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Receipt No. 91681620

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095378

2939/2024

No.



ZIMBABWE

THE COMPANIES OFFICE
EX 15

22 FEB 2024

P.O. BOX CY 177, CAUSEWAY
ZIMBABWE

Certificate of Incorporation

FENTAK FREIGHT SERVICE DELIVERY (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.....

22ND

FEBRUARY

24

this day of, 20

Registrar of Companies

2

ZIMBABWE

Form CR 6

Sections 217 and 241 of Act

Sections 10, 11, 13-18, 20 of Regulations

No. Of Entity: 2939/2024

COMPANIES AND OTHER BUSINESS ENTITIES ACT

(CHAPTER 24:31)

Particulars (a) of Register of Directors and Secretaries

and of any changes there in

or

A list(a) of Directors and Principal Officer of a Foreign Entity

Name Of Entity : FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED

To the Registrar of Companies,

HARARE

Presented for filing by... W. Homera

K 2761

Katanga

Norton



91681620

9 FEB 2024

2

ZIMBABWE

Form No. C.R. 5

Section 31 and 241 of Act

Section 10, 11, 13, 14, 15, 16, 17, 18, 20 of Regulations

COMPANIES AND OTHER BUSINESS ENTITIES ACT

(CHAPTER 24:31)

Number of Entity

2939/2024

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: FENTAK FREIGHT SERVICE DELIVERY (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 entity-

- (a) (i) * Is/was situated... 18825 CURVERWELL ROAD, ARCADIA, HARARE
- (ii) The postal address is/was - 18825 CURVERWELL ROAD, ARCADIA, HARARE
- (iii) the email address is... fentakfreightdelivery@gmail.com

❖ (b) Has been changed from the above address to

- (i) Situation at
- (ii) Postal address at
- With effect from DATE OF INCORPORATION

(Signed) SECRETARY/PRINCIPAL OFFICER

This 19th day of February 20 24

Presented for filing by Weekmore Homera
K 2761
Katanga
Norton

*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 changed address designates 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

19 FEB 2024

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2939/2024

ZIMBABWE

COMPANIES AND OTHER BUSINESS ENTITIES ACT (CHAPTER 24:31)

MEMORANDUM AND ARTICLES OF ASSOCIATION

OF

FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED

PRESENTER

W. HOMERA

K 2761

KATANGA

NORTON

FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED





19 FEB 2024

916816200

ZIMBABWE

THE COMPANIES AND OTHER BUSINESS ENTITIES ACT (CHAPTER 24:31)

MEMORANDUM OF ASSOCIATION

OF

FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED

1. The name of the Company is **FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED**
2. The objects for which the Company is established are;
 - a) To carry on the business of trade of customs clearing agents, freight forwarding agents, shipping agents, exporters, warehousemen and any other business related thereto.
 - b) To carry on the business of providing, on such terms as the company may deem expedient, all or any of the business of management, secretarial, personnel,

FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED

marketing, manufacturing, advertising, publishing, promoting and engineering consultants and any other business usually carried on in connection therewith.

- c) To carry on the businesses or trade of general dealer, hardware dealers, retailers, stationers, printers, hairdressers, beauticians and any other business usually carried on in connection therewith.
- d) To carry on any or all of the business or trade of transport operator, bus service operator, commuter transport operator, taxi car hire, driving school, travel and tourism agency and any other business usually carried on in connection therewith.
- e) To purchase, take on lease, hire or by any other means acquire land, buildings, or property movable or immovable, and any rights whatsoever in respect thereof or of any of them which may enhance the value of any other property or business of the company and any other business usually carried on in connection with real estate.
- f) To subscribe or take purchase or otherwise acquire and hold any shares or other interest in or securities of any other company having objects altogether or in part similar to those of this company or carrying on any business capable of being conducted so as to directly benefit this company.
- g) To enter into any agreement 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.
- h) To carry on the business or trade of builders, building contractors, civil engineers and contractors, general contractors, electrical and mechanical engineers and any other business usually carried on in connection therewith.
- i) To carry on the business of providing, on such terms as the company may deem expedient, all or any of the business of management, secretarial, personnel, marketing, manufacturing, advertising, publishing, promoting and engineering consultants and any other business usually carried on in connection therewith.
- j) To purchase or by any other means acquire and protect, protect, prolong, extend and renew whether in Zimbabwe or elsewhere any copyright, patent rights, trade marks, designs, rights of production, rights of publication or other rights, brevet d'invention, and licenses which may appear likely to be advantageous or useful to the company and to use and turn to account and to manufacture under a grant licences or privileges in respect of the same, and to sell, charge, pledge or

otherwise dispose of the same, or 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.



- k) To carry on any of the said business either as principal or jointly with or in connection with or in co-operation with or in partnership or any kind of association with any other person, company or body, or by or through any kind of association with any other person, company or body, or by or through any kind of agent or agents, or as agent of any kind for any other person, company or body.
- l) To acquire and undertake the whole or any part of the business goodwill and assets of any person, firm or company carrying on or proposing to carry on any of the business which this company is authorised to carry on, and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company, or to acquire any interest in, amalgamate with, or enter into any arrangements for sharing profits or for co-operation or for limiting competition or for mutual assistance of partnership with any such person, firm or company and to give or accept by way of consideration or any of the acts or things aforesaid, or property acquired, any shares, debentures or securities that may be agreed upon, and to hold and retain or sell mortgage and deal with any shares, debentures or securities so received.
- m) To sell or otherwise dispose of the whole or any part of the undertaking of the company either together or in portions for such considerations as the company may think fit and in particular for shares, debentures or securities or any company purchasing.
- n) To remunerate any person, firm or company rendering service to the company whether by cash payment or by the allotment to him or them of shares or securities of the company (or of any other company) credited as paid up in full or otherwise.
- o) To pay out all company expenses which the company may lawfully incur incidental to the formation, registration and advertising of capital including brokerage and commission for obtaining application for, or taking, placing or underwriting shares and debentures stock.
- p) To distribute among the members of the company in kind any of the property of the company and in particular any shares, debentures or securities of the other company's belonging to this company of which the company may have power of disposing.

q) 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 number of ordinary shares of the company is 2 000 (two thousand), with the power to reduce or increase the capital to divide the shares in the capital for the time being into several classes and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges or conditions.

5. We, the several persons whose names, addresses and occupations are 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 each person's respective name.

NAME, ADDRESS AND DESCRIPTION TAKEN BY EACH SUBSCRIBER	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURE OF THE SUBSCRIBER
OWEN TAKUDZWA MAGODYO 7 MARGARET CLOSE HATFIELD HARARE DIRECTOR	FIFTY	
TREVOR TENDAI NYONI 7 MARGARET CLOSE HATFIELD HARARE DIRECTOR	FIFTY (50)	
TOTAL NUMBER OF SHARES TAKEN	100 ONE HUNDRED	

Dated at Harare this 19th day of February 20 24

WITNESS TO THE ABOVE SIGNATURES

Full Name: Weekmore Homera
Occupation: Secretary
Address: K 2761, Katanga
Norton

Signature:





ZIMBABWE

THE COMPANIES AND OTHER BUSINESS ENTITIES ACT (CHAPTER 24:31)

ARTICLES OF ASSOCIATION

OF



FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED

1. Subject hereinafter provided the articles contained in table B of the sixth schedule of the Companies and Other Business Entities Act (Chapter 24:31) shall apply to this company and deemed to be adopted
2. The first Directors shall be:
 - i. OWEN TAKUDZWA MAGODYO
 - ii. TREVOR TENDAI NYONI
3. The registered office of the company shall be situated at such a place in Zimbabwe as the Directors may from time to time determine.

FENTAK FREIGHT SERVICE DELIVERY (PRIVATE) LIMITED

4. The Company is a private company and accordingly: -
 - a) The right to transfer shares is restricted in the manner hereinafter prescribed.
 - b) The number of members of the Company (exclusive of the persons who are in employment of the Company, and of persons who, having been formerly in the employment of the Company, were while in such employment and have continued after determination of such employment to be members of the Company) is limited to fifty (50), 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 offer for any shares or debentures of the company is prohibited.
5. The Directors may from time-to-time call upon members in respect of any monies unpaid on their shares and not the conditions of allotment thereof made payable at fixed times, and each member shall pay the company at the time or times and place so specified the amount called on his shares. A call may be revoked or postponed as the Directors may determine.
6. The Directors may in their absolute discretion, and without assigning any reason thereof, decline to register any transfer of any share whether or not it is a fully paid share.
7. No business shall be conducted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business; unless otherwise determined by the company in a General Meeting, two members present in person or by proxy shall be quorum.
8. Subject to the provisions of the Act, a resolution in writing signed by all members for the time being entitled to receive notice of and to attend and vote at general meetings or being corporations, by their duly authorised representatives shall be as valid and effective as if the same had been passed at a general meeting of the company duly convened and held.
9. The first Directors shall be subscribers to the Memorandum and Articles of Association and shall hold office until Directors are appointed by the Company at a General Meeting.
10. The number of Directors shall not be less than two (2) nor more than six (6).
11. Each Director may from time to time appoint any person who is approved by the remaining Director or Directors to act as alternate Director in his place during his absence or inability to act as a director.

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.

FULL NAME AND ADDRESS	OCCUPATION	SIGNATURE
OWEN TAKUDZWA MAGODYO 7 MARGARET CLOSE HATFIELD HARARE	DIRECTOR	
TREVOR TENDAI NYONI 7 MARGARET CLOSE HATFIELD HARARE	DIRECTOR	

Dated at Harare this 19th day of February 20 24

WITNESS

Full Name: Weekmore Homera
Occupation: Secretary
Address: K 2761, Katanga
Norton

Signature:



