

BYE-LAWS

OF THE

Sahakar Taxi Cooperative Ltd.

1. Name and area of operation:-

Name of the Society shall be "**Sahakar Taxi Cooperative Ltd.**" (Hereinafter it shall be referred to as the 'the Society').

The principal place of business and the Registered Office of the Society shall be situated at:-

National Cooperative Development Corporation (NCDC)
4, Siri Institutional Area, Hauz Khas, New Delhi - 110016

(1) The email address of the society is sahakartaxicoop@gmail.com

(2) Any change in the address of the Society shall be notified to the Central Registrar within 15 days of its change and also published in local newspaper and shall be made by an amendment of its bye-laws after following the procedures laid down in section 11 of the Multi-State Co-operative Societies Act, 2002.

(3) The area of operation of the Society shall be in Delhi, Uttar Pradesh, Gujarat and Maharashtra.

2. Definitions:-

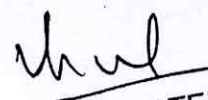
The words/expressions appearing in these bye-laws shall have the following meaning unless otherwise provided:

a) "Act" means the Multi-State Co-operative Societies Act, 2002, as amended from time to time;

b) "Area of operation" means the area from which the individuals can be admitted as members of the Society;

c) "Auditor" means a certified auditor appointed either by the Registrar of the cooperative, as defined in the Act, or by society to audit the accounts of the society;




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- d) "Authority" means the Co-operative Election Authority established under sub-section (1) of section 45 of the Act;
- e) "Board" means the Board of Directors or Governing Body of the Society to which the direction and control of the management of the affairs of the Society is entrusted;
- f) "Bye-laws" means the Bye-laws of the Society for the time being in force which have been duly registered or deemed to have been registered under the Act in force and includes amendments thereto which have been duly registered or deemed to have been registered under the Act;
- g) "Central Registrar" means the Central Registrar of Co-operative Societies appointed by the Central Government in relation to the multi-State co-operative societies;
- h) "Chairperson" and "Vice-Chairperson" mean the elected individuals by the Board of Directors among themselves.
- i) "Chief Executive" means Chief Executive or Managing Director, by whatever designation called, of the Society appointed under Section 51 of the Act;
- j) "Clause" or "sub-clause" means a clause or sub-clause of these bye-laws;
- k) "Co-operative Bank" means a co-operative Society or a multi-state co-operative Society which undertakes banking business;
- l) "Co-operative or co-operative Society" means a co-operative Society registered or deemed to be registered under any law relating to co-operative societies for the time being in force in any State or Union Territory except Lakshadweep and includes a State or apex, secondary or district and primary co-operative Society;
- m) "Co-operative Principles" means the co-operative principles as specified in the First Schedule of the Multi-State Co-operative Societies Act, 2002;
- n) "Financial year" in relation to any multi-State co-operative society or class of such societies, means the year ending on the 31st day of March of the year and where the accounts of such society or class of such societies are, with the previous sanction of the Central Registrar, balanced on any other day, the year ending on such day;

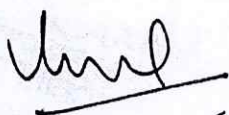


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- o) "Defaulter" means a member who has defaulted in payment of any kind of dues payable to the Society;
- p) "Delegate" means delegates elected or selected by each class of members for representing them on the smaller representative body of general body;
- q) "Federation" means a federation of co-operative societies registered under any law relating to co-operative societies for the time being in force and whose membership is available only to a co-operative Society or a multi-State co-operative Society;
- r) "General Body" means all members of the Society, and includes a smaller body consisting of delegates of members of the Society, if any, constituted in accordance with the provisions of sub-section (1) of section 38 of the Act;
- s) "General Meeting" means a meeting of the general body of the Society and includes special general meeting;
- t) "Member" means individuals joining in the application for registration of the Society and includes an individual admitted to membership after such registration in accordance with the provisions of the Act, rules and Bye laws of the Society and includes a nominal or associate member;
- u) "Member co-operative" means a co-operative Society or a multi-State co-operative Society which is a member of the Society;
- v) "Multi-State co-operative Society" means a co-operative Society with objects not confined to one state and registered or deemed to be registered under the Multi-State Co-operative Societies Act, 2002 or under any law for the time being in force relating to such co-operatives societies;
- w) "National co-operative Society" means a multi-State co-operative Society specified in the Second Schedule to the Multi-State Co-operative Societies Act, 2002;
- x) "Nominal member" means an individual who has been admitted as a nominal member or associate member under the bye-laws of the Society;
- y) "Officer" means a President, Vice-President, Chairperson, Vice-chairperson, Chief Executive or Managing Director, Secretary, Manager, Members of the Board, Treasurer, Liquidator, an Administrator appointed under Sec.123 of the Act and includes any other individual





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empowered under the Act or the rules or the Bye-laws to give direction in regard to the business of the Society;

- z) "Co-operative Ombudsman" means the Ombudsman appointed by the Central Government under section 85A of the Act;
- aa) "Prescribed" means prescribed by the Multi-State Co-operative Societies Rules, 2002;
- bb) "Regulations" means regulations of the Society on various matters as adopted by the Society and includes all subsequent amendments thereto;
- cc) "Rules" means the Multi-State Co-operative Societies Rules, 2002, as amended from time to time; and
- dd) "Society" means the "**Sahakar Taxi Cooperative Ltd.**" (hereinafter it shall be referred to as the '**the Society**');
- ee) Active members mean any member availing minimum level of mobility related services of the society, or attending not less than three consecutive general body meetings;

3. Objectives and functions:-

(1) Subject to the provisions of the act, the principal objective of the society is the socio-economic upliftment of the members through the self-help, mutual aid and the cooperative principles. The establishment of a sustainable and democratic taxi service owned and operated by drivers will aim at providing affordable, safe and efficient service for the public while ensuring fair income, social security and dignified livelihood for drivers through collective ownership and cooperative principle.

(2) Without prejudice to the generality of the provisions contained in sub clause (1), the society may undertake any or all of the following activities but not limited to:



(a) Driver ownership and Democratic Governance:-

- (i) To ensure compliance of cooperative principles.
- (ii) To operate as a member owned cooperative, not private aggregator.
- (iii) Decisions made through democratic voting.
- (iv) Profits shared or reinvested for members benefit and service quality.


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(b) Fair Income model:-

- (i) Ensure implementation of innovative methods to replace high commission fees from drivers to low cost fees.
- (ii) Protect drivers from exploitative pricing or algorithm based penalties.
- (iii) Promote data transparency and cooperative control over pricing and algorithm.

(c) Affordable and Transparent Services:-

- (i) Ensure transparent and regulated fare structure.
- (ii) Accessible to all citizens including low income and marginalized groups.
- (iii) Ensure highest standard of safety and security of passengers.

(d) Digital Platform operations:-

- (i) Operate and maintain a user friendly mobile and web operated Sahakar Taxi application, ride booking, vehicle tracking and maintenance.
- (ii) Ensure customer service quality through rating, support and line tracking.
- (iii) Support multi lingual interfaces and 24/7 customer services to enhance accessibility. Customer complaint should be addressed within 24 hrs.

(e) Develop marketing, brand promotion, quality control and growth strategy of the society.

(f) Data Ownership and Protection: The aim is to ensure data protection and ownership. With this Sahakar Taxi Application, society will own the platform's collective data. Consumer data shall never be sold to third parties without the consent of cooperative members.

(g) Service and Vehicle Standard:-

- (i) Clean and roadworthy vehicles and comply with transport regulation.
- (ii) Provide standard vehicles complying with Motor Vehicle Act of 1988 and local transport laws. Vehicles shall undergo periodic safety and emission checks as per the prevailing laws.
- (iii) Provide professional, punctual and courteous taxi services operated via Sahakar Taxi application.

