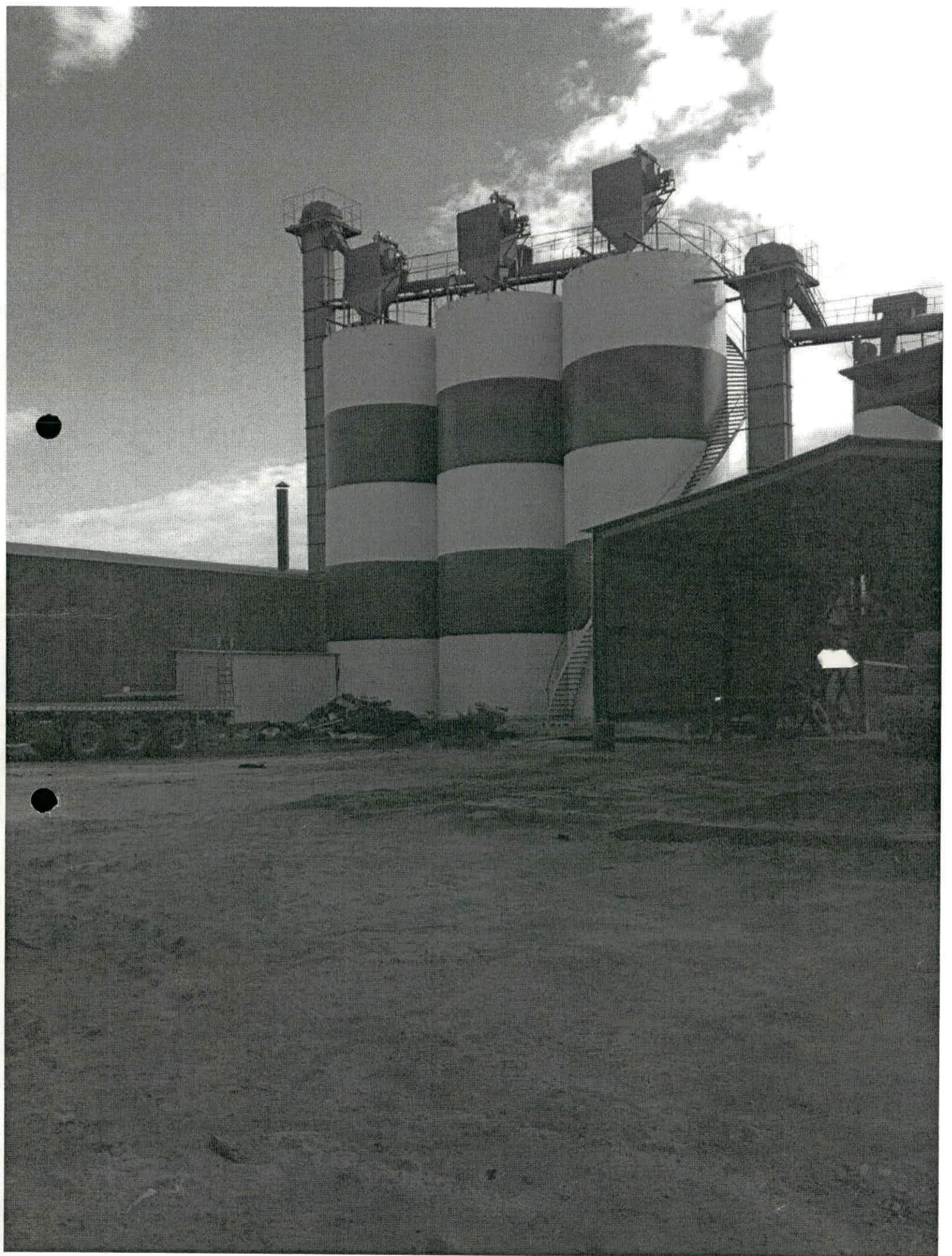
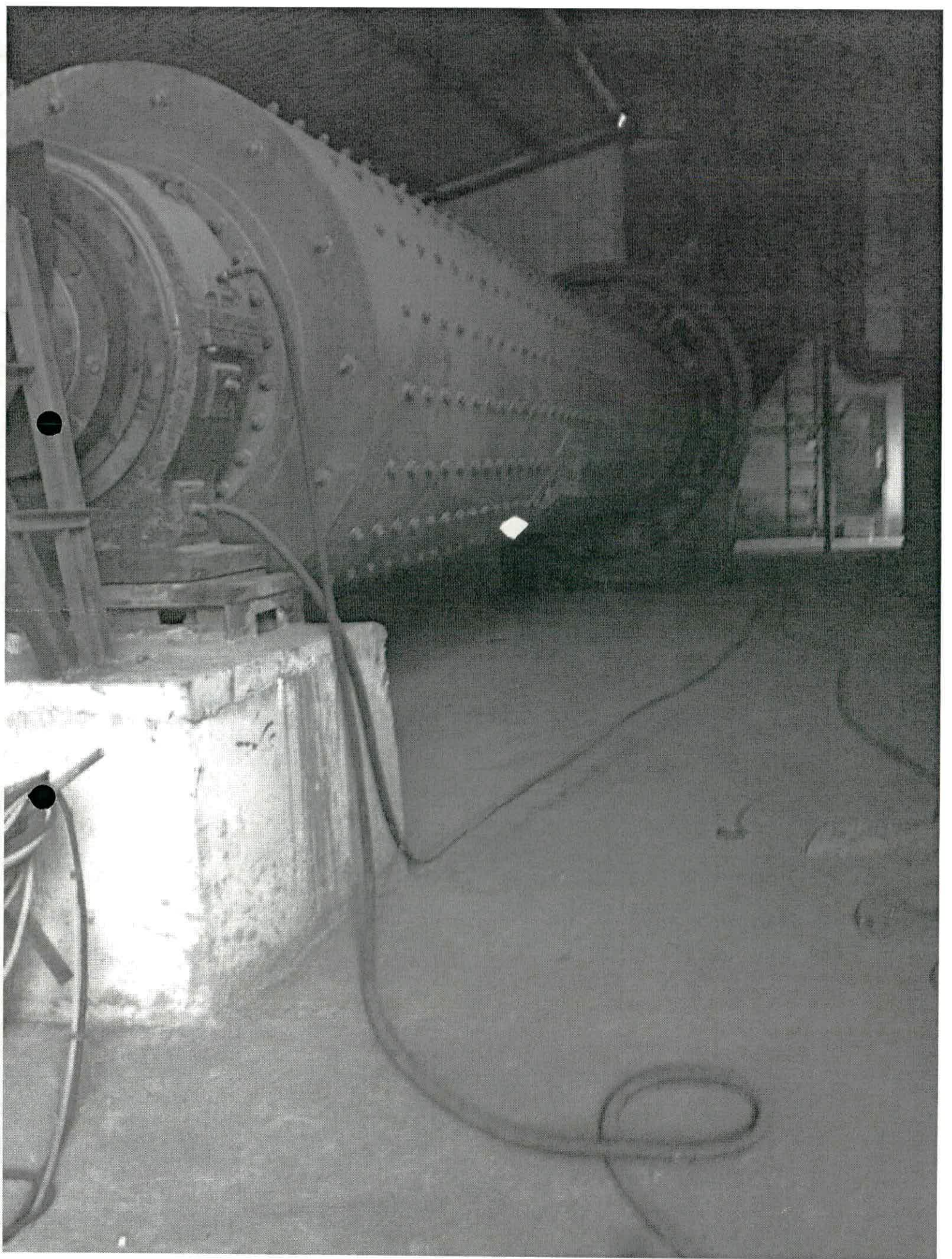
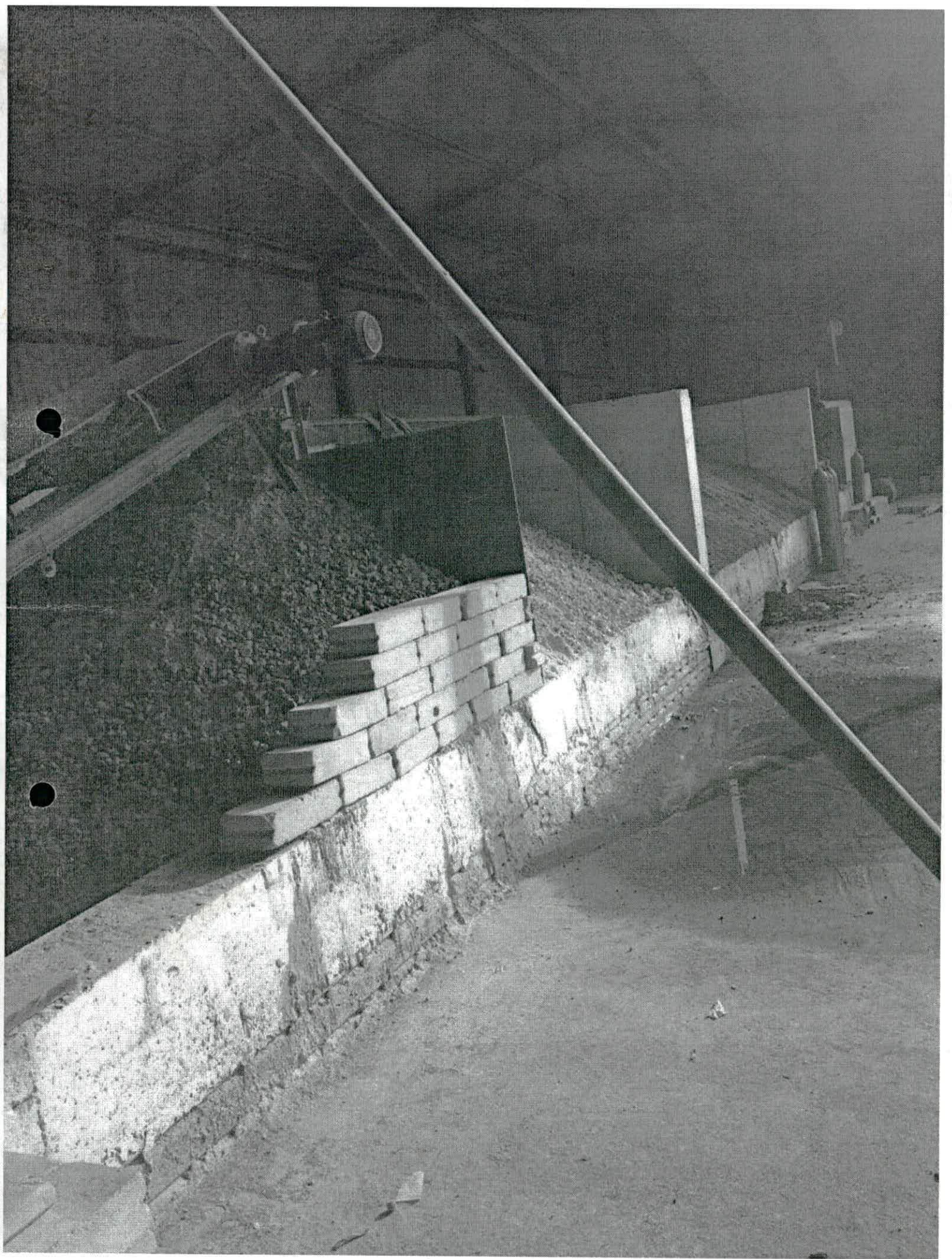
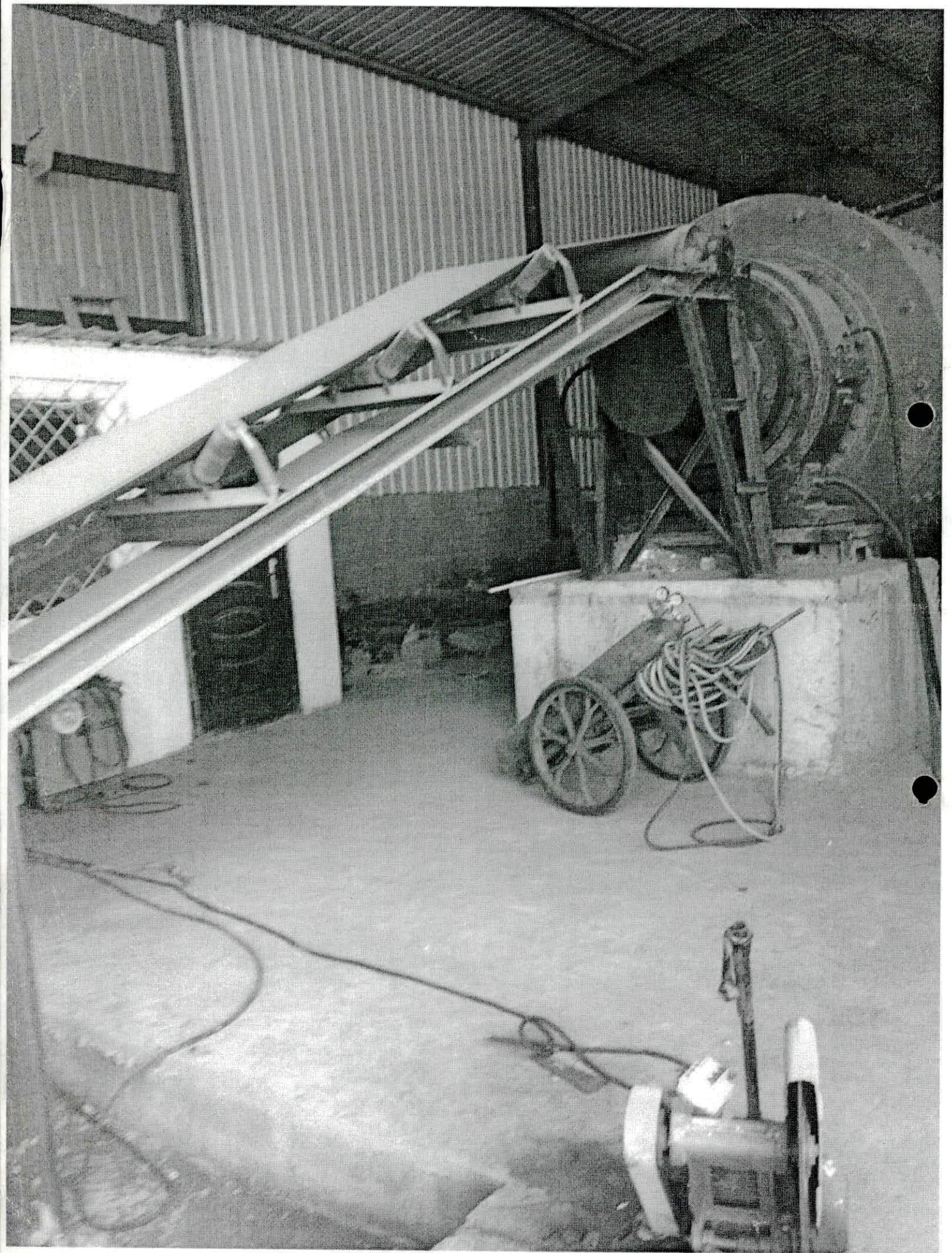


EVER GROUP TANZANIA LTD









6. Future Plans

Future plans for the company include the following:

6.1 To start production of 10,000 Metric Tons of cement per month in July, 2016.

6.2 To recruit 90 employees required for commencement of cement production operations.

6.3 To acquire and install a cement packing plant and establish a marketing unit.

7. Recommendations and any other comments

NIL

4. Project Financing

The project is being financed using equity contribution by shareholders as well as bank loans. The following schedule provides a summary of such project financing, with figures in US\$:

Equity	Loan	Total
500,000	5,218,750	5,718,750

5. Problems and Solution

Problems which the company is encountering in executing the project include the following:

5.1 Failure by NEMC to timely approve implementation of the proposed project.

- The company can do nothing regarding this problem. Appropriate action by the Government should be taken to solve this problem.

5.2 Delay by Temeke Municipal Council to approve completed stages of the project.

- The company can do nothing regarding this problem. Appropriate action by the Government should be taken to solve this problem.

2.4 The company has so far managed to recruit 8 expatriate staff and 6 local staff during project construction stage. More staff are to be employed when the project becomes operational in July, 2016.

3. **Project Financial Expenditure to date:**

The project financial expenditure to date in US\$ 5,718,750 as provided in the following summary:

	Foreign	Local	Total
Land and Buildings	2,500,000	-	2,500,000
Plant and Machinery	850,750	-	850,750
Vehicles	200,000	-	200,000
Furniture	150,000	-	150,000
Office Equipment	40,000	-	40,000
Insurance Cover	3,000	-	3,000
Pre expenses	1,600,000	-	1,600,000
Working Capital	375,000	-	375,000
Total (US\$)	5,718,750	-	5,718,750

EVER GROUP TANZANIA LIMITED

P. O. Box: 104499, Dar es salaam - Tanzania

PROJECT IMPLEMENTATION PROGRESS REPORT FOR PERIOD ENDING 30TH APRIL, 2016

1. Planned Activities for the period

- 1.1 To acquire land and construct factory and other buildings for the proposed project.
- 1.2 To purchase plant, machinery and equipment required for the project.
- 1.3 To acquire 8 utility and other vehicles for the project based on the business plan.
- 1.4 To recruit 70 employees required for production operations of this project.

2. Achievements made on the project implementation to date:

2.1 The company managed to acquire land for construction of construct factory and other buildings for the proposed project. This land is known as plot no. 70, Mbagala Industrial Area, Temeke Municipality, Dar es salaam.

