



Corporate Laws & Secretarial Services

ZAHID JAMIL & CO

CHARTERED ACCOUNTANTS

An Independent Member Firm of **Prime Global**



PrimeGlobal

*An Association of
Independent Accounting Firms*

CORPORATE LAWS AND SECRETARIAL SERVICES

1. Strategic Corporate Consultation
2. Secretarial and Corporate Compliance Reporting Services
3. Public Floatation Services for share and other securities
4. Share registrar services
5. Privatization
6. Foreign Investment Facilitation and Consultation.
7. Corporate Governance Enablement
8. Liquidation Proceedings
9. Advisory Services and Support to “Not for Profit Organizations”

STRATEGIC CORPORATE CONSULTATION

To maximize enterprise and shareholder value, these services aim to provide advices and competition-sensitive strategies on the best form of ownership, equity and funding structure, which is both, compliant in legal terms, expeditious in regulatory compliance and flexible in practical operation. Services in this sphere include planning, consultation, strategy formulation, documentation of agreements, contracts, Memorandum and Articles of Association and other related documentation and carrying out regulatory formalities in respect of:

1. Incorporation of public and private limited companies under the Company Law
2. Partnership and Joint ventures
3. Mutual Funds and Modarbas

SECRETARIAL AND CORPORATE COMPLIANCE REPORTING SERVICES

1. Professional consultation on various issues of corporate laws, its interpretation and application.
2. Partial or total outsourcing services to companies in respect of compliance with corporate laws and secretarial practices matters.
3. Services for compliance and filing of reports / returns required under wide range of corporate laws.
4. Services for regular maintenance of statutory records / drafting of minutes of meetings in case of ;
 - a) Election of directors, appointment of chief executive, legal advisor, chief accountant & auditors,
 - b) Registration of mortgages and charges,
 - c) Allotments of shares and issuance of share certificates,
 - d) Increase in authorized capital,
 - e) Additions in or alterations to Memorandum and Articles of Associations,
 - f) Change of company's name,
 - g) Change in the composition of board of directors,
 - h) Matters related to statutory, annual and extraordinary general meetings etc.

PUBLIC FLOATATION SERVICES FOR SHARES AND OTHER SECURITIES

1. Drafting of prospectus and “offer for sale” documents (the offering documents) having due regards to full disclosure consistent with Company Law and the related regulatory framework.
2. Liaison with regulation and stock exchange for steering through clearance process and approval of the offering documents.
3. Negotiations with underwriter(s) and documentations of the arrangements.
4. Initial Public Offering (IPOs), counseling and assistance.
5. Coordination with banker to the issue, corporate brokerage house, registrar to the issue and computer balloting bureaus.
6. Scrutiny of share applications for balloting.
7. Issue and allotment of shares and securities.

SHARE REGISTRAR SERVICES

In order to relieve our clients from such tedious and time consuming activities as carrying out transfer of shares lodged by the share holders, verification of signatures and preparing of the various statutory reports to be submitted to the registrar of joint Stock Companies and to the Securities & Exchange Commission of Pakistan.

PRIVATIZATION

1. Review of existing ownership structure for ultimate transformation into private hands.
2. Analysis and determination of the corporate structure to ultimately park the ownership of privatized enterprises.
3. Valuation of properties and assets, determination of the corporate structure to Ultimate Park the ownership of privatized enterprises.
4. Documentation of pre-privatization information Memorandum.
5. Steering enterprise through public floatation process.
6. Assistance and guidance in setting up data room for review and inspection.
7. Coordination and assistance in conducting road shows.
8. Assistance to prospective buyers and enterprises to be privatized in negotiation and documentation.

CORPORATE GOVERNANCE ENABLEMENT

Guidance regarding practical application of “code of corporate governance” given in listing regulations of stock exchanges in Pakistan.

LIQUIDATION PROCEEDINGS

1. Professional services in deciding different modes of winding up i.e. members voluntary winding up, creditors voluntary winding up or winding up by the order of high court.
2. Guidance for availing option of “easy but scheme” announced by SECP in order to avoid cost and time to be spent on winding up procedure.
3. Compliance of legal procedures and in depth review of financial and tax implications underlying liquidation.

ADVISORY SERVICES AND SUPPORT TO “NOT FOR PROFIT ORGANIZATIONS”

From the setting-up of the above institutions, through its various phases of operations, professional assistance and advices are usually sought in:

1. Choosing the right form of vehicle as a customized solution in the specific circumstances of each client.
2. Contemplating funding strategy.
3. Formulation and authoring of the foundation documents including Trust Deed, Memorandum and Articles of Association, Bye-Laws and Regulations.
4. Seeking registration of the entity and related documentation.
5. Obtaining registration with the tax authorities, where applicable.
6. Drafting minutes of meeting, maintenance of statutory records and filing of statutory Returns.