

THE COMPANIES ACT, 2002
COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

SUGEC (EAST AFRICA) INTERNATIONAL TRADING
CO. LIMITED

Incorporated this.....day of.....2015

DRAWN BY:

BAO JIN

(SUBSCRIBER),

P.O.Box 1307

DAR ES SALAAM

Certified as a True Copy of the Original

Sign:  Date: 13/11/2019

INNOCENT TAURO

Advocate, Notary Public & Commissioner for Oaths



扫描全能王 创建

Scout
#743
26/8/2015

TANZANIA
Stamp Duty 500/-
Stamp Duty 500/-
26/8/2015

THE COMPANIES ACT 2002
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

OF
SUGEC (EAST AFRICA) INTERNATIONAL TRADING CO. LIMITED

1. The name of the Company "SUGEC (EAST AFRICA) INTERNATIONAL TRADING CO. LIMITED".
2. The Registered office of the Company will be situated in Tanzania
3. The objectives for which the Company is established are:-
 - (a) To carry on the business as dealers and traders of all kinds of electric goods and equipment and to facilitate, import and export of all electrical commodities and equipment, spare parts of all kinds and to become general registered dealers in all kinds of electrical appliances and apparatus also carry on the business of mechanical and electrical engineering, to design, manufacture, assemble, repair any communication equipment, electrical and electronic apparatus, To carry on the trades or business of making, selling, hiring out, buying, installing, putting up, maintaining, repairing and working, mobile telephones, telegraphs, radios, television sets, recording instruments and electronics, electrical and mechanical apparatus, equipment and fittings of all kinds whatsoever.
 - (b) To carry on the business as electrical agents, suppliers, sellers, and dealers of all kinds of electrical equipments, electrical apparatus, transformers, poles, logs, power lines, radio and electronic equipments, electrical machinery, industrial equipment, plant, accumulators, lamps, meters, engines, dynamos, batteries, switchgears, motors, telephonic or telegraphic apparatus of any kind, and to carry out the business of research and development for conventional and non-conventional energy resources, new and renewable energy, wind, solar biogass, biomass, woodfuels, etc, petroleum products, petroleum exploration, research and development.
 - (c) To carry on the business of manufacturers of all kinds of electrical goods such as switches sockets connection units, connector boxes mounting units, terminal units lamp holders and all kinds of electrical goods required for the purpose of installing electrical connection.
 - (d) To acquire by purchase or otherwise estates, ranches, farms and to carry on the trades and business of dairy farmers, poultry farmers, grazers, breeders and rearers of cattle, sheep goats and other livestock, pastures, wholesale and retail butchers, cattle slaughterers, fell mongers, soup markers, preserved and potted meat manufacturers, farmers, canners of meat and other produce, dealers in hides, fat, tallow, grease, offal and other animal products, and to buy, sell by wholesale or retail, import, export, prepare, deal and trade in all kinds of meat, cattle, sheep, goats, poultry, game and other live and dead stock, milk, cream, butter, cheese, eggs, sausages, preserved meat and other goods or things usually or which may.
 - (e) To produce, process, distribute, pack and retail beef throughout Tanzania and beyond.
 - (f) To own, run, operate, maintain and preserve an abattoir for slaughtering all type of cattle for the purpose of selling all the by-products of the slaughtered cattle.

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- (nn) To remunerate any person, firm or company rendering services to this company, whether by cash payments or by allotment to him or them of shares or securities of the Company credited and paid in full or in part, otherwise.
- (oo) To accept for safe custody and keep for customers of the company all kinds of securities valuables and things.
- (pp) To lend money on any terms that may thought fit, and particularly to customers or other person or corporations having dealing with societies and to give any guarantees that may be expedient.
- (qq) To advance money to shareholders 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 less estate or interest in, or to take a demise for any term or terms of years of any freehold or leasehold property upon such terms and conditions as the company may think fit.
- (rr) To act as agents or brokers, and as trustees for any person firm or 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 having objects altogether or in part similar to this company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the company.
- (tt) 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.

And it is hereby declared 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 of persons, whether corporate or incorporate, and whether domiciled in the United Republic of Tanzania or elsewhere.

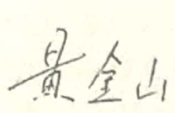
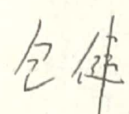
The object specified in each of the paragraphs of this clause shall be regarded as independent objects, and accordingly shall in no way be limited or restricted (except where otherwise expressed in such paragraphs) by reference to or inference from the terms of any other paragraph of the name of the Company but may be carried out in as full and ample a manner and construed in as wide a sense as if each of the said paragraph define the objects of the separate and distinct compound.

That the meaning of any general word or words in any paragraph of this clause shall not be restricted by being construed ejusdem generis with any particular word or words in the same paragraph.

4. The Liability of the Members is Limited.
5. The capital of the Company is Shillings 200,000,000/= divided into 100 shares of Shillings 2,000,000/= each. The Company shall have powers to increase its capital and to divide the shares in its capital for the time being into several classes of stock or shares and to attach thereto respectively such preferential, deferred or special rights, privileges, or conditions as may be determined by or in accordance with the Articles of Association of the Company.



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
HUANG JIN SHAN P. O. BOX 1307 DAR ES SALAAM.	51	
BAO JIAN P. O. BOX 1307 DAR ES SALAAM.	49	

Dated at Dar this 25 day of Aug 2015

Witness to the above signatures:

Name : P. H. Chung
 Signature : [Signature]
 Postal Address : [Address]
 Qualification : [Qualification]



Certified as a True Copy of the Original
 Sign: [Signature] Date: 13/11/2019
 INNOCENT TAIRO
 Advocate, Notary Public & Commissioner for Oaths



5000/-
SP/31/26/2019

TANZANIA
Summ Duty Shs 250/- Paid
570/26/2019
ASST. Registrar of Companies

THE COMPANIES ACT, 2002
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
SUGEC (EAST AFRICA) INTERNATIONAL TRADING CO. LIMITED
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 the common seal 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 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 have been formerly in the employment of the company while in such employment to be the member 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 regulation be tested as a single member.
- (c) Any invitation to the public to subscribe for any shares or debentures of the Company is prohibited.
- (d) The Company shall not have power to issue share warrants to bearer

MEMBERS

3. 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.

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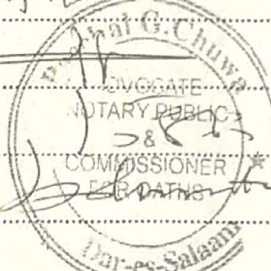


NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
HUANG JIN SHAN P. O. BOX 1307 DAR ES SALAAM.	51	景金山
BAO JIAN P. O. BOX 1307 DAR ES SALAAM.	49	包健

Dated at Kenya this 25 day of Aug 2015

Witness to the above signatures

Name : _____
 Signature : _____
 Postal Address : _____
 Qualification : _____

P. G. Chuwa


Certified as a True Copy of the Original
 Sign. *[Signature]* Date: *13/11/2019*
INNOCENT TAIRO
 Advocate, Notary Public & Commissioner for Oaths

