

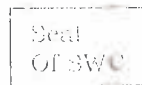
Affiliation No. 42771

SOCIAL WELFARE COUNCIL
Kathmandu, Nepal
1992

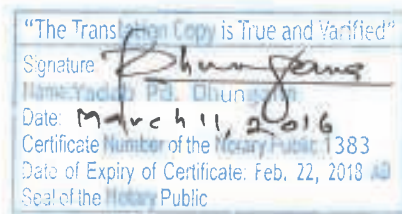
Certificate of Affiliation

This Certificate of Affiliation has been provided to Nepal Museum Association, Kathmandu on 13th day of Magh 2072 BS (January 27, 2016 AD), pursuant to Section 13 of Social Welfare Act, 1992.

Date: January 27, 2016 AD



Sd.
Officiating Director
Hari Tiwari



Coat of
Arms of
Nepal

Government of Nepal
Ministry of Finance
Inland Revenue Department
(Government Stamp)

Photograph

PERMANENT ACCOUNT NUMBER REGISTRATION CERTIFICATE

PAN:
Inland Revenue Office

6	0	3	5	8	3	7	2	2
Tripureshwar								

Income Tax:

Registration Date		
11	10	2072 BS
25	01	2016 AD
Day	Month	Year

VAT:

Custom Duty:

Name of Transactions: Nepal Museum Association
Taxpayer's Type: Company Not Distributing Profits
Address: Ward No. 21, Jyabahal
Municipality: Kathmandu
Kathmandu
Business Transactions: Other Social and Community Services

Sd.

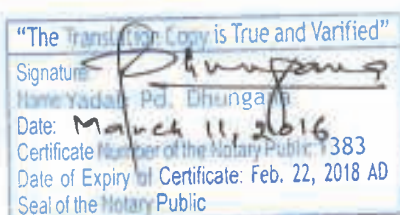
Taxpayer's Signature

Sd./25/01/2016 AD

Tax Officer's Signature

Duties to be followed by taxpayers:

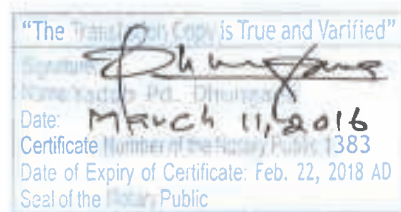
- Invoice bill shall be issued compulsorily while carrying out business.
 - Those who registered in VAT, they have to submit VAT return and VAT amount within 25 days of expiry date of tenure (Monthly or by-monthly or in four month).
 - Those who carry out business where excise duty is payable, except otherwise mentioned, monthly report and amount of excise duty shall be paid within 25 days after the completion of every month
 - Income return of every fiscal year shall be submitted within the last of Ashoj (Mid-October).
 - Interest, fee and fine shall be charged in case return and tax amount is not paid on time.
- This certificate should be displayed for all at the business venue / head office.
Let contact to the office if any confusion arises.



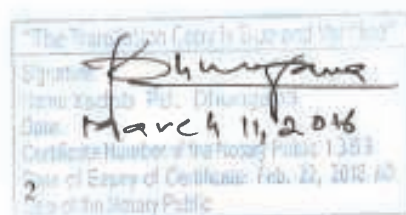
(Office Stamp)
Sd. / January 24, 2016
Assistant Registrar

Schedule 12
Relating to Sub-section (6) of Section 18
(Incorporated under Companies Act, 2006)
MEMORANDUM OF ASSOCIATION
of
Nepal Museum Association
(Company not distributing profit)

1. **Name of the Company:-**The name of Company shall be “Nepal Museum Association”.
In English it shall be known as “Nepal Museum Association”.
2. **Address of Registered Office of the Company: -**
The Registered Office of the Company shall be located at Kathmandu District, Kathmandu Metropolitan City, Ward No. 21, Jyabahal.
3. **Nature of business or transaction to be operated by the Company:-** Nature of business or transaction to be operated by the company shall be service oriented, protective, research oriented and non-profit motive.
4. **Objectives of the Company: -**
 1. Objective of the company shall be as follow as non-profit making or public welfare social institution.
 1. To perform or make it to perform protection, promotion or upgrade of different types of historical, religious, archeological, social or cultural museum that is established or to be established in Nepal and to provide or make it to provide technical or other support on it.
 2. To establish or make it to establish museum collecting documents or goods relating to different types of historical events to protect and promote it after getting permission if required.



