

KAZAKHSTAN INVESTIME-
NTI HOLDING LTD

DIF
7



Kazakhstan Investment Holding Ltd

Mining activities, Agriculture, Poverty eradication Solutions

RE: NO. Kaz – CRF/ 0025/ 2014

Date: 12/03/2014

TO THE,
Commissioner for Labour
Ministry of labour,
P O Box 9014,
Dar es Salaam

*CD Lebov
Plse Leb us disbu
DIF
14/03/2014*

CC: The Director of Immigration;
Po Box 512
Dar es Salaam



Executive Director,
Tanzania Investment Centre
P o Box 938
Dar es Salaam

Dear SIR/MADAM,

RE: FACILITATION

Kindly refer to the above captioned matter, Kazakhstan Investment Holding limited writes and brings to Yourself and Your good Office a concern that has risen.

We applied for a work Permit Class B for Mr Oleg Komissarenko who is a Chief Geologist by Profession. We committed ourselves to pay all the necessary Government fees and be responsible for his stay while in Tanzania.

Unfortunately since 26.09.2013 when all the necessary documents were submitted to the Immigration Offices there has been no response nor reply as to our application.

We kindly request to be availed with a status on this application for Permit of Mr Oleg Komissarenko as soon as possible so that we can take the necessary action required since we urgently need a Geologist basing on the nature of our business.

Thank you for your cooperation and understanding.

PAVEL SHIBILOV
Executive director
Kazakhstan Investment Holding Ltd

Pavel Shilov
KAZAKHSTAN INVESTMENT HOLDING LTD
DAR ES SALAAM

Kazakhstan Investment Holding Limited.

PLOT No: 292 Mikocheni A, Dar es Salaam, Tanzania

P. O. Box 13159, Dar es salaam, Tel:+255685409082, Email:info@kazakhstanzt.co.tz ,Website: www.kazakhstanzt.co.tz

TICC.PP.10/042448

11th June, 2013

CRDB BANK LIMITED
Tower Branch Manager
PPF Building
Dar Es Salaam, Tanzania

**RE: KAZAKHSTAN INVESTMENT HOLDING LTD (TIC NO. 042448) OPENING
BANK ACCOUNT**

We would like to confirm that the above mentioned company is registered by Tanzania Investment Centre (TIC) to undertake a project for gold processing.

The company has also applied through TIC a residential permit class B for Mr Pavel Shibilor. The application is being processed by TIC, Labour and Immigration

We are writing to notify you of this development as the request of the company in understanding that they have approached your bank in order to open bank account and their permits are still being processed by TIC, Labour and Immigration

It is our sincere hope that this letter will facilitate the application to open bank account and enable them to implement the project which they have registered with TIC.

Yours Sincerely,



Innocent M.Kahwa

For: Executive Director

(S)

TICC.PP.10/042448/5

11th June, 2013

Stanbic Bank Tanzania
P O Box 72647 Ohio St,
Dar es Salaam.

Main Branch – Golden Jubilee Towers Ohio Street

**RE: KAZAKHSTAN INVESTMENT HOLDING LTD (TIC NO. 042448) OPENING
BANK ACCOUNT**

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It is our sincere hope that this letter will facilitate the application to open bank account and enable them to implement the project which they have registered with TIC.

Yours Sincerely,



Innocent M. Kahwa

For: Executive Director

BANGKAYA: 100012
 DRY SH: 50084795
 No: 27/05/2013
 Alhamdulillah

27/05/2013 10:20
 16042013
 50083200
 27/05/2013



concessions which the said Attorney may think desirable in the interest of the company.

4. To sign, seal, make any execute all such contracts, deeds, agreements and documents shall be necessary or expedient.
5. Generally, to act as an agent for the company and to execute and perform on behalf of the company all lawful and reasonable acts fully and effectually to all intent and purposes as the company might or could do.

The company hereby fully ratifies and confirms all and whatsoever the said Attorney shall legally do or cause to be done by virtue of these presents.

IN WITNESS WHEREOF, the Company has caused this special power of Attorney to be signed this 18th day of MAY 2013.

[Handwritten Signature]

[Handwritten Signature]

KAZAKHSTAN INVESTMENT HOLDING LTD
P O Box 13159
DAR-ES-SALAAM

Donor
SHAREHOLDER
DIRECTOR



Donor
SHAREHOLDER
DIRECTOR

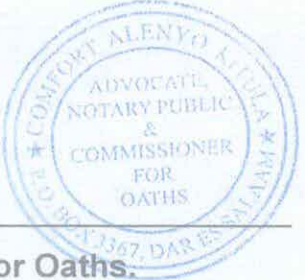
[Handwritten Signature]



Donee

Before me:-

[Handwritten Signature]



Commissioner for Oaths.

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS That we, **YERLAN UPUSHEV** and **ISLAM KHURSHUDOV**, as Directors of **M/S KAZAKHASTAN INVESTMENT HOLDING LIMITED**, a company incorporated and registered in Tanzania, under Certificate on Incorporation NO 97704 whose registered office is situated at: RICHMONDD TOWWER, 8TH Floor in Dar es Salaam, Tanzania of P.O Box 13159 DAR ES SALAAM, herein after referred to as the company, has made, named, constituted and appointed **PAVEL SHIBILOV**, a citizen of Russia and Holder of passport no. 64n02322960 issued on 28th June 2010 of LERMONTOVSKY PROSPECT, 14/1, MPSCOW, Russia. To do and execute by his special power of Attorney by himself to represent the Company as our Attorney for us and in our name, all or any of the following acts, deeds and things according to the Memorandum and Articles of Association of the Company that is to say:

1. To open bank accounts with any banks in the name of Company and to withdraw all or any part of company money standing to the said account and to draw, sign, enclose and negotiate any cheques, promissory notes, bills of exchange, negotiable instruments and generally any documents or order connected with or in relation to such accounts and banking business and to receive money owing by the bank of the company.
2. To receive from the company or it's designates, transports, install and operate any equipment belonging to the Company for the purpose of establishing and operating the company.
3. To enter in to any arrangements with government authorities (Central, District, municipal, local or otherwise) or any corporation, companies or persons and to obtain from such government, authorities, corporations, companies or persons any charges, decrees, grants, licenses, leases rights and privileges and

THE BOARD RESOLUTION

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ITS MEETING HELD ON 02 April 2013 Richmond Tower "fl #8" Room # 82a.

"RESOLVED THAT Resolved **Pavel Shibilov** be and is hereby appointed Managing Director of the Company in pursuance with the Articles of Association of the Company."

"FURTHER RESOLVED THAT Mr. Pavel Shibilov, (the appointed Director of the Company) whose specimen signature are attested Below be authorized to sign on behalf of the Company all documents and forms relating to such account (in relation to debit or credit or Bank, any Registration eg TIC, Brela, Business Contract) in such forms as may be required by Kazakhstan Investment Holding Ltd and further any instructions.

"FURTHER RESOLVED THAT this resolution be useful to Kazakhstan Investment Holding Ltd. and remain in force until notice in writing be given to Kazakhstan Investment Holding Ltd."



.....

Yerlan Upushev (Director)

Pavel Shibilov

.....
appointed director.....




.....

Islam Khursbulatov (Director)

KAZAKHSTAN INVESTMENT HOLDING LTD
P O Box 13159
DAR-ES-SALAAM

05/06/2013

Tanzania Investment Centre
Shaaban Robert Street
P.O. Box 938
Dar es Salaam
Tanzania
Tel: (+255)-22-2116328 - 32
Fax: (+255)-22-2118253
Email: information@tic.co.tz



Dear sir/Madam

RE: Application for assistant to Open Bank Account

With the reference to the above mentioned Subject, Kazakhstan Investment Holding Limited Company would like to request for the Assistant from Your Office to Open Bank Account to the Local Banks during this time where Permits for their Employees is in a process. Kazakhstan Investment Holding Company is a registered company to Tanzania Investment Center (TIC) with **Certificate of incentives: № 042448.**

Please find attached list of documents as part of requirements of application:

- Power of Attorney
- Board Resolution

KAZAKHSTAN INVESTMENT HOLDING LTD
P O Box 13159
DAR-ES-SALAAM

I thank you in advance,
I remain,
Pavel Shibilov
Managing Director
Kazakhstan investment Holding Limited
Mikocheni Area "A"
P o Box 13159
Dar es Salaam.

signature.....

TICC/PP.10/042448/3

22nd May, 2013

Managing Director,
Kazakhstan Investment Holding Ltd.,
P.O. Box 13159,
DAR ES SALAAM

RE: CERTIFICATE OF INCENTIVES FOR INVESTMENT IN THE ESTABLISHMENT OF PROJECT FOR GOLD PROCESSING

We wish to acknowledge receipt of your project proposal to establish project for gold processing as presented in the TIC P.A. 1 Form No. 11059 and Feasibility Study with a projected investment of USD 5m.

We have studied your project proposal and 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. In order to enable TIC prepare your Certificate of Incentives, You will be required to submit the following:-

- Bank Reference for equity funding or a letter from Bank/Financial Institution that a loan is granted or is under consideration as required by Section 17(3) (f) of Tanzania Investment Act,1997.

You will also 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\$ 1000.00 is payable at the ruling exchange rate before your Certificate of Incentives is prepared. Please make deposit direct to the bank as per bank details below:-

.../2

TICC/PP.10/042448/3

22nd May, 2013

*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



Unclaimed refund beyond three years will be forfeited



04

TANZANIA INVESTMENT CENTRE

Shaaban Robert Street, P.O. Box 938, Dar Es Salaam, Tel. +255 22 2116328-31, Fax: +255 22 2118253

RECEIPT REC011343

No. 005581

Received from : KAZAKHSTAN INVESTMENT HOLDINGS LTD

Address P.O. Box 13159 Dar Es Salaam

Received the sum of (In words): ONE MILLION SIX HUNDRED THOUSAND AND ZERO CENTS ONLY

For Executive Director
Tanzania Investment Centre

Being payment in respect of CERTIFICATE OF INCENTIVES FEES

Amount : TZS. 1,600,000.00

Cash / Cheque No: D/dep/125

Date: May-2013



Receiving Officer



Исх.: № 20-11/754
От «27» мая 2013 г.

Г-ну Упушеву Ерлану Елемесовичу

СПРАВКА

Выдана г-ну Упушеву Ерлану Елемесовичу областным филиалом АО «Народный Банк Казахстана» в том, что Упушев Ерлан Елемесович документ, удостоверяющий личность: Удостоверение личности № 07729144 от 07.11.2011г., выдан МВД РК, по состоянию на «27» мая 2013 г. имеет в АО «Народный Банк Казахстана» текущий счет в карточной базе № KZ106010002003360546 в Долларах США.

Начальник
Центра VIP-сервиса АОФ
АО «Народный Банк Казахстана»

Смелова А.Н.



Исп.: Мадиева Е.С.
Тел.: 8 (727) 259-62-33

Бланк без серийного номера недействителен

АК "Казакстан Халык Банкі", Казакстан Республикасы, 050059, Алматы қ., Әл-Фараби д. 5, "Нурлы Тау" БО
Тел: +7 (727) 259 62 30, +7 (727) 59 07 77 (Байланыс орталығы), Факс: +7(727) 2590271; www.halykbank.kz

АО "Народный Банк Казахстана, Республика Казахстан" 050059, г. Алматы, пр. Аль-Фараби, 5, БЦ "Нурлы Тау"
Тел: +7 (727) 259 62 30, +7 (727) 59 07 77 (Контакт центр), Факс: +7(727) 2590271; www.halykbank.kz

Halyk Bank of Kazakhstan JSC, 5 Al-Farabi Ave., BC "Nurly Tau", Almaty 050059, Republic of Kazakhstan
Phone: +7 (727) 259 62 30, +7 (727) 59 07 77 (Contact Center), Fax: +7(727) 2590271; www.halykbank.kz

0001948



Date: May, 27, 2013
Ref. №: 20-11/753

Mr. Yerlan Upushev

CERTIFICATE

This is to certify that Mr. Yerlan Upushev IIN 690130301843 is VIP Service Center's customer of JSC "Halyk Bank of Kazakhstan" and as of May, 27, 2013 the cash balance on personal card account No. KZ106010002003360546 of Mr. Yerlan Upushev is US Dollars account.

Sincerely,

Head of VIP Center
Halyk Bank of Kazakhstan
Anzhela Smelova



Exc.: E. Madieva
Ph.n.: +7 727 2596233

Бланк без серийного номера недействителен

АК "Қазақстан Халық Банкі", Қазақстан Республикасы, 050059, Алматы қ., Әл-Фараби д. 5, "Нұрлы Тау" БО
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Phone.: +7 (727) 259 62 30, +7 (727) 59 07 77 (Contact Center), Fax: +7(727) 2590271; www.halykbank.kz

0001947

Unclaimed refund beyond three years will be forfeited.



TANZANIA INVESTMENT CENTRE

Shaaban Robert Street, P.O. Box 938, Dar Es Salaam, Tel. +255 22 2116328-31, Fax: +255 22 2118253

RECEIPT REC011343

No.005581

Received from : **KAZAKHSTAN INVESTMENT HOLDINGS LTD**

Address ..P.O. Box 13159, Dar Es Salaam.

Received the sum of (In words): **ONE MILLION SIX HUNDRED THOUSAND AND ZERO CENTS ONLY**

Being payment in respect of **CERTIFICATE OF INCENTIVES FEES**

Amount : **TZS 1,600,000.00**

Cash / Cheque No: **D/deposit 22/5**

Date : **22-May-2013**

B. Uisso pp *[Signature]*
Receiving Officer



*For Executive Director
Tanzania Investment Centre*

AUG 11

53980

08/05/2013

Executive Director,
Tanzania Investment Centre,
P. O. Box 938,
Dar es Salaam
TANZANIA
Dear Sir/Madam



RE: COVERING LETTER

Please find attached list of documents as part of requirements of application for certificate of incentives.

- (1) 1 copy of the project's Business Plan/Feasibility Study
A dully filled TIC application forms (registration form)
- (2) A copy of the company's Memorandum and Articles of Association.
- (3) A certified copy of the Certificate of company Incorporation
- (4) Evidence of land ownership for the location of the project
- (5) Company Board Resolution to register the project with TIC.

I thank you in advance,

I remain,
Pavel Shibilov
Managing Director
Kazakhstan investment Holding Limited
Mikocheni Area "A"
P o Box 13159
Dar es Salaam.

signature.....





TIC Evaluation Report

Name of the Company

Kazakhstan Investment Holding Ltd.

Post Box	0	COI Number	37704	Contact	Mr. Paver Shibilov
Post Office	13159	COI Date	03/11/2013	Designation	Director
Region	Dar Es Salaam	Application F. No	11059	Phone	0
Country	Tanzania	Status	New	Direct Phone	0
		Sector	Manufacturing	Cell Phone	0685 409082
		Sub Sector	Gold Processing	Fax	0
		File No	042448	E-Mail Address	mvdubin@mail.ru

Project Location		Investment Finance Plan in Millions USD											
Plot/Block	Plot No. 292	<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>5</td> <td>0</td> <td>0</td> <td>0</td> </tr> </tbody> </table>	Foreign Equity	Local Equity	Foreign Loan	Local Loan	5	0	0	0			
Foreign Equity	Local Equity		Foreign Loan	Local Loan									
5	0		0	0									
Street	Mikocheni A												
District	Ilala												
Region	Dar es Salaam												

Shareholders Detail			Investment Breakdown (USD Million)	
Name	Nationality	(%)	Land/Building	0.9
Islam Khurshudov	Kazakhstan	30	Plant	1.95
yerlan Upushev	Kazakhstan	70	Vehicles	0.48
			Furniture & Fittings	0.13
			Pre-expenses	0
			Others	0
			Working Capital	1.54
			Total	5

Employment	10	Evaluated By	wf officer4
Capacity	xxxxx	Drawn By	wf registry2
Project Turn Over		Project Type	Foreign

Description

To establish project for gold processing

Recommendations

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

Decision

Approved as recommended
R. Mungu
Ag. ETD
2013

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 (%) |
|-------------------------|-------------------|------------------|
| <u>Islam Khurshudov</u> | <u>Kazakhstan</u> | <u>30</u> |
| <u>Yerlan Upushev</u> | <u>Kazakhstan</u> | <u>70</u> |
2. Proposed Activities : To establish project for gold processing
3. Sector: Manufacturing Subsector Gold Processing
4. Investment cost: Foreign USD 5m. Local - Total USD 5m.
5. Project Financing: Equity USD 5m. Loans - Total USD 5m.
6. Source, terms and conditions of loan.....
7. Assets to be invested:
- | Capital items: | Foreign | Local | Total |
|----------------|----------------|----------|----------------|
| | <u>USD 5m.</u> | <u>-</u> | <u>USD 5m.</u> |
8. Technology Agreement None
9. Date of TIC Registration: 22nd May 2013
10. Implementation period May 2013 - August 2016
11. Operative date..... May 2016
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 | <u>And VAT as per Customs Tariff act, 1976 & VAT Act, 1997</u> |
| (ii) | Applicable with-holding Tax | <u>As per Income Tax act, 2004 (as amended)</u> |
| (iii) | Eligibility of Capital Allowances | <u>As per Income Tax Act, 2004 (as amended)</u> |
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
- Date of Commencement of investment has to be notified to the Centre.
 - Certificate not to be transferred, assigned or amended
 - Failure to commence implementation within two years invalidates Certificate
 - Failure to operate investment must be notified to the Centre
 - 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 
Executive Director

3



00219947

THE UNITED REPUBLIC OF TANZANIA

Certificate of Incentives

(Section 17 of the Tanzania Investment Act, 1997)

No: 042448

This is to certify that

KAZAKHSTAN INVESTMENT HOLDING LIMITED

of address P.O. BOX 13159

DAR ES SALAAM

has been granted a Certificate of Incentives to invest in a new, ~~XXXXXXXXXXXXXXXXXXXX~~ enterprise known as

KAZAKHSTAN INVESTMENT HOLDING LIMITED

Which is located at PLOT NO. 292 MIKOCHENI A

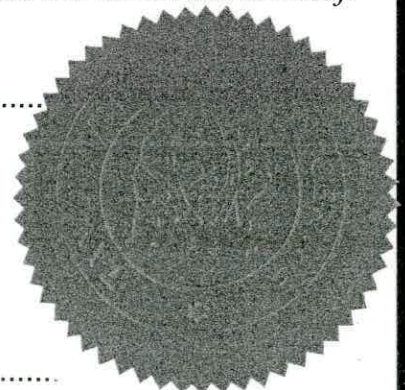
KINONDONI - DAR ES SALAAM

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

Executive Director

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

Dated 28TH MAY 2013



9049

Unclaimed refund beyond three years will be forfeited



11059

TANZANIA INVESTMENT CENTRE

Shaaban Robert Street, P.O. Box 938, Dar Es Salaam, Tel. +255 22 2116328-31, Fax: +255 22 2118253

RECEIPT REC011193

No.005429

Received from : KAZAKHSTAN INVESTMENT HOLDINGS LTD

Address P. O. Box 13159, Dar Es Salaam.

