

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

OF
WALLS & GATES LIMITED

1. The Name of the company is: WALLS & GATES LIMITED
2. The Registered office of the company will be situated in Nigeria
3. The object for which the company is established are:
 - a) To carry on the business of trading and marketing, sales and distribution of general goods whether they be manufactured or not, commission agents, manufacturers' representatives, importers, exporters, general suppliers, general contractors and general merchants; to buy, sell, manufacture and deal in all articles substance products systems and appliances that will enable it realize its set objectives or that is commonly or usually bought, sold, manufactured or dealt in by persons carrying on any of the businesses having objects similar to that of the company.
 - b) To carry on business of beverages. To sell, manufacture, process, treat, preserve, refine, can, bottle and otherwise deal in all beverages, alcohol, wines, food, drinks, and all types of minerals, fruit drinks, energy drinks, health and nutritional drinks, bottling water and juice
 - c) To establish supermarket and run a supply chain outfit, which shall include offering services in the area of household items, sales and distribution.
 - d) To carry on business as general contractors and provide services in the aforementioned regard, which it may be lawful for the company to provide. Whenever the occasion demands, to partner with companies or enterprises that engage in the kind of business that the company's memorandum of association authorizes. To carry on any other business which may seem to the company to be capable of being conveniently carried on in connection with the above objects or calculated directly or indirectly to enhance the value of or render more profitable any of the company objects
 - e) To carry on all or any business of a manufacturing or industrial nature either alone or in association with some other person or persons and to prepare, package and preserve for sale, manufactured goods of all descriptions, to develop, and exploit any rights privilege concessions, inventions, patent rights and licences of the company or any other person or persons. To borrow or raise money in such manner as the company shall think fit, and in particular by the issue of debentures or debenture stock (perpetual or otherwise)
 - f) 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.
4. The company is a Private ☒ Yes ☐ Public ☐ Company
5. The liability of the members is limited by shares.
6. The share capital of the company is ₦1,000,000 divided into 1,000,000 Ordinary shares of ₦1.00K each.

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

S/N	Names, Addresses & Descriptions Of Subscribers	No. Of Shares Taken By Each Subscriber	Signature
	OKECHUKWU NWABUEZE UDEICHI NO. 41 OLUFEMI STREET OFF OGUNLANA DRIVE SURULERE LAGOS STATE (MANAGING/DIRECTOR)	700,000	<i>[Signature]</i>
	IDIA UDEICHI NO. 41 OLUFEMI STREET OFF OGUNLANA DRIVE SURULERE LAGOS STATE (DIRECTOR)	300,000	<i>[Signature]</i>

Dated this 7th day of July, 2015

Witness to the Above Signatures:-

Name: Bar. Ike Ekechukwu

Address: 41 Olufemi Street, Surulere Lagos

Occupation: Legal practitioner

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

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION
OF

WALLS & GATES LIMITED

(PURSUANT TO SECTIONS 33 AND 34 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 1 (Public company limited by shares)

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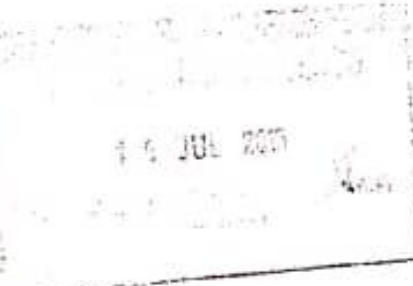
• Part 11 (Private Company Limited by shares)

YES

• Part 111 (Unlimited Company)

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



SN	Names, Addresses & Descriptions Of Subscribers	Signature
	<p>OKECHUKWU NWABUEZE UDEICHI NO.41 OLUFEMI STREET OFF OGUNLANA DRIVE SURULERE LAGOS STATE (MANAGING/DIRECTOR)</p> <p>IDIA UDEICHI NO.41 OLUFEMI STREET OFF OGUNLANA DRIVE SURULERE LAGOS STATE (DIRECTOR)</p>	<p><i>[Signature]</i></p> <p><i>[Signature]</i></p>

DATED THIS 7th DAY OF July 2015

Witness to the Above Signatures:- *[Signature]*

Name: Bar Ike Ekpelowski

Address: 24 Olufemi Street, Lagos Zone 2, Lagos

Occupation: Legal practitioner

