**MOA**

**E-COMMERCE**

**THE COMPANIES ACT, 2017 (XIX of 2017)**

(COMPANY LIMITED BY SHARES)

**MEMORANDUM**

**OF**

**ASSOCIATION**

**OF**

**……… Limited/(Private) Limited/(SMC-Private) Limited**

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

***(PLEASE ENTER NAME OF THE COMPANY)***

**THE COMPANIES ACT, 2017 (XIX of 2017)**

(COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

“\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_Limited/(Private) Limited/(SMC-Private) Limited” (Delete whichever is not applicable).

1. The name of the company is \_\_\_\_\_\_\_\_\_\_\_\_ Limited/(Private) Limited/(SMC-Private) Limited (Delete whichever is not applicable).

2. The registered office of the Company will be situated in Islamabad Capital Territory / Gilgit-Baltistan / in the Province of Punjab / Balochistan / Sindh / Khyber Pakhtunkhwa. (Delete whichever is not applicable)

3. (i) The Principle line of business of the company shall be to carry on the business of online shopping of consumer goods and other goods, internet advertising and marketing, creating virtual malls, stores, shops, shopping catalogs, provide e-commerce services and e-commerce solutions in all or any one of the following mode i.e., business to business (b2b), business to consumers (b2c), business-to-government (b2g), government-to-business (g2b), consumer to consumer (c2c), consumer to government (c2g) , legally permissible under the Law and to deliver the same to its customers in and outside Pakistan and to comply with the National e-Commerce Policy including but not limited to Code of Conduct, Complaint handling procedure of Customers and guide lines issued thereunder from time to time.

(ii) Except for the businesses mentioned in sub-clause (iii) hereunder, the company may engage in all the lawful businesses and shall be authorized to take all necessary steps and actions in connection therewith and ancillary thereto.

(iii) Notwithstanding anything contained in the foregoing sub-clauses of this clause nothing contained herein shall be construed as empowering the Company to undertake or indulge, directly or indirectly in the business of a Banking Company, Non-banking Finance Company (Mutual Fund, Leasing, Investment Company, Investment Advisor, Real Estate Investment Trust management company, Housing Finance Company, Venture Capital Company, Discounting Services, Microfinance or Microcredit business), Insurance Business, *Modaraba* management company, Stock Brokerage business, forex, managing agency, business of providing the services of security guards or any other business restricted under any law for the time being in force or as may be specified by the Commission.

(iv) It is hereby undertaken that the company shall not:

(a) engage in any of the business mentioned in sub-clause (iii) above or any unlawful operation;

(b) launch multi-level marketing (MLM), Pyramid and Ponzi Schemes, or other related activities/businesses or any lottery business;

(c) engage in any of the permissible business unless the requisite approval, permission, consent or licence is obtained from competent authority as may be required under any law for the time being in force.

4. The liability of the members is limited.

5. The authorized capital of the company is Rs\_\_\_\_\_\_\_\_\_\_\_ (Rupees \_\_\_\_\_\_\_\_\_\_\_ only) divided into \_\_\_\_\_\_\_\_\_\_\_\_ (\_\_\_\_\_\_\_\_\_\_ thousand) ordinary shares of Rs.\_\_\_/- (Rupees \_\_ only) each.

We, the several persons whose names and addresses are subscribed below, are desirous of being formed into a company, in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company as set opposite our respective names:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| Name and surname (present & former) in full (in Block Letters) | NIC No. (in case of foreigner, Passport No) | Father's/ Husband's Name in full | Nationality (ies) with any former Nationality | Occupation | Usual residential  address in full or the registered/  principal office address for a subscriber other than natural person | Number of shares taken by each subscriber (in figures and words) | Signatures |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |
|  |  | Total number of shares taken (in figures and words) | | | |  |  |

Dated the\_\_\_\_\_\_\_\_\_\_\_\_ day of\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_

Witness to above signatures: *(For the documents submitted in physical form)*

|  |  |
| --- | --- |
| Signature |  |
| Full Name (in Block Letters) |  |
| Father’s/ Husband’s  name |  |
| Nationality |  |
| Occupation |  |
| NIC No. |  |
| Usual residential  address |  |

**(Applicable in case of single member company)**

I, whose name and address is subscribed below, am desirous of forming a company in pursuance of this memorandum of association and agree to take the number of shares in the capital of the company as set opposite my name:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| Name and surname (present & former) in full (in Block Letters) | NIC No. (in case of foreigner, Passport No) | Father's/ Husband's Name in full | Nationality (ies) with any former Nationality | Occupation | Usual residential  address in full or the registered/ principal office address for a subscriber other than natural person | Number of shares taken by the subscriber (in figures and words) | Signature |
|  |  |  |  |  |  |  |  |

Dated the\_\_\_\_\_\_\_\_\_\_\_\_ day of\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_\_\_

Witness to above signatures: *(For the documents submitted in physical form)*

|  |  |
| --- | --- |
| Signature |  |
| Full Name (in Block Letters) |  |
| Father’s/ Husband’s  name |  |
| Nationality |  |
| Occupation |  |
| NIC No. |  |
| Usual residential  address |  |