Received the sum of (In words): ONE HUNDRED SIXTY THOUSAND AND ZERO CENTS ONLY

Being payment in respect of: REGISTRATION FEE

Amount: TZS 160,000.00

Cash / Cheque No: D/Deposit 07/05
07-May-2013

Date :

*For Executive Director
Tanzania Investment Centre*

BUISSO

Receiving Officer

**TABLE 2: CHRONOLOGICAL SEQUENCE OF THE IGNEOUS ROCKS OF
THE MUSOMA DISTRICT**

TERTIARY	...	...	Trachytoid phonolite flow.
KAROO...	...	...	Quartz-dolerites and olivine-dolerites
PRE-KAROO AND POST WATERBERG	...	...	Some partly altered dolerites
PRE-WATERBERG	...	...	Coarse-grained dolerites and quartz-gabbros. Some partly altered dolerites.
LATE MUVA-ANKOLEAN			Epidiorite dykes. Major auriferous reefs and dykes (quartz reefs, some aplites, felsites, quartz-porphry.)
			<i>Acid Dykes</i> Orthophyres Aplites (may be auriferous)
			<i>Intermediate Dykes</i> Lamprophyres, grading to hornblende-rich granite porphyry.
			Pneumatolytic action producing quartz, pyrite, sericite, fluorite, tourmaline, axinite,? topaz.
			<i>Granitic Intrusions</i>
			G.4 Type <i>paulopost</i> , shallower and leucocratic. The Sogoti syenite may be an alkaline facies of this
			G.3 Type (main intrusion, which by assimilation of greenstones at contact and peripheral differentiation gives rise to some of the acidic and lamprophyric dykes
			?PRE-MUVA-ANKLOEAN <i>Kuria Volcanics</i>
			Intrusion of dykes of dacite-porphry.
			Extrusion of lavas (dacites and quartz-porphry)
			? Intrusion of gabbro-peridotites.
			? Intrusion of basic lamprophyres, epidiorites and some acid dykes (chiefly felsites).
			? G.2 Type Granite Intrusion.
			UPPER BASEMENT COMPLEX
		....	<i>Musoma Series</i>
			Extrusion of acid lavas including some dacites
			Extrusion of basic lavas.
AGE UNCERTAIN....			G.1 Type Granitic Gneiss. ? Foliated granite of undifferentiated Basement Complex of East Mara.

After: G. M. Stockley, 1935, Geological Survey Tanganyika.

**TABLE 1: ANNUAL GOLD OUTPUT FROM THE MUSOMA DISTRICT
1923 - 1934**

YEAR	TOTAL VALUE (UK £)	FINE GOLD (OZS)	BULLION (OZS)	SILVER (OZS)	ORE TREATED (LONG TONS)		REMARKS
1923	1,261	-	315.3	-	-	-	Probably includes small quantities won during 1922
1924	990	-	247.5	-	-	-	
1925	456	-	114.0	-	-	-	
1926	919	-	245.0	-	-	-	
1927	3,154	-	837.1	99.3	-	-	Ex-enemy properties come into production
1928	8,628	737.8	2,422.9	402.4		-	
1929	2,792	2,020.5	770.8	116.4	1,400	-	
1930	3,225	654.4	946.6	155.6	1,600	11.3	
1931	4,333	791.0	1,362.2	356.2	7,887	13.8	
1932	18,203	1,006.0	4,185.5	732.0	15,309	8.4	Gold premium operative
1933	29,678	3,452.0	6,334.0	-	-	5.5	"
1934	43,809	4,233.0	11,675.0	-		-	"
TOTAL FOR TWELVE (12) YEARS	117,448		29,455.9				

Source: Figures supplied by the Director of the Department of Lands and Mines.

region is drained by seasonal rivers, and any gold washed off a reef will be spread over a wide area-if it ever reaches a river.

- 8.7 Geophysical methods of prospecting may prove to be useful over the Mbuga clays, red loam and laterite at the base of the hills where there is no great overburden and where reefs may be hidden. It may even prove to be profitable to prospect over the lava flows situated to the north and south of the Utimbaru Scarp. The average thickness of the lavas is about 76-91m.

9.0 SELECTED REFERENCES

1. Wade F.B. Outlines of the geology of the regions adjoining the south-eastern shores of Lake Victoria. Short Paper no. 1, Geological Survey Tanganyika, Dodoma, 1928.
2. Stockley G.M. Geology of the south and south-eastern regions of the Musoma District. Short Paper no. 13, Geological Survey Tanganyika, Dodoma, 1936, 48pp., 3 maps.
3. Stockley G.M. Outline of the geology of the Musoma District. Bull. no. 7, Geological Survey Tanganyika, Dodoma, 1935, 64pp., 4 maps, 3figs.
4. Teale E.O. Provisional geological map of Tanganyika with explanatory notes. Bull. no. 6, Geological Survey Tanganyika, 1933, 7pp.

7.2 Joint-Venture Considerations

Mtarima Gold Mining Company Limited (MGMCL) would be in constant contact with various mining companies on the possibility of going into joint-venture arrangements with them in respect of the Mukibusi Project.

8.0 CONCLUSIONS

- 8.1 Tanzania is believed to have a wide distribution of unexploited or not fully exploited resources and an even wider distribution of unexplored areas or insufficiently delineated or appraised resources. It is only in the last five years that modern exploration methods have been applied in the Tanzania greenstone belts for the first time. Intensive search for base and precious metals is relatively youthful. Past exploration and mining is not considered to reflect the great potential of the country for solid minerals, and even for gas and oil.
- 8.2 Due to the sparse outcrops in the region, there is very incomplete understanding of the regional distribution of the Nyanzian beneath the residual laterite cover of the sub-Miocene peneplain to the south. Re-interpretation of previous aeromagnetic and radiometric geophysical data and application of modern exploration methods might reveal additional information.
- 8.3 The Musoma-Mara greenstone belts constitutes, now as in the past, prime targets for gold mineralization. Modern geological, geochemical and geophysical surveys plus drilling might be able to reveal gold deposits of grades and dimensions capable of sustaining a medium – to large-scale mining operation.
- 8.4 Gold deposits have been found associated with the banded ironstones, but probably only where dykes and quartz stringers have impregnated them locally with gold. Quartz reefs are the principal auriferous rocks in the Musoma District, and these are offshoots from the parent magma of G.3 granite.
- 8.5 Most of the visible gold is secondary-having been derived from the oxidation of primary auriferous pyrite. Enrichment of most of the reefs by residual and secondary processes is everywhere evident.
- 8.6 It is considered unlikely that any valuable alluvial deposits of gold will be discovered. The drainage – except for the area north of the Utimbaru scarp – is mature. The only flowing rivers of any size are limited to the Mara, Mori and Tigiti rivers and some of their tributaries. The rest of the

7.0 WORK COMPLETED TODATE

7.1 Data Studies

Many geoscientific papers, books, maps, photo-geological and aeromagnetic data have been reviewed in an attempt to understand the structural geological controls of the gold mineralization within the region. These works were completed so as to generate a regional geological synthesis, to identify potential areas for gold mineralization and to define exploration targets within the property.

After a review of the papers and literature available it appears that there has been very little recent work completed on understanding the development of the Tanzanian Shield during the Archaean. Understanding of the tectonic evolution of the shield and its related mineralizing events is of fundamental importance in gold exploration.

7.1.1. Aeromagnetic Data Interpretation

The interpretation process is an attempt to relate the aeromagnetic contours to geological formations and structural features possessing magnetic expressions. Aeromagnetic contour maps are a permanent record of the magnetic pattern produced by underlying rocks and as such may be re-interpreted as additional geological information becomes available.

Within the Archaean Granitoid Shield, areas of high magnetic value can be distinguished from those of low value.

Magnetic Zones

Three magnetic zones may be discerned within the licence area (Fig. 6):-

G.M. Stockley (?1934) recorded very little magnetic disturbance in the vicinity of outcrops of banded ironstones (BIF) in the south and southeastern regions of the Musoma District. Magnetic influence was rarely recorded by the prismatic compass outside a range of 457m from an outcrop. However, Stockley found out that there was some magnetic variation on the outcrops of BIF, in particular on Machuri Hill, 8km northeast of Ikoma, and on the Metoho Mts in the eastern half of Serengeti National Park.

7.1.2 Radiometric Data Interpretation

The interpretation process endeavours to relate the radiometric data to the surface geology and to locate areas which may be of interest for uranium exploration.

It yet remains to be proved whether this kind of deposit can be developed into a successful mine similar to many in America where mineralization of comparable character occurs.

At Kiabakari to the west, a biotite-granite has intruded a series of greenstones, which belong to the basic volcanics and epidiorites of the Musoma Series. The Musoma Series is here represented by micro-epidiorites, coarse-grained epidiorites and a shallow belt of ferruginous quartzites, sericite schists and graphitic shales. The epidiorite occurs adjacent to the granite. Penetrating the greenstones are numerous dykes and quartz reefs; the dykes include hornfelsed dacite-porphyrries, quartz-porphyrries and aplites. Aplite dykes have an easterly strike. Mineralization occurred at the end of the dyke period, when many were sericitized and propylitized. Hydrothermal minerals so far recognized include fluorite, apatite, chlorite, auriferous pyrite, arsenopyrite, epidote, actinolite, zoisite and garnet. Fluorite has been found both in the granite on the contact and in an aplite dyke in the greenstones close by.

Gold was found in the weathered outcrops of the aplites and the sheared greenstones adjacent to the dykes. The greenstones close to the aplites are almost schists. The aplites are granulitized and impregnated with quartz and with the ore minerals, pyrite and arsenopyrite. The main ore body crosses the southern aplite and reaches to the second in a north east direction. Systematic assays along the trenches gave average values of 9.8-14.0 g/t fine gold.

Hints on Prospecting in Granite Country

In the granite country, there is no reason why gold-bearing quartz reefs should not be found in areas where the upper portion of the roof of the granite is still uneroded. Between Mkukubi and Kiabakari, there is an outcrop of granite, which is almost encircled by the older formations of the Musoma Series. It is fairly evident, therefore, that the present summits of the granite hills cannot be far distant vertically from the position originally occupied by the roof.

A quartz reef apparently valueless at the surface may prove to be auriferous at a shallow depth. For this reason the habit of depending too much on surface samples of quartz collected is deplored. No reef can be definitely proved to be non-auriferous until excavation has been carried out to a depth of at least 1.5m, and sampling has been done along the strike.

The Kiabakari East Area gold bearing formations may be classified as impregnations associated with young intrusives. The type is directly related to the younger granite (G.3 variety), and is considered to be the end-product of the granite magnetic activity. The granite invaded the country rock, assimilating some of it and contemporaneously solidifying rapidly. Its intrusion caused fissuring and shearing to occur in the country rock and the cooling of the intruding mass produced joints within itself. These joints and fissures provided easy exit for the escape of the still-molten end-products existing under pressure within the core of the granite batholith, and were in consequence filled with siliceous material, i.e. the acid dykes and quartz reefs now visible at the present-day surface. Some of these dykes and reefs were accompanied by gold-bearing emanations and are now profitable sources of gold, whereas others are either barren or unprofitable.

The gold-bearing emanations consisted principally of gold, pyrite, chalcopyrite, arsenopyrite, galena, blende, epidote and tourmaline. The proportions of these constituents naturally varied between very wide limits, but pyrite seems to have been the commonest, and gold the most rare. There are many schools of thought on the question of the nature of these minerals while they were emplaced. All agree that very great pressures must have existed, and most believe that high temperatures should have been present, and under these conditions combined, it is easy to assign to them a fluid and highly mobile state. Gold is found almost entirely in association with pyrite and probably accompanying it either as a mixture or in some form of solution, and today gold is being revealed as a consequence of the host-mineral decaying thereby leaving it to survive because of its immutable character. In the Musoma goldfield, as the primary zone is being approached, evidence is gradually forthcoming that may enable the geologist to decide upon the nature of gold mineralization and, from this and other considerations, to forecast more reliably the in-depth extension of its ore bodies, and thus estimate the duration of the life of its mines.

6.2 Prospect Mineralization

The Mukibusi prospect is situated very near the contact of younger granite with rocks of the Basic Volcanic Formation of the Musoma Series. Mineralization is attributable to a number of dykes concomitant with the granite penetrating the periphery: greenstones. These dykes are of acid to sub-acid character and include aplites, granophyres and porphyries of varying characteristics. In hand specimens, some of these dykes are seen to be mineralized with conspicuous pyrites, and possibly pyrrhotite and it is only in dykes containing these minerals that gold is also found. Systematic sampling of the old Kiabakari mine to the west had indicated an average value of 6.3 dwts fine gold, with mill heads averaging 4 dwts per ton.

manganiferous laterite. The visible gold found in quartz-reefs on the surface is due to the oxidation of primary auriferous pyrite i.e. residual enrichment.

There are two kinds of enrichment of the gold deposits:-

- (a) **Residual enrichment** – This is due to the loss in the rock of all the iron sulphide of the pyrite by oxidation and the contemporaneous precipitation of the gold in the reef.
- (b) **Secondary enrichment** – This happens when gold at or near the surface is dissolved by natural agents, transported in solution and re-deposited (precipitated) in a lower zone.

The greater proportion of reefs in the district are vertical or very nearly so. There probably is a correlation between the joints in the various formations and the reef-directions, which is northeast, east and north.

(ii) **Impregnations of the country rock by apophyses of the G.3 granite**

In the type-deposit at Maji Moto, granite-porphry tongues have pierced the greenstones and soaked the country rock with their hydrothermal solutions. Accompanying the penetration, auriferous pyrite was deposited, impregnating the adjacent rock. Thus the country rock and the granite-porphry are auriferous.

(iii) **Mineralized dykes of aplite, etc.**

At Kiabakari occurs a mineralized dyke rock containing pyrite. There are several dykes cutting through a coarse greenstone close to the contact of the Busiora granite, but among these are two particular aplites, which are well mineralized with arsenopyrite and auriferous pyrite. The country rocks from west a belt of serocote-schists, graptitic shales and quartzite, and a coarse epidiorite, to east comprise micro-epidiorites, which has been metamorphosed and impregnated by the Busiora granite. There seems very little doubt that these dykes are apophyses from the granite and, instead of mineralizing the country rock only, they have become well mineralized themselves.

(iv) **Rubble deposits**

Lateritic crusts and rubble deposits are usually only valuable in the vicinity of auriferous reefs close to the base of the hills. At Simba Sirori East, the material was found to consist of rich gold-quartz from tiny stringers, ordinary reef-quartz and impregnated laterite.

Mountain. The lavas have been faulted again, at Nyamagochura and at Doria Hill, south of the Nyankoba Hills. The evidence points to the Utimbaru area being upthrust rather than to the alternative of the southern region being downthrown.

6.0 GENESIS OF GOLD

6.1 Regional Mineralization

All the gold deposits in the Musoma District are directly related to the G.3 granite. Some have been formed by apophyses from the fringe of the intrusion, but most are quartz reefs derived from the mother-liquor of the granitic magma. The granite invaded the country rock, and its temperature at the periphery was consequently lowered. Crystallization commenced from the margins inwards until the main mass became solid; and the mother-liquor, with all the mineralizing agents, having retreated towards the core of the batholith, was injected up the major joints and shear zones of the intruded formations.

The gold deposits of the Musoma District can be divided in the following categories:-

- (i) **Quartz-reefs: probably pegmatite terminals of G.3 granite**
This is by far the commonest and the most important. The reefs are often situated either near the contact of the granite or in the formations of the Musoma Series. The country rocks are commonly the greenstones and the Tombstone Formation. The auriferous quartz-reefs may be divided into seven associates:-
 - (a) In the greenstones at contact with granite e.g. Kiabakari and Mkukubi
 - (b) In the granite near contact with older formations
 - (c) In the altered gabbro close to the granite contact e.g. Nyamongo area
 - (d) In the Tombstone Formation e.g. Buhemba, Lonesome and Mrangi.
 - (e) Few are in the felsites
 - (f) Certain reefs are found in the North Mara Series
 - (g) In the East Mara Complex.

The primary minerals associated with the quartz-reefs are gold, pyrite, cupriferous pyrites, chalcopyrite, arsenopyrite, galena, epidote, and tourmaline; and the secondary minerals are gold, the oxidized copper ores azurite and malachite, selenite, calcite, hematite, limonite and

north east. It is said that mining and milling had been carried on in the area in the past, but the scale of operations is unknown.

5.3 Regional Structure and Geo-tectonics

Rocks of the Musoma Series are usually inclined. BIF of igneous origin exhibit contorted structures. On mountain summits large blocks of outcropping rock are highly contorted and overfolded. A major tectonic feature in the area, the Suguti Shear, occurs on the south side of Suguti Hills. In the North Mara District, a westerly strike and a general dip of 50°-65° Mag to the south predominate.

The Musoma District may be divided tectonically into two sections; that north and that south of the Mara River. The southern district has not been affected by the Tertiary faulting which determines the topography of the northern district. The main tectonic lines are seen in the general strike of BIF from Maji Moto to the Majita Peninsula. North of Maji Moto the strike is SW; north of Simba Sirori it is W; from Buhemba to the Suguti Hills it varies from N and NW to NE. In the Suguti Hills the strike is first W and then NE to the Majita Peninsula. Within this area are belts of the Tombstone Formation, which constitute shear zones. No orogenic movement has affected the Ikorongo Series; but the Musoma Series is affected locally. The main movement has apparently originated from the south and sheared all the rocks from Mrangi to west of Nyasirori. This movement has limited itself to shearing only, as no true overthrusting of older rocks on younger has been observed. It is probable that it is connected with the main intrusion of the granite batholith. The well-defined joints forming pseudo-bedding in the granite indicate that these granites invaded from the south. This invasion is thought to have initiated folding of the supericumbent rocks producing anticlines and synclines on a large scale. Subsequent erosion has left the main synclines between strips of granite.

In the North Mara District there is more evidence of definite overthrusting. The BIF of the Tagare-Mwibare-Kiori Hills are thrust over the North Mara conglomerate. The evidence for this is the presence of a fault-breccia found at the base of BIF, and the BIF is found as included pebbles in the conglomerate. The direction of the G.3 granite is further testified by a belt of highly metamorphosed and sheared rocks, stretching from the Somani River west to the granite-periphery close to the gabbroic dyke. Both of these shear-belts are probably connected with the G.3 granite invasion, thus suggesting that the invasion came from the south.

Following the extrusion of the Tertiary lavas, faulting took place which formed the Utimbaru scarp, with a total displacement of 427 m. There is scarce outcrop of the rocks below the lava to the southeast of Tagari

with the basic volcanics of the Musoma Series all the epidiorites and dolerites are post-G.3 granite in age. The youngest are the fresh quartz-and olivine-dolerites.

5.1.8 Superficial Deposits And Alluvium

The superficial deposits can be divided into two groups:-

1. Transported (Alluvium
(Mbuga-clay
- 2 . Eluvial (Granite sands
(Red loams and laterites

The exact age of these deposits is unknown. The alluvium and much of the granite sands are probably of comparatively recent age. Some of the laterite may date back to the last peneplain period. In the Musoma District lateritic deposits include lateritic conglomerates, surface breccias, ferruginous crusts and the lateritic soils typically found south of the Mara River. Laterite is confined almost wholly to the base and gentle slopes of the hills of the Musoma Series and in this case cannot be as old as Miocene. It is thick at the base of the greenstone hills and thin out down-slope towards the Mbuga.

There is little laterite in the North Mara District on the rocks of the Musoma Series, but much laterite forms crusts on the Tertiary lava. The lava plateau between the Utimbaru Scarp and the Kenya boundary, and the lava flow at the base of the scarp are locally covered with hard ironstone. It is widespread also on the North Mara conglomerate. Here and there in the granite soils a certain amount of cementation and ferruginous concentration has taken place resulting in the formation of a reddish sandy crust which has the appearance of a sandy laterite.

The "Mbugas" are probably the result of almost complete peneplanation and the slow accumulation of fine clay and humus, probably in a colloidal state, in low flats or basins. They were probably in most cases permanent swamps during the pluvial period. In deeper basins typical lacustrine deposits accumulated. Often they are only a few metres thick. The black clay passes either into red loam at the base of the hills of the Musoma Series or into the granitic sands of the granite areas.

