

New South Wales  
Companies Act, 1961  
Companies (New South Wales) Code  
Company Limited by Guarantee

ARTICLES OF ASSOCIATION

Of

SATYANANDA ASHRAM

INTERPRETATION

1. In these regulations –

“the Code” or “the Companies Code” means the Companies (New South Wales) Code.

“the Ashram” means this Company

“ashram” means a yoga school

“the unincorporated Ashram” means the unincorporated body known as the Satyananda Ashram Australian Schools of Yoga whose funds and other assets and liabilities the Ashram is empowered to take over by Clause 4(b) of the Memorandum of Association

“the Board” means the Board of Directors hereinafter provided by these Articles.

“Directors” means the Committee elected by members of the Ashram to manage the business of the Ashram as hereinafter provided in these Articles

“Member” means subscribers to the Memorandum of Association and such other persons as the Board of Directors shall admit to membership in accordance with these Articles

“the seal” means the common seal of the Ashram

“Secretary” means any person appointed to perform the duties of a secretary of the Ashram and includes an honorary secretary in accordance with the provisions of Articles

“State” means a State or Territory of the Commonwealth of Australia

“Swami” means a swami recognised as such by the Board of Directors, who has been educated by Paramahansa Satyananda Saraswati or his successor or successors and being fully qualified authorised and appointed by the said Paramahansa Satyananda Saraswati or his successor or successors and who is resident in Australia.

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form.

Words or expressions contained in these regulations shall be interpreted in accordance with the provisions of the Companies and Securities (Interpretation and Miscellaneous Provisions) (New South Wales) Code and of the Code as in force at the date at which these regulations become binding on the Company.

2. The Ashram is established for the purposes set out in the Memorandum of Association.

### MEMBERSHIP

3. The proposed number of members of the Ashram is 100 but the Board of Directors may from time to time register an increase in members.
4. The subscribers to the Memorandum and Articles of Association swamis and such other persons as the Board of Directors shall admit to membership in accordance with these Articles shall be members and shall have the right of voting at General Meetings of the Ashram.
5. If the whole of the funds and other assets of the unincorporated Ashram become the absolute property of the Ashram forthwith after its incorporation then every person who at the date of incorporation of the Ashram is a member of the unincorporated Ashram and who on or before the first day of September 1976 agrees in writing to become a member of the Ashram shall be admitted by the Board of Directors to membership of the Ashram. Every member of the Ashram who previously to his agreeing to become a member of the Ashram has paid his subscription due on the                      day of                      as a member of the unincorporated Ashram shall not be liable to pay any further sum by way of annual subscription to the Ashram for the period prior to the                      day of                      .
6. Every applicant for membership of the Ashram (other than the subscribers to the Memorandum and Articles of Association) shall be proposed by one and seconded by another member of the Ashram to both of whom the applicant shall be personally known. The application for membership shall be made in writing, signed by the applicant and his proposer and seconder and shall be in such form as the Board of Directors from time to time prescribes.
7. At the next meeting of the Board of Directors after the receipt of any application for membership, such application shall be considered by the Board, who shall thereupon determine upon the admission or rejection of the applicant. In no case shall the Board be required to give any reason for the rejection of an applicant.

8. When an applicant has been accepted for membership the Secretary shall forthwith send to the applicant written notice of his acceptance and a request for payment of his entrance fee and first annual subscription. Upon payment of his entrance fee and first annual subscription the applicant shall become a member of the Ashram provided nevertheless that if such payment be not made within two calendar months after the date of the notice, the Board may in its discretion cancel its acceptance of the applicant for membership of the Ashram.
9. [Amended 01/04/1992]  
The entrance fee and annual subscription payable by members of the Ashram shall be such as the Ashram in General Meeting shall from time to time prescribe, provided that until the Ashram shall otherwise resolve the entrance fee shall be \$1.00 and the annual subscription shall be \$0.20 for members, and twenty cents for student membership provided further that the Ashram shall not at any time prescribe an entrance fee which exceeds \$200.00.
10. All annual subscriptions shall become due and payable in advance on the first day of September in every year.
11. The Board of Directors may admit as student members such persons as it may consider fit and proper in accordance with regulations and after making such application as shall be prescribed by the Board from time to time. Student members will not be voting members of the Ashram and shall only have the right to attend classes, seminars and conventions.

