



ANZANIA Rui ZHONG INVESTMENT

Co Ltd

# MINUTE SHEET

Dokezo  
No. 6-0

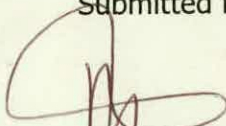
## Ag. EXD

The approved project has fulfilled the investment requirements, which are: -

- (a) Minimum finance investment threshold has been exceeded, the project expects to invest US\$ 0.847M
- (b) Legal entity has been incorporated under certificate  
No. 84484 of 14/07/2011

Based on the above, the letter of approval is hereby submitted for signature in order for the project to comply with the requirements of Section 17 of Tanzania Investment Act, 1997.

Submitted for signature.



N.A Senzia

**DIF**

19<sup>th</sup> September, 2011

## Ag. EXD

In response to the TIC letter of registration dated 12<sup>th</sup> September 2011

The project has submitted the required documents namely:-

- (a) Company Board Resolution
- (b) Reference letter/Financing from Shanghai Pudong Development Bank
- (c) Lease agreement as evidence of land

With the above submission EXD is requested to sign Certificate of Incentives No. 042101 herein attached.

22/08/2011

  
**DIF**

# MINUTE SHEET

Dokezo  
No.

# TANZANIA RUI ZHONG INVESTMENT CO. LIMITED

P.O. BOX 37732 *Dar es Salaam*, TANZANIA

①

5<sup>th</sup> September 2011

Executive Director  
Tanzania Investment Centre,  
P.O. Box 938,  
Dar-es-Salaam

Dear Sir/Madam,

We would like to introduce our Company that has been registered in Tanzania this year with registration No. 84484. The Company is based in Dar es Salaam. The company is owned by Chinese Nationals Mr. Hu Lizhen and Xu Zhikang

Our company is in the business of manufacturing building materials providing services to various clients including real estates, manufacturing industries and big investors in various projects in Tanzania and neighboring countries.

At the moment, we are developing plans to increase the services by establishing a project manufacture these items to cater for the increasing demand of construction sector and equipments for the above mentioned market segments.

Therefore we would like to register our project with the Tanzania Investment Centre in order to take advantage of the benefits under the scheme.

Please find enclosed the following:

1. TIC Application form signed by a Commissioner of Oaths
2. Receipt of Application fee.
3. Memorandum and Articles of Association.
4. Copy of Certificate of Incorporation.
5. Copy of Lease agreement for the project location/offices.
6. Board Resolution.
7. Feasibility Report



We hope that you will be able to review our application favorably and grant us the T.I.C. Certificate.

Sincerely,

  
Hu Lizhen  
Managing Director



**GENERAL POWER OF ATTORNEY**

KNOW ALL MEN TO WHOM IT MAY CONCERN that by this DEED, We, as a BOARD OF DIRECTORS of LINHUA QIANOING TOWNS, SHAOXING, CHINA, do here by appoint Mr. YU HSIEN HUANG of P.O.BOX 33772, Dar es Salaam to be our lawful Attorney as follows:

1. For and on our behalf, to process, negotiate, execute and do everything required in respect of conduct our business on our behalf.
2. For and on our behalf, to act as a lawful signatory with full powers in respect of the signing of all documents related to the conduct of by business in Tanzania.
3. To conduct all that is necessary on our behalf and any other acts which are necessary in the circumstances as far as the conduct of our business in Tanzania is conduct.

THIS POWER OF ATTORNEY is made this 23<sup>rd</sup> JULY, 2011.

  
.....  
HU LIZHEN (DONOR)

  
.....  
WANG JUNMIN (DONOR)

  
.....  
XU ZHIKANG (DONOR)

  
.....  
JIN XUMING (DONOR)

  
.....  
LIAO KESHENG (DONOR)

  
.....  
CHENG JINCHUN (DONOR)

  
.....  
YU HSIEN HUANG  
(DONEE)

BEFORE ME:

  
.....  
COMMISSIONER FOR OATHS



11<sup>th</sup> August 2011



TANZANIA



## Certificate of Incorporation

Section 15

No 84484

I HEREBY CERTIFY THAT

**TANZANIA RUI ZHONG INVESTMENT CO.LIMITED**

is this day incorporated under the Companies Act, 2002 and that the Company is Limited.

Given under my hand at Dar es salaam

this 14TH day of JULY**TWO THOUSAND AND ELEVEN.**

A handwritten signature in black ink, appearing to read 'Raj', written over a dotted line.

*Asst. Registrar of Companies*

**TANZANIA RUI ZHONG INVESTMENT CO. LIMITED**

P.O. BOX 37732 *Dar es Salaam*, TANZANIA

5<sup>TH</sup> September 2011

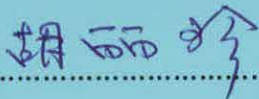
**EXTRACT FROM BOARD RESOLUTION**

IN THE MEETING THAT WAS HELD AT THE OFFICE OF **TANZANIA RUI ZHONG INVESTMENT CO. LIMITED**, *Dar es Salaam*, TANZANIA ON 1<sup>ST</sup> of September 2011 AT 10.00 AM and CHAIRED BY Mr. Hu Lizhen

AMONG OTHERS, IT WAS RESOLVED THAT

1. TO REGISTER A PROJECT TO MANUFACTURE BUILDING MATERIALS UNDER THE TANZANIA INVESTMENT CENTRE

Hu Lizhen .....



DATE 5<sup>th</sup> September 2011



中國銀行  
BANK OF CHINA

存款证明  
CERTIFICATE OF DEPOSIT

号 码 No.: 891791001  
开立日期 Date: 2010/12/16

兹证明 金旭明 先生/女士截止至 2011 年 08 月 16 日  
We hereby certify that up to 16/08/2011 (DD/MM/YYYY) Mr/Mrs/Ms jin xu ming

在我行存款如下:  
has deposit accounts with this bank as follows:

存单(折)账号 CD/Passbook No.	存款种类 Type of Deposit	货币/金额 Currency & Amount	存入日 Value
33033196700009987655731	定期 TIME DEPOSIT	USD***** 500,000.00	20101216
		*****END*****	



# 上海浦东发展银行

SHANGHAI PUDONG DEVELOPMENT BANK

## 财产证明书 Property Certification

编号/Reference No.

900520110719002-01

签发时点/Time of Issue

2011/07/19 17:54:49

兹证明 徐建民

先生/女士 在我行存有储蓄存款(或认购国债或购买个人结构性存款理财产品等)

贰笔, 明细如下:

We hereby certify that Mr./Mrs. **XU JIAN MIN** has deposit(s) (or treasury bonds or financial products of structured deposits, etc) in our bank as follows:

序号 Serial Number	账号/卡(折)号 Account/Card(book)NO.	序列号 No.	品种 Type	币种 Currency	金额 Amount	开户日/开证日 Deposit/Issue Date	存期 Tenor	冻结到期日 Freezing Maturity Date
1	6225180700887066	0006	01	RMB	2100,000.00	2011/07/19	三月	/ /
2	6225180700887066	0006	02	USD	550,000.00	2011/07/19	三月	/ /

(正本)  
Original

品种说明:

- |             |              |
|-------------|--------------|
| 00-储蓄活期     | 01-整存整取定期储蓄  |
| 02-储蓄定活两便   | 03-存本取息定期储蓄  |
| 04-零存整取定期储蓄 | 05-通知存款储蓄    |
| 06-教育储蓄     | 09-约定定期      |
| 20-外汇理财     | 21-保本收益理财存款  |
| 22-保本浮动理财存款 | 27-周周赢指定通知存款 |
| 31-约定通知存款   | 0930-凭证式国债   |

上海浦东发展银行股份有限公司 分(支)行  
Shanghai Pudong Development Bank Co., Ltd  
(sub)Branch

授权签字人 Authorized Signature

上海浦东发展银行  
温州瓯海支行  
储蓄专柜(2)

李忠魁

请仔细阅读本证明背面的银行声明。

Please pay more attention to the Bank Statement in the reverse side of this Certification.

201012版  
(ver.201012)

**MAKUBALIANO**

**KATI YA**

**MR. EDWARD S. LUHANGIJA**

**NA**

**TANZANIA RUI ZHONG INVESTMENT CO. LIMITED**

## **MAKUBALIANO KUHUSU UKODISHWAJI WA ENEO**

**Makubaliano haya** yanafanyika siku hii ya 25 ya mwezi wa 7 mwaka wa 2011 kati ya MR. EDWARD S. LUHANGIJA wa S.L.P 36077, Dar es Salaam [hapa atajulikana kama Mwenye ardhi] kwa upande mmoja, na TANZANIA RUI ZHONG INVESTMENT CO. LIMITED wa S.L.P 37732 Dar es Salaam, [hapa atajulikana kama mkodishwa ardhi] kwa upande mwingine.

Mwenye ardhi ameamua kwa hiari yake kukodisha ardhi yake kuanzia tarehe 1 ya mwezi wa 8, mwaka wa 2011, kwa malipo ya USD 400 , kwa mwaka wa kwanza wa mkataba huu. Kwa kipindi cha miaka mitano (5).

Mkodishwa ardhi amekubali kwa hiari yake kukodisha ardhi kwa kiasi cha fedha na masharti mengine ambayo yataambatana na mkataba huu.

### **Sehemu ya kwanza: Ardhi husika**

1.0 Mwenye ardhi atatoa eneo lake, kwa mkodishwa ardhi mara baada ya kusainiwa kwa mkataba huu.

### **Sehemu ya pili: Masharti**

2.0 Mkodishwa atalipa malipo yote ya mwaka wa kwanza ambayo ni USD 4800. Na kwa mwaka wa pili malipo yatategemea na makubaliano

2.1 Malipo yoyote yatafanyika siku ya kusaini mkataba.

### **Sehemu ya Tatu: Kuvunjika kwa mkataba:**

3.0 Iwapo itatokea haja ya kuvunja mkataba, basi upande huo utahitajika kutoa notisi ya siku tisini (90) kabla ya mkataba kuvunjika. Mkodisha ardhi atatakiwa kutoa notisi ya siku tisini tu, na mkodisha ardhi pia atatoa siku tisini pamoja na kuhakikisha kuwa hadaiwi deni lolote.

**Sehemu ya Nne:  
Usuluhishi:**

4.0 Endapo itatokea kwamba pande hizi mbili zinahitaji usuluhishi wa aina yoyote ile basi mazungumzo hayo ya usuluhishi yatafanyika mbele ya wafuatao:-

- 1.Dkt. Joseph M. Kabengwe - Shahidi wa kwanza wa mkodisha ardhi
- 2.Mathias Michael - Shahidi wa pili wa mkodisha ardhi.
- 3.Lu Rong Yao - shahidi wa mkodishwa ardhi.

**Sehemu ya Tano:  
Muda wa mkataba**

5.0 Mkataba huu wa hiari, utanza kutumika kuanzia tarehe 1 mwezi wa 8 mwaka 2011 na utaisha tarehe 31 mwezi wa 7 mwaka 2012.

Mkataba huu umetiwa saini na pande zote mbili, siku na mwaka kama inavyoonekana hapa chini.

Saini .....

Mr. Edward S. Luhangija

**Mkodisha Ardhi**

Akishuhudiwa na:-

Saini .....

Dkt. Joseph M. Kabengwe

S.L.P 36077,

Dar es Salaam

Saini .....

Mr. Mathias Michael

S.L.P 36077,

Dar es Salaam

*Certified to be the true copy  
of the original*

*ABE*

*7/9/2011*



Mkodishwa Ardhi

TANZANIA RUI ZHONG INVESTMENT CO. LIMITED

Saini 胡利珍

Mkurugenzi

S.L.P 33772 Dar es Salaam



STAMP DUTY

73500F

Receipt No. 0512309 Dated 03/8/2011

Revenue Officer

03/08/2011

WHT (rental) 10% - USD 480 ≈ Tshs. 734,707.20

ER 25/07/2011 - 1530.64

Stamp Duty 1% - USD 48 ≈ Tshs. 73,470.72

Regional Revenue Officer-Kinondoni

Date

Collected

Certified in the true copy of the original

Signature  
7/9/2011



NAMBA YA ENEO LA ARDHI: ILA/KTD/KPNB4/159

KITALU:

MTAA:

KIPUNGUNI B

KATA:

KITUNDA

MANISPAA:

ILALA

ENEO (MITA MRABA):

777



*Certified to be the true copy  
of the original*

*ASB*

*7/9/2011*



JAMHURI YA MUUNGANO WA TANZANIA  
Sheria ya Ardhi, 1999  
(Na 4 ya 1999)

KUONGEZA MUDA WA KIBALI CHA LESENI YA MAKAZI  
(Chini ya Fungu la 23)

Leseni Na: 11A 02/069  
Ardhi Na: 11A/201KPT/18 2/09  
Mtaa: RIPUNGUINI B  
Kata: KITULISHA  
Halmashauri ya: ILALA

Kwa: EDWARD SAMSON LUHANGUA  
Wa S. L. P. Dar - Es - Salaam

Mimi: ROBIN WAMBURU

Afisa Mteule: ILALA MANISPAA

NATHIBITISHA kuwa LESENI YA MAKAZI iliyotajwa hapo juu ambayo muda wake  
unaisha/umeisha tarehe 2 mwezi 02 mwaka 2009

unaongezwa/hauongezwi kwa masharti/sababu zifuatazo:.....

Muda wa hii leseni ya makazi utakoma tarehe 1 mwezi 02 mwaka 2014

Imetolewa hapa Manispaa ya Ilala leo tarehe 14 mwezi 09 2009

[Signature]  
Afisa Mteule  
AUTHORISED OFFICER  
UNPLANNED SETTLEMENTS  
ILALA MUNICIPAL COUNCIL

Imetolewa kwangu kwetu:

EDWARD SAMSON LUHANGUA  
Mmiliki/wamiliki

Tarehe: Sept 15th, 2009

Nakala: Msajili wa Leseni za Makazi

*Certified to be the true copy  
of the original*

*See [Signature]*  
7/9/2009



Stamp Duty Paid  
Stamp Duty of 500/= on Revenue of 15/11/07 of 27772245 Paid via Receipt of PAAL Stamp Duty Officer

Stamp Duty Paid  
Stamp Duty of 100/= on Revenue of 15/11/07 of 27772245 Paid via Receipt of PAAL Stamp Duty Officer

**HALMASHAURI YA MANISPAA YA ILALA**  
**SHERIA YA ARDHI YA 1999**  
**(NA 4 YA 1999)**

**LESENI YA MAKAZI NA. ILA021062**

*Chini ya fungu la 23 & 179*

**Ardhi Na. ILA/KTD/KPNB4/159**  
**Kata KITUNDA**  
**Mtaa KIPUNGUNI 3**  
**Makisio ya Ukubwa wa Ardhi 777 (sqm)**

**Halmashauri ya Manispaa ya ILALA kwa leseni hii inatoa kibali cha MAKAZI kwa: EDWARD SAMSON LUANGIJA**

**juu ya ardhi kama inavyofafanuliwa kwenye leseni hii**

**Kibali hiki kinatolewa kwa masharti yafuatayo:**

- 1. Muda wa leseni ni miaka miwili (2)**  
**Kuanzia tarehe 3 Mwezi Februari Mwaka 2007**  
**Hadi tarehe 2 Mwezi Februari Mwaka 2009**
- 2. Kodi ya Ardhi ya shilingi 6,216.00 italipwa kila mwaka, chini ya kifungu cha 23(3) (c). Kiwango hiki kinaweza kubadilishwa na Kamishna wa Ardhi kwa mujibu wa Sheria.**
- 3. Matumizi ni Makazi na shughuli nyingine zozote ambazo zinaendana na makazi na hazitaathiri majirani kimazingira.**
- 4. Ujenzi wowote juu ya ardhi hii au umegaji wa ardhi lazima upate kibali cha Manispaa kupitia Kamati ya Mtaa ambayo ndiyo itasimamia kwa karibu utekelezaji wa masharti haya na maendeleo ya ardhi ya eneo hili.**
- 5. Mmiliki/wamiliki wataheshimu na kuhifadhi haki za njia zilizopo.**
- 6. Muda wa leseni hii unaweza kuongezwa.**

*Certified is the True Copy  
of the original  
7/19/2009*





# **TANZANIA INVESTMENT CENTRE**

## **REGISTRATION FORM**

**FOR**

## **CERTIFICATE OF INCENTIVES**

**(Tanzania Investment Act 1997, Section 17 and 18,  
and the Investment Regulations:  
Regulation 42, Government Notice No. 318A of 2002)**

**Tanzania Investment Centre**  
9A & B Shaaban Robert Street  
P. O. Box 938  
**DAR ES SALAAM**  
Tel. 022 2116328  
Fax. 022 2118253  
e-mail: [information@tic.co.tz](mailto:information@tic.co.tz)  
Website: [www.tic.co.tz](http://www.tic.co.tz)

**(Please fill the form in duplicate)**

UNITED REPUBLIC OF TANZANIA

THE TANZANIA INVESTMENT ACT

(No. 26 of 1997)

APPLICATION FOR REGISTRATION

(Made under Regulation 42)

To: The Executive Director  
Tanzania Investment Centre  
P. O. Box 938  
DAR ES SALAAM  
Tanzania

1. I/we Mr. Yu Hsien Hwang  
(director/directors/agent of Tanzania Rui Zhong inv. Co. Ltd  
(name of business enterprise) apply for registration of Tanzanian Rui Zhong  
under Section 17 of the Act and Part IV of the Investment Regulations, 2002.
2. The registered office of the company will be situated at Kitunda Ilala

Copies of the following documents are attached to this application:

- (i) The Memorandum and Articles of Association/or partnership agreement
  - (ii) Certificate of Incorporation/Registration
  - (iii) A copy of the Project Profile or Feasibility Study showing the implementation period, programme of implementation and operative date
  - (iv) Evidence of financing and evidence of land ownership for the project
3. The Head Office of the Company will be situated at .....
4. The Principal Officers of the Company are Mr. Yu Hsien Hwang  
.....  
.....
5. Auditors of the Company are .....
6. The authorized share capital of the Company is Tshs. ~~455~~ Four Hundred  
and Fifty Million TSh (450,000,000)

7. The intended capital investment of the Company in terms of Section 2(2) of the Act is ~~Tshs.~~ US\$ 847,000
8. The month and day of the financial year end is 31st December

Note: *failure to provide all the required information will result in the return of the application by the Centre.*

I/We enclose a cheque/cash made payable to the **Tanzania Investment Centre** for Tshs./US\$ 100 USD Being the Registration Fees. *In the event this application is unsuccessful we understand that this fee will not be refunded.*

I, Mr. Yu Hsien Huang of Post Office Number 37732

Dar es Salaam do solemnly and sincerely declare that I am a director/duly authorized agent of Tanzania Rui Zhong Investment Co. Ltd

AND that all the requirements of the Tanzania Investment Act, 1997 in respect of matters precedent to the registration of the business enterprise under the Act and incidental thereto have been complied with, AND I make this solemn declaration conscientiously believing the same to be true.

Declared at Dar es Salaam }

The 7<sup>th</sup> day of SEPTEMBER 2011 }

*[Signature]*

Applicant

Before me: -

[Signature]  
Commissioner for Oaths



## APPLICATION SUMMARY

Company Name: .....

Certificate of Incorporation Number: 84484 Status: .....

Certificate of Incorporation Date: 14/07/2011 .....

Post Box: 37732 .....

Town: Dar es Salaam .....

Sector: Manufacturing .....

Sub-Sector: Building Materials  
(Metal Roof Tile)

### Investment Financing Plan in Million US\$/Tshs.

Foreign Equity	Local Equity	Foreign Loan	Local Loan
<u>432,000</u> .....	.....	<u>415,000</u> .....	.....

Project Objectives: To establish a facility to produce  
Building materials (Metal Roof Tile)

Capacity: 700 sq. metres / day

Employment: Foreign: 5 Local: 55 Total: 60

Implementation Period: August 2011 - July 2014

### Project Location

Site/Plot/Block No.: ILA/KTD/KPNB4/159

Street: Kitunda District: Ilala Region: Dar es Salaam

(Attach sketch map showing project location)

Shareholders	Nationality	%
<u>Hu Lizhen</u> .....	<u>China</u> .....	<u>20</u>
<u>Xu Zhikang</u> .....	<u>China</u> .....	<u>19</u>
<u>Jin Xuming</u> .....	<u>China</u> .....	<u>18</u>
<u>Wang Qunmin</u> .....	<u>China</u> .....	<u>18</u>
<u>Liao Kesheng</u> .....	<u>China</u> .....	<u>18</u>
<u>Cheng Jinchun</u> .....	<u>China</u> .....	<u>12</u>

**Investment Breakdown**      **US\$/Tshs.M**

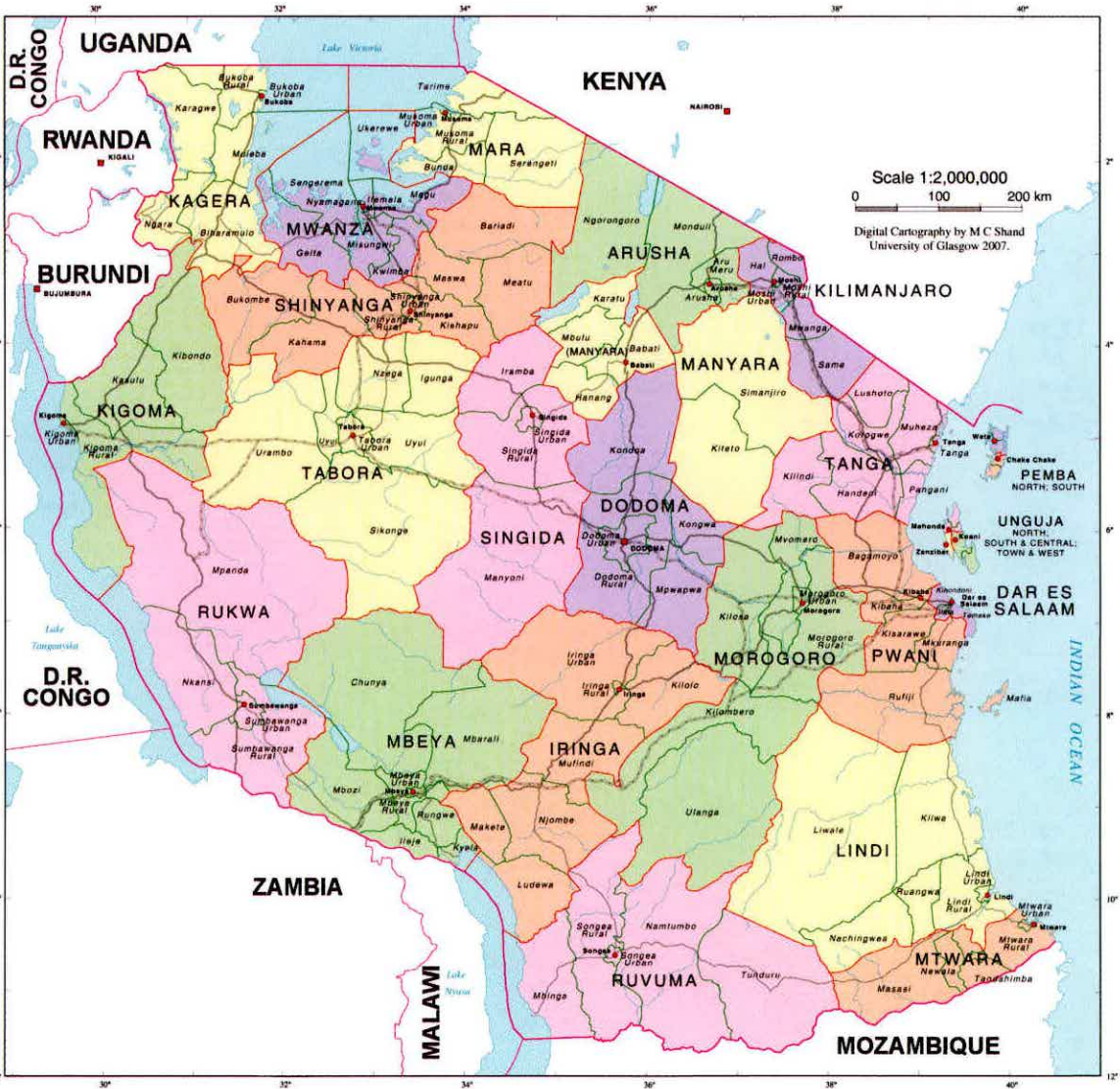
Land/Building	65,000
Plant	650,000
Vehicles	52,000
Furniture & Fittings	46,000
Pre-expenses	34,000
Others	
Working Capital	
<b>TOTAL</b>	<b>847,000</b>

**Contact Details:**

Name: ANDREW HUANG      Title: CONSULTANT  
Telephone: 0973 888 789      Fax: .....  
Email: andy888789@hotmail.com

**Payments to be made payable to:**

TANZANIA INVESTMENT CENTRE  
STANDARD CHARTERED BANK TANZANIA LTD.  
SWIFT ADDRESS:      **SCBLTZTX**  
ACCOUNT NO.:      **8702006002000**



**TANZANIA RUI ZHONG  
INVESTMENT  
CO. LIMITED**

**Proposed Establishment of a facility  
to Manufacture Building Materials**

**(EPS Metal Roof Tile)**

**TANZANIA RUI ZHONG  
INVESTMENT  
CO. LIMITED**

**Proposed Establishment of a facility  
to Manufacture Building Materials**

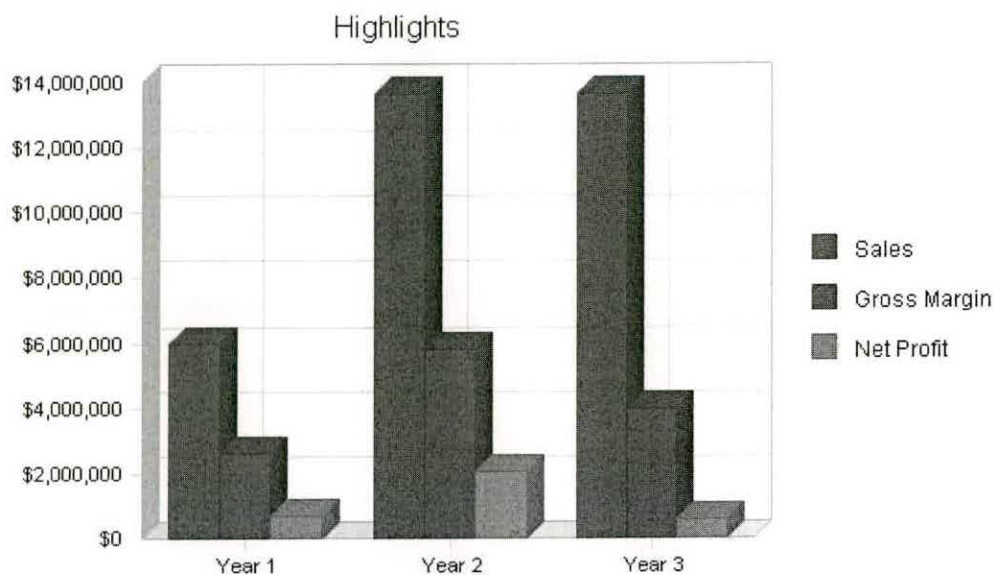
**(EPS Metal Roof Tile)**

## Executive Summary

Tanzania Rui Zhong Investment is a start-up manufacturing company which intends to produce patented products that will revolutionize the building industry. Tanzania Rui Zhong will be the exclusive manufacturer of expandable three layers adiabatic Metal roof tile (EPS adiabatic Metal roof tile) in the United Republic of Tanzania, and will be protected by a licensing agreement with the inventor of the EPS adiabatic Metal roof tile Products.

Tanzania Rui Zhong is headed by Mr. Hu Lizhen, who has direct knowledge of the industry and extensive research experience. Mr. Hu Lizhen has been associated with the EPS industry for forty years, and has seen many developments in the, construction, and automotive manufacturing industries. There has been a need for new product innovation in the construction industry for a long time. This is what prompted him to develop an EPS roof tile that can be manufactured in any color desired, and is price competitive. Using the same technology, he also developed the EPS exterior panel. Both products have the molded, textured look of stucco.

Tanzania Rui Zhong manufactures EPS roof tiles and exterior EPS structural wall panels. These products are called EPS Plate Products (EPS Plate). Both products are supported by two United Republic of Tanzania patents.



## **1.1 Mission**

Tanzania Rui Zhong strives to be the majority provider of this breakthrough product. We intend to accomplish this through a strict quality-control program, timely deliveries, and competitive pricing.

## **1.2 Keys to Success**

- Tanzania Rui Zhong will develop EPS roof tiles and EPS structural exterior panels.
- Tanzania Rui Zhong is the exclusive manufacturer in the Tanzania Market. and is protected by a licensing agreement with the inventor who is the owner of the company.
- The company will control its production line to assure that quality is met.

## **2.0 Company Summary**

Tanzania Rui Zhong is a start-up manufacturing company with patented products that will revolutionize the building industry. It is the exclusive manufacturer in the Tanzania Market. and is protected by a licensing agreement with the inventor of the EPS Plate products, Mr. Hu Lizhen.

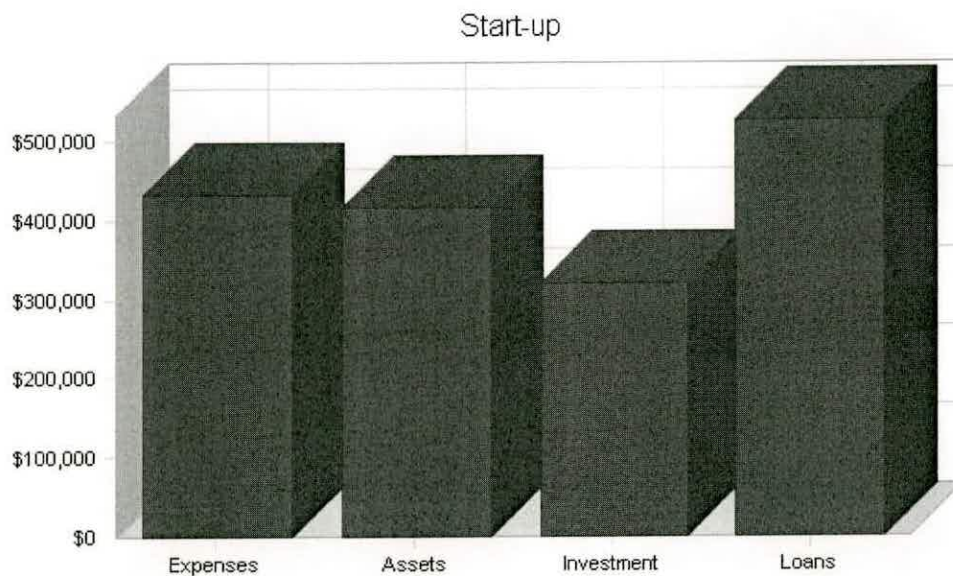
The company boasts many features which directly lead to it being the premier manufacturer of EPS materials in the United Republic of Tanzania. The following subtopics outline the some features of Tanzania Rui Zhong: its locations, a description of what it will take to get the company up and running, and other elementary aspects of the company.

## **2.1 Company Ownership**

Tanzania Rui Zhong was founded in Tanzania on 14<sup>th</sup> July 2011 by Mr. Hu Lizhen. Tanzania Rui Zhong is Tanzanian, with principal offices located on plot No. ILA/KTD/KPNB4/159 Dar es salaam.

## 2.2 Start-up Summary

The company is seeking first round financing for the purpose of acquiring starting inventory of raw materials, purchasing land, building construction, utility hook-up and site improvement, machinery and equipment, working capital, legal and accounting costs, and miscellaneous start-up expenses. Additionally, the company will seek second round financing for fourth year, Phase II operations. Projected revenues will double during the 2011 to 2014 period.



<b>Start-up Requirements</b>	
<b>Start-up Expenses</b>	
Legal	\$50,000
Building construction/Site improvement	\$200,000
Accounting	\$20,000
Insurance	\$100,000
Rent	\$56,000
Research and development	\$0
Utility hookup	\$1,000
Other	\$5,000
<b>Total Start-up Expenses</b>	<b>\$432,000</b>
<b>Start-up Assets</b>	
Cash Required	\$35,000
Start-up Inventory	\$80,000
Other Current Assets	\$0
Long-term Assets	\$300,000
<b>Total Assets</b>	<b>\$415,000</b>
<b>Total Requirements</b>	<b>\$847,000</b>

<b>Start-up Funding</b>	
Start-up Expenses to Fund	\$432,000
Start-up Assets to Fund	\$415,000
<b>Total Funding Required</b>	<b>\$847,000</b>
<b>Assets</b>	
Non-cash Assets from Start-up	\$380,000
Cash Requirements from Start-up	\$35,000
Additional Cash Raised	\$0
Cash Balance on Starting Date	\$35,000
<b>Total Assets</b>	<b>\$415,000</b>

<b>Liabilities and Capital</b>	
Liabilities	
Current Borrowing	\$50,000
Long-term Liabilities	\$476,000
Accounts Payable (Outstanding Bills)	\$0
Other Current Liabilities (interest-free)	\$0
<b>Total Liabilities</b>	<b>\$526,000</b>
Capital	
Planned Investment	
Mr Hu Lizhen	\$70,000
Mr. Xu Zhikan	\$38,000
Other Investors	\$213,000
Additional Investment Requirement	\$0
<b>Total Planned Investment</b>	<b>\$321,000</b>
Loss at Start-up (Start-up Expenses)	(\$432,000)
<b>Total Capital</b>	<b>(\$111,000)</b>
<b>Total Capital and Liabilities</b>	<b>\$415,000</b>
<b>Total Funding</b>	<b>\$847,000</b>

### 2.3 Company Locations and Facilities

The location of the first operating plant is planned for on plot No. ILA/KTD/KPNB4/159 Dar es salaam. This location was chosen because of its proximity to both road and rail transportation. The area has been designated by the state as an Enterprise Zone, thus offering us benefits and incentives to set up our operation.

### 3.0 Products

Tanzania Rui Zhong has pioneered EPS roof tiles and EPS structural exterior panels. Both products have a molded texture look of stucco and are fire retardant. EPS Plate will replace many systems now used in the construction industry. EPS Plate EPS roof tiles and panels are

lightweight and very energy efficient. The selling price of EPS Plate EPS roof tiles and EPS exterior structural panels is competitive with any other top quality building material.

EPS panels can be manufactured from 1/4" to 3" thick and can be marketed from \$3.00 per square foot. EPS Plate roof tiles are priced at \$450.00 per square. A square equals a section of roofing 10 feet by 10 feet. This selling price includes the finishing pieces. EPS Plate Products have the molded texture look of stucco and can be manufactured in any color; both are fire retardant and meet all construction codes, and offer a finished product with any desired features.

### **3.1 Product Description**

Product #1 - EPS Plate roof tile.

Advantages:

- EPS Plate roof tiles can be manufactured in the traditional flat or curved style.
- Molded texture color impregnated gel coat used.
- core material used.
- Roof tiles weigh approximately 270 lb. per square.
- Any style can be manufactured for qualified projects.
- Multi-color tiles will be available.
- EPS Plate roof tiles are fire retardant.

Product #2 - EPS Plate panels.

Advantages:

- The panels will enhance the esthetics of your property for years to come.
- They can be ordered in any color.
- They will be manufactured in various sizes for qualified projects.
- The panels are energy efficient.

**Product:** Expandable Polystyrene Three Layers Adiabatic Metal Roof Tile, also known as **EPS Adiabatic Metal Roof Tile**

**Market & Research:** This is not yet available in Tanzania, this market will be excellent if it were made available. Due to many investing in Tanzania therefore many infrastructures are being built right at the moment.

Daily production: 700 sq. meters per day.

**Product selling price:** wholesale US\$ 16 per sq. meter, US\$ 19 per sq. meter.

**Materials:**

1. Galvanize Tin Plate Roll, 0.37mm/ Thickness, 120cm/ Width, Price: US\$ 1,160/ Ton, 354 meters per Ton.
2. Plastic Coating Tin Plate Roll:
  - a. 0.37mm/ Thickness, 120cm/ Width, Price: US\$ 1,260/ Ton, 354 meters per Ton.
  - b. 0.55mm/ Thickness, 120cm/ Width, Price: US\$ 1,160/ Ton, 264 meters per Ton.
3. Flat Metal Strap, 2mm/ Thickness, 19cm/ Width, Price: US\$ 1,095/ Ton, 450 meters per Ton.
4. Polystyrene, US\$ 2,660.00/ Ton.
5. PV Glue, US\$ 2,440/ Barrel, 4 Tons per Barrel.


**Quantity of Daily Production (700 sq. meters) on Materials:**

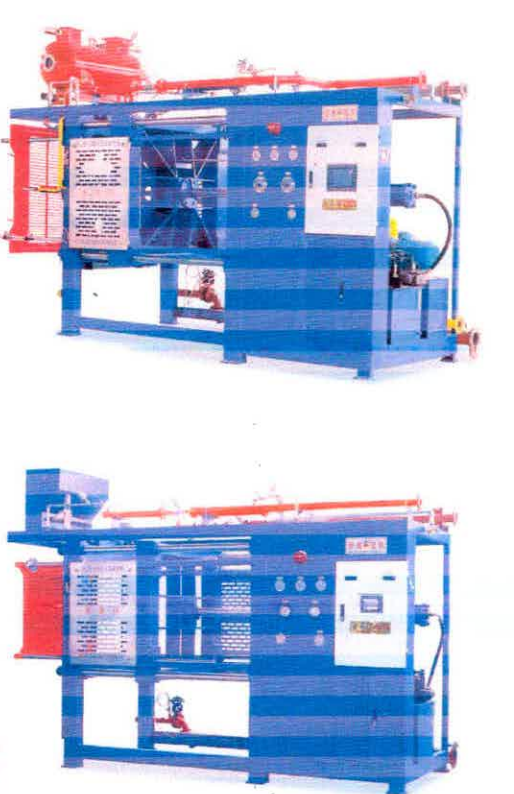
Galvanize & Plastic Coating Tin Plate Roll: 3 ~ 5 Tons


