

THE COMPANIES ORDINANCE (CAP. 212)
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
OSINGO CONSTRUCTION COMPANY LIMITED

1200/2
15/10/97
OSINGO

1. The name of the Company is "OSINGO CONSTRUCTION COMPANY LIMITED".
2. The registered office of the Company will be situated in the United Republic of Tanzania.
3. The object for the Company is established are:-
 - (a) To acquire and take over as a going concern the business now carried on under the name and style of "OSINGO CONSTRUCTION COMPANY" together with the assets and liabilities, to carry on the business of building construction, designers of buildings, roads, civil and road engineering works, structural engineering works, builders, general maintenance, contractors, architects and quantity, painters, decorators, plumbers, grazier, metal and alloy workers, refiners and engineers, electricians, carpenters, joiners, wood workers, carriers, warehousemen, wharfingers and dealers in hardware, sanitary ware, goods, plants, appliances and fittings, tiles, pipes, earthenware, glass, timber, wood, cement, concrete and builders materials and requisites of every kind and to receive by tender, invitation or otherwise and to execute the erection of houses, factories, buildings and constructions of all sorts and kinds, town and country planning, paving of ways, roads, railways and other rails, the construction of bridges, dams, water courses and water tunnels, drilling construction of tunnels, dams, parts, quays, anchorages and docks, erection of air fields and runways and generally to carry on the business of contractor in all branches of building industrial and public works.
 - (b) To carry on the all or any of the business of manufacturers of and dealers in and workers in cement, lime, plasters, whittings, clay, gravel, sand, stone, minerals, earth, fuels, artificial stone bricks, tiles, pipes earthenware and chinaware, builders requisites, hardwares, building materials, corrugated iron sheets, timber and conviniences of all kinds and as quarry owners and general carries, to act by the establishment agencies and sub-agencies in Tanzania to secure efficient marketing and distribution of all types of constructional and architectural equipment, import and export of the same, manufacturers representatives, court brokers, insurance agency, commission agents, factors, financiers, clearing and forwarding agents, customs agents, indenting agents and generally to undertake and execute consultation services in the field of civil engineering.
 - (c) To carry on the business of exporters of non-traditional commodities, sisal, sea shells, seafood, sea products, prawns, lobsters, fresh fish, sisal ropes, gunny bags, dried and salted fish, ivory carvings, wood carvings, live birds and animals, curious, game products, hides and skins leather and leather goods, all type of mineral seed cakes, vegetables, coffee, instant coffee, raw coffee tea, batiks, coconut and coconut products, beeswax, honey, spices, grounds, simsim, green peas, cassava, cash and food products and to undertake contracts, agreements and tender on distribution and supply of foodstuffs and vegetables to various government and parastatal institutions.
 - (d) To carry on the business of transport and travel agents, commission agents, customs agents, shipping agents, insurance agents, tourist agents, manufacturers representatives, clearing and forwarding agents, 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 carriers and transporters by any other means of conveyance of people and goods in Tanzania and the neighbouring countries and in such other place or places as may from time to time be determined by the Company.

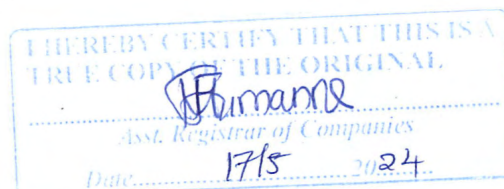
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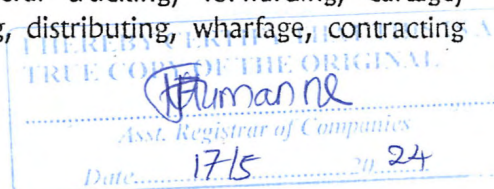
Asst. Registrar of Companies

