

THE COMPANIES ACT, 2003

COMPANY LIMITED BY SHARE

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

TARMALS AGRO LIMITED

INCORPORATED THISDAY OF 2025

DRAWN BY:
DANIEL MWAKIMI (ADVOCATE)
P.O. BOX 105069
DAR ES SALAAM
TANZANIA

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

1. The name of the company is “**TARMALS AGRO 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 business of Removes trash like husks, dust, broken, sticks, stones and chaff.
 - (b) To carry on business of sorts the seeds by size and weight so that only well-developed, viable seeds are selected.
 - (c) To carry on business of applies chemicals to the seed surface: Fungicides to protect against seed-borne diseases, Insecticides to guard against storage pests, color coating for branding or quality assurance.
 - (d) To carry on business of reduce moisture content of seeds to safe storage levels (usually 12% moisture).
 - (e) To carry on business of improves appearance by removing the seed tip or fine skin.
 - (f) To carry on business of weighs and packs seeds in to bags.
 - (g) To carry on business of labelling.
 - (h) To carry on business of general activities.
 - (i) To carry on business of stores finished seed in controlled environments to maintain germination potential.
 - (j) To engage in vegetables seeds production and marketing of horticultural products, to carry on the business of farming, cultivating, planting growing tomato, onion tea, cash and food crops, producing seed oil, inter alia, sugar cane, coffee, cocoa, coconut, papaya and pyrethrum or any other crops. To provide agricultural consultations, training, research and advisory services to farmers and livestock keepers through seminars, workshops field visits and farm demonstrations.

- (k) To carry on the business as general buyers, exporters and dealers of livestock like, goats and cows, agricultural crops, aquaculture and products, such as coffee, tea, sisal, cotton, beans, cashew nuts, cereals, peanuts, cowpeas, yellow Gram green monks and to be general suppliers in local and export markets, to be general bakers and confectioners and generally to be traders and manufacturers of the above.
- (l) To carry on the business as general food processors, packers, to be general suppliers of foods stuffs and agricultural crops, grain millers, food mixers, general exporters of fresh fruits, vegetables and flowers, to act as agents of buying and selling all kinds of food stuffs, agricultural equipments of every description, and generally to deal in any other business connected therewith.
- (m) To establish and own an industry for the production and packaging of maize meal and carry out the distribution and sell of the same to different parts of the country and outside the country.
- (n) To carry on the business of farming tea, harvesting and processing, parked, selling, and export and import.
- (o) To carry out the business of milling, selling, buying, distributing, exporting, importing, extracting and/or processing maize, rice, wheat, gram, cassava, millet, sorghum, groundnuts, beans, oil-seeds or other cereal or seeds or roots to get flour, cooking-oil, animal feeds and/or other consumable products therefrom.
- (p) To carry on the industry and business of salt, milling maize, rice, producing, packing, repackaging, importing, exporting, and marketing of all kinds of, edible oils, cooking fats margarine and bye-products thereof.
- (q) To carry on the business of packing of all kinds of species, salt chemicals including industrial chemicals and all products. To extract , process, refine, distil, conserve, manufacture and general deal in, and all kinds of soaps, detergents, soap chips, all kinds of oil, fats, fatty acids, oleaginous and fatty substance, all kinds of unguents and ingredients and all products of the same.
- (r) To engage in and carry on business of buying, selling, processing cashew nuts, cultivate , grow, prepare for market sunflower, cashew nuts, coffee and food crops of all kinds as well as vegetables, dairy or mineral products and to dispose of, sell or deal in any such produce either in its raw or in its manufactured or processed state.

