

THE COMPANIES ACT

(Act No. 12 of 2002)

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

METLA GENERAL SUPPLY COMPANY LIMITED

Drawn by:

Judith Nyaki,
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P.O. Box 883,
Mwanza-Tanzania.


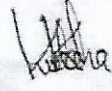
THE COMPANIES ACT NO. 12 OF 2002

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

METLA GENERAL SUPPLY COMPANY LIMITED

1. The name of the Company is "METLA GENERAL SUPPLY COMPANY LIMITED"
2. The registered office of the Company will be situated in Tanzania Mainland.
3. The objects for which the Company is established are :-
 - i. 1701 - Manufacture of pulp, paper and paperboard ,
 - ii. 1702 - Manufacture of corrugated paper and paperboard and of containers of paper and paperboard
 - iii. 1709 - Manufacture of other articles of paper and paperboard
 - iv. 2220 - Manufacture of plastics products
 - v. 6810 - Real estate activities with own or leased property
 - vi. 6820 - Real estate activities on a fee or contract basis
 - vii. 0163 - Post-harvest crop activities
4. The liability of the Members is limited.
5. The authorised share capital of the Company at the date of registration of this Memorandum of Association is Tanzania shillings 20,000,000/= (Tanzania Shillings Twenty Million) divided into 1000 Ordinary shares of value of Tanzania Shillings 20,000/= each, with power for the company from time to time to increase or reduce the said capital into several classes or otherwise and to attach thereto respectively preferential, qualified or special rights, privileges and conditions.

Names, addresses and description Of subscribers	No. of shares taken	Signatures
JULIUS CHACHA MARWA P.O. BOX 10495 MWANZA.	550	
KILENA KUDAHA LAIZER P.O. BOX 10495 MWANZA.	250	

Total Number of shares taken is 800

Dated this 15 day of 11, 2021

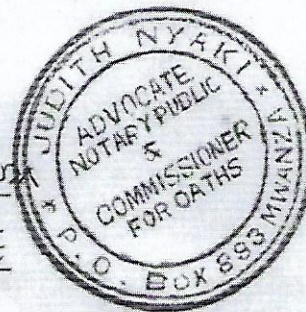
Witness to the above signatures:-

NAME: JUDITH NYAKI

SIGNATURE: 

POSTAL ADDRESS: 883 Mwanza

QUALIFICATION: ADVOCATE



MANAGEMENT

111. The majority share holder shall be the chief executive officer of the Company responsible for the running of day to day affairs of the Company.
112. That the majority share holder may appoint any other person to act or to be the Chief Executive Officer of the Company for the period and terms which shall be notified to the Board of Directors.

BORROWING POWERS

113. The Director may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the company or any third party.

SECRETARY

114. The Secretary shall be appointed by the Board of directors for such term, at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.
115. A provisions of the Act or these articles requiring or authorizing a thing to be done by or to a Director and the Secretary shall not be satisfied by its being done by or to the same person acting both as Director and as, or in place of, the Secretary.

WINDING UP



116. . With the sanction of a Special Resolution of the Shareholders, any part of the assets of the Company including any shares in other companies may be divided between the member of the Company or may be vested in Trustees for the benefit of such members and the liquidation of the Company may be closed and the Company dissolved but so that all member shall be compelled to accept any shares whereupon there is any liability.

INDEMNITY

117. Every Director, Managing Director ,Agent, Auditor, Secretary and other officer for the time being of the Company shall be indemnified out of the assets of the Company against any liability incurred by him to defending any proceedings, whether civil or criminal, in which judgments is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the Court ALTERATION OR ADDITIONS subject to the provision of the Act and to those contained in the Memorandum of Association of the Company may by special resolution make alteration or addition so made shall be as valid and effectual as if originally contained in those Articles and be subject in like manner to alteration by special resolution.

ARBITRATION

118. If and whenever any dispute or difference shall arise between the Company and any of the members or their respective representative touching upon the construction or meaning of any of the Articles herein contained or any act matter or thing made or done or omitted to be done or with regard to the rights or liabilities arising there under or arising out of the relation existing between the parties by reason of these Articles or the Act, such differences shall (unless a sole arbitrator be agreed upon) forthwith be referred to the arbitration of three (3) arbitrators, one to be appointed by each party and the third to be appointed by the first two or, in the event of failure to agree within thirty(30) days the procedure laid down in the Arbitration Act ,Cap.15 R.E 2002 or any by then existing statutory modifications or re-enactments thereof shall apply.


Names, addresses and description Of subscribers	No. of shares taken	Signatures
JULIUS CHACHA MARWA P.O. BOX 10495 MWANZA.	550	
KILENA KUDAHA LAIZER P.O. BOX 10495 MWANZA.	250	

Total Number of shares taken is 800

Dated this 21 day of 11, 2021

Witness to the above signatures:-

NAME: JUDITH NYAKI

SIGNATURE: 

POSTAL ADDRESS: 883 Mwanza

QUALIFICATION: ADVOCATE

