

THE COMPANIES ACT (CAP 212)

COMPANY LIMITED BY SHARE

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

FAATAH STATIONERY LIMITED

Incorporated this..... Day of 2020

Drawn By:

ABDIFATAH MOHAMED HASSAN
(SUBSCRIBER)
HOUSE NO. 15
6TH STREET,
EASTLEIGH AREA,
NAIROBI- KENYA

Certified true copy of the Original
Sign: *Peter Elibariki Makundi* Date: *01/05/2020*
PETER ELIBARIKI MAKUNDI
Advocate, Notary Public & Commissioner
for Oaths

THE COMPANIES ACT (CAP. 212)
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

FAATAH STATIONERY LIMITED

1. The name of the Company FAATAH STATIONERY LIMITED
2. The registered office of the Company will be situated in the united republic of Tanzania
3. The objects for which the Company is established are:
 - (a) To carry on all or any of the business of stationers, office equipments, printers, lithographers, stereotypes, electrotypes, engraves, photo lithographers, typesetting, machine operators, die sinkers, envelope makers, book binders, account book manufacturers, machine, rulers, numerical printers, paper makers, paper baffles and account book makers, box makers, flat and box file makers, cardboard manufacturers, type founders photographers, manufacturers of and dealers in playing visiting, railways, festival invitation, business complimentary and fancy cards and valentine, dealers in parchment stamp agents of payments of stamps and other duties, advertising agents, designers, draftsmen manufacturers, book sellers, publishers and dealers in materials used in the manufacturers of paper, cabinet makers, file rack maker and dealers in or manufacturers of any other articles of things of character similar of analogous to the foregoing or any of them or connected therewith and to deal in the manufacture of all sell by wholesale or retail of school chalks, and secretarial services.
 - (b) To carry on business of supplying all types of office equipment, machinery Stationers, service and repair of all office equipments, assembling and exporting the same, exhibition, distributing, renting and sales of all office decorations, e.g. carpets, curtains, and all materials used in offices; to advice and plan office setting business consultancy, of all types of business all over the world an office and industrial agricultural and communication equipment etc. to carry on business in consultancy in business problems, insurance agents, transport, clearing and forwarding agents, travel agents.
 - (c) To carry on business of Sale of computers and their parts and service of information and communication materials, information systems, protection systems and Industrial, commercial and domestic, security systems, fire fighting systems, fire alarm systems equipment, to undertake consultancy services in areas covering of information networks management methods, management of networks systems.

- (t) To sell or dispose of the undertaking of the company, or any part thereof, for such consideration as the company may think fit and in particular for shares, whether fully or partly paid up, debentures or securities of any other company, whether or not having objects altogether, or in part, similar to those of this company, and to hold and retain any shares, debentures or securities so acquired and to improve, manage, develop, sell, exchange, lease, mortgage, dispose of or turn to account or otherwise deal with all or any part of the property or rights of the company.

And it is hereby declared that, in the interpretation of this clause the power conferred on the Company by any paragraph, shall not be restricted by reference to any other paragraph, or to the name of the company, or by the juxtaposition of two or more objects and that in the event of any ambiguity, this clause and every paragraph hereof shall be construed in such a way as to widen, and not to restrict the power of the Company.

- 4. The Liability of the members is limited.
- 5. The Nominal share capital of the company is Tshs. 200,000,000/= divided into 1,000 shares of Tshs. 200,000/= each with powers for the company to increase or reduce the said share capital and to issue any of its capital, original or increase, with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions, and so that unless the condition of issue shall otherwise expressly declared, every issue of shares, whether declared to be preference or otherwise, shall be subject to the powers herein before contained.

members personally present in person or by proxy at the meeting or by the holder or holders present in person or by proxy of at least one twentieth part of the issued ordinary share capital of the Company and unless a poll is 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, or not carried by a particular majority, and an entry to that effect in the Minute Book of the Company shall be conclusive evidence thereof without proof of the number or proportion of the votes recorded in favour of or against such resolution.

21. A resolution in writing signed by every member of the Company shall have the same effect and validity as an Ordinary Resolution of the Company passed in General Meeting duly convened and constituted, but this provision shall not apply to a resolution for winding up the Company or to a resolution passed in respect of any matter which by the Act or these presents is required to be dealt with in general meeting of the company.

VOTES OF MEMBERS

22. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his authorized in writing or if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorized. No person shall act as a proxy unless either he is entitled on his own behalf to be present and vote at that meeting at which he acts as proxy or he is appointed to act at the meeting as proxy for a corporation but a proxy for or representative of a corporation, unless entitled on his own behalf to be present and vote at the meeting, shall not act except for the corporation which appointed act as a proxy unless either he entitled on his own behalf to be present and vote at that meeting at which he acts as proxy or he is appointed to act at the meeting as proxy for a corporation but a proxy for or representative of a corporation, unless entitled on his own behalf to be present and vote at the meeting, shall not act except for the corporation which appointed him.

DIRECTORS

23. (a) Unless and until otherwise determined by the Company in General Meeting the number of the Directors shall not be less than two or more than ten. The first Directors shall be appointed by the subscribers of the Memorandum of Association. A Director shall not require share qualifications.

(b) The following persons shall be the first Directors of the Company.

- i) **ABDIFATAH MOHAMED HASSAN**
- ii) **ABDULKADIR ADAN HUSSEIN**
- iii) **MAHAD OSMAN IBRAHIM**

24. The Directors shall be paid out of the funds of the Company all their traveling and other expenses properly necessarily expended by them in or about the performance of their duties as Director and the Directors shall be entitled to be paid out of the funds of the Company as remuneration for their services such sums as the Company may in General Meeting determine.

| NAME, ADDRESSES POSTAL ADDRESSES OF SUBSCRIBERS | NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER | SIGNATURE OF SUBSCRIBER |
|---|---|-------------------------------|
| 1. ABDIFATAH MOHAMED HASSAN HOUSE NO. 15, 6 TH STREET, EASTLEIGH AREA, NAIROBI, KENYA | 100 | A.M HASSAN |
| 2. ABDULKADIR ADAN HUSSEIN PLOT NO. 14, HAMARWEIN STREET, MOGADISHU, SOMALIA | 200 | AK.A.HUSSEIN |
| 3. MAHAD OSMAN IBRAHIM HOUSE NO. 30, NASIB BUNDO STREET, BONDERE DISTRICT, MOGADISHU, SOMALIA | 400 | MAHAD. |

DATED this 24TH day of MARCH, 2020

WITNESS to the above signatures: -

Name: MWAJUMA CHOGEY

Address: 7013 DAR-EL-SALAAM

Occupation: ADVOCATE

Signature: [Handwritten Signature]

Certified true copy of the Original
Sign: [Signature] Date: 16/3/2020
PETER ELIBARIKI MAKUNDI
Advocate, Notary Public & Commissioner
for Oaths

