

RC 1398817



**CORPORATE AFFAIRS COMMISSION  
FEDERAL REPUBLIC OF NIGERIA**

**Certificate of Incorporation**

*I hereby certify that*

**NIBOLY TECHNOLOGIES LIMITED**

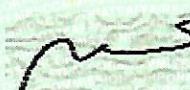
*is this day incorporated under the COMPANIES AND ALLIED MATTERS ACT 1990 and that the Company is Limited By Shares.*

*Given under my hand at Abuja this 16th day of March, 2017.*



0981113

Registrar - General



FEDERAL REPUBLIC OF NIGERIA  
CORPORATE AFFAIRS COMMISSION

**FIRS**



STAMP DUTY

PAID

NGN 75,000.00 SDAIG 28-02-17 11:29

FORM CAC 2

407540

STATEMENT OF SHARE CAPITAL AND RETURN OF ALLOTMENT  
Pursuant to Section 35 & 129

in the Opinion of the Commissioner  
the Instrument Contained is  
**DULY STAMPED**

Date..... 27/3/17

Commissioner of Stamp Duties

Company Number

--

Company Name

NIBOLY TECHNOLOGIES LIMITED

A. STATEMENT OF SHARE CAPITAL

THE NOMINAL SHARE CAPITAL OF THE ABOVE NAMED COMPANY IS: 7 MAR 2017

TEN MILLION NAIRA

AMOUNT IN WORDS

DIVIDED INTO

TEN MILLION ORDINARY SHARES

OF N

1.00

EACH

b. RETURN OF ALLOTMENT OF SHARES

Number of share allotted payable in cash:

THE WITHIN INSTRUMENT IS IN THE

Nominal amount of shares so allotted is N 00

STAMP DUTIES CHARGEABLE WITH A

Amount paid or due payable on each share:

DUTY OF N 75.00

AND THE DUTY THEREON HAS BEEN

Number of shares allotted for consideration other than:

ASSESSED AT N 00.00

COMMISSIONER OF STAMP DUTY

Amount to be treated as paid on each such share

The consideration for which such shares have been allotted is as follows:

6,000,000
AS 6,000,000
AS 1.00
CORPORATE AFFAIRS COMMISSION
PRO-SECRETARY TO THE COMMISSIONER
VERIFIED
16 MARCH 2017
NAME.....
SIGN.....

Dated this

10th

day of

MARCH

20

17

Signature of Director

<b>CHECKED</b>	
F.1(3) J. A. I.	
Commissioner of Stamp Duties	

OSECHE THEOPHILUS

Name of Director & Tel. No.

NAME AND ADDRESS OF SHARE HOLDERS				No. of Shares Allotted	Type of Shares
Name:					
Name:	OSEGHE THEOPHILUS			2,400,000	ORD
Address:	4B FUNKE ZAINAB, STREET, LERKII, LAGOS				
City	LAGOS	State	LAGOS		
P.O. Box		Email			
Name:	WILLIAMS TO BILABA			2,100,000	ORD
Address:	3, COLUMBINE STREET, NORTHERN FORESHORE ESTATE, LERKII, LAGOS				
City	LAGOS	State	LAGOS		
P.O. Box		Email			
Name:	ALADEROMO ADEMOLA			1,500,000	ORD
Address:	613, ROAD 2, VGC, LAGOS				
City	LAGOS	State	LAGOS		
P.O. Box		Email			
Name:	PRO-INVEST CONSULTING LTD				
Address:					
City		State			
P.O. Box		Email			
Name:					
Address:					
City		State			
P.O. Box		Email			
Name:					
Address:					
City		State			
P.O. Box		Email			

NAME AND ADDRESS OF SHARE HOLDERS				No. of Shares Allotted	Type of Shares
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			
Name:					
Address:					
City		State			
P.O. Box		Email			
Name:					
Address:					
City		State			
P.O. Box		Email			

Signature of Director

Williams TORIBOBA

Name of Director & Tel. No.

