

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

MITOBOTO FARMING COMPANY LIMITED

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

DRAWN BY:  
SHARIFF MOHAMED ABDALLAH HASHIM  
(SUBSCRIBER)  
P. O. BOX 20252  
DAR ES SALAAM

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19734 28/01/11  
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THE COMPANIES ACT 2002  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
OF

MITOBOTO FARMING COMPANY LIMITED

1. The name of the company is "MITOBOTO FARMING COMPANY 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 the business of planters, growers and producers of fruit plantations including but not limited to papaya, mangoes, guava, pomegranate, other fruit trees, varieties of horticultural crops, crops including but not limited to sorghum, maize, rice, cassava, potatoes, jiggery, kapok, sisal, coffee, cocoa, sugarcane, wattle and other plant trees and natural products of any kind and to carry on all kinds of agricultural operation and to cultivate and develop any land and to rest, Cure, submit to any process of manufacture and prepare for market both for local and for export whether on account of the company or others any produce of land or processed products of any item whatsoever.
  - (b) To acquire, take over, promote, establish, engage in and carry on the business of professional farmers, planters, harvesters, sprayers, seed growers, sellers, buyers, general merchandise and commodities, coffee, instant coffee, raw coffee, cocoa, green peas, foods and cash crops, maize, tea, rice, beans, wheat, tobacco, leather products leather goods, glaziers, breeders of and dealers in livestock, market gardeners, aboriculturists, agriculturists, horticulturists and dairymen, vegetable oils extracts, poultry and beekeepers, and any other trade or businesses in connection with floriculture, arboriculture, agriculture or horticulture
  - (c) To carry on the business as general food processors, packers, to be general suppliers of foods stuffs and agricultural crops, grain millers, food mixers, general exporters of fresh fruits, vegetables and flowers, to act as agents of buying and selling all kinds of food stuffs, agricultural equipments of every description, and generally to deal in any other business connected therewith.
  - (d) To carry on the business as general buyers, exporters of agricultural crops and products, such as coffee, tea, sisal, cotton, beans, cashewnuts, cereals, peanuts, cowpeas, yellow gramm green monks and to be general suppliers in local and export markets to be general bakers and confectioners and generally to be traders and manufacturers of the above.

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- (e) To carry out the business of milling, selling, buying, distributing, exporting, importing, extracting and/or processing maize, rice, wheat, gram, cassava, millet, sorghum, groundnuts, beans, oil-seeds or other cereal or seeds or roots to get flour, cooking-oil, animal feeds and/or other consumable products therefrom.
- (f) To carry on the industry and business of salt, milling maize, rice, producing, packing, repackaging, importing, exporting, marketing of all kinds of , edible oils, cooking fats margarine and bye-products thereof.
- (g) To carry on the business of packing of all kinds of species, salt chemicals including industrial chemicals and all products. To extract , process, refine, distil, conserve, manufacture and general deal in, and all kinds of soaps, detergents, soap chips, all kinds of oil, fats, fatty acids, oleaginous and fatty substance, all kinds of unguents and ingredients and all products of the same.
- (h) To engage in and carry on business of buying, selling, processing cashew nuts, cultivate , grow, prepare for market sunflower, cashew nuts, coffee and food crops of all kinds as well as vegetables, dairy or mineral products and to dispose of, sell or deal in any such produce either in its raw or in its manufactured or processed state.
- (i) To carry on the business of farming tea, harvesting and processing, parked, selling, and export and import.
- (j) To acquire, take over, promote, establish, engage in and carry on the business of professional seed growers, farmers of tea, trees, sunflower, planters, harvesters, sprayers, seed growers, glaziers, breeders of and dealers in livestock, market gardeners, aboriculturists, agriculturists, horticulturists and dairymen, seed oils extracts, vegetable oils extracts, poultry and beekeepers, and any other trade or businesses in connection with floriculture, arboriculture, agriculture or horticulture.
- (k) To engage in vegetables seeds production and marketing of horticultural products, to carry on the business of farming, cultivating, planting growing tea, cash and food crops, producing seed oil, inter alia, sugar cane, coffee, cocoa, coconut, papaya and pyrethrum. To provide agricultural consultations, training, research and advisory services to farmers and livestock keepers through seminars, workshops field visits and farm demonstrations.
- (l) To carry on business of processing of trees and its allied products including timber-cutting production, forestry and cultivation of man-made forest and to process forest products including the process of cutting, lumbering and all other forest products.
- (m) To acquire land by purchasing , lease or otherwise for livestock and agricultural use and other investments purposes, and develop the land