#### CESSATION OF MEMBERSHIP

12. If the subscription of a member shall remain unpaid for a period of two calendar months after it becomes due then the member may after notice of the default shall have been sent to him by the Secretary be debarred by resolution of the Board from all privileges of membership and his name may be removed by the Board from the Register of Members provided that the Board may reinstate the member and restore his name to the register on payment of all arrears if the Board thinks fit to do so.
13. A member may at any time by giving notice in writing to the Secretary resign his membership of the Ashram but shall continue to be liable for any annual subscription and all arrears due and unpaid at the date of his resignation and for all other moneys due by him to the Ashram and in addition for any sum not exceeding fifty dollars which he is liable as a member of the Ashram under Clause 9 of the Memorandum of Association of the Ashram.
14. If any member shall wilfully refuse or neglect to comply with the provisions of the Memorandum or Articles of Association of the Ashram or shall be guilty of any conduct which in the opinion of the Board of Directors is unbecoming of a member or prejudicial to the interest of the Ashram the Board shall have power by resolution to censure fine suspend or expel the member from the Ashram provided that at least one week before the meeting of the Board at which such a resolution is passed the member shall have had notice of such meeting and of what is alleged against him and of the intended resolution and that he shall at such meeting and before the passing of such resolution have had an opportunity of giving orally or in writing any explanation or defence he may think fit and provided further that any such member may by notice in writing lodge with the Secretary at least twenty-four hours before the time for holding the meeting at which the resolution is to be considered by the Board, elect to have the question dealt with by the Ashram in General Meeting and in that event an Extraordinary General Meeting of the Ashram shall be called for the purpose and if at the meeting such a resolution be passed by a majority of two-thirds of those present and

voting (such vote to be taken by ballot) the member concerned may be punished accordingly and in the case of a resolution for his expulsion the member shall be expelled and his name removed from the Register of Members and provided further that no member shall be fined an amount exceeding one half of the annual subscription of an ordinary member of the Ashram.

[Inserted 24/09/1994]

- (a) If in the Board's opinion any member has not dwelt in the Ashram within the past twelve (12) months and has not contributed directly within the past twelve (12) months to the objectives for which the Ashram was established, then the Board shall have the power by resolution to expel a member from the Ashram PROVIDED that at least one (1) week before the meeting of the Board at which such a resolution is passed, the member shall have had notice of such meeting and of the intended resolution and that he shall at such meeting and before the passing of such resolution have had an opportunity of giving orally or in writing any explanation he/she may think fit and PROVIDED FURTHER that any such member may by notice in writing lodge with the Secretary at least twenty-four (24) hours before the time for holding the meeting at which the resolution is to be considered by the Board, elect to have the question dealt with by the Ashram in General Meeting and, in that event, an Extraordinary General Meeting of the Ashram shall be called for the purpose and, if at the meeting such a resolution be passed by a majority of two-thirds of those present and voting (such vote to be taken by ballot) the member concerned shall be expelled and the name removed from the Register of Members.
15. Any person who for any cause whatsoever ceases to be a member of the Ashram in accordance with these Articles shall as from the date of such cessation of membership cease to have any claim monetary or otherwise against the Ashram, its funds or property required by him as a result of such membership.

#### GENERAL MEETINGS

16. The first General Meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Ashram and at such place as the Board may determine.
17. The Annual General Meeting of the Ashram shall be held at least once in every calendar year at such time and place as may be determined by the Directors PROVIDED ALWAYS that in relation to the financial year of the Ashram the holding of such Annual General Meetings complies with the times as set out in Section 240(1) and (2) of the Code. All General Meetings, other than the Annual General Meetings, shall be called Extraordinary General Meetings.
18. Any member of the Board may whenever he thinks fit convene an Extraordinary General Meeting, and Extraordinary General Meetings shall be convened on such requisition or in default may be convened by such requisitionists as is provided by the Code.
19. Subject to the provisions of the Code relating to special resolutions and agreements for shorter notice, seven (7) days notice at the least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place the day and the hour of meeting and in case of special business the general nature of that business shall be given to such persons as are entitled to receive such notices from the Ashram.

20. For the purposes of Article 19 all business shall be special that is transacted at an Extraordinary General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of the consideration of the accounts, balance sheets, and the report of the Board and Auditors, the election of officers and other members of the Board in the place of those retiring and the appointment of the Auditors.

