

THE COMPANIES ORDINANCE, 1984

(COMPANY LIMITED BY SHARES)

Memorandum of Association

of

XYZ FISH FARMS (PRIVATE) LIMITED

- I. The name of the Company is " _____ FISH FARMS (PRIVATE) LIMITED".
- II. The Registered Office of the Company will be situated in the Province of the /Islamabad Capital Territory.
- III. The objects for which the Company is established are all or any of the following:-
 1. To set-up and carry on the business of fish farms and gather all varieties of sea foods like prawns, shrimps, lobsters, pomfrets, shark, eels and other sea products and to process them by using operations such as freezing, filleting, skinning, meat picking, drying, boiling, etc., and also to pack and prepare the same for sale and delivery in national and international markets and to provide in connection therewith all necessary arrangements, facilities and acts which are incidental thereto.
 2. To carry on the business of fishing including deep sea backwater fishing, and to act as dealers, exporters, and agents in all kinds of fish and sea foods.
 3. To acquire, establish, run, manage and conduct fish meal plants for fish items, fish products and all by-products.
 4. To purchase or otherwise establish, build, own, operate, acquire, run and manage processing factories, cold storage, refrigerators, ice-making plants, and also warehouses, godowns, sheds and buildings for the purposes of processing, packing, preserving and canning all varieties of fish, fish products, food products, farm products and other edible products including by- products manufactured and dealt in by the company.

5. To own, purchase, charter, hire, contract, equip and maintain aircrafts, motor vehicles, fishing trawlers, ships, boats, barges, lighters, vessels, motor lorries, insulated vans, refrigerated vans, trailers and tractors.

6. To manufacture, export, import, buy, sell and deal in corrugated packing, loads and boxes, and other packing incidental to main production as otherwise to meet and cater needs for other industries requiring corrugated packing and other packing.

7. To purchase or otherwise acquire, establish, install, run and manage net making plants for the purposes of manufacturing fishing nets, both in nylon and plastic monofilaments and to sell and deal in fishing nets, raw materials, accessories and other items thereof.

8. For the purposes of achieving the above objects, the company is authorized:-

- (1) to own, establish or have and maintain shops, branches, refreshment rooms, depots, and agencies all over Pakistan or elsewhere for the sale of all varieties of fish and fish products, food products, farm products and other edible products and any provisions, goods or drinks and to carry on at such places or elsewhere the business of licensed victuallers, caterers and purveyors of refreshments and stores of every description.
- (2) to do and perform all other acts and things as are incidental or conducive to the attainment of the objects of the company;
- (3) to purchase/import raw materials and allied items required in connection thereto in any manner the company may think fit;
- (4) To make known and give publicity to the business and products of the company by means the company may think fit.
- (5) to purchase, acquire, protect, renew, improve, use and sell, whether in Pakistan or elsewhere any patent, right, invention, license, protection or concession which may appear advantageous or useful to the company for running the business;

- (6) to pay all costs, charges and expenses, if any, incidental to the promotion, formation, registration and establishment of the company;
- (7) to borrow and arrange the repayment of money from banks/financial institutions or any lawful sources whether in Pakistan or elsewhere and in such manner as the company may think fit, including the issue of debentures, preference shares, bonds, perpetual or otherwise charged upon the whole or any part of the company's property or assets, whether present or future, and to purchase, redeem or payoff such securities;
- (8) to purchase, hold and get redeemed shares, debentures, bonds of any business, company, financial institution or any Government institutions;
- (9) to guarantee the performance of contracts, agreements, obligations or discharge of any debt of the company or on behalf of any company or person In relation to the payment of any financial facility including but not limited to loans, advances, letters of credit or other obligations through creation of any or all types of mortgages, charges, pledges, hypothecations, on execution of the usual banking documents or instruments or otherwise encumbrance on any or all of the movable and immovable properties of the company, either present or future or both and issuance of any other securities or sureties by any other means in favour of banks, Non-Banking Finance Companies (NBFCs) or any financial institutions and to borrow money for purpose of the company on such terms and conditions as may be considered proper.

9. It is, hereby, undertaken that the Company shall not engage in banking business or any business of investment company or non-banking finance company or insurance or leasing or business of managing agency or in any unlawful business and that nothing contained in the object clauses shall be so construed to entitle it to engage in such business directly or indirectly and the Company shall not launch multi-level marketing (MLM), *Pyramid* and *Ponzi* schemes.

IV. The liability of the members is limited.

V. The authorized capital of the company is Rs. _____(Rupees _____only) divided into _____ordinary shares of Rs. _____each with power to enhance, reduce or consolidate the share capital and to divide the shares of the company into different classes and kinds subject to the provisions of the Companies Ordinance, 1984.