3. To prepare record and update of different types of museums established or to be established in Nepal; to prepare computerized database of museums and put it in online.
 4. To make documentary or advertisement of museums of Nepal and to advertise and broadcast or make it to do so through national or international television, print media or online media.
 5. To publish or make it to publish book, newspaper, bulletin or memories in relation to background of different types of museums.
 6. To product or make it to product different types of handicraft goods for the protection of different types of museums.
 7. To support or make it to support the renovation of different types of museums, monastery or temple of religious, cultural or tourism importance.
 8. To arrange or make it to arrange advertisement campaign, interaction, discussion, seminar, conference, exhibition, competition etc. relating to different types of museums and other areas on it.
 9. To cooperate and work jointly or make it to do so with international council of museum, national or other international organizations to achieve the stipulated objectives and to perform with the cooperation or joint work to develop and expand the museums.
2. The company shall execute the objectives set forth in sub-section (1) only after obtaining permission or license from the concerned authority wherever it is required to do so.
 3. The copy of permit or license relating to objectives under sub-section (1) shall be submitted to the office within 15 days from the date of receiving it.
5. **Functions to be carried on for the accomplishment of objectives of the Company:** -
This Company shall perform the following functions to attain the objectives set forth in Section 4:
- (A) To execute objectives or make it to execute if aid, donation, or financial support to be received from national or international organizations after receiving permit or



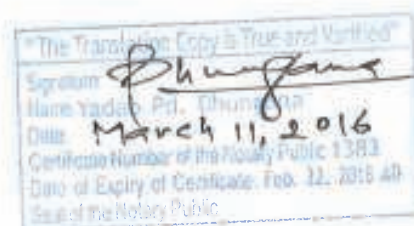
license from government of Nepal, Social Welfare Council in accordance with the existing law of Nepal if required prior to execute the objectives.

- (B) To purchase or acquire on rent and use lands, buildings, vehicles and equipment required by the Company and to sale or make it to sale the moveable or immoveable property not required to the company.
- (C) To appoint employees required by the Company and determine their service conditions.
- (D) To open and operate bank account in company's name in any bank or financial institutions.
- (E) To obtain loan required by Company form bank or any financial institution with or without collateral: - At present no provision is made regarding this.
- (F) Other essential matters: No
 - (1) To contact and cooperate with council of international museums organizations in time to time.
 - (2) To contact and interact with museum expert in time to time.
 - (3) To visit government or non-government museums physically by the executive members or ordinary members of the organizations.
 - (4) To prepare 'proposal' to generate financial support to promote the status of museum.

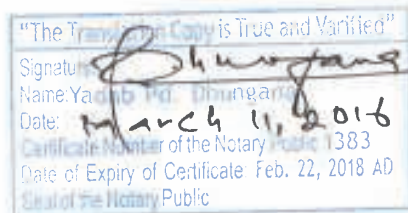
6. **Preliminary capital amount of the Company:** Revenue required to incorporate the company or amount for special service is made available by the promoter members of the organization.

7. **No Share Capital is required to the Company:**

- (1) No share capital is required to incorporate this company.
Provided, however, that the company may receive membership fees from its members and receive any donation or grant by any manner.
- (2) In total Rs. 5000/- (in words Five Thousand) shall be deposited by the company's members for membership feed annually.



- (3) The amount levied from the members of the company or donation amount or amount received as incorporation fee shall be deposited in separate fund and that shall be the capital of the company. Such amount shall be used in regular business transactions or to achieve the objectives of the company.
- (4) *Akshaya Kosh* (endowment) shall be established or operated as per the necessity following the decision made by annual general meeting of the company.
8. **No Profit shall be distributed: -**
- (1) The company shall not distribute any dividend, bonus or any other amount, from the profit earned by the Company to the members or employees of the company.
- (2) The profit earned by the company shall be used to increase the capital of the company or for the attainment of its objectives.
9. **Getting membership of the company and its renewal:-**
- (1) Proper application may be submitted if any Nepalese citizen interested to get membership of Museum Association. Nepalese citizen may submit proper application for membership. The applicant may get membership if discussion is made on the application and decision is made by the board of directors to issue membership.
- (2) Membership of company's members shall be renewed depositing fee within three months after expiry of every fiscal years as prescribed in section 7(Kha). Fine shall be paid as prescribed by the board of directors if renew is failed.
10. **Membership shall not be transferred:-** No membership of the company shall be transferred in any manner.
11. **Membership Termination Condition:** Membership of the company shall be terminated in following conditions:
- (A) If resignation tendered from the membership of the company,
- (B) If the member of the company died,
- (C) If any organization is the member of this company and that organization become liquidated or merged with another organization,
- (D) If the member of the company become insolvent,



