

GUIDELINES ON MAKING ALTERATION IN MEMORANDUM OF ASSOCIATION UNDER SECTION 21 OF THE COMPANIES ORDINANCE, 1984.

About this Guide

This Guide is intended to provide basic information about alteration in Memorandum of Association and making a petition to SEC for confirmation of the alteration so as to facilitate the Management of the Companies from the point of view of practical approach to law and corporate procedure.

GENERAL REQUIREMENTS

1. Ensure that reasons for making alteration fall within one of the permissible
2. Ensure that Procedure is followed.
3. Ensure that documents required to accompany the application are submitted. See Check List
4. Filing Time of Petition is within 60 days of passing of Special Resolution.
5. Filing Time of Form 26 with Company Registration Office within 15 days of passing of Special Resolution.
6. Application Fee @ Rs. 5000/= for Commission and Rs.200/- for Company Registration Office as filing fee of Form 26
7. Ensure that a copy of petition has been filed with concerned Company Registration Office.

REASONS FOR MAKING ALTERATION IN MEMORANDUM OF ASSOCIATION.

- to carry on some business, not being a business specified in its memorandum, which may conveniently or advantageously be combined with the business of the company; or
- to enlarge or change the local area of its operations; or
- to carry on its business more economically or more efficiently; or
- to attain its main business purpose by new or improved means; or
- to restrict or abandon any of the objects specified in the memorandum; or
- to sell or dispose of the whole or any part of the undertaking of the company; or
- to amalgamate with any other company or body of persons.

Note: An alteration aforesaid takes effect only if and to the extent confirmed by SEC.

**PROCEDURE OF AMENDMENT IN MEMORANDUM OF
ASSOCIATION.**

Compliance of section 21 of the Companies Ordinance, 1984 and Rule 3 of the Companies (General Provisions and Forms) Rules, 1985 is required to be made by companies which are desirous of making amendments in Memorandum of Association.

✂.....Cut / Copy and file.....✂



Check List of Documents required to be submitted with the application.

	No	Yes
	X	✓
Have you given all the information required by application format?		
Have you included Additional information required under Rule 3 sub rule (3) of the Companies (General Provisions and Forms) Rules, 1985?		
Have you enclosed copy of Special Resolution on Form 26?		
Have you enclosed copy of Notice of Meeting?		
Have you enclosed copy of Minutes of Meeting?		
Have you enclosed Copy of Existing Memorandum of Association?		
Have you enclosed Copy of Amended Memorandum of Association (pasting of new clauses)?		
Have you enclosed Copy of NOCs from creditors?		
Have you enclosed Pattern of holding of shares?		
Have you enclosed Affidavit from applicant Chief Executive or Secretary?		
Have you enclosed copy of Authority Letter in favour of consultant?		
Have you enclosed Original paid Bank Challan of Rs.5000/- being application fee?		
Have you enclosed Clippings of Urdu and English newspapers if you are a Listed Company?		
Have you filed a copy of the petition with Company Registration Office where the company is registered?		
Have you enclosed objections of dissenting shareholders / creditors?		
Have you enclosed names and addresses of interests likely to be affected by proposed amendment?		

✂.....Cut / Copy and file.....✂