(h) Sustainable transportation:-



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- (i) Promote adoption of Electric vehicle and CNG. Members adopting to EVs may get special bonuses, lower service fees, or cooperative-provided EV loans.
 - (ii) Endeavour to collaborate with government EV policies & green programmes.
 - (iii) Work with Govt. for subsidies, charging infrastructure and green incentives.
- (i) The Society shall proactively adopt emerging technologies for the improvement of service efficiency, environmental sustainability, and member welfare. This shall include, but not be limited to, the integration of Artificial Intelligence, Blockchain, Electric Vehicles, Autonomous Vehicles, and digital payment innovations.
- (j) Community Development:-
- (i) Develop innovative Social Welfare Schemes such as education, healthcare schemes, etc. for development of driver members and their family.
 - (ii) Reinvest a portion of the profit in driver upskilling, education, and cooperative expansion.
 - (iii) Build a social safety net for members and families like scholarships for driver's children.
 - (iv) To encourage weaker sections and women participation in the society.
- (k) Training and Support:-
- (i) Periodic workshops to enhance skills and address members' concerns.
 - (ii) Mandatory onboarding training for new drivers regarding Sahakar Taxi application usage, customer services, safety measures among others.
- (l) Employment Generation: Create employment opportunities for youth and women especially in tier 2 and 3 cities. Offer training and certification for professional taxi service.
- (m) Govt. Collaboration: Align and collaborate with state/city transport plans in achieving mutual goals.
- (n) Provide awareness on various government schemes and benefits.
- (o) Facilitate and access Government schemes or Government sponsored schemes for the benefit of the members.
- (p) Act as an implementing agency for the promotion of Government schemes and passing their benefits to the members.



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- (q) Socio-economic welfare fund for class -3 members.
 - (r) Subscribe to the shares of other cooperatives, promote new co-operatives and invest in cooperatives.
 - (s) Perform such other activity or do such acts in furtherance of the stated objects as are conducive or incidental thereto and which the Board from time to time may determine to perform or do.
 - (t) Evolve code of conduct for observance by members.
- (3) The Society may acquire, purchase, sell, exchange, lease, license, relinquish, hire or otherwise transfer all or any portion of the property, movable or immovable, which may be necessary or convenient for its purpose and build, construct, improve, alter, demolish and repair such buildings, works and constructions, as may be necessary, for carrying out the objects of the Society.
- (4) The Society may draw, make, accept, endorse and discount cheques, notes or other negotiable instruments in pursuit of its objectives.
- (5) The Society may create administrative, technical, clerical and other posts and make appointments thereto, subject to the Bye-Laws and rules.
- (6) The Any other activity in line with the objectives of the society.

4. Membership:-

The Society shall have following types of membership:

- i) Ordinary Members; and
- ii) Nominal or associate members.

Ordinary Members:-

- (1) No individual shall be admitted as a member of the Society except the following, namely-
- (a) an individual driver/drivers/vehicle owners (of four-wheelers, three-wheelers, and two-wheelers), vehicle owners, and any other class or category of individuals or associations of individuals, as may be permitted by the Central Registrar, having regard to the nature and activities of the Society, competent to contract under section 11 of the Indian Contract Act, 1872 (9 of 1872);



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- (b) GCMMF(AMUL), IFFCO, NAFED, KRIBHCO, NCEL and any multi-state cooperative society or any cooperative society;
- (c) the Central Government;
- (d) a State Government;
- (e) the National Co-operative Development Corporation (NCDC) established under the National Co-operative Development Corporation Act, 1962 (26 of 1962)
- (f) NABARD, NDDB and any other corporation owned or controlled by the Government;
- (g) any Government company as defined in section 617 of the Companies Act, 1956 (1 of 1956);
- (h) Such class or classes of individuals or associations not mentioned in above clauses but having regard to the nature and activities of the society and approved by the board.

Provided that no individual shall be admitted as a member unless the Board is satisfied, through inquiry or other means that the applicant will contribute meaningfully to the objectives and functions of the Society.

(2) No right of membership shall be exercisable until an individual has made such payments to the Society in respect of membership or acquired such interest in the Society, as specified by the Society in accordance with the provisions of the Act and rules.

(3) Any individual eligible for membership of the society, on his application may be admitted as a member of the society.

5. Nominal or associate member:-

The Society may, in the interest of promotion of its business, admit any societies/entities and any other individual whose objectives align with the objective of the society may become as nominal member or associate member on purchase 1000 non-voting shares of the face value of Rs.100/- each. Provided that no such nominal or associate member shall have any interest in the management thereof including right to vote, elect as a director or participate in the general body meetings.

Provided further that nominal or associate member can be issued non-voting shares which may not confer any interest in the management of the society including right to vote, to be elected as a director of the board or participate in the general body meetings.

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6. Application for admission as a member of the society:-

The application for membership of the Society and an admission fee of Rs.500 for members shall be submitted digitally, by the applicant to the Chief Executive or Managing Director, of the Society along-with full value of shares as mentioned in section 20 of these bye-laws.

Criteria for becoming driver member/vehicle owners:-

Any individual:

- (i) Above 18 year of age and sound mind.
- (ii) A resident of India who holds a valid driving license and vehicle permit as per the Motor Vehicles Act 1988.
- (iii) Owns or operates a registered two wheeler, three wheeler, or four wheeler in compliance with the applicable transport laws and regulations including the state regulations of the state from which the member hails.
- (iv) Agree to abide by these byelaws and society's code of conduct.
- (v) Societies/organization/ vehicle owners engaged in transport service may also apply for membership subject to board approval.

7. Disposal of application:-

Every application for admission as a member shall be disposed of by such society within a period of four months from the date of receipt of the application, and the decision of the society on the application shall be communicated to the applicant within fifteen days from the date of such decision:

Provided that if the application is not disposed of within the period aforesaid, or the decision is not communicated within a period of fifteen days of the expiry of the aforesaid period of four months, the society shall be deemed to have made a decision, on the date of expiry of such period, refusing admission to the applicant.

8. Authorized share capital:-

(1) The authorized Share Capital of the Society shall be Rs. Three hundred crore which shall comprise of Three crore shares of the face value of Rs. 100/- (One hundred) each.

(2) At the time of admission, a member shall subscribe to a minimum of one share, and the balance will be purchased in a phased manner which may be amended by the society subsequently based on circumstances.



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(3) Manner of allotment, transfer, redemption and/or repatriation shall be at face value and as per the provisions of the Act.

9. Disqualification for member:-

- (1) No individual shall be eligible for being or continue to be a member of the Society if:-
- (a) the business of the member is not conducive to the objectives of the society;
 - (b) his business is in conflict or competitive with the business of the society; or
 - (c) he fails to use the mobility related services as specified in the rules for six months in two consecutive years; or
 - (d) the individual/society has not applied digitally, if any, laid down by the Society or in the form specified in the rules;
 - (e) the individual has not fulfilled all other conditions of membership laid down in the Act or the rules or these bye-laws;
 - (f) the member incurs any disqualification laid down under the Act or the rules or these bye-laws for being a member of the Society;
 - (g) the application for membership is not approved by the Board of the Society;
 - (h) the individual, except in the case of members joining in for the application for registration of the Society, has not subscribed the minimum number of shares and paid full value thereof along with admission fee;
 - (i) in the case of a multi-State co-operative Society or a co-operative Society or a National co-operative Society or body of individuals whether incorporated or not, the application for membership is not accompanied by a resolution of the Board of such co-operative or authority letter from a competent authority of such organization, as the case may be, authorizing it to apply for such membership;
 - (j) the member/ member representative who has not attended last three consecutive general body meetings of the Society and such absence has not been condoned/ exempted by the 2/3rd majority of the members present and voting.
 - (k) the member does not promote and protect the interests and objects of the Society; and
 - (l) the member has made any default in payment of any amount pertaining to share contributions, fee, subscriptions, if any, as decided by the Board from time to time to be paid to the Society and has not cleared the amount even after 30 days' notice for clearance of default.
 - (m) The individual does not qualify as per the Code of Conduct laid down by the society.



[Signature]

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(2) The Society shall not admit members thirty days prior to the date of the meeting of its General Body.

10. Cessation of membership:-

The membership of the Society may cease in case of

- (i) Resignation or death of the member.
- (ii) Cancellation of registration of the member society.
- (iii) Transfer of all the shares to another member of the Society.
- (iv) Expulsion of member by the general body.
- (v) Incurring any of the disqualifications of membership
- (vi) Violation of the Code of Conduct of the society.
- (vii) Violation of the Motor Vehicles Act, 1988 as amended from time to time.
- (viii) Failure to renew vehicle permit /license/insurance.

Provided that ~~except~~ in the case of sub-clauses (ii), (iii), (iv), (v), (vii) & (viii) of this clause, the cessation of membership shall not take effect unless the member concerned has been given a reasonable opportunity of being heard and making representation in the matter.

11. Withdrawal or resignation from membership:-

Any member of the society may withdraw from membership of the society only after two years by giving at least a three months' notice and duly approved by the Board of the society.