Flat Metal Strap: 1 Ton


Polystyrene: 100 Kg

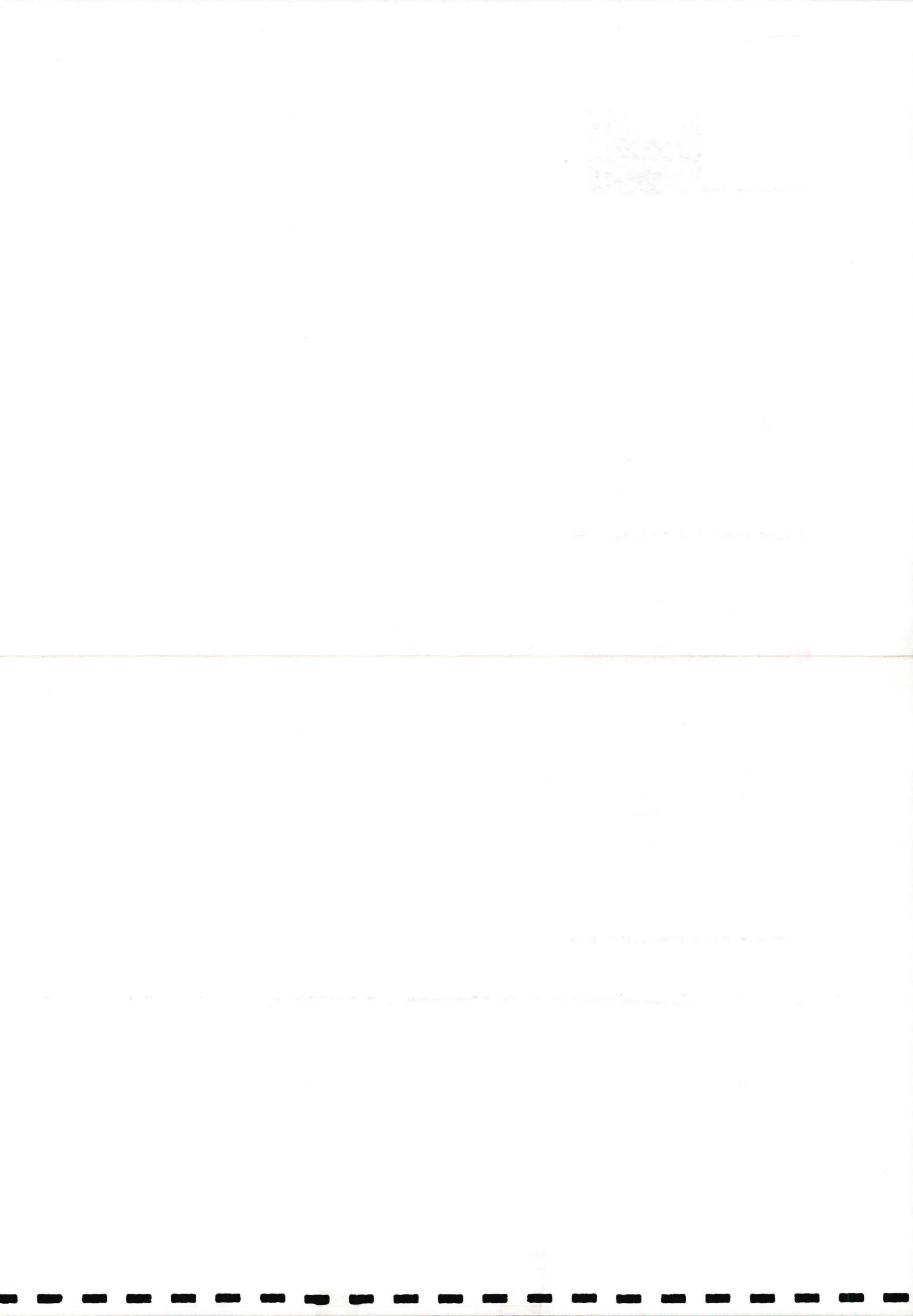
PV Glue: 30 Kg

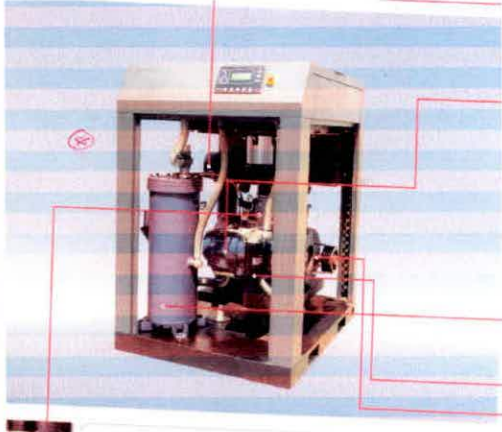




Item	Qty	Price (US\$)	Specifications and Powe	Picture																																																				
Automatic Batch Pre-expansion Machine	1	30,000.00	<p>3900×2950×4300mm 21KW</p> <p>1).The machine has an intelligent control system made of plc programmable controller and touch screen to achieve such functions as automatic feeding,eletronic weighing and temperature control;            2)The machine adopts high precision electronic weighing system to ensure accurate feeding            3)Sulfuration and drying bed optional to automatically complete drying,sulfuration,screening,crushing and transportation;            4)Adopt high grade steel and famous brand components;            5)Convenient and safety operation.</p>	 <p>全自动 间歇式预发机</p> <p>技术参数 TECHNICAL PARAMETERS</p> <table border="1"> <thead> <tr> <th>规格型号 Specifications</th> <th>JS-2F-600</th> <th>JS-2F-1100</th> <th>JS-2F-1500</th> </tr> </thead> <tbody> <tr> <td>整机尺寸 Overall Dimension</td> <td>3000mm</td> <td>3000mm</td> <td>3000mm</td> </tr> <tr> <td>整机重量 Overall Weight</td> <td>1200kg</td> <td>1500kg</td> <td>1800kg</td> </tr> <tr> <td>整机功率 Overall Power</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> </tr> <tr> <td>每小时产量 Production Capacity</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> </tr> <tr> <td>电压 Voltage</td> <td>220V</td> <td>220V</td> <td>220V</td> </tr> <tr> <td>控制方式 Control Mode</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> </tr> <tr> <td>整机尺寸 Overall Dimension</td> <td>3000mm</td> <td>3000mm</td> <td>3000mm</td> </tr> <tr> <td>整机重量 Overall Weight</td> <td>1200kg</td> <td>1500kg</td> <td>1800kg</td> </tr> <tr> <td>整机功率 Overall Power</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> </tr> <tr> <td>每小时产量 Production Capacity</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> </tr> <tr> <td>电压 Voltage</td> <td>220V</td> <td>220V</td> <td>220V</td> </tr> <tr> <td>控制方式 Control Mode</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> </tr> </tbody> </table> <p>05/06</p>	规格型号 Specifications	JS-2F-600	JS-2F-1100	JS-2F-1500	整机尺寸 Overall Dimension	3000mm	3000mm	3000mm	整机重量 Overall Weight	1200kg	1500kg	1800kg	整机功率 Overall Power	11.0KW	11.0KW	11.0KW	每小时产量 Production Capacity	150-200kg/h	150-200kg/h	150-200kg/h	电压 Voltage	220V	220V	220V	控制方式 Control Mode	PLC	PLC	PLC	整机尺寸 Overall Dimension	3000mm	3000mm	3000mm	整机重量 Overall Weight	1200kg	1500kg	1800kg	整机功率 Overall Power	11.0KW	11.0KW	11.0KW	每小时产量 Production Capacity	150-200kg/h	150-200kg/h	150-200kg/h	电压 Voltage	220V	220V	220V	控制方式 Control Mode	PLC	PLC	PLC
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Automatic Forming Machine	2	46,875.00	<p>1)The machine has an intelligent control system made of plc programmable controller and touch screen with Chinese and English display for selection and intelligen controlled graphical interface to achieve man-machine dialogue operation mode;            2)There are four operation modes,namely,automatic,semi-automatic,intermediate and manual operation modes for option            3)The machine features high production efficiency and low production cost,It's cost effective,economic,durable,convenient for operation and maintenance,safe,reliable,energy saving and environment protective.</p>	
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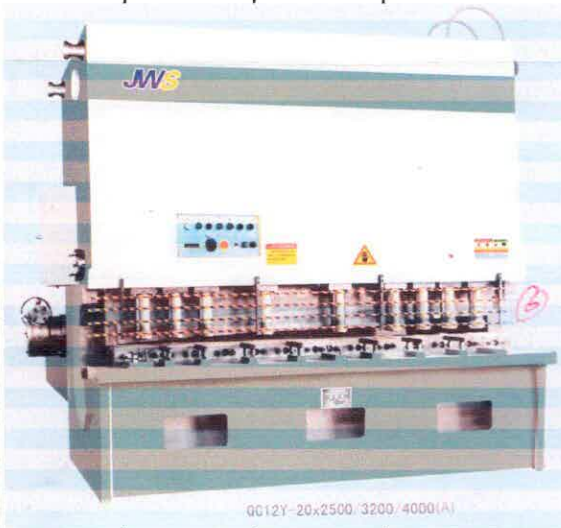
全自动板材机 Automatic Panel Machine	1	31,875.00	<p>1)The machine has an intelligent control system made of plc programmable controller and touch screen and has four operation modes,namely,automatic,semi-automatic,intermediate and manual operation for option            2)The machine is equipped with high pressuer air blower to inhale the materials and adopts penetration principle in forming and strong and effective circular convection in cooling            3)The machine adopts advance panel making process and applies for manufacturing of foam panels of various density with uniform product quality            4)The die is made of special hard aluminum panel with smooth surface,high heat conduction,excellent tensile strength and outstanding corrosion resistance</p>	 <p>全自动板材机 Automatic Panel Machine</p> <p>产品特点及特点</p> <ul style="list-style-type: none"> <li>1. 采用PLC智能控制系统，可实现全自动、半自动、手动操作模式。</li> <li>2. 本机配备高压空气吹风机，可实现材料的吸入，并采用渗透原理进行成型，成型后通过圆形对流进行冷却，冷却效果好。</li> <li>3. 本机采用先进的板材成型工艺，适用于制造各种密度的泡沫板，产品质量均匀。</li> <li>4. 本机采用特殊硬铝面板，表面光滑，导热率高，抗拉强度高，耐腐蚀性强。</li> </ul> <p>PRODUCT PERFORMANCES AND CHARACTERISTICS</p> <ul style="list-style-type: none"> <li>The machine has an intelligent control system made of PLC programmable controller and touch screen and has four operation modes: fully automatic, semi-automatic, intermediate and manual operation mode for option.</li> <li>The machine is equipped with high pressure air blower to inhale the materials and adopts penetration principle in forming and strong and effective circular convection in cooling.</li> <li>The machine adopts advance panel making process and applies for manufacturing of foam panels of various density with uniform product quality.</li> <li>The die is made of special hard aluminum panel with smooth surface, high heat conduction, excellent tensile strength and outstanding corrosion resistance.</li> <li>Adopt famous brand components with high quality.</li> </ul> <p>技术参数 TECHNICAL PARAMETERS</p> <table border="1"> <thead> <tr> <th>规格型号 Specifications</th> <th>JS-B-2100</th> <th>JS-B-3100</th> <th>JS-B-4100</th> <th>JS-B-5100</th> <th>JS-B-6100</th> </tr> </thead> <tbody> <tr> <td>整机尺寸 Overall Dimension</td> <td>2100mm</td> <td>3100mm</td> <td>4100mm</td> <td>5100mm</td> <td>6100mm</td> </tr> <tr> <td>整机重量 Overall Weight</td> <td>1200kg</td> <td>1500kg</td> <td>1800kg</td> <td>2100kg</td> <td>2400kg</td> </tr> <tr> <td>整机功率 Overall Power</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> </tr> <tr> <td>每小时产量 Production Capacity</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> </tr> <tr> <td>电压 Voltage</td> <td>220V</td> <td>220V</td> <td>220V</td> <td>220V</td> <td>220V</td> </tr> <tr> <td>控制方式 Control Mode</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> </tr> <tr> <td>整机尺寸 Overall Dimension</td> <td>2100mm</td> <td>3100mm</td> <td>4100mm</td> <td>5100mm</td> <td>6100mm</td> </tr> <tr> <td>整机重量 Overall Weight</td> <td>1200kg</td> <td>1500kg</td> <td>1800kg</td> <td>2100kg</td> <td>2400kg</td> </tr> <tr> <td>整机功率 Overall Power</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> <td>11.0KW</td> </tr> <tr> <td>每小时产量 Production Capacity</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> <td>150-200kg/h</td> </tr> <tr> <td>电压 Voltage</td> <td>220V</td> <td>220V</td> <td>220V</td> <td>220V</td> <td>220V</td> </tr> <tr> <td>控制方式 Control Mode</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> <td>PLC</td> </tr> </tbody> </table>	规格型号 Specifications	JS-B-2100	JS-B-3100	JS-B-4100	JS-B-5100	JS-B-6100	整机尺寸 Overall Dimension	2100mm	3100mm	4100mm	5100mm	6100mm	整机重量 Overall Weight	1200kg	1500kg	1800kg	2100kg	2400kg	整机功率 Overall Power	11.0KW	11.0KW	11.0KW	11.0KW	11.0KW	每小时产量 Production Capacity	150-200kg/h	150-200kg/h	150-200kg/h	150-200kg/h	150-200kg/h	电压 Voltage	220V	220V	220V	220V	220V	控制方式 Control Mode	PLC	PLC	PLC	PLC	PLC	整机尺寸 Overall Dimension	2100mm	3100mm	4100mm	5100mm	6100mm	整机重量 Overall Weight	1200kg	1500kg	1800kg	2100kg	2400kg	整机功率 Overall Power	11.0KW	11.0KW	11.0KW	11.0KW	11.0KW	每小时产量 Production Capacity	150-200kg/h	150-200kg/h	150-200kg/h	150-200kg/h	150-200kg/h	电压 Voltage	220V	220V	220V	220V	220V	控制方式 Control Mode	PLC	PLC	PLC	PLC	PLC
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Constainer	2	3,375.00	H:8500mm×Diameter 2500 5 cube meter	
			H:7200MM- Diameter 2400 2 cube meter	

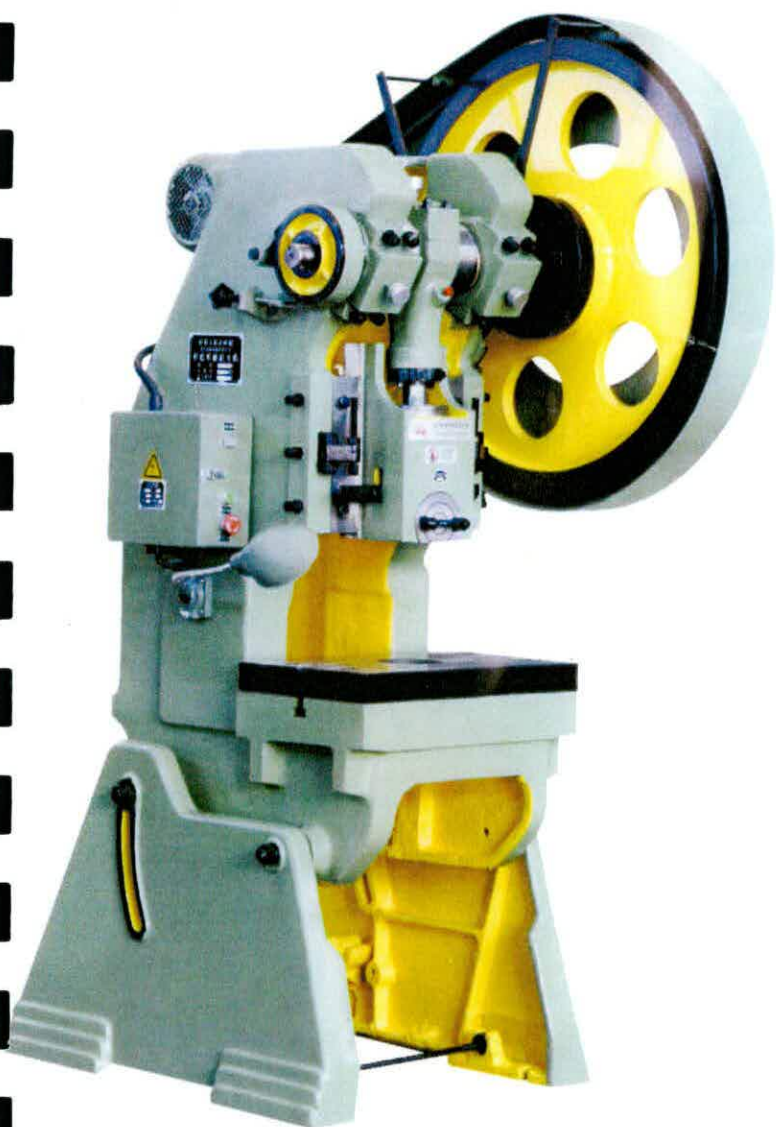


Motor	1	12,188.00	<p>1)Advanced designed inlet vale,less pressure loss,stable movement and long lifetime.</p> <p>2)Tailor-made low rev motor for compressor,with SKF bearings,Isolation Rate FIP54,ensures reliable operation,3-5% higher efficiency than other products.</p> <p>3)Top class Air end in the world,high efficiency,lowre.3rd generation 5:6 rotor rate,best-in-class geometry worldwide,low noise,low enerbility and lifetime.</p>																																																	
Steam Boiler	1	16,000.00	1 ton, 5 cube meter	<p>WNS系列全自动燃油锅炉</p> <p>产品特点</p> <ul style="list-style-type: none"> <li>WNS系列全自动燃油锅炉采用</li> <li>三回程炉膛结构,中间室燃</li> <li>行室水冷,内锅室采用</li> <li>环保节能材料制成,提高热效率</li> <li>三回程炉膛结构,提高热效率</li> <li>采用大直径炉膛,提高热效率</li> <li>采用大直径炉膛,提高热效率</li> <li>采用大直径炉膛,提高热效率</li> </ul> <p>技术参数</p> <table border="1"> <thead> <tr> <th>型号</th> <th>蒸发量 (t/h)</th> <th>工作压力 (MPa)</th> <th>热效率 (%)</th> <th>占地面积 (m²)</th> <th>净重 (kg)</th> </tr> </thead> <tbody> <tr> <td>WNS1-1.0-Y</td> <td>1</td> <td>1.0</td> <td>88</td> <td>10</td> <td>1000</td> </tr> <tr> <td>WNS2-1.0-Y</td> <td>2</td> <td>1.0</td> <td>88</td> <td>15</td> <td>1500</td> </tr> <tr> <td>WNS3-1.0-Y</td> <td>3</td> <td>1.0</td> <td>88</td> <td>20</td> <td>2000</td> </tr> <tr> <td>WNS4-1.0-Y</td> <td>4</td> <td>1.0</td> <td>88</td> <td>25</td> <td>2500</td> </tr> <tr> <td>WNS6-1.0-Y</td> <td>6</td> <td>1.0</td> <td>88</td> <td>35</td> <td>3500</td> </tr> <tr> <td>WNS8-1.0-Y</td> <td>8</td> <td>1.0</td> <td>88</td> <td>45</td> <td>4500</td> </tr> <tr> <td>WNS10-1.0-Y</td> <td>10</td> <td>1.0</td> <td>88</td> <td>55</td> <td>5500</td> </tr> </tbody> </table>	型号	蒸发量 (t/h)	工作压力 (MPa)	热效率 (%)	占地面积 (m²)	净重 (kg)	WNS1-1.0-Y	1	1.0	88	10	1000	WNS2-1.0-Y	2	1.0	88	15	1500	WNS3-1.0-Y	3	1.0	88	20	2000	WNS4-1.0-Y	4	1.0	88	25	2500	WNS6-1.0-Y	6	1.0	88	35	3500	WNS8-1.0-Y	8	1.0	88	45	4500	WNS10-1.0-Y	10	1.0	88	55	5500
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Rotay Sander	2	900.00	<p>400×127×40mm 3.5KW</p> <p>350x75X40MM 3.0 KW</p>																																																	
Cutter	2	700.00	<p>50×120×53mm 3KW</p> <p>50x120x53 mm 2.2kw</p>	 <p>型材切割机</p> <table border="1"> <thead> <tr> <th>型号</th> <th>额定功率</th> <th>主轴空载转速</th> <th>额定电压</th> <th>额定频率</th> <th>砂轮</th> <th>最大口</th> </tr> </thead> <tbody> <tr> <td>J3GC-400</td> <td>3.3KW</td> <td>2800r/min</td> <td>380V</td> <td>50Hz</td> <td>φ400×φ32×3.2</td> <td>φ735×6mm</td> </tr> </tbody> </table>	型号	额定功率	主轴空载转速	额定电压	额定频率	砂轮	最大口	J3GC-400	3.3KW	2800r/min	380V	50Hz	φ400×φ32×3.2	φ735×6mm																																		
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J3GC-400	3.3KW	2800r/min	380V	50Hz	φ400×φ32×3.2	φ735×6mm																																														
Forklift	1	16,500.00	3080×1395 21Km/h the speed laden is 21km/h and the lifting is 450mm/s																																																	
Composite Machine	1	52,500.00	43450×4500×2800mm 35KW 250 cube meter/h																																																	
	14	210,913.00																																																		



Items	Qty	Price (US\$)	Specifications and Powe	Picture
Leather Trimming Machine	5	1,600.00		
Label Printing Machine	5	1,300.00		
Air Compressor	1	8,500.00		
Punch Press	2	16,000.00	1)Steel-welded body, intensity and strength. 2)Buils up of electric friction,the clutch has smooth and quite transimission 3)Flexible movement,safety operation 4)Excellent lubrication unit with clear sign 5)High output with automatic producing system	 
Abrasive Machine	1	550.00		
Oven	2	700.00		
Generator	1	52,500.00		 
Shear Machine	1	7,000.00	3200×1900×1900 7.5KW 1) The steel-welded structure housed with hydraulic driving system is sufficient in intensity and strength,also the mechanical backgauge unit si combined with a manual detailing adjusting counter.The other key function of this machine is a fast adjusting unit set for clearance between blades and shadow-light unit for enribing the cutting operation.The counting unit and flexible safe barrier are completed by a synchronizing support-conveyor.	
	18	88,150.00		





# JC23

## 系列开式可倾压力机

JC23 SERIES OPEN BANK  
INCLINABLE PRESS

### 主要特点

Main Characteristics

■ 本JC23系列压力机是属于通用性压力机，适用于冲孔、落料、弯曲、浅拉伸等冷冲压工作。压力机机身可以倾斜，便于冲压成品或废料从冲模上滑下。

■ JC23 Series Open Back Inclinable press is a universal machine for forging, blanking punching, shallow drawing operations, It is widely used in electronic components, instrument and meter, electric motor toy, automobile and truck industry.



★ 连续十三年荣获上海市名牌产品 ★

# DZL系列锅炉

系我公司集国内外锅炉的优点而开发的三回程水火管混合式快装锅炉。锅炉采用链条炉排实现机械化燃烧，结构紧凑，安装期短，能迅速投入运行，安全可靠、节能省力，锅炉热效率高于国家规定的标准，烟尘排放浓度符合国家标准要求。



## 技术参数

锅炉型号		DZL1-1.0-A II	DZL2-1.25-A II	DZL4-1.25-A II	DZL4-1.6 -A II	
额定蒸发量	t/h	1	2	4	4	
额定工作压力	MPa	1	1.25	1.25	1.6	
额定蒸汽温度	℃	184	193	193	204	
给水温度	℃			20		
受热面积	本体	m <sup>2</sup>	52	73.7	127	127
	省煤器	m <sup>2</sup>	21.12	25	27.4	27.4
炉排有效面积		m <sup>2</sup>	2.0	3.54	5.56	5.56
排烟温度		℃	170	170	170	170
锅炉热效率		%	74	74	76	76
设计煤种		II类烟煤				
燃料耗量		kg/h	150	300	600	600
最大运输尺寸(长×宽×高)		m	5.21×2.41×2.9	5.53×2.56×3.4	6.8×2.9×3.5	6.8×2.9×3.5
最大运输重量		t	13	18.3	34	35
鼓风机	型号		T4-72No.2.8A右45°	T4-72No.3.6A右45°	T4-72-11No.4.5A	T4-72-11No.4.5A
	风量	Nm <sup>3</sup> /h	1131~2356	2664~2568	7785	7785
	风压	Pa	944~606	1578~989	2320	2320
	电机功率	kw	1.5	3	7.5	7.5
引风机	型号		Y9-26-12	Y9-26-12	Y9-26-12	Y9-26-12
	风量	Nm <sup>3</sup> /h	3367-4378	6702-8861	11700-15471	11700-15471
	风压	Pa	2206-2476	2214-2512	2889-2552	2889-2552
	电机功率	kw	5.5	11	22	22
给水泵	型号		1½GC-5×6	1½GC-5×7	1½GC-5×7	1½GC-5×8
	功率	kw	3	7.5	7.5	7.5
调速箱型号			GL-5P	GL-5P	GL-5P(A)	GL-5P(A)
出渣方式		螺旋出渣				
除尘器		旋风/多管除尘				

注：若设计更新、配套辅机变动及以上尺寸和重量改变时，恕不另行通知，以新签合同或出厂资料为准。

# 压力容器



型号	压力	设计温度 ℃	容器总高	容器内径	进气口		出气口		支 座		安全阀 接口	排污阀 接口
			H1	Di	H2	DN	H3	DN	D	d		
0.3/0.8	0.8	150	1350	600	498	50	1015	50	400	20	Rp1 1/2	R3/4
0.3/1.0	1.0		1352		500		1015					
0.3/1.3	1.3		1358		500		1015					
0.3/1.6	1.6		1362		505		1020					
0.5/0.8	0.8	150	1914	650	672	65	1522	65	460	24	Rp1 1/2	R3/4
0.5/1.0	1.0		1916		673		1523					
0.5/1.3	1.3		1916		673		1523					
0.5/1.6	1.6		1922		679		1530					
0.6/0.8	0.8	150	1854	700	626	65	1200	65	490	24	Rp1 1/2	R3/4
0.6/1.0	1.0		1865		627		1202					
0.6/1.3	1.3		1866		630		1205					
0.6/1.6	1.6		1870		635		1210					
1.0/0.8	0.8	150	2377	800	730	65	1960	65	560	24	Rp1 1/2	Rp3/4
1.0/1.0	1.0		2347		731		1961					
1.0/1.3	1.3		2347		731		1961					
1.0/1.6	1.6		2350		731		1961					
1.5/0.8	0.8	150	2400	1000	736	80	2296	80	630	24	Rp1 1/2	Rp3/4
1.5/1.0	1.0		2400		737		2297					
1.5/1.3	1.3		2410		736		2296					
1.5/1.6	1.6		2410		738		2298					
2.0/0.8	0.8	150	2698	1100	840	100	2140	100	740	24	Rp1 1/2	Rp3/4
2.0/1.0	1.0		2698		840		2140					
2.0/1.3	1.3		2698		760		2140					
2.0/1.6	1.6		2700		761		2142					

注：技术参数仅供参考，可根据用户需求作适当调整。

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# WC67系列液压板料折弯机



WC67Y-63/2500  
 WC67Y-80/3200  
 WC67Y-100/3200  
 WC67Y-100/4000 ✓

## Series WC67Y Hydraulic Press Brake

### Function and Feature:

- Steel welded structure, intensity and strength
  - Hydraulic down-stroke structure, smooth and reliable
  - The mechanical stop unit, synchronizes torque, high precision
  - Back-gauge distance and upper ram stroke with electromotion adjustment, fine-manual adjustment and counter display
  - Upper-tool with tension compensating mechanism
- (For the above 160-3200 modes, the motorized speediness adjustment of slide block stroke and backgauge all with liquid crystal display)



E20数显

## WC67系列折弯机技术参数表: Series WC67Y Press Brake Specification List

数值value 参数description	机型mode	40/ 2200	40/ 2500	58/ 2500	63/ 2500	80/ 3200	80/ 4000	100/ 3200	100/ 4000	100/ 5000	160/ 3200	160/ 4000	160/ 5000	160/ 6000	200/ 4000	200/ 5000	200/ 6000
公称力 Nominal force(kn)		400	400	580	630	800	800	1000	1000	1000	1600	1600	1600	1600	2000	2000	2000
工作台长度(毫米) Worktable length(mm)		2200	2500	2500	2500	3200	4000	3200	4000	5000	3200	4000	5000	6000	4000	5000	6000
立柱间距离(毫米) Distance between housing(mm)		1650	1700	2000	2000	2400	3200	2400	2800	4000	2550	3250	4050	4540	3250	4000	5000
滑块行程(毫米) Ram stroke(mm)		100	100	100	100	100	100	100	150	150	150	150	150	150	200	200	200
工作台与滑块最大开启高度(毫米) Max. open height between worktable and ram(mm)		300	340	340	340	340	340	340	340	340	400	400	400	400	460	460	460
喉口深度(毫米) Throat depth(mm)		200	250	250	250	320	320	320	320	320	320	320	320	320	320	320	320
主电动机功率(千瓦) Main motor power(kw)		3	3	5.5	5.5	7.5	7.5	7.5	7.5	7.5	11	11	11	11	11	11	11
外形尺寸(长x宽x高) Overall dimension (LxWxH)(mm)		2150 1200 2125	2650 1200 2125	2580 1400 2125	2560 1430 2200	3260 1430 2250	4060 1430 2250	3260 1470 2250	4060 1470 2450	5060 1470 2450	3260 1560 2810	4060 1560 2810	5060 1560 2810	6060 1560 2960	4060 1900 3060	5060 1900 3160	6060 2000 3300
机器重量(公斤) Machine weight(kg)		3000	3500	3900	5200	6300	7100	7300	8500	10000	10800	12300	15000	17000	15500	18000	2300



# QC12Y 系列液压摆式剪板机

移: 13736323162



QC12Y-20x2500/3200/4000(A)

本机器采用钢板焊接结构的液压传动机架, 有足够的强度和钢硬度. 机动后挡料配带有手动微调显示器的数值显示结构. 刀口间隙快速调整机构和灯光对线装置, 以便于划线剪切. 计数. 定尺装置和灵敏可靠的安全器可配同步拖料翻料小车.

