

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

KIKARE CONSOLIDATED LIMITED

Incorporated at thisday of..... 2022

DRAWN BY:

ARNOLD YUDIKA MOSHI

(SUBSCRIBER)

P.O.B OX 105204

DAR ES SALAAM

TANZANIA.

The companies Act, 2002

(Cap 212)

Company Limited by shares

Memorandum of Association

Of

KIKARE CONSOLIDATED LIMITED

1. The name of the company is **KIKARE CONSOLIDATED LIMITED**.
2. The registered office of the company is situated in the United Republic of Tanzania.
3. The objects for which the company is established are :
 - 3.1. To Carry on business of transportation of cargos , logistics, Commission agents, freighters, hauler, customs bonded warehouse and go down keepers, travel agents, cargo superintendents, packer, machinery haulage specialist, warehousemen , motor cars, minibus, lorries, oil tank and coach proprietors, and transporters by any other means of conveyance of people and good in Tanzania and neighboring countries and in such other place or place as may be required from time to time.
 - 3.2. To carry on business as agent in importing, exporting, buying, selling of all kind of minerals include consultancy services, and to deal with investment business in oil, gases and other product relate to it in the country and worldwide.
 - 3.3. To acquire and undertake the whole or any part of the business property and liabilities of any person, firm or company carrying on any business which the company is authorized to carry on or possess any of the property suitable for the purpose of this Company.
 - 3.4. To carry and promote and trade the farm business and agriculture inputs implements, tools packaging materials and deal in the livestock and or the veterinary health- care product to farmers and stockiest , to buy , sell, supply, distribute whether in retail or whole sale, fertilize, insecticides, fungicides, growth stimulants, agro seeds, farm implements and animal feed, veterinary drugs and related goods and import and export agriculture and food technology industries and equipment, manufacture and semi processed products in Tanzania and other parts of the world.

- 3.5. To carry on business as importers, exporters, buyers, lessors, and sellers of and dealers in all types of tools, facilities, electronic components and equipment necessary for attaining the above object .
- 3.6. Freight transport by road Main
- 3.7. Cargo handling Main
- 3.8. Real estate activities on a fee or contract basis
- 3.9. Other accommodation
- 3.10. Renting and leasing of motor vehicles
- 3.11. Renting and leasing of other machinery, equipment and tangible goods
- 3.12. Non-specialized wholesale trade
- 3.13. To carry on business related to civil engineering and consultancy business related to electrical engineering.
- 3.14. To provide awareness and implementation for making other company more secured by providing security and theft encounter through computer soft wares.
- 3.15. To purchase, take on lease or by any other means acquire any lands, shops, building, offices, foundries ,furnaces, factories, mill, works, wharves and any real or personal property or rights what over. To manufacture, fabrication, electronic equipment, put up and use telephones, telegraphs (wireless or other) photographs, dynamos, accumulators, lamps and all apparatus now known or that may thereafter be invented, connected with telecommunications, or any method of communication by sound or vision, including all cables, wires or appliances for connecting apparatus at a distance with other apparatus and including the formation of exchanges or centers.
- 3.16. Other transportation support activities Main
- 3.17. Other personal service activities n.e.c.
- 3.18. Sale of motor vehicles
- 3.19. Other retail sale in non-specialized stores
- 3.20. Other manufacturing n.e.c.
- 3.21. Service activities incidental to land transportation