12. Expulsion of a member:-

(1) Any member of the society may be expelled by a resolution of the General Body passed by 2/3rd majority of the members present and voting expel a member for acts, which are detrimental to the interest and proper working of the Society;

(2) Any member has defaulted in payment of dues as per bye-laws of the society for a continuous period of one year;

(3) Any activity of a member is found to be conflicting or competitive with the interest or activities of the society;

(4) On expulsion, the individual will cease to be a member of the Society. Such expulsion may involve forfeiture of shares at the sole discretion of the Society, provided that the member concerned shall not be expelled unless the individual has been given a reasonable opportunity of making



representation in the matter. Pending expulsion by the General Body, the Board may suspend the member till the next General Body meeting;

(5) No member of the Society who has been expelled shall be eligible for readmission as a member of the Society for a period of three years in the case of individual, cooperative society and multi-state cooperative society respectively depending on the reason of expulsion as specified in the Terms of Agreement between the members and the society from the date of such expulsion.

13. Rights of members:-

(1) **Rights of ordinary members:** Every ordinary member shall be entitled to exercise rights as a member from the date of admission as a member in the Society and shall have the following rights, namely:-

- (i) Right to vote in the general body meeting;
- (ii) Right to receive notice of general body meeting as per the bye-laws;
- (iii) Right to attend and take active part in the proceedings of the general body meeting;
- (iv) Active members have a right to take part in elections and contest for any post as per provision of the Act, Rules and Bye-laws for participation in the management of the Society;
- (v) Inspect member registers, books of accounts or any other record and obtain certified copies of the resolutions or documents on a payment of such fee as may be specified by the Board from time to time.

Provided that the Society will designate one of its officers to act as information officer for providing access to the books, information and accounts kept in regular transaction of its business with such member.

(2) **Duties of ordinary members:**

- (i) It shall be the endeavor of every member to observe and comply with the provisions of bye-laws and decisions made by the General Body and Board of the Society in accordance with such bye-laws.
- (ii) It shall be the responsibility of every member to subscribe required number of shares and pay-up for shares and make



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such other payments and within such time as specified in the bye-laws.

- (iii) It shall be the duty of every member to attend regular meetings and members' education programs regularly.
- (iv) It shall be the duty of every member to patronize the services of the Society.
- (v) It shall be the duty of every member of the society to promote and protect the interest and objects of such society.
- (vi) It shall be the duty of individual member to maintain professional and rules and regulation complying taxi services.

14. Liability of a member:-

- (1) The liability of a member shall be limited to the share capital subscribed by the member.
- (2) In the case of a past member, on the date on which he ceased to be a member. In the case of a deceased member, on the date of his death shall continue for a period of two years from such date.
- (3) Where the Society is ordered to be wound up under Section 86 of the Act, the liability of a past member who ceased to be a member immediately preceding the date of the order of winding up, shall continue until the entire liquidation proceedings are completed. But such liability shall extend only to the debts of the Society as they existed on the date of cessation of membership.

15. Share Subscription:-

At the time of admission, a member shall subscribe to a minimum of one share, and the balance will be purchased in a phased manner.

16. Redemption of shares:-

- (1) The shares of the authorities referred to in clauses (c) and (d) of sub-section (1) of section 25 of the Act, held in multi-State co-operative societies:

- a) shall not be redeemed without the prior approval of such authorities; and
- b) may be redeemed in such manner as may be agreed upon between the multi-State co-operative society and such authorities.

- (2) The shares held in a multi-State co-operative society by any of the authorities referred to in clauses (e) to (g) of sub-section (1) of section 25 of the Act, shall be redeemed in accordance with the bye-laws of such multi-State co-operative society and in case, where the bye-laws do not



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contain any provision, in such manner as may be agreed upon between the multi-State co-operative society and such authorities.

- (3) The redemption of shares referred to in sub-sections (1) and (2), shall be on the face value of shares.

17. Share certificate:-

Every individual admitted as a member of the Society shall be entitled to receive a digital Share Certificate gratis stating the number of share/ shares and their distinctive number/ numbers signed by the Chairperson, or any Director of the Society duly authorized and the Chief Executive or the Managing Director, by whatever designation is called. The Share Certificate shall bear the seal of the Society. Share certificates shall be maintained in electronic and physical form by the Society and information thereof given in physical/ electronic form to the members.

18. Transfer of shares:-

- (1) A member may transfer his share or shares after holding them for not less than one year to any member duly approved by the Board of Directors. The transfer is not complete until the name of the transferee has been duly entered in the register of members and the transfer fee of Rs. Ten is paid.
- (2) If any certificate is worn out, defaced, mutilated, destroyed or lost, new share certificate shall be issued in lieu thereof on payment of a fee as specified by the Board per share from time to time. It shall, however, be necessary to produce evidence to the satisfaction of the Board that the share certificates were worn out, defaced, destroyed or lost, or in absence of such evidence, on such indemnity as the Board may require and upon such terms and conditions as the Board may think sufficient.

19. Nomination:-



A member may nominate an individual to receive the member's interest in the society after his death. Nomination shall be made in the prescribed form and entered in the special register kept at the society's registered office. Prior approval of the Board shall be necessary if the individual to be nominated is an employee of the society.

20. Death of a Shareholder:-

On death of a shareholder, the society may pay to the individual or individuals nominated a sum representing the value of the shareholder's interest in the society within six months from the death of the shareholder.

In the absence of nomination, the society may pay to such individual or individuals as may appear to the Board of Directors to be entitled to receive the same as heir or legal representative of the deceased shareholder on his or their executing an appropriate deed of indemnity in favour of the society

21. Lien on shares, dividends:-

The society shall have the first and paramount lien or charge upon all the shares, dividends of any member of past member for all moneys due from him to the society from time to time. The society may at any time set off any sum credited by or payable to the member or past member towards payment of any liability of such member as past-member.

22. Capital and Funds:-

(1) The funds of the Society shall be raised in the following manner:

- (i) Share Capital;
- (ii) Admission and other fee;
- (iii) Loans, cash credits, commercial papers, overdraft from any bank or financial institutions in India;
- (iv) Grants-in-aid, contributions and subsidies, etc. from the Central or State Governments;
- (v) Contributions, from voting members;
- (vi) Profits.

(2) The funds of the Society shall be applied to achieve its objectives.

23. Maximum borrowing limit:-

(1) The society may raise loans and receive grants from external sources to such extent and under such conditions as may be specified as per the act and rules.

(2) Subject to provisions of sub-section (1), the society may accept funds or borrow funds for the fulfilment of its objects on such terms and conditions as are mutually contracted upon.

(3) The society may issue non-convertible debentures or other instruments subject to the provisions of any law for the time being in force to raise resources for the fulfilment of its objectives to the extent of twenty-five per cent of its paid-up share capital.



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24. Classification of membership and subscription to share capital:-

(1) A member shall subscribe to share capital of the Society, and the value there of shall be paid in phased manner for membership:

Provided that ordinary members shall subscribe to share capital as per following classification of membership:

- (i) **Class-1:** Co-operative organizations such as Indian Farmers Fertiliser Co-operative Limited (IFFCO), Krishak Bharati Co-operative Limited (KRIBHCO), National Agricultural Co-operative Marketing Federation of India Limited (NAFED), Gujarat Cooperative Milk Marketing Federation Limited (GCMMF), National Bank for Agriculture and Rural Development (NABARD), National Cooperative Exports Limited (NCEL), National Dairy Development Board (NDDB); and National Co-operative Development Corporation (NCDC) or any other entity which intends to become Class-1 member, shall each purchase at least 10,00,000 shares of the face value of Rs.100/- each;
- (ii) **Class-2:** A National co-operative society, other than mentioned in sub-clause (i) and a multi-State co-operative society, not designated as National co-operative society or a State level or apex co-operative society, other than mentioned in sub-clause (i), shall purchase at least 300000 shares of the face value of Rs. 100/- each;
- (iii) **Class-3:** Any other primary societies, other than mentioned in sub-clause (ii) shall purchase at least 100 shares of face value of Rs.100/- each.
- (iv) **Class-4:** Individuals in the occupation of or interested to provide commercial vehicles (four wheelers, two wheelers and three wheelers) for transportation activities to the passengers shall purchase at least 1 share of face value of Rs.100/- each, and 4 shares after six months of enrolment into the society. The rules for purchase of shares may be amended by society from time to time.



