

RC 1470750



**CORPORATE AFFAIRS COMMISSION  
FEDERAL REPUBLIC OF NIGERIA**

**Certificate of Incorporation**

*I hereby certify that*

**FUNERGY TECHNOLOGIES LIMITED**

*is this day incorporated under the COMPANIES AND ALLIED  
MATTERS ACT 1990 and that the Company is Limited By Shares.*

*Given under my hand at Abuja this 12th day of February, 2018.*



**AZUKA OBIAGELI AZINGE**

Registrar - General

1091349

# CORPORATE AFFAIRS COMMISSION

(Established under the Companies and Allied Matters Act, 1990)



FORM CAC 1.1

## APPLICATION FOR REGISTRATION OF COMPANY

Form Must be Typed and not Handwritten  
(Carefully read the Notes overleaf before you fill in the Form)

Type of Company  
(Tick as appropriate)

LIMITED BY SHARES

☒

LIMITED BY GUARANTEE

☐ UNLIMITED

### COMPANY NAME

FUNERGY TECHNOLOGIES LIMITED

### SECTION A: Company Address

Registered Office Address and Head Office Address if different from Registered Office Address

Registered Office Address:	19B MURI FOLAMI STREET, OGUDU G.R.A, LAGOS STATE
Head Office Address: (If different from Registered Office Address)	
Email Address:	funergytechnologies@gmail.com

### SECTION B: THE AUTHORIZED SHARE CAPITAL OF THE COMPANY IS:

FIVE MILLION NAIRA ONLY	N	5,000,000.00
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AMOUNT IN WORDS

DIVIDED INTO 5,000,000 OF N 1.00 EACH

Signature of Director



Name of Director & Tel. No.

081841051



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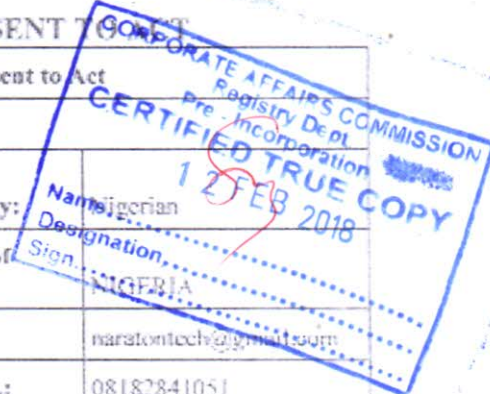
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# SECTION C: PARTICULARS OF FIRST DIRECTORS & THEIR CONSENT TO ACT

1. Name and Addresses of Persons who are First Directors of the Company & Their Consent to Act

*Name:	ABDOULRAZAQ NAJIYM			*Nationality:	Nigerian
*Residential Address:	19B MURI FOLAMI STREET, OGUDU G.R.A, LAGOS STATE (LAGOS, LAGOS)			*Country of Residence:	NIGERIA
*City:	LAGOS	*State:	LAGOS	*E-Mail:	narafontech@gmail.com
*ID No:	A05950141	*ID Type:	International Passport	*Phone No.:	08182841051
*Date of Birth:	Jun 19, 1979	*Gender:	Male		



Signature: \_\_\_\_\_

I Consent to be a Director of the above named Company

Date: 19-1-18

2.

*Name:	OYEBODE SHAKIRA OYERONKE			*Nationality:	Nigerian
*Residential Address:	19B MURI FOLAMI STREET, OGUDU G.R.A, LAGOS STATE (LAGOS, LAGOS)			*Country of Residence:	NIGERIA
*City:	LAGOS	*State:	LAGOS	*E-Mail:	oyeronkeoyebode@yahoo.com
*ID No:	A05949770	*ID Type:	International Passport	*Phone No.:	08096548050
*Date of Birth:	May 17, 1989	*Gender:	Male		

Signature: \_\_\_\_\_

I Consent to be a Director of the above named Company

Date: 19-1-2018

3.

