

LIST OF PRE-QUALIFICATION DOCUMENTS



AMV

PART 1: PRE-QUALIFICATION REQUIREMENTS (DOCUMENTS)

- A. Evidence of Registration with Corporate Affairs Commission (CAC).
- B. Three (3) Years Tax Clearance Certificate
- D. Evidence of Registration with PENCMM
- E. Evidence of Registration with NSITF
- F. Evidence of Registration with ITF
- G. Evidence of Registration with Bureau of Public Procurement (BPP)
- H. Detailed information on Technical Personnel and Key Staff of the Company including their experience in relevant profession.
- I. Experience/Technical Qualification of Key Personnel.
- J. Financial Capability and Banking Support.
- K. Three (3) Years Audited Account Statement

OTHER DOCUMENTS THAT MAY COMPLEMENT THE TENDER:

- ❖ Evidence of Registration with Federal Ministry of Works.
- ❖ Similar project executed in the past, evidence of knowledge of the industry.
- ❖ Equipment and Technology Capacity.
- ❖ Annual Turnover.
- ❖ VAT Registration and evidence of past VAT Remittances.
- ❖ Registration with Pension.
- ❖ Company Profile

**CAC
DOCUMENTS**



AMV

RC 1003047



CORPORATE AFFAIRS COMMISSION
FEDERAL REPUBLIC OF NIGERIA

Certificate of Incorporation

I hereby certify that

AYUDIDIBE MEGA VENTURES NIG. LTD

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

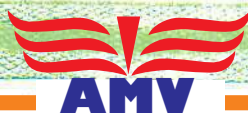
*Given under my hand at Abuja this Twenty-Eighth day of
December, 2011*




BELLO MAHMUD

Registrar - General

485345





FEDERAL REPUBLIC OF NIGERIA

**CERTIFICATE OF INCREASE IN ISSUED SHARE CAPITAL
OF**

AYUDIDIBE MEGA VENTURES NIG. LTD

COMPANY REGISTRATION NO. 1003047

The Registrar - General of Corporate Affairs Commission

hereby certifies that

puruant to the resolution and notice of increase in share capital dated the 4th June, 2021 and presented for filing on the 10th August, 2021 in respect of the above named Company, the increase in the issued share capital from N1300000 to N10000000 by the creation of 8700000 ordinary shares of N1 each has been registered with the Commission

Given under my hand at Abuja this 11th day of August, 2021



A. G. Abubakar
Registrar - General

STATUS REPORT

AMV STATUS REPORT



AMV

STATUS REPORT

9/8/23, 2:53 PM

Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

Report generated on 14:52 Friday, 08 September 2023

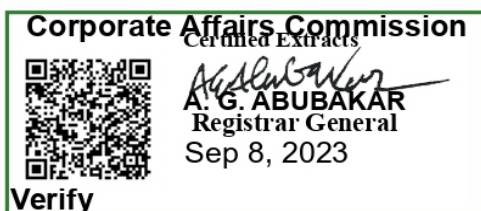


CORPORATE AFFAIRS
COMMISSION

Status Report

COMPANY DETAILS

Company Name	AYUDIDIBE MEGA VENTURES NIG. LTD
Registration Number	1003047
Date of Registration	Dec 28, 2011
Company Type	PRIVATE COMPANY LIMITED BY SHARES
Company Address	NO. 16 P.O.W.A SHOP, BY KAREWA POLICE STATION JIMETA, YOLA , ADAMAWA STATE
Post Code	NIL
Head Office Address	NIL
Email	ADMIN@AYUDIDIBE.COM.NG
Principal Business Activity	TO UNDERTAKE PROVISION OF SERVICES IN INFORMATION TECHNOLOGY AND ALSO ENGAGE IN OUTSOURCING, BUSINESS INTELLIGENCE, SYSTEM DEVELOPMENT AND MAINTENANCE. TO CARRY ON THE BUSINESS OF BUILDING AND CIVIL CONSTRUCTION, REHABILITATION, DEMOLITION CONTRACTORS OF ANY KIND. TO UNDERTAKE BUSINESS DRILLING OF MOTORIZED BOREHOLES, HAND PUMPS, WATER TREATMENT AND ENGINEERING, AND ALL KINDS OF DRILLING



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STATUS REPORT

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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

AND MAINTENANCE, SITE PROSPECTING AND GEOLOGICAL SURVEY FOR HYDRO LOGICAL PURPOSE IN ALL RAMIFICATIONS.

Status ACTIVE

Due Date of Accounts Made up to Due by

Total Ordinary Shares 10,000,000 (TEN MILLION)

Total Share Capital 10,000,000 (TEN MILLION)

SHARE DETAILS

S/N	CLASS OF SHARE	NOMINAL VALUE OF EACH ISSUED SHARE	TOTAL NUMBER OF ISSUED SHARES	AGGREGATE NOMINAL VALUE (Number of shares issued multiplied by nominal value)
1	ORDINARY	1	10,000,000	10,000,000

DIRECTOR'S DETAILS

1. **ROLE TYPE** DIRECTOR

SURNAME WANDA

FIRSTNAME DRAMBI

OTHER NAME ZIRAH

EMAIL NIL

SERVICE ADDRESS KI30, KAREWA G.R.A JIMETA, YOLA, ADAMAWA STATE

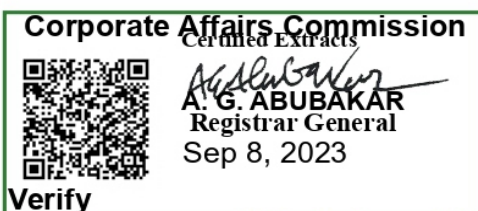
RESIDENTIAL ADDRESS NIL

NATIONALITY NIGERIA

GENDER MALE

DATE OF BIRTH October 1985

STATUS REMOVED



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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

DATE OF REMOVAL

29 MARCH 2023

2. ROLE TYPE

DIRECTOR

SURNAME

WANDA

FIRSTNAME

AYUBA

OTHER NAME

JONAH

EMAIL

AYUBA.WANDA@GMAIL.COM

SERVICE ADDRESS

FAITH AVENUE, 80 HOUSING UNITS, YOLA,
JIMETA, ADAMAWA STATE

RESIDENTIAL ADDRESS

NIL

NATIONALITY

NIGERIA

GENDER

MALE

DATE OF BIRTH

January 1986

DATE OF APPOINTMENT

24 MAY 2014

STATUS

ACTIVE

3. ROLE TYPE

DIRECTOR

SURNAME

TSALA

FIRSTNAME

YAKUBU

OTHER NAME

NIL

EMAIL

GHUNUVE@YAHOO.COM

SERVICE ADDRESS

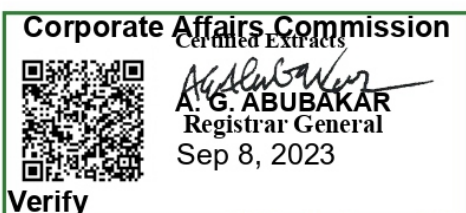
24, OGBOMOSHO STREET, AREA 8, GARKI
ABUJA FCT,

RESIDENTIAL ADDRESS

NIL

NATIONALITY

NIGERIA



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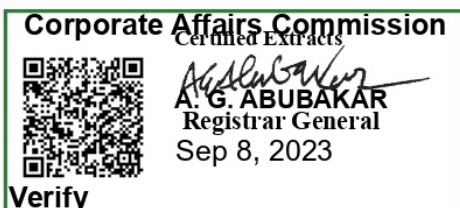
9/8/23, 2:53 PM

Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

GENDER MALE
DATE OF BIRTH May 1953
DATE OF APPOINTMENT 16 AUGUST 2021
STATUS ACTIVE

4. **ROLE TYPE** DIRECTOR
SURNAME KWAYA
FIRSTNAME BARKA
OTHER NAME JONATHAN
EMAIL JBARKA4U@GMAIL.COM
SERVICE ADDRESS KAREWA GRA, YOLA, 26, ADAMAWA STATE
RESIDENTIAL ADDRESS NIL
NATIONALITY NIGERIA
GENDER MALE
DATE OF BIRTH October 1982
STATUS REMOVED
DATE OF REMOVAL 06 SEPTEMBER 2023

5. **ROLE TYPE** DIRECTOR
SURNAME WANDA
FIRSTNAME DRAMBI
OTHER NAME ZIRAH
EMAIL ADMIN@AYUDIDIBE.COM.NG



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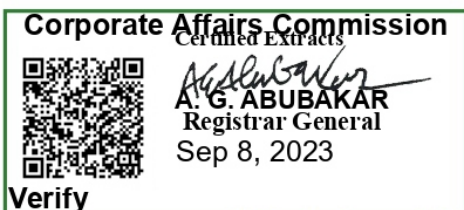
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

SERVICE ADDRESS	KAREWA GRA, JIMETA-YOLA, YOLA, 38, ADAMAWA STATE
RESIDENTIAL ADDRESS	NIL
NATIONALITY	NIGERIA
GENDER	MALE
DATE OF BIRTH	October 1985
DATE OF APPOINTMENT	06 SEPTEMBER 2023
STATUS	ACTIVE

SECRETARY'S DETAILS

1. ROLE TYPE	SECRETARY
SURNAME	AYUBA WANDE JONAH
FIRSTNAME	AYUBA
OTHER NAME	NIL
EMAIL	NIL
PHONE NUMBER	NIL
SERVICE ADDRESS	K130, KAREWA G.R.A, JIMETA, YOLA, ADAMAWA STATE,
RESIDENTIAL ADDRESS	NIL
NATIONALITY	NIGERIA
GENDER	NIL
DATE OF BIRTH	NIL
DATE OF APPOINTMENT	NIL
STATUS	



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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

2. **ROLE TYPE** SECRETARY COMPANY

SURNAME WANDA

FIRSTNAME AYUBA

OTHER NAME JONAH

EMAIL AYUBA.WANDA@GMAIL.COM

PHONE NUMBER 08036991369

SERVICE ADDRESS K130, KAREWA G.R.A JIMETA, YOLA, ADAMAWA STATE

RESIDENTIAL ADDRESS NIL

NATIONALITY NIGERIA

GENDER MALE

DATE OF BIRTH January 1986

DATE OF APPOINTMENT 03 April 2023

STATUS REMOVED

3. **ROLE TYPE** SECRETARY COMPANY

SURNAME BASSA

FIRSTNAME SHIWAYE

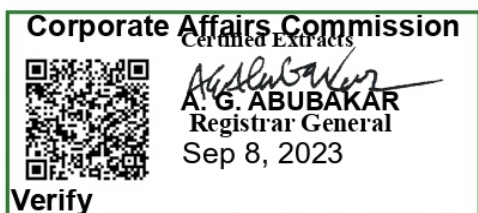
OTHER NAME YAKURA

EMAIL FCBASSA@GMAIL.COM

PHONE NUMBER 08037909567

SERVICE ADDRESS KAREWA GRA, YOLA, 26, ADAMAWA STATE

RESIDENTIAL ADDRESS NIL



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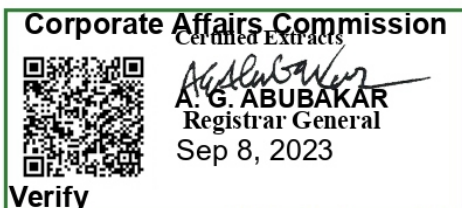
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

