

THE COMPANIES ACT,2002

COMPANY LIMITED BY SHARES

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

BABJI TOURS AND SAFARIS LIMITED

Incorporated this th 20 day of August, 2010.

Drawn by: F. T. ZAVERY
(THE SUBSCRIBER)
P.O.Box 395
ARUSHA.

TANZANIA
Stamp Duty Paid 2500/- P.M.
01/08/10
947 of 1446
Receipt No. 1446
Registrar of Companies

TANZANIA
Stamp Duty Paid 5000/-
01/08/10
947 of 1446
Receipt No. 1446
Registrar of Companies

THE COMPANIES ACT, 2002
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
BABJI TOURS AND SAFARIS LIMITED

1. The name of the company is **BABJI TOURS AND SAFARIS LIMITED**
2. The registered office of the company is situated in the United Republic of Tanzania.
3. The objects for which the company is established are:
 - (a) To acquire and take over as a going concern the business now carried on at Arusha under the name and style of Babji Tours and Safaris together with all or any of its assets and liabilities thereof and pay for the same either in cash or shares.
 - (b) To carry on in Tanzania or elsewhere, business of game safari guides, operators of walking safaris and mountain climbing expeditions, tented camps, holiday camps, caravan sites, apartment houses or flats and to fit up, equip and furnish any property for the purpose of letting the same to visitors or guests and to own, hire or charter vehicles and crafts of all kinds, and to buy, sell or let on hire, repair or modify, store and deal in all such vehicles and generally to provide all types of services to the tourists and guests visiting Tanzania.
 - (c) To carry the business of safari and tour operators, organizers and outfitters and to promote, arrange, organize, conduct and facilitate tourism and travel by land and sea and air in and to East Africa and elsewhere for any purpose whatsoever; and to carry on the business travel and tourist agents and to own, hire or charter vehicles and crafts of all kinds, and to buy, sell or let on hire, repair or modify, store and deal in all such vehicles and generally to provide all types of services to the Tourist Industry in Tanzania.
 - (d) To carry on business of Motel, Construct apartments both for Lease or hire on Long Term Tenancy Agreement or Short Term Agreement, use the apartments for Companies, Guests, Diplomats, Merry makers, Business Executives and other members of the Community.

- (e) To promote and establish the business of Wholesaling and Retailing of Groceries and General Merchandise and any other business which the Directors of the Company may deem fit and convenient for the benefit of the Company.
- (f) To carry on the business of traders, general merchants, wholesalers and retailers, exporters and importers, commission agents and manufacturers' representatives and to buy, sell, hire, manufacture, barter, trade and deal in property, goods, produce articles and merchandise of all kinds and to transact any and every description of agency, commission, distribution, marketing, commercial, industrial, manufacturing, mercantile, insurance and financial business.
- (g) To carry on the business, and acts as merchants, traders, commission agents, carriers, or in any other capacity, in the United Republic of Tanzania and continent of Africa or elsewhere. And to import, export, buy, sell, barter, exchange produce, articles and merchandise.
- (h) To carry on the business of general merchants, general storekeepers, universal providers, importers, exporters and whole sale and/or retail traders of or other wise dealers of and in cotton, silk and wooden goods and textiles fabrics of all kinds.
- (i) To buy, sell, manufacture prepare for market and deal in foods and other products, goods, provisions, clothing, stores, drugs, medicines and pharmaceutical preparations, and all conveniences or necessaries of life which may be used or required for workmen or others employed by the company
- (j) To buy, sell, import, export, produce, manufacture, process or otherwise deal in food and products, meat, poultry, groceries, fruits, vegetables and milk.