- (s) To acquire, take over, promote, establish, engage in and carry on the business of professional seed growers, farmers of tea, trees, sunflower, planters, harvesters, sprayers, seed growers, glaziers, breeders of and dealers in livestock, market gardeners, arboriculturists, agriculturists, horticulturists and dairymen, seed oils extracts, vegetable oils extracts, poultry and beekeepers, and any other trade or businesses in connection with floriculture, arboriculture, agriculture or horticulture.
- (t) ranchers, breeder of animals of all kinds as dairy, poultry and ostrich, farmers and as ranchers, breeder of animals of all kinds, as dairy, poultry farmers and as millers, grazers, gardeners seed growers and fruit preservers.
- (u) To purchase and sell livestock, poultry and agricultural and animal produce of all kinds, both wholesale and retail.
- (v) To acquire land by purchasing, lease or otherwise for livestock and agricultural use and other investments purposes, and develop the land into livestock keeping chicken, broiler, farming or animal fattening farms, paddy rice farms, wheat farms, cotton farm, sesame seed farms, aloe Vera plantations, oil palm plantations, coconut plantations, cashew nuts plantations, and into any other crop farms and plantations and engage in livestock processing to produce export quality meat and other various livestock products, and engage in agro-processing to produce export quality rice, cotton lint, edible oils, all kinds of flours, cashew nuts, beekeeping, bio-fuels, and any other product from the farms, the plantations and from any other crop.
- (w) To establish and carry on the business of ranching and keeping cattle, sheep, pigs, goats, poultry, bee products game, fish, prawns and other livestock of every description, and to sell, breed, export, import, improve, prepare, deal and trade in stock of every description whether live or dead and generally to carry on the business as fisherman, cow-keepers, farmers, millers and market gardeners, and as manufacturers of all kinds. To carry on business as professional hunters, safari contractors, organizers and operators and to equip, organize and arrange hunting, finishing, game and other safaris and expeditions of all kinds and description whatsoever.
- (x) To establish and own manufacturing industries for the production of animal feeds of all kind and description and carry out any business connected thereon.
- (y) To engage in farming, ranching, crocodile farming, cattle rearing, animal husbandry, agriculture and veterinary activities, to deal in all activities involving farming, ranching and rearing of livestock, poultry and/or animal husbandry and any business associated with farming horticulture, dairy-products manufacture and the like.

- (z) To operate shops and to acquire, sell and distribute all, poultry veterinary medicines, varieties agricultural equipment and implements including high technology equipment, computer hardware and software.
- (aa) To carry on the business as exporters, traders, suppliers, general merchants, stockiest, wholesalers, retailers and dealers in business of agricultural machinery, implements, equipment and all kinds of industrial projects machinery.
- (bb) To operate the business of selling farm implements, spare parts for tractors and industrial spare parts in Tanzania and in the East African region. Be an agent of spares, hardware, electrical materials and deal in import and export of cereals timber and all types of farm products in Tanzania and in the East African Region. To enter into contracts with foreign firms and companies within the East African region in all issues connected to the business of farming and agricultural spare parts. Farm implements, computers hardware spare, animal food stock, and drugs for animals.
- (cc) To carry on the business as general merchants, traders, consumers, suppliers, importers, exporters, stockiest, wholesalers, retailers and dealers in all types of agricultural implements, all kinds of industrial projects machinery and equipment, electrical goods, hardware, building materials, sanitary - ware, wall papers, roofing tiles, flooring tiles, spare parts and maintenance, tires, tubes, tools and accessories, timber, decorators, steel fabrication, machine hop, nickel plating, electric plating, making steel windows, doors, frames, and roof tresses, fishing gears, groceries, computers, office equipments, cooking oils, salts, foodstuffs, cosmetics, oils, paints, spirits sheets, hinges, screws, iron monger, textiles piece goods, all types of leather goods, shoes, bags and other similar goods.
- (dd) To carry on business of processing of trees and its allied products including timber-cutting production, forestry and cultivation of man-made forest and to process forest products including the process of cutting, lumbering and all other forest products.
- (ee) To establish and carry on the business information technology products, distributors, exporters and generally to be agent suppliers of mobile phones, computers, Internet facilities and radio communications.
- (ff) To carry on business of Telecommunications, Information Technology solutions, maintenance, repair, retailing, Consultancy, sell, purchase and satellite disc remover, LMB low noise, free horn and all kinds of electronic products.
- (gg) To transact, conduct and do telecommunication business with the use of multimediatechnologies including cellular phones, computer telecommunication networks, accessories and construct, erect and repair of telecommunication networks, import and sell communication

apparatus, phones, radio calls and provide training, consultancy and advisory services in all matters related to audio and non audio telecommunications.

