



Autoease Group
Perspicacity



City Investments
Exceeding Expectations



AUTOEASE GROUP

P/L PROJECTS

Autoease Group

Perspicacity

OVERVIEW



AUTOEASE GROUP P/L



Wellington Will Tsepo

Mswela

AUTOEASE GROUP P/L PROJECTS OVERVIEW



DOCUMENT

PROJECTS OVERVIEW

PREPARED BY

**PRESIDENT, CEO AND CHAIRMAN
WELLINGTON WILL TSEPO MSWELA**

DATE

**November 2014 &
Updated October 2023**

AGPL

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Malawi.
MOBILE: +265 997 50 04 89

CORRESPONDENCE OFFICE

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Riding AH, Roodepoort, Johannesburg, Gauteng,
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Telephone: +27 83 415 7367, +27 76 971 3653

E-mail: atntrim@outlook.com; Web: www.autoeasegroup.co/website.com/autoeasegroup; F: www.facebook.com/autoeasecom; www.facebook.com/autoeasncapital

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Company Overview

Autoease Group (Pty) Ltd was ignited by a team of Zimbabwean, Malawian and South African entrepreneurs which will provide EPC (**Engineering, Procurement and Construction**), Construction, Space: - Satellite, Telecommunications, Internet access, Cellular Service (Operator and Phones Manufacturing), Logistics (Aerospace and Ground Transportation), Telemedicine, and Market Specific Solutions to the general public with efficiency, speed and quality in mind.

The company will be trading as **TeleSpace Incorporation** and **Autoease Telecommunications Technology** in Telecommunications and will penetrate the market with the **MegaGig** range of products. The TeleSpace, **My City Investments** projects and Logistics.

WHO WE ARE

A strong emerging Multifaceted franchise in Southern Africa operating in eight countries in Africa and one in Asia

Autoease Group Limited is the parent company of a number of companies operating under the Autoease, Dronelab Technologies Africa, TeleSpace Incorporation Africa and My City Investments brands in sub-Saharan Africa, with operations in Botswana, Ghana, Mozambique, Tanzania, Zambia and Zimbabwe. A group management support services company is located in South Africa.

Autoease Group Proprietary Limited (**Reg. No. 2018/444431/07**) and My City Investments Proprietary Limited (**Reg. No. 2018/444502/07**) are registered in South Africa. We will have a primary listing on the Johannesburg Stock Exchange and a secondary listing on the Zimbabwe Stock Exchange.





OUR MISSION, VISION & CORE VALUES



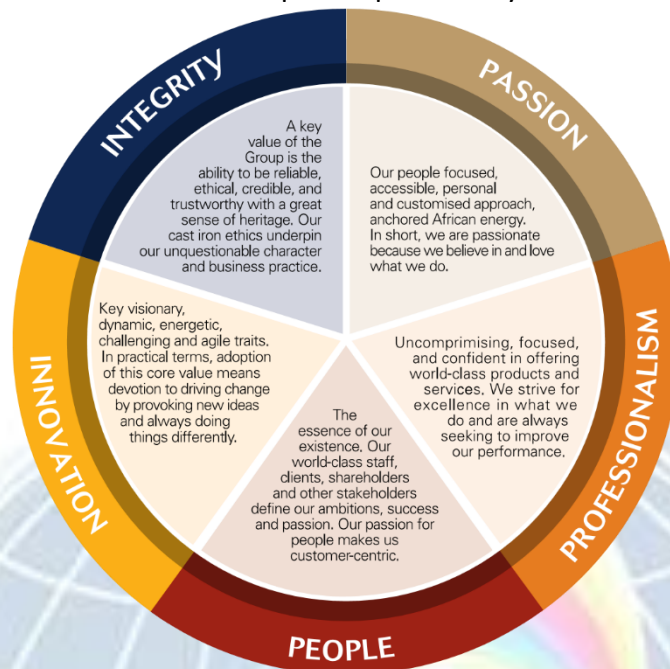
With a clear vision and core values

Our Mission is to achieve the reputation of a quality, high standard & reliable solution & service Provider Company in the industry.

Our Vision is to achieve 100% customer satisfaction by delivering quality products and services at an affordable cost. Our forward vision is to strive to become an entity in technology based corporate solutions, capable of demanding unconditional response from the targeted niche. We also believe that for our scope of improvisation – sky is the limit and we are always ready to take our achievements to the next level. We are growing and would always like to remain on the growing streak.

Autoease Group's vision is to be Africa's preferred logistics partner by offering world-class logistics solutions. We will realise this by building profitable, lifelong customer relationships through the provision of a wide range of innovative logistics products and services – to the benefit of all our shareholders.

AGPL's core values centre on five distinct areas. They remain the guiding principles by which we operate and form the basis of our corporate personality.



Our keys for development:

- Desire for Excellence
- Trust and confidence build-up
- Innovation
- Transparency
- Teamwork

We believe in

- Motivation
- Collective responsibility and leadership
- Professionalism and ethics
- Adding values to our client needs

AUTOEASE GROUP P/L OPERATIONS ABROAD

AGPL closely works for establishing business setup at African, Asian and Middle East market. Targeted companies are jointly involved in providing various systems and solutions to different economic sectors and are considered as one of the fastest growing and leading solution provider company.



PROJECTS

Telecommunications, Aerospace, Defense, Security, Ground Transportation, Agri-Business, Health, Construction, EPC (**Engineering, Procurement and Construction**), Energy solutions, Mining and Market Specific Solutions

COOPERATION OR PARTNERSHIP TYPE

AHPL is now looking to partner with local a companies or the African Governments to launch which ever projects the Governments prioritizes.

We will be using first world first class technology and resources to implement projects. We need Financial and Technical partners. We're going to be doing the projects in Africa.

AREAS OF COOPERATION

The Areas of cooperation or Industrial Partnership we intend to work together includes: -

1. **Ground Transportation:** - Tolling System, Instrumentation, Urban Mobility, Roads and Highways Management Solutions, Roads and Highways Construction, Main Railways Systems and Management, Maintenance and Support.
2. **Defence:** - Air Forces, Land Forces, Naval Forces, Joint Systems, Radio Communications, Training Solutions, Military Communications, Resilient Networks, Unmanned Aerial Vehicle Systems
3. **Security:** - State, City, Critical Infrastructure, Critical Information Systems and Cybersecurity, Big data.

4. **Space:** - Earth Observation, Telecommunications, Mobile Phones Manufacturing, Navigation, Mobile Satellite Services, Stratobus, Ground Stations (Teleports) in Africa that will be offering all Satellite Services in Africa.
5. **Aerospace:** Air Traffic Management Systems, NextGen, SESAR, Turnkey Solutions for Airports), Flight Avionics, InFlyt Experience, Electrical Systems, Training Solutions, Navigation Solutions, Flight Deck, Avionics and Equipment, Support and Services.
6. **Maritime:** - Marine Traffic Management Systems, Full Turnkey Solutions for Marine Harbours, Inland Ports, Canals Construction, Voyagers, Cargo Vessels, Naval, On-Board Experience, Electrical Systems, training Solutions.
7. **Market Specific Solutions:** - Lasers, Microwave & Image Sub-Systems, training Solutions.
8. **Drones Manufacturing, Sales and Services:** -
 - Agriculture
 - Industrial Inspection
 - Health Delivery
 - Photography and Cinema
 - Meteorological Data
 - Geological and Topography
 - Aerial Photography and Mapping
 - Security and Defence
 - Taxi Drones

9. Bluetooth Laser Keyboard

This Laser Projection keyboard will work via Bluetooth HID. connection to main devices, like Tablet PC, Smartphone, Desktop PC and Video game. As a new input device, using the built-in infrared laser transmitter to project the standard keyboard on the working surface. small size, easy to carry, this projection keyboard can adapt to most of the working environment.

This product emits infrared light from the lower end of the product to detect objects such as fingers. When an object passes through the are illuminated by the infrared light source, any infrared light reflecting off an object is detected by the sensor. Information on the position and movement of the object is then analyzed to perform the product's role as a keyboard

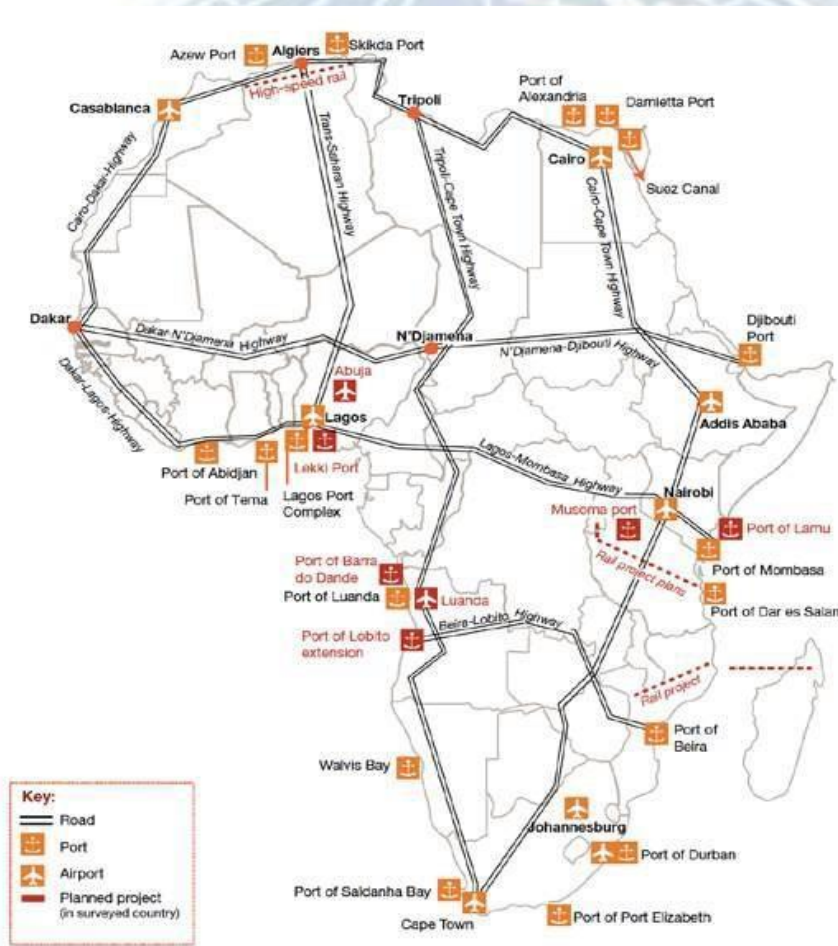
10. Body Revolution Workout Machine

- Six Pack Plus Twister
- Different ways to Exercise. Keep you in Shape
- Work all the Major Muscle Group.
- Best Choice for Exercise
- Making Slim Fast anywhere, anytime.

11. The projects on line and approved

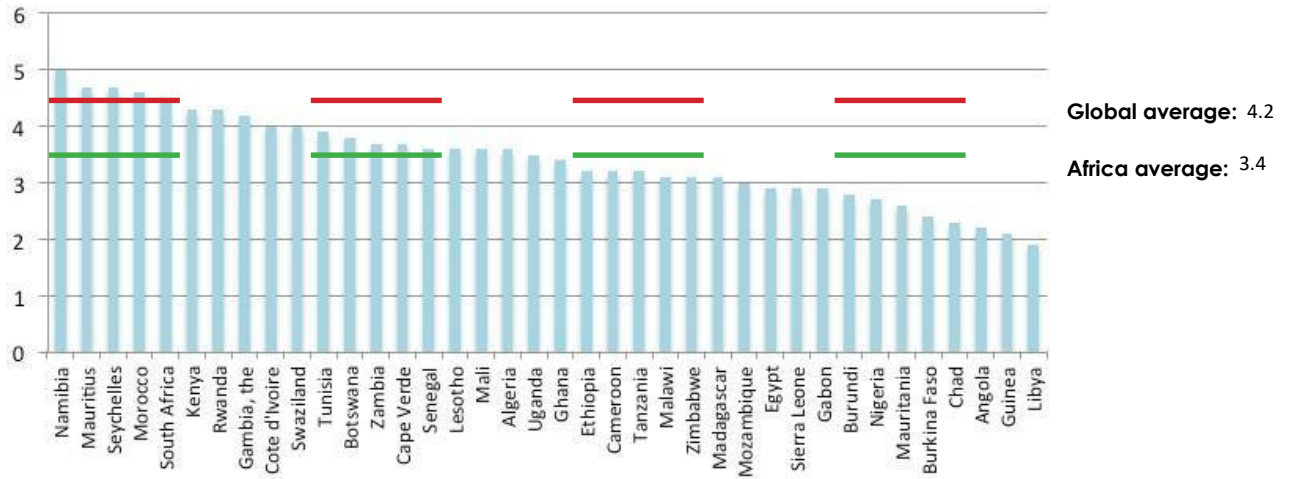
- Building Affordable Houses (Eco Cities) in South Africa. Full Offer available.
- Building airports in Malawi. Government guarantee are in place.
- Building airports in Zimbabwe. Deeds available.
- **Developing a harbor, an Africa Marine Hub in Ghana (AUTOEASE GROUP INITIATIVE)**. Government guarantee is being put in place.
- Building 500,000 houses mix low and high cost in Ghana **(Mitop/Mgoboyi Consulting/Autoease Group)**. Government guarantee are in place.
- Building 100,000 houses mix low and high cost in Ghana **(Mitop/Autoease Group)**. Government guarantee are in place.
- Building border post between Zimbabwe and Zambia. Zambia government guarantee are in place.
- Boankry Inland Port in Ghana **(Namino Your Partners/TSEPOMPUMI Group/Autoease Group)**. Ghana government guarantee are in place.
- National Railways Project in Ghana **(Namino Your Partners/TSEPOMPUMI Group/Autoease Group)**. Guarantee is in place.
- **Developing a Volta Canal Inland Port in Ghana (AUTOEASE GROUP INITIATIVE)**. Government guarantee is in place.
- 100,000 ha Forest plantation Ghana. Government guarantee are in place **(Intra States Travel & Projects/Autoease Group)**.
- **Developing an Africa Aviation Hub in Ghana & Africa (AUTOEASE GROUP INITIATIVE)**. The Project covers 5 Airports and 2 Aerotropolis Projects. Guarantee in form of Universal Aviation License to Build Own Operate Private Airports and Airlines and Ghana Government MOU to support our Initiatives is in place.
- Building 273,500 houses mix low and high cost plus mixed development in North West **(Namino Your Partners/BOAATO Group)**.
- Building 573,500 houses mix low and high cost plus mixed development in Gauteng **(RITCH ONE INITIATIVE)**.
- **Developing an Africa Aviation Hub in South Africa (AUTOEASE GROUP INITIATIVE)**. Guarantee in form of Licence and some works on site which includes Graveled 2,500m Runway and 120,000l Fuel Tanks and fencing is in place.
- 100,000 bee hive planting in Mozambique. Government guarantee are in place.

- Developing the Africa tourist centre including Autoease hotel's city centre 300,000 houses, office buildings in Ghana & Africa (**Intra State Travel & Projects/AUTOEASE GROUP INITIATIVE**). Guarantee is being put in place.
- Desalination plants in Cape Coast and Wineba Bay in Ghana (**AUTOEASE GROUP INITIATIVE**). Guarantee is in place.
- Building 100,000 houses mix low and high cost in Sierra Leone (**Africa Construction Energy/Autoease Group**). Bank guarantee are in place.
- Building 20,000 houses mix low and high cost in Mozambique (**Mozdev/Autoease Group**). Government guarantee are in place.
- Building 500,000 houses mix low and high cost in Zimbabwe (**New Age Properties/Autoease Group**).



Transport infrastructure gateways, corridors and projects across Africa (planned and existing)

Overall quality of transport infrastructure in Africa
 Scores ranging from 1 (extremely underdeveloped) to 7 (extensive and efficient) ²



² World Economic Forum, '2014/2015 Global Competitiveness Report', <http://www3.weforum.org>

Transport indicators by African region ¹

Region	Road network (kilometres)	Rail network (kilometres)
North Africa	347,451	19,931
West Africa	434,910	9,717
Central Africa	186,471	2,526
East Africa	476,558	6,687
Southern Africa	574,484*	51,119

Note: *excludes South Africa

Seaports, roads, railways and airports will each form a part of the successful development of transportation hubs across the continent. As noted, projects have been initiated throughout Africa across the various modes, with regional hubs emerging across the continent to be used as points to initiate economic development and trade.

12. MY CITY EXPRESS INTRODUCTION:

My City Express Investments Limited wishes to operate a cross border bus route operation between Johannesburg, Durban, Port Elizabeth, Cape Town - South Africa and Lilongwe, Mzuzu, Mzimba, Mangochi, Blantyre in Malawi, Harare, Bulawayo, Gweru, Kwekwe, Kadoma, Gokwe, Chegutu, Chinhoyi, Kariba, Mutare, Victoria Falls, Zvishavane - Zimbabwe, Lusaka - Zambia and Gaborone -Botswana. The Zambia -Botswana route starts from Lusaka Zambia via Kazungula/Kasane border passing Pandamatenga through Nata, Francistown, Palapye, Mahalapye up to Gaborone. The total distance between Lusaka and Gaborone is about 1500 kilometres.

The wish to operate on this route and other SADC routes is in line with the Company's vision of opening-up all borders of S.A., Zimbabwe, Malawi and Zambia.

43 buses to be acquired My City Express which will be under the management of My City Express is the Bus Company that opened up the route between Lusaka-Zambia and Windhoek-Namibia.

12.1 DESCRIPTION OF THE PROJECT

12.1.1 Background: -

SADC is experiencing some economic growth challenges at the moment though the prospects for the future are encouraging. There has been marked growth in the Transport sector. There are signs of transport needs in most parts of the Region and the region as a whole.

12.1.2 Project definition

My City Express Investments Limited is a Logistics Company born out of an interest to operate cross border routes. The main base of My City Express Investments Limited is Johannesburg with Main operational offices in Gaborone – Botswana, Harare, Bulawayo, Gweru, Kadoma, Chegutu, Kwekwe, Mutare, Victoria Falls, Plumtree –

Zimbabwe, Lilongwe, Blantyre, Nkatha Bay, Mangochi, Mzuzu, Mzimba, Blantyre- Malawi, Windhoek, Groetfontein, Tsumeb, Katima Mlilo – Namibia, Dar-Es-Salam, Arusha -Tanzania, Nairobi, Mombasa – Kenya, Kampala-Uganda, Lusaka- Zambia this office is managed by My City Express the managing Company for My City Express Limited. The other routes include South Africa- Zambia via Chirundu, South Africa – Malawi via Tete, South Africa – Botswana, Zambia – Malawi

12.1.3 Project impact

The project is intended to compliment the current Bus services providers on the Zambia -Botswana, South Africa – Zimbabwe, South Africa- Malawi, South Africa - Zambia, South Africa-Botswana, South Africa -Angola, South Africa to Mozambique, Zimbabwe- Zambia, Zambia-Malawi, Zimbabwe-Namibia, Zimbabwe – Botswana, Zimbabwe-Malawi routes. Currently there is only one Bus operator from Botswana who is providing the service, the rest of the Zambian operator terminate at the borders. This is what makes this proposal unique in the sense that My City Express will be the only operator from Zambia that will be crossing to go up to Gaborone.

12.2 DESCRIPTION OF THE INVESTMENT

12.2.1 Operations

The project will essentially comprise of at least Forty-eight 70 seater luxury and semi luxury coaches that will be transporting passengers between Lusaka and Gaborone, Lilongwe, Mzuzu, Mzimba, Blantyre, Mangochi, Johannesburg, Johannesburg and Lilongwe, Harare and Lilongwe, Mzuzu, Mzimba. Considering the financial obligations that are needed in order to kick start this project, My City Express alone is unable to meet all the needed requirements.

This route is very different from the other cross border routes since these are already existing routes with a lot of potential and can give returns in many folds. My City Express has been operating Zambia-Botswana route under the management of My City Express and the results have been encouraging. My City Express Investments Limited will operate under the management of Mr. Webster Mundawarara the Managing Consultant from My City Express Zambia.

It is proposed that My City Express Investments Limited under which all documents relating to the proposed routes are registered will move in with one bus. It is further proposed and agreed that My City Express will operate under routes name to be known as Zambia – Botswana, Zambia -Botswana, South Africa – Zimbabwe, South Africa- Malawi, South Africa-Zambia, South Africa-Botswana, South Africa -Angola, South Africa to Mozambique, Zimbabwe-Zambia, Zambia-Malawi, Zimbabwe-Namibia, Zimbabwe – Botswana, Zimbabwe-Malawi Express and the buses shall be labeled as such.

12.2.2 Services to be supplied

My City Express wants to provide to the market a good reliable transport service between Lusaka and Gaborone, Lilongwe, Mzuzu, Mzimba, Blantyre, Mangochi, Johannesburg, Johannesburg and Lilongwe, Harare and Lilongwe,

Mzuzu, Mzimba. Some of the offering envisaged at start up include two departures to and from Lusaka on weekly basis.

12.2.3 Target market

Potential customers on the route Lusaka – Gaborone will emanate from the following:

-

- 1) Businessmen and women from Zambia, Tanzania, Uganda, Kenya, Burundi, Rwanda, DR Congo, Zimbabwe, Botswana, Angola, Namibia, Mozambique and South Africa including Malawi.
- 2) Tourists from across the Region and beyond.
- 3) Relatives and friends working across the two borders of Zambia and Botswana.
- 4) Students studying across the two borders and beyond.
- 5) High net-worth individuals
- 6) Owning at least one Vehicle
- 7) Using smartphones
- 8) Leisure seeking, new experiences
- 9) Looking for value and loyalty in key purchases

12.2.4 Operations Management

The Bus Service business requires specialist skills. The company has engaged My City Express as the managing Company and Mr. Webster Tamai Mundawarara will be the managing Consultant offering consultancy services to the company.

As transport activity is subject to transport regulations and concerns, it is important that the business should engage a consultant to advise on important matters such as the competitive advantage and appropriate strategies to overcome the competition and remain profitable in the business.

PROFILES:

THE LATE MR. WEBSTER MUNDAWARARA'S VISION FOR THE SOUTHERN AFRICAN PUBLIC TRANSPORT SECTOR

1. To ensure that the sector matches the standards of other advanced countries in and outside the region by introducing suitable transport policies that will stand the test of time.

- To ensure that the position of Botswana, Zimbabwe, Zambia and Malawi as landlocked countries is advantageously and fully utilized by opening up cross border routes to all neighbouring countries.

12.2.5 Investment Plan

In order to ensure that the objectives of the projects are met the Company is planning to make the following investments

Quantity	Description	Amount
18	Truck 400 (FREIGHTLINER, DAF, MERCEDES-BENZ, SCANIA, VOLVO, MAN)	USD\$35,000,000
8 Countries	USD\$2,000,000 each Capitalization Required for Licensing	USD\$16,000,000
48	Buses (MVC SEMI-LUXURY AND LUXURY, IRIZAR, MARCOPOLO, MAN, MERCEDES-BENZ)	USD\$23,400,000
25	10 Ton Box Trailers, 34 TON SUPER LINK SIDE TIPPERS, 34 TON SUPERLINK FLAT DECKS, 34 TON TAUTLINERS	USD\$4,000,000
250	YELLOW METAL MACHINES	USD\$120,000,000
3	RTMS & Intelligence Transit System (ITS)	USD\$6,000,000
2,000	DRONELAB TECHNOLOGIES AFRICA DRONES	USD\$6,000,000
200,000	Africa Commercial Hub: Housing Units, Hospitals, Railways, Shopping Malls in Ghana, Kenya, Zimbabwe, Botswana, South africa, Liberia	USD\$575,500,000,000
3	Africa Aviation Hub, Africa Marine Hub, Africa Industrial Hub: Oil and Gas Production, Manufacturing	USD\$215,500,000,000
3	Africa Tourism Hub: Wood Forest Production and Sales, Tourism Cities, Culture Centres	USD\$1,500,000,000
40,100	TELESPACE Cellphone units	<u>USD\$6,011,975.00000</u>
	Total project cost	<u>USD 851,511,000,000</u>

CONTACT US

-  Chairman Wellington Will Tsepo Mswela,
 President, CEO and Executive Chairman
 Autoease Group, CORPORATE OFFICE: 5072 Diphoko Street, Zone 6, Tumahole, Parys, Free State, 9585, South Africa. Telephone: +27 76 130 2757, +27 76 971 3653.
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 www.facebook.com/autoeasecom ; www.facebook.com/autoeasecapital;

AUTOEASE GROUP P/L PROJECTS OVERVIEW



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BW	+267 74 262 753 (David Mashonja)
GH	+233 24 153 7414 (Professor Nana Ontipa Kofi) +233 27 904 1546 (Goodhead Docas Okyere) +233 24 406 4430 (Steve Liss) +1 (610) 945- 5087 (Rev Lord Boadu) +233 24 488 4841 (Maxwell Agyemang) +233 24 049 8112 (Esther Mensah) +233 24 356 7620/+233 20 874 1510 (Eng. Isaac Kweku Boakye) +233 26 616 1879 (Kwasi Asare Boateng)
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PAKISTAN:	+92 311 6411174 (ZNG Ner AWS)

APPENDIX 1

REGISTRATION CERTIFICATES





Welcome Letter

Registration Number: 2018 / 444431 / 07
Enterprise Name: AUTOEASE GROUP

Date: 2020-12-28

Dear customer

WHAT TO DO AFTER REGISTERING A COMPANY

AUTOEASE GROUP (2018 / 444431 / 07)

Congratulations on registering your company. The Companies and Intellectual Property Commission (CIPC) wishes you all the best in your business endeavours.

Registering your company is only the first step in managing it. Throughout its life span, a company is required to maintain its information and legal status with the CIPC. Failure to do so may have serious consequences for your company and your business activities, as it may result in deregistration, investigation, administrative fine or prosecution.

The Companies Act, 2008 places compliance requirements on all registered entities throughout its life cycle, which includes any changes to the company information, annual return filings (which includes filing of annual financial statements or financial accountability supplements) and deregistration. Set out on the next few pages is an easy guide to assist you with managing your company compliance obligations. The table is not a legal document but rather a guide to some of the most pertinent requirements that must be adhered to.

Please ensure that the CIPC always has the latest contact details for the directors or the authorised representative so that important information relating to annual returns, director changes and pending deregistration can be transmitted efficiently and effectively to the correct person. For more information about any of the requirements listed below, please direct your enquiry to:

- Website: www.cipc.co.za
- Fax: 086 517 7224
- Tel: 086 100 2472

Kind regards,
Adv Rory Voller

Physical Address

the dti Campus - Block F
77 Meintjies Street
Sunnyside 0001

Postal Address: Companies

P O Box 429
Pretoria
0001

Docex: 256

Web: www.cipc.co.za
Contact Centre: 086 100 2472 (CIPC)
Contact Centre (International): +27 12 394 9500





Welcome Letter

Registration Number: 2018 / 444431 / 07
Enterprise Name: AUTOEASE GROUP

Compliance Activity	Notes	Process/Form
Retrieving your Company MOI Documents and Certificates for E-Service New Company registration	<ul style="list-style-type: none"> Confirm correct cell phone and e-mail address by editing / updating your customer profile. Go to www.cipc.co.za / click on On-line transactions / login with customer code and password / click on edit customer details. Only the directors may retrieve company documents. Each director must register their own customer code and password. The ID of the director links to all the companies he/she is a director. 	<ul style="list-style-type: none"> Go to www.cipc.co.za Click on On-line transacting Login with customer code and password Click on Certificates and Disclosures Click on MOI Documents – select transaction The system generates the document and send it to the customer's e-mail address.
Annual Returns	<ul style="list-style-type: none"> Due on anniversary date of company's incorporation date. Must be filed within 30 business days of its due date. Must be filed electronically via the CIPC website. A fee is payable at the time of filing that is dependent on the turnover of your business. An Annual return is not the same as a tax return which is filed with SARS. Failure to file the annual returns will result in your company being deregistered. 	A step-by-step guide on how to file annual returns can be viewed on the CIPC Annual Return website (annualreturns.cipc.co.za) by clicking on the link at Step 4.
Financial Statements	<ul style="list-style-type: none"> All companies (except external companies) are required to prepare financial statements within 6 months after its financial year end. Some companies are required to audit financial statements. Please refer to Companies Regulation 28 read with Companies Regulation 26. All companies (except external companies) must file with its Annual Return either Annual Financial Statement or Financial Accountability Supplement. Please refer to section 33 of Companies Act, 2008 read with Companies Regulations 28, 29, 30 and 33. 	Refer to the CIPC website www.cipc.co.za / maintaining your company for detailed explanation of process and requirements.
Changes in directors or auditors	<ul style="list-style-type: none"> CIPC must be notified of any changes in the directorship of your company within <u>10 business days</u> of such change on a form CoR39. CIPC must also be notified of any changes to the auditor (appointment, resignation or removal) of your company within 10 business days of such change on a form CoR44. <p>Note: The appointment of an auditor for certain category of companies, e.g. private or non-profit companies are not mandatory but such may be required if the company reaches certain thresholds. Refer to sections 28 – 31 of the Companies Act, and Companies Regulations 24 – 30 relating to financial record keeping, access to such information and</p>	Refer to the CIPC website www.cipc.co.za / maintaining your company for detailed explanation of process and requirements.





Welcome Letter

Registration Number: 2018 / 444431 / 07
Enterprise Name: AUTOEASE GROUP

Physical Address

the dti Campus - Block F
77 Meintjies Street
Sunnyside 0001

Postal Address: Companies

P O Box 429
Pretoria
0001

Docex: 256

Web: www.cipc.co.za

Contact Centre: 086 100 2472 (CIPC)

Contact Centre (International): +27 12 394 9500





Notice of Incorporation

COR 14.1

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **MADZINGA TATENDA**
Identity / Registration No: **CN938380**
Postal Address: **10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

21 August 2018

3. The company's first financial year will end on:

August

4. The company's registered office address is:

Postal Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

Physical Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

5. Number of initial director(s) of the company as listed in Annexure A

15

6. The company name is:

AUTOEASE GROUP

7. The company's Memorandum of Incorporation, attached in form CoR 14.1
has no provisions of the type contemplated in section 15(2)(b) or (c).

I declare that the information in this application is true. If I am not the Applicant, I declare
that the Applicant has authorised me to make this application.

Signature

Date



Notice of Incorporation

COR 14.1

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **BIYASE BRIGHT ANDILE**
Identity / Registration No: **8405145328087**
Postal Address: **L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

21 August 2018

3. The company's first financial year will end on:

August

4. The company's registered office address is:

Postal Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

Physical Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

5. Number of initial director(s) of the company as listed in Annexure A

15

6. The company name is:

AUTOEASE GROUP

7. The company's Memorandum of Incorporation, attached in form CoR 14.1
has no provisions of the type contemplated in section 15(2)(b) or (c).

I declare that the information in this application is true. If I am not the Applicant, I declare
that the Applicant has authorised me to make this application.

Signature

Date



Notice of Incorporation

COR 14.1

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **LUTHULI JUSTICE BANDILE**
Identity / Registration No: **8706256295084**
Postal Address: **814 HLONGWENI ROAD, UNIT 13 IMBALI TOWNSHIP, PIETERMARITZBURG, KWA-ZULU N.**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

21 August 2018

3. The company's first financial year will end on:

August

4. The company's registered office address is:

Postal Address
**5072 DIPHOKO STREET ZONE 6,
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Physical Address
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TUMAHOLE, PARYS, FREE STATE,
9585**

5. Number of initial director(s) of the company as listed in Annexure A

15

6. The company name is:

AUTOEASE GROUP

7. The company's Memorandum of Incorporation, attached in form CoR 14.1
has no provisions of the type contemplated in section 15(2)(b) or (c).

I declare that the information in this application is true. If I am not the Applicant, I declare
that the Applicant has authorised me to make this application.

Signature

Date



Notice of Incorporation

COR 14.1

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **MSWELA WELLINGTON WILL TSEPO**
Identity / Registration No: **DN576387**
Postal Address: **6440 BUDIRO 5B, GLENVIEW, HARARE, ZIMBABWE, 0000**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

21 August 2018

3. The company's first financial year will end on:

August

4. The company's registered office address is:

Postal Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

Physical Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

5. Number of initial director(s) of the company as listed in Annexure A

15

6. The company name is:

AUTOEASE GROUP

7. The company's Memorandum of Incorporation, attached in form CoR 14.1
has no provisions of the type contemplated in section 15(2)(b) or (c).

I declare that the information in this application is true. If I am not the Applicant, I declare
that the Applicant has authorised me to make this application.

Signature

Date

**Certificate issued by the Commissioner of Companies & Intellectual
Property Commission on Monday, December 28, 2020 at 12:07**



Companies and Intellectual
Property Commission
a member of **the dti** group

Notice of Incorporation

COR 14.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

INITIAL DIRECTOR DETAILS

The incorporators confirm that each person named above has consented to being appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum of Incorporation is attached.



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Property Commission on Monday, December 28, 2020 at 12:07**



Companies and Intellectual
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Notice of Incorporation

COR 14.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

Full Name	Occupation	ID Number / Date of Birth & Country	Appoint. Date	Cellphone Number	Address
MSWELA, WELLINGTON WILL TSEPO		1977-10-15 12:00:00 Zimbabwe	21/08/2018	0625228377	Postal: 5072 DHIPHOKO STREET ZONE 6, TUMAHOLE NGWATHE MUNICIPALITY, PARYS, FREE STATE 9585 Residential: 5072 DHIPHOKO STREET ZONE 6, TUMAHOLE NGWATHE MUNICIPALITY, PARYS FREE STATE 9585
MAFIKA, SELBRAIN MAPASEKA		8902200281086 South Africa	10/02/2020	0782386619	Postal: 33 GREGORY STREET, RANDFONTEIN, JOHANNESBURG, GAUTENG, 1759 Residential: 33 GREGORY STREET, RANDFONTEIN, JOHANNESBURG, GAUTENG, 1759
HOVE, MASIMBA ARTHUR		1973-02-05 12:00:00 UNITED KINGDOM	10/02/2020	+447720778370	Postal: 25 CARISBROOKE CLOSE, STEVENAGE, HERTFORDSHIRE, ENGLAND, SG2 8QQ Residential: 25 CARISBROOKE CLOSE, STEVENAGE, HERTFORDSHIRE, ENGLAND, SG2 8QQ
MSWELI, SENZESIHLE CEDRIC		7510106051080 South Africa	10/02/2020	0729258081	Postal: 63 SPURWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935 Residential: 63 SPURWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935
THOMAS, GERALD JAMES CROSS		6408045082087 South Africa	09/11/2020	0829033119	Postal: 1897 MANIKIE STREET, BLUE VALLEY GOLF ESTATE, CENTURION, GAUTENG, 0157 Residential: 1897 MANIKIE STREET, BLUE VALLEY GOLF ESTATE, CENTURION, GAUTENG, 0157
DZEITCHIE NKOUESSI, NAMHLA NOMPUMELELO		8812110793080 South Africa	01/10/2020	0739766704	Postal: 1013 MEESTER STREET, LYDENBURG, MASHISHING, MPUMALANGA, 1123 Residential: 1013 MEESTER STREET, LYDENBURG, MASHISHING, MPUMALANGA, 1123
MADZINGA, TATENDA		1979-08-15 12:00:00 Zimbabwe	21/08/2018	0793133353	Postal: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000 Residential: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000

The incorporators confirm that each person named above has consented to being appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum of Incorporation is attached.



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Companies and Intellectual
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Notice of Incorporation

COR 14.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

BIYASE, BRIGHT ANDILE	8405145328087 South Africa	21/08/2018	0826800488	Postal: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360 Residential: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360
MARUPING, KGOADI EDWARD	7904145374084 South Africa	10/02/2020	0782202628	Postal: 15 QUATAR STRET, COSMO CITY EXT 10, ROODEPORT, GAUTENG, 2188 Residential: 15 QUATAR STRET, COSMO CITY EXT 10, ROODEPORT, GAUTENG, 2188
MAKHUBELA, TSHEPO ANDRIES	8403066208081 South Africa	10/02/2020	0790885264	Postal: 0790885264, COSMO CITY EXT 10, ROODEPORT, GAUTENG, 2188 Residential: 0790885264, COSMO CITY EXT 10, ROODEPORT, GAUTENG, 2188
LUTHULI, JUSTICE BANDILE	8706256295084 South Africa	21/08/2018	0616297011	Postal: 814 HLONGWENI ROAD, UNIT 13 IMBALI TOWNSHIP, PIETERMARITZBURG, KWA-ZULU NATAL, 3201 Residential: 814 HLONGWENI ROAD, UNIT 13 IMBALI TOWNSHIP, PIETERMARITZBURG, KWA-ZULU
VAN HEERDEN, STEFFANOS JOHANNES MARIUS	5111095007084 South Africa	10/02/2020	0793861370	Postal: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 1958 Residential: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 1958
CHAMA, KELVIN	1976-01-07 12:00:00 Zambia	10/02/2020	0835558467	Postal: 95 CLUB AVENUE, WATERKLOOF, PRETORIA, GAUTENG, 0181 Residential: 95 CLUB AVENUE, WATERKLOOF, PRETORIA, GAUTENG, 0181
FRANCIS, GLORIANNE	1972-06-16 12:00:00 UNITED KINGDOM	10/02/2020	+447961092044	Postal: 59 BROOKING HOUSE, ROLLASON WAY, BRENTWOOD, ENGLAND, England Residential: 59 BROOKING HOUSE, ROLLASON WAY, BRENTWOOD, ENGLAND, England

*The incorporators confirm that each person named above has consented to being
appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum
of Incorporation is attached.*



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Property Commission on Monday, December 28, 2020 at 12:07



Companies and Intellectual
Property Commission

a member of the dti group

Notice of Incorporation

COR 14.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

NONDABA, PAMELA

9106110954084
South Africa

01/10/2020

0724351716

Postal: 401 CAPE ROAD,
COTSWOLD, PORT ELIZABETH,
EASTERN CAPE, 6045

Residential: 401 CAPE ROAD,
COTSWOLD, PORT ELIZABETH,
EASTERN CAPE, 6045

*The incorporators confirm that each person named above has consented to being
appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum
of Incorporation is attached.*





COR14.3: Registration Certificate

Registration Number: 2018 / 444431 / 07
Enterprise Name: AUTOEASE GROUP

ENTERPRISE INFORMATION

Registration Number: 2018 / 444431 / 07
Enterprise Name: AUTOEASE GROUP
Registration Date: 21/08/2018
Business Start Date: 21/08/2018
Enterprise Type: Private Company
Enterprise Status: In Business
Financial Year End: August
TAX Number: 9304625222

Addresses	POSTAL ADDRESS	ADDRESS OF REGISTERED OFFICE
	5072 DIPHOKO STREET ZONE 6 TUMAHOLE PARYS FREE STATE 9585	5072 DIPHOKO STREET ZONE 6 TUMAHOLE PARYS FREE STATE 9585

ACTIVE MEMBERS / DIRECTORS

Surname and First Names	Type	ID Number / Date of Birth	Appointment Date	Addresses
MSWELA, WELLINGTON WILL TSEPO	Director	1977-10-15 12:00:00	21/08/2018	Postal: 5072 DHIPOKO STREET ZONE 6, TUMAHOLE NGWATHE MUNICIPALITY, PARYS, FREE STATE, 9585 Residential: 5072 DHIPOKO STREET ZONE 6, TUMAHOLE NGWATHE MUNICIPALITY, PARYS, FREE STATE,
MAFIKA, SELBRAIN MAPASEKA	Director	8902200281086	10/02/2020	Postal: 33 GREGORY STREET, RANDFONTEIN, JOHANNESBURG, GAUTENG, 1759 Residential: 33 GREGORY STREET, RANDFONTEIN, JOHANNESBURG, GAUTENG, 1759
MSWELI, SENZESIHLE CEDRIC	Director	7510106051080	10/02/2020	Postal: 63 SPURWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935 Residential: 63 SPURWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935
DZEITCHIE NKOUESSI, NAMHLA NOMPUMELELO	Director	8812110793080	01/10/2020	Postal: 1013 MEESTER STREET, LYDENBURG, MASHISHING, MPUMALANGA, 1123 Residential: 1013 MEESTER STREET, LYDENBURG, MASHISHING, MPUMALANGA, 1123



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Companies and Intellectual Property Commission

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COR14.3: Registration Certificate

Registration Number: **2018 / 444431 / 07**
Enterprise Name: **AUTOEASE GROUP**

BIYASE, BRIGHT ANDILE	Director	8405145328087	21/08/2018	Postal: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360 Residential: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360
MARUPING, KGOADI EDWARD	Director	7904145374084	10/02/2020	Postal: 15 QUATAR STRET, COSMO CITY EXT 10, ROODEPORT, GAUTENG, 2188 Residential: 15 QUATAR STRET, COSMO CITY EXT 10, ROODEPORT, GAUTENG, 2188
VAN HEERDEN, STEFFANOS JOHANNES MARIUS	Director	5111095007084	10/02/2020	Postal: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 1958 Residential: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 1958
CHAMA, KELVIN	Director	1976-01-07 12:00:01	10/02/2020	Postal: 95 CLUB AVENUE, WATERKLOOF, PRETORIA, GAUTENG, 0181 Residential: 95 CLUB AVENUE, WATERKLOOF, PRETORIA, GAUTENG, 0181
NONDABA, PAMELA	Director	9106110954084	01/10/2020	Postal: 401 CAPE ROAD, COTSWOLD, PORT ELIZABETH, EASTERN CAPE, 6045 Residential: 401 CAPE ROAD, COTSWOLD, PORT ELIZABETH, EASTERN CAPE, 6045



Physical Address

the dti Campus - Block F
77 Meintjies Street
Sunnyside 0001

Postal Address: Companies

P O Box 429
Pretoria
0001

Docex: 256

Web: www.cipc.co.za

Contact Centre: 086 100 2472 (CIPC)

Contact Centre (International): +27 12 394 9573





Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

**MEMORANDUM OF INCORPORATION
OF
AUTOEASE GROUP**

which is a private company, has at least 9 directors(s), 4 incorporators and 0 alternate director(s), is authorised to issue no more than 200 000 000 000.00 share(s) of a single class of shares as described in Article 2, and is referred to in the rest of this Memorandum of Incorporation as "the Company".

In this Memorandum of Incorporation -

- a) a reference to a section by number refers to the corresponding section of the Companies Act 2008;
- b) words that are defined in the Companies Act, 2008 bear the same meaning in this Memorandum as in that Act.

Adoption of Memorandum of Incorporation

This Memorandum of Incorporation was adopted by the incorporators of the Company, in accordance with section 13 (1), as evidenced by the following signatures made by each of them, or on their behalf.



Certificate issued by the Commissioner of Companies & Intellectual Property Commission on Monday, December 28, 2020 at 12:07



Companies and Intellectual Property Commission
a member of the dti group

Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

MADZINGA, TATENDA 1979-08-15 12:00:01 0616297011 ACPLZIM@OUTLOOK.COM Postal: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000

Signature

2020-12-08

Date

Residential: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

BIYASE, BRIGHT ANDILE 8405145328087 0616297011 ACPLZIM@OUTLOOK.COM Postal: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360

Signature

2020-12-08

Date

Residential: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

LUTHULI, JUSTICE BANDILE 8706256295084 0616297011 JUSTICEBANDILELUTHULI@GMAIL.COM Postal: 814 HLONGWENI ROAD, UNIT 13 IMBALI TOWNSHIP, PIETERMARITZBURG, KWA-ZULU NATAL 3201

Signature

2020-12-08

Date

Residential: 814 HLONGWENI ROAD, UNIT 13 IMBALI TOWNSHIP, PIETERMARITZBURG, KWA-ZULU NATAL 3201

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

MSWELA, WELLINGTON WILL TSEPO 1977-10-15 12:00:01 0616297011 TSEPOWILL@OUTLOOK.COM Postal: 6440 BUDIRIRO 5B, GLENVIEW, HARARE, ZIMBABWE, 0000

Signature

2020-12-08

Date

Residential: 6440 BUDIRIRO 5B, GLENVIEW, HARARE, ZIMBABWE, 0000





Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

Article 1 - Incorporation and Nature of the Company

1.1 Incorporation

- (1) The Company is incorporated as a private company, as defined in the Companies Act, 2008
- (2) The Company is incorporated in accordance with, and governed by -
 - (a) the provisions of the Companies Act, 2008 without any limitations, extension, variation or substitution; and
 - (b) the provisions of this Memorandum of Incorporation.

1.2 Powers of the Company

- (1) The Company is not subject to any provision contemplated in section 15 (2) (b) or (c).
- (2) The purposes and powers of the Company are not subject to any restriction, limitation or qualification, as contemplated in section 19 (1) (b) (ii).

1.3 Memorandum of Incorporation and Company Rules

- (1) This Memorandum of Incorporation of the Company may be altered or amended only in the manner set out in section 16, 17 or 152 (6) (b).
- (2) The authority of the Company's Board of Directors to make rules for the Company, as contemplated in section 15 (3) to (5), is not limited or restricted in any manner by this Memorandum of Incorporation.
- (3) The Board must publish any rules made in terms of section 15 (3) to (5) by delivering a copy of those rules to each shareholder by ordinary mail
- (4) The Company must publish a notice of any alteration of the Memorandum of Incorporation or the Rules, made in terms of section 17 (1), by delivering a copy of the notices to each shareholder by ordinary mail.

1.4 Optional provisions of Companies Act, 2008 do not apply

- (1) The Company does not elect, in terms of section 34 (2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.
- (2) The Company does not elect, in terms of section 118 (1) (c) (ii), to submit voluntarily to the provisions of Parts B and C of Chapter 5 of the Companies Act, 2008, and to the Takeover Regulations provided for in that Act.

Articles 2 - Securities of the Company

2.1 Securities

- (1) The Company is authorised to issue no more than the number of shares of a single class of shares with no nominal or par value as shown on the cover sheet, and each such issued share entitles the holder to -
 - (a) vote on any matter to be decided by a vote of shareholders of the company;
 - (b) participate in any distribution of profit to the shareholders; and
 - (c) participate in the distribution of the residual value of the company upon its dissolution.
- (2) The Company must not make an offer to the public of any of its securities and an issued share must not be transferred to any person other than-
 - (a) the company, or a related person;
 - (b) a shareholder of the company, or a person related to a shareholder of the company;
 - (c) a personal representative of the shareholder or the shareholder's estate;
 - (d) a beneficiary of the shareholder's estate; or
 - (e) another person approved by the company before the transfer is affected.
- (3) The pre-emptive right of the Company's shareholders to be offered and to subscribe for additional shares, as set





Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

- (a) out in section 39, is not limited, negated or restricted in any manner contemplated in section 39 (3), or subject to any conditions contemplated in that section.
- (4) This memorandum of incorporation does not limit or restrict the authority of the Company's Board of Directors to -
- (a) authorise the company to issue secured or unsecured debt instruments, as set out in section 43 (2); or
 - (b) grant special privileges associated with any debt instruments to be issued by the company, as set out in section 43 (3);
 - (c) authorise the Company to provide financial assistance to any person in relation to the subscription of any option or securities of the Company or a related or inter-related company, as set out in section 44;
 - (d) approve the issuing of any authorised shares of the Company as capitalisation shares, as set out in section 47 (1); or
 - (e) resolve to permit shareholders to elect to receive a cash payment in lieu of the capitalisation share, as set out in section 47 (1).

2.2 Registration of beneficial interests

The authority of the Company's Board of Directors to allow the Company's issued securities to be held by and registered in the name of one person for the beneficial interest of another person, as set out in section 56 (1), is not limited or restricted by this Memorandum of Incorporation.

Article 3 - Shareholders and Meetings

3.1 Shareholders' right to information

Every person who has a beneficial interest in any of the Company's securities has the rights to access information set out in section 26 (1).

3.2 Shareholders' authority to act

- (1) If, at any time, there is only one shareholder of the company, the authority of that shareholder to act without notice or compliance with any other internal formalities, as set out in Section 57 (2), is not limited or restricted by this Memorandum of Incorporation.
- (2) If, at anytime, every shareholder of the Company is also a director of the Company, as contemplated in section 57 (4), the authority of the shareholders to act without notice or compliance with any other internal formalities, as set out in that section is not limited or restricted by this Memorandum of Incorporation.

3.3 Shareholder representation by proxies

- (1) This Memorandum of incorporation does not limit, restrict or vary the right of a shareholder of the Company -
 - (a) to appoint 2 or more persons concurrently as proxies, as set out in section 58 (3) (a); or
 - (b) to delegate the proxy's powers to another person, as set out in section 58 (3) (b).
- (2) The requirement that a shareholder must deliver to the Company a copy of the instrument appointing a proxy before that proxy may exercise the shareholder's rights at a shareholders meeting, as set out in section 58 (3) (c) is not varied by this Memorandum of Incorporation.
- (3) The authority of a shareholder's proxy to decide without direction from the shareholder whether to exercise, or abstain from exercising, any voting right of the shareholder, as set out in section 58 (7) is not limited or restricted by this Memorandum of Incorporation.

3.4 Record date for exercise of shareholder rights

If, at any time, the Company's Board of Directors fails to determine a record date, as contemplated in section 59, the record date for the relevant matter is as determined in accordance with section 59 (3).





Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

3.5 Shareholders meetings

- (1) The Company is not required to hold any shareholders meetings other than those specifically required by the Companies Act, 2008.
- (2) The right of the shareholders to requisition a meeting, as set out in section 61 (3), may be exercised by the holders of at least 10% of the voting rights entitled to be exercised in relation to the matter to be considered at the meeting.
- (3) The authority of the Company's Board of Directors to determine the location of any shareholders meeting, and the authority of the Company to hold any such meeting in the Republic or in any foreign country, as set out in section 61 (9) is not limited or restricted by this Memorandum of Incorporation.
- (4) The minimum number of days for the Company to deliver a notice of a shareholders meeting to the shareholders, is as provided for in section 62 (1).
- (5) The authority of the Company to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 63 is not limited or restricted by this Memorandum of Incorporation.
- (6) The quorum requirement for a shareholders meeting to begin, or for a matter to be considered is as set out in section 64 (1) without variation.
- (7) The time periods allowed in section 64 (4) and (5) apply to the Company without variation.
- (8) The authority of a meeting to continue to consider a matter, as set out in section 64 (9) is not limited or restricted by this Memorandum of Incorporation.
- (9) The maximum period allowable for an adjournment of a shareholders meeting is as set out in section 64 (13), without variation.

3.6 Shareholders resolutions

- (1) For an ordinary resolution to be adopted at a shareholders meeting, it must be supported by the holders of more than 50% of the voting rights exercised on the resolution, as provided in section 65 (7).
- (2) For a special resolution to be adopted at a shareholders meeting, it must be supported by the holders of at least 75% of the voting rights exercised on the resolution, as provided in section 65 (9).
- (3) A special resolution adopted at a shareholders meeting is not required for a matter to be determined by the Company, except those matters set out in section 65 (11), or elsewhere in the Act.

Article 4 - Directors and Officers

4.1 Composition of the Board of Directors

- (1) The Board of Directors of the Company comprises at least the number of directors, and alternate directors shown on the cover sheet, each of whom is to be elected by the holders of the company's securities as contemplated in section 68.
- (2) The manner of electing directors of the Company is as set out in section 68 (2), and each elected director of the Company serves for an indefinite term, as contemplated in section 68 (1).

4.2 Authority of the Board of Directors

- (1) The authority of the Company's Board of Directors to manage and direct the business and affairs of the Company, as set out in section 66 (1) is not limited or restricted by this Memorandum of Incorporation.
- (2) If, at anytime, the Company has only one director, as contemplated in section 57 (3), the authority of that director to act without notice or compliance with any other internal formalities, as set out in that section is not limited or restricted by this Memorandum of Incorporation.
- (3) The Company's Board of Directors must not register the transfer of any shares unless the conditions for the





Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444431
Enterprise Name: AUTOEASE GROUP



Tracking Number: 9135033405



Customer Code: PCOREH

transfer contemplated in article 2.1 (2) have been met.

4.3 Directors' Meetings

- (1) The right of the Company's directors to requisition a meeting of the Board, as set out in section 73 (1), may be exercised by at least 25% of the directors, if the board has 12 or more members, or by 2 (two) directors, in any case.
- (2) This memorandum of incorporation does not limit or restrict the authority of the Company's Board of Directors to -
 - (a) conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 73 (3); or
 - (b) determine the manner and form of providing notice of its meetings, as set out in section 73 (4); or
 - (c) proceed with a meeting despite a failure or defect in giving notice of the meeting, as set out in section 73 (5), or
 - (d) consider a matter other than at a meeting, as set out in section 74.

4.4 Directors compensation and financial assistance

This Memorandum of Incorporation does not limit the authority of the Company to -

- (a) pay remuneration of the Company's directors, in accordance with a special resolution approved by the Company's shareholders within the previous two years, as set out in section 66 (9) and (10);
- (b) advance expenses to a director, or indemnify a director, in respect of the defence of legal proceedings, as set out in section 78 (4);
- (c) indemnify a director in respect of liability, as set out in section 78 (5); or
- (d) purchase insurance to protect the Company, or a director, as set out in section 78 (7).





Welcome Letter

Registration Number: 2018 / 444502 / 07
Enterprise Name: MY CITY INVESTMENTS

Date: 2020-12-28

Dear customer

WHAT TO DO AFTER REGISTERING A COMPANY

MY CITY INVESTMENTS (2018 / 444502 / 07)

Congratulations on registering your company. The Companies and Intellectual Property Commission (CIPC) wishes you all the best in your business endeavours.

Registering your company is only the first step in managing it. Throughout its life span, a company is required to maintain its information and legal status with the CIPC. Failure to do so may have serious consequences for your company and your business activities, as it may result in deregistration, investigation, administrative fine or prosecution.

The Companies Act, 2008 places compliance requirements on all registered entities throughout its life cycle, which includes any changes to the company information, annual return filings (which includes filing of annual financial statements or financial accountability supplements) and deregistration. Set out on the next few pages is an easy guide to assist you with managing your company compliance obligations. The table is not a legal document but rather a guide to some of the most pertinent requirements that must be adhered to.

Please ensure that the CIPC always has the latest contact details for the directors or the authorised representative so that important information relating to annual returns, director changes and pending deregistration can be transmitted efficiently and effectively to the correct person. For more information about any of the requirements listed below, please direct your enquiry to:

- Website: www.cipc.co.za
- Fax: 086 517 7224
- Tel: 086 100 2472

Kind regards,
Adv Rory Voller

Physical Address

the dti Campus - Block F
77 Meintjies Street
Sunnyside 0001

Postal Address: Companies

P O Box 429
Pretoria
0001

Docex: 256

Web: www.cipc.co.za

Contact Centre: 086 100 2472 (CIPC)

Contact Centre (International): +27 12 394 9500





Welcome Letter

Registration Number: 2018 / 444502 / 07

Enterprise Name: MY CITY INVESTMENTS

Compliance Activity	Notes	Process/Form
Retrieving your Company MOI Documents and Certificates for E-Service New Company registration	<ul style="list-style-type: none"> Confirm correct cell phone and e-mail address by editing / updating your customer profile. Go to www.cipc.co.za / click on On-line transactions / login with customer code and password / click on edit customer details. Only the directors may retrieve company documents. Each director must register their own customer code and password. The ID of the director links to all the companies he/she is a director. 	<ul style="list-style-type: none"> Go to www.cipc.co.za Click on On-line transacting Login with customer code and password Click on Certificates and Disclosures Click on MOI Documents – select transaction The system generates the document and send it to the customer's e-mail address.
Annual Returns	<ul style="list-style-type: none"> Due on anniversary date of company's incorporation date. Must be filed within 30 business days of its due date. Must be filed electronically via the CIPC website. A fee is payable at the time of filing that is dependent on the turnover of your business. An Annual return is not the same as a tax return which is filed with SARS. Failure to file the annual returns will result in your company being deregistered. 	A step-by-step guide on how to file annual returns can be viewed on the CIPC Annual Return website (annualreturns.cipc.co.za) by clicking on the link at Step 4.
Financial Statements	<ul style="list-style-type: none"> All companies (except external companies) are required to prepare financial statements within 6 months after its financial year end. Some companies are required to audit financial statements. Please refer to Companies Regulation 28 read with Companies Regulation 26. All companies (except external companies) must file with its Annual Return either Annual Financial Statement or Financial Accountability Supplement. Please refer to section 33 of Companies Act, 2008 read with Companies Regulations 28, 29, 30 and 33. 	Refer to the CIPC website www.cipc.co.za / maintaining your company for detailed explanation of process and requirements.
Changes in directors or auditors	<ul style="list-style-type: none"> CIPC must be notified of any changes in the directorship of your company within <u>10 business days</u> of such change on a form CoR39. CIPC must also be notified of any changes to the auditor (appointment, resignation or removal) of your company within 10 business days of such change on a form CoR44. <p>Note: The appointment of an auditor for certain category of companies, e.g. private or non-profit companies are not mandatory but such may be required if the company reaches certain thresholds. Refer to sections 28 – 31 of the Companies Act, and Companies Regulations 24 – 30 relating to financial record keeping, access to such information and</p>	Refer to the CIPC website www.cipc.co.za / maintaining your company for detailed explanation of process and requirements.

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Welcome Letter

Registration Number: 2018 / 444502 / 07

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Notice of Incorporation

COR 14.1

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **MSWELA WELLINGTON WILL TSEPO**
Identity / Registration No: **DN576387**
Postal Address: **6440 BUDIRO 5B, GLENVIEW, HARARE, ZIMBABWE, 0000**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

17 August 2018

3. The company's first financial year will end on:

December

4. The company's registered office address is:

Postal Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

Physical Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

5. Number of initial director(s) of the company as listed in Annexure A

15

6. The company name is:

MY CITY INVESTMENTS

7. The company's Memorandum of Incorporation, attached in form CoR 14.1
has no provisions of the type contemplated in section 15(2)(b) or (c).

**I declare that the information in this application is true. If I am not the Applicant , I declare
that the Applicant has authorised me to make this application.**

Signature

Date



Notice of Incorporation

COR 14.1

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **LUTHULI JUSTICE BANDILE**
Identity / Registration No: **8706256295084**
Postal Address: **814 HLONGWENI ROAD, IMBALI UNIT 13 TOWNSHIP, PIETERMARITZBURG, KWA-ZULU N.**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

17 August 2018

3. The company's first financial year will end on:

December

4. The company's registered office address is:

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**5072 DIPHOKO STREET ZONE 6,
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9585**

Physical Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

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15

6. The company name is:

MY CITY INVESTMENTS

7. The company's Memorandum of Incorporation, attached in form CoR 14.1
has no provisions of the type contemplated in section 15(2)(b) or (c).

I declare that the information in this application is true. If I am not the Applicant, I declare
that the Applicant has authorised me to make this application.

Signature

Date



Notice of Incorporation

COR 14.1

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **BIYASE BRIGHT ANDILE**
Identity / Registration No: **8405145328087**
Postal Address: **L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

17 August 2018

3. The company's first financial year will end on:

December

4. The company's registered office address is:

Postal Address
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Physical Address
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I declare that the information in this application is true. If I am not the Applicant, I declare
that the Applicant has authorised me to make this application.

Signature

Date



Notice of Incorporation

COR 14.1

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

INCORPORATOR DETAILS

Full Name: **MADZINGA TATENDA**
Identity / Registration No: **CN938380**
Postal Address: **10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000**

1. The incorporators have incorporated a juristic person to be registered as a:

Private Company

2. The incorporation of the company is to take effect on:

17 August 2018

3. The company's first financial year will end on:

December

4. The company's registered office address is:

Postal Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
9585**

Physical Address
**5072 DIPHOKO STREET ZONE 6,
TUMAHOLE, PARYS, FREE STATE,
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I declare that the information in this application is true. If I am not the Applicant, I declare
that the Applicant has authorised me to make this application.

Signature

Date

**Certificate issued by the Commissioner of Companies & Intellectual
Property Commission on Monday, December 28, 2020 at 12:08**



Companies and Intellectual
Property Commission

a member of the dti group

Notice of Incorporation

COR 14.1A

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

INITIAL DIRECTOR DETAILS

The incorporators confirm that each person named above has consented to being appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum of Incorporation is attached.



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Property Commission on Monday, December 28, 2020 at 12:08



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Notice of Incorporation

COR 14.1A

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

Full Name	Occupation	ID Number / Date of Birth & Country	Appoint. Date	Cellphone Number	Address
BIYASE, BRIGHT ANDILE		8405145328087 South Africa	17/08/2018	0826800488	Postal: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360 Residential: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360
MADZINGA, TATENDA		1979-08-15 12:00:00 Zimbabwe	17/08/2018	+263776313687	Postal: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000 Residential: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000
CHAMA, KELVIN		1976-01-07 12:00:00 Zambia	01/11/2018	0835558467	Postal: 95 CLUB AVENUE, WATERKLOOF HEIGHTS, PRETORIA, GAUTENG, 0181 Residential: 95 CLUB AVENUE, WATERKLOOF HEIGHTS, PRETORIA, GAUTENG, 0181
MSWELI, SENZESIHLE CEDRIC		7510106051080 South Africa	06/02/2019	0729258081	Postal: 63 SPRUWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935 Residential: 63 SPRUWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935
MARUPING, KGOADI EDWARD		7904145374084 South Africa	07/03/2020	0782202628	Postal: 15 QUATAR CRESCENT EXT 10, COSMO CITY, ROODEPORT, GAUTENG, 2188 Residential: 15 QUATAR CRESCENT EXT 10, COSMO CITY, ROODEPORT, GAUTENG, 2188
NONDABA, PAMELA		9106110954084 South Africa	06/11/2020	0724351716	Postal: 401 CAPE ROAD, COTSWOLD, PORT ELIZABETH, EASTERN CAPE, 6045 Residential: 401 CAPE ROAD, COTSWOLD, PORT ELIZABETH, EASTERN CAPE, 6045
THOMAS, GERALD JAMES CROSS		6408045082087 South Africa	09/11/2020	0829033119	Postal: 1897 MANIKIE STREET, BLUE VALLEY GOLF ESTATE, CENTURION, GAUTENG, 0157 Residential: 1897 MANIKIE STREET, BLUE VALLEY GOLF ESTATE, CENTURION, GAUTENG, 0157

The incorporators confirm that each person named above has consented to being appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum of Incorporation is attached.



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Property Commission
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Notice of Incorporation

COR 14.1A

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

MSWELA, WELLINGTON WILL TSEPO	1977-10-15 12:00:00 Zimbabwe	17/08/2018	0625228377	Postal: 5072 DHIPHOKO STREET, ZONE 6 TUMAHOLE, PARYS NGWATHE MUNICIPALITY, FREE STATE 9585 Residential: 5072 DHIPHOKO STREET, ZONE 6 TUMAHOLE, PARYS NGWATHE MUNICIPALITY, FREE STATE 9585
FRANCIS, GLORIANNE	1972-06-16 12:00:00 UNITED KINGDOM	20/12/2019	+447961092044	Postal: 59 BROOKING HOUSE, ROLLASON WAY BRENTWOOD, ENGLAND, UNITED KINGDOM, CM14 4ET Residential: 59 BROOKING HOUSE, ROLLASON WAY BRENTWOOD, ENGLAND, UNITED KINGDOM, CM14 4ET
VAN HEERDEN, STEFANUS JOHANNES MARTHINUS	5111095007084 South Africa	01/11/2018	0793861370	Postal: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 9585 Residential: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 9585
NYAMBE, JOSHUA IMANGOLWA	7706166894183 South Africa	20/06/2019	0658712266	Postal: 9464 CHINA CRESCENT, EXTENSION 8 COSMO CITY, ROODEPOORT, GAUTENG, 2188 Residential: 9464 CHINA CRESCENT, EXTENSION 8 COSMO CITY, ROODEPOORT, GAUTENG, 2188
LUTHULI, JUSTICE BANDILE	8706256295084 South Africa	17/08/2018	0616297011	Postal: 814 HLONGWENI ROAD, IMBALI UNIT 13 TOWNSHIP, PIETERMARITZBURG, KWA-ZULU NATALI 3201 Residential: 814 HLONGWENI ROAD, IMBALI UNIT 13 TOWNSHIP, PIETERMARITZBURG, KWA-ZULU
HOVE, ARTHUR MASIMBA	1973-02-05 12:00:00 Zambia	01/11/2019	+447720778370	Postal: 25 CARISBROOKE CLOSE, STEVENAGE HERTFORDSHIRE, ENGLAND, UNITED KINGDOM, SG2 8DD Residential: 25 CARISBROOKE CLOSE, STEVENAGE HERTFORDSHIRE, ENGLAND, UNITED KINGDOM, SG2 8DD
MAFIKA, SELBRAIN MAPASEKA	8902200281086 South Africa	01/10/2018	0782386619	Postal: 33 GREGORY STREET, PEACE HAVEN, RANDFONTEIN, GAUTENG, 1759 Residential: 33 GREGORY STREET, PEACE HAVEN, RANDFONTEIN, GAUTENG, 1759

The incorporators confirm that each person named above has consented to being appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum of Incorporation is attached.



Certificate issued by the Commissioner of Companies & Intellectual
Property Commission on Monday, December 28, 2020 at 12:08



Companies and Intellectual
Property Commission

a member of the dti group

Notice of Incorporation

COR 14.1A

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

DZEITCHIE NKOUESSI, NAMHLA
NOMPUMELELO

8812110793080
South Africa

02/10/2020

0739766704

Postal: 1013 MEESTER STREET,
LYDENBURG, MASHISHING,
MPUMALANGA, 1123

Residential: 1013 MEESTER
STREET, LYDENBURG,
MASHISHING, MPUMALANGA,
1123

*The incorporators confirm that each person named above has consented to being
appointed in terms of section 66(7)(b) as a director of the company, whose Memorandum
of Incorporation is attached.*



Certificate issued by the Commissioner of Companies & Intellectual Property Commission on Monday, December 28, 2020 at 12:08



Companies and Intellectual
Property Commission
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COR14.3: Registration Certificate

Registration Number: 2018 / 444502 / 07
Enterprise Name: MY CITY INVESTMENTS

ENTERPRISE INFORMATION

Registration Number: 2018 / 444502 / 07
Enterprise Name: MY CITY INVESTMENTS
Registration Date: 17/08/2018
Business Start Date: 17/08/2018
Enterprise Type: Private Company
Enterprise Status: In Business
Financial Year End: December
TAX Number: 9058046260

Addresses	<u>POSTAL ADDRESS</u>	<u>ADDRESS OF REGISTERED OFFICE</u>
	5072 DIPHOKO STREET ZONE 6 TUMAHOLE PARYS FREE STATE 9585	5072 DIPHOKO STREET ZONE 6 TUMAHOLE PARYS FREE STATE 9585

ACTIVE MEMBERS / DIRECTORS

Surname and First Names	Type	ID Number / Date of Birth	Appointment Date	Addresses
BIYASE, BRIGHT ANDILE	Director	8405145328087	17/08/2018	Postal: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360 Residential: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360
CHAMA, KELVIN	Director	1976-01-07 12:00:00	01/11/2018	Postal: 95 CLUB AVENUE, WATERKLOOF HEIGHTS, PRETORIA, GAUTENG, 0181 Residential: 95 CLUB AVENUE, WATERKLOOF HEIGHTS, PRETORIA, GAUTENG, 0181
MSWELI, SENZESIHLE CEDRIC	Director	7510106051080	06/02/2019	Postal: 63 SPRUWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935 Residential: 63 SPRUWING, RIVERVIEW, MTUBATUBA, KWA-ZULU NATAL, 3935
MARUPING, KGOADI EDWARD	Director	7904145374084	07/03/2020	Postal: 15 QUATAR CRESCENT EXT 10, COSMO CITY, ROODEPORT, GAUTENG, 2188 Residential: 15 QUATAR CRESCENT EXT 10, COSMO CITY, ROODEPORT, GAUTENG, 2188

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Pretoria
0001

Docex: 256
Web: www.cipc.co.za
Contact Centre: 086 100 2472 (CIPC)
Contact Centre (International): +27 12 394 9573



Certificate issued by the Commissioner of Companies & Intellectual Property Commission on Monday, December 28, 2020 at 12:08



Companies and Intellectual Property Commission

a member of the dti group

COR14.3: Registration Certificate

Registration Number: 2018 / 444502 / 07
Enterprise Name: MY CITY INVESTMENTS

NONDABA, PAMELA	Director	9106110954084	06/11/2020	Postal: 401 CAPE ROAD, COTSWOLD, PORT ELIZABETH, EASTERN CAPE, 6045 Residential: 401 CAPE ROAD, COTSWOLD, PORT ELIZABETH, EASTERN CAPE, 6045
MSWELA, WELLINGTON WILL TSEPO	Director	1977-10-15 12:00:01	17/08/2018	Postal: 5072 DHIPHOKO STREET, ZONE 6 TUMAHOLE, PARYS NGWATHE MUNICIPALITY, FREE STATE, 9585 Residential: 5072 DHIPHOKO STREET, ZONE 6 TUMAHOLE, PARYS NGWATHE MUNICIPALITY, FREE STATE, 9585
VAN HEERDEN, STEFANUS JOHANNES MARTHINUS	Director	5111095007084	01/11/2018	Postal: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 9585 Residential: 8 FREEDMAN STREET, PARYS, NGWATHE MUNICIPALITY, FREE STATE, 9585
MAFIKA, SELBRAIN MAPASEKA	Director	8902200281086	01/10/2018	Postal: 33 GREGORY STREET, PEACE HAVEN, RANDFONTEIN, GAUTENG, 1759 Residential: 33 GREGORY STREET, PEACE HAVEN, RANDFONTEIN, GAUTENG, 1759
DZEITCHIE NKOUESSI, NAMHLA NOMPUMELELO	Director	8812110793080	02/10/2020	Postal: 1013 MEESTER STREET, LYDENBURG, MASHISHING, MPUMALANGA, 1123 Residential: 1013 MEESTER STREET, LYDENBURG, MASHISHING, MPUMALANGA, 1123



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Sunnyside 0001

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Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

**MEMORANDUM OF INCORPORATION
OF
MY CITY INVESTMENTS**

which is a private company, has at least 9 directors(s), 4 incorporators and 0 alternate director(s), is authorised to issue no more than 2 000 000 000 000.00 share(s) of a single class of shares as described in Article 2, and is referred to in the rest of this Memorandum of Incorporation as "the Company".

In this Memorandum of Incorporation -

- a) a reference to a section by number refers to the corresponding section of the Companies Act 2008;
- b) words that are defined in the Companies Act, 2008 bear the same meaning in this Memorandum as in that Act.

Adoption of Memorandum of Incorporation

This Memorandum of Incorporation was adopted by the incorporators of the Company, in accordance with section 13 (1), as evidenced by the following signatures made by each of them, or on their behalf.



Certificate issued by the Commissioner of Companies & Intellectual Property Commission on Monday, December 28, 2020 at 12:08



Companies and Intellectual Property Commission
a member of the dti group

Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

MSWELA, WELLINGTON WILL TSEPO 1977-10-15 12:00:01 0616297011 TSEPOWILL@OUTLOOK.COM Postal: 6440 BUDIRIRO 5B, GLENVIEW, HARARE, ZIMBABWE, 0000

Signature

Date

Residential: 6440 BUDIRIRO 5B, GLENVIEW, HARARE, ZIMBABWE, 0000

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

LUTHULI, JUSTICE BANDILE 8706256295084 0616297011 JUSTICEBANDILELUTHULI@GMAIL.CO Postal: 814 HLONGWENI ROAD, IMBALI UNIT 13 TOWNSHIP, PIETERMARITZBURG, KWA-ZULU NATAL. 3201

Signature

Date

Residential: 814 HLONGWENI ROAD, IMBALI UNIT 13 TOWNSHIP, PIETERMARITZBURG, KWA-ZULU NATAL. 3201

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

BIYASE, BRIGHT ANDILE 8405145328087 0616297011 ACPLZIM@OUTLOOK.COM Postal: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360

Signature

Date

Residential: L756 DONDOLO ROAD, KWAMASHU, KWAMASHU, KWA-ZULU NATAL, 4360

Full Name of Incorporator	ID or Passport Number	Cellphone Number	Email Address	Address
---------------------------	-----------------------	------------------	---------------	---------

MADZINGA, TATENDA 1979-08-15 12:00:01 0616297011 JUSTICEBANDILELUTHULI@GMAIL.CO Postal: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000

Signature

Date

Residential: 10980 PHASE 2, EASTVIEW PARK, HARARE, ZIMBABWE, 0000





Memorandum of Incorporation

COR 15.1A

Registration Number: K2018444502
Enterprise Name: MY CITY INVESTMENTS



Tracking Number: 9135036730



Customer Code: PCOREH

Article 1 - Incorporation and Nature of the Company

1.1 Incorporation

- (1) The Company is incorporated as a private company, as defined in the Companies Act, 2008
- (2) The Company is incorporated in accordance with, and governed by -
 - (a) the provisions of the Companies Act, 2008 without any limitations, extension, variation or substitution; and
 - (b) the provisions of this Memorandum of Incorporation.

1.2 Powers of the Company

- (1) The Company is not subject to any provision contemplated in section 15 (2) (b) or (c).
- (2) The purposes and powers of the Company are not subject to any restriction, limitation or qualification, as contemplated in section 19 (1) (b) (ii).

1.3 Memorandum of Incorporation and Company Rules

- (1) This Memorandum of Incorporation of the Company may be altered or amended only in the manner set out in section 16, 17 or 152 (6) (b).
- (2) The authority of the Company's Board of Directors to make rules for the Company, as contemplated in section 15 (3) to (5), is not limited or restricted in any manner by this Memorandum of Incorporation.
- (3) The Board must publish any rules made in terms of section 15 (3) to (5) by delivering a copy of those rules to each shareholder by ordinary mail
- (4) The Company must publish a notice of any alteration of the Memorandum of Incorporation or the Rules, made in terms of section 17 (1), by delivering a copy of the notices to each shareholder by ordinary mail.

1.4 Optional provisions of Companies Act, 2008 do not apply

- (1) The Company does not elect, in terms of section 34 (2), to comply voluntarily with the provisions of Chapter 3 of the Companies Act, 2008.
- (2) The Company does not elect, in terms of section 118 (1) (c) (ii), to submit voluntarily to the provisions of Parts B and C of Chapter 5 of the Companies Act, 2008, and to the Takeover Regulations provided for in that Act.

Articles 2 - Securities of the Company

2.1 Securities

- (1) The Company is authorised to issue no more than the number of shares of a single class of shares with no nominal or par value as shown on the cover sheet, and each such issued share entitles the holder to -
 - (a) vote on any matter to be decided by a vote of shareholders of the company;
 - (b) participate in any distribution of profit to the shareholders; and
 - (c) participate in the distribution of the residual value of the company upon its dissolution.
- (2) The Company must not make an offer to the public of any of its securities and an issued share must not be transferred to any person other than-
 - (a) the company, or a related person;
 - (b) a shareholder of the company, or a person related to a shareholder of the company;
 - (c) a personal representative of the shareholder or the shareholder's estate;
 - (d) a beneficiary of the shareholder's estate; or
 - (e) another person approved by the company before the transfer is affected.
- (3) The pre-emptive right of the Company's shareholders to be offered and to subscribe for additional shares, as set





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- (a) out in section 39, is not limited, negated or restricted in any manner contemplated in section 39 (3), or subject to any conditions contemplated in that section.
- (4) This memorandum of incorporation does not limit or restrict the authority of the Company's Board of Directors to -
- (a) authorise the company to issue secured or unsecured debt instruments, as set out in section 43 (2); or
 - (b) grant special privileges associated with any debt instruments to be issued by the company, as set out in section 43 (3);
 - (c) authorise the Company to provide financial assistance to any person in relation to the subscription of any option or securities of the Company or a related or inter-related company, as set out in section 44;
 - (d) approve the issuing of any authorised shares of the Company as capitalisation shares, as set out in section 47 (1); or
 - (e) resolve to permit shareholders to elect to receive a cash payment in lieu of the capitalisation share, as set out in section 47 (1).

2.2 Registration of beneficial interests

The authority of the Company's Board of Directors to allow the Company's issued securities to be held by and registered in the name of one person for the beneficial interest of another person, as set out in section 56 (1), is not limited or restricted by this Memorandum of Incorporation.

Article 3 - Shareholders and Meetings

3.1 Shareholders' right to information

Every person who has a beneficial interest in any of the Company's securities has the rights to access information set out in section 26 (1).

3.2 Shareholders' authority to act

- (1) If, at any time, there is only one shareholder of the company, the authority of that shareholder to act without notice or compliance with any other internal formalities, as set out in Section 57 (2), is not limited or restricted by this Memorandum of Incorporation.
- (2) If, at anytime, every shareholder of the Company is also a director of the Company, as contemplated in section 57 (4), the authority of the shareholders to act without notice or compliance with any other internal formalities, as set out in that section is not limited or restricted by this Memorandum of Incorporation.

3.3 Shareholder representation by proxies

- (1) This Memorandum of incorporation does not limit, restrict or vary the right of a shareholder of the Company -
 - (a) to appoint 2 or more persons concurrently as proxies, as set out in section 58 (3) (a); or
 - (b) to delegate the proxy's powers to another person, as set out in section 58 (3) (b).
- (2) The requirement that a shareholder must deliver to the Company a copy of the instrument appointing a proxy before that proxy may exercise the shareholder's rights at a shareholders meeting, as set out in section 58 (3) (c) is not varied by this Memorandum of Incorporation.
- (3) The authority of a shareholder's proxy to decide without direction from the shareholder whether to exercise, or abstain from exercising, any voting right of the shareholder, as set out in section 58 (7) is not limited or restricted by this Memorandum of Incorporation.

3.4 Record date for exercise of shareholder rights

If, at any time, the Company's Board of Directors fails to determine a record date, as contemplated in section 59, the record date for the relevant matter is as determined in accordance with section 59 (3).





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3.5 Shareholders meetings

- (1) The Company is not required to hold any shareholders meetings other than those specifically required by the Companies Act, 2008.
- (2) The right of the shareholders to requisition a meeting, as set out in section 61 (3), may be exercised by the holders of at least 10% of the voting rights entitled to be exercised in relation to the matter to be considered at the meeting.
- (3) The authority of the Company's Board of Directors to determine the location of any shareholders meeting, and the authority of the Company to hold any such meeting in the Republic or in any foreign country, as set out in section 61 (9) is not limited or restricted by this Memorandum of Incorporation.
- (4) The minimum number of days for the Company to deliver a notice of a shareholders meeting to the shareholders, is as provided for in section 62 (1).
- (5) The authority of the Company to conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 63 is not limited or restricted by this Memorandum of Incorporation.
- (6) The quorum requirement for a shareholders meeting to begin, or for a matter to be considered is as set out in section 64 (1) without variation.
- (7) The time periods allowed in section 64 (4) and (5) apply to the Company without variation.
- (8) The authority of a meeting to continue to consider a matter, as set out in section 64 (9) is not limited or restricted by this Memorandum of Incorporation.
- (9) The maximum period allowable for an adjournment of a shareholders meeting is as set out in section 64 (13), without variation.

3.6 Shareholders resolutions

- (1) For an ordinary resolution to be adopted at a shareholders meeting, it must be supported by the holders of more than 50% of the voting rights exercised on the resolution, as provided in section 65 (7).
- (2) For a special resolution to be adopted at a shareholders meeting, it must be supported by the holders of at least 75% of the voting rights exercised on the resolution, as provided in section 65 (9).
- (3) A special resolution adopted at a shareholders meeting is not required for a matter to be determined by the Company, except those matters set out in section 65 (11), or elsewhere in the Act.

Article 4 - Directors and Officers

4.1 Composition of the Board of Directors

- (1) The Board of Directors of the Company comprises at least the number of directors, and alternate directors shown on the cover sheet, each of whom is to be elected by the holders of the company's securities as contemplated in section 68.
- (2) The manner of electing directors of the Company is as set out in section 68 (2), and each elected director of the Company serves for an indefinite term, as contemplated in section 68 (1).

4.2 Authority of the Board of Directors

- (1) The authority of the Company's Board of Directors to manage and direct the business and affairs of the Company, as set out in section 66 (1) is not limited or restricted by this Memorandum of Incorporation.
- (2) If, at anytime, the Company has only one director, as contemplated in section 57 (3), the authority of that director to act without notice or compliance with any other internal formalities, as set out in that section is not limited or restricted by this Memorandum of Incorporation.
- (3) The Company's Board of Directors must not register the transfer of any shares unless the conditions for the





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transfer contemplated in article 2.1 (2) have been met.

4.3 Directors' Meetings

- (1) The right of the Company's directors to requisition a meeting of the Board, as set out in section 73 (1), may be exercised by at least 25% of the directors, if the board has 12 or more members, or by 2 (two) directors, in any case.
- (2) This memorandum of incorporation does not limit or restrict the authority of the Company's Board of Directors to -
 - (a) conduct a meeting entirely by electronic communication, or to provide for participation in a meeting by electronic communication, as set out in section 73 (3); or
 - (b) determine the manner and form of providing notice of its meetings, as set out in section 73 (4); or
 - (c) proceed with a meeting despite a failure or defect in giving notice of the meeting, as set out in section 73 (5), or
 - (d) consider a matter other than at a meeting, as set out in section 74.

4.4 Directors compensation and financial assistance

This Memorandum of Incorporation does not limit the authority of the Company to -

- (a) pay remuneration of the Company's directors, in accordance with a special resolution approved by the Company's shareholders within the previous two years, as set out in section 66 (9) and (10);
- (b) advance expenses to a director, or indemnify a director, in respect of the defence of legal proceedings, as set out in section 78 (4);
- (c) indemnify a director in respect of liability, as set out in section 78 (5); or
- (d) purchase insurance to protect the Company, or a director, as set out in section 78 (7).

