

MEMORANDUM OF ASSOCIATION



NATIONAL COUNCIL FOR CEMENT AND BUILDING MATERIALS
34 KM STONE, DELHI-MATHURA ROAD, BALLABGARH-121 004 (HARYANA)

**MEMORANDUM OF ASSOCIATION
OF
NATIONAL COUNCIL FOR CEMENT AND
BUILDING MATERIALS**

1. The name of the society is NATIONAL COUNCIL FOR CEMENT AND BUILDING MATERIALS
2. The registered office of the Society will be situated in the State of Haryana and for the time being located at 34 KM Stone, Delhi-Mathura Road, Ballabgarh 121 004, Haryana.
3. The aims and objects of the Society are:
 - a) To promote research and other scientific work connected with Cement and Building Materials Trade or Industry and trades and industries allied with or accessory thereto; to establish, take over, amalgamate, maintain and/or close laboratories, institutes, workshops and conduct experiments therein; to encourage and foster education of persons engaged in or likely to be engaged in the said trades or industries; and to maintain schools and grant scholarships connected with the purpose of the Society and to employ instructors and personnel as may be considered necessary for the said purpose and to pay remuneration to them.
 - b) To edit, print, publish and exhibit books, papers and periodicals and to undertake literary activities bearing upon the said trades or industries or any of them and to collect, compile and publish scientific data and other information relating to the said trades or industries and to maintain

libraries or museum for the said purpose; to employ skilled workers and professional technical advisers to carry out the objects of the Society and to pay therefor such remuneration as may be considered expedient.

- c) To encourage discoveries, to examine and publish information regarding the nature and merits of inventions, improvements, materials and designs connected with the said trades or industries or any of them and to take and acquire patents or licences relating to such inventions, improvements or processes and to acquire and register designs and standardization marks and to develop, perfect and test their value.
- d) To appoint investigators to study, in India or abroad, constitutional, administrative, economic and other scientific problems for the objects of the Society including the financial aspect.
- e) To accept grants of money from the Government, the Council of Scientific and Industrial Research and other public bodies, corporations, companies or persons for the purposes of the Society, on such conditions as may be agreed to.
- f) To assist the research work of any association, institution or other body connected with Cement and Building Materials Trade or Industry or trades and industries allied therewith or accessory thereto, the objects of which association, institution or other body include scientific and industrial research, in such a manner as may be considered expedient.
- g) To undertake and execute any trusts connected with Cement and Building Materials Trade or Industry or trades and industries allied therewith or accessory thereto which may be conducive to any of the objects of the Society.

- h) To provide for funds for all or any of the objects of the Society whether affecting the whole of the trades or industries mentioned in clause (a) or merely one or more particular parts or sections of the said trades or industry or the business of any particular member of group or members of Society, in such a manner as may be considered expedient.
- i) To borrow or raise any money that may be required by the Society upon such terms as may be deemed advisable, and in particular and with the prior approval of the Government of India (concerned Ministry) by the issue of bonds, debentures, bills of exchange, promissory notes or other obligations or securities of the Society, or by mortgage or charge of all or any part of the property of the Society.
- j) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange and other negotiable or transferable instruments.
- k) To invest the moneys of the Society not immediately required in any one or more of the modes of investment as specified in the Income Tax Act as applicable to income of scientific research associations or research institutes with full power to alter, vary or transfer such investments in accordance with the law for the time being in force.
- l) To purchase, take on lease or in exchange, hire or otherwise acquire any movable or immovable property, and in particular any land, buildings, workshops, factories, laboratories, machinery, plant, apparatus, appliances and any rights or privileges necessary or convenient for the purpose of the Society and to construct, erect, alter, improve and maintain any building and to manage, develop, sell, demise, let,

mortgage, dispose of turn to account or otherwise deal with all or part of the same and also to sell the undertaking of the Society for cash or any other consideration with a view to the promotion of the objects of the Society.

- m) To pay all expenses, preliminary or incidental to the formation of the Society and its registration.
- n) To use the funds of the Society in the employment of persons of learning or skill, and the provision and use of buildings, and of instruments, materials and appliances, and of any of the equipment of the Society for any form of scientific studies which may be considered to have some bearing, whether immediate or ultimate, on practical problems involved in the nature or use of cement and building materials.
- o) To collect, arrange, index and publish information as to materials, patents, processes, machines, appliances and tools used or known in or in regard to cement and building material or the said trades or industries or likely to be useful thereto and to establish and maintain a Bureau of Information for the benefit of members of the Society.
- p) To establish and maintain superannuation or other schemes for the benefit of employees or former employees of the Society.
- q) To procure the Society to be registered or recognised in any part of India or in any foreign country or place.
- r) To do all such other lawful things as may be incidental to or conducive to the attainment of the above objects.