(2) Value of shares shall be paid in phased manner and Share Certificate shall be issued in digital/physical form on realization of the full amount of shares subscribed for.

(3) Class-1 members shall initially subscribe to 2,00,000 shares with a face value of Rs. 100 each, and subsequently as per the requirement.

(4) The manner of allotment, transfer, redemption and/or repatriation of shares shall be at face value.

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- (5) No member at any point of time can acquire more than 20,00,000 shares of the society.

25. Constitution of General Body:-

(1) The General Body of the Society shall consist of all ordinary members of the Society and each ordinary member shall be represented in the general body by a representative duly authorized by such member.

(2) Subject to the provisions of the Act, the Rules and the bye-laws, the ultimate authority of the Society shall vest in the General Body:

Provided that nothing contained in this sub-clause shall affect the exercise by the Board or any officer of the Society of any power conferred on the Board or such officer by the rules.

Provided further that the Society, where its membership exceeds one thousand, shall constitute a smaller body consisting of delegates of members or class or category of members, elected or selected in accordance with the Bye-laws; and hold its general meeting by calling such delegates instead of summoning all the members in individual.

26. Smaller General Body:-

The Cooperative Election Authority shall make regulations to provide for all matters relating to the nomination, election, selection and removal of delegates of the smaller representative body.

(1) The constitution of smaller representative body of general body consisting of delegates shall be as under:-

- (i) For Class-1 category of members, eight delegates shall be elected;
- (ii) For Class-2 category of members, one delegate shall be elected for every 2 members in a manner that one delegate shall be elected for 1-2 members, two delegates for 3-4 members, and so on;
- (iii) Class-3 category of members, one delegate shall be elected for every 5 members in a manner that one delegate shall be elected for 1-5 members, two delegates for 6-10 members, and so on;
- (iv) For Class-4 category of members, one delegate shall be elected for every 5000 members in a manner that one delegate shall be elected for 1-5000 members, two delegates for 5001-10000 members, and so on; specifying they are driver / vehicle owner;



(2) The smaller representative body consisting of delegates shall exercise all the powers of the General Body of the Society.

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- (3) No individual shall be qualified to be elected or selected as a delegate if he is not the Chairperson/President or the Chief Executive of the member organization/elected by the members/ co-operative or a member of the Board of such organization, if such member is authorized by the Board of the nominating organization.
- (4) Where there is no Board in existence in a member organization/ co-operative, such organization/ co-operative shall be represented through its administrator, by whatever name called.
- (5) The procedure for election of delegates in the General Body shall be in accordance with the election regulations framed by the Cooperative Election Authority.
- (6) A representative of the member organization/ co-operative shall cease to be a delegate of the Society if he:-
(a) ceases to be a primary member of or otherwise ceases to be associated with the concerned member co-operative /representative body; or
(b) resigns his office as a delegate of the Society.
- (7) A casual vacancy in the office of a delegate arising in any class or category of membership shall be filled by election or selection by concerned class or category of membership for the remaining period of office of delegate. As per the provisions of Act and rules.
- (8) Defaulting members shall not be entitled to seek election to any office. The right to hold such office by defaulting member shall be forfeited with effect from the date on which the member becomes defaulter under the bye-laws.

27. Annual general meeting and powers and functions of the general body:-

The first general meeting of the Society shall be held within six months of the registration of the Society by the Class-1 members for the election of the Board of Directors. The interim Board selected by the applicants for the registration of a multi-State co-operative society shall hold office till the regular board is elected.

Powers and functions of the general body:-



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The Board of the Society shall, within six months of the close of the corresponding financial year, convene an Annual General Meeting at the principal place of business of the Society for the purpose of :-

- (i) Consideration of the audited statement of accounts;
- (ii) Consideration of the audit report and annual report;
- (iii) Consideration of audit compliance report;
- (iv) Approval for appointment of auditors and fixation of remuneration;
- (v) Review of operational deficit, if any;
- (vi) Creation of specific reserves and other funds;
- (vii) Approval of the annual budget;
- (viii) Approval of the long-term perspective plan and the annual operation plan;
- (ix) Disposal of Net Profit;
- (x) Review of the working of Board of Directors;
- (xi) Review of actual utilization of reserves and other funds;
- (xii) Review of annual report and accounts of subsidiary institution, if any;
- (xiii) Expulsion of members;
- (xiv) Review of the list of employees who are relatives of members of the Board or the Chief Executive;
- (xv) Amendment of bye-laws, if any;
- (xvi) Formulation of code of conduct for the members of the Board, members and officers;
- (xvii) Removal of members of the Board, if any;
- (xviii) Consideration of a statement showing the detail of loans or goods on credit, if any, given to any member of the Board or to the spouse or son or daughter of the member of the Board during the preceding year outstanding against him or them;
- (xix) Approval of program of activities for the ensuing year;
- (xx) Approval and amendment of regulations; and
- (xxi) Any other matter to be laid before it by the Board of Directors.



28. Special general body meeting:-

The Chief Executive or the Managing Director, by whatever designation called, may, at any time, on the direction of the Board, call a Special General Body Meeting of the Society and shall call such meeting within one month after the receipt of requisition from the Central Registrar or from 10% of the total number of delegates of the Society to transact the business as stated in notice of the meeting.


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29. Notice for annual general body meeting and the special general body meeting:-

- (1) Annual General meeting of the Society may be called digitally by giving not less than 14 days clear notice to all the delegates of the Society.
- (2) Special General meeting of the Society may be called by giving not less than 7 days clear notice in as specified digitally to all the delegates of the Society.
- (3) The notice of the Annual General Meeting shall be accompanied by a copy each of the audited balance sheet, profit and loss account together with the auditor's report relating to the preceding year and the report of the Board of Directors thereon along with notice of election to the Board of Directors, if any, and amendment to the bye-laws, if any.
- (4) The notice of general body meeting shall be sent to delegates by the following modes, namely-
 - (i) by local delivery or by Registered Post or Speed Post or by Courier or under postal certificate; or
 - (ii) by publication of notice in the newspaper having wide circulation.
- (5) Notice of the general body meeting shall also be affixed on the notice board of the Society and its branches, if any.

30. Quorum of the general body meeting:-

- (1) The quorum for the general body meeting shall be 1/5th of the total number of members of the Society or 1/5th of the total number of delegates of the smaller representative body:

Provided that in any meeting of the general body, the quorum shall not complete unless at least 5 individuals from the category of Class 1 members as specified in clause 30(1)(i) are present.

- (2) No business shall be transacted at any general meeting unless there is a quorum at the time when the business of the meeting is due to commence.
- (3) If within half an hour from the appointed time for the meeting, a quorum is not present, the meeting shall stand adjourned.




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Provided that a meeting which has been called on requisition of members shall not be adjourned but dissolved.

(4) If at any time during the meeting sufficient number of members are not present to form the quorum, the chairperson or the member presiding over the meeting on his own, or on his attention being drawn to this fact, shall adjourn the meeting and the business that remains to be transacted at this meeting, if any, shall be disposed off in the usual manner at the adjourned meeting.

(5) Where a meeting is adjourned under sub-clause (3) or (4), the adjourned meeting shall be held either on the same day or on such date, time and place as may be decided by the Chairperson or the member presiding over the meeting, but within seven days from the date of adjourned meeting.

(6) No business shall be transacted at any adjourned meeting except for the business on the original agenda.

(7) The adjourned meeting shall transact its regular business even without the quorum being present at the meeting.

(8) No quorum shall be necessary in respect of an adjourned general meeting.

31. Board of Directors:-

(1) The management of affairs of the Society shall vest in the Board of Directors constituted in accordance with the Act, rules and these bye-laws, which shall exercise such powers and perform such duties as may be conferred or imposed respectively, by the Act, rules and bye-laws.

