

**THE COMPANIES ACT, 2002**

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**COMPANY LIMITED BY SHARES**

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**AMMENDED**

**MEMORANDUM AND ARTICLES OF ASSOCIATION**

**OF**

**BIGONE INVESTMENTS CO. LIMITED**

**Incorporated this ..... day of ..... 2016**

**Prepared by;**

**STANSLAUS HAROON NYONGO**

**(SUBSCRIBER)**

**P.O. Box 26**

**MASWA.**

**THE COMPANIES ACT, 2002**  
**COMPANY LIMITED BY SHARES**  
**AMMENDED MEMORANDUM OF ASSOCIATION**  
**OF**  
**BIGONE INVESTMENTS CO. LIMITED**

- 1) The name of the Company is **“BIGONE INVESTMENTS CO. LTD”**
- 2) The Registered office of the Company will be situated in Tanzania mainland.
- 3) The objects for which the Company is established are:-
  - 3.1 To carry on the business of media industry as broadcasting facility Television, Magazines and Telecommunications.
  - 3.2 To carry on the business of construction of roads, bridges, buildings and other infrastructures.
  - 3.3 To carry on the business of commodities and for that purpose to carry on the business of grains, wholesale and retail trade, export and import merchants of all kinds of merchandise and other products of all descriptions by processing and selling.
  - 3.4 To carry on the business of consultancy on Advertisements, promotions entertainments and market research of various products
  - 3.5 To identify and develop infrastructure projects of all types and to execute such projects either independently or jointly with other developers or contractors and this may include but need not be limited to turn key, toll based development, build operate and transfer and or other modes of project development, management and financing.
  - 3.6 To carry on and deal in all types of fishing business including fishery cultivation, fish farming processing and canning, fish meal manufacturing, utilization of fish refuse, manure manufacturing, ice making, refrigerated storekeeping and the like.
  - 3.7 To carry on all or any of the business of petrol and petroleum products, tires, tubes and other rubber goods, ivory (whether

manufactures or un - manufactures) and any other business which may conveniently be carried on in connection therewith.

- 3.8 To carry on business of financiers, concessionaires, auctioneers, land and estate agents, valuers, brokers, warehousemen, carriers of goods and passengers, by air, sea and land.
- 3.9 To acquire by purchase, lease, exchange, hire or otherwise, lands and property of any tenure or any interest in the same and erect or construct houses, buildings or works of every description on any land of the company or of other people and companies, or upon any other lands, or property and to pull down, rebuild enlarge, alter and improve existing houses, buildings or works thereon, to convert and appropriate any such land into and for roads, street other squares gardens and pleasure grounds and other conveniences, and generally otherwise lease, let, mortgage and dispose of the lands, houses, buildings and other property of the company or of the lands, houses, buildings and other property of the company or of other people and companies.
- 3.10 To carry on the business or carriers by all means of transport by land, sea, land waterway and air.
- 3.11 To enter into arrangements the government or authorities, Military, supreme, municipal, local or otherwise or any person or any person or company that may seem conducive to the objects of the Company or any of them and to obtain from any such government authority, person or company any rights, privileges, charters, contracts, licenses and concessions which the Company may think fit or desirable to obtain and to carry out, exercise and company therewith.
- 3.12 To carry on the business of refiners, stores, producers, suppliers and distributors of petroleum and its products and to explore for, produce, refine, treat, distil, manufacture, smelt, store, hold, transport, experiment with, market, distribute, exchange, purchase, sell and otherwise dispose of, import, export and trade, handle and generally deal in and dispose of any and all kinds of petroleum products, oil, gas, lubricants and other volatile substances, asphalt, Ozokerite, Sulphur, clays, bituminous substances, carbon, carbon black, hydrocarbon and mineral substances, phosphates, nitrates, coal, ores, minerals and mineral substances of all grades, kinds, forms, nitrates, coal, ores, descriptions and combination and all chemical substances whether found naturally or manufactured or synthesized from petroleum products or otherwise and in general subsoil products and subsurface deposits of every nature and description and the products or the by-products which may be derived, produced, prepared, developed, compounded, made or manufactured there from and substances obtained by mixing any of the foregoing with other substances.
- 3.13 To construct, erect, equip and carry on the business of petrol station with all usual or convenient buildings, petrol and oil pumps, plants, machinery, articles and things which may be required for purpose of the said business or commonly supplied or dealt with by persons engaged in such business, to carry on the