- 3.22. Packaging activities
- 3.23. Real estate activities with own or leased property.
- 3.24. To carry on the business as communication engineers generally, electronics and software engineers and to act as consultants in communications engineering and electronics engineering in all fields including radio and television communications, telecommunications, electronic mechanical control of every description whether industrial or otherwise.
- 3.25. To enter into arrangement with any government Authorities (supreme, Municipal, Local or Otherwise) or any corporation , company or person having objects that may seem conducive to the company's objects and authority in respect of any contracts, decrees, rights privileges and commission which company may think desirable and to carry out, Exercise and comply with any such contracts, decrees, rights, privileges and concessions.
- 3.26. To enter into partnership or any arrangement for sharing profits, union of interests, corporation, joint ventures, reciprocities, concessions or otherwise with any persons, firm, corporation or company carrying on or engaged in or about to carry on any business or transaction capable or being conducted so as directly or indirectly to benefit the company, and to lend money to guarantee the contract of, or otherwise assists any such person, firm or company, and securities of any such company and to sell , hold, reissue with or without guarantee, or otherwise deal with the same.
- 3.27. To purchase take on lease, or in exchange or otherwise acquire for buildings and to develop and turn to account the same in the manner and to advance money to or enter into contract and arrangements of all kinds with the builders tenants and others.
- 3.28. To purchase or otherwise acquire for investment or resale, leasehold or other landed property generally and also right, privileges and easements over or in respect of any property moveable or immovable and to pay for the same in cash or in any other manner agreed up, and to take over and assume liabilities for the payment of all monies owing what over under by virtue of any mortgages, charges, or other existing and charged upon, any and all such property as may be purchased

at any time by the company from the government, person, firm or company and to do all things and execute all such documents and deeds as may be necessary to that end.

- 3.29. To establish subsidiaries, amalgamate or unite or absorb into the company any other company or association of business, or members of any other company or association whenever formed for objects similar, analogous, or subsidiary to any of the company, or carrying, and to form establish and bring out and assist in the formation or establishment of any such company or association, and to acquire, hold and seal in shares or interests therein.
- 3.30. To sell, lease surrender, let on hire, reclaim, improve, work, manage, develop, mortgage, pledge, exchange, dispose of, turn to account, or otherwise deal with all or any of the property and rights of the company.
- 3.31. To sell or dispose of the whole undertaking of the company or any part thereof or such consideration as the company may think fit, and in particular, for shares, debentures or securities of any other company having objects altogether or in part in similar to those of this company.
- 3.32. To make, draw, accept, endorse, execute, and issue promissory notes, bill of exchange, bonds, debentures and other instruments.
- 3.33. To enter into arrangements with any government or authorities, supreme, municipal, local or otherwise, or any company or person, and to obtain from any such government or authority all rights, concessions, and privileges that may be seem conducive to any of the company`s objects or to any person, persons or company in whose interests the company has authority to act.
- 3.34. To borrow or raise money in such manner as the company shall think fit for the company`s business and thereby draw, make, accept, endorse, execute and issue promissory notes, bills of exchange bonds, debentures, and other instruments and evidence of indebtedness either secured by mortgage, pledge, deed of trust, or otherwise unsecured.

- 3.35. To pay for all or any expenses incurred in connection with the formation, promotion and incorporation of the company or to contract with any person, firm or company to pay commission to brokers and others for underwriting, placing, selling or guaranteeing the subscription of any shares, debentures, stock or securities of the company.
- 3.36. To carry on the business of establishing and running supermarkets, departments stores, shopping malls, provision stores, groceries, and shop of all kinds and article of all description.
- 3.37. To invest and deal with money of the company not immediately, required upon each security and in such manner as May from time to time be determined.
- 3.38. To draw, accept, make, endorse, discount, execute, and issue promissory notes, bills of exchange, bill of landing, warrants, debentures and other negotiable or transferable instruments.
- 3.39. To raise in borrow money to secure the payment of money and of any interest there in such a manner and on such terms as maybe deemed expedient, and in particular by the issue at purity premium in discount of debenture stock either perpetual or terminable or by bonds, mortgages or any of the undertaking, property of right of the company both present and future including its uncalled capital, or without such security.
- 3.40. To carry on business and to act as general merchants traders commission agent or in any other capacity and to import export by sell barter exchange manufacture make advances upon or otherwise deal in deal in goods produce articles stores and merchandise of all kinds both wholesale and retail and to transact every kind of agency business.
- 3.41. To act as agents or brokers and as trustees for any person firm or company and undertake and perfume sub – contracts and also to act in any time of the business of the company through or by means of agents brokers sub – contractors or otherwise.

