

THE COMPANIES ACT, 2002  
COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

CFA LOGISTICS AGENCY LIMITED

Incorporated at this ..... day of ..... 2020

DRAWN BY:  
GODSON MEISALAL LAIZER  
(SUBSCRIBER)  
P.O.BOX 904  
ARUSHA



THE COMPANIES ACT, 2002  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
OF  
CFA LOGISTICS AGENCY LIMITED

1. The name of the company is "CFA LOGISTICS AGENCY 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 the business of transport clearing and forwarding agents, travel agents, haulage contractors, freighters, carriers of general goods by air, surface or road and sea.
  - b) To establish and carry on the business of Transport and logistics, insurance agency, supply of construction materials, supply of Agriculture input and out General supply car rental.
  - c) To carry on the business of transportation, cargo and travel agents, commission agents, customs agents, insurance agents, tourist agents, manufacturers representative, clearing and forwarding agents, road contractors, cargo superintendents, packers, machinery haulage specialists, warehousemen, engineers, electricians, motor cars, cabs, minibus, lorries, oil tank and coach proprietors and transporters by any other 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.
  - d) To carry on business of clearing and freight forwarding, customs agency, shipping agency, inland containers depot, cargo warehousing, hiring cranes, loaders, and lifting equipments, logistics, transportation of cargo transportation, passengers, stones, quartz and general transportation.
  - e) To carry on the business of importers, exporters, buying selling dealers in building materials, hardware, sanitary-ware, wall papers, roofing tiles, flooring tiles, supplying industrial equipment's agricultural implements and equipment's spares of every description, plumbers, decorators steel fabrication, machine shop, nickel plating, electric plating, making steel windows, doors, frames and roof tresses.
  - f) To carry on the business of freight rail transport
  - g) To carry on the business of sea and coastal freight water transport
  - h) To carry on the business of inland freight water transport
  - i) To carry on the business of freight air transport
  - j) To carry on the business of warehousing and storage
  - k) To carry on the business of service activities incidental to land transportation
  - l) To carry on the business of service activities incidental to water transportation
  - m) To carry on the business of service activities incidental to air transportation
  - n) To carry on the business of cargo handling
  - o) To carry on the business of other transportation support activities
  - p) To carry on the business of courier activities
  - q) To carry on the business of combined office administrative service activities

- r) To carry on the business of photocopying, document preparation and other specialized office support activities
- s) To carry on the business of other business support service activities n.e.c.
- t) To carry on the business of real estate activities with own or leased property
- u) To carry on the business of real estate activities on a fee or contract basis
- v) To carry on the business of wholesale of construction materials, hardware, plumbing and heating equipment and supplies
- w) To carry on the business of retail sale of hardware, paints and glass in specialized stores
- x) To carry on the business of retail sale of electrical household appliances, furniture, lighting equipment and other household articles in specialized stores
- y) To carry on the business of retail sale of carpets, rugs, wall and floor coverings in specialized stores
- z) To carry on the business of other retail sale of new goods in specialized stores
- aa) To carry on the business of sale of motor vehicles
- bb) To carry on the business of maintenance and repair of motor vehicles
- cc) To carry on the business of sale of motor vehicle parts and accessories
- dd) To carry on the business of sale, maintenance and repair of motorcycles and related parts and accessories
- ee) To carry on the business of dealing in selling, buying, importing, exporting, marketing, manufacturing, stocking, whether wholesale or retail of various categories of hardware tools and equipments.
- ff) To carry on all and any of the wholesale and/or retails as gemstones merchants, jewelers and/or dealers in and/or buy sell market import export and/or general deal in all or any kinds of gemstones precious and semi-precious stones, gold silver and precious metals of whatsoever kind or description.
- gg) To carry on the business of all kinds of electronics, household and domestic appliances, electrical goods, audio visual goods and products and merchandise of the nature, kind and description whatsoever as a dealer, wholesaler, retailer, distributor, importer, exporter and after sales service and repairing. .
- hh) To engage in and carryout the business of proprietors and managers of office and shop buildings, apartments, hotels, guest houses, restaurants and to provide services of the same to individuals, private and public institutions and to industrial and business concerns.
- ii) To do the business of acting as commission agents and manufacturers, representatives in all fields, to establish business enterprises whether small scale, industries and generally deal in all kinds of general merchants and to import, export and all either by merchandise and articles of all description.
- jj) To carry on the business of spare parts including nuts and bolts, rivet screws, nails, roofing nails, radiators, valves, crankshafts, springs, door handles, and locks, bushes, electrical fittings including wires, switches, plugs, sockets, distribution boxes and to carry on all or any of the business of repairman, electrical contractors, including drills, spanners, hydraulic jacks and implied purposes of running garage, including trucks, lorries, cars, any other power propelled vehicles and machinery, transportation, cargo and travel agents, commission agents, customs agents, insurance agents, tourist agents, manufacturers representative, clearing and forwarding agents.
- kk) To carry on the business of all real estate, building engineering, survey equipment suppliers and distributors and to supply, sell, install, build, service and deal in all types of all surveying works.
- ll) 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.