*Name:	OFILI NORBERT AMAECHI			*Nationality:	Nigerian
*Residential Address:	PLOT 16 BLOCK 14, BISHI RASAK STREET, MAGODO, PHASE 1, LAGOS STATE (LAGOS, LAGOS)			*Country of Residence:	NIGERIA
*City:	LAGOS	*State:	LAGOS	*E-Mail:	2naofili@gmail.com
*ID No:	SMK12982AA09	*ID Type:	Driver's License	*Phone No.:	08028353562
*Date of Birth:	Apr 5, 1974	*Gender:	Male		

Signature: \_\_\_\_\_

I Consent to be a Director of the above named Company

Date: 19-1-2018

4.



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*Name:	IDOWU AGBOLAHAN ABOLAJI		
*Residential Address:	1, ADEBAMBO STREET OBANIKORO, (OBANIKORO, LAGOS)		
*City:	OBANIKORO	*State:	LAGOS
*ID No:	A05826902	*ID Type:	International Passport
*Date of Birth:	Aug 15, 1975	*Gender:	Male
		*Nationality:	Nigerian
		*Country of Residence:	Nigeria
		*E-Mail:	abolaaj@bigtrading.com
		*Phone No.:	08028353562



Signature: [Signature]  
*I, consent to be a Director of the above named Company*

Date: 19/01/2018

#### SECTION D: PARTICULARS OF SECRETARY (INDIVIDUAL)

*Name:	OFILI NORBERT AMAECHI		
*Address:	PLOT 16, BLOCK 14, BISHI RASAK STREET, MAGODO PHASE I, LAGOS STATE.		
*Phone No:	08028353562	*E-Mail:	2naofili@gmail.com
*ID Type:	Driver's License	*ID No:	SMK12982AA09
		*Signature:	<u>[Signature]</u>

#### SECTION D1: PARTICULARS OF SECRETARY (FIRM/CORPORATION)

*Name:		*BN/RC No.:	
*Phone No:		*E-Mail:	
*Address:		*Signature:	

#### SECTION E: Statutory Declaration of Compliance with the requirements of CAMA by a Legal Practitioner

*Name Of Deponent:	GLORY NTEKIM		
*Address:	NO. 9 DABAN ZANGO BWARI ABUJA		
*Accreditation No. (If Any):	NBA/IND/36856	*Phone No.:	08176328078

Do solemnly declare that the above proposed company has fulfilled the requirements for its registration

Declared at NOTARY On the 1st Day Of FEBRUARY 20 18

Before Me: [Signature]  
CHRISTOPHER A. EICHIE, ESQ  
NOTARY PUBLIC FOR NIGERIA  
SUITE A31 NAITAMA COMPLEX  
ABUJA  
SIGNED - [Signature] DATE 14 FEB 2018  
TEST - 08058627048



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PRESENTED FOR FILLING BY:

*Name:	GLORY NTEKIM		
*Address:	NO. 9 Daban Zango Bwari Abuja		
*Phone No:	2348176328078	*E-Mail:	ntekim@gmail.com
*Accreditation (Where Applicable):	NBA/IND/36856	*Date:	Jan 18, 2018, 3:08 PM



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*Notes:*

a) A copy of either the Data Page of International Passport, driver's license or Original Identity Card of every individual director, subscriber and secretary must be attached to this application. For non-Nigerians only Data Page of International Passport is acceptable.

b) Directors must be individuals and not below the age of 18 years. See section 257 CAMA for other grounds of disqualification.

c) Minors can subscribe to the shares of the company provided there are at least two other qualified persons.

d) A copy of Birth Certificate of every minor that is a subscriber issued by the National Population Commission or Data Page of International Passport must be attached.

e) Where a corporate body is a subscriber or nominates a director to the board for a fixed term, a board resolution to that effect must be attached. For a corporate body registered outside Nigeria, a copy of certificate of registration duly translated if not in English Language must in addition be provided.

f) The minimum share capital for a private company is N10,000 and N500,000 for a public company. At least 25 percent of the nominal share capital must be issued at all times. Please check the guidelines of other regulatory bodies for the capital requirements for companies operating in those sectors.