2.2 The company has acquired a total of 4 utility and other vehicles for this project.

EVER GROUP TANZANIA LIMITED

Plot no. 70, Mbagala Industrial Area R, Temeke Area, P.O Box 104499, Dar es salaam.

Date: 10th May 2016

Executive Director,
Tanzania Investment Centre,
P.O. Box 938
DAR ES SALAAM



Dear Sir/Madam,

RE: REQUEST FOR AMENDMENT OF CERTIFICATE OF INCENTIVES

We are TIC approved project with certificate of incentives No. 042477 which is valid up to May 2016. The original objective was to establish a project for manufacturing plastics.

We request for amendment of the certificate of incentives due to a decision to change project objective and focus on establishment of a project for production of cement. According to the new business plan which is attached the cement project will cost US\$ 15.95m. Owners' equity will stand at US\$ 0.5m and the rest will be financed from loans.

Since the project implementation period ends this month, we also request for extension of project implementation period.

Attached herewith please find a new business plan for approval.

Yours' sincerely,

EVER GROUP TANZANIA LIMITED

Xiu Tong

FOR: MANAGING DIRECTOR



EVER GROUP TANZANIA LTD

P.O. BOX 104499, Dar es salaam-Tanzania Tel:+255 763 577 777 E-mail:xiutong@evergroupint.com
Website:www.evergroupint.com

7

09/MAR/2016

To
The Executive Director,
Tanzania Investment
Centre
Shaaban Robert Street
P.O.Box 938
Dar Es Salaam



REQUEST TO AMEND CERTIFICATE OF INCENTIVE

Due to the fluctuation of the market price, initial objective of the project failed to be attained, hence hereby to request you to amend the objective of the project from marine plywood to mini cement process plant where clinkers and other local material are mixed into cement. Also, kindly be notified the investment may amount to approximately 10 million US dollars.

Regards



Xiu Tong
General Manager
Ever Group Tanzania Ltd

TICC/PP.10/042477/7

08/04/2015

Commissioner for Customs & Excise,
Tanzania Revenue Authority,
P.O. Box 9053,
DAR ES SALAAM

Dear Sir,

**RE: DUTY/ VAT REMISSIONS ON CAPITAL/ DEEMED CAPITAL
GOODS – CERTIFICATE OF INCENTIVES No: 042477**

M/S Ever Group Tanzania Limited is a TIC registered company with certificate of incentives **No. 042477** which is valid up to **May 2016**

The company has been registered with objectives of establishing a project for manufacturing of PPR pipes and other plastic materials.

Attached herewith please find a list of Capital/ Deemed Capital Goods for Duty/ VAT remissions approval.

Yours sincerely

TANZANIA INVESTMENT CENTRE


N.A. Senzia

FOR: EXECUTIVE DIRECTOR

LIST OF CAPITAL/DEEMED CAPITAL GOODS FOR EVER GROUP TANZANIA.

C. EQUIPMENT							
1	FOLK LIFT	NO.	2	EQUIPMENT		120-882-457	
2	HOISTER	NO.	4	EQUIPMENT		120-882-457	
3	DUST WIPER	NO.	2	EQUIPMENT		120-882-457	
4	CONVEYOR	NO.	3	EQUIPMENT		120-882-457	
5	AIR BLOWER	M	30	EQUIPMENT		120-882-457	
6	LABORATORY EQUIPMENT	NO.	1	EQUIPMENT		120-882-457	
7	CONCRETE MIXER	NO.	1	EQUIPMENT		120-882-457	
8	ELECTRIC WELDER	NO.	3	EQUIPMENT		120-882-457	
9	HAND TOOL	PCS	300	EQUIPMENT		120-882-457	
10	WAGON BALANCE	NO.	1	EQUIPMENT		120-882-457	
11	AIR COMPRESSOR	NO.	1	EQUIPMENT		120-882-457	
12	AIR BOX	NO.	1	EQUIPMENT		120-882-457	
13	EXCAVATOR	NO.	1	EQUIPMENT		120-882-457	
D. MOTOR VEHICLES							
1	TRUCK	NO.	15	M/VEHICLE		120-882-457	
2	CARS	NO.	5	M/VEHICLE		120-882-457	



30/3/2015

LIST OF CAPITAL/DEEMED CAPITAL GOODS FOR EVER GROUP TANZANIA.

No.	ITEM NAME	UNIT	QTY	ITEM GROUP	ITEM PRICE	TIN	EXEMPTION REFERENCE NO.	EXEMPTION DATE
	A. BUILDING MATERIALS							
1	CEMENT	TONS	200	B/MATERIAL		120-882-457		
2	STEEL ANGLE	TONS	27	B/MATERIAL		120-882-457		
3	STEEL CHANNELS	TONS	20	B/MATERIAL		120-882-457		
4	219 STEEL PIPES	PCS	20	B/MATERIAL		120-882-457		
5	STEE PLATES	PCS	72	B/MATERIAL		120-882-457		
6	STEEL WAREHOUSE	SQM	6000	B/MATERIAL		120-882-457		
7	COMMUNICATION CABLES	M	870	B/MATERIAL		120-882-457		
8	ELECTRIC WIRE	M	2400	B/MATERIAL		120-882-457		
9	CONCRETE IRON/ REINFORCEMENT BARS	TONS	90	B/MATERIAL		120-882-457		
10	OFFICE FURNITURE	PCS	200	B/MATERIAL		120-882-457		
11	FITTINGS-LINEN	PCS	250	B/MATERIAL		120-882-457		
	B. MACHINERY							
1	BALL MILL	NO.	1	MACHINERY		120-882-457		
2	BALL MILL PARTS	TONS	120	MACHINERY PARTS		120-882-457		
3	PACKING MACHINE	NO.	3	MACHINERY		120-882-457		
4	COMPUTER CONTROL SYSTEM	NO.	1	MACHINERY		120-882-457		
5	TRANSFORMER	NO.	1	MACHINERY		120-882-457		
6	HIGH AND LOW PRESSURE WITCH CABNET	PCS	6	MACHINERY		120-882-457		
7	DYNAMO	NO.	1	MACHINERY		120-882-457		
8	MACHINE OIL	DRUMS	10	MACHINERY OIL		120-882-457		



30/3/2015

This Certificate is issued in accordance with the provisions of Section 17 of the Tanzania Investment Act, 1997 and subject to the conditions prescribed under item 14 and 15 hereafter:—

1. Shareholders

	Nationality	Shareholding (%)
Wei Ling	Chinese	40
Liu Gang	Chinese	60

2. Proposed Activities: To establish a project for manufacturing of PPR pipes and other plastics materials
3. Sector: Manufacturing Subsector: Plastics Manufacturing
4. Investment cost: Foreign USD - Local USD 14.5m. Total USD 14.5m.
5. Project Financing: Equity USD 12.05m. Loans USD 2.45m. Total USD 14.5m.
6. Source, terms and conditions of loan

7. Assets to be invested:

Capital items:	Foreign	Local	Total
	-	USD 14.5m.	USD 14.5m.
8. Technology Agreement: None
9. Date of TIC Registration: 27th June 2013
10. Implementation period: June 2013 - May 2016
11. Operative date: June 2016
12. Investment Incentive Grade: As defined in part III Section 19 (1), (2) and Section 20 of the Tanzania Investment Act, 1997
 - (i) Applicable Import Duty: And VAT as per Customs Tariff Act, 1976 & VAT Act, 1997
 - (ii) Applicable with-holding Tax: As per Income Tax Act, 2004 (as amended)
 - (iii) Eligibility of Capital Allowances: As per Income Tax Act, 2004 (as amended)
13. Protection of Investment, Arbitration and Transfer of Foreign Currency: as defined in part III Section 21, 22 and 23 of the Act.
14. Conditions attached to this Certificate of Incentives
 - (i) Certificate not to be transferred, assigned or amended
 - (ii) Failure to commence implementation within two years invalidates Certificate
 - (iii) Failure to operate investment must be notified to the Centre
 - (iv) Changes in shareholding, project activities and level of invested capital must be notified to the centre
15. Additional conditions attached to Certificate: Finished goods are not allowed under this Certificate

Signed _____
Executive Director

Certified as True Copy
of the Original
Signature: *[Signature]*
Date: 24 March 2015



0022:1717

For Executive Director
Tanzania Investment Centre

THE UNITED REPUBLIC OF TANZANIA

Certificate of Incentives

(Section 17 of the Tanzania Investment Act, 1997)

THIS CERTIFICATE REPLACES
THE LOST ONE NO. 042477
ISSUED ON 27/6/2013

No: 042477

This is to certify that

EVER GROUP TANZANIA LIMITED

of address P.O. BOX 104499

DAR ES SALAAM

has been granted a Certificate of Incentives to invest in a new, ~~rehabilitation~~ expansion
~~XXXXXX~~ of the enterprise known as

EVER GROUP TANZANIA LIMITED

Which is located at PLOT NO. 70 MBAGALA INDUSTRIAL AREA

TEMEKE - DAR ES SALAAM

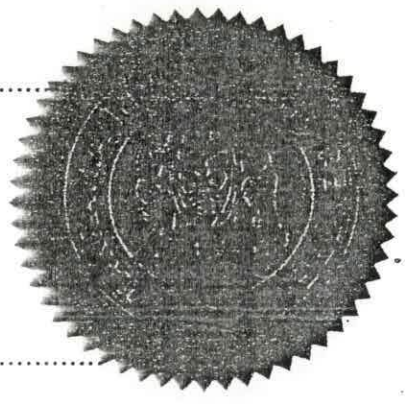
Further particulars required by Section 17 of the Tanzania Investment Act are set out overleaf.

[Signature]

Executive Director

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

Dated 19TH MARCH 2015



TIC

EVER GROUP TANZANIA LIMITED

(b)

P.O. BOX 104499, DAR ES SALAAM-TANZANIA

Ref: EGTL/TIC/G-02/15

Date: 1st April, 2015

THE COMMISSIONER OF CUSTOMS,
TANZANIA REVENUE AUTHORITY,
P.O. Box 9053,
DAR ES SALAAM.



Received on
01/4/2015

M
TIC

UFS: THE DIRECTOR,
TANZANIA INVESTMENT CENTRE,
P.O. Box 938,
DAR ES SALAAM.

Dear Sir,

**RE: APPLICATION FOR EXEMPTION OF CAPITAL/DEEMED GOODS
FOR THE PROPOSED CONSTRUCTION OF CEMENT FACTORY**

Refer to the above subject.

We are now ready to start the construction of Cement Factory in Mbagala industrial area Plot No. 70.

We humbly request your good office to exempt us from Duty and Tax for the list of materials and equipment.

Attached herewith TIC Certificate, Import List and TIN Certificate copies.

Thanking you in advance.

Yours sincerely,
EVER GROUP TANZANIA LIMITED

A handwritten signature in blue ink, appearing to be 'E. B.', written over a dotted line.

DIRECTOR

EVER GROUP TANZANIA LIMITED

Imepotelewa na Certificate of

Incentives No.042477

Tarehe 20/02/2015.

Yeyote atakayeiona awasiliane na:-

Sabasy E. Lupindo

Damason Kahabandi

Kwa mawasiliano:

Simu No: 0713 439 934

0784 612 845

105243

AU KITUO CHA POLISI KILICHO
KARIBU

MUUNGANO WA TANZANIA

REPUBLIC OF TANZANIA

RAJIDHI YA SERIKALI

RECEIPT

WA

57325427

TFN 614 (Rev. 8.94)



Sabass Ekip mato
Mw Mwenye

Shs.		Cts.	
500			

YA SHILINGI (Kwa maneno)
of Shillings (Words)

NA SENTI
And Cents

MALIPO YA
In respect of

Police loss report of R 2805 2015

KWA FEDHA TASLIMU/HUNDI
By Cash/Cheque No.

NAMBA

SAAHI YA MPOKEAJI
Signature

CHEO - Title

TARIEH - Date

KITILIO - Station

CP Jhon

F

]

THE UNITED REPUBLIC OF TANZANIA
MINISTRY OF HOME AFFAIRS
TANZANIA POLICE FORCE



OFFICER IN CHARGE
CENTRAL POLICE STATION
P.O.BOX 9140
DAR ES SALAAM.

REF:CD/IR/RB/.....2905...../2015

DATE.....25/02...../2015

TO WHOM IT MAY CONCERN:

POLICE REPORT/INITIAL/FINAL

This is to certify that MR/MRS/MISS. SABASTY B. LUPINDO
Of 713 439934 reported to this station that on.....
20/02.....day of.....2015.....at about 10:00 Hrs.....
Along.....SANJIDA.....within city Centre Dar es salaam.

Mentioned items lost/stolen LU351241 4A 12AMPUNI
IKIAPAHAMIZI 1A 12USATILUWA 12A7
TUNU 1A 13H32 GROUP TANZANIA
LUMI2A

(1) No arrest recovery has been made
ERV NO. 573254 2015 MANDING
CENTRAL POLICE
DAR ES SALAAM
[Signature]
OFFICER INCHARGE CENTRAL POLICE STATION
DAR ES SALAAM

- NB:1.The Police does not in any way verify the correct of
This report,a burden which lies with the report.
2. The Police cannot in anyway be held responsible for any
Loss/damage what to ever which may occur as a result of this report

This Certificate is issued in accordance with the provisions of Section 17 of the Tanzania Investment Act, 1997 and subject to the conditions under item 14 and 15 hereafter:-

- 1 Shareholders

	Nationality	Shareholding (%)
Wei Ling	Chinese	40
Liu Gang	Chinese	50
- 2 Proposed Activities To establish a project for manufacturing of PPR pipes and other plastics materials
- 3 Sector: Manufacturing Subsector Plastics Manufacturi
- 4 Investment cost: Foreign USD 0m. Local USD 14.5m. Total USD 14.5m.
- 5 Project Financing:
Equity USD 12.05m. Loans USD 2.45m. Total USD 14,5m.
- 6 Source, terms and conditions of loan: -
- 7 Assets to be invested:

Capital items:	Foreign	Local	Total
	<u>USD 0m.</u>	<u>USD 14.5m.</u>	<u>USD 14.5m.</u>
- 8 Technology Agreement None
- 9 Date of TIC Registration: 27th June, 2013
- 10 Implementation period June, 2013 - May, 2016
- 11 Operative date June, 2016
- 12 Investment Incentive Grade: As defined in part III Section 19 (1), (2) and Section 20 of the Tanzania Investment Act, 1997
(i) Applicable Import Duty And VAT as per Customs Tariff Act, 1976 & VAT Act, 1997
(ii) Applicable with-holding Tax As per Income Tax Act, 2004 (as amended)
(iii) Eligibility of Capital Allowances As per Income Tax Act, 2004 (as amended)
- 13 Protection of Investment, Arbitration and Transfer of Foreign Currency: as defined in part III Section 21, 22 and 23 of the A
- 14 Conditions attached to this Certificate of Incentives
(i) Date of Commencement of investment has to be notified to the Centre.
(ii) Certificate not to be transferred, assigned or amended
(iii) Failure to commence implementation within two years invalidates Certificate
(iv) Failure to operate investment must be notified to the Centre
(v) Changes in shareholding, project activities and level of invested capital must be notified to the centre
- 15 Additional conditions attached to Certificate
Finish goods are not allowed under this Certificate

Signed 

EVER GROUP TANZANIA LIMITED

P.O. BOX 104499, DAR ES SALAAM-TANZANIA

Ref: EGTL/TIC/G-01/15

Date: 3rd March, 2015

THE DIRECTOR,
TANZANIA INVESTMENT CENTRE,
P.O. BOX 938,
DAR ES SALAAM.



Dear Sir,

RE: REQUEST FOR ISSUANCE OF NEW CERTIFICATE OF INCENTIVES

Refer to the above subject.

It may be recalled that we were issued with a Certificate of Incentives on 27th June, 2013, this was Certificate No. 042477.

Unfortunately, our Certificate got misplaced and we became aware of this fact on 20th February, 2015. Immediately thereafter we reported the loss to the Police and accordingly we were issued with a Police Loss Report whose photocopy is attached herewith for your easy of reference.

Similarly we made the loss public through the Daily News Newspaper of 27th February, 2015 whose photocopy is also attached hereto. Unfortunately, we have not managed to prepare and issue our Progress Report because there some things which have to be attended to in connection with the Transfer of the Title Deed pertaining to our site.

The purpose of our writing this letter to your, therefore is to request you to kindly issue us with a new Certificate of Incentives to replace the lost one.

We take this opportunity to thank you in advance for your usual cooperation.

