

BORDERLESS

Borderless Tanzania Limited

P.O.Box 30466 KIBAHA Tel: +255 715 352 217 Email: info@luna-sanitaryproducts.com

MINUTE NO: 07.12/23

**BOARD RESOLUTION OF BORDERLESS TANZANIA LIMITED REGARDING
AUTHORISATION TO REGISTER TO TANZANIA INVESTMENT CENTER (TIC) DULY
PASSED ON 04TH JULY, 2023.**

The undersigned, being the board of directors and members of Borderless Tanzania Limited hereby consent and agree that the following company resolution was made on 17th day of August, 2023 1400 Hours at Kitongoji cha Umeme wa pili, Kwa-Mfipa Street, Ukombozi Road, Kibaha District, Costal Region in Tanzania Republic of, (factory Place) and the meeting attended by;

| NAME | DESIGNATION | SIGN | DATE |
|---------------------|-------------|---|------------------------------|
| 1. Moan Kikuchi | Director |  | 04 th July, 2023. |
| 2. William Gama | Director |  | 04 th July, 2023. |
| 3. Kazunari Taguchi | Shareholder |  | 04 th July, 2023. |
| 4. Masayoshi Suzuki | Shareholder |  | 04 th July, 2023. |

Whereas the chairman reported that arrangement would be made to register our Company to Tanzania Investment Center (TIC) to enhance investment of our company and increased performance so as to facilitate our activities and hence to contribute to a sustainable economy of the country. By The United Republic of Tanzania laws and the bylaws of this cooperation, by unanimous consent, the board of directors resolved that;

RESOLVED THAT:

1- **THAT**, it has been deemed necessary by the Management (Board of Directors) of Borderless Tanzania Limited to register the company to TIC so as to facilitate the Company's investment hence to achieve goals,

2- **THAT**, the CENTER of Tanzania Investment Center (hereinafter called the "INVESTMENT CENTER") be and is hereby appointed as the government investment center of the Company,

3- **THAT**, the Board of Director's has reviewed the service and terms offered by TIC and found them suitable and conducive for the Company's investment requirements and objectives.

4- **THAT**, by the Management (Board of Directors) of Borderless Tanzania Limited hereby authorizes and request the Director **Mr. William Gama** or any other authorized officer of the Company to initiate the process of registering the Company to TIC on behalf of the Company to engage and/ or change counsel or other representative to represent the company before the relevant authorities in respect of all matters relating to the registrations, filing of reports, assessments and all other matters and to execute specific Powers of Attorney in favor of these person(s) for representing the Company before the relevant authorities, if so required.

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3- THAT, Director **Mr. William Gama** of the Company be and is hereby severally authorized to sign or authenticate all the necessary applications, papers and documents required to be submitted to the various authorities for seeking registrations, and to do all such acts and deeds to give effect to the above said resolution.

4- RESOLVED FURTHER THAT, Director **Mr. William Gama** of the Company, be and is hereby authorized to delegate the powers or grant authorization in favor of any person/official/consultants/Practicing Company Secretary/Law firm etc. to sign, act, represent, and appear before any Statutory authority for and on behalf of the Company for the purpose of the giving effect to this resolution.


5- RESOLVE FURTHER THAT, this resolution be communicated to Tanzania Investment Center (TIC) and remain in force until written notice to the contrary shall have been given to the Managing Director of TIC at which the account of the Company is kept.

CERTIFICATION OF THE COMPANY DIRECTORS

WE, the undersigned (Director's) do hereby certify that the foregoing resolution was duly passed by the Board of Directors of the above Borderless Tanzania Limited on the **04th** day of **July, 2023** in accordance with the Memorandum of Articles of Association of the Company and the laws governing the Company and that the said resolution has been duly recorded in the Minute Book and is full force and effect.




DIRECTOR: **Mr. William Gama**



DIRECTOR: **Moana Kikuchi**

CERTIFICATION OF THE COMPANY SECRETARY

I, Mrs. Moana Kikuchi do hereby certify that, I am the Secretary of Borderless Tanzania Limited and that the above information is a true and correct copy of a resolution duly adopted at a meeting of the Board of Director's which was held and convened in accordance with the company's bylaws and applicable laws on **04th** day of **July, 2023**.



SECRETARY OF BORDERLESS TANZANIA LIMITED: **Moana Kikuchi**



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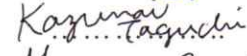

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MINUTE NO: 07/21

BOARD RESOLUTION OF BORDERLESS TANZANIA LIMITED REGARDING USING MR. WILLIAM GAMA PERSONAL BANK ACCOUNT DULY PASSED ON 01ST JULY, 2021

The undersigned, being the board of directors and members of Borderless Tanzania Limited hereby consent and agree that the Borderless Tanzania Limited resolution was made on 1st day of July, 2021 10:00 Hours at House number 4, Block number NIL, Plot number 997, Kahama road, P.O.Box 19980 Masaki, Msasani, Kinondoni, Dar es salaam, TANZANIA and the meeting attended by;

| NAME | DESIGNATION | SIGN | DATE |
|---------------------|-------------|---|-----------------------------|
| 1. Moana Kikuchi | Director |  | 01 st July, 2021 |
| 2. William Gama | Director |  | 01 st July, 2021 |
| 3. Kazunari Taguchi | Shareholder |  | 01 st July, 2021 |
| 4. Masayoshi Suzuki | Shareholder |  | 01 st July, 2021 |

Whereas the chairman reported that arrangement would be made to use Mr William's personal bank account with of Tanzania Postal Bank on behalf of company's money transactions to enhance the financial of the cooperation. By The United Republic of Tanzania laws and the bylaws of this cooperation, by unanimous consent, the board of directors resolved that;

RESOLVED THAT:

1- THAT, BANK OF Tanzania Postal Bank PLC (hereinafter called the "Bank") be and is hereby appointed the Banker of the Company to open (both TZS and USD account)

2- THAT, Director Mr. William Gama be hereby authorized on behalf of the Company to draw, sign, accept, or make cheques, bills of exchange, and other orders for the payment of money.

3- THAT, Director Mr. William Gama personal Bank Account to be used until when resolution by board directors decides otherwise or hereby after the company open its own bank account for managing all its financial affairs by itself.

4- THAT, this resolution be communicated to the company's Management and remain in force until written notice to the contrary shall have been given to the Board of directors of the company at which the account of the Company dully affects.

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It is hereby certified by the undersigned that the foregoing resolution was duly passed by the Board of Directors of the Borderless Tanzania Limited on the 01st day of **July, 2021** in accordance with the Memorandum of Articles of Association of the Company and the laws governing the Company and that the said resolution has been duly recorded in the Minute Book and is full force and effect.

Moana Kikuchi

DIRECTOR

WILLIAM GAMA

DIRECTOR

*Kazunai
Taguchi*

SHAREHOLDER

Masayoshi Sudo

SHAREHOLDER

