**Short A/A**

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

(PRIVATE COMPANY LIMITED BY SHARES)

**Articles of Association**

of

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

***(Please enter Name of the Company)***

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

(Private Company Limited by Shares)

**ARTICLES OF ASSOCIATION**

**OF**

………….. **(PRIVATE)** **LIMITED**

[Name of the Company]

1. The Regulations contained in Table ‘A’ to the First Schedule to the Companies

Act, 2017 (the “Act”) shall be the regulations of…………………... **(PRIVATE) LIMITED** (the “Company”) so far as these are applicable to a private company.

**PRIVATE COMPANY**

2. The Company is a “Private Company” within the meaning of Section 2(1)(49) of

the Act and accordingly:

(1) No invitation shall be made to the public to subscribe for the shares or

debentures of the Company.

(2) The number of the members of the Company (exclusive of persons in the

employment of the Company), shall be limited to fifty, provided that for

the purpose of this provision, where two or more persons hold one or more

shares in the company jointly, they shall be treated as single member; and

(3) The right to transfer shares of the Company is restricted in the manner and

to the extent herein appearing.

**TRANSFER OF SHARES**

3. A member desirous to transfer any of his shares shall first offer such shares for

sale or gift to the existing members and in case of their refusal to accept the offer, such

shares may be transferred to any other person, as proposed by the transferor member,

with the approval of the Board of Directors.

**DIRECTORS**

4. The number of directors shall not be less than two or a higher number as fixed

under the provisions of the Act. The following persons shall be the first directors

of the Company and shall hold the office upto the date of First Annual General Meeting:

1. ……………..……………

2. ……………………..……

3. …………………..............

We, the several persons whose names and addresses are subscribed below, are desirous of being formed into a company, in pursuance of these articles of association, and we respectively agree

to take the number of shares in the capital of the company 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 |  |