(2) The Board of Directors of the Society shall be constituted as consisting of fifteen elected directors (not more than twenty one directors), out of which one member shall be Scheduled Caste or Scheduled Tribe and two shall be women in the board of multi-State co-operative society consisting of individuals and having members from such class or category of individuals, excluding co-opted directors and functional directors, if any:-

- (i) **Eight** directors to be elected by the General Body from amongst the **Class-1** members.
- (ii) **Three** directors to be elected by the General Body from amongst the **Class-2** members.
- (iii) **Two** directors to be elected by the General Body from amongst the **Class-3** members



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- (iv) **Two** directors to be elected by the General Body from amongst the **Class-4** members.
- (v) Out of total elected directors (fifteen elected directors), one member shall be Scheduled Caste or Scheduled Tribe and two shall be women.
- (vi) Chief Executive or the Managing Director, by whatever designation called, of the Society, to be the ex-officio member of the Board; and
- (vii) Two eminent individuals as co-opted directors having experience in the field of banking, management, co-operative management and finance or specialization in any other field relating to the objects and activities undertaken by such multi-State co-operative society. The co-opted directors referred to in sub-section (3) shall not have the right to vote in any election of the office bearers or be eligible to be elected as office bearers of the board.
- (viii) No director shall be present in the discussion of, or vote on, any contract or arrangement entered into, or to be entered into, by or on behalf of the society, if he or his relative is directly or indirectly concerned or interested in such contract or arrangement and no relative of any of the sitting directors of the multi-State co-operative society shall be recruited as employee including the Chief Executive of that society. The term relative for the purpose of this clause shall be as per the Act & the Rules.
- (ix) Any director of the board who violates the provision of sub-section (vi), shall be disqualified for being a member of the board and deemed to have vacated his office from the date of such meeting of the board as is referred to in the said sub-section and such proceedings shall be deemed to be void.

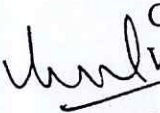


Provided that only the delegates elected or selected in accordance with clause 26 for their respective class of membership shall be eligible to contest elections of the Board for the office specified under sub-clause (2) (i) to (iv) of this clause.

32. Meetings of the Board of Directors:-

- (1) The Chief Executive or the Managing Director, by whatever designation called, of the Society shall convene the meetings of the Board at the instance of the Chairperson of the Society.

Provided that where such Chairperson or President fails to direct the Chief Executive to convene the meeting of the board within a quarter, such Chief Executive shall convene the meeting on the basis of requisition of the Vice-Chairperson or Vice-President or any other Member of the board.


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Provided further that notwithstanding anything contained in the first provision, the Chief Executive may also convene the meeting on the basis of requisition from at least fifty per cent of Members of the board.

- (2) Except in emergent cases, at least 14 days prior notice shall, ordinarily, be necessary for holding meeting of the Board of Directors.
- (3) In case of exigency, on the request of not less than one-third members of the Board, the Chairperson shall authorize the Chief Executive or the Managing Director, by whatever designation called, of the Society to convene the Board meeting.
- (4) The meetings of the Board shall normally be held at the registered office of the Society. In exceptional cases, the meetings of the Board may be held at any other place as decided by the Board but within the area of operation of the Society.
- (5) The meetings of Board shall be presided over by the Chairperson or in his/her absence by the Vice-chairperson and in the absence of both Chairperson and Vice-chairperson, the directors present in the meeting shall elect a Chairperson for the meeting from among themselves.
- (6) The Board shall meet at least once in every quarter.
- (7) The majority members of the Board shall decide any question brought forward for discussion at the meeting of the Board. In case of equality of votes, the Chairperson shall have a casting vote.
- (8) The proceeding of the meetings of the Board shall be recorded in the minutes book to be kept for the purpose.
- (9) The quorum of the Board meeting shall consist of not less than one third of the total elected directors in office:

Provided that at least 3 of the directors specified in clause 31 (2)(i) are present in such meeting.

- (10) The Chairperson or President, if for any reason, is unable to attend a meeting of the board, the Vice-Chairperson or Vice-President and in the absence of both, any other Member of the board chosen by the Members of the board present from amongst themselves at the meeting, shall preside over the meeting.



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33. Term of Board of Directors:-

- (1) The term of office of the elected members of the Board shall be five years from the date of election, and the term of officers of the Board shall be coterminous with the term of the Board.
- (2) The term of office of the members of the Board who are nominees of any institution or federation, if any, shall be as indicated from time to time by the concerned institution or federation provided their term shall be co-terminus with the term of the elected directors of Board; and the concerned institution or federation shall make fresh nominations upon election of new Board.
- (3) The elected members of the Board shall be eligible for re-election.
- (4) It shall be function of board to appoint a management team to handle day to day operations including Sahakar Taxi application maintenance, customer support, financial management and marketing along with technical partnerships and report to the board and the general body.
- (5) Provided that the board may fill casual vacancies up to one-third of number of elected directors on the board by nomination out of the same class of members in respect of which the casual vacancy has arisen, if the term of office of the board is less than half of its original term.
- (6) Provided further that in case the number of such casual vacancies in the same term of the board exceeds one-third of number of elected directors, such vacancies shall be filled by elections.

34. Powers and functions of the Board of Directors:-

- 1) The Board may exercise all such powers and perform functions as may be necessary or expedient for the purpose of carrying out its functions under the Act or the rules or these bye-laws.

2) Without prejudice to the generality of the foregoing powers, such powers shall include the following, namely:-

- a) To admit members in the Society;
- b) To interpret the organizational objectives and set up specific goals to be achieved towards these objectives;
- c) To authorize convening of meetings of the General Body;
- d) To make periodic appraisal of operations and objectives;



- e) To appoint, suspend or remove the Chief Executive or Managing Director, by whatever designation called, of the Society and other employees of the Society;
- f) To make provisions for regulating the appointment of employees of the Society and the scales of pay, allowances and other conditions of service including disciplinary action against employees;
- g) To place the annual report, annual financial statements, annual plan and budget for the approval of the general body;
- h) To consider audit and compliance report and place the same before the general body;
- i) To review the membership in other co-operatives, if any;
- j) To acquire or dispose off immovable property with the approval of General Body;
- k) To recommend annual and supplementary budget for approval by the general body;
- l) To raise and invest funds;
- m) To authorize opening of accounts in Banks;
- n) To authorize officers to sign documents and to institute and defend suits and other legal proceedings on behalf of the Society;
- o) To distribute sale proceeds of services;
- p) To select/ appoint/ nominate/ co-opt directors on the Board as per the provisions of the Act or the rules or these bye-laws;
- q) To appoint such committees, sub-committees as may be necessary and delegate to them such powers as may be appropriate;
- r) To formulate proposals for amendment of bye-laws to the General Body for approval;
- s) To formulate regulations on various matters for approval of the General Body; and
- t) To take such other measures or to do such other acts as may be specified or required under the Act, Rules, Regulations or the bye-laws or as may be delegated by the General Body.



35. Committees of the Board:-

- (1) The Board may constitute an Executive Committee and such other committees or sub-committees as may be considered necessary for performing specific tasks/ activities in pursuit of its objectives:

Provided that the board shall constitute—

- (a) an Audit and Ethics Committee;
- (b) a Committee on prevention of sexual harassment at work place.


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(2) The Board may delegate any of its powers to the Executive Committee or these committees or sub-committees constituted from out of its members or to the Chairperson/ Vice-chairperson or to the Chief Executive or Managing Director, by whatever designation called, or to any other officer of the Society.

(3) The Executive Committee or other committee or sub-committee referred to in sub-section (1) shall perform functions that are decided by Board of Directors.

36. Chairperson and Vice-chairperson:-

(1) There shall be a Chairperson and a Vice-Chairperson elected by the Board of Directors from among themselves in accordance with the regulations of the Authority. The Chairperson of the Board shall preside over the General Body Meeting. In his absence, the Vice-chairperson and in absence of both, the members of the Board shall elect one of the members to preside over the general body meeting.

(2) The term of office of the Chairperson and the Vice-Chairperson shall be co-terminus with the term of the elected members of the Board unless Chairperson or Vice-Chairperson ceases to be a director earlier. In case of any vacancy within this period, the Board shall fill up the vacancy through re-election for the unexpired term of the Board.

(3) The Chairperson or Vice-Chairperson once elected shall continue to hold the office for the term of the Board except when the Board of Directors resolve to remove them by the 2/3rd majority of the Board with due notice.

37. Power and functions of the Chairperson:-

The Chairperson shall have the following powers and functions:



(i) He/ She shall preside over the meetings of the General Body, Board of Directors, and any committee or sub-committee, if he/ she is a member of such committee or sub-committee;

(ii) He/ she shall, along with the Chief Executive or Managing Director, by whatever designation called, of the Society sign the proceedings of the meetings or minutes thereof presided over by him/ her;

(iii) In the event of equality of votes on a resolution, the Chairperson shall have a casting vote in the meeting;

- (iv) The Chairperson may authorize the Chief Executive or in his/her absence, any other individual to convene the meetings of the Board of Directors, committees or sub-committee of which he/ she is the Chairperson;
- (v) The Chairperson may delegate any of his/ her powers and functions to the Vice-Chairperson.