Yours sincerely,

EVER GROUP TANZANIA LIMITED

.....
DIRECTOR



Unclaimed refund beyond three years will be forfeited



TANZANIA INVESTMENT CENTRE

Shaaban Robert Street, P.O. Box 938, Dar Es Salaam, Tel. +255 22 2116328-31, Fax: +255 22 2118253

RECEIPT REC018906

No. 012490

Received from : EVER GROUP TANZANIA LTD

Address P.O. Box 104499, Dar Es Salaam


Received the sum of (In words): ONE THOUSAND AND ZERO CENTS ONLY

Being payment in respect of: CERTIFICATE OF INCENTIVES

Amount USD 1,000.00

Cash / Cheque No: D/Deposit 10/03

Date : 10-Mar-2015


Receiving Officer

Aug '11

53980

Omnia
Ergo











This Certificate is issued in accordance with the provisions of Section 17 of the Tanzania Investment Act, 1997 and subject to the conditions prescribed under item 14 and 15 hereafter:—

1.	Shareholders	Nationality	Shareholding (%)
	<u>Wei Ling</u>	<u>Chinese</u>	<u>40</u>
	<u>Liu Gang</u>	<u>Chinese</u>	<u>50</u>

2. Proposed Activities To establish a project for manufacturing of PPR pipes and other plastics materials

3. Sector: Manufacturing Subsector Plastics Manufacturing

4. Investment cost: Foreign USD 0m. Local USD 14.5m. Total USD 14.5m.

5. Project Financing: Equity USD 12.05m. Loans USD 2.45m. Total USD 14.5m.

6. Source, terms and conditions of loan: —

7. Assets to be invested:

Capital items:	Foreign	Local	Total
	<u>USD 0m.</u>	<u>USD 14.5m.</u>	<u>USD 14.5m.</u>

8. Technology Agreement None

9. Date of TIC Registration: 27th June, 2013

10. Implementation period June, 2013 - May, 2016

11. Operative date June, 2016

12. Investment Incentive Grade: As defined in part III Section 19 (1), (2) and Section 20 of the Tanzania Investment Act, 1997

(i) Applicable Import Duty And VAT as per Customs Tariff Act, 1976 & VAT Act, 1997

(ii) Applicable with-holding Tax As per Income Tax Act, 2004 (as amended)

(iii) Eligibility of Capital Allowances As per Income Tax Act, 2004 (as amended)

13. Protection of Investment, Arbitration and Transfer of Foreign Currency: as defined in part III Section 21, 22 and 23 of the Act.

14. Conditions attached to this Certificate of Incentives

(i) Date of Commencement of investment has to be notified to the Centre.

(ii) Certificate not to be transferred, assigned or amended

(iii) Failure to commence implementation within two years invalidates Certificate

(iv) Failure to operate investment must be notified to the Centre

(v) Changes in shareholding, project activities and level of invested capital must be notified to the centre

15. Additional conditions attached to Certificate

Finish goods are not allowed under this Certificate

Signed 
Executive Director



00220101

THE UNITED REPUBLIC OF TANZANIA

Certificate of Incentives

(Section 17 of the Tanzania Investment Act, 1997)

No: 042477

This is to certify that

EVER GROUP TANZANIA LIMITED

of address P.O. BOX 104499

DAR ES SALAAM

has been granted a Certificate of Incentives to invest in a new, ~~rehabilitation/expansion~~
~~XXXXXXXXXX~~ enterprise known as

EVER GROUP TANZANIA LIMITED

Which is located at PLOT NO. 70 MBAGALA INDUSTRIAL AREA

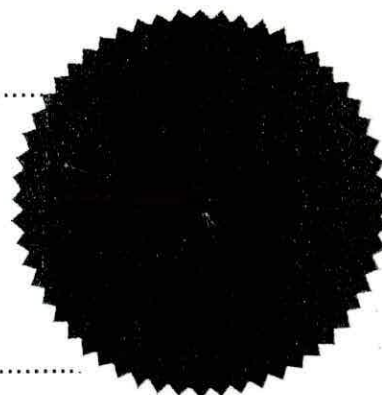
TEMEKE DAR ES SALAAM

Further particulars required by Section 17 of the Tanzania Investment Act are set out overleaf.

Executive Director

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

Dated 27TH JUNE, 2013



CTIN.: 1011185

ISO 9001:2008 Certified



TANZANIA REVENUE AUTHORITY

CERTIFICATE OF REGISTRATION

FOR

TAXPAYER IDENTIFICATION NUMBER (TIN)

(ISSUED UNDER SECTION 133 OF THE INCOME TAX ACT NO. 11 OF 2004)

THIS IS TO CERTIFY THAT

EVER GROUP TANZANIA LIMITED

has been registered with the Tanzania Revenue Authority and assigned the Taxpayer Identification Number

120-882-457

with effect from

22-05-2013


P. N. Kassera

TANZANIA



Certificate of Incorporation

Section 15

No 99311

I HEREBY CERTIFY THAT

EVER GROUP TANZANIA 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 **15TH** day of **MAY**

TWO THOUSAND AND THIRTEEN

A handwritten signature in black ink, consisting of stylized initials and a surname, written over a horizontal line.

Asst. Registrar of Companies

FILED DOCUMENT No. 153196
REGISTERED ON 30.07.13
AT 1:00 M.
M. M. M. M.
Sector Asst. Registrar of Titles



TANGANYIKA STAMP DUTY ACT.
Stamp Duty Shs 1000/- Paid
on original Receipt No. 5055761
of 30/7/13 Issued *M. M. M. M.*
Stamp Duty Office

TANGANYIKA STAMP DUTY ACT.
Stamp Duty Shs 500/- Paid
on original Receipt No. 5055761
of 30/7/13 Issued *M. M. M. M.*
Stamp Duty Office

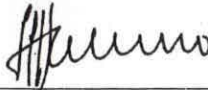
SEALED with the **Common Seal** }

Of the said **TWIGA BANCORP LTD** }

And delivered in the presence of us }

This 28th day of June 2013 }

1. Full Name : **HASSAN HUSSEIN MBULULO**

Signature : 

Postal Address : P.O. BOX 10119

DAR ES SALAAM

Qualification : **CHIEF EXECUTIVE OFFICER**

2. Full Name : **LUCIA GAMUYA KAIRO**

Signature : 

Postal Address : P.O. BOX 10119 DAR ES SALAAM

Qualification : **COMPANY SECRETARY**

THE UNITED REPUBLIC OF TANZANIA

THE LAND ACT, 1999
(No. 4 OF 1999)

DISCHARGE OF MORTGAGE

(Under Section 120)

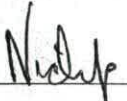
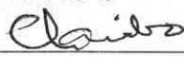
C. T. No.45298

L.O. 1623376

Plot No. 70, MBAGALA INDUSTRIAL AREA,
DAR ES SALAAM CITY

WE, **MALAIKA HOLIDAY VILLAS COMPANY LTD** of Postal Office **Box 12604, DAR ES SALAAM** and **TWIGA BANCORP LIMITED (INITIALLY NATIONAL BUREAD DE CHANGE LIMITED)** of Postal Office Box 10119, Dar Es Salaam being the mortgagor and mortgagee respectively, **HEREBY AGREE** to the **DISCHARGE** of the mortgage registered on **Filed Document No. 139792** on **25.11.2011**

SEALED with the **Common Seal** }
Of the said **MALAIKA HOLIDAY VILLAS COMPANY LTD** }
And delivered in the presence of us }
This 2nd day of July 2013 }

1. Full Name : Nikolaus Jovu Kampha
Signature : 
Postal Address : P.O. BOX 12604
DAR ES SALAAM
Qualification : **MANAGING DIRECTOR**
2. Full Name : Christensen, D. K. M. M.
Signature : 
Postal Address : P.O. BOX 12604
DAR ES SALAAM
Qualification : **DIRECTOR**

MALAIKA HOLIDAY VILLAS CO. LTD
P. O. BOX 12604
DAR ES SALAAM

RESOLUTION

At an extra ordinary meeting of the board held on 10th may 2013 at mbagala office.

The Directors resolved that Malaika Holiday Villas Company Limited should sell the property of Plot no. 70 Industrial Area located at Mbagala with Tittle no. 45298 for Tanzania shillings one billion 1,000,000,000/- to Ever Group Tanzania Ltd.

Date, signed and sealed on 10th may 2013.



Nicholas John Kampa
Chairman



Lulu Yohan
Secretary

TEMEKE MUNICIPAL COUNCIL

[All letters should be addressed to the Municipal Director]



Date 21/8/2013

DOCUMENTS PRESENTED FOR DISPOSITION

RE: PLOT NO. 70 BLOCK LOCATION MBAGALA INDUSTRIAL
FARM NO. LOCATION L.O NO.
CT NO. / OFFER REF NO. 45298

OTHER DOCUMENTS PRESENTED:

1. CT
2. Memorandum + Certificate of Incorporation.
3. LF NO 35
4. LF NO 29 ⑨ Hirel receipt
5. LF NO 30 ⑧ Valuation report
6. Sales agreement ⑩ Board resolution

- i. Nature of Disposition TRANSFER
- ii. Submitted by ISS Mohamed
- iii. Signature [Signature]
- iv. Name of Receiver: Ramla A. Mwasha
- v. Submission S/N 254
- vi. Date of Appointment -

[Signature]

Authorized Officer
TEMEKE MUNICIPAL COUNCIL

006135



for Executive Director
Tanzania Investment Centre

fund beyond three years will be forfeited



TANZANIA INVESTMENT CENTRE

Shaaban Robert Street, P.O. Box 938, Dar Es Salaam, Tel. +255 22 2116328-31, Fax: +255 22 2118253

RECEIPT REC011974

No. 006132

Received from : EVER GROUP (T) LTD

Address P.O. Box 104499 DSM

Received the sum of (In words): ONE THOUSAND AND ZERO CENTS ONLY

Being payment in respect of CERTIFICATE OF INCENTIVES

Amount : USD 1,000.00

Cash / Cheque No: D/Deposit 27/06

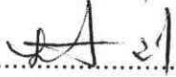
Date : 12-Jul-2013



B. Uisso

Receiving Officer

SEALED with the common seal of the said
EVER GROUP TANZANIA LIMITED
and delivered in the presence of us
this 17. day of MAY, 2013

Signature: 

Name: LIU GANG

Postal Address: P.O. BOX 104499 DAR-ES-SALAAM

Qualification: DIRECTOR

Signature: 

Name: WEI LING

Postal Address: P.O. BOX 104499 DAR-ES-SALAAM

Qualification: DIRECTOR

THE UNITED REPUBLIC OF TANZANIA

**THE LAND ACT, 1999
(NO.4 ACT OF 1999)
TRANSFER OF A RIGHT OF OCCUPANCY
(Under Section 62)**

C.T. No : 45298
Plot No : 70
Land Office : 162376
Location : Mbagala Industrial
Area, Dar es Salaam City

IN CONSIDERATION of the sum of Tshs. 1,000,000,000.00 (Tanzanian Shillings One Billion Only) We, **MALAIKA HOLIDAY VILLAS COMPANY LIMITED**, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 1581, Arusha HEREBY **TRANSFER** to **EVER GROUP TANZANIA LIMITED**, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 104499, Dar es Salaam, the Right of Occupancy registered under the above reference.

SEALED with the common seal of the said
MALAIKA HOLIDAY VILLAS COMPANY LIMITED
and delivered in the presence of us
this 17 day of MMY, 2013

Signature: Nielp
Name: NICOLAS JOHN KAMBA
Postal Address: 1581 ARUSHA
Qualification: DIRECTOR

Signature: Dinabo
Name: CHRESENSIA D. KINABO
Postal Address: P.O. BOX 1581 ARUSHA
Qualification: DIRECTOR

4. Other particulars

5. Other particulars

6. Date: 17th May 2013



APPLICANT(S)

Fee:.....

SEAL/OFFICIAL STAMP

COMMISSIONER FOR LANDS/AUTHORISED OFFICER

DATE: PLACE:

Copy: The Registrar.

DRAWN BY:

**FB ATTORNEYS,
8TH FLOOR AMANI PLACE,
P.O.BOX 19813,
DAR ES SALAAM.**

THE UNITED REPUBLIC OF TANZANIA
THE LAND ACT, 1999
(NO.4 ACT OF 1999)
NOTIFICATION OF A DISPOSITION
(Under Section 36)

C.T. No : 45298
Plot No : 70
Land Office : 162376
Location : Mbagala Industrial
Area, Dar es Salaam
City

TO COMMISSIONER FOR LANDS/
AUTHORISED OFFICER

We, **MALAIKA HOLIDAY VILLAS COMPANY LIMITED**, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 1581, Arusha HEREBY NOTIFY you of the disposition which is intended to be made in favor of **EVER GROUP TANZANIA LIMITED**, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 104499, Dar es Salaam, in respect of a right of occupancy bearing the above reference.

I present the following particulars:-

1. Nature of disposition: Transfer
2. Particulars of purchaser/assignee/mortgagee(if not a prescribed lender)

EVER GROUP TANZANIA LIMITED, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 104499, Dar es Salaam, in respect of a right of occupancy bearing the above reference.

3. The following documents are enclosed
 1. Sale Agreement
 2. Transfer Deed
 3. Original Title Deed
 4. Valuation Report
 5. Valuation Report Receipt
 6. Land Rent.
 7. Purchaser's Board Resolutions
 8. Memorandum and Articles of Association
 9. Certificate of Incorporation

Date: 17th May 2013

Pinabo Nedy

APPLICANT(S)

For Official Use Only

- (a) Approved/Refused
- (b) Remarks
-

Commissioner for Lands/Authorized Officer

Date:

Served upon me/us

Nedy Pinabo

Signature of Applicant(s)

Date:

Fee:

DRAWN BY:

**FB ATTORNEYS,
8TH FLOOR AMANI PLACE,
P.O.BOX 19813,
DAR ES SALAAM.**

THE UNITED REPUBLIC OF TANZANIA
THE LAND ACT, 1999
(NO.4 ACT OF 1999)
APPLICATION FOR APPROVAL
OF DISPOSITION(S)
(Under Section 39)

C.T. No : 45298
Plot No : 70
Land Office : 162376
Location : Mbagala Industrial
Area, Dar es Salaam
City

We, **MALAIKA HOLIDAY VILLAS COMPANY LIMITED**, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 1581, Arusha (hereinafter referred to as "the Applicant") HEREBY APPLY for APPROVAL of disposition(s) of a right of occupancy bearing the above reference

1. Nature of disposition : Transfer by way of sale
2. Particulars of purchaser/assignee/mortgagee (if not a prescribed lender)

EVER GROUP TANZANIA LIMITED, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 104499, Dar es Salaam

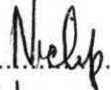
3. I, the Applicant supply the following information and or documentation

1. Sale Agreement
2. Transfer Deed
3. Original Title Deed
4. Valuation Report
5. Valuation Report Receipt
6. Land Rent
7. Purchaser's Board Resolutions
8. Memorandum and Articles of Association
9. Certificate of Incorporation

4.
(Extra papers may be used).

SEALED with the common seal of the said
MALAIKA HOLIDAY VILLAS COMPANY LIMITED

and delivered in the presence of us
this ..17.. day of ..MAY....., 2013

Signature: .....

Name: ..Nuruus Juhani Kambh.....

Postal Address: ..Box 1581 Arusha.....

Qualification: ..Director.....

Signature: .....

Name: ..CHRESENSIA-D. KINABO.....

Postal Address: ..P.O. Box 1581 ARUSHA.....

Qualification: ..DIRECTOR.....

SEALED with the common seal of the said
EVER GROUP TANZANIA LIMITED

and delivered in the presence of us
this ..17.. day of ..MAY....., 2013

Signature: .....

Name: ..Liu GANG.....

Postal Address: ..P.O. BOX 104499 DAR-ES-SALAAM.....

Qualification: ..DIRECTOR.....

Signature: .....

Name: ..WZI LING.....

Postal Address: ..P.O. Box 104499 DAR-ES-SALAAM.....

Qualification: ..DIRECTOR.....

0126763501 after Twiga Bancorp releases the original title deed and duly executed deed of discharge of the property to FB Attorneys.

- iii. A sum of Tanzanian Shillings One Hundred and Forty Six Million, seven hundred thousand only shall be paid to YGF Investment Company Limited ("YGF"), the current tenant of the property, for the advance rent that the Vendor has already collected from YGF under lease agreement dated 19th April 2011 between the Vendor and YGF Investment Company Limited.
 - iv. The balance amount of Tanzanian Shillings Two Hundred and fifty three million three hundred thousand only shall be paid by Purchaser to the Vendor upon completion of the transfer formalities including the actual transfer in the name of the Purchaser.
3. Save the mortgage of Twiga Bancorp, the said property is sold free from all mortgages, charges and other security interest, restrictions, sub lease, cautions, inhibitions, equities, easements, quasi-easements, rights of light and way, overriding interests and all other encumbrances whatsoever.
 4. Immediately upon signing of this Agreement the parties shall execute all documents of transfer including Land Form Nos. 29, 30 and 35 and power of attorney in favor of the Purchaser or his nominee.
 5. Capital Gains Tax shall be paid by the Vendor and all other expenses of transfer including legal fees shall be borne by the Purchaser.
 6. The Vendor has represented that Land Rent for the year 2012/2013 and Property Tax for the year 2013 have already been paid. The Vendor shall pay all utility bills accrued prior to giving vacant possession.
 7. The Vendor shall give vacant possession of the said property on the signing of this Agreement and execution of the transfer deed.
 8. The Vendor warrants that there is no pending, potential or known litigation pertaining to the property or its boundaries, nor is there any known dispute over the property.
 9. This agreement is subject to approval of the Purchaser under the Tanzania Investment Act and consent of the Commissioner for Lands. The parties hereto agree that they shall do their best to seek and obtain the consent. If for any reason the consent is not given, the agreement shall be terminated and all payments made under this agreement shall be immediately refunded to the Purchaser.
 10. This agreement shall be governed by the laws of the United Republic of Tanzania.

IN WITNESS WHEREOF the parties have hereunto set their hands the day and year first above written.