- 3.42. To carry any other things in whatever which can in opinion of the board of directors be advantageously carried on by the company in connection with the above business or the general business of the company.
- 3.43. To carry on accept for safe custody and keep for customers of the company all kinds of securities valuables and things.
- 3.44. To invest and deal with the moneys of the company not immediately required, upon such securities and such manner as may from time to time be determined.
- 3.45. To engage in the business of tree breeding, growers and log fellers saw millers and manufacturers of furniture of and types and deal in sales and distribution of logs, timbers and furniture both locally and outside the country.
- 3.46. To carry on the trade and business of warehousing, removers, clearing and forwarding, stores and packers of goods of every kind and description and to arrange for transportation, insurance and haulage of all types of goods from one destination to another.
- 3.47. To carry on the business of importers of chemical substances used for agriculture Horticultural, veterinary, poultry, sanitary machinery, marine, implements and spares, tractors, lorries tires, tubes, batteries, solution and all other spares, accessories, bearings, and goods as may be conveniently sold therewith and things necessary or convenient for carrying on any of the business specified herein on proceeding or usually dealt in by persons engaged in the like.
- 3.48. To transact any and every description of agency, commission, commercial , industrial, manufacturing mercantile and financial business, and to carry on business of clearing and forwarding agents, shipping agents, commission agents, customs agents, provisional merchants, stockiest, importers, exporters, retailers and wholesalers.
- 3.49. To carry on the business as transporters of passengers and goods, motorcar, omnibuses and coach proprietors and carriers, boat owners, ship owners, amusement carriers and job masters.





- 3.50. To enter into arrangements for profit – sharing with any of the Directors.
- 3.51. To do all or any of the above things either alone or as a member of a partnership, trading group or consortium, and in any part of the world.
- 3.52. To cultivate, grow, buy, prepare any kind of fruit such pineapple, orange, lime lemon, grapefruit, passion fruit, guava and all type of fruits and vegetables and to dispose of, sell and deal in any such products either in its raw form or its processed form.
- 3.53. To do all such other things as are incidental or the company may think conducive or incidental to the attainment of the above objects and to obtain all powers and authorities necessary to carry out or extend the above objects.

AND it is hereby declare that:

- i.** The object set forth in this clause shall not, except when the context expressly so required, be in any way limited or restricted by reference to or inference from the terms of any sub -clause or any name of the Company. None of such Sub – clause or the objects therein specific or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the object mentioned in the first sub – clause of this clause and the company shall have full power to exercise all or any of the powers conferred by any part of this clause in any part of the world and notwithstanding that the business undertaking, property or acts proposed to be transacted, acquired, dealt with or performed do not fall within the objects of the first sub – clause of this clause.
- ii.** The word “Company” in this clause, shall be deemed to include any partnership or other body or persons, whether incorporated, and whether domiciled in the United Republic of Tanzania or elsewhere and intention is that the objects and be in no way limited or restricted by the reference to or inference from the terms of any other paragraph or the name of the company and may be carried out in as wide a sense as if each of the said paragraphs defined the object of a separate and distinct Company.

- 4 The liability of the members is limited.
- 5 THE CAPITAL OF THE Company is Shillings 5,000,000/= divides into 5000 Ordinary Shares of Shillings 1,000/=each. The Company shall have powers to increase its capital and to Divide the shares in its capital for time being into several classes of stock or shares and to attach thereto respectively such preferential, deferred or special right, privileges, or conditions as may be determined by or in accordance with the Articles of Association of the Company.

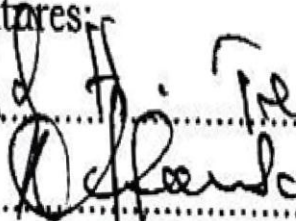
We, the several persons whose means and addresses are subscribed are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the company set opposite our respective names.