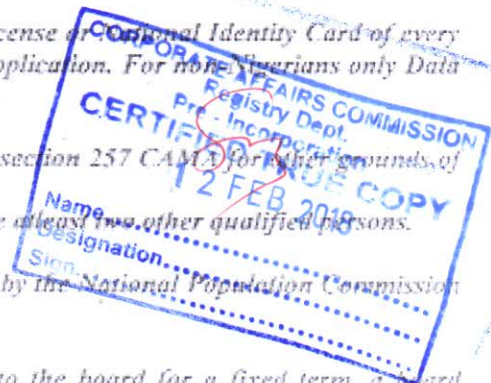
g) A company limited by guarantee should not be registered with a share capital. The Commission is also required by law to refer the memorandum to the Attorney General of the Federation for approval before registration.

h) Foreigners that are directors or subscribers using Nigerian addresses must attach copies of their residence permit. Other foreigners should use their residential addresses in their country of residence.

i) This form must be accompanied by duly signed and stamped copies of the memorandum and articles of association. Companies are required to adopt the applicable model articles in Table 'A' of CAMA. Any modification to the table must be highlighted and registered together with the memorandum.

j) A first director or subscriber can prepare or present the incorporation documents directly to the Commission for processing. The use of accredited professionals is no longer necessary provided all matters incidental to the registration are complied with.

k) All asterisked fields on the form are mandatory



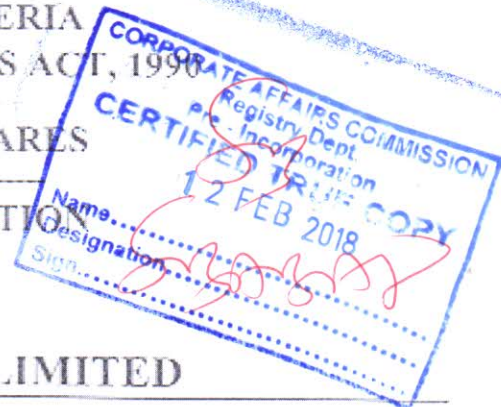


FEDERAL REPUBLIC OF NIGERIA  
COMPANIES AND ALLIED MATTERS ACT, 1990

COMPANIES LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION  
OF

**FUNERGY TECHNOLOGIES LIMITED**



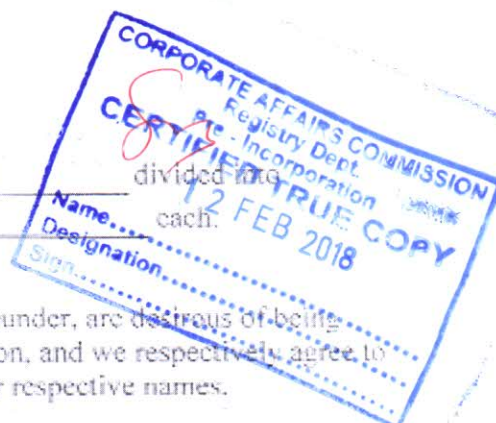
1. The name of the Company is: **FUNERGY TECHNOLOGIES LIMITED**
2. The Registered office Company will be situated in Nigeria.
3. The objects for which the Company is established are:
  - 1 To carry on the business of all kinds of technology and apparatus associated with renewable and alternative energy such as solar power inverters, batteries, solid waste, bye product gases, as manufacturers, producers installers processors, makers and
  - 2 To develop, operate and maintain renewable energy project(s) and to enter into all such contracts and other arrangements with landowners, founders, contractors, purchasers, distributors, consumers and others in connection with such projects(s).
  - 3 To enter into arrangement with any government or authority, supreme, municipal, local or otherwise, that may seem conducive to the company's objects, or any of them.
  - 4 To obtain from any such government or authority any rights privileges and concessions which the company may think it desirable to obtain and to carryout exercise and comply with any such arrangements, rights privileges and concessions
  - 5 To amalgamate or enter into partnership or into any arrangement for sharing of profit, union of interest, co-operation, joint venture, reciprocal concessions, or otherwise.
  - 6 To carry on business with any person or company carrying on or engaged in or about to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit the company.
  - 7 To purchase or otherwise acquire lands, house, office, building and premises for the purpose of such trade or business.
  - 8 To borrow and raise money in such manner as the company shall think fit.
  - 9 To do all such other things as may be considered incidental or conducive to the attainment of the above objects or any of them.
4. The Company is a private company



