

DANFORMATION

TANZANIA LTD

MINUTE SHEET

Dokezo
No.

10

Ag. EXD

The approved project has fulfilled the investment requirements, which are: -

- (a) Minimum finance investment threshold has been exceeded, the project expects to invest USD 2.0m
- (b) Legal entity has been incorporated under certificate
No. 81853 of 04/03/2007

Based on the above, the letter of approval is hereby submitted for signature in order for the project to comply with the requirements of Section 17 of Tanzania Investment Act, 1997.

Submitted for signature.



R. Arbogast

DIF

9th August, 2011

Ag. EXD

In response to the TIC letter of registration dated 9th August 2011

The project has submitted the required documents namely:-

- (a) Company Board Resolution
- (b) Reference letter/Financing from KCB Bank Ltd
- (c) ~~Lease~~ Agreement as evidence of land

With the above submission EXD is requested to sign Certificate of Incentives No. 042078 herein attached.

18/08/2011



DIF

MINUTE SHEET

Dokezo
No.

DANFORMATION TZ. LIMITED

**A PROPOSED PROJECT FOR
ESTABLISHMENT OF MINERAL
PROCESSION PLANT IN DAR ES SALAAM**

PREPARED BY DANFORMATION TZ. LTD PO.BOX 38528
DAR ES SALAAM

JULY, 2011

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EXECUTIVE SUMMARY

Background

This PROJECT DOCUMENT has been prepared by M/S DANFORMATION TZ. CO. LIMITED for submitting to TANZANIA INVESTMENT CENTRE in order to obtain their Certificate of Incentives in the establishment or renovation of a medium to large size processing plant for minerals particularly copper to be located in Dar es Salaam. The project requirements will involve among others things procurement of machinery and equipment for processing of minerals for the export market.

1.2 The Promoters

The project is being promoted by M/S DANFORMATION TZ. CO. LIMITED whose current shareholders are as shown below;

Name	Nationality	Shares
Aliko Harry Mwamanenge	Tanzanian	1
High Service ApS	Danish	99

Principal Officers of the above companies have many years of accumulated working experience in private business projects. They are committed to make a dynamic, efficient and reliable project that provides quality products to its clients while caring for its employees.

1.3 Location

The proposed project is located at the railroad foundry in Dar es Salaam. The location must be well served by all the necessary infrastructure and environmental requirements and hence well suited to the nature of the project.

1.4 Management

The Company is headed by the Board of Directors which will be responsible for company policy formulations. The Board will appoint a Managing Director to oversee the day-to-day activities of the project.

The Managing Director must be conversant with running of industrial establishments particularly mineral processing operations. Departmental Directors will assist the Managing Director.

1.5 Marketing Aspects

Tanzania liberalized its economy following the wind of change that affected many

developing countries. With new economic Policy, private participation in the economy has been emphasized by the government through different ways such as privatization of all state owned firms, and establishment of the Tanzania Investment Centre with responsibilities of promoting local and foreign investment. Due to the changes, Tanzania has witnessed increased number of investments projects in many sectors of the economy including the mining sector.

Currently, the produced copper is sold locally in Tanzania. However, there is high export demand for copper particularly to China and Japan. The level of technology limits the current copper production and hence the quality is low which cannot meet the international standard. Our company will use new technology and therefore produce high quality copper blister. The growing export demand for the product necessitated the promoters to initiate this new project. Evaluations of the demand supply gap have shown that there is a big demand-supply gap. This justifies the implementation of the project.

UPCOMING LAWS SAYS THAT IT WILL NO LONGER BE ALLOWED TO EXPORT RAW COPPER ORE – THEREFORE OUR BUSINESS PLAN IS VERY RELEVANT BECAUSE THE LOCAL MINERS NEED AN OTHER ALTERNATIVE. THE COPPER HAS TO BE PROCESSES IN TANZANIA.

1.6 Initial Investment and project Financing

The total cost of the proposed project is estimated at US\$ 1,998,333. Most of the amount will be used for the acquisition/renovation of Plant and machinery, utility vehicles and acquisition/construction of factory premises.

The total investment amount is proposed to be financed by Bank loan (70%) and equity capital (30%) .

1.7 Financial Analysis

The detailed financials are given in the appendices of this report. The financial statements indicate that the project is profitable and generate adequate cash and enhances the net worth of the stockholders in the Company.

1.8 Economic & Developmental Value

Establishment of the project will have the following advantages to the nation:

- Job creation to about 45 people and many more indirectly
- Generate revenue to the Government through taxes/income etc.
- New technology transfer to Tanzania from abroad
- Foreign exchange contribution
- Positive backward and forward linkages to other sectors of the economy.
- Social impact-Corporate social responsibility

1.9 Environmental Consideration

The project will not produce any hazardous impact to the surrounding environment and all unwanted materials will be disposed properly. As we are using a already existing foundry all approvals will easily been given by NEMC.

1.10 Conclusion & Recommendations

M/S DANFORMATION TZ. CO. LIMITED proposes to investment in the renovating/ upgrading of the existing foundry at the Railway in Dar es Salaam furthermore we deliver 30% in equity funding.

Analysis of various project indicators shows that the project is technically feasible, commercially viable and environmentally friendly. We therefore recommend the project for approval and grant of TIC certificate of incentives together with its associated benefits.

2.0 THE PROJECT DESCRIPTION

2.1 Background Information

M/S DANFORMATION TZ. CO. LIMITED is a company between

Aliko Harry Mwamanenge (Tanzanian)

and High Service ApS (Danish)

Aliko Harry Mwamanenge is a local Tanzanian Lawyer.

Aliko Harry Mwamanenge is operating as lawyer. As Danformation TZ. Co. Limited when running needs a good lawyer the company has attended this lawyer to be a part of this **M/S DANFORMATION TZ. CO. LIMITED**.

High Service ApS of Vesterbrogade 29, 4930 Maribo is a limited company based in Denmark. The company holds registration number (CVR) 30690281 of 2004. The company businesses are in the area of consultancy, entrepreneurship development and trading.

As main share holder High Service ApS has responsibility for;

- Project Management will be under High Service ApS because they have vast experience in the business
- Will be responsible for raising the required funds for the project
- To assist local/ small miners by providing training on how to produce and market good quality copper

The Tanzanian economy basically depends on agriculture. However, it has other economic activities such as Tourism, Natural Resources, Mining, Transportation, Telecommunication, Construction industries as well as Manufacturing activities etc. These economic activities are interrelated and vital to the economic development of the economy as emphasized by both Phases of Tanzanian Government.

In an effort to improve performance of various sections of the economy in Tanzania, the Government has undertaken a number of steps since 1984, one of which being liberalization of trade, capital services and technology flows. This has facilitated the process of change in the domain of industrial development. Moreover, due to the result of changing economic environment in the country, the government undertook major decisions of reforming the structure of its economy. One of the fundamental decisions is the enhancement/encouragement of private sector participation in economic activities in various sectors of the economy in different forms such as:

- i) Joint venture participation
- ii) Technology transfer
- iii) Credit extension
- iv) Direct private investment

Various economic policies have been introduced in the economy with an objective of boosting local and foreign investments. The Government through Tanzania Investment Centre promotes, coordinates and facilitates investment in the country. It further carries out and supports local investment promotion activities, which are necessary in encouraging and facilitating increased local investments.

Tanzania is highly endowed with mineral deposit across the county. There are large Gold deposits in Geita, Lupa, Mpanda, Nzenga, Sekenke, Musoma and Chunya. There are some Alluvial gold in Dodoma, there are large coal deposit in Songwe-Kiwira and Ruhuhu coal fields, Iron ore in Liganga and Chunya-Mbeya., Kaolin in Pugu Hill, phosphate in Minjingu, Soda ash in Lake Natron, Oil and Gas in Songo Songo-Kilwa, building mineral in Dodoma, Gemstones (i.e Emeralds, Aquamarine, Alexandrite, Scapolites, Supplies) Tanzanite in Mererani Longido Arusha, Diamond in Mwadui Shinyanga and Tunduru. Gypsum, Anhydrite and Rock sal in Kilwa, Nyanza, Magnesite in Same, copper-Nikel in North West Tanzania. Tin in Karagwe-Ankolean. Pyrochlore and rare earth's ata Panda and Wigu Hilld, Mic, Ruby and Garnet in Matombo-Morogoro, Bauxite in the Usambara mountains, Beach sands (i.e Rutile, Zircom, Limenie etc) in alongside coast to Indian Ocean. Industrial minerals (Limestone, clay red soil) in Wazo Hill-Dar es salaam, Tanga and Mbeya, fertilizer raw material.

Mineral processing is an important part of the mining sector in Tanzania and for any country in the world. The Government accordingly has created conducive environment for Investor in the sector and highly encourages participation of local and foreign Investors in mineral processing in order to add value to our precious minerals.

2.2 The Business plan objective

M/S DANFORMATION TZ. CO. LIMITED proposes to renovate/upgrade the processing Railway foundry in Dar es Salaam to refine copper and other minerals. The project requirement will involve among others procurement of machines from abroad and raw materials (copper and other minerals) from small miners and other mining companies.

Sources of raw copper (copper ore) have been identified to be Tanga, Dodoma, Kigoma and Ruvuma. The promoter will initially buy the copper ore from small scale miners and at a later stage engage in exploration and mining. The major challenge is if the small scale producers will be loyal to supply to the company constantly and consistently.

In order to ensure quality products/raw materials from small miners, our company will undertake to train local miners, provide them with the necessary skills and knowledge for the job. For this reason training facilities will be established. The small miners will also undergo practical training at the factory.

A **mineral** is a naturally occurring solid formed through geological processes that has a characteristic chemical composition, a highly ordered atomic structure, and specific physical properties. A rock, by comparison, is an aggregate of minerals and/or mineraloids, and need not have a specific chemical composition. Minerals range in composition from pure elements and simple salts to very complex silicates with thousands of known forms. To be classified as a true mineral, a substance must be a solid and have a crystalline structure. It must also be a naturally occurring, homogeneous substance with a defined chemical composition

Copper processing

Copper processing involves a series of activities but first the copper concentrates is fed into a crusher so as to crush the copper ore. The second stage is separation of copper from other minerals. After separation the copper is fed into a smelter where the concentrates are melted and copper is separated as a metallic sulphide called matte from the gangue material that contains iron and other materials. Copper matte is then oxidized to produce 97% pure **copper blister** which is finally refined from the electrolytic process to produce **copper cathode** which contains 99.99% copper and other payable minerals.

Many plants also incorporate hydrometallurgical or pyrometallurgical processes as part of an extractive metallurgical operation. Geometallurgy is a branch of extractive metallurgy that combines mineral processing with the geologic sciences.

Mineral Processing involves four general types of operations: *comminution* or particle size reduction, *sizing* or separation of particle sizes by screening or classification, *concentration* by taking advantage of physical and surface chemical properties and *dewatering* or solid liquid separation.

A number of auxiliary materials handling operations are also considered a branch of mineral processing such as storage, conveying, sampling, weighing, slurry transport, and pneumatic transport.

Comminution is particle size reduction of materials. Comminution may be carried out on either dry materials or slurries. Crushing and grinding are the two primary comminution processes. Crushing is normally carried out on "run-of-mine" ore, while grinding (normally carried out after crushing) may be conducted on dry or slurred material.

Sizing is the general term for separation of particles according to size. The simplest of sizing processes is screening, or passing the particles to be sized through a screen or number of screens. Screening equipment can include grizzlies, bar screens, and wire mesh screens. Screens can be static (typically the case for very coarse material), or they can incorporate mechanisms to shake or vibrate the screen.

Classification refers to sizing operations that exploits the differences in settling velocities exhibited by particle of different size. Classification equipment may include ore sorters, gas cyclones, hydro cyclones, rotating trommels, rake classifiers or fluidized classifiers. When the feed material contains particles of different densities as well as particles of different size, a degree of concentration takes place during classification because settling velocities are also dependent on particle density.

An important factor in both comminution and sizing operations is the determination of the particle size distribution of the materials being processed, commonly referred to as particle size analysis. Many techniques for analyzing particle size are used, and techniques include both off-line analysis which require that a sample of the material be taken for analysis and on-line techniques that allow for analysis of the material as it flows through the process.

Froth flotation

Froth flotation is achieved when particles are separated based on their surface potential.

Hydrophobic particles are recovered to the froth, whereas hydrophilic particles are discharged with the tailings stream. Some mineral particles are naturally hydrophobic, whereas others require specific reagent additions to change their surface potentials.

Oxide ores, such as spodumene and tantalite can be treated using oxalic acid based collectors. Sulfide ores can be recovered using xanthate or dithiophosphate type collectors.

Gravity concentration

Particles can be classified based on their specific gravity. Gravity concentration processes include:

Heavy media or dense media separation

Shaking tables, such as the Wilfely table

Spiral separators

Centrifugal bowl concentrators

Jig concentrators are continuous processing gravity concentration devices using a pulsating fluidized bed.

Multi gravity separators

Electrostatic separation

Non-conducting particles maintain an electrostatic charge induced electrically, and so remain pinned to a charged drum. Conducting particles do not maintain the electrostatic charge and so fall off the drum, thus minerals such as ilmenite and rutile can be separated.

Magnetic separation

Minerals such as magnetite and pyrrhotite are naturally magnetic, and so can be separated from non-magnetic particles using strong magnets.

2.3 Investment Cost and Financing Plan

The total cost of the proposed project is estimated at US\$ 1,998,333 to be financed by Bank loan (70%) and equity (30%). Most of amount will be used for the acquisition of Plant and machinery, utility vehicles and modification of factory building. The total investment amount is proposed to be financed by bank loan and equity. The table below shows the summarized investment cost breakdown

INVESTMENT COST

PARTICULAR	AMOUNT USD
Land and Buildings	65,000
Machinery & Equipments	890,000
Motor vehicles	50,000
Furniture and fittings	15,000
Pre operational expenses	145,000
Initial working capital	833,333
TOTAL	1,998,333

Specific Project requirement

In order to accomplish this objective the company is required to do the following among others:

- Initially rent Railroad foundry, and office block, storage facilities and laboratories at an area to be identified.
- Establishment of training facilities for small miners.

Item	Quantit y	Unit Price (\$)	Total (\$)
20 tons overhead crane	1	225,000.00	225,000.00
Pick Ups	1	50,000.00	50,000.00
Workshop machinery	1	75,000.00	75,000.00
Converter system	1	225,000.00	225,000.00
Compressor	1	110,000.00	110,000.00
Generator	1	100,000.00	100,000.00
Crusher	1	100,000.00	100,000.00
Sub Total			810,000.00

- Procurement and installation of modern and up-to-date plant, machinery and equipment for processing of minerals; Including, crushing, separation, furnace and refining machines
- Acquisition of spares and accessories for the above mentioned machinery and equipment
- Obtaining other human and non-human resources;

- Procurement of minerals from small scale miners which will be used as raw material for the project
- Procurement of utility vehicles and other machinery as below;

2.4 Marketing, Market Aspect

M/S DANFORMATION TZ. CO. LIMITED will operate in a competitive environment/market with a number of other local and foreign based companies in the Industry. However majority of these service providers do not offer standard and quality mineral processing services. The company will strive to be one of the upcoming small companies with the aim of attracting low volume of production of high valued minerals with high yield. The company distinguishes itself from its competitors through its unique high quality technology. Its competitive edge will be its ability to provide services/product to its customers more economically, faster and of better quality than any of the competitors.

The company will design strategies related to products quality, price and pricing strategy. Other strategies shall include promotion, communication and facility strategy.

3.0 MANUFACTURING SECTOR

The manufacturing sector in Tanzania remains relatively small, with most activities concentrating on the creation of simple consumer products such as foods, beverages, tobacco, textiles, furniture and wood allied products.

