

and related finishing machinery

- m) To buy, sell, trade, utilize, consume all machinery related to screen printing
- n) To carry on business as general merchants and to buy, sell, manufacture and or deal in goods, stores and consumable articles both wholesale and retail and transact every kind of agency and indent agents business.
- o) To carry on the business as traders, general merchants, commission agents, importers and exporters of consumables, any kind of paper products, stationary, and to carry on the business of inks and buyers of every kind of printing and cleaning substance, minerals, or other products of similar nature, to prepare, manufacture and render marketable any product, and to sell, dispose of and deal in any such consumables, either in its prepared, manufactured or raw state, and either by wholesale or retail or part of every description and to buy and sell and deal in goods, produce, article and merchandise of all kinds, produce, metals, mineral, products, goods, stores, chattels and effects of any sort or kind and to transact any and every description of agency, commission, commercial, industrial manufacturing mercantile and financial business.
- p) To engage in the business of purchasing, preparing, usage and trading as the agents/ suppliers of any metal and plate making machinery for the use of printing, promotions, packaging, or any related industry
- q) To carry on all or any of the business of manufacturers, designers, consultants, repairers, experts, hirers, renters, agent and distributors, of electronic equipment, machinery, raw materials, consumables and any other products or materials of any kind related to printing, packaging and promotions.
- r) To establish or acquire and carry on trading station, factories, stores facilities, and warehouses in Africa or elsewhere and to purchase, lease or otherwise acquire, carry on in Africa or elsewhere or any undivided or other interest whatsoever therein respectively.
- s) To carry branch or branches for all or any of the businesses aforesaid and to purchase or buy any other means acquire any freehold, leasehold, prospecting and mineral rights or other property for any state or interest whatsoever any rights, privileges, or easements over or in respect of any property.
- t) To carry on business in all its branches in any part of the world and o act as general merchants, traders, commission, agents, importers and exporters, forwarding agents, warehousemen, financiers, merchants, and to buy; sell and deal in property, consumable produce, stationary, promotional items, articles and merchandise of all kinds and description either by wholesale or retail and to transact varying kinds of agency business.

- u) To purchase, construct, take on lease or in exchange, hire or otherwise acquire any movable and immovable property, heavy earth moving machinery, caterpillars, tractors, tippers, silos, abattoir, hatchery, cold room storage, dry store, warehouse and every right and privilege which the Company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the Company.
- v) To acquire and undertake the whole or any part of the business property and liabilities of any person, firm or company carrying on any business which the Company is authorized to carry on or possess any of the property for the purpose of this Company
- w) To enter into any arrangement with any Government Authorities (supreme, municipal, local or otherwise) or any corporation, company or person having objects that may seem conducive to the company's objects and authority in respect of any contracts, decrees, rights, privileges and commission which the company may think desirable and to carry out, exercise and comply with any such contracts, decrees, rights, privileges and concessions.
- x) To carry on business of manufacturing and distributors of a dealer in engraving prints, pictures, drawing and any written, engraved, painted or printed productions, in all their branches.
- y) To carry on the business of manufacturers of and dealers in all paper based substrates at all gram-ages.
- z) To carry on the business of manufactures, buyers, traders, suppliers, importers, and exporters of pens, pencils, ink and stationery and promotional merchandise generally.
- aa) To purchase or otherwise acquire, erect maintain, reconstruct, and adapt any offices, workshops, mills plant, machinery and other things found necessary or convenient for the purpose of the company.
- bb) To amalgamate or enter into partnership whether perpetual or terminable for sharing profits, unions of interest, joint ventures, reciprocal concession or co operation with any person, firm, association or group of persons carrying on or engage in or in the transaction or cause of action which may seem to the company capable of being conducted so as directly or indirectly benefit the company or to prevent or minimize apprehended loss, damages or cost to the company or to such person, firm, society, association or group of persons and to purchase subscription for or, otherwise acquire and hold shares (fully or partly paid up) or stock in society, association or group of persons, and to sell, hold, reissue with or without guarantee or otherwise deal with such shares, stock or securities.