NATIONALITY	NIGERIA
GENDER	MALE
DATE OF BIRTH	June 1989
DATE OF APPOINTMENT	07 September 2023
STATUS	REMOVED
4. ROLE TYPE	SECRETARY COMPANY
SURNAME	WANDA
FIRSTNAME	AYUBA JONAH
OTHER NAME	NIL
EMAIL	AYUBA.WANDA@GMAIL.COM
PHONE NUMBER	+2348036991369
SERVICE ADDRESS	FAITH AVENUE, 80 HOUSING UNITS, JIMETA-YOLA, 38, ADAMAWA STATE
RESIDENTIAL ADDRESS	NIL
NATIONALITY	NIGERIA
GENDER	MALE
DATE OF BIRTH	January 1986
DATE OF APPOINTMENT	07 September 2023
STATUS	ACTIVE

SHAREHOLDERS

1. ROLE TYPE	SHAREHOLDER
SURNAME	WANDA



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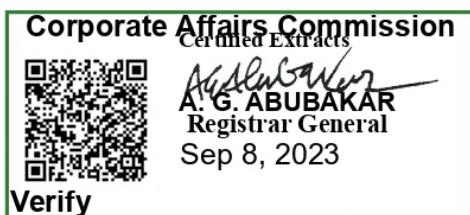
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

FIRSTNAME	DRAMBI
OTHER NAME	ZIRAH
EMAIL	NIL
PHONE NUMBER	NIL
SERVICE ADDRESS	KI30, KAREWA G.R.A JIMETA, YOLA, ADAMAWA STATE
NATIONALITY	NIGERIA
GENDER	MALE
DATE OF BIRTH	October 1985
STATUS	INACTIVE
TYPE OF SHARE	ORDINARY
TOTAL NUMBER OF SHARES	0
2. ROLE TYPE	SHAREHOLDER
SURNAME	WANDA
FIRSTNAME	AYUBA
OTHER NAME	JONAH
EMAIL	AYUBA.WANDA@GMAIL.COM
PHONE NUMBER	NIL
SERVICE ADDRESS	KI30, KAREWA G.R.A JIMETA, YOLA, ADAMAWA STATE
NATIONALITY	NIGERIA
GENDER	MALE
DATE OF BIRTH	January 1986



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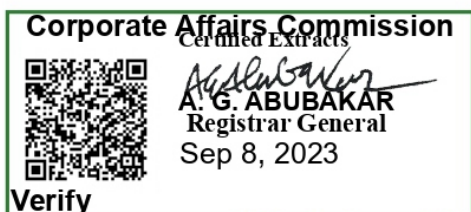
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

STATUS	ACTIVE
TYPE OF SHARE	ORDINARY
TOTAL NUMBER OF SHARES	5,000,000
3. ROLE TYPE	SHAREHOLDER
SURNAME	TSALA
FIRSTNAME	YAKUBU
OTHER NAME	NIL
EMAIL	GHUNUVE@YAHOO.COM
PHONE NUMBER	NIL
SERVICE ADDRESS	24, OGBOMOSHO STREET, AREA 8, GARKI ABUJA, FCT,
NATIONALITY	NIGERIA
GENDER	MALE
DATE OF BIRTH	May 1953
STATUS	ACTIVE
TYPE OF SHARE	ORDINARY
TOTAL NUMBER OF SHARES	4,000,000
4. ROLE TYPE	SHAREHOLDER
SURNAME	AYUBA
FIRSTNAME	HAUWA
OTHER NAME	WANDA
EMAIL	AYUBA.WANDA@GMAIL.COM



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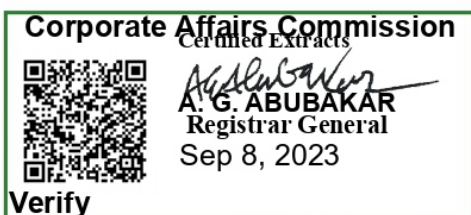
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

PHONE NUMBER	08027899922
SERVICE ADDRESS	FAITH AVENUE, 80 HOUSING UNITS, YOLA, JIMETA, ADAMAWA STATE
NATIONALITY	NIGERIA
GENDER	NIL
DATE OF BIRTH	January 2022
STATUS	ACTIVE
TYPE OF SHARE	ORDINARY
TOTAL NUMBER OF SHARES	1,000,000

PERSONS WITH SIGNIFICANT CONTROL

1. ROLE TYPE	PERSON WITH SIGNIFICANT CONTROL
SURNAME	WANDA
FIRSTNAME	DRAMBI
OTHER NAME	ZIRAH
EMAIL	
GENDER	MALE
DATE OF BIRTH	
DATE OF BECOMING PSC	16 March 2022
SERVICE ADDRESS	K130, KAREWA G.R.A JIMETA, YOLA, ADAMAWA STATE
RESIDENTIAL ADDRESS	NIL
TAX IDENTIFICATION NUMBER	NIL



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STATUS REPORT

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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

DESIGNATION NIL
TAX RESIDENCY NIL
IS PSC A POLITICALLY EXPOSED PERSON (PEP)? NO
DOES THE PSC HAVE ANY AFFILIATION? NO
STATUS INACTIVE
DATE OF CESSATION NIL

Does the PSC directly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

Does the PSC indirectly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

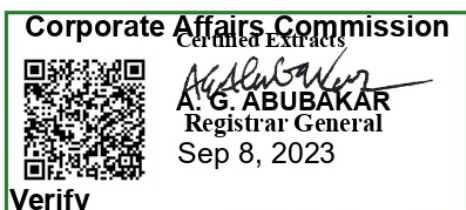
Does the PSC directly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

Does the PSC indirectly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

Does the PSC hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership? NO

Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership? NO

2. **ROLE TYPE** PERSON WITH SIGNIFICANT CONTROL
SURNAME TSALA
FIRSTNAME YAKUBU



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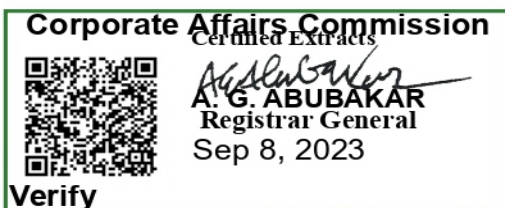
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

OTHER NAME	NIL
EMAIL	GHUNUVE@YAHOO.COM
GENDER	MALE
DATE OF BIRTH	
DATE OF BECOMING PSC	16 March 2022
SERVICE ADDRESS	24, OGBOMOSHO STREET, AREA 8, GARKI ABUJA, FCT,
RESIDENTIAL ADDRESS	NIL
TAX IDENTIFICATION NUMBER	NIL
DESIGNATION	NIL
TAX RESIDENCY	NIL
IS PSC A POLITICALLY EXPOSED PERSON (PEP)?	NO
DOES THE PSC HAVE ANY AFFILIATION?	NO
STATUS	INACTIVE
DATE OF CESSATION	NIL
Does the PSC directly hold at least 5% of the shares or interest in a company or limited liability partnership?	NO [0%]
Does the PSC indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	NO [0%]
Does the PSC directly hold at least 5% of the voting rights in a company or limited liability partnership?	NO [0%]
Does the PSC indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	NO [0%]



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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

Does the PSC hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership? NO

Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership? NO

3. **ROLE TYPE** PERSON WITH SIGNIFICANT CONTROL

SURNAME WANDA

FIRSTNAME AYUBA

OTHER NAME JONAH

EMAIL AYUBA.WANDA@GMAIL.COM

GENDER MALE

DATE OF BIRTH

DATE OF BECOMING PSC 16 March 2022

SERVICE ADDRESS KI30, KAREWA G.R.A JIMETA, YOLA, ADAMAWA STATE

RESIDENTIAL ADDRESS NIL

TAX IDENTIFICATION NUMBER NIL

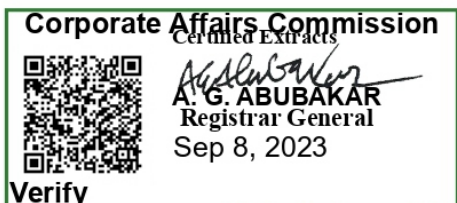
DESIGNATION NIL

TAX RESIDENCY NIL

IS PSC A POLITICALLY EXPOSED PERSON (PEP)? NO

DOES THE PSC HAVE ANY AFFILIATION? NO

STATUS INACTIVE



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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

DATE OF CESSATION NIL

Does the PSC directly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

Does the PSC indirectly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

Does the PSC directly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

Does the PSC indirectly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

Does the PSC hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership? NO

Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership? NO

4. **ROLE TYPE** PERSON WITH SIGNIFICANT CONTROL

SURNAME WANDA

FIRSTNAME DRAMBI

OTHER NAME ZIRAH

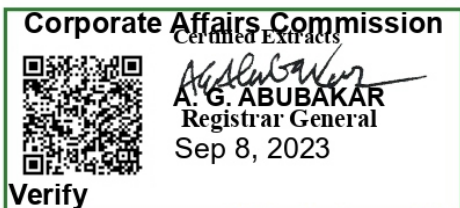
EMAIL

GENDER MALE

DATE OF BIRTH

DATE OF BECOMING PSC 13 January 2023

SERVICE ADDRESS KI30, KAREWA G.R.A JIMETA, YOLA,



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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

ADAMAWA STATE

RESIDENTIAL ADDRESS NIL

TAX IDENTIFICATION NUMBER NIL

DESIGNATION NIL

TAX RESIDENCY NIL

IS PSC A POLITICALLY EXPOSED PERSON (PEP)? NO

DOES THE PSC HAVE ANY AFFILIATION? NO

STATUS ACTIVE

DATE OF CESSATION NIL

Does the PSC directly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

Does the PSC indirectly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

Does the PSC directly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

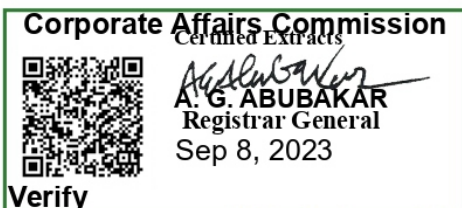
Does the PSC indirectly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

Does the PSC hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership? NO

Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership? NO

5. ROLE TYPE

PERSON WITH SIGNIFICANT CONTROL



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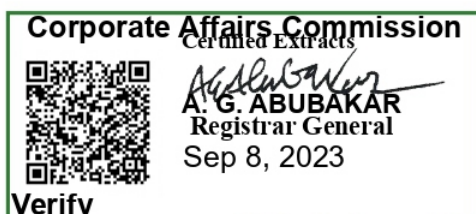
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

SURNAME	TSALA
FIRSTNAME	YAKUBU
OTHER NAME	NIL
EMAIL	GHUNUVE@YAHOO.COM
GENDER	MALE
DATE OF BIRTH	
DATE OF BECOMING PSC	13 January 2023
SERVICE ADDRESS	24, OGBOMOSHO STREET, AREA 8, GARKI ABUJA, FCT,
RESIDENTIAL ADDRESS	NIL
TAX IDENTIFICATION NUMBER	NIL
DESIGNATION	NIL
TAX RESIDENCY	NIL
IS PSC A POLITICALLY EXPOSED PERSON (PEP)?	NO
DOES THE PSC HAVE ANY AFFILIATION?	NO
STATUS	ACTIVE
DATE OF CESSATION	NIL
Does the PSC directly hold at least 5% of the shares or interest in a company or limited liability partnership?	NO [0%]
Does the PSC indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	NO [0%]
Does the PSC directly hold at least 5% of the voting rights in a company or limited liability partnership?	NO [0%]



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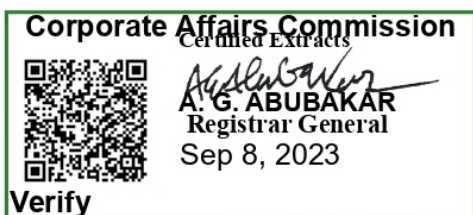
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Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