In spite of its declining size, however, the sector continues to be of considerable importance to the Tanzania economy as is still one of the most reliable sources of government revenue in terms of import sales as well as for both corporate and income taxes, accounting for over half of the annual government revenue collection.

The contribution of the manufacturing sector to the overall GDP of the country has averaged 8% over the last decade, however activities within the sector have been registering an annual growth of over 4% and the sector is currently the third most important to the Tanzania economy behind agriculture and tourism.

In 1986, the Tanzania government made the decision to liberalize trade and investment policies within the country. As a result of this decision and because they could not stand up to competition from import manufacturers, many firms began to fail. Therefore, with this in mind, a number of measures were taken to increase both the competitiveness of the local industries and their ability to penetrate the export markets.

In the early 1990's the government launched a program that was designed to restructure and privatize the publicly owned enterprises. Between 1990 and the turn of the 21st Century, the general use of the installed industrial capacities rose from an average of 20% to approximately 50% as a result of the launch of this program. In addition, some of the recently privatized industries have also improved their capital structure, their production technologies and their management and marketing system and in addition, they have also reduced the amount of employees in order to better match with production levels, and have improved the quality of their products and lowered their production costs.

Further discussion on the industrial development of Tanzania has also been explained in the 'Sustainable Industrial Development Policy – SIDP'. where the main purpose to design a plan for industrializing Tanzania so that, by 2025, the country has become semi-industrialized in such a way that industry can be said to account for over 40% of the GDP.

The Tanzania SIDP agrees with and encourages the ideas of a market-led economy and, to this end, states that the Tanzania industry sector will be able to succeed with increased private sector participation in the decision-making and implementation practices.

In order to comply with these findings, the government of Tanzania has agreed to continue to provide a welcoming, attractive, stable and encouraging environment for investors who are interested in examining the private sector opportunities within the country.

Information provided below under this section is obtained from the economic survey of 2009

Growth

Manufacturing activities grew by 8.0 percent in 2009 from 9.9 percent in 2008. The decline was largely attributed by the world economic crisis. The contribution of manufacturing activities to GDP increased from 7.8 percent in 2008 to 8.6 percent in 2009.

Small Enterprises

In 2009, advisory services related to business development were provided to 21,922 entrepreneurs compared to 6,139 in 2008, equivalent to an increase of 257 percent. Out of that, 10,203 entrepreneurs were trained on food and leather processing. In addition, 2,152 entrepreneurs participated in trade fairs in 2009 and sell goods worth shs. 1.72 billion. Likewise, credit extended to small entrepreneurs amounted to shs. 3.6 billion in 2009 compared to shs. 1.2 billion in 2008. The provision of credit facilitated creation of 13,300 employment opportunities in 2009 compared to 3,669 in 2008.

Production Costs

The production costs increased to shs. 1,764,351 million in 2009 from shs 1,747,351 million in 2008, equivalent to an increase of 1.0 percent. The increase was due to rise in the production cost of food, beverages, tobacco, cigarettes and chemicals.

Production in Selected Industries

Production in selected industries in 2009 increased by more than 100 percent. The increase was attributed by increase in domestic demand.

Production of Konyagi increased by 151.9 percent from 4,049,000 litres in 2008 to 10,201,000 litres in 2009. Production of pyrethrum products also increased from 73 tons in 2008 to 266 tons in 2009, equivalent to an increase of 264.4 percent.

Production wheat flour increased from 287,925 tons in 2008 to 368,885 tons in 2009, equivalent

to an increase of 28.1 percent. Chibuku production increased from 10,235 litres in 2008 to 16,141 litres in 2009, equivalent to an increase of 57.7 percent. Production of iron sheets increased to 50,664 tons in 2009 from 31,743 tons in 2008, equivalent to an increase of 59.6 percent. Production of dry batteries increased to 78 million batteries in 2009, from 53 million batteries in 2008, equivalent to an increase of 47.2 percent.

Production of cement increased from 1,756,000 tons in 2008 to 1,941,000 tons in 2009. The increase was attributed to increase in demand of cement in the domestic market, whereby consumption of cement increased from 1,940,845 tons in 2008 to 2,399,458 tons in 2009, equivalent to an increase of 58.5 percent.

Production of aluminium declined from 105 tons in 2008 to 58 tons in 2009, equivalent to a decline of 44.8 percent. Similarly, the production of textiles declined from 140,531,000 square metres in 2008 to 91,501,000 square metres in 2009, equivalent to a decline of 34.9 percent. The decline of production was noted in wood products (16.6 percent) biscuits and spaghetti (1.5 percent), beer (2.2 percent), cigarettes (4.4 percent) and iron (13 percent).

4.0 MANAGEMENT AND ORGANIZATION

4.1 Organization Structure

With the vision of the company, it is expected that the company will grow to an extent that it will require a structured management system. This entails the design of management flow system with clear outlined duties and responsibilities of each member of management.

The organization structure takes into account the fact that within the next one year, the company's initial total workforce will have more than 45 employees of different levels of qualifications and responsibility. This will require a proper designed administration policy and guidelines for each work category. The structure will be wide, ranging from Boarding of directors to support staff.

4.2 Duties and Responsibilities

The duties and responsibilities of key personnel will be designed according to the

company's objectives in a team approach. Each individual will be expected to accomplish the assigned duties with efficiency to the satisfaction of the company and market needs.

The Company's staff establishment philosophy will be to offer a competitive remuneration package enough to get best from the market and eventually to retain the clean out of it.

Each key staff shall be given a job description and scheme of services. The company will design a Human Resources Policy and Procedures that will provide among others the following:

1. Recruitment and appointments
2. Salaries, allowances and staff benefits
3. Staff Rules
4. Human Resources Training and development
5. Discipline and disciplinary procedures
6. Organization chart, job description and salary structure

4.4 Technical Expertise

The Company may find difficult to obtain sufficient number of local expertise in processing and machinery supervision and thus will require at least two or more expatriates to kick-start the business and training intensively local engineers.

4.5 Salaries and Fringe Benefits

The Company's establishment philosophy is to offer a competitive remuneration package enough to attract the BEST from the labor market and eventually be able to retain the cream for higher performance. Details of the salary and fringe benefits will be provided in the Human resource Manual. The proposed employment structure is as attached.

4.6 Safety Measure

The company has good policy regarding Health and safety hence it will adhere to Standard Safety procedure in order to minimize risk on health and safety. The company is committed to continuous improvement in health and safety performance, believing that these improvements are good business practices and contribute to its shareholder confidence. The commitment includes an emphasis on working towards providing a safe and healthy environment in the work place for all its employees and visitors. As safety is of utmost importance, hence the following are safety points

- All staff must wear personal protective equipment
- First aid kits to be provided at strategic and easily accessible places and
- All staff to adopt responsibility for their own safety and machinery at all the

time

5.0 FINANCING ANALYSIS AND PROJECTIONS

5.1 Basic Assumptions

In the financial analysis the following major assumptions have been taken into considerations.

Capital foreign costs have been based on an exchange rate of T.shs 1,500 per one US dollar

Corporate tax is deducted in 10 years.

Salaries and wages have been based on the current private sector scale in the country

The fixed assets of the project are depreciated on scrap value method

Fees and other charges have been based on those levied by similar industries in the country.

Based on the assumptions discussed above, Profit and Loss projections, Cash flow projections and Balance sheet projections have been prepared and are presented as under Financial Statements annex

6.3 Other Operating Costs

Other project costs have been calculated based on the current open market prices and costs as appearing under Annual Costs of Products section of the Financial Statements Appendix.

5.3 PROJECTED PROFIT AND LOSS STATEMENT

Presented in detail in Financial Statements and summarized below for the first ten years of operation are the projected profit and loss statements.

5.4 Balance Sheet Projections

The Financial Statements analyses the projected balance sheet over the ten year period of the project operations. From the projections it is observed that, current liabilities are adequately covered by current assets throughout the period.

Again from the perspective of the new investors, net worth of the company grows quite substantially in ten years of operation as shown in the financial statements herein attached.

6.4 Revenue and Profitability

Project financial evaluation shows attractive profits, which are realized right from the first year of operations. Net profit is projected to increase from \$ 14,1m in year 1, to \$ 15,1m in year 10. This is based on the assumption that most of the project equipment are zero rated or bears a very small rate of Import duty.

6.5 Projected Cash flows

The projected cash flow of the project reveals a health financial position throughout the 10 years under projection as shown in attachments. However, accumulated amounts would be available for re-investment into project as found convenient by the directors.

6.6 Environmental Impact of the project

The project will not produce any hazardous impact to the surrounding environment and all unwanted materials will be disposed properly. As we are using a already existing foundry all approvals has been granted. Therefore the Environmental Impact Assessment is easily produced at NEMC.

General Environmental Impact Assessment reveals the following factors which affects the ecological balance and people;

Air quality

Noise

Socio-economic aspects

6.7 Air Quality

The Mineral processing activities have no effect on air quality apart from the little dust, which might be generated from the cutting machines and material movements. While most of the manufacturing processes are closed building, ventilation and dusting measures are considered at very low profile and will be accommodated accordingly.

6.8 Noise

A minimal noise will be realized from vibrating machinery trucks and equipments. The noise will be heard only when you are close the premises.

6.9 Socio-economic aspects

Workers will need to be protected from occupational health hazards by being provided with safety gears, regular check up and proper treatment. Warning signs, fire exit doors, water house for firefighting will be strategically placed to avoid accidents. Workers will be trained on potential hazards surrounding them as a mean of protection and also on the importance of using protective gears. Fire control systems, emergency lighting, safety exit, fire hydrants shall be installed.

As a mineral processing company **M/S DANFORMATION TZ. CO. LIMITED** will be in a position to undertake measures aimed at mitigating and monitor environmental impact for any project to be undertaken

CONCLUSION AND RECOMMENDATIONS

Conclusion

M/S DANFORMATION TZ. CO. LIMITED proposes to establish processing facilities for minerals to cater for the increasing export market.

The foregoing discussion above has highlighted on the social, economic and financial dimensions of the envisaged project. The project is technically feasible, financially and economically viable also environmentally friendly. A fast implementation of the project is

highly recommended and called for to avoid cost overruns and be able to realize the benefits outlined above.

We strongly believe that the proposed expansion project will bring significant socio-economic benefits as described above.

7.1 Recommendation

Provided all other economic factors remain substantially the same, it is strongly recommended that the project be implemented with immediate effect.

It is further recommended that TIC Certificate of Incentives is granted to enable smooth implementation of the project.

The timing is perfect.

NOTE 2

OTHER OPERATING COST

YEAR	1	2	3	4	5	6	7	8	9	10
Salaries and wages	400.000	410.000	420.250	420.250	420.250	420.250	420.250	420.250	420.250	420.250
Fuel/Oil	300.000	307.500	315.188	315.188	315.188	315.188	315.188	315.188	315.188	315.188
Mining inputs (copper ores)	4.200.00 0	4.305.00 0	4.412.625	4.412.62 5	4.412.625	4.412.62 5	4.412.62 5	4.412.62 5	4.412.62 5	4.412.625
Electricity	130.000	133.250	136.581	139.996	143.496	147.083	150.760	154.529	158.392	162.352
Transportation cost	50.000	51.250	52.531	52.531	52.531	52.531	52.531	52.531	52.531	52.531
Vehicle running expenses Incl Hiring 1 Landcruiser - 1 Wheelloader - 1 Forklift and a bobcat	200.000	205.000	210.125	210.125	210.125	210.125	210.125	210.125	210.125	210.125
Machinery/equipment spares	50.000	51.250	52.531	52.531	52.531	52.531	52.531	52.531	52.531	52.531
Insurance	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000
Maintenance-machinery	75.000	75.000	75.000	75.000	75.000	75.000	75.000	75.000	75.000	75.000
Coal	750.000	750.000	750.000	750.000	750.000	750.000	750.000	750.000	750.000	750.000
Renting Foundry	120.000	120.000	120.000	120.000	120.000	120.000	120.000	120.000	120.000	120.000
Limestone- Quartz- Silicasand-Flamebricks- Plaster	175.000	175.000	175.000	175.000	175.000	175.000	175.000	175.000	175.000	175.000
Marketing/adverts	15.000	15.000	15.000	15.000	15.000	15.000	15.000	15.000	15.000	15.000
Administrative costs	35.000	35.000	35.000	35.000	35.000	35.000	35.000	35.000	35.000	35.000
TOTAL Running Costs	6.600.00 0	6.733.25 0	6.869.831	6.873.24 6	6.876.746	6.880.33 3	6.884.01 0	6.887.77 9	6.891.64 2	6.895.602

NOTES 3

COST STRUTURE

PARTICULAR	AMOUNT USD
Land and Buildings	65.000
Machinery & Equipments	890.000
Motor vehicles	50.000
Furniture and fittings	15.000
Pre operational expenses	145.000
Initial working capital	833.333
TOTAL	1,998,333

M/S DANFORMATION TZ. CO. LIMITED

PROJECTED CASH FLOW

YEAR ITEM DESCRIPTION	0	1	2	3	4	5	6	7	8	9	10
Sources											
Profit before interest and depreciation	-	14,400.00	14,791.75	15,193.29	15,189.87	15,186.37	15,182.79	15,179.11	15,175.34	15,171.48	15,167.523
Long-term Loan	815,500	-	-	-	-	-	-	-	-	-	-
Bank overdraft	583,333	-	-	-	-	-	-	-	-	-	-
Equity	599,500	-	-	-	-	-	-	-	-	-	-
Total sources	1,998,333	14,400.00	14,791.75	15,193.29	15,189.87	15,186.37	15,182.79	15,179.11	15,175.34	15,171.48	15,167.523
Applications											
Capital expenditure	1,165,000	-	-	-	-	-	-	-	-	-	-
Working capital	833,333	-272,229	11,382	285	292	299	306	314	322	330	-
Cash	-	13,774.24	14,552.02	14,980.97	14,993.86	15,006.67	15,182.48	15,178.80	15,175.02	15,171.15	15,167.523
Tax	-	6	8	9	8	0	6	1	4	3	-
Sub-total	1,998,333	13,502.01	14,563.41	14,981.26	14,994.15	15,006.96	15,182.79	15,179.11	15,175.34	15,171.48	15,167.523
Debt service											
Principal	-	746,433	163,100	163,100	163,100	163,100	-	-	-	-	-
Interest	-	151,550	65,240	48,930	32,620	16,310	-	-	-	-	-
Total debt service	-	897,983	228,340	212,030	195,720	179,410	-	-	-	-	-
Total applications	1,998,333	14,400.00	14,791.75	15,193.29	15,189.87	15,186.37	15,182.79	15,179.11	15,175.34	15,171.48	15,167.523
Accumulated cash	-	13,774.24	28,326.27	43,307.25	58,301.12	73,307.79	88,490.27	103,669.0	118,844.1	134,015.2	149,182.77
Necessary working capital	833,333	561,104	572,486	572,770	573,062	573,361	573,668	573,982	574,304	574,634	574,634

