

THE COMPANIES ACT 2002

COMPANY LIMITED BY SHARES

**MEMORANDUM AND ARTICLES OF ASSOCIATION
OF
NEW HONGKONG LIMITED**

Incorporated this *day of* *2012*

DRAWN BY
MOHAMED MOHAMUD MOHAMED
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P. O BOX 21780
DAR ES SALAAM.

Certified true copy of the Original
Sign: *Peter Elibariki Makundi* Date: *6/3/2020*
PETER ELIBARIKI MAKUNDI
Advocate, Notary Public & Commissioner
for Oaths

THE COMPANIES ACT NO. 12 OF 2002
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
NEW HONGKONG LIMITED

1. The name of the company " **NEW HONGKONG LIMITED** "
2. The registered office of the company will be situated in Tanzania
3. The objects for which the company is established are:
- (a) To carry on all or any of the business of public transport, cargo handling, consultant, carriage and haulage contractors, stevedoring and lighterage, owners and charter of road vehicles, aircraft and ships and boats of every description and carriers of goods by road, rail, water or air and to establish, acquire, maintain and operate transport service of every description both public and private and all services ancillary thereto and for such purpose or as independent undertakings to purchase, take in exchange, charter, hire, build, contract or otherwise acquire and to own, operate, work, manage, maintain, repair, service and deal with and in road, vehicles, aircraft vessels of every supplies therefore and to conduct any such business within the country or any other state in Africa or Europe or Asia or any other foreign country.
- (b) To carry on and undertake international transport business of all sort and act as transporter and to act as general sales agent of airlines, shipping line and of transporter
- (c) To carry on the business of petroleum and petroleum products, storage, distributors, sale and use of petroleum and petroleum products, storage, outside the country, oil depots, coal, coke, patent, fuel, oil of all kinds, manufacture of goods, mining of all kinds of minerals, promote oil distributors, open small oils shops, general traders, merchants suppliers of general goods, commission agents, manufacturers representatives and to buy, sell, hire, manufacture, barter trade and deal in property, spare parts and machinery of every descriptions, goods and services of general merchandise of all kinds of transact any and every manufacturing of petroleum, oil, fuel oil depots, oil extraction, oil purification and sale the

That the meaning of any general word or words in any paragraph of this clause shall not be restricted by being construed ejusdem generic with any particular word or words in the same paragraph.

4. The liability of the members is limited.

5. The capital of the company is shillings 100,000,000/= divided into 100 shares of shillings 1,000,000/= each. The company shall have powers to increase its capital and to divide the shares in its capital for the time being into several classes of stock or shares and to attach thereto respectively such preferential, deferred or special rights, privileges, or conditions as may be determined by or in accordance with the articles of association of the company.

Upon such apportionment being made or such one shareholder notifying his intention to purchase, as the case may be, the party desiring to sell or transfer the shares shall be bound upon payment of the said price to transfer the shares to the respective shareholders or to single shareholder who shall have agreed to purchase the same.

GENERAL MEETINGS: NOTICE OF GENERAL MEETING AND PROCEEDINGS OF THE GENERAL MEETINGS.

The regulation of companies act shall apply the following variations:-

- (a) A general meeting Ordinary or Extraordinary may with the consent in writing of all members, be convened on a shorter notice than seven days or without notice.
- (b) Two members, present either personally or by proxy shall form a quorum.
- (c) Any ordinary resolution of the company determined without any general meeting and evidenced by writing under the hands of majority of the directors and of the members of the company holding three-fourths of the issued shares of the company shall be valid and effectual as an ordinary resolution duly passed at a general meeting of the company.

5.

DIRECTORS

- (a) Until otherwise determined by the company in general meeting the Directors shall not be less than two and not more than seven in number.
- (b) The following persons shall be the first Directors of the company:-
 1. **MOHAMED MOHAMUD MOHAMED**
 2. **FATUMA HASSAN GULLED**
 3. **MOHAMED AHMED MOHAMED**
 4. **ELMI MOHAMOUD ABUKAR**
 5. **ABDULKADIR MOHAMUD MOHAMED**

Name, addresses, and description of subscribers.	Number of shares taken by each subscriber	Signature
MOHAMED MOHAMUD MOHAMED P.O BOX 21780 DAR ES SALAAM	60	M.M. Ahmed
FATUMA HASSAN GULLED P.O BOX 21780 DAR ES SALAAM	10	FATUMA
MOHAMED AHMED MOHAMED P.O. BOX 21780 DAR ES SALAAM	10	M.M. AHMED
ELMI MOHAMOUD ABUKAR P.O BOX 21780 DAR ES SALAAM	10	Abubakar
ABDULKADIR MOHAMUD MOHAMED P.O BOX 21780 DAR ES SALAAM	10	Abdul Kadir

Dated at Dsm this 28 day of May 2012

Certified true copy of the Original
 Sign: Dakwah Date: 6/3/2012
 PETER ELIBARIKI MAKUNDI
 Advocate, Notary Public & Commissioner
 for Oaths

Witness to the above signatures

Name :
 Signature :
 Postal address :
 Qualification :