Does the PSC indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	NO [0%]
Does the PSC hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	NO
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership?	NO
6. ROLE TYPE	PERSON WITH SIGNIFICANT CONTROL
SURNAME	WANDA
FIRSTNAME	AYUBA
OTHER NAME	JONAH
EMAIL	AYUBA.WANDA@GMAIL.COM
GENDER	MALE
DATE OF BIRTH	
DATE OF BECOMING PSC	13 January 2023
SERVICE ADDRESS	KI30, KAREWA G.R.A JIMETA, YOLA, ADAMAWA STATE
RESIDENTIAL ADDRESS	NIL
TAX IDENTIFICATION NUMBER	NIL
DESIGNATION	NIL
TAX RESIDENCY	NIL
IS PSC A POLITICALLY EXPOSED PERSON (PEP)?	NO
DOES THE PSC HAVE ANY AFFILIATION?	NO



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STATUS REPORT

9/8/23, 2:53 PM

Application For Registration of Company - AYUDIDIBE MEGA VENTURES NIG. LTD

STATUS ACTIVE

DATE OF CESSATION NIL

Does the PSC directly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

Does the PSC indirectly hold at least 5% of the shares or interest in a company or limited liability partnership? NO [0%]

Does the PSC directly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

Does the PSC indirectly hold at least 5% of the voting rights in a company or limited liability partnership? NO [0%]

Does the PSC hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership? NO

Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership? NO

This is true extract of the company information as at 08 September 2023, based on information submitted to the Commission by the company



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**AMV
MEMORANDUM OF ASSOCIATION**

**AMV
MEMORANDUM OF ASSOCIATION**



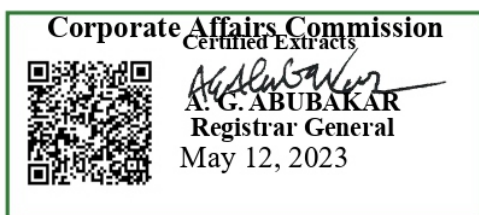
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**FEDERAL REPUBLIC OF NIGERIA
COMPANIES AND ALLIED MATTERS ACT, 2020
COMPANIES LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF**

AYUDIDIBE MEGA VENTURES NIG. LTD

1. The name of the Company is: **AYUDIDIBE MEGA VENTURES NIG. LTD**
2. The Registered office of the Company will be situated in Nigeria.
3. The objects for which the Company is established are:
 - A. To Carry On The Business Of Building And Civil Construction Rehabilitation, Demolition Contractors Of Any Kind
 - B. To Undertake Provision Of Services In Information Technology And Also Engage In Outsourcing, Business Intelligence, System Development And Maintenance. To Carry On The Business Of Building And Civil Construction, Rehabilitation, Demolition Contractors Of Any Kind. To Undertake Business Drilling Of Motorized Boreholes, Hand Pumps, Water Treatment And Engineering, And All Kinds Of Drilling And Maintenance, Site Prospecting And Geological Survey For Hydro Logical Purpose In All Ramifications.
 - C. To Carry Out The Business Of Mineral Resources Surveys Including Prospecting, Topographical And Geological Mapping, Geophysical Surveys, Preliminary And Detailed Exploration, Reserve Delineation, Reserve Computation And Assessment As Well As Final Licensing (Lease).
 - D. To Undertake Operations Which Include But Are Not Limited To Mine Design, Detailed Mining Operations, Stockpiling, Processing/refining And Export Of The Minerals So Mined Such As Iron Ores, Lithium, Copper, Gold, And Precious Minerals/metals Including Gems, And Gemstones Of All Categories Like Ruby, Garnet, Tourmaline, Topaz, Beryl, Wulframite, Silver, Mercury, Diamond, Zircons, Tantalite, Columbite, Monazite, Cassiterite, Graphite, Thorium, Etc.
 - E. To Carry On The General Business Of Purchase, Sales And Supplies Of Computer And Computer Accessories And Installation.
 - F. To Carry On The Business Of General Distributors, Suppliers, Contractors, Buy, Sell Communication Gadgets, Computers And Computer Accessories And Appliances Used For Or/in Connection With The Company's Business Or Required For Commonly Or Deal In By Persons Carrying On Any Of The Business Herein Mentioned.
 - G. To Carry On The Business Of Operating A Computer Business Center.
 - H. To Enter Into Manners Of Contracts For The Supply Of Essential Commodities To Individuals, Industries, Commercial And Government Enterprises (Bodies) As The Need May Arise.
 - I. To Engage Whether Jointly Or Singly In General Trading Or Any Other Business Which May Be Legally Permitted To Be Carried Out In The Federation Of Nigeria And To Associate With Other Companies Or Individuals In Nigeria Or Abroad For The Purpose Of Promoting Trade And General Commerce.
 - J. To Carry On Any Other Business Whatsoever Which In The Opinion Of The Directors Can Be Advantageously Carried On By The Company In Connection With Any Or Ancillary To Any Of



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AMV MEMORANDUM OF ASSOCIATION

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Mermat - AYUDIDIBE MEGA VENTURES NIG. LTD

The Above Objects Or The General Business Of The Company.
K. To Do All Such Things As May Be Considered To Be Incidental Or Conducive To The Attainment Of The Above Objectives.

- The Company is a Private_company_limited_by_shares
- The liability of the members is Private_company_limited_by_shares
- The nominal share capital of the Company is ₦10,000,000.00 divided as follows:

Total ORDINARY

₦10,000,000.00 (TEN MILLION NAIRA) divided into 10000000 of 1 each

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

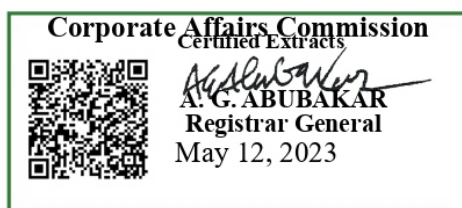
SN	NAME AND ADDRESS OF SUBSCRIBER	NO. OF SHARES TAKEN BY EACH SUBSCRIBER
1	Name: AYUBA HAUWA WANDA Address: FAITH AVENUE, 80 HOUSING UNITS	1,000,000
2	Name: TSALA YAKUBU Address: 24, OGBOMOSHO STREET, AREA 8, GARKI ABUJA,	4,000,000
3	Name: WANDA AYUBA JONAH Address: KI30, KAREWA G.R.A JIMETA	5,000,000

Dated this 28 Day of December 20 11

Particulars of witness to the above signatures:

Name of
1. Witness: A. GIDADO

Address
of SUITE 111-113 THEODAK PLAZA CBD
Witness: _____



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Occupation
of Witness: LEGAL PRACTICE

FEDERAL REPUBLIC OF NIGERIA
COMPANIES AND ALLIED MATTERS ACT, 2020
COMPANIES LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF

AYUDIDIBE MEGA VENTURES NIG. LTD

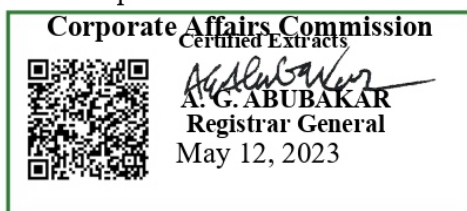
ADMINISTRATIVE ARRANGEMENTS

Indemnity

- (1) Subject to paragraph (2), a relevant director of the company or an associated company may be indemnified out of the company's assets against—
 - a. any liability incurred by that director in connection with any negligence, default, breach of duty or breach of trust in relation to the company or an associated company,
 - b. any liability incurred by that director as an officer of the company or an associated company.
- (2) This article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Act or by any other provision of law.
- (3) In this article—
 - a. companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate, and
 - b. a "relevant director" means any director or former director of the company or an associated company.

Insurance

- (1) The company may purchase and maintain insurance for the benefit of any relevant director in respect of any relevant loss .
- (2) In this article—
 - a. a "relevant director" means any director or former director of the company or an associated company,
 - b. a "relevant loss" means any loss or liability which has been or may be incurred by a relevant director in connection with that director's duties or powers in relation to the company, any associated company or any pension fund or employees' share scheme of the company or associated company, and
 - c. companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate.



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Meremat - AYUDIDIBE MEGA VENTURES NIG. LTD

NAME, ADDRESS AND DESCRIPTION OF SUBSCRIBER SIGNATURE

{{subscriber::name
address
occupation
date}} & {{signature}}

WITNESS

{{witness::name
address
signature
date}}

ADMINISTRATIVE ARRANGEMENTS

Means of Communication to be Used

- (1) Subject to the articles, anything sent or supplied by or to the company under the articles may be sent or supplied in any way in which the CAMA, 2020 provides for documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the company.
- (2) Subject to the articles, any notice or document to be sent or supplied to a director in connection with the taking of decisions by directors may also be sent or supplied by the means by which that director has asked to be sent or supplied with such notices or documents for the time being.
- (3) A director may agree with the company that notices or documents sent to that director in a particular way are to be deemed to have been received within a specified time of their being sent, and for the specified time to be less than 48 hours.

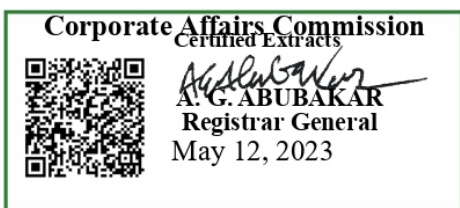
Company Seals

- (1) Any common seal may only be used by the authority of the directors.
- (2) The directors may decide by what means and in what form any common seal is to be used.
- (3) Unless otherwise decided by the directors, if the company has a common seal and it is affixed to a document, the document must also be signed by at least one authorised person in the presence of a witness who attests the signature.
- (4) For the purposes of this article, an authorised person is—
 - a. any director of the company;
 - b. the company secretary (if any); or
 - c. any person authorised by the directors for the purpose of signing documents to which the common seal is applied.

No Right to Inspect Accounts and Other Records

- Except as provided by law or authorised by the directors or an ordinary resolution of the company, no person is entitled to inspect any of the company's accounting or other records or documents merely by virtue of being a shareholder.

Provision for Employees On Cessation of Business



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- The directors may decide to make provision for the benefit of persons employed or formerly employed by the company or any of its subsidiaries (other than a director or former director or shadow director) in connection with the cessation or transfer to any person of the whole or part of the undertaking of the company or that subsidiary.

Borrowing Powers

- The directors may exercise the powers of the company to borrow money for the purpose of its business or objects and may mortgage or charge its undertaking, property and uncalled capital, or any part thereof, and issue debenture, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the company.

DECISION-MAKING BY SHAREHOLDERS

Voting: General

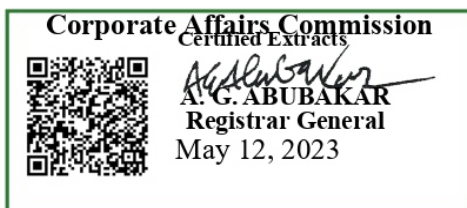
- A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the articles provided that in the case of an electronic meeting, voting may be done electronically or by count of voice concurrence.

Errors and Disputes

- (1) No objection may be raised to the qualification of any person voting at a general meeting except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting is valid.
- (2) Any such objection must be referred to the chairman of the meeting, whose decision is final.

