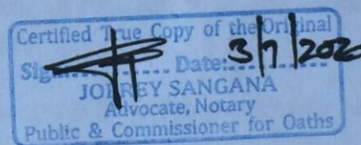


THE COMPANIES ACT 2002
COMPANY LIMITED BY SHARES
MEMORANDUM
AND
ARTICLES OF ASSOCIATION
OF
SUPREME PERCH LIMITED

Incorporation at this of



Drawn by:
Saju Thankappan,
P.O. Box 2589,
Mwanza.

TANZANIA
Stamp Duty Sbs. 5000/-
PAID ON ORIGINAL
Receipt No. 346198 of 2/11/16
Stamp Duty Officer

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES


Memorandum of Association

of

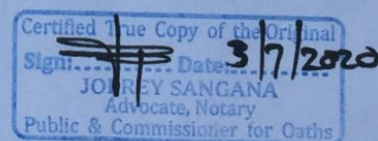
SUPREME PERCH LIMITED

TANZANIA
Stamp Duty Sbs. 7000/- Paid
Receipt No. 346198 of 2/11/16
Asst. Registrar of Companies

1. The name of the Company is "SUPREME PERCH LIMITED"
2. The Registered Office of the Company will be situated in the United Republic of Tanzania.
3. The objects for which the Company is established are:-
 - a) To carry on the business of general traders and import, export and deal in fish whether dried or fresh or frozen, prawns, sea foods, fruits, poultry, whether treated or alive, meat livestock and generally to do general export and import business.
 - b) To carry on the business of fishing and marine products of all sea and lake products, and to own, hire or deal in any fishing crafts, trawlers, and cold storage for storing fish and marine products, and to process, sell locally, and export to foreign countries all type of shi, shrimps, lobsters, and dried, smoked, salted canned or frozen fish, beche-de-mer, fish maws.
 - c) To undertake and engage in the establishment of fishing industry, fishfarming and undertake marine activities, processing, packing, buying, selling, distribution, supplying and marketing of fish, sea food, sea-weed and all marine and lake products of all kinds.
 - d) Undertake Fresh Nile Perch and Frozen Nile Perch processing and export (fillet, h & g portions, loins, steaks, kibbling).
 - e) To Process Value Added products, export and sell of the products. To undertake Fresh and Frozen tilapia processing and export it. To buy maws-processing sell and export ii.

Certified True Copy of the Original
Sign.  Date 3/7/2020
JORREY SANGANA
Advocate, Notary
Public & Commissioner for Oaths

- f) To carry on the business of trading and marketing including export of all fresh foods, frozen foods, dried foods, sea foods, fish, prawns and all kinds of marine products, and to buy, sell, get work, shape, hew, carve, polish, crush, and prepare for market or use stones of all kinds, and to deal in all kinds of flowers, coffee, cotton, coca, sisal, tea, coconut and copra, coconut fibre, and raffia fibre, cincoha, flax grain, fruits and foodstuffs, milk and dairy products, rice, paddy, wheat, millet, all kinds of agricultural produce and other merchandise.
- g) To carry on the business of and dealers in ice, ice blocks, pyrogen fee water, distillers, aerated and mineral waters and other soft drinks, fresh juice and to deal in commodities of all kinds.
- h) To purchase, hire, or otherwise acquire and hold ships and vessels, and to carry on all or any of the business of shipowners, freight contractors, general carriers by land and water and any other business let on hire, repair, alter and deal in machinery component parts, accessories and fitting.
- i) To purchase or otherwise acquire, workshops, buildings and premises and nay fixed and movable machinery, tools, engines, boilers, plant, implements, patterns, stock in trade, patents and patent right, convenient to be used in or about the trade or business of engineers, founders, smith or merchants.
- j) To import, purchase or otherwise acquire all necessary machinery and equipment and raw materials and accessories for the business of the Company.
- k) To carry on the business of importers, dealers and distributors of oil, kerosene, petrol, motor sprit mineral oil, crude oil, petroleum, lubricating oil, grease and all other kinds of mineral and petroleum products.
- l) To sell or dispose of the undertaking any property of the Company or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any other Company having objects altogether or in part similar to those of this Company.
- m) To carry on the business of wholesale or retail of automotive spares and parts of all description, tyres and tubes, batteries, battery solution and all other spares, accessories and goods as may be conveniently sold therewith all things capable of being used therewith or in the maintenance, repair and manufacture thereof
- n) To carry on the business of saw mills and the preparation of timber for market and the