- (k) To carry on the business of farmers and ranches and to own and operate Agricultural machinery and equipment including tractors, combine harvesters, ploughs planters, seed drills, fertilizers, spreaders, and seed grading and cleaning equipment for the express or implied purpose of cultivating and growing all agriculture produce and commodity which the Company in its absolute discretion may decide to grow, process, import and export.
- (l) To carry on the business of mine works and obtain mining rights or take on lease or otherwise acquire lands and properties for mining in the United Republic of Tanzania or elsewhere and to crush, wash, melt, reduce, or otherwise treat and marketable and sell or dispose of the produce of any mines whether belonging to the Company or not.
- (m) To develop the resources of the turn to account any lands and any rights over or connected with land belonging to or in which the Company is interested and in particular by cleaning, draining, fencing, planning, cultivating, building, improving, farming, irrigation, grazing and by promoting immigration and emigration and the establishment of towns, villages and settlements.
- (n) To carry on the business of poultry farmers including the erection of and purchase of broiler houses and the sale, by wholesale or retail of the live poultry and eggs and to carry on the business of livestock breeders of every variety of animals whether bred as pedigree stock or for the purpose of its sale only as livestock. To carry on the business of dairymen and to manufacture and sell by wholesale or retail, import or export all diary products in every form.
- (o) To carry on and transact any other businesses and operations, commercial manufacturing, financial, agricultural or otherwise which the Company may think directly or indirectly conducive to any of its objects or capable or being conveniently carried on in connection therewith or calculated directly or indirectly to enhance the value of or render profitable the Company's property or other rights.
- (p) To build, construct, alter, maintain, enlarge, pull down, remove or replace and to works, manage, control, superintendent any buildings, offices, factories, mills, shops, machinery, engines, roads, ways, tramways, railways, branches or sidings, bridges, reservoirs, watercourses and other works and conveniences which may seem directly or indirectly conducive to any of the objects of the Company and to contribute, to subsidises or otherwise aid or take part in any such operations.

- (q) To carry on the business as capitalists, concessionaires and to undertake and execute all kinds of commercial, trading and other operations and to carry on any other business which may seem to be capable of being conveniently carried on in connection with any of this objects, directly or indirectly to enhance the value of, or facilitate the realization of, or render profitable any of the property or rights of the Company.
- (r) To carry on the business of industrial consultancy, management consultancy, financial and tax consultancy, personnel selection advisers, manufacturers' representatives, tour operators, travel agency.
- (s) To carry on the business of importers of industrial plants, farm machinery including trucks, lorries, cars, spare parts for the entire said machine and any other power propelled vehicles and machinery whatsoever.
- (t) To invest in and carry on the business of tented camps and motels for residents and tourists and holiday camp keepers, game lodge, hotels, restaurant, cafés and apartment houses.
- (u) To carry on the business of management, administration, catering, public relations, personnel management of tourists boarding house
- (v) To carry on the business of importers, dealers and distributions of all kinds of mineral and petroleum products.
- (w) To carry on the business of aviation, buy, sell, take and let on hire, repair, maintain, store and otherwise deal with and in aero planes, helicopters, gliders, motorcars and ships, boats, trawlers and other vehicles and crafts of all kinds (whether for use in the air or on land or water and howsoever powered or propelled), radio instruments, electronics equipment and other equipment and machinery of all kinds, as well as parts of propellers, accessories, tires, tubes, fuel and lubricants for any of the foregoing.
- (x) To carry on the business of an air charters, operators, sea charter operators, ground transporters, carriers of passengers, freight and mail by air, water and land as aviation engineers, flying instructors and recreational scientific business and other purposes.
- (y) To operate internet, sell websites, sell domains and computer hardware parts, Car market, new and second hand of all descriptions.
- (z) To import and sell medicine drugs and all pharmaceutical equipments.