- mm) To do all other things as may be deemed incidental or conducive to the entertainment of the objects or any of them.
- nn) To carry on the business of electricians, mechanical engineers, geological equipment and manufacturers, workers and dealers in electrical and geological apparatus/equipment and goods and the manufacture, sale or hire of apparatus or goods such as GPS, geological hammer, compass, TV, music systems, DVD, video, radio, satellite receivers, refrigeration and any other business similar these. To do all such other things which are incidental or conducive to the attainment of the above objects.
- oo) To engage and or carry on the business of general civil, works, engineering' constructions, buildings, renovations, office practitioner, decor Tories, maintainers, of dilapidated, buildings, plumbing, furniture manufacturers, suppliers, and exporters, residential, and office furnishers, and general to be designers, and fabricators of all kinds of gadgets whatsoever, to be timber processors, saw millers, and supplies of all kinds of timber, to hardware and building materials supplies, manufactures of electrical equipments and suppliers of same.
- pp) To advance money to shareholder 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 freehold or leasehold property upon such terms and conditions as the company may think fit.
- qq) To draw, make, accept, endorse, discount execute and issue promissory notes, bills of lading, warrants debentures and negotiable or transferable instruments.
- rr) To act as agent or brokers, and as trustees for any person firm 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.
- ss) To take or otherwise and hold shares in any other company being having objects altogether or in part similar to this company, or carrying on any business capable of being conducted so as directly to benefit the company.



**AND It is hereby declare 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 or persons, whether corporate or incorporate, and whether domiciled in the United Republic of Tanzania or elsewhere.

The Objects set forth in each sub-clause of this clause shall not be destructively constructed but the words interpretation shall be given thereto, and they shall not, except where the context expressly so requires, be in any way limited or restricted by reference to our inference from any other object or objects set reference to or inference from the terms of any sub clause or by the name of the company. None of such sub clause or by the name of the company. None of such sub clause or the object or objects their in specified or the powers thereby conferred shall be deemed subsidiary or ancillary to the objects or powers mentioned any other sub clause, but the company shall have as full power to exercise all or any of the objects conferred by any provided in each of the said sub clause contained the objects of separate company.

4. The liability of the members is Limited.
5. The share capital of the Company is Tsh 4,000,000/=, divided into 1,000 shares of Shilling 4,000/= each, with power for the Company to increase or reduce the said capital and to issue any part of its capital, original or increased, 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 declare, every issue of shares, whether declared to be preference or otherwise, shall be subject to the powers herein before contained.

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 SUBSCRIBERS
GODSON MEISALAL LAIZER P. O. BOX 904 ARUSHA	500	
MAGRETH MEISILAL LAIZER P.O.BOX 904 ARUSHA.	100	

Dated at Dar es Salaam this 14<sup>th</sup> day of FEB 2020

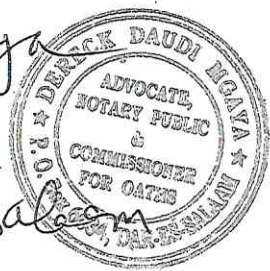
Witness to the above signature:

Name Dereck D. Mgaya

Signature Dmgaya

Postal Address 6634 Dar Es Salaam

Qualification Advocate



**THE COMPANIES ACT, 2002  
COMPANY LIMITED BY SHARES  
ARTICLES OF ASSOCIATION  
OF  
CFA LOGISTICS AGENCY LIMITED**

**PRELIMINARY**

1. "In these articles:-

"the Act means" the Companies Act ;

"the articles" means the act 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 constructed as including references to printing, lithography, photography, 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.

**MEMBERS**

2. 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.
3. The subscribers to the memorandum of association and such other person as the directors shall admit to membership shall be members of the company.

**GENERAL MEETINGS**

4. 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.

Provide that so long as the company holds its first annual general meeting within eighteen months of its incorporation, it need not hold 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 be held at such time and place, as the directors shall appoint.

5. All general meetings other than annual general meetings shall be calls extraordinary general meetings.
6. The directors may, whenever they think fit, convince an extraordinary general meeting, and extraordinary general meetings shall also be convened on such requisitions, or I default, may be convened by such requisitions, 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 directors.

#### NOTICE OF GENERAL MEETINGS

7. 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;
8. Provided that a meeting of the company shall, notwithstanding that it is called by shorter notice than that specifies in this article be deemed to have been dully 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 by, any person entitled to receive notice shall not invalidate the proceedings at the meeting.

#### PROCEEDINGS 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 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 dully authorized representative of 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 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 after the time appointed for the holding of the meeting and willing to act; the directors present shall elect one of their members to be chairman of the meeting and, if there is only one director and willing to act, he shall be chairman.
14. If any meeting no directors is willing to act as chairman or if on director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members 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 director by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at and adjourned meeting other than the business which might properly have been transacted at the meeting had the.
16. 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 a adjourned meeting.
17. 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 chair man or;
  - (b) by at least (two) 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 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 reordered in favour of or against such resolution.

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

18. Except as provided in article 18, if a poll is dully 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.
19. In the case of an equality of votes, whether on a show of hands or on poll, the chairman of the meeting shall be entitled to a second or casting vote.
20. 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 preceded with pending the taking of the poll.
21. A resolution in witting 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 which he was present shall have effect as if it had been passed at a general meeting dully 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

22. Every member shall have one vote.
23. 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.
24. No member shall be entitled to vote at any general meeting unless all moneys presently payable by him to the company have been paid.
25. On a poll votes may be given either personally or by proxy.
26. The instrument appointing or proxy shall be in writing under the hand of the appointer or of his attorney dully authorized in writing, or, if the appointer is a corporation, either under sea) or under the hand on an officer or attorney dully authorized. A proxy need not be a member of the company.
27. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified cop 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 toe holding the meeting of adjourned meeting at which the person 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.

28. An instrument appointing a proxy shall be 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 the .....day of .....201....., and at any adjournment thereof.  
Signed this..... day of, .....201.....”

29. 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 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 the .....day of.....20.....,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”

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

31. A vote given in accordance with the terms of an instrument of proxy, or poll demanded by proxy, or by the duty 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 such other place at which the instrument of proxy was dully deposited) before the commencement of the meeting of adjourned meeting at which the proxy is used.

### CORPORATIONS ACTING BY REPRESENTATION AT MEETINGS.

32. Any corporation which is a member of the company may be resolutions of it 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 could exercise if it were an individual member of the company.

## DIRECTORS

33. The Number of the directors and the names of the first directors shall be determined in writing by the subscribes 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.
34. The following persons shall be first Directors to the Company:-
1. GODSON MEISALAL LAIZER
  2. MAGRETH MEISILAL LAIZER
35. 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 travelling, 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

36. 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

37. Subject to the provisions of the Act, the memorandum and the article and to any directors 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
38. Directions shall invalidate any prior act of the directors, which would otherwise have been valid. The powers given by article shall not be limited by any special power given to exercise all powers exercisable by the directors.
39. 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.
40. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to 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,

41. 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.

#### DISQUALIFICATION OF DIRECTORS

42. 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) Causes 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.

43. 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.
44. 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 any time 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.
45. 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.
46. 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.

47. 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.
48. The quorum necessary for the directors may fix the transaction of the business of the directions and unless so fixed shall be two.
49. The continuing directors may act notwithstanding any vacancy but, if and so long as their numbers 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.
50. 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 number to be chairman of the meeting.
51. 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.
52. 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 dully appointed and was qualified and had continued to be a director and was entitled to vote.
53. A resolution in writing signed by all the directors entitled to receive notice of a meeting of the directors, or of 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 dully convened and held, and may consist of several documents in the like form each signed by one or more directors.

## SECRETARY



54. 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.
55. 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 or to the same person acting both as director and as, or in place of, the secretary.

## THE SEAL

56. The seal shall only be used by 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.
57. 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.Proper 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.
58. 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.
59. No member shall (as such) have right of inspecting any accounting records or other book or document of the company except as conferred by statue or authorized by the directors or by ordinary resolution of the company.
60. 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.
61. 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

62. Auditors shall be appointed and their duties regulated in accordance with sections 170 to 179 of the Act.
63. 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 affected by properly addressing, prepaying, and posting a letter containing the notice, and to have been affected at the expiration of seventhly two hours after the letter containing the same was posted. A member whose registered address is not within the Tanzania at which notices may be given him shall be entitled to 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 SUBSCRIBERS
GODSON MEISALAL LAIZER P. O. BOX 904 ARUSHA	500	
MAGRETH MEISILAL LAIZER P.O.BOX 904 ARUSHA.	100	

Dated at Dalaam this 27<sup>th</sup> day of February 2020

Witness to the above signature:

Name : Dereck D. Mgaya  
 Signature : Dgaya  
 Postal Address : Cell 37 Dar-es-Salaam  
 Qualification : Advocate



username: 4007542500  
password: 123456+



United Republic of Tanzania  
Business Registrations and Licensing Agency



Application for Registration of a Company  
Companies Act (Cap 212)

APPLICATION

Tracking number G200214-8535  
Application date 14/02/2020 14:16:05

APPLICANT

National ID 19900402231140000123  
Name GODSON MEISALAL LAIZER  
Gender Male  
Date of birth 02/04/1990  
Nationality Tanzanian  
E-mail Address meisilal91@gmail.com  
Mobile Phone Numbers 0752402859  
Can this person update data in ORS? Yes  
This person is empowered to assign persons who can update data in ORS Yes

INFORMATION ABOUT COMPANY

Company name CFA LOGISTICS AGENCY LIMITED  
Company type Private company Limited by shares  
Accounting date 28/02

REGISTERED OFFICE

Registered office Region Arusha, District Arusha CBD, Ward Kati, Postal code 23102, MEGA COMPLEX BUILDING FLOOR NO.6 NEAR BY NBC BANK  
P.O. BOX 904  
E-mail meisilal91@gmail.com  
Mobile Phone Number 0752402859

BUSINESS ACTIVITY

Name of activity 4912 - Freight rail transport  
Name of activity 5012 - Sea and coastal freight water transport  
Name of activity 5022 - Inland freight water transport  
Name of activity 5120 - Freight air transport  
Name of activity 5210 - Warehousing and storage  
Name of activity 5221 - Service activities incidental to land transportation  
Name of activity 5222 - Service activities incidental to water transportation  
Name of activity 5223 - Service activities incidental to air transportation  
Name of activity 5224 - Cargo handling  
Name of activity 5229 - Other transportation support activities  
Name of activity 5320 - Courier activities  
Name of activity 8211 - Combined office administrative service activities  
Name of activity 8219 - Photocopying, document preparation and other specialized office support activities  
Name of activity 8299 - Other business support service activities n.e.c.  
Name of activity 6810 - Real estate activities with own or leased property

Name of activity	6820 - Real estate activities on a fee or contract basis
Name of activity	4663 - Wholesale of construction materials, hardware, plumbing and heating equipment and supplies
Name of activity	4752 - Retail sale of hardware, paints and glass in specialized stores
Name of activity	4759 - Retail sale of electrical household appliances, furniture, lighting equipment and other household articles in specialized stores
Name of activity	4753 - Retail sale of carpets, rugs, wall and floor coverings in specialized stores
Name of activity	4773 - Other retail sale of new goods in specialized stores
Name of activity	4510 - Sale of motor vehicles
Name of activity	4520 - Maintenance and repair of motor vehicles
Name of activity	4530 - Sale of motor vehicle parts and accessories
Name of activity	4540 - Sale, maintenance and repair of motorcycles and related parts and accessories

**DIRECTORS**

**DIRECTOR 1**

Can this person update data in ORS?	Yes
National ID	19900402231140000123
TIN	136651684
Name	GODSON MEISALAL LAIZER
Gender	Male
Date of birth	02/04/1990
Nationality	Tanzanian
E-mail Address	meisilal91@gmail.com
Mobile Phone Number	0752402859
Residential address	Tanzania, Region Arusha, District Arusha CBD, Ward Kati, Postal code 23102, GOLIONDOI NEAR BY NMB BANK

**DIRECTOR 2**

Can this person update data in ORS?	No
National ID	19870630121050000614
TIN	140986127
Name	MAGRETH MEISILAL LAIZER
Gender	Female
Date of birth	30/06/1987
Nationality	Tanzanian
E-mail Address	meisilal91@gmail.com
Mobile Phone Number	0769992937
Residential address	Tanzania, Region Arusha, District Arusha CBD, Ward Kati, Postal code 23102, GOLIONDOI NEAR BY NMB BANK

**COMPANY SECRETARY**

Can this person update data in ORS?	No
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**National ID** 19870630121050000614  
**TIN**  
**Name** MAGRETH MEISILAL LAIZER  
**Gender** Female  
**Date of birth** 30/06/1987  
**Nationality** Tanzanian  
**E-mail Address** meisila91@gmail.com  
**Mobile Phone Number** 0769992937  
**Residential address** Tanzania, Region Arusha, District Arusha CBD, Ward Kati, Postal code 23102, GOLIONDOI NEAR BY NMB BANK

**AUTHORISED SHARE CAPITAL**

Class of shares	Number of shares issued	Value	Aggregate nominal value	Currency
Ordinary	1000	4000	4000000	TZS
Total:			4000000	TZS

**SHAREHOLDERS**

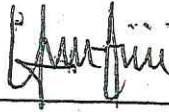
**SHAREHOLDER 1**

**National ID** 19900402231140000123  
**Name** GODSON MEISALAL LAIZER  
**Gender** Male  
**Date of birth** 02/04/1990  
**Nationality** Tanzanian  
**E-mail Address** meisila91@gmail.com  
**Mobile Phone Number** 0752402859  
**Residential address** Tanzania, Region Arusha, District Arusha CBD, Ward Kati, Postal code 23102, GOLIONDOI NEAR BY NMB BANK  
**Ordinary** 500

**SHAREHOLDER 2**

**National ID** 19870630121050000614  
**Name** MAGRETH MEISILAL LAIZER  
**Gender** Female  
**Date of birth** 30/06/1987  
**Nationality** Tanzanian  
**E-mail Address** meisila91@gmail.com  
**Mobile Phone Number** 0769992937  
**Residential address** Tanzania, Region Arusha, District Arusha CBD, Ward Kati, Postal code 23102, GOLIONDOI NEAR BY NMB BANK  
**Ordinary** 100

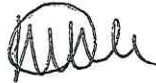
CFA LOGISTICS AGENCY  
LIMITED, Director GODSON  
MEISALAL LAIZER



27-02-2020

Signature and date

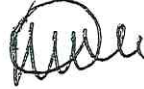
CFA LOGISTICS AGENCY  
LIMITED, Director MAGRETH  
MEISALAL LAIZER



27-02-2020

Signature and date

CFA LOGISTICS AGENCY  
LIMITED, Company secretary  
MAGRETH MEISALAL LAIZER



27-02-2020

Signature and date

THE UNITED REPUBLIC OF TANZANIA  
BUSINESS REGISTRATIONS AND LICENSING AGENCY

Declaration of Compliance on Application for the Registration of a Company  
Pursuant to Section 14 (4) of the Companies Act 2002

Company Number

Company Name in Full

I (Full name),

of (Address)

do solemnly and sincerely declare that I am *(delete as necessary)* [an advocate of the High Court engaged in the formation of the company] [a person named as [director]-[secretary] of the company in the statement delivered to the Registrar under section 14(2) of the Act] and that all of the requirements of the Companies Act 2002 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with. AND I make this solemn declaration conscientiously believing the same to be true.

Declarant's Signature

Declared at

on

Before me (please print name)



Signed

Date

A commissioner for oaths or Notary Public

FOR OFFICIAL USE ONLY.



**JAMHURI YA MUUNGANO WA TANZANIA**  
**Wakala wa Usajili wa Biashara na Leseni**

**AHADI YA UADILIFU KWA SEKTA BINAFSI**

Kwa kutambua wajibu na nia njema ya Sekta Binafsi katika kuchangia kutokomeza rushwa kwa kuzingatia maadili, uwazi, na kutovumilia aina yoyote ya rushwa katika uendeshaji wa shughuli zote za biashara. Kwa kutambua wajibu wa kiuchumi, kimazingira, kijamii na manufaa mengine ya Taifa; kwa niaba ya Taasisi,

Mimi GODSON MEISALAL LAIZER ninaahidi kwa umma kwamba:

1. Tutashiriki kikamilifu kuchangia uchumi wa Taifa kwa njia ya kulipa kodi kutokana na shughuli zote za kibiashara kwa njia ya uwazi na uadilifu;
2. Hatutashawishi, kuomba, kupokea au kutoa hongo au aina yoyote ile ya rushwa;
3. Tutahakikisha kuwa mfumo wa kutoa taarifa za mapato ni wa wazi na kutoruhusu kamwe vitendo vya rushwa na utovu wa maadili katika manunuzi;
4. Tutahakikisha kuwa Kanuni za Maadili katika Taasisi yetu zinatufanya tuwajibike na kukuza mwenendo wa kimaadili ndani na nje ya mazingira ya biashara, na zitaendelea kuwa mwongozo kwa Menejimenti na Wafanyakazi kuwajibika kwa vitendo wakati wote;
5. Tutaepuka mazingira yote yanayoweza kusababisha mgongano wa kimaslahi na kuhakikisha kuwa tunatoa taarifa na kutatua masuala yote yenye migongano ya kimaslahi yanayojitokeza kwa njia ya uwazi na ufanisi;
6. Tutadumisha uwazi na ufanisi katika ngazi zote za Taasisi yetu na kutekeleza mfumo wetu wa udhibiti wa ndani ili kudumisha utawala bora na kujenga misingi ya uadilifu, uwajibikaji na uwazi katika shughuli zetu za biashara;
7. Tutahakikisha bidhaa na huduma zote tunazotoa zinazingatia yiwango vya kitaifa na kimataifa;
8. Tutaweka taratibu za mawasiliano kwa njia ya siri ambazo zitahakikisha kuwa haki za wasambazaji, wateja na wafanyakazi zinalindwa na kuwanufaisha kwa akikisha kuwa machapisho yanayohusu maadili mahali pa kazi yanakuwepo wakati wote ili kukuza ufahamu wao;

9. Tutakuwa raia wema na mfano mzuri wa kimaadili katika Taasisi na kushiriki kikamilifu kuhakikisha uwepo wa ustawi endelevu wa jamii, uchumi na hifadhi ya mazingira kwa kufanyakazi kwa mtazamo chanya ambao utaleta mabadiliko kwa Taifa zima.
10. Tutahakikisha kuwa ushindani wa haki, uwazi na utawala bora katika shughuli zetu zote za kibiashara ni sehemu muhimu katika utamaduni wetu wa kufanyabiashara;
11. Tutaepuka kushirikiana na makampuni ambayo yanakiuka maadili ya kibiashara;
12. Tutaunga mkono uanzishaji wa programu za kuzuia na kupambana na rushwa na kushiriki katika kutumia nyenzo na mikakati iliyoanzishwa kwa lengo la kuhakikisha uwepo wa uwazi, ufanisi na uadilifu katika shughuli za biashara;
13. Tutaunga mkono kampeni za mapambano dhidi ya rushwa duniani kote ambazo zinadumisha mazingira ya haki katika soko na kuimarisha Utawala Bora na uwazi katika shughuli zote za biashara.
14. Hatutatoa, kuwezesha, kushawishi au kutoa zawadi kwa Afisa yeyote wa Umma, familia zao au washirika wao wa kikazi katika shughuli inayohusiana na mchakato wa manunuzi au katika utekelezaji wa mkataba;

**Tamko:** Ninakiri kuwa nimesoma masharti yaliyomo katika Hati hii ya Ahadi ya Uadilifu nakuyaelewa kabla ya kuweka sahihi. Ninakubaliana na kutambua kwamba masharti yaliyomo katika Hati hii ni ya kisheria na ya kimaadili na ninawajibika kuyafuata. Pia, ninafahamu kuwa ukiukwaji wa masharti hayo ni uvunjaji wa Sheria ya Kuzuia na Kupambana na Rushwa, Sheria ya Ununuzi wa Umma, Sheria ya Uhujumu Uchumi au Sheria nyengine za nchi na hatua za kisheria zinaweza kuchukuliwa dhidi yangu iwapo nitakiuka masharti hayo.

**CFA LOGISTICS  
AGENCY  
LIMITED.**

.....  
**GODSON MELISALAL LAIZER**  
 JINA LA MTENDAJI  
 MKUU

KAMPUNI

.....  
*John Saini*  
 SAINI

.....  
 27.02.2020  
 TAREHE

CFA LOGISTICS AGENCY LIMITED  
 P.O. BOX 904  
 ARUSHA

.....  
 Muhuri wa Kampuni

.....  
**SEKA ISAYA KASERA**  
 KNY MTENDAJI MKUU - BRELA

.....  
*Seka Kasera*  
 SAINI

.....  
 02/14/2020 2:47:13  
 TAREHE

