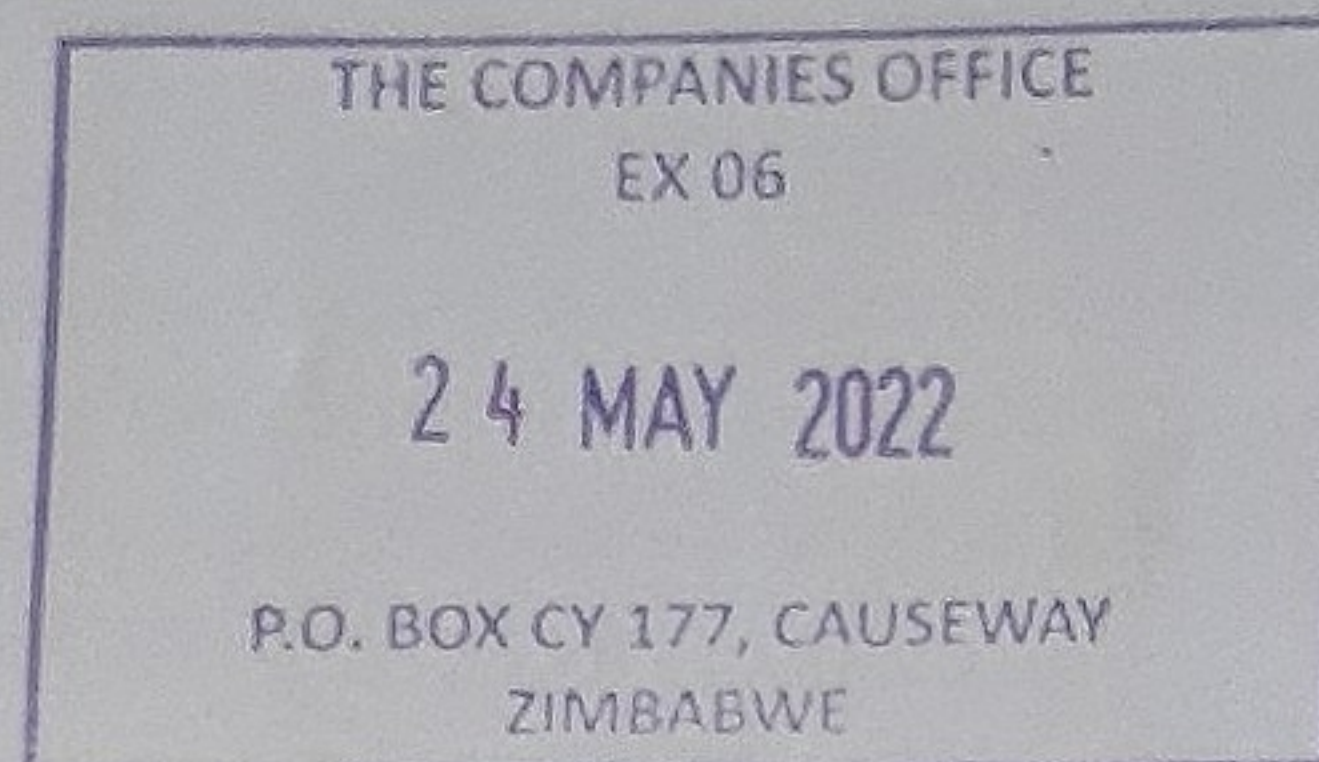




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**COMPANIES AND OTHER BUSINESS ENTITIES ACT**

**(CHAPTER) 24:31**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM OF ASSOCIATION**

**OF**

**GEMSTONES AGRI SUPPLIES (PRIVATE) LIMITED**

1. The name of the company is

**GEMSTONES AGRI SUPPLIES (PRIVATE) LIMITED**

2. The objects for which the company is established are:

2/.....