- (hh) To carry on the business of providing Internet Network Services, consultancy, and selling of all types of information technologies, computer systems, conference systems, marketing, services, telecommunication systems, security systems, fire alarms systems door access Control, Electrical fence, Car track systems, public address systems, data communication and to train, research, install and after sale services of electronic systems, voice and data networks and any other systems or components which the company may think fit, necessary or incidental to this business.
- (ii) To carry on the business of builders and civil contractors, engineers, founders, construct, maintain, repairs, pull down and restore either alone or jointly and establish jointly ventures with other companies, persons works or all descriptions including ginneries oil mills, textiles, factories, engines, roads, bridges, machineries and houses, offices, workshops, buildings and premises and any fixed or movable machineries, tools, plant, implements, patterns, stock-in-trade, patents and patent rights, technical know-how, goodwill liabilities and engagements of or connected with workshops.
- (jj) To engage in and or otherwise carry on the business of environmental protection and management, financial management, sanitary services, super cleaners, removal treatment contractors, rural, urban and community centers cleaners, landscapers to be professional sanitary services contractors, promoters of health services in governmental departments, offices, companies, public or private institutions, individual and any other organization all over the world.
- (kk) 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.
- (ll) To carry on the business of importers, exports, general merchants, general store-keepers, universal providers, wholesale and/or retail traders, dealers of weighing scales, inkjet technology, moisture analysis, lab equipment, solar technology, hardware, piece wood, paints, glassware, crockery, cutlery, ironmongery, turners and other household fittings and requirements, other articles and commodities of personal, household use and consumption provisions, textiles, groceries, medicines, drugs, wines spirits, liquors, chemical, surgical, option, photographic and other instruments, apparatus and materials, motor vehicles, automobiles and

generally in all manufactured goods of all types and merchandise of all kinds.

- (mm) To carry on business of consultants, professional and technical advisers to individuals, firms, companies, corporations, cooperative societies, government authorities and other like organizations and in particular but without prejudice to the generality of the foregoing to provide consultancy services in matters of, and to advise upon, direct, manage or supervise business methods and systems, efficiency, policy, finance, investments, organization, reconstruction, development expansion, administration, management, insurance, budgetary and other controls, personnel, purchasing, stores, operations, production, engineering, maintenance, documentation and marketing.
- (nn) To carry on the business of miners and mining in all their branches and for the said purpose to peg, purchase, take on lease, or exchange or otherwise acquire concessions, grants, easements, options, claims, properties, cassettes- and effects supposed to contain minerals, diamonds, or other precious stones, and any interest therein, and to explore, mine, work, excise develop and turn to account mines and mining rights and any undertaking connected therewith.
- (oo) To carry on healthy of mining operation, agricultural and forestry activities, building and construction operations, computerized office work, electrical safety, fire safety and to conduct risk assessment in various human activities for Insurance purposes.
- (pp) To carry on the business as jewelers, gold and silver smiths, dealers in curiosities, articles of virtue, coins, medals, bullion and stones and as manufacturers of and dealers in gold and silver plate, plated articles, watches, clocks chronometers, and optical and scientific instruments of any description.
- (qq) To carry on the business of establishing and running supermarkets, department stores, shopping malls, provision stores, groceries and shops of all kinds and description and generally to deal with such activities.
- (rr) To carry on the business of dealing in importing, exporting, marketing, manufacturing stocking, buying, selling whether by wholesale or retail of various categories of goods and merchandise, and to act as insurance agents, commission agents, brokers and manufacturers, representatives in all fields. To be agent of foreign company and to establish business enterprises whether small scale, industries and generally deal in all kinds of general merchants and to import, export and all either by merchandise and articles of all description.
- (ss) To carry on the business of importers, exporters, manufacturers, wholesalers, retailers, general traders, suppliers, merchants, stockists and dealers in all types of shoes, belt, handbags, bags, wrap imitation, clothes, leather products, suit cases, textile materials, tie and dye,

boutique, flowers, selling second hand clothing, dresses of types and description whatsoever.