Presented for filling by:

Name: IKENNA FRED EZE Accreditation Number: IND/NBAS/28217

Address: 4 JOSE MARIA CRESCENTI, ASOKORO, ABUJA

Tel. No. & E-mail: 08067154715

Signature & Date: Fred Eze

# CORPORATE AFFAIRS COMMISSION



407540

FORM CAC 2.1

## PARTICULARS OF PERSON WHO IS THE COMPANY SECRETARY OF A COMPANY OR ANY CHANGES THEREIN

*Pursuant to Section 293*

Company Number

Company Name

NIBOLY TECHNOLOGIES LIMITED
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The above named Company hereby gives notice of the appointment of:

\*

Surname	DOMINION CHAMBERS
Other Names	

Forenames and Surname

In case of individual and

name of firms or corporations

In case of firm or corporation of:

\*\*

4B, FUNKE ZAINAB STREET, LERIKI 1, LAGOS		
	City	LAGOS
State	Telephone No.	012931989
P.O. Box	e-mail	

\*\*Usual residential address

In case of individuals and as Secretary of the Company

Registered office or principal

office in case of firm or

corporation

Indicate whether change  
In Secretary

Change: Yes

No

Signature of Director

OSEAHE THEOPHILUS

Name of Director & Tel. No.

Signature of Director

Williams Tobiola

Name of Director & Tel. No.

Note: This Form must be accompanied by Board excerpts or resolution of Company

Presented for filing by:

Name: IKENNA FRED EZE Accreditation Number: IND/NBA/28217

Address: 4 JOSE MARTI CRESCENT, ASOKORO, ABUJA

Tel. No. & E-mail: 08067144716

Signature & Date: Fred Eze

# CORPORATE AFFAIRS COMMISSION



407540

## FORM CAC 7

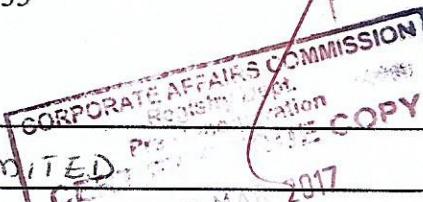
### PARTICULARS OF PERSONS WHO ARE FIRST DIRECTORS OF THE COMPANY

Pursuant to Section 35

Company Number

Company Name

NIBOLY TECHNOLOGIES LIMITED



### PARTICULARS OF DIRECTORS

1.

Surname:	OSEGHE		
Other Names:	THEOPHILUS		
Nationality	NIGERIAN		
Residential Address	4B FUNKE ZAINAB STREET, LERKI 1, LAGOS		
	City:	LAGOS	State:
P.O. Box	E-mail	Tel. No.	

I consent to be a director of the above named company

Signature

Date 20/02/2017

2.

Surname:	WILLIAMS		
Other Names:	TOBILOBA		
Nationality	NIGERIAN		
Residential Address	3, COLUMBINE STREET, NORTHERN FORESHORE ESTATE		
	City:	LERKI	State:
P.O. Box	E-mail	Tel. No.	

I consent to be a director of the above named company

Signature

Date 20/02/2017

3.

Surname:	ALADEKOMONI		
Other Names:	ADEMOLA		
Nationality	NIGERIAN		
Residential Address	C13, ROAD 2, UGC, LAGOS		
	City:	State:	
P.O. Box	E-mail	Tel. No.	

I consent to be a director of the above named company

Signature

Date 20/02/2017

9.

Surname:			
Other Names:	Age		
Nationality			
Residential Address			
	City:		State:
P.O. Box	E-mail		Tel. No.

**I consent to be a director of the above named company**

Signature \_\_\_\_\_

Date \_\_\_\_\_

10.

Surname:			
Other Names:	Age		
Nationality			
Residential Address			
	City:		State:
P.O. Box	E-mail		Tel. No.

**I consent to be a director of the above named company**

Signature \_\_\_\_\_

Date \_\_\_\_\_

11

Surname:			
Other Names:	Age		
Nationality			
Residential Address			
	City:		State:
P.O. Box	E-mail	CERT. 17 MAR 2017	Tel. No.

*CORPORATE AFFAIRS COMMISSION  
Registration & Incorporation  
Section 12(1)(b) of the Companies Act 2013  
COPY*

**I consent to be a director of the above named company**

Signature \_\_\_\_\_

Date \_\_\_\_\_

12

Surname:			
Other Names:	Age		
Nationality			
Residential Address			
	City:		State:
P.O. Box	E-mail	VERIFIED	Tel. No.