- (aa) To procure the registration of the Company in or under the laws of any place outside Tanzania.
- (bb) To enter into partnership or into any arrangement for sharing profits, union or interests, co-operation, joint venture, reciprocal, concession or otherwise, with any person or company carrying on or engaging in any business or transaction which the company is authorized to carry on or engaged in, or any business or transaction capable of being conducted so as directly or indirectly to benefit the Company.
- (cc) To purchase or otherwise acquire, sell, exchange, surrender, lease, mortgage, charge, convert, turn to account, dispose of, and deal with property and rights of all kinds and in particular, mortgage, debentures, produce, concessions, options, contracts, patents, annuities, licenses, stocks, shares, bonds, policies, book debts, business concerns and undertakings, claims, privileges and chooses in action of all kinds.
- (dd) To purchase or otherwise acquire rights of occupancy or to take on lease or in exchange and generally to secure any right whatsoever over any land, tenements and hereditament of any tenure whatsoever, whether subject or not to any charges or encumbrances and hold or sell, let, alienate, mortgage, charge or otherwise deal with all or any land, tenements or hereditament.
- (ee) To establish and carry on, and promote the establishment and carrying on, upon any property in which the Company is interested of, any business which may be conveniently carried on, upon or in connection with such property and the establishment of which may seem calculated to enhance the value of the Company's interest in such property or to facilitate the disposal.
- (ff) To borrow or raise or secure the payment of money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, perpetual or otherwise charged upon all any of the Company's property (both present and future) including its capital, to purchase, redeem or pay off such securities.
- (gg) To lend money to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealing with the company or contracts by any persons, firms or companies.
- (hh) To pay, satisfy, or compromise any claims made against the Company which it may seem expedient to pay, satisfy or compromise notwithstanding that the same may not be valid in law, to re-issue and affect counter-guarantees.
- (ii) To furnish and provide deposits and guarantee funds required in relation to any tender or application for any contract, concession, decree, enactment and property.

- (jj) To apply for purchase or otherwise acquire any patents d'invention, licenses concessions and the like, conferring and exclusive or non-exclusive or limited right to use, or any secret or other information as to an invention which may seem capable of being used for and of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly or respect of, or otherwise turn to account, the property, rights or information so acquired.
- (kk) To undertake the office of trustee, receiver, liquidator, executor, administrator, committee, manager, attorney, delegate, substitute, treasurer and any other office or situation of trust or confidence, to perform and discharge the duties and functions incident thereto, generally to transact all kinds of trust and agency business, either gratuitously or otherwise.
- (ll) To supply to any person, firm, corporation, company, government, or local or authority personnel of every grade including those possessed of professional, technical or other specialist qualifications.
- (mm) To open and operate banking accounts and make, draw, accept, endorse, discount, negotiate, execute, issue, buy, sell and deal in promissory notes, bills of exchange, cheques, bills of lading, shipping documents, dock and warehouse warrants and other instruments negotiable or transferable or otherwise.
- (nn) To pay all costs, expenses of, and incidental to the formation and registration of the Company or any Company promoted by the Company.
- (oo) To enter into any arrangement with government or authorities (supreme, municipal, local or otherwise), or any corporations, companies or persons that may seem conducive to the company's objects or any of them and obtain from any such government, authority, corporation, company or unions or any charters, contracts, decrees, rights, privileges and concessions.
- (pp) To apply for, promote, and obtain any statute, charters, assignments, privileges, concessions, licenses or authorizations of any government, state or municipality or other authority for enabling the Company to carry any of its objects into effect or for extending any of the Company's constitution or for any other purpose which may seem expedient and to oppose any actions, steps, proceedings, or applications which may seem calculated directly or indirectly to prejudice the interests of the Company or of its members.
- (qq) To sell or dispose of the undertaking any property of the Company or any part thereof, for such consideration as the Company may think fit and in particular for share, debentures or securities of any other Company having objects altogether or in part similar to those of this Company.
- (rr) To adopt such 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 of art or interest, by publication of books and periodicals and by granting prizes, rewards and donations.


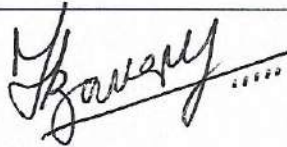
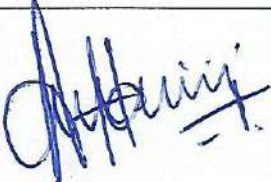