- (E) If the member is disqualified to continue the membership of the company as per the prevailing laws.
12. **Liability to be limited:-** No members shall be liable in any debt or liability of the company except in a case where such debts or liabilities are accepted in writing.
13. **Other Essential Matters:-**
- (1) Nepal museum association shall itself bear the expenses incurred during the incorporation of company.
- (2) To stipulate in case to receive any property from promoter or any other person while commencing the business of the company: No provision is made at present.
14. **To stipulate in case to include additional provision in accordance with the nature of the company:** No provision is made at present.
15. **Enforceability of Memorandum of Association in case of Amendment:-** In need of amendment over this memorandum of association, the amendment shall be deemed to have been enforceable only after adoption of special resolution by the General Meeting of the Company and record thereof by the office.
16. **Memorandum of Association to be inactive in inconsistency:** - The sections of this Memorandum of Association shall be deemed void to the extent of inconsistency with the Companies Act, 2006 and prevalent law, if any.
17. **Details and Declaration of the Promoters:** We the promoters of **Nepal Museum Association** have pledged to establish and conduct the company as per the prevailing Laws. The whole matters contained in this Memorandum of Association including our name, address, signatures and matters relating to witnesses are true and correct. We have signed this Memorandum of Association by expressing our assurance to bear punishment under the prevalent law in case of finding the declaration to be false and accordingly we have made this announcement.

S. No.	Name, address and signature of the promoters	Father's name	Citizenship Certificate No. and district where citizen is received	Name, address and signature of the witnesses	Citizenship Certificate No. and district where citizen is received

"The Witness's Entry is True and Correct"

Signature: *[Signature]*

Date: **March 11, 2016**

Certificate Number of the Notary Public: 1363

Class of Expiry of Certificate: Feb. 22, 2018 AD

Notary Public



1	Signature: Sd. Name: Dr. Prem Singh Basnyat Address: Kathmandu District, Budhanilkantha Municipality, Ward No. 8 R. L.	Bhakta Bahadur Basnyat	14700 Kathmandu	Signature: Sd. Name: Gupta Bahadur Khatri Address: Kathmandu District, Budhanilkantha Municipality, Ward No. 8 R. L.	2253 /40 Bhaktapur
2	Signature: Sd. Name: Bijaya Kumar Shahi Address: Kathmandu District, K.M.C., Ward No. 21 R. L.	Min Bahadur Shahi	275827 / 9814	Signature: Sd. Name: Anjani Basnet Address: Kathmandu District, K.M.C., Ward No. 29 R. L.	2172117 Kathmandu
3	Signature: Sd. Name: Birendra Mahato Address: Chitwan District, Ratnanagar Municipality, Ward No. 18, at present Kathmandu District, K.M.C., Ward No. 21 R. L.	Dhidado Mahato	1342 / 044 Chitwan	Signature: Sd. Name: Shiva Narayan Chaudhari Address: Chitwan District, Rantanagar Municipality, Ward No. 17 R. L.	842/044 Chitwan
4	Signature: Sd. Name: Suresh Man Lakhe Address: Bhaktapur District, Bhaktapur Municipality, Ward No. 16, at present K.M.C., Ward No. 21 R. L.	Bhakta Man Lakhe	2058 Bhaktapur	Signature: Sd. Name: Satyaram Twayana Address: Bhaktapur District, Bhaktapur Municipality, Ward No. 4 R. L.	3/ 2614 Bhaktapur
5	Signature: Sd. Name: Bed Prakash	Durga Prasad	27388 / 17931	Signature: Sd. Name: Mahesh Prasad	31/ 17266 Dadeldhura



	Upreti Address: Dadeldhura District, Ammargadhi Municipality, Ward No. 3 R. L.	Upreti Kathmandu 2036	Chataut Address: Dadeldhura District, Bagarkot V.D.C., Ward No. 8 R. L.	2057
6	Signature: Sd. Name: Lhakpa Phuti Sherpa Address: Kathmandu District, Budhanilakantha Municipality, Ward No. 3 R. L.	Phuri Geho Sherpa	7137 / 48 Solukhumbu	Signature: Sd. Name: Tej Bahadur Khadka Address: Kanchanpur Bhi. Municipality, Ward No. 17 R. L.