Date: 17/5 2024

- (e) To draw, make accept, endorse, discount, negotiate, execute and issue, buy, sell and deal in bills of exchange, promissory notes and other negotiable or transferable Instruments, amalgamate or enter into partnership or any joint venture or profit-sharing arrangement with, and to co-operative in any way with or assist or subsidize any Company, firm or person.
- (f) To promote or concur in the promotion of any Company, the promotion of which shall be considered desirable, to lend money to and guarantee the performance of the contracts, obligations of and the payment and repayment of the capital and principal of, and divides, interest or premiums payable on any stock, shares and securities of any Company, firm, or person, whether having objects similar to those of this Company or not, and to give all kinds of indemnities.
- (g) To sell, lease, grant licenses, easements and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof for such consideration as may be thought fit and, in particular, for stock, shares or securities of any other company, whether fully or partly paid up.
- (h) To acquire any such shares, stocks, debentures, debenture stock, bonds, obligations or securities by original subscription, tender, purchase, exchange or otherwise, and to subscribe for the same, either conditionally or otherwise and to guarantee the subscription thereof, and to exercise and enforce all rights and powers conferred by, or incidental to, the ownership thereof.
- (i) To issue debentures, debenture stock, bonds, obligations and securities of all kinds and to frame, constitute and secure the same, as may seem expedient, with full power to make the same transferable by delivery or by instrument of transfer or otherwise, and either perpetual or terminable, and either redeemable or otherwise, and to charge or secure the same by trust deed or otherwise on the undertaking of the Company or upon any specific property and rights, present and future, of the company (including, if thought fit, uncalled capital) or otherwise howsoever.
- (j) To carry on business of proprietors and /or hirers of trucks, lorries, cars, minibuses, buses, self or chauffeur driven for transportation of passengers and goods within Tanzania and/or in the neighboring countries, carry on the business of manufacturers of species, yellow gram, grain and seed merchants and millers of all types of food products.
- (k) To cultivate, grow, buy, prepare any kind of fruit such as pineapple, orange, lime, lemon, grapefruit, passion fruit, guava and all types of fruits and vegetables and to dispose of, sell and deal in any such products either in its raw form or its processed form.



- (l) To plant, grow, import, manufacture, sell and deal in fruits and/or vegetables in the form of juices, concentrates, nectars, pulps, piece/and or slices, jams, marmalades, pickles, chutney, oil, animal and poultry feeds.
- (m) To manufacture, buy, sell, improve, treat, preserve, fine aerate, mineralize, bottle, can and otherwise deal in mineral, aerated waters, juice and other liquids of every description.
- (n) To purchase, take on lease or in exchange of, or otherwise acquire lands and properties of any tenure whatsoever, and to carry on all or any of the trades of planters, gardeners, fruit farming, agriculturists and/or any trade or business in connection with agriculture or horticulture.
- (o) To sink wells, and shafts, and to make, build and construct, lay down, acquire and maintain factories, engines, machinery, tramways, docks, plant and appliances and to execute and to do all other works and things necessary or convenient for working, obtaining, storing, treating, preserving,fining, mineralizing, bottling, canning and discharging any such fruit products or otherwise for the purpose of the Company.
- (p) To carry on the business of veterinary surgeons in all its branches for the treatment of animals, cattle, sheep, goats, poultry and all livestock generally to attend all animal patients, dispense any medicines, perform operations and to do all other acts and things necessary for the carrying on the business of a veterinary dispensary and general pharmacy and to carry on business of wholesale and retail fertilizers, agricultural chemists, inputs and plant medicines of all kinds and dealers in surgical instrument appliances and to make and deal in all requisites of veterinary hospitals, patients and invaids and dealers in proprietary articles of all kinds and of electrical, chemical, surgical, scientific apparatus and agricultural materials.
- (q) To carry on the business or trade and deal in the export of all wild like birds, live animals, live game and generally any kind of pets for sale and export, within the countries and to improve, prepare for export, import, deal and trade in carvings, paintings, curios, gameskins, pottery, leather and coconut by-products, beeswax, meat butter, ghee, cooking oils, charcoal, corn flour, cloves, cheese and commodities from by-products of milk.
- (r) To carry on and deal in the business of pharmaceuticals, medical preparations chemicals, animal feeds, manufacturing, making and assembling of machines equipment, plants, vessels, devices, of all descriptions using modern technology appropriate and applicable to veterinary and agricultural industries.
- (s) To engage in, conduct in and between any and all the regions and districts in Tanzania, neighboring countries and other foreign countries, as agents or otherwise, the business of general trucking, forwarding, cartage, storage, warehousing, consolidating, distributing, wharfage, contracting



loading, unloading and stevedore business and to conduct as general brokerage commission and customs house, brokerage service business and to handle and forward for transportation by air, highway, water and rail, road between cities, towns, villages and other places in various parts of the world person, bills notes, packages, merchandise, luggages, goods, wares, parcels and other movable and personal property over and on such lines and routes as may from time to time exist and generally to act as agents for land and estate, brokers, charters, auctioneers, clearing and forwarding agents, insurance agents and agency in all its respective branches.