*CORPORATE AFFAIRS COMMISSION  
Registration & Incorporation  
NAME OF DIRECTOR  
16 MAR 2017 102  
TOTAL  
NAME OF DIRECTOR  
16 MAR 2017 102  
TOTAL*

**I consent to be a director of the above named company**

Signature \_\_\_\_\_

Note:

Date \_\_\_\_\_

1. Directors include any person who occupies the position of a director by whatsoever name called. A body corporate should be represented by a natural person. This should be indicated. The name of the body corporate should be written in the space provided for surname while the name of the natural persons should be written in the space provided for other names. The nationality, residential address and signature of the natural person should be provided in the respective spaces provide.
2. If there is insufficient space on the form to provide any information required, please attach a separate sheet containing the information set out in the prescribed form

**Presented for filing by:**Name: IKENNA FRED EZE Accreditation Number: IND/NBA/28217Address: 4 JOSE MARIA CRESCEINT, ASKIRE, ABUJATel. No. & E-mail: 08067104716Signature & Date: John

**THE FEDERAL REPUBLIC OF NIGERIA**  
**COMPANIES AND ALLIED MATTERS ACT**  
**CAP C20 LFN 2004**

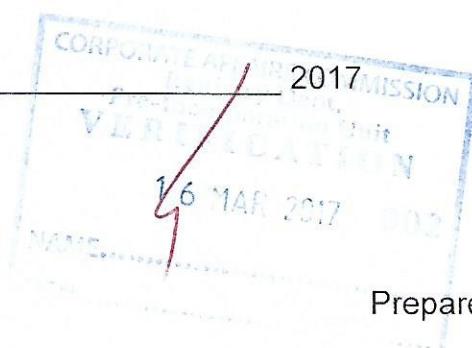
**PRIVATE COMPANY LIMITED BY SHARES**

**MEMORANDUM AND ARTICLES OF  
ASSOCIATION**

**OF**

**NIBOLY TECHNOLOGIES LIMITED**

DATED THE \_\_\_\_\_ DAY OF \_\_\_\_\_ 2017



Prepared By:

DOMINION CHAMBERS  
4B Funke Zainab Lekki Phase 1 Lagos.  
Tel: (234) 08098144995, 012931989  
Email: [contact0@dominionchambers.com](mailto:contact0@dominionchambers.com)  
Website: [www.dominionchambers.com](http://www.dominionchambers.com)

THE FEDERAL REPUBLIC OF NIGERIA  
COMPANIES AND ALLIED MATTERS ACT  
CAP C20 LFN 2004

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

in the Opinion of the Commissioner  
the Instrument Contained is

DULY STAMPED Q/13/17

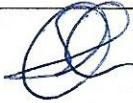
OF

NIBOLY TECHNOLOGIES LIMITED

1. The name of the company is NIBOLY TECHNOLOGIES LIMITED
2. The registered office of the company will be situated in Nigeria.
3. The objects for which the company is established are:-
  - I. To provide simple, secure and convenient payment solutions to enable cardholders make and receive payments in simpler, safer and smarter methods.
  - II. To provide E-Wallet and Prepaid Payment Solutions and also a variety of products to enable cardholders to make online and physical transactions, bill payments, cash withdrawals at ATMs, person-to-person transactions and manage prepaid cards.
  - III. To build and manage payment infrastructure and to deliver pioneering payments products and transactional services throughout Nigeria.
  - IV. To apply for or otherwise acquire any patents, patent rights, copyrights, trade marks, formulas, licenses, concessions, and the like, conferring any exclusive or non-exclusive or limited right to the use of any secret or other information as to, any invention which may seem capable of being used for any of the purposes of the Company.
  - V. To raise or borrow money whether or not by the issue of shares, stock, debentures, debenture stock, bonds, obligations, deposit notes, and otherwise howsoever and to underwrite any such issue.
  - VI. To enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint-venture, reciprocal concessions or otherwise with any person, or company carrying on or engaged in any business or transaction, which this Company is authorised to carry on, and to purchase or otherwise acquire and undertake the whole or any part of the business, property, rights and liabilities of any company, firms or person carrying on business which this Company is authorised to carry on or is possessed of rights suitable for the objects of this Company.
  - VII. To procure the company to be registered in and engage in business in any other part of the world.
  - VIII. To carry on any other business, which in the opinion of the company may be capable of being conveniently or profitably, carried on in conjunction with or subsidiary to any other business of the company and is calculated to enhance the value of the company's products and services and to do all such other lawful things as are incidental or conducive to the attainment of any of the above objects.
4. The company is a private company
5. The liability of the members is limited by shares.
6. The share capital of the company is ₦10, 000, 000.00 (Ten Million Naira) divided into Ten Million 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 AND DESCRIPTION OF SUBSCRIBERS	NO. OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURES
1.	Mr. Theophilus Oseghe 4B, Funke Zainab Street, Lekki 1, Lagos.  Business Man	2, 400,000	
2.	Mr. Tobiloba Williams 3, Columbine Street Northern Foreshore Estate Lekki, Lagos.  Business Man	2, 100,000	
3.	Sir Ademola Aladekomo 8, Louis Solomon Close Victoria Island, Lagos.  Business Man	1, 500,000	

Dated this ..... 10<sup>th</sup> day of March 2017.