Provided that the Society shall not support with its funds any objects, or endeavour to impose on or procure to be observed by its members or others any regulation, restriction or condition, which, if an object of the Society would make it a trade union.

Provided further that the benefits and advantages accruing from all or any of the activities of the Society set out in this Memorandum shall be available only to the members of the Society and/or to other association, institution or body connected with cement and building materials trade or industry and trades and industries allied therewith or accessory thereto, government, and other organizations connected therewith.

- 4. All the incomes, earnings, movable or immovable properties of the Society shall be solely utilised and applied towards the promotion of its aims and objects only as set forth in this Memorandum and no portion thereof shall be paid or transferred directly or indirectly by way of dividends, bonus, profits or in any manner whatever, to the present or past members of the Society or to any person claiming through any one or more of the present or the past members. No member of the Society shall have any personal claim on any movable or immovable properties of the society or make any profit, whatsoever, by virtue of his membership.

Provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Society or to any member of the Society, in return for any services rendered to the Society, or for any materials, labour, plant or power supplied for experimental purposes, nor prevent the payment of interest at a rate not exceeding six percent per annum on money lent, or payment of a reasonable and proper rent for premises demised or let by any member of the Society.

Provided further that, except the Director General, no Member of Board of Governors of the Society shall be appointed to any salaried office of the Society or any office of the Society paid by fees, and that no remuneration or other benefit shall be given by the Society to any Member of such Board of Governors except by way of repayment of out of pocket expenses and interest at the rate aforesaid on money lent or the payment of a reasonable and proper rent for premises demised or let to the Society or any remuneration to any Member of the Board of Governors in accordance with any recommendation by or with the approval of the Government of India (concerned Ministry).

Provided also that nothing herein shall prevent any member of the Society whether a Member of the Board of Governors or not from exercising any processes and making, using, acquiring and lending any articles and things in the ordinary course of his business for profit or otherwise under any licence or permission in respect of any discovery, invention or patent resulting from the work of the Society.

5. Any addition, alteration, modification or removal of any clause in the Memorandum of Association and Rules and Regulations or dissolution of the Society shall be in accordance with the provisions of the Societies Registration Act, 1860 and subject to prior approval of the Government of India (concerned Ministry).
6. Every member of the Society undertakes to contribute to the assets of the Society, in the event of the same being wound up while he is an ordinary Member or within one year after he ceases to be such a member, for payment of the debts and liabilities of the Society contracted before he ceases to be a member, and of the costs, charges and expenses of winding up and for the adjustment of the right of the contributories amongst themselves such amount as may be required not exceeding Rs 1000.

7. If upon winding up or dissolution of the Society, there remains, after the satisfaction of all its debts and liabilities, and property whatsoever, the same shall not be paid to or distributed among the members of the Society, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Society but connected with the cement and building materials trade or industry or trades and industries allied therewith or accessory thereto and which prohibit the distribution of its or their income and property amongst its or their members to an extent and at least as great as is imposed on the Society under or by virtue of clause 4 hereof, such institution or institutions to be determined by the members of the Society subject to the approval of the Government of India (concerned Ministry) at or before the time of dissolution.

8. True accounts shall be kept of the sums of money received and expended by the Society, and the matters in respect of which such receipts and expenditure take place, of all sales and purchases of goods by the Society and of the property, credits and liabilities of the Society. Once at least in every year the accounts of the Society shall be examined, and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.

The names, addresses, occupations and designations of the present members of the Board of Governors to whom the management of the Society is entrusted as required under Section 2 of the Societies Registration Act, 1860, as applicable to the Union Territory of Delhi, are as follows:

Sl No	Full Name	Address	Occupation	Designation in the Society
1	2	3	4	5
1	Dr H C Visvesvaraya	Chairman & Director General, Cement Research Institute of India, M-10, South Ext II, New Delhi 110 049	Service	Chairman and Director General and Chairman, Board of Governors
2	Sh K C Sodhia	Additional Secretary & Financial Adviser to the Govt. of India, Deptt of Industrial Development, Ministry of Industry, Udyog Bhavan, New Delhi 110 011	Service	Member of the Board of Governors
3	Sh Brijendra Sahay	Joint Secretary to the Govt of India, Deptt of Industrial Development, Ministry of Industry, Udyog Bhavan, New Delhi 110 011	Service	-do-
4	Sh A V Gokak	Development Commissioner for Cement Industry, Sethi Bhavan, 6th Floor, 7 Rajendra Place, New Delhi 110 008	Service	-do-
5	Sh A P Maheshwary	Chairman and Managing Director, Cement Corporation of India Ltd. 59 Nehru Place, New Delhi 110 019	Service	Member and Vice-Chairman, Board of Governors
6	Sh J R Birla	President, Cement Manufacturers' Association, 27 Rajendra Place, Pragati Tower, New Delhi 110 008	Industrialist	Member of the Board of Governors
7	Sh T N Subba Rao	President, Builders' Association of India & Managing Director, Gammon India Ltd. Gammon House, Veer Savarkar Marg, Bombay 400 025	Service	Member of the Board of Governors
8	Sh M A Wadud Khan	Vice-Chairman and Managing Director, The Associated Cement Cos Ltd, Cement House, 121 Maharshi Karve Road, Bombay	Service	-do-
9	Sh Ashok Chowgule	Managing Director, Narmada Cement Limited, Bakhtawar, 4th Floor, Nariman Point, Bombay 400 021	Industrialist	-do-
10	Sh D L Pradhan	Executive Director and Vice-President (Operations), Larsen & Toubro Ltd, Ballard Estate, Bombay 400 038	Industrialist	-do-
11	Sh Shripati Singhania	Managing Director, Lakshmi Cements, Link House, 3 Bahadur Shah Zafar Marg, New Delhi 110 002	Industrialist	-do-
12	Sh T M Thomas	Managing Director, The India Cements Limited, Dhun Building, 827 Anna Salai, Madras 600 002	Service	-do-
13	Sh S T Patil	Chairman, Lokapur Cements Pvt. Ltd., Lokapur 587 122, Karnataka State	Industrialist	-do-

We, the undersigned, are desirous of forming a Society namely National Council for Cement and Building Materials under the Societies Registration Act 1860 as applicable to the Union Territory of Delhi in pursuance of this Memorandum of Association of the Society:

Sl No	Full Name	Address	Occupation	Full Signature	Witnessed by
1	Dr H C Visvesvaraya	Chairman & Director General, Cement Research Institute of India, M-10, South Ext II, New Delhi 110 049	Service	Sd/- H C Visvesvaraya	
2	Sh K C Sodhia	Additional Secretary & Financial Adviser to the Govt. of India, Deptt of Industrial Development, Ministry of Industry, Udyog Bhavan, New Delhi 110 011	Service	Sd/- K C Sodhia	Sd/- P K S Iyer Director, Department of Industrial Development, Ministry of Industry, Udyog Bhavan, New Delhi
3	Sh Brijendra Sahay	Jt Secretary to the Govt of India, Deptt of Industrial Development, Ministry of Industry, Udyog Bhavan, New Delhi 110 011	Service	Sd/- Brijendra Sahay	
4	Sh A V Gokak	Development Commissioner for Cement Industry, Sethi Bhavan, 6th Floor, 7 Rajendra Place, New Delhi 110 008	Service	Sd/- A V Gokak	
5	Sh A P Maheshwary	Chairman and Managing Director, Cement Corporation of India Limited, 59 Nehru Place, New Delhi 110 019	Service	Sd/- A P Maheshwary	
6	Sh J R Birla	President, Cement Manufacturers' Association, 27 Rajendra Place, Pragati Tower, New Delhi 110 008	Industrialist	Sd/- J R Birla	

Sl.No.	Full Name	Address	Occupation	Full Signature	Witnessed by
7	Sh T N Subba Rao	President, Builders' Association of India & Managing Director, Gammon India Ltd. Gammon House, Veer Savarkar Marg, Bombay 400 025	Service	Sd/- T N Subba Rao	
8	Sh M A Wadud Khan	Vice-Chairman and Managing Director, The Associated Cement Cos Ltd, Cement House, 121 Maharshi Karve Road, Bombay	Service	Sd/- M A Wadud Khan	Sd/- P K S Iyer Director, Department of Industrial Development, Ministry of Industry, Udyog Bhavan, New Delhi
9	Sh Ashok Chowgule	Managing Director, Narmada Cement Limited, Bakhtawar, 4th Floor, Nariman Point, Bombay 400 021	Industrialist	Sd/- Ashok Chowgule	
10	Sh T M Thomas	Managing Director, The India Cements Limited, Dhun Building, 827 Anna Salai, Madras 600 002	Service	Sd/- T M Thomas	
11	Sh D L Pradhan	Executive Director and Vice-President (Operations), Larsen & Toubro Ltd, Ballard Estate, Bombay 400 038	Industrialist	Sd/- D L Pradhan	
12	Sh Shripati Singhania	Managing Director, Lakshmi Cements, Link House, 3 Bahadur Shah Zafar Marg, New Delhi 110 002	Industrialist	Sd/- Shripati Singhania	
13	Sh S T Patil	Chairman, Lokapur Cements Pvt. Ltd, Lokapur 587 122, Karnataka State	Industrialist	Sd/- S T Patil	

New Delhi, dated 5th day of March 1985.