business of garage proprietors, service proprietors, mechanical engineers, manufactures and repairs of motor cars, motor bodies and equipment and other machinery, general motor engineers, consulting and electrical engineers, welders, fitters, burners, toolmakers, metal workers, millwright, mechanists, iron and steel converters, smiths, builders, painters and to buy, sell, manufacture, export, import, repair, convert, alter and let on hire and deal in motor cars and equipment, spare parts and accessories, machinery, implements, rolling stock and hardware and sanitary of all kinds, builder's materials, timber, oils, spirits, varnishes, electrical and electronic machinery and equipments.

- 3.14 To carry on the business of commission agents of all types of petroleum products ranging from crude/black oil to white/refined products such as gas, paraffin, petrol, kerosene, engine oils, gas-oil/diesel, oils and other lubricants, grease bitumen, petrochemical etc. and petroleum by - products; by providing a business link between the producer/suppliers and the buyers/customers within the country and elsewhere in the world, thus to initiate and conclude business negotiations/deals on their behalf.
- 3.15 To carry on the business as consultants, commission agents, court brokers, debt collectors, revenue collector, public auctioneers, insurance agents, general brokers, importers, exporters, manufacturers representatives, land and estate agents, technical advisors, clearing and forwarding agents, and all businesses and trades incidental or similar thereto or required to be or capable of being carried on in conjunction therewith.
- 3.16 To carry on all or any business of printing, publishing, 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
- 3.17 To engage in and carry on the business of proprietors and managers of hotels, lounges, bars, pubs, night clubs, restaurants, cafes, motels, road houses, safari and holiday camps, caravan sites, guest houses, apartment housekeepers, refreshment and tea rooms, milk and snacks bars, tavern, to provide food and catering services to individuals, private and public institutions and to industrial and business concerns.
- 3.18 To carry on the business of transport, cartage and haulage contractors and agents, clearing and forwarding agents, transport agent, commission agents, insurance agents, customs agents, stevedores, harbingers, cargo superintendents, packers, warehousemen, storekeepers, owners and chattering of road vehicles, aircrafts, ships, tags, barges and vessels of every description lighter men and carriers of goods and passengers by road, rail, water or air.
- 3.19 To purchase, take on lease or exchange, or acquire by license, concession, grant, or otherwise, any lands, mines, mineral rights, buildings, easements, rights and privileges, machinery, plant which the company may from time to time think proper to be acquired for any of its purposes.

- 3.20 To carry on the business of general merchants, general storekeepers, importers, exporters, and wholesale and/or retail traders of or otherwise dealers of and in piece goods, hardware, glassware, crockery, cutlery, hosiery, enamelware, ironmongery, machinery, turners, spare parts of every description and other household fittings, and requirements and other articles and commodities of personal, household use and consumption provisions, groceries, medicines, drugs, wines spirits, liquors, surgical, optical, photographic and other instruments apparatus stationery and material and generally in all manufactured goods of all types, and merchandise of all kinds.
- 3.21 To carry on all or any of the business of manufacturers' representatives, importers, exporters, buyers and sellers (both wholesale and retail) insurance agents, land agents, general merchants, traders, dealers and agent and/or representatives for goods, merchandise, materials, furniture, furnishings appliances, equipment, machinery, stores, products, provisions, commodities, substances and effects of all kinds.
- 3.22 To manufacture, design, sell, buy, promote and generally deal in any part, machinery, tools equipments, spare parts and goods of any descriptions as well as to supply, import, export, manage and operate all businesses of carrying on industrial metallurgical, engineering, building, construction, contracting, smelting, mining, quarrying, refining and chemical enterprises, undertakings, propositions, concessions or franchises in all their respective branches.
- 3.23 To carry on business as traders and suppliers of mineral and aerated waters and other non alcoholic drinks, fruit drinks and fruit juices, beers and other alcoholic drinks and to pack, sell and distribute the same by wholesale or retail locally and to export the same to different parts of the world.
- 3.24 To carry on the business and trade as bakers and confectioners, to own, manage, run bakeries and deal in the selling and distribution of all types of baked foods, bread, cakes, pies, meat, to trade as manufacturers of chocolate, sweets, ice cream, proprietors of lounges, restaurants, hotels and cold rooms, café, milk and snack bars and to deal in all types of beverages and render catering services.
- 3.25 To establish and operate conference centers for local and international meetings, amusement caterers and organizers and of proprietors, providers, organizer and managers of all kinds of public and private entertainment, amusements, recreations and sports, whether outdoor or indoor including exhibitions, competitions, games, tournaments, concerts, dances, television performance, variety shows and other types of like enterprises generally.