Names and postal addresses & occupations of subscribers	Number of shares taken by each subscriber	Signature of subscribers
ARNOLD YUDIKA MOSHI P.O.BOX 105204 Dar es Salaam- Tanzania	750	
NEEMA ARNOLD MOSHI P.O.BOX 105204 Dar es Salaam Tanzania	250	
BENNY ARNOLD MOSHI P.O.BOX 105204 Dar es Salaam-Tanzania	250	
KENNEDY ARNOLD MOSHI P.O.BOX 105204 Dar es Salaam-Tanzania	250	

Dated at **Dar es Salaam** this20..... day of.....OCTOBER..... 2022.

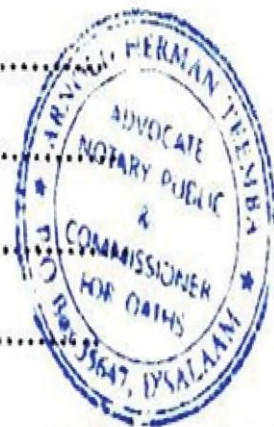
WITNESS to the above signatures:

NAME: Arnold H. Tembo

SIGNATURE: 

ADDRESS: Box 35647 DDM

QUALIFICATION: Advocate



The companies Act, 2002
(Cap 212)
Company Limited by shares
Articles of Association
Of
KIKARE CONSOLIDATED LIMITED
Preliminary

1. Table A

The regulations contained in Table A shall, except where they are modified or excluded by these article or are inconsistent, herewith, apply to the Company and subject to any such modification, exclusions inconsistencies , shall together with these Article constitute the Article of Association of the company to the exclusion of any other regulations or Articles of association.

2. Interpretation.

In these Articles, the following words have the following meaning:

“Act” the companies Act 2002 as amended from time to time

“Articles” these Articles of Association as mended from time to time.

“Table” Table A in the schedule to the companies Act 2002. Save as

Otherwise specifically provided in these Articles, words and Expressions which have particular meanings in Table a shall

Shall have the same meaning in these Articles; and

“Regulations” means Regulations contained in Table A to the Act.

“Tsh” Tanzania Shillings.

References in these Article and in Table A to writing shall be constructed as including references to any method of representing or reproducing words in a legible and non – transitory form.

Words denoting the singular shall include the plural and vice versa. words denoting the masculine shall include the feminine. Words denoting persons shall include body corporate and unincorporated associations.

Heading in these Article are for convenience only shall not affect the interpretation thereof.

Share Capital

3. Amount of shares capital

The authorized share capital of the company is Tanzania shillings Five million (Tsh 5,000,000) divided into Five Thousands (5000) Ordinary shares of Tanzania shilling One Thousands (Tsh 1,000) each.

4. Issue of shares and form of share certificate

4.1 No shares in the company or any right to subscribe for or convert any security into shares in the company shall at any time be allotted unless within one month notice before that allotment to every share holder for identity of the proposed allottee.

4.2 Every share certificate shall be executed by the company in such manner as the directors may be (which may include use of the seal and or manual for facsimile signatures by one or more directors) and shall specify the number of shares to which it relates and the amount paid up on those shares.

5. Directors Authority

The directors are authorized to exercise all powers of the company to allot relevant securities, But only if the allotment otherwise conforms to the requirements of these Articles. The maximum nominal amount of relevant securities which may be allotted under this authority shall be the nominal amount of the unissued share capital at the date of adoption of this Article or such other amount as may from time to time be authorized by the company in general meeting.

Transfer of shares

6. Directors Right to Refuse registration

The directors may in their absolute discretion and without assigning any reason therefore refuse to register any transfer of shares (not being full-Paid shares) to a person of whom they do not approve or of a share on which the company has a lien.