## Series QC12Y Hydraulic Swing Beam Shear

The steel-welded structure housed with hydraulic driving system is sufficient in intensity and strength. also the mechanical back-gauge unit is combined with a manual detailing adjusting counter. The other key function of this machine is a fast adjusting unit set for clearance between blades and shadow-light unit for enribing the cutting operation. The counting unit and flexible safe barrier are completed by a synchronizing support-conveyor.

QC12Y系列剪板机技术参数表: Series QC12Y shear specification list

型号 Mode	4x2500	4x3200	4x4000	4x5000	4x6000	6x2500	6x3200	6x4000	6x5000	6x6000	8x2500	8x3200
最大剪切厚度(毫米) Max. cutting thickness (mm)	4					6						
最大剪切宽度(毫米) Max. cutting width (mm)	2500	3200	4000	5000	6000	2500	3200	4000	5000	6000	2500	3200
板材强度(牛顿/毫米平方) Plate tension and strength (n/mm <sup>2</sup> )	450					450						
剪切角 Cutting angle	1° 15'					1° 30'						
行程次数(次/分钟) Stroke rate (strokes/min)	28	24	18	15	13	18	14	12	11	10	14	12
后挡料最大距离(毫米) Max. back-gauge adjustment (mm)	600					600						
主电动机功率(千瓦) Main motor power (kw)	5.5					7.5						
外形尺寸(长*宽*高) Overall dimension (L*W*H) (mm)	3100 1600 1800	3800 1600 1800	4600 1600 1800	5600 2000 1900	6600 2000 1900	3100 1850 1850	3800 1850 1850	4600 1850 1850	5600 2100 2000	6600 2100 2000	3200 1900 1900	3900 1900 1900
机器重量(公斤) Machine weight (kg)	4910	5650	6480	9200	11600	5650	6600	8000	14060	16000	6600	7530

### CPC2/2.5/3-LG6叉车简介

CPC2/2.5/3-LG6叉车秉承L系列叉车工作稳定可靠、坚固耐用的优点，对结构和造型进行了重大改进，具体改进如下：

- 改变原L系列叉车棱角分明，造型简朴，形体较大的形象。整车外观更加和谐、饱满、流畅。
- 发动机直接带液压泵，结构布置更加合理，增加内部空间，便于保养维护。
- 进气系统改为高位进气，有利于提高发动机进气清洁度，空滤器改为内置，使整车更加美观。
- 叉车液压系统设计更加合理。液压元件的选择及其布置得到改进，液压系统的工作效率得到提高，使整车性能更加稳定可靠。
- 叉车选用改进后的转向桥，整车轴距加长，同时对转向装置进行改进设计，提高了操纵舒适性。
- 全新设计的门架系统，与H系列叉车通用。
- 在保持整车重量的情况下，对配重重新设计，车辆的稳定性得到提高。



CPC2/2.5/3-LG6叉车

### CPC4-LAG27/G8叉车简介

CPC4-LAG27/G8叉车秉承L系列叉车工作稳定可靠、坚固耐用的优点，与老款CPC4-LG27/G8叉车相比，在下列方面进行了重大改进：

- 通用化程度  
驱动桥、制动离合总成的大部分零部件都与4吨R系列内燃叉车的一样，门架、转向桥、离合器总成与4吨R系列内燃叉车相同，转向装置借用3吨L系列叉车的转向装置。
- 可靠性  
联接壳、变速箱副壳加厚，基本杜绝了联接壳、变速箱副壳断裂的情况。车架结构与4吨R系列内燃叉车相似，强度比原来有了很大的提高。转向桥具有良好的可靠性，这在R车上已经得到验证。离合器的摩擦片总成尺寸加大后，摩擦片使用寿命也得到有效的延长。离合操纵由原来的总泵一分泵形式改为机械拉杆形式，基本消除了此处发生故障的可能。电压由12V改为24V，降低了启动马达故障的概率。
- 外观  
由原来单一的直线条外形改为3吨L系列外形，与原来相比更加饱满、美观。
- 人机工程  
多路阀手柄、换挡手柄、座椅、方向盘、制动离合踏板及油门踏板均按人机工程布置，操纵起来更加舒适。



CPC4-LAG27/G8叉车



● 容易操作的油箱盖设计



● 大开度发动机罩，便于维护



● 大开放式防滑上车踏板

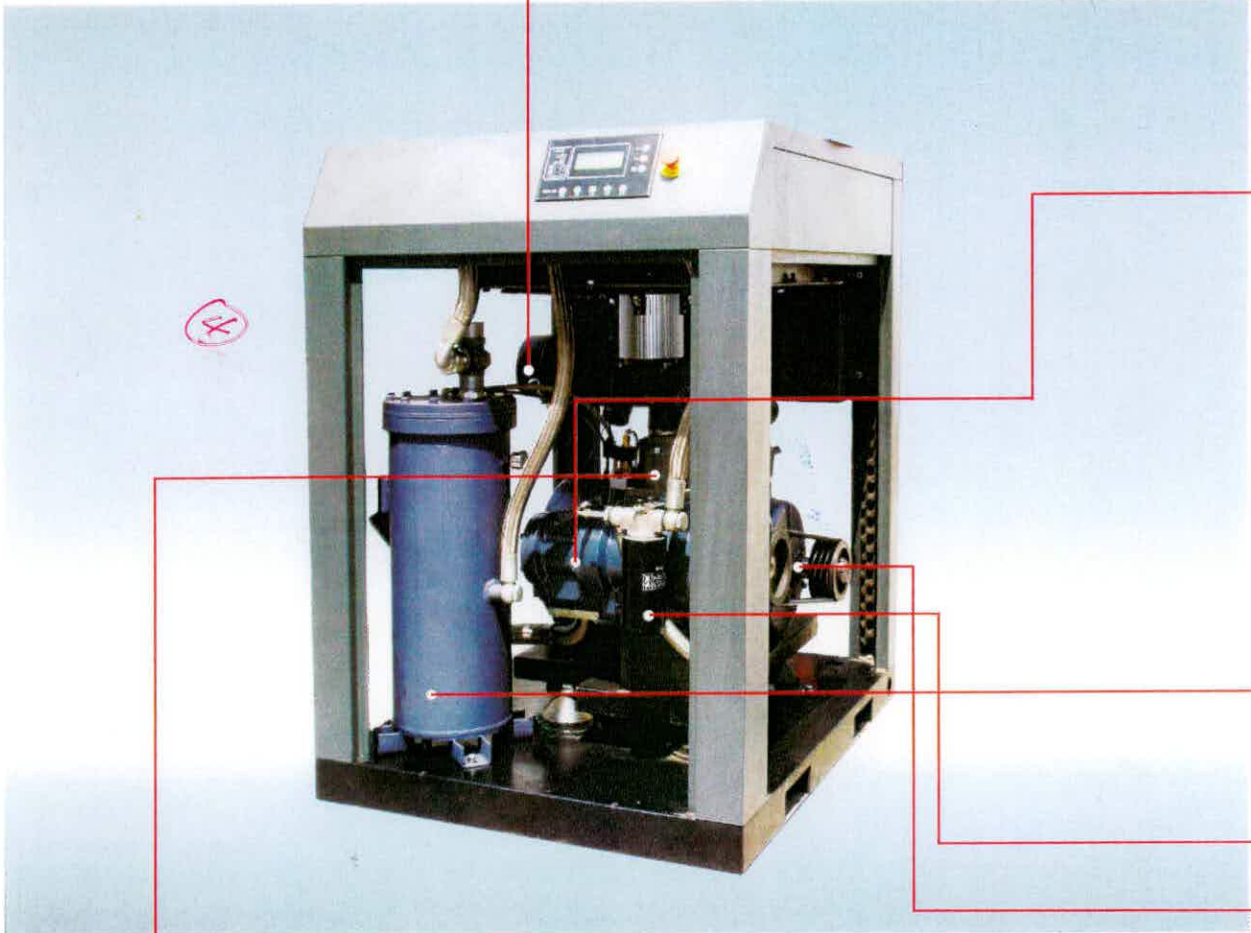


● 高位进气装置

30kW 33000<sup>l</sup> 規 ~~22kW~~  
 37kW 43000<sup>l</sup> 2m<sup>3</sup>/10kg 出量

# ABOUT COMPONENTS

## 组件简介



### 进气阀 Air inlet valve

设计先进的气阀，进气调整范围0-100%，容调阀调节，压力损失小，动作稳定，寿命长。  
 Advanced designed inlet valve, less pressure loss, stable movement and long lifetime.

### 电机 Motor

特制的低转速压缩机专用电机，SKF轴承，绝缘等级F级，防护等级IP54，确保无故障运行。  
 效率较同类产品高3-5%。

Tailor-made low rev motor for compressor, with SKF bearings, Isolation Rate F, IP54, ensures reliable operation, 3-5% higher efficiency than other products.



# 全自动切割机

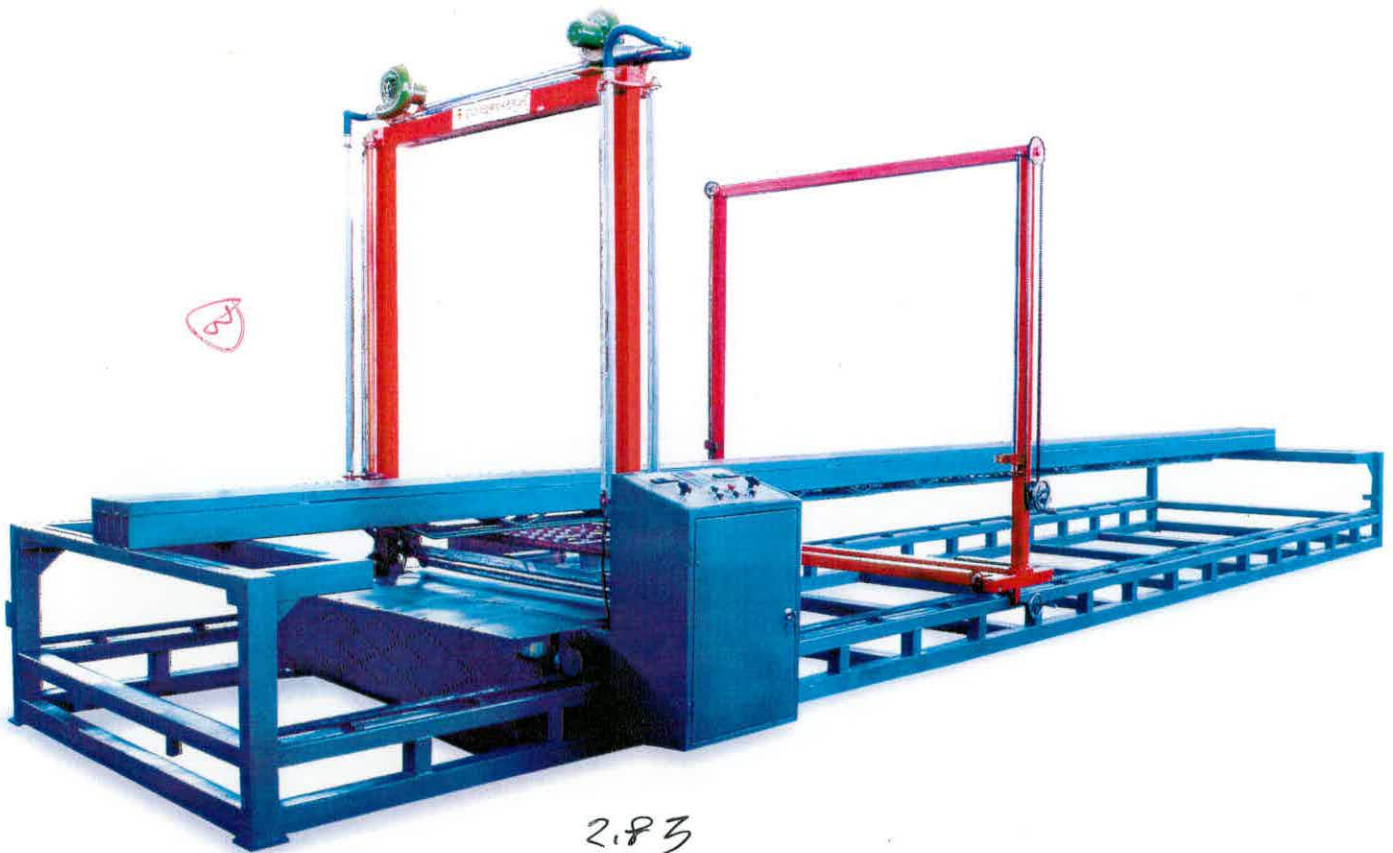
Automatic Cutting Machine

## 产品性能及特点

- 设计合理，结构简练，外形美观；
- 采用变频无极调速，动作平稳，低噪高效；
- 可进行水平、垂直及块状三向切割；
- 操作方便。

## PRODUCT PERFORMANCES AND CHARACTERISTICS

- Reasonable design, concise structure and appealing appearance;
- Adopt variable frequency stepless speed regulation with smooth movement, low noise and high efficiency;
- Horizontal, vertical and block cutting for option;
- Convenient operation.



## 技术参数 TECHNICAL PARAMETERS

规格型号 Specifications	切割板材尺寸 Size of Cutting Panel (mm)	最小切割厚度 Minimum cutting thickness (mm)	工作速度 Working Speed (mm/sec)	电热丝数量 Number of Electric Wire (横*竖)	装机功率 Installed Power		外型尺寸 Dimension (mm)	重量 Weight (kg)
					变压器容量 Capacity of Transformer(Kw)	电机功率 Motor Power (Kw)		
JS-Q-2125	2000 × 1250 × 1200	5	3.3-30	11*11	8.3	0.68	4600 × 2300 × 2400	1000
JS-Q-3125	3000 × 1250 × 1200	5	3.3-30	11*11	8.3	0.68	5600 × 2300 × 2400	1100
JS-Q-4125	4000 × 1250 × 1200	5	3.3-30	16*11	11.3	0.68	6600 × 2300 × 2400	1200
✓ JS-Q-6125	6000 × 1250 × 1200	5	3.3-30	16*11	11.3	0.68	8600 × 2300 × 2400	1400
JS-Q-8125	8000 × 1250 × 1200	5	3.3-30	16*11	11.3	0.68	10500 × 2300 × 2400	1600

全自动  
间歇式预发机  
Automatic Batch  
Pre-expansion Machine



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○ 技术参数 TECHNICAL PARAMETERS

规格型号 Specifications		JS-JF-800	JS-JF-1100	JS-JF-1500
筒体直径 Cylinder Diameter		Φ800mm	Φ1100mm	Φ1500mm
筒体高度 Cylinder Height		1200 mm	1500 mm	1800 mm
预发泡密度 Pre-expansion Density	一次 Primary	10-50g/L	10-30g/L	10-30g/L
	二次 Secondary	-	4.1-10g/L	4.1-10g/L
生产效率 Production Efficiency		130-300kg/h	180-550kg/h	300-750kg/h
蒸汽 Steam	主入口 Main Intake	DN40	DN40	DN40
	压力 Pressure	4-8kg/cm <sup>2</sup>	4-8kg/cm <sup>2</sup>	4-8kg/cm <sup>2</sup>
压缩空气 Compressed Air	主入口 Main Intake	DN25	DN25	DN25
	压力 Pressure	4-8kg/cm <sup>2</sup>	4-8kg/cm <sup>2</sup>	4-8kg/cm <sup>2</sup>
主机尺寸 Dimension of the Host Machine		2500 × 2100 × 3900mm	3400 × 2300 × 4300mm	3900 × 2950 × 4300mm
装机功率 Installed Power		10.75Kw	15.17Kw	20.47Kw
重量 Weight		1500kg	2500kg	3100kg



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## 全自动板材机

Automatic Panel Machine

### 产品性能及特点

- 本机采用由PLC可编程序控制器和触摸屏组成智能化控制系统，实现全自动、半自动、中间启动和手动操作，选择自如；
- 机器设置高压鼓风机抽风吸料，采用穿透原理成型，循环对流强制风冷却，高效率；
- 优质钢材经热处理工艺制造使机器强度高变形小；
- 机器采用先进的制板工艺，适宜生产多种密度的泡塑板材，制品内外一致；
- 模具采用特制硬铝板，表面光洁，热传导高效，抗拉强度高，耐腐蚀；
- 主要元件采用知名品牌，质量可靠。

### PRODUCT PERFORMANCES AND CHARACTERISTICS

- ✓ The machine has an intelligent control system made of PLC programmable controller and touch screen and has four operation modes, namely, automatic, semi-automatic, intermediate and manual operation modes for option;
- ✓ The machine is equipped with high pressure air blower to inhale the materials and adopts penetration principle in forming and strong and effective circular convection in cooling;
- The high-quality steel with thermal treatment ensure high machine strength and small distortion;
- ✓ The machine adopts advanced panel making process and applies for manufacturing of foam panels of various density with uniform product quality;
- ✓ The die is made of special hard aluminum panel with smooth surface, high heat conduction, excellent tensile strength and outstanding corrosion resistance;
- Adopt famous brand main components with reliable quality.

### 技术参数 TECHNICAL PARAMETERS

规格型号 Specifications		JS-B-2125	JS-B-3125	JS-B-4125	JS-B-6125	JS-B-8125
最大制品尺寸	Maximum Product Dimension (mm)	2000 × 1200 × 1000	3000 × 1200 × 1000	4000 × 1200 × 1000	6000 × 1200 × 1000	8000 × 1200 × 1000
制品密度	Product Density (kg/m <sup>3</sup> )	4.1-35	4.1-35	4.1-35	4.1-35	4.1-35
每循环时间	Circulation Time (min)	3-15	3-15	3-15	5-20	5-20
蒸汽	入口管径 Intake Diameter (mm)	DN50	DN80	DN80	DN100	DN100
	气压 Air Pressure (kg/cm <sup>2</sup> )	4-10	4-10	4-10	4-10	4-10
压缩空气	入口管径 Intake Diameter (mm)	DN15	DN15	DN15	DN25	DN25
	气压 Air Pressure (kg/cm <sup>2</sup> )	4-8	4-8	4-8	4-8	4-8
控制系统	Control System	PCL	PCL	PCL	PCL	PCL
电机功率	Motor Power (Kw)	11	11	15	15	17.5
机器外型尺寸	Dimension (mm)	3400 × 2400 × 2580	4400 × 2400 × 2580	5400 × 2400 × 2580	7400 × 2400 × 2580	9400 × 2400 × 2580
整机重量	Total Weight (kg)	4000	5500	8000	10000	15000

### 3.2 Competitive Comparison

Tanzania Rui Zhong will primarily target the construction industry, and is looking to build alliances with industry leaders. Because of its exclusive status as the only company to manufacture these EPS products, the competition is constantly held at bay by Tanzania Rui Zhong. We expect success; due to past marketing, we have evidence that Tanzania Rui Zhong will be met with fervor in this lasting industry.