- 3.26 To establish, develop and run businesses, residential and leisure centers, health and sports clubs, office buildings, campsites, apartment complexes and generally buildings and centers for commercial/ residential use.
- 3.27 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.
- 3.28 To carry on the business of dealing in marketing, importing, exporting, stocking, buying, selling whether by wholesale or retail of various categories of goods and merchandise, and to act as commission agents and manufacturers, representatives in all fields.
- 3.29 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.
- 3.30 To own and operate plants and factories for making spare parts including nuts and bolts, rivet screws, nail, roofing nails, radiators, valves, crankshafts, springs, door handles, and locks, bushes, electrical fittings including wires, switches, plugs, sockets, distribution boxes and to carry on all or nay of the business of repairman, electrical contractors, maintenance contactors and to own machinery, equipments and tools including drills, spanners, hydraulic jacks and implied purposes of running garage, including trucks, lorries, cars, any other power propelled vehicles and machinery, whatsoever.
- 3.31 To carry on the business of property managers, real estate agents and realty administrators of buildings, services of letting or valuation, builders, contractors for construction works, renovation, decoration and demolition and to purchase otherwise acquire land for houses, offices, workshops and building premises.
- 3.32 To own, hire, operate transport facilities including trucks, lorries, saloon cars, combines, carries, taxis, aero plane and ships including steamers, barge boats and tug-boats for the express or implied purpose carrying or ferrying cargo, passengers, tourist and to act as transport and general haulage contractors and consultants, tour operators, travel agents, clearing and forwarding agents and to own, lease or hire godowns, warehouses, bonded warehouses, goods sheds and seal like facilities for the purpose of storing, preserving, packaging and repacking goods, cargo and all other articles and goods whatsoever to facilitate transportation, air freight and general delivery thereof whatsoever to customers and owners
- 3.33 To carry on the business of clearing and forwarding agents, commission agents, transporters, freighters, haulers, customs bonded warehouse and godown keepers, cargo and travel agents, insurance agents, tourist agents, manufacturers' representatives, road contractors, cargo superintendents, packers, machinery haulage specialists, warehousemen, engineers, electricians, motor cars, cabs, omnibus, lorries, oil tank and coach proprietors and transporters, civil transport contractors and transporters by any

other means of conveyance of people and goods in Tanzania and the neighboring countries and in such other place or places as may from time to time be determined by the company, engage in and or otherwise carry on the business as transporters and transport agents, freight forwarders.