M/S DANFORMATION TZ. CO. LIMITED

PROJECTED BALANCE SHEET

YEAR											USD	
	0	1	2	3	4	5	6	7	8	9	10	
ITEM DESCRIPTION												
Fixed Assets												
Opening balance	-	1.165.000	1.049.525	934.050	818.575	703.100	587.625	472.150	336.175	228.200	120.225	
Additions	1.165.000	-	-	-	-	-	-	-	-	-	-	-
	1.165.000	1.165.000	1.049.525	934.050	818.575	703.100	587.625	472.150	336.175	228.200	120.225	
Less depreciation	-	115.475	115.475	115.475	115.475	115.475	115.475	135.975	107.975	107.975	107.975	
Closing balance	1.165.000	1.049.525	934.050	818.575	703.100	587.625	472.150	336.175	228.200	120.225	12.250	
Working capital	833.333	561.104	572.486	572.770	573.062	573.361	573.668	573.982	574.304	574.634	574.634	
Accumulated cash	-	13.774.246	28.326.274	43.307.253	58.301.121	73.307.791	88.490.277	103.669.077	118.844.101	134.015.254	149.182.777	
Total assets	1.998.333	15.384.875	29.832.810	44.698.599	59.577.283	74.468.777	89.536.094	104.579.234	119.646.605	134.710.113	149.769.660	
Financed by												
Equity	599.500	599.500	599.500	599.500	599.500	599.500	599.500	599.500	599.500	599.500	599.500	
Accumulated profit	-	14.132.975	28.744.010	43.772.899	58.814.683	73.869.277	88.936.594	103.979.734	119.047.105	134.110.613	149.170.160	
Total equity	599.500	14.732.475	29.343.510	44.372.399	59.414.183	74.468.777	89.536.094	104.579.234	119.646.605	134.710.113	149.769.660	
Long-term Loan	815.500	652.400	489.300	326.200	163.100	-	-	-	-	-	-	
Bank overdraft	583.333	-	-	-	-	-	-	-	-	-	-	
Total debts	1.398.833	652.400	489.300	326.200	163.100	-	-	-	-	-	-	
Total equity and debts	1.998.333	15.384.875	29.832.810	44.698.599	59.577.283	74.468.777	89.536.094	104.579.234	119.646.605	134.710.113	149.769.660	

M/S DANFORMATION TZ. CO. LIMITED

INCOME & EXPENDITURE STATEMENT PROJECTION

YEAR	1	2	3	4	5	6	7	8	9	10
Total income	21,000.00 0	21,525.00 0	22,063.12 5	22,063.12 5	22,063.12 5	22,063.12 5	22,063.125	22,063.125	22,063.125	22,063.12 5
Less Operating costs	6,600.000	6,733.250	6,869.831	6,873.246	6,876.746	6,880.333	6,884.010	6,887.779	6,891.642	6,895.602
Profit before interest and depreciation	14,400.00 0	14,791.75 0	15,193.29 4	15,189.87 9	15,186.37 9	15,182.79 2	15,179.115	15,175.346	15,171.483	15,167.52 3
Depreciation	115.475	115.475	115.475	115.475	115.475	115.475	135.975	107.975	107.975	107.975
Interest on long-term loan (10%)	81.550	65.240	48.930	32.620	16.310	-	-	-	-	-
Interest on bank overdraft (12%)	70.000	-	-	-	-	-	-	-	-	-
Subtotal	267.025	180.715	164.405	148.095	131.785	115.475	135.975	107.975	107.975	107.975
Profit before tax	14,132.97 5	14,611.03 5	15,028.88 9	15,041.78 4	15,054.59 4	15,067.31 7	15,043.140	15,067.371	15,063.508	15,059.54 8
Tax (30%) - Deducted										
Profit after tax	14,132.97 5	14,611.03 5	15,028.88 9	15,041.78 4	15,054.59 4	15,067.31 7	15,043.140	15,067.371	15,063.508	15,059.54 8
Accumulated Profit	14,132.97 5	28,744.01 0	43,772.89 9	58,814.68 3	73,869.27 7	88,936.59 4	103,979.734	119,047.105	134,110.613	149,170.1 60

NOTES 5

SALARIES & WAGES

NO.	EMPLOYEE DESIGNATION	NO.	SALARY PER MONTH	SUBTOTAL MONTHLY SALARY	ANNUAL GROSS SALARY
1	Managing Director	1	4000	4000	48,000
2	Experts	4	2000	8000	96,000
3	Production Manager	2	1500	3000	36,000
4	Marketing Officer	1	1000	1000	12,000
5	Accountant	2	1000	2000	24,000
6	Stores Officer	4	800	3200	38,400
7	Machine operators	16	400	6400	76,800
8	Drivers	4	650	2600	31,200
9	Secretary	2	400	800	9,600
10	Office Attendants	2	300	600	7,200
11	Gardeners	2	250	500	6,000
12	Guards	5	250	1250	15,000
	TOTAL USD \$	45	12,550	33,350	400,200

NOTE 4

DEPRICIATION SCHEDULE

Item Description	Value	Rate %	1	2	3	4	5	6	7	8	9	10	Total Value	Residual
Land	-	20	-	-	-	-	-	-	-	-	-	-	-	-
Civil Works	65,000	40	26,000	26,000	26,000	26,000	26,000	26,000	26,000	26,000	26,000	26,000	390,000	-
Machine and Equipment	890,000	100	890,000	890,000	890,000	890,000	890,000	890,000	890,000	890,000	890,000	890,000	890,000	-
Furniture and fittings	15,000	125	18,750	18,750	18,750	18,750	18,750	18,750	18,750	18,750	18,750	18,750	187,500	-3,750
Vehicles	50,000	150	7,500	7,500	7,500	7,500	7,500	7,500	28,000	-	-	-	73,000	-23,000
Pre-operation al expenses	145,000	100	14,500	14,500	14,500	14,500	14,500	14,500	14,500	14,500	14,500	14,500	145,000	-
Total	1,165,000		115,475	115,475	115,475	115,475	115,475	115,475	135,975	107,975	107,975	107,975	1,152,750	12,250

THE COMPANIES ACT, NO. 12 OF 2002

COMPANY LIMITED BY SHARES



Memorandum

And

Articles of Association

Of

DANFORMATION TANZANIA LIMITED

Incorporated this.....day of..... 2011

DRAWN BY

**MSEMWA & CO. ADVOCATES
P. O. Box 12929, CELL 0655/0784- 432014
Dar es Salaam - Tanzania.**

THE COMPANIES ACT (ACT NO. 12 OF 2002)

COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
Of

DANFORMATION TANZANIA LIMITED

TANZANIA
Stamp Duty Shs. 2500/-
PAID IN ORIGINAL
Receipt No. 43222414 of 4/3/11
Secretary Officer

TANZANIA
Stamp Duty Shs. 2500/- Paid
Receipt No. 43222414 of 4/3/11
Asst. Registrar of Companies

1. The name of the Company is **"DANFORMATION TANZANIA LIMITED"**
2. The registered office of the Company will be situated in Tanzania.
3. The objects for which the Company is formed are: -
 - A. To carry on the business of mining of all types minerals including gold, silver, copper, gypsum, coal, gas.
 - B. To engage in the business of importing and exporting of all types mineral including gold, silver, copper, gypsum, coal, gas.
 - C. To engage in the business of consultancy.
 - D. To engage and carry on the business of computer software, and computer general supplies, computer training, information technology, telecommunication engineering.
 - E. To carry on the business of hotel, restaurants, guests housing, tours and travels.
 - F. To carry on the business of manufactures, workers and dealers in aggregate, crushers, manufacturing iron sheets, vibrated bricks, farm and agriculture, petrol station, hotel, transportation.
 - G. To carry on the business of manufacturers, importers, exporters, dealers, agents for manufacturers, importers, exporters and dealers in all kinds of ware, merchandise, substances, devices, articles and things capable of being used in any such business as aforesaid and deemed requisite for the purposes of the business of the Company.
 - H. To make experiment in and public exhibitions of electrical machinery motors and appliances and to carry on the business of servicing, maintaining, repairing, overhauling, stripping and assembling all types of electrical motor machines, transformers, alternators, dynamos as well as manufacturing and assembling parts for the same.
 - I. To own real estates, lease purchase, acquisition and sale of landed properties, finance insurance and banking, Management Consultancy to various construction companies, and for such purposes to obtain, exercise, carry out and use any, license, concession franchise, authority, power, right or privilege which any government, public body or other authority may be empowered to grant.

- J. To transact any and every description of agency, commission agents, commercial, industrial, manufacturing mercantile and financial business, and to carry on business of clearing and forwarding agents, shipping agents, commission agents, customs agents, provisional merchants, stockiest, importers, exporters retailers and wholesalers, transporters of passengers and goods, motorcars, omnibuses and coach proprietors and carriers, boat owners, ship owners, amusement carriers and job masters.
- K. To carry on the business of Property Development, Building Construction, Electrical Services, Plumbing Services, Architectural Services and to undertake quality survey and valuations.
- L. To engage and carry on the business of mechanical Ventilation and Air Conditioning, computer software, and computer general supplies, computer training, information technology, mechanical and motor engineering, contractors, mechanical engineering, chemical engineering, air technicians, electrical engineering and telecommunication engineering. To carry on business of garage, motor, auto works, car wash, car accessories, service bay, reconditioning of cars and all kinds of mechanical engineering. To carry on the business of selling, whole or retail of all kinds of motor vehicles.
- M. To act as manager, secretary, trustee, administrator, technical adviser, buying agents, commission agent, importer, exporter, or member or local or advisory committee or any other company or firm.
- N. To acquire by purchase, lease, exchange or otherwise, land, buildings, shares and hereditaments of any tenure or description situate anywhere in the United Republic of Tanzania, and any estate or interest therein, and any rights over or connected with land so situate, and to lease, sell, dispose of the same or otherwise turn the same to account as may seem expedient, and in particular by preparing building sites, and by constructing, reconstructing, altering, improving, decorating, furnishing and maintaining offices, shops, buildings, works and conveniences of all kinds, and by consolidating or connecting or sub-dividing properties, and by leasing and disposing of the same, to pay for any property so acquired either in cash, shares or debentures, debenture bonds, or by the passing of mortgages on any of the Company's property and or in any other manner.
- O. To establish and carry on, and promote the establishment and carrying on, upon any property in which the Company is interested, any business which may be conveniently carried on upon or in connection with such property, and the establishment of which may seem calculated to enhance the value of the Company's interest in such property, for to facilitate the disposal thereof.
- P. To sell, lease, grant licences, easements and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the

Company or any part thereof for such consideration as may be thought fit and, in particular, for stock, shares or securities of any company, whether fully or partly paid up.

- Q. To acquire, take over and undertake the whole or any part of the business, property and liabilities (including Mortgage Bonds) of any person or Company carrying on any business which the Company is authorized to carry on, or possessed of property suitable for the purpose of this Company.
- R. To enter into partnership or any arrangement for sharing profits, union of interest, co-operation, joint venture, reciprocal, concession or otherwise, with any person or company carrying on or engaged in, any business or transaction which this Company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as to directly or indirectly benefit this Company, and to lend money to, guarantee the contracts of, or otherwise acquire shares and securities of any such company, and to sell, hold, re-issue with or without guarantee, or otherwise deal with the same.
- S. To enter into any arrangements with any governments or authorities, supreme, municipal, local or otherwise, that may seem conducive to the Company's objects, or any of them, and to obtain from any such government or authority, any rights, privileges, and concessions which the Company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- T. To promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company, or for any other purpose which may seem directly or indirectly to benefit the Company.
- U. To erect, maintain or alter, or cause to be erected, maintained or altered upon any land acquired or hired by the Company any buildings, erections or structure of whatsoever nature and to enter into contracts with builders, architects, engineers, and others for the erection of such buildings, erections or structures.
- V. To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined.
- W. To lend money to such persons or companies and on such terms as may seem expedient, and in particular to customers and others having dealings with the Company, and to guarantee the performance of contracts by any such person or companies.
- X. To remunerate any person or company for services rendered, or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company, or in about the formation or promotion of the Company or the conduct of its business.
- Y. To draw, make, accept, endorse, discount, execute and issue, promissory notes, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments.

- Z. To undertake and execute any trusts the undertaking whereof may seem desirable, and either gratuitously or otherwise.
- AA. To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any Company having objects altogether or in part similar to those of this Company.
- BB. To sell, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account, or otherwise deal with, all or any of the property and rights of the Company.
- CC. To apply for, purchase, or by other means acquire and protect, prolong, and renew, any patents, copyrights, trademarks, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and to manufacture under or grant licenses or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions, processes or rights which the Company may acquire or propose to acquire.
- DD. To carry on all kinds of promotion business and in particular to form, constitute, float, lend money to subsidise assets and control any companies, associations, partnerships or undertakings whatsoever.
- EE. To carry on any other business or activity and do any thing of any nature which may seem to the Company capable of being conveniently carried on or done in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's business or property.
- FF. To lend money to, or grant or provide credit or financial accommodation to any person or company in any case in which such grant or provision is considered likely directly or indirectly to further any of the objects of the Company or the interests of its Members.
- GG. To invest and deal with moneys of the Company not immediately required and in such a manner as may from time to time be determined.
- HH. To adopt means of making known the products of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works, art or interest by publication of books and periodicals and by granting prizes, rewards and donations.
- II. To sell, exchange, mortgage, let on rent, share of profit, royalty or otherwise, grant licences, easements, options servitude's and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof for such consideration as may be thought fit, and in particular for stocks, shares, debentures or other obligations or securities, whether fully or partly paid up, of any other company.

JJ. To give any remuneration or other compensation or reward for services rendered or to be rendered in placing or procuring subscription of, or otherwise assisting in the issue of any shares, debentures or other securities of the Company or in or about the formation of the Company or the conduct of its business.

KK. To procure the registration or incorporation of the Company in or under the laws of any place outside Tanzania.

LL. To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object, or for any exhibition, or for any purpose which may be considered likely directly or indirectly to further the objects of the Company or the interests of its members.

MM. To grant bonuses or gratuities to any officers or employees or ex-officers or ex-employees of the Company, or of its predecessors in business or of its holding company or subsidiary companies (if any), or to the relations, connections or dependants of any such persons, and to establish or support any associations, institutions, clubs, building and housing schemes, pension schemes, funds and trusts which may be considered calculated to benefit any such persons or otherwise advance the interests of the Company or of its Members.

a. To lend and advance money or give credit to such persons, firm or companies and on such terms as may seem expedient, and in particular to customers and others having dealings with the Company, and to give guarantee to become surety for any persons, firm or companies for the due payment of money for the performance of any obligations or liabilities.

b. To distribute any of the property of the Company among its members in specie or kind.

NN. To do all or any of the things or matters aforesaid in any part of the world and either as principals, agents, contractors, trustees or otherwise and by or through trustees, agents or otherwise and either alone or in conjunction with others.

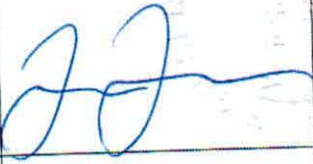

OO. To do all such other things which are incidental or conducive to the attainment of the above objects.

PP. And it is hereby declared that the word "**company**" in this clause, except where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in Tanzania or elsewhere, and that the objects specified in the different paragraphs of this clause shall not, except where the context expressly so requires, be in anywise limited or restricted by reference to or inference from the terms of any other paragraph or the name of the Company, but may be carried out in as full and ample a manner and shall be construed in as wide a sense as if each of the said paragraphs defined the objects of a separate, distinct and independent company.

4. The liability of the Members is limited.

5. The initial share capital of the Company The share capital of the company is Tanzania shillings 500,000,000/= (shillings FIVE hundred Million) divided into 5,000 Ordinary shares of value of Tanzania shillings 100,000 /= each, with power for the company from time to time to increase or reduce the said capital into several classes or otherwise and to attach thereto respectively preferential, qualified or special rights, privileges and conditions.

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.