*Gemstones Agri Supplies (Private) Limited*



- a) To carry on the trade or business (either manufacturing, wholesale or retail), importers, exporters, traders, buyers of agricultural products, fertilizers, chemicals, veterinary and livestock feeds and supplements, fish feeds and its supplements, agri-equipment and accessories, together with all or any trade or business usually carried on in connection therewith.
- b) To carry on the business of farmers, market gardeners, horticulturalists, tree planters, fruit growers, growers of all other kinds of crops, graziers, ranchers, dairymen, breeders of and Dealers in poultry, wild life and all other kinds of livestock and farm products.
- c) To carry on the trade or business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading in any manner whatsoever in all types of goods on retail as well as on wholesale together with all or any trade or business usually carried on in connection therewith.
- d) To carry on the business as assemblers, manufacturers, distributors, repairers, machine shop engineers, electrical, mechanical and water engineers, welders, maintenance contractors, installation contractors of refrigeration and air conditioning equipments, dealers in all types of machinery, motor vehicles, electrical goods and equipment, industrial plant equipment, window blinds and accessories of any description.
- e) To carry on business as prospectors and proprietors of mines, mineral deposits, quarries or open pit mines, and to undertake the business of mining, geological consultation, mineral exploration and mineral marketing and these to include mining and dealing precious or semi-precious stones, metals, oils or any other class of mineral wealth in Zimbabwe or elsewhere.
- f) To establish and carry on business as shipping agents, freight handlers, customers clearing agents, commission agents, brokers, auctioneers, landowners, printers, brick makers, cartage contractors, cleaning services, fumigators, beauty parlours and dealers in fuel and to operate filling stations.
- g) To carry on business as prospectors and proprietors of mines, mineral deposits, quarries or open pit mines, and to undertake the business of mining, geological consultation, mineral exploration and mineral marketing and these to include mining and dealing precious or semi-precious stones, metals, oils or any other class of mineral wealth in Zimbabwe or elsewhere.
- h) To purchase or by other means acquire and protect, prolong, extend and renew whether in Zimbabwe or elsewhere any copyright, patents, patent rights, trademarks, designs, rights of production, brevets d' invention and licenses which may appear likely to be advantageous or useful to the company and to use and turn to accounts and to manufacture under or grant licenses or privileges in respect of the same, and sell, charge to expend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights which the company may acquire or propose to acquire.

3/.....



- i) To carry on the business of hotels, flats, restaurants, café, taverns, beer houses, refreshments rooms and lodging house keepers, licensed victuallers, wine, beer and spirits merchants, distillers, importers and manufacturers of aerated waters, mineral and artificial waters and other drinks, purveyors, caterers for public amusements, proprietors of clubs, baths, dressing rooms, laundries, grounds and places of amusements and any other business which can conveniently be carried on in connection therewith.
- j) To carry on the business of money lending, trade financing and project financing to such persons, firms, companies or corporations at interest or otherwise, with or without security.
- k) To manage land, buildings and other property whether belonging to the Company or not, and to collect rents and supply to tenants and occupiers and others, refreshments, attendants, messengers, light waiting rooms, lavatories, laundry, conveniences, stables, garages, meeting rooms and any other business usually carried on in connection therewith.
- l) To provide passenger transport services, international haulage contractors, containerized and refrigerated haulage, livestock haulage, agricultural, industrial and commercial haulage contractors and truck inns.
- m) To carry on the business of abattoirs, butchers, trading stores, bottle stores and retail merchants.
- n) To carry on the business of production machining, fitting and turning, gear cutting and general sheet metal engineering and fabrication, hot and cold insulation, boiler and steam pipe insulation, boiler servicing and repairs, general maintenance, valve repairs, spares and accessories.
- o) To draw, make accept, endorse, discount, execute and issue cheques, promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments, and to operate bank accounts and savings or deposit accounts of any kinds.
- p) To remunerate any person, firm or company rendering service to the company whether by cash payment or by the allotments to him or them of shares or securities of the company (or of any other company) credited as paid up in full or otherwise.
- q) To establish any carry on business of curio shops, as tour safari guides, travel agents, promoters of tourism agents for expeditions, operators of safari and game park lodgments, transporters, facilitators of any class of travelers or goods of any description and to do anything that is related to tours and safaris anywhere in Zimbabwe or any other parts of the World.