- (ss) To amalgamate with, or enter into partnership or into any arrangement for sharing profits, union of interest, cooperation's, joint venture, reciprocal concession or otherwise with any person or Company carrying or engaged in, or about to carry on or engage in any business or transaction which this Company is authorized to carry on, or engaged in any business or transaction capable of being conducted so directly or indirectly to benefit the Company take or otherwise acquire shares and securities or any such Company, to sell, hold, reissue with or without guarantee or otherwise deal with the same.
- (tt) To remunerate any person or Company for services rendered or to be rendered in placing or assisting to place or guaranteeing and placing any of the shares in the Company's capital or any debenture stock or other securities of the Company, or in or about the formation, promotion of the Company or the conduct of its business.
- (uu) To distribute among the members of the Company in specie any property of the Company and in particular any shares, debentures or securities of other companies belonging to the Company or of which the Company may have the power of disposing or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to the Company amounting to the reduction of capital shall be made except with the sanction (if any) for the time being required by law.
- (vv) To do all or any of the things in any part of the world and as principals, managing agents, contractors, trustees or otherwise through trustees, agents, managing agents or otherwise whether alone or in conjunction with objects.
- (ww) To do all such things as are incidental or conducive to the attainment of the above objects or any of them and the exercise of any of the powers of the Company

The **Objects** set forth of this clause shall not accept when the context expressly so required, be in any wise limited or restricted by reference to or inference from the terms of any sub-clause or by the name of the Company. None of such sub-clause or order of the words or the objects therein specified or the objects mentioned in the first sub-clause of this clause, but the Company shall have full power to exercise all or any of the powers conferred by any part of this clause or any part of the world notwithstanding that the business, undertaking, dealt with or performed do not all within the objects of the first sub-clause of this clause.

AND it is hereby declared that, the interpretation of this clause the powers conferred on the Company by any paragraph, shall not be restricted by reference to any other paragraph, or to the name of the Company, or by the juxtaposition of two or more objects and that in the event of any ambiguity, this clause and every paragraph hereof shall be constructed in such a way as to widen, and not to restrict the powers of the Company.

4. The Liability of the Members is Limited.
5. **The Authorized Share Capital of the Company is Shillings 300,000,000/= divided into 6000 Shares of Shillings 50,000/= each**, with such rights, privileges, and conditions respectively attached thereto as may from time to time be conferred by the regulations of the Company with power to increase and reduce the capital for the time being and to divide the same into several classes and to attach thereto respectively such preferential, deferred, qualified, or special rights privileges or conditions as may be done determined by all in accordance with the regulations of the Company, and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may from time to time be provided by the regulations 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 respectively agree to take the number of shares in the capital of the company set opposite our respective names.

NAMES, ADDRESS AND DESCRIPTION OF SUBSCRIBERS	NO. OF SHARES TAKEN BY EACH SUBSCRIBER	SUBSCRIBERS SIGNATURES
1.MRS AMATUZAHRA F. ZAVERY P.O BOX 395 ARUSHA.	20	
2.MR FAKHRUDDIN T. ZAVERY P.O BOX 395 ARUSHA	20	
3.MR ABIZAR M.H. AMIJI P.O BOX 395 ARUSHA	30	
4.MR HUSSEIN F. ZAVERY P.O BOX 395 ARUSHA	15	
5.MR HUZEFA F. ZAVERY P.O BOX 395 ARUSHA	15	

Dated at Arusha this 12th Day of Aug 2010.

WITNESS to the above signatures

Name: KEENIA L.G. MANASSE

Signature: 

Postal Address: P.O Box 1844 Arusha

Qualification: ADVOCATE



THE COMPANIES ACT NO.12 OF 2002

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

BABJI TOURS AND SAFARIS 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 date at which these regulations become binding on the Company, shall have the meaning so defined.

Any words importing the singular 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 the Companies Act shall not apply to the Company, save as 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 regulations the former shall prevail, and in addition to substitution shall be under the regulations of the Company.

PRIVATE COMPANY

2. The Company is a private Company and accordingly the following shall have effect:

- (a) The right to transfer shares is restricted in the manner hereinafter prescribed.
- (b) The number of the 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 and have continued after determination of such employment

TANZANIA PAID
Stamp Duty Shs. 2500/- of 18/08/10
Receipt No. 947
Assistant Registrar of Companies

TANZANIA PAID
Stamp Duty Shs. 5000/- of 18/08/10
Stamp Duty Officer
PAID ON ORIGINAL
Receipt No. 947

to be members of the Company) shall not at any time exceed 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 person.