#### PROCEEDINGS AT GENERAL MEETINGS

21. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as herein otherwise provided five (5) members present in person shall be a quorum. For the purpose of this Article "member" includes a person attending as a proxy or as representing a corporation which is a member.
22. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Board may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present (being not less than three (3)) shall be a quorum.
23. The Chairman of the Board of Directors shall preside as chairman at every General Meeting of the Ashram, or if is no Chairman, or if he is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act, then the members present shall elect one of their members to be Chairman of the meeting.
24. The Chairman, may, with the consent of any meeting, at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
25. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded –
- (a) by the Chairman; or
  - (b) by at least three (3) members present in person or by proxy.

Unless a poll is so demanded a declaration by the Chairman that a resolution has on a show of hands being carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Ashram shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.

26. If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairman directs, and the result of the poll shall

be the resolution of the meeting at which the poll was demanded but a poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith.

27. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
28. A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and on a poll every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.
29. A member who is of unsound mind or whose person or estate is liable to be dealt with in any way under the law relating to mental health may vote, whether on a show of hands or on a poll, by his Board or by his Trustee or by such other person as properly has the management of his estate and any such Board Trustee or other person may vote by proxy or attorney.
30. No member shall be entitled to vote at any General Meeting if his annual subscription shall be more than one month in arrear at the date of such meeting.
31. The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy shall be a member of the Ashram. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
32. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit -

#### SATYANANDA ASHRAM

I, \_\_\_\_\_ of \_\_\_\_\_  
 being a member of the abovenamed Ashram, hereby  
 appoint \_\_\_\_\_ of \_\_\_\_\_  
 or failing him, \_\_\_\_\_ of \_\_\_\_\_  
 as my proxy to vote for me on my behalf at the (Annual or Extraordinary, as the case may be)  
 General Meeting of the Ashram to be held on the  
 \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_ and at any adjournment thereof.

Signed this \_\_\_\_\_ day of 19 \_\_\_\_ .

This form is to be used \*in favour of the resolution  
 against \_\_\_\_\_

\* Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he thinks fit.)

Note: In the event of the member desiring to vote for or against any resolution he shall instruct his proxy accordingly. Unless otherwise instructed, the proxy may vote as he thinks fit.

33. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Ashram, or at such other place within the State as is specified for that purpose in the notice convening the meeting, not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
34. A vote given in accordance with the terms of an instrument of proxy or attorney shall be valid notwithstanding the previous death or unsoundness of mind of the principal or revocation of the instrument or of the authority under which the instrument was executed, if no intimation in writing of such death, unsoundness of mind or revocation as aforesaid has been received by the Ashram at the registered office before the commencement of the meeting or adjourned meeting at which the instrument is used.
35. The Board of Directors of the Ashram may from time to time appoint patrons of the Ashram at their discretion.

#### BOARD OF DIRECTORS AND OFFICES

36. Subject to Articles 38 and 44 the Ashram shall be managed by **five (5)** Directors appointed from time to time who shall hold office for three (3) years when they shall retire but they shall be eligible for re-election.
37. The officers of the Ashram shall consist of the Chairman and Treasurer, all of whom shall be Directors of the Ashram. The Secretary shall be appointed by the Board of Directors.
38. The first Directors shall be appointed by the subscribers to the Memorandum of Association of the Ashram. They shall all retire at the first Annual General Meeting, but shall be eligible for re-election. **Thereafter the Directors shall be elected from among the members of the Ashram and such Directors shall hold office for three (3) years when they shall retire but they shall be eligible for re-election.**
39. The Chairman shall be appointed from the Board of Directors of the Ashram PROVIDED THAT such appointment shall be at the sole discretion of the Preceptor of the Satyananda Ashram; Munger, Bihar State, India for the time being or his successor or successors as named by him.
40. The election of Directors shall take place in the following manner:
  - (a) Any two (2) members of the Ashram shall be at liberty to nominate any other member to serve as a Director of the Board.
  - (b) The nomination, which shall be in writing and signed by the two (2) members shall be lodged with the Secretary at least fourteen (14) before the Annual General Meeting at which the election is to take place.