5.2 Local Prospect Geology

The country rock is meta intermediate volcanic, close to a granite contact. A quartz reef strikes at 70° and had been systematically trenched. A larger trench a little to the east on the northern slope of the hill suggests that a small production was made here. There is also a shaft further to the

The lamprophyres are apparently of two ages:-

(i) those connected with the basic rocks, the gabbros and the serpentinized peridotite. These occur in the East Mara region and the adjacent neighbourhood as footwall to the Nyankoba-Nyamongo reefs; and

(ii) those of the spersartite suite connected with G.3 granite.

All the lamprophyres and orthophyres that are considered to be apophyses of the granite batholith are characterized by the presence of hornblende. There is an undoubted genetic connection between the acid dykes (see 6.3.1) and these more basic varieties. The lamprophyres associated with the G.3 granite occur in the granite not far from the contact with the Musoma Series, and also in the Musoma series itself.

(iii) **Dacite-porphyrries**

These are blue-black porphyritic rocks identical with the dacite-porphyrries of the Kuria Volcanics. They are found as dykes cutting the greenstones, though in a few cases they also occur in the granite.

(iv) **Dolerites and Epidiorites**

These dykes, usually vertical and of only short lengths, vary in appearance from extremely fine-grained fresh black dolerites to green epidiorites on the one hand, and from coarse dolerites or gabbros to diorites on the other. The dykes may be divided into:-

- (i) epidiorites
- (ii) fine and medium-grained partly altered dolerites
- (iii) fresh and partly altered quartz-dolerites
- (iv) Coarse quartz-dolerites or quartz-gabbros, and
- (v) olivine-dolerites.

Very few produce any topographical features of note. The quartz-gabbros in a few cases form small hills or a chain of small rises. With the exception of these dykes associated

peridotites are of the same age, it follows that all these basic and ultrabasic intrusives may be correlated. These basic rocks are intruded by the Sogoti syenite, the age of which is therefore post ultrabasics. The altered gabbro near Nyasenero, south of Buhemba, is post-Musoma Series.

(c) **Dyke-Rocks**

The evidence regarding the relative age of the various lavas has already been outlined. The age of the major intrusives is based on the fact that G.3 granite intrudes all the formations up to, but not including, the Ikorongo Series. The serpentinized peridotite and gabbros have been intruded by the granite and they do not intrude the North Mara Series, but are known to invade the Musoma Series. The basic lamprophyres are considered to be connected with these basic intrusives as they are limited in the field to the Ikorongo and Nyankoba areas. They are not known in the Musoma Series connected with G.3 granite. The dacite – porphyries are very similar to the Kuria dacite-porphyry and their relative age seems to be pre-G.3 granite. The affinities of the various lamprophyres and innumerable acid dykes also are believed to lie with G.3 granite. The evidence lies in their general relation to each other and the fact that they are found cutting the granite. Some granodolerites, in part altered to epidiorites, occur at Maji Moto as lenticular bodies intruding the basic volcanics; their relation to the granite-porphyry tongues suggests that they are earlier than these for in their vicinity they are locally metamorphosed to epidiorites. Dolerites of presumed Karoo age are quite fresh and unaltered.

(i) **Acid Dykes**

Most acid dykes (not including dolerites, epidiorites, basic lamprophyres and quartz reefs) are post – Musoma Series, and some are post G.3 granite. A few may be related to the older granite since felsite dykes have been metamorphosed to hornfels while adjacent dykes do not exhibit any change. At Kwigutu a spherulitic felsite was found to cut the **Tombstone Formation**. The granite-porphyries may be classified under their main types as granite-porphyries, micro-granites, granophyres, felsite-porphyries, felsites, quartz-porphyries, aplites, pegmatites, and karatophyre. No pegmatites have been seen to penetrate the older rocks, though they frequently occur in the granite area. This is possibly largely due to the relative depths to which erosion has proceeded.

(ii) **Lamprophyres and Orthophyres**

diorites form the marginal facies of the original biotite-granite. In some contact-zones large fragments of greenstones have been found included in the granite. Intrusion breccias have also been found, in which the brecciated fragments are cemented by a hornblende – rich matrix. G.4 granite shows no assimilation and was probably a cooler portion of the magma incapable of digesting any of the country rock. It is distinguished by a coarseness of texture, a lack of dark-coloured minerals, a pinkish to reddish colour of the feldspars, and a high proportion of quartz. G.3 granite invades all the formations up to but not including the Ikorongo Series. In the Suguti area the granite has been seen to have penetrated the Musoma Series in tongues, and in the North Mara District there is a definite zone of metamorphism illustrating the intrusive nature of the contact with the North Mara Series.

(b) **Basic Major Intrusives**

The basic plutonic rocks found in the district can be enumerated as follows:-

- (i) a serpentine at Maji Moto
- (ii) a complex of quartz-syenite, gabbro, and ultrabasics north of Sogoti Hill
- (iii) an altered gabbro at Nyamongo, north of the Mara River
- (iv) a very altered gabbro south of Nyasenero, near Buhemba.

The Maji Moto serpentine is partly a serpentinized picrite and partly a serpentinized peridotite. At Nyamongo the gabbro has suffered uralitization of the pyroxene and sericitization and epidotization of the feldspars. Though the augite may sometimes still be unaltered, more look like coarse hornblende-diorite than gabbro and this is due to the prevalent secondary hornblende.

At Sogoti Hill a more complicated series of intrusives, comprising of a unique assemblage of holocrystalline rocks, was found. The assemblage consisted of "float" of granite, pegmatite, greenstone, gabbro, augite-peridotite and quartz-syenite and quartzites.

The age of these basic intrusives appears to be pre-G.3 granite and post – Musoma Series. There is a close similarity between the Nyamongo gabbro, which is intruded by the G.3 granite, and the Sogoti gabbro. The Maji Moto and the Sogoti serpentinized peridotites are also allied to each other in mineral composition. As there is a possibility that both the Sogoti gabbro and serpentinized

by the summits of these hills. A meteoric origin for the reefs seems possible. But it may be that they are connected with early Tertiary volcanism generated during the extrusion of the rhyolites.

5.1.6 **Utimbaru Lavas**

Tertiary Lavas occur along the top of the Utimbaru Scarp in the North Mara District. They continue northwards towards the Mori River, from Kwiromo to Tarime Hills, and on the east they form the whole of the plateau from the scarp to the Kenya border. Most of the small hills near the scarp are capped by this lava. Thicknesses of between 6.0-101m have been recorded. The type-rock has a greyish to dark olive-green colour and is dense and fine-grained with large prisms of sanidine felspar.

5.1.7 **Igneous Intrusives**

Igneous intrusives outcrop over the greater part of the Musoma District; these are largely granite but also include a variety of other types. Innumerable dyke-rocks of various ages penetrate both the granites and the Musoma Series. No intrusives have been observed in the Utimbaru Lavas and the Ikorongo Series, but all the other formations have been cut by dykes and invaded by plutonic rocks. The Musoma Series has been pierced by a greater variety and number than any of the other formations. **Table 2** shows the chronological sequence of igneous rocks of the Musoma District.

(a) **The Granites**

The oldest granite is a pre-G.3 granite found in small isolated outcrops in the North Mara District. Evidence as to its relative age is afforded by the fact that it was found as boulders in the North Mara conglomerate surrounding the outcrop. A similar granite, probably an apophysis of the main body, was found in places to have penetrated the Musoma Series. This evidence shows that the granite is younger than the Musoma Series. The presence in the granites of small clots of hornblende and the presence of hornblende and secondary biotite indicate that this is a marginal facies.

The largest igneous intrusion is the batholith comprising the G.3-G.4 granites. Evidence shows that G.4 is part of the same magma and probably forms the last phase of the intrusion. G.3 is a medium-grained grey biotite-granite. On the margins, close to its contact with the Musoma Series, the mineral composition changes; hornblende gradually replaces biotite until at the contact hornblende-granites and quartz-

- (xvii) Knotted mica-schist
- (xviii) Quartzite impregnated with tourmaline
- (xix) Knotted mica-schist
- (xx) Banded hornfels
- (xxi) Augen mica-schist
- (xxii) Mica-schist
- (xxiii) Unsheared felsitic quartzite.

5.1.5 The Ikorongo Series

These rocks occur to the east of Maji Moto, where the hills of granite and greenstone are capped by a bed of purple and white quartzites, dipping at an angle of 3.5° to the east and southeast. To the north, east of Ikorongo and beyond the Mara River, the quartzites overlie the granite and the East Mara complex. On the Sogoti Hill these basal quartzites overlie the syenite. The Ikorongo Hills provide the following succession:

- | | |
|------------------------------------|--|
| Upper -
Sandstones | <ul style="list-style-type: none"> (xiii) Gritty purple quartzitic sandstone and quartzite (xii) Massive purplish and red quartzitic sandstone
716 m (xi) Shales and micaceous shaly sandstone and flagstone (x) Fine-grained rusty-coloured sandstone (ix) Massive slabby sandstone, gritty in part. |
| Middle
Sandstones
and Shales | <ul style="list-style-type: none"> (viii) Purple shale, sandy shale and flagstone (vii) Purplish and greenish quartzitic sandstone (vi) Flaggy micaceous sandstone
475 m (v) Fine-grained greenish sandstone and phyllitic shale. (iv) Sandy shale, micaceous sandstone and flagstone (iii) Olive-green shale. |
| Basal
Quartzites
76m | <ul style="list-style-type: none"> (ii) Red shale (i) Purple and white quartzite. |

The boundary of the Ikorongo Series with the older formations is reasonably exact, that between the Middle and Lower series is also fairly accurate, but the division between the Upper and Middle beds is more arbitrary. On the extreme east there is a faulted boundary with the sediments downthrown against the gabbro at Sogoti Hills. At the northern end of this fault, fragments of granite, pegmatite and greenstone have been noted, so that the older rocks probably divide the gabbro from the sediments at that point.

In the Ikorongo Hills, non-mineralized quartz veins striking NE have been found in the Upper Sandstones on the old peneplain which is represented

outcrop for conglomerates or evidence of some signs of change of sedimentation.

The distribution of the various facies of sedimentation shows that the conglomerates occur along the periphery of the outcrop of the North Mara Series; the deeper-water deposits, such as phyllitic shales and fine-grained quartzites, are found in the central portion of the outcrop. The felsitic tuffs of this series are closely similar to those of the Musoma Series, indicating a recurrence of volcanism in the latter series. There is also a close similarity between the phyllitic shales of both groups, the chief difference being the yellow "ashy" layers in those of the Musoma Series.

Between Kibachiro and Kiori Hill, a curious banded magnetite-actinolite-hornfels is found interbedded with fine-grained quartzites and conglomerates. It is associated with an amphibolite, probably a metamorphosed pyroxenite, and this ultrabasic rock has probably impregnated the adjacent rock. The banding of the magnetite-actinolite-quartzite is interrupted by stellate, radiating actinolite crystals, and, with this exception, the ironstone is a replica of the Kiori banded magnetite quartzite.

West of Kwiromo Hill the members of the North Mara Series have been subjected to directional pressure and thermal metamorphism caused by the invasion of G.3 granite. From the granite periphery to just beyond the scarp summit a series of hornfels, knotted hornfels, mica-schist, and magnetite-quartz-schist is repeated again and again; and a detailed series may be given commencing from the contact, as follows:

- (i) Hornfels
- (ii) Quartz-magnetite-schist
- (iii) Knotted mica-schist
- (iv) Magnetite-quartzite
- (v) Quartz-mica-hornfels
- (vi) Knotted quartz-schist
- (vii) Quartz-mica-schist
- (viii) Knotted mica-schist
- (ix) Unsheared felsitic quartzite
- (x) Knotted mica-schist
- (xi) Quartz-mica-schist
- (xii) Sheared hornblende-diorite injection
- (xiii) Intrusion breccia
- (xiv) Sheared hornblende-diorite injection
- (xv) Knotted mica-schist
- (xvi) Unsheared quartzite

- (x) Chlorite – schist, carbonated
- (xi) Chlorite-schist
- (xii) Rhyolite and volcanic breccia with fissile felsite.
- (xiii) Red phyllite
- (xiv) Grey phyllitic shale
- (xv) Pale greenish to white carbonated felsite.

A green volcanic agglomerate, included in this formation, occurs at Mrangi Mine. It contains spherulitic rhyolite, a chloritic vesicular rock, and partly carbonated porphyritic felsite with chlorite and calcite developed along the shear zone.

5.1.3 Kuria Volcanics (Dacites And Quartz-Porphyrries)

The Kuria Volcanics outcrop in sheet-like masses in the North Mara District, between Roria Hill and the Kenya border near Tagari. On the type area at Birigati, the characteristic rock is a dacite-porphry. This is a blue-grey dense rock with uniformly shaped felspar phenocrysts and occasional quartz. Other types commonly have quartz as phenocrysts in addition to a more acid felspar and thus grade into quartz-porphyrries. The more basic andesine-bearing dacites have not been encountered.

5.1.4 The North Mara Series

These rocks outcrop in the North Mara District as well as from Maji Moto to the islands in Baumann Gulf. The best occurrences are found to the north of the Utimbaru Scarp and in the Kuria region. In many places small partly-rounded pebbles of BIF have been extracted from the conglomerate, and in the North Mara District a few pebbles of the Kiori BIF have also been included. The rest of the pebbles consist of granite, dense creamy white felsite, dacite-porphry, and a countless variety of porphyritic rocks. One important point is the local derivation of these included rocks. In all cases the joints cut right across the pebbles, leaving exposed smooth faces in which the outlines of the included pebbles are well defined. They conglomerates pass into grits and quartzites, more rarely also into phyllitic shales. They are hard compact rocks, the matrix between the pebbles forming a felsitic base not very different from the groundmass of the acid lavas and dacites. As the pebbles and fragments become smaller and the coarser material becomes scarce, so does the difficulty increase of definitely establishing their clastic origin, since the groundmass becomes more and more uniform and character until a felsic micro-granular base results. In the field, also, there is great difficulty in identifying these rocks exactly; some of the grits being indistinguishable from quartz-porphyrries. A useful method is to search close to the doubtful

The siliceous waters were accompanied by gases containing carbonic acid and boro-fluorides. Sericite, epidote and tourmaline are found in the country rocks some distance from BIF. A mineral resembling topaz (a fluorine-bearing mineral) and sericite were formed in the dyke itself. It appears therefore that carbonation and ferruginization of these felsites preceded the silicification. The evidence for this is the complete silicification of BIF near to the dyke; further away only carbonation and partial silicification are found. Practically no sericite is found in BIF themselves. One must picture waves of gaseous vapours emanating from fissures, the slow upwelling of the quartz-porphyry magma with concomitant emission of hot siliceous solutions and the final cessation of igneous action as the dyke-rock cooled.

In other localities no dykes are visibly associated with BIF. Nevertheless it is probable that the silicification and ferruginization of BIF were caused in a similar way, the mineralizing agents being situated at depth.

(ii) **Banded Ironstones of Sedimentary Origin**

In the North Mara District some of the BIF are really magnetite-quartzites and are of sedimentary origin. The associated rocks are phyllitic shales and acid tuffs.

(d) **The Tombstone Formation**

The Tombstone Formation comprise of sheared and carbonated rocks representing an acidic and basic volcanic series. No outcrops of the Tombstone Formation have been found to the north of the Mara River and they were not found east of Buhemba. They are limited to the stretch of country from Buhemba to Mrangi and occur in belts. The best outcrops occur near Mrangi and north of Kihuzu Hill. At the type locality on Kusasati Hill, a typical succession is as follows:-

- (i) Dirty-grey highly carbonated felsite
- (ii) Chlorite – schist
- (iii) Dark-green indurated sheared and carbonated epidiorite
- (iv) Dirty-grey carbonated felsite
- (v) Dark-green indurated and sheared epidiorite
- (vi) Pink-banded felsite, not carbonated
- (vii) Sericite-chlorite-schist, carbonated
- (viii) Chlorite-schist
- (ix) Massive, though fissile, carbonated rock

rhyolite, silicified volcanic agglomerates and banded tuffs. An unsilicified spherulitic rhyolite was found between BIF and the micro-epidiorite near Maji Moto. A spherulitic rhyolite occurs in the strike of the silicified rocks near Kitengera Hill and more rhyolites outcrop to the north on Wegeru Hill. The rest of the rocks are red and pink felsites, sometimes depicting ferruginization.

Age Relationships: F.P. Mennell (1910) had suggested that the relative ages of the strata invaded by the "Old Granite" (G.3 granite for the case of Musoma District) are indicated by their relative distances from the contact with the major granite bodies. The order of age will then be (i) basic volcanics, tuffs, agglomerates and epidiorites, and later (ii) the acid volcanics and associated rocks. The other divisions simply differentiate contemporaneous rocks, the unmetamorphosed from the metamorphosed. BIF of acid igneous origin are in part contemporaneous with the acid lavas, and the Tombstone Formation is contemporaneous with both. The acid tuffs, the phyllites, and BIF in the North Mara District are associated with the acid volcanics; they can be considered to be younger than the epidiorites and basic volcanics in the northern part of the district. The epidiorites represent sills and dykes in the basic volcanics and are older than the acid volcanics, for no similar dykes or sills penetrate them. The acid vulcanicity is therefore considered to be the latest event of this period.

The silicification associated with BIF is pre-North Mara series in age, for pebbles of the ironstones are found in the conglomerates. It is evident that the silicification, which was an agent in the formation of BIF, is not connected with G.3 granite but may be associated with the earlier invasion of G.2 granite. It is apparent that this silicification is not connected with the G.3 granite, as specimens of BIF and silicified rocks occur in the North Mara Conglomerate which is intruded by the G.3 granite. A quartz-porphry dyke cuts this series between Mwitomwairi Hill and Magatini north of Maji Moto, and this may have been the agent that induced silicification. The dyke is probably a *paulopost* intrusion connected with the acid volcanics. It is probably related to the quartz-porphry of the Kuria Volcanics.

BIF Formation: The country rocks originally comprised a series of acid lavas and tuffs, and the intrusion of the quartz-porphry saturated the adjacent rocks with siliceous waters.

granite contact was found to be a green rock with numerous irregular black patches and occasional white inclusions.

Locally, certain sedimentary deposits have been developed. At Kiabakari a succession of sericite-schists, graphite-shales and quartzites forms a thin belt in the micro-epidiorites. It seems to be a fact that the graphitic sediments are usually associated with the greenstones.

(b) **Acid Lavas, Tuffs and Agglomerates ("The Felsites")**

The best specimens from the Suguti Hills consist of spherulitic rhyolites. A coarse rhyolitic agglomerate which occurs on the Mikuru Ridge, west of Nyamarandira Hill is thought to represent a locality close to the original vent. The agglomerate thins out to the east and to the west into fine-grained acid tuffs. Fracturing has taken place in the rhyolite, sometimes the breccia being cemented by a hornblende-quartz-felspar mixture. Some of the rhyolites show signs of shearing and this is exhibited by the presence of sericitic mica in the flow areas. There is a gradation from the completely fresh specimens to the sheared types, some of which are porphyroids. Some types also show banding.

The tuffs are very variable. A crystal-tuff from south of Mrangi Mine consists of fragments of angular quartz in a cryptocrystalline felsic base. Another from North Mara District near Marabu Hills is composed of angular chips of quartz and feldspars in a finer-grained fragmental matrix of the same minerals. Another rock has the appearance of tuff but in reality is a thermally metamorphosed quartz-porphyry. The groundmass is felsitic, and embedded in it are quartz crystals with crenulated peripheries. Dacite-porphyries, which are undoubted flows interbedded in the rhyolites, have been located on Wegeru Hill north of Maji Moto and at Nyasese Hill south of Kiabakari.