- (t) To carry on all or any of the business of stationers, printers, lithographers, stereotypes, electrotypes, engravers, photographic printers, photolithographers, engravers, typesetting machine operators, die sinkers, envelope makers, book binders, account book manufacturers, machine, rules, numerical printers, paper makers, paper baffles and account book makers, box makers, flax and box file makers, cardboard manufacturers, type founders, photographers, manufacturers of and dealers in playing, visiting, railways, festival invitation, business complimentary and fancy cards and valentine, dealers in parchment, stamp, agents for payments of stamps and other duties, advertising agents, designers, draftsmen, manufacturers, book sellers, publishers and dealers in materials used in the manufacture of paper, cabinet makers, file rack maker and dealers in or manufacturers of any other articles or things of a character similar of analogous to the foregoing or any of them or connected therewith and to deal in the manufacture of and sell by wholesale or retail of school chalks, and secretarial services.
- (u) To carry on the business of costumes, robe, dress and mantle makers, tailors, silk makers and suppliers of clothing, lingerie and trimmings of every kind, corset makers, furriers, general drapers, haberdashers, milliners, hosiery, furnitures, gloves, lace makers and dealers, feather dressers and merchants, hatters, boot and shoe makers, dealers in fabrics and materials of all kinds, ribbons, fans, perfume and flowers (artificial and natural).
- (v) To carry on business of manufacturing, marketing, dealing in or otherwise handling trousers, pullovers, jerseys, sweaters, children's wear, ladies wear including ladies brassieres, blouses and panties, gents wear, including vests, briefs, swimming trunks, shirts, pants, uniforms, piece goods tie and dye and like other garments, raw materials, accessories and fittings for these products.
- (w) To purchase or otherwise acquire the whole or any part of the undertaking and business of manufacturing and marketing, dealing or otherwise handling fishnets, fishing gears, spareparts, fishing equipments and all other items concerned with fishing.
- (x) To carry on the business of importers, exporters, manufacturers and dealers in stores and warehouse of pharmaceuticals and all or any other commodities and things which may be conveniently used or manufactured

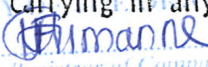
in connection with any of the above or similar business of manufacturers or which shall be capable of being used for the purpose of any business herein mentioned or likely to be required by customers or any business.

- (y) To carry on the business as bakers and manufacturers of and dealers in bread, flour, biscuits, confectionery, juice, squash, packing and farinaceous compounds and materials of every description and to construct, acquire, hire, hold, work, let and sell, mills, factories, bakehouses, shops, buildings, machinery and appliances suitable for such baking manufacturing and dealing.
- (z) To carry on the business of manufacturing, making and producing starch and its derivatives, including glucose, dextrin, dextrose, isomers and both modified and unmodified starch.
- (aa) To establish and carry on the business of manufacturing, making and producing of every description of starch products and other derivatives and ancillary starch products and without limiting the generality of the foregoing to engage in the production, manufacturing, selling of the aforesaid products including glucose, dextrin, dextrose, isomers, modified and unmodified starch.
- (bb) To establish and carry on the business of manufacturing, making and producing all types of industrial starch, animal feed from flour, malt, hops, grains, meal, yeast, cassava, maize, rice corn, gar.
- (cc) To purchase, own or otherwise acquire lands, real property, easements, rights and other property, real or personal for the purpose and conducive to the objects of the Company including farming, cultivation of cassava, maize, potato, cereal crops and other agricultural crops which are suitable for the manufacture and production of starch and other derivatives aforementioned.
- (dd) To construct steamships, ships, trawlers, catchers, carriers, drifters, fishing boats, boat or other vessels whatsoever, slaughter houses, cold storage premises, warehouses, sheds and other building requisite useful for the business of the Company .
- (ee) To carry on business of hairdressing, haircutting, trimming, styling, setting hair dying, treatment, shampoo, massaging of scalp, beauty treatment, relaxing, facial, manicure, pedicure, waxing, acne, treatment and all sort of beauty soap, creams, lotion, all types of cosmetics, hair lotion, essential oils, denitrifies, bleaching preparations and other substances for laundry use, clearing, polishing, scouring and abrasive preparations.
- (ff) To carry on business of petrol service station and deal in petrol, diesel, oil, kerosene, mineral oil, crude oil, lubricating oil, grease and/or fuel oil of all kinds and all other kind of mineral and petroleum products as an importers, dealer or distributors and servicing and repairing of vehicles of all types generally.

