

THE COMPANIES ACT 1985 to 1989

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF DUNDEE AND ANGUS CHAMBER OF COMMERCE LIMITED

1. The Company's name is 'Dundee and Angus Chamber of Commerce Limited'.
2. The Company's registered office is to be situated in Scotland.
3. The Company's objects are:
 - (a) to provide a range of networking opportunities for members and other business throughout Dundee and Angus;
 - (b) to encourage and facilitate member organisations to work closely with each other regardless of size, status or income;
 - (c) to develop partnerships and liaise with other agencies to advance the economic wellbeing of Dundee & Angus;
 - (d) to provide high quality services and support to member business;
 - (e) to serve the needs of our members, flexibly responding to member needs;
 - (f) to lobby effectively to advocate on issues affecting members;
 - (g) to be a model employer including demonstrating social and environmental responsibility as being integral to sustainability and business;
4. In furtherance of the above objects, but not otherwise, the Company shall have the following powers:-
 - (a) to carry on any purpose or objective which can be advantageously or conveniently carried on by the Company by way of an extension of or in association with the objects stated in Clause 3 hereof or which may be calculated directly or indirectly to advance said objects;
 - (b) to borrow and raise money for the furtherance of the objects of the Company in such manner and on such security as the Company may think fit;
 - (c) to raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation

or otherwise, and whether absolutely, conditionally or in trust provided that the Company shall not undertake any permanent trading activities in raising funds for the above mentioned objects;

- (d) to invest the monies of the Company not immediately required for the furtherance of this objective in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law.
- (e) to purchase, take on lease or in exchange, hire or otherwise acquire or deal with any real or personal property, whether heritable or moveable, and any rights or privileges and to construct, maintain and alter any buildings or erections which the Company may think necessary for the promotion of its objects;
- (f) to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Company with a view to the furtherance of its objects;
- (g) to employ and pay such architects, surveyors, solicitors and other professional persons, workmen, clerks and other staff as are necessary for the furtherance of the objects of the Company;
- (h) to make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widow and other dependants;
- (i) to subscribe to, become a member of, or amalgamate or co-operate with any other organisation, institution, society or body not formed or established for purposes of profit (whether incorporated or not and whether in Great Britain, Northern Ireland or elsewhere) whose objects are wholly or in part similar to those of the Company and which by its constitution prohibits the distribution of its income and property amongst its members to an extent at least as great as is imposed or the Company under or by virtue of Clause 5 hereof and to purchase or otherwise acquire and undertake all or part of the property, assets, liabilities and engagements as may lawfully be required are undertaken by the company of any such organisation, institution, society or bodies.
- (j) to do all or any of the things here and before authorised either a loan, or with any other organisation, institution, society or body with which the company is authorised to amalgamate.
- (k) to pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company. To

print and publish any newspapers, periodicals, books or leaflets that the company may think desirable for the promotion of its objects.

- (l) to do all such other lawful things as are necessary for the attainment of the above objects or any of them.

5. The liability of the members is limited.

6. Every member of the Company undertakes to contribute such amount as may be required (not exceeding £1) to the Company's assets if it should be wound up while he is a member or within one year after he ceases to be a member, for payment of the Company's debts and liabilities contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves.

We the subscribers to this Memorandum of Association, wish to be formed into a company pursuant to this Memorandum.

Names and addresses of subscribers

Witness	_____	Subscriber	_____
Full Name		Full Name	Gary Langlands
Address		Address	28 Clayhills Drive Dundee DD2 1SX
		Date	_____