

ইস্যু নং ৬৮৪৭৫

ট্রাস্ট, কোর্টিকি ও
স্বক্ৰ নগরদাকির্ক

THE COMPANIES ACT 1994
(ACT XVIII OF 1994)

(A PUBLIC COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

MOA

AND

ARTICLES OF ASSOCIATION



ঢাকা বস স্পিড ট্রান্সিট কোম্পানি লিমিটেড
রাজধানী, ঢাকা

OF
(নোং অফিসিয়াল ইমপাল)
স্বক্ৰী কোর্টিকি কোম্পানি লিমিটেড
স্বক্ৰী ট্রা স্পিড ট্রান্সিট কোম্পানি লিমিটেড
স্বক্ৰী স্পিড ট্রান্সিট কোম্পানি লিমিটেড
স্বক্ৰী স্পিড ট্রান্সিট কোম্পানি লিমিটেড
স্বক্ৰী স্পিড ট্রান্সিট কোম্পানি লিমিটেড

DHAKA BUS RAPID TRANSIT COMPANY LIMITED (DHAKA BRT)

THE COMPANIES ACT, 1994

(ACT No. XVIII of 1994)

(A PUBLIC COMPANY LIMITED BY SHARES)

MEMORANDUM OF ASSOCIATION

OF

DHAKA BUS RAPID TRANSIT COMPANY LIMITED (DHAKA BRT)

- I. The Company's name is **Dhaka Bus Rapid Transit Company Limited (Dhaka BRT)**
- II. The Company's registered office shall be situated in Dhaka Bangladesh.
- III. The objects for which the Company is established are-
 1. To act as the special purpose organization (Dhaka BRT) to (i) support and coordinate project management and project implementation for the Greater Dhaka Sustainable Urban Transport Project (GDSUTP), and (ii) own, manage and maintain the Bus Rapid Transport (BRT) system between the international airport and Gazipur, once constructed.
 2. To employ qualified persons for the management and operation of the Company by selecting the best candidate from the open market through open competition by public advertisement [in accordance with rules framed by the Company]; and undertake capacity development programs for its staff.
 3. To undertake the following activities during the GDSUTP implementation period:
 - (i) Design operations and business model for BRT system;
 - (ii) Conduct negotiations and facilitate consolidation of the existing bus industry to operate the BRT, including setting up a fleet scrapping program and a compensation mechanism for operators not participating in BRT operations;
 - (iii) Procure and lease buses for BRT system; and procure and install intelligent transport systems (ITS) for BRT, including the fare collection system;
 - (iv) Organize training programs for selected bus operators and bus drivers;
 - (v) Test the BRT system, prior to operational start; and
 - (vi) Conduct media and community awareness campaigns.
 4. To develop, own, manage and maintain any or all other BRTs constructed in Dhaka, and elsewhere in the country.
 5. To provide advice and consultancy in relation to the business of the Company and carry out other contractual obligations in relation to all of the activities of the Company.
 6. To carry out all manner of consulting, design, engineering, construction, management, plant operations, to set up manufacturing plants in relation to BRT and other transportation systems.
 7. To enter into contracts for outsourcing, collaboration, technical know-how or otherwise with any person, firm, company, body corporate, government body for the purposes of the Company, to obtain by grant, license or on other terms technical

(স্বাক্ষরিত ইস্তাফা)
সহকারী রেজিষ্টার (মহানগর দায়িত্ব)
জয়েন্ট টেক কোম্পানীজ এন্ড বার্মিংহাম
বাণিজ্য সঙ্গীতর

১৯/১১/১৯
১৯/১১/১৯



Certificate of Incorporation

No. C-109974 /13

I hereby certify that..... **DHAKA BUS**
RAPID TRANSIT COMPANY LIMITED
(DHAKA BRT)

is this day incorporated under the Companies Act (Act XVIII) of 1994
and that the Company is Limited.