- (tt) To manufacture, sell, buy, import, export and process all kinds of textile and garments and apparels including shirts, trousers, dresses, hosiery, underwears, outwears, head gears and all other textiles piece goods of any other description.
- (uu) To carry on the business as general distributors of all sorts and types of products and services to individuals, offices, industries, shops, schools, factories, hospitals, army, military, ministries and all other government offices, universities and all other places where the services of a supplier are needed.
- (vv) To carry on the business as manufacturers, principals or agents representatives of importing, exporting, buying, selling, distributing of new and used motor vehicles, bikes, cars, trucks, lorries or other vehicles, motor vehicles spares and parts of all descriptions, railway, fuel and other oils, petroleum of all kinds, tyres and tubes, batteries, battery solution and other spares, accessories, motor cycles, bicycles, tractors, mining equipments, fishing gears, agricultural and industrial machinery and equipments, new and second hand spare parts and accessories and generally to deal in all types of motor spare parts and industrial and agricultural machinery and parts, electronic goods and accessories thereof.
- (ww) To establish and carry on the business or businesses of manufacturers of, dealers in either wholesale or retail and importers and exporters, and repairers of general merchandise all kinds of leather products, leather, imitation leather, rubber or any other material or substance whatever, all parts thereof and accessories thereto, leather and leather goods, leather, whether real or imitation, rubber or other like material or substance, and to manufacture, prepare for market, buy, sell, or otherwise deal in or with leather, leather goods, imitation leather, rubber, rubber goods, skins, hides and the like for any purpose whether in connection with footwear or not, for which the same now are or may hereafter be adapted, used or applied.
- (xx) To carry on the business of general traders, merchants, manufacturers representatives and to buy, sell, hire, manufacture, barter, trade and deal in property, mechanical machine shop, spare parts and machinery of every description, goods and articles and merchandise of all kinds and to transact any and every description of agency, insurance agents, commission, distribution, marketing, commercial, industrial, manufacturing, merchantile, insurance and financial business.
- (yy) securities, bonds, shares and any property act as a holding company with subsidiaries and invest in any projects as the company may think fit.

- (zz) To carry on the business of agents, consultants or representatives of foreign or local manufacturers, industries or other like organizations in any type of goods, products, commodities and services.
- (aaa) To carry on the business of marketing, services, consultancy and selling of all types of information technologies, computer systems, conference systems, telecommunication systems, security systems, public address systems, data communication and to train, research, install and after sale services of electronic systems, voice and data networks and any other systems or components which the company may think fit, necessary or incidental to this business.
- (bbb) To purchase or acquire freehold, leasehold or other immovable property and movable property generally and also rights, privileges and easements over or in respect of any property movable or immovable, and to pay for the same in cash or in any other manner agreed upon, and to take over and assume liabilities for payments of all moneys owing whatsoever under and 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 any Government, person, firm or company and to do all things and execute such documents and deeds as may be necessary to that end.
- (ccc) To advance money to any person or persons or corporations, either with or without interest upon the security of freehold or leasehold property by way of mortgage, or upon marketable security and in particular to advance money to shareholders in the company, and others, upon the security of or for the purpose of enabling the person borrowing the same to effect or purchase, or enlarge or repair any house of building or to purchase the free simple or any term or terms of years of any property in Tanzania, or elsewhere upon such terms, and conditions as the Company may think fit.
- (ddd) To carry on the business of spare parts for different types of machines and instruments including motor vehicles, cars, trucks, lorries or other vehicles, agricultural implements, mining implements and any other machinery, tool maker, metal workers, boil makers and any other kind of machine whatsoever.
- (eee) To purchase, take on lease and otherwise acquire for investment or resale any estate, land, buildings, easements and other rights and interests in immovable property or any tenure in Tanzania and elsewhere and to sell let or lease exchange or otherwise dispose of or grant rights over any immovable property, belong to the company.
- (fff) To purchase, take or lease or in exchange, hire or otherwise acquire and hold any state or interest in any lands buildings, casements, rights, licenses secret processes, machinery, plants, stock, in trade and real or personal property of any kind.

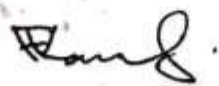



- (ggg) To accept payment for any property or rights sold or otherwise disposed or dealt with by the company either in cash, by installment or otherwise or in fully or partly paid up shares of the company or corporation, with or without deferred or preferred or guaranteed rights.
- (hhh) To carry any other trade or business whatever which can in the 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.
- (iii) To take or otherwise and hold shares in any other company having objects altogether or in part similar to this company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the company.

That the meaning of any general word or words in any paragraph of this clause shall not be restricted by being construed ejusdem generis with any particular word or words in the same paragraph.

- 4. The Liability of the Members is Limited.
- 5. **The capital of the Company is Shillings 1,000,000,000/= divided into 10,000 shares of Shillings 100,000/= 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.