### 4.0 Market Analysis Summary

The industry of roofing, siding, and installation is a large one. Total annual sales in this industry amount to approximately \$11 million and are projected to remain steady, if not increase. One reason for the prosperity of this industry is because there is such a large market. The company is primarily targeting the construction industry, where sales total \$124,953 million annually.

#### Market Size Statistics

Estimated number of TANZANIA MARKET establishments	3,245
Number of people employed in this industry	35,179
Total annual sales in the industry	\$11 million
Average employees per establishment	11
Average sales per establishment	\$5.6 million

### 4.1 Market Segmentation

The roofing and siding industry is only a part of the overall construction industry, which includes contractors that perform almost any function of housing creation and alteration. Therefore, an accurate estimate of nationwide demand for Tanzania Rui Zhong's products would include the entire construction industry. This is broken up into the following segments:

### Market size statistics--Single-family housing construction

General contractors primarily engaged in construction (including new work, additions, alterations, remodeling, and repair) of single-family houses.

Estimated number of TANZANIA MARKET. establishments	2,182,776
Number of people employed in this industry	831,158
Total annual sales in this industry	\$125 million
Average employees per establishment	4
Average sales per establishment	\$.6 million

This segment is comprised of companies that are involved in the smallest housing projects. However, the sheer size of the segment means that this will be the segment providing the majority of sales to Tanzania Rui Zhong.

### Market size statistics--Residential construction,

General contractors primarily engaged in construction (including new work additions, alterations, remodeling, and repair) of residential buildings other than single-family houses. This includes hotels, motels, apartments, and multi-family homes.

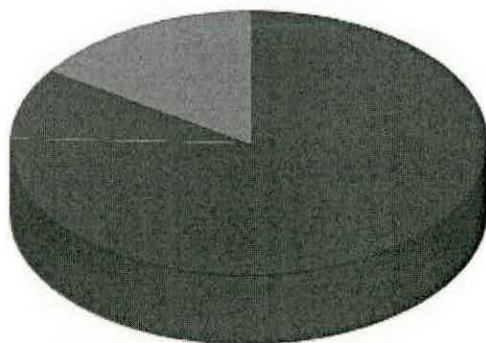
Estimated number of TANZANIA MARKET. establishments	25,201
Number of people employed in this industry	114,523
Total annual sales in this industry	\$25 million
Average employees per establishment	5
Average sales per establishment	\$1.1 million

### Market size statistics--Nonresidential construction

General contractors primarily engaged in the construction (including new work additions, alterations, remodeling, and repair) of nonresidential buildings other than industrial buildings and warehouses. This includes commercial, institutional, religious, and amusement and recreational buildings.

Estimated number of TANZANIA MARKET. establishments	44,505
Number of people employed in this industry	540,550
Total annual sales in this industry	\$205 million
Average employees per establishment	12
Average sales per establishment	\$4.9 million

Market Analysis (Pie)



- Single-family housing construct
- Other residential construction
- Non residential construction

Market Analysis		Year 1	Year 2	Year 3	Year 4	Year 5	
<b>Potential Customers</b>	<b>Growth</b>						<b>CAGR</b>
Single-family housing construction	4%	218,276	227,007	236,087	245,530	255,351	4.00%
Other residential construction	3%	25,201	25,957	26,736	27,538	28,364	3.00%
Non residential construction	2%	44,505	45,395	46,303	47,229	48,174	2.00%
<b>Total</b>	<b>3.61%</b>	<b>287,982</b>	<b>298,359</b>	<b>309,126</b>	<b>320,297</b>	<b>331,889</b>	<b>3.61%</b>

## 4.2 Target Market Segment Strategy

The company is primarily targeting the construction industry, which are establishments primarily engaged in the wholesale distribution of roofing, siding (except wood), and insulation materials. Residential and commercial construction projects are at an all-time high and will continue to increase for years to come. It is important to realize that we have a very unique and much-needed product. The standard materials available are asphalt shingles, organic shingles, fibered cement shingles, metal roofing, clay tiles, concrete tiles, slate tiles, cedar shingles, recycled tile roofing, and solar shingles.

Our product is entirely new, and we are introducing it into this industry: EPS architectural roof tiles, (EPS Plate). The average costs of the above products vary. While EPS Plate is more expensive, it also offers an insulation factor that all other products do not incorporate. This effectively reduces costs for separate insulation products.

## 4.3 Industry Analysis

### Market Analysis by Specialty (8-digit SIC Code)

SIC Code	SIC Description	No Bus.	% Total	Total Emps.	Total Sales	Avg. Emps.	Avg. Sales
5033-0000	Roofing, siding, and insulation	1,012	31.2	11,012	\$3,058	11	5.8
5033-0100	Roofing and siding materials	731	22.5	8,326	\$3,834	12	8.2
5033-0101	Asphalt felts and coating	51	1.6	534	\$36.90	10	1.1
5033-0102	Felts, tarred	1	0	5	\$0.90	5	0.9
5033-0103	Roofing, asphalt and sheet metal	402	12.4	4,648	\$1,655	12	7.5
5033-0104	Shingles, except wood	10	0.3	132	\$29	13	3.2
5033-0105	Siding, except wood	329	10.1	2,775	\$647	8	3.3
5033-0200	Insulation materials	379	11.7	2,789	\$814	8	3
5033-0201	EPS building materials	104	3.2	2,656	\$118.50	27	2.2

5033-0202	Insulation, thermal	220	6.8	2,247	\$438	10	3.7
5033-0203	Mineral wool insulation materials	6	0.2	55	\$3	9	0.7
	Total/Average	3,245	100	35,179	\$10,637	11	5.6

Note: Not all establishments have a specialty. Sales figures are in millions.

#### 4.3.1 Competition and Buying Patterns

EPS Plate Products will be marketed initially in the Southern region of the United Republic of Tanzania. This selling area will utilize our entire production capability. The construction industry is on the move and we intend to have our percentage of this long lasting industry. Our past marketing shows a place for EPS Plate and also shows a tremendous demand for these products. Both products are in the completed development stage and are ready for manufacturing.

#### 5.0 Strategy and Implementation Summary

The company's overall strategy is based on a continuous improvement process of setting objectives, measuring results, and utilizing feedback to facilitate further growth and progress.

The company plans to rapidly develop marketing alliances with industry leaders and pursue new sales of its services to residential and commercial builders. The market strategy is to capitalize on Tanzania Rui Zhong's alliances by securing city, parish, state, and government contracts.

#### 5.1 Competitive Edge

Having both EPS Plate installed offers the user an energy efficient system that will not fail. EPS Plate Products are a true EPS system that meets the demands of today's architectural designs and will continue to provide these desired features in the future. EPS is a non-deteriorating material and all resins used are of the highest marine quality and are formulated to meet the required standard of EPS Plate.

EPS Plate roof tiles can be manufactured in the traditional design look of the curved Spanish terra cotta and the flat roof tile. Any design may be used incorporating the core material. The exterior flat panels incorporating the molded look of stucco will be manufactured in various sizes.

Some of the outstanding features of EPS Plate that have become necessary in the construction industry include:

- By conserving heat/cold within a structure, the panels are energy efficient.
- The panels are lightweight and easy to install.
- The product is cost effective because it services the need as well.
- They will not corrode and therefore require little maintenance.
- Guaranteed to be 100% waterproof.
- All EPS Plate products are fire retardant.
- The product is removed from the mold with a stucco look and texture.
- The EPS exterior panels may be installed below grade.

The most important feature is the stability of EPS Plate Products. In terms of manufacturing, EPS Plate Products can be compared to a marine manufacturing process. All raw materials used meet the marine industry standard, and are built with the weight of water pressure in mind. The panels are durable, rugged, and meant to withstand many pounds of pressure.

Quality control is very important. Keeping this in mind, we will control our production lines to assure that quality is met. All orders will be produced in a time frame as specified by the production manager.

## **5.2 Sales Strategy**

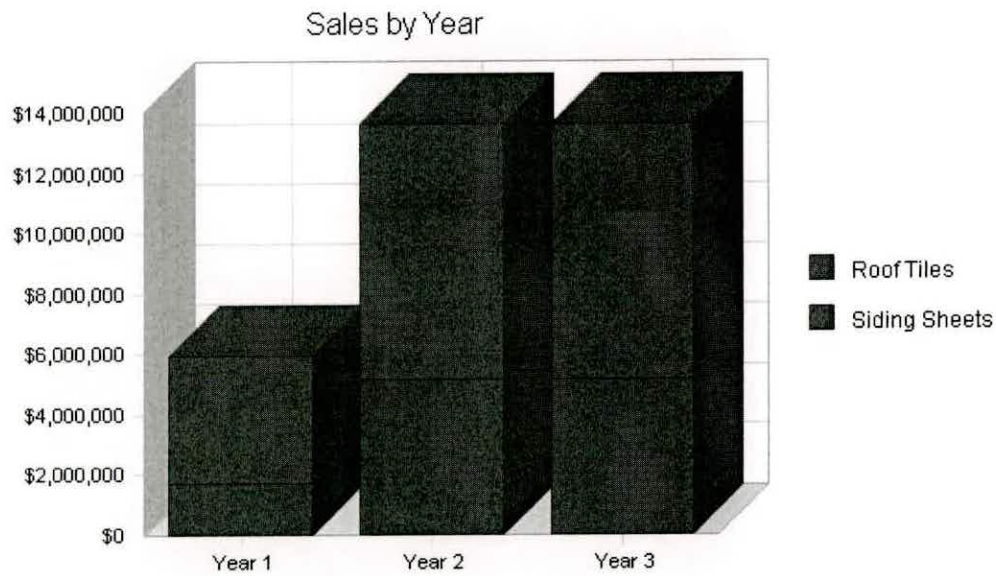
Our sales program is as follows:

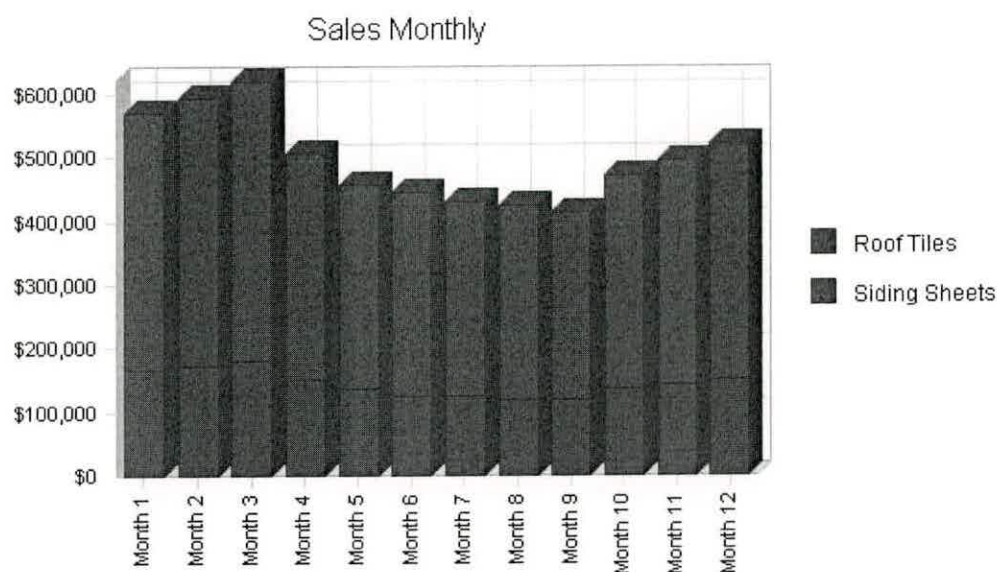
- Create contacts with residential and commercial contractors.
- Contact developers of residential and commercial properties.
- Contact and training for new "company approved" warranty installer contractors for EPS Plate Products.
- Special advertising efforts will be implemented on the Internet.
- Set up advertising for local and national programs.

- Participate at national and regional trade shows.
- Employment of company sales representatives.
- Contact major architectural firms.

### 5.2.1 Sales Forecast

The following chart and table outline our sales forecast.





Sales Forecast			
	Year 1	Year 2	Year 3
<b>Sales</b>			
Roof Tiles	\$1,728,000	\$5,184,000	\$5,184,000
Siding Sheets	\$4,224,000	\$8,449,000	\$8,449,000
<b>Total Sales</b>	<b>\$5,952,000</b>	<b>\$13,633,000</b>	<b>\$13,633,000</b>
<b>Direct Cost of Sales</b>			
	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>
Roof Tiles	\$966,177	\$2,966,995	\$2,896,436
Siding Sheets	\$2,361,765	\$4,835,675	\$4,720,676
<b>Subtotal Direct Cost of Sales</b>	<b>\$3,327,942</b>	<b>\$7,802,670</b>	<b>\$7,617,112</b>

### 5.3 Strategic Alliances

The company plans to rapidly develop marketing alliances with industry leaders and pursue new sales of its services to residential and commercial builders.

## 5.4 Promotion

Tanzania Rui Zhong advertises in the yellow pages, newspapers, radio, and billboards throughout the state. Tanzania Rui Zhong will also gain considerable recognition through these additional promotional mediums:

- Caps and T-shirts.
- Signs
- Word of mouth.
- Incentives:

As an extra incentive for customers and potential customers to remember Tanzania Rui Zhong 's name, the company plans to distribute coffee mugs, T-shirts, pens, and other advertising specialties with the company logo.

- Brochures:

The objective of a brochure is to portray Tanzania Rui Zhong's goals and products as an attractive functionality. It is also to show customers how to use the latest in technology as it relates to construction and building services.

- Investment in Advertising and Promotion:

A fixed amount of sales revenues will go toward the state-wide Tanzania Rui Zhong advertisement campaign. On an ongoing basis, Tanzania Rui Zhong feels that it can budget advertising expenses at less than ten percent of revenues.

## 6.0 Management Summary

The company's management is highly experienced and qualified, with seasoned investors. The company strives to hire qualified people who take pride in their work. The company's management philosophy is based on responsibility and mutual respect. Tanzania Rui Zhong maintains an environment and structure that encourages productivity and respect for customers and fellow employees.

The following subtopics outline both the management team, and its team of employees.

Tanzania Rui Zhong's management is highly experienced and qualified. Its key management team includes:

- Mr. Hu Lizhen, president and CEO. Mr. Hu Lizhen is a building consultant and specializes in product development and marketing. During the past two decades, Mr. Hu Lizhen has been contracted to design and manufacture a wide range of EPS products, from EPS housing for water treatment to designing and manufacturing a planter system.
- Mr Xu Zhikang, vice president has held several management positions with various companies in the real estate industry. She has also been involved in rental management and rental sales. She holds real estate salesman and broker licenses, and a community association manager's license.

### 6.1 Personnel Plan

Tanzania Rui Zhong is responsible to its employees, the men and women who work with the company throughout the state. At Tanzania Rui Zhong everyone is considered as an individual, the company respects their dignity and recognizes their merit. Employees are encouraged to have a sense of security and pride in their jobs. Additionally, employees are free to make suggestions and complaints. The company affords equal opportunity for employment, development, and advancement for those qualified.

<b>Personnel Plan</b>			
	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>
General Manager	\$60,000	\$60,000	\$73,334
Production Manager	\$60,000	\$60,000	\$73,333
Office Manager	\$60,000	\$60,000	\$73,333
Safety Manager	\$60,000	\$60,000	\$60,000
Distribution & Inventory manager	\$60,000	\$60,000	\$60,000
Sales and Marketing Coordinator	\$0	\$40,000	\$60,000
Product developer	\$0	\$40,000	\$60,000
Sales Rep	\$0	\$0	\$35,000
Finance & accounting analyst	\$0	\$0	\$50,000
Other	\$0	\$0	\$0
<b>Total People</b>	<b>20</b>	<b>40</b>	<b>66</b>

## 7.0 Financial Plan

### Funding Requirements and Uses:

The company is seeking first round financing for the purpose of acquiring starting inventory of raw materials, purchasing land, building construction, utility hook-up and site improvement, machinery and equipment, working capital, legal and accounting, and miscellaneous start-up expenses. The company will require additional investment or loans for Phase II, set to begin during the fourth year of operation.

### Project Financing

Foreign Equity	Foreign Loan	Total
\$432,000	\$415,000	\$847,000

### Investment Breakdown

Item	Cost
Land/Building	\$ 65,000
Plant	\$ 650,000
Vehicles	\$ 52,000
Furniture & Fittings	\$ 46,000
Pre-Expenses	\$ 34,000
Others	
Working Capital	
<b>Total</b>	<b>\$ 847,000</b>

### Office Equipments

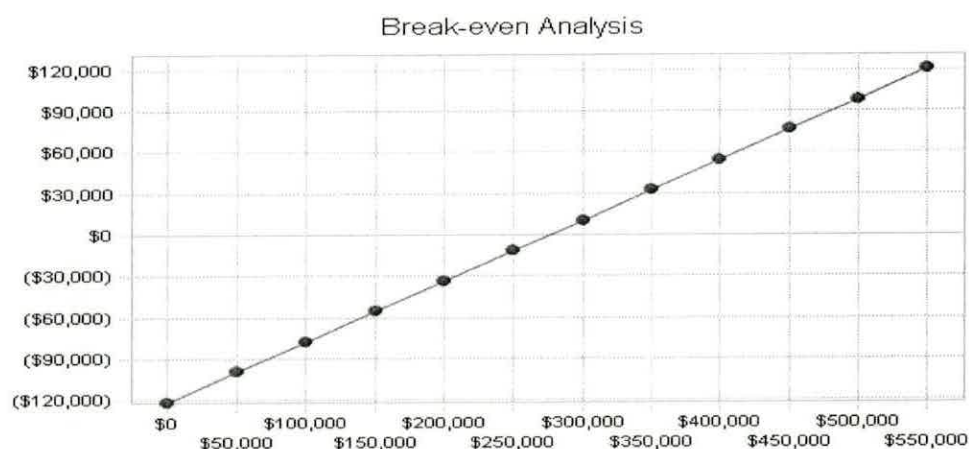
Item	Qty	Price	Amount
Computer	12	800.00	9,600.00
Desk	15	400.00	6,000.00
Conference Table Set	1	2,000.00	2,000.00
Printer	6	400.00	2,400.00
Photocopier	1	3,000.00	3,000.00
Cocking Machine	1	400.00	400.00
Fax Machine	1	400.00	400.00
Telephone Set	1	3,000.00	3,000.00
Water Drinking Machine	1	300.00	300.00
Security System	1	2,000.00	2,000.00
Mini Bus	1	20,000.00	20,000.00
Salon Cars	5	15,000.00	75,000.00
Trucks	4	25,000.00	#####
Motorcycle	5	1,500.00	7,500.00
Total			#####

## 7.1 Important Assumptions

The following table outlines important assumptions for Tanzania Rui Zhong.