- 3.34 To carry on the business as principals, agents or manufacturers representatives of importing, exporting, buying, selling, distributing of motor vehicles, cars, trucks, lorries or other vehicles, motor vehicles spares and parts of all descriptions, fuel and other oils, petroleum of all kinds, tires 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.
- 3.35 To carry on the business of timber and lumber merchants, lumber yard and saw-mill proprietors, and to supply, sell, buy, prepare for market, import, export and deal in timber and wood of all kinds, and to manufacture and deal in articles of all kinds, and to manufacture and deal in articles of all kinds-in the manufacture of which timber or wood is used; to carry on the business of logging and lumbering, purchasing, acquiring and leasing timber berths, and so far as may be deemed expedient the business of general merchants in any other businesses which may seem to the Company capable of being conveniently carried in connection with any of the above, or calculated directly or indirectly to render profitable or to enhance the value of the Company's property or rights for the time being
- 3.36 To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patent rights, *brevets d'invention*, trademarks, 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 calculated 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 or improving any such patents, inventions or rights.
- 3.37 To purchase, lease exchange, hire, sell, mortgage or otherwise deal in any movable or immovable property in Tanzania or elsewhere for any estate or interest whatsoever and any rights, privileges or easements over or in respect of any property, and buildings, plants, machinery, equipments or whatsoever, to undertake or direct the management of the property buildings, lands mines quarries and estates (of any tenure or kind) of the Company or to join with others in doing so and to transact on commission or otherwise the general business of a land agent.

- 3.38 To carry on business as manufacturers of and dealers in rubber foam mattresses, cushions, pillows and the like articles of every kind or description.
- 3.39 To carry on the business of manufacturers, importers and exporters of plywood, veneer, timber forest product compositor and plastic, and to buy and sell by wholesale or retail, and generally to deal in all such materials.
- 3.40 To carry on the business as forest licensees and exploiters, lumberjacks, timber growers and merchants in all their branches and to grow, fall collect, deal in logs, wood and all other similar produce of all kinds and description, and to apply for, take on lease or license, buy or otherwise acquire, hold and work, forest right and timber estates, and to clear, plant, work such rights and estates, and to do all such acts and things as are necessary or in connection therewith.
- 3.41 To carry on the business of mining activities, explorations work, drilling inland and deep seas, geological survey, polishing and processing minerals of all types including but not limited to diamonds, gold, ruby, zinc, cobalt, iron, tanzanite for both local and export market trading;
- 3.42 To undertake geological explorations, cartography, mining of gold and all minerals and supply of geological and mining equipment; develop markets, industry and associations for the coal and minerals;
- 3.43 To set up and carry on the business of manufacturing, refining, preparing, cleaving, sawing, acquiring, buying, selling, disposing of, importing, exporting, supplying, distributing and dealing in cut and uncut gems, precious, semi-precious stones, diamonds including industrial diamonds and pearls including cultured pearls, and precious metals and commission agent.
- 3.44 To carry on the business of mining, processing and marketing of industrial minerals, base metals, precious minerals and gemstones;
- 3.45 To carry on the business of research and development in all matters related to geology, mining and mineral processing, petroleum and gas processing;
- 3.46 To design, supply, install commission top of the range industrial and domestic communication, telecommunication electronics and electrical products; to act as carry on business of communication equipment's act as manufacture' representatives, merchants, factors, brokers traders and commission agent and to import,

export, buy, sell and otherwise deal in all kinds of merchandise, live and dead stock and other goods and produce.