Done on Friday the 8th day of January of the Year 2016

Draft Person	Name	Designation	L. No.	Date	Signature
	Pratap Singh Thakurathi Cell No. 9851164922	Advocate	6801	January 08, 2016	Sd,

Sd.
Assistant Registrar
(January 24, 2016 AD)
(Office Stamp)

"The [Signature] is True and Verified"

Signature: [Signature]

Name: Yadi [Signature]

Date: March 11, 2016

Certificate Number of the Notary: [Signature]

Date of Expiry of Certificate: Feb. 22, 2018 AD

Seal of the Notary Public



Sd.
Assistant Registrar
(January 24, 2016 AD)
(Office Stamp)

Schedule 12
Sub-section (6) of Section 18
Company Incorporated under Companies Act, 2006

ARTICLES OF ASSOCIATION
OF
NEPAL MUSEUM ASSOCIATION
(Company not distributing profit)

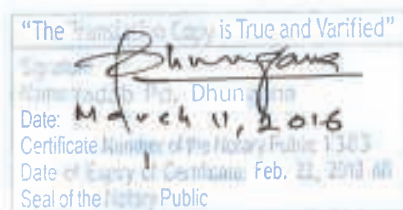
Chapter-1

Preliminary

1. **Name of the Company:** - The name of Company shall be "Nepal Museum Association". In English it shall be known as Nepal Museum Association.
2. **Address of Registered Office of Company:** -
The Registered Office of the Company shall be located at Kathmandu District, Kathmandu Metropolitan City, Ward No. 21, Jyabahal.
3. **Definition:** In this articles of association, unless the subject or context otherwise requires,
 - (A) "Act" means the Companies Act, 2006
 - (B) "Office" means the Office of the Company Registrar.
 - (C) "Company" means Nepal Museum Association.
 - (D) "Office Bearer" means the Director, Executive Chief, Manager, Company Secretary, Liquidator or any employee having responsibility of the department.
 - (E) "Meeting" means the General Meeting of the Company.
 - (F) "Director" means director of the company.
4. **Objectives of the Company:** -
The objective of this Company shall be as prescribed in Section (4) of the Memorandum of Association.

Chapter-2

General Meeting



5. Provision relating to procedure of calling general meeting and notice to be given to the meeting:

(1) The General Meeting of the Company shall be as follows:

(a) Annual General Meeting

(b) Special General Meeting

(2) The first Annual General Meeting of the Company shall be held within One Year from the date of incorporation of Company and the subsequent General Meetings shall be held within 6 months from the expiry of the fiscal year.

(3) To conduct the Annual General Meeting of this Company at least 21 days and for Special General Meeting at least 15 days prior notice shall be given to all the members stipulating the venue of the meeting, date and the agendas for discussion.

(4) The General Meeting shall be called by Chairman of the Board of Directors or the officer stipulated by the Board of Directors.

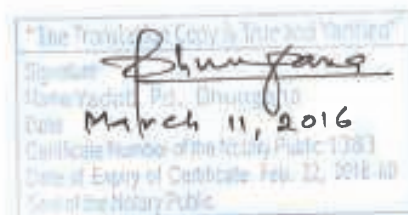
(5) In case the authority mentioned in sub-rule (4) does not call the General Meeting or the meeting of the Board of Director could not take place by any reason the directors being at least 51% making their presence may decide to call General Meeting stipulating reasons. The shareholders shall be informed regarding decision reached according to the sub-rule (3). The Chairman of the Board of Directors shall chair the General Meeting. The Director selected by the present Directors shall chair the General Meeting or the meeting of the Board of Directors in case of absence of the chairman.

(6) In case of not taking place meeting called pursuant to sub-rule (3) or (5) due to lack of quorum pursuant to rule 10, the meeting shall be reconvened by providing notice of at least 7 days. It shall be deemed as valid notice if such notice is published in any national daily newspaper at least prior to 7 days.

7. **Procedure of General Meeting:-**

(1) A general meeting shall be chaired by the Chairperson of board of directors.

(2) In case of absence of chairperson of board of director the general meeting of the board of directors shall be chaired by the person nominated by the directors from

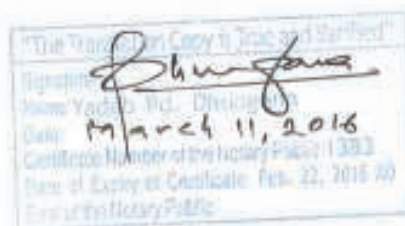


among themselves. If no chairperson of directors of the company is presented at the general meeting it shall be chaired by the member nominated among them.

- (3) Whether or not the quorum is fulfilled shall be confirmed by discussing over the legitimacy of meeting prior to commence the meeting and the Chairman shall permit to conduct the meeting formally in case the quorum is fulfilled.
- (4) Each agenda to be discussed in the meeting shall be presented in the form of resolution and discussion shall be held on each resolution. No agenda may be entertained prior to take decision over another agenda unless the Chairman permits to do so.
- (5) The decision shall be taken by majority.

Provided, however, that in the case of a special resolution, the resolution shall be deemed to be adopted by the meeting only if members out of 75% members presented in the meeting vote in favor of the resolution.