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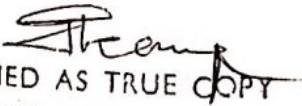
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into livestock keeping chicken, broiler, farming or animal fattening farms, paddy rice farms, wheat farms, cotton farm, sesame seed farms, aloe Vera plantations, oil palm plantations, coconut plantations, cashew nuts plantations, and into any other crop farms and plantations and engage in livestock processing to produce export quality meat and other various livestock products, and engage in agro-processing to produce export quality rice, cotton lint, edible oils, all kinds of flours, cashew nuts, beekeeping, bio-fuels, and any other product from the farms, the plantations and from any other crop.

- (n) To carry on the business as general merchants, traders, consumers, suppliers, importers, exporters, stockists, wholesalers, retailers and dealers in all types of agricultural implements, all kinds of industrial projects, machinery and equipment, electrical goods, hardware, building materials, sanitary - ware, wall papers, roofing tiles, flooring tiles, spare parts and maintenance, tyres, tubes, tools and accessories, timber, decorators, steel fabrication, machine hop, nickel plating, electric plating, making steel windows, doors, frames, and roof tresses, fishing gears, groceries, computers, office equipments, cooking oils, salts, foodstuffs, cosmetics, oils, paints, spirits sheets, hinges, screws, iron mongery, textiles piece goods, all types of leather goods, shoes, bags and other similar goods.
- (o) To operate shops and to acquire, sell and distribute all varieties agricultural equipment and implements including high technology equipment, computer hardware and software.
- (p) To carry on the business of spare parts for different types of machines and instruments including motor vehicles, cars, trucks, lorries or other vehicles, agricultural implements, mining implements and any other machinery, tool maker, metal workers, boil makers and any other kind of machine whatsoever.
- (q) To carry on all or any of the business of transport, carriage and haulage contractors, owners and charter of road vehicles, aircraft and ships and boats of every description and carriers of goods and passenger 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 purposes 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 and vessels of every supplies therefore and to conduct any such business within the country or any other state in Africa or Europe or Asia and or any other foreign country.
- (r) To carry on the business of clearing and forwarding agents, commission agents, transporters, freighters, haulers, customs bonded warehouse and godown keepers, cargo and travel agents, insurance agents, tourist agents, manufacturers' representatives, and cargo contractors, cargo

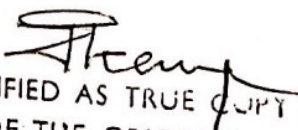
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superintendents, packers, machinery haulage specialists, warehousemen, engineers, electricians, motor cars, cabs, omnibus, lorries, oil tank and coach proprietors and transporters, civil transport contractor and transporters by any means of conveyance of people and goods in Tanzania and the neighboring countries and in such other place or places as may from time to time be determined by the company, engage in and or otherwise carry on the business as transporters and transport agents, freight forwarders.

- (s) To carry on the business of importers, dealers and distributors of kerosene, petrol, motor spirit and oils, mineral oil, crude oil, petroleum, lubricating oil, grease and all other kinds of mineral and petroleum products.
- (t) To manufacture, sell, buy, import, export and process all kinds of textile and garments and apparels including shirts, trousers, dresses, hosiery, underwears, outwears, head gears and all other textiles piece goods of any other description.
- (u) To carry on the business of management of all kind of construction works and construction management, property management, real estate and any related works thereto.
- (v) To carry on the business of general traders, merchants, manufacturers representatives and to buy, sell, hire, manufacture, barter, trade and deal in property, mechanical machine shop, spare parts and machinery of every description, goods and articles and merchandise of all kinds and to transact any and every description of agency, insurance agents, commission, distribution, marketing, commercial, industrial, manufacturing, merchantile, insurance and financial business.
- (w) To carry on the business of household, domestic appliance and electrical goods, audio visual goods, electronic items, building material, hardwares, foodstuff, agricultural products and merchandise of every nature, kind and description whatsoever as a importer, exporter, dealer, wholesaler, retailer, distributor and after sales service and repairing.
- (x) To carry on all or any of the business of stationers, printers, lithographers, stereotypes, electrotypes, engravers, photographic, printer, photo lithographers, typesetting machines operators, die sinker, envelope makers, book binders, account book manufacturers, machine, rulers numerical printers, paper makers, paper baffles and account book makers, box makers, flax and box file makers, cardboard manufactures, type founders, of dealers in playing, visiting, railways, festival invitation, dealers in or manufacturers or any other articles or tings or character similar or analogous to the foregoing or any of them or connected therewith and to deal in the manufacture of and sell by wholesale or retail of school chalks, and secretarial services.