- cc) To carry on business as dealers, buyers, sellers, importers, exporters, manufacturers, processors, and suppliers of industrial cleaning and technical chemicals, and all related activities whatsoever.
- dd) To engage in engineering works of every description including civil engineering, mechanical, electrical, chemical and thermal engineering.
- ee) To invest and deal with moneys of the Company not immediately required upon such security and in such manner as may from time to time be determined.
- ff) To draw, accept, make, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants debentures and other negotiable or transferable instruments.
- gg) To receive money on deposit or loan and to borrow or raise money in such manner as the Company shall deem fit and in particular by the issue of debentures or debenture stock (perpetual or otherwise) and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future) including uncalled capital, also by a similar mortgage or lien to secure and guarantee the performance by Company or any other person as the case may be.
- hh) To sell or otherwise dispose of the whole or any part of the business or property of the Company either together or in portion for such consideration as the Company thinks fit and in particular for shares, debentures or securities of any Company purchasing the same.
- ii) To establish agencies and local boards in Tanzania and elsewhere and to regulate and discontinue the same.
- jj) To seek for and secure openings for the employment of capital in any part of the world and with a view thereto to prospect, inquire, examine, explore and test and to employ and to dispatch expeditions, commissions, experts and agents.
- kk) To provide for the welfare of the person in the employment of the Company or formerly in the employment of the Company or its predecessor in business and the wives, widows and families of such persons by grants of money, pensions or other payments and providing or subscribing towards places of instruction and recreation and hospitals, assistance as the Company shall think fit.
- ll) To form, subscribe to and otherwise aid benevolent, religious, scientific, national, charitable or other institutions or objects of a public character or which have any moral or other claims to support or aid by the Company by reason of the nature or locality of its operations or otherwise.

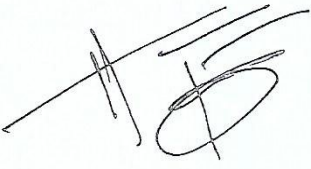

- mm) To procure the Company to be registered or recognized in any foreign country or place.
- nn) To distribute any of the property of the Company among the members in special way of dividends or upon any return of capital.
- oo) To carry on, develop, extend and expand any trade, business or operation whatsoever which can in the opinion of the Company be advantageously or conveniently carried on by the Company by way of extension of or in connection with all or any of the trade, business and operation which the Company is authorized to carry on or is calculated directly or indirectly to develop any branch of the Company's assets, property or rights.
- pp) To do all or any of the matters hereby authorized in any part of the world either alone or in conjunction with factors, trustees and agents.
- qq) To carry on any other business which may seem to the Company capable of being carried on in connection with any of the business of the Company or calculated directly or indirectly to enhance the value of or render profitable any of the property or rights.
- rr) To receive money deposits, with or without allowance of interest thereof.

AND IT IS HEREBY DECLARED that in the interpretation of clause 3 of memorandum of association the objects specified in any paragraph should be in no way limited or restricted by reference to or inference from the terms of any other paragraph or the names of the Company.

- 4. The liability of the members is limited.
- 5. The initial share capital of the Company is Tanzania shillings One Hundred Million Only (Shs: 100,000,000/= divided into Ten Thousand (10,000) shares of shillings Ten Thousand Only (10,000) each, with rights, privileges and conditions respectively attached thereto as may from time to time be conferred by the articles of association of the Company, with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the articles of association of the Company and to vary, modify or abrogate any such rights, privileges in such manner as may for the time being be provided by the Articles of Association of the Company.

We, the several persons whose names and addresses are subscribed 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 our respective names.

Name and Address Description of Subscribers	Number of Shares Taken	Signature of Subscribers
HASNAIN KHIMJI P.O.BOX 38070 <u>DAR ES SALAAM</u> DIRECTOR	51	
REMA BALLOOT P.O.BOX 74 LEPPINGTON NSW <u>AUSTRALIA-2171</u> DIRECTOR	49	

DATED at Dar es salaam this 12th day of December 2009.

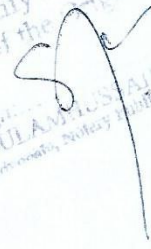
WITNESS to the above Signatures.

Signature: 

Postal Address:

Qualification:



I Certify that this is a True Copy
of the original document.
Date: 25/08/20

MUSAYIB YUSUF HASSAM
Notary Public & Commissioner for Oaths

THE COMPANIES ACT 2002
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
IDENTITY PROMOTIONS LIMITED

PRELIMINARY

1. The regulations contained in Table A, Part II of the Schedule to the Company Act, 2002 together with the regulation contained in the said Table A, shall, except as hereinafter provided, apply.
2. The Company is a Private Company and accordingly:
 - a) the right to transfer shares is restricted in manner hereinafter prescribed;
 - b) the number of members of the company is limited to fifty as further provided for in the Act;
 - c) any invitation to the public to subscribe for any shares or debenture of the public is prohibited;
 - d) the company shall not have power to issue share warrants to bearer.
3. The Directors may, in their absolute discretion and without assigning any reason therefore, decline to register any transfer of any share, whether or not it is a fully paid share.
4. The certificate of Title of shares shall be issued under the Seal of the Company and shall be signed by two Directors.
5. If any member of the Company shall at any time desire to sell and transfer any shares registered in such member's name and or in the event of the creation of any further shares by the Company, such shares shall be first offered by the Directors to the existing members of the Company in the proportion of shares held by each member at the time of such desires, transfer or creation of new shares.
6. Save as hereby otherwise provided no share shall be transferred to any person who is not a member of the Company so long as any member is willing to purchase the same at a fair value.
7. A call shall be deemed to have been made at the time when the resolution of the Directors authorizing such call was passed.

8. If by the terms of issue of any shares or otherwise any amount is payable in respect of any shares by installments at fixed times every such installment shall be payable as if it were a call duly made the Directors of which due notice had been given.
9. The Directors may at any time in their absolute and uncontrolled discretion, refuse to register any transfer of shares and Clause 19 of Table "A" shall be modified accordingly PROVIDED ALWAYS that that any share may be transferred at any time by a member to his or her father or mother or to any lineal descendant of such father or mother or to his or her wife or husband. And any share of a deceased member may be transferred by his executors or administrators to the widow or any such relative as aforesaid of such deceased member, being a cestui or specific legatee thereof, and shares standing in the name of any deceased member may be transferred to or placed in the names of the executors or trustees of his will.

BORROWING POWERS

10. The Directors may from time to time at their discretion, raise or borrow and secure for the purpose of the Company's business such sums of money as they think fit.
11. The Directors may secure the repayment of or raise any such sum or sums as aforesaid by mortgage or charge upon the whole of any part of the property and assets of the Company present or future including its uncalled capital, for the time being, or by the issue at such price as they think fit, of bonds or debentures either charged upon the whole or any part of the property and assets of the Company or not so charged or in such other way as the Directors may think expedient.
12. A general meeting of the Company shall be held at least in every calendar year at such a time (not being more than fifteen months after holding of the preceding general meeting) and at such place as may be determined by the Directors. Such general meeting shall be called "Ordinary general meeting" and all other meetings of the Company shall be called "Extraordinary general meeting"

VOTE OF MEMBERS

13. On a show of hands every member present in person shall have one vote. On a poll every member shall have one vote only for the shares of which he is holder.
14. No member shall be entitled to vote at the general meeting unless all calls or other sums presently due by him in respect of shares in the Company have been paid.
15. The number of Directors shall not be less than two and not more than ten unless the Company otherwise decide at the general meeting.
16. The following persons shall be the first Directors to the Company:
 1. HASNAIN KHIMJI
 2. REMA BALLOOT

17. The Directors may appoint one or more of their member to be the Managing Director or Managing Directors of the Company either for a fixed or indefinite period and may from time to time remove any such Managing Director from such office and put another or others in his place and may at their discretion fill up any vacancy that may occur in such office.
18. The remuneration of any Managing Director shall be determined by the Company Board meeting and may be by way of salary or commission or participating in the profits of the Company or by all or any of those modes.
19. Each Director shall be paid remuneration at such rate, as the Company shall in a board meeting decide. Every Director shall be entitled to be paid his traveling expenses to be approved by the board incurred by him whilst employed in the business of the Company or in attending board meetings.
20. The shareholding qualification of the Directors shall not be required unless so fixed in a general meeting.