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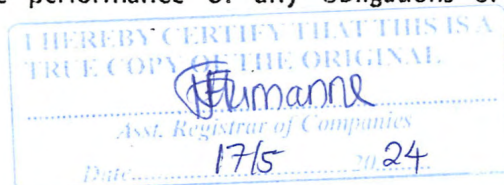
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- (gg) To carry on the business of motor vehicle garage and repairing and servicing of all types of vehicles and machineries and the business as dealers, wholesalers, retailers, distributor, agents, importers and exporters of hardware, motor vehicles, bicycles and its spares, agriculture and industrial machineries and spares, electrical machinery, accessories and spares of all kinds.
- (hh) To render veterinary services and educate or inform of advice or consult on all aspect of veterinary and agricultural sciences.
- (ii) To acquire, take-over, promote, establish and carry on all or any of the business of seed crushers and manufacturers and processors of soybeans, linseeds, cottonseeds, groundnuts, simsim, sunflowers and any other seeds and cakes, oil extractors by crushing, chemicals or any other process from the aforementioned plants or other natural and oil substances and to prepare, manufacture, mill and render marketable any such oil and to sell, dispose of and deal in any such oil with in its prepared manufacture or raw state.
- (jj) To carry on the business of meal manufacturers, grain, seed, cake, corn, hay-straw and fodder merchants, varnish and paint makers, candle and stern makers and manufacturers of lard and margarine, hydrogenated oils, glycerin and inks of all kinds.
- (kk) To carry on the business of manufacturers and distributors of cattle, poultry feed and feeding and fattening preparation of every description, makers and manufacturers of artificial manure and fertilizers of every description, manufacturers of soaps of all kinds and be wholesalers and retail dealers thereof, flax, cotton oil, cake, corn, merchants and any branch or subsidiary business commonly carried in connection therewith and to carry on the business as agents, consultants or representatives of overseas or as agents, consultants or representatives of overseas or local manufacturers, industrialists or other like organization in any type of goods, products or commodities.
- (ll) To transact any ;and every description of agency, commission, commercial, industrial, manufacturing, mercantile and financial business, and to carry in the business of clearing and forwarding agents, shipping agents, commission agents, customs agents, provisional merchants, stockiest, importers, retailers and wholesalers, transporters of passengers and goods, motorcars, omnibuses and coach proprietors and carriers, boat owners, ship owners, amusement carriers and jobmasters.
- (mm) To carry on the business of imports of motor vehicles, spare parts, electrical goods of various kinds, machinery, computer, calculators, metals, refrigerators, air-conditioners, cookers, textiles, building materials, industrial joinery spares, agricultural machinery, etc.
- (nn) To acquire and undertake the whole or any part of the business, property and liabilities of any person, firm of company carrying in any business

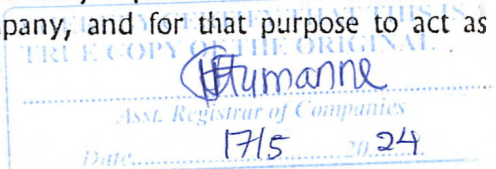

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which the Company is authorized to carry on, or possess property suitable for the purpose of this Company.