38. Chief Executive:-

- (1) The Chief Executive of the Society shall be called as Managing Director and appointed by the Board as a full time employee of the Society.
- (2) The Chief Executive shall be an ex-officio member of the Board and of the Executive Committee, if any, or such other committees or sub-committees as specified in the bye-laws or as may be authorized by the Board, without any right to vote.

39. Powers and functions of the Chief Executive/Managing Director:-

Subject to general supervision, direction and control of the Board, the Chief Executive of the Society shall have the following powers, functions and duties, namely:-

- i) To assist the Board in the formulation of policies objectives and planning;
- ii) To implement the policies and plans duly approved by the General Body or the Board and furnish to the Board of Directors periodical information necessary for appraising the activities, operations and functions of the Society and progress of achievement towards implementations of the policies and programmes;
- iii) To convene meetings of the General Body, the Board, the Executive Committee and various other committees or sub-committees at the instance of the Chairperson and to maintain proper records of such meetings;
- iv) To make arrangements for the proper maintenance of various books and records of the Society and for the correct preparation, timely submission of periodical statements and returns in accordance with the provisions of the Act, the Rules and the bye-laws;
- v) To record proceedings of meeting and have them duly signed;



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- vi) To open and operate the accounts of the Society as authorized by the Board and be responsible for making arrangements for safe custody of cash;
- vii) To manage the funds of the Society, cause proper accounts to be maintained and audited;
- viii) To attend to all correspondence of the Society;
- ix) To maintain proper records of the society;
- x) To sign on behalf of the Society and conduct its correspondence;
- xi) To manage day-to-day business and affairs of the Society;
- xii) To delegate powers to other officers of the society;
- xiii) To be responsible for collection and safety of the funds of the Society;
- xiv) To execute the policies/programmes and business of the Society and take such action as is necessary to give effect to the resolutions of the General Body, Board of Directors, Executive Committee or any other committee or sub-committee constituted under bye-laws;
- xv) To sign all deposit receipts, open new account and close existing account of the Society with banks in accordance with the resolution of the Board or other committee;
- xvi) To endorse and transfer promissory notes and other securities and to endorse, sign, en-cash cheques and negotiate instruments on behalf of the Society;
- xvii) To be the officer or to appoint an officer from the staff of the Society to sue or to be sued on behalf of the Society and sign all books and arrangements in favour of the Society;
- xviii) To appoint such individual with such designation in the Society as may be approved by the Board of Directors;
- xix) To determine powers, functions and responsibilities of the employees of the Society of all categories;
- xx) To sanction contingent expenditure in so far as the amount involved is upto Rs. 1,00,000;
- xxi) To be the office of the society to sue or to be sued on behalf of the society and sign all books and arrangements in favour of the society;
- xxii) To exercise administrative control in respect of all employees and staff, including granting of leave, granting of annual increments and other matters relating to the service conditions of the employees;
- xxiii) To maintain a list of members of the Society correct and up-to-date;
- xxiv) To assign all or any of the powers, authorities and discretions vested in him, which, otherwise, have not been exclusively delegated to him by the Board, to any employee or employees of



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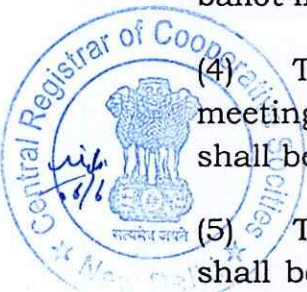
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the Society, subject to the ultimate control and authority being retained by him;

- xxv) Subject to the regulations, if any, which may be framed by the Board of Directors, to enter into negotiations, sanction contracts and to rescind and vary such contracts, incur contingent, revenue and capital expenditure as approved by the Board from time to time and do all such acts, deeds and things in the name of and on behalf of the Society in relation to any of the matters aforesaid for the purpose of the Society up to such value as may be decided by the Board;
- xxvi) To present the draft annual report and financial statements for the approval of the Board within forty five days of closure of the financial year;
- xxvii) To perform all duties entrusted to him and to exercise such other powers as may be delegated to him by the General Body, Board of Directors, Executive Committee, other committees or sub-committees and Chairperson from time to time; and
- xxviii) To perform such other duties, and exercise such other powers, as may be specified in the bye-laws of the Society.

40. Elections of members of Board:-

- (1) No person shall be eligible to be elected as a member of the board or office bearer of a multi-State co-operative society, unless he is an active member of the general body of that society.
- (2) A member of the board or office bearer of a multi-State co-operative society shall cease to be such member or office bearer, if he ceases to be a member of general body of that society.
- (3) The elections of the members of the Board shall be conducted by secret ballot in the manner as specified as per the Act & rules.
- (4) The election of the members of the board shall be held in the general meeting of the members of the society and the elected members of the board shall be eligible for re-election.
- (5) The term of office of elected members of the board and its office bearers shall be five years from the date of election and the term of office bearers shall be co-terminus with the term of the board:



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Provided that the board may fill casual vacancies up to one-third of number of elected directors on the board by nomination out of the same number of members in respect of which the casual vacancy has arisen, if the term of office of the board is less than half of its original term:

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Provided further that in case the number of such casual vacancies in the same term of the board exceeds one-third of number of elected directors, such vacancies shall be filled by elections.

(6) The Chairperson and the Chief Executive of the multi-State co-operative society shall inform the Authority, six months before the expiry of the term of the existing board, to conduct the elections within time.

41. Disposal of net profit:-

(1) Subject to the provisions of the Act and Rules framed there under, the General Body on recommendations of the Board of Director may appropriate the net profit in the following manner, as follows-

- a) transfer an amount not less than twenty-five per cent, to the reserve fund.
- b) additionally, transfer at least 10% of net profit to social welfare and emergency fund. It would include health and education support to driver and families' accident insurance, emergency loans or any other schemes for community support.
- c) credit annually one per cent of net profit to co-operative education fund to be maintained by the Central Government.

(2) After making appropriation of net profit under preceding sub-clause, the General Body on the recommendations of the Board may appropriate the balance of the net profit for all or any of the following purposes, namely:-

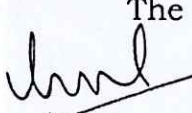
- a) Shall aim to pay dividend to members on their paid up share capital at the rate up to 20 per cent;
- b) After Three years of operation credit annually Rs. One Crore or one per cent of the net profit whichever is less towards the Co-operative Rehabilitation, Reconstruction and Development Fund established by Central Government.
- c) Donation for the development of the cooperative movement or charitable purpose as defined in section 2 of the Charitable Endowment Act 1890 not exceeding 5%.
- d) payment of ex gratia amount @ 1% of the net profit to employees of the society and may be amended by the Board from time to time.
- e) Any other privileges to members approved by the board in accordance with the Act & Rules.



42. Investments of funds:-

The society may invest or deposit its funds:

- a) in a cooperative bank, state cooperative bank, cooperative land development bank or central cooperative bank


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- b) in any scheduled bank as defined under RBI Act;
- c) in the shares or securities of any other cooperative society/subsidiary institution; or

43. Reserve Fund:-

- (1) In addition to the sum specified under the Cooperative Act, Rules and these bye-laws, all admission fees, entrance fees, nominal membership fees, amount of forfeited shares and dividends and donations shall be carried to the Reserve Fund.
- (2) The Reserve Fund shall separately invest in Government and trustee securities or any other approved securities or in fixed deposits with any nationalized bank, District Central Co-operative Bank, or any other bank.
- (3) The Reserve Fund specially created to meet unforeseen losses shall be available for use by resolution of the General body to cover deficiencies, which may arise from unforeseen losses.
- (4) Any loss occurring as the net result of the year's working may, with the previous sanction of the Central Registrar, be made good from the Reserve Fund or from the profits of the next ensuing year or years.

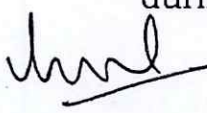
44. Dividend:-

- (1) The dividend declared shall be paid to the individual whose name stands as the registered shareholder in the books of the Society on the last day of the financial year to which the dividend relates.
- (2) Dividend shall be proportionate to the amount paid on shares and the period in whole months for which the amount stood to the credit of the shareholder.
- (3) Any dividend remaining unclaimed for three years after having been declared shall be forfeited and shall be carried to the Reserve Fund of the society.
- (4) Unpaid dividend shall be payable on application provided the same has not been forfeited.

