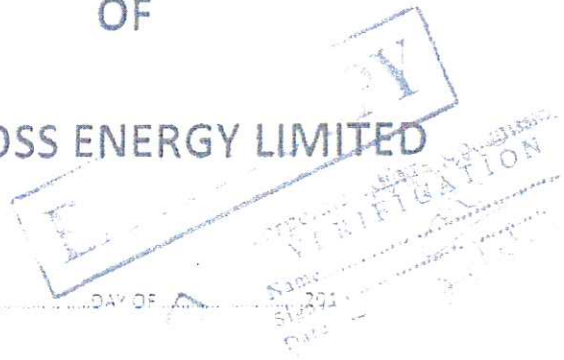


THE FEDERAL REPUBLIC OF NIGERIA  
COMPANIES AND ALLIED MATTERS  
ACT 2004

COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
OF

NEWCROSS ENERGY LIMITED

INCORPORATED ON THE ..... DAY OF .....



THE FEDERAL REPUBLIC OF NIGERIA  
COMPANIES AND ALLIED MATTERS ACT 2004

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION



OF

NEWCROSS ENERGY LIMITED

1. The name of the Company is NEWCROSS ENERGY LIMITED.
2. The registered office of the company is situated in Lagos.
3. The objects for which the Company is established are:
- DULY**  
**CONSIDERED**  
**DATE:** 24/8/14
- To engage in and carry on the petroleum and various branches thereof, including the exploration for and production and exploitation of crude oil, gas and other hydrocarbons, the transportation and storage thereof by pipeline or in any other manner for itself for hire, the purchase and sale of crude oil, gas and other hydrocarbons and their products and by-products, and also to engage in prospecting and exploring for and production and exploitation of any other mineral(s) of any kind whatsoever, and to carry on the general business of mining and the various branches thereof.
  - To acquire, construct, install and use all equipment necessary to explore, produce, treat, store, transport (whether by way of pipeline or otherwise), sell, export and otherwise deal with any and all substances referred to in the last preceding sub-clause of this clause.
  - To engage in the production of all kinds of derivatives of petroleum, petrochemicals, gas and other hydrocarbons, as well as related products. To buy and sell, to transport, and store, and import and export any and all of the aforesaid substances, products and derivatives.
  - To acquire and undertake all or any part of business, property and liabilities of any person or company carrying on any business which may seem capable of being advantageously combined with any activity of the company or possessed of property suitable for any purpose of the company.
  - To implement, if it so desires, its business activities through affiliate companies and joint ventures and enter into inter-company agreements and collaboration agreements, to do all or any of the above in any part of the world and either as principals, agents, trustees and otherwise, and either alone or in conjunction with others, and by or through agents, sub-contractors, interest or otherwise.
  - To do all such things as may be considered to be incidental or conducive to the attainment of the above objects or any of them.
  - To borrow or raise money in any manner, and to secure the same or the repayment of performance of any debt, liability, contract, guarantee or other engagement incurred or entered into by the company and in particular by the issue of debentures secured on all or any of the company's property (both present and future), including its uncalled capital, and to purchase, redeem or pay off and such securities.

4. The company is Private Company.
5. The liability of the members is limited by shares.
6. The share capital of the company is ₦10,000,000  
Divided into 10,000,000 ordinary shares of ₦1.00 each.

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

S/N	Names, Addresses & Description of Subscribers	No. Of shares Taken By Each Subscriber	Signature
1	NEWCROSS PETROLEUM LIMITED  PLOT 17, ARK TOWERS, LIGAL AKORINDE STREET, VICTORIA ISLAND, LAGOS REPRESENTED BY DR. BOLAJI OGUNDARE DIRECTOR	9,000,000	
2	DR. FESTUS ALANI FADEVI  14, IKOYI CRESCENT IKOYI LAGOS  DIRECTOR	1,000,000	

DATED this 21<sup>st</sup> day of May 2014

Witness to above Signatures:

Name: Bamidele Oluwalanle

Address: 13/14 Ligali Akorinde

Occupation: Legal Practitioner



THE FEDERAL REPUBLIC OF NIGERIA  
COMPANIES AND ALLIED MATTERS ACT 2004

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

NEWCROSS ENERGY LIMITED

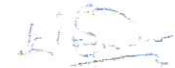

COMMISSION

PURSUANT TO SECTIONS 53 AND 54 OF THE COMPANIES AND ALLIED MATTERS ACT NO. 1, 1990

The form and content of the Articles of Association of this company is in accordance with:

- Part I (Public Company Limited by shares)
- Part II (Private Company Limited by shares)
- Part III (Unlimited Company)

Respectively of Table 'A' in schedule 1 of this Act, with additions, omissions or alterations as may be required in the circumstances.