Names, Postal Addresses and Occupations of Subscribers	Number of Shares taken by each Subscriber	Signature & Seal/Rubber Stamp of Subscribers
HIGH SERVICES APS VESTERBROGADE 29 4930 MARIBO DENMARK	99	
ALIKO HARRY MWAMANENGE P. O. Box 79220 DAR ES SALAAM TANZANIA	1	

Dated this 03rd day of March 2011

WITNESS to the above Signatures

Signature: 

Postal Address: 211

Qualification: Adv



THE COMPANIES ACT

(ACT NO. 12 OF 2002)

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION TO A COMPANY PRECEDING

MEMORANDUM OF ASSOCIATION OF

DANFORMATION TANZANIA LIMITED

INTERPRETATION

1. In these articles:-

“the Act” means the Companies Act;

“the articles” means the articles of the company;

“clear days” in relation to the period of a notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;

“the seal” means any person appointed to perform the duties of the secretary of the company;

“Secretary” shall mean any person appointed to perform the duties of Secretary of the Company;

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photograph, and other modes of representing or reproducing words in a visible form.

Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these articles become binding on the company.

MEMBERS

2. The number of members with which the company proposes to be registered is but the directors may from time to time register an increase of members.
3. The subscribers to the memorandum of association and such other persons as the directors shall admit to membership shall be members of the company.

TANZANIA
Stamp Duty Shs. 5000/-
PAID ON ORIGINAL
Receipt No. 43222414 of 4/3/11
Secretary Official

TANZANIA
Stamp Duty Shs. 2500/- Paid
Receipt No. 43222414 of 4/3/11
Asst. Registrar of Companies

GENERAL MEETINGS

4. The Company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notice calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the company and that of the next.

Provided that so long as the company holds its first annual general meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation or in the following year. The annual general meeting shall be held at such time and place, as the directors shall appoint.

5. All general meetings other than annual general meetings shall be called extraordinary general meetings.
6. The directors may, whenever they think fit, convene an extraordinary general meeting, and extraordinary general meetings shall also be convened on such requisition, or in default, may be convened by such requisitions, as provided by section 133 of the Act. If at any time there are not within the Tanzania sufficient directors capable of acting to form a quorum, any director or any two members of the company may convene an extraordinary general meeting in the same manner as nearly as possible as that in which meeting may be convened by the directors.

NOTICE OF GENERAL MEETINGS

7. Every general meeting shall be called by twenty-one clear days' notice in writing at the least. The notice shall specify the place, the day and hour of meeting and, in case of special business, the general nature of that business:

Provided that a meeting of the company shall, notwithstanding that it is called by shorter notice than that specified in this article be deemed to have been duly called if it so agreed:-

- (a) in the case of a meeting called as the annual general meeting, by all the members entitled to attend and vote thereat; and
- (b) in the case of any other meeting, by a majority in number of the members having a right to attend and vote at the meeting, being a majority together representation not less than ninety – five percent of the total voting rights at that meeting of all the members.

8. Subject to the provisions of the articles, the notice shall be given to all the members, to all persons entitled to a share in consequence of the death or bankruptcy of a member and to the directors and auditors. The accidental omission to give notice of a meeting to, or the non receipt to notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

PROCEEDINGS AT GENERAL MEETINGS

9. All business shall be deemed special that is transacted at an extraordinary general meeting, and also all that is transacted at an annual general meeting, with the exception of declaring a dividend, the consideration of the accounts, balance sheets, and the reports of the directors and auditors, the election in the place of those retiring and the appointment of, and the fixing of the remuneration of the auditors.
10. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; two persons, entitled to vote on the business to be transacted, each being a member or a proxy for a member or a duly authorized representative of a corporation, shall be a quorum.
11. If within half an hour from the time appointed for the meeting quorum is not present, or if during the course of a meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the directors may determine.
12. The Chairman, if any, of the board of directors or in his absence some other director nominated by the directors shall preside as chairman of the general meeting, but if neither the chairman nor such other director (if any) be present within fifteen minutes after the time appointed for the holding of the meeting and willing to act, the directors present shall elect one of their number to be chairman of the meeting and, if there is only one director and willing to act, he shall be chairman.
13. If at any meeting no director is willing to act as chairman or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their number to be a chairman of the meeting.
14. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days notice of the adjourned meeting shall be given specifying the time and place of the meeting and the general nature of the business to be transacted. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
15. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands demand:-

- (a) by the chairman; or
- (b) by at least (three) members present in person or by proxy; or
- (c) by any member or members present in person or by proxy and representing not less than one – tenth of the total voting rights of all the members having the right to vote at the meeting.

Unless a poll be so demanded a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to the effect in the book containing the minutes of proceedings of the company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favor of or against such resolution.

The demand for a poll may, before the poll is taken, be withdrawn

- 16. Except as provided in article 18, if a poll is duly demand it shall be taken in such manner as the chairman directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demand.
- 17. In the case of an equality of votes, whether on a shoe of hands or on a poll, the chairman of the meeting shall be entitled to a second or casting vote.
- 18. A poll demanded on the election of a chairman, or on a question of adjournment, shall be taken immediately. A poll demanded on any other question shall be taken either immediately or at such time as the chairman of the meeting directs, and any business other than upon which a poll has been demanded may be preceded with pending the taking of the poll.
- 19. A resolution in writing executed by or on behalf of each member who would have been entitled to vote upon it if it had been proposed at a general meeting at which he was present shall have effect as if it had been passed at a general meeting duly convened and held, and consist of several instruments in the like form each executed by or on behalf of one or more member.

VOTE OF MEMBERS

- 20. Every member shall have one vote.
- 21. A member in respect of whose estate a manager has been appointed under section 26 of the Mental Diseases Ordinance, may vote, whether on a show of hands or on a poll, by his said manager, and any such manager may, on a poll, vote by proxy.
- 22. No member shall be entitled to vote at any general meeting unless all moneys presently payable by him to the company have been paid.
- 23. On a poll votes may be given either personally or by proxy.

24. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorized in writing, or, if the appointer is a corporation, either under sea) or under the hand of an officer or attorney duly authorized. A proxy need not be a member of the company.

25. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the company or at such other place within the Territory as is specified for that purpose in the notice convening the meeting, not less than 48 hours before the time for holding the meeting of adjourned meeting at which the per son named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

26. An instrument appointing a proxy shall be in the following form or a form as near hereto as circumstances admit:-

"..... Limited
I/We of, being a member/ members
of the above - named company, hereby appoint
, of
or failing him of, as my/our proxy to vote
for
me/us on my/or behalf at the {annual or extraordinary, as the case maybe} general
meeting of the
company to be held on theday of200....., and at any
adjournment thereof.

Signed this day of,200"

27. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:-

"..... Limited.

I/Weof Being a member/members of the above
named company, hereby appoint of of or failing
him of, as my/our proxy to vote for me/us on my/our
behalf at the {annual or extraordinary, as the case may be} general meeting of the
company to be held on theday of.....200....., and at any
adjournment thereof.

Signed thisday of.....200"

This form is to be used* in favour of/against the resolution. Unless otherwise instructed, the proxy will vote as he thinks fit.

*Strike out which ever is not desire"

28. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
29. A vote given in accordance with the terms of an instrument of proxy, or poll demanded by proxy, or by the duly authorized representative of a corporation shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll unless notice of the determination was received by the company at its registered office (or at such other place at which the instrument of proxy was duly deposited) before the commencement of the meeting or adjourned meeting at which the proxy is used.

CORPORATIONS ACTING BY REPRESENTATION AT MEETINGS

30. Any corporation which is a member of the company may by resolution of its directors or other governing body authorize such person as it thinks fit to act as its representative at any meeting of the company, and the person so authorized shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the company.

DIRECTORS

31. The Number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum of association or a majority of them and until such determination the signatories to the Memorandum of Association shall be the first directors. Unless otherwise determined by ordinary resolution, the number of directors shall not be subject to any maximum but shall be not less than two.
32. The remuneration of the directors shall from time to time be determined by the Company in general meeting. Such remuneration shall be deemed to accrue from day to day. The directors shall also be paid all traveling, hotel and other expenses properly incurred by them in attending and returning from meetings of the directors or any committee of the directors or general meetings of the company or in connection with the business of the company.
33. The following persons shall be first Directors to the Company:-

1. **JOSHUA DALGAARD**
2. **CARL ANKER MORTENSEN**

BORROWING POWERS

The director may exercise all the powers of the company to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture

stock and other securities, whether outright or as security for any debt, liability or obligation of the company or any third party.

POWERS AND DUTIES OF DIRECTORS

34. Subject to the provisions of the Act, the memorandum and the articles and to any directors given by special resolution, the directors, who may exercise all the powers of the company, shall manage the business of the company. No alteration of the memorandum or articles and no such directions shall invalidate any prior act of the directors, which would otherwise have been valid. The powers given by this article shall not be limited by any special power given to the directors by the articles and a meeting of directors at which a quorum is present may exercise all powers exercisable by the directors.
35. The directors may by power of attorney appoint any person to be the attorney or agent of the company for such purposes and on such conditions as they determine, including authority for the attorney or agent to delegate all or any of his powers.
36. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as they case may be, in such manner as the directors shall from time to time by resolution determine,
37. The directors shall cause minutes to be made in books provided for the purpose:-
 - (a) of all appointments of officers made by the directors;
 - (b) of the names of the directors present at each meeting of the directors and of any committees of the directors;
 - (c) of all resolutions and proceedings at all meetings of the company, and of the directors, and of committees of directors.

DISQUALIFICATION OF DIRECTORS

38. The office of director shall be vacated if the directors:-
 - (a) Without the consent of the company in general meeting holds any other office of profit under the company; or
 - (b) Becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - (c) Cases to be a director by virtue of any provision of the Act or becomes prohibited by law from being a director; or
 - (d) Becomes of unsound mind; or
 - (e) Resigns his office by notice in writing to the company; or
 - (f) Is directly or indirectly interested in any contract with the company and fails to declare the nature of his interest in manner required by the Act.

A director shall not vote in respect of any contract in which he is interested or any matter arising thereat, and if he does so vote shall not be counted.

39. The company may by ordinary resolution appoint a person who is willing to act as director to fill a vacancy or be an additional director.
40. The directors may appoint a person who is to act to be a director, either to fill a vacancy or as an additional director, but so that the total number of directors shall not at anytime exceed the number fixed by or in accordance with these articles. Any director so appointed shall hold office only until the next following annual general meeting, and shall then be eligible for re - election.
41. The company may by ordinary resolution, of which special notice had been given in accordance with section 144 of the Act, remove any director before the expiration of his period of office notwithstanding anything in the article or any agreement between the company and such director. Such removal shall be without prejudice to any claim such director may have for damages for breach of any contract of service between him and the company.
42. The company may by ordinary resolution appoint another person in place of a director removed from office under the immediately preceding article. Without prejudice to the powers of the directors under article 40 the company in general meeting may appoint any person to be a director either to fill a vacancy or as an additional director.
43. Subject to the provisions of the articles, the directors may regulate their meetings as they think fit. Questions arising at a meeting shall be decided by a majority of votes. In case of an equality of votes, the chairman shall have a second or casting vote. A director may, and the secretary at the request of a director shall, call a meeting of the directors. It shall not be necessary to give notice of a meeting of directors to any directors who are absent from Tanzania.
44. The quorum necessary for the transaction of the business of the directions may be fixed by the directors and unless so fixed shall be two.
45. The continuing directors may act notwithstanding any vacancy but, if and so long as their number is reduced below the number fixed by or pursuant to the articles of the act for the purpose of increasing the number of directors to that number, or summoning a general meeting of the company, but for no other purpose.
46. The directors may appoint one of their numbers to be the chairman of the board of directors and determine the period of which he is to hold office. Unless he is unwilling to do so, the director so appointed shall preside at every meeting of directors at which he is present. But if no such chairman is appointed, or if he is unwilling to preside, or if at any meeting the chairman is not present within five minutes after the time appointed for holding the same, the directors present may choose one of their number to be chairman of the meeting.
47. The directors may delegate any of their powers to any committee consisting of one or more directors; any committees so formed shall in the exercise of the powers so to

any such regulations, the proceedings of a committee with two or more members shall be governed by the articles regulating the proceedings of directors so far as they are capable of applying.

48. All act done by a meeting of the directors or of a committee of directors or by a person acting as a director shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such director, or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a director and was entitled to vote.
49. A resolution in writing signed by all the directors entitled to receive notice of a meeting of the directors, or of a committee of directors, shall be as valid and effectual as if it had been passed at a meeting of the directors or {as the case may be} a committee of directors duly convened and held, and may consist of several documents in the like form each signed by one or more directors.

SECRETARY

50. The Secretary shall be appointed by the directors for such term, at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.
51. A provisions of the Act or these articles requiring or authorizing a thing to be done by or to a director and the secretary shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, the secretary.

THE SEAL

52. The seal shall only be used by the authority of the directors or of a committee of the directors authorized by the directors. The directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a director and by the secretary or by a second director.
53. The directors shall cause proper books of account to be kept with respect to:-
- (a) all sums of money received and expended by the company and the matters in respect to which the receipt and expenditure takes place;
 - (b) all sales and purchase of goods by the company; and
 - (c) the assets and liabilities of the company.

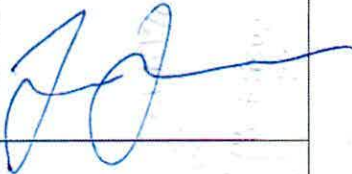

Property books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and air view of the state of the company's affairs and to explain its transactions.

54. The books of account shall be kept at the registered officer of the company, or subject to section 151 (4) of the Act, at such other place or places as the directors think fit, and shall always be open to the inspection of the directors.
55. No number shall (as such) have right of inspecting any accounting records or other book or document of the company except as conferred by statute or authorized by the directors or by ordinary resolution of the company.
56. The directors shall from time to time in accordance with sections 153,155 and 150 of the Act, cause to be prepared and to be laid before the company in general meeting, such profit and loss accounts, balance sheets, group accounts (if any) and reports as are referred to in those sections.
57. In accordance with section 164 of the Act, the copy of the company's annual accounts to be laid before the company in general meeting together with a copy of the directors' report and the auditors shall not less than twenty – one days before the date of the meeting be sent to every member of, and every holder of debentures of, the company. Provided that this regulation shall not require a copy of those documents to be sent to any person of whose address the company is not aware or to more than one of the joint holders of any debentures.

AUDIT

58. Auditors shall be appointed and their duties regulated in accordance with sections 170 to 179 of the Act.
59. Any notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of directors need not be in writing. The company may give any notice to a member either personally or by sending it by post in a prepared envelope addressed to the member at his registered address, or by leaving it at that address. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice, and to have been effected at the expiration of seventy – two hours after the letter containing the same was posted. A member whose registered address is not within the Tanzania and who gives to the company an address within the Tanzania at which notices may be given him shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the company.

WE, the several persons, whose names and addresses are subscribed, are desirous of being formed into a Company, in pursuance of this articles of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names, Postal Addresses and Occupations of Subscribers	Number of Shares taken by each Subscriber	Signature & Seal/Rubber Stamp of Subscribers
HIGH SERVICES APS VESTERBROGADE 29 4930 MARIBO DENMARK	99	
ALIKO HARRY MWAMANENGE P. O. Box 79220 DAR ES SALAAM TANZANIA	1	

Dated this 03rd day of March 2011

WITNESS to the above Signatures:

Signature: [Handwritten Signature]
 Postal Address: DSM
 Qualification: ADW



LEASE AGREEMENT

BETWEEN

RELI ASSETS HOLDING COMPANY

AND

DANFORMATION (T) LIMITED

In Respect of

FOUNDRY WORKSHOP, DAR ES SALAAM

Certified as a True Copy of The Original
[Signature]
EINIOL J. MSEMWA
Advocate Notary Public & Commissioner

LEASE AGREEMENT

This agreement is made this..... day of June 2011

Between

RELI ASSET HOLDING COMPANY LIMITED (RAHCO) a statutory body established under the Railways Act, 2002 of the laws of the United Republic of Tanzania and having its principal and registered office at Sokoine/Railway Street, P. O. Box 76959, Dar es salaam (hereby referred to as "the Landlord") of P.O. Box 76959, Dar es Salaam, Tanzania, of the one part,

And

DANFORMATION (T) LIMITED, a firm incorporated under the Company Act of the laws of the United Republic of Tanzania its principal and registered office at Segerea of P. O. Box 38528 Dar es Salaam (hereby referred to "as Tenant") of the other part.