General Assumptions			
	Year 1	Year 2	Year 3
Plan Month	1	2	3
Current Interest Rate	10.00%	10.00%	10.00%
Long-term Interest Rate	10.00%	10.00%	10.00%
Tax Rate	39.17%	40.00%	39.17%
<b>Other</b>	<b>0</b>	<b>0</b>	<b>0</b>

## 7.2 Break-even Analysis



### Break-even Analysis

Monthly Revenue Break-even                      \$275,977

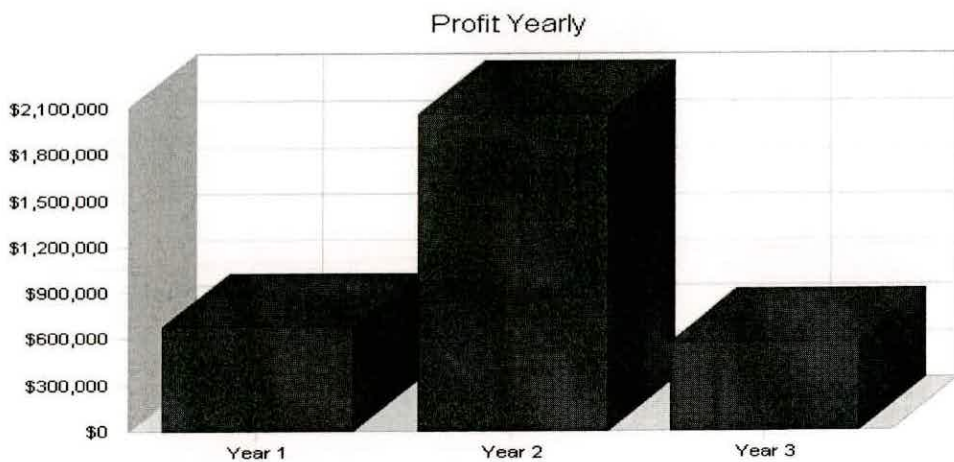
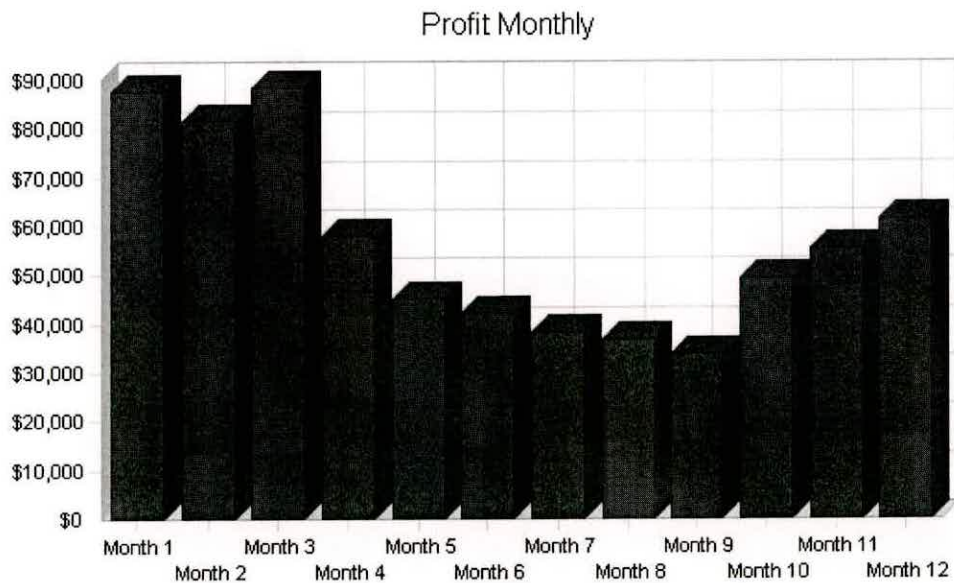
#### Assumptions:

Average Percent Variable Cost                      56%

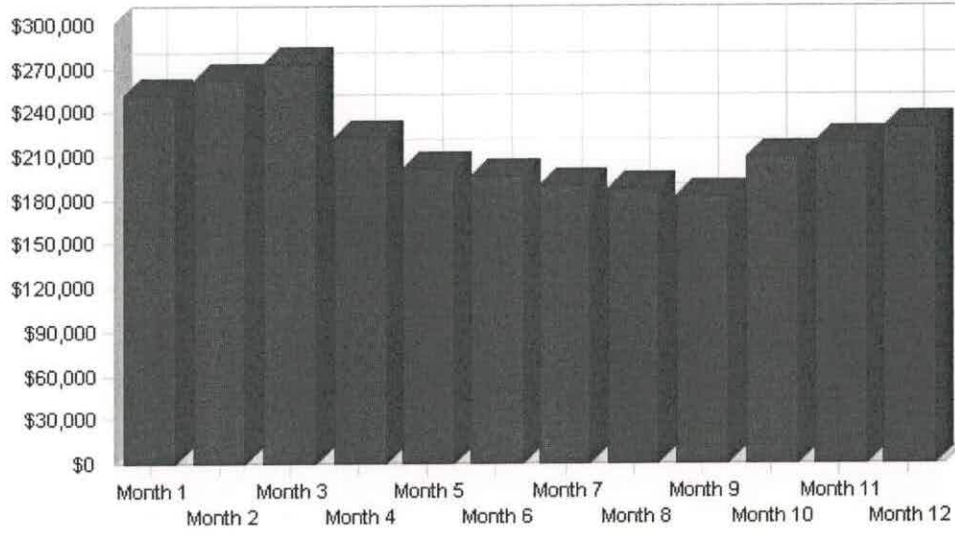
**Estimated Monthly Fixed Cost                      \$121,670**

### 7.3 Projected Profit and Loss

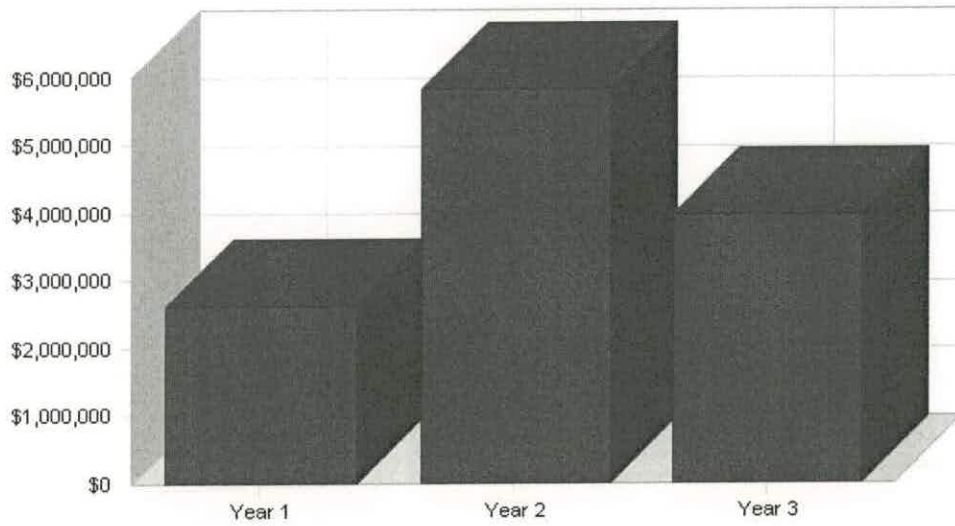
The following table presents year-end profit and loss projections for Tanzania Rui Zhong. For a monthly analysis, please see the appendix at the end of the plan.



Gross Margin Monthly



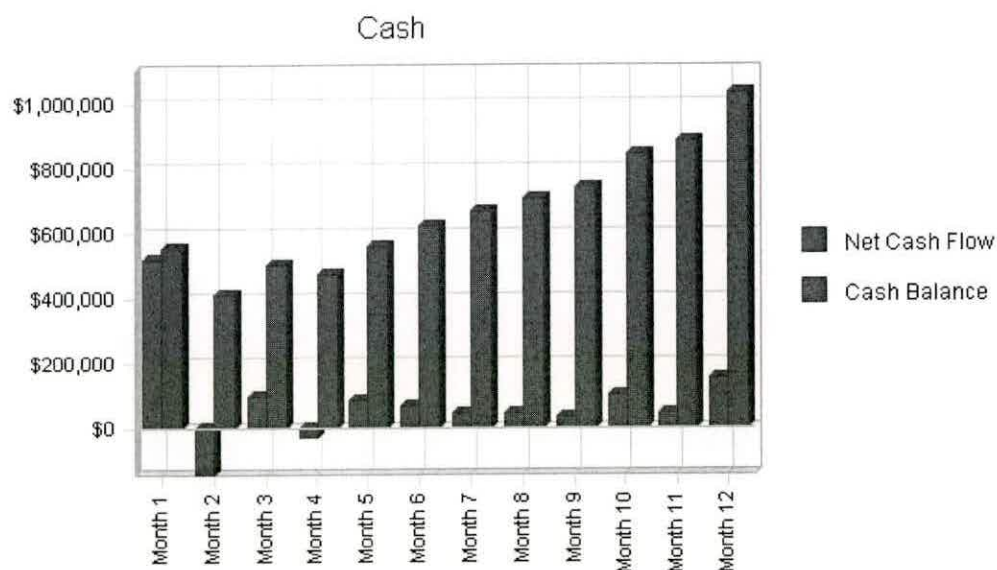
Gross Margin Yearly



<b>Pro Forma Profit and Loss</b>			
	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>
<b>Sales</b>	<b>\$5,952,000</b>	<b>\$13,633,000</b>	<b>\$13,633,000</b>
Direct Cost of Sales	\$3,327,942	\$7,802,670	\$7,617,112
Royalties	\$0	\$0	\$2,044,800
<b>Total Cost of Sales</b>	<b>\$3,327,942</b>	<b>\$7,802,670</b>	<b>\$9,661,912</b>
Gross Margin	\$2,624,058	\$5,830,330	\$3,971,088
Gross Margin %	44.09%	42.77%	29.13%
<b>Expenses</b>			
Payroll	\$300,000	\$380,000	\$545,000
Sales and Marketing and Other Expenses	\$857,541	\$1,371,697	\$1,605,710
Depreciation	\$55,000	\$55,000	\$55,000
Leased Equipment	\$15,000	\$16,500	\$18,150
Utilities	\$50,000	\$157,000	\$180,550
Insurance	\$109,500	\$257,200	\$422,920
Rent	\$28,000	\$35,000	\$36,750
Payroll Taxes	\$45,000	\$57,000	\$81,750
Other	\$0	\$0	\$0
<b>Total Operating Expenses</b>	<b>\$1,460,041</b>	<b>\$2,329,397</b>	<b>\$2,945,830</b>
Profit Before Interest and Taxes	\$1,164,017	\$3,500,933	\$1,025,258
EBITDA	\$1,219,017	\$3,555,933	\$1,080,258
Interest Expense	\$53,413	\$68,990	\$82,250
Taxes Incurred	\$431,700	\$1,372,777	\$369,345
<b>Net Profit</b>	<b>\$678,904</b>	<b>\$2,059,166</b>	<b>\$573,663</b>
<b>Net Profit/Sales</b>	<b>11.41%</b>	<b>15.10%</b>	<b>4.21%</b>

## 7.4 Projected Cash Flow

The cash flow projections for Tanzania Rui Zhong are outlined in the following table and chart.



Pro Forma Cash Flow			
	Year 1	Year 2	Year 3
<b>Cash Received</b>			
Cash from Operations			
Cash Sales	\$5,952,000	\$13,633,000	\$13,633,000
Cash from Receivables	\$0	\$0	\$0
<b>Subtotal Cash from Operations</b>	<b>\$5,952,000</b>	<b>\$13,633,000</b>	<b>\$13,633,000</b>
Additional Cash Received			
Sales Tax, VAT, HST/GST Received	\$0	\$0	\$0
New Current Borrowing	\$50,000	\$85,000	\$85,000
New Other Liabilities (interest-free)	\$0	\$0	\$0
New Long-term Liabilities	\$47,600	\$47,600	\$47,600
Sales of Other Current Assets	\$0	\$0	\$0
Sales of Long-term Assets	\$0	\$0	\$0

New Investment Received	\$0	\$0	\$0
<b>Subtotal Cash Received</b>	<b>\$6,049,600</b>	<b>\$13,765,600</b>	<b>\$13,765,600</b>
<b>Expenditures</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>
Expenditures from Operations			
Cash Spending	\$300,000	\$380,000	\$545,000
Bill Payments	\$4,728,411	\$11,048,606	\$12,369,809
<b>Subtotal Spent on Operations</b>	<b>\$5,028,411</b>	<b>\$11,428,606</b>	<b>\$12,914,809</b>
Additional Cash Spent			
Sales Tax, VAT, HST/GST Paid Out	\$0	\$0	\$0
Principal Repayment of Current Borrowing	\$0	\$0	\$0
Other Liabilities Principal Repayment	\$0	\$0	\$0
Long-term Liabilities Principal Repayment	\$0	\$0	\$0
Purchase Other Current Assets	\$0	\$0	\$0
Purchase Long-term Assets	\$0	\$0	\$0
Dividends	\$17,000	\$17,000	\$17,000
<b>Subtotal Cash Spent</b>	<b>\$5,045,411</b>	<b>\$11,445,606</b>	<b>\$12,931,809</b>
<b>Net Cash Flow</b>	<b>\$1,004,189</b>	<b>\$2,319,994</b>	<b>\$833,791</b>
<b>Cash Balance</b>	<b>\$1,039,189</b>	<b>\$3,359,183</b>	<b>\$4,192,973</b>

## 7.5 Projected Balance Sheet

The table below shows our projected balance sheet for three years. Monthly figures for the first year are included in the appendices.

<b>Pro Forma Balance Sheet</b>			
	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>
<b>Assets</b>			
Current Assets			
Cash	\$1,039,189	\$3,359,183	\$4,192,973
Accounts Receivable	\$0	\$0	\$0
Inventory	\$320,314	\$751,007	\$733,147
Other Current Assets	\$0	\$0	\$0

<b>Total Current Assets</b>	<b>\$1,359,503</b>	<b>\$4,110,190</b>	<b>\$4,926,120</b>
Long-term Assets			
Long-term Assets	\$300,000	\$300,000	\$300,000
Accumulated Depreciation	\$55,000	\$110,000	\$165,000
<b>Total Long-term Assets</b>	<b>\$245,000</b>	<b>\$190,000</b>	<b>\$135,000</b>
<b>Total Assets</b>	<b>\$1,604,503</b>	<b>\$4,300,190</b>	<b>\$5,061,120</b>
<b>Liabilities and Capital</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>
Current Liabilities			
Accounts Payable	\$429,999	\$950,920	\$1,022,587
Current Borrowing	\$100,000	\$185,000	\$270,000
Other Current Liabilities	\$0	\$0	\$0
<b>Subtotal Current Liabilities</b>	<b>\$529,999</b>	<b>\$1,135,920</b>	<b>\$1,292,587</b>
Long-term Liabilities	\$523,600	\$571,200	\$618,800
<b>Total Liabilities</b>	<b>\$1,053,599</b>	<b>\$1,707,120</b>	<b>\$1,911,387</b>
Paid-in Capital	\$321,000	\$321,000	\$321,000
Retained Earnings	(\$449,000)	\$212,904	\$2,255,070
Earnings	\$678,904	\$2,059,166	\$573,663
<b>Total Capital</b>	<b>\$550,904</b>	<b>\$2,593,070</b>	<b>\$3,149,733</b>
<b>Total Liabilities and Capital</b>	<b>\$1,604,503</b>	<b>\$4,300,190</b>	<b>\$5,061,120</b>
<b>Net Worth</b>	<b>\$550,904</b>	<b>\$2,593,070</b>	<b>\$3,149,733</b>

## 7.6 Business Ratios

The following table outlines important ratios from the roofing, siding and insulation industry, as determined by the Standard Industry Classification (SIC) Index #5033, Roofing, Siding, and Insulation.

Ratio Analysis				
	Year 1	Year 2	Year 3	Industry Profile
Sales Growth	0.00%	129.05%	0.00%	14.50%
<b>Percent of Total Assets</b>				

Accounts Receivable	0.00%	0.00%	0.00%	29.10%
Inventory	19.96%	17.46%	14.49%	26.30%
Other Current Assets	0.00%	0.00%	0.00%	25.10%
Total Current Assets	84.73%	95.58%	97.33%	80.50%
Long-term Assets	15.27%	4.42%	2.67%	19.50%
<b>Total Assets</b>	<b>100.00%</b>	<b>100.00%</b>	<b>100.00%</b>	<b>100.00%</b>
Current Liabilities	33.03%	26.42%	25.54%	46.10%
Long-term Liabilities	32.63%	13.28%	12.23%	11.10%
Total Liabilities	65.67%	39.70%	37.77%	57.20%
<b>Net Worth</b>	<b>34.33%</b>	<b>60.30%</b>	<b>62.23%</b>	<b>42.80%</b>
<b>Percent of Sales</b>				
Sales	100.00%	100.00%	100.00%	100.00%
Gross Margin	44.09%	42.77%	29.13%	17.60%
Selling, General & Administrative Expenses	32.89%	27.66%	24.98%	9.60%
Advertising Expenses	4.26%	2.28%	2.75%	0.20%
Profit Before Interest and Taxes	19.56%	25.68%	7.52%	2.00%
<b>Main Ratios</b>				
Current	2.57	3.62	3.81	1.58
Quick	1.96	2.96	3.24	0.86
Total Debt to Total Assets	65.67%	39.70%	37.77%	57.20%
Pre-tax Return on Net Worth	201.60%	132.35%	29.94%	5.50%
Pre-tax Return on Assets	69.22%	79.81%	18.63%	12.80%
<b>Additional Ratios</b>				
	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>	
Net Profit Margin	11.41%	15.10%	4.21%	n.a
Return on Equity	123.23%	79.41%	18.21%	n.a
<b>Activity Ratios</b>				
Accounts Receivable Turnover	0	0	0	n.a
Collection Days	0	0	0	n.a
Inventory Turnover	10.91	14.57	10.26	n.a
Accounts Payable Turnover	12	12.17	12.17	n.a
Payment Days	27	22	29	n.a
Total Asset Turnover	3.71	3.17	2.69	n.a
<b>Debt Ratios</b>				

Debt to Net Worth	1.91	0.66	0.61	n.a
Current Liab. to Liab.	0.5	0.67	0.68	n.a

#### Liquidity Ratios

Net Working Capital	\$829,504	\$2,974,270	\$3,633,533	n.a
Interest Coverage	21.79	50.75	12.47	n.a

#### Additional Ratios

Assets to Sales	0.27	0.32	0.37	n.a
Current Debt/Total Assets	33%	26%	26%	n.a
Acid Test	1.96	2.96	3.24	n.a
Sales/Net Worth	10.8	5.26	4.33	n.a

<b>Dividend Payout</b>	<b>0.03</b>	<b>0.01</b>	<b>0.03</b>	<b>n.a</b>
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## TIC Evaluation Report

**Name of the Company**  
**Tanzania Rui Zhong Investment Co. Ltd.**

Post Box	Kitunda, Ila/Ktd/Kpnb4/159	COI Number	84484	Contact	Mr. Andrew Huangi
Post Office	37732	COI Date	14/07/2011	Designation	Consultant
Region	Dar Es Salaam	Application F. No	09439	Phone	0
Country	Tanzania	Status	New	Direct Phone	0
		Sector	Manufacturing	Cell Phone	0773 888 789
		Sub Sector	Building Materials (Metal Roof Tile)	Fax	0
		File No	042101	E-Mail Address	Andy888789@Hotmail.Com

Project Location		Investment Finance Plan in Millions USD												
Plot/Block	Plot No. ILA/KTD/KPNB4/159	<table border="1"> <tr> <th>Foreign Equity</th> <th>Local Equity</th> <th>Foreign Loan</th> <th>Local Loan</th> </tr> <tr> <td>0.432</td> <td>0</td> <td>0.415</td> <td>0</td> </tr> </table>	Foreign Equity	Local Equity	Foreign Loan	Local Loan	0.432	0	0.415	0				
Foreign Equity	Local Equity		Foreign Loan	Local Loan										
0.432	0		0.415	0										
Street	Kitunda													
District	Ilala													
Region	Dar es Salaam													

Shareholders Detail			Investment Breakdown (USD Million)	
Name	Nationality	(%)	Land/Building	Plant
Cheng Jinchun	Chinese	12	0.065	0.65
Liao Kesheng	Chinese	13	Vehicles	0.052
Wang Junmin	Chinese	18	Furniture & Fittings	0.046
Jin Xuming	Chinese	18	Pre-expenses	0.034
Xu Zhikang	Chinese	19	Others	0
Hu Lizhen	Chinese	20	Working Capital	0
			Total	0.847

Employment	60	Evaluated By	wf officer3
Capacity	700sq/day	Drawn By	wf registry2
Project Turn Over		Project Type	Foreign

**Description**

To establish a plant for production of bulding materials

**Recomendations**

Be approved subject to providing evidence as required by section 17 of Tanzania Investmnet Act,1997

**Decision**

*Approved*  
*AG BXD 16/09/11*

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TICC/PP.10/042101/3

12<sup>th</sup> September, 2011

Managing Director,  
Tanzania Rui Zhong Investment Co. Ltd.,  
P.O. Box 37732,  
**DAR ES SALAAM**

**RE: CERTIFICATE OF INCENTIVES FOR INVESTMENT IN THE  
ESTABLISHMENT OF MANUFACTURING PLANT OF BUILDING  
MATERIALS**

We wish to acknowledge receipt of your project proposal to establish a plant for production of building materials as presented in the TIC P.A. 1 Form No. 09439 and Feasibility Study with a projected investment of USD 0.847m.

We have studied your project proposal we and are pleased to inform you that your investment proposal is now officially registered and therefore your project will be granted a CERTIFICATE OF INCENTIVES, given under authority conferred upon TIC under Part III, Section 17 (1-8) of the Tanzania Investment Act, 1997.

You will be required to submit to the Centre a Progress Report on the implementation of the project after every six months for our information and review. Guidelines for the preparation of the report are contained in annexure 2 also attached to this letter. Please do not hesitate to contact the Centre for any clarification if the need arises. Please also note that a facilitation fee equivalent to US\$ 750.00 is payable at the ruling exchange rate before your Certificate of Incentives is prepared. Please make deposit direct to the bank as per bank details below:-

.../2

TICC/PP.10/042101/3

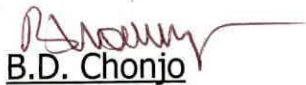
19<sup>th</sup> September, 2011

Tanzania Investment Centre  
Standard Chartered Bank (T) Ltd  
US Dollar A/C 8702006002000  
T.Shs A/C 0102006002000

We wish you every success in the implementation of the project.

Yours sincerely,

**TANZANIA INVESTMENT CENTRE**

  
B.D. Chonjo

**FOR: EXECUTIVE DIRECTOR**

**Copy to:** Permanent Secretary,  
Ministry of Finance,  
P. O. Box 9111,  
**DAR ES SALAAM**

Permanent Secretary,  
Ministry of Industry, Trade and Marketing,  
P.O. Box 9503,  
**DAR ES SALAAM**

Commissioner General,  
Tanzania Revenue Authority,  
P. O. Box 11491,  
**DAR ES SALAAM**



JAMHURI YA MUUNGANO WA TANZANIA  
THE UNITED REPUBLIC OF TANZANIA

TFN. 614 (Rev. 8/94)

STAKABADHI YA SERIKALI

37895361

1

EXCHEQUER RECEIPT

NIMEPOKEA KWA

Received from

TANZANIA RUI ZHONG INVESTMENT CO.



KIASI  
Amount

				Shs.		Cts.	
USD	=	750	=				

JUMLA YA SHILINGI (Kwa maneno)

The sum of Shillings (Words)

USDOLLAR SEVEN HUNDRED FIFTY ONLY

NO SENT  
And Cents

KWA MALIPO YA

In respect of

CERTIFICATE OF INCENTIVES

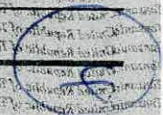
KWA FEDHA TASLIMU/HUNDI

NAMBA

By Cash/Cheque No.

