

## **Chapter 4**

### **Forming a company and issuing shares**

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**4.1 Describe the sequence of events that usually follow when a group of people decide to form a public company.**

The first step is to prepare the company's *articles of association* (the company's 'constitution'). The *articles of association* are a set of rules that govern the company's internal affairs. They are usually drafted by the company's lawyers and approved by the company's directors. The *articles of association* are then registered with the Companies Registrar. The next step is to prepare the company's *memorandum of association*. The *memorandum of association* is a document that sets out the company's objectives and the powers of its directors. It is also registered with the Companies Registrar.

The *articles of association* and the *memorandum of association* are then used to apply for a company's registration with the Companies Registrar.

The *articles of association* and the *memorandum of association* are then used to apply for a company's registration with the Companies Registrar.

Once the company is registered, it can begin to issue shares. The first step is to prepare a prospectus, which is a document that provides information about the company and its shares. The prospectus is then distributed to potential investors.

**4.2 What is the order of events when a company's constitution is registered?**

The order of events when a company's constitution is registered is as follows: 1. The company's *articles of association* are drafted and approved by the company's directors. 2. The company's *articles of association* are registered with the Companies Registrar. 3. The company's *memorandum of association* is drafted and approved by the company's directors. 4. The company's *memorandum of association* is registered with the Companies Registrar. 5. The company is registered with the Companies Registrar.

**4.3 What stage is a company's constitution registered?**

A company's constitution may be registered by a formal declaration of members, or by a formal declaration of members, or by a formal declaration of members, or by a formal declaration of members.

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**Clemens Wendtner**



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