45. Accounts and records:-

Accounts and records shall be maintained in forms prescribed or approved by the Registrar and the Reserve Bank of India (in case of Cooperative banks) with such additions as the Board of Directors consider necessary. Any member of the Bank/Society may inspect any of the registers or records during office hours in so far as they relate to his own business transaction.




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46. Audit:-

(1) The Society shall be caused to be audited by an auditor at least once in each year as per provisions of the Act.

(2) The Society shall, at each annual General Meeting, appoint an auditor or auditors to hold office from the conclusion of that meeting until the conclusion of the next annual General Meeting and shall, within seven days of the appointment, give intimation thereof to every auditor so appointed:

Provided that such auditors or auditing firm shall be appointed from a panel approved by the Central Registrar.

(3) Every auditor appointed shall, within thirty days of the receipt from the Society of the intimation of his appointment, inform the Central Registrar in as specified digitally that he has accepted, or refused to accept, the appointment.

(4) A retiring auditor shall be re-appointed unless-

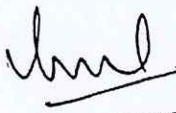
- a) he is not qualified for re-appointment;
- b) he has given the Society a notice in as specified digitally of his unwillingness to be re-appointed;
- c) a resolution has been passed at the General Meeting of members appointing some other individual instead of him or providing expressly that he shall not be re-appointed; or
- d) where a notice has been given of an intended resolution to appoint some individual or individuals in the place of a retiring auditor, and by reason of the death, incapacity or disqualification of that individual or all those individuals, as the case may be, the resolution cannot be proceeded with.

(5) Where at an annual General Meeting, no auditors are appointed or re-appointed, the Central Registrar may appoint an individual to fill the vacancy.

(6) First auditor or auditors of a Society shall be appointed by the Board within one month of the date of registration of the Society and the auditor or auditors so appointed shall hold office until the conclusion of the first annual General Meeting:

Provided that-

- a) the Society may, at a General Meeting, remove any such auditor or all or any of such auditors and appoint in his or their places any other individual or individuals who have been nominated for


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appointment by any member of the Society and of whose nomination notice has been given to the members of the Society not less than fourteen days before the date of the meeting; and

- b) if the Board fails to exercise its powers under this sub-clause, the Society in the General Meeting may appoint the first auditor or auditors.

(7)

- a) The Society may fill any causal vacancy in the office of an auditor; but while any such vacancy continues, the remaining auditor or auditors, if any, may act:

Provided that where such vacancy is caused by the resignation of an auditor, the vacancy shall only be filled by the board from the panel of auditors from which such auditor was appointed.

- b) Any auditor appointed in a causal vacancy shall hold office until the conclusion of the next annual General Meeting

(8) Any auditor appointed by the Society may be removed from office before the expiry of his term by the Society in General Meeting.

(9) The remuneration of the auditors of the Society-

- a) in the case of an auditor appointed by the Board or the Central Registrar may be fixed by the Board or the Central Registrar, as the case may be; and
b) subject to sub-clause (a), shall be fixed by the Society in General Meeting or in such manner as the Society in General Meeting may determine.

Explanation- For the purposes of this sub-clause, any sums paid by the Society in respect of the auditors' expenses shall be deemed to be included in the expression "remuneration".

47. Filing of returns:-

Every year within six months of the closure of the accounting year, the Society shall file following returns with the Central Registrar, namely:-

- a) annual report of the activities including details of board decisions which were not unanimous;
b) audited statement of accounts;
c) plan for surplus disposal as approved by the General Body;
d) list of amendments, if any, to the bye-laws of the Society;
e) declaration regarding date of holding of General Body meeting and conduct of elections, if due;



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- f) disclosure regarding employees who are relatives of Members of board;
- g) declaration of any related party transactions by the board of directors; and
- h) any other information required by the Central Registrar in pursuance of any provision of the Act or the rules made thereunder.

48. Minutes of the general body meeting and of Board and other meetings:-

Minutes of the general body meeting:-

Minutes of the proceedings of the general meeting shall be entered within thirty days of the conclusion of the meeting in a minutes book kept for the purpose with their pages consecutively numbered and shall be signed by the Chairperson and Chief Executive, by whatever name he is called, of the meeting. Each page of the minute book shall be initialed or signed and the last page shall be dated and signed. The minutes so signed shall be an evidence of the correct proceedings of that meeting.

Minutes of Board of Directors:-

The minutes of meeting of the Board of Directors shall be recorded in the Minutes Book kept for the purpose within thirty days of the meeting and the pages of which shall be duly numbered. The Chairperson of the meeting and the Chief Executive or the Managing Director, by whatever designation called, of the Society shall sign the minutes of the meeting.

49. Settlement of disputes:-

- (1) All disputes, other than a dispute regarding disciplinary action taken by the Society against its paid employee or an industrial dispute as defined in clause (k) of section 2 of the Industrial Disputes Act, 1947 (14 of 1947), touching the constitution, management or business of the Society shall be referred to Arbitration in accordance with the provisions of the Act and the Rules.
- (2) The limitation period for preferring the disputes shall be as per the provisions of section 85 of the Act.



50. Limitations:-

The limitation period in disputes shall be as per the provisions of the Act.

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51. Miscellaneous:-

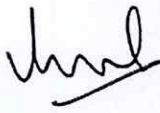
- a) No act of the General Body or the Board of Directors shall be deemed invalid by reason of any defect in the election of a member thereof or by reason of any vacancy therein not having been filled in.
- b) If any doubt arises in the interpretation of the bye-laws of the Society, the same shall be referred to the Central Registrar for his advice and his decision shall be final.
- c) The matters which have not been provided for herein shall be decided in accordance with the provision of the Multi State Co-operative Societies Act and the Rules.
- d) Should there be any conflict between the bye-laws of the Society and the members, the bye-laws of the Society shall prevail.
- e) Board shall develop a detailed code of conduct for driver covering service standards passenger safety and platform usage.
- f) Training: the society shall provide training on cooperative principal's digital literacy and customer service.
- g) Passenger Feedback: A mechanism for passenger feedback and grievance redressal must be instituted grievance must be addressed within 24 hours.
- h) The cooperative society will publish a Social Impact Report highlighting employment generation, carbon emission reductions, number of women drivers, driver income growth, etc.
- i) Nondiscrimination: The Society shall provide equal opportunity for all drivers irrespective of genders, Caste, religion or region.



- j) Transport compliance: The society must ensure compliance with the Motor Vehicle Act 1988 and related amendments state specially transport rules including vehicle permit and driver certification.

52. Services Rules:-

The Society shall have services regulations, formulated and amended by the Board from time to time, for regulating the service conditions, pay scales, etc. of its employees, including the Chief executive or the Managing Director.


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53. Contributory Provident Fund:-

The Society shall maintain a Contributory Provident Fund for the benefit of its employees in accordance with the provisions of Employees Provident Fund and Miscellaneous Provisions Act, 1952.

54. Amendment to Bye-laws:-

The amendment to bye-laws shall only be passed by a resolution of the meeting of the general body in which a quorum is present by a vote of not less than two thirds of the members present there and not less than 15 clear days' notice for considering of such amendment has been previously given.

55. Prohibition to hold office of Chairperson, or President or Vice- Chairperson or Vice-President in certain cases:-

(1) No member of the Board shall be eligible to be elected as Chairperson or Vice- Chairperson or President or Vice-President of the Society if he/ she is a Minister in the Central or State Government.

(2) No member of the Board shall be eligible to be elected as Chairperson or President of the Society after he/ she has held the office as such during two consecutive terms, whether full or part:

Provided that a member who has ceased to hold the office of the Chairperson or President continuously for one full term shall again be eligible for election to the office as such.

56. Holding of office in co-operative Society:-

No individual shall be eligible to hold at the same time, office of the Chairperson or President or Vice-Chairperson or Vice- President on the Board of more than two Multi- State Co-operative Societies.