- (6) The Chairman's vote shall be decisive in case of occurrence of tie.
- (7) The other agendas unquoted in the notice of meeting shall not be discussed and decided unless permission is granted by the shareholders representing 67% of shares of total number of shares over any topic.
- (8) The votes shall be collected if required so by following the process as prescribed by the Chairman.
- (9) To prescribe if further procedure is required regarding the meeting.
7. **Other provision to be presented in the general meeting:** No provision is made at present regarding any resolution of the general meeting except the agenda stipulated in the Act.
8. **Special resolution:** No provision is made at present regarding any special resolution to be passed by the general meeting except the agenda stipulated in the Act.
9. **Special General Meeting:-** The Special General Meeting may be called pursuant to the Act.
10. **Quorum:** ➤



No business of General Meeting shall be convened unless it is attended by 60 percent members.

Provided, however, that the General Meeting reconvened as stated in sub-rule (6) of rule 5 may be convened without obstacle in case it is attended by 33 percent members.

11. Voting:-

Every member shall have the voting right on the basis of one member one vote.

12. Provision relating to Record of the Decision of General Meeting :-

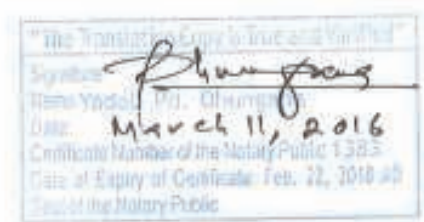
- (1) The separate record of the decision and proceeding of the General Meeting shall be maintained by mentioning the matters as per the requirement of the Act. The Chairman of the meeting or Company Secretary should sign in such record. In case Company Secretary is absent or not appointed, the Chairman of the meeting or a member nominated by the meeting should sign in such record.
- (2) The record of description of the General Meeting maintained according to the sub-rule (1) shall be kept in registered office of the Company. In case the member desire to inspect such decision of the Company, the Company Secretary or any employee deputed by the Company shall give him to inspect the record.

Chapter-3

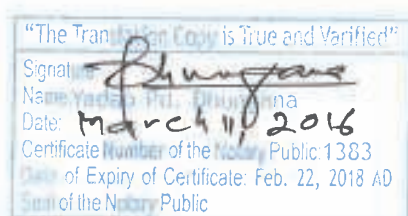
Board of Directors

13. Formation, Number and Tenure of Board of Directors:-

- (1) The Directors shall be nominated /elected by the annual General Meeting.
 - (2) There shall be Six Directors in the Board of the Company.
 - (3) The tenure of Board of Directors shall be for Three years.
 - (4) In case any Director's post falls vacant due to any reason prior to convene annual general meeting the appointment of Director shall be made following the same mode as appointed before. The Director appointed as such to fulfill vacancy shall have tenure only for the remaining period of the Director whose post fell vacant.
- Provided, however, that, in case any Director appointed by General Meeting falls vacant due to any reason, the Board of Directors shall appoint the Director only for remaining period of next General Meeting.

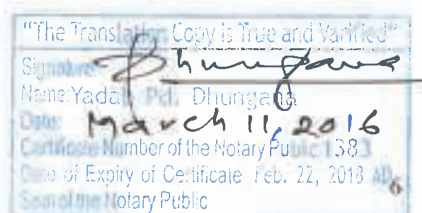


- (5) While nominating Director by the corporate body in the Company an alternative Director may be appointed.
- (6) Formation of the first Board of Directors shall be made having following Director until the first Annual General Meeting is held.
- | | | |
|-----------------------------|---|----------|
| A. Dr. Prem Singh Basnyat | - | Chairman |
| B. Mr. Bijaya Kumar Shahi | - | Director |
| C. Mr. Birendra Mahato | - | Director |
| D. Mr. Suresh Man Lakhe | - | Director |
| E. Mr. Bed Prakash Upreti | - | Director |
| F. Mrs. Lhakpa Phuti Sherpa | - | Director |
14. **Re-appointment of director is possible or not:** Director appointed once shall be appointed further in next time.
15. **Provisions relating to remuneration, allowance and facilities of the director:-**
- 1) The meeting allowance and other facilities of the director shall not exceed the limit prescribed by the office. Further the director shall not receive monthly salary and allowance.
16. Qualification of Director: To be a director of this company one shall be a member of Nepal Museum Association.
17. **Functions, power and duties of the board of directors:** Power, duties and responsibilities shall be as prescribed by the board of directors.
18. **Provision relating to delegation of power:-** (1) The board of director may delegate its power.
- (a) If stay is continued for long time in abroad.
- (b) If disabled physically caused to ill for long time or disabled mentally.
19. **Provision relating to managing director:-** (1) No provision is made regarding the appointment of managing director.
20. Provision relating to Chief Executive Officer:
- a) One person shall be appointed as a chief executive officer.



