

SECOND SCHEDULE
FORM A
[Sections 5 and 70]

MEMORANDUM OF ASSOCIATION

- 1 The name of the company is “ _____, Limited (or Ltd.)”.
- 2 The registered office of the company will be situated in _____ .
- 3 The objects for which the company is established are _____ .
- 4 The powers authorized by clauses _____ of section 30 of
(here specify the clauses)
The Companies Act are hereby excluded.
- 5 The liability of the members is limited.
- 6 The authorized capital of the company is _____ dollars, divided into _____ shares with a nominal or par value of _____ each.
- 7 The company is (also) authorized to issue _____ shares without nominal or par value, and the capital of the company shall with respect to those shares be at least equal to the aggregate amount paid to the company on or for such of those shares as are issued, together with such amounts as may from time to time be transferred by ordinary resolution to such capital.
- 8 The maximum price or consideration at or for which the shares without nominal or par value may be sold is _____ .

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number (and kind) (and class) of shares in the company set opposite our respective names.

Full names, addresses and occupations of subscriber	Number [and kind] [and class] of shares taken by each subscriber
Total shares taken	_____

Dated the _____ day of _____, 19 _____ .

Witness to the above signatures: _____
(Full name, address and occupation.)

- Note:* (1) Omit paragraph 4 if no such powers are excluded.
(2) Omit paragraph 6 if all shares are without nominal or par value, and paragraphs 7 and 8 if all shares have nominal or par value.
If the shares are of both kinds, combine the two paragraphs.
(3) As to the effect of paragraph 8, which may be omitted, *see* section 16(2).