S/N	Names, Addresses & Description of Subscribers	No. Of shares Taken By Each Subscriber	Signature
3	NEWCROSS PETROLEUM LIMITED  PLOT 17, ARK TOWERS, LIGALI AYORUNDE STREET, VICTORIA ISLAND, LAGOS. REPRESENTED BY DR. SOLAJOGUNDA DIRECTOR Name: _____ Sigs: _____	9,000,000	
4	DR. FESTUS ALANI BADEVI  14, IKOYE CRESCENT, IKOYE, LAGOS  DIRECTOR	1,000,000	

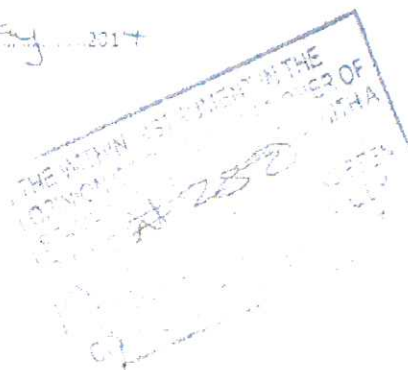
DATED this 21<sup>st</sup> day of May, 2017

Witness to above Signatures:-

Name: BURATA OMOJAYAN

Address: 13/14 Ligali Ayorinde

Occupation: Legal Practitioner







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FORM 1

STATEMENT OF SHARE CAPITAL AND RETURN

Pursuant to Section 15 & 129

Company Number

Company Name

A. STATEMENT OF SHARE CAPITAL

THE NOMINAL SHARE CAPITAL OF THE ABOVE NAMED COMPANY IS:

AMOUNT IN WORDS

DIVIDED INTO

OF

B. RETURN OF ALLOTMENT OF SHARES

Number of shares allotted payable in cash

Number of shares allotted

Amount paid or due payable on each share

Number of shares allotted for consideration other than

Amount mentioned as paid on each such share

Particulars for which such shares have been allotted is as follows:

Signature of Director

Witness  
day of  
Month of  
Year

Signature of Director

# NAME AND ADDRESS OF SHAREHOLDERS

Name:			
Address:			
City:	State:		
P.O. Box:	Email:		

Name:			
Address:			
City:	State:		
P.O. Box:	Email:		

Name:			
Address:			
City:	State:		
P.O. Box:	Email:		

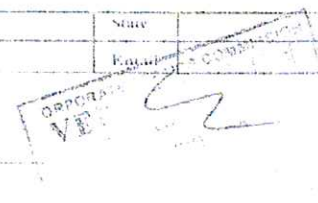
Name:			
Address:			
City:	State:		
P.O. Box:	Email:		

Name:			
Address:			
City:	State:		
P.O. Box:	Email:		

*[Signature]*

Signature of Director



TADDELL Election 2022

Witnessed and signed by:

Date:

Signature:

Print Name:



PARTICULARS OF PERSONS WHO ARE FIRST DIRECTED TO THE POLICE BY THE  
Pursuant to Section 53

[illegible]

\_\_\_\_\_

Chingchotan

I consent to be a director of the above named company

Figure 1 shows a line graph of  $[^3\text{H}]\text{GABA}$  release (dpm) over time (min). The y-axis ranges from 0 to 100 dpm, and the x-axis ranges from 0 to 10 minutes. The release starts at a baseline of approximately 20 dpm. At 0 minutes, NMDA is added, causing a sharp increase in release to about 80 dpm. The release then gradually declines back towards the baseline level over the 10-minute period.

General is not a director of the above named company.

94, 1901-1902

I consent as a director of the above named company

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

11.	
Surname	
Other Names	
Nationality	
Residential Address	
	City
P.O. Box	E-mail

I consent to be a director of the above named company

Signature \_\_\_\_\_ Date \_\_\_\_\_

12.	
Surname	
Other Names	
Nationality	
Residential Address	
	City
P.O. Box	E-mail

I consent to be a director of the above named company

Signature \_\_\_\_\_ Date \_\_\_\_\_

13.	
Surname	
Other Names	
Nationality	
Residential Address	
	City
P.O. Box	E-mail

I consent to be a director of the above named company

Signature \_\_\_\_\_ Date \_\_\_\_\_

14.	
Surname	
Other Names	
Nationality	
Residential Address	
	City
P.O. Box	E-mail

I consent to be a director of the above named company

Signature \_\_\_\_\_ Date \_\_\_\_\_

15.	
Surname	
Other Names	
Nationality	
Residential Address	
	City
P.O. Box	E-mail

Presented for filing by:

Name \_\_\_\_\_

Name \_\_\_\_\_

Name \_\_\_\_\_