  
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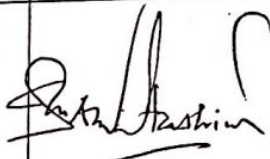
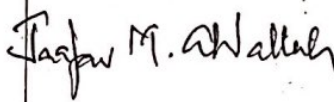
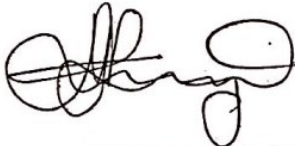


- (y) To carry on the business of and dealers in Software Designing, Development Configuration and Deploying, Computer Network solution, Voice Network solution, Web Development and Hosting, Preventive Maintenance Contract for Computers and Peripheral devices and LAN, WAN, WLAN and PABX installation.
- (z) To promote tourism in Tanzania and elsewhere in Africa, to carry on business of travel and tourist agents and tour operators, to promote facilitate traveling to organize hunting, tented-camps, fishing and diving expeditions, safari promoters and undertakers generally and in particular to arrange and manager hunting safaris, photo safaris adventure tours, fishing trips, handling of game trophies and animal skins, catching, harbouring, transporting, wildlife and marine products of all kind.
- (aa) To carry on the business of providing Internet Network Services, consultancy, and selling of all types of information technologies, computer systems, conference systems, marketing, services, telecommunication systems, security systems, public address systems, data communication and to train, research, install and after sale services of electronic systems, voice and data networks and any other systems or components which the company may think fit, necessary or incidental to this business.
- (bb) To carry on the business of services, consultancy, types of information technologies, computer systems, conference systems, telecommunication systems, security systems, public address systems, data communication and to train, research, install and after sale services of electronic systems, voice and data networks and any other systems or components which the company may think fit, necessary or incidental to this business.
- (cc) To establish and carry on the business information technology products, distributors, exporters and generally to be agent suppliers of mobile phones, computers, Internet facilities and radio communications.
- (dd) To carry on business of Telecommunications, Information Technology solutions, maintenance, repair, retailing, Consultancy, sell, purchase and satellite disc remover, LMB low noise, free horn and all kinds of electronic products.
- (ee) To carry on the business of marketing, services, consultancy and selling of all types of information technologies, computer systems, conference systems, telecommunication systems, security systems, public address systems, data communication and to train, research, install and after sale services of electronic systems, voice and data networks and any other systems or components which the company may think fit, necessary or incidental to this business.

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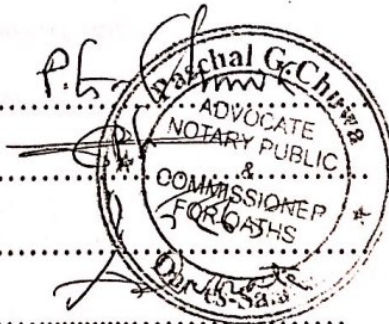
We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

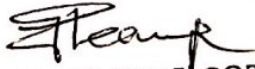
Names, Addresses, and Description of Subscribers.	Number of shares taken by each Subscriber	Signature
SHARIFF MOHAMED ABDALLAH HASHIM P. O. BOX 20252 DAR ES SALAAM	500	
JAAFAR MOHAMED ABDALLAH HASHIM P. O. BOX 20252 DAR ES SALAAM	500	
THURAIYA MOHAMED ABDALLAH HASHIM P. O. BOX 20252 DAR ES SALAAM	500	

Dated at Dar this 28 day of Dec 2011.....

Witness to the above signatures:

Name : .....  
 Signature : .....  
 Postal Address : .....  
 Qualification : .....



  
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