

THE COMPANIES ACT (ACT NO. 12 OF 2002)

COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

MZIBAZ EMPIRE INVESTMENTS LIMITED.

INCORPORATED THIS ..... DAY OF ..... 2021

**DRAWN BY:**

MUSA VENERABLE MZIBA(SUBSCRIBER)

P.O BOX 5644,

DAR ES SALAAM.

Certified true copy of original  
PAUL JUSTIN NGAYA  
29/11/2021  
ADVOCATE, NOTARY PUBLIC &  
COMMISSIONER FOR OATHS

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COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION  
OF

MZIBAZ EMPIRE INVESTMENTS LIMITED

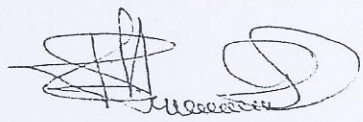
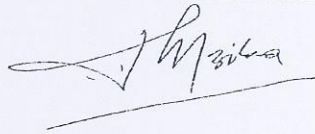

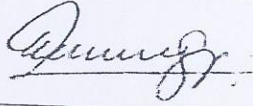
1. The name of the Company is **MZIBAZ EMPIRE INVESTMENTS LIMITED**.
2. The registered office of the Company will be situated in Tanzania.
3. The objects for which the Company is formed are:
  - a) To acquire and take over the business now carried on under the name and style of MZIBAZ EMPIRE INVESTMENTS, with all its assets and liabilities.
  - b) To carry on business as timber merchants, saw-mill-proprietors and timber growers and to buy, sell, grow, prepare for market, manipulate import, export and deal in timber and wood of all kinds.
  - c) To manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used, to buy, clear, plant and work timber estates and business of manufacturers of and dealers in furniture and office appliances of steel or wood or other materials.
  - d) To carry on the business of plantation, cultivation, promotion and development of trees, forest seeds, oil seeds, and to protect and enhance the forest wealth in Tanzania.
  - e) To carry on the business of manufacturing, processing, and exporting timber from Tanzania to other countries.
  - f) To deal with both wholesale and retail of the timbers in Tanzania and outside Tanzania.
  - g) To make research and search for markets of timbers both in and out of Tanzania.
  - h) To carry on the business of exploring, extracting, exporting, buying and selling of any kind of minerals, mineral deposits, metals, petroleum and natural gas, and substances of all kind whether obtainable by underground or surface workings.

- i) To carry on business of iron masters, oil refiners, metallurgists, engineers, geologists, smelters, manufacturers and dealers in minerals and the products derivable therefrom, and all other materials, plant and machinery necessary for mining and mineral development, and to build and operate smelters, refineries and mills.
- j) To purchase, take on lease or otherwise acquire any land, quarries, deposits or mineral or metallic substances, oil well or springs, refineries, chemical, salt and other such works.
- k) To carry on business of selling and purchasing mineral products and accessories,
- l) To carry on the business of production of television programs, television serials, films, news based programs, current affair programs, talk shows, chat shows, game shows and any other entertainment based content.
- m) To carry on the business of entertainments by dealing with film, video, music, jingles and any other related productions.
- n) To organize, manage and supervise entertainments events and artists and artistic works.
- o) To carry on the business of events planning, managers, supervisors and preparation and production as well as training of the production team, including the producers and videographers on how to produce the best artistic works.
- p) To carry on the business of designing, developing, innovation and installing of the websites, computer programs, applications and any other computer system related.
- q) To carry on the business of developers, proprietors, Managers, builders, erect, demolish, repair and act as contractors, management consultants, advisor of any landed property for rent or resale.
- r) To carry on the business as hirers, dealers of all kind of immovable properties including but not limited to that of Lands, buildings, farms, cinemas, hotels, clubs, and cold stores.
- s) To carry on the business as hirers, dealers of all kind of immovable properties including but not limited to that of Lands, buildings, farms, cinemas, hotels, clubs, and cold stores.

- f) To carry on the business of establishing and supervising supermarkets, hotels, restaurants, bars and any related business profitable to the company.
  - u) To carry on the business of wholesale and retail buying, selling, importing, prepare for market and deal in all kinds of foods, food products and beverages.
  - v) To purchase or otherwise acquire real and personal estate for the objects and purposes of the company and to sell, lease, exchange, mortgage, or otherwise deal with all or any of the real and personal property of the company.
  - w) To carry on the business of a holding company, owning, holding and managing assets of any kind, movable or immovable, including shares, stock, bonds and debentures and other types of investments in other partnerships and entities.
4. The liability of the Members is limited.
5. The nominal share capital of the Company is Tanzania shilling **one billion (Tsh.1000,000,000/=)** divided into **Onethousand (1000) ordinary shares** of Tanzania Shilling (Tsh.1000,000/=) each, with power for the company to increase or reduce the said capital and to issue any part of its capital, ordinary or increased, with or without any preference, priority or special privilege or subject to any postponement of rights or to any conditions or restrictions so that unless the conditions of issue shall otherwise expressly declare, every issue of shares whether declared to be preference or otherwise shall be subject to the power hereinafter 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.

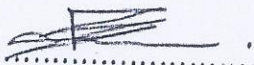
Certified true copy of original  
PAUL JUSTIN MGAYA  
29/11/2024  
ADVOCATE NOTARY PUBLIC &  
COMMISSIONER FOR OATHS

Names and Postal Addresses of Subscribers	Number of Shares taken by each Subscriber	Signature of Subscribers
<b>MUSA VENERABLE MZIBA</b> P.O.BOX 5644 DAR ES SALAAM	500	
<b>VENERABLE LUKANSOMBA MZIBA</b> P.O.BOX 5644, DAR ES SALAAM	50	
<b>EVA MZIBA RUGAMBO</b> P.O.BOX 5644 DAR ES SALAAM	200	
<b>DIANA MONICA KISAKA</b> P.O.BOX 5644 DAR ES SALAAM	20	

Dated at Dar es Salaam this 2<sup>nd</sup> day of September 2021.

WITNESS to the above Signatures:-

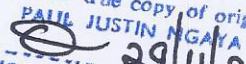
Name FARAJA KAJUNI

Signature 

Postal Address P.O. Box 80870 DAR ES SALAAM

Qualification: ADVOCATE



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29/11/2021  
 ADVOCATE NOTARY PUBLIC &  
 COMMISSIONER FOR OATHS