General Meetings

7. Adjourned General Meeting.

If a Quorum is not present within half an hour of the time appointed for a general meeting , the meeting shall be adjourned to such day and at such time and place as

the directors may determine and if a quorum is not present within half an hour from the time appointed for the adjourned meeting the meeting shall be dissolved.

8. Votes

Subject to any rights or restrictions attached to any shares and to other provisions of These Article, at a general meeting, on a show of hands, every member present in person shall have one vote for each share of which he is the holder.

The chairman shall have a second or casting vote. Regulation 53 shall apply according.

Proxies

9. Deposit and form of proxy

9.1 An instrument appointing a proxy shall be in writing, executed by on behalf of the appointer and in any common form as the directors may approve, and the directors may at their discretion treat a faxed or other machine- made copy of an instrument in any such form as on original copy of the instrument.

9.2 The instrument of proxy shall, unless the contrary is stated in it, be valid for any adjournment of the meeting as well as for the meeting to which it relates, and shall be deemed to include authority to vote as the proxy fit on any amendment of a resolution put to the meeting for which it is given.

9.3 In this Article and for the purposes of Regulation 63”, address” in relation to electronic communications includes any number or address used for the purpose of such communication.

9.4 The instrument appointing a proxy and (if required by the directors) any authority under which it is executed or a copy of the authority (certified notarial) or In any other manner approved by the directors) may be delivered to the registered office, or to some other place or to some person specified or agreed by the directors, before the time for holding the meeting or adjourned meeting at which person named in the instrument proposes to act or, in case of a poll taken after the date of the meeting or adjourned meeting, before the time appointed for the taking of the poll, and an instrument of proxy which is not so delivered shall be invalid.

Directors

10. Number of Directors.

The Number of directors shall not be less than two shall not be subject to any maximum number. The first Directors of the Company shall be:

1. ARNOLD YUDIKA MOSHI
2. NEEMA ARNOLD MOSHI

11. Borrowing powers

Directors may exercise all or any of the company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof and to mortgage whether outright or as security for any debit, liability or obligation of the obligation of the Company or any third party.

The directors shall cause a proper register of charge to be kept in accordance with section 96 and 97 of the Act in regard to the registration of charges therein specified and otherwise.

12. Share Qualification

No shareholding qualification for directors shall be required.

13. Director's remuneration.

Any directors who serves on any committee, or who otherwise performs services which in the opinion of the directors are outside the scope of the ordinary duties of a director, may be paid such extra remuneration by way of salary, commission or otherwise or may receive such other benefits as the directors may be determine. Regulation 81 shall be extended accordingly.

Appointment and Removal OF Directors

14. Appointment and Retirement of Directors

The Company may by ordinary resolution appoint a person who is willing to act to be a director either to fill vacancy or to be an additional director. Regulation 84 and 85 of Table A shall apply to this Article Accordingly.

15. Vacation of office

The Company may by Ordinary resolution, remove any director from office. Any Director who has Employee of the Company and who ceases to be an employee shall be removed from office from the date his employment ceases. Regulation 86 shall apply accordingly.

Appointment and Removal Of alternate Directors

16. Appointment of Alternate Directors

16.1 Any director (other than an alternate director) may appoint any person (whether or not a director) to be an alternate director and may remove from office an alternate director appointed by him.

16.2 In these Article, where the context so permits, the term “director” shall include an alternative director appointed by a director. A person may be appointed an alternate director by more than one director.

16.3 The appointment of an alternate director shall determine on the happening of any event which if he were director would cause him to vacate such office or if the director of whom he is the alternate ceases to be a director.

17. Attendance and notice of meetings.

17.1 An alternate director shall be entitled to receive notice of all meetings of the directors and of all meetings of committees of directors of which his appointer is a member, to attend and vote at such meetings at which the director appointing him not personally present, and generally to perform all the functions of his appointer as a directors in his absence. An alternate director who is already a director of the company in his own right, will also be a director in that capacity (and may vote) in his own right.