WHEREAS the Landlord has decided to lease her property Foundry Workshop (hereinafter called "Workshop") located along Nkrumah Road, in Dar es salaam Region, together with facilities including but not limited to assets and equipment's contained therein as provided in the Deed of Handover.

AND WHEREAS the Tenant having represented to the Landlord that they have the required professional skills, technical and financial resources and his desires of leasing the Workshop and uses it on the terms and conditions stipulated hereinafter.

AND WHEREAS the Tenant is aware that currently the Workshop is occupied and used by other person than the Landlord and that the Landlord shall ensure that the current occupant of the Workshop shall vacate the Workshop before the Tenant be handed over and occupy the Workshop free from any encumbrances.

AND WHEREAS the Landlord shall ensure the current occupier is out of the premises and in no manner shall involve the Tenant with any cost regarding the departure of the current occupier.

NOW THIS AGREEMENT WITNESSETH as follows

Article I. ABBRIVIATIONS:

For the purposes of this agreement the following abbreviations shall be used;


- a) RAHCO – Reli Assets Holding Company Limited
- b) DF – Danformation Tz. Limited
- c) EIA – Environmental Impact Assessment
- d) EPZA – Export Processing Zones Authority

1

Landlord



Tenant

Certified as a True Copy of the Original

DEINIOL J. MSEMWA
Advocate, Notary Public & Commissioner For

Article II.

1. TERM

That term of this Agreement shall be **ten (10) years** renewable on these terms or revised terms as shall be mutually agreed between parties.

2. DIVISION OF THE LEASE TERM

That the lease term shall be divided as follows:

- a) The test period (4 months)
- b) The initial stage (8 months)
- c) The normal running period

Article III.

PURPOSE

That the **Tenant** shall during the tenure of this Agreement:

- a) Use the **Workshop** for carrying out and maintaining its purposes of its use as are necessary or ancillary to the services and in an orderly manner.
- b) Not use or permit the **Workshop** to be used for illegal or immoral purposes.
- c) Maintain the **Workshop** in clean conditions and shall not store or place rubbish, garbage or waste in areas not identified for such purposes.
- d) Not to do or permit to be done upon the **Workshop** anything which in accordance to the provisions of the laws will constitute nuisance or annoyance to or in any way interfere with the quiet and comfort of the neighborhood.
- e) Not to sell, assign, sub-let, part with the use, possession or occupation of the **Workshop** or any part thereof, or any fixture or fitting thereon without the prior written consent of the **Landlord**.
- f) Permit the **Landlord** and his authorized agents and staff at all reasonable times and for all lawful purposes have full access to the **Workshop**.
- g) Be responsible for day and night security of the **Workshop** and the connected responsibilities of the security of the **Workshop**.

Article IV.

CONSIDERATION

- i. That the **Tenant** shall pay the sum of **USD 1,000.00 (United States Dollars One thousand Only)** per month being Lease Rent for **four (4)** months of the test period, and shall pay the sum of **USD 2,000.00 (United States Dollars Two Thousands Only)** per month being Lease Rent for **eight (8)** months of the initial stage, and shall pay the sum of **USD 6,500.00 (United States Dollars Six thousands Five Hundred Only)** per month being Lease Rent for the remaining period (normal running period).
- ii. That the **Lease Rent** in the normal running period shall be raised by 10% every year throughout the said period.

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Landlord



Tenant



- iii. That before the beginning of the period of this Agreement the **Tenant** shall deposit payment in equivalent of three months Leased Rent which shall be in cash as a Security Deposit.

Article V.

REHABILITATION

- a) That the **Tenant** is at liberty to renovate and refurbish the said foundry to suit the intended purposes herein.
- b) That the renovation so intended includes adding fixtures such as smelting ports, smelting ovens, overhead cranes, railways, and any other movable equipment such as high voltage generators and compressors, and heavy equipment suitable to run the project.
- c) Use the services of competent employees to use the machines and equipments.
- d) Not to make or cause to be made any additions or alterations, to the **Workshop** or its fitting and fixtures without the **Landlord** prior written consent
- e) The **Tenant** shall be liable for death or injury to any person or for loss of damage to **Workshop** caused on the **Workshop** or any part thereof through fire, floods, accident or any other cause over which the **Tenant** his agents, employees or invitees have caused.
- f) All staff and property of the **Tenant** brought and built at any time shall be entirely at the risk of the **Tenant**.
- g) The **Tenant** shall not assign or transfer this **Agreement** in whole or part or use it as collateral or security of any kind whatsoever for loan or credit facilities or any manner connected therewith.
- h) The **Tenant** shall not discriminate against any person or parties desiring good services from the **Tenant's** operations on grounds of nationality, origin. Religion, sex or business associations or any other manner considered inappropriate.
- i) The **Tenant** shall provide suitable, trained and qualified staff for the purposes set out herein. Such staff shall be properly uniformed and shall remain clean, civil and sober at all times while on duty.
- j) The **Tenant** shall comply with and observe all Laws and Regulations in force for the provision of such services and shall abide and comply with all directives emanating thereto from time to time concerning the Services.
- k) That the **Tenant** shall incur all costs of the renovation mentioned above.

Provided that at the end of the lease period the **Tenant** shall not be allowed to remove any fixtures already improvised in the building but may take any movable equipment that he has improvised at the beginning or during the period of the tenancy.

Article VI

HEREWITH THE LANDLORD AGREES AS FOLLOWS:

- 1) That should the **Tenant** be prohibited to do the purposes mentioned in Article III either by government or by the environmental agencies this Agreement shall be terminated mutually and the parties shall maintain their status quo.

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Landlord



Tenant



- 2) The **Landlord** shall give necessary information's to the **Tenant** to obtain necessary permits for using the **Workshop**.
- 3) That the **Landlord** covenants with the **Tenant** that he shall insure the building against fire and other natural disasters and the **Tenants** shall also insure all equipment's to be used in the Workshop plus the ones to be installed by him during tenancy period.
- 4) That the **Landlord** shall, throughout the lease period let the tenant enjoy the premises free from any encumbrances what so ever from the tenant himself and or his agents unless upon notification. The **Tenant** reserves the right of entry from any person who is a competitor regardless of the **Landlord** permission.
- 5) The **Tenant** shall fence the leased areas as per drawings submitted and approved by the **Landlord**.
- 6) The **Landlord** shall provide an office at the **Workshop** area for the use of the tenant during the test period. Any renovation or construction made by the tenant is borne by the tenant.
- 7) If **Tenant** uses any materials such as firebricks that are in the **Workshop** in the beginning they shall replace used materials when leaving the **Workshop**.
- 8) That in case of natural disaster or change in the Government policies necessitating termination of the lease prior to the lapse of the lease period, each party shall retain its original status prior to the lease, serve for the difference in the lease period that has already been covered.
- 9) That should either party in the lease period wish to terminate the lease, the **Tenant** shall serve the **Landlord** six (6) months and **Landlord** shall serve the **Tenant** twelve (12) months' notice. Excluding the test period.
- 10) That the **Tenant** shall be at liberty to terminate the lease agreement within the testing period prior to issuing a one (1) month notice to the **Landlord**.
- 11) That should the **Tenant** fail to pay Lease Rent for three (3) months - equal to the prepaid period, this agreement shall be terminated forthwith from the first day of default.
- 12) That If the **Landlord** wishes to terminate this lease agreement prior to end of the Lease Agreement, the **Landlord** shall reimburse the **Tenant** the cost of investment less any outstanding the **Tenant** owes the Landlord as at the time of the said termination.

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Landlord



Tenant



Article VII

EFFECTIVE DATE

The Tenant shall begin to use the Workshop from the August 1st 2011 and after making all necessary payments in the manner provided under this contract.

That each party to this agreement has consented to these terms by signing these presents in the manner herein below;

SEALED at DAR ES SALAAM by the Seal of RAHCO Before us this 10th day of June 2011



SEAL

NAME ENG. BENHADARD M. TITO
ADDRESS P.O. Box 76059 DAR ES SALAAM
SIGNATURE [Signature]
QUALIFICATION MANAGING DIRECTOR

NAME Albert Mshay
ADDRESS P.O. Box 76059 Dar es Salaam
SIGNATURE [Signature]
QUALIFICATION Company Secretary

SEALED at DAR ES SALAAM by the seal of DF Before us this 10th day of June 2011

Certified as a True Copy of The Original
[Signature]

DEINOL J. MSEMWA
Advocate Notary Public & Commissioner For Oaths



NAME JOSHUA DALGAARD
ADDRESS Box 12929 DSM
SIGNATURE [Signature]
QUALIFICATION DIRECTOR

NAME Aliko Harry Mwamane DPC
ADDRESS Box 2222 D.S.M.
SIGNATURE [Signature]
QUALIFICATION C.F.O.



DRAWN BY

MM AND ASSOCIATE ADVOCATES
SAMORA AVENUE OPP. EXTELECOM
DAR ES SALAAM
TANZANIA

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Landlord

[Signature]

Tenant

[Signature]



TANZANIA INVESTMENT CENTRE

REGISTRATION FORM

FOR

CERTIFICATE OF INCENTIVES

**(Tanzania Investment Act 1997, Section 17 and 18,
and the Investment Regulations:
Regulation 42, Government Notice No. 318A of 2002)**

Tanzania Investment Centre
9A & B Shaaban Robert Street
P. O. Box 938
DAR ES SALAAM
Tel. 022 2116328
Fax. 022 2118253
e-mail: information@tic.co.tz
Website: www.tic.co.tz

(Please fill the form in duplicate)

Investment Breakdown

US\$/Tshs.M

Land/Building	65.000
Plant	—
Vehicles + Machinery	940.000
Furniture & Fittings	15.000
Pre-expenses	145.000
Others	—
Working Capital	833.333
TOTAL	1.998.333

Contact Details:

Name: CARL ANKER MORTENSEN Title: CHAIRMAN
 Phone: +255 652 596499 Fax: +45 6980 2844
 Email: c.mortensen@danformation.co.tz

Payments to be made payable to:

TANZANIA INVESTMENT CENTRE
 STANDARD CHARTERED BANK TANZANIA LTD.
 ADDRESS: SCBLTZTX
 ACCOUNT NO.: 8702006002000

UNITED REPUBLIC OF TANZANIA

THE TANZANIA INVESTMENT ACT
(No. 26 of 1997)

APPLICATION FOR REGISTRATION
(Made under Regulation 42)

To: The Executive Director
 Tanzania Investment Centre
 P. O. Box 938
 DAR ES SALAAM
 Tanzania

- I/We JOSHUA DALGAARD - CARL ANKER MORTENSEN
 (director/directors/agent of DANFORMATION (T) LTD
 (name of business enterprise) apply for registration of DANFORMATION (T) LTD
 under Section 17 of the Act and Part IV of the Investment Regulations, 2002.
- The registered office of the company will be situated at NKURUMAH STREET, DAR
 ES SALAAM, PLOT NO 82.
 Copies of the following documents are attached to this application:
 - The Memorandum and Articles of Association/or partnership agreement
 - Certificate of Incorporation/Registration
 - A copy of the Project Profile or Feasibility Study showing the implementation period,
 programme of implementation and operative date
 - Evidence of financing and evidence of land ownership for the project
- The Head Office of the Company will be situated at NKURUMAH STREET, DAR
- The Principal Officers of the Company are JOSHUA DALGAARD, &
 CARL ANKER MORTENSEN
- Auditors of the Company are TAX PROFESSIONALS
- The authorized share capital of the Company is Tshs./US\$ 500,000,000/= FIVE HUNDRED
 MILLION TANZANIAN SHILLINGS

7. The intended capital investment of the Company in terms of Section 2(2) of the Act

is Tshs./US\$ 2 MILL USD

8. The month and day of the financial year end is 31.12

Note: *failure to provide all the required information will result in the return of the application by the Centre.*

I/We enclose a cheque/cash made payable to the **Tanzania Investment Centre** for Tshs./US\$

..... Being the Registration Fees. *In the event this application is unsuccessful we understand that this fee will not be refunded.*

I, JOSHUA DALGAARD of Post Office Number Box 38528

Dsm do solemnly and sincerely declare that I am a director/duly

authorized agent of

AND that all the requirements of the Tanzania Investment Act, 1997 in respect of matters precedent to the registration of the business enterprise under the Act and incidental thereto have been complied with, AND I make this solemn declaration conscientiously believing the same to be true.

Declared at Dar es Salaam

JOSHUA DALGAARD

The 27th day of July 2011


Applicant

Before me:



APPLICATION SUMMARY

Company Name: DANFORMATION (T) LTD

Certificate of Incorporation Number: 81853 Status:

Certificate of Incorporation Date: 4th March 2011

Post Box: 12929 Dsm

Town: Dsm

Sector: Manufacturing Sub-Sector: Co

Investment Financing Plan in Million US\$/Tshs.

Foreign Equity 600.000\$ Local Equity Foreign Loan 700.000\$

Project Objectives: Smelting Copper ore to CO
Copper

Capacity: 100 MT PER YEAR

Employment: Foreign: 5-10 Local: 30-50

Implementation Period: 5 Ys

Project Location

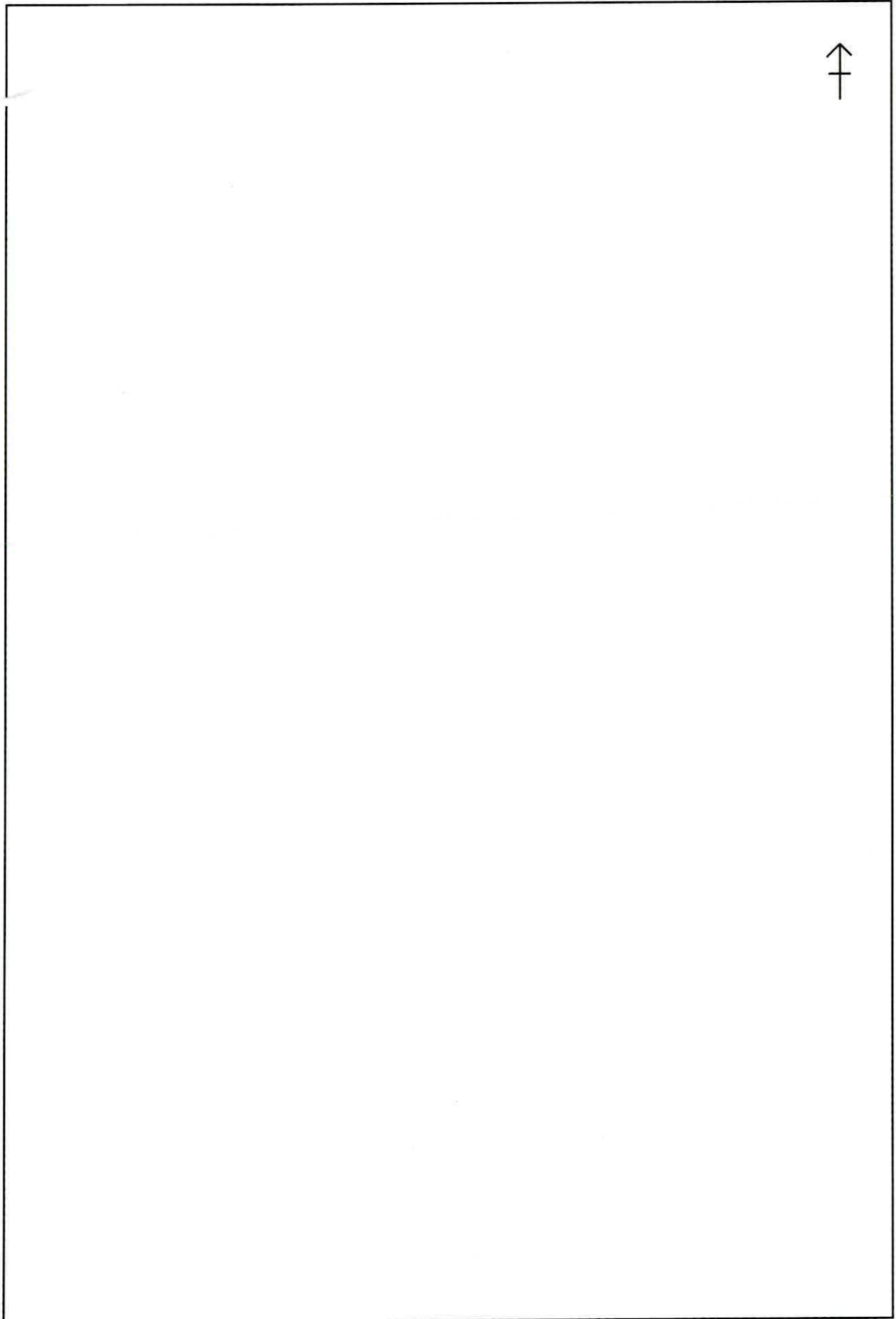
Site/Plot/Block No.: 82

Street: NKRUMAH STR - District: ILALA
(Attach sketch map showing project location)

Shareholders	Nationality
<u>HIGH SERVICES APS</u>	<u>DENMARK</u>
<u>ALIHO HANAY MUHAMMADU</u>	<u>TANZAN</u>
.....
.....
.....