- (oo) To invest and deal with moneys of the Company not immediately required upon each securities and in such manner as may from time to time be determined.
- (pp) To purchase, lease, or otherwise acquire, and to hold, sell, improve, develop, exchange, mortgage or otherwise dispose of any lands, buildings, machinery or plants, mills, factories, warehouses or any hereditaments.
- (qq) To adopt means of making known the products of the Company as may seem expedient and in particular by advertising in the press, by circulars, by purchase and exhibition of works, art or interest, by publication of books and periodicals, and by granting prizes, rewards and donations.
- (rr) To enter into arrangements with any Government or authorities (supreme, municipal, local or otherwise) or any corporation, companies or persons having objects that may seem conducive to the Company's objects or any of them, and to obtain from any such Government, Authority, Corporation, Company or person, any charters, contracts, decrees, rights, privileges and concessions which the Company may think desirable, and to carry out, exercise and comply with any such charters, contracts, decrees, rights privileges and concessions.
- (ss) To enter into (partnership or into) any arrangements for sharing profits, union or interests, Co-operation, joint venture, reciprocal, concession, or otherwise with any persons, firm or Company carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorized to carry on, or engage in or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company. And to lend money to, guarantee the contracts of, or otherwise assist, and to sell, hold, reissue with or without guarantee, or otherwise deal with the same.
- (tt) To promote any other Company for the purpose of all or any of the property, and undertaking, or any of business or operation which may appear likely to assist or benefit this Company, or to enhance the value of the property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares or securities of each Company as aforesaid.
- (uu) To lend and advance money or give credit to such persons, firm or companies and on such terms as may seem expedient, and in particular to customers and others having dealings with the Company, and to give guarantee to become surety for any persons, firms or companies for the due payment of money for the performance of any obligations or liabilities.



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- (vv) To receive money or deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures, or debenture stock (perpetual or otherwise) and to secure the repayment of money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company (both present and future) including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or Company as the case may be.
 - (ww) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
 - (xx) To establish and support or aid in the establishment and support of association, institutions, funds, trusts, and clubs calculated to benefit the employees or ex-employees of the Company which is a subsidiary Company of the Company or is allied thereto or associated therewith, or dependents or connections of such persons, and to grant or provide pensions and allowances, to make or enter into arrangements for the provisions of policies of life assurance, pensions or other benefits to or for any Directors or employees of the Company, or any such predecessor or such Company as aforesaid, or the relations, connections or dependents of any such persons, to pay or contribute towards the payment of premiums in respect of any such policies, pensions or benefits, to establish or support funds, trusts and scheme (including funds, trusts, and scheme providing for payment towards insurance) which may be considered calculated to promote such persons or benefit.
 - (yy) To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the Company thinks fit, and in particular for shares, debentures, or securities of any company purchasing the same.
 - (zz) To purchase or otherwise acquire letters, patents, brevets d'invention, concessions, licenses, rights and privileges subject to royalty or otherwise, and whether exclusive or on-exclusive or limited, or any part interest in such letters, patents, brevets d'invention, concessions, licenses, rights and privileges, whether in East Africa or in any other part of the world.
 - (aaa) To take all necessary and proper steps with the authorities, national, local, municipal, or otherwise, of any place in which the Company may have interests, and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in to in constitution of the Company or furthering the interests of its members, and to oppose any steps taken by any other Company or persons which may be considered likely, directly or indirectly, to prejudice the interest of the Company or its members.
 - (bbb) To take part in formation, management, supervision of control of the business or operations of any Company, and for that purpose to act as

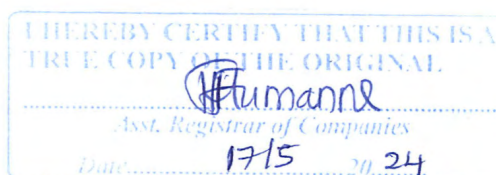


Directors, Administrators, Managers, Secretaries or any other capacity and to appoint and remunerate any directors, administrators, managers, accountants or other experts or agents.

- (ccc) To procure the registration of the Company in or under the laws of any place outside Tanzania .
- (ddd) To purchase, sell, subscribe for, underwrite, or otherwise acquire and hold shares, stocks or other interest in, or obligations of any other Company or corporation.
- (eee) To distribute among the members of the Company, in kind any property of the Company, and in particular and shares or securities of other companies belonging to this Company.
- (fff) To act as agents, or brokers and as trustees for any person or Company and to undertake and perform sub-contracts and to do all or any of the above business in any part of the world, and either as principals, agents, trustees, contractors or otherwise, and either alone or jointly with others and either by or through agents, sub-contractors, trustees or otherwise.
- (ggg) To do all such things as are incidental or conclusive to the attainment of the above objects or any of them.
- (hhh) To carry on the business as developers of immovable property of all kinds, and whether urban or rural and construct, erect and maintain either by the Company or by any other person, firm or company building structures, houses, flats, shops, hotel, factories godowns, sewers, roads and all other works erections and things of any descriptions whatsoever either upon land acquired by the Company or upon other land and generally to alter develop and improve land and other property.
- (iii) To carry on business of electrical and electronics goods, audio visual goods, all types of foodstuff, agricultural products, domestic goods wares, chemicals, household goods, imitation jewellery and merchandise of every nature and description whatsoever as a dealer, wholesaler, distributors, retailers, importers, exporters and after sales services and repair.
- (jii) To carry on the business of timber or wooden and steel furniture, carpentry joinery and steel fabrication. Joinery as a manufacturers, exporters, importers, dealers, wholesalers, retailers and or representative for the above goods.
- (kkk) To carry on business of all types of agricultural, dairy and industrial equipment, machinery, implements, raw materials, spare parts for industrial, transport agriculture and minerals sector as an importer, exporter, distributors, wholesaler and retailer and also farming business.

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Date..... 17/5 2024

- Section 228
- 8.
- (III) To carry on any other business whether manufacturing or otherwise which may seem to the company capable of being conveniently carried on in connection with any of the above business or objects or calculated directly or indirectly to enhance the value of or render profitable any of the company's property or rights for the time being.
- (mmm) To construct, establish, open acquire, maintain and carry on factories, warehouses, shops, shop premises and similar establishments of all kinds, and in particular but without prejudice to the generality of the foregoing, retails shops, for the sale and/or repair of any articles, goods, or things from time to time manufactured and/or dealt in by the company, or of provisions, beverages, clothing and other articles or products whatever which may be required by any employee of the company or of any subsidiary and dwelling houses or other accommodation for employees of the company or of any subsidiary.
- (nnn) To purchase, lease, licence, take in exchange or otherwise acquire, any lands, buildings, hereditaments, or premises whether freehold or leasehold, or any estates or interests in such lands, buildings, hereditaments or premises, anywhere in the world or options for the purchase therefore, and also grants, concessions, claims, options and licences of any descriptions which the Company may think useful for any of its objects or purchases, and to develop, work dispose of or otherwise turn to account the same.
- (ooo) Generally to purchase, take on lease in exchange hire or otherwise acquire any movable or immovable property and any rights or privileges which the company may think necessary or convenient for the purpose of its business and in particular any land leases, options over lands or leases, stands, buildings, servitude, machinery, plant and also any concessions, licences trade marks, and other rights in Africa or elsewhere and either solely or jointly with others and to pay thereof in cash or in shares of the company or partly in cash and partly in stock of the company or partly in cash and partly in stock or shares of the company or otherwise.
- (ppp) To establish and support, or aid in the establishment and support of associations institutions, and conveniences, calculated to benefit any of the employee or ex-employees of the company, or the dependents or connections of such persons and to grant pensions and allowances and to make payments towards insurance, and to subscribe or guarantee money for charitable or benevolent objects or for exhibition, or for any public, general or useful object.
- (qqq) To amalgamate with any other company having objects altogether or in any part similar to those of this country.
- (rrr) To distribute any of the property of the company in specie among the members.

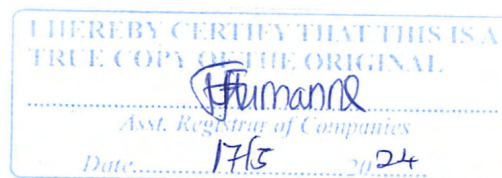


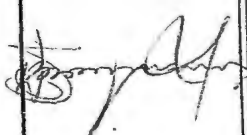

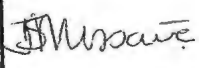
- (sss) To do all such other things as are incidental or conducive to the attainment of the above objects.
- (ttt) To establish, promote and otherwise assist any company or companies for the purpose of acquiring any of the property or furthering any of the objects of this company.

AND it is hereby declared that the word "Company" in this clause, except where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in Tanzania or elsewhere, and that the intention is that each of the objects set forth in any sub-clause of this clause shall not, except when the context expressly so requires, be in any wise limited or restricted by reference to or inference from the terms of any other sub-clause or by the name of the Company. None of such sub-clauses or the objects herein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in the first sub-clause, but the Company shall have full powers to exercise all or any of the powers conferred by any part of this clause and notwithstanding that the business, undertaking, property or acts proposed to be transacted, acquired, dealt with are performed do not fall within the objects of the first sub-clauses of this clause.

4. The liability of the members is limited.
5. The authorized share capital of the Company is Shillings 100,000/= divided into 100 shares of Shillings 1,000/= each.