AGREEMENT FOR SALE

THIS AGREEMENT is made the 17th day of May, 2013

BETWEEN

MALAIKA HOLIDAY VILLAS COMPANY LIMITED, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 1581, Arusha (hereinafter called "the Vendor"), which expression where the context permits shall include its assigns and successors in title, of the one part and **EVER GROUP TANZANIA LIMITED**, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 104499, Dar es Salaam (hereinafter called "the Purchaser"), which expression where the context permits shall include its assigns and successors in title of the other part.

(the Vendor and the Purchaser are collectively referred to herein as "the parties")

WHEREAS:

Nut
The Vendor is the legal and beneficial owner of ALL THAT piece and parcel of land known as Plot No. 70 Mbagala Industrial Area, Dar es Salaam City registered under Title No. 45298, containing One point one one six (1.116) hectares with all appurtenance thereto (hereinafter called "the said property").

The Vendor is desirous of selling the said property and the Purchaser is desirous of purchasing the same

NOW THIS AGREEMENT WITNESSETH AS FOLLOWS

1. Upon and subject to the terms and conditions of this Agreement, the Vendor as legal and beneficial owner hereby sells to the Purchaser and the Purchaser purchases and acquires the property for the price set out below.
2. The purchase price for the said property is Tshs. 1,000,000,000.00 (Tanzanian Shillings One Billion Only) inclusive of VAT, if applicable. Which should be paid in the following manner:
 - SA 21*
i. A sum of Tanzanian Shillings Five Hundred Million (Tshs. 500,000,000.00) shall be paid as part of the purchase price by the Purchaser directly to Twiga Bancorp to discharge the mortgage created by Twiga Bancorp. Such funds shall only be paid upon Twiga Bancorp giving an explicit undertaking to FB ATTORNEYS to surrender the original title deed and a duly executed deed of discharge of the mortgage to FB ATTORNEYS upon receiving of such sums.
 - ii. A sum of Tanzanian Shillings One Hundred Million (Tshs. 100,000,000.00) of the purchase price shall be paid to the Vendor at Stanbic Bank Account No.

Gerard Shita Nangi
 ADVOCATE, NOTARY PUBLIC
 & COMMISSIONER FOR OATHS
 P.O. Box 96229, DAR ES SALAAM

"Certified as a
 true Copy of the
 Original"

LAND REGISTRY DAR-ES-SALAAM
 MORTGAGE
 REGISTERED ON 25.11.2011
 At 11:13 AM
 127475
 P.O. BOX 10119, DAR ES SALAAM
 TWIGA BANCORP LIMITED
 TO SECURE AN UNSPECIFIED AMOUNT
 OF P.O. BOX 10119, DAR ES SALAAM
 11:15 AM
 05.2010
 139792
 Asst. Registrar of Titles

LAND REGISTRY DAR-ES-SALAAM
 MORTGAGE
 139792
 25.11.2011
 11:13 AM
 TWIGA BANCORP LIMITED OF
 P.O. BOX 10119, DAR-ES-SALAAM
 TO SECURE AN UNSPECIFIED AMOUNT
 OF P.O. BOX 10119, DAR-ES-SALAAM

LAND REGISTRY DAR-ES-SALAAM
 TRANSFER
 110528
 07.12.05
 12:45 PM
 MALAIKA HOLDING VILLES
 CO. LTD. OF P.O. BOX 1581
 Dar es Salaam
 (K.S. 5,000,000/-)

Signature:
 P.O. Box 65403
 DAR-ES SALAAM
 Qualification:
 DIRECTOR

(11) such sum as the Commissioner shall assess as a proper share payable for the land of the cost of making up the road or improvement of same upon which the land fronts, about or adjoins, whether such demand is made before during or after such making or improvement thereof. This condition does not oblige the Government to make or improve roads.

7. USER: The land and the building erected thereon shall be used for Industrial Purposes; Use Group "O" Use Class (a) as defined in the Town and Country Planning (Use Classes) Regulations, 1960.

8. The President may revoke the Right for good cause or in public interest.

SCHEDULE

ALL that land known as Plot No.70 Mbagala Industrial Area Dar es Salaam City Containing One point One One Six (1.116) hectares shown for identification only edged on the plan attached to this Certificate and defined on the registered survey plan numbered 19070 deposited at the Office of the Commissioner for Surveys and Mapping at Dar es Salaam.

GIVEN under my hand and seal and by Order of the Minister the day and year first above written.

[Handwritten Signature]

COMMISSIONER FOR LANDS

THE, within-named ASAHI COMPANY LIMITED hereby accept the terms and conditions contained in the foregoing Certificate of Occupancy.

SEALED with the COMMON SEAL of the said ASAHI COMPANY LIMITED and DELIVERED in the presence of us this

day of 19/JAN 1996.

Signature:.....

Postal Address: P.O. Box 65403

DAR ES SALAAM

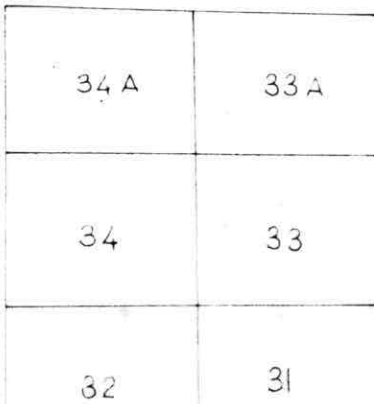
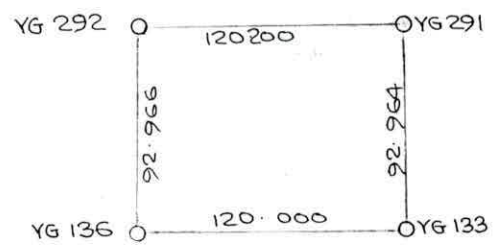
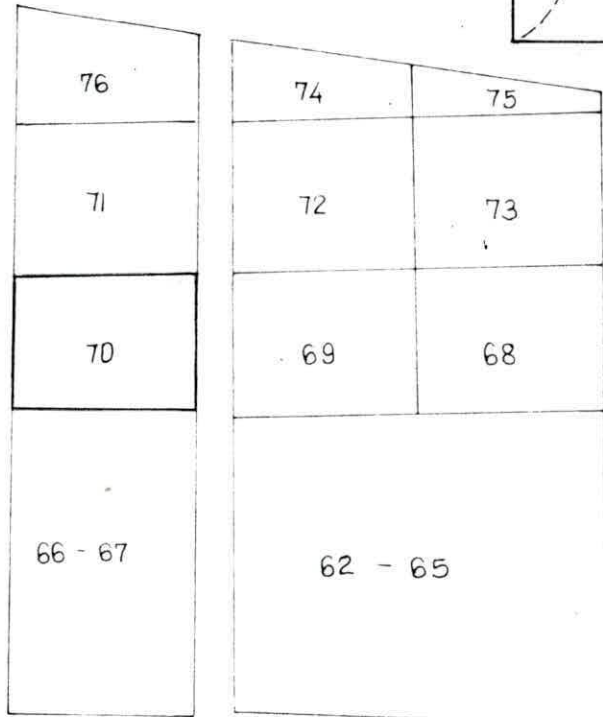
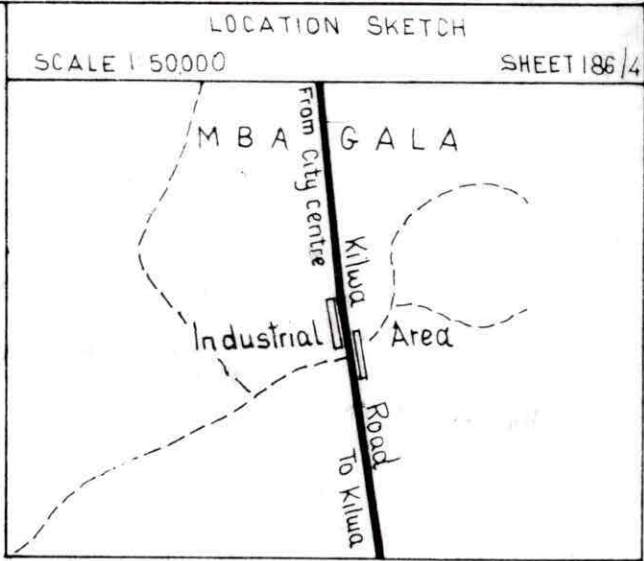
Qualification: MANAGING DIRECTOR

"Certified as a true Copy of the Original"
[Handwritten Signature]
Gerald Shita Nangi
ADVOCATE, NOTARY PUBLIC
& COMMISSIONER FOR OATHS
P. O. Box 96229, DAR ES SALAAM

DAR ES SALAAM CITY



LOCATION MBAGALA INDUSTRIAL AREA
 BLOCK
 PLOT NO 70
 L.O. NO 162376
 AREA 1.116 Ha



The issue of this plan implies no guarantee or admission of title by the Government.

This plan prepared in accordance with Registered Plan No. 19070
 & approved for purposes of the Registration Ordinance
 Director of Surveys and Mapping *Rejanga* Date 12/1/96
 Ministry of Lands, Housing and Urban Development, Dar es Salaam

Approval of plans of any building by the Authority shall not imply that the construction of such a building will satisfy the Occupier's obligation under the conditions of the Right and shall not imply waiver of modification of any condition in the Right.

3. (i) The Occupier shall not subdivide the land or assign, sublet or otherwise dispose of or deal with the whole or any part of it or of any building on it without the previous written consent of the Commissioner PROVIDED that the consent of the Commissioner shall not be necessary;

to a sub-letting of the whole of the land or of the whole or any part of any building on it where the sub-lease contains conditions sufficient to ensure compliance with the condition of the Right.

(ii) Occupation or use of the whole or any part of the land or buildings on it by any person other than the Occupier of its employees or agents or contractors or members of the household shall be deemed a dealing with the land or buildings.

4. Except as hereinbefore provided the Commissioner shall have an absolute discretion to give or withhold consent under condition 3.

5. The Occupier shall further:-

- (i) make and maintain of the land throughout the term adequate arrangements for water supply drainage and disposal of trade refuse and effluent to the satisfaction of the Authority;
- (ii) make and keep all the buildings on the land rat-proof and cause out such measures as the Medical Officer of Health for the Authority may require for this purpose;
- (iii) provide and maintain on the land such ablution facilities and take and maintain such hygienic measure as may be required the said Medical Officer of Health;
- (iv) fence the land with a good quality fencing car parking space shall be provided as required by the Authority. Loading and unloading facilities shall be provided within the boundaries of the land.

6. The Occupier shall pay to the Minister on demand made by the Commissioner on his behalf:-

- (i) any further fees or stamp duties which may be discovered to be payable by the Occupier in connection with the Right;
- (ii) an amount equal to any contribution in lieu of rates

TITLE No. **45298**
 REGISTERED 1.2.96
 9:15 AM
 Senior Asst. Registrar of Titles

TANGANYIKA STAMP DUTY ACT.
 Stamp Duty Shs. **100/=** Paid
 and Revenue Receipt No. **A. 0757430**
 of **28.4.95**
 Stamp Duty Officer **L.O.** NO. 162376.

L.D. NO. 89938.

CERTIFICATE OF OCCUPANCY

The **30th** day of **January**

One thousand nine hundred and ninety six

TANGANYIKA STAMP DUTY ACT.
 Stamp Duty Shs. **4640/=** Paid
 on original Receipt No. **A. 0757430**
 of **28.4.95**
 Stamp Duty Officer

TITLE NO. **45298**

THIS IS TO CERTIFY that ASAHI COMPANY LIMITED a limited liability company incorporated in Tanzania and having its registered office in Dar es Salaam OF P.O. BOX 65403 DAR ES SALAAM (hereinafter called "the Occupier") is entitled to a Right of Occupancy (hereinafter called "the Right ") in and over the land described in the Schedule hereto (hereinafter called "the Land ") for a term of ninety nine years from the First day of April One thousand nine hundred and Ninety five according to the true intent and meaning of the Land Ordinance and subject to the provisions thereof and to any regulations made thereunder and to any enactment in substitution therefor or amendment thereof and to the following special conditions:-

1. The Occupier having paid rent up to the thirtieth day of June 1995, shall thereafter pay rent of ninety four thousand (Shs.94,000/=) a year in advance on the first day of July in every year of the term without any deduction PROVIDED that the rent may be revised by the Minister for the time being responsible for Lands (hereinafter called "the Minister") on the first day of July in each of the years 2005, 2015, 2025, 2035, 2045, 2055, 2065, 2075 and 2085 or within three years thereafter in each case

2. The Occupier shall:-

- (i) Erect on the land buildings (hereinafter called "the buildings") in permanent materials designed for use in accordance with the conditions of the Right and which conform to the building line (if any) decided by The Dar es Salaam City Council (hereinafter called "the Authority");
- (ii) At all times during the term of the Right have on the land buildings as approved by the Authority and maintain them in good order and repair to the satisfaction of the Commissioner for Lands (hereinafter called "the Commissioner");
- (iii) Not erect or commence to erect on the land any building except in accordance with building plans and specifications which shall be been first approved by the Authority;
- (iv) Be responsible for the protection of all beacons on the land throughout the term of the Right Missing beacons will have to be re-established at any time at the Occupier expenses assessed by the Commissioner for Surveys and Mapping.

TANZANIA

CERTIFICATE OF OCCUPANCY

(Issued under Section 9 of the Land Ordinance)

Date of Issue:

Title Number: 45298

Land Office Number: 162376.

Land: PLOT NO. 70 MBAGALA INDUSTRIAL DAR ES SALAAM CITY.

Term: NINETY NINE YEARS.

"Certified as a
true Copy of the
Original"


Gerajo Shita Nangi
ADVOCATE, NOTARY PUBLIC
& COMMISSIONER FOR OATHS
P. O. Box 96229, DAR ES SALAAM

SEALED with the common seal of the said
MALAIKA HOLIDAY VILLAS COMPANY LIMITED

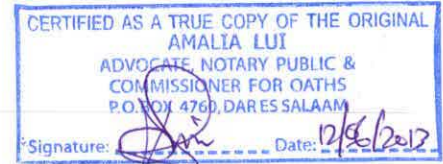
and delivered in the presence of us
this 17 day of MAY, 2013

Signature: Nelip

Name: NURANS JOHN KAMBA

Postal Address: Box 1581 Arusha

Qualification: Director



Signature: [Signature]

Name: CHRESENSIA-D. KINABO

Postal Address: P.O. Box 1581 ARUSHA

Qualification: DIRECTOR

SEALED with the common seal of the said
EVER GROUP TANZANIA LIMITED

and delivered in the presence of us
this 17 day of MAY, 2013

Signature: [Signature]

Name: LIU GANG

Postal Address: P.O. BOX 104499 DAR-ES-SALAAM

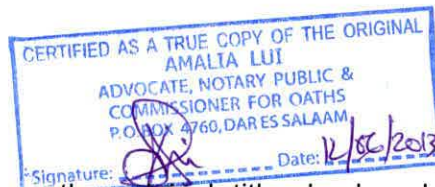
Qualification: DIRECTOR

Signature: [Signature]

Name: WEI LING

Postal Address: P.O. Box 104499 DAR-ES-SALAAM

Qualification: DIRECTOR



0126763501 after Twiga Bancorp releases the original title deed and duly executed deed of discharge of the property to FB Attorneys.

- iii. A sum of Tanzanian Shillings One Hundred and Forty Six Million, seven hundred thousand only shall be paid to YGF Investment Company Limited ("YGF"), the current tenant of the property, for the advance rent that the Vendor has already collected from YGF under lease agreement dated 19th April 2011 between the Vendor and YGF Investment Company Limited.
 - iv. The balance amount of Tanzanian Shillings Two Hundred and fifty three million three hundred thousand only shall be paid by Purchaser to the Vendor upon completion of the transfer formalities including the actual transfer in the name of the Purchaser.
3. Save the mortgage of Twiga Bancorp, the said property is sold free from all mortgages, charges and other security interest, restrictions, sub lease, cautions, inhibitions, equities, easements, quasi-easements, rights of light and way, overriding interests and all other encumbrances whatsoever.
 4. Immediately upon signing of this Agreement the parties shall execute all documents of transfer including Land Form Nos. 29, 30 and 35 and power of attorney in favor of the Purchaser or his nominee.
 5. Capital Gains Tax shall be paid by the Vendor and all other expenses of transfer including legal fees shall be borne by the Purchaser.
 6. The Vendor has represented that Land Rent for the year 2012/2013 and Property Tax for the year 2013 have already been paid. The Vendor shall pay all utility bills accrued prior to giving vacant possession.
 7. The Vendor shall give vacant possession of the said property on the signing of this Agreement and execution of the transfer deed.
 8. The Vendor warrants that there is no pending, potential or known litigation pertaining to the property or its boundaries, nor is there any known dispute over the property.
 9. This agreement is subject to approval of the Purchaser under the Tanzania Investment Act and consent of the Commissioner for Lands. The parties hereto agree that they shall do their best to seek and obtain the consent. If for any reason the consent is not given, the agreement shall be terminated and all payments made under this agreement shall be immediately refunded to the Purchaser.
 10. This agreement shall be governed by the laws of the United Republic of Tanzania.

IN WITNESS WHEREOF the parties have hereunto set their hands the day and year first above written.