4/.....



- r) To borrow money for any of the objects or for any purpose of the company and secure the repayment of such money on the security of any part of the movable or immovable property and assets of the company, including by the issue of mortgage bonds, general bonds, debenture bonds, debenture or debenture stock, or by otherwise charging, pledging or hypothecating any of the assets of the company, movable and immovable.
- s) To enter into any arrangement with any government or authority, supreme, municipal local or otherwise, and to obtain from any such government or authority any rights, concessions or privileges that may seem conducive to the attainment of the company's objects or any of them.
- t) To establish and support or aid in the establishment and support of clubs, associations, funds, trusts and conveniences calculated to benefit and to grant pensions and allowance to, and make payment for or towards life or other insurance or assurance of existing or former employees, officers or directors of the company, or the dependents or connections or such persons and generally to subscribe or guarantee money to or for charitable benevolent objects or for any exhibitions or for any public general or useful object.
- u) To pay out of the funds of the company all expenses which the company may lawfully pay of or incidental to the formation, registration and advertising of or the raising of money for the company, or the issue of its capital including brokerage and commission for obtaining applications for taking placing or underwriting shares, debentures or debentures stock.
- v) To distribute among the members of the company any of the property of the company, and in particular any shares, debentures or securities of other companies belonging to this company or of which the company have the power of disposing.
- w) To do all such things as may be incidental or conducive to the attainment of the above objects or any of them.

3)The liability of the members is limited.

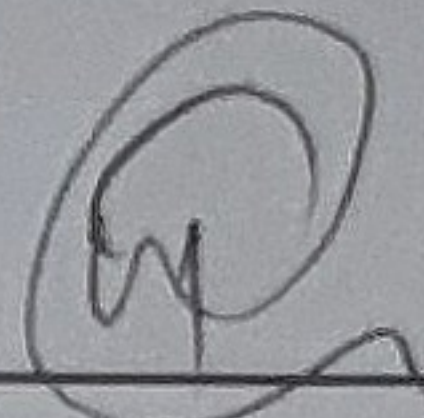
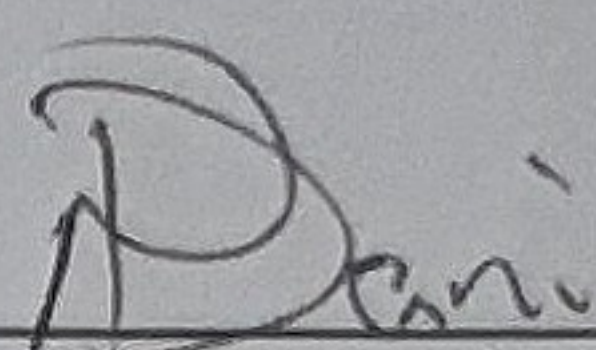
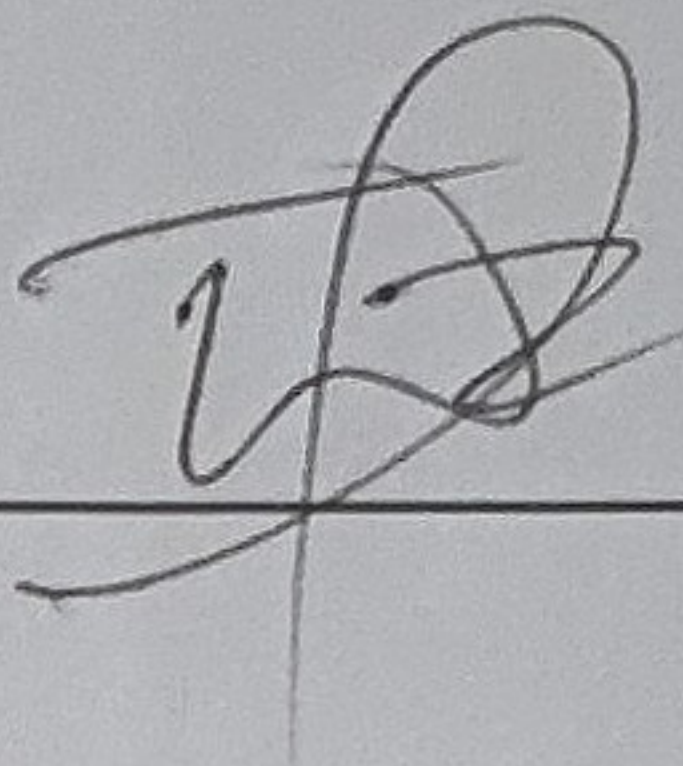
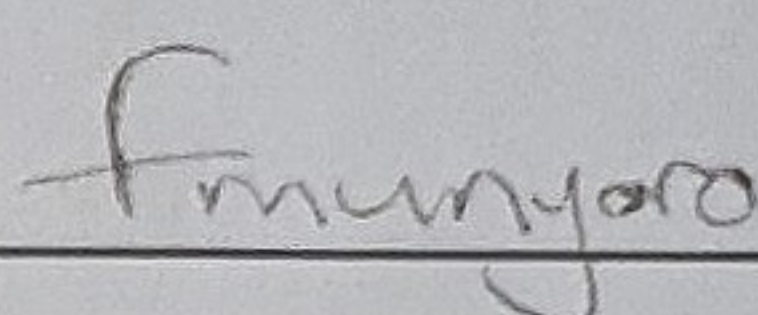
4) The shares of the company shall be Twenty Thousand ( 20 000) ordinary shares.