(c) **Banded Ironstones and Associated Rocks**

Banded Ironstones (BIF) were first found to the north of Maji Moto.

(i) **Banded Ironstones of Acid Igneous Origin**

This group includes silicified and kaolinized associated rocks and the most characteristic of them are a silicified spherulitic

hornblendic and chloritic schists. Usually the epidiorites yield schists with little or no chlorite. The felsitic rocks shear to sericite-schists, and intermediate stages exhibit the gradation to the less metamorphosed rocks.

The **Tombstone Formation**, the more highly metamorphosed representatives, represent zones of intense dynamic metamorphism and afford a direct contrast with the typical greenstones and felsites.

Acid lavas and associated rocks are divided into three groups:-

- (i) definite acid extrusive lavas, banded ironstones (BIF), and the accompanying tuffs, without any normal sedimentary beds.
- (ii) a series of acid tuffs, phyllites and BIF (magnetite-quartzites). This group contains the clastic types, associated with which is BIF of definitely sedimentary origin.
- (iii) those of less definite nature and origin but nevertheless probably related to the acid volcanics. This is the common type of BIF and its associated rocks.
The rocks are cherts with bands of limonite and hematite, and are evidently of felsitic origin.

The acid lavas include spherulitic rhyolites, quartz-porphyrines, felsites, and many types of acid tuffs and agglomerates. The BIF is thought to have been formed by deposition on some old shore-line; probably by seasonal fluctuations in the flow of the rivers, which precipitated their alluvium into the lake and spread out the magnetite sand in thin layers on the floor.

From the foregoing, the Musoma Series can therefore be divided as follows:-

- (a) **Epidiorites, Basic Volcanics, Tuffs and Agglomerates ("The Greenstones")**

The greenstones of the Musoma District display a variety of basic lavas and associated rocks derived from basalts. Intrusive varieties are found in the epidiorites, and these represent ancient dykes and sills of dolerite. A common type is micro-epidiorite, a greenish-grey rock, fine-grained and devoid of any special structure. Another type is porphyritic greenstone which occurs in the Suguti Hills and north of Buhemba. A basic tuff from southeast of Maji Moto at the

4.0 LICENCE STATUS

- License corner co-ordinates (clockwise from top left):

<u>Point</u>	<u>Latitude(S)</u>	<u>Longitude (E)</u>
A	1°44'13"	33°52'21"
B	1°44'13"	33°52'21"
C	1°46'58"	33°52'21"
D	1°44'58"	33°52'21"

- Project Name and Locality: ***Kiabakari East (Mukibusi Prospect), Musoma (R) District***
- Topographical Sheets: ***12/2 (NYANKANGA)*** and ***12/4 (BUTIAMA)***
- Licence Number: PL Application (Offered)
- Land Coverage: ***20.0 sq. km***
- Licence Validity: 3 year on grant (renewable for 2 terms of 2 years each)
- Licence holder: ***Mtarima Gold Mining Company Limited***

5.0 GEOLOGY

5.1 Regional Geology

5.1.1 Lower Basement Complex – undifferentiated

(a) East Mara Complex

These rocks comprise of hornblende – schist, hornblende – gneiss, gneissose hornblende-granite, foliated epidotised granite and ancient epidiorite. The direction of foliation is 204°-217° Magnetic. The complex is in places invaded by gabbro and G.3 granite, which is porphyritic and steaky with a fringe of hornblende-granite.

(b) The North Mori Complex

These rocks comprise of hornblende-gneiss, amphibolite, nodular hornfels, epidiorite, and granulite.

5.1.2 The Musoma Series

The Musoma-Series is usually found in the smooth conical hills that stretch across the Musoma District from east to west. The rocks form a vast thickness of ancient and in part metamorphosed lavas. They comprise epidiorites and basic lavas (greenstones), acid lavas (felsites), tuffs and agglomerates. A further division separates the carbonated and sheared types from those that have undergone merely a thermal metamorphism. Both basic and acid lavas have been sheared and carbonated. The basic types yield

3.2 Previous Mining

The post-war production of gold in the Musoma District commenced even before the cessation of hostilities in what was then called German East Africa, when an unrecorded output took place from the Kilimafeza mine. Gold production figures for the years 1923-34 are as shown in Table 1. In 1934 Buhemba mine ranked second to Sekenke mine in production of gold in the whole of Tanganyika; its output was 3,461ozs of bullion while that of Sekenke was 7,118ozs. Sekenke mine was the most developed and productive of all the gold mines during the German era.

No. 7 (Stockley, 1935). The first provisional geological map of the Tanganyika Territory was published by E.O. Teale in 1936 at a Scale of 1:2,000,000 and was revised in 1948 (2nd ed.) by G.M. Stockley. This work was later complemented by that of J.K.B. Booth (1952) and J.F. Harris (1960). The present version of the geological map of Tanzania was produced by A.M. Quennel in 1960 although it has slightly been recently updated by SEAMIC (1998). In 1964 G. Carter also from the Survey carried out geochemical prospecting in the Musoma goldfield. A year later he was followed by S.O. Ford who re-examined some gold occurrences in the Musoma area.

The Kiabakari area was geologically mapped by J. Mulgrew of the Geological Survey Tanzania in 1964 as part of the Quarter Degree Sheet (QDS) mapping programme and the existing standard regional map (QDS 12 KIABAKARI) at a scale of 1:125,000 was published in 1966. During 1966 and 1968, the Mukibusi prospect was investigated by geological personnel under a UNDP Special Fund as part of a systematic analysis of gold occurrences in the Lake Victoria Goldfields (LVG). This exploration work in the LVG comprised: surface geological mapping; sampling of accessible surface workings; ground electromagnetic survey to investigate the geophysical response of the known mineralized structures aimed at predicting possible extensions and blind repetitive structures.

Geosurvey International GmbH undertook countrywide aeromagnetic and radiometric geophysical surveys between 1976-79. In 1983 ESAMRDC (now SEAMIC) made a study of some selected gold occurrences and mines in the Lake Victoria Goldfields. From 1980-86 UNDP carried out geological and geophysical surveys in the Musoma- Mara greenstone belts.

During 1986-87, H. Barth under the auspicious of the Tanzania-Germany Technical Co-operation project, made an assessment of the regional geology, gold and base metal potential in the Lake Victoria region. In 1990 Barth, consequently, produced a Provisional Geological Map of the Lake Victoria Goldfields at 1:500,000 scale from a compilation of several data sets and maps. The map includes the licence area.

Gold is reported to have been worked in the Mukibusi prospect, although no records on production are available. No systematic modern exploration has been recorded for the property, but the occurrence of a greenstone terrain and activities of local artisanal miners within the area provide an excellent base from which to commence modern exploration. There is no reason to suppose that values have ceased below the old workings, and it is to be hoped that the patience and persistence on the part of the holder and his confidence in the future of the deposit itself will be rewarded.

The rugged, often wooded, granite tors to the south contrast sharply with the smooth elongate grassy hills of the Nyanzian rocks to the north. Most of the area is lightly forested with scrub and Miombo (*Brachystegia*), with thorn thicket locally developed on some of the granite hills.

2.3 Topography and Drainage

The altitude of the Musoma – Mara region varies from 1,135 m at lake level to 1,840 m Tagari Hill in the North Mara area. The most imposing feature is the E-W trending Utimbaru Fault Scarp. Although the Kiabakari area generally comprise of an undulating plain with elevations ranging from 1,260-1,380 m a.s.l., the area is hilly in the north eastern and central – southern parts though not deeply incised. The prominent topographic features in the area are the Ihungo Hill (1,451 m) in the north- east and the Singu (1,401 m), Nyamisubu (1,447 m) and Busaraga (1,452 m) Hills in the central southern part of the area. In the southwest and southeast outside the Mukibusi property, a number of hills rise above the Murara and Kyarano plains. These cone-shaped hills occur in small groups and ranges.

In the Musoma District all the main drainage near the lake is through Mbugas; instances may be observed in the Mara, Kyarano and Suguti Rivers and their tributaries. The area is mainly drained by the southwest flowing seasonal Nyabikuna River. Outcrops in the southeastern and eastern parts of the property are scarce as much of the area is covered with extensive areas of recent alluvium and laterites.

3.0 PREVIOUS WORK

3.1 Previous Exploration

The earliest observer in the Musoma District was A. Dantz who in 1899 travelled from Mwanza through Ushashi, Negoti (Sargidi) and Ikoma to the Serengeti Plains. During 1906-08 J. Kuntz examined the gold deposits of the Sekenke, Ikoma, Kilimafeza, Ngasamo and Usongo regions. The work of these two previous workers was summarized by Fritz Jaeger in a geological map he published in 1913. From 1922-27 F.B. Wade made reconnaissance geological investigations of the geology of the Musoma District and published his observations in 1928 as the first short Paper (No.1) of the then newly-established Geological Survey of Tanganyika. Later in 1935 Wade again revisited some of the gold mines in the Musoma District.

Comprehensive geological work undertaken by the Geological Survey of Tanganyika commenced in 1933 with mapping by G.M. Stockley who investigated the geology of the Musoma District and described it in Bulletin

1.0 SUMMARY

This preliminary geological report is in respect of the Kiabakari East Gold Project (also referred to as Mukibusi Prospect) situated within the Northern Lake Victoria Goldfields (NLVG) [also referred to as the Musoma – Mara Region] in northern Tanzania. The Musoma – Mara Region has been very important in the historical production of gold in Tanzania.

Many geoscientific papers, books, maps, photo-geological and aeromagnetic data have been reviewed in an attempt to understand the structural geological controls of the gold mineralization within the region. These works were completed so as to generate a regional geological synthesis, to identify potential areas for gold mineralization and to define exploration targets within the property. The proposed exploration activities will be carried out with regard to proper technical, safety, environmental and resources aspects. All the available data has been collated and is presented within.

2.0 INTRODUCTION

2.1 *Location and Access*

The gold property is situated at Mukibusi area, east of Kiabakari, in Musoma Rural District, Mara Region in northern Tanzania, approximately 1000 km west of Dar es Salaam. The Mukibusi gold prospect lies just off the main Musoma – Mwanza all – weather sealed road, approximately 35km south of Musoma, the regional headquarters. Bunda, a district headquarters and the second town in importance, located south of the prospect. Telecommunication infrastructure is fairly developed at Musoma. Mwanza, a Lake Victoria Port and northern railhead of the Tanzania Central Railway, is situated south of Musoma. A landing ground for light aircraft is available at Buhemba to the east. Mwanza has daily scheduled flights from Dar es Salaam whereas Musoma has twice weekly. Lake steamers call at Musoma from Mwanza and Kisumu. The area is readily accessible by road even during the rainy season. Semi-skilled labour is locally available. The old Mukibusi gold workings lie within the property.

2.2 *Climate and Vegetation*

The climate of the area is humid tropical, with two distinct seasons. A rainy season occurs from October to May. Most rainfall (approximately 90%) occurs within the months of February to April. The mean annual day temperatures in the area vary from 22-32°C but the nights are cooler. A pleasant dry season starts from June.

7.1.2 Radiometric Data Interpretation

7.2 Joint – Venture Considerations

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MTARIMA GOLD MINING COMPANY LIMITED

**KIABAKARI EAST GOLD PROJECT
(MUKIBUSI PROSPECT)**

**MUSOMA RURAL DISTRICT, MARA REGION
TOPOGRAPHICAL SHEETS 12/2 (NYANKANGA) & 12/4
(BUTIAMA)**

PRELIMINARY GEOLOGICAL EVALUATION REPORT

by

Daniel K. Malinga
CONSULTANT GEOLOGIST

Prepared for:

Mtarima Gold Mining Company Ltd

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Dar es Salaam, TANZANIA

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AUGUST, 2008

MTARIMA GOLD MINING COMPANY LIMITED

NIC LIFE HOUSE 2ND FLOOR ANNEX B.10,
Ohio Street,
P.O. Box 4219
Dar Es Salaam.

DESCRIPTION OF LICENCE AREA

(a) Licence area : **Kiabakari** area in Musoma District, **QDS 12/2,4** defined by lines of latitude and longitude having the following corner coordinates(Arc 1960).

(b) Coordinates

Corner	Latitudes (S)	Longitudes (E)
1.	-01 ⁰ 45' 30.00''	33 ⁰ 52' 21.00''
2.	-01 ⁰ 44' 35.00''	33 ⁰ 52' 21.00''
3.	-01 ⁰ 44' 35.00''	33 ⁰ 54' 31.00''
4.	-01 ⁰ 45' 30.00''	33 ⁰ 54' 31.00''

Within Topographic Sheet No. QDS 12/2,4.

EXPLORATION AREA

Corner	Latitudes (S)	Longitudes (E)
1.	10 ⁰ 00' 00''	38 ⁰ 00' 00''
2.	10 ⁰ 00' 00''	38 ⁰ 30' 00''
3.	10 ⁰ 30' 00''	38 ⁰ 30' 00''
4.	10 ⁰ 30' 00''	38 ⁰ 00' 00''

Within Topographic Sheet No. QDS 12/2,4.

ANNEX B

EMPLOYMENT AND TRAINING

1. The Licensee shall employ Tanzanian personnel with appropriate qualifications to the maximum extent practicable consistent with efficient operations.
2. Subject to Clause 1, the Licensee shall not be restricted in employment, selection, assignment or discharge of its personnel provided, however, that the employment and discharge or disciplining of personnel shall be carried in accordance with the generally applicable laws and regulations of the United Republic of Tanzania.
3. Subject to Clause 1 and to the requirement of any law relating to immigration, the Licensee and its sub-contractor(s) may bring into Tanzania such expatriate personnel as in the Licensee's judgement, required to carry out mineral prospecting operations efficiently and successfully and the Government shall expeditiously provide the necessary work permits and other approvals required for the employment of such expatriate.

hm

INITIAL PERIOD

From Date	To Date	Prep. Fee and Rent	ERV Number	Date	Signature of CM
2-5-2009	1-5-2010	Prep Fee 2341661-32545857 Rent 182323.60 34706744		19/7/2008 18-5-2009	<i>[Signature]</i>

FIRST RENEWAL

I HEREBY CONSENT TO THE FIRST RENEWAL OF PROSPECTING LICENCE NO. of M/S of P. O. Box for Licence Area described in Annex 'A' and conditions prescribed in Annex 'B' for a period of months effective from the day of year

MINISTER FOR ENERGY AND MINERALS

From Date	To Date	Annual Rent	ERV Number	Date	Signature of CM

SECOND RENEWAL

I HEREBY CONSENT TO THE SECOND RENEWAL OF PROSPECTING LICENCE NO. of M/S of P.O. Box for Licence Area described in Annex 'A' and conditions prescribed in Annex 'B' for a period of months effective from the day of year

MINISTER FOR ENERGY AND MINERALS

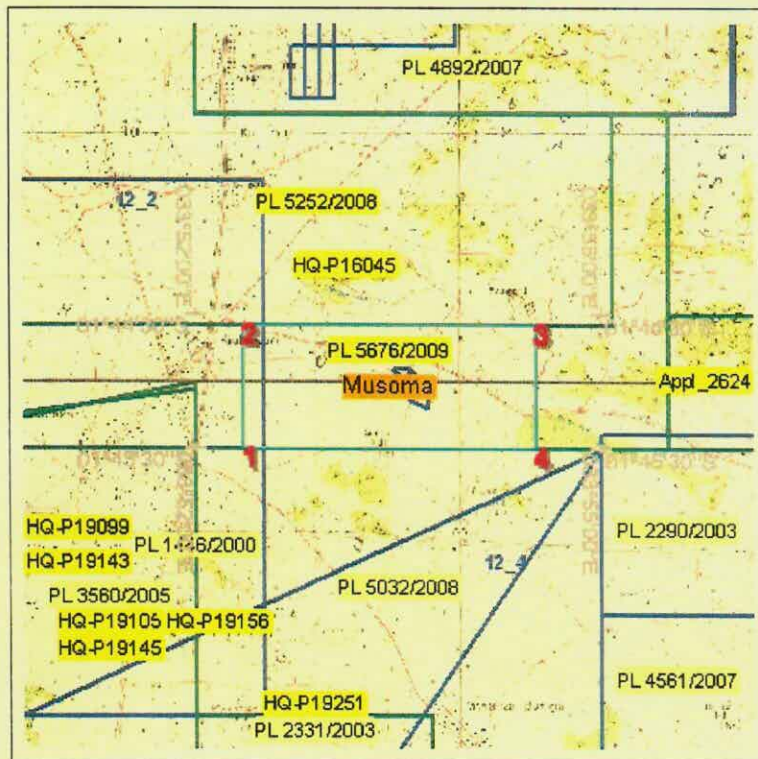
From Date	To Date	Annual Rent	ERV Number	Date	Signature of CM
					<i>[Signature]</i>

ANNEX A

DESCRIPTION OF THE LICENCE AREA

Subject to Section 95 of the Mining Act, 1998 the Licence is at **Kiabakari** area in **Musoma** District, QDS **12/2, 4** defined by lines of latitude and longitude having the following corner coordinates (Arc 1960):

Corner	Latitude	Longitude
1	- 01 deg. 45 min. 30.00 sec.	33 deg. 52 min. 21.00 sec.
2	- 01 deg. 44 min. 35.00 sec.	33 deg. 52 min. 21.00 sec.
3	- 01 deg. 44 min. 35.00 sec.	33 deg. 54 min. 31.00 sec.
4	- 01 deg. 45 min. 30.00 sec.	33 deg. 54 min. 31.00 sec.



Legend	
Licensed boundary	
License Number	PL 5676/2009
District	Musoma
Direction	

An area of approximately **6.78** Square Kilometres. *mw*

THE UNITED REPUBLIC OF TANZANIA
MINISTRY OF ENERGY AND MINERALS

PROSPECTING LICENCE NO. PL 5676/2009

GRANTED PURSUANT TO
SECTION 29 OF THE MINING ACT, 1998

WHEREAS M/S **Mtarima Gold Mining Company Limited** of P.O. Box 4219, **Dar es Salaam - Tanzania** has fulfilled the conditions for grant of Prospecting Licence pursuant to Section 28 of the Mining Act, 1998;

I, William M. Ngeleja (MP), Minister for Energy and Minerals subject to the provisions of the Mining Act, 1998 and of the regulations thereunder now in force, or which may come into force during the continuance of this Licence, or any renewal thereof and pursuant to the powers conferred upon me under Section 29 of the Mining Act, 1998 hereby grant to M/S **Mtarima Gold Mining Company Limited** (hereinafter called the Licensee) a licence of type **Prospecting License - All Minerals other than Building Materials and Gemstones**, at Kiabakari, in Musoma District, over an area described in Annex A (hereinafter called the Licence Area), conferring on the Licensee the right to carry on such prospecting operations and execute such other works as are necessary for that purpose.

This Licence, unless sooner cancelled, suspended or surrendered pursuant to the provisions of the Mining Act, 1998, shall be valid for a period of **thirty six (36)** months, effective from the date of grant.

Granted this 2nd day of May 2009

William M. Ngeleja
.....
William M. Ngeleja (MP)
MINISTER FOR ENERGY AND MINERALS

accordance with the Arbitration Laws of United Republic of Tanzania. The arbitration fees shall be borne by the losing party. All arbitration proceedings shall be conducted in English language.

12. Modification and Waiver. The Agreement can only be modified by written instrument duly executed by authorized representatives of the parties.

Failure to insist on strict performance of any provisions of the Agreement shall not constitute a waiver against the right to require such performance, nor shall such a waiver in one case constitute a waiver with respect to a later breach, whether of similar nature or otherwise.