- (c) Any invitation of the public to subscribe for any shares or debentures of the Company is prohibited.
- (d) The Company shall not have powers to issue share warrants to bearers.

TRANSFER OF SHARES

3. The directors may in their absolute and uncontrolled discretion decline to register any transfer of any shares whether or not it is fully paid share and subject to the provisions of these Articles, the shares shall be under the control of directors who may allot or dispose of the same to any person or persons and at such price either at par or at premium or subject to the such manner as they think fit with full power to give any such price either at par or premium and for such time and for such consideration as the directors think fit.
4. Subject to Clauses 2 and 3 hereof the right of members to transfer their shares shall be restricted as follows:-
 - a) No share shall be transferred to a member who is not a member or any person deemed by directors to be one that is undesirable in buying the shares. All shares transfers shall be confirmed by board of directors.
 - b) Every shareholder or trustee in bankruptcy, or any person who may desire to sell or transfer any shares and every of the shares to the board of directors or any member or members of the Company at price to be agreed upon between the party giving such notice and the board, person representative 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 and 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, is so, what maximum number of such shares. At such shares amongst the shareholders (if more than one) who shall have expressed their desire to purchase the same and as far as any be pro-rata according to the

number of shares already held by them respectively, or if there be only one such shareholder, the whole of such shares shall be obliged to take more than the maximum 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 shares to the respective shareholders or to the single shareholder who shall have agreed to purchase the same.

GENERAL MEETING:

NOTICE OF GENERAL MEETING AND PROCEEDINGS OF THE GENERAL MEETINGS

5. The Regulations of the 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) All 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 all members or their proxies.

DIRECTORS

6. Until otherwise determined at a General Meetings the number of directors shall not be less than two and not more than ten.

The following persons shall be the first directors of the Company:-

MRS. AMATUZAHRA FAKHRUDDIN ZAVERY
MR. FAKHRUDDIN TAHERALI ZAVERY
MR ABIZAR MOHAMMEDHUSAIN AMIJI
MR HUSSEIN FAKHRUDDIN ZAVERY
MR HUZEFA FAKHRUDDIN ZAVERY

7. Every director shall have power to nominate any person to act or attend as an alternate director in his place during his absence from Tanzania and on such appointment being made the alternate director shall be subject in all respect to the

terms and conditions existing with reference to the other directors and such alternate director while acting in the place of such absent director for whom he is an alternate.

8. In addition to their usual remuneration, the directors shall also be paid such traveling hotel and other expenses as may reasonably be incurred in connection with their attendance at meetings of directors. The Company in General Meeting may fix the shareholding qualification for directors, unless and until so fixed no qualification shall be required. The directors may by power of attorney appoint any person to be attorney, or agent of the Company for such purposes and on such conditions as they determine, including authority for the attorney or agent to delegate all or any of his powers.
9. A Resolution in writing signed by all directors then in Tanzania shall be valid and effectual as if it had been passed at a meeting of directors duly called and constituted.

DISQUALIFICATION OF DIRECTORS

10. The Office of a director shall be vacated if the Director;
 - (a) Becomes bankrupt; or
 - (b) Is found to be lunatic or becomes of unsound mind; or
 - (c) Resigns his office by notice in writing to the Company; or
 - (d) Abstains himself from meetings of the directors for a period of six months without special leave of absence from the other directors.
11. The directors may from time to time borrow; raise money for the purpose of the Company, which may exceed the issued share capital of the Company.

BORROWING POWER

12. The directors may raise or borrow for the purpose of the Company's business such sum of money as they think fit and may secure the repayment of or raise any future, including its uncalled or debentures either charged upon the whole or any part of the property and assets for the Company, not charged, or such other way as the directors may think expedient.

VOTES OF MEMBERS

13. Subject to any rights or restrictions attached to any share or class or classes of shares, on a show of hands every member (being an individual) present in person or (being a Corporation) present by a duly authorized representative, not being himself a

member entitled to vote, and on a poll every member shall have one vote for each share of which he/she is the holder.

14. No member shall be entitled to vote at any General Meeting or at a separate meeting of the holders of any class of shares in the Company unless all calls or other sums presently payable by him in respect of shares in the Company have been paid.
15. No objection shall be raised to the qualification of any vote except at the meeting or adjourned meeting at which the vote disallowed at such meeting shall be valid for all purposes.