WE, the several person whose names, addresses and descriptions are subscribed, are desirous or being formed into a Company in pursuance of this Memorandum association, and we respectively agree to take the number of shares in the capital of the Company opposite our respective names.



NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE OF EACH SUBSCRIBER
SALUTARI JOHN MEJA P.O. BOX 6876 DAR ES SALAAM	(2)	
GAUDENCIAN P. MUSHI P.O. BOX 6876 DAR ES SALAAM	(1)	
JAQUILINE S. MASSAWE P.O. BOX 6876 DAR ES SALAAM	(1)	

Dated at Dsm this 18TH day of AUG. 1997


Witness to the above Signatures:

NAME: D. S. NGALU

SIGNATURE: 

POSTAL ADDRESS:

QUALIFICATION:

I HEREBY CERTIFY THAT THIS IS
 TRUE COPY OF THE ORIGINAL

 Asst. Registrar of Companies
 Date: 17/5 2024

THE COMPANIES ORDINANCE (CAP. 212)

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION
OF

OSINGO CONSTRUCTION COMPANY LIMITED

PRELIMINARY

1. In these regulations:-

"The Ordinance " means the Companies Ordinance Chapter 212 of the Laws of Tanzania.

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

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

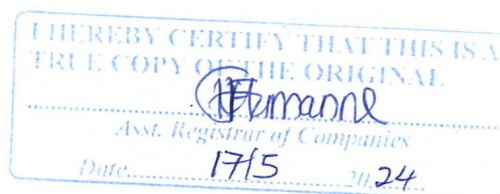
Any words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include females, and the words importing persons shall include bodies corporate, partnership, firms, co-operative societies, etc.

The Regulation of Table 'A' of the First Schedule to the Companies Ordinance (hereinafter called Table 'A' shall 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 Table "A" 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 a manner hereafter restricted.
- (b) The number of members of the Company (exclusive of persons who are in the employment of the Company and of persons who having been formerly in the employment of the Company were while in such employment to be members of the Company) is limited to 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 treated as a single member.
- (c) Any invitation to the public to subscribe for any shares or debentures of the Company is prohibited.



GENERAL MEETING

NOTICE OF GENERAL MEETING AND PROCEEDING AT GENERAL MEETING

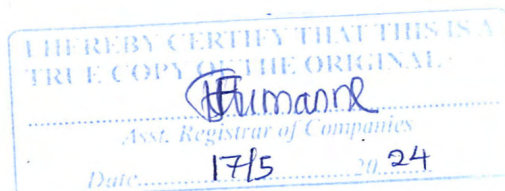
5. Articles 39 to 53 of Table 'A' shall apply subject to the following variations:-
- (a) A general meeting, ordinary or extraordinary may with the consent in writing of all members, be convened on a shorter notice than seven days or without notice.
 - (b) Two members, present either personal or by proxy shall form a quorum.
 - (c) Any ordinary resolution of the Company determined without any general meeting and evidence 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.

DIRECTORS


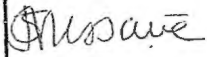
6. (a) 'Until otherwise determined by the Company in general meeting the Directors shall not be less than two and not more than ten in number.
- (b) The following persons shall be the first Directors to the Company:-

- (1) **SALUTARI JOHN MEJA**
- (2) **GAUDENCIAN P. MUSHI**
- (3) **JAQUILINE S. MASSAWE**

7. The shareholding qualifications 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 Directors, be two.
9. A resolution in writing signed by all the Directors then in Tanzania shall be 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 raise moneys for the purpose of the Company which may exceed the issues share capital of the Company.



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NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE OF EACH SUBSCRIBER
SALUTARI JOHN MEJA P.O. BOX 6876 DAR ES SALAAM	(2)	
GAUDENCIAN P. MUSHI P.O. BOX 6876 DAR ES SALAAM	(1)	
JAQUILINE S. MASSAWE P.O. BOX 6876 DAR ES SALAAM	(1)	

Dated at DSM this 18TH day of AUG. 1997

Witness to the above Signatures:


NAME: D. S. NGALO

SIGNATURE: 

POSTAL ADDRESS:

QUALIFICATION:

I HEREBY CERTIFY THAT THIS IS A TRUE COPY OF THE ORIGINAL


 Asst. Registrar of Companies
 Date 17/5 2024