CERTIFIED AS A TRUE COPY OF THE ORIGINAL
AMALTA LUI
ADVOCATE, NOTARY PUBLIC &
COMMISSIONER FOR OATHS
P.O. BOX 4760, DAR ES SALAAM
Signature: _____ Date: 12/05/2013

AGREEMENT FOR SALE

THIS AGREEMENT is made the 17th day of May, 2013

BETWEEN

MALAIKA HOLIDAY VILLAS COMPANY LIMITED, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 1581, Arusha (hereinafter called "the Vendor"), which expression where the context permits shall include its assigns and successors in title, of the one part and **EVER GROUP TANZANIA LIMITED**, a limited liability company incorporated in Tanzania under the Companies Act (Cap. 212 R E 2002) of P.O. Box 104499, Dar es Salaam (hereinafter called "the Purchaser"), which expression where the context permits shall include its assigns and successors in title of the other part.

(the Vendor and the Purchaser are collectively referred to herein as "the parties")

WHEREAS:

The Vendor is the legal and beneficial owner of ALL THAT piece and parcel of land known as Plot No. 70 Mbagala Industrial Area, Dar es Salaam City registered under Title No. 45298, containing One point one one six (1.116) hectares with all appurtenance thereto (hereinafter called "the said property").

The Vendor is desirous of selling the said property and the Purchaser is desirous of purchasing the same

NOW THIS AGREEMENT WITNESSETH AS FOLLOWS

1. Upon and subject to the terms and conditions of this Agreement, the Vendor as legal and beneficial owner hereby sells to the Purchaser and the Purchaser purchases and acquires the property for the price set out below.
2. The purchase price for the said property is Tshs. 1,000,000,000.00 (Tanzanian Shillings One Billion Only) inclusive of VAT, if applicable. Which should be paid in the following manner:
 - i. A sum of Tanzanian Shillings Five Hundred Million (Tshs. 500,000,000.00) shall be paid as part of the purchase price by the Purchaser directly to Twiga Bancorp to discharge the mortgage created by Twiga Bancorp. Such funds shall only be paid upon Twiga Bancorp giving an explicit undertaking to FB ATTORNEYS to surrender the original title deed and a duly executed deed of discharge of the mortgage to FB ATTORNEYS upon receiving of such sums.
 - ii. A sum of Tanzanian Shillings One Hundred Million (Tshs. 100,000,000.00) of the purchase price shall be paid to the Vendor at Stanbic Bank Account No.

9152

11162

Unclaimed refund beyond three years will be forfeited



TANZANIA INVESTMENT CENTRE

Shaaban Robert Street, P.O. Box 938, Dar Es Salaam, Tel. +255 22 2116328-31, Fax: +255 22 2118253

RECEIPT REC011577

No.005807

Received from : **EVER GROUP (T) LTD**

Address **P.O. Box 104499 DSM**

Received the sum of (In words): **ONE HUNDRED AND ZERO CENTS ONLY**

Being payment in respect of **REGISTRATION FEES**

Amount : **USD 100.00**

Cash / Cheque No: **D/dep**

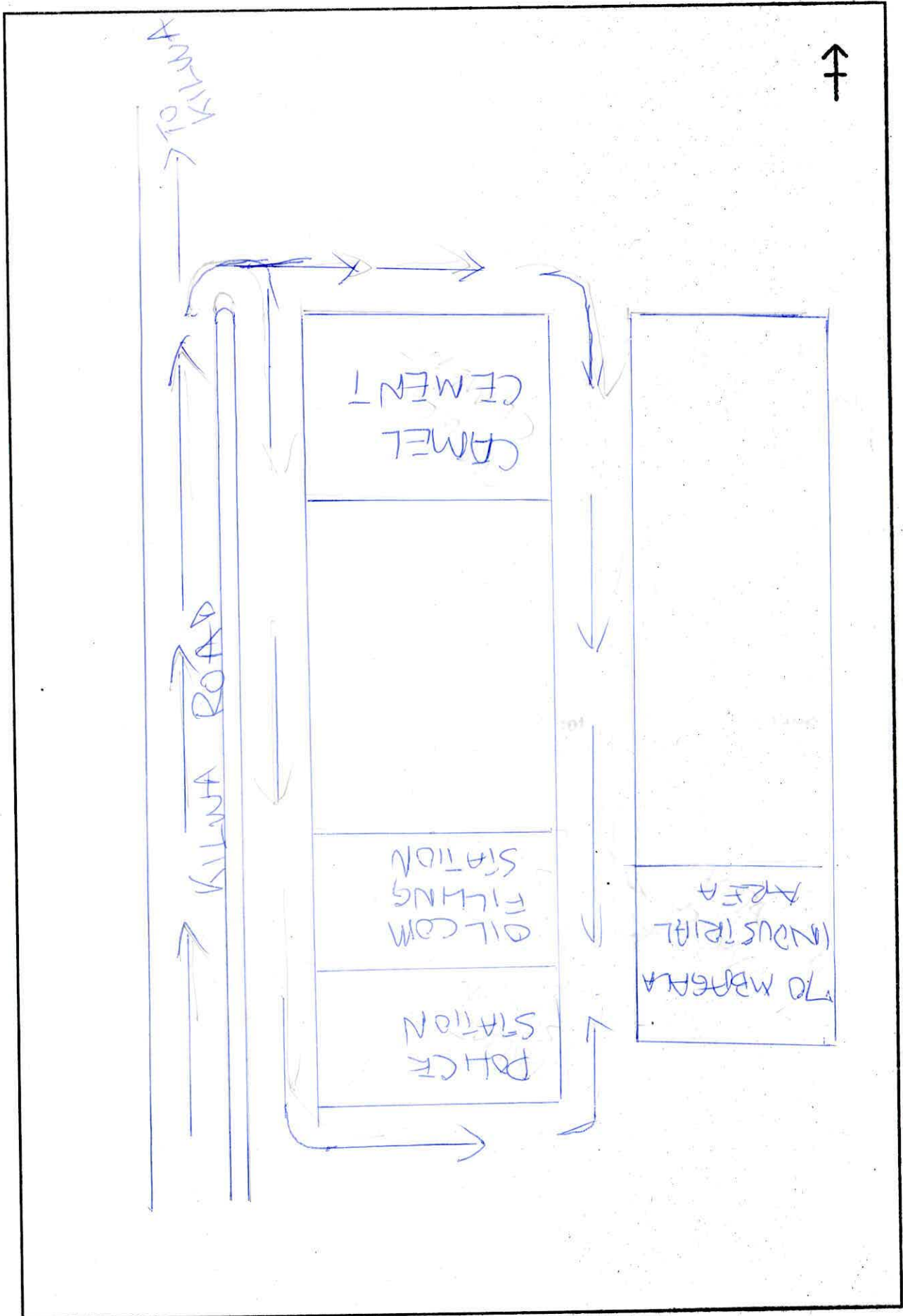
Date : **13-Jun-2013**

Buisso

Receiving Officer

*For Executive Director
Tanzania Investment Centre*

SKETCH MAP SHOWING PROJECT LOCATION



Investment Breakdown US\$/Tshs.M

Land/Building	6,000,000
Plant	6,500,000
Vehicles	250,000
Furniture & Fittings	250,000
Pre-expenses	450,000
Others	250,000
Working Capital	800,000
TOTAL	14,500,000

Contact Details:

Name: Samuel Samson NYANDUGA Title: Manager
Telephone: 0784 236688 Fax:
Email: nyanduga1@gmail.com

Payments to be made payable to:

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

APPLICATION SUMMARY

Company Name: EVER GROUP TANZANIA LIMITED

Certificate of Incorporation Number: 99311 Status:

Certificate of Incorporation Date: 15th MAY 2013

Post Box: 104499

Town: DAR ES SALAAM

Sector: MANUFACTURING Sub-Sector: PLASTIC

Investment Financing Plan in Million US\$/Tshs.

Foreign Equity	Local Equity	Foreign Loan	Local Loan
1050000	1000000	1000000	2450000

Project Objectives: To establish a project for manufacturing of PPR pipes and other plastic materials

Capacity: Full

Employment: Foreign: 10 Local: 145 Total: 155

Implementation Period: 5 years

Project Location

Site/Plot/Block No.: 70 Industrial Area

Street: Mbagala District: Tembeke Region: Dar es Salaam
(Attach sketch map showing project location)

Shareholders	Nationality	%
LIU GANG	CHINESE	24
WEI LING	CHINESE	16
.....
.....
.....

7. The intended capital investment of the Company in terms of Section 2(2) of the Act is Tshs./US\$

8. The month and day of the financial year end is 31-12-2013

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\$ = 750 =

Being the Registration Fees. *In the event this application is unsuccessful we understand that this fee will not be refunded.*

I, Samueli Samson NYANDUGA of Post Office Number 104699

Dar es Salaam do solemnly and sincerely declare that I am a director/duly authorized agent of EVER GROUP TANZANIA LIMITED

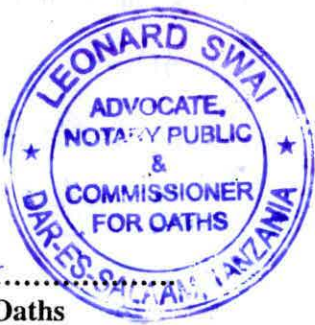
AND that all the requirements of the Tanzania Investment Act, 1997 in respect of matters precedent to the registration of the business enterprise under the Act and incidental thereto have been complied with, AND I make this solemn declaration conscientiously believing the same to be true.

Declared at Dar es Salaam }
..... }
The 18 day of JUNE 2013 }

Samueli
Applicant

Before me:

Swai
.....
Commissioner for Oaths



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 Samueli Samson NYAUDUGA
(director/directors/agent of EVER GROUP TANZANIA LIMITED
(name of business enterprise) apply for registration of CERTIFICATE OF INCENTIVES
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 MBAGALA INDUSTRIAL AREA
PLOT 70 TEMEKU DAR ES SALAAM

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 MBAGALA TEMEKU DAR ES SALAAM
4. The Principal Officers of the Company are MR LIU GANG and
MS WEI LING
5. Auditors of the Company are M. A. HASSAM CO
P.O-BOX 20719 DAR ES SALAAM
6. The authorized share capital of the Company is Tshs./US\$ 2,500,000.00/-



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
Website: www.tic.co.tz

(Please fill the form in duplicate)

EVER GROUP TANZANIA LIMITED

P. O. BOX 104499, DAR ES SALAAM.

**EXTRACT OF BOARD OF DIRECTORS
RESOLUTION FROM THE MEETING HELD ON 25TH MAY, 2013**

At a duly convened and constituted meeting of the board of directors of Ever Group Tanzania Limited held at the registered offices of the Company on the 25th day of May, 2013 the following resolution were passed.

1. That the Company should establish a project for manufacturing PPR pipes and other Plastic Materials at Mbagala Industrial Area Plot No. 70 – Temeke , Dar es Salaam.
2. That Liu Gang is the principal officer to oversee implementation of the project.
3. That the project be registered with Tanzania Investment Centre so as to enjoy fully investment incentives, benefits and protection as statutorily provided for under Tanzania Investment Act, 1997.

Certificate True Extract
(BY Order of the Board)


.....
Chairman


.....
Secretary

TANZANIA



Certificate of Incorporation

Section 15

No 99311

I HEREBY CERTIFY THAT

EVER GROUP TANZANIA 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 **15TH** day of **MAY**

TWO THOUSAND AND THIRTEEN

Asst. Registrar of Companies

EVER GROUP TANZANIA LIMITED

EXTRACT FROM A MEETING OF THE BOARD OF DIRECTOR AND SHEHOLDERS OF EVER GROUP TANZANIA LIMITED

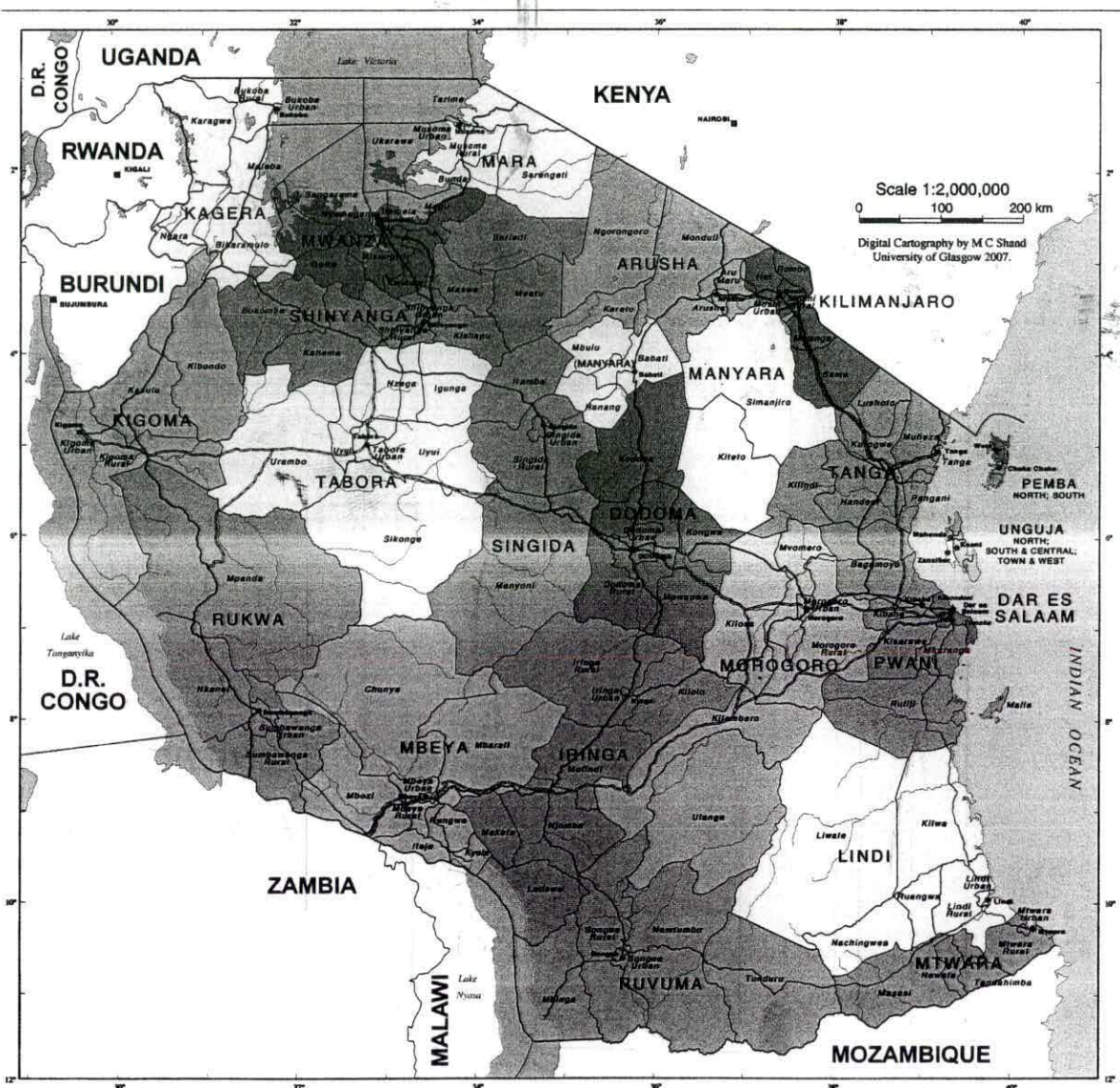
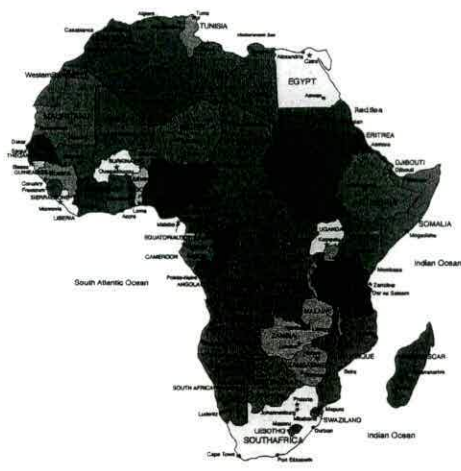
At a duly convened and constituted meeting of the board of directors of Ever Group Tanzania Limited held at the registered offices of the company on the 25th day of May 2013 the following resolutions were passed.