Poll Votes

- (1) A poll on a resolution may be demanded—
 - a. in advance of the general meeting where it is to be put to the vote, or
 - b. at a general meeting, either before a show of hands on that resolution or immediately after the result of a show of hands on that resolution is declared.
- (2) A poll may be demanded by—
 - a. the chairman of the meeting where he is a member or a proxy;
 - b. at least three members present in person or by proxy;
 - c. any member or members present in person or by proxy and representing at least one tenth of the total voting rights of all the members having the right to vote at the meeting;
 - d. any member or members in the company conferring a right to vote at the meeting having shares on which an aggregate sum has been paid up equal to at least one-tenth of the total sum paid up on all the shares conferring that right.
- (3) A demand for a poll may be withdrawn if—
 - a. the poll has not yet been taken, and



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b. the chairman of the meeting consents to the withdrawal.

(4) Polls must be taken immediately and in such manner as the chairman of the meeting directs.

Content of Proxy Notices

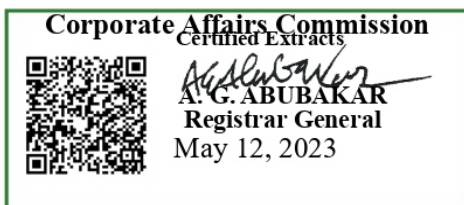
- (1) Proxies may only validly be appointed by a notice in writing (a “proxy notice”) which—
 - a. states the name and address of the shareholder appointing the proxy;
 - b. identifies the person appointed to be that shareholder’s proxy and the general meeting in relation to which that person is appointed;
 - c. is signed by or on behalf of the shareholder appointing the proxy, or is authenticated in such manner as the directors may determine; and
 - d. is delivered to the company in accordance with the articles and any instructions contained in the notice of the general meeting to which they relate.
- (2) The company may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.
- (3) Proxy notices may specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.
- (4) Unless a proxy notice indicates otherwise, it must be treated as—
 - a. allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting, and
 - b. appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.

Delivery of Proxy Notices

- (1) A person who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the company by or on behalf of that person.
- (2) An appointment under a proxy notice may be revoked by delivering to the company a notice in writing given by or on behalf of the person by whom or on whose behalf the proxy notice was given.
- (3) A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.
- (4) If a proxy notice is not executed by the person appointing the proxy, it must be accompanied by written evidence of the authority of the person who executed it to execute it on the appointor’s behalf.

Amendments to Resolutions

- (1) An ordinary resolution to be proposed at a general meeting may be amended by ordinary resolution if—
 - a. notice of the proposed amendment is given to the company in writing by a person entitled to vote at the general meeting at which it is to be proposed not less than 48 hours before the meeting is to take place (or such later time as the chairman of the meeting may determine), and



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b. the proposed amendment does not, in the reasonable opinion of the chairman of the meeting, materially alter the scope of the resolution.

(2) A special resolution to be proposed at a general meeting may be amended by ordinary resolution, if—

- a. the chairman of the meeting proposes the amendment at the general meeting at which the resolution is to be proposed, and
- b. the amendment does not go beyond what is necessary to correct a grammatical or other non-substantive error in the resolution.

(3) If the chairman of the meeting, acting in good faith, wrongly decides that an amendment to a resolution is out of order, the chairman's error does not invalidate the vote on that resolution.

DECISION-MAKING BY SHAREHOLDERS

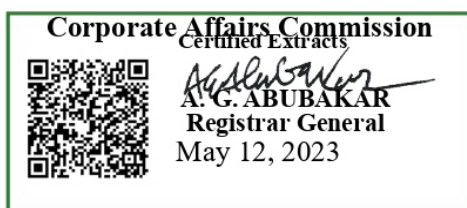
Attendance and Speaking at General Meetings

- (1) A person is able to exercise the right to speak at a general meeting when that person is in a position to communicate to all those attending the meeting, during the meeting, any information or opinions which that person has on the business of the meeting.
- (2) A person is able to exercise the right to vote at a general meeting when—
 - a. that person is able to vote, during the meeting, on resolutions put to the vote at the meeting, and
 - b. that person's vote can be taken into account in determining whether or not such resolutions are passed at the same time as the votes of all the other persons attending the meeting.
- (3) The directors may make whatever arrangements they consider appropriate to enable those attending a general meeting to exercise their rights to speak or vote at it.
- (4) In determining attendance at a general meeting, it is immaterial whether any two or more members attending it are in the same place as each other.
- (5) Two or more persons who are not in the same place as each other attend a general meeting if their circumstances are such that if they have (or were to have) rights to speak and vote at that meeting, they are (or would be) able to exercise them.

Chairing General Meetings

- (1) If the directors have appointed a chairman, the chairman shall chair general meetings if present and willing to do so.
- (2) If the directors have not appointed a chairman, or if the chairman is unwilling to chair the meeting or is not present within five minutes of the time at which a meeting was due to start—
 - a. the directors present, or
 - b. (if no directors are present), the meeting, must appoint a director or shareholder to chair the meeting, and the appointment of the chairman of the meeting must be the first business of the meeting
 - c. The person chairing a meeting in accordance with this article is referred to as “the chairman of the meeting”.

Attendance and Speaking by Directors and Non-Shareholders



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- (1) Directors may attend and speak at general meetings, whether or not they are shareholders.
- (2) The chairman of the meeting may permit other persons who are not—
 - a. shareholders of the company, or
 - b. otherwise entitled to exercise the rights of shareholders in relation to general meetings, to attend and speak at a general meeting.

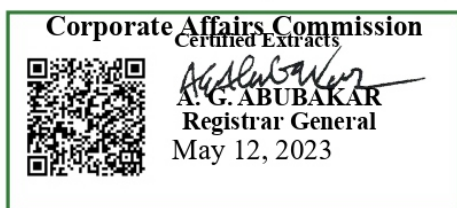
Adjournment

- (1) If the persons attending a general meeting within one hour of the time at which the meeting was due to start do not constitute a quorum, or if during a meeting a quorum ceases to be present, the chairman of the meeting must adjourn it.
- (2) The chairman of the meeting may adjourn a general meeting at which a quorum is present if—
 - a. the meeting consents to an adjournment, or
 - b. it appears to the chairman of the meeting that an adjournment is necessary to protect the safety of any person attending the meeting or ensure that the business of the meeting is conducted in an orderly manner.
- (3) The chairman of the meeting must adjourn a general meeting if directed to do so by the meeting.
- (4) When adjourning a general meeting, the chairman of the meeting must—
 - a. either specify the time and place to which it is adjourned or state that it is to continue at a time and place to be fixed by the directors, and
 - b. have regard to any directions as to the time and place of any adjournment which have been given by the meeting.
- (5) If the continuation of an adjourned meeting is to take place more than 30 days after it was adjourned, notice of the adjourned meeting and the business to be transacted shall be given as in the case of the original meeting.
- (6) No business may be transacted at an adjourned general meeting which could not properly have been transacted at the meeting if the adjournment had not taken place.

SHARES AND DISTRIBUTIONS

Authority to Capitalise and Appropriation of Capitalised Sums

- (1) Subject to the articles, the directors may, if they are so authorised by an ordinary resolution—
 - a. decide to capitalise any profits of the company (whether or not they are available for distribution) which are not required for paying a preferential dividend, or any sum standing to the credit of the company's share premium account or capital redemption reserve; and
 - b. appropriate any sum which they so decide to capitalise (a "capitalised sum") to the persons who would have been entitled to it if it were distributed by way of dividend (the "persons entitled") and in the same proportions.
- (2) Capitalised sums must be applied—
 - a. on behalf of the persons entitled, and



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b. in the same proportions as a dividend would have been distributed to them.

(3) Any capitalised sum may be applied in paying up new shares of a nominal amount equal to the capitalised sum which are then allotted credited as fully paid to the persons entitled or as they may direct.

(4) A capitalised sum which was appropriated from profits available for distribution may be applied in paying up new debentures of the company which are then allotted credited as fully paid to the persons entitled or as they may direct.

(5) Subject to the articles the directors may—

a. apply capitalised sums in accordance with paragraphs (3) and (4) partly in one way and partly in another;

b. make such arrangements as they think fit to deal with shares or debentures becoming distributable in fractions under this article (including the issuing of fractional certificates or the making of cash payments); and

c. authorise any person to enter into an agreement with the company on behalf of all the persons entitled which is binding on them in respect of the allotment of shares and debentures to them under this article.

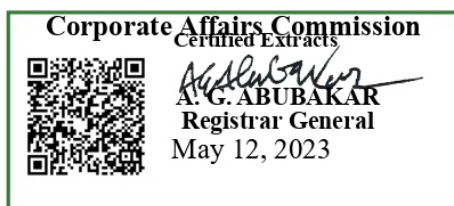
SHARES AND DISTRIBUTIONS

Procedure for Declaring Dividends

- (1) The company may by ordinary resolution declare dividends, and the directors may decide to pay interim dividends.
- (2) A dividend must not be declared unless the directors have made a recommendation as to its amount. Such a dividend must not exceed the amount recommended by the directors.
- (3) No dividend may be declared or paid unless it is in accordance with shareholders' respective rights.
- (4) Unless the shareholders' resolution to declare or directors' decision to pay a dividend, or the terms on which shares are issued, specify otherwise, it must be paid by reference to each shareholder's holding of shares on the date of the resolution or decision to declare or pay it.
- (5) If the company's share capital is divided into different classes, no interim dividend may be paid on shares carrying deferred or non-preferred rights if, at the time of payment, any preferential dividend is in arrear.
- (6) The directors may pay at intervals any dividend payable at a fixed rate if it appears to them that the profits available for distribution justify the payment. (7) If the directors act in good faith, they do not incur any liability to the holders of shares conferring preferred rights for any loss they may suffer by the lawful payment of an interim dividend on shares with deferred or non-preferred rights.

Payment of Dividends and Other Distributions

- (1) Where a dividend or other sum which is a distribution is payable in respect of a share, it must be paid by one or more of the following means—
 - a. transfer to a bank specified by the distribution recipient either in writing or as the directors may otherwise decide;
 - b. sending a cheque made payable to the distribution recipient by post to the distribution recipient at the distribution recipient's registered address (if the distribution recipient is a holder of the share), or (in



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- any other case) to an address specified by the distribution recipient either in writing or as the directors may otherwise decide;
- c. sending a cheque made payable to such person by post to such person at such address as the distribution recipient has specified either in writing or as the directors may otherwise decide; or
 - d. any other means of payment as the directors agree with the distribution recipient either in writing or by such other means as the directors decide.

(2) In the articles, “the distribution recipient” means, in respect of a share in respect of which a dividend or other sum is payable—

- a. the holder of the share; or
- b. if the share has two or more joint holders, whichever of them is named first in the register of members; or
- c. if the holder is no longer entitled to the share by reason of death or bankruptcy, or otherwise by operation of law, the transmittee.

No Interest on Distributions

- The company may not pay interest on any dividend or other sum payable in respect of a share unless otherwise provided by—
 - a. the terms on which the share was issued, or
 - b. the provisions of another agreement between the holder of that share and the company.

Unclaimed Distributions

- (1) All dividends or other sums which are—
 - a. payable in respect of shares, and
 - b. unclaimed after having been declared or become payable,

may be invested or otherwise made use of by the directors for the benefit of the company in accordance with the provisions of section 429 of the Act.

(2) The payment of any such dividend or other sum into a separate account does not make the company a trustee in respect of it.

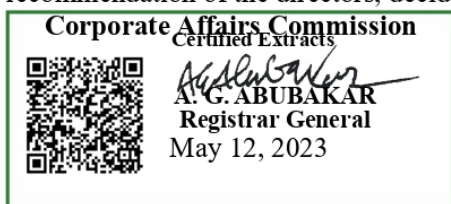
(3) If—

- a. twelve years have passed from the date on which a dividend or other sum became due for payment, and
- b. the distribution recipient has not claimed it,

the distribution recipient is no longer entitled to that dividend or other sum and it ceases to remain owing by the company and should be included in the report that should be submitted to the other shareholders of the company.