- b) Qualification, function, duties, responsibilities and power of executive officer shall be decided by the meeting of board of directors.
- c) Remuneration, and other terms of services of chief executive officer shall be determined by contract that is to be made under the ceiling prescribed by the office.
21. **To specify the authority by whom meeting of board of director shall be called:** The meeting of the board of directors shall be called by any one among the chairman of board of directors or Company Secretary or executive officer.
22. **Procedure relating to meeting of board of directors:-**
- (1) The meeting of the board of directors shall be called as per necessity by the official mentioned in rule 21. In case the meeting is not called accordingly and the directors being 25% make demand such official shall call the meeting of the board of directors within 15 days. If the meeting is not called in spite of such demand an application, minimum 25% directors among the total directors can call the meeting specifying its cause, agendas, time and venue of the meeting. To call the meeting in such a way a notice shall be given to other directors according to sub-rule 2.
 - (2) The notice relating to meeting of the board of directors may be served to the address mentioned by the directors in writing or through the means of electronic communication.
 - (3) The directors shall be presented in the meeting of the board of directors in person. Provided, however, that the alternative director may attend the meeting, if appointed, in case of absent of the director who represent the corporate body.
 - (4) The meeting of the Board of Directors shall not take place unless it is attended by at least 51% of total number of Directors.

Provided, however, that in case the meeting does not take place due to lack of quorum the board shall call the meeting by giving at least three days prior notice. If the meeting does not take place further due to the lack of quorum, the decision and the actions of present directors shall be deemed valid.

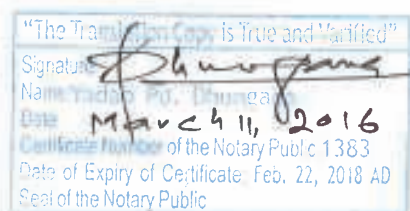


- (5) The chairman of the board of directors shall chair the meeting of board of directors. The director nominated by the present directors shall chair the meeting in the absence of the chairman of the board of directors.
- (6) The decision made by majority shall be acceptable in the meeting of the board of directors and the chairman may cast the decisive vote in case of occurrence of tie. Provided, however, that such director shall not be entitled to participate the meeting and vote in any matter in which his personal interest or concern is involved.
- (7) Any director disagrees in the decision of the Board of Directors shall be entitled to mention his note of dissent.
- (8) Notwithstanding anything contained in this Articles of Association elsewhere, if all the members of the board of director so agreed in writing in regard to any act or resolution permitted to be done or adopted by the board of directors, such act may be performed even without holding a meeting making record of such consent in the minute book. Such consent shall be deemed as equivalent to the decision of the meeting of the Board of Directors.

23. Record of the decision of the Board of Directors:-

- (1) The record of the discussed agenda and decision of the Board of Directors shall be maintained in the minute book and kept along with the signature of at least 51% Directors.
Provided, however, that the decision shall not be deemed invalid, in case of lack of signature in the minute book of any director presented in the meeting.
- (2) The record of the decision of the board of directors shall be maintained by using the electronic tools of communication or computer. For this, sufficient provision shall have to be made as of not to alter the matter of decision.
- (3) In case any member desires to inspect the decision of Company it shall be shown during the office hours.

24. Code of Conduct of member of directors: The code of conduct to be followed by the members, directors and officials of the Company should be implemented by



formulating it from the General Meeting within one year from the date of commencement of transaction by the Company.

Chapter-4

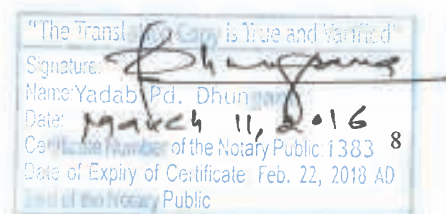
Book of Record, Account and Audit

25. Provision relating to expenses of the Company

- (1) Salary of the official working as full time and part time or salary, meeting allowance, other facilities to be received by the member and expenses to be borne while incorporating or operating the company shall be as prescribed by the company that is to be determined in accordance with capital availability and profit.
- (2) For the purpose of determining salary, allowance and other facility of director or member pursuant to sub-rule (1), source shall be clarified and submitted it to the office determining the base line in accordance with capital availability and potential or existing income and profit while setting the purposes salary, allowances and facility.
- (3) Salary and facilities of the employee or advisor of the company shall be as prescribed by the board of directors.
- (4) Notwithstanding anything contained in sub-rule (2), while appointing voluntary employee or advisor of the relatives of any member or officials of the company, prior permission shall be obtained from the general meeting and details of salary and facility to be received by the employee or advisor shall be notified to the office within 35 days.