- (c) A list of the candidates' names in alphabetical order, with the proposers' names, shall be posted in a conspicuous place in the registered office of the Ashram at least seven (7) days immediately preceding the Annual General Meeting.
  - (d) Balloting lists shall be prepared (if necessary) containing the names of the candidates only in alphabetical order, and each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.
  - (e) In case there shall not be a sufficient number of candidates nominated the Board shall fill the remaining vacancy or vacancies.
  - (f) The election of members to be elected to the Board shall be decided upon a majority of votes of members present at the Annual General Meeting.
41. The Ashram may from time to time by ordinary resolution passed at a General Meeting increase or reduce the number of members of the Board.
42. The Chairman shall have power at any time, and from time to time, to appoint any person to the Board, as an addition to the existing members of the Board but so that the total number of members of the Board shall not at any time exceed the number fixed in accordance with these regulations. Any member of the Board so appointed shall hold office only until the next following Annual General Meeting.
43. The Ashram may by ordinary resolution passed at a General Meeting remove any member of the Board before the expiration of his period of office, and may by an ordinary resolution appoint another person in his stead; the person so appointed shall hold office only until the next following Annual General Meeting.
44. The office of a member of the Board shall become vacant if the member:
- (a) ceases to be a member of the Board by virtue of the Code;
  - (b) becomes bankrupt or makes any arrangement or composition with his creditors generally;
  - (c) becomes prohibited from being a director of a company by reason of any order made under the Code;
  - (d) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
  - (e) resigns his office by notice in writing to the Ashram;
  - (f) for more than six (6) months is absent without permission of the Board from meetings of the Board held during that period;
  - (g) holds any office of profit under the Ashram;
  - (h) ceases to be a member of the Ashram; or



- (i) is directly or indirectly interested in any contract or proposed contract with the Ashram provided, however, that a member shall not vacate his office by reason of his being a member of any corporation society or association which has entered or proposes to enter into a contract with the Ashram if such corporation society or association is among the class of companies referred to in the proviso to Clause 5 of the Memorandum of Association of the Ashram and if he shall have declared the nature of his interest in the manner required by the Code.

Provided always that nothing in this Article shall affect the operation of Clause 5 of the Memorandum of Association of the Ashram.

#### POWERS AND DUTIES OF THE BOARD

45. The business of the Ashram shall be managed by the Board of Directors who may pay all expenses incurred in promoting and registering the Ashram and may exercise all such powers of the Ashram as are not, by the Code or by these regulations, required to be exercised by the Ashram in General Meeting, subject, nevertheless, to any of these regulations, to the provisions of the Code, and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Ashram in General Meeting provided that any rule or regulation or by-law of the Ashram made by the Board may be disallowed by the Ashram in General Meeting and provided further that no resolution of or regulation made by the Ashram in General Meeting shall invalidate any prior act of the Board which would have been valid if that resolution or regulation had not been passed or made.
46. The Board may exercise all the powers of the Ashram to borrow money and to mortgage or charge its property, or any part thereof, and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the Ashram.
47. The Board shall have the power to make regulations, rules of procedure and by-laws relating to the administration of the Ashram and to amend and repeal the same at its discretion provided that such regulations rules and by-laws shall not be inconsistent with, or in contradiction to these Articles but shall in all respects follow the general form and intention of the said Articles.
48. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Ashram shall be signed, drawn, accepted, endorsed or otherwise executed as the case may be, by any two (2) members of the Board or in such other manner as the Board from time to time determine.
49. The Board shall cause minutes to be made –
- (a) of all appointments of Directors and servants;
  - (b) of names of members of the Board present at all meetings of the Ashram and of the Board; and
  - (c) of all proceedings at all meetings of the Ashram and of the Board.

Such minutes shall be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting.

PROCEEDINGS OF THE BOARD

50. The Board may meet together for the despatch of business, adjourn and otherwise regulate its meetings as it thinks fit. A member of the Board may at any time and the Secretary shall on the requisition of a member of the Board summon a meeting of the Board.
51. Subject to these regulations questions arising at any meeting of the Board shall be decided by a majority of votes and a determination by a majority of the members of the Board present or by proxy shall for all purposes be deemed a determination of the Board. In case of an equality of votes the Chairman of the meeting shall have a second or casting vote.
52. A member of the Board shall not vote in respect of any contract or proposed contract with the Ashram in which he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted.
53. The quorum necessary for the transaction of the business of the Board shall be three (3) or such greater number as may be fixed by the Board.
54. The continuing members of the Board may act notwithstanding any vacancy in the Board, but if and so long as their number is reduced below the number fixed by or pursuant to these regulations as the necessary quorum of the Board, the Chairman and failing him the continuing member or members may act for the purpose of increasing the number of members of the Board to that number or of summoning a General Meeting of the Ashram, but for no other purpose.
55. If at any meeting the Chairman is not present within ten (10) minutes after the time appointed for holding the meeting, the Directors present may choose one of their number to be Chairman of the meeting.
56. The Board may delegate any of its powers to a committee consisting of such member or members of the Board as they think fit; any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Board.
57. The Board may from time to time establish committees with or without members of the Board in local areas or equivalent or similar bodies in the form of branch offices or agencies throughout the Commonwealth of Australia and may do all such acts, matters and things as may be necessary for that purpose and for compliance with any statutory requirements. The Board may make such regulations with regard to the management of such committees, branches offices or agencies as it may think fit and shall have the customary powers of delegation in respect thereof.
58. The Board may appoint a Chairman of its meetings; if no such chairman is elected, or if at any meeting the Chairman is not present within ten (10) minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairman of the meeting.
59. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes the Chairman shall have a second or casting vote.