13. Assignment. The Agreement may not be assigned by either party without the prior written consent of the other.

14. Language. The Agreement shall be written in the English language and only that version of the Agreement shall govern its interpretation.

 2/5/2013

For:

**PAVEL SHIBILOV,
KAZAKHSTAN INVESTMENTS HOLDING LTD,
P.O. Box 13159,
DAR ES SALAAM**

 2/5/2013

For:

**IYEN J.A NSEMWA
MTARIMA GOLD MINING COMPANY LIMITED
NIC LIFE HOUSE, 2ND FLOOR ANNEX
P O BOX 4219
DAR ES SALAAM**

the Definitive Agreements will be subject to the satisfaction of the conditions precedent.

PART TWO:

AGREEMENTS OF THE PARTIES REGARDING THE PROCEDURES FOR NEGOTIATION AND PREPARATION OF THE DEFINITIVE AGREEMENTS.

In consideration of the costs to be borne by each party in pursuing the grant of the Property contemplated by this Letter and in consideration of the mutual undertakings by the parties as to the matters described in this Letter, upon execution of counterparts of this Letter by each party, the following paragraphs 5 through 10 will constitute legally binding and enforceable agreements of the parties regarding the procedures for the negotiation and preparation of the Definitive Agreements.

5. Confidentiality - By their signature below, each party agrees to keep in strict confidence all information regarding the terms of the proposed Investment. The Investor agrees to keep all material and information provided to it, under this Letter confidential and to promptly return the same to the Owners upon termination of this Letter.

7. Public Disclosure - No party will make any public disclosure or issue any press releases pertaining to the existence of this Letter or to the proposed investment and investment between the parties without having first obtained the consent of the other parties, except for communications with employees, customers, suppliers, governmental agencies, and other groups as may be legally required or necessary or appropriate and which are not inconsistent with the prompt consummation of the transactions contemplated in this Letter.


8. Disclaimer of Liabilities - Except for breach of any confidentiality provisions hereof, no party to this Letter shall have any liability to any other party for any liabilities, losses, damages (whether special, incidental or consequential), costs, or expenses incurred by the party in the event the negotiations among the parties are terminated as provided in paragraph 9. Except to the extent otherwise provided in any Definitive Agreement entered into by the parties, each party shall be solely responsible for its own expenses, legal fees and consulting fees related to the negotiations described in this Letter, whether or not any of the transactions contemplated in this Letter are consummated.

9. Termination - Except for the provisions set forth in paragraphs 5 - 10 of Part Two, each party hereby reaffirms its intention that this Letter as a whole, and paragraphs 1 - 4 in particular, are not intended to constitute, and shall not constitute, a legal and binding obligation, contract or agreement between any of the parties, and are not intended to be relied upon by any party as constituting such. Accordingly, the parties agree that any party to this Letter may unilaterally withdraw from negotiation or dealing at any time for any or no reason at the withdrawing party's sole discretion by notifying the other party of the withdrawal in writing. If any party withdraws from dealing or negotiation prior to or fails to negotiate in good faith, or if each party hereto has not entered into the Exploration Agreement by agreed date, then any obligation to negotiate and prepare the Definitive Agreements or otherwise deal with any other party to this Letter, and the agreements of the parties set forth in paragraphs 5 - 10 shall immediately terminate and the Owners shall retain the property. It is agreed, however, that the terms of any Exploration Agreement or other Definitive Agreements entered into by the parties controls over the right to withdraw from dealing or negotiations in this paragraph.

10. Governing Law. The contract of supply shall be governed by and construed in accordance with the United Republic of Tanzania.

11. Arbitration. All disputes in connection with this Contract or in the execution thereof shall be amicably settled through negotiation. Where no amicable settlement can be reached between the two parties, the dispute shall be settled by arbitration in


PART ONE:
NON-BINDING STATEMENT OF UNDERSTANDING


 The Investment in Mukibusi Property located in Musoma Gold belt is Subject to (1) the satisfactory results of a due diligence inspection by Investor (as provided in paragraph 5) and the making of any agreed upon modification to the exploration of the property, and (2) subject to the conditions, agreements and undertakings referred to below in this Letter, the Investor will invest US\$5,000,000 in the property as exploration expenditure as presented hereunder.

The Investor will have to pay US\$10,000 on signing of the letter of intent to the owner of the property, and the parties will have to agree to prepare and execute an "Exploration Agreement" with option to form a joint venture prior to June 30th, 2013, which may grant the Investor the exclusive right to earn a 51% interest in the property by fulfilling the exploration expenditure work within the first 36 months of the date of the agreement. The investor will have to bring US \$ 5,000,000/= to finance the project operation

Note that the investor will in turn receive 60% of all net proceeds of production during the trial period at which time a joint Venture Agreement will be tabled for discussion.


Also if the funding does not become available within 30 days, the agreement can be dissolved by the owner of the property or the strategic investor without penalty.

 The term of Agreement is initially 36 months.

 Preparation of Definitive Agreements The parties will negotiate the terms and begin preparation of the Definitive Agreements that will govern the exploration Agreement. To the extent appropriate for transactions of this type and size, the Definitive Agreements will contain customary representations, warranties, covenants, indemnities and other agreements of the parties, including but not limited to:

- 3.1 Representations and warranties related to each party's power and authority to enter into the Definitive Agreements and perform its obligations there under;
- 3.2 Ownership and title to the Property (and that such interest will be conveyed free and clear of all encumbrances);
- 3.3 Various representations and warranties concerning the Owners and the Investor such as organization good standing, the absence of violation of other agreements and laws, the accuracy of financial information being relied upon, and other matters customary for transactions of this sort;
- 3.4 Indemnities from the Owners in favor of Investor against all claims and liabilities with respect to breach of such representations and warranties concerning their ownership interest in the property of Owners in favor of Investor against all claims and liabilities with respect to breach of such representations and warranties;

The Definitive Agreements are expected to include, without limitation: (1) a exploration and mining agreement to govern Investor's investment in the Property; (2) a promissory note; (3) a consulting agreement; (4) a non-compete agreement, and (5) any other agreements necessary or desirable in connection with any of the foregoing arrangements or any transaction contemplated herein.

 Conditions Precedent to the Closing of Proposed Investment: The Definitive Agreement shall include customary conditions precedent generally applicable to the exploration work of the nature and size of the transactions contemplated by this Letter, each of which must be satisfied prior to the consummation of the transactions contemplated thereby. In general, the closing of the proposed investment and the obligations of each party under



MARIMA GOLD MINING COMPANY LIMITED

NIC LIFE HOUSE 2ND FLOOR ANNEX B.10,
Ohio Street,
P.O. Box 4219
Dar es Salaam.

Our ref. MGMC/2013/01

**PAVEL SHIBILOV,
KAZAKHSTAN INVESTMENTS HOLDING LTD,
P.O. Box 13159,
DAR ES SALAAM**

**RE: PROPOSAL FOR THE EXECUTION OF LETTER OF INTENT TO FORM A JOINT VENTURE TO
PRODUCE GOLD AT MUKIBUSI KIABAKARI MARA REGION**

Gentlemen

The purpose of this Letter of Intent (LOI) is to set forth certain non-binding understandings and certain binding commitments between KAZAKHSTAN INVESTMENTS HOLDING LTD ("the investor") and MGMC, the Owner of the Property situated at Kaibakari s (hereinafter called the MUKIBUSI PROJECT covering 6.78 sq. km as per annex A attached) with respect to a proposed transaction in which the Investor, or its successors, (hereinafter referred to as the Property). For purposes of this Letter the Investor and the Owners are collectively referred to as "parties" where as the transaction is referred to as "the Project"

The terms of the Project will be more particularly set forth in a exploration agreement and one or more definitive agreements (collectively "Definitive Agreements") to be mutually agreed upon by the parties. This Letter outlines the proposed transaction based on each party's present understanding of the current condition of the property. In particular, the Investor understands that the Owners owns the property situated in Tanzania and understands that the Owners may grant the same under this Letter.

The following numbered paragraphs 1 - 4 of Part One constitute a general outline of the proposed transaction, the exploration expenditure, key ancillary agreements and important conditions. The provisions shall be included in the Definitive Agreements, but in all instances shall be subject to and contingent upon the parties reaching agreement on the Definitive Agreements and the terms and conditions set forth in the Definitive Agreements. The parties' expressly state their intention that this Letter as a whole, and paragraphs 1 - 4 of Part One in particular, do not and shall not constitute a legal and binding obligation, contract or agreement between any of the parties, are not intended to be an extensive summary of all of the terms and conditions of the proposed Project or the Definitive Agreements. The parties do, however, expressly intend that paragraphs 5 - 10 of Part Two of this Letter, upon acceptance by Owners and the Investor, shall constitute the parties' agreements with respect to the procedures for negotiation and preparation of the Definitive Agreements.

KAZAKHSTAN INVESTMENT HOLDING LTD

P. O. Box 13159, Dar es salaam

TWELVE MONTH CASHFLOW FORECAST

(Inc) dec in Debtors	441,667	-	-	-
Sale Income	5,300,000	5,300,000	5,300,000	5,300,000
Purchases	(10,000)	(10,000)	(10,000)	(10,000)
Depreciation	423,938	423,276	401,188	401,188
Operating expenses	(3,386,147)	(3,212,976)	(3,076,141)	(3,074,808)
Loan / Lease repayments	(1,647,442)	(1,819,951)	(160,003)	
Cash at the beginning	1,920,290	2,511,268	2,620,461	4,452,398
Taxation	(531,037)	(571,156)	(623,107)	(664,158)
Net Funds Flow	2,511,268	2,620,461	4,452,398	6,404,620

KAZAKHSTAN INVESTMENT HOLDING LTD

P. O. Box 13159, Dar es salaam

PROJECTED OF FINANCIAL POSITION

	Year to Jun-14	Jun-15	Jun-16	Jun-17	Jun-18
Fixed Assets					
Investment (Studies and Licen	500,000	500,000	500,000	500,000	500,000
Land & Buildings	196,000	192,000	188,000	188,000	188,000
Equipment and Machinery	1,709,313	1,465,125	1,220,938	976,750	732,563
Buildings	612,500	525,000	437,500	350,000	262,500
Office Furniture & Office Equi	31,250	12,500	(5,588)	(5,588)	(5,588)
Other Item	35,000	30,000	25,000	20,000	15,000
Motor Vehicles-Administrativ	420,000	360,000	300,000	240,000	180,000
Security infrasructure	31,500	27,000	22,500	18,000	13,500
Total Fixed Assets	3,535,563	3,111,625	2,688,350	2,287,162	1,885,975
Current Assets					
Cash	1,920,290	2,511,268	2,620,461	4,452,398	6,404,620
Debtors	441,667	-	-	-	-
Taxation	-	-	-	-	-
Total Current	2,361,956	2,511,268	2,620,461	4,452,398	6,404,620
Total Assets	5,897,519	5,622,893	5,308,810	6,739,560	8,290,595
Provision for Taxation	531,037	571,156	623,107	664,158	664,558
Financial Lease	3,627,395	1,979,953	160,003	-	-
Adjusted Lease	-	-	-	-	-
Creditors	-	-	-	-	-
	4,158,432	2,551,109	783,110	664,158	664,558
Net Assets	1,739,087	3,071,784	4,525,701	6,075,402	7,626,037
Financed By:					
Owners Capital	500,000	500,000	500,000	500,000	500,000
Owners Contribution	-	-	-	-	-
Retained Earnings	1,239,087	2,571,784	4,025,701	5,575,402	7,126,037
Shareholders Funds	1,739,087	3,071,784	4,525,701	6,075,402	7,626,037
Erro Flag Row					

PROJECTION FOR YEAR 2-5

Growth Rate	Annex V			
	0.05	0.05	0.05	0.05
Economic Growth Rate	5%			

Year to
Jun-14 Jun-15 Jun-16 Jun-17 Jun-18

KAZAKHSTAN INVESTMENT HOLDING LTD

P. O. Box 13159, Dar es salaam

OPERATIONAL FORECAST FOR YEAR ENDED JULY 2013

Income	Jun-14	Jun-15	Jun-16	Jun-17	Jun-18
Sale Income	5,300,000	5,300,000	5,300,000	5,300,000	5,300,000
Total Income	5,300,000	5,300,000	5,300,000	5,300,000	5,300,000
Cost of Goods Sold					
Opening Stock	-	-	-	-	-
Purchase	-	10,000	10,000	10,000	10,000
Cost of Goods available for s.	-	10,000	10,000	10,000	10,000
Closing Stock	-	-	-	-	-
COGS	-	10,000	10,000	10,000	10,000
Gross Profit	5,300,000	5,290,000	5,290,000	5,290,000	5,290,000
Operationg Cost					
Administration Cost	1,894,100	1,894,100	1,894,100	1,894,100	1,894,100
Staff Renumeration	779,520	779,520	779,520	779,520	779,520
Interst on FDI	432,319	288,589	116,081	1,333	-
Depreciation	423,938	423,938	423,276	401,188	401,188
Total Operation Cost	3,529,876	3,386,147	3,212,976	3,076,141	3,074,808
Net Profits	1,770,124	1,903,853	2,077,024	2,213,859	2,215,193
Taxation	(531,037)	(571,156)	(623,107)	(664,158)	(664,558)
Net Profit After Tax	1,239,087	1,332,697	1,453,917	1,549,701	1,550,635

REPAYMENT SCHEDULE

Annex IV

Lease Parameters		Period	Payment	Interest	Principal	Balance
		Number				
Amount	5,000,000	1	161,336	41,667	119,669	4,880,331
Term	3 Years	2	161,336	40,669	120,667	4,759,664
Payments per year	12	3	161,336	39,664	121,672	4,637,992
Interest Rate	10%	4	161,336	38,650	122,686	4,515,306
		5	161,336	37,628	123,708	4,391,598
		6	161,336	36,597	124,739	4,266,858
		7	161,336	35,557	125,779	4,141,080
		8	161,336	34,509	126,827	4,014,253
		9	161,336	33,452	127,884	3,886,369
		10	161,336	32,386	128,950	3,757,419
		11	161,336	31,312	130,024	3,627,395
		12	161,336	30,228	131,108	3,496,288
		13	161,336	29,136	132,200	3,364,087
		14	161,336	28,034	133,302	3,230,786
		15	161,336	26,923	134,413	3,096,373
		16	161,336	25,803	135,533	2,960,840
		17	161,336	24,674	136,662	2,824,178
		18	161,336	23,535	137,801	2,686,377
		19	161,336	22,386	138,949	2,547,427
		20	161,336	21,229	140,107	2,407,320
		21	161,336	20,061	141,275	2,266,045
		22	161,336	18,884	142,452	2,123,593
		23	161,336	17,697	143,639	1,979,953
		24	161,336	16,500	144,836	1,835,117
		25	161,336	15,293	146,043	1,689,074
		26	161,336	14,076	147,260	1,541,813
		27	161,336	12,848	148,487	1,393,326
		28	161,336	11,611	149,725	1,243,601
		29	161,336	10,363	150,973	1,092,628
		30	161,336	9,105	152,231	940,398
		31	161,336	7,837	153,499	786,898
		32	161,336	6,557	154,778	632,120
		33	161,336	5,268	156,068	476,052
		34	161,336	3,967	157,369	318,683
		35	161,336	2,656	158,680	160,003
		36	161,336	1,333	160,003	0

Other Income	Jun-14	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14
Milling Machine			-	-	-	-	-	-	-	-	-	-	-
Transportation Services			-	-	-	-	-	-	-	-	-	-	-
Total			-	-	-	-	-	-	-	-	-	-	-

Investment Income	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14

Activity	Number of Space	Capacity	Number of Guest per Month
Normal day	25	60%	15
Weekend/Holiday suite	25	80%	20
Conference hall	7	90%	6.3
Restaurant	1	25%	20
	1	100%	30

Administrative Cost	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14	Total
Fuel	71,875	71,875	71,875	71,875	71,875	71,875	71,875	71,875	71,875	71,875	71,875	71,875	862,500
Electricity Bills	300	300	300	300	300	300	300	300	300	300	300	300	3,600
Water Bills	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	60,000
Internet and Telephone Bills	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	12,000
Lubricant	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	300,000
Insurance Premium	40,000	-	-	-	-	-	-	-	-	-	-	-	40,000
Security Services Expenses	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	120,000
Consultancy Services	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000	120,000
Business Licenses	10,000												10,000
Gold Transportation Expenses	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	8,000	96,000
Accountancy & Audit Fees												30,000	30,000
Directors Fees													-
Cafeterial Expenses	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	60,000	720,000
													-
													-
Total	241,175	191,175	191,175	191,175	131,175	131,175	131,175	131,175	131,175	131,175	131,175	161,175	1,654,100

KAZAKHSTAN INVESTMENT HOLDING LTD
P. O. Box 13159, Dar es salaam
TWELVE MONTH CASHFLOW FORECAST

	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14	TOTAL
Collection from Debtors		441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	4,858,333
Creditors Payment													-
Operating expenses	(383,130)	(332,133)	(331,127)	(330,113)	(269,091)	(268,060)	(267,020)	(265,972)	(264,915)	(263,850)	(262,775)	(291,691)	(3,146,747)
Operating Cashflow	(383,130)	109,534	110,540	111,554	172,576	173,607	174,646	175,695	176,751	177,817	178,892	149,975	1,711,587
Loan Drawdowns													-
Return on FDI	-	119,669	120,667	121,672	122,686	123,708	124,739	125,779	126,827	127,884	128,950	130,024	1,372,605
Net Cashflow	(383,130)	(10,135)	(10,127)	(10,118)	49,890	49,899	49,907	49,916	49,924	49,933	49,942	19,951	338,982
Adjustment for Non Cash Item	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	388,609
Adjusted Cashflow	(347,802)	25,193	25,201	25,210	85,218	85,227	85,235	85,244	85,253	85,261	85,270	55,279	727,591
FDI Drawdowns	5,000,000												-
Adjustment for Lease Land and Building Machine & Equipment Fixed Assets	(3,459,500)												-
Creditors Taxation													-
Cash at the beginning	-	1,192,698	1,217,891	1,243,093	1,268,302	1,353,520	1,438,747	1,523,982	1,609,226	1,694,479	1,779,740	1,865,010	1,865,010
Cash at the end	1,192,698	1,217,891	1,243,093	1,268,302	1,353,520	1,438,747	1,523,982	1,609,226	1,694,479	1,779,740	1,865,010	1,920,290	1,920,290

To the best of our knowledge and belief the above cashflow has been fairly projected

Signed by: Mazengo A. Kasilati-ACPA 1586
 TEG Consultancy-Certified Public Accountants
 2nd Floor, Wing C, NIC Life House,
 P.O. Box 38024, Dar es salaam
 Tel: +255 22 732 922 396, Fax: +255 22 732 928 489.
 Email: tegconsultancy@gmail.com