26. Provision Relating to Book of Record, Account and Audit of the Company:

- (1) Accounts and book of records of the Company shall be kept and maintained following the standards as prescribed by the by the authorized agency according to prevailing laws.
- (2) The account and books of records of the Company shall be clearly maintained showing the day to day transactions.
- (3) The account and book of record of the Company shall be audited as prescribed by the Act.

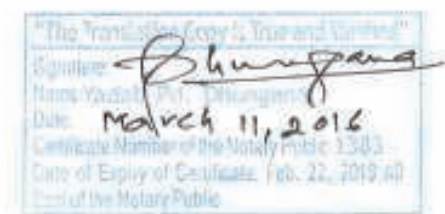


- (4) The General Meeting of the Company shall appoint an auditor in accordance with the Act. The name of the auditor shall be sent to the office within 15 days from the date of his appointment. Provided, however, that the Auditor shall be appointed by the Board of Directors until the First Annual General Meeting is held.
- (5) The auditor appointed pursuant to Sub-rule 4 shall certify the account and book of record, balance sheet, profit loss account and cash flow report and submit report before the company addressing it to the appointing authority. Duplicate copy of such report shall be sent to every shareholder, social welfare council and office.
- (6) In case any member intended to inspect the updated account and book of record of the Company, the inspection shall be allowed immediately.

Chapter-5

Miscellaneous

27. **Notice given to member, director and officials and obtain from them:-** Notice or information to be given by the company to its member, director or officials shall be provided through electronics or any other means and it shall be informed by the same mode to the company by its member, director or officials.
28. **Appointment of Company Secretary:-** Person holding bachelors of laws degree shall be appointed as Company Secretary. Provision of company secretary, his tenure, service, terms and his function, duty and right shall be as prescribed by the decision of board of directors.
29. **Provision relating to the seal of the Company:-**
 - (1) The Company shall use a separate seal and logo to operate its business and the seal of the Company shall be kept under the custody of bboard of directors.
 - (2) If any liability is created due to the unauthorized use of the seal, the created amount against the liability shall be recovered from the person who kept the seal under his/her custody.
30. **Provision Relating to fee of duplicate Copy:-**
 - (1) The copies of Memorandum of Association, Articles of Association, annual financial book of record, auditor report and record of directors, registration book of



shareholders, certificate of registration or any document submitted by the Company before the office shall be provided upon demand of any shareholder or any other shareholders against the payment of fee for Rs. 50.00.

- (2) Per page Rs. 5.00 shall be charged as fee to get the copy of the description of the activities of General Meeting.
- (3) Per page Rs. 5.00 shall be charged as fee to get the copy of the decision of the Board of Directors.
- (4) Per page Rs. 5.00 shall be charged as fee to get the copy of the registration book of the members.

31. Provision relating to borrow and invest loan by the Company:- No

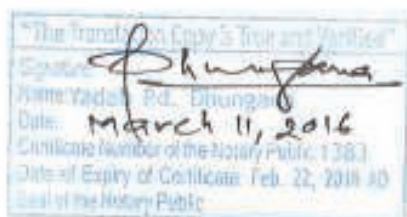
32. Provision of merger of the Company:-

- 1) This company shall not be merged to any company incorporated in accordance with sub-section (1) of Section 3 of the Act or such company shall not be merged with this company.
- 2) In case it is necessary to merge the Company with any other profit not distributing Company or other profit not distributing company with this company having same objectives, the General Meeting of the Company may merge by adopting a special resolution to that effect as per the law.

33. Liquidation of the Company:-

- (1) The General Meeting of the Company, if it deemed necessary, may liquidate the company by adopting a special resolution in the general meeting.
- (2) The General Meeting at the time of the adopting the resolution according to sub-rule (1) regarding the liquidation of the Company shall appoint one or more than one liquidators and one or more than one auditors. The remuneration of such liquidators and auditors shall be as prescribed by the General Meeting.
- (3) The liquidators and auditors appointed under sub-section (2) shall carry out the procedures regarding liquidation.

34. Liquidation and property of the Company:-



In the event of liquidation of company, the assets of the company, if any, remaining after the settlement of the debts and liabilities of the company shall be transferred to the government of Nepal.

35. **Matter stipulated in the prevalent law as the matter to be stipulated in the articles of association of the Company performing particular business.** At present no provision is made.

