

THE COMPANIES ACT 2002, ACT NO. 12 OF 2002

COMPANY LIMITED BY SHARES

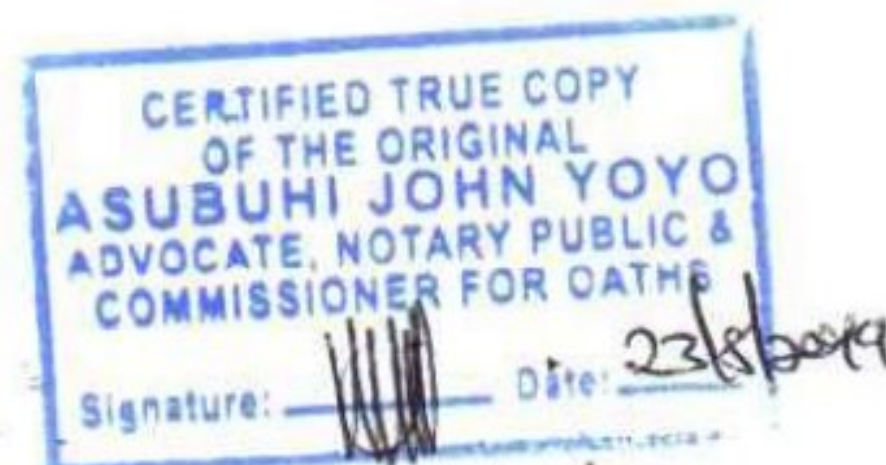
MEMORANDUM AND ARTICLES OF ASSOCIATION

OF

GALAXY FOOD & BEVERAGES LIMITED

DRAWN BY:

Adrien & Zackies Company Advocates
Plot No. 2016, Boko,
P.O.Box 10299
DAR ES SALAAM, TANZANIA



5000/-
5045 6/1/15
AA

THE COMPANIES ACT 2002, ACT NO. 12 OF 2002

COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF

2500/-
5045 6/1/15

GALAXY FOOD & BEVERAGES LIMITED

1. The name of the Company is **GALAXY FOOD & BEVERAGES LIMITED**.
2. The Registered Office of the Company will be situate on the mainland of the United Republic of Tanzania.
3. The purpose for which the Company is established is the transaction of any and all lawful business for which companies may be incorporated in Tanzania; and more particularly the Company shall have powers:-
 - (a) To establish industrial unit for manufacturing of food and beverages and to do all such things as are incidental or conducive to the attainment of the object of the establishment and operation of such industrial unit.
 - (b) To acquire, process, package, sell, import, export, preserve, and otherwise deal in aerated, natural and artificial mineral and aerated waters and all kinds of beverages, non alcoholic and alcoholic beverages of every description and essences, concentrates, syrups, juices, soft drinks, squashes, jams, milk and all types of dairy products, ice cream, meal, fish, prawns, shrimps, poultry, eggs and all branches of such respective trades or business.
 - (c) To carry on the business of manufacturers, researchers, consultants, importers, exporters, distributors, stockiest, dealers, franchise holders, bottlers, rebottlers, packers, extractors, pulpers, crushers, grinder of carbonated and non-carbonated drinks, fruit juices, fruit pulp, milk, jams, jelly, sauce, concentrates and flavors (liquid and powder form), food colours, aerated water, green vegetables etc.
 - (d) To carry on the business of producing, growing, dealing, exporting, importing, stocking, trading, distributing, storing and preserving of potatoes, fresh vegetables, agricultural products, fruits, dry fruits, oil seeds, spices, fruit juices, ice candy, ice cream and other ice products, carbonated, dairy products, wines, liquors and other alcoholic and synthetic drinks, bardanas, hessians in cold storage.

CERTIFIED TRUE COPY
OF THE ORIGINAL
ASUBUHI JOHN YOYO
ADVOCATE, NOTARY PUBLIC &
COMMISSIONER FOR OATHS
Signature:  Date: 23/1/2019

WE, the several persons whose names, postal addresses and occupations are hereunto 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.

S/N	NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBER	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURE OF SUBSCRIBER
1.	MUNTAZIR GULAMALI VIRJEE P. O. BOX 1101 ARUSHA	400	<i>M. Virjee</i>
2.	SHABBIR MOHAMMEDALI VIRJEE P.O.BOX 1101 ARUSHA	200	<i>Shabbir</i>
3.	MUSTAFA MOHAMMEDALI VIRJEE P.O.BOX 1101 ARUSHA	200	<i>M. Virjee</i>
4.	MOHAMMEDALI ESMAIL VIRJEE P.O.BOX 1101 ARUSHA	200	<i>M. Virjee</i>

DATED at Dar es Salaam this 29 day of DECEMBER 2014.

Witness to the above signatures

Name : UPENDO HAJI
 Address : BOX 10299 DAR ES SALAAM
 Qualification : ADVOCATE
 Signature : *[Signature]*

UPENDO HAJI
 Advocate, Notary Public &
 Commissioner for Oaths
 P.O.Box 10299, D.S.M.

CERTIFIED TRUE COPY
 OF THE ORIGINAL
ASUBUHI JOHN YOYO
 ADVOCATE, NOTARY PUBLIC &
 COMMISSIONER FOR OATHS
 Signature: *[Signature]* Date: 23/12/2014

THE COMPANIES ACT 2002, ACT NO. 12 OF 2002

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

GALAXY FOOD & BEVERAGES LIMITED

5000/-
50451 6/1/15
[Signature]

2500/-
50451 6/1/15
[Signature]

PRELIMINARY

1. The company is a private company and accordingly:-
 - a) The company shall not have power to issue any of its shares or debentures to the public for subscription.
 - b) The number of members of the company [not including persons who are in the employment of the company while in that 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 article be treated as a single member.
 - c) The right to transfer shares is restricted in the manner hereinafter appearing.
 - d) The company shall not have power to issue share warrants to the bearer.

INTERPRETATION

2. In these Articles, unless the context otherwise requires, the following words shall have the accorded meanings as:

The Act: The Companies Act (Cap.212) and every statutory modification or re-enactment thereof for the time being in force in Tanzania.

Statutes: The Act and any other Act for the time being in force in Tanzania affecting the Company.

The Articles: These Articles of Association as originally framed or as altered from time to time by special resolution.

Directors: The Directors for the time being of the Company or the Directors present

S/N	NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBER	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURE OF SUBSCRIBER
1.	MUNTAZIR GULAMALI VIRJEE P. O. BOX 1101 ARUSHA	400	<i>Munzir</i>
2.	SHABBIR MOHAMMEDALI VIRJEE P.O.BOX 1101 ARUSHA	200	<i>Shabbir</i>
3.	MUSTAFA MOHAMMEDALI VIRJEE P.O.BOX 1101 ARUSHA	200	<i>Mustafa</i>
4.	MOHAMMEDALI ESMAIL VIRJEE P.O.BOX 1101 ARUSHA	200	<i>M. Virjee</i>

DATED at Arusha this 29 day of DECEMBER 2014.

Witness to the above signatures

Name : UPENDO HAJI
Address : BOX 10299 SIYAGA
Qualification : ADVOCATE
Signature : *[Signature]*

UPENDO HAJI
Advocate, Notary Public, &
Commissioner for Oaths
P.O.Box 10299, D.S.M.

CERTIFIED TRUE COPY
OF THE ORIGINAL
ASUBUHI JOHN YOYO
ADVOCATE, NOTARY PUBLIC &
COMMISSIONER FOR OATHS

Signature: *[Signature]* Date: 23/12/14