1. That the company should establish a project for manufacturing PPR pipes and other Plastic Materials at Mbagala Industrial Area Plot No. 70 – Temeke, Dar es Salaam.
2. That Liu Gang is the principal officer to oversee implementation of the project.
3. That the project be registered with Tanzania Investment Centre so as to enjoy fully investment incentives, benefits and protection as statutorily provided for under Tanzania Investment Act, 1997

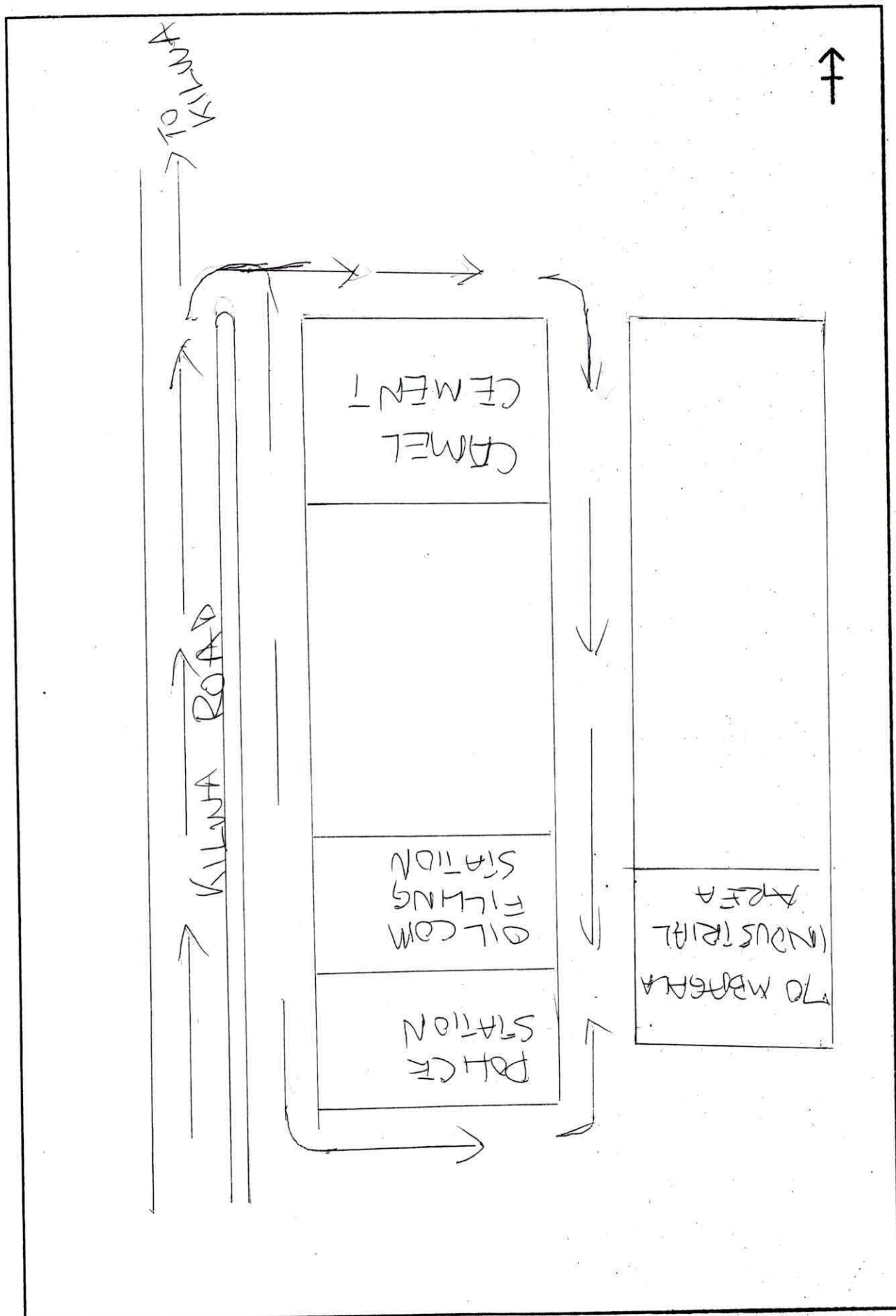
Certificate True Extract
(By order of the Board)


.....
Chairman


.....
Secretary



SKETCH MAP SHOWING PROJECT LOCATION



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

Land/Building 6,000,000
Plant 6500,000
Vehicles 250,000
Furniture & Fittings 250,000
Pre-expenses 430,000
Others 250,000
Working Capital 800,000
TOTAL 14,500,000

Contact Details:

Name: Samuel Samsen NYANDUGA Title: Manager
Telephone: 0784 456688 Fax:
Email: nyanduga1@gmail.com

Payments to be made payable to:

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

APPLICATION SUMMARY

Company Name: EVER GROUP TANZANIA LIMITED

Certificate of Incorporation Number: 99311 Status:

Certificate of Incorporation Date: 5th May 2013

Post Box: 104499

Town: DAR ES SALAAM

Sector: MANUFACTURING

Sub-Sector: PLASTIC

Investment Financing Plan in Million US\$/Tshs.

Foreign Equity	Local Equity	Foreign Loan	Local Loan
.....

Project Objectives: To establish a project for manufacturing of PPR pipes and other plastic materials

Capacity: Full 500 capacity

Employment: Foreign: 10 Local: 1 Total: 11

Implementation Period: 5 years

Project Location

Site/Plot/Block No.: 70 Industrial Area

Street: Mbagala District: Tembeke Region: Dar es Salaam

Shareholders	Nationality	%
LIU GANG	CHINESE	24
WEI LING	CHINESE	16
.....
.....
.....

7. The intended capital investment of the Company in terms of Section 2(2) of the Act is Tshs./US\$

8. The month and day of the financial year end is 31-12-2013

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\$

=750= Being the Registration Fees. *In the event this application is unsuccessful we understand that this fee will not be refunded.*

I, Samuel Samson NYANDUGA of Post Office Number 104499

Dar es Salaam do solemnly and sincerely declare that I am a director/duly

authorized agent of ELER GROUP TANZANIA LIMITED

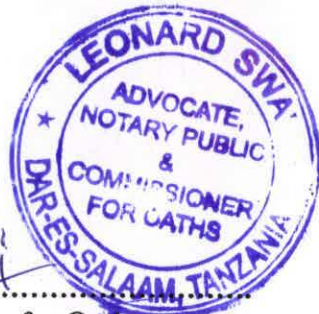
AND that all the requirements of the Tanzania Investment Act, 1997 in respect of matters precedent to the registration of the business enterprise under the Act and incidental thereto have been complied with, AND I make this solemn declaration conscientiously believing the same to be true.

Declared at Dar es Salaam }
..... }

The 18 day of JUNE 2013 }

Samuel
Applicant

Before me:



Swai
Commissioner for Oaths

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 Samuel Samson NYANDUGA
(director/directors/agent of EVER GROUP TANZANIA LIMITED
(name of business enterprise) apply for registration of CERTIFICATE OF INCENTIVES
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 MBAGALA INDUSTRIAL AREA
PLOT 70 TEMEKE DAR ES SALAAM

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 MBAGALA TEMEKE DAR ES SALAAM
4. The Principal Officers of the Company are MR LIU GANG and
MS WEI LING
5. Auditors of the Company are M. A. HASSAM CO
P. O. BOX 20719 DAR ES SALAAM
6. The authorized share capital of the Company is Tshs./US\$ 2,500,000,000/-



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
Website: www.tic.co.tz

(Please fill the form in duplicate)



①

Ground Floor Harbour View Towers, Samora Avenue • P.O. Box 20268 • Dar es Salaam • Tanzania • Tel +255 (22) 2118625-28 / 2118802 / 2118798
Fax +255 (22) 2129931 • E-mail: tanzania-info@nic-bank.com • www.nic-bank.com

REF: NIC/OPS/111/2013

June 14, 2013

TANZANIA INVESTMENT CENTRE

DAR ES SALAAM

Dear Sir/ Madam,



NIC BANK TANZANIA LTD.
DSM BRANCH
P. O. Box 20268
DAR-ES-SALAAM

RE: GANG LIU

At the request of our customer, we confirm that Ms GANG LIU is maintains a Current account no.2000020403 and no.2000020411 for Tanzania Shillings and US Dollar respectively, accounts which has been conducted to our entire satisfaction.

Any assistance accorded to her will be highly appreciated.

This information is given without guarantee on our part and that neither the bank nor its officers shall be held responsible for providing it.

Yours faithfully,


Authorized Signatory


Authorized Signatory



TIC Evaluation Report

Name of the Company
Ever Group Tanzania Ltd.

Post Box	Mbagala, Plot No. 70 Industrial Area	COI Number	99311	Contact	Mr. Samuel Samson Nyanduga
Post Office	104499	COI Date	15/05/2013	Designation	Managing Director
Region	Dar Es Salaam	Application F. No	11162	Phone	0
Country	Tanzania	Status	New	Direct Phone	0
		Sector	Manufacturing	Cell Phone	0784 45 66 88
		Sub Sector	Plastics manufacturing	Fax	0
		File No	042477	E-Mail Address	0

Project Location		Investment Finance Plan in Millions USD											
Plot/Block	Plot No. 70 Industrial Area	<table border="1"> <thead> <tr> <th>Foreign Equity</th> <th>Local Equity</th> <th>Foreign Loan</th> <th>Local Loan</th> </tr> </thead> <tbody> <tr> <td>12.05</td> <td></td> <td></td> <td>2.45</td> </tr> </tbody> </table>	Foreign Equity	Local Equity	Foreign Loan	Local Loan	12.05			2.45			
Foreign Equity	Local Equity		Foreign Loan	Local Loan									
12.05				2.45									
Street	Mbagala												
District	Temeke												
Region	Dar es Salaam												

Shareholders Detail			Investment Breakdown (USD Million)	
Name	Nationality	(%)	Land/Building	6
Wei Ling	Chinese	40	Plant	6.5
Liu Gang	Chinese	60	Vehicles	0.25
			Furniture & Fittings	0.25
			Pre-expenses	0.45
			Others	0.25
			Working Capital	0.8
			Total	14.5

Employment	155	Evaluated By	wf officer3
Capacity	xxxx	Drawn By	wf registry1
Project Turn Over		Project Type	Mixed(Local & Foreign)

Description

Establish a project for manufacturing of PPR pipes and other plastics materials

Recommendations

Approved subject to providing evidence as required by section 17 of Tanzania Investment Act, 1997

Approved 27.06.13 

TICC/PP.10/042477/3

27th June, 2013

*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



Juliet R. Kairuki

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

3

TICC/PP.10/042477/3

27th June, 2013

Managing Director,
Ever Group Tanzania Ltd.,
P.O. Box 104499,
Dar es Salaam.



RE: CERTIFICATE OF INCENTIVES FOR INVESTMENT IN THE ESTABLISHMENT OF MANUFACTURING OF PPR PIPES AND OTHER PLASTICS MATERIALS

We wish to acknowledge receipt of your project proposal to establish a project for manufacturing of PPR pipes and other plastics materials as presented in the TIC P.A. 1 Form No. 11162 and Feasibility Study with a projected investment of USD 14.5m.

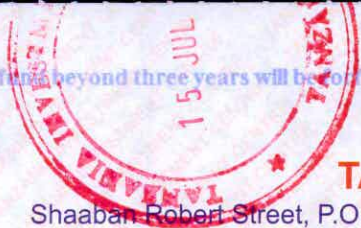
We have studied your project proposal and we are pleased to inform you that your investment proposal is now officially registered and therefore your project will be granted a CERTIFICATE OF INCENTIVES, given under authority conferred upon TIC under Part III, Section 17 (1-8) of the Tanzania Investment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

- Bank Reference for equity funding or a letter from Bank/Financial Institution that a loan is granted or is under consideration as required by Section 17(3) (f) of Tanzania Investment Act, 1997.
- Confirmation letter from the land Officer as an evidence of Land ownership for the location of the project.

You will also 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\$ 1000.00 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

Unclaimed refund beyond three years will be forfeited



TANZANIA INVESTMENT CENTRE

Shaaban Robert Street, P.O. Box 938, Dar Es Salaam, Tel. +255 22 2116328-31, Fax: +255 22 2118253

RECEIPT REC011974

No. 006132

Received from : **EVER GROUP (T) LTD**

Address **P.O. Box 104499 DSM**

Received the sum of (In words): **ONE THOUSAND AND ZERO CENTS ONLY**

Being payment in respect of **CERTIFICATE OF INCENTIVES**

Amount : **USD 1,000.00**

Cash / Cheque No: **D/Deposit 27/06**

Date : **12-Jul-2013**

BUISSO

Receiving Officer

Aug '11

53980



Ground Floor Harbour View Towers, Samora Avenue • P.O. Box 20268 • Dar es Salaam • Tanzania • Tel +255 (22) 2118625-28 / 2118802 / 2118798
Fax +255 (22) 2129931 • E-mail: tanzania-info@nic-bank.com • www.nic-bank.com

REF: NIC/OPS/111/2013

June 14, 2013

TANZANIA INVESTMENT CENTRE

DAR ES SALAAM

Dear Sir/ Madam,

NIC BANK TANZANIA LTD.
DSM BRANCH
P. O. Box 20268
DAR-ES-SALAAM

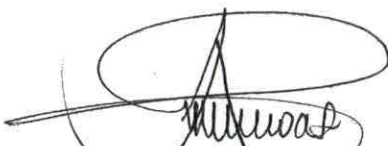
RE: GANG LIU

At the request of our customer, we confirm that Ms GANG LIU is maintains a Current account no.2000020403 and no.2000020411 for Tanzania Shillings and US Dollar respectively, accounts which has been conducted to our entire satisfaction.

Any assistance accorded to her will be highly appreciated.

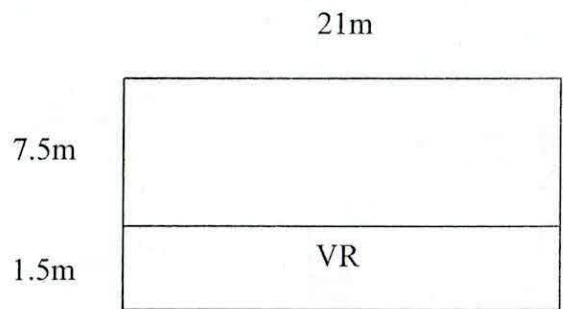
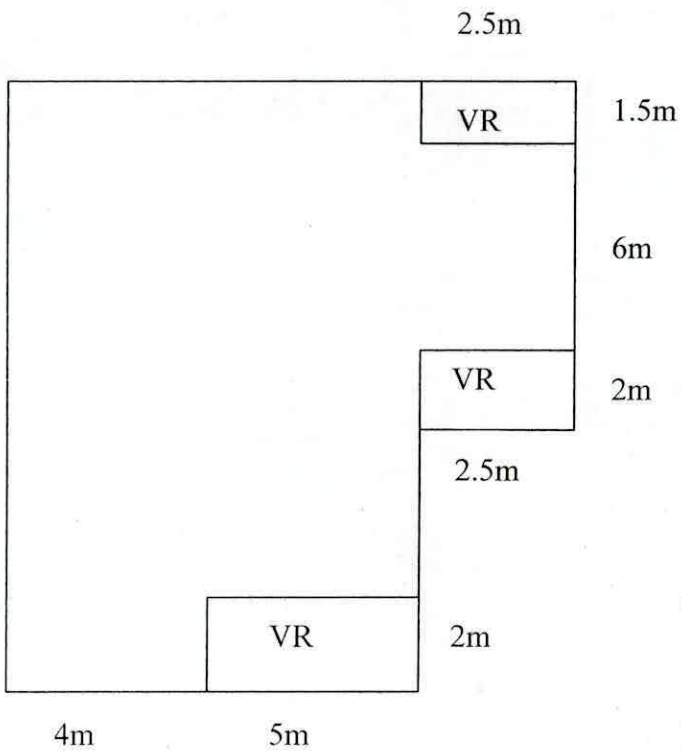
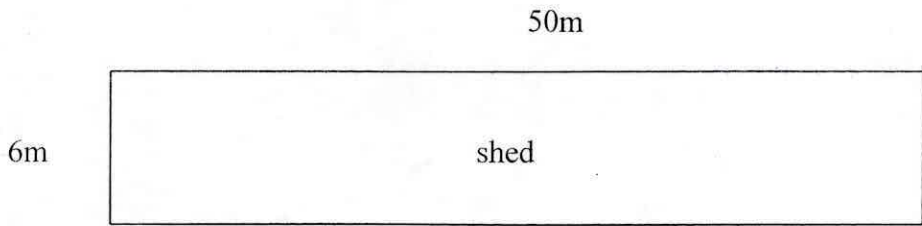
This information is given without guarantee on our part and that neither the bank nor its officers shall be held responsible for providing it.

Yours faithfully,


Authorized Signatory


Authorized Signatory

SKETCH PLAN



Valuation Analysis

R.F.A	=	263.0375m
Multiply by market rate per meter square	=	450,000/=
	=	118,366,875/=
Less: Depreciation @ 40%	=	47,346,750/=
	=	71,020,125/=
Add: Land Value (11159.89sqm x 40,000/=)	=	446,395,600/=
Market Value	=	517,415,725/=
Say Tshs	=	517,400,000/=

**VALUATION WORKSHEET ON PLOT NO.70 MBAGALA INDUSTRIAL AREA
DAR ES SALAAM**

Main Building

9m x 15.5m	=	139.5m ²
4m x 2m	=	8m ²
6m x 2.5m	=	5m ²
		162.5m ²

Verrandah

2m x 5m	=	10m
2m x 2.5m	=	5m
1.5m x 2.5m	=	3.75m
		18.75m

Out Building 1

21m x 7.5m	=	157.5m
------------	---	--------

Verrandah

21m x 1.5m	=	31.5m
------------	---	-------

Shed

50m x 6m	=	300m
----------	---	------

Reduced Floor Area Analysis

Main building @ 100%	=	162.5m
Out Building @ 40%	=	63m
Verrandah @ 15%	=	7.5375m
Shed @ 10%	=	30m
		263.0375m

4.0 Confidentiality

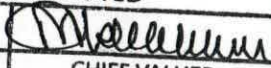
This report is confidential to the client for the specific purpose to which it refers. It may be disclosed to other professional advisors assisting the client for the purpose to which it refers.

