

## Memorandum of Association

I. The name of the Association is Islamabad Stock Exchange (Guarantee) Limited (hereinafter referred to as the Exchange).

II. The registered office of the Exchange shall be situated in the Capital Territory of Islamabad.

III. The objects for which the Exchange is established are to undertake in or outside Pakistan any or all of the following:

1. To conduct, regulate and control the trade or business of buying, selling and dealing in shares, scrips, participation term certificates, modaraba certificates, pre-organization certificates and securities, stocks, bonds, debentures, debenture stocks, Government papers, loans and any other instruments and securities of like nature including but not limited to Special National Fund Bonds and document of a similar nature issued by the Government of Pakistan or any institution or agency authorized by it.

2. To maintain high standards of commercial honour and integrity, to promote and inculcate honorable practices and just and equitable principles of trade and business, to discourage and to suppress malpractice, to settle and decide points of practice, disputes, questions of usage, custom and courtesy in the conduct of trade and business.

3. To establish and maintain or to arrange with or through a bank, a Clearing House for the business of the Exchange and to frame regulations under which such clearing house shall function.

4. To make and adopt regulations regarding the admission, conduct, expulsion and suspension of members and the mode and conditions in, and subject to, which the business of the Exchange shall be conducted and from time to time, as may be necessary, to alter, add to, repeal and substitute such regulations or any of them and to make and implement any new, amended or additional regulations as may be considered necessary or desirable for the purposes aforesaid. Such regulations may include but not be limited to;

(a) the maintenance and use, or prohibition of the use, of the Exchange or Clearing House whether in the case of the general body or particular class or classes of persons or, any individual or firm or company using the same and the nature and times of such user;

(b) determining the classes of contracts and the obligations in respect of which differences may be paid and payments and deliveries made through a Clearing House;

(c) determining the list of securities in which transactions may take place on the Exchange for ready and cash, or forward, delivery and carry forward or "Budla Contracts";

(d) fixing and declaring market rates and settlement rates and dates;

- (e) determining the opening and closing of the Exchange or market;
- (f) determining the forms of contracts to be used;
- (g) the making, performance and determination of contracts;
- (h) determining the consequences of death, supervening incapacity, insolvency or breach of contract;
- (i) the prevention of, and dealing with, "corners" or "Bear raids" in any or every kind of share or security so as to prevent, stop or mitigate speculation inimical to the purposes of the Exchange;
- (j) regulating the business between members inter se or between any of them on the one hand and their constituents on the other hand or between any of the members on the one hand and their sub-brokers on the other hand or between sub-brokers on the one hand and their constituents on the other hand;
- (k) the fixing of brokerage and commission;
- (l) the levying, compelling payment of and recovering fines, fees, penalties and subscription in connection with any of the objects of the Exchange;
- (m) the arbitration and settlement of all matters of disputes or difficulties whether between members and or their constituents and or sub-brokers in connection with the business of the Exchange;
- (n) the provision for disciplinary action including but not limited to warnings, fines, suspension and expulsion from membership of the Exchange;
- (o) the appointment, tenure and conduct of committees;
- (p) any purpose considered necessary or desirable in the interests of the Exchange;

and from time to time, as may be necessary, to alter, add to, repeal and substitute such regulations or any of them and to make and implement any new, amended or additional regulations as may be considered necessary or desirable for the purposes aforesaid.

5. To apply for and obtain from the Federal Government a Charter for the Exchange or to apply for and obtain from the Federal Government recognition of the Exchange as a recognized Stock Exchange and for such purpose to make and submit for the regulation and control of the business of the Exchange and furnish such information as the Federal Government may require.

6. To provide forms and contracts, compulsory or permissive; and to regulate the making, carrying out and enforcement of contracts.

7. To acquire, collect, preserve and disseminate statistical or other information in connection with the business of the Exchange.

8. To collect, collate and edit material for dissemination, and to undertake the printing and publishing of brochures, pamphlets, quotations, reports, journals, periodicals or other works of publication in connection with, or for the furtherance of the objects of the Exchange.