KAZAKHSTAN INVESTMENT HOLDING LTD

P. O. Box 13159, Dar es salaam

PROJECTED OF FINANCIAL POSITION

		Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14	
Fixed Assets														
Investment (Studies)	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	
Land & Buildings	-	199,667	199,333	199,000	198,667	198,333	198,000	197,667	197,333	197,000	196,667	196,333	196,000	
Equipment and Ma	-	1,933,151	1,912,802	1,892,453	1,872,104	1,851,755	1,831,406	1,811,057	1,790,708	1,770,359	1,750,010	1,729,661	1,709,313	
Buildings	-	692,708	685,417	678,125	670,833	663,542	656,250	648,958	641,667	634,375	627,083	619,792	612,500	
Office Furniture & (	-	48,438	46,875	45,313	43,750	42,188	40,625	39,063	37,500	35,938	34,375	32,813	31,250
Other Item	-	39,583	39,167	38,750	38,333	37,917	37,500	37,083	36,667	36,250	35,833	35,417	35,000	
Motor Vehicles-Adi	-	475,000	470,000	465,000	460,000	455,000	450,000	445,000	440,000	435,000	430,000	425,000	420,000	
Security infrastructure	-	35,625	35,250	34,875	34,500	34,125	33,750	33,375	33,000	32,625	32,250	31,875	31,500	
Total	500,000	3,924,172	3,888,844	3,853,516	3,818,188	3,782,859	3,747,531	3,712,203	3,676,875	3,641,547	3,606,219	3,570,891	3,535,563	
Current Assets														
Cash	-	1,192,698	1,217,891	1,243,093	1,268,302	1,353,520	1,438,747	1,523,982	1,609,226	1,694,479	1,779,740	1,865,010	1,920,290	
Debtors	-	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	
Staff Debtors	-	-	-	-	-	-	-	-	-	-	-	-	-	
Taxation	-	-	-	-	-	-	-	-	-	-	-	-	-	
	-	1,634,365	1,659,558	1,684,759	1,709,969	1,795,187	1,880,414	1,965,649	2,050,893	2,136,145	2,221,407	2,306,677	2,361,956	
Total Assets	500,000	5,558,537	5,548,402	5,538,275	5,528,156	5,578,046	5,627,945	5,677,852	5,727,768	5,777,692	5,827,626	5,877,568	5,897,519	
													531,037	531,037
Provision for Taxation														
Financial Lease		5,000,000	4,880,331	4,759,664	4,637,992	4,515,306	4,391,598	4,266,858	4,141,080	4,014,253	3,886,369	3,757,419	3,627,395	
Adjusted Lease		-	-	-	-	-	-	-	-	-	-	-	-	
Creditors		5,000,000	4,880,331	4,759,664	4,637,992	4,515,306	4,391,598	4,266,858	4,141,080	4,014,253	3,886,369	3,757,419	3,627,395	
Net Assets	500,000	558,537	668,071	778,611	890,164	1,062,740	1,236,347	1,410,994	1,586,688	1,763,440	1,941,257	2,120,148	1,739,087	
Financed By:														
Share Capital	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	500,000	
Owners Contribution	-	-	-	-	-	-	-	-	-	-	-	-	-	
Retained Earnings	-	58,537	168,071	278,611	390,164	562,740	736,347	910,994	1,086,688	1,263,440	1,441,257	1,620,148	1,239,087	
Shareholders Fund	500,000	558,537	668,071	778,611	890,164	1,062,740	1,236,347	1,410,994	1,586,688	1,763,440	1,941,257	2,120,148	1,739,087	

Erro Flag Row

KAZAKHSTAN INVESTMENT HOLDING LTD
P. O. Box 13159, Dar es salaam
OPERATIONAL FORECAST FOR YEAR ENDED JULY 2013

	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14	Annex II Year to Jun-14
Revenue													-
Sale Income	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	5,300,000
Total Revenue	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	5,300,000
Cost of Goods Sold													
Opening Stock													-
Purchase													-
Cost of Goods available for sales													-
Closing Stock	-												-
COGS	-												-
Gross Profit	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	441,667	5,300,000
Operating Cost													
Administration Cost	241,175	191,175	191,175	191,175	131,175	131,175	131,175	131,175	131,175	131,175	131,175	161,175	1,894,100
Staff Renumeration	64,960	64,960	64,960	64,960	64,960	64,960	64,960	64,960	64,960	64,960	64,960	64,960	779,520
Interst on FDI	41,667	40,669	39,664	38,650	37,628	36,597	35,557	34,509	33,452	32,386	31,312	30,228	432,319
Depreciation	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	35,328	423,938
Total Operation Cost	383,130	332,133	331,127	330,113	269,091	268,060	267,020	265,972	264,915	263,850	262,775	291,691	3,529,876
Net Profits	58,537	109,534	110,540	111,554	172,576	173,607	174,646	175,695	176,751	177,817	178,892	149,975	1,770,124
Taxation												(531,037)	
Net Profit After Tax	58,537	109,534	110,540	111,554	172,576	173,607	174,646	175,695	176,751	177,817	178,892	(381,062)	1,770,124
	13%	25%	25%	25%	39%	39%	40%	40%	40%	40%	41%	34%	33%

Fixed Assets	Cost	Addition	Total	Life	Acquisition of New	
					TZS	USD
Land & Buildings		200,000	200,000			200,000
Equipment and Machinery		-	-	4		1,953,500
Buildings		-	-	4		700,000
Office Furniture & Office Equipments		-	-	5		50,000
Other Item		-	-	5		40,000
Motor Vehicles-Administrative		-	-	5		480,000
Security infrasructure		-	-	4		36,000
Less: Accumulated Depreciation			-			
Total	-	200,000	200,000			3,459,500

Financing Structure		
Equity	500,000	9%
FDI	5,000,000	91%
Total Financing	5,500,000	100%

Corporation Tax Rate 30%

Cost of Equity 9%

WACC 10%

Continued Growth rate Yr 5+ 5%

Assumption	USD	Location	Annex I Price in TZS
Selling Price per gramme	53	World Market	
PRODUCTION PLAN		Purchase Price	40
MINING			
Annual Ore Production per tonne	10,000		
Number of Working Day Per Year	250		
Number of Working Day Per Month	21		
Production Per Day(Tonnes per day)	40		
MILLING /PROCESSING			
Annual Ore Production per tonne	10,000		
Number of Working Day Per Year	300		
Number of Working Day Per Month	25		
Daily production per tonnes	33		
Grade of Ore per tonne (Loss & Dilution)	10		
Recovery per day(Grams)	333	100000	
Exchange Rate Tshs/\$	1,600		
Fuel Consumption (Liter per day)	2,300		
Fuel Price-(US \$)	1.250		
Unit of Electricity Consumed			
Price Per Unit			
Break even Point			
Total Fixed Cost	3,529,876		
Selling Price per gram	53		
Average Purchasing Price per gram	40		
Unit of Gold at BEP	266,406		
Estimated sales per month	22,200		
Estimated Purchase Per Day			
Starting Date	Jul-13		

Year to
Jun-14 Jun-15 Jun-16 Jun-17 Jun-18

Annual Total Revenue 5,300,000 5,300,000 5,300,000 5,300,000 5,300,000

Staff	Number	Allowance		
Directors	6	15,000	2,500	
Mine Manager	1	2,000	2,000	
Production Manager	1	1,500	1,500	
Assiatant Plant Manag	2	2,000	1,000	
Plant Foreman	1	1,500	1,500	
Assistant Plant Forem:	2	2,000	1,000	
Finance &Admin Man.	1	1,500	1,500	
Assiatant Fin & Admir	2	2,000	1,000	
Geologist	1	1,500	1,500	
Assistant Geologist	3	3,000	1,000	
Site workers	40	24,000	600	
	60	56,000		

Management Summary					
	1	2	3	4	Ongoing
Free Cash Flow	1,920,290	2,511,268	2,620,461	4,452,398	4,675,018
Terminal Value					95,071,787
Total Flows	1,920,290	2,511,268	2,620,461	4,452,398	99,746,805
NPV=	71,017,126				
IRR on Equity					
Equity Cashflow	-	500,000	0	0	95,071,787
Equity IRR	271%				

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The small-scale gold mining plant is specially designed for the small-scale gold mining miners. The whole plant consists of one hammer crusher, one centrifugal concentrator and other auxiliary equipment. The plant is very suitable for remote areas because of its simple equipment design, easy maintenance and convenient operation. No special training needed. According to different situation, you can also change some machine in whole small scale gold mining equipment.

CONCLUSION

The project is worthy putting money and be executed as it is technically, financially, socially and economically viable. Apart from other economical gain, the government expected to collect tax revenue of about 2.3 million US Dollar for the first five years of its operation

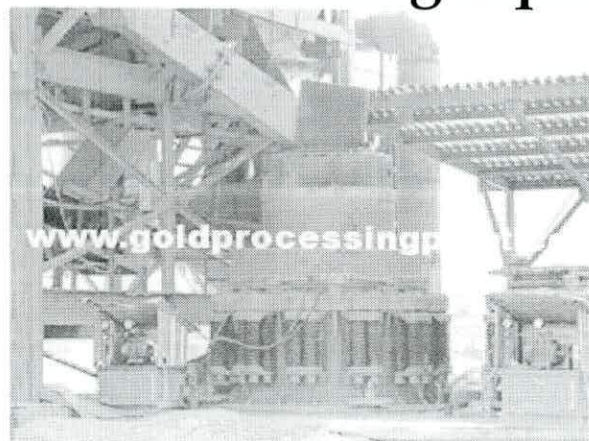
7.5 SUMMARY OF CAPITAL INVESTMENT

The total investment of USD 5,000,000 is required as summarized below

S.N	ITEMS			TOTAL
1.	Additional land			200,000
2.	Equipments and Machinery			1,953,500
3.	Buildings and infrastructure			700,000
4.	Office Furniture and Equipment			90,000
5.	Motor Vehicles-Administration works			480,000
6.	Security Infrastructure			36,000
7.	Initial Working Capital			1,540,500
	Total			5,000,000

9. EQUIPMENTS:

Medium Scale Gold Mining Equipment



Medium Scale Gold Mining Equipment

7.4 OFFICE FURNITURE AND EQUIPMENTS

The office furniture and equipment requirement are summaries below

S.N	ITEMS	QTY	PRICE IN USD	TOTAL
1	Office Tables	30	300	9,000
2	Office Chairs	30	500	15,000
3	Computers	10	1,200	12,000
4	Office Cabinet	5	300	300
5	Printer	3	500	1,500
6	Photocopy Machine	1	3,000	3,000
7	Telephone & Fax Set	5	2,000	2,000
8	Binding Machine	1	2,000	2,000
9	First Aid Kit	2	100	200
10	Helmets	100	100	10,000
11	Cap Lamps	100	100	10,000
12	Safety Belts	100	100	10,000
13	Drilling Rods	10	500	5,000
14	Office Machines	1	10,000	10,000
	Total			90,000

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10	Submersible Water Pumps	3	6,000	18,000
11	Air fan 22Kw	1	7,000	7,000
12	Air Fan 14Kw	2	6,500	13,000
13	Air Fan 5Kw	4	4,000	16,000
14	Pick hammers	2	5,000	10,000
15	Mono-rope system	3	20,000	60,000
16	Pickup Land Cruisers	2	120,000	240,000
17	Underground Telephone System and radio Call	1	15,000	15,000
18	Fuel Tank and Pump	1	20,000	20,000
19	Standby Generator 40kW	2	100,000	200,000
20	Welding Machines	2	10,000	20,000
21	Grinding Machines	2	1,500	1,500
22	Breathing Machine	6	2,000	12,000
23	Gas Detectors (Co and CO2)	10	500	5,000
24	Other Working Equipments			500,000
	Total			1,453,500

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All building will be constructed in cement and blocks and roofed by GCI sheet.

7.2 RESIDENTIAL BUILDING

The company will provide accommodation to key staff in the managerial and technical department. At least 10 Grade "A" houses and 26 grade "B" houses will be constructed to cater for 10 managerial key staff and 26 technical staff. The estimated cost for all 36 house will be USD \$300,000. Majority of the labour force will stay in labour camp.

7.3 EQUIPMENT AND MACHINERY

A range of mining equipment will be required for mining and processing of gold ore. The important and major equipment will be acquired at cost of US Dollar 800,000 as detailed on the table below:

S.N	ITEMS	QTY	PRICE IN USD	TOTAL
1	Diesel Compressor	2	25,000	50,000
2	Crusher	1	350,000	
3	Ball Mill	1		350,000
4	Processing Plant	1		
5	Lamp charge for 100 lamps	1		
6	Tipper truck 7 tons	2	80,000	160,000
7	Wheel loader	1	200,000	200,000
8	Water bourse	1	40,000	40,000
9	Air led drills	8	2,000	16,000

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- ✓ There will also be a laboratory to check the quality of raw and finished product.

7.0 CAPITAL INVESTMENT REQUIRED

7.1 FACTORY BUILDING

The proposed factory building will have the following building:-

S.N	ITEMS	QTY	PRICE IN USD	TOTAL
1	Compressor House/Workshop	1	15,000	15,000
2	Garage	1	30,000	30,000
3	Kitchen and Canteen	1	10,000	10,000
4	Office Building	1	30,000	30,000
5	Security House	1	8,000	8,000
6	Water Tank/Containers 20,000 liters	1	2,500	2,500
7	Store	1	30,000	30,000
8	Fracture Explosives and Detonators store	2	15,000	30,000
9	Water Wells	1	10,000	10,000
10	Contingency			35,000
	Total			200,000

6. **MACHINERY AND EQUIPMENT:** This process involves two stages:
- mining
 - extraction

There will be two types of machines to be involved:

- **MINING MACHINES**

- ✓ There will be a bull dozer to clear the mining area and road clearing
- ✓ There will be excavator which will excavate the mines and bring up mined rock to the surface.
- ✓ There will be a drilling machine which will drill the rock before feeding in explosives.
- ✓ There will be a crusher to reduce the sizes of the rock so that they can be handled easily.
- ✓ There will be wheel loader and dumper trucks. The wheel loader will load crushed rock in dumpers transport them to factory site.

EXTRACTION EQUIPMENT

- ✓ There will be a crusher to reduce the size of the rock so that they can be handled easily.
- ✓ There will be flotation tanks followed by drier and smelter and finally refining equipment.

- Amalgation
- Free Gold
- Gravity Separation
- Cyanide leaching as further elaborated below

AMALGAMATION

Unfortunately, the low-tech mercury amalgamation process remains popular among small scale and illegal mines, with negative health effects on those using the mercury and those impacts by spillage.

FREE GOLD

Generally once metallic gold or gold alloy has been produced; it can be sold to precious metals refinery for a price quite close to its gold content. Hence the easiest mining is for "free" gold or nuggets.

GRAVITY SEPARATION

Gravity separation is the simplest technique and was used by early miners typically on deposits placed or found in river beds. Many mines have some free gold and often there is small gravity circuit that uses gold's weight in relation to the rock in which it is found. This may reduce the size and thus the cost of the rest of the plant.

CYANIDE LEACHING

Cyanide leaching is the main stay of the gold industry. Cyanide is widely used for the majority of gold extraction today. Gold treatment plants have the cyanide antidote available for any possible accident.

4. MACHINERY AND EQUIPMENT:

The major machinery will be mining equipment which includes dozers, excavator, drilling machine loader and size reduction machines. On the other side there will be extraction and refining equipment.

5. TECHNOLOGY

The process to produce gold will involve the following main operations:-

- Quarrying
- Sizing
- Extraction

5.1 QUARRYING

Gold rocks will be quarried from open pits using pneumatic driller, explosives, excavators and hand tools depending on the extension of the gold layer below ground level. The rock will be crushed to about 10 cm diameters and loaded into dumper Lorries for transportation to plant sites. About 200 metric tons of rock will need to be quarried everyday for the production of 1100 grams of gold.

5.2 SIZING/CRUSHING

The quarried rocks will be crushed to the appropriate sizes. The crushing will be mechanical and a coarse screen will be installed to remove dust. The screen rock particles will then undergo extraction.

5.3 EXTRACTION

There is several method of extraction which includes:-

- Setting two Gold buying centers in Musoma and Mwanza.

1.5 PRODUCTION PLAN

The production will be done on the surveyed site, where it is planned to have annual production capacity of 10,000 tons of ore. The life span of the project is estimated to be 5 years based on the proven reserve while possible reserve is estimated to last for 15 years based on the same production rate

Daily production

- ✓ The project plan entails production of 10 gram per tonne of gold ore.
- ✓ The estimated production of gold ore per annually is 10,000 tones
- ✓ Number of Working days: 250day/year
- ✓ Production per day: 40tones/day

Milling/Processing

- ✓ Annual production 10,000 tons of Ore
- ✓ Number of Working days 300 per year
- ✓ Daily production : 33 tons per day
- ✓ Grade of the ore(including loss & dilution) is 10 gm per ton
- ✓ Gold Recovery per day= 33 tones/day X 10gm/ton = 330

2. RAW MATERIALS AND INPUTS:

The major raw material will be gold rock mined from those areas, explosives, fuel, water and electricity.

3. PRODUCTION TECHNOLOGY:

The technology employed will involve quarrying of gold rock using earthmoving equipment and explosives, followed by size reduction and finally extraction of the gold.

GOLD PRODUCTION PROJECT AT KIABAKARI IN MUSOMA

1. EXECUTIVE SUMMARY

1.1 **TITLE:** GOLD PRODUCTION PROJECT AT KIABAKARI IN MUSOMA

1.2 **BACKGROUND:**

This document examines the techno-economic viability for setting up a small scale mine for gold processing and trading in Tanzania. The company has entered into a Joint Venture Agreement with MTARIMA GOLD MINING COMPANY LIMITED to explore and produce gold at Kiabakari in Musoma. It is agreed that MTARIMA GOLD MINING COMPANY LIMITED will provide the gold concession into the Joint Venture while Ms KAZAKHASTAN INVESTMENTS HOLDING LTD will provide Mining Equipments, Working Capital and Technical skills.

1.3 **LOCATION:**

The project will be located at Kiabakari in Musoma, Tanzania.

1.4 **DESCRIPTION:**

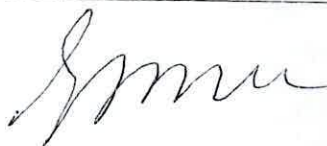

The project entails establishment of a medium scale mining and gold buying program. The proposed project will be in two programs:

- Medium scale mining and processing activities,

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**KAZAKHSTAN INVESTMENT HOLDING
LTD**

**BUSINESS PLAN
FOR
GOLD PRODUCTION PROJECT
AT KIABAKARI IN MUSOMA**

NAMES, ADDRESSES, AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
YERLAN UPUSHEV P.O. BOX 1040658 DAR ES SALAAM	7000	
ISLAM KHURSHUDOV P.O. BOX 1040658 DAR ES SALAAM	3000	

Dated at Arush this 17th day of March 2013

Witness to the above signatures

Name : Abel M. KALLAAR

Signature : 

Postal Address : P.O. Box 2567 Dar Es Salaam

Qualification : ADVOCATE



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.

56. 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.
57. No member 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.
58. 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.
59. 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

60. Auditors shall be appointed and their duties regulated in accordance with sections 170 to 179 of the Act.
61. 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.

48. The directors may appoint one of their members 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 member to be chairman of the meeting.
49. 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.
50. 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.
51. 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

52. 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.
53. 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

54. 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.
55. 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.

DISQUALIFICATION OF DIRECTORS

40. 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) Ceases 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.

41. 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.
42. 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.
43. 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.
44. 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.
45. 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.
46. 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.
47. 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.

33. The following persons shall be first Directors to the Company:-
1. YERLAN UPUSHEV
2. ISLAM KHURSHUDOV
34. 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.

BORROWING POWERS

35. 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

36. Subject to the provisions of the Act, the memorandum and the articles and to any directions 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.
37. 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.
38. 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 the case may be, in such manner as the directors shall from time to time by resolution determine.
39. 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.

27. 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 of201....., and at any adjournment
thereof.
Signed this day of, 201"

28. 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/We of, 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 the
.....day of.....201....., and at any adjournment thereof.
Signed this day of, 201"

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"

29. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

30. 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

31. 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

32. 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.

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

17. 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.
18. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting shall be entitled to a second or casting vote.
19. 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 proceeded with pending the taking of the poll.
20. 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

21. Every member shall have one vote.
22. A member in respect of whose estate a manager has been appointed under section 26 of the Mental Diseases Act, 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.
23. No member shall be entitled to vote at any general meeting unless all moneys presently payable by him to the company have been paid.
24. On a poll votes may be given either personally or by proxy.
25. 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.
26. 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.