- 3.47 To provide advisory and consultancy services on issues related to development work, capacity building in governance and leadership training, promotion of gender equity and gender mainstreaming in policies and programmes, unemployment, employment, private sector development, productivity of private and public enterprises.
- 3.48 To operate bookshops, stationery shops and to acquire sell, distribute all varieties of office equipment and stationery including high technology equipment, computers hardware and software as well as the development of software and related computer peripherals.
- 3.49 To carry on the business of travel agents, tourist agents and contractors, cable and telegraph companies agents, hotel apartments and lodging, housekeepers, caterers and storekeepers, teachers of language, promoters of societies (travelling, social, educational or otherwise) publishers of books, periodicals and newspaper sellers, foreign correspondents and advertising agent and generally to facilitate travelling and to provide for tourists and travellers or promote the provision of facilities of every description, and in particular by means of the booking of travel tickets and accommodation, priding guides, safe deposits, inquiry bureau and baggage transport, and arranging and operating tours, clearing and forwarding, Building, managing and renting of hotels and catering.
- 3.50 To establish and operate the business of an airline for the purpose of transport of passengers and cargo of all descriptions and to provide air charters and such other services as may be incidental to or conveniently combined with other business or airlines. To provide transport facilities for the carriage of passengers and goods and to run and provide local bus services in important towns and/or cities.
- 3.51 To carry on the business of music production, promotion, distribution, management of music label, music recording, publishing, photo studio, printing of all kind of music related products, film distribution, talent management, run consultancy in area entertainment, event management, marketing management, performance promotion advertising, indoor, outdoor advertising and multimedia advertising and dealing with all products related to advertising industry.
- 3.52 To carry on the business of marketing communication which includes adverting sales promotions, direct marketing, public relations and personal selling.
- 3.53 To carry on the business of art & designing, acting, arts, design & environment, ceramic design, directing, fashion, fine art, graphic design, jewelers design, product design, textile design, and theatre design for performance and multimedia, web site and database software designing.

- 3.54 To run business of stationery, act as supplier, import, export, distributes, to design digital art work in corporate graphic, logo, business cards, letter heads, portfolios, Websites, animation and documentary film.
- 3.55 To design architectural model in digital and physical miniatures formats. To undertake landscaping design, interior design and architectural designs, the designing of clothes and clothing fashions.
- 3.56 To undertake production of visual entertainments for public consumption, coordinate and Conducting events and management. To sell, buy, service repair, support offer training and deal in information communication Technology product.
- 3.57 To carry on all or any of the businesses of general merchants and traders, cash and credit traders, manufacturers' agents and representatives, insurance brokers and consultants, estate and advertising agents, mortgage brokers, financial agents, advisers, managers and administrators, hire purchase and general financiers, brokers and agents, commission agents, importers and exporters, manufacturers, retailers, wholesalers, buyers, sellers, distributors and shippers of, and dealers in all products, goods, wares, merchandise and produce of every description, to participate in, undertake, perform and carry on all kinds of commercial, industrial, trading and financial operations and enterprises:
- 3.58 To carry on all or any of the businesses of marketing and business consultants, advertising agents and contractors, general storekeepers, warehousemen, discount traders, mail order specialists, railway, shipping and forwarding agents, shippers, traders, capitalists and financiers either on the Company's own account or otherwise, printers and publishers; haulage and transport contractors, garage proprietors, operators, hirers and letters on hire of, and dealers in motor and other vehicles, craft, plant, machinery, tools and equipment of all kinds; and to purchase or otherwise acquire and take over any businesses or undertakings which may be deemed expedient, or to become interested in, and to carry on or dispose of, remove or put an end to the same or otherwise .
- 3.59 To carry on business as recognized exporters/traders and of buying and selling import entitlements and to act as agents and/or commission agents and/or distributors and / or job work contractors and / or indenters for or in respect of diamonds, pearls, corals, gems, rubles and all kinds of precious and semi-precious emeralds, sapphires, synthetic stones, all kinds of jewels precious and semi-precious metals.
- 3.60 To purchase, and take in option or acquire land, mines, minerals or under any land, and licenses, concessions, monopolies, exclusive rights and/or privileges in any part of the world.
- 3.61 To carry on the business of general trading, export and import offal commercial permissible items, dealers, indenter, general supplier, buying and selling agents, wholesale and distributors, dealers,

carrying contractor of all and every kind of general and special products, goods substance and materials.