36. **Other Essential Matters:-**

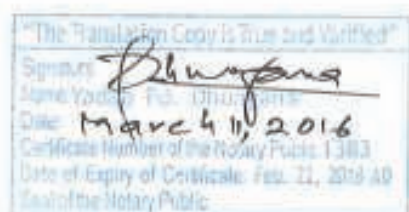
(A) The fiscal year of the Company shall be started from Shrawan 1 and ended on end of the month of Ashad (Mid-July to Mid-August).

37. **Application of Articles of Association in case of Amendment:** - The provision of Articles of Association shall be deemed to have been amended only after the adoption of special resolution from General Meeting of the Company and its recording in the office.

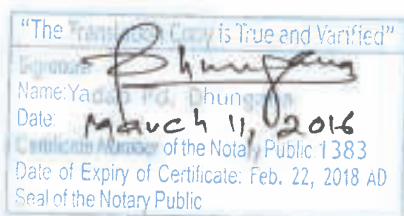
38. **The Articles of Association to be ineffective to the extent of inconsistency:** The rules of this article of association inconsistent with the Act, and other prevalent laws shall be *ipso facto* void to the extent of such inconsistency.

39. **Details and Declaration of the Promoters:** We the promoters of **Nepal Museum Association** have pledged to establish and operate the Company as per the prevailing law. The whole matters contained in this Articles of Association including our name, address, signatures and matters relating to witnesses are true and correct. If it is found false by any reason, we agree to bear entire liabilities to be created after the incorporation of the Company. We have signed this Articles of Association by expressing our commitment to bear punishment under the prevalent law in case of finding the declaration to be false and accordingly we have made this announcement.

S. No.	Name, address and signature of the promoters	Father's name	Citizenship Certificate No. and district where citizen is received	Name, address and signature of the witnesses	Citizenship Certificate No. and district where citizen is received
1	Signature: Sd.	Bhakta	14700	Signature: Sd.	2253 /40



	Name: Dr. Prem Singh Basnyat Address: Kathmandu District, Budhanilkantha Municipality, Ward No. 8 R. L.	Bahadur Basnyat	Kathmandu	Name: Gupta Bahadur Khatri Address: Kathmandu District, Budhanilkantha Municipality, Ward No. 8 R. L.	Bhaktapur
2	Signature: Sd. Name: Bijaya Kumar Shahi Address: Kathmandu District, K.M.C., Ward No. 21 R. L.	Min Bahadur Shahi	275827 / 9814	Signature: Sd. Name: Anjani Basnet Address: Kathmandu District, K.M.C., Ward No. 29 R. L.	2172117 Kathmandu
3	Signature: Sd. Name: Birendra Mahato Address: Chitwan District, Ratnanagar Municipality, Ward No. 18, at present Kathmandu District, K.M.C., Ward No. 21 R. L.	Dhidado Mahato	1342 / 044 Chitwan	Signature: Sd. Name: Shiva Narayan Chaudhari Address: Chitwan District, Rantanagar Municipality, Ward No. 17 R. L.	842/044 Chitwan
4	Signature: Sd. Name: Sureshman Lakhe Address: Bhaktapur District, Bhaktapur Municipality, Ward No. 16, at present K.M.C., Ward No. 21 R. L.	Bhakta Man Lakhe	2058 Bhaktapur	Signature: Sd. Name: Satyaram Twayana Address: Bhaktapur District, Bhaktapur Municipality, Ward No. 4 R. L.	3/ 2614 Bhaktapur
5	Signature: Sd. Name: Bed Prakash Upreti	Durga Prasad Upreti	27388 / 17931 Kathmandu	Signature: Sd. Name: Mahesh Prasad Chataut	31/ 17266 Dadeldhura 2057



	Address: Dadeldhura District, Ammargadhi Municipality, Ward No. 3 R. L.		2036	Address: Dadeldhura District, Bagarkot V.D.C., Ward No. 8 R. L.	
6	Signature: Sd. Name: Lhakpa Phuti Sherpa Address: Kathmandu District, Budhanilakantha Municipality, Ward No. 3 R. L.	Phuri Geho Sherpa	7137 / 48 Solukhumbu	Signature: Sd. Name: Tej Bahadur Khadka Address: Kanchanpur Bhi. Municipality, Ward No. 17 R. L.	751001 / 8220 Kanchanpur (2067)

Done on Friday the 8th day of January of the Year 2016

	Name	Designation	L. No.	Date	Signature
Draft Person	Pratap Singh Thakurathi Cell No. 9851164922	Advocate	6801	January 08, 2016	Sd.

Sd.
Assistant Registrar
(January 24, 2016 AD)
(Office Stamp)