SKETCH MAP SHOWING PROJECT LOCATION





TANZANIA



Certificate of Incorporation

Section 15

No 81853

I HEREBY CERTIFY THAT

DANFORMATION TANZANIA LIMITED ===

is this day incorporated under the Companies Act, 2002 and that the Company is Limited

Given under my hand at Dar es salaam

this 4TH day of MARCH

TWO THOUSAND AND ELEVEN



Asst. Registrar of Companies

Certified as a True Copy of The Original
[Signature]
DENIOL J. MSEMWA
Advocate, Notary Public & Commissioner For Affidavits

BOARD RESOLUTION

Executive Director
Tanzania Investment Centre
N 9 A&B Shaaban Robert Street
P.O.Box 938
Dar es Salaam

Dar es Salaam, 26th of July 2011

Dear sir.

Joshua Dalgaard and Carl Anker Mortensen who are directors of the company Danformation (number of incorporation under the Companies Act 2002: 81853) resolve to register the company in the Tanzania Investment Centre.

Best regards



Joshua Dalgaard

Director
Danformation



Carl Anker Mortensen

Chairman
Danformation

DANFORMATION (Tz.) Limited

N.I.C Life House

Ohio Street

P.O.Box 38528

Dar es Salaam

Tanzania

jdalgaard@danformation.co.tz



**KCB
BANK**

Making the
Difference

KCB Bank Tanzania Limited
(INCORPORATED IN TANZANIA)

Mlimani City Branch
Mlimani City Shopping Mall
P.O. Box 3375
Sam Nujoma Road
Dar es Salaam

Tel: (+255-22) 241 1035
Fax: (+255-22) 241 1034
Email: kcbmlimani@tz.kcbbankgroup.com
Website: <http://www.kcbbankgroup.com>
SWIFT: KCBLTZTZ

KCBT/MLI/07/01

25/07/2011

The executive Director,
Tanzania Investment Centre,
P.O Box 938,
Dar es salaam.

Dear Sir,

RE: DANFORMATION TANZANIA LIMITED

Danformation Tanzania Limited was incorporated on 04th March 2011 under certificate of incorporation number 81853 with the following directors:

- 1: Joshua Dalgaard
- 2: Carl Anker Mortensen

We believe the directors to be honest and of high integrity and that are reliable and good for normal business engagements.

This information is strictly provided for normal business transactions and we KCB Bank Tanzania Ltd will not be liable for any misconduct whatsoever arising during the course of the business.

Yours Sincerely

TWILUMBA TALAWA
BRANCH MANAGER



Executive Director
Tanzania Investment Centre
N 9 A&B Shaaban Robert Street
P.O.Box 938
Dar es Salaam



Dar es Salaam, 26th of July 2011

Dear sir,

We hereby apply for registration of Danformation Tz Ltd under Tanzania Investment Centre.
Together with this letter we enclose:

- TIC registration form
- Board resolution
- Bank introduction letter
- Certified copy of lease agreement
- The Memorandum of Articles of Association
- Certificate of Incorporation
- A copy of the project profile.

Best regards


Joshua Dalgaard

Director
Danformation


Carl Anker Mortensen

Chairman
Danformation



DANFORMATION (Tz.) Limited

N.I.C Life House
Ohio Street
P.O.Box 38528
Dar es Salaam
Tanzania

jdalgaard@danformation.co.tz

3

TICC/PP.10/042078/3

9th August, 2011

Managing Director,
Danformation Tanzania Ltd,
P.O. Box 12929,
DAR ES SALAAM

RE: CERTIFICATE OF INCENTIVES FOR INVESTMENT IN THE ESTABLISHMENT OF COPPER ORE SMELTING PLANT

We wish to acknowledge receipt of your project proposal to establish copper ore smelting plant as presented in the TIC P.A. 1 Form No. 09382 and Feasibility Study with a projected investment of USD 2m.

We have studied your project proposal and we are pleased to inform you that your investment proposal is now officially registered and therefore your project will be granted a CERTIFICATE OF INCENTIVES, given under authority conferred upon TIC under Part III, Section 17 (1-8) of the Tanzania Investment Act, 1997.

You will be required to submit to the Centre a Progress Report on the implementation of the project after every six months for our information and review. Guidelines for the preparation of the report are contained in annexure 2 also attached to this letter. Please do not hesitate to contact the Centre for any clarification if the need arises. Please also note that a facilitation fee equivalent to US\$ 750.00 is payable at the ruling exchange rate before your Certificate of Incentives is prepared.

.../2

TICC/PP.10/042078/3

9th August, 2011

Please make deposit direct to the bank as per bank details below:

Tanzania Investment Centre
Standard Chartered Bank (T) Ltd
US Dollar A/C 8702006002000
T.Shs A/C 0102006002000

We wish you every success in the implementation of the project.

Yours sincerely,

Tanzania Investment Centre



B. D. Chonjo

For: EXECUTIVE DIRECTOR

Copy to: Permanent Secretary,
Ministry of Finance,
P. O. Box 9111,
DAR ES SALAAM

Permanent Secretary,
Ministry of Industry, Trade and Marketing,
P.O. Box 9503,
DAR ES SALAAM

Commissioner General,
Tanzania Revenue Authority,
P. O. Box 11491,
DAR ES SALAAM



TIC Evaluation Report

Name of the Company
Danformation Tanzania Ltd

Post Box	Nkrumah Street	COI Number	81853	Contact	Carl Anker Mortensen
Post Office	12429	COI Date	03/04/2007	Designation	Chairman
Region	Dar Es Salaam	Application F. No	09382	Phone	
Country	Tanzania	Status	New	Direct Phone	
		Sector	Manufacturing	Cell Phone	0652 596499
		Sub Sector	Copper Smelting	Fax	+4569802844
		File No	042078	E-Mail Address	cmortensen@danformation.co.tz

Project Location		Investment Finance Plan in Millions USD											
Plot/Block	Plot 82	<table border="1"> <thead> <tr> <th>Foreign Equity</th> <th>Local Equity</th> <th>Foreign Loan</th> <th>Local Loan</th> </tr> </thead> <tbody> <tr> <td>0.6</td> <td>0</td> <td>0.7</td> <td>0.7</td> </tr> </tbody> </table>	Foreign Equity	Local Equity	Foreign Loan	Local Loan	0.6	0	0.7	0.7			
Foreign Equity	Local Equity		Foreign Loan	Local Loan									
0.6	0		0.7	0.7									
Street	Nkrumah Street												
District	Ilala												
Region	Dar es Salaam												

Shareholders Detail			Investment Breakdown (USD Million)	
Name	Nationality	(%)	Land/Building	0.06
Aliko Harry Mwamanenge	Tanzania	1	Plant	0.94
High Services APS	Denmark	99	Vehicles	0
			Furniture & Fittings	0.02
			Pre-expenses	0.15
			Others	0
			Working Capital	0.83
			Total	2

Employment	60	Evaluated By	wf officer3
Capacity	100 Mt Per year	Drawn By	wf registry1
Project Turn Over		Project Type	Mixed(Local & Foreign)

Description

To establish copper smelting plant

Recommendations

Be approved subject to providing evidence as required by section 17 of Tanzania Investment Act, 1997

Decision

Approved

 AG EXD
 09/08/11

DIF

5

DANFORMATION

TIMING IS EVERYTHING

Tanzania Investment Center
N 9 A&B Shaaban Robert Street
P. O. Box 938
Dar es Salaam

*Immigrants
Please advise.*

Dar es Salaam, 13th of September 2011

Withdrawal of papers

We hereby request to withdraw submitted work permit documents for alternative purposes.

The documents are regarding Mr. B. Christensen and Mr. P. H. Fouché

Regards

Joshua Dalgaard
CEO
Danformation (T) Ltd
N.I.C Life House Ohio Street
P.O.Box 38528 Dar es Salaam
Tlf. +255 753177566
E-mail: jdalgaard@danformation.co.tz



*NOTED! THE DOCUMENTS
HAVE ALREADY BEEN
HANDLED OVER TO THE
APPLICANT*

*ALP
20/9/2011*

STAKABADHI YA SERIKALI

37893197

1

EXCHEQUER RECEIPT

NIMEPOKEA KWA

Received from

DANFORMATION TANZANIA LTD

KIASI Amount

Shs.		Cts.	
1	11	02	500

JUMLA YA SHILINGI (Kwa maneno)

The sum of Shillings (Words)

One Million One Hundred Sixty Two Thousand Five

Hundred Only

NA SENTI And Cents

KWA MALIPO YA

In respect of

CERTIFICATE OF INCENTIVES

KWA FEDHA, TASLIMU/HUNDI

NAMBA By Cash/Cheque No.

CASH

KITUO - Station

SAHIHI YA MPOKEAJI - Receiving Officer's Signature

[Signature]

CHEO - Title

Acc

TAREHE - Date

12 AUG 2011

DSU

NPC-KIUTA



TIC

DANFORMATION (C)

TIMING IS EVERYTHING

The Commissioner of Customs & Excise
Tanzania Revenue Centre,
P. O. BOX 9053,
Dar es Salaam

UFS
Executive Director,
Tanzania Investment Centre
P O BOX 938
Dar es salaam



Dear Sir,

Dar es Salaam, 20th January 2012

**DUTY & VAT EXEMPTION ON CAPITAL+ DEEMED CAPITAL GOODS FOR
CERTIFICATE OF INCETIVES NO 042078.**

We are TIC approved project with Certificate of Incentives No 042078 which is valid up to August, 2014.

The Company has been registered with objectives of Manufacturing & Smelting of copper ore.

Attached herewith please find a list of Capital plus Deemed Capital Goods for Duty plus VAT exemption approved.

Thank you so much for accepting our request and looking forward to get an excellent service.

Best Regards


Joshua Daalgaard
CEO
Danformation (T) Ltd
Nkruma Street Plot no. 82
P.O.Box 80529 Dar es Salaam
Tlf. +255 753 177566
E-mail: jdalgaard@danformation.co.tz



19/8/2011
19/8/2011



00217929

Part President Director
Tanzania Investment Centre

THE UNITED REPUBLIC OF TANZANIA

Certificate of Incentives

(Section 17 of the Tanzania Investment Act, 1997)

No: 042078

This is to certify that

DANFORMATION TANZANIA LIMITED

of address P.O. BOX 38528

DAR ES SALAAM

has been granted a Certificate of Incentives to invest in a new, ~~rehabilitation/expansion~~
~~or expansion of~~ enterprise known as

DANFORMATION TANZANIA LIMITED

Which is located at PLOT NO. 82 NKURUMAH STREET

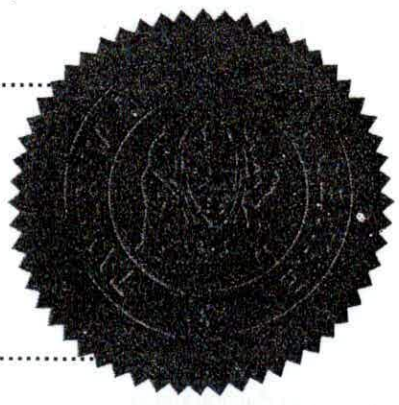
ILALA - DAR ES SALAAM

Further particulars required by Section 17 of the Tanzania Investment Act are set out overleaf.

Ag. Executive Director


Tanzania Investment Centre
P.O. Box 938, Dar es Salaam

Dated 17TH AUGUST 2011



This Certificate is issued in accordance with the provisions of Section 17 of the Tanzania Investment Act, 1997 and subject to the conditions prescribed under item 14 and 15 hereafter:—

1. Shareholders
- | Shareholders | Nationality | Shareholding (%) |
|------------------------|-------------|------------------|
| Aliko Harry Mwamanenge | Tanzanian | 1 |
| High Services APS | Denmark | 99 |
2. Proposed Activities : To establish copper smelting plant
3. Sector: Manufacturing Subsector: Copper Smelting
4. Investment cost: Foreign USD 1.3m. Local USD 0.7m. Total USD 2m.
5. Project Financing: Equity USD 0.6m. Loans USD 1.4m. Total USD 2m.
6. Source, terms and conditions of loan
7. Assets to be invested:
- | Capital items: | Foreign | Local | Total |
|----------------|-----------|-----------|---------|
| | USD 1.3m. | USD 0.7m. | USD 2m. |
8. Technology Agreement None
9. Date of TIC Registration: 9th August 2011
10. Implementation period August 2011 - July 2014
11. Operative date August 2014
12. Investment Incentive Grade: As defined in part III Section 19 (1), (2) and Section 20 of the Tanzania Investment Act, 1997
- (i) Applicable Import Duty And VAT as per Customs Tariff Act, 1976 & VAT Act, 1997
 - (ii) Applicable with-holding Tax As per Income Tax Act, 2004 (as amended)
 - (iii) Eligibility of Capital Allowances As per Income Tax Act, 2004 (as amended)
13. Protection of Investment, Arbitration and Transfer of Foreign Currency: as defined in part III Section 21, 22 and 23 of the Act
14. Conditions attached to this Certificate of Incentives
- (i) Date of Commencement of investment has to be notified to the Centre.
 - (ii) Certificate not to be transferred, assigned or amended
 - (iii) Failure to commence implementation within two years invalidates Certificate
 - (iv) Failure to operate investment must be notified to the Centre
 - (v) Changes in shareholding, project activities and level of invested capital must be notified to the centre
15. Additional conditions attached to Certificate
Finished goods are not allowed under this Certificate

Signed 
Ag. Executive Director

CTIN: 1003463

ISO 9001:2008 Certified



TANZANIA REVENUE AUTHORITY

CERTIFICATE OF REGISTRATION FOR TAXPAYER IDENTIFICATION NUMBER (TIN)

(ISSUED UNDER SECTION 133 OF THE INCOME TAX ACT NO. 11 OF 2004)

THIS IS TO CERTIFY THAT

DANFORMATION TANZANIA LIMITED

.....

has been registered with the Tanzania Revenue
Authority and assigned the Taxpayer
Identification Number

112-595-473

.....

with effect from 07-04-2011

.....