- 3.62 To manufacture, buy, sell and deal in mineral waters, wines, cordials, liquors, soups, broths and other restorative or foods especially those suitable for infants, invalids and convalescents, and also to deal in medicinal goods, such as surgical instruments, contraceptives, photographic goods, oil, perfumes, cosmetics, patent medicines, soaps, artificial eyes, hospital requisites, vaccines, biological, proprietary medicines, veterinary medicines and tincture extracts.
- 3.63 To own and manage land, buildings, estates and other property whether belonging to the Company or and to collect rent and income and to lease the said lands and buildings.
- 3.64 To acquire and undertake the whole or any part of the business goodwill and assets of any person, firm or company carrying on or proposing to carry on as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company or to acquire an interest in amalgamation with, or enter into any arrangement for sharing profits, or for corporation or for limiting competition, or for mutual assistance with any such person, firm or company.
- 3.65 To carry on the business of hospital activities such as running of hospitals, dispensaries, healthy centers, polyclinics, medical laboratories and pharmacies.
- 3.66 To carry on the business of medical and dental practice activities.

**For the purposes of achieving the above objects, the company is authorized:-**

1. To borrow or raise money by means of local and foreign currency loans from scheduled banks, industrial banks and financial institutions and other specialized institutions or non-bank finance companies for the purpose of purchase, manufacture, market, supply, export and import of machinery, development of real estates, construction activities and improvements, repair and renovations of buildings, warehouses, factories, sheds, offices, hospitals, ports, parks, clubs, entertainment and recreation areas, industrial zones, bridges, flyovers and sub-ways, roads, highways and motorways, high rise residential and commercial complexes, residential towns, building and for the purpose of working capital or for any other purpose.
2. To arrange money by issue of debentures, debenture stock, perpetual or otherwise convertible into shares and to mortgage, or charge the whole or any part of the property or assets of the Company, present or future, by special assignment or to transfer or convey the same absolutely or in trust as may seem expedient and to, purchase, redeem or payoff any such securities.
3. To purchase/import raw materials, machinery, equipments and allied items required in connection thereto in any manner the company may think fit;
4. To purchase, take on lease or in exchange, hire, apply for or otherwise acquire and hold for any interest, any rights, privileges, lands, building, easements, trademarks, patents, patent rights, copyrights, licences, machinery, plants, stock-in-trade and any movable and immovable property of any kind necessary or convenient for the purposes of or in connection with the Company's business or any branch or department thereof and to

use, exercise, develop, grant licenses in respect of or otherwise turn to account any property, rights and information so acquired, subject to any permission required under the law.

5. To open accounts with any Bank or any other financial institution in Tanzania or elsewhere around the world and to draw, make, accept, endorse, execute, issue, negotiate and discount cheques, promissory notes, bills of exchange, bills of lading, warrants, deposit notes, debentures, letter of credit and other negotiable instruments and securities.
6. To enter into working arrangements of all kinds with other companies, corporations, firms, or persons and also to make and carry into effect arrangements with respect to union of interests or amalgamation either in whole or in part or any other arrangements with other companies corporations firms or persons; deal with any such businesses or undertakings as the Directors may deem to be desirable.
7. To carry on the business of an investment company and for that purpose to acquire and hold either in the name of the Company or in that of any nominee, shares, stocks, debentures, debenture stock, bonds, notes, obligations and securities issued or guaranteed by any government, sovereign ruler, commissioners, public body or authority, supreme, dependent, municipal, local or otherwise in any part of the world.
8. To acquire any shares, stock, debenture stock, bonds, notices, obligations, or securities by original subscription, contract, tender, purchase, exchange, underwriting, participation in syndicates or otherwise and whether or not fully paid up, and to subscribe for the same subject to such terms and conditions as may be thought fit.
9. To raise and borrow money by the issue of shares, stock, debentures, debenture stock, bonds, obligations, deposit notices, and otherwise howsoever and to underwrite any such issue.
10. To invest the money so raised and borrowed in, and to hold, sell and deal with the stock, shares, bonds, debentures, debenture stock, obligations, notices and securities of any government, state, company, corporation, municipal or local or other body or authority.
11. To exercise and enforce all rights and powers conferred by or incident to the ownership of any such shares, stock, obligations or other securities including without prejudice to the generality of the foregoing all such powers of veto or control as may be conferred by virtue of the holding of some special proportion of the issue or nominal amount thereof and to provide managerial and other executive supervisory and consultant services for or in relation to any company in which the Company is interested upon such terms as may be thought fit.
12. To make advances upon, hold in trust, issue on commission, sell or dispose of any of the investment of the Company.