Non-Cash Distributions

- Subject to the terms of issue of the share in question, the company may, by ordinary resolution on the recommendation of the directors, decide to pay all or part of a dividend or other distribution payable in



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respect of a share by transferring non-cash assets of equivalent value (including, without limitation, shares or other securities in any company).

Waiver of Distributions

- Distribution recipients may waive their entitlement to a dividend or other distribution payable in respect of a share by giving the company notice in writing to that effect, but if—
 - a. the share has more than one holder, or
 - b. more than one person is entitled to the share, whether by reason of the death or bankruptcy of one or more joint holders, or otherwise,

the notice is not effective unless it is expressed to be given, and signed, by all the holders or persons otherwise entitled to the share.

SHARES AND DISTRIBUTIONS

Company's lien over partly paid shares

- (1) The company has a lien ("the company's lien") over every share which is partly paid for any part of—
 - a. that share's nominal value, and
 - b. any premium at which it was issued,

which has not been paid to the company, and which is payable immediately or at some time in the future, whether or not a call notice has been sent in respect of it.

- (2) The company's lien over a share—
 - a. takes priority over any third party's interest in that share, and
 - b. extends to any dividend or other money payable by the company in respect of that share and (if the lien is enforced and the share is sold by the company) the proceeds of sale of that share.

(3) The directors may at any time decide that a share which is or would otherwise be subject to the company's lien shall not be subject to it, either wholly or in part.

Enforcement of the company's lien

- (1) Subject to the provisions of this article, if—
 - a. a lien enforcement notice has been given in respect of a share, and
 - b. the person to whom the notice was given has failed to comply with it, the company may sell that share in such manner as the directors decide.

(2) A lien enforcement notice—

- a. may only be given in respect of a share which is subject to the company's lien, in respect of which a sum is payable and the due date for payment of that sum has passed;
- b. must specify the share concerned;



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- c. must require payment of the sum payable within 14 days of the notice;
- d. must be addressed either to the holder of the share or to a person entitled to it by reason of the holder's death, bankruptcy or otherwise; and
- e. must state the company's intention to sell the share if the notice is not complied with.

(3) Where shares are sold under this article—

- a. the directors may authorise any person to execute an instrument of transfer of the shares to the purchaser or a person nominated by the purchaser, and
- b. the transferee is not bound to see to the application of the consideration, and the transferee's title is not affected by any irregularity in or invalidity of the process leading to the sale.

(4) The net proceeds of any such sale (after payment of the costs of sale and any other costs of enforcing the lien) must be applied—

- a. first, in payment of so much of the sum for which the lien exists as was payable at the date of the lien enforcement notice,
- b. second, to the person entitled to the shares at the date of the sale, but only after the certificate for the shares sold has been surrendered to the company for cancellation or a suitable indemnity has been given for any lost certificates, and subject to a lien equivalent to the company's lien over the shares before the sale for any money payable in respect of the shares after the date of the lien enforcement notice.

(5) A statutory declaration by a director or the company secretary that the declarant is a director or the company secretary and that a share has been sold to satisfy the company's lien on a specified date—

- a. is conclusive evidence of the facts stated in it as against all persons claiming to be entitled to the share, and
- b. subject to compliance with any other formalities of transfer required by the articles or by law, constitutes a good title to the share.

Call notices

- (1) Subject to the articles and the terms on which shares are allotted, the directors may send a notice (a "call notice") to a member requiring the member to pay the company a specified sum of money (a "call") which is payable in respect of shares which that member holds at the date when the directors decide to send the call notice.

(2) A call notice—

- a. may not require a member to pay a call which exceeds the total sum unpaid on that member's shares (whether as to the share's nominal value or any amount payable to the company by way of premium);
- b. must state when and how any call to which it relates it is to be paid; and
- c. may permit or require the call to be paid by instalments.

(3) A member must comply with the requirements of a call notice, but no member is obliged to pay any call before 14 days have passed since the notice was sent.

(4) Before the company has received any call due under a call notice the directors may—

- a. revoke it wholly or in part, or



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- b. specify a later time for payment than is specified in the notice, by a further notice in writing to the member in respect of whose shares the call is made.

Liability to pay calls

- (1) Liability to pay a call is not extinguished or transferred by transferring the shares in respect of which it is required to be paid.
- (2) Joint holders of a share are jointly and severally liable to pay all calls in respect of that share.
- (3) Subject to the terms on which shares are allotted, the directors may, when issuing shares, provide that call notices sent to the holders of those shares may require them—
 - a. to pay calls which are not the same, or
 - b. to pay calls at different times.

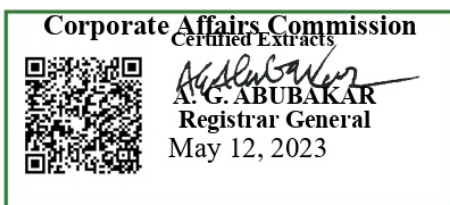
When call notice need not be issued

- (1) A call notice need not be issued in respect of sums which are specified, in the terms on which a share is issued, as being payable to the company in respect of that share (whether in respect of nominal value or premium)—
 - a. on allotment;
 - b. on the occurrence of a particular event; or
 - c. on a date fixed by or in accordance with the terms of issue.

(2) But if the due date for payment of such a sum has passed and it has not been paid, the holder of the share concerned is treated in all respects as having failed to comply with a call notice in respect of that sum, and is liable to the same consequences as regards the payment of interest and forfeiture.

Failure to comply with call notice: automatic consequences

- (1) If a person is liable to pay a call and fails to do so by the call payment date—
 - a. the directors may issue a notice of intended forfeiture to that person, and
 - b. until the call is paid, that person must pay the company interest on the call from the call payment date at the relevant rate.
- (2) For the purposes of this article—
 - a. the “call payment date” is the time when the call notice states that a call is payable, unless the directors give a notice specifying a later date, in which case the “call payment date” is that later date;
 - b. the “relevant rate” is—
 - i. the rate fixed by the terms on which the share in respect of which the call is due was allotted;
 - ii. such other rate as was fixed in the call notice which required payment of the call, or has otherwise been determined by the directors; or
 - iii. if no rate is fixed in either of these ways, the prevailing interest rate as set by the Monetary Policy Committee of the Central Bank of Nigeria.
- (3) The directors may waive any obligation to pay interest on a call wholly or in part.



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Notice of intended forfeiture

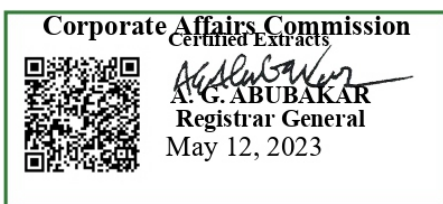
- A notice of intended forfeiture—
 - a. may be sent in respect of any share in respect of which a call has not been paid as required by a call notice;
 - b. must be sent to the holder of that share or to a person entitled to it by reason of the holder's death, bankruptcy or otherwise;
 - c. must require payment of the call and any accrued interest by a date which is not less than 14 days after the date of the notice;
 - d. must state how the payment is to be made; and
 - e. must state that if the notice is not complied with, the shares in respect of which the call is payable will be liable to be forfeited.

Directors' power to forfeit shares

- If a notice of intended forfeiture is not complied with before the date by which payment of the call is required in the notice of intended forfeiture, the directors may decide that any share in respect of which it was given is forfeited, and the forfeiture is to include all dividends or other moneys payable in respect of the forfeited shares and not paid before the forfeiture.

Effect of forfeiture

- (1) Subject to the articles, the forfeiture of a share extinguishes—
 - a. all interests in that share, and all claims and demands against the company in respect of it, and
 - b. all other rights and liabilities incidental to the share as between the person whose share it was prior to the forfeiture and the company.
- (2) Any share which is forfeited in accordance with the articles—
 - a. is deemed to have been forfeited when the directors decide that it is forfeited;
 - b. is deemed to be the property of the company; and
 - c. may be sold, re-allotted or otherwise disposed of as the directors think fit.
- (3) If a person's shares have been forfeited—
 - a. the company must send that person notice that forfeiture has occurred and record it in the register of members;
 - b. that person ceases to be a member in respect of those shares;
 - c. that person must surrender the certificate for the shares forfeited to the company for cancellation;
 - d. that person remains liable to the company for all sums payable by that person under the articles at the date of forfeiture in respect of those shares provided that his liability ceases when the company receives payment in full of all money in respect of the shares; and
 - e. the directors may waive payment of such sums wholly or in part or enforce payment without any allowance for the value of the shares at the time of forfeiture or for any consideration received on their disposal.



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(4) At any time before the company disposes of a forfeited share, the directors may decide to cancel the forfeiture on payment of all calls and interest due in respect of it and on such other terms as they think fit.

Procedure following forfeiture

- (1) If a forfeited share is to be disposed of by being transferred, the company may receive the consideration for the transfer and the directors may authorise any person to execute the instrument of transfer.
- (2) A statutory declaration by a director or the company secretary that the declarant is a director or the company secretary and that a share has been forfeited on a specified date—
 - a. is conclusive evidence of the facts stated in it as against all persons claiming to be entitled to the share, and
 - b. subject to compliance with any other formalities of transfer required by the articles or by law, constitutes a good title to the share.
- (3) A person to whom a forfeited share is transferred is not bound to see to the application of the consideration (if any) nor is that person's title to the share affected by any irregularity in or invalidity of the process leading to the forfeiture or transfer of the share.
- (4) If the company sells a forfeited share, the person who held it prior to its forfeiture is entitled to receive from the company the proceeds of such sale, net of any commission, and excluding any amount which—
 - a. was, or would have become, payable, and
 - b. had not, when that share was forfeited, been paid by that person in respect of that share,but no interest is payable to such a person in respect of such proceeds and the company is not required to account for any money earned on them.

Surrender of shares

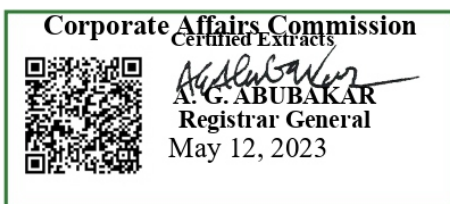
- (1) A member may surrender any share to the company as a gift
- (2) The directors may accept the surrender of any such share.
- (3) The effect of surrender on a share is the same as the effect of forfeiture on that share.
- (4) A share which has been surrendered may be dealt with in the same way as a share which has been forfeited.

SHARES AND DISTRIBUTIONS

All Shares to Be Fully Issued

- (1) No share is to be issued for less than the aggregate of its nominal value and any premium to be paid to the company in consideration for its issue.
- (2) This does not apply to shares taken on the formation of the company by the subscribers to the company's memorandum.

Powers to Issue Different Classes of Share



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- (1) Subject to the articles, but without prejudice to the rights attached to any existing share, the company may issue shares with such rights or restrictions as may be determined by ordinary resolution.
- (2) The company may issue shares which are to be redeemed, or are liable to be redeemed at the option of the company or the holder, subject to such conditions as may be prescribed in the terms of issue or by the articles.

Company Not Bound by Less Than Absolute Interests

- Except as required by law, no person is to be recognised by the company as holding any share upon any trust, and except as otherwise required by law or the articles, the company is not in any way to be bound by or recognise any interest in a share other than the holder's absolute ownership of it and all the rights attaching to it.