5.0 Opinion of Value

Taking into account the type of property, location, general condition of the property and other factors affecting value of the property, we are of the opinion to consider the market value of the property built on Plot No. 70 Mbagala Industrial area in Temeke Municipality Dar es Salaam City is in the order of **T. Shs. 517,400,000/=** (Tanzanian Shillings Five Hundred and Seventeen Million Four Hundred Thousands) only



Idelfonce H. Mtima (Valuer II, Bsc. LMV (Hons) (UDSM), ATIVEA)

UNITED REPUBLIC OF TANZANIA FROM THE DESK OF GOVT. CHIEF VALUER	
VALUATION APPROVED	
18.07.2013	
OFFICER IN-CHARGE	CHIEF VALUER
P.O. BOX 9230, DAR ES SALAAM CV.	

Out Building

The property has a gable roof covered with corrugated iron sheets on timber members. Walls are constructed by sand cement blocks which are plastered and painted internally and externally.

Windows are made with aluminum frames and glass casements. Doors are of timber panels. Floor is finished with sand cement screed.

Details of Accommodation:

- 6 Bedrooms
- Sitting room

Shed

The property has a mono pitched roof covered with corrugated iron sheets rest on steel trusses and poles.

Accommodation:

It accommodates

- Workshop

3.2. Services

Water and electricity are connected from the main.

3.3 Site works

Nil

3.4 Condition and Comments

The property is in fair condition.

- iii. Both parties are well informed and well advised and are acting in what they consider to be their own best interest.

The market value approach is therefore the most appropriate method when valuing properties

3.0 Type of Property

It is a single storey structure and out buildings.

3.1 Details of construction

Main Building:

The property bears a gable roof covered with galvanized corrugated iron sheets on timber members. Walls are of sand cement blocks plastered and painted internally and externally. Windows are made of aluminum frames and glass casements. Doors are of timber battened. Floor is finished with tiles.

Accommodation:

It accommodates

- 3 bedrooms
- Sitting room
- Dining room
- Kitchen
- Public toilet and bathroom

1.4 Transferor

The interest over the said land is owned by one, **MALAIKA HOLIDAY VILLAS CO. LTD** of P.O. Box 1581 Arusha.

1.5 Transferee

The interest over the said property is being transferred to **EVER GROUP TANZANIA LTD** of P.O.Box 104499, Dar es Salaam

2.0 BASIS OF VALUATION.

The basis of valuation adopted is the 'current open market value' be defined as the best price which might reasonably be obtained for an interest in a property at the date of valuation with various assumptions being taken into consideration.

- Both the buyer and seller are economically motivated and are both acting prudently.
- The sale price is not affected by any undue influence.
- Both parties are well informed and well advised and are acting in what they consider to be their own best interest.
- A reasonable time is allowed for exposure in the open market.

2.1 Market Value

The market value of the property is defined as the highest and the best price which might reasonably be obtained for an interest in a property at the date of valuation with various assumptions being taken into consideration whereby

- i. Both the buyer and the seller are economically motivated and are both acting prudently
- ii. The sale price is not affected by any undue influence

VALUATION REPORT FOR A PROPERTY ON PLOT NO. 70 MBAGALA
INDUSTRIAL AREA DAR ES SALAAM CITY

1.0 Instructions and Purpose

We have been requested by **Malaika Holiday Villas Co. LTD** of **P.O.Box 1581** Dar es Salaam to inspect and appraise the subject property built on Plot No. 70 Mbagala industrial area in Dar es Salaam City for transfer purposes.

Accordingly, we have carried out the said exercise and contained in this booklet is our valuation report as requested.

1.1 Date of Inspection and Valuation

The property was physically inspected in July, 2013 and the values expressed herein are those current on the said date.

1.2 Location and Locality

The property is situated specifically on Plot No. 70 Mbagala Industrial area within Temeke Municipality in Dar es Salaam City.

1.3 Tenure

The property is registered in the name of **MALAIKA HOLIDAY VILLAS CO. LTD** of P. O. Box 1581 Arusha, holds a certificate of occupancy with C. T. No. 45298. It is granted for a term of 99 years effective from 1st April, 1995.

The conditions both expressed and implied in the document are of user for Industrial purposes only use Group 'O' use class (a) as defined in the Town and Country Planning (use classes) Regulations, 1960 as amended in 1993.

VALUATION REPORT FOR A PROPERTY ON PLOT NO. 70 MBAGALA
INDUSTRIAL AREA, DAR ES SALAAM CITY FOR TRANSFER PURPOSES

NAME OF TRANSFEROR: MALAIKA HOLIDAY VILLAS CO. LTD
P. O. BOX 1581
ARUSHA

NAME OF TRANSFEREE: EVER GROUP TANZANIA LTD
P.O BOX 104499
DAR ES SALAAM.

PREPARED BY
MINISTRY OF LANDS
VALUATION SECTION
P.O. BOX 9230
DAR ES SALAAM

JULY, 2013

16. THE FINANCING PATTERN:-

S/N	EQUITY/PAID UP CAPITAL US \$	LOCALY LOANS US\$	TOTAL US \$
1	12,050,000	2,450,000	14,500,000

17. CONCLUSION AND RECOMMENDATIONS:-

Based on the facts presented on this paper, the proposed venture will prove economically and financially a viable project with tremendous development potential. The projections also confirm the ability of the project to service its debts without causing constrains to the projects cash flows. The management also has a proven track record of managing such projects.

Our request to Tanzania Investment Centre, we do request the Centre to take our hands to achieve our objectives by granting us the Certificate of incentives for the same above.

Enclosures:

- Certificate of Incorporation & articles of association
- TIC Applications forms and others.

Prepared by

LIU GANG & WEI LING

Of Ever Green Group

Tanzania Limited.

Dar es Salaam

Contact: - 0715000055

Our Consultant:-

Martec & Co Ltd.

Certified Public Accountants in Public Practice &

Tax Consultants

Po box 71914

Dar es Salaam

Contact: - 0654058247

June, 2013

EVER GROUP TANZANIA LIMITED
 REPAYMENT SCHEDULE FOR LOAN FROM THE PERIOD JUNE, 2013 TO JUNE 2025

AMOUNTS IN US \$

TWELVE YEARS FROM JUNE, 2013 TO JUNE, 2025

DESCRIPTION / ITEM	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	YEAR 6	YEAR 7	YEAR 8	YEAR 9	YEAR 10	YEAR 11	YEAR 12	TOTALS
BALANCE B/ FORWARD	0	-	(4,628,000.00)	(14,651,300.00)	(6,759,600.00)	(9,708,100.00)	(7,675,600.00)	(5,909,100.00)	(4,295,100.00)	(3,332,100.00)	765,400.00	4,846,900.00	(51,346,600.00)
TRANSFER OF EQUITY AND OTHERS	5,625,000.00	6,425,000.00	-	-	-	1,500,000.00	-	-	-	-	-	-	13,550,000.00
LOAN FROM LOCAL BANKS TANZANIA	-	(2,450,000.00)	(6,000,000.00)	(4,000,000.00)	-	-	-	-	-	-	-	-	(12,450,000.00)
SALES INCOME	-	-	2,500,000.00	3,500,000.00	4,500,000.00	5,500,000.00	6,500,000.00	6,500,000.00	7,500,000.00	8,800,000.00	8,800,000.00	10,000,000.00	64,100,000.00
TOTAL IN FLOWS	5,625,000.00	3,975,000.00	(8,128,000.00)	(15,151,300.00)	(2,259,600.00)	(2,708,100.00)	(1,175,600.00)	590,900.00	3,204,900.00	5,467,900.00	9,565,400.00	14,846,900.00	13,853,400.00
CASH OUT FLOWS:-	-	-	-	-	-	-	-	-	-	-	-	-	-
Purchase of raw materials	-	-	3,000,000.00	2,500,000.00	1,500,000.00	750,000.00	500,000.00	650,000.00	250,000.00	450,000.00	450,000.00	500,000.00	10,550,000.00
Purchase of land and factory constru.	4,380,800.00	1,662,100.00	-	-	-	-	-	-	-	-	-	-	6,042,900.00
Installation of plant equipment	-	5,290,300.00	-	-	-	-	-	-	-	-	-	-	5,290,300.00
Purchase of vehicles	300,000.00	350,000.00	-	-	1,000,000.00	-	-	-	1,250,000.00	-	-	-	2,900,000.00
primary expenses	450,000.00	-	-	-	-	-	-	-	-	-	-	-	450,000.00
Purchase of furniture and fittings	50,000.00	300,000.00	-	-	750,000.00	-	-	-	800,000.00	-	-	-	1,900,000.00
Other expenses	100,000.00	150,000.00	120,000.00	50,000.00	25,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	550,000.00
Bank Interest	-	450,000.00	1,690,000.00	2,450,000.00	2,450,000.00	2,450,000.00	2,450,000.00	2,450,000.00	2,450,000.00	2,450,000.00	2,450,000.00	2,450,000.00	24,190,000.00
Fumigation charges	-	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	1,500.00	16,500.00
Administration costs	9,500.00	45,000.00	55,000.00	60,000.00	65,000.00	70,000.00	75,000.00	75,000.00	75,000.00	75,000.00	75,000.00	75,000.00	754,500.00
Agents commissions	-	-	15,000.00	16,000.00	17,000.00	18,000.00	20,000.00	20,000.00	20,000.00	20,000.00	20,000.00	20,000.00	186,000.00
Rental expenses	18,000.00	35,000.00	40,000.00	45,000.00	50,000.00	50,000.00	50,000.00	50,000.00	50,000.00	50,000.00	50,000.00	50,000.00	538,000.00
Bank charges	2,500.00	1,800.00	2,000.00	3,000.00	4,000.00	5,000.00	6,000.00	7,500.00	8,500.00	9,000.00	10,000.00	10,000.00	69,300.00
Security charges	60,000.00	65,000.00	67,000.00	70,000.00	8,000.00	9,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	339,000.00
Telephone faxes and postages	5,000.00	4,000.00	4,500.00	5,000.00	6,000.00	7,000.00	8,000.00	8,000.00	8,000.00	8,000.00	8,000.00	8,000.00	79,500.00
Travelling expenses	24,000.00	35,000.00	40,000.00	42,000.00	43,000.00	44,000.00	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00	498,000.00
Loan repayment	-	-	1,245,000.00	1,245,000.00	1,245,000.00	1,245,000.00	1,245,000.00	1,245,000.00	1,245,000.00	1,245,000.00	1,245,000.00	1,245,000.00	12,450,000.00
Salaries to staffs	100,000.00	120,000.00	130,000.00	145,000.00	150,000.00	155,000.00	155,000.00	155,000.00	155,000.00	155,000.00	155,000.00	155,000.00	1,730,000.00
Withholding taxes	64,000.00	16,000.00	18,000.00	12,000.00	12,000.00	12,000.00	12,000.00	12,000.00	12,000.00	12,000.00	12,000.00	12,000.00	206,000.00
Stamp duty	6,000.00	7,000.00	8,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	111,000.00
Directors allowances.	15,000.00	18,000.00	20,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	278,000.00
Repair, Maintenance and services	-	-	15,000.00	18,000.00	19,000.00	20,000.00	21,000.00	22,000.00	22,000.00	22,000.00	22,000.00	22,000.00	203,000.00
Provisions of Tax payable	-	-	-	-	-	12,000.00	15,000.00	15,000.00	15,000.00	30,000.00	45,000.00	45,000.00	177,000.00
Consultance fee	6,000.00	12,000.00	12,000.00	20,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	25,000.00	250,000.00
Miscellaneous expenses	17,000.00	18,000.00	16,000.00	18,000.00	18,000.00	18,000.00	18,000.00	18,000.00	18,000.00	18,000.00	18,000.00	18,000.00	213,000.00
Printing and stationery	1,200.00	1,300.00	1,500.00	1,800.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	2,000.00	21,800.00
SDL Payable	6,000.00	9,000.00	7,800.00	7,800.00	8,000.00	9,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	10,000.00	107,600.00
NSSF Payables	10,000.00	12,000.00	15,000.00	14,500.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00	171,500.00
TOTAL OUTFLOWS	5,625,000.00	8,603,000.00	6,523,300.00	6,759,600.00	7,448,500.00	4,967,500.00	4,733,500.00	4,886,000.00	6,537,000.00	4,702,500.00	4,718,500.00	4,768,500.00	70,272,900.00
NET IN FLOWS C/FORWARD	-	(4,628,000.00)	(14,651,300.00)	(6,759,600.00)	(9,708,100.00)	(7,675,600.00)	(5,909,100.00)	(4,295,100.00)	(3,332,100.00)	765,400.00	4,846,900.00	10,078,400.00	(41,268,200.00)

**PROJECTED BALANCE SHEET FOR FIVE YEAR
ENDING 31ST DECEMBER, 2018**

IN US \$

Particulars	Year 1	Year 2	Year 3	Year 4	Year 5
Assets employed					
Non --Current Assets (Land & Buildings, Motor vehicles P&M, Furniture & fittings)	4,930,800.00	12,426,950.00	9,190,262.00	15,940,600.00	13,549,510.00
	4,930,800.00	12,426,950.00	9,190,262.00	15,940,600.00	13,549,510.00
Current Assets					
Stocks	-	-	750,000.00	812,500.00	487,500.00
Debtors & Prepayments	-	-	625,000.00	1,725,000.00	2,051,200.00
Deposits	-	-	-	-	-
Primary expenses	450,000.00	1,801,050.00	-	-	-
Cash & Bank	260,200.00	293,000.00	73,250.00	75,081.00	76,958.00
Total Current Assets	710,200.00	2,094,050.00	1,448,250.00	2,612,581.00	2,615,658.00
Total Assets	5,641,000.00	14,521,000.00	10,638,512.00	18,553,181.00	16,165,168.00
Equity & Liabilities					
Capital	5,625,000.00	12,050,000.00	12,050,000.00	12,050,000.00	12,050,000.00
Revenue Reserves	-	-	(2,639,288.00)	(6,759,600.00)	(6,596,612.00)
Total Equity	5,625,000.00	12,050,000.00	9,410,712.00	5,290,400.00	5,453,388.00
Current Liabilities					
Creditors & Accruals	16,000.00	21,000.00	22,800.00	12,057,781.00	6,631,780.00
Taxation	-	-	-	-	-
Over Draft	-	-	-	-	-
Total Current Liabilities	16,000.00	21,000.00	22,800.00	12,057,781.00	6,631,780.00
Long Term Liabilities					
Term Loan	-	2,450,000.00	1,205,000.00	1,205,000.00	4,080,000.00
Total long term Liabilities		2,450,000.00	1,205,000.00	1,205,000.00	4,080,000.00
Total Equity & Liabilities	5,641,000.00	14,521,000.00	10,638,512.00	18,553,181.00	16,165,168.00

THE FINANCIAL PROJECTIONS (12 YRS)

AND

BALANCE SHEET (5 YRS)

14. FINANCIAL ANALYSIS:-

A projected cash flow statement has been prepared for coming 12 years in order to ascertain the economic and financial viability of conceiving this program, for the first 5 years the company projections shows that the company shall be having a liability of US \$ 9,708,100 and it is benefiting to note that in the 10th year the company shall have a surplus of US \$ 765,400, the company should be more comfortable in the 12th year hence the surplus is increased up to US \$ 10,078,400 with this balance the company will be capable of sustaining its own operations in the following years without relying upon the bank long term loans or over drafts for working capital requirement

15. ECONOMIC DEVELOPMENT ON CONSIDERATION:

The project shall have the following economics and social advantages:

- The Government shall obtain more revenues in terms of property tax, land rent, import duty on building materials, corporation tax, pay roll related taxes and VAT all resulting from the activities to the conducted in the project's buildings
- The expansion of the business in pipes and plastics in Tanzania will create additional employment to the people living in Tanzania projects vicinity.
- Pipes and plastics business in the City of Dar -es- Salaam and in Tanzania as whole is proportionately expanding with the population growth ration and economic growth ration
- Following the government's privatization decision, many potential investors are pumping their capital in the country. This is possibility because of political integrity of our country, peace and stability, geographical features, location and climate, people and historical background of Tanzania. As the investments come along with its investors and management staff, they will definitely require best quality products. And this place shall un-doughtily be ideal for the expected investors and their staff both national and foreigners.

16. THE TOTAL PROJECTED INVESTMENT COST IS ANALYSED AS HERE BELOW:-

S/N	ITEM DESCRIPTION	TOTAL COST IN USD
1	LAND AND BUILDING	6,000,000
2	PLANT & MACHINERY	6,500,000
3	MOTOR VEHICLES	250,000
4	FURNITURES & FITTINGS	250,000
5	PRE- EXPENSES	450,000
6	OTHERS	250,000
7	WORKING CAPITAL	800,000
	TOTALS	14,500,000

- **Loan Repayment:-**

Due to the fact that these kind of investments requires huge fund for various requirements as shown in the repayments schedule, the company will arrange with commercial banks to take hands towards this investments and hence in the second year the company would have acquired land and other assets which will be utilized as a security plus other planned bonds to be sanctioned , the company is confidence to acquire loan from the second year and repay at fully in the 12th year plus all interests and it projected that the company will stand at his own with a balance of US \$ 10,078,400 in the twelve year.

- **Salaries to Staffs:-**

This item is based on labor law laws and registration, which is applicable to all people employed in the similar business with an incentive package included in the first year it projected at US \$ 100,000 up to the total of US\$ 645,000 in the fifth year.