PROCEEDING AT GENERAL MEETINGS

10. 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.
11. 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.
12. 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.
13. 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 member to be chairman of the meeting and, if there is only one director and willing to act, he shall be chairman.
14. 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 member to be a chairman of the meeting.
15. 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.
16. 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 favour of or against such resolution.

4. The subscribers to the memorandum of association and such other persons as the directors shall admit to membership shall be members of the company.

GENERAL MEETINGS

5. 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.

6. All general meetings other than annual general meetings shall be called extraordinary general meetings.
7. 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 requisitionists, 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

8. 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.
9. 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.

THE COMPANIES ACT, 2002
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
KAZAKHSTAN INVESTMENT HOLDING LIMITED
INTERPRETATION

TANZANIA

Stamp Duty Shs. 500/-

PAID ON ORIGINAL

Receipt No. 32502

Stamp Duty Officer

TANZANIA

Stamp Duty Shs. 2500/-

Receipt No. 32502

1-3-2013

Asst. Registrar of Companies

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 the common seal 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.

PRIVATE COMPANY



2. The Company is a Private Company and accordingly:-

- (a) The right to transfer shares is restricted in manner hereinafter prescribed.
- (b) The number of members of the company (exclusive of persons who are in the employment of the Company and of persons who have been formerly in the employment of the company, where while in such employment to be the member of the company) is limited to fifty, provided that where two or more persons hold one or more shares in the company jointly they shall for the purpose of this regulation be tested as a single member.
- (c) Any invitation to the public to subscribe for any shares or debentures of the Company is prohibited.
- (d) The Company shall not have power to issue share warrants to bearer.

MEMBERS

3. The number of members with which the company proposes to be registered is two but the directors may from time to time register an increase of members.

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	SIGNATURE
YERLAN UPUSHEV P.O. BOX 1040658 DAR ES SALAAM	7000	
ISLAM KHURSHUDOV P.O. BOX 1040658 DAR ES SALAAM	3000	

Dated at Arusha this 11th day of March 2013

Witness to the above signatures

Name : Abel M. Magendo
 Signature : 
 Postal Address : P.O. Box 2567
 Qualification : Advocate



- (nn) To lend money on any terms that may thought fit, and particularly to customers or other person or corporations having dealing with societies and to give any guarantees that may be expedient.
- (oo) To advance money to shareholders in the company, and other to the purpose of enabling the person borrowing the same erect or purchase, or enlarge or repair any house or building or to purchase the fee simple or any less estate or interest in, or to take a demise for any term or terms of years of any freehold or leasehold property upon such terms and conditions as the company may think fit.
- (pp) To act as agents or brokers, and as trustees for any person firm or company, and to undertake and perform sub-contracts and also to act in any other business of the company through or by means of agents, brokers, sub-contractors or others.
- (qq) To take or otherwise and hold shares in any other company having objects altogether or in part similar to this company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the company.
- (rr) To transact or carry on all kinds of Agency business and in particular in relation to the investment of money, the sale of property, and the collection and receipt of money.
- (ss) To do all other things as may be deemed incidental or conducive to the entertainment of the objects or any of them.

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 corporate or incorporate, and whether domiciled in the United Republic of Tanzania or elsewhere.

The object specified in each of the paragraphs of the paragraph of this clause shall be regarded as independent objects, and accordingly shall in no way be limited or restricted (except where otherwise expressed in such paragraphs) by reference to or inference from the terms of any other paragraph of the name of the Company but may be carried out in as full and ample a manner and construed in as wide a sense as if each of the said paragraph define the objects of the separate and distinct compound.

That the meaning of any general word or words in any paragraph of this clause shall not be restricted by being construed ejusdem generis 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 300,000,000,000/= divided into 10,000 shares of Shillings 30,000,000/= 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.

- (cc) To promote tourism in Tanzania and elsewhere in Africa, to carry on business of travel and tourist agents and tour operators, to promote facilitate travelling 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.
- (dd) To carry on the business of garage proprietors and service station for motor vehicles of all kinds, to carry n the safe keeping, cleaning, repairing, refueling, panel beating, spraying and the general care of motor vehicles, aircraft, machinery, equipment and plant whether moved by mechanical power or not, implements, utensils, apparatus, fuel for internal combustion engines, lubricants, cements, solutions, batteries and accessories and all things capable of being used in connection with the said businesses or in the manufacture or maintenance of such vehicles, machinery, equipment and plant.
- (ee) To carry out the business of providing technical and allied services in the field of welding, metal fabrication, non destructive testing, quality assurances, and to provide consultancy in the technical services, oil storage tank erections and all other businesses which can be carried out in connection to the above.
- (ff) To purchase, take on lease and otherwise acquire for investment or resale any estate, land, buildings, easements and other rights and interests in immovable property or any tenure in Tanzania and elsewhere and to sell let or lease exchange or otherwise dispose of or grant rights over any immovable property, belong to the company.
- (gg) To purchase, take or lease or in exchange, hire or otherwise acquire and hold any state or interests in any lands buildings, casements, rights, licenses secret processes, machinery, plants, stock, in trade and real or personal property of any kind.
- (hh) To accept payment for any property or rights sold or otherwise disposed or dealt with by company either in cash, by installment or otherwise or in fully or partly paid up shares of the company or corporation, with or without deferred or preferred or guaranteed rights.
- (ii) To carry any other trade or business whatever which can in the opinion of the Board of Directors be advantageously carried on the by the Company in connection with the above business or the general business of the company.
- (jj) To act as executors and trustees of wills and settlements made by customers and other and undertake and execute trusts of all kinds.
- (kk) To do all or any of the above things in any part of the world and either as principals, agents, trustees, contractors or otherwise, and either alone or in conjunction with others and either or though agents, sub-contractors, trustees and otherwise.
- (ll) To remunerate any person, firm or company rendering services to this company, whether by cash payments or by allotment to him or them of shares or securities of the Company credited and paid in full or in part, or otherwise.
- (mm) To accept for safe custody and keep for customers of the company all kinds of securities valuables and things.

- (w) 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, road contractors, cargo 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 determined by the company, engage in and or otherwise carry on the business as transporters and transport agents, flight forwarders.
- (x) To carry on the business of entertainment, to run, own and manage open halls, wedding planners, discotheques, night clubs, casinos, theaters, restaurants, botanical gardens, sport centers for all kinds of sports, to organize different games of children and adults, horse riding activities, to own and run playgrounds, to acquire and to own vast lands for carrying on the above named activities and generally to provide recreational sporting facilities and all other related business which can be carried on in conjunction therewith.
- (y) To carry on the business of own land for planting, mining, managing, harvesting marketing and processing timbers in Tanzania, importers, exporters, buying, selling, dealers in building materials, hardware, sanitary-ware, wall papers, roofing, tiles flooring tiles, supplying industrial equipment's agricultural implement's spares of every description, plumbers, decorators, steel fabrication, machine shop, nickel planting, electric planting, making steel windows, doors, frames and roof tresses.
- (z) To carry on the business as dealers and traders of all kinds of electric goods and equipment and to facilitate, import and export of all electrical commodities and equipment, spare parts of all kinds and to become general registered dealers in all kinds of electrical appliances and apparatus also carry on the business of mechanical and electrical engineering, to design, manufacture, assemble, repair any communication equipment, electrical and electronic apparatus, to carry on the trades or business of making, selling, hiring out, buying, installing, putting up, maintaining, repairing and working, mobile telephones, telegraphs, radios, television sets, recording instruments and electronics, electrical and mechanical apparatus, equipment and fittings of all kinds whatsoever.
- (aa) To carry on all or any of the business of stationeries, printers, lithographers, stereotypes, electrotypes, engravers, photographic, printer, photo lithographers, typesetting machines operators, die sinker, envelope makes, book binders, account book manufacturers, machine, rulers numerical printers, paper makers baffles and account book makers, box makers, flax and box file markers, cardboard manufacturers, type founders, of dealers in playing, visiting, railways, festival invitation, dealers in or manufacturers or any other articles or things 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, including Secretarial Services, Internet Services Provider (ISP), Communication Facilitator and Internet Cafes, International calls and fax.
- (bb) To carry on the business of services, consultancy, types of information technologies, computer systems, conference systems, telecommunication systems, security system, public address systems, voice and data networks and any other systems or components which the company may think fit, necessary or incidental to this business.

- (o) To acquire by purchase or otherwise estates, ranches, farm and to carry on the trades and business of dairy farmers, poultry farmers, grazers, breeders and rearers of cattle, sheep goats and other livestock, pastures, hay, wholesale and retail butchers, cattle slaughterers, fell mongers, soup makers, preserved and potted meat manufacturers, farmers, canners of meat products and or other produce, dealers in hides, fat, tallow, grease, offal and other animal products, and to buy, sell by wholesale or retail, import, export, export, prepare, deal and trade in all kinds of meat, cattle, sheep, goats, poultry, game and other live and dead stock, milk, cream, butter, cheese, eggs, sausages, preserved meat and other goods or things usually or which may be conveniently dealt with in course of carrying on any of the trade and business mentioned above.
- (p) To carry and promote and trade or business of farm and agricultural inputs, implements, tools packaging materials and deal in the livestock and for the veterinary health care products, to farmers and stockists, to buy, sell, supply, distribute whether in retail or wholesale fertilizer, insecticides, fungicides, growth stimulants, agro seeds, farm implements and tools, animals feeds, veterinary drugs and related goods and import and export agriculture and food technology, industries and equipment, manufacture and semi processed products in Tanzania and other parts of the world.
- (q) To grow agricultural crops and seeds of different crops, process and sell agricultural products including all seeds of different kinds.
- (r) To carry on the business as importers, distributors and sellers of pesticides, fungicides and hygienic products, pharmaceuticals and veterinary preparations, sanitary preparations for medical purposes, dietetic substances adapted for medical use, food for babies, plasters, materials for dressings, material for stopping teeth, dental wounds; disinfectants, preparations for destroying vermin, fungicides, herbicides, disinfectants for hygiene purposes, enzymes preparations for veterinary use, insecticides, insect repellents and insect repellent incense.
- (s) To manufacture, buy, sell, improve, treat, preserve, fine aerate, mineralize, bottle, can and otherwise deal in mineral, aerated waters, juice and other liquids.
- (t) To cultivate, grow, buy, prepare and kind of fruits juice such as pineapples, orange, lime, lemon, grapefruit, passion fruit, guava and all types of fruits and vegetable and to dispose of, sell and deal in any such products either in its raw form or its processed form.
- (u) To establish depots and agencies in different parts of the world for the purpose of carrying on any or all of the business of the company.
- (v) To carry on transport of passengers and goods by air and 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 passengers 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 undertaking 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.

- (g) To carry on the business of project developers, project management consultant and planners, and act as managers of investments and Investment Company, commission agents, real estate, property managers, developers, valuers, decorators, engineers and to generally be able to carry out activities of any description with regards to land, property and real estate, investment in any type of property, buildings, lands, securities, bonds, shares and any property act as a holding company with subsidiaries and invest in any projects as the company may think fit.
- (h) To carry on the business of real affairs; apartment house management; apartments renting of real estate leasing of; real estate agencies; real estate appraisal; real estate brokers; real estate management; rent collection; rental of offices real estate renting of apartment; renting of flats.
- (i) To carry on all or any business of large scale farm developing contract farming, agro equipment leasing, grazers, breeders of an dealers in livestock, market gardeners, arboriculturalists, horticulturists and dairymen, fishing and other trade or business in connection with arboricultural, agriculture, horticulture to prepare, preserve, process, cure, blend, refine, treat, manufacture and render marketable any such produce and sell, dispose of and deal in any such produce and sell, dispose of and deal in any such produce, either in its prepare, manufactured, raw or other state and either by wholesale or retail and to employ and pay agricultural, veterinary, farming and industrial experts, agents and other persons, partnership, companies or corporations, and to organize and equip research expeditions and stations for prospecting, reporting or surveying, leasing of funds, working, developing and improving lands, crops, estate and farms and properties whether the same are the property of the Company or not.
- (j) To carry on business farming, agriculture of any variety crops like rice, maize, millet and buy and sell variety of Fruits that is to say bananas, lemons, oranges, mangoes, papayas, papaw, pears, pineapples, tangerines, strawberries and other variety of fruits whatsoever. To undertake the cultivation farming of buying and selling vegetables like cabbages, carrots, cucumber, spinach, tomatoes, onions and any other vegetables the company may elect all in the country or abroad.
- (k) To carry on the business as importers, exporters, suppliers, distributors general merchants, sellers, buyers, worldwide traders, wholesalers, retailers, dealers in goods, stores, consumable articles, general merchandise and commodities, maize, tea, rice, jute, bags, corn, sugar, beans, wheat, sisal, hides, leather products, leather goods, beeswax, honey, simsim instant coffee, raw coffee, coconuts and coconut products, green peas, food and crops including livestock farming of every kind.
- (l) To carry on the business of operating a dairy farm with cows for milk, raise calves for fattening, to raise crops for fodder for foods for cows and fattening calves.
- (m) To operate a dairy for processing milk into dairy products and to sell such products. To acquire locally and from abroad material and equipment required for the business, to erect all structures necessary for the activities of the company.
- (n) To carry on the business as general food processors packers and suppliers, to be general supplies of hard foods stuffs and agricultural crops, to be grain millers and food mixers to be general exporters of fresh fruits and vegetables.

TANZANIA
Stamp Duty Sbs
P. D. ON ORINA
RECEIVED
Stamp Duty Office

3-2013

THE COMPANIES ACT, 2002
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
KAZAKHSTAN INVESTMENT HOLDING LIMITED

TANZANIA
Stamp Duty Sbs
Stamp Duty Office
Receipt No. 3-2013
Registrar of Companies

1. The name of the company "KAZAKHSTAN INVESTMENT HOLDING 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 the business of mining in all its branches including mining for precious stones, gemstones, precious metals, base and industrial minerals including any industrial and commercial activities in connection with the exploration and exploitation of mineral or metal deposits, and deposits of precious stones and gemstones of whatsoever nature, to undertake the running of plants for the exploitation and treatment of minerals and their by-products obtained, to purchase minerals and concentrates, to undertake experiments in the mining sector and to undertake geological and geophysical surveys and other activities connected to serve logistic support in the mining sector.
 - (b) To search for, prospect, win, get, quarry, mine, crush, work, preshape, facet, polish or otherwise prepare for market precious and semi-precious stones including diamonds, gemstones, Tanzanites and valuable and base minerals and metals and minerals substitutes of all kinds including aluminium manganese and petroleum and to buy, sell, market, import, export and deal in the same and to carry on any other operations which may seem conducive to any of the Company's objects and to carry on the business.
 - (c) To carry on all or any of the business of wholesale and/or retail as gemstones merchants, jewelers and/or dealers in and/or to buy, sell, market, import, export and/or generally deal in all or any kinds of gemstones, precious and semi-operations stones, gold, silver, copper ores and precious metals and minerals of whatsoever kind or description.
 - (d) To search for crush, win, get quarry, smelt, calcine, refine, dress, reduce, amalgamate manipulate and prepare for market are metals and mineral substances of all kinds whether by open ore underground working and including oil, salt and natural gas, gold, silver, copper, tin, diamonds, mica, rubies, gems and precious stones and generally to carry on any metallurgical operations which may seem conducive to any of the Company's objects.
 - (e) To engage in and carry out the business of proprietors and manages of hotels, restaurants, cafes, road houses, motels, safari and holiday camps, caravan sites, guests houses, apartment housekeepers, refreshment and tea rooms, milk and snacks bars, tavern, beer house and lodging housekeepers and to provide food and catering services to individuals, private, and public institutions and to industrial and business concerns.
 - (f) To carry on the business of real estate agents, property managers, and realty administrators of buildings, services of letting or valuation, builders, contractors for constructions works renovation, decoration and to purchase otherwise acquire land for houses, offices, workshops and building premises.

THE COMPANIES ACT, 2002
COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

KAZAKHSTAN INVESTMENT
HOLDING LIMITED

Incorporated thisday of.....2013

DRAWN BY:
PAVEL SHIBILOV
(SUBSCRIBER)
P.O. BOX 1040658
DAR ES SALAAM.



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

KAZAKHSTAN INVESTMENT HOLDING LIMITED

.....

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

120-172-050

.....

20/03/2013

with effect from

P. N. Kassera

OFFICIAL SEAL

COMMISSIONER FOR DOMESTIC REVENUE

11/04/2013

Reg
HOTTS
97704

MASHARTI

Leseni hii imetolewa chini ya masharti yafuatayo:-

1. Kwamba hutaweka masharti yo yote kwa miumuzi
2. Kwamba utatoa risiti kwa mauzo yo yote
3. Kwamba utafuata Sheria ya Leseni ya Biashara ya 1972 na 1980
4. Kwamba hutauza huduma na bidhaa ambazo hazizingatii viwango vya ubora vilivyowekwa na vyombo vyanayohusika kisheria
5. Kwamba leseni hii inaweza kunyang'anywa wakati wowote ikiwa itaonekana kwamba ulipata kwa udanganyifu au umekiuka masharti ya leseni hii.

Handwritten notes in Swahili, including names like 'HASSAN ALI HASSAN MWINYI' and other illegible text.

Handwritten mark or signature.

Handwritten signature: E. M. MUSA

Handwritten text: Box 20890 DS.M.

Reg
HOTTS
97704



TFN. 226
(Rev. 2/96)

MEK/24/363

JAMHURI YA MUUNGANO WA TANZANIA

LESENI YA BIASHARA

B 01479363

(Imetolewa chini ya Sheria ya Leseni za Biashara Na. 25 ya Mwaka 1972, marekebisho ya mwaka 1980 na masharti yaliyo nyuma)

*Futa isiyotakiwa.

1. Ofisi iliyotolewa: KINONDONI MUNICIPAL COUNCIL
2. Nambari ya Ushuru wa mapato: 120-172-050
3. Leseni imetolewa kwa: KAZAKHSTAN INVESTMENT HOLDING LIMITED
kuendesha biashara ya: ZANA ZA KILIMO NA MIFUGO
katika Wilaya/Kanda* ya: KINONDONI Mtaa: ALI HASSAN MWINYI
4. Ni ya Shina/Tawi*
Ada Sh. / Nambari ya Stakabadhi /
ya tarehe / /
5. Mpya inaendeleza* muda wa leseni Na. NEW
ya tarehe / /
(ii) Muda wa leseni hii utaishia 30 Juni, 20 / /

Tarehe 22/4/2013

Handwritten signature and stamp: Kinondoni Municipal Council

Sahihi na Muhuri wa Mtoaji Leseni

Box 20890 DS.M.

TANZANIA



Certificate of Incorporation

Section 15

No 97704

I HEREBY CERTIFY THAT

KAZAKHSTAN INVESTMENT HOLDING 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 11TH day of **MARCH**

TWO THOUSAND AND THIRTEEN

A handwritten signature in black ink, appearing to be 'A. M. M.', written over a dotted line.

Asst. Registrar of Companies



WAKALA WA USAJILI WA BIASHARA NA LESENI.
S.L.P : 9393, Dar-es-Salaam.
SIMU : +255 22 2180141, 2180113, 2181113. **NUKUSHI:** +255
22 2180371
BARUA PEPE: ceo@brela-tz.org, usajili@brela-tz.org, info@brela-
tz.org
TOVUTI: http://www.brela-tz.org



NIMEPOKEA KWA
Received from

RECEIPT NO: 00032552
KAZAKHSTAN ONVESTMENT HOLDING LTD

KIASI CHA SHILINGI(KWA MANENO)
Sum of shillings(In words)

TWENTY-SIX THOUSAND TWO HUNDRED TANZANIAN
SHILLINGS ONLY. [TSHS 26,200]

KWA MALIPO YA
In respect for

STAMPDUTY

KWA FEDHA TASLIMU/HUNDI NAMBA
By cash/cheque No.