Share Certificates

- (1) The company must issue each shareholder, free of charge, with one or more certificates in respect of the shares which that shareholder holds.
- (2) Every certificate must specify—
 - a. in respect of how many shares, of what class, it is issued;
 - b. the nominal value of those shares;
 - c. that the shares are fully paid; and
 - d. any distinguishing numbers assigned to them.
- (3) No certificate may be issued in respect of shares of more than one class.
- (4) If more than one person holds a share, only one certificate may be issued in respect of it.
- (5) Certificates must—
 - a. have affixed to them the company's common seal, or
 - b. be otherwise executed as a deed.

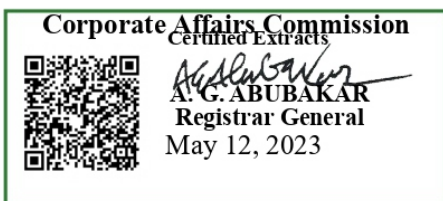
Replacement Share Certificates

- (1) If a certificate issued in respect of a shareholder's shares is—
 - a. damaged or defaced, or
 - b. said to be lost, stolen or destroyed,

that shareholder is entitled to be issued with a replacement certificate in respect of the same shares.

- (2) A shareholder exercising the right to be issued with such a replacement certificate—
 - a. may at the same time exercise the right to be issued with a single certificate or separate certificates;
 - b. must return the certificate which is to be replaced to the company if it is damaged or defaced; and
 - c. must comply with such conditions as to evidence, indemnity and the payment of a reasonable fee as the directors decide.

Share Transfers



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- (1) Shares may be transferred by means of an instrument of transfer in any usual form or any other form approved by the directors, which is executed by or on behalf of the transferor.
- (2) No fee may be charged for registering any instrument of transfer or other document relating to or affecting the title to any share.
- (3) The company may retain any instrument of transfer which is registered.
- (4) The transferor remains the holder of a share until the transferee's name is entered in the register of members as holder of it.
- (5) The directors may refuse to register the transfer of a share, and if they do so, the instrument of transfer must be returned to the transferee with the notice of refusal unless they suspect that the proposed transfer may be fraudulent.

Transmission of Shares

- (1) If title to a share passes to a transmittee, the company may only recognise the transmittee as having any title to that share.
- (2) A transmittee who produces such evidence of entitlement to shares as the directors may properly require
 - a. may, subject to the articles, choose either to become the holder of those shares or to have them transferred to another person, and
 - b. subject to the articles, and pending any transfer of the shares to another person, has the same rights as the holder had.

(3) But transmittees do not have the right to attend or vote at a general meeting, or agree to a proposed written resolution, in respect of shares to which they are entitled, by reason of the holder's death or bankruptcy or otherwise, unless they become the holders of those shares.

Exercise of Transmittees' Rights

- (1) Transmittees who wish to become the holders of shares to which they have become entitled must notify the company in writing of that wish.
- (2) If the transmittee wishes to have a share transferred to another person, the transmittee must execute an instrument of transfer in respect of it.
- (3) Any transfer made or executed under this article is to be treated as if it were made or executed by the person from whom the transmittee has derived rights in respect of the share, and as if the event which gave rise to the transmission had not occurred.

Transmittees Bound by Prior Notices

- If a notice is given to a shareholder in respect of shares and a transmittee is entitled to those shares, the transmittee is bound by the notice if it was given to the shareholder before the transmittee's name has been entered in the register of members.

DIRECTORS

Appointment and Removal of Alternates



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- (1) Any director (the “appointor”) may appoint as an alternate any other director, or any other person approved by resolution of the directors, to—
 - a. exercise that director’s powers, and
 - b. carry out that director’s responsibilities,

in relation to the taking of decisions by the directors in the absence of the alternate’s appointor.

- (2) Any appointment or removal of an alternate must be effected by notice in writing to the company signed by the appointor, or in any other manner approved by the directors.
- (3) The notice must—

- a. identify the proposed alternate, and
- b. in the case of a notice of appointment, contain a statement signed by the proposed alternate that the proposed alternate is willing to act as the alternate of the director giving the notice.

Rights and Responsibilities of Alternate Directors

- (1) An alternate director has the same rights, in relation to any directors’ meeting or directors’ written resolution, as the alternate’s appointor.

(2) Except as the articles specify otherwise, alternate directors—

- a. are deemed for all purposes to be directors;
- b. are liable for their own acts and omissions;
- c. are subject to the same restrictions as their appointors; and
- d. are not deemed to be agents of or for their appointors.

(3) A person who is an alternate director but not a director—

- a. may be counted as participating for the purposes of determining whether a quorum is participating (but only if that person’s appointor is not participating), and
- b. may sign a written resolution (but only if it is not signed or to be signed by that person’s appointor).

No alternate may be counted as more than one director for such purposes.

(4) An alternate director is not entitled to receive any remuneration from the company for serving as an alternate director except such part of the alternate’s appointor’s remuneration as the appointor may direct by notice in writing made to the company.

Termination of Alternate Directorship

- An alternate director’s appointment as an alternate terminates—
 - a. when the alternate’s appointor revokes the appointment by notice to the company in writing specifying when it is to terminate;
 - b. on the occurrence in relation to the alternate of any event which, if it occurred in relation to the alternate’s appointor, would result in the termination of the appointor’s appointment as a director;
 - c. on the death of the alternate’s appointor; or
 - d. when the alternate’s appointor’s appointment as a director terminates, except that an alternate’s appointment as an alternate does not terminate when the appointor retires by rotation at a general meeting and is then re-appointed as a director at the same general meeting.



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DIRECTORS

Methods of Appointing Directors

- (1) Any person who is willing to act as a director, and is permitted by law to do so, may be appointed to be a director—
 - a. by ordinary resolution, or
 - b. by a decision of the directors in the case of casual vacancy
- (2) any of the personal representatives of the shareholders entitled to attend and vote at a general meeting shall apply to court for an order to convene a meeting of all the personal representatives to appoint new directors to manage the company, and if they fail to convene a meeting, the creditors, if any, may do so.

Termination of Director's Appointment

- A person ceases to be a director as soon as—
 - a. that person ceases to be a director by virtue of any provision of the Act or is prohibited from being a director by law;
 - b. a bankruptcy order is made against that person;
 - c. a composition is made with that person's creditors generally in satisfaction of that person's debts;
 - d. a registered medical practitioner who is treating that person gives a written opinion to the company stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months;
 - e. by reason of that person's mental health, a court makes an order which wholly or partly prevents that person from personally exercising any powers or rights which that person would otherwise have;
 - f. notification is received by the company from the director that the director is resigning from office, and such resignation has taken effect in accordance with its terms.

Directors' Remuneration

- (1) Directors may undertake any services for the company that the directors decide.
- (2) Directors are entitled to such remuneration as the company determines—
 - a. for their services to the company as directors, and
 - b. for any other service which they undertake for the company.
- (3) Subject to the articles, a director's remuneration may—
 - a. take any form, and
 - b. include any arrangements in connection with the payment of a pension, allowance or gratuity, or any death, sickness or disability benefits, to or in respect of that director.
- (4) Unless the directors decide otherwise, directors' remuneration accrues from day to day.
- (5) Unless the directors decide otherwise, directors are not accountable to the company for any remuneration which they receive as directors or other officers or employees of the company's subsidiaries or of any other body corporate in which the company is interested.



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Directors' Expenses

- The company may pay any reasonable expenses which the directors properly incur in connection with their attendance at—
 - a. meetings of directors or committees of directors,
 - b. general meetings, or
 - c. separate meetings of the holders of any class of shares or of debentures of the company,

or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the company.

DIRECTORS

Directors to Take Decisions Collectively

- (1) The general rule about decision-making by directors is that any decision of the directors must be either a majority decision at a meeting or a decision taken in accordance with article 8.
- (2) If—
 - a. the company only has one director, and
 - b. no provision of the articles requires it to have more than one director, the general rule does not apply, and the director may take decisions without regard to any of the provisions of the articles relating to directors' decision-making.

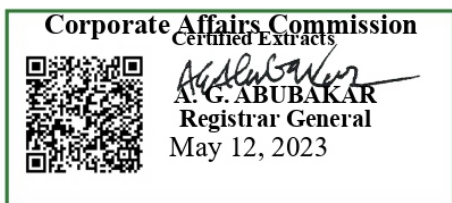
Unanimous Decisions

- (1) A decision of the directors is taken in accordance with this article when all eligible directors indicate to each other by any means that they share a common view on a matter.
- (2) Such a decision may take the form of a resolution in writing, copies of which have been signed by each eligible director or to which each eligible director has otherwise indicated agreement in writing.
- (3) References in this article to eligible directors are to directors who would have been entitled to vote on the matter had it been proposed as a resolution at a directors' meeting.
- (4) A decision may not be taken in accordance with this article if the eligible directors would not have formed a quorum at such a meeting.

Calling A Directors' Meeting

- (1) Any director may call a directors' meeting by giving notice of the meeting to the directors or by authorising the company secretary (if any) to give such notice.
- (2) Notice of any directors' meeting must indicate—
 - a. its proposed date and time;
 - b. where it is to take place; and
 - c. if it is anticipated that directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.

(3) Notice of a directors' meeting must be given to each director.



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Participation in Directors' Meetings

- (1) Subject to the articles, directors participate in a directors' meeting, or part of a directors' meeting, when—
 - a. the meeting has been called and takes place in accordance with the articles, and
 - b. they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- (2) In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other.
- (3) If all the directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

Quorum for Directors' Meetings

- (1) At a directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- (2) The quorum for directors' meetings the quorum necessary for the transaction of the business of directors are two where there are not more than six directors, but where there are more than six directors, the quorum is one-third of the number of directors, and where the number of directors is not a multiple of three, then the quorum is one third to the nearest number.
- (3) If the total number of directors for the time being is less than the quorum required, the directors must not take any decision other than a decision—
 - a. to appoint further directors, or
 - b. to call a general meeting so as to enable the shareholders to appoint further directors.

Chairing Directors' Meetings

- (1) The directors may appoint a director to chair their meetings.
- (2) The person so appointed for the time being is known as the chairman.
- (3) The directors may terminate the chairman's appointment at any time..
- (4) If the chairman is not participating in a directors' meeting within one hour of the time at which it was to start, the participating directors must appoint one of themselves to chair it.

Casting Vote

- (1) If the numbers of votes for and against a proposal are equal, the chairman or other director chairing the meeting has a casting vote.
- (2) But this does not apply if, in accordance with the articles, the chairman or other director is not to be counted as participating in the decision-making process for quorum or voting purposes.

Conflicts of interest

- (1) If a proposed decision of the directors is concerned with an actual or proposed transaction or arrangement with the company in which a director is interested, that director is not to be counted as participating in the decision-making process for quorum or voting purposes..



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(2) But if paragraph (3) applies, a director who is interested in an actual or proposed transaction or arrangement with the company is to be counted as participating in a decision at a directors' meeting, or part of a directors' meeting, relating to it for quorum and voting purposes.

(3) This paragraph applies when—

- a. the company by ordinary resolution disapplies the provision of the articles which would otherwise prevent a director from being counted as participating in the decision-making process;
- b. the director's interest cannot reasonably be regarded as likely to give rise to a conflict of interest; or
- c. the director's conflict of interest arises from a permitted cause.

(4) For the purposes of this article, the following are permitted causes—

- a. a guarantee given, or to be given, by or to a director in respect of an obligation incurred by or on behalf of the company or any of its subsidiaries;
- b. subscription, or an agreement to subscribe, for shares or other securities of the company or any of its subsidiaries, or to underwrite, sub-underwrite, or guarantee subscription for any such shares or securities; and
- c. arrangements pursuant to which benefits are made available to employees and directors or former employees and directors of the company or any of its subsidiaries which do not provide special benefits for directors or former directors.