ALTERNATE DIRECTORS

21. Any Director shall have power to nominate a person to act or attend as alternate Director during his absence or during his inability to act. Such Director shall be subject in all respects to the terms and conditions existing with reference to the other Directors and such alternate Director shall exercise and discharge all duties of Directors whom he represents.
22. Unless otherwise decided by the Directors the quorum necessary to transact business of the Directors shall be two Directors personally present.

DISQUALIFICATION OF DIRECTORS

23. The office of a Director shall be vacated if the Director:
 - a) become bankrupt; or
 - b) is found to be lunatic or becomes of unsound mind; or
 - c) resigns his office by notice in writing to the Company or
 - d) Absents himself from meetings of the Directors for a period of six months without special leave of absence from the other Directors.

DIVIDENDS AND RESERVES

24. The Company may in its general meeting declare dividends but no dividend shall exceed the amount recommended by the Directors.
25. The Director may from time to time pay the members such interim dividends as appear to the Directors to be justified by the profits of the Company.
26. No dividends shall be paid otherwise than out of profits.

27. The Directors may before recommending dividend, set side out of the profits of the Company such as they think proper as reserve or reserves which shall at the discretion of the Directors be applicable for meeting contingencies or for equaling dividends or for any other purpose to which the profits of the Company may be properly applied and pending such application may in the like discretion either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Directors from time to time think fit.

SEAL

28. The Seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the board of Directors and in the presence of a Director and of the secretary or such other person as the Directors may appoint for the purpose and the Director, or Secretary or other person as aforesaid shall sign every instrument to which the Seal of the Company is so affixed in their presence.

ALTERATION OF ARTICLES

29. Subject to the provisions of the ordinance and those of the memorandum of association the Company may by special resolution make alteration or addition to the articles of association and such alteration or addition so made shall be as valid and effectual as its originally contained in these articles and be subject in this manner to alteration by special resolution.

WINDING UP

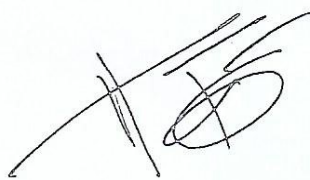
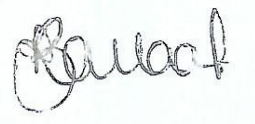
30. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall be applied, first in repaying to the members the amounts paid up or credited as paid upon the shares held by them respectively, and balance, if any, shall be distributed among the members in proportion to the number of shares held by them respectively, PROVIDED ALWAYS that the provisions hereof shall be subject to the rights of all holders of shares, if any, issued upon special conditions.
31. With the sanction of the extraordinary resolution of the shareholders any part of the asset the Company may be divided between the members of the Company in specie or may be vested in trustees for the benefit of such members and liquidation of the Company may be closed and the Company dissolved but so that no member shall be compelled to accept any shares where there is any liability.
32. If the Directors are unable to decide by majority any question relating to the winding up to the Company or to any change in policy of the Company, they shall appoint two arbitrators who are not members of the Company to decide such question and shall accept their decision.

INDEMNITY

33. Subject to the provision of the Act 2002, every Director or other officer and auditors of the Company shall be indemnified out of the Company against all costs. Expenses, losses and liabilities which he may sustain or incur in or about the execution of his office or otherwise in relation thereof unless the same occur through his own dishonest negligence default, criminal or breach of trust wherein the Director or officer shall be personally liable.

ARBITRATION

34. In the event of any dispute or misunderstanding between the Directors the same will be mutually resolved. Otherwise Arbitration Procedure in terms of Cap.15 of the Arbitration Act will be invoked.

Name and Address Description of Subscribers	Number of Shares Taken	Signature of Subscribers
HASNAIN KHIMJI P.O.BOX 38070 <u>DAR ES SALAAM</u> DIRECTOR	51	
REMA BALLOOT P.O.BOX 74 LEPPINGTON NSW <u>AUSTRALIA- 2171</u> DIRECTOR	49	

DATED at Dar es salaam this 12th day of December 2009.

WITNESS to the above Signatures

Signature: 

Postal Address:

Qualification:



I Certify that this is a True Copy
of the Original Document
25/08/09
JULIAN HASSAN YOUSUF HASSAM
Substrate, Notary Public & Commissioner For Qatar