ALTERNATE DIRECTOR

16. Each director may nominate a person who shall be approved in writing by the other director to act as an alternate in his place during his absence from Tanzania or inability to act as such director. Such alternate director shall be subject in all other respects to the terms and conditions existing with reference to the directors of the Company, discharge all the duties and functions of the director being unable to act during the absence of inability to act and he may subject to the like approval of the other directors appoint a duly qualified person to act in his place.

AUDIT

17. Auditors shall be appointed and their duties regulated in accordance with Section 170 to 179 of the Companies Act.
18. Notice to be given to or by any person pursuant to the Articles shall be in writing except that a notice calling a meeting of directors need not be in writing. The Company may give any notice to a member whether personally or by sending it by post in a prepaid envelope addressed to the member at his registered address, or by leaving it at that address where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, preparing and posting a letter containing the notice and to have been effected at the expiration of (seventy two) hours after the letter containing the same was posted. A member whose registered address is not within Tanzania and who gives to the Company any address within Tanzania which notices may be given to him/her shall be entitled to receive any notice from the Company.

SEAL

19. The seal shall be used by the authority of the directors or of a committee of the directors authorized by the director. The directors may satisfy by being done by or to the same person acting both as director and as or in place of the secretary.

SECRETARY

20. The directors shall appoint the Secretary for such term, at such remuneration and upon such conditions as they think fit, and may remove any secretary so appointed. A provision of the Companies Act or these Regulations requiring or authorizing a thing to be done by or to a director and the secretary shall not be satisfied by its being done by or to the same person acting both as director and as or in place of the secretary.

ALTERATION OR ADDITIONS

21. Subject to the provisions of the Act and those contained in the Memorandum of Association, the Company may by special resolution make alternations or additions to the Articles of Association any such alternations or additions made shall be as valid and effectual as if originally contained in these Articles and be subject in like manner to alternations by special resolution.

WINDING UP






22. With the sanction of any Special Resolution of the shareholders, any part of the assets of the Company, including any shares in other companies, may be divided 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.

INDEMNITY

23. Every director, managing director, agent, auditor, secretary and the other officers for the time being of the Company shall be indemnified out of the Assets of the Company against any liability incurred by him/her in defending any proceedings whether Civil or Criminal in which judgment is given in his favour or in which he is acquitted or is in connection with any application under Section 481 of the Act in which relief granted to him/her by the Court.

ARBITRATION


24. If and whenever any dispute or difference shall arise between the Company and any of the members or their respective representatives touching upon the constitution or meaning of any of the Articles herein contained or any Act matter or things made or done or omitted to be done or with regard to the rights or liabilities arising there under or arising out of relation existing between the parties by reason of these Articles of the Act, such differences and all disputes if any, shall be settled and sorted out amicably, failing which the matter will be referred to the Al-Dai Al Mutlaq, the Spiritual and Religious Leader of the Dawoodi Bohra Community, whose decision and verdict will be final and binding on all the Shareholders and Directors. The dispute will not be taken to any Court of Law.

NAMES, ADDRESS AND DESCRIPTION OF SUBSCRIBERS	NO. OF SHARES TAKEN BY EACH SUBSCRIBER	SUBSCRIBERS SIGNATURES
1.MRS AMATUZAHRA F. ZAVERY P.O BOX 395 ARUSHA.	20	
2.MR FAKHRUDDIN T. ZAVERY P.O BOX 395 ARUSHA	20	
3.MR ABIZAR M.H. AMIJI P.O BOX 395 ARUSHA	30	
4.MR HUSSEIN F. ZAVERY P.O BOX 395 ARUSHA	15	
5.MR HUZEFA F. ZAVERY P.O BOX 395 ARUSHA	15	

DATED this ^{Arusha} 12th day of ^{Aug} 2010.

WITNESS to the above signatures:

Name: KEENJA L-G MANASSE

Signature: 

Postal Address: P.O. BOX 1844 ARUSHA

Qualification: ADVOCATE