D/DEPOSIT 20/09/2011

KITDO - Station



**THE COMPANY ACT (ACT NO.12 OF 2002)**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM**

**AND**

**ARTICLES OF ASSOCIATION**

**OF**

**TANZANIA RUI ZHONG INVESTMENT CO.LIMITED.**

**DRAWN BY:**  
**WANG JUNMIN (SUBSCRIBER)**  
**P.O. Box ,33772**  
**DAR ES SALAAM.**

**THE COMPANY ACT (ACT NO.12 OF 2002)**

**COMPANY LIMITED BY SHARES**

**MEMORANDUM**

**AND**

**ARTICLES OF ASSOCIATION**

**OF**

**TANZANIA RUI ZHONG INVESTMENT CO.LIMITED.**

Incorporated this \_\_\_\_\_ day of \_\_\_\_\_ 2011

**DRAWN BY: WANG JUNMIN (SUBSCRIBER).**  
P O BOX 33772  
DAR ES SALAAM.

TANZANIA  
Stamp Duty Shs. 5000/-  
PAID ON ORIGINAL  
Receipt No. 16834 of  
12/09/2011  
Stamp Duty Office

**THE COMPANIES (CAP. 12 OF 2002)  
PRIVATE COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION**

OF

**TANZANIA RUI ZHONG INVESTMENT CO.LIMITED.**

TANZANIA  
Stamp Duty Shs. 2500/-  
Receipt No. 16834 of  
12/09/2011  
Stamp Duty Office

1. The name of the company is "TANZANIA RUI ZHONG INVESTMENT CO.LIMITED.
2. The registered office of the Company will be situated in the United Republic of Tanzania
1. The objects for which the company is established are:-
  - (a) To undertake and Carry on the business of buying,selling,importers in building materials, roofing tiles, flooring tiles.
  - (b) To carry on business of manufacturing of shoes.
  - (c) To carry on the business of importers, exporters, manufacture of ceramicitems, ceramicdesigning,ceramicdecorations,painting,decorative lamps,flowers,aluminium designing and decorators, roof and wall tiles, glass ware..
  - (d) To acquire and own land for carrying out business in Agriculture, Animal husbandry, mining and construction of estates.
  - (e) To carry on the business of estate, management, estate establishment, asset management and debt collection and liability management.
  - (f) To buy, sell, import, produce, manufacture or otherwise deal in food or food products of all kinds and descriptions, meet poultry, fish, groceries, fruits, vegetable, milk, wines, spirit, beer, any alcoholic beverages, linen, furniture and furnishing and other articles required in any of the business or by any of the customers of the Company.
  - (g) To carry on the business of supplying building materials; survey construction and Rehabilitation; importers, exporters, manufacture of and dealer in automobile spares and spare, industrial, agricultural and machinery equipments and parts of all descriptions,

tires, tubes, batteries, battery solution and all other spares, accessories bearings and goods as may be conveniently sold therewith and things necessary or convenient for carrying on any of the business specified herein or proceedings or usually dealt in by persons engaged in the like.

- (h) To carry on the business of Transporting goods and passengers; buy and sell motor vehicle and machine spares and provide motor vehicle and Machine servicing.
- (i) To act as agents for any company or companies engaged in life insurance fire insurance, marine insurance, insurance of motor cars lorries machinery and other things, insurance of owners and users of vehicles and other insurance of all kinds.
- (j) To construct and establish building ware-houses, shed, garages, warehouses, machinery and other facilities necessary of expedient for the purpose of the company and to carry on the business of transporters of goods and passengers, clearing and forwarding agents, insurance agents, customs agents and other insurance of all kinds.
- (k) To carry on the business of studio photo finishing equipments and Labs.
- (l) To carry on business in Tanzania and elsewhere the buying selling, Letting hire, hire purchases or easy payment systems and manufacturing and contractors of and dealers in motor-cars, taxicabs, automobiles, tramcar, motor lorries, vans wagon of all kinds and descriptions, cycles motor cycles, coaches, carriages, and all other vehicles of kinds what so ever, whether manufacturing or otherwise.
- (m) The carry on the business of passenger transport, goods, cargo and parcel transport, provide Hotel services and Guest Houses in Tanzania and elsewhere in Africa
- (n) To carry on the business of importers, dealers and distributors of kerosene, petrol, motor spirit, mineral oil crude oil petroleum, lubricating oil grease and all other kinds of mineral and petroleum products.
- (o) To carry on any other business which may seem to the company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the company's property of rights.

- (p) To establish depots and agencies in different parts of the world for the purpose of carrying on any or all of the business of the Company.
- (q) To carry on the business of general merchants, general store keepers, universal providers, importers, exporters and in cotton, silk, and woolen goods and textile fabrics of all kinds.
- (r) To carry on the work of farm and Estate management.
- (s) To enter into any arrangement and contracts with Government or Authority – city, municipal, local or otherwise or any corporations, companies or persons having objects that may deem conducive to the Company's object or any of them and obtain from any such Government Authority, Corporation Company, or persons any characters, contract, decrees, lights, privileges and concessions.
- (t) To purchase, take on lease, option or exchange or otherwise acquire in any part of the world, prospecting lights and contracts, leases, options, mineral properties, either absolutely or conditionally.
- (u) To borrow or raise or secure the payment of money in such manner as the company shall think fit, and in particular by the issue of debenture stock, certificates or other securities perpetual or otherwise charged upon all any other company's lights and property (present and future) including any undeemed, or pay off any such security or loan.
- (v) To carry on the business of acquisition supply and distribution of agricultural inputs plus farming implements and organizing and conducting training on sustainable forming.
- (w) To amalgamate with, or enter into partnership or into any arrangement for sharing, profits, union of interest, cooperation, joint venture. Reciprocal concession or otherwise with any person or company carrying on or engage in any business or transaction which this company is authorized to carry on or engage in business or transaction capable of being conducted so directly or indirectly to benefit this company. And to take or otherwise acquire shares and securities of any such company, and sell, hold re-issue with or without guarantee or otherwise deal with the same.
- (x) To promote another company for the purpose of acquiring all or any property and liabilities of this company, or for any other purpose

which may seem directly or indirectly calculated to benefit this Company.

- (y) To carry on the business by wholesale or retail or supply papers and all materials for training.
- (z) To sell or dispose of the undertaking and property of the company or any part thereof, for such consideration as the company may think fit, and in particular for shares, debenture or securities of any other Company having objects all together or in part similar to those of this Company.
- (aa) To carry on the business of sawmills and the preparation of timber for market and the manufacture or and dealing in all articles made of or principally made of wood.
- (bb) To construct, erect, maintain and alter any buildings, machinery plant works necessary or convenient for the purpose of the Company.
- (cc) To undertake and execute any contracts for work involving the supply or use of any machinery and to carry out any ancillary or other work comprised in such contracts, carrying passengers and goods in Tanzania.
- (dd) Generally to purchase, take on lease or in exchange hire or otherwise acquire any real and personal property and any rights or privileges which the company may think necessary or conveniently for the purpose of its business and in particular any land, buildings, machinery and plant.
  - (i) To invest and deal with moneys of the Company not immediately required, upon such securities and in such manner as the company may from time to time determine.
  - (ii) To remunerate any person on company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of the shares in the company's capital, or any debentures or other securities of the Company on the conduct of its business.
  - (iii) To distribute any part of the property of the company specie among the members.
  - (iv) To lend advance money and give credit to such persons or Companies as may seem expedient and in particular to members of the company and customers

and others having dealing with the company and to guarantee the performance of contracts by such person.

- (v) To draw, make, accept, endorse, discount execute and issue cheques, promissory notes bills of exchange, bills of lading warrants debentures and other negotiable or transferable instruments.
- (vi) To do all or any of the above things in any part of the world as principals, agents, contractors trustees or otherwise alone or in conjunction with others.
- (vii) To obtain all powers and authorities necessary to carry out or extend any of the above objects.

4. The liability of the Members is limited.

5. The authorized share capital is Tshs. 450,000,000(Four hundred fifty thousand million) divided into 10,000/-(Ten Thousand) ordinary shares of Tshs 45,000/- (Forty five Thousand) each with power for the company to increase or reduce such capital and to divide the shares in the capital for the time being whether original or increased in different classes and to attach thereto respectively any preferential, qualified or special right privileges or declare every issue of share, whether preference or otherwise or any such rights.

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

Names, Postal Address and Occupations of Subscribers	Number of shares taken by each Subscriber	Signatures of Subscriber
1. HU LIZHEN P.O. Box 33772 DAR ES SALAAM	20	胡利珍
2. XU ZHIKANG P.O.BOX 33772 DAR ES SALAAM	19	徐志康
3. JIN XUMING P.O.BOX 33772 DAR ES SALAAM	18	金旭明
4. WANG JUNMIN P.O.BOX 33772 DAR ES SALAAM	18	王君民
5. LIAO KESHENG P.O.BOX 33772 DAR ES SALAAM	13	廖克胜
6. CHENG JINCHUN P.O.BOX 33772 DAR ES SALAAM	12	程金春

Dated at Dar es Salaam 6<sup>th</sup> day of July 2011

WITNESS to the above Signatures:

Full Name : ..... Rita O Chiboma

Signature : ..... *R O Chiboma* Advocate, Notary Public  
& Commissioner for Oaths

Postal Address : ..... 23167  
DSM. P. O. Box 23167 DSM.

Qualification : ..... ADVOCATE

**THE COMPANIES (CAP. 12 OF 2002)  
PRIVATE COMPANY LIMITED BY SHARES  
ARTICLES OF ASSOCIATION**

**OF**

**TANZANIA RUI ZHONG INVESTMENT CO.LIMITED.**

**PRELIMINARY**

1. The regulations in Table A in the First Schedule to the Companies Act, 2002 shall not apply to the Company except so far as the same are repeated or contained in these Articles.

**INTERPRETATION**

In these Articles, unless the subject or context otherwise requires, the words standing in the first column of the table next hereinafter contained shall bear the meanings set opposite to them respectively in the second column thereof.

**WORDS AND MEANINGS**

“Articles” these Articles of Association as originally framed or as altered from time to time by special resolution.

“Articles” means these Articles of Association of **TANZANIA RUI ZHONG INVESTMENT CO.LIMITED.**

“Board” means the Board of Directors of the Company or the Directors present at a duly convened meeting of Directors at which a quorum has been attained.

“Company” shall mean **TANZANIA RUI ZHONG INVESTMENT CO.LIMITED.**

“Month” shall mean a calendar month.

“A Shareholder”: Any holder from time to time of the shares.

“The Directors”: The directors for the time being of the Company present at a duly convened meeting of the directors at which a quorum is present.

“The Office” : The registered office for the being of the company.

"The Act" : The Companies Act, 2002 and every statutory modification and re-enactment thereof for the time being in force.

2. The company is private company and accordingly, no invitation or offer shall be made to the public (whether for cash or otherwise) to subscribe for any shares in or debentures of the company, nor shall the company allot or agree to allot (whether for cash or otherwise) any shares or debentures being offered of sale of the public.

The company may pay to any person a commission in consideration of his subscribing or agreeing to subscribe, whether absolute or conditional, for any shares in the company, provided that such commission shall not exceed 10 per cent of the price at which such shares are issued, or an amount equivalent to such percentage and the requirements of section 56 of the Act shall be observed.

3. (a) The Directors may subject to Article 48 hereof allot, grant options over, or otherwise deal with or dispose of any relevant securities of the company in accordance with the provisions of these Articles and the Act to such persons and generally on such terms and conditions as the Directors think proper.  
(b) The general authority conferred by paragraph (a) of this article shall be condition upon due compliance with Article 48 hereof and shall extend to the amount of the authorized share capital of the company upon its incorporation.  
(c) The Directors shall be entitled under the general authority conferred by paragraph (a) of this Article to make at any time before the expiry of such authority any offer or agreement which will or might require relevant securities of the company to be allotted after the expiry of such authority.

4. If two or more persons are registered as joint holders of any shares any one of such persons may give effectual receipts for any dividends or other moneys payable in respect of such shares.

5. No person shall be recognized by the company as holding any share upon any trust and the company shall not be bound by or required to recognize equitable, contingent, future or partial interest in any share or any right whatsoever in respect any share other than an absolute right to the entirety thereof in the registered holder, except as by these Articles otherwise expressly provide or as required by law.

## SHARE CAPITAL

6. The authorized share capital of the company is 450,000,000, /= (Four Hundred fifty thousand million) divided into 10,000 (Ten thousand) ordinary shares of 45,000 (Forty five thousand) each, each with such rights, privileges or conditions as may be determined by or in such rights, privileges or conditions in such manner as may for the time being are provided by the regulations of the Company.

## SHARES

7. Without prejudice to any special rights previously conferred on the holders of any existing shares or class of shares any share in the capital of the company may be issued with such preferred, differed or other special rights or such restrictions, where in regard to dividend, voting return of capital or otherwise as the company may from time by ordinary resolution determine.
8. Subject to the provisions of Companies Act 2002, any preference shares may with the section of any ordinary resolution be issued on the terms that they are or at the option of the company are liable to be redeemed on such terms and in such manner as the company before the issue of the shares may be special resolution determine.
9. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed not to be varied by the creation or issued of further shares ranking pari-passu therewith.
10. If any time shares capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may be varied with the consent in writing of the holders of the three fourths of the issued shares of that class, or with the sanction of an extraordinary resolution passed at a separate general meeting provisions of this articles relating to general meetings shall mutants apply, but so that the necessary quorum shall be two persons at least holding or representing by proxy one-third of the issued shares of the class and that any holder of shares of the class present in person or by proxy may demand a poll.
11. Every person whose name is entered as member in the register of members shall without payment, be entitled to one certificate under the common seal of the company specifying the share or shares held by him and the amount paid up thereon, provided that in respect of a share or shares held jointly by several persons the company shall be bound to

issue more than one certificate and delivery of certificate of a share to one of several jointly holders shall be sufficient delivery to all.

12. If a share certificate is defaced, lost, or destroyed, it may be renewed on payment of such fee, if any not exceeding fifteen thousand shillings, and on such terms, if any as to evidence and indemnity as the directors think fit.

#### LIEN

13. The company shall have a lien on every share for all moneys (whether present payable or not) called or payable at a fixed time in respect of that share and the company shall also have a lien on all shares standing registered in the name of a single person for all moneys presently payable by him/her or his/her estate to the company, but the directors may at any time declare any shares to be wholly or in part exempt from the provisions of this article. The company's lien, if any on a share shall extend to all dividends payable thereon.
14. The company may sell, in manner as the directors think fit, any shares on which the company has a lien, but no sale shall be made unless some sum in respect of which the lien exists is presently payable, nor until the expiration of fourteen days after a notice in writing, stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the shares or the person entitled by reason of his death or bankruptcy to the share.
15. For giving effect to any such sale the directors may authorize some person to transfer the shares sold to the purchaser thereof. The purchaser shall be registered as the holder of the shares comprised in any such transfer and he/she shall not be found to see to the application of the purchaser money nor shall his/her title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.
16. The proceeds of sale shall be applied in payment of such part of the amount in respect of which the lien exists as is presently payable and the residue shall be held (subject to a like lien for sums not presently payable as existed upon the shares prior to the sale) by the company on behalf of the person entitled to the shares at the date of the sale.

## CALLS ON SHARES

17. The directors may from time to time make calls upon the members in respect of any moneys unpaid on their shares and each member shall (subject to perceiving at least fourteen days notice specifying the time or times of payment) pay to the company at the time or times of specified the amount called in his shares. A call shall be deemed to have been made at the time when the resolution of the directors authorizing the call was passed.
18. The joint holders of shares shall be jointly and severally liable to pay all calls in respect hereof.
19. If sum called in respect of a share is not paid before or on the date appointed for payment thereof, the person from whom the sum is due shall pay interest upon the sum at bank rate prevailing from time to time from the day appointed for payment thereof to the time of actual payment, but the directors shall be at liberty to waive payment of the interest wholly or in part.
20. The provisions of these articles as to the liability of joint holders and as to payment of interest shall apply in the case of non-payment of any sum which, by the terms of issue of shares, becomes payable at a fixed time, whether on account of amount of the shares, or by way of premium, as if the same has become payable by virtue of call dully made and notified.
21. The directors may make arrangements on the issue of shares for a difference between the holders in the amount of calls to be paid and in the times of payment.
22. The directors may, if they think fit, receive from any member willing to advance the same all or any part of the moneys uncalled and unpaid upon any shares held by him and upon all or any of the money s so advanced may (until the same would but for such advance, become presently payable) pay interest at such rated (not exceeding, without the sanction of any company in general meeting) the bank rate existing from time as may be agreed upon between the member paying the sum in advance and the directors.

## TRANSFER AND TRANSMISSION

23. Subject to the provisions hereinafter continued shares in the company shall be transferable by written instrument in the common form signed by both the transfer and transferee, and the transferor shall be deemed to remain the holder of the share until the name of the transferee is entered in the register of members in respect therefore.

24. The directors may in their absolute discretion and without assigning any reason therefore decline to register any transfer of shares to any person who they do not approve not being already a member of the Company and may also decline to register any transfer of share on which the Company has alien. The directors may also suspend the registration of transfers during the fourteen days immediately preceding the ordinary general meeting in each year the directors may decline to recognize any instrument of transfer unless:-

- (a) A fee not exceeding shillings five thousand is paid to the Company in respect thereof, and
- (b) The instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the directors may reasonably require showing the right of the transfer to make the transfer.

If the directors refuse to register a transfer of any shares, they shall within two months after the date on which the transfer was lodged with the Company send to the transferee notice of the refusal.

25. The personal representatives of a deceased sole holder of share shall be the only person recognized by the Company as having any title to the share. In the case of shares registered in the names of two or more holders, the survivors or survivor, or the personal representatives of the deceased shall be the only persons recognized by the company as having any title to the share.

26. Any person becoming entitled to a share in consequence of the death or bankruptcy of a member shall, upon such evidence being produced as may from time to time be required by the directors, have the right, either to be registered as a member in respect of the shares or, instead of being registered himself/herself, to make such transfer of share as the deceased or bankrupt person could have made; but the directors shall, in either case, have same right to decline or suspend registration as they would have had in the case of transfer of the share by the deceased or bankrupt person before the death or bankruptcy.

27. Except as hereinafter provided no share in the company shall be transferred unless and until the rights of pre-emption hereinafter conferred shall have been exhausted.

28. Every member or other person referred to in article 26 hereof who intends to transfer shares (hereinafter called the vender) shall give notice in writing to the board of his intention. The notice shall constitute the board his agent for the sale lot the said shares in one or more lots at the

discretion of the board to members of the company at a price to be agreed upon by the vendor and the board, and in default of agreement, at a price which the auditor of the Company for the time being shall certify, by writing under his hand, to be in his opinion, the fair selling value thereof as between a willing vendor and a willing purchaser.

29. Upon the price being fixed as aforesaid the board shall forthwith give notice to all the members of the Company other than holders of employees' share of the number and price of the shares to be sold and invite each of them to state in writing within twenty one days from the date of the said notice whether he is willing purchaser.
30. At the expiration of the said twenty-one days the board shall allocate the said shares to or among the member or members who shall have expressed his or their willingness to purchase as aforesaid, and (if more than one) so far as may be prorata according to the number of shares already held by them respectively, provided that no member shall be obliged to take more than the said maximum number of shares so notified by him as aforesaid. Upon such allocation being made the vendor shall be bound on payment of the said price to transfer the shares to the purchaser or purchasers. If he make default in so doing the chairman for the time being of the directors of the company or failing him one of the directors duly nominated by resolution of the board for that purpose shall forthwith be deemed to be duly appointed attorney of the vendor with full power to execute complete and deliver in the name and on behalf of the vendor a transfer of the shares to the purchasing money on behalf of the vendor and enter the name of the purchaser in the register of members as holder by transfer of the shares purchased by him.
31. In the event of the whole of the said shares not being purchased under article 28 the vendor may, at any time within six calendar months after the expiration of the said twenty-one days, transfer the shares not sold any person (subject to article 17) and at any price.
32. Articles 25,26,27,28 and 29 here of shall not apply to a transfer to a person who is already a member of the company, nor to a transfer merely for the purpose of effecting the appointment of new trustees, nor to a transfer by personal representatives to a legatee under the will of or to the husband, wife or next of kin of a deceased member, nor to a transfer by trustee to a beneficiary, provided that it proved to the satisfaction of the board that the transfer bona fide falls within one of these exceptions.

## FORFEITURE OF SHARES AND EXPROPRIATION OF SMALL HOLDINGS.

33. If a member fails to pay any call or installment of a call, on the day appointed for payment thereof, the directors may at any time thereafter during such time as any part of such call or installments remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.
34. The notice shall name a further day (not earlier than the expiration of fourteen days from the date of the notice) on or before which the payment required by the notice is to be made and shall state that in the event of non-payment at or before the time appointed the shares in respect of which the call was made will be liable to be forfeited.
35. If the requirements of any such notice as aforesaid are not complied with, any shares in respect of which the notice has been given may at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the directors to that effect and such forfeiture shall extend to any dividends in respect of any shares so forfeited not actually paid at the date of the said notice.
36. A forfeited shares may be sold or otherwise disposed of on such terms and in such manner as the directors think fit, and at any time before a sale or disposition the forfeiture may be cancelled on such terms as the directors think fit.
37. A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall notwithstanding, remain liable to pay to the company all moneys which, at the date of the forfeiture, were presently payable by him to the company in respect of the shares, but his liability shall cease if and when the company receive payment in the full of the nominal amount of the shares.
38. The holders for the time being of four fifths of the issued shares in the company shall be entitled at any time to purchase ex dividend all or any of the shares held by any member of the company at a price equal to the sum paid up thereon and upon the tender of that price by the holders of four fifths of the issued shares to any other member for the shares held by him that member shall execute transfer of the share to the members by whom the tender is made or their nominees in such shares and proportions as they shall direct. If the member to whom the tender is made neglects or refuses to accept the sum tendered or to execute transfers of the shares the company may on proof of his neglect or refusal accept and give a good discharge for the moneys tendered on behalf of

the member to whom the same shall have been tendered, and the provisions of article 23 shall apply to the execution of transfer of the shares and the registration of the members by whom the tender was made or their nominees as owners of the said shares.