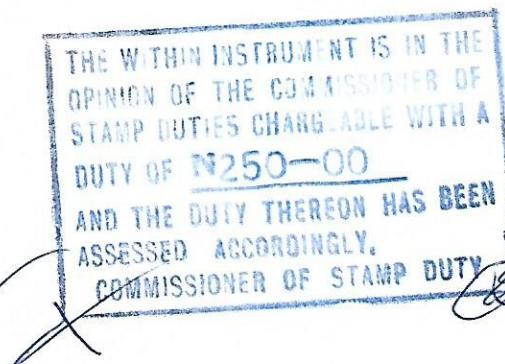
Witness to the above signatures:

Signature: 

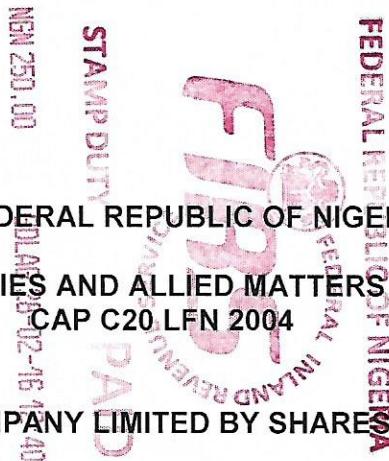
Name Chidimma Abosi

Address: 4B FUNKE ZAINAB STREET, LERKI 1, LAGOS

Occupation: LEGAL PRACTITIONER



THE FEDERAL REPUBLIC OF NIGERIA  
COMPANIES AND ALLIED MATTERS ACT  
CAP C20 LFN 2004  
COMPANY LIMITED BY SHARES



ARTICLES OF ASSOCIATION

OF

NIBOLY TECHNOLOGIES LIMITED

Date..... 20/05/17

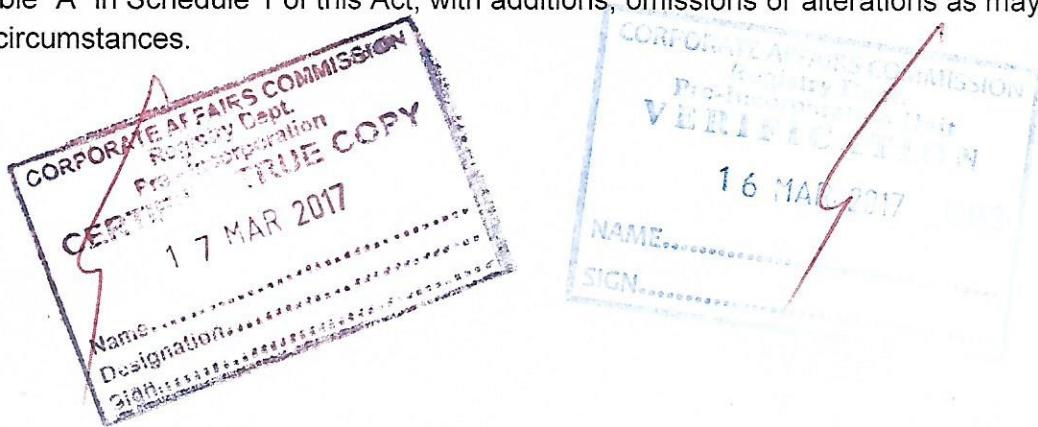
(PURSUANT TO SECTIONS 33 AND 34 OF THE COMPANIES AND ALLIED MATTERS ACT  
CAP. C20, LFN 2004)

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)

 X

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 AND DESCRIPTION OF SUBSCRIBERS	SIGNATURES
1.	Mr. Theophilus Oseghe 4B, Funke Zainab Street, Lekki 1, Lagos.  Business Man	
2.	Mr. Tobiloba Williams 3, Columbine Street Northern Foreshore Estate Lekki, Lagos.  Business Man	
3	Sir Ademola Aladekomo 8, Louis Solomon Close Victoria Island, Lagos.  Business Man	

Dated this ..... 10<sup>th</sup> day of ..... MARCH ..... 2017.

Witness to the above signatures:

Signature: 

Name: CHIDIMMA ABOSI

Address: 4B FUNKE ZAINAB STREET, LEKKI 1, LAGOS

Occupation: LEGAL PRACTITIONER