We, the several persons whose names 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, Addresses, and Description of Subscribers.	Number of shares taken by each Subscriber	Signature
FAKHRUDIN-TARMAL ABBASBHAI KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	
YUSUF SHEIKH FAKHRUDDIN TARMAL KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	
MOHAMMED SHEIKH F TARMAL KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	
MOIZ SHEIKH FAKHRUDIN- TARMA KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	

Dated at DAR ES SALAAM this 16th day of SEPTEMBER 2025

Witness to the above signatures:

Name : DANIEL SIMON
 Signature : 
 Postal Address : 105869 DSM
 Qualification : ADVOCATE



THE COMPANIES ACT 2002
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
TARMALS AGRO LIMITED
PRELIMINARY

1. In these regulations:-
“The Act” means the Companies Act 2002 of the Laws of Tanzania.

When any provision of the Act is referred to, the reference is that provision is as modified by any law for the time being in force.

Unless the context otherwise requires, the expressions defined in the Act or any statutory modification thereof in the force at the date at which these regulations become binding on the company, shall have the meaning so defined.

Any words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include females, and the words importing persons shall include bodies corporate, partnership, firms, cooperatives, societies, etc.

The regulations of Companies Act shall not apply to the company, save in so far as they are varied or excluded hereby, but in case of any conflict between the provisions herein, and the provisions under this regulation the former shall prevail, and in addition to substitution shall be the regulations of the company.

PRIVATE COMPANY

2. The Company is a Private Company and accordingly:-
- (a) The right to transfer shares is restricted in manner hereinafter prescribed.
 - (b) The number of members of the company (exclusive of persons who are in the employment of the Company and of persons who have been formerly in the employment of the company were while in such employment to be the member of the company) is limited fifty, provided that where two or more persons hold one or more shares in the company jointly they shall for the purpose of this regulation be tested as a single member.
 - (c) Any invitation to the public to subscribe for any shares or debentures of the Company is prohibited.
 - (d) The Company shall not have power to issue share warrants to bearer.

TRANSFER OF SHARES

3. The Directors may in their direction and without assigning any reason thereof refuse to register the transfer of any share to any person who it shall in their opinion be undesirable for any reason whatsoever to admit to membership.
4. Subject to clauses 2 and 3 hereof the right to members to transfer their shares shall be restricted as follows;
 - (a) No share shall be transferred to a person who is not a member so long as any member of any person selected by the Directors as one who it is desirable in the interest of the Company to admit to membership.
 - (b) Every shareholder or trustee in bankruptcy, or any person who may desire to sell or transfer any such shares and every who may desire to sell or transfer any such shares and every personal representatives of a deceased shareholder shall give notice in writing to the Directors that he desires to make such sale or transfer. Such notice shall constitute the Board of Directors of the Company as his agent for the sale of the said shares to any member or members of the company at the price to be agreed upon between the party giving such notice the party and the board, or in case of difference to be determined by the Auditor of the Company.
 - (c) Upon price of such shares being agreed on a determined as per clause (b) above, the board shall forthwith give notice to such of the shareholders other than the shareholders desiring to sell or transfer the said shares, stating the number and price of such share inviting the person to whom notice is sent to state within 21 days from the date of such notice whether he is willing to purchase any, if so what maximum number of such shares. At the expiration of such days 21 notice the board shall apportion such shares amongst the shareholders (if more than one) who shall have expressed their desire to purchase number of shares already held by them respectively, or if there be only one such shareholder, that the whole of such shares shall be sold to him, provided no shareholder shall be obliged to take more than the maximum number of such shares stated in his answer to the said notice.

Upon such apportionment being made or such one shareholder notifying his intention to purchase, as the case may be, the party desiring to sell or transfer such shares shall be bound upon payment of the said price to transfer the shares to the respective shareholders or to single shareholder who shall have agreed to purchase the same.

5. GENERAL MEETINGS: NOTICE OF GENERAL MEETING AND PROCEEDINGS OF THE GENERAL MEETINGS.

The regulation of Companies Act shall apply to the following variations: -

- (a) A General Meeting, Ordinary or Extraordinary may with the consent in writing of all members, be convened on a shorter notice than seven days or without notice.
- (b) Two members, present either personally or by proxy shall form a quorum.
- (c) Any ordinary resolution of the company determined without any general meeting and evidenced by writing under the hands of majority of the Directors and of the members of the company holding three - fourths of the issued shares of the company shall be valid and effectual as an ordinary resolution duly passed at a general meeting of the company.