- **Directors allowance:-**

Director's allowance this item is for directors remuneration paid to companies directors and it has been projected at US \$ 15,000 in the first year up to total of US \$ 103,000 in the fifth year.

Others projected expenses are as shown in the repayment schedule.

13. A. SALES PROJECTIONS:-

The company has made yearly sales projections of 10 years from the third year after the constructions and installation of plants and equipment's has been completed, the company experts to sale more in the fifth year financing because the marketing section will have advertised more it projected that from the 3rd year up to fifth year there will be US \$ 10,500,000 and a total of US \$ 65,100,000 in the twelve year.

13. B RISK ANALYSIS:-

Risk analysis can be viewed in terms of the organization's strength and weakness:-

a) STRENGTHS

- The success of Ever Group shall depend mainly on the team to be recruited such as marketing manager, stores managers, etc. towards provision of profession services to the customers which will be planned for better management. The managing directors possess ample managerial capabilities and have exposure in various business disciplines.
- Better working relationship mainly due to projected plan which will be set up whereby all the employees will be in the correct position.

- **Purchase of law materials:-**
The company intends to purchase law materials from the third year amounting to US \$ 3,000,000, after the completion of the building of the factory and installation of plant equipment's and totals up to US \$ 7,000,000 in the fifth year.
- **Other expenses:-**
This item shall include loading and offloading charges, medical expenses, trading expenses, advertisements, and staff welfare etc, this item is projected up to US \$ 377,500 in the fifth year.
- **Bank Interest:-**
Hence the company shall borrow money from the commercial bankers from the second year; it is projected that up the fifth year the company shall pay to banks total US\$ 7,417,500.
- **Fumigation charges :-**
In this item the company intends to start in the second year and projected up US \$ 6000 in the fifth year.
- **Administration costs.**
This item is expenditure has been projected at US \$ 8000 from the first year up to US \$ 65,000 in the fifth year.
- **Agents Commission:-**
In this item the company plans to arrange with some agents for selling its products to do distribution and marketing it projected at US \$ 15,000 from the third year after the start of production up to us \$ 48,000 in the fifth year.
- **Rental charges;-**
Since most of the Key staffs shall be entitled to house allowances, this item is projected from US \$ 18,000 in the first year up the total of US\$ 18, 8000 in the fifth year.
- **Security Charges:-**
Due to importance of this item and hence the company will acquire various costly items from the start of construction this item is projected at US \$ 60,000 from the first year up the total of Us \$ 270,000 in the fifth year.
- **Telephone, Faxes and postages:-**
Telephone is an important link for this type of business; they depend entirely on the frequency of usage, considering the magnitude of this business these items of expenditure has been projected at US \$ 5000 from the first year up to the total of US \$ 24,500 in the fifth year.
- **Travelling Expenses :-**
Travelling has been projected at US \$ 24,000 from the first year up to the total of US \$ 184,000 in the fifth year.

whenever they make purchase, the materials are given freely. There will be also a plan to involve the company in sponsorship of programs like sports and cultures activities, education etc. Sponsorship will help in publicizing the company and attract new customers to this business.

11. INVESTMENT COSTS:-

- **Land & Building** – the land is already acquired at US \$ 1,000,000 and the building is estimated at US \$ 5,000,000 up on completion.
- **Plant & Machinery**-the plant and machinery for the plant, equipment's, tools, accessories, etc. will be required as mentioned above and will be based on quotation received from abroad and locally and is estimated to US \$ 6,500,000.
- **Vehicles** :- For office and plant work the company intends to procure various vehicles estimated at US \$ 250,000
- **Furniture & Fittings:** - for office and factory the promoters intends to procure the same at the estimated cost of US \$ 250,000.
- **Pre. Expenses:** - for this item it is projected to cost up to US \$ 450,000.
- **Other expense** :- This item intends to cover un foreseen expenses and it is estimated at US \$ 250,000
- **Working Capital** :- Initial working capital which the promoters intends to inject in this project is US \$ 800,000 this is mainly for procurement of initial stocks of raw material of which $\frac{3}{4}$ shall be obtained from abroad and the rest shall be raised from commercial banks as and when required to do so

12. OPERATING EXPENSES:

The main operating expenses for this business will be purchase of raw materials , salaries and wages, production costs ,distribution costs , administrative overhead, rent, directors remunerations, motor vehicles running expenses , electricity ,telephone, faxes and postage, printing, stationery and staff welfare, in normal terms these have been shown in the five years projected cash flow statement accompanying this business plan

7. THE PROPOSED PROJECT:-

Upon completion of the construction of the project of **EVER GROUP TANZANIA LIMITED** it will be among of leading manufacturer and supplier of piping systems in Tanzania, the company will specialize in manufacturing and supplying of **HDPE and fittings, PVC pipes fittings, DCI pipes, G.s pipes and fittings, bore borehole castings, valves etc.**

The products which will be very essential for agriculture, mining, building, energy, telecommunications oil and for gas requirements and will be sold allover Tanzania and nearby countries like Kenya, Uganda, Zambia, Burundi and Rwanda.

8. THE MARKERTANALYSIS;-

There is a very big market potential for all those products at the proposed areas. The traditional customers will be individual, private businessmen, government institutions, central government, town councils, etc. The survey undertaken by the company one year ago, indicates that the demand for those items is likely to increase substantially over the next three year at the proposed sites as there few manufacturing companies, most of the available products are mainly imported from abroad and hence the price tend to be higher . The company's locations as we have said it will be located in Dar es Salaam, the prime area. In addition to the above Dar es Salaam city with its estimated population of 6 Million people is expanding rapidly and still will remain to be the major manufacturer and suppliers. A conducive investment environment to investors, has been purposely created whereby local and foreign investor has been encouraged to invest in the country and for the response has been good, therefore the market for these products is assured.

9. COMPETITION:-

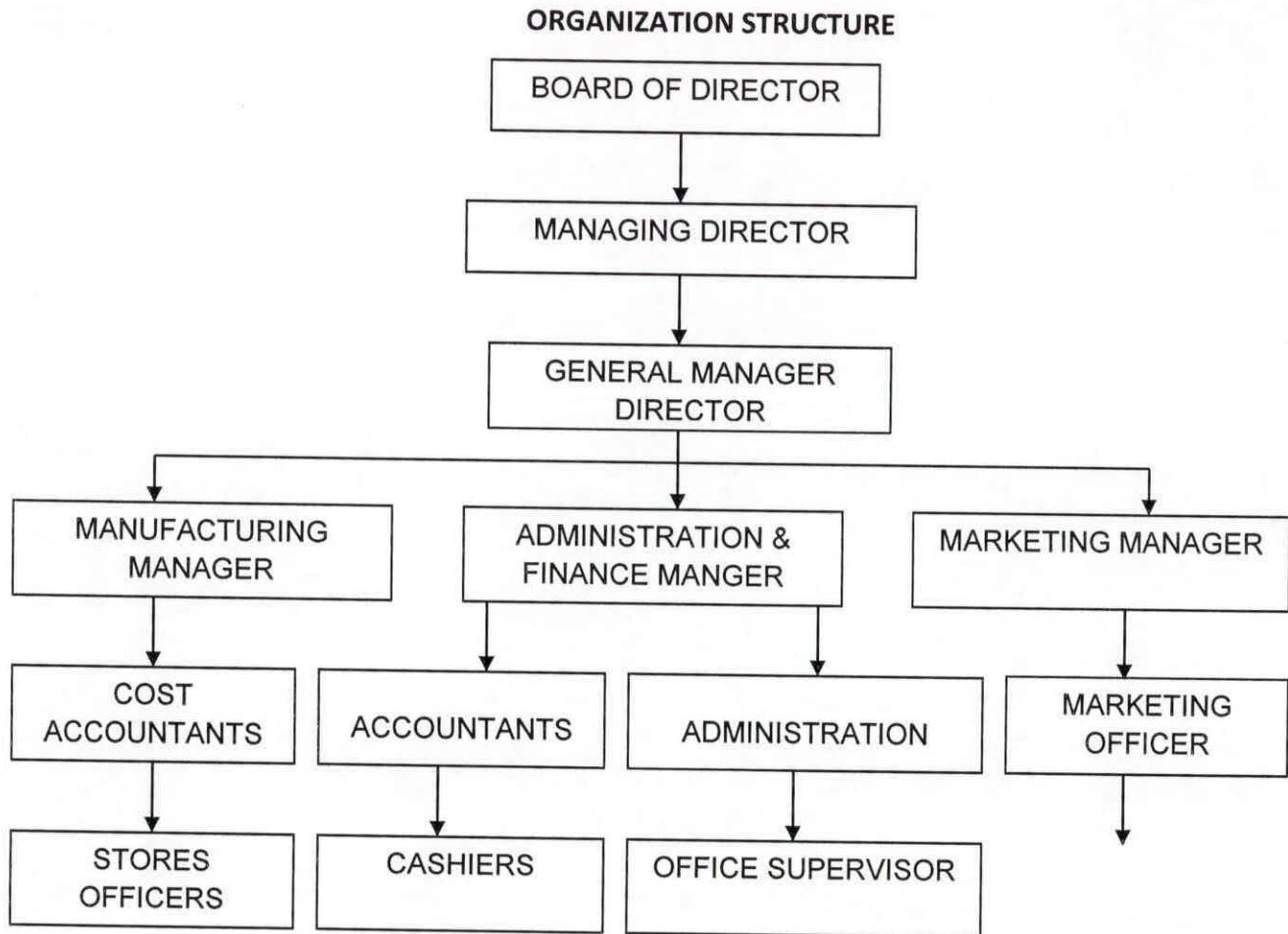
As proposed in the document would stand in classic of its own and face negligible competitive, which for the time being are only four namely **Metro plastic Industries Limited, DPI Simba Ltd, Plasco Ltd, SILAFRICA TANZANIA LTD**, the competitiveness of the business is lying only to above industries but our confidence is that due to availability of experienced key personnel, there will be lessor or negligible competition.

10. PROMOTION;-

Since there are assured market a little will be done regarding advertisement, the sales and marketing department will recruit few numbers of skilled personnel in this field for promoting public understanding and acceptance of the company's its products and services. The purpose is to insure that the image or impression, which the public s carries of the company, is a favorable one so that ultimately there will be greater sales and improvement of the company's profits, the company will produce promotional materials including TV, and press ads, the promotional materials are to be distributed freely through retails and sub whole sellers,

EMPLOYMENT:-

The total permanent workforce industry management and productions shall be 155 staffs. Up on which 10 staffs will be foreigners and 145 will be local Tanzanians.



4.0. THE MANAGEMENT.

The overall management of the company shall be vested in the board directors who are responsible for police formulation while the day to day activities involving the company's operational matters will be under the managing director. In addition to this he will provide cohesion among the worker for the purpose of motivating them for high lab our productivity, discourage thefts and good pilferage.

5. BRIEF CV OF THE DIRECTORS:-

Both of the directors holds degrees in mechanical engineering and has saved in various departments in republic of China before establishing this company in Tanzania.

6 A. ORGANIZATION STRUCTURE

The company will have the following departments:

1. Administration Department Responsible for

- Manpower Recruitment
- Personal Welfare service
- Preparation of final accounts for audit purpose

2. Accounts Departments Responsible for :-

- Preparation of proper books of accounts
- Budgeting
- Preparation of final accounts for audit purpose
- Budgets

3. Marketing Department Responsible for:-

- Promotions and advertisements
- Seminars conducting and training of new staffs
- Competitive technics resolution and capture of the market.

4. Project Department:-

- The duties of this department are primary planning, constructions, and implementation of the new projects.

6. B. ORGANIZATION STRUCTURE & MANAGEMENT

EVER GROUP TANZANIA LIMITED shall be managed by an experienced team which shall comprise of general manager, production manager, front office manager, technical, and finance and admin manager

The general manager shall be answerable to the managing director who shall be answerable to the Board of directors.

1. EXECUTIVE SUMMARY

EVER GROUP TANZANIA LIMITED (hereinafter referred as **E.G.T.L**) established in 15th of May, 2013, with registration number 99311 under the companies ordinance (Cape. 212) of the revised laws of Tanzania.

Brief history of the above companies provides that the management has experience in pipes and plastics production and selling.

Company study gives indicators that there will be a major and rapid growth in this business, it provides that the strength and the strategies we are undertaking will be implemented accordingly.

The management of **EVER GROUP TANZANIA LIMITED** has planned to ensure guaranteed quality of prompt services, low prices, rapidly expanding up country network and innovative business strategies.

2. SHARE HOLDING:-

NAMES, ADDRESSES AND DESCRIPTION SUBSCRIBERS	NUMBERS OF SHARES
LIU GANG PO BOX 104433 DAR ES SALAAM	6000
WEI LING PO BOX 104433 DAR ES SALAAM	4000
TOTAL NUMBER OF SHARES	10,000

3. LOCATION AND PHYSICAL ADDRESS

The plant and offices shall be located at 70 industrial areas Mbagala.Dar es salaam

TABLE OF CONTENTS

	PAGE
1. EXECUTIVE SUMMARY.....	3
2. SHARE HOLDING.....	3
3. LOCATION AND PHYSICAL ADDRESS.....	3
4. MANAGEMENT.....	4
5. B. BRIEF CV.OF THE DIRECTORS.....	5
5. A ORGANISATION STRUCTURE	5
6. B. ORGANISATION & MANAGEMENT.....	5
7. THE PROPOSED PROJECT.....	6
8. THE MARKERT ANALYSIS,COMPETION AND PROMOTION.....	6-7
9. INVESTIMENTS COSTS-.....	7
10. THE PROJECTED INVESTMENT COST.....	7
11. OPERATING EXPENSES.....	7-8
12. SALES PROJECTIONS, RISK ANALYSIS AND SRENGHS	9-10
13. ECONOMIC DEVELOPMENT ON CONSIDERATION.....	10
14. THE FINANCIAL PROJECTIONS & BALANCE SHEET.....	11
15. CONCLUSION & REQUEST S	12

TABLE OF CONTENTS

	PAGE
1. EXECUTIVE SUMMARY.....	3
2. SHARE HOLDING.....	3
3. LOCATION AND PHYSICAL ADDRESS.....	3
4. MANAGEMENT.....	4
5. B. BRIEF CV.OF THE DIRECTORS.....	5
5. A ORGANISATION STRUCTURE	5
6. B. ORGANISATION & MANAGEMENT.....	5
7. THE PROPOSED PROJECT.....	6
8. THE MARKERT ANALYSIS,COMPETION AND PROMOTION.....	6-7
9. INVESTIMENTS COSTS-.....	7
10. THE PROJECTED INVESTMENT COST.....	7
11. OPERATING EXPENSES.....	7-8
12. SALES PROJECTIONS, RISK ANALYSIS AND SRENGHS	9-10
13. ECONOMIC DEVELOPMENT ON CONSIDERATION.....	10
14. THE FINANCIAL PROJECTIONS & BALANCE SHEET.....	11
15. CONCLUSION & REQUEST S	12

EVER GROUP TANZANIA LIMITED

**BUSINESS PLAN FOR INVESTING IN MANUFACTURING OF PPR
PIPES & PLASTIC MATERIALS**

AND TWELVE YEARS ANNUAL PROJECTIONS

FROM 2013-2025

DAR ES SALAAM

Prepared by:
LIU GANG & WEI LING
PO BOX 104433
DAR ES SALAAM

JUNE, 2013

MINUTE SHEET

Dokeza
No.

MINUTE SHEET

Dokeza
No 61

Ag. DLF

F8 contains all required documents to amend COI no: 042477. Thus COI can be sent to EXD for signature.

~~F8~~ - (FMCP)

24/5/2016.

7. EXD

Certificate of members has been amended to

MINUTE SHEET

Dokezo
No.

3

EXD
Certificate of members has been prepared as per the request in folio 5 and as per loss report herewith submitted as a proof of loss and is hereby submitted for your signature

20/03/2015




DIF

4.0 DIF

F 8 is the request of the investor to amend the following section in the COI, no. 042477.

1/ Section (1) Proposed activities to be establishment of production facility for cement, instead of Plastics Manufacturing

2/ Section (4), (5) and (7). As per ^{revised} business plan the total project cost will be 15.95 million USD.

3/ Section 10 & 11: Currently the COI no. 042477 has been expired, the investor is requesting extension of the project implementation period. I therefore forward the request of the investor before for your consideration and approval

 - Ag. IFM (P)

23/5/2016.

Ag IFM(P)

Please proceed with the issuance of certificate as requested
23/5/2016


DIF

50

MINUTE SHEET

Dokezo
No.

1.70

EXD

Approved 10/07/13

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

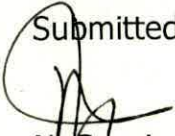
(a) Minimum finance investment threshold has been exceeded, the project expects to invest US\$ 14.5m.....

(b) Legal entity has been incorporated under certificate

No. 99311 of 15/05/2013.....

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. Senzia

DIF

27th June, 2013

2.0

EXD

In response to the TIC letter of registration dated 27th June 2013.....

the project has submitted the required documents namely: -

(a) Company Board Resolution.

(b) Reference letter/Financing from NIC Bank LTD.....

(c) Title deed as evidence of land.....

With the above submission EXD is requested to sign Certificate of Incentives No. 042477..... herein attached.

18/7/2013


DIF