17.2 A person signed by an alternate director need not also be signed by his appointer and, if it is signed by his appointer, it need not be signed by the alternate director in that capacity.

17. Alternate Directors Remuneration

An alternate director may be paid expenses and shall be entitled to be indemnified by the company to the same extent as if he were a director but shall not be entitled to receive from the company any fee in his capacity as an alternate director except such part (if any) of the remuneration otherwise payable to the director appointing him as an alternate director may by notice in writing to the company from time to time direct.

Meetings and proceedings of Directors

18. Proceedings of Directors.

Subject as provided in these Articles, the directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit.

19. Notice board meetings

19.1 A director may, and the secretary at the request of a director shall, call a meeting of directors.

19.2 A director whose registered office is not within Tanzania shall be entitled to have notices sent to him as if he were a director with a registered address within Tanzania.

19.3 Notice of a meeting of the directors shall be deemed to be properly given to a director if it is given to him personally or by word of mouth or sent in writing (including by e-mail) his last known address or any other address given by him to the company for his purpose, or by any other means authorized in writing by the director concerned.

19.4 A director may waive notice of any meeting either prospectively or retrospectively.

19.5 The parties will ensure that at least twenty-one days' notice of a meeting of directors is given to all directors entitled to receive notice accompanied by:

19.5.1 An agenda specify is reasonable detail the matters to be raised at the meeting; and

19.5.2 Copies of any papers to be discussed at the meeting.

19.6 A shorter period of notice of a meeting of directors may be given if a majority of directors agree in writing.

19.7 Matters not on the agenda may not be raised at a meeting of directors, or business conducted in relation to those matters, unless all the directors agree in writing

20. Telephone Board Meetings

The directors, any committee of the directors, shall be deemed to meet together if being in separate locations, they are linked by conference telephone or other communication equipment which allows those participating to hear and speak to each other. Such a meeting shall be deemed to take place the largest group of those participating is assembled or, if there is no such group, where the chairman of the meeting is.

Directors Interest and Disclosure of Information

21. Directors Interests

A director who to his knowledge is any way, whether directly or indirectly interested in a contract or proposed contract with the Company shall declare the nature of his interest at a meeting of the directors in accordance with the Act. Subject, where applicable, to such disclosure, a director shall be entitled to vote in respect of any contract or proposed contract In which he is interested and if he shall do so his vote shall be counted and he shall be taken into account in ascertaining whether a quorum is present.

Notices and time of service

22. Notice.

22.1 A member whose registered address is not within Tanzania shall be entitled to have notices sent to him as if he were a member with a registered address

within Tanzania. The last sentence of Regulations 59 shall not apply accordingly.

22.2 Any notice or other document may be served on or delivered to any member by the company either personally, or by sending it by courier addressed to the member at his purpose, or by leaving it at his registered address addressed to the member , or by other means authorized in writing by the member concerned.

23. Time of service

23.1 Any notice or other document if given personally or sent by courier, shall be deemed served when delivered; and if sent by fax, shall be deemed served dispatched. In providing such service or delivery, it shall be sufficient to prove that the notice document was delivered to the address given notice or in the case of a fax, that such fax was duly dispatched to a current fax number of the addressee.

23.2 Any requirement in these Article or in Table A for any notice, resolution or other document to be signed by or on behalf of any person shall be deemed satisfied where notice resolution or other document is received with the signature of the relevant person reproduced thereon by means of facsimile copy if such signature is confirmed by receipt of the notice, resolution or document bearing the original signature in manuscript within 14 days of receipt of the reproduction.

Capitalization of Profit

24. The directors may, with the authority of an ordinary resolution of the company.

a) Resolve to capitalized any part of the amount for the time being standing to the credit of any of the company reserve accounts or to the credit of the profit and loss account or otherwise available for distribution, and that such sum be capitalized to the members who would be been entitled to it were distributed by way of dividend and I the same proportions and apply such sum either in or towards paying up any

amounts for the time being unpaid on any shares or debentures of the company to be allotted and distributed.

