

**THE COMPANIES ACT, 1994
(ACT XVIII OF 1994)**

A PRIVATE COMPANY LIMITED BY SHARES

**MEMORANDUM OF ASSOCIATION
OF**

L3 VENTURES LIMITED.

I. The name of the company is **L3 VENTURES LIMITED.**

II. The registered office of the company shall be situated in Bangladesh

III. The objects for which the company is established are all or any of the following (all objects will be implemented after obtaining necessary permission from the Government/concerned authority/competent authority before commencement of the business):

1	To set up and conduct business in Telecommunication & Internet Services such as International Gateway (IGW), Interconnection Exchange (ICX), International Internet Gateway (IIG), Information Technology, Payment Gateway and similar services.
2	To carry on the business of Telecommunication & Internet Services including Web development, IT Training Center, Web mastering, Web hosting, e-commerce, e government, e-travel, e-education, Mobile and Fixed phone Tower Setup, BTS installation, Micro Wave Setup, Provide Electrical solution and Mobile phone network setup, Animation, Cyber Cafe, Broadband, DSL, Radio Link, Bandwidth provide, Data services, e-Business, Online Service, LAN (Local Area Network), MAN (Metropolitan Area Network), WAN (Wide Area Network), Voice Communication, Video Conferencing, Video on demand according to Govt. rules, internet TV Services and any form of telecommunication services.
3	To carry on telecommunication infrastructure business including selling, buying, assembling, manufacturing of Telecommunication equipment, Cellular Phone, Phone, Pager, Radio, Television. And import and sale of telecommunication equipments such as Switch, Router, Repeater, HUB, Cables, Outside Plant (OSP), Mobile (both CDMA and GSM) and fixed telephone system, terminals, computers, services, modems, server, workstation equipment for establishing Mobile telephone Network, PSTN, VSAT, ISP, Radio Link, Optical Fiber, Network, Submarine Cable.
4	To carry on system integration business for fixed line operators, mobile operators, VOIP operators, data operators, BTS installation, micro wave setup, switch and soft switch setup, media gateway setup. To carry on the business of Information Communication Technology, ICT Consultation service, ICT Professional Recruitment and Placement at home and abroad with or without foreign collaboration. To impart Computer Training under franchise Training program in order to develop professionalism in the field of computer and information Technology. To carry on the business of Networking and Telecommunication equipments manufacturing exporting, importing, marketing and distribution. To act as owner, Joint Venture Partner of government, Non-Government, private, foreign organizations to offer Technical in telecommunications, construction, chemical manufacturing sector to any government or private entity.
5	To borrow or raise money, with or without interest from and to secure the payment of money to any source including Government, banks, financial institution companies, persons, loan-giving agencies or authorities, insurance company by pledge or mortgage of company's assets or otherwise or by the issue of debenture or debentures stock, perpetual or otherwise, or in such other manner and under such conditions as the company may determine from time to time. To advance, deposit money, securities and property to or receive loans or grants advances or deposits from any Government (whether supreme, state, provincial, municipal, local



জয়েন্ট ষ্টক কোম্পানি এন্ড ফার্ম
বাণিজ্যিক মন্ত্রণালয়
লেখক
পাঠক

	or otherwise), authority, company, person with or without interest.
6	To promote any other Company for the purpose of acquiring all or any of the property of this Company or advancing, directly or indirectly, the objects or interests of the company and to take or otherwise acquire and hold share in any such company and to guarantee the payment of any debenture or other securities issued by such other company. To sell, let, charter, improve, manage, develop, lease, mortgage, exchange, pledge, enfranchise, surrender, convert, dispose of, turn to account, or otherwise deal with all other part of the undertaking, property and rights of the Company in such manner and for such construction as the Company may think fit, and in particular for shares (fully or partly paid up), stocks or securities of any other company whether promoted by this Company or not, and to distribute the assets in specie.
7	To carry on the business of general trading, chain shop, super shop, mega shop, buy, sell, export, import, marketing, indenters, commission agents, selling, distributors, broker, stockiest, merchants wholesalers, retailers, buyers, manufacturers, general order suppliers and dealers in general merchandise, commodities, articles and goods all description whatsoever. To set up any business for making profit for the company.
8	To attain the business objectives company may enter into Partnership, Joint-venture, take over or Amalgamate with any other company and also to take Loans from Bank/other Financial Institutions in such a manner as may company thinks fit.
9	To mortgage the property and assets of the company as securities for loans and/or any credit facilities to be given to any associate company or companies or third party and also to give guarantee securing liabilities of such associate company or companies and/or third party.

IV. The liability of the members of the company is limited by shares

V. The Authorized Share Capital of the Company is TK. 20000000 (Two Crore) divided into 200000 (Two Lac) Ordinary Shares of TK 100 (One Hundred) each with power to increase or reduce the capital and to divide the shares into different classes and to attach thereto any special right or privileges or conditions as regards dividends, repayment of capital, voting or otherwise or to consolidate or sub-divide the shares.



অধিকার নব্বল বলিয়া
প্রত্যয়ন করা হইল

(Signature)

(আব্দুর রাজ্জাক হাওলাদার)
সহকারী রেজিস্ট্রার
জয়েন্ট ষ্টক কোম্পানীজ এন্ড কার্পস
বাণিজ্য সচিবালয়
ঢাকা

We, the several persons, whose names addresses are subscribed below are desirous of being formed into a company in accordance with this **Memorandum of Association** and we respectively agree to take the number of shares in the capital of the company set opposite to our respective names.

SL No.	Name	Position	No. of Shares Taken	Signature of subscribers
1	Name : Sajjid Haider Pasha Father's Name : Mostafa Kamal Pasha Mother's Name : Restashahin Begum Forzana Address : House-20,Road-129,Flat-5G, Gulshan-1, Dhaka., Dhaka Date of Birth : 12-APR-74 E-mail : sajjid.pasha@link3.net Phone : 01711523894 TIN : 852-282-2212 NID/Passport No. : R 0753208 Nationality : Bangladeshi	Director	600 (Six Hundred shares)	sd/-
2	Name : SK. Raihan Ahmed Father's Name : Late Ashraf Uddin Ahmed Mother's Name : Roqsana Ahmed Address : House-26/E, Road-130, Gulshan-1, Dhaka., Dhaka Date of Birth : 02-SEP-65 E-mail : chairman@link3.net Phone : 01711545454 TIN : 345-100-2878 NID/Passport No. : AE 9124309 Nationality : Bangladeshi	Managing Director	400 (Four Hundred shares)	sd/-

<u>Witness 1</u>	<u>Witness 2</u>
Name : Md. Golam Moula Address: Consultant (Tax, VAT & Company Affairs) Zoarder Villa, Ga-131, Middle Badda, Gulshan, Dhaka. Phone : 0 NID : 0	Name : Md. Humayun Kabir Address: 33, Karwan Bazar, Dhaka. Phone : 0 NID : 0



অবিকল নকল বলিয়া
প্রত্যয়ন করা হইল

(আমুর রাজকি হাওলাদার)
সহকারী রেজিস্ট্রার
জয়েন্ট স্টক কোম্পানীজ এন্ড ফার্মস
ধাক্কাত, বাংলাদেশ
স্বাক্ষর :
তারিখ : ৪