

THE COMPANIES ACT, 2002

(CAP 212)

COMPANY LIMITED BY SHARES

**AMENDED MEMORANDUM OF
ASSOCIATION**

OF

**SQTRANS COMPANY LIMITED
AS PER THE RESOLUTION PASSED ON
28TH FEBRUARY, 2022**

Incorporated at Dar es Salaam this 10th day of March, 2021

DRAWN BY: -

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Dar es Salaam.

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AMENDED MEMORANDUM OF ASSOCIATION

OF

SQTRANS COMPANY LIMITED
AS PER THE RESOLUTION PASSED ON 28TH
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1. The name of this Company is **SQTRANS COMPANY LIMITED**.
2. The registered office of this Company will be situated in the United Republic of Tanzania.
3. The objects for which this Company is established are:
 - a. To carry on the business of Mixed farming to include but not limited to cultivating of cash crops and animal husbandry;
 - b. To carry on business of breeding and raising live stocks to include but limited to Cattle, Goats and Sheep;
 - c. To carry on business of animal husbandry and act as agriculturists, and to establish centers for the wholesale and retail of animal husbandry products and agricultural produces;
 - d. To import, buy, sell (wholesale and retail) and deal in all kind of electronic equipment, machinery, tools and accessories;
 - e. To carry on business of importing animal husbandry products and agricultural inputs, and selling or exporting or distribution of agricultural and livestock inputs;
 - f. To cultivate, grow, buy, prepare for market food crops of all kinds as well as vegetable and dairy products and dispose of, sell or deal in any such produce either in its raw or in its manufactured or processed state;
 - g. To acquire, take over, promote, establish, engage in and carry the business of profession of farmers, planters, harvesters, sprayers, seed growers, glaziers breeders of and dealers of livestock, market gardeners, arboriculturalists, agriculturalists, dairyman, vegetable

oil extractors, poultry and any other businesses in connection with, arboriculture, agriculture and animal husbandry;

- h.* To carry and promote trade or business of farm and agricultural inputs, implements, tools, machines, packaging materials and deal in the livestock and or the veterinary health care products to farmers and stockiest, to buy, sell, supply, distribute whether in retail or wholesale fertilizer, insecticides, fungicides, growth stimulants, agro seeds, farm implements and tools, animals feeds, veterinary drugs and any related goods and import and export agriculture and food technology, industries and equipment, manufactured and semi processed products in Tanzania and other parts of the world;
- i.* To import, export, buy, sell and deal in all kind of agricultural, machinery, equipment, plants, implements, tools and accessories, manures and insecticide use in connection with or required for animal husbandry or agriculture;
- j.* To provide all kinds of transportation services and its auxiliary logistics services.
- k.* To carry on the business of storage, warehousing, transportation and handling of all kinds of cargo including but not limited to agricultural and livestock products, whether containerized or not, from any port station to any container freight station or to any inland container depot and freight carriers, transportation of goods, animals or passengers from place to place by land.
- l.* To carry on the business of transporters, public carriers and carriers of goods, passengers, merchandise, commodities and luggage of all kinds and descriptions in any part of Tanzania and / or abroad, on land, water, rail or road and air or by any means of conveyance whatsoever, in its own name or as an agent.
- m.* To carry on the business of buying, selling, transporting, storing, distributing, handling and dealing in any other goods or food products.
- n.* To establish, organize, manage, run, charter, conduct, contract, develop, handle, own, operate and to do business as fleet carriers, transporters, in all its branches on land, air and water, for transporting goods, articles, or things on all routes and lines on National and International level subject to law in force through all sorts of carries like trucks, lorries, trawlers, dumpers, coaches, tankers, tractors, haulers, jeeps, trailers, motor buses, omnibuses, motor taxis, railways, tramways, aircraft's, hovercrafts, ships,

vessels, boats, barges and so on whether propelled by petrol, diesel, electricity, steam oil, atomic power or any other form of power.

- o.* To acquire and carry on in such manner and in such place or places, either in Tanzania or elsewhere, as the Company may think requisite or proper any other business, whether in agricultural industry, transport and logistics industry or otherwise, which may seem to the Company capable of being conveniently carried on in connection with any of the above specified objects, or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights;
- p.* To do all such other things as are incidental or conducive or are in the opinion of the Company incidental or conducive to the attainment of the above objects or any of them or which may be conveniently carried on and done in connection therewith, or which may be calculated directly or indirectly to enhance the value of, or render profitable, the business or property of the Company;
- q.* To purchase, take on lease, hire or otherwise acquire in Tanzania or elsewhere any movable or immovable properties or any rights or interest therein, which the Company may think necessary or convenient for effecting any of its objects, and in particular any lands, houses, patents, trademarks, trade names, copyrights, licenses, stock, material or property of any description, and to work, use, maintain and improve, sell, let, surrender, mortgage, charge, disposal of or otherwise deal with the same or any other property of the Company, including in respect of any business rights belonging to the Company, the grant of licenses or authorities to any person, corporation or company to work the same;
- r.* To develop, improve and utilize any land acquired by the Company, or in which the Company is interested, and lay out and prepare the same for building purpose, construct, alter, pull down, decorate, maintain, fit up and improve buildings, roads and conveniences, and to plant, pave, drain, maintain, let on building lease or building agreement any such land, and advance money to, and enter into contracts and arrangements of all kinds with builders or tenants of and other interested in any such land;
- s.* To acquire, hold, trade or deal in shares, stocks, debentures stocks, bonds, obligations and securities issued or guaranteed by any Company constituted or carrying on business in Tanzania or elsewhere, and any debentures, debenture stocks, bonds,

