the purposes of its current transactions the Confederation, may have and operate bank accounts as follow:

- a. The Managing Committee may direct that all the amounts and moneys received by the Confederation from whatever source shall be deposited in bank account which may be operated upon jointly by any two of the following: the President, Past President, the Vice-President and the Secretary.

ANNUAL ACCOUNTS

20. (a). The Managing Committee shall cause true and complete accounts of the transactions of the Confederation to be kept and shall cause such accounts to be balanced as on the 31st day of March every year.
- (b). A Balance Sheet shall be prepared as on the 31st day of March every year, as well as a Revenue and Expenditure Account for the twelve months ending with such 31st March.
- (c). The accounts of the Confederation shall be audited by an Auditor or Auditors duly appointed for the purpose, who shall make a report thereon to the members.
- (d). The annual Revenue and Expenditure Account and the Balance Sheet with the Auditor's Report appended thereto shall be signed by at least five members of the Managing Committee, the Secretary and the Auditor and shall be placed before the members for adoption at the Annual General Meeting.
- (e). A copy of such annual Revenue and Expenditure Account and Balance Sheet shall be sent to every member of the Confederation at least twenty one days before the date of the Annual General Meeting at which such accounts are to be considered and adopted.

AUDITORS

- 21.
- a) An Auditor shall be appointed by the members of the Confederation at their Annual General Meeting for auditing the Accounts of the Confederation on such remuneration as the members may fix at that meeting.
- b) The auditor so appointed shall remain in office till the conclusion of the next Annual General Meeting.
- c) The Managing Committee shall have power to fill any casual vacancy in the office of the Auditor.
- d) No person shall be eligible for appointment as Auditor unless he possesses the qualifications prescribed by the Companies Act. 1956, to act as an Auditor of public limited companies.
- e) No member of the Managing Committee of the Confederation shall be eligible for election as an Auditor.
- f) A retiring Auditor shall be eligible for re-election, election.

- g) No person, other than a retiring Auditor, shall be eligible for election as an Auditor unless notice of an intention to nominate such person to the office of an Auditor has been received by the Secretary from members of the Confederation at least fourteen days before the Annual General Meeting of the members. A copy of such notice shall be sent by the Secretary to the members and to the retiring Auditor at least seven days before the date of such Annual General Meeting.
- h) The Auditor shall have the right of access at all times to the books, accounts and vouchers of the Confederation and shall be entitled to obtain from the officers of the Confederation such information and explanation as may be necessary for the performance of her duties.

GENERAL MEETINGS

22. (1). All general meetings other than the Annual General Meetings shall be called Extra Ordinary General Meetings. The Committee may whenever it thinks fit, call an Extra Ordinary General Meeting. Normally in the Annual General Meeting the following business be transacted:

- a) To receive, consider and adopt the Annual Report of the Managing Committee and the audited statement of accounts of the Confederation for the preceding year ending 31st March;
- b) To appoint members of Managing Committee;
- c) To appoint an Auditor for the year and fix remuneration.
- d) To transact any other business included by the Managing Committee in accordance with the provisions of the Act.

(2) Any member of the Confederation may give notice to the Secretary not less than fourteen days prior to the date of the Annual General Meeting of any business that she desires to be considered at such Annual General Meeting.

Provided that all proposals for such business, including those not considered for inclusion by the Managing Committee in the agenda of the Annual General Meeting shall be circulated by the secretary to the members at least seven days before the date of the Annual General Meeting.

(3) Not less than Twenty-one day's clear previous notice shall be given by the Secretary to the members of the Confederation, specifying the place, date and time of the Annual General Meeting and details of the business to be transacted at such meeting.

EXTRA ORDINARY GENERAL MEETINGS

23. An Extra Ordinary General Meeting of the Confederation may be called by the Managing Committee whenever they may consider it necessary to do so. Not less than twenty-one days, clear previous notice of every such meeting shall be given by the Secretary to the members, specifying the place, date and time of the meeting and details of the business to be transacted at such meeting.

REQUISITIONED GENERAL MEETING

24.

- a) The Managing Committee shall call for a General Meeting of the members within twenty-one days of the receipt of a written requisition signed by not less than one-tenth of the members entitled to vote for the consideration of the special business detailed in such requisition. Not less than twenty-one days' clear previous notice of such meeting shall be given by the Secretary to the members, specifying the place, date and time of such meeting and the business to be transferred at such meeting.
- b) In case the Managing Committee fails to call a General Meeting as desired by the requisitionists within twenty-one days of the delivery of such requisition, the requisitionists may themselves call a meeting by giving not less than twenty-one days' clear previous notice to all the members of the Confederation at their registered addresses. Resolutions passed by majority at such meeting shall be binding on the Confederation.

PROCEDURE AT GENERAL MEETINGS

25.

- a) No business shall be transacted at any General Meeting of the Confederation, unless it has been already included in the Agenda for that meeting.
- b) One-eighth of the number of the members of the Confederation eligible to vote at meetings of the Confederation or five persons personally present, whichever is higher, shall form the quorum for a General Meeting of the Confederation provided that no individual person shall represent more than one member.
- c) No business shall be transacted at any General Meeting of the Confederation when there is no quorum.

- d) If within thirty minutes of the time specified for a General Meeting of the Confederation, no quorum is formed, the meeting shall stand adjourned to such date, time and place as the members present at the meeting may fix, intimation of such adjournment being given to all the members.

Provided that if a General Meeting has been called on the basis of a requisition, then such a meeting shall be dissolved if no quorum is formed within thirty minutes of the time specified for that meeting.