13. To mortgage or charge all or any part of the property and rights of the Company including its unissued capital and to vary the investment of the Company.
14. To advance money to any person or persons or corporation either at interest or without, 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 erect, or purchase, or enlarge or repair any house or building, or to purchase, the fee simple or any less estate or interest in, or to take a demise for any term or terms of years of any freehold or leasehold property in the United Republic of Tanzania, upon such terms and conditions as the Company may think fit.
15. To apply for, purchase, or otherwise acquire and protect and renew in any part of the world, any patents, trademarks, 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 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.
16. To acquire, and undertake the whole or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on any business which the Company is authorized to carry on or possessed of property suitable for the purposes of the Company or which can be carried on in conjunction therewith or which is capable of being conducted so as to directly or indirectly benefit the Company.
17. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint venture or reciprocal concession or for limiting competition with any person or company carrying on or engaged in, any business or transaction which the Company is authorized to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the Company.
18. To improve, manage, develop, grant rights or privileges in respect of, or otherwise, deal with, all or any part of the property and rights of the Company.
19. To subscribe for, take or otherwise, and hold shares, stocks, debentures, or other securities of any other company.
20. To invest and deal with moneys of the Company not immediately required in any manner.
21. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient and in particular to customers and other having dealings with the Company, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantees and indemnities.
22. To apply for, promote and obtain any act of Parliament, charter, privilege, concession, license or authorization of any government, state or municipality, provision order or license of any authority for enabling the

Company to carry any of its objects into effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company.

23. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuating funds for the benefit of and give or procure the giving of donations, gratuities, pensions, allowances, or emoluments to any persons who are or were at any time in the employment or service of the Company, or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are or were at any time Directors or officers of the Company or any such other company as aforesaid, and the wives, widows, families and dependents of any such persons, and to establish and subsidize and subscribe to any institutions, associations, clubs, or funds calculated to be for the benefit of or to advance the interests and wellbeing of the Company or of any such other company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and to do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid.
24. To procure the Company to be registered or recognized in any part of the world outside the United Republic of Tanzania. To establish or promote or concur in the establishing or promoting any company or companies for the purpose or acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company.
25. To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital shall be made except with the sanction, of any, for the time being required by law.
26. To act as agents, or brokers, and as trustees for any person or company and to undertaken and perform sub-contracts and to do all or any of the above things in any part of the world and either as principals, agents trustees, contractors, or otherwise and either alone or jointly with others, end either by or through agents, sub-contractors, trustees or otherwise.
27. To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or do any other things that the directors may deem necessary and beneficial to the Company.

**AND IT IS HEREBY DECLARED** that the word "Company" save when used in reference to this Company, in this clauses shall be deemed to include any partnership or other body of persons, whether domiciled in East Africa or elsewhere and the intention is that the objects specified otherwise expressed in each paragraph of this clause shall except where otherwise expressed in such paragraph be independent main objects and shall in no wise be limited or restricted by a reference to or inference from the terms of any other paragraph or the name of the Company.

4. The Liability of the members is Limited.
5. The Capital of the Company is shillings 500,000,000/= divided into 10,000 shares of shillings 50,000/= each. The Company shall have powers to increase its capital and to divide the shares in its capital and 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.

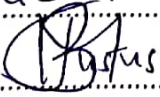
We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names:

NAMES, ADDRESSES, AND DESCRIPTION OF SUBSCRIBERS.	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURE
STANSLAUS HAROON NYONGO P.O. BOX 26 MASWA	6,000	Signed
MARK STANSLAUS NYONGO P.O. BOX 26 MASWA	2,000	Signed

Dated at DODOMA this 4<sup>th</sup> day of FEBRUARY 2022

Witness to the above signatures

Name: MAGEZI JUSTUS

Signature: 

Postal Address: 2121

DODOMA

Qualification: ADVOCATE