9. To purchase, take on lease or in exchange, hire or otherwise acquire any immovable or movable property, including but not limited to land, building and easements, and any rights and privileges which the Exchange may think necessary or convenient for its business.
10. To erect, construct, maintain and provide a suitable building or buildings, hall or rooms for the conduct of the business of the Exchange and to alter, add to, remove any such building or buildings as may be considered necessary or desirable for the use or convenience of the Exchange or its members, and to regulate admission to and use thereof.
11. To insure, sell, improve, manage, develop, lease, mortgage, dispose off or otherwise deal with all or any part of the property of the Exchange.
12. To advance the money of the Exchange upon such securities or without any security and at such terms as may from time to time be determined, subject to law.
13. To invest the money of the Exchange in such manner as may from time to time be determined.
14. To borrow or raise money on commercial terms in such manner as the exchange shall deem fit and pay off any such borrowing.
15. To receive money, without interest, by way of penalty, fines, subscription, entrance or membership fees, rents, license fees, listing fees, from members, companies or any other persons for the objects of the Exchange, and to put the same to any use deemed fit.
16. To create, raise, collect, apply and appropriate funds for the benefits and welfare of members and employees of the Exchange and the surviving heirs of such members and employees in case of death or incapacity of such members or employees and to do all acts, deeds and things required, incidental to or necessary for the purpose of giving effect to the objects of the said funds and for the administration and management thereof.
17. To act in such statutory, supervisory, official or public capacity in relation to securities, investments or financial matters as may be considered necessary or desirable.
18. To subscribe to, become a member of and co-operate with other stock exchanges or institutions, whether incorporated or not, whose objects are altogether, or in part, similar to those of this Exchange, and to procure from and communicate to any such institution such information as may be likely to further the objects of this Exchange or, as may be considered necessary or desirable.
19. To promote, support or propose legislative or other measures for any activities effecting the business of the Exchange or any interest therein.
20. To enter into any arrangements with the Government or Government agency which may seem conducive to the objects of the Exchange or any of them, and to obtain from the Government or such agency powers, rights, licenses, privileges or concessions which the Exchange may think fit and desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, licenses, privileges and concessions.
21. To bring, defend or prosecute any suit, action, proceeding, application or arbitration on behalf of the members of the Exchange as may be considered proper or conducive to the objects of the Exchange.
22. To sign, seal, execute and deliver all instruments, deeds, documents and writings whatsoever usual, necessary or expedient in relation to the Exchange or its interests whether as principals or agents, trustees or beneficiaries, guarantors, consentors or otherwise.

23. To take any action considered necessary to raise the status, or to promote the efficiency of the Exchange.

24. To do all such other acts and things as may be considered incidental or conducive to the above objects or any of them.

IV. The liability of the members is limited.

V. Every member of the Exchange undertakes to contribute to the assets of the Exchange in the event of its being wound up while he is a member, or within one year afterwards, for payments of the debts and liabilities of the Exchange contracted before he ceases to be a member, and the costs, charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding Rs.1000/- (Rupees one thousand only).

VI. The income and property of the Exchange whensoever derived shall be applied solely towards the promotion of the objects of the Exchange as hereinabove provided and no portion thereof shall be paid or transferred, directly or indirectly by way of dividend or bonus or otherwise, howsoever, by way of profit to the persons who at any time are or have been members of the Exchange or to any of them or to any person claiming through any of them.

Provided that nothing herein contained shall prevent the payment of any remuneration to the employees of the Exchange or other persons in return for services actually rendered to the Exchange or of the reimbursement of conveyance and traveling expenses of the employees of the Exchange or, where specifically authorized by the Board of Directors of the Exchange, of the reimbursement of conveyance and traveling expenses of any Director of the Exchange.

Provided further that nothing herein contained shall prevent the Exchange from making payment of claims to any member of the exchange out of the assets of a defaulting member.

We, the several persons whose names, addresses and descriptions are subscribed hereunder are desirous of being formed into a Company in pursuance of this Memorandum of Association.



17/134 Faran CHS  
Karachi  
Pakistani  
Business (Mfg. & Investment, Member  
Stock Exchange).

6. Mian Habibullah  
  
S/o Mian Mohammad Omar  
  
67-Westridge 2,  
Rawalpindi  
Pakistani  
Business (Textile Industry).

7. Mian Parvez Aslam  
  
S/o Mian Muhammad Aslam  
  
60-A/1, Satellite Town,  
Rawalpindi  
Pakistani  
Business (Industry).

8. Mohammad Haji Yaqoob  
  
S/o Haji Yaqoob  
  
H.No.4, St. 71, F-8/3  
Islamabad  
Pakistani  
Business (Hotelling Industry)

9. S. M. Hasan  
  
S/o S. Riaz Hussain  
  
30-A, Westridge 1,  
Rawalpindi  
Pakistani  
Business (Carpet Trading).

10.

Sh. Mohammad Shabbir

S/o Sh. Mohammad Siddiq

*H. No. 10, St. 37, F-6/1,  
Islamabad  
Pakistani  
Business (Industry).*

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Date 12th day of October, 1989.

Witness to the above signatures

MAZHARUL ISLAM LODHI

S/o. Shamsad Muhammad Lodhi

*C/o. Tariq Ayub, Anwer & Co.  
Chartered Accountants  
2nd Floor, Attaullah Market,  
Kashmir Road,  
Rawalpindi  
Pakistani  
Chartered Accountants.*