- e) An adjourned General Meeting may transact the business on the Agenda for that meeting, even if there is no quorum.
- f) The Chairperson may adjourn any General Meeting from time to time and place to place but no business shall be transacted at such adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- g) The President and in her absence, the Vice-President and in her absence Secretary shall preside at every General Meeting of the Confederation. In the absence of the President, Vice-President and the Secretary, the members present shall elect one of the members present as Chairperson of such meeting.
- h) Every resolution submitted to a General Meeting shall be decided by a show of hands, unless a poll is demanded.
- i) If a poll is demanded by such number of members of the Confederation as required under the provisions of the Act, the same shall be taken in such manner as the Chairperson directs and the results of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. All members present at the time the poll is taken can take part in the polling irrespective of the fact whether they were present at the time of voting or not, provided that no individual person shall represent more than one member.
- j) Every member present and entitled to vote shall have one vote provided that no individual person shall represent more than one member subject to the provisions of the Act.

MINUTES OF GENERAL MEETING

- 26. The Meeting Committee shall cause a record to be kept of the minutes of the proceedings of every General Meeting of the members of the Confederation; such minutes shall be open to the inspection of any member during office hours on a working day at the office of the Confederation, on her giving twenty-four hours previous notice to the Secretary.

CHAPTER OFFICES

27. The Confederation may if the Board of Directors deem fit, open its offices in various cities of the Country and overseas either as its own branch hereinafter referred to Chapter office
28. Such Chapter office shall be guided by the objectives and the rules and regulations as laid down in the Memorandum of the Articles of the Confederation as well as the Bye Laws of the Confederation as applicable now and as may be modified from time to time.
29. The Chapter Office shall submit its performance report as per the format as may be prescribed from time to time, to the Board of Directors and Management Committee of the Confederation within 10 days from the end of every quarter of the financial year.
30. The Chapter Office shall ensure that the operations of the Chapter are primary for promoting women entrepreneurship and is in line with the policies of the Confederation and for attaining the goals and objective of the confederation.
31. The Board of Directors shall be authorized to decide on the commercial arrangements between the Confederation and its Chapter offices.

SERVICE OF NOTICE

32. All notices required to be given to members shall be served in accordance with the provisions of the Act.

THE SEAL

33.
 1. The Managing Committee shall provide for the safe custody of the Seal of the Confederation.
 2. The Seal of the Confederation shall not be affixed to any instrument except by the authority of the Managing Committee and except in the presence of at least two members of the Managing Committee and of the Secretary, and those two members and the Secretary shall sign every instrument to which the Seal of the Confederation is so affixed in their presence.

COMMENCEMENT AND ALTERATIONS OF ARTICLES

34.
 1. These Articles shall come into force as from the date of registration.
 2. Alterations in or additions to the foregoing Articles of the Confederation shall become effective only if and after such additions or alterations have been approved by the Central Government and have been adopted by a Special Resolution.

35. We, the several persons whose names addresses, descriptions and occupations are hereunto subscribed are desirous of being formed into a company not for profit in pursuance of these Articles of Association.

Sl. No.	Signatures, Names, Address, Descriptions and Occupations of the Subscribers	Signatures, Names, Address, Descriptions and Occupations of the Witness.
1.	<p>Sd/-</p> <p>Name: A. Shylaja Reddy D/o/W/o: A. Vasudev Reddy Resi Add: 8-2-248/A/5/11 Road. No. 3, Banjara Hills, Hyderabad-500034. Occ: Business Dob: 26-08-1951</p>	<p>Sd/-</p> <p>G.Mohan S/o G. Seshagiri Rao 1-1-343/A, Vivek Nagar, Hyderabad-500020. Occ: Company Secretary in Practice.</p>
2.	<p>Sd/-</p> <p>Name: Uma Ghurka D/o/W/o: Mr. N.K. Ghurka Resi Add: 28, Nagarjuna Hills, Panjagutta, Hyderabad-500082. Occ: Business Dob:15.01.1954</p>	
3.	<p>Sd/-</p> <p>Name: Suman Kumar D/o/W/o: Mr. Jayant Kumar Resi Add: 150, Rd 71, Phase III, Jubilee Hills, Hyderabad- 500035. Occ: Business Dob: 28/07/1948</p>	
4.	<p>Sd/-</p> <p>Name: Kesavaram Sandhya D/o/W/o: K. Vinod Reddy Resi Add: 1127/A, Road # 58, Jubilee Hills, Hyderabad-500033. Occ: Business DOB: 20-10-1960</p>	

Place: Hyderabad

Date: 21.02.2005

Sl. No.	Signatures, Names, Address, Descriptions and Occupations of the Subscribers	Signatures, Names, Address, Descriptions and Occupations of the Witness.
	<p>Sd/-</p> <p>Name: P.Girija D/o/W/o: E.J.K. Reddy Resi Add: 8-2-604/A/5A Road No. 10, Banjara Hills, Hyderabad-500034 Occ: Business Dob: 15-06-1960</p>	<p>Sd/-</p> <p>G.Mohan S/o G. Seshagiri Rao 1-1-343/A, Vivek Nagar, Hyderabad-500020. Occ: Company Secretary in Practice.</p>
	<p>Sd/-</p> <p>Name: Soudhamini. P D/o: Dr. Vijay Kumar. P Resi Add: 601, Shilpi Homes, D.D. Colony, Hyderabad-500013. Occ: Business Dob: 09/12/1965</p>	
	<p>Sd/-</p> <p>Name: Sangitha Reddy D/o/W/o: K. Visveswara Reddy Resi Add: Jubilee Hills, Hyderabad-500034. Occ: Business Dob: -</p>	

Place: Hyderabad

Date: 21.02.2005