CASH []

KITUO
Station

DAR ES SALAAM

SAHIHI YA MPOKEAJI
Receiving officer's sign.

CHEO
Title

TAREHE
Date

ARTHUR A.K

CASHIER

11/03/2013



WAKALA WA USAJILI WA BIASHARA NA LESENI.
S.L.P 9393, Dar-es-Salaam.
SIMU : +255 22 2180141, 2180113, 2181113. NUKUSHI: +255
22 2180371
BARUA PEPE: ceo@brela-tz.org, usajili@brela-tz.org, info@brela-
tz.org
TOVUTI: <http://www.brela-tz.org>



NIMEPOKEA KWA
Received from

RECEIPT NO: 00153528
KAZAKHSTAN INVESTMENT HOLDING LTD

KIASI CHA SHILINGI(KWA MANENO)
Sum of shillings(In words)

ONE HUNDRED AND TWENTY-FIVE THOUSAND TANZANIAN
SHILLINGS ONLY.

KWA MALIPO YA
In respect of

FILLING FEES [TSHS45,000], REGISTRATION FEES
[TSHS80,000]
TOTAL TSHS : 125,000

KWA FEDHA TASLIMU/HUNDI NAMBA
By cash/cheque No.

CASH
DAR ES SALAAM

KITUO
Station

SAHIHI YA MPOKEAJI
Receiving officer's sign.

ARTHUR A.K

CHEO
Title

CASHIER

TAREHE
Date

11/03/2013

THE BOARD RESOLUTION

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ITS MEETING HELD ON 02 April 2013 Richmond Tower "fl #8" Room # 82a.

"RESOLVED THAT Resolved **Pavel Shibilov** be and is hereby appointed Managing Director of the Company in pursuance with the Articles of Association of the Company."

"FURTHER RESOLVED THAT Mr. Pavel Shibilov, (the appointed Director of the Company) whose specimen signature are attested Below be authorized to sign on behalf of the Company all documents and forms relating to such account (in relation to debit or credit or Bank, any Registration eg TIC, Brela, Business Contract) in such forms as may be required by Kazakhstan Investment Holding Ltd and further any instructions.

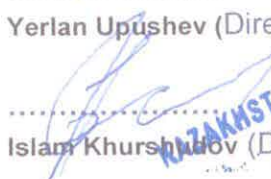
"FURTHER RESOLVED THAT this resolution be useful to Kazakhstan Investment Holding Ltd. and remain in force until notice in writing be given to Kazakhstan Investment Holding Ltd."



.....
Yerlan Upushev (Director)

Pavel Shibilov

.....
appointed director.....



.....
Islam Khurshurov (Director)

KAZAKHSTAN INVESTMENT HOLDING LTD
P O Box 13159
DAR-ES-SALAAM

IN WITNESS WHEREOF the parties hereto have executed these presents on the day and year hereinafter appearing.

SIGNED and DELIVERED by the said]
FAHAD ABDALLAH ABRI]
who is personally known to me/identified]
to me by.....PAVEL.....the latter]
being known to me personally, in my]
presence this.....15th.....day of.....04.....2013]



LESSOR

Signature:..........

Postal Address:.....P.O BOX 3367.....

Qualification:.....COMMISSIONER OF OATHS.....



SIGNED and DELIVERED by the said]
PAVEL SHIBILOV who is]
personally known to me/identified to me]
by.....]
the latter being known to me personally,]
in my presence this.....15th.....day of.....04.....]
2013]



LESSEE

Signature:..........

Postal Address:.....P.O BOX 3367.....

Qualification:.....COMMISSIONER OF OATHS.....



NOTE: PAYMENT WILL BE READY BY TUESDAY 16TH APRIL 2013

- (d) **The tenant is allowed to use one of the rooms in the premises as an office for his company KAZHAKSTAN INVESTMENT HOLDING LIMITED.**
- (e) The tenant not allowed to store or bring to the property/premise articles of specifically of inflammable or dangerous nature and to do or permit to be done anything in or upon the property/premise or any part thereof and in particular not to operate garages or activities that may cause dust, noise etc.
- (f) Not to use the demises premises or any party thereof to be used for any illegal or immoral purposes.
- (g) To sign and acknowledge the number of keys or any other items supplied to the Lessee at the commencement of the Tenancy Agreement.
- (h) Unless the lease is renewed, within the last month prior to the expiry of the contractual period surrender the vacant possession of the premises to the Lessor. This agreement can be terminated by either party after giving three months notice.
- (i) Bills of electricity, telephone, and any other consumable services on the premises will be paid by the Lessee.
- (j) Lessor shall make sure that water, sanitation and power systems are in very good working conditions before the tenant enters the property/premises.

PAYMENTS

- (k) Rental payment will be paid to the Lessor through the below bank details.

Name	:	African Banking Corporation Tanzania Limited.
Swift Code	:	FMBZTZTX
CCY Code	:	USD
Account Number	:	3582 020122 001
Correspondent Bank	:	Standard Chartered Bank NY
Swift Code	:	SCBLUS33
Beneficiary Name	:	BISHER MOHAMED SALEH
Account Number	:	1129953621

LEASE AGREEMENT

This agreement is made this 15th day of APRIL, 2013

BETWEEN

FAHAD ABDALLAH ABRI of P. O. BOX 40086, DAR ES SALAAM (hereinafter to be called the Lessor) on one part

AND

PAVEL SHIBILOV of Dar es Salaam hereinafter called the Lessee of the other part.

Whereas the Lessor is the owner of the house on Plot No. 292, Mikocheni 'A' Dar es Salaam, hereinafter referred to as the premises/property and desires leasing the same to the Lessee for a rent of **USD \$ 2500 (Two Thousand Five Hundred United States Dollars Only)** per month and the Lessee is desirous of leasing the property/premise.

NOW THIS AGREEMENT WITNESSETH AS FOLLOWS:

1. The period of tenancy herein referred to as the contractual period shall be for 36 months and will be renewable in every after one year following three months notice prior to the expiry date of the contractual period.
2. The twelve months rent payable shall be in **USD 30,000.00 (Thirty Thousand United States Dollars Only)**.

THE LESSOR HEREBY CONVENANTS WITH THE LESSEE AS FOLLOWS

- (a) Not to assign, Sublet or party with any part of the premises without the written consent of the Lessor.
- (b) To permit the Lessor and or his agent with or without workmen at reasonable time of the day after a reasonable notice to the Lessee in that respect enter upon the premises/property under the Lessor's convenience in that behalf.
- (c) To maintain the premise/property in a clean condition.

**MINUTES OF THE EXTRA ORDINARY MEETING M/S KAZAKHSTAN INVESTMENT
HOLDING LIMITED**

HELD ON 16TH April 2013

Attendance:

1. Pavel Shibilov (Country Director)
2. Regina K. Kabwogi (Personal Assistance)
3. Geoffrey Y. Balele (Manager)
4. Michail Dubinin (Chief Geologist)
5. Mohamed Wasara (Communication Officer)

**KAZAKHSTAN INVESTMENT HOLDING LTD
P O Box 13159
DAR-ES-SALAAM**

Agenda

1. Opening of the meeting
2. Registration of the Company to TIC
3. Any Other Business.

1. OPENING OF THE MEETING.

The Director opened the meeting at 3:00PM at Mikocheni 'A' House number # 292 at its registered office He informed the other employ the need to register the Company to TIC (Tanzania Investment Center).

2. REGISTRATION TO TIC.

After deliberation by the share holders, Country Director and other Employee in attendance it was resolved unanimously that the Company should be register to TIC as soon as possible.

3. ANY OTHER BUSINESS:

As there was no any other business the meeting was closed at 4:15 PM.



TANZANIA INVESTMENT CENTRE

REGISTRATION FORM

FOR

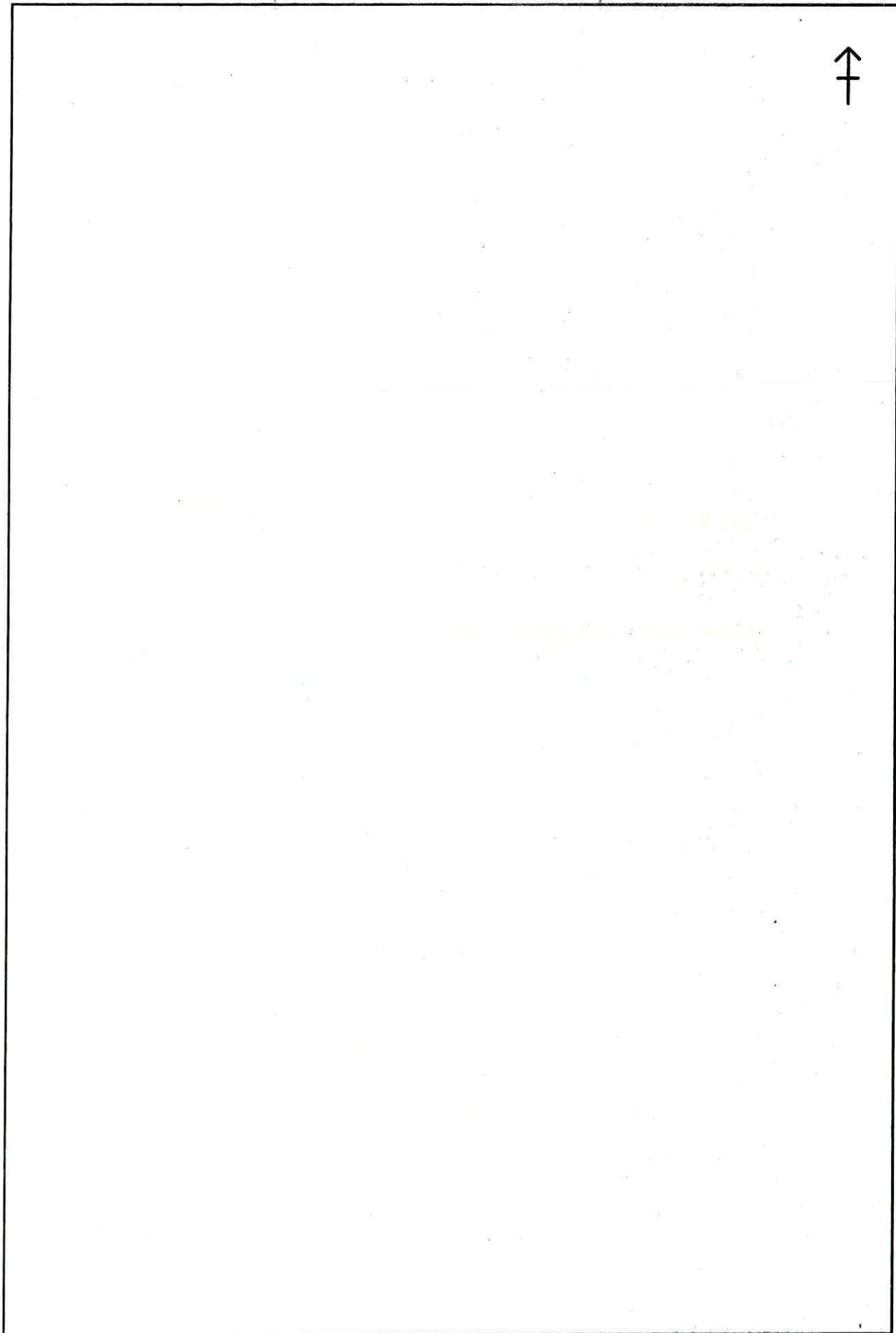
CERTIFICATE OF INCENTIVES

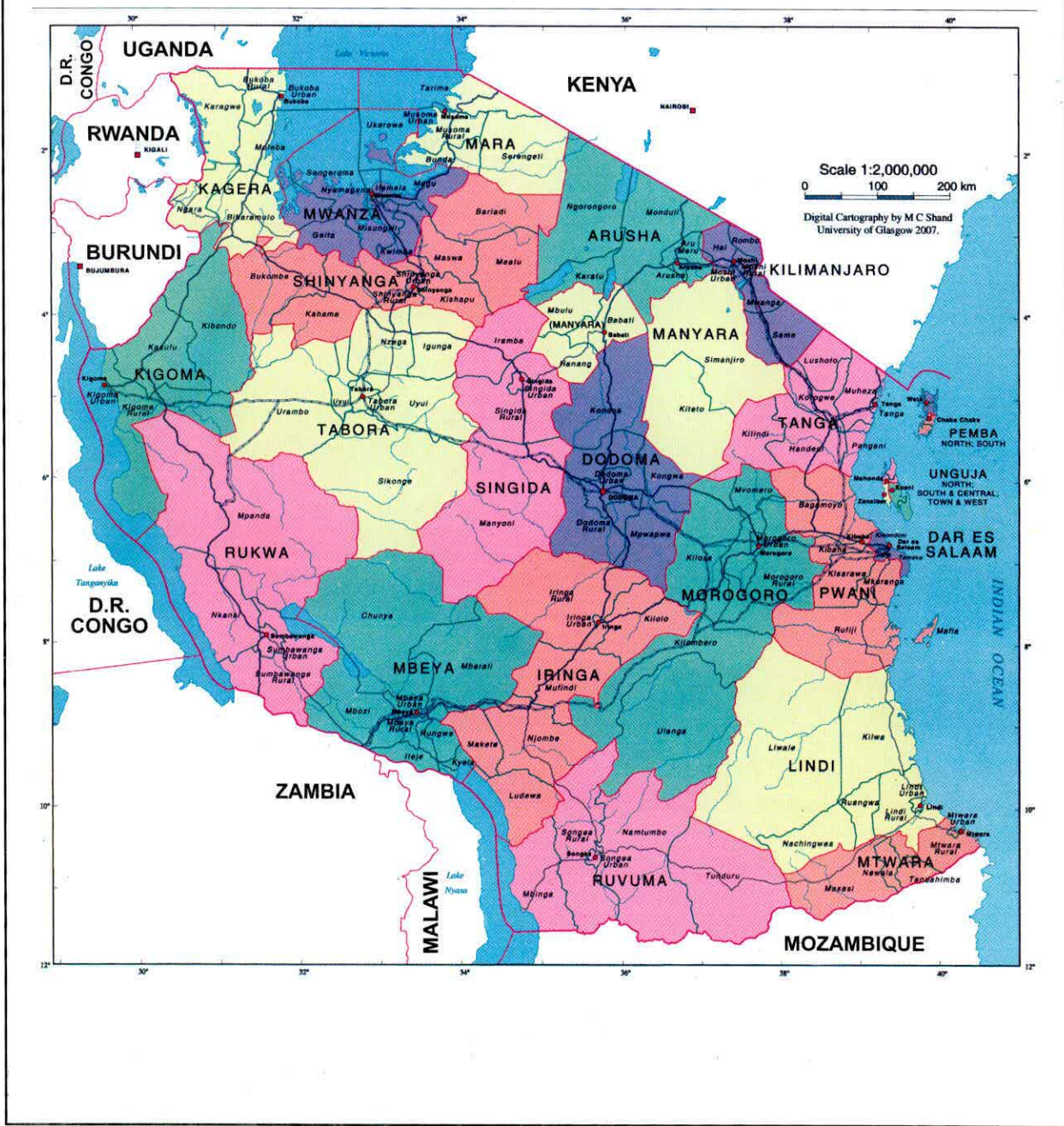
(Tanzania Investment Act 1997, Section 17 and 18,
and the Investment Regulations:
Regulation 42, Government Notice No. 318A of 2002)

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)

SKETCH MAP SHOWING PROJECT LOCATION





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 PAVEL SHIBILOV
(director/directors/agent of KAZAKHSTAN INVESTMENT HOLDING LTD
(name of business enterprise) apply for registration of
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 MIKOCHENI "A"
PLOT No 292, DAR-ES-SALAAM

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 MIKOCHENI "A" PLOT No 292, DSM

4. The Principal Officers of the Company are PAVEL SHIBILOV

5. Auditors of the Company are TEC CONSULTANCY, NIC LIFE
HOUSE, 2nd FLOOR, SOKOINE DRIVE / OHIO STREET

6. The authorized share capital of the Company is Tshs./US\$ 300,000,000,000/=

7. The intended capital investment of the Company in terms of Section 2(2) of the Act is Tshs./US\$ 5,000,000
8. The month and day of the financial year end is 31st DECEMBER

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, PAVEL SHIBILOV of Post Office Number 13159

DAR-ES-SALAAM do solemnly and sincerely declare that I am a director/duly

authorized agent of KAZAKHSTAN INV INVESTMENT HOLDING LTD

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 }
..... }

Applicant

The 08th day of MAY 2013 }

Before me:



.....
Commissioner for Oaths

APPLICATION SUMMARY

Company Name: KAZAKHSTAN INVESTMENT HOLDING LIMITED

Certificate of Incorporation Number: 97704 Status:

Certificate of Incorporation Date: 11th MARCH 2013

Post Box: 13159

Town: DAR-ES-SALAAM

Sector: MANUFACTURING
MINING

Sub-Sector: GOLD PROCESSING
AGRO PROCESSING

Investment Financing Plan in Million US\$/Tshs.

Foreign Equity	Local Equity	Foreign Loan	Local Loan
<u>\$5,000,000</u>	.....	.....	.....

Project Objectives: ESTABLISHMENT OF GOLD PROCESSING
PLANT

Capacity:

Employment: Foreign: 3 Local: 7 Total: 10

Implementation Period:

Project Location

Site/Plot/Block No.:

Street: District: Region:
(Attach sketch map showing project location)

Shareholders	Nationality	%
<u>YERLAN UPUSHEV</u>	<u>KAZAKHSTAN</u>	<u>70</u>
<u>ISLAM KHURSHUDOV</u>	<u>KAZAKHSTAN</u>	<u>30</u>
.....
.....
.....

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

Land/Building	..... 900,000
Plant	..... 1,953,500
Vehicles	..... 480,000
Furniture & Fittings	..... 90,000
Security Infrastructure	..... 36,000
Pre-expenses	..... .....
Others	..... .....
Working Capital	..... 1,540,000
TOTAL	..... 5,000,000

Contact Details:

Name: PAVEL SHIBILOV Title: DIRECTOR

Telephone: +255685409082 Fax:

Email: pavel.shibilov@gmail.com

Payments to be made payable to:

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

MINUTE SHEET

Dokezo
No.

1.0

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 ... u.s\$ 5.0m

(b) Legal entity has been incorporated under certificate

No. 37704 of 03/11/2013

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.



N. Senzia

DIF

22th May, 2013

2.0

EXD

In response to the TIC letter of registration dated 22nd may 2013

the project has submitted the required documents namely: -

(a) Company Board Resolution.

(b) Reference letter/Financing from H.M.V.K Bank Ltd

(c) Lease Agreement as evidence of land

With the above submission EXD is requested to sign Certificate of Incentives No. 042448 herein attached.

29/05/2013

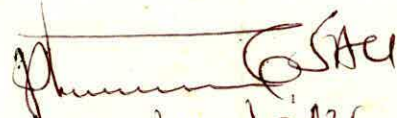


MINUTE SHEET

Dokezo
No. 03.

DIF:

as per F.7, an application for residence permit in respect of Mr. Oleg Komissarenko from Khorekistan needed special clearance from the Government. The aforementioned has now been cleared and his application is ready for payment. I hereby submit.


21/03/2014