5/.....

*Gemstones Agri Supplies (Private) Limited*



We, the several persons whose names, 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 out opposite our respective names.

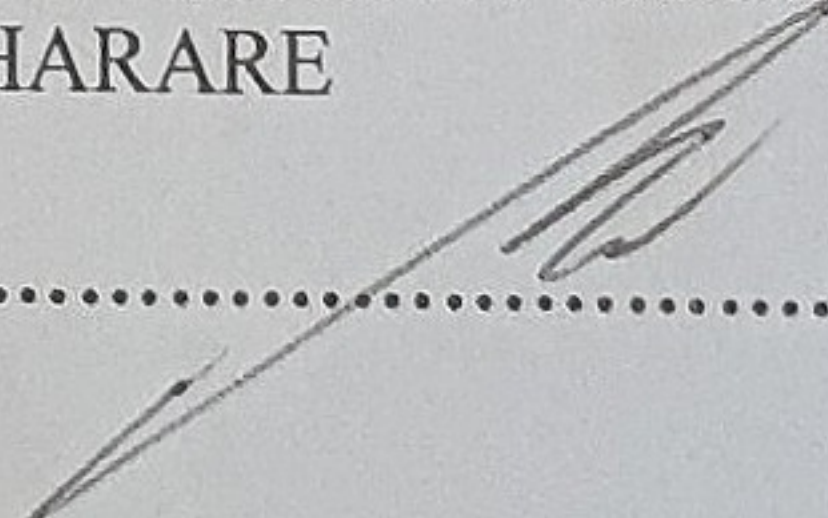
Name, Address and Occupation	Number of Shares	Signature
JESSIE MUKONDIWA 35 WOODGATE ROAD MT PLEASANT HARARE  DIRECTOR	ONE [1]	
NADINE DANAI MUKONDIWA 35 WOODGATE ROAD MT PLEASANT HARARE  DIRECTOR	one (1)	
WILLIAM TAPIWA ZHAKATA 14521 NARIRA CRESCENT GLEN NORAH A HARARE  DIRECTOR	one (1)	
FELISTAS MUNYORO 14521 NARIRA CRESCENT GLEN NORAH A HARARE  DIRECTOR	one (1)	
TOTAL SHARES TAKEN	four [4]	

Dated at Harare this.....19TH.....day of.....MAY.....2022

Witness

Full Name : TSIGA MUDZINGWA  
Occupation : CONSULTANT  
Address : 279 HERBERT CHITEPO  
HARARE

Signature

  
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