(5) For the purposes of this article, references to proposed decisions and decision-making processes include any directors' meeting or part of a directors' meeting.

(6) Subject to paragraph (7), if a question arises at a meeting of directors or of a committee of directors as to the right of a director to participate in the meeting (or part of the meeting) for voting or quorum purposes, the question may, before the conclusion of the meeting, be referred to the chairman whose ruling in relation to any director other than the chairman is to be final and conclusive.

(7) If any question as to the right to participate in the meeting (or part of the meeting) should arise in respect of the chairman, the question is to be decided by a decision of the directors at that meeting, for which purpose the chairman is not to be counted as participating in the meeting (or that part of the meeting) for voting or quorum purposes.

Records of Decisions to Be Kept

- The directors must ensure that the company keeps a record, in writing, for at least 10 years from the date of the decision recorded, of every unanimous or majority decision taken by the directors.

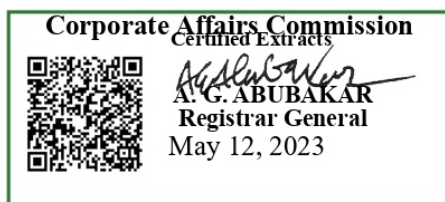
Directors' Discretion to Make Further Rules

- Subject to the articles, the directors may make any rule which they think fit about how they take decisions, and about how such rules are to be recorded or communicated to directors

DIRECTORS

Directors' General Authority

- Subject to the articles, the directors are responsible for the management of the company's business, for which purpose they may exercise all the powers of the company



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Shareholders' Reserve Power

- —(1) The shareholders may, by special resolution, direct the directors to take, or refrain from taking, specified action.
- (2) No such special resolution invalidates anything which the directors have done before the passing of the resolution.

Directors May Delegate

- (1) Subject to the articles, the directors may delegate any of the powers which are conferred on them under the articles—
 - a. to such person or committee;
 - b. by such means (including by power of attorney);
 - c. to such an extent;
 - d. in relation to such matters or territories; and
 - e. on such terms and conditions;

as they think fit.

- (2) If the directors so specify, any such delegation may authorise further delegation of the directors' powers by any person to whom they are delegated
- (3) The directors may revoke any delegation in whole or part, or alter its terms and conditions.

Committees

- (1) Committees to which the directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the articles which govern the taking of decisions by directors.
- (2) The directors may make rules of procedure for all or any committees, which prevail over rules derived from the articles if they are not consistent with them.

INTERPRETATION AND LIMITATION OF LIABILITY

Defined terms

1. —(1) In these articles. Unless the context requires otherwise -

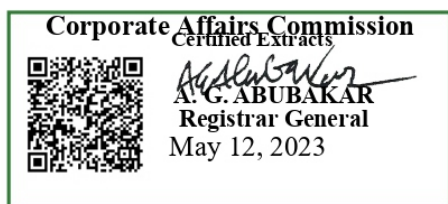
“Act” means the Companies and Allied Matters Act, 2020 (CAMA)

“articles” has the meaning given in the Act;

“director” has the meaning given in the Act and includes any person occupying the position of director, by whatever name called;

“chairman” has the meaning given in article 12;

“chairman of the meeting” has the meaning given in article 39;



Verify Electronic
Stamp here:

<http://stampduty.gov.ng/verification>

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No:



2023-0335-14280-
38379

AMV MEMORANDUM OF ASSOCIATION

5/12/23, 6:12 PM

Mermat - AYUDIDIBE MEGA VENTURES NIG. LTD

“document” includes, unless otherwise specified, any document sent or supplied in electronic form;

“electronic form” has the following meaning:

1. documents or information sent or supplied by electronic means for example by email or software by other means while in an electronic form (for example sending disk by post), and references to electronic copy shall have a corresponding meaning and a document or information is sent or supplied by electronic means if it is sent initially and received at its destination by means of electronic equipment for the processing (which expression includes digital compression) or storage of data and entirely transmitted, conveyed and received by wire, by radio, by optical means or by electromagnetic means; references to electronic means shall have a corresponding meaning;
2. a document or information authorized or requested to be sent or supplied in an electronic form must be sent or supplied in a form and by a means the sender or supplier reasonably considers will enable the recipient to read and retain a copy of it; and for this purpose, a document or information can be read only if it can be read with the naked eye, or to the extent that it connotes images (for example photographs, pictures, maps, plans or drawings) it can be seen with the naked eyes;

“fully paid” in relation to a share, means that the nominal value and any premium to be paid to the company in respect of that share have been paid to the company;

“hard copy form” means a document or information sent or supplied in hard copy form or in a paper copy or similar form capable of being read and a reference to hard copy has a corresponding meaning;

“holder” in relation to shares means the person whose name is entered in the register of members as the holder of the shares;

“instrument” means a document in hard copy form;

“manager” in relation to disclosure of remuneration at annual general meeting includes any person by whatever name called occupying a position in senior management and who is vested with significant autonomy, discretion, and authority in the administration and management of the affairs of a company (whether in whole or in part);

“ordinary resolution” has the meaning given in section 258 (1) of the Act;

“paid” means paid or credited as paid;

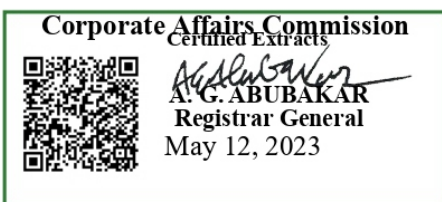
“participate”, in relation to a directors’ meeting, has the meaning given in article 10;

“proxy notice” has the meaning given in article 45;

“shareholder” means a person who is the holder of a share;

“shares” means shares in the company;

“special resolution” has the meaning given in section 258 (2) of the Act;



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“subsidiary” has the meaning given in section 381 of the Act;

“transmittee” means a person becoming entitled to a share in consequence of the death or bankruptcy of a member and in accordance with section 179 of the Act; and

“writing” means the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in electronic form or otherwise.

(2) Unless the context otherwise requires, other words or expressions contained in these articles bear the same meaning as in the CAMA, 2020 as in force on the date when these articles become binding on the company.

Liability of Members

2. The liability of the members is limited to the amount, if any, unpaid on the shares held by them.

SN	NAME AND ADDRESS OF SUBSCRIBER	NO. OF SHARES TAKEN BY EACH SUBSCRIBER
1	Name: AYUBA HAUWA WANDA Address: FAITH AVENUE, 80 HOUSING UNITS	1,000,000
2	Name: TSALA YAKUBU Address: 24, OGBOMOSHO STREET, AREA 8, GARKI ABUJA,	4,000,000
3	Name: WANDA AYUBA JONAH Address: KI30, KAREWA G.R.A JIMETA	5,000,000

Dated this 28 Day of December 2011

Particulars of witness to the above signatures:

1. Name of Witness: A. GIDADO
Address of Witness: SUITE 111-113 THEODAK PLAZA CBD
Occupation of Witness: LEGAL PRACTICE



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**ACKNOWLEDGMENT
OF FILLING OF TAX RETURN**



AMV

CORPORATE AFFAIRS COMMISSION



RC 1003047

13th January, 2023

The Managing Director
AYUDIDIBE MEGA VENTURES NIG. LTD
NO. 16 P.O.W.A SHOP, BY KAREWA POLICE STATION JIMETA
YOLA

ADAMAWA
ADMIN@AYUDIDIBE.COM.NG

Dear Sir,

ACKNOWLEDGEMENT OF FILING OF ANNUAL RETURN

We acknowledge the receipt of Annual return filed by your company for the year 2022 with receipt No. 240775153591 dated 12th January, 2023. The return has been duly accepted.

Please ensure that subsequent returns are filed in line with your financial year-end.

Yours Faithfully,

A. G. Abubakar
Registrar General



Plot 420, Tigris Crescent, Off Aguiyi Ironsi Street Maitama, P.M.B, Garki Abuja-Nigeria(s)
Tel: 09-461880-20 Fax: 09-4618821
E-mail: cservice@cac.gov.ng website: <http://www.cac.gov.ng>



**TAX CLEARANCE
CERTIFICATE**



AMV



It pays to pay your taxes..

TAX CLEARANCE CERTIFICATE

TCC NO : 223104433321
TAX OFFICE : MSTO YOLA
DATE : 2023-04-05

Name of Company : AYUDIDIBE MEGA VENTURES NIG. LTD
RC No : 1003047
Date of Incorporation : 2011-12-28
TIN : 11888971-0001
FIRS ID : 2101110013321
Business Address : POWA SHOP KAREWA, POLICE STATION
Business Status : Commenced Business 2012-01-25



This is to certify that the above named company has rendered Income Tax, Value Added Tax, Information Technology Development Levy, Education Tax, as well as other tax returns and paid the assessed taxes in accordance with the relevant tax laws for all years including the past three assessment years as detailed hereunder.

	Assessment Year 2020	Assessment Year 2021	Assessment Year 2022
Revenue	NGN 66,100,000.00	NGN 97,608,222.00	NGN 163,835,923.00
Assessible Profit/Loss	NGN 2,948,719.00	NGN 6,435,127.00	NGN 11,870,627.00
Total Profit	NGN 2,948,719.00	NGN 6,435,127.00	NGN 11,870,627.00
Tax Payable	NGN 884,615.00	NGN 1,281,025.00	NGN 3,561,189.00
Tax Outstanding (If Any)	NGN 0.00	NGN 0.00	NGN 0.00

Source of Income : Wholesale on a fee or contract basis
Other Comments : APPROVED
This Certificate Expires on : 2023-12-31



IBRAHIM ELHASSAN
Tax Controller

Official Stamp Impression

Name & Rank of Approving Officer



**EVIDENCE OF VAT
REGISTRATION**



AMV



MICRO & SMALL TAX OFFICE YOLA

GALADIMA AMINU WAY, P.M.B 2115
JIMETA YOLA, ADAMAWA STATE
E-mail: itoyola@yahoo.com, www.firs.gov.ng

TIN: 11888971-0001

Our Ref No. _____

25th/July/2014

Date: _____

**The Managing Director,
AYUDIDIBE MEGA VENTURES NIG. LTD.
No. 46 Jimeta Street, J/Yola.
Adamawa State.**

Dear Sir,

VALUE ADDED TAX ACT 2007 AS AMENDED
TAXPAYER IDENTIFICATION NUMBER:-11888971-0001

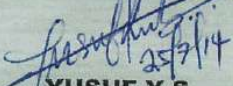
Further to your submission of VAT registration form 001. I am pleased to inform you that your company has been successfully registered as a Vatable person and also an agent of VAT collection. Your Taxpayer Identification Number (TIN) is quoted above.

Please quote this number in all your invoices/receipts and also correspondence with this office. You are authorized to charge, collect VAT on behalf of the service and remit same within 21 days of the following month.

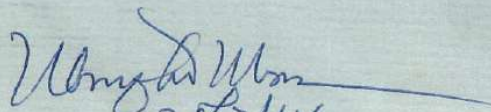
Please note that the provision of the VAT act imposes penalties for the following and other offences:

- Failure to Submit Monthly Returns.
- Late Submission of Returns.
- Incomplete or Incorrect Forms.
- False Information/Documents.
- Fraudulent Evasion of VAT/Tax.
- Un-Notified Change of Address.

