

<<COMPANY NAME>> FULL>>

1. Company Name

The name of the Company is <<COMPANY NAME>>

2. Registered Office

The Registered Office of the Company will be situated in England and Wales.

3. Objects Clauses

- 3.1 To carry on business as general
- 3.2 Without prejudice to the generality of the objects of the Company derived from section 3A of the Companies Act 1985, the objects of the Company shall be:-
- 3.2.1 to carry on any profession, trade, business, or other undertaking, being conveniently carried on, and to do all such things as may seem to the Company capable of being carried on, above, or calculated directly or indirectly to enhance the value or result in the acquisition of, or the improvement of, the Company's property or rights;
- 3.2.2 to carry on for profit, directly or indirectly, through itself or through subsidiary, associated or allied companies or firms, or through any other person or persons elsewhere in all or any of its branches any business, undertaking, project, or other activity, of whatever description whether of a private or public character and all or any of the above, and to do all such things as may seem expedient or complementary thereto;
- 3.2.3 to acquire and undertake the business, property and liabilities of any person or company carrying on or capable of carrying on the business which is capable of being carried on, or which the Company is authorised to carry on or in which the Company directly or indirectly or which is possessed of property or rights in or to any such business of the Company;
- 3.2.4 to borrow or raise or secure money in such manner as the Company shall think fit, and in particular by the issue of shares, debenture stock, perpetual or otherwise, and to charge the same upon all or any of the assets of the Company, both present and future, including its uncalled capital, and to provide security for the same by such securities;
- 3.2.5 to lend and advance money to or on behalf of persons, firms or companies, upon such terms and conditions as may seem expedient, and to deal with the moneys of the Company in such manner as the Company shall think fit;
- 3.2.6 to develop and turn to account any land or buildings in which the Company or in which it is interested, and in particular by laying out, erecting, constructing, pulling down, decorating, improving buildings, and conveniences, and by planting, paving, draining, and by advancing money to or on behalf of builders, tenants and other persons, firms or companies, upon such terms and arrangements of all kinds with

- 3.2.7 to construct, maintain and repair any buildings, works necessary or convenient for any of the purposes of the Company or the employees;
- 3.2.8 to sell, improve, manage, lease, mortgage, enfranchise, dispose of, turn to account or otherwise deal with any property and rights of the Company;
- 3.2.9 to adopt such means of raising money for the Company as may seem expedient, and in particular by advertising, by purchase and exhibition of works of art or interest, by publication of notices and by granting prizes, rewards and donations;
- 3.2.10 to take or otherwise acquire any securities of any company and to sell, hold, re-issue with or without guarantee or with same;
- 3.2.11 generally to purchase, take, lease or otherwise acquire any real and personal property and rights or privileges;
- 3.2.12 to apply for, purchase or obtain any patents, brevets invention', licences, trade marks, concessions and the like, and to grant any non exclusive or limited right to use any secret or other information which may seem capable of being used for any of the purposes of the Company, and to develop or grant licences in respect of or indirectly to benefit the Company, or information so acquired;
- 3.2.13 to amalgamate with any company;
- 3.2.14 to enter into partnership, joint venture, operating, joint-venture, or otherwise with any person or company carrying on or engaged in or about any business or transaction capable of being conducted so as to benefit the Company;
- 3.2.15 to enter into any arrangement or authority, supreme, municipal, local or otherwise, that may seem expedient for any of the Company's objects or any of them, to obtain from any government or authority such concessions which the Company may consider it desirable to obtain, and to comply with any such arrangements, and to comply with any such arrangements, rights, privileges and concessions;
- 3.2.16 to establish and maintain any pension or contributory pension or gratuity or giving of donations, gratuities or emoluments to any persons who are or who were at any time in the service of the Company or of any subsidiary of the Company or of any other such company as aforesaid, or who are or who were at any time in the service of any other company as aforesaid, or who are or who were at any time in the service of any other company as aforesaid, and dependants of any such persons, and to establish and subsidise or subscribe to any institutions, associations, or societies, to be of benefit to or to advance the interests of any such persons as aforesaid or of any such company as aforesaid or of any such persons as aforesaid and to subscribe towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid either alone or in conjunction with any other company as aforesaid;
- 3.2.17 to undertake and execute any business whereof may seem desirable, whether gratuitously or otherwise;
- 3.2.18 to remunerate any person or to be remunerated or to be rendered or to be rendered in placing or assisting to place or guaranteeing or debentures, debenture stock or the shares in the Company's capital or promotion of the Company, or in about the formation or business;

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- 3.2.19 to draw, make, accept, execute and issue cheques, promissory notes, bills of exchange, acceptances, letters of credit and other negotiable or transferable instruments;
- 3.2.20 to give financial assistance to or for the benefit of any person (whether directly or indirectly, for a purpose or purposes mentioned in Section 151 of the Act);
- 3.2.21 to apply for promote and to carry out or order for enabling the Company to carry out any of its objects into effect or to do any other purpose which may seem directly or indirectly to promote the Company's interests, and to oppose any action which may seem directly or indirectly to prejudice the Company's interests;
- 3.2.22 to promote freedom of contract and to counteract and discourage interference therewith, to do any lawful act or thing with a view to preventing or interfering with the Company or its employees or business, or providing or safeguarding movement or organisation which may be detrimental to the Company or its employees, and to subscribe to any association or fund for any purpose;
- 3.2.23 to do all and any of the above objects as principals, agents, contractors, trustees or otherwise and either alone or in conjunction with others;
- 3.2.24 to procure the Company to do any of the above objects in any country or place;
- 3.2.25 to distribute among the members of the Company any property of the Company of whatever nature;
- 3.2.26 to do all such other things as may be necessary or conducive to the attainment of the above objects or any of them;
- 3.2.27 to carry on business as contractors, manufacturers, importers, exporters, buyers, assemblers, installers, maintainers, repairers, distributors, retailers, and licensors of goods and devices of every description;
- 3.2.28 to undertake marketing, advertising, public relations, and maintain an organisation for the promotion, sale, purchase, display, distribution, exhibition, and advertising of goods, equipment, systems, products, merchandise, goods and services;

AND so that:

- 3.2.28.1 none of the provisions of this clause shall be restrictive of the operation of any other provision of the Memorandum or the Articles, and so requiring that the term "the name" shall be interpreted in the widest possible sense.
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3.2.28.2 the word
Company
whether
elsewhere

3.2.28.3 in this cl
any refe
include a
provision

except where used in reference to the
de any partnership or other body of persons,
ated and whether domiciled in the UK or

means the Companies Act 1985, but so that
provision of the Act shall be deemed to
modification or re-enactment of that

4. The liability of the members is limited

5. The Company's authorised share capital OF SHARES>> shares of £<<VALUE

SHARE CAPITAL>> divided into <<NUMBER

6. Signatures

We, the persons whose names, addresses
pursuance of this Memorandum of Association
Company set out opposite our respective

scribed, wish to be formed into a company in
e the number of shares in the capital of the

Signatures, names

shares of subscribers.

<<INSERT NAME, ADDRESS, SIGNATURE

ARE OF EACH SUBSCRIBER>>

Dated this <<INSERT DATE>>

Witness to the above signatures

Total shares taken

INSERT NAME OF WITNESS>>

INSERT ADDRESS OF WITNESS>>

INSERT ADDRESS OF WITNESS>>