

The Companies Act, 1994

A PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM

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ARTICLES OF ASSOCIATION

OF

NorthWester Solution Ltd.

The Companies Act, 1994

(Act XVIII of 1994)

A Private Company Limited by Shares

Memorandum of Association

Of

..... LIMITED

- I. The name of the Company is**LIMITED.**
- II. The Registered Office of the Company will be in Dhaka,
- III. The objectives for which the company is established are all or any of the following provided that permission/approval/license from the Government or its appropriate agency and the concerned local government authority shall be obtained wherever it is so required by law, rules or regulations:
 1. To carry on the business of developing, designing, and selling software, web applications, and mobile applications.
 2. To provide IT consultancy, training, digital transformation, and technology support services.
 3. To engage in outsourcing and freelancing services, including export of software and IT-enabled services abroad.
 4. To develop, operate, and market e-commerce platforms, SaaS products, and digital service platforms.
 5. To provide services related to cloud computing, data management, cybersecurity, and automation solutions.
 6. To import, export, buy, sell, or otherwise deal in computer hardware, software, accessories, and related technology.

7. To collaborate with local and foreign companies, educational institutions, and government projects for IT services.
8. To do all such other lawful things as are incidental or conducive to the attainment of the above objectives.
9. To establish research and development (R&D) centers for innovation in software, artificial intelligence (AI), machine learning (ML), blockchain, Internet of Things (IoT), and emerging technologies.
10. To establish IT training institutes, skill development centers, and capacity-building programs in the field of software and information technology.
11. To undertake government, NGO, and donor-funded IT projects for public and private sector digital transformation.

IV. The liability of the members is limited.

V. The authorized share capital of the company is Tk..... (Taka) divided into Ordinary and preferential shares. There shall be a total of Tk. (.....) shares each of Tk(Taka) with the power to increase or reduce the capital, to divide the shares in capital for the time being into several classes and to attach here to respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of the company and consolidate, sub-divide the shares and issue shares of higher or lower denomination.

We, the several persons, whose names, addresses and descriptions are subscribed are desirous of being formed into a company in accordance with the Memorandum

of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite to respective names below:

Name, Address, Nationality &Occupation of the Subscriber	Number of Shares Taken by Each Subscriber	Signature of the Subscriber
1.		
2.		
3.		
4.		

5.		
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Dated-----day of ----- 20----

WITNESSES:

- 1.
- 2.