

ORIGINAL COPY

Receipt No. 90392758

\$200

No. 14591/2020

No. 006893



ZIMBABWE



Certificate of Incorporation

GUIDES FREIGHT SERVICES (PRIVATE) LIMITED

I hereby certify that.....

.....
.....
is this day incorporated under the Companies and Other Business Entities Act [Chapter 24:31]
and that the Company is Limited.

HARARE

Given under my Hand and Seal at.....

this **5TH** day of **OCTOBER** 20 **20**

Registrar of Companies

ZIMBABWE

Form No. C.R.5

Section 31 and 241 of Act
Section 10,11,12,14,15,16,17,18,19,20 Of Regulations

COMPANIES AND OTHER ENTITIES ACT (CHAPTER 24:31)

No. of Entity.....

Notice of Situation and Postal Address of a Company's Registered Office or of a Foreign Company's
Principal Place of Business, and of any Change thereto

Name of Entity: **GUIDES FREIGHT SERVICES
(PRIVATE) LIMITED**

TO THE REGISTRAR OF COMPANIES,
HARARE

The above-mentioned company hereby gives you notice that the registered office/principal place of
business of the company-

(a) (i) *is situated at: **8096 AREA 16 ,DANGAMVURA,MUTARE.**

(ii) The postal address* **BOX 3264,VUMBA ROAD,MUTARE**
(iii) Email address is :

(b) has been changed from the above address to

(i) Situated at

(ii) Postal address at

(iii) Email address is.....

With effect from : Date of Incorporation

(Signed) DIRECTOR/SECRETARY/PRINCIPAL

This ...30TH .Day ofSEPTEMBER.....2020

Presented for filing by: **TAFADZWA MAZVARIRA**
8096 AREA 16 ,DANGAMVURA
MUTARE.

*Delete whichever is inappropriate.

To be completed only in the event of a change of address.

NOTES: - (a) in the case of a change of address, this form must be submitted to
the registrar before the proposed change takes place

(b) If the registered address of a company has been altered by a public authority, so that the
change address designates the same premises as before, no fee will be charged if the
registrar is satisfied as to the facts and the name of the authority which ordered the
change as stated on the form



90392758

ZIMBABWE

COMPANIES AND OTHER BUSINESS ENTITIES ACT [CHAPTER 24:31]

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

GUIDES FREIGHT SERVICES (PRIVATE) LIMITED

1. The name of the company is: **GUIDES FREIGHT SERVICES (PRIVATE) LIMITED**
2. The Registered office of the Company shall be situated in Zimbabwe.
3. The objects for which the Company is established are: -
 - (a) To carry on the trade or business of transportation and clearing services, together with all or any other trade usually carried on in connection therewith:

GUIDES
FREIGHT SERVICES (PRIVATE) LIMITED

- (g) To carry on the business of practitioners, consultants, agents and advisors in digital media, public relations, advertising, marketing, digital marketing, branding, company promotions, events and event management, economics, employment and personnel, computers, agriculture, trade, manufacturing, marketing, transport, tax, finance, bookkeeping and accounting, mining, power supply, student matters and conferences together with all or any trade or business usually carried on in connection therewith;
- (h) To undertake and provide online business services and electronic commerce services, computer-related services, information and communication technology systems, internet related services, systems, information and software development services and products, together with all or any trade or business usually carried on in connection therewith;
- (i) To carry on the business of property developers, property managers, builders, carpenters, plumbers, fencers, painters, electricians, decorators, upholsterers, metal workers, masons and jobbers, hardware storekeepers, mechanical and electrical, civil, marine and aeronautical, constructional, radio and general engineers, sawmill proprietors, timber merchants and manufacturers of timber products, quarry-masters, stone merchants and any other enterprise likely to prove profitable to the company;
- (j) To carry on business as miners, minerals technologists, consultants, advisors, agents and distributors, mine equipment manufacturers, suppliers, maintenance contractors and agents, quarrymen, manufacturers, repairers and distributors of jewelry, distributors of and dealers in minerals, metals, stones, lime, ceramics products, slate, timber, hides, glass and any substitutes and limitations of the foregoing and all classes of articles, goods, products or in part there from or in connection therewith;
- (k) To carry on the trade or business of recruiters, agents, consultants, representatives and providers of security guards and security services, private investigators, security systems, security equipment and alarm system manufacturers, installers, suppliers and maintenance contractors, together with all or any trade or business usually carried on in connection therewith;
- (l) To carry on the trade or business of insurance agents, insurance representatives, insurance brokers, dealers in all classes of insurance business and consultants, and any trade or business usually carried on in connection therewith;
- (m) To effect insurances against all or any of the risks incurred in the course of the Company's business, or in respect of all or any of the Company's property, either with insurers, insurance companies or underwriters, or by joining mutual insurance, indemnity or protection societies, to join and contribute to any combination of employees engaged in the businesses similar to those of the Company for the purpose of protection against workers' trade unions or against harassing legislation, or for any purpose indicative to the interest of the Company;
- (n) To lend money or give credit to such persons, firms, companies or corporations, and on such terms as to the Directors of the Company may seem expedient, and in particular to customers of and persons having dealings with the Company; to become guarantee or surety for any persons or company, and to guarantee the



ZIMBABWE

COMPANIES AND OTHER BUSINESS ENTITIES ACT [CHAPTER 24:31]

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

GUIDES FREIGHT SERVICES (PRIVATE) LIMITED

INDEX TO THE ARTICLES

PART 1: INTERPRETATION AND LIMITATION OF LIABILITY

1. Definitions.
2. Liability of members.

PART 2: DIRECTORS

DIRECTORS' POWERS AND RESPONSIBILITIES

3. Directors' general authority.
4. Shareholders' reserve power.
5. Directors may delegate.
6. Committees.

DECISION-MAKING BY DIRECTORS

7. Directors to take decisions collectively.
8. Unanimous decisions.
9. Calling a directors' meeting.
10. Participation in directors' meetings.
11. Quorum for directors' meetings.
12. Chairing of directors' meetings.
13. Casting vote.
14. Conflicts of interest.
15. Records of decisions to be kept.
16. Directors' discretion to make further rules.

**GUIDES FREIGHT
SERVICES (PRIVATE) LIMITED**

We, the several persons whose names, addresses and occupations are subscribed, are desirous of being formed into a company in pursuance of these articles of association:

Names, addresses and
occupations of Subscribers:

Signatures of
Subscribers:

DIRECTOR

TAFADZWA MAZVARIRA
8096 AREA 16, DANGAMVURA
MUTARE

Mazvarira

DIRECTOR

DHUMASI SITHOLE
8096 AREA 16, DANGAMVURA
MUTARE

D. Sithole

Dated at HARARE this 30TH day of SEPTEMBER 2020

Witness to the above signatures:

[Signature]

Full Name:
Address:

RAPHEL RUSINAMHODZI
3RD FLOOR GELFAND HOUSE,
CNR 1ST AND SPEKE AVENUE,
HARARE

Occupation:

SECRETARY

PARTICULARS(a) of DIRECTORS

GUIDES FREIGHT SERVICES (PRIVATE) LIMITED

AND OF ANY CHANGES

1 Date of Appointment (b)	2 Present Christian Names And Surname	3 Nationality	4 Any Former Names	5 Full Residential or Business Address and Postal Address
Date of Incorporation	TAFADZWA MAZVARIRA ID NUMBER NO. 39-056145 F 18	ZIM		HOUSE NO.8096 AREA 16 DANGAMVURA,MUTARE
Date of Incorporation	DHUMASI SITHOLE ID NUMBER 13-185719 C 13	ZIM		DO.....
Date of Incorporation	TAFADZWA MAZVARIRA ID NUMBER NO. 39-056145 F 18	ZIM		AS ABOVE

Secretaries (d)

or Principal Officers (e)

NOTES -

- (a) A complete list of the existing directors should always be given.
- (b) This date should always be shown, whether or not it is in respect of an old or new appointment.
- (c) In the case of a foreign company, if the director is a corporate body, its name and the situation of its principal office must be shown.
- (d) In the case of the secretary being a corporate body, the name and situation of its registered office must be given shown.
- (e) In the case of the principal officer being a corporate body or a partnership, the corporate or partnership name must be shown.
- (f) In the case of a partnership, all the names of the partners must be given.
- (g) In the case of an individual, if he is a director of any other company registered in this country, the name of every such company must be entered. This applies only in respect of new appointments.
- (h) State "Resigned", "Retired", "Died", or as the case may be. In the case of a new appointment since the last list was filled, it must be stated here in whose place or whether additional.
- (i) Give the date of the occurrence referred to in the previous column. Both columns 8 and 9 must be completed in the event of a change.
- (j) This is regarded as the effective date of the entry in the register.

AND SECRETARIES/PRINCIPAL OFFICER

GUIDES FREIGHT SERVICES (PRIVATE)**LIMITED**

THEREIN

6 Particulars of other Directorships (f)	7 Nature of Change (g)	8 Change (h) Date of	9 Date Company notified of Change (i)

Mazvarira

Signed Director / Secretary / Principal Officer

This 30th Day of SEPTEMBER 2020