

**THE COMPANIES ACT, 2002**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM**

**AND**

**ARTICLES OF ASSOCIATION**

**OF**


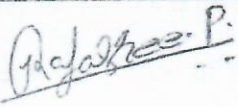
**RAS LOGISTICS (T) LIMITED**

Incorporated this <sup>12<sup>th</sup></sup> day of <sup>DEC</sup> .....2013~~4~~

Certified True Copy of the Original  
GEMA ARNOLD MRINA, Advocate,  
Notary Public & Commissioner for Oaths  
Sign:  Date: 2/9/2013

**DRAWN BY:**  
JAYSANKARAN THANIKKAL  
(SUBSCRIBER)  
P.O. BOX 10981  
DAR ES SALAAM.

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
JAYASANKARAN THANIKKAL P.O. BOX 10981 DAR ES SALAAM	5,000	
RAJASREE JAYASANKARAN P.O. BOX 10981 DAR ES SALAAM	5,000	

Dated at DAR-ES-SALAAM this 12<sup>th</sup> day of DECEMBER 2014

Witness to the above signatures

Name :

MWAJUMA CHOOGY  
~~MASSA A. KAKIANGI~~

Signature :

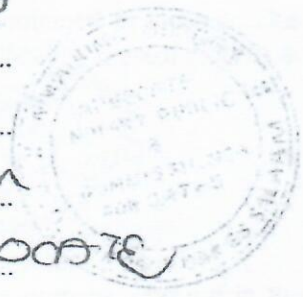
 


Postal Address :

Box 2667  
Dar es Salaam

Qualification :

BUSINESS MAN ADVOCATE



Certified True Copy of the Original  
GEMA ARNOLD MRINA, Advocate,  
Notary Public & Commissioner for Oaths  
Sign:  Date: 2/9/2020

THE COMPANIES ACT, 2002  
COMPANY LIMITED BY SHARES  
ARTICLES OF ASSOCIATION  
OF  
RAS LOGISTICS (T) LIMITED

25082  
49884 12/12/14

25082  
49884 12/12/14

INTERPRETATION

1. In these articles:-
  - "the Act" means the Companies Act;
  - "the articles" means the articles of the company;
  - "clear days" in relation to the period of a notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;
  - "the seal" means any person appointed to perform the duties of the secretary of the company;
  - "Secretary" shall mean any person appointed to perform the duties of Secretary of the Company;

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

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

PRIVATE COMPANY

2. The Company is a Private company and accordingly
  - (a) The right to transfer shares is restricted in the 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, having been formerly in the employment of the Company, were while in such employment to be the Members 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 Article, be treated as a single Member,
  - (c) Any invitation to the public to subscribe for any shares or debentures is prohibited.
  - (d) The Company shall not have power to issue share warrants to bearer.

Certified True Copy of the Original  
GEMA ARNOLD MRINA, Advocate,  
Notary Public & Commissioner for Oaths  
Date: 2/9/2020

MEMBERS

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

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF


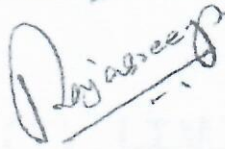
RAS LOGISTICS (T) LIMITED

1. The Name of the Company RAS LOGISTICS (T) 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 logistics, 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, trucks, cabs, omnibus, oil tank and coach proprietors and transporters, civil transport contractors and transporters by any other means of conveyance of people and goods in Tanzania and the neighbouring countries and in such other place or places as may from time to time be determined by the company, engage in and or otherwise carry on the business as transporters and transport agents, freight forwarders.
  - b) To carry on the business of transport contractors, road haulage contractors and to own and operate heavy duty vehicles including trucks, trailers and own, hire, operate transport facilities including trucks, lorries, saloon cars, combies, carries, taxis, aero plane and ships including steamers, barge boats and tug-boats for the express or implied purpose carrying or ferrying cargo, passengers, tourist and to act as transport and general haulage contractors and consultants, tour operators, travel agents, clearing and forwarding agents and to own, lease or hire godowns, warehouses, bonded warehouses, goods sheds and seal like facilities for the purpose of storing, preserving, packaging and repacking goods, cargo and all other articles and goods whatsoever to facilitate transportation, air freight and general delivery thereof whatsoever to customers and owners.
  - c) To rent, sell, hire or let all types of vehicles, taxis, daladala, long trip safaris, motor coaches, vehicle bodies, engines, machinery and other chattels and things used for any of the above purposes.
  - d) To carry on all or any of the business of transport, carriage and haulage contractors, owners and charter of road vehicles, aircraft and ships and boats of every description and carriers of goods and passenger by road, rail, water or air and to establish, acquire, maintain and operate transport service of every description both public and private and all services ancillary thereto and for such purposes or as independent undertakings to purchase, take in exchange, charter, hire, build, contract or otherwise acquire and to own, operate, work, manage, maintain, repair, service and deal with and in road vehicles, aircraft and vessels of every supplies therefore and to conduct any such business within the country or any other state in Africa or Europe or Asia and or any other foreign country.

Notary Public  
GEMA ARNOLD MRINA, Advocates  
Sign:.....Date:.....


**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 to 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

NAMES, ADDRESSES, AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
JAYASANKARAN THANIKKAL P.O. BOX 10981 DAR ES SALAAM	5,000	
RAJASREE JAYASANKARAN P.O. BOX 10981 DAR ES SALAAM	5,000	

Dated at DAR ES SALAAM this 12<sup>th</sup> day of December 2014

**Witness to the above signatures**

Name : MW AJUMA CHOGGE  
 Signature :   
 Postal Address : Box 2567 Dar es Salaam  
 Qualification : BUSINESS LAW ADVOCATE

  
 Certified True Copy of the Original  
 GEMA ARNOLD MRINA, Advocate,  
 Notary Public & Commissioner for Oaths  
 Sign:  Date: 2/12/2014