39. A statutory declaration in writing that declarant is a director of the company and that a share in the company has been duly forfeited or expropriated on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share. The company may receive the consideration, if any given for the shares in favour of the person to whom the share is sold or disposed of and he shall thereupon be registered as the holder of the share, and shall not be bound to see to the application of the purchase money, if any nor shall his title to the share be affected by any irregularity or invalidity in the proceeding in reference to the forfeiture of expropriation, sale or disposal of the share.
40. The provisions of these articles as to forfeiture shall apply in the case of non-payment of any sum which by terms of issue of share, becomes payable at a fixed time, whether on account of the amount of the share, or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

#### **ALTERATION OF CAPITAL**

41. The company may, from time to time by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount as the resolution shall prescribe.
42. Subject to any direction to the contrary that may be given by the resolution sanctioning the increase of share capital, all new shares shall, before issue be offered to such persons as at the date of the offer are entitled to receive notices from the company of general meetings in proportion, as early as the circumstances admit, to the amount of the existing shares to which they are entitled. The offer shall be made by notice specifying the number of shares offered and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration to that time or on receipt of an intimation from the person to whom the offer is made that he/her declines to accept the shares offered the directors may dispose of the same in such manner as they think most beneficial to the company. The directors may likewise so dispose of any new shares which (by reason of the ration which the new shares bear to shares held by persons entitled to an offer of new shares cannot in the opinion of the director, be conveniently offered under this article.

43. The new shares shall subject to the same provision with reference to payment of calls, lien, transfers, transmission, forfeiture, expropriation and otherwise as the shares in the original share capital.
44. The company may by any ordinary resolution:-
- (a) Consolidate and divide all or any of its share capital into shares of larger amount than existing shares.
  - (b) Sub-divide its existing shares or any of them, into shares of smaller amount than is fixed by the memorandum of association, subject, nevertheless, to the companies Act.
  - (c) Cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person and may by special resolution.
  - (d) Reduce its share capital and any capital redemption reserve fund in any manner and with, and subject to, any incident authorized and consent required by law.

#### **GENERAL MEETINGS**

45. The company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one annual general meeting and that of the next. Provided that so long as the company holds its first annual general meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation or in the following year. The annual general meeting shall be held at such time and at such place as the directors shall appoint.
46. All general meeting other than the annual general meeting shall be called extraordinary general meetings.
47. The directors may, whenever they think fit, convene an extraordinary general meeting. If at any time there are not within the United Republic of Tanzania sufficient directors capable of acting to form a quorum, any director or any member of the company may convene an extraordinary general meeting in the same manner as early as possible as that in which meeting may be convened by the directors.

#### **PROCEEDINGS AT GENERAL MEETINGS.**

48. An annual general meeting and a meeting called for the passing of special resolution shall be called by twenty one days' notice in writing at the least and all other meetings by fourteen days' notice in writing at least. Such notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place, the

day and the hour of meeting and, in case of special business, the general nature of the business shall be given in the manner hereinafter mentioned, or in such other manner, if any as may be prescribed by company in general meeting to such persons as are under these articles, entitled to receive such notices from the company, but with the consent of all the members entitled to receive notice of some particular meeting, that meeting may be convened by such shorter notice and in such manner as those members may think fit.

49. The accidental omission to give notice to or the non-receipt of notice of a meeting by any members shall not invalidate the proceedings at any meetings.
50. All business shall be deemed special that is transacted at an extraordinary general meeting and all that is transacted at an annual general meeting, with the exception of sanctioning a dividend, the consideration of the accounts and balance sheet and the ordinary report of the directors and auditors, the election of directors in the place of those retiring by rotation, and the appointment and fixing of the remuneration of the directors.
51. No business shall be transacted by at any general meeting unless a quorum or members is present at the time when the meeting proceeds to business, same as herein otherwise provided two members personally present shall be a quorum.
52. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved and any other case it shall stand adjourned to the same day in next week, at the same time and place and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting shall be dissolved.
53. The chairman, if any of the board of directors shall preside as chairman at every general meeting of the company.
54. If there is no such chairman, or if at any meeting he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairman, the members present shall choose someone of their member to be chairman.
55. The chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is

adjourned for thirty or more days, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give an notice of any adjournment or of the business to be transacted at an adjourned meeting.

56. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least one member entitled to vote present in person or by proxy and unless a poll is so demanded, a declaration by the chairman that the resolution has, on a show of hands, been carried or carried unanimously, or by particular majority or lost and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number poor proportion of the votes recorded in favour of or against the resolution.
57. If a poll is duly demanded it shall be taken in same manner as the chairman directs and the result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded.
58. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place, or at which the polls demanded, shall be entitled to a second or casting vote.
59. A poll demanded on the election of a chairman, or in a question of adjournment, shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the chairman of the meeting directs.
60. Any ordinary resolution of the company determined on without any general meeting and evidenced by writing under the hands of all the directors or a sole director and of members of the company holding three-fourths of the issued shares of the company shall be as valid and effectual as an ordinary resolution duly passed at a general meeting of the company duly convened and held.

#### **VOTES OF MEMBERS**

61. On a show of hands every member present in person shall have on vote, on a poll every member shall have one vote for each shares of which he is the holder.
62. In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be

determined by the order in which the names stand in the register of member.

63. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee a curator bonus, or other person in the nature of a committee or curator bonus appointed by that court and any such committee, curator boons, or other person may, on a poll, vote by proxy.
64. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him/her in respect of shares in the company have been paid.
65. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purpose. Any such objection made in due time shall be referred to the chairman of the meeting whose decision shall be final and conclusive.
66. On a poll votes may be given either personal or by proxy.
67. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorized in writing, or if the appointer is a corporation, either under the common seal, or under the hand of an officer or attorney so authorized. A member shall not be entitled to appoint more than one proxy to attend on the same occasion nor may a proxy vote except at a poll.
68. The instrument appointing a proxy and the power of attorney or other authority, if any under which it is signed or a naturally certified copy of that power or authority shall be deposited at the registered officer of the company not less than forty-eight hours before the time for holding the meeting, or adjourned meeting, or taking of the poll at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid.
69. An instrument appointing a proxy may be in the following form, or in any other form which the directors shall approve:-  
.....Limited  
"I.....of, Being a member of  
..... the ..... Limited, hereby appoint.....of to act  
as my proxy to vote for me and on my behalf at the ordinary (or  
extraordinary, as the case may be) general meeting of the company to be

held on the .....day of .....and at any adjourned meeting thereof “.

Signed this.....day of .....201.....

70. Any corporation which is a member of the company may be resolution of its directors or other governing body authorize such person as it thinks fit to act as its representative at any meeting of the company and the person so authorized shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the company.

#### **DIRECTORS.**

71. The first directors shall be not less than two in number and shall be appointed by the subscribers to the Memorandum of Association. Unless and until otherwise determined by the company by ordinary resolution, the number or directors shall not be less than two.

72. The name of the fist directors of the company are as follows:-

1. WANG JUNMIN
2. CHENG JINCHUN
3. JIN XUMING
4. LIAO KESHENG
5. XU ZHIKANG
6. HU LIZHEN

73. (1). The remuneration of the directors shall from time to time be determined by the company in general meeting.

- (2) In addition to their usual remuneration the directors shall also be paid such traveling, hotel and other expenses as may reasonably be incurred by them in the exercise of their duties, including any such expenses incurred in connection with their attendance at meetings of directors.

74. Any director may in writing appoint any person, who is approved by the majority of the directors to be his proxy and to represent him in meetings, which he/her is unable to be present. Every such alternate shall be entitled to notice of meeting of the directors and to attend and vote there at as a director when the person appointing him is not personally present, and where he/her is a director, to have a separate vote on behalf of the director he is representing in addition to his own vote. A director may at any time in writing revoke the appointment of an alternate appointed by

any time in writing revoke the appointment of an alternate appointed by him. Every such alternate shall be an officer of the company and shall not be deemed to be the agent of the director appointing him/her. The remuneration of such alternate shall be payable to the director appointing him/her and the proposition thereof shall be agreed between them. An alternate director need not hold any share qualification.

75. A director and alternate director shall not require a share qualification by nevertheless shall be entitled to attend and speak at any general meeting of the company and at any separate meeting of the holders of any class of shares in the company.
76. The company may by extraordinary resolution remove any director before the expiration of his period of office, and may by an ordinary resolution appoint another person in his/her stead. A vacancy occurring in the board of directors may be filled up by the company by an ordinary resolution.

#### **POWER AND DUTIES OF DIRECTORS.**

77. The business of the company shall be managed by the directors, who may pay all expenses incurred in forming and registering the company, and may exercise all such powers of the company as are not, by the companies Act 2002 or any statutory modification thereof, for the time being in force, or by these articles, require to be exercised by the company in general meeting subject nevertheless to the provisions of these articles and of the said ordinance and the exercise of such powers shall be subject to control of any general meeting of the company specially convened for the purpose, but no resolution of the company in general meeting shall invalidate any prior act of the directors which would have been valid if that resolution had not been passed.
78. The directors may from time to time appoint one or more of their body to the office of managing director or manager for such term and at such remuneration (whether by way of salary or commission or participation in profits, or partly in one way and partially in another) as they may think fit. The office of managing director shall be subject to determination ipso fact if he ceases from any cause to be a director, or if the company in general meeting resolves that his/her tenure of the office of managing director or manager be determined.
79. The directors may exercise all the powers of the company to borrow money and to mortgage or charge its undertaking, property, uncalled capital, or any part thereof and to issue debentures, debenture stock, and

other securities whether outright or as security for any debt, liability or obligation of the company or of any third party.

80. The directors shall duly comply with the provisions of the Companies Act, 2002 or any statutory modification thereof for the time being in force, and particular with the provisions in regard to registration of the particulars of mortgages and charges affecting the property of the company, or created by it, and to keeping a register of the directors and secretaries and to sending to the Registrar of Companies and annual list of members, and a summary of particulars relating thereto, and notice of any consolidation or increases of shares capital, or conversion of shares into stock, and copies of special and extraordinary resolution, and a copy of the register of directors and notification of any changes therein.
81. The directors shall cause minutes to be made in the books provided for the purpose:-
- (a) Of all appointments of officers made by the directors
  - (b) Of the names of the directors present at each meeting of the directors and of any committee of the directors.
  - (c) Of all resolutions and proceedings at all meetings of the Company, and of the directors and of committees of directors and every director present at any meeting of directors shall sign his/her name in a book to be kept for that purpose.

#### **DISQUALIFICATION OF DIRECTORS**

82. The office of any director shall be vacated, if the director:-
- (a) Resigns his office by notice in writing to the company; or;
  - (b) Becomes bankrupt in this Territory or in any other territory which is declared to be a reciprocating territory under section 147 of the Bankruptcy Ordinance; or
  - (c) Is found to be lunatic or becomes unsound mind or
  - (d) Is punished with imprisonment of a term exceeding six months without the option of fine; or
  - (e) Is requested in writing by all his/her co-directors to resign.
83. Any director or any company or firm of which a director is a member, may/or enter into contracts with the company and any director or shareholder in respect of such contract and retain for his own use profit made by him under any such contract, provided always that unless he be at the time sole director he must disclose his interest to his co-directors before the contract is entered into by the directors, and if he be at the time sole director and is interested the contract must be entered into by the company in general meeting and before the contract is entered into the director or directors must disclose his or their interest to the meeting.

## PROCEEDINGS OF DIRECTORS.

84. The directors may meet together for the dispatch of, adjourn and otherwise regulate their meetings, as they think fit. Any question arising at any meeting shall be decided by a majority of votes, in case of any equality of votes the chairman shall have a second or casting vote. A director may, and the secretary on the requisition of a director shall, at any time summon a meeting of the directors.
85. The quorum necessary for the transaction of the business of the directors may be fixed by the directors and unless so fixed shall be two.
86. The continuing directors may act notwithstanding any vacancy in the body, but, if and so long as their number is reduced below the number fixed by or pursuant to these articles as the quorum of directors, the continuing director may act for the purpose of increasing the number of directors to that number, or summoning a general meeting of the company, but for no other purpose.
87. The directors may elect a chairman of their general meeting and determine the period for which he is to hold office, but if no such chairman is elected, or if at any meeting the chairman is not present within five minutes after the time appointed for holding the same, the directors present may choose one of their number to be chairman of their meeting.
88. The directors may delegate any of their powers to committees consisting of such members of their body as they think fit, any committee so formed shall in the exercise of the powers so delegate conform to any regulation that may be imposed on them by the directors.
89. A committee may elect a chairman of their meeting, if no such chairman is elected, or if at any meeting the chairman is not present within five minutes after the time appointed for holding the same, the members present may choose any of their number to be chairman of the meeting.
90. A committee may meet and adjourn as they think proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of any equality of votes the chairman shall have a second or casting vote.
91. All acts done by any meeting of the directors or of a committee of directors, or any person acting as a director, shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such directors or persons acting as aforesaid, or that they or any of

them were disqualified, be as valid as if every such person had been duly appointed to be a director.

92. A resolution determined on without any meeting of directors and evidenced by writing under the hands of all directors, or sole director, or of all members of a committee, or of sole member of a committee, shall be as valid and effectual as resolution duly passed at meeting of the directors or of such committee.

#### **MANAGING DIRECTOR**

93. The directors may from time to time appoint a Managing Director who may not necessarily be out of their body for such a period and on such terms as they think fit, and subject to the terms of agreement entered into any such particular case, may revoke such an appointment.
94. Managing Director shall receive such remuneration as the Directors may determine.

## **SECRETARY**

95. The Directors shall appoint a Secretary of the Company on such terms, at such remuneration and upon such condition, as they may think fit, and they may remove the Secretary appointed by director's board resolution.

## **THE SEAL**

96. The Director shall provide for the safe custody of the seal. The seal shall only be used by the authority of the Directors or of a Committee of the Directors authorized by the Directors. The Directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a Director and by the Secretary or by a second Director.

## **DIVIDENDS AND RESERVE.**

97. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the directors.
98. The directors may from time to time pay to the members such interim dividends as appear to the directors to be justified by the profit of the company.
99. No dividends shall be paid otherwise than out profits.
100. Subject to the rights of persons, if any, entitled to shares with special rights as to dividends all dividends shall be declared and paid according to the amounts paid on the shares, but if and so long as nothing is paid up on any of shares in the company dividends may be declared and paid according to the amount of the shares. No amount paid on a share in advance of call shall, while carrying interest, be treated for purpose of this article as paid on the share.
101. The directors may, before recommending any dividend, set aside out of the profits of the company such sums as they think proper as a reserve or reserves which shall, at the discretion of the directors, be applicable for meeting contingencies, or for equalizing dividends, or for any other purpose to which the profit of the company may be properly applied, and pending such application may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the directors may from time to time think fit.

102. If several persons are registered as joint holders of any share any one of them may give effectual receipts for any dividends payable on the shares.
103. No dividend shall bear interest against the company.

### **ACCOUNTS**

104. The directors shall cause proper books of accounts to be kept with respect to:-  
All sums of money received and expended by the company, and the matters in respect of which the receipt and expenditure takes place.  
All sales and purchase of goods by the company and the Assent and liabilities of the company. Proper books of account mean such books as are necessary to give a true and fair view of the state of the company's affairs and to explain its transaction.
105. The books of accounts shall be kept at the registered office of the company, or at such other place or place as the directors think fit, and shall always be open to the inspection of the directors.
106. The directors shall from time to time determine whether and to what extent and at what time and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members not being directors, and no member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by statute or authorized by the directors or by the company in general meeting.
107. The directors shall from time to time in accordance with section 153 of the Companies Act 2002 or any statutory modification thereof for the time being in force, cause to be prepared and to be laid before the company in general meeting such profit and loss accounts, balance sheet, group accounts (if any) and reports as are referred to in those sections.
108. A copy of every balance sheet (including every document required by the law to be annexed thereto) which is to be laid before the company in General meeting before the date of the meeting together either a copy of the auditors report, shall not less than twenty one days be sent to every member of, and every holder of debentures of, the company and to every person registered under regulations 19. Provided that the regulation shall not require and copy of those documents to be sent to any member of whose address the company is not aware or to more than one of the joint holders of any shares or debentures.

## CAPITALISATION OF PROFITS

109. The company in general meeting may upon the recommendation of the directors resolve that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the company's reserve accounts or to the credit of the profit and loss account or otherwise available for distribution, and accordingly that such sum be set free for distribution amongst the members who would have been entitled there to distributed by law of dividend and in the same proportions on conditions that the same be not paid in cash but be applied either in or towards paying up any amounts for the time being unpaid on any shares held by such members respectively or paying up in full un issued shares or debentures of the company to be allotted and distributed, credited as fully paid up to and amongst such members in the proportion aforesaid, or partly in the one way and partly in the other, and the directors shall give effect to such resolution.

Provided that a shares premium account and capital redemption reserve fund may, for the purpose of this regulation, only be applied in the paying up of un issued shares to be issued to members of the company as fully paid bonus share.

110. Whenever such resolution as aforesaid shall have been passed the directors shall make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issue of fully paid up shares or debentures, if any, and generally shall do all acts and things to give effect thereto with full power to the directors to make such provision by the issue of fractional certificates or by payment in cash or otherwise as they as they think fit for the case of shares of debentures becoming distributable in fractions, and also to authorize any person to enter on behalf of all members entitled thereto into an agreement with the company providing for the allotment to them respectively, credited as fully paid up or any other shares or debentures to which they may be entitled up on such capitalization, or (as the case may require) for the payment up by the company or their behalf, by the application thereto of their respective proportions of the profits of the resolved to the capitalized of the amounts or any part of the amounts remaining unpaid on their existing shares, and any agreement made under such authority shall be effectively and binding on all such members.

## AUDIT

111. Once at least in every year the accounts of the Company shall be examined and the correctness of the balance sheet ascertained by an auditor.

112. The Directors shall appoint the first auditor who will hold office until the first annual general meeting.
113. The Directors may fill up any a casual vacancy in the office of auditor.
114. The remuneration of the auditor shall be fixed by the Company in general meeting, except that the remuneration of any auditor appointed by the Directors may be fixed by the Directors.

#### **NOTICES.**

115. A notice may be given by the company to any member either personally or by sending it by post to him or to his registered address, or (if has registered address in Tanzania, to the address, if any, within Tanzania supplied by him to the company for the giving of notices to him. Where a notice is sent by post, service of the notice shall be deemed effected by properly addressing, prepaying and posting a letter containing the notice and, unless the contrary is proved, to have been effected at the time at which the letter would be delivered in the ordinary course of post.
116. If a member has no registered address in Tanzania and has not supplied to the company an address within the Republic of Tanzania for the giving of notices to him, a notice to him, a notice addressed to him/her, ad displayed in the registered office of the company, shall be deemed to be dully given on the day on which it is so displayed.
117. A notice may be given by the company to the joint holders of a share by giving the notice to the joint holder named first in register in respect of the share.
118. A notice may be given by the company to the persons entitled to a share in consequence of the death or bankruptcy of a member by sending it through the post in a prepaid letter addressed to them by name of the title of representatives of the deceased, or trustees of the bankrupt, or by any like description, at the address if any in the United Republic of Tanzania supplied for the purpose by the persons claiming to be so entitle, or (until such an address has been so supplied) by giving the notice in any manner in which the same might have been given if the death or bankruptcy had not occurred.
119. Notice of any general meeting shall be given in the same manner hereinbefore authorized to (a) every member of the company except those members who (having no registered address within the United Republic of Tanzania) have not supplied to the company and address within the United Republic of Tanzania) have not supplied to the company

an address within the United Republic of Tanzania for the giving of notices to then, (b) every person entitled to share in consequence of death or bankruptcy or a member, who, but for his death or bankruptcy, would be entitled to receive notice of the meeting and (c) the auditors for the time being of the company. No other person shall be entitled to receive notices of general meetings.

#### **WINDING UP**

120. If the company shall be wound up the liquidator may, with the sanction or an extraordinary resolution of the company and any other sanction required by the Companies Act, 2002 divide amongst the members in specie or kind the whole or any part of the assets of the company (whether they shall consist of property of the same kind or not) and may, for such purpose set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members. The liquidator may, with sanction, vest the whole or any part of the assets in trustees up on such trusts for the benefit of the contributors as the liquidator, with the like sanction shall think fit, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

#### **INDEMNITY.**

121. Subjected to the provisions of the companies Act, 2002 every director, Managing director, agent, auditor, secretary and other officer for the time being of the Company shall be indemnified in any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted.

#### **ALTERATIONS OR ADDITIONS.**

122. Subject to the provisions of the Act and to those contained in the Memorandum of Association, the Company may by special resolution make alterations or additions to the Articles of Association and any such alterations or additions as made shall be as valid and effectual as if originally contained in these Articles and be subject in like manner to alteration by Special Resolution.

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

Names, Postal Address and Occupations of Subscribers	Number of shares taken by each Subscriber	Signatures of Subscriber
1. HU LIZHEN P.O. Box 33772 DAR ES SALAAM	20	胡利珍
2. XU ZHIKANG P.O. BOX 33772 DAR ES SALAAM	19	徐志康
3. JIN XUMING P.O. BOX 33772 DAR ES SALAAM	18	金旭明
4. WANG JUNMIN P.O. BOX 33772 DAR ES SALAAM	18	王君民
5. LIAO KESHENG P.O. BOX 33772 DAR ES SALAAM	13	廖克胜
6. CHENG JINCHUN P.O. BOX 33772 DAR ES SALAAM	12	程金春

Date at Dar es Salaam..... 6<sup>th</sup> ..... day of July ..... 2011.

WITNESS to the above Signatures:-

Full Name..... Rita O. Chiboma.....

Signature.....  Advocate, Notary Public  
Commissioner for Oaths

Postal/Address:..... 23167, DSM.....  
P. O. Box 23167 DSM.

Qualification:..... ADVOCATE.....