- obligations or securities issued or guaranteed by any government, sovereign ruler, commissioners, public body or authority, supreme, municipal, local or otherwise, whether in Tanzania or abroad;
- t. To subscribe for, conditionally or unconditionally, to underwrite, issue on commission or otherwise, and convert any such stocks, shares or securities as mentioned in the last preceding paragraph;
 - u. To apply for, purchase or otherwise acquire and protect and renew in any part of the world, any patents, patent rights, trade and service marks, designs, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to their use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem directly or indirectly to benefit the Company and to use, exercise, develop or grant licenses in respect of, or otherwise turn to account the property, rights or information so acquired, and to expend money in experimenting upon, testing or improving any such patents, inventions or rights;
 - v. To purchase or otherwise acquire or undertake the whole or any part of the business, assets and liabilities, including shares, stocks, bonds, debentures, mortgages, deeds of bond and security or other obligations, or any, or either of them, of any other Company, corporation or person carrying on any business which the Company is authorized to carry on, or possessed of any property or right suitable for the purposes of the Company, and acquire the business of any company or corporation, if deemed expedient, by amalgamation with such company or corporation instead of by purpose in the ordinary way;
 - w. To engage in any business or transaction within the limits of the Company's objects, in conjunction with any other person, corporation or company, and to hold shares, stocks or bonds in any such company or corporation;
 - x. To accept payment for the business or undertaking of the Company or any part thereof, or for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by installments or otherwise, or in shares or bonds of any company or corporation, with or without deferred or preferred rights in respect of dividends or payment of capital or otherwise, or by means of a mortgage, or by debentures, debenture stock or mortgage debentures or bonds of any company or corporation and generally on such terms as the Company shall determine;

- y.* To promote, form, subsidize and establish any companies or corporations;
 - z.* To invest any moneys of the Company and to hold, sell or otherwise deal with such investments and to receive moneys for investment;
 - aa.* To borrow, raise or secure the payment of the money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, perpetual or otherwise, deeds of bond and security, bonds or mortgages charged upon all or any of the property of the Company (both present and future), including its uncalled capital for the time being;
 - bb.* To draw, make, accept, endorse, discount, execute and issue bills of exchange, promissory notes, debentures and other negotiable or transferable instruments;
 - cc.* To distribute any of the property of the Company amongst the Members in species or otherwise, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) or the time being required by law;
 - dd.* To do all or any of the above things in any part of the world, and either as principals, agents, contractors, trustees or otherwise, and either by or through trustees, agents or otherwise and either alone or in conjunction with others;
 - ee.* To do all such acts and things as are incidental or conducive to the attainment of the above objects. It is hereby declared that the word "company" except where used in reference to the Company shall be deemed to include any partnership, or other body of persons whether incorporated and whether not existing or hereinafter to be formed;
 - ff.* It is furthermore expressly declared that the intention is that the objects set forth in each of the foregoing paragraphs of this clause shall be construed in the most liberal way and shall in no way be limited or restricted by reference to any other paragraph or by any inference drawn from the terms of any other paragraph.
4. The liability of the members is limited.
5. The authorized share capital of the Company at the date of registration of this Memorandum of Association is **Tshs. 800,000,000.00 (Tanzania Shillings Eight Hundred Million) only divided into 40,000 (Forty Thousand) shares of Tshs. 20,000.00 (Tanzania Shillings Twenty Thousand) each.** The Company shall have the power to increase or decrease the capital or the shares. The Company may, from time to time,

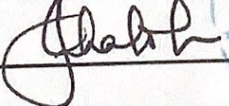
assign shares to several classes or alter or modify any preferential, qualified, special or deferred rights, privileges and conditions.

We, the several persons whose names, addresses and descriptions 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(s) of shares in the capital of the Company set opposite our respective names.

NAMES, ADDRESS AND DESCRIPTIONS OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE OF SUBSCRIBERS
Sharaff Qaed Sharaff, P. O. Box 22211, Dar es Salaam.	500	SIGNED
Rashida Abdulatif Muhsin, P. O. Box 22211, Dar es Salaam.	250	SIGNED
Qaed Sharaf Qaed P. O. Box 22211, Dar es Salaam.	250	SIGNED

Dated at Dar es Salaam this 28th day of FEB, 2022.

Witness to the above Signatures

NAME : JULIUS KISLOW BUNDAWA
ADDRESS : EDA 13060 D/SALAAM
SIGNATURE : 
DESIGNATION : **COMMISSIONER FOR OATHS**