5. The liability of the members is limited by share.

6. The nominal share capital of the Company is 5,000,000.00  
5000000 ordinary shares of 1.00

We, the several persons whose names and addresses are subscribed hereunder, 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 our respective names.



SN	NAME AND ADDRESS OF SUBSCRIBER	NO. OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURES OF SUBSCRIBERS
1	Name: ABDOLRAZAQ NAJIYM Address: 19B MURI FOLAMI STREET, OGUDU G.R.A, LAGOS STATE (LAGOS, LAGOS)	3000000	
2	Name: NAJIYM ATHENA Address: 19B MURI FOLAMI STREET, OGUDU G.R.A LAGOS STATE.	250000	
3	Name: OFILI NORBERT AMAECHI Address: PLOT 16 BLOCK 14, BISHI RASAK STREET, MAGODO, PHASE 1, LAGOS STATE. (LAGOS, LAGOS)	100000	
4	Name: OYEBODE SHAKIRA OYERONKE Address: 19B MURI FOLAMI STREET, OGUDU G.R.A, LAGOS STATE. (LAGOS, LAGOS)	150000	

Dated this 19th day of January 2018

Particulars of witness to the above signatures: -

Name of Witness: Alfredim Abony

Address of Witness: No. 9 Babon

Occupation of Witness: Legal Practitioner



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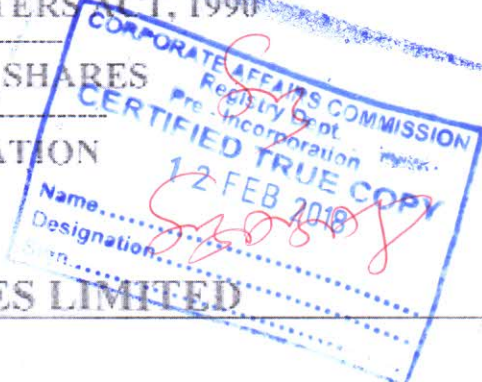


FEDERAL REPUBLIC OF NIGERIA  
COMPANIES AND ALLIED MATTERS ACT, 1990

COMPANIES LIMITED BY SHARES

ARTICLES OF ASSOCIATION  
OF

FUNERGY TECHNOLOGIES LIMITED



1. INTERPRETATION

- a. In this regulations, "the Act" means the Companies and Allied Matters Act.
- b. Unless the content otherwise requires, words or expressions contained in these regulations bear the same meaning as in the Act.

2. CLASS OF SHARES

The company may from time to time issue classes of shares. It shall be the responsibility of the directors to determine the classes of shares to be issued. All the rights or restrictions attached to each particular class of shares shall be specified in the terms of issue but such rights may at any time be varied in accordance with the provisions of section 141 of the Act.

3. RESTRICTIONS ON TRANSFER OF SHARES

The directors may in their absolute discretion and without giving any reason, refuse to register any transfer of any share, whether or not it is fully paid share.