6. DIRECTORS

- (a) Until otherwise determined by the company in General Meeting the Directors shall not be less than two and not more than four in number.
 - (b) The following persons shall be the first Directors of the company:-
 - i. **FAKHRUDIN-TARMAL ABBASBHAI KADERBHAI**
 - ii. **YUSUF SHEIKH FAKHRUDDIN TARMAL KADERBHAI**
 - iii. **MOHAMMED SHEIKH F TARMAL KADERBHAI**
 - iv. **MOIZ SHEIKH FAKHRUDIN- TARMA KADERBHAI**
7. The shareholding qualification for Directors may be fixed by the company in General Meeting, and unless and until so fixed no qualification shall be required.
8. The quorum of Directors for transacting business shall, unless otherwise fixed by the Directors, be two.
9. A resolution in writing signed by all the Directors then in Tanzania shall be as valid and effectual as if it had been passed at a meeting of Directors duly called and constituted.
10. The Directors may from time to time borrow or raise any money for the purposes of the Company which may exceed the issued share capital of the company.

BORROWING POWERS

The Directors may from time to time in their discretion raise or borrow for the purpose of any Company's business such sum or sums of money as they think fit.

11. The Directors may secure the repayment of or raise any such sum or sums as aforesaid by mortgage or charge upon the whole or any part of the property and assets of the Company present or future including its uncalled capital for the time being, or by the issue at such price as they may think fit, of bonds or debentures either charged upon the whole or any part of the property and assets of the company or not so charged or in such other way as the Directors may think expedient.

VOTE OF MEMBERS

12. On a show of hands every member present in person shall have one vote. On a roll every member shall have one vote only for the shares of which he is holder.
13. No member shall be entitled to vote at any general meeting unless all calls or other sums presently by him in respect of shares in the Company have been paid.

DISQUALIFICATION OF DIRECTORS

14. The office of a Director shall be vacated if the Director;
 - (a) becomes bankrupt; or
 - (b) is found to be a lunatic or becomes of unsound mind; or
 - (c) resigns his office by notice in writing to the Company;
 - (d) abstains himself from meetings of the directors for a period of six months without special leave of absence from the other Directors.

S E A L

15. The Directors shall provide for the safe custody of the Seal. The Seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board of Directors and in the presence of at least two Directors or a Director and Secretary or other person as aforesaid shall sign every instrument to which the seal of the Company is so affixed in their presence.

ALTERNATE DIRECTORS

16. Any director shall have power to nominate any person to act or attend as alternate Director during his absence or during his inability so to act. Such Director shall be subject in all respects to the terms and conditions existing with reference to the other Directors and such Alternate Director shall exercise and discharge all the duties of Director whom he represents.
17. Unless otherwise decided by the Directors the quorum necessary to transact business of the Directors shall be two Directors personally present.

SECRETARY

18. The Secretary shall be appointed by the Board for such terms at such remuneration and upon such condition as it may think fit, and any Secretary so appointed may be removed by the Board.

WINDING UP

19. 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 members of the Company in special 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 no member shall be compelled to accept any shares whereupon there is any liability.

ALTERNATION OR ADDITION

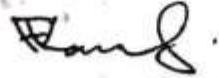
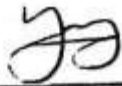


20. Subject to the provisions of the Act and to those contained in the Memorandum of Association the Company may by Special Resolution make alteration or addition so made shall be as valid and effectual as if originally contained in those articles and be subject in like manner to alteration by Special Resolution.

INDEMNITY

21. 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 in defending any proceedings, whether civil or criminal in which judgement is given in his favour or in which he is acquitted or is in connection with any application in which relief is granted to him by the Court.


ARBITRATION

22. If and whenever any dispute or difference shall arise between the Company and any of the members or their respective representatives 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 here under or arising out of the relation existing between the parties by reasons 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 (Cap. 15) or any then existing statutory modifications or re-enactment thereof shall apply.

Names, Addresses, and Description of Subscribers.	Number of shares taken by each Subscriber	Signature
FAKHRUDIN-TARMAL ABBASBHAI KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	
YUSUF SHEIKH FAKHRUDDIN TARMAL KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	
MOHAMMED SHEIKH F TARMAL KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	
MOIZ SHEIKH FAKHRUDIN- TARMA KADERBHAI NEW MALDEN, 108 BURLINGTON ROAD, KT3 4NS, UNITED KINGDOM	1500	

Dated at DAR ES SALAAM this 16th day of SEPTEMBER 2025

Witness to the above signatures:

Name : DANIEL SIMON
 Signature : 
 Postal Address : 105369 DSM
 Qualification : ADVOCATE