60. All acts done by any meeting of the Board or of a committee or by any person acting as a member of the Board shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Board or person acting as aforesaid, or that the members of the Board or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Board.
61. A resolution in writing signed by all the members of the Board for the time being entitled to receive notice of a meeting of the Board, shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and held. Any such resolution may consist of several documents in like forms, each signed by one or more members of the Board.

#### SECRETARY

62. The Secretary shall in accordance with the Code be appointed by the Board for such term, at such remuneration and upon such conditions as it thinks fit; and any secretary so appointed may be removed by it. Nothing shall prevent the Board from appointing an Assistant Secretary or Secretaries provided always that they are members of the Ashram.

#### SEAL

63. The Board shall provide for the safe custody of the seal, which shall only be used by the authority of the Board or of a committee of members of the Board authorised by the Board in that behalf, and every instrument to which the seal is affixed shall be signed by a member of the Board and shall be countersigned by the Secretary or by a second member of the Board or by some other person appointed by the Board for the purpose.

#### ACCOUNTS

64. The Board shall cause proper accounting and other records to be kept and shall distribute copies of every profit and loss account and balance sheet (including every document required by law to be attached thereto) accompanied by a copy of the Auditors report thereon as required by the Code provided, however, that the Board shall cause to be made out and laid before each Annual General Meeting a balance sheet and profit and loss account made up to a date not more than six (6) months before the date of the meeting. For the purposes of the preparation of any accounting and other records of the Ashram the financial year shall conclude on 30<sup>th</sup> June.
65. The Board shall from time to time determine in accordance with Clause 11 of the Memorandum of Association at what times and places and under what conditions or regulations and accounting and other records of the Ashram shall be open to the inspection of members not being members of the Board, and no member (not being a member of the Board) shall have any right of inspecting any account or book or paper of the Ashram except as conferred by statute or by Clause 11 of the Memorandum of Association or authorised by the Board or by the Ashram in General Meeting. For the purposes of the preparation of any accounting and other records of the Ashram the financial year shall conclude on 30 June.

#### AUDIT

66. A properly qualified Auditor or Auditors shall be appointed and his or their duties regulated in accordance with Sections 280 and 285 inclusive of the Code.

### NOTICES

67. A notice may be given by the Ashram to any member either personally or by sending it by post to him at his registered address, or (if he has no registered address within the State) to the address, if any within the State supplied by him to the Ashram for the giving of notices to him. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, pre-paying, and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting on the day after the date of its posting, and in any other case at the time at which the letter would be delivered in the ordinary course of post.
68. (1) Notice of every General Meeting shall be given in any manner hereinbefore authorised to:
- (a) every member except those members who (having no registered address within the State) have not supplied to the Ashram an address within the State for the giving of notices to them; and
  - (b) the auditor or auditors for the time being of the Ashram.
- (2) No other person shall be entitled to receive notices of General Meetings.

### WINDING UP

69. The provisions of Clause 10 of the Memorandum of Association relating to the winding—up or dissolution of the Ashram shall have effect and be observed as if the same were repeated in these regulations.

### INDEMNITY

70. Every member of the Board, auditor, secretary and other officer for the time being of the Ashram shall be indemnified out of the assets of the Ashram against any liability arising out of the execution of the duties of his office which is incurred by him in defending any proceedings, whether civil or criminal, which judgment is given in his favour or in which he is acquitted or in connection with any application under the Code in which relief is granted to him by the Board in respect of any negligence default breach of duty or breach of trust.

We the several persons whose names are subscribed to the Memorandum of Association hereby agree to the foregoing Articles of Association.

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Signature of Subscribers

Witness

REDACTED

JOHN MERER

B.J. RIVETT

JOHN MERER

AQB

REDACTED

JOAN KILLE

JOHN MERER

B.F. THOMSON

JOHN MERER

AQA

JOHN MERER

SITA THOMSON

JOHN MERER

MICHAEL DUNN

JOHN MERER

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DATED this 13th day of October 1976.