Yours faithfully,


25/7/14
YUSUF Y.S

**Head, Taxpayer Service Unit
Micro & Small Tax Office, Yola**


25/7/14



**EVIDENCE OF PENCOM
CLEARANCE CERTIFICATE**



AMV



0157869

Original



National Pension Commission

Pension Clearance Certificate

Employer Code **PR0001003047**

This is to Certify that

AYUDIDIBE MEGA VENTURES NIG LTD RC. NO 1003047
has complied with the provisions of the Pension Reform Act 2004
The details of compliance are as follows:

Description	Year..2020..	Year2021....	Year2022....
Number of Employees	3	3	3
Pension Contributions Remitted to Employees RSAs (N)	124,200.00	124,200.00	138,008.32
Sum Assured for Group Life Insurance	-	-	1,998,000.00

This certificate expires on **31 DECEMBER, 2023**



Official Date Stamp Impression

Approved Signatory



**ITTF CERTIFICATE OF
COMPLIANCE**



AMV

Certificate No. 0933444



Federal Republic of Nigeria
Industrial Training Fund

CERTIFICATE OF COMPLIANCE



This is to certify that AYUDIDIBE MEGA VENTURES NIG LTD
Address NO.16 POWA SHOP ISARAWA POLICE STATION JIETA YOLA

Has complied with year 2022 Industrial Training Fund Contribution
in accordance with the Laws of the Federal Republic of Nigeria cap. 19 Laws
of the Federation Section 6 subsections (I), (II), (III) of 2011 as amended

REGISTRATION NO. YOL-002-9091

RECEIPT NO. 000398718

THIS CERTIFICATE EXPIRES 31ST DECEMBER 2023

LARABA ADAMU KWAHA

Name and Signature
Head Revenue Inspectorate
& Compliance

MAZAWUJE LAMBERT SAMUEL

Name and Signature
Area Manager



**EVIDENCE OF NSITF
REGISTRATION**



AMV



No. 00000235378

NIGERIA SOCIAL INSURANCE TRUST FUND

ECS CLEARANCE CERTIFICATE

ORIGINAL

Employer Registration No. **1005047918**

This is to Certify that

AYUDIDIBE MEGA VENTURES NIG. LTD RC No 1003047

Has complied with the provisions of the Employees' Compensation ACT, 2010 (ECA 2010).

The details of compliance are as follows:

Description	Year.....2021.....	Year.....2022.....	Year.....2023.....
Number of Employees	3	3	3
ECS Contribution Level	PAID	PAID	PAID

This Certificate expires on...31ST.DECEMBER,..2023..



NIGERIA SOCIAL INSURANCE TRUST FUND

09 FEB. 2023

Official Stamp Impression & Date

Plot 794, Muhammadu Buhari Way
PMB 446 Garki-Abuja

Approved Signature



**EVIDENCE OF BPP
REGISTRATION**



AMV

BUREAU OF PUBLIC PROCUREMENT

www.bpp.gov.ng

Expiry Date

December-31-2023



11, Suleiman Barau Street,
Presidential Villa,
ABUJA-NIGERIA

Interim Registration Report (IRRR)

This is to certify the registration of

AYUDIDIBE MEGA VENTURES NIG. LTD

Company Registration No. 1003047

Nigeria Owned / Private Company Limited by Shares

in the National Database of Particulars, Categorization, and Classification of Contractors, Consultants and Service Providers.



FIRS	PENCOM	NSITF	ITF
Compliant	Compliant with 3 personnel, as obtained from PENCOM.	Compliant	Compliant

BUSINESS CATEGORIES (NOTE: Only categories with asterisk (*) have been verified by BPP)

Industrial Supplies |

Generated on April-06-2023

Ref. No. 0000-0008-0863



**EVIDENCE OF
MINING LICENSE**



AMV



FEDERAL REPUBLIC OF NIGERIA
NIGERIA MINING CADASTRE OFFICE

Exploration Licence

No.: 34674 EL

(Granted under the Nigerian Minerals and Mining Act, 2007)
An Exploration Licence is hereby granted to:

AYUDIDIBE MEGA VENTURES NIGERIA LIMITED

For the following mineral(s):

GOLD, WOLFRAMITE, COPPER, TOURMALINE

The Perimeter of the licence is delineated by geographic coordinates (Longitude/Latitude, Degree/Minute/Second) on Topographic map sheet of 1:50,000 scale (as in the plan annexed to this licence).

Number of Cadastral Units (CU): 192

Area (km²): 38.4


Local Government Area(s): MICHIKA

State(s): ADAMAWA

The Exploration Licence is valid for a period of three(3) years and is renewable for two further periods of two (2) years each. The holder of this Exploration Licence is required to perform his obligations in accordance with the provisions of the Nigerian Minerals and Mining Act, 2007 and its Regulations.

Effective Date: 13TH JULY, 2021

Expiry Date: 12TH JULY, 2024


Director General

Date: 09-02-2022

Warning: Failure to comply with the statutory obligations by the holder of this licence may lead to cancellation / revocation

Note: Renewals and endorsements are shown overleaf



FEDERAL REPUBLIC OF NIGERIA
NIGERIA MINING CADASTRE OFFICE

Exploration Licence

No.: 34673 EL

(Granted under the Nigerian Minerals and Mining Act, 2007)
An Exploration Licence is hereby granted to:

AYDIDIBE MEGA VENTURES NIGERIA LIMITED

For the following mineral(s):

GOLD, WOLFRAMITE, COPPER, TOURMALINE

The Perimeter of the licence is delineated by geographic coordinates (Longitude/Latitude, Degree/Minute/Second) on Topographic map sheet of 1:50,000 scale (as in the plan annexed to this licence).

Number of Cadastral Units (CU): 112

Area (km²): 22.4

Local Government Area(s): MICHIKA

State(s): ADAMAWA

The Exploration Licence is valid for a period of three(3) years and is renewable for two further periods of two (2) years each. The holder of this Exploration Licence is required to perform his obligations in accordance with the provisions of the Nigerian Minerals and Mining Act, 2007 and its Regulations.

Effective Date: 13TH JULY, 2021

Expiry Date: 12TH JULY, 2024

Director General

Date: 09-02-2022

Warning: Failure to comply with the statutory obligations by the holder of this licence may lead to cancellation / revocation

Note: Renewals and endorsements are shown overleaf





FEDERAL REPUBLIC OF NIGERIA
MINISTRY OF MINES AND STEEL DEVELOPMENT
MINING CADASTRE OFFICE

Quarry Lease

No.: 37668 QLS

(Granted under the Nigerian Minerals and Mining Act, 2007)

A Quarry Lease is hereby granted to:

AYUDIDIBE MEGA VENTURES NIGERIA LIMITED

for the following mineral(s):

GRANITE

The Perimeter of the lease is delineated by geographic coordinates (Longitude/Latitude, Degree/Minute/Second) on Topographic map sheet of 1:50,000 scale (as in the plan annexed to this lease).

Number of Cadastral Units (CU): 4

Area (km²): 0.8

Local Government Area(s): MICHIKA

State(s): ADAMAWA

The Quarry Lease is valid for a period of Five(5) years and is renewable. The holder of this Quarry Lease is required to perform his obligations in accordance with the provisions of the Nigerian Minerals and Mining Act, 2007, and its Regulations.

Effective Date: 12TH AUGUST, 2022

Expiry Date: 11TH AUGUST, 2027

Director General

Date: 02-10-2022

Warning: Failure to comply with the statutory obligations by the holder of this licence may lead to cancellation / revocation

Note: Renewals and endorsements are shown overleaf





NIGERIAN EXPORT PROMOTION COUNCIL

EXPORTERS' REGISTRATION CERTIFICATE

This is to certify that

AYUDIDIBE MEGA VENTURES NIG. LTD.

is a registered exporter with the

NIGERIAN EXPORT PROMOTION COUNCIL

Given on this date: July 20, 2023

Valid till: **July 19, 2025**

RE No.: **0027711**



Silvanus

Ezra Yakusak

Executive Director / CEO



**EVIDENCE OF SCUML
COMPLIANCE CERTIFICATE**



AMV



**SPECIAL CONTROL UNIT AGAINST MONEY LAUNDERING
(SCUML)**

RN: SC 151624592

Certificate of Registration

I hereby certify that

AYUDIDIBE MEGA VENTURES NIG. LTD

Has been duly registered in accordance with the provisions of
Section 17(2)(a) of the Money Laundering (Prevention and Prohibition)
Act, 2022 and any other Law or Regulation.

Director

Date of Issue: _____ 9th AUGUST 20 22

150239

**EVIDENCE OF COMPUTER PROFESSIONAL
REGISTRATION COUNCIL OF NIGERIA**

AMV



COMPUTER PROFESSIONALS (REGISTRATION COUNCIL OF NIGERIA)

HEAD OFFICE:
CPN CENTRE OF EXCELLENCE
Plot 1321, Adesoji Aderemi Street,
Gudu District,
Cadastral Zone B1, Abuja.
Tel: 08023938049, 09096287724

(Established by Act No. 49 of 1993)

LAGOS OFFICE:
3B, Otumoroti Jaiyesimi Street,
Gbagada Phase II, Gbagada, Lagos.
P. O. Box 52059, Ikoyi, Lagos.
Tel: 234-(0) 7035437642, 08158856635
E-mail: info@cpn.gov.ng
Website: www.cpn.gov.ng

Our Reference: CPN/RRC/LP/019/008/2020/000202

LICENCE TO PRACTICE FOR THE YEAR 2020

'CATEGORY D'

This is to certify that

Ayudidibe Mega Ventures Nigeria Limited

No. 16, Powa Shop, Karewa Police Station, Jimeta-Yola, Adamawa State.

having fulfilled all the requirements stipulated by the Council, is hereby certified eligible to practice IT profession in the Country for the year 2020.

Please note that as a category D member, your organization is qualified to bid for any I.T. contract not exceeding One Hundred Million Naira (₦100, 000, 000) only.

Your license number is 006873/2020 and should be quoted in all your correspondences.

Please accept the assurances of the Council's regards.



10/08/2020
Allwell S. Achumba (FNCS, MCPN)
Registrar/Secretary to Council



**EVIDENCE OF NITDA
CERTIFICATE REGISTRATION**



AMV



NITDA / 000514

**NATIONAL INFORMATION TECHNOLOGY
DEVELOPMENT AGENCY (NITDA)**

Certificate of Registration

This is to certify that:

Ayudidibe Mega Ventures Nigeria Limited

*has been duly registered as an
Information Technology Solution
and Service Provider/Contractor in accordance
with NITDA's Guidelines on
the Registration of IT Companies in Nigeria*

Dated

24th May

20

21

Authorized Signature

24-05-2021

Date

Valid for 2 years from date of issue



**FINANCIAL REPORTING
COUNCIL OF NIGERIA**



AMV



FINANCIAL REPORTING COUNCIL OF NIGERIA

Federal Ministry of Industry, Trade and Investment

Dear Sir,

AYUDIDIBE MEGA VENTURES NIG. LTD

I refer to the form of application for your starting registration of the above named company with our Council and herein forward to you the Financial Reporting Council (FRC) Registration number for the company.

FRC/2018/00000012183

Please note that the provisions of the Financial Reporting Council of Nigeria Act No. 6, 2011 should be complied with as they affect your Company.

AMV

Yours faithfully,

Executive Secretary/Chief Executive Officer

June 28, 2018

NO. 16, POWA SHOP,
KAREWA POLICE
STATION, YOLA,
ADAMAWA STATE

...the conscience of regulatory assurance

LCCI Conference and Exhibition Centre, (4th Floor), Plot 10, Nurudeen Olowopopo Drive,
Central Business District, Alausa, P. O. Box 10968, Ikeja, Lagos, Nigeria.

Tel: (234) 01 4501150, 01 4501151, 01 4501152