- b) Makes such provision of fractional certificates or by payment in cash or otherwise as they think fit for the case of shares or debentures becoming distributable in fractions, and authorize any person to enter on behalf of all the members entitled there to into an agreement with the company providing for the allotment to them respectively, credited as a full paid up, of any shares or debentures to which they are entitled upon such capitalization, and any agreement made under such authority shall be effective and binding on all such members.

Audit

25. Auditors shall be appointed and their duties regulated in accordance with sections 170 of the Act.

Notice

26. By notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of directors need not be in writing. The company may give any notice to a member wither personally or by sending it by post in a prepaid envelope addressed to the member at his registered address, or by leaving it at that address. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, preparing, and posting a letter containing the notice and to have been effected at the expiration of (seventy – two) hours after the letter containing the same was posted. A member whose registered address is not within the Tanzania and who gives to the company an address within the Tanzania at which notices may be given him shall be entitled to receive any a notice from the company.
27. A notice may be given by company to the joint holders of a share by giving the notice to the joint holder first name in the register of members in respect of the share.
28. A notice may be given by the company to the persons entitled to a share in consequence of the death or bankrupt of a member by sending or delivering it, in any manner authorized by the article, addressed to them by name, or by the sending or by the title or representatives of the deceased, or trustee of the bankrupt, or by




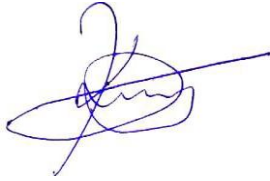
any like description, at the address, if any, within the Tanzania supplied for the purpose by the persons claiming to be so entitled. Until such an address has been supplied, a notice may be given in any manner in which it might have been supplied, a notice may be given in any manner in which it might have been given if the death or bankruptcy had not occurred.

29. A member present, either in person or by proxy, at any meeting of the company or of the holders of any class of shares in the company shall be deemed to have received purpose for which it was called.

Winding Up

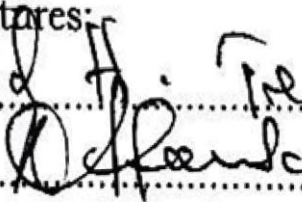
30. If the company is wound up the liquidator may, with sanction of a special resolution of the company and may other sanction required by the Act divide amongst the members in specie the whole or any part of the assets of the company and may, for that purpose, set much value as he deems fair upon any property to be divided any determine how much division shall be carried out as between the members or different classes of members. The liquidator may, with the like sanction, vest the whole or any part of the assets in trustees upon such trusts for the benefits of the members as the liquidator, with the like sanction shall determine, but no member shall be compelled to accept any shares or other securities upon which there is a liability.
31. Subject to the provisions of the Act, but without prejudice to any indemnity to which a director may otherwise be entitled, every director or other officer or auditor of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil criminal, in which judgment is given in his favor or in which he is acquitted or in connection with any application under section 481 of the Act in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the company.

We, the several persons whose names and address are subscribed are desirous of being formed into a company in pursuance of this Articles of Associations and we agree to take the number of shares in the capital of the company set opposite our respective names.

Names and postal addresses & occupations of subscribers	Number of shares taken by each subscriber	Signature of subscribers
ARNOLD YUDIKA MOSHI P.O.BOX 105204 Dar es Salaam- Tanzania	750	
NEEMA ARNOLD MOSHI P.O.BOX 105204 Dar es Salaam Tanzania	250	
BENNY ARNOLD MOSHI P.O.BOX 105204 Dar es Salaam-Tanzania	250	
KENNEDY ARNOLD MOSHI P.O.BOX 105204 Dar es Salaam-Tanzania	250	

Dated at Dar es Salaam this 20..... day of..... OCTOBER 2022.

WITNESS to the above signatures:

NAME: Arnold H. Treumb
SIGNATURE: 
ADDRESS: Box 35647 DDM
QUALIFICATION: Advocate