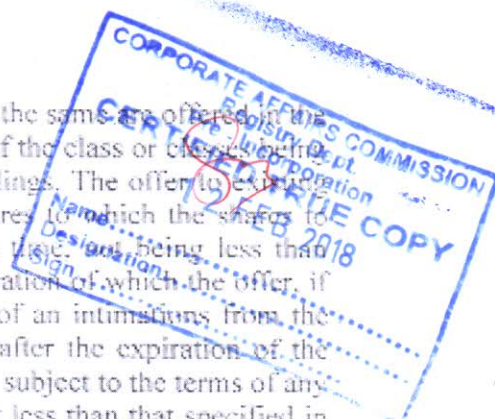
4. PRE-EMPTIVE RIGHTS OF SHAREHOLDERS OF THE COMPANY



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The company shall not allot any new or unissued shares unless the same are offered in the first instance to all the shareholders or to all the shareholders of the class or classes of shares issued in proportion as nearly as may be to their existing holdings. The offer to existing shareholders shall be by notice specifying the number of shares to which the shares to which the shareholder is entitled to subscribe and limiting a time, not being less than twenty-eight days after the service of the notice, after the expiration of which the offer, if not accepted, will be deemed to be declined. On the receipt of an intimation from the shareholder that he declines to accept the shares offered or after the expiration of the stipulated time, as the case may be, the board of directors may, subject to the terms of any resolution of the company, dispose of the shares at a price not less than that specified in the offer, in such manner as they think most beneficial to the company. Regulations 4 and 5 above are not alterable except with the unanimous consent of all the members of the company.



## 5. COMMISSIONS AND BROKERAGE

The company may exercise the powers of paying commissions conferred by section 131 of the Act, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by the said section. Such commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in one way and partly in the other. The company may also on any issue of shares pay such brokerage as may be lawful.

## 6. ALTERATION OF CAPITAL

The company may from time to time by ordinary resolution effect an alteration of its share capital in any of the ways set out in section 100 of the Act. Subject to the provisions of the Act on reduction of capital, the company may, whenever it considers it expedient to do so, by special resolution reduce its share capital, any capital redemption fund or any share premium account.

## 7. MEETINGS

The annual general meeting shall be held at such time and place as the director shall appoint. The chairman, if any, of the board of directors shall preside as chairman at every general meeting of the company, or if there is no such chairman, or if he is not present within thirty minutes after the time appointed for the holding of the meeting or is unwilling to act, the director present shall elect one of their number to be chairman of the meeting. If at any meeting no director is willing to act as chairman or if no director is present within thirty minutes after the time appointed for the holding of the meeting, the members present shall choose one of their number to be chairman of the meeting.



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## 8. VOTING

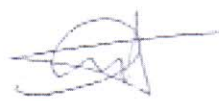



No member shall be entitled to vote at any general meeting unless all calls or other sums payable by him in respect of shares in the company have been paid.

## 9. THE SEAL

The directors shall provide for the safe custody of the seal, which shall only be used by the authority of the director or of a committee of the directors authorised by the director that behalf and every instrument to which the seal is affixed shall be signed by the director and countersigned by the secretary or by a second director or by some other person appointed by the directors for the purpose.

## 10. NOTICE

A notice may be given by the company to any member either personally or by sending it by post to him or to his registered address, or (if he has no registered address within Nigeria) to the address, if any, within Nigeria supplied by him to the company for the giving of notice to him. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice and to have been effected at the expiration of seven days after the letter containing the same is posted.

SN	NAME AND ADDRESS OF SUBSCRIBER	SIGNATURES OF SUBSCRIBERS
1	Name: ABDOLRAZAQ NAJIYM Address: 19B MURI FOLAMI STREET, OGUDU G.R.A, LAGOS STATE (LAGOS, LAGOS)	
2	Name: NAJIYM ATHENA Address: 19B MURI FOLAMI STREET, OGUDU G.R.A LAGOS STATE.	
3	Name: OFILI NORBERT AMAECHI Address: PLOT 16 BLOCK 14, BISII RASAK STREET, MAGODO, PHASE 1, LAGOS STATE. (LAGOS, LAGOS)	 

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SN	NAME AND ADDRESS OF SUBSCRIBER
4	Name: OYEBODE SHAKIRA OYERONKE  Address: 19B MURI EOLAMI STREET, OGUDU G.R.A, LAGOS STATE, (LAGOS, LAGOS)

*[Handwritten Signature]*

Dated this 14<sup>th</sup> day of January 2018

Particulars of witness to the above signatures: -

Name of Witness: Adekunle Glory  
Address of Witness: No. 9 Daban Zango Bwari Abuja  
Occupation of Witness: Legal Practitioner



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