P. N. Kassera

EXCEL FORMAT (IN THE SOFT COPY)-CD

MS Danformation (T) Ltd

NO.	ITEM NAME	UNIT	QTY	ITEM PRICE	TIN	EXEMPTION	EXEMPTION
		MEASUREMENT		USD		REFERENCE	DATE
						NO.	
1	Water Pumps	-	20	5000	42078		
2	Filling material for Cooling towers	-	6	3000	42078		
3	Material for new furnaces	-	50	500	42078		
4	Pick up	single cabin	2	60000	42078		
5	Fork lift	3 tons	4	100000	42078		
6	Wheel Loader	-	2	300000	42078		
7	Crusher	-	1	25000	42078		
8	Light truck	7 tons	2	60000	42078		
9	Truck	15 tons	2	200000	42078		
10	Drot Crane	-	1	50000	42078		
11	Electrical Variable Speed Drives	-	100	10000	42078		
12	Foundry Coke	Per tons	15000	800	42078		
13	Computers, phones and tablets	-	50	1500	42078		
14	Electric assessories	-	500	200	42078		
15	Fire Bricks	Pallets	50	5000	42078		
16	xxxxx	x	x	x	x		
17							
18							
19							
20							
22							
23							
24							
25							
26							
27							
28							
29							
30							
31							

Note;Item group is the classification of the item whether the item is plant & machinery,equipment,building materials,vehicle, hotel equipment,communication equipment etc

7

TICC/PP.10/042078/7

25/01/2012

Commissioner for Customs & Excise,
Tanzania Revenue Authority,
P.O. Box 9053,
DAR ES SALAAM

Dear Sir,

**RE: DUTY/ VAT REMISSIONS ON CAPITAL/ DEEMED CAPITAL
GOODS – CERTIFICATE OF INCENTIVES No: 042078**

M/S Danformation Tanzania Limited is a TIC registered company with certificate of incentives **No. 042078** which is valid up to **July 2014**

The company has been registered with objectives of establishing copper smelting plant.

Attached herewith please find a list of Capital/ Deemed Capital Goods for Duty/ VAT remissions approval.

Yours sincerely

TANZANIA INVESTMENT CENTRE

N.A. Senzia

FOR: EXECUTIVE DIRECTOR



00217929

THE UNITED REPUBLIC OF TANZANIA

Certificate of Incentives

(Section 17 of the Tanzania Investment Act, 1997)

No: 042078

This is to certify that

DANFORMATION TANZANIA LIMITED

of address P.O. BOX 38528

DAR ES SALAAM

has been granted a Certificate of Incentives to invest in a new, ~~rehabilitation/expansion~~
~~or~~ enterprise known as

DANFORMATION TANZANIA LIMITED

Which is located at PLOT NO. 82 NKURUMAH STREET

ILALA - DAR ES SALAAM

Further particulars required by Section 17 of the Tanzania Investment Act are set out overleaf.

Ag. Executive Director


Tanzania Investment Centre
P.O. Box 938, Dar es Salaam

Dated 17TH AUGUST 2011



This Certificate is issued in accordance with the provisions of Section 17 of the Tanzania Investment Act, 1997 and subject to the conditions prescribed under item 14 and 15 hereafter:—

1. Shareholders
- | Shareholders | Nationality | Shareholding (%) |
|------------------------|-------------|------------------|
| Aliko Harry Mwamanenge | Tanzanian | 1 |
| High Services APS | Denmark | 99 |
2. Proposed Activities : To establish copper smelting plant
3. Sector: Manufacturing Subsector Copper Smelting
4. Investment cost: Foreign USD 1.3m. Local USD 0.7m. Total USD 2m.
5. Project Financing:
Equity USD 0.6m. Loans USD 1.4m. Total USD 2m.
6. Source, terms and conditions of loan
7. Assets to be invested:
- | Capital items: | Foreign | Local | Total |
|----------------|-----------|-----------|---------|
| | USD 1.3m. | USD 0.7m. | USD 2m. |
8. Technology Agreement None
9. Date of TIC Registration: 9th August 2011
10. Implementation period August 2011 - July 2014
11. Operative date August 2014
12. Investment Incentive Grade: As defined in part III Section 19 (1), (2) and Section 20 of the Tanzania Investment Act, 1997
- (i) Applicable Import Duty And VAT as per Customs Tariff Act, 1976 & VAT Act, 1997
 - (ii) Applicable with-holding Tax As per Income Tax Act, 2004 (as amended)
 - (iii) Eligibility of Capital Allowances As per Income Tax Act, 2004 (as amended)
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 - (iii) Failure to commence implementation within two years invalidates Certificate
 - (iv) Failure to operate investment must be notified to the Centre
 - (v) Changes in shareholding, project activities and level of invested capital must be notified to the centre
15. Additional conditions attached to Certificate
Finished goods are not allowed under this Certificate

Signed 
Ag. Executive Director



TANZANIA REVENUE AUTHORITY

VALUE ADDED TAX RETURN / RITANI YA KODI YA ONGEZEKO LA THAMANI

Note/Tanbihi

Before filling this form please read carefully instructions provided overleaf / Kabla ya kujaza fomu hii tafadhali soma kwa uangalifu maelezo yaliyopo nyuma ya fomu.

Taxpayer Identification Number / Na ya Utambulisho wa Mlipa Kodi

112-595-473

VAT registration number / Namba ya Usajili wa VAT

40-010264-A

This return is for the Month of / Ritani hii ni ya Mwezi wa

December

2011

Full name of business / Jina Kamili la Biashara

DANFORMATION TANZANIA LIMITED

Postal address / Anuani ya Posta

P. O. BOX 38528 DAR ES SALAAM

For NIL return tick here

01 Kwa ritani isiyo na malipo weka alama hapa

Supplies of goods & or Services / Mauzo ya bidhaa na / au huduma	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate / (Kiwango)	VAT Amount / (Kiasi cha Kodi)
Standard rated supplies/Mauzo yanayotowza	03	18	04
Zero rated supplies / Mauzo yanayotowza kiwango cha sifuri	03		
Exempt Supplies / Mauzo yaliyosamehewa kodi	06	0	
Special Relief / deferred supplies / Mauzo kwa watu waliopewa nafuu maalum	07	0	
Purchases (Inputs)/Manunuzi	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate / (Kiwango)	VAT Amount / (Kiasi cha Kodi)
Exempt(local imports) purchases/ Manunuzi yaliyosamehewa VAT	0		
Non-creditable purchases /Manunuzi yasiyostahili marejesho ya VAT	0		
VAT Deferred purchases / Manunuzi ambayo VAT imeahirishwa	0		
Standard rated purchases / Manunuzi ya hapa nchini yanayotowza kodi	0	18	13
Standard rated imports/Manunuzi kutoka nje yanayotowza kodi	0	18	16
Total Input tax/Jumla ya VAT Kwenye manunuzi			17
Total VAT Payable/Refundable/ Kiasi kinachostahili kulipwa/kurejeshwa			18
VAT credit brought forward/Marejesho ya VAT yatokanayo na miezi iliyopita			19
Total VAT due or carried forward/Kiasi cha kulipwa au kusogezwa mbele			20
			11,380,870
			(11,380,870)

Declaration/Tamako

I hereby certify that the information given in this form is true and complete./Nathibitisha kuwa taarifa niliyotoa kwenye fomu hii ni sahihi na kamili.

SAMSON MURISHA

Name/Jina

Signature/Sahini

30-01-2012

Date/Tarehe

FOR OFFICIAL USE ONLY/KWA MATUMIZI YA OFISI TU.

Date of payment: / /

Pay In Slip No.:

Name of Bank:

Amount paid:

Payment type:

Cheque No.:

Posted by:

Designation:



TANZANIA REVENUE AUTHORITY

VALUE ADDED TAX RETURN / RITANI YA KODI YA ONGEZEKO LA THAMANI

Note/Tanbihi

Before filling this form please read carefully instructions provided overleaf / Kabla ya kujaza fomu hii tafadhali soma kwa uangalifu maelezo yaliyopo nyuma ya fomu.

Taxpayer Identification Number / Na ya Utambulisho wa Miipa Kodi

112-595-473

VAT registration number / Namba ya Usajili wa VAT

40-010264-A

This return is for the Month of / Ritani hii ni ya Mwezi wa

January

2012

Full name of business / Jina Kamili la Biashara

DANFORMATION TANZANIA LIMITED

Postal address / Anuani ya Posta

P.O.BOX DSM 80529

For NIL return tick here

01

Kwa ritani isiyo na malipo weka alama hapa

Supplies of goods & or Services / Mauzo ya bidhaa na / au huduma	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate / (Kiwango)	VAT Amount / (Kiasi cha Kodi)
Standard rated supplies/Mauzo yanayotozwa VAT	02	03 18	04
Zero rated supplies / Mauzo yanayotozwa kiwango cha sifuri	05		
Exempt Supplies / Mauzo yaliyosamehewa kodi	06		
Special Relief / deferred supplies / Mauzo kwa watu waliopewa nafuu maalum	07		
Purchases (Inputs)/Manunuzi	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate / (Kiwango)	VAT Amount / (Kiasi cha Kodi)
Exempt(local imports) purchases/ Manunuzi yaliyosamehewa VAT	08 1,242,000		
Non-creditable purchases /Manunuzi yasiyostahili marejesho ya VAT	09 6,036,265		
VAT Deferred purchases / Manunuzi ambayo VAT imeahirishwa	10		
Standard rated purchases / Manunuzi ya hapa nchini yanayotozwa kodi	11 27,050,369	12 18	13 4,869,066
Standard rated imports/Manunuzi kutoka nje yanayotozwa kodi	14	15 18	16
Total Input tax/Jumla ya VAT Kwenye manunuzi			17 4,869,066
Total VAT Payable/Refundable/ Kiasi kinachostahili kulipwa/kurejeshwa			18 (4,869,066)
VAT credit brought forward/Marejesho ya VAT yatokanayo na miezi iliyopita			19
Total VAT due or carried forward/Kiasi cha kulipwa au kusogezwa mbele			20 (4,869,066)

Declaration/Tamako

I hereby certify that the information given in this form is true and complete. /Nathibitisha kuwa taarifa niliyotoa kwenye fomu hii ni sahihi na kamili.

JOSHUA DALBAARD, CEO

Name/Jina

Signature/Sahihi

21 FEB 2012

Date/Tarehe

FOR OFFICIAL USE ONLY/KWA MATUMIZI YA OFISI TU.

Name of Bank:



TANZANIA REVENUE AUTHORITY
VALUE ADDED TAX RETURN / RITANI YA KODI YA ONGEZEKO LA THAMANI

Note/Tanbihi

Before filling this form please read carefully instructions provided overleaf /
 Kabla ya kujaza fomu hii tafadhali soma kwa uangalifu maelezo yaliyopo nyuma ya fomu.

Taxpayer Identification Number / Na ya Utambulisho wa Miipa Kodi

112-595-473

VAT registration number / Namba ya Usajili wa VAT

40-010264-A

This return is for the Month of / Ritani hii ni ya Mwezi wa

November 2011

Full name of business /
 Jina Kamili la Biashara

DANFORMATION TANZANIA LIMITED

Postal address / Anuani ya Posta

P. O. BOX 38528 DAR ES SALAAM

For NIL return tick here

01 Kwa ritani isiyo na malipo weka alama hapa

Supplies of goods & or Services / Mauzo ya bidhaa na / au huduma	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate / (Kiwango)	VAT Amount/ (Kiasi cha Kodi)
Standard rated supplies/Mauzo yanayotozwa kwa kiwango cha kawaida	02	03 18	04 0
Zero rated supplies / Mauzo yanayotozwa kiwango cha sifuri	05	0	
Exempt Supplies / Mauzo yaliyosamehewa kodi	06	0	
Special Relief / deferred supplies / Mauzo kwa watu waliopewa nafuu maalum	07	0	
Purchases (Inputs)/Manunuzi	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate/ (Kiwango)	VAT Amount/ (Kiasi cha Kodi)
Exempt(local imports) purchases/ Manunuzi yaliyosamehewa VAT	08	0	
Non-creditable purchases /Manunuzi yasiyostahili marejesho ya VAT	09	0	
VAT Deferred purchases / Manunuzi ambayo VAT imeahirishwa	10	0	
Standard rated purchases / Manunuzi ya hapa nchini yanayotozwa kodi	11 744,068	12 18	13 133,932
Standard rated imports/Manunuzi kutoka nje yanayotozwa kodi	14 0	15 18	16 0
Total Input tax/Jumla ya VAT Kwenye manunuzi			17 133,932
Total VAT Payable/Refundable/ Kiasi kinachostahili kulipwa/kurejeshwa			18 (133,932)
VAT credit brought forward/Marejesho ya VAT yatokanayo na miezi iliyopita			19 11,246,938
Total VAT due or carried forward/Kiasi cha kulipwa au kusogezwa mbele			20 (11,380,870)

Declaration/Tamako

I hereby certify that the information given in this form is true and complete./Nathibitisha kuwa taarifa niliyotoa kwenye fomu hii ni sahihi na kamili.

SAMSON MUGISHA
 Name/Jina

[Signature]
 Signature/Sahihi

22-12-2011
 Date/Tarehe

FOR OFFICIAL USE ONLY/KWA MATUMIZI YA OFISI TU.

Date of payment: / /

Pay In Slip No.:

Name of Bank:

Amount paid:

Payment type:

Cheque No.:

Posted by:

Designation:



TANZANIA REVENUE AUTHORITY
VALUE ADDED TAX RETURN / RITANI YA KODI YA ONGEZEKO LA THAMANI

Note/Tanbihi Before filling this form please read carefully instructions provided overleaf /
 Kabla ya kujaza fomu hii tafadhali soma kwa uangalifu maelezo yaliyopo nyuma ya fomu.

Taxpayer Identification Number / Na ya Utambulisho wa Mlipa Kodi

112-595-473

VAT registration number / Namba ya Usajili wa VAT

40-010264-A

This return is for the Month of / Ritani hii ni ya Mwezi wa

October

2011

Full name of business /
 Jina Kamili la Biashara

DANFORMATION TANZANIA LIMITED

Postal address / Anuani ya Posta

P. O. BOX 38528 DAR ES SALAAM

For NIL return tick here

01 Kwa ritani isiyo na malipo weka alama hapa

Supplies of goods & or Services / Mauzo ya bidhaa na / au huduma	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate / (Kiwango)	VAT Amount/ (Kiasi cha Kodi)
Standard rated supplies/Mauzo yanayotozwa VAT	0	18	0
Zero rated supplies / Mauzo yanayotozwa kiwango cha sifuri	0		
Exempt Supplies / Mauzo yaliyosamehewa kodi	0		
Special Relief / deferred supplies / Mauzo kwa watu waliopewa nafuu maalum	0		
Purchases (Inputs)/Manunuzi	Value (Excluding VAT) / Thamani (bila kodi)	VAT Rate/ (Kiwango)	VAT Amount/ (Kiasi cha Kodi)
Exempt(local imports) purchases/ Manunuzi yaliyosamehewa VAT	0		
Non-creditable purchases /Manunuzi yasiyostahili marejesho ya VAT	0		
VAT Deferred purchases / Manunuzi ambayo VAT imeahirishwa	0		
Standard rated purchases / Manunuzi ya hapa nchini yanayotozwa kodi	62,482,991	18	11,246,938
Standard rated imports/Manunuzi kutoka nje yanayotozwa kodi	0	18	0
Total Input tax/Jumla ya VAT Kwenye manunuzi			11,246,938
Total VAT Payable/Refundable/ Kiasi kinachostahili kulipwa/kurejeshwa			(11,246,938)
VAT credit brought forward/Marejesho ya VAT yatokanayo na miezi iliyopita			0
Total VAT due or carried forward/Kiasi cha kulipwa au kusogezwa mbele			(11,246,938)

Declaration/Tamako

I hereby certify that the information given in this form is true and complete. /Nathibitisha kuwa taarifa niliyotoa kwenye fomu hii ni sahihi na kamili.