57. Disqualification for being a member of the Board:-

(1) No member of the Society or nominee of a member co-operative/ organization or a National co-operative society shall be eligible for being chosen as or for being a member of the Board of the Society, if such member:-

a) has been adjudged by a competent Court to be insolvent or of unsound mind;

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- b) is concerned or participates in the profits of any contract with the society.
- c) has been convicted for an offence involving moral turpitude;
- d) holds any office or place of profit under the Society:

Provided that the Chief Executive or the Managing Director, whatever designation called, of the Society shall be eligible for being chosen as, or for being, a member of the Board.

- e) has been a member of the Society for less than twelve months immediately preceding the date of election to the Board or appointment provided that this restriction shall not be applicable to the members joining at the time of application for registration of the Society; has not attended at least three general body meetings;
- f) has taken loan or goods on credit from the co-operative of which he is a member, or is otherwise indebted to such co-operative and after the receipt of a notice of default issued to him by such co-operative, has defaulted;-

- i) in repayment of such loan or debt or in payment of the price of the goods taken on credit, as the case may be, within the date extended, which in no case shall exceed six months, within the date so extended, or
- ii) when such loan or debt or the price of goods taken on credit is to be paid in installments, in payment of any installment, and the amount in default or any part thereof has remained unpaid on the expiry of six months from the date of such default:



Provided that a member of the Board who has ceased to hold office as such under this clause shall not be eligible, for a period of one year, from the date on which he ceased to hold office, for re-election as a member of the Board of the Society.

- g) has interest in any business of the kind carried on by the society of which he is a member;
- h) is an individual against whom any amount due under a decree, decision or order is pending recovery under this or any other Act;
- i) is retained or employed as a legal practitioner on behalf of or against the Society, or on behalf of or against any other co-operative/ organization, which is a member of the Society;

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Explanation- For the purposes of this clause, "legal practitioner" has the same meaning as in Clause (i) of sub-section (1) of section 2 of the Advocates Act, 1961(25 of 1961).

- j) has been convicted for any offence under the Act;
- k) has been expelled as a member under Section 30 of the Act;
- l) absents himself from three consecutive Board meetings and such absence has not been condoned by the Board;
- m) absents himself from three consecutive general body meetings and such absence has not been condoned by the members in the general body;
- n) Violation of the Code of Conduct of the society by the member.
- o) Has been disqualified under subsection (7) of section 41.

(2) A member who has been a director of the board of any multi-State co-operative society or co-operative bank, where such board has been superseded, shall not be eligible to be elected as director of the board of another multi-State co-operative society or co-operative bank for a period of five years, from the date of such supersession:

Provided that no member shall be declared ineligible under this sub-section unless an opportunity of being heard has been given to such member by the Central Registrar and declaration for ineligibility shall be made only after ascertaining that the member concerned has been responsible by acts of omission or commission leading to such supersession.

(3) An officer of the Board shall not be eligible for being elected as member of the Board of the Society for a period of five years if during the term of his office, the Board fails:

- a) to conduct elections of the Board under section 45 of the Act: or
- b) to call the General Body meeting under Section 39 of the Act: or
- c) to prepare the financial statements and present the same in the annual general meeting.
- (d) to make contribution to the co-operative education fund referred to in clause (b) of sub-section (1) of section 63 or the Co-operative Rehabilitation, Reconstruction and Development Fund established under section 63A; or
- (e) to file annual return specified in section 120 within the time specified therein; or
- (f) to get the audit of the society conducted within six months of the close of the financial year to which such account relate:

Provided that before taking any action under this sub-section, he shall be given an opportunity of being heard by the Central Registrar



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(4) No director of a multi-State co-operative society shall, as a director, be present in the discussion of, or vote on, any contract or arrangement entered into, or to be entered into, by or on behalf of such society, if he or his relative is directly or indirectly concerned or interested in such contract or arrangement and no relative of any of the sitting directors of the multi-State co-operative society shall be recruited as employee including the Chief Executive of that society as mentioned in the Act.

(5) Any director of the board who violates the provision of sub-section (4), shall be disqualified for being a member of the board and deemed to have vacated his office from the date of such meeting of the board as is referred to in the said sub-section and such proceedings shall be deemed to be void.

58. Removal of the elected member of the board by the general body:-

An elected member of a Board, who has acted adversely to the interests of the Society, may on the basis of a report of the Central Registrar or otherwise be removed from the Board upon a resolution of the general body passed at its meeting by a majority of not less than two-third of the members present and voting at the meeting:

Provided that the member concerned shall not be removed unless he has been given a reasonable opportunity of making a representation in the matter.

59. Voting in general meeting:-

(1) All resolutions which are put to vote at the general meeting shall be decided by a majority of the members present and voting unless otherwise required under the Act or the rules or these bye-laws.

(2) In the event of an equality of votes, the Chairperson of the meeting shall have a second or casting vote.

(3) Specific resolutions defined by the Board and approved by the general body, are put to vote at the general meeting shall be decided by a special majority of the 2/3rd members present and voting unless otherwise required under the Act or the rules or these bye-laws.



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60. Vacancy in the office of Board of Directors:-

- (1) If any casual vacancy arises in the elected office of the Board of Directors, it shall be filled up by election by the members in the General Body for the remaining unexpired term of the Board in accordance with the provisions of the Act.
- (2) Provided that the board may fill casual vacancies up to one-third of number of elected directors on the board by nomination out of the same class of members in respect of which the casual vacancy has arisen, if the term of office of the board is less than half of its original term.
- (3) Provided further that in case the number of such casual vacancies in the same term of the board exceeds one-third of number of elected directors, such vacancies shall be filled by elections.

61. Right of auditor to attend general meeting:-

All notices of, and other communications relating to, any general Meeting of the Society, which any member of the Society is entitled to have sent to him, shall also be forwarded to the auditor of the Society; and the auditor shall be entitled to attend any general Meeting and to be heard at any General Meeting which he attends on any part of the business which concerns him as auditor.

62. Resolutions for appointment and removal of auditors, their qualifications, powers and duties, etc:-

The manner for passing resolutions for appointing and removing auditors, their qualifications, disqualifications, powers, functions and duties, etc. shall be that as specified in the Act and the rules.

63. Annual accounts and balance sheet:-

At every annual general Meeting of the Society, the Board shall lay before the General Body-

- a) a balance sheet as at the end of every financial year; and
- b) a profit and loss account for that year.

64. Inspection of Minutes Book of general meeting:-

The books containing the minutes of the proceedings of any General Meeting of the Society shall be kept at the registered office of the Society and be open, during business hours, to the inspection of any member of the Society.


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65. Common seal:-

The Society shall have a common seal, which will remain in the custody of the Chief Executive and shall be affixed in the presence of a Director and the Chief Executive as per specified resolution of the Board of Directors.

66. Educational course for members:-

The Society shall organize co-operative education programmes for its members, directors and employees and provide funds for conducting such programmes.

67. Association of employees in management decision making process:-

The Society for the association of representatives of employees in the management decision making process shall, in case where the number of employees exceeds fifty, devise a procedure to provide for the representation of one of its employees, at such level or bodies as would be deemed necessary from time to time.

68. Votes of ordinary members and manner of voting:-

(1) Every ordinary member including member who is an employee of the Society shall have one vote in the affairs of the Society irrespective of the number of shares. Where any of the authorities, multi-State co-operative society or a co-operative society referred to in clauses (a) to (h) of sub-section (1) of section 7 is a member of the society, each individual nominated by such authority or society, on the Board in accordance with provisions contained in this Act and rules, shall have one vote.

(2) Every ordinary member of the Society shall exercise vote in person/digitally and no member shall be permitted to vote by proxy.

(3) A member who is an employee of the society shall not be entitled to vote:

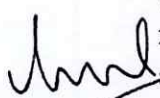
(a) in the election of a member of the board of such society.

(b) in any general meeting convened for framing the bye-laws of such society or any amendments thereto.

(4) In case of equality of votes, the Chairperson shall have a casting vote.

(5) The society to have an equitable system of voting having regard to the membership of, and the extent of business carried on, by such co-operative societies or multi-State co-operative societies.




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Provided that where a multi-State co-operative Society or a co-operative Society or any other institution which is a member of this Society, may appoint one of its representative by a resolution passed by its managing committee to vote on its behalf in the affairs of the Society.

69. How to determine price of service:-

Where the Society sources services from a member, as per mutually agreed terms, the price of the service will be decided as follows.



- a) Pricing will be set by the society as per market conditions.
- b) Periodic review pricing will be carried out and communication of any charges will be conveyed to all stakeholders.
- c) Strive to ensure that Maximum fare must go to drivers directly.

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