Given under my hand at Dhaka
this First day of July
Thirteen
two thousand.....



Assistant Registrar of Joint Stock Companies & Firms,
Bangladesh.



Certificate for Commencement of Business

[Pursuant to section 150 of the Companies Act, 1994]

No. C-109974/13

DHAKA BUS RAPID TRANSIT COMPANY LIMITED (DHAKA BRT)

Thereby certify that the-----

which was incorporated under the Companies Act, 1994 on the First day of July 20¹³ and which has this day filed a duly verified declaration in the prescribed form that the conditions of section 150 (a) to (d) of the said Act, have been complied with, is entitled to commence business.

Given under my hand at Dhaka this First day of July two thousand and Thirteen.

Asstt. 
Registrar of Joint Stock Companies & Firms,
Bangladesh.



insurance business directly or indirectly as restricted under the law or any other unlawful business operations.

- V. The liability of the members of the Company is limited by shares.
- VI. The Authorized Share capital of the Company is Taka [4 billion (Four billion)] divided in [400,000,000] ordinary shares of Taka [10.00] each with power to increase or reduce the capital and to divide the share capital into different classes and to attach thereto any special right or privilege or condition as regard dividends, repayment of capital, voting or otherwise or to consolidate or sub-divide the shares.
- VII. We the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of 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.	Names, Addresses, Descriptions and Nationality of the Subscribers	Number of Shares taken by each Subscriber	Signature of Subscribers	Name, Addresses and Description of Witnesses
1.	M.A.N. Siddique, Secretary, Roads Division, Ministry of Communication, Bangladesh Secretariat, Dhaka-1000. Chairman & Ex-officio Director Bangladeshi	39,99,99,940 (Thirty nine crore ninety nine lacks ninety nine thousand nine hundred forty only)		
2.	Shaheda Rahman, Dean, Faculty of Architecture and Planning, BUET, Dhaka- 1000 Director Bangladeshi	10 (Ten)		
3.	Sudhangshu Shekhar Biswas Additional Secretary, Finance Division, Ministry of Finance, Bangladesh Secretariat, Dhaka-1000. Director Bangladeshi	10 (Ten)		



(Signature)
(স্বাক্ষর)
সর্বসাধারণী জে.সি.সি. (সংশ্লিষ্ট ব্যক্তিগত)
জয়েন্ট স্টক কোম্পানী আইন ১৯৩৬
অধিদপ্তর সর্বসাধারণী
অধিদপ্তর
সর্বসাধারণী

Sl. No.	Names, Addresses, Descriptions and Nationality of the Subscribers	Number of Shares taken by each Subscriber	Signature of Subscribers	Name, Addresses and Description of Witnesses
4.	Md. Aftabuddin Talukder, Executive Director, DTCA Nagar Bhaban (Level 12-13), Dhaka-1000 Director Bangladeshi	10 (Ten)		
5.	Md. Aminur Rahman Lasker Chief Engineer, Roads and Highways Department Sarak Bhaban, Ramna, Dhaka-1000 Director Bangladeshi	10 (Ten)		
6.	Md. Afil Uddin Project Director (Addi. Chief Engineer, Addi. Charge), RHD, Greater Dhaka Sustainable Urban Transport Project (BRT Gazipur- Airport), Sarak Bhaban, Ramna, Dhaka-1000. Managing Director & Ex- officio Director Bangladeshi	10 (Ten)		
7.	Munshi Sahabuddin Ahmed Chief Executive Officer, Gazipur City Corporation, Gazipur Director Bangladeshi	10 (Ten)		

Total:[400 (four hundred) million Shares]

Witness:

1.

2.



অধিবন্দন মকল খসিয়া
প্রত্যয়ন করা হইবে

(স্বাক্ষর)
সহকারী রেজিস্ট্রার (সংশোধিত দায়িত্ব)
আরও এক কোম্পানীজ এন্ড খার্মস
বাণিজ্য সচিবালয়
১৯৯৯