SAMSON MUGISHA

Name/Jina

[Signature]
Signature/Sahihi

30.11.2011

Date/Tarehe

FOR OFFICIAL USE ONLY/KWA MATUMIZI YA OFISI TU.

Date of payment: / /

Amount paid:

Posted by:

Pay In Slip No:

Payment type:

Designation:

Name of Bank:

Cheque No.:

TANZANIA REVENUE AUTHORITY

DOMESTIC REVENUE DEPARTMENT

Note: To be submitted in triplicate.

To: Commissioner for Domestic Revenue,
P.O. Box 1629,
DAR ES SALAAM



u.s.f. The Regional Manager
P.O. Box
Ilala Tax Region
DAR ES SALAAM

APPLICATION FOR THE CLAIM/CARRYING FORWARD OF VAT CREDITS
(Delete whichever is inapplicable)

I, DAN FIRMATION (P) LTD (the name of business) with VAT Registration Number
40-012264-A and TIN 112-595-473 am satisfied that my VAT allowable
credits exceed the tax on supplies I made for the prescribed accounting period of October 2011 - March 2012
(state the month and year). According to my computations, I have a credit balance of
Tshs 17,942,061= (In words: Seventeen Million Nine Hundred Forty two Thousand Sixty one only)

I therefore wish /apply (choose by putting a tick at either (a) or (b) below):

(a) To be refunded the entire credit amount in accordance with the provisions of section 17 (2)
of the VAT Act, 1997.

OR

(b) The amount to be carried forward to off set my future tax liabilities

MR. JOSHUA DALGAARD (CHIEF EXECUTIVE OFFICER)
Full name and title of applicant

28-05-2012
Date

CHECKLIST FOR THE CLAIMANTS OF VAT REPAYMENT



NAME OF THE TAXABLE PERSON M/S: DANFORMATION (T) LTD
 TAXPAYER IDENTIFICATION NO: 112-595-473
 VAT REGISTRATION NO: 40-010264-A
 PERIOD COVERED BY THE CLAIM: OCTOBER 2011 - MARCH 2012
 AMOUNT CLAIMED: T.SHS. 17,942,061 =
 BANK ACCOUNT NO: 6015857 - BARCLAYS BANK (T) LTD - OHIO BRANCH - TZS

Item No.	Requirements	Tick if you have complied	Verification by TRA Official
1.	Properly completed claim form VAT 208	✓	
2.	Approved monthly claimant Claimant of half year basis	✓	
3 (a)	Properly completed certificate of genuineness from an Auditor who is registered by NBAA and also by TRA as a Tax Consultant has been attached	✓	
(b)	Brief Auditor's workings on how the claimed amount has been arrived at has been attached.	✓	
(c)	Evidence of exports provided		
	(i) Evidence that the goods have been received outside the United Republic of Tanzania. i.e. Landing Certificate of any other similar evidence.		
	(ii) Airway Bills		
	(iii) Bills of Lading		
	(iv) Road Consignment Notes		
(d)	Evidence of supplies to VAT special relieved persons or supply of capital goods		
	(i) Forms VAT 220		
	(ii) Forms VAT 222		
	(iii) Forms VAT 224		
	(iv) Forms VAT 225		
4.	Reasons for the excess credits		
	(i) An exporter	✓	
	(ii) A supplier to special relieved persons		
	(iii) Intending trader		
	(iv) Other reasons (State if any)		
5.	Types of supplies engaged in		
	(i) All taxable i.e. standard rated and zero rated	✓	
	(ii) A mixture of taxable and exempt		
6.	Apportionment of input tax for traders engaged in 5 (ii) has been done		
7.	There is no any outstanding VAT returns	✓	
8.	The excess credits for the period of claim ceased to be carried forward		

Declaration.

I hereby certify that the information given in this checklist is true and correct.

Name and capacity of the declarant: MR. JOSHUA DALGAARD

Signature of the declarant:  DANFORMATION (T) LTD

Official Stamp: P.O. Box 80529

General remarks by TRA official: DARES SALAAM

Name of the Official: TANZANIA

Signature: _____

Summary of the VAT CLAIM

DANFORMATION TANZANIA LIMITED

TIN NO. 112-595-473

VRN 40-010264-A

MONTHS	VAT SUBMITTED -TRA	ADJUSTED AMOUNT	REFUNDABLE VAT
Apri-Oct	11,246,938.00	-	11,246,938.00
Nov-11	133,932.00	-	133,932.00
Dec-11	-	-	-
Jan-12	4,869,066.00	3,699,882.22	1,169,183.78
Feb-12	309,755.00	-	309,755.00
Mar-12	12,155,041.00	7,072,788.69	5,082,252.31
Total	28,714,732.00	10,772,670.92	17,942,061.08





MHASIBU CONSULTANTS

Certified Public Accountants, Auditors & Tax Consultants
P. O. Box 78047, Dar es Salaam, Tanzania, Nkrumah Street, Plot No.430/158
Tel: +255-22-2120238, 0732991002, Fax: +255-22-2124782
E-mail: mhasibuconsultants@mhasibu.com Website: www.mhasibu.com

REF. NO.MC/DFL/91/12

25TH MAY, 2012

Commissioner for Domestic Revenue,
Tanzania Revenue Authority,
P.O.Box 1629,
DAR ES SALAAM.



Dear Sir/Madam,

NAME OF APPLICANT: DANFORMATION (T) LIMITED
VAT REGISTRATION NO: 40-010264-A.

CERTIFICATE OF GENUINENESS

I, **Samwel Dyelu** have examined the genuineness of the attached claim for refund of VAT amounting to **TZS.17,942,061** Tanzania Shillings Seventeen Million Nine Hundred Forty Two Thousand Sixty One Only) made by the registered person for the period from **1ST October 2011 to 31ST March 2012** to ensure with the provisions of the Value Added Tax No.24 of 1997 and the Value Tax (Re – payment) Regulations 2000, and have obtained all possible information and explanations necessary for the purpose.

My examination was designed to enable me to obtain reasonable assurance that the claim is, to the best of my opinion, free from misstatement, and included verification on test basis, of evidence supporting the amount claimed. It also included an assessment of the adequacy of **Danformation (T) Limited** system of recording and Accounting for VAT.

As per requirements of the VAT (Repayment) Regulations, I confirm that the Bank account to effect this refund is **NO.6015857; Bank Name: Barclays Bank (T) Limited; Branch: OHIO; Currency: TZS.**

In my opinion the attached VAT claim of **TZS.17,942,061** gives a true and fair view of the amount claimed and is properly refundable under the VAT Act and Regulations.

Name of the Auditor: **SAMWEL DYELU**
Certified Public Accountant in Public Practice (CPA – PP), NBAA Certificate of Public Practice: **No. ACPA 551**
Postal Address: **P.O.Box 78048 Dar es Salaam.**
Business Physical Address: **Nkrumah Street Plot No. 430/04**

SIGNATURE: 



TANZANIA REVENUE AUTHORITY

REF NO: RM/ILADSM/RC/112-595-473

10th August 2012

✓
THE MANAGING DIRECTOR
DANFORMATION (T) LIMITED
P.O BOX 38528
DAR ES SALAAM.

RE: REFUND CLAIM OF TSHS 17,942,061.00

Reference is made to your refund claim of the above mentioned amount **Tshs 17,942,061.00** Covering periods of October 2011 to March 2012.

Please be advised that your application has been rejected until a thorough audit is done to your business transactions.

Please cooperate with our officers to enable us expedite your refund process..

Be guided accordingly.

Missana J

For: REGIONAL MANAGER
ILALA TAX REGION.

CC: **MHASIBU CONSULTANCY**
P.O BOX 78047
DAR ES SALAAM

DIF ^{urgen} 24 2012

Pls facilitate

Ag EXD
27/08/12

8

DANFORMATION
TIMING IS EVERYTHING

24th August 2012.

REF NO: CEO/DF/AUG/0100

EXECUTIVE DIRECTOR,
TANZANIA INVESTMENT CENTRE,
P.O. BOX 9053,
DAR ES SALAAM.



Dear Sir.

RE: DELAYMENT AND REJECTION OF THE VAT REFUND.

Please refer to the above subject.

Danformation (T) Ltd, is here by submitting this letter to your office seeking for assistance obtaining the VAT Refund which were delayed and rejected by TRA – Ilala office.

In 29 May 2012, Danformation logged to TRA the VAT Refund for the previous six (6) months (i.e From October 2011 to March 2012) which has been signed off by the registered independent auditor from MHASIBU CONSULTANT named Samwel Dyelu, who issued a certificate of genuineness .Two and half months later , we received a rejection letter from TRA with a Ref No: RM/ILA/DSM/RC/112-595-473 dated 10 August 2012.

The Rules of claiming VAT stipulates three core things of which we have meet them:-

- (i) VAT refunds are made either within 30 days or 6 months from the due date depending on the type of taxpayers.
- (ii) An authorized auditor who is registered with the National Board of Accountants and Auditors and who is also a tax consultant registered with Tanzania Revenue Authority must certify a VAT claim.
- (iii) For a VAT registered trader to be able to deduct or claim input tax; he must have tax invoices or any other evidence such as Single Bill of Entries (SBE) in case of imports.

With this situation we're facing a bigger challenges in claiming all other remaining VAT for the months from April 2012 – July 2012 which is amounting to TZS. 10.25 Million.

Attached here with please find a copy from TRA rejection letter, copies of logged documents of VAT Refunds to TRA and copies of VAT monthly return.

In view of the above, we'd like your office to assist us in obtaing our VAT Refund.

Yours Sincerely


DANFORMATION (T) LTD.
 P.O. Box 80529
 DARES SALAAM
 TANZANIA
 Joshua Dalgaard.
 Chief Executive Officer
 Danformation (T) Ltd.

TICC/PP.10/042078/9

03/09/2012

Commissioner for Domestic Revenue,
Tanzania Revenue Authority,
P.O. Box ,
DAR ES SALAAM

RE: DELAYMENT AND REJECTION OF VAT REFUND

We are writing in response to your rejection letter with Ref No:RM/ILA/DSM/RC/112-595-473 of 10th August, 2012 and the investor's complaints letter vide Ref No: CEO/DF/AUG/0100 of 24th August, 2012 regarding above captioned subject.

The Company had applied for VAT Refund for the previous six months (i.e From October 2011 to March 2012) of Tshs. 17,942,061.00 since 29th May, 2012. The Investor complains on the delay and rejection which came while everything was correctly submitted.

Attached herewith are investors' complaints letter, Certificate of Genuineness by Registered Consultant, TRA Rejection letter and other related document for the VAT refund.

In the View of the above, we would like your office to assist the investor in obtaining VAT Refund.

Yours sincerely

TANZANIA INVESTMENT CENTRE


N.A. Senzia

FOR: EXECUTIVE DIRECTOR

**CC: Regional Manager,
ILALA TAX REGION**

Investment Breakdown**US\$/Tshs.M**

Land/Building	65.000
Plant	—
Vehicles + Machinery	940.000
Furniture & Fittings	15.000
Pre-expenses	145.000
Others	—
Working Capital	833.333
TOTAL	1.998.333

Contact Details:Name: CARL ANKER MORTENSEN Title: CHAIRMANTelephone: +255 652 596499 Fax: +45 6980 2844Email: c.mortensen@danformation.co.tz**Payments to be made payable to:**

TANZANIA INVESTMENT CENTRE
STANDARD CHARTERED BANK TANZANIA LTD.
SWIFT ADDRESS: **SCBLTZTX**
ACCOUNT NO.: **8702006002000**

APPLICATION SUMMARY

Company Name: DANFORMATION (T) LTD

Certificate of Incorporation Number: 81853 Status:

Certificate of Incorporation Date: 4th March 2011

Post Box: 12929 DSM

Town: DSM

Sector: Manufacturing

Sub-Sector: Copper smelting

Investment Financing Plan in Million US\$/Tshs.

Foreign Equity	Local Equity	Foreign Loan	Local Loan
600,000 \$		700,000 \$	700,000 \$

Project Objectives: Smelting Copper ore to copperblister 80-96%
Copper

Capacity: 100 MT PER YEAR

Employment: Foreign: 5-10 Local: 30-50 Total: 35-60

Implementation Period: 5 Yrs

Project Location

Site/Plot/Block No.: 82

Street: NKUMATH STR District: IKALA Region: DSM
(Attach sketch map showing project location)

Shareholders	Nationality	%
HIGH SERVICES APS	DENMARK	99

ALIHO HARRY MWAMWENGE TANZANIA 1

7. The intended capital investment of the Company in terms of Section 2(2) of the Act is Tshs./US\$ 2 MILL USD
8. The month and day of the financial year end is 31.12

Note: *failure to provide all the required information will result in the return of the application by the Centre.*

I/We enclose a cheque/cash made payable to the **Tanzania Investment Centre** for Tshs./US\$

..... Being the Registration Fees. *In the event this application is unsuccessful we understand that this fee will not be refunded.*

I, JOSHUA DALGAARD of Post Office Number Box 38528

Dsm do solemnly and sincerely declare that I am a director/duty

authorized agent of — — —

AND that all the requirements of the Tanzania Investment Act, 1997 in respect of matters precedent to the registration of the business enterprise under the Act and incidental thereto have been complied with, AND I make this solemn declaration conscientiously believing the same to be true.

Declared at Dar es Salaam }
JOSHUA DALGAARD }
 The 27th day of July 2011. }
 }
 }
 }

Applicant

Before me:

.....
 Commissioner for Oaths

UNITED REPUBLIC OF TANZANIA

THE TANZANIA INVESTMENT ACT

(No. 26 of 1997)

APPLICATION FOR REGISTRATION

(Made under Regulation 42)

To: The Executive Director
Tanzania Investment Centre
P. O. Box 938
DAR ES SALAAM
Tanzania

1. I/We JOSHUA DALGAARD - CARL ANKER MORTENSEN
(director/directors/agent of DANFORMATION (T) LTD
(name of business enterprise) apply for registration of DANFORMATION (T) LTD
under Section 17 of the Act and Part IV of the Investment Regulations, 2002.

2. The registered office of the company will be situated at NKRUMAH STREET, DAR
ES SALAAM, PLOT NO 82

Copies of the following documents are attached to this application:

- (i) The Memorandum and Articles of Association/or partnership agreement
- (ii) Certificate of Incorporation/Registration
- (iii) A copy of the Project Profile or Feasibility Study showing the implementation period, programme of implementation and operative date
- (iv) Evidence of financing and evidence of land ownership for the project

3. The Head Office of the Company will be situated at NKRUMAH STREET, DAR
4. The Principal Officers of the Company are JOSHUA DALGAARD, &
CARL ANKER MORTENSEN

5. Auditors of the Company are TAX PROFESSIONALS

6. The authorized share capital of the Company is Tshs./US\$
500,000,000/= FIVE HUNDRED
MILLION TANZANIAN SHILLINGS