

Certificate No:

EXTRA COPY

THE FEDERAL REPUBLIC OF NIGERIA

COMPANIES AND ALLIED MATTERS ACT 1990

1005
30/1/12

COMPANY LIMITED BY SHARES

MEMORANDUM



AND

ARTICLES OF ASSOCIATION

OF

RENOWN DIAMOND LIMITED

Incorporated this _____ day of _____, 2012


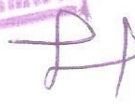
THE FEDERAL REPUBLIC OF NIGERIA
COMPANIES AND ALLIED MATTERS ACT, 1990
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
RENOWN DIAMOND LIMITED

1. The name of the company is **RENOWN DIAMOND LIMITED**
2. The registered office of the company will be situate in Nigeria.
3. The objects for which the company is established are:
 - a.) To carry on business as building contractors.
 - b.) To carry on business as manufacturers, suppliers, importers, exporters and dealers in all kinds of building materials and builders requisites.
 - c.) To acquire lands, buildings and real estates of any description (including easements and other proprietary rights) and to hold, improve, alter, develop, let, sell or otherwise dispose of the same.
 - d.) To purchase, acquire, sell, lease, let or otherwise permit the use of, or dispose of, buildings, accommodation, land, and all properties describable as real estate (whether or not this is done on behalf of other persons).
 - e.) To manufacture, supply and deal in electrical goods (not limited to computers and electronic equipment) or any goods whatsoever, and to carry on any business whatsoever, which the company may wish to carry on.
 - f.) To carry on the business of trading, importers, exporters, general merchants, contractors, distributors and suppliers of general goods,

commission agents, manufacturers, manufacturer's representatives and general contractors.

- g.) To carry out the business of clearing and forwarding agent of goods in containers or otherwise such as vehicles, agro-allied products, chemicals et cetera.
 - h.) To carry on business as business consultants and supply any person or persons (corporate or unincorporate) with ideas, plans, strategy, information, statistics and all assistance suited to the establishment, expansion, proper conduct and prudent running of any business,.
 - i.) To engage in the printing and publishing of journals or any matter whatsoever.
 - j.) To carry on business as petroleum prospectors, producers, refiners and dealers; and to harness process, render marketable, supply and deal in the natural gas.
 - k.) To do all such other things as may be considered to be incidental or conducive to the attainment of the above objects or any of them.
 - l.) To set up, establish, work manage and maintain telecommunication system whether in respect of telephony, telegraphy, radio, television, or otherwise.
 - m.) To install, maintain supply and deal in or manufacture plant and equipment integral to telecommunication system.
 - n.) To manufacture, supply, install and deal in electrical an electronic component and equipment of all kinds.
 - o.) To plan, advice on, and undertake the decorating and furnishing of the interiors of houses, offices, shops, hotels, vehicles and vessels, or any interiors whatsoever capable of being decorated and furnished.
4. The company is a private ☒ Public ☐ Company
5. The liability of the members is limited by shares.
6. The share capital of the company is ₦2,000,000.00. Divided into 2,000,000.00 ordinary shares of ₦1.00 each.

We, the several persons whose names, addresses and descriptions are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the Capital set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS	NUMBERS OF SHARES TAKEN BY EACH SUBSCRIBERS	SIGNATURE
UZOH JOHN CHUKWU EMEKA 36, ILOGBO ROAD, AJANGBADI – OJO, LAGOS STATE	₦1,600,000.00	
UZOH ONYINYEON I MARY 36, ILOGBO ROAD, AJANGBADI – OJO, LAGOS STATE	₦400,000.00	

Corporate Affairs Commission
 Certified True Copy
 07 JAN 2013

THIS INSTRUMENT IS IN THE OPINION OF THE COMMISSIONER OF STAMP DUTIES CHARGEABLE WITH DUTY OF... AND THE DUTY THEREON HAS BEEN ASSESSED ACCORDINGLY.
 COMMISSIONER OF STAMP DUTIES

Dated this 30th day of February, 2012

Witness to the above signature:

Name: Barrister Coker Oluwom
 Address: 1, Task - free road, PPL Oshodi Lagos
 Occupation: Legal practitioner & property consultants
 Telephone: 07026194955 / 08033136313

THE FEDERAL REPUBLIC OF NIGERIA
COMPANIES AND ALLIED MATTERS ACT, 1990

.....
PRIVATE COMPANY LIMITED BY SHARES

.....
ARTICLES OF ASSOCIATION
OF
RENOWN DIAMOND LIMITED

INTERPRETATION

1. In these Regulations "the Act" means the Companies and Allied Matters Act 1990.
- 2.) Unless the context otherwise requires words or expressions contained in these regulations bear the same meaning as in the Act.

CLASSES 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.