TANZANIA

BRELA
BUSINESS REGISTRATIONS AND LICENSING AGENCY

# Register of Companies
# Detailed information

**Information date and time:** 28/06/2022 09:47:53
**Last update date and time:** 02/06/2022 13:12:00
**Registration date and time:** 14/02/2020 11:55:49

| | | |
|---|---|---|
| 1. | **Status:** | Registered |
| 2. | **Incorporation number:** | **141042432** |
| 3. | **Company:** | **HILLTOP MANUFACTURING AND TRADING COMPANY LIMITED** |
| 4. | **Company type:** | Private company Limited by shares |
| 5. | **Registered office:** | Region Dar Es Salaam, District Ilala CBD, Ward Upanga Magharibi, Postal code 11103, Street Kalenga Street, Road Muhimbili Road, Plot number 23, Block number A, House number 11 |
| 6. | **Contacts:** | Email: shenilalji@gmail.com, Mob no/Tel no: 255784786682, P.O.Box 20965 |
| 7. | **Business activity:** | 1104 - Manufacture of soft drinks; production of mineral waters and other bottled waters, Main activity<br>1079 - Manufacture of other food products n.e.c., Main activity<br>4690 - Non-specialized wholesale trade, Main activity<br>4722 - Retail sale of beverages in specialized stores, Main activity |
| 8. | **Directors / Directors in the country of origin:** | MOHSIN ABDULLAH LALJI, Tanzania<br>NARGIS MOHSIN LALJI, Tanzania |
| 9. | **Company secretary / Company secretary in the country of origin:** | MOHSIN ABDULLAH LALJI, Tanzania |
| 10. | **Authorised share capital:** | 200000000 TZS |
| 11. | **Class of shares:** | Class Ordinary: 2000 shares, 100000 TZS/share, 200000000 TZS |
| 12. | **Shareholders:** | MOHSIN ABDULLAH LALJI Class Ordinary 1000 shares taken<br>NARGIS MOHSIN LALJI Class Ordinary 400 shares taken<br>FATEMA ZEHRA MOHSIN ABDALLAH LALJI Class Ordinary 200 shares taken |

Information ordered by: MOHSIN LALJI
NOTE. Information printed from the Register of Company is true and complete as per extract generation date and time. Please be advised to refer to the Online Registration System at BRELA (ors.brela.go.tz) for an up-to-date information regarding given Company.

Certified true copy of the Original
Sign:... 04/8/2022

OF COMPANIES
TANZANIA

Princ. Asst. Registrar of Companies

Certified true
Sign. 24/8/2022.

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

# MEMORANDUM AND ARTICLES OF ASSOCIATION

OF

# HILLTOP MANUFACTURING AND TRADING COMPANY LIMITED

Incorporated the ............... day of ..................2020

rawn by:

ohsin Abdullah Lalji (Subscriber)

.O.Box 20965,

ar es Salaam,

anzania.

Certified

Sign: 24/8/2022.

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

HILLTOP MANUFACTURING AND TRADING COMPANY LIMITED

1. The name of the Company is HILLTOP MANUFACTURING AND TRADING COMPANY LIMITED

[signature] 24/8/2022.

2. The registered office of the company will be situated in the United Republic of Tanzania.

3. The objectives for which the company is incorporated are:-

   (a) To manufacture, bottle, deal and distribute drinking water, aerated and mineral water, soft drinks and beverages.
   (b) To engage in trading of drinking water, mineral water, aerated water, soft drinks and beverages.
   (c) To establish and carry on business as wholesaler, retailer, exporter,

| Name and Address | Number of Shares Taken by Each Subscriber | Signature |
|---|---|---|
| Mohsin Abdullah Lalji<br>P.O.Box 20965,<br>Dar es Salaam,<br>Tanzania. | 500 | |
| Rizwan Pravin Lodhia<br>P.O.Box 20965,<br>Dar es Salaam,<br>Tanzania. | 500 | |

Dated the 13th Day of FEBRUARY 2020

WITNESS to the above signatures:

Name: BENEDICT ALEX

Address: P. O. BOX 72015 DAR ES SALAAM

Qualification: ADVOCATE

Certified true copy of the original

24/8/2022.

BENEDICT ALEX
ADVOCATE
NOTARY PUBLIC
&
COMMISSIONER
FOR OATHS
P.O. Box 105926, D'SALAAM

(e) To carry on any other business or trade as the company may decide from time to time.

4. The liability of the members is limited.

5. The authorized share capital of the company is Tanzanian Shillings two hundred million (200,000,000/=),divided into two thousand (2000) ordinary shares of Tanzanian Shillings one hundred thousand (100,000/=) each, with power for the company to increase or reduce such capital and to divide the shares in the capital for the time being, whether original or increased, in different classes, and to attach thereto any preferential, deferred, qualified or special rights, privileges or conditions and unless the conditions of issue shall otherwise expressly declare every issue of shares, whether preference or otherwise, or any such rights, privileges or conditions shall not be altered or modified except in accordance with the Articles of Association registered herewith.

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Sign... Baya 24|8|2022.

We, the several persons whose names, addresses and description 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

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38. The Company at any General Meeting at which a dividend is may resolve that such dividend be paid wholly or in part by the distribution of specific assets depending on a number of paid up shares, debentures or debenture stock of any other company or in anyone or more of such ways; provided always that no distribution shall be made which would amount to a reduction of capital except in the manner appointed by law.

39. The Company in General Meeting may at any time and from time to time pass a resolution to the effect that it is desirable to capitalize a sum, being the whole or part of the undivided profits of the Company then standing to the credit of the reserve fund or to the credit of the profit and loss account (or representing premiums received on the issue of shares and standing to the credit of the share premium account) or being otherwise available for distribution and accordingly that such be capitalized and distributed free of income tax among the holders of Ordinary Shares of the Company (or their nominees) at the date of the passing of such resolution in proportion to the amount of capital paid up for the time being on the Ordinary Shares held by them respectively and that the Directors be authorized to distribute among them (or their nominees] unissued shares credited as fully paid up to the like nominal value and in the like proportion and in satisfaction of such capitalized sum.

40. When such resolution has been passed, the Directors may allot and issue unissued shares as fully paid up to the holders of Ordinary Shares of the Company (or their nominees) in satisfaction of the said capitalized sum and as nearly as may be in proportion to the amount of capital paid up for the time being on the Ordinary Shares held by them respectively, with full power to make such provision as they may think expedient for the case of fractions and, before such allotment (if they think fit) may

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Sign... a 24/8/2022.

authorize any person acting on behalf of the holders of any Ordinary Shares of the Company to enter into an agreement with the Company provided for the allotment to them (or their nominees) of such shares credited as fully paid up and in satisfaction as aforesaid and any agreement made under such authority shall be effective.

## WINDING UP

41. In a winding up the liquidator may, with the sanction of an Extra-ordinary Resolution, distribute all or any of the assets in specie among the members in such proportions and manner as may be determined by such resolution provided always that if any such distribution is determined to be made otherwise than in accordance with existing rights of the members, every member shall have the same right of dissent and other ancillary rights as if such resolution were a Special resolution passed pursuant to Section 230 of the Act.

## INDEMNITY

42. Every Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities (including any such liability as is mentioned in paragraph (c) of the proviso to Section 153 of the Act) which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. But this Article shall have effect in so far as its provisions are not avoided by the said Section 153 of the Act.

24/8/2022.

| Name and Address | Number of Shares Taken by Each Subscriber | Signature |
|---|---|---|
| Mohsin Abdullah Lalji<br>P.O.Box 20965,<br>Dar es Salaam,<br>Tanzania. | 500 | |
| Rizwan Pravin Lodhia<br>P.O.Box 20965,<br>Dar es Salaam,<br>Tanzania. | 500 | |

Dated the 13TH Day of FEBRUARY 2020

WITNESS to the above signatures:

Name: BENEDICT ALEX

Address: P. O. BOX 72015 DAR ES SALAAM

Qualification: ADVOCATE

Signature:

BENEDICT ALEX NOTARY PUBLIC & COMMISSIONER FOR OATHS P.O. Box 105926, D'SALAAM

Certified true copy of the Original

Sign: 24/8/2022.