

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

AMMENDED VISION OF MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

YAYO MINING COMPANY LIMITED

Incorporated at Dar es salaam, this 15th day of July 2021
AS PER SPECIAL RESOLUTION PASSED ON 27TH JUNE 2022

DRAWN BY:
MARTINE MASHAURI AMANI MUSHI
(SUBSCRIBER)
P.O.BOX 75614
DAR ES SALAAM

THE COMPANIES ACT 2002
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF

YAYO TECHNOLOGIES COMPANY LIMITED

1. The name of the company is “YAYO TECHNOLOGIES COMPANY LIMITED”
2. The Registered office of the Company will be situated in Tanzania.
3. The objects for which the Company is established are: -
 - (a) To carry on the business of Financial Technology services.
 - (b) To carry on the business of Settling obligations arising from the clearing of payment instructions.
 - (c) To carry on the business of Clearing payment instructions between financial and non- financial institutions.
 - (d) To carry on the business of Provision of technological services to facilitate switching, routing, clearing, data management for and on behalf of a payment system provider.
 - (e) To carry on the business of Facilitation of interoperability of payment systems and services between payment system providers and consumers.
 - (f) To carry on the business of Provision of electronic payment services to the unbanked and under banked population.
 - (g) To carry on the business of Establishing a payment clearance house

- (h) To carry on the business of Provision of financial communication network.
- (i) To act as company secretaries, managers, auditors, accountants, taxation consultants, trustees, financial advisers, bookkeepers and registrars or transfer agents for any company, individual or undertaking, to provide, for professional, commercial and other companies and persons, such as managerial, clerical, messenger, book-keeping, telephone answering and other services as may from time to time be required such companies and persons and for that purpose to employ all such business and office managers, assistants, clerks, secretaries, stenographers, typists, messengers, book-keepers, telephone operators and other persons of every nature as the company may think fit.
- (j) To carry on all or any business of publishing, printing, distributing and selling of business, management, industrial, scientific, academic, communications, financial, agricultural, social and environmental information technology periodicals, brochures and books and any other reading materials.
- (k) To invest money in such manner as may from time to time be thought proper.
- (l) To procure capital for, or make advances or lend or jointly lend money to persons, partnerships or companies, or any juristic persons with or without security, which security may be either fixed or movable collateral or a combination thereof, or right of claim on cash deposits, credit or other accounts, or insurance policies, corporate bonds, debentures, bills of exchange, promissory notes, letters of credit, or other right of claim, or other rights, or other obligations, or as receivables due from any lawfully conducted business, or deeds on real estate, various wares, merchandise or equipment, bills of transfer of ownership and lading, delivery orders, bonded warehouse certificates, dock warrants, or other mercantile indicia or tokens, including notes, instruments or any documents issued by banks, financial institutions, or persons which can be used as security.
- (m) To carry on the business of purchasing, selling, purchasing with a discount, selling with a discount or disposing of by any means, foreign currencies, bonds, treasury bills, bills, letters of credit, warrants or other financial instruments, debt instruments, including any instruments or evidences of right, or any other instruments, shares, debentures, unit trusts, and all kinds and types of securities.
- (n) To contract for public or private loans, and to negotiate and issue the same.
- (o) To negotiate or pay in advance coupons or interest on public loans or securities.

- (p) To act as the securities registrar, agent, broker, commission agent, facilitator in the securities trading or to conduct any other duty in the trading of shares, debentures, bonds, treasury bills, or any types of securities or for any other businesses pertinent to monetary, investment, or commercial transaction or otherwise.
- (q) To receive monies for deposit into current, savings, fixed or other deposit accounts, including acceptance of monies as deposits through the issuance of depository notes or other instrument of rights, with or without allowance of interest and to employ such money for making of loans, purchase, sale or collection of money against bills of exchange or any other negotiable instruments, or for other matters within the objectives of the Company.
- (r) To carry on in Tanzania and in other countries the business of banking at Head Office and all branches, and to transact and do all matters and things incidental thereto, or which may at any time hereafter, at any place where the company shall carry on business, be usual in connection with the business of banking, or dealing in money, or securities for money.
- (s) To establish and operate facilities for mineral testing, processing and beneficiation;
- (t) To prospect for minerals and gemstones, mining of minerals and gemstones including carrying out operations directly or indirectly necessary and incidental thereto;

4. The Liability of the Members is Limited.

5. **The capital of the Company is Shillings 400,000,000/= divided into 1000 shares of Shillings 400,000/= 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.

Names and Addresses of Subscribers	Number of shares (Ordinary shares of TZS 1,000 Each)	Signatures
Name: Martine Mashauri Amani Address: P.O.BOX 75614 DAR ES SALAAM	60	SIGNED
Name MARTIN AMANI CAPITAL LIMITED Address: P.O.BOX 75614 DAR ES SALAAM	40	SIGNED
HILDA JOSEPH MUSHI Address: P.O.BOX 75614 DAR ES SALAAM	10	SIGNED

Dated at **Dar es salaam** this **15TH** day of JULY 2021

Witness to the above signatures:

Signature: signed

Name: Daniel Simon Mwakimi

Address: 105069 Dar Es Salaam

Qualification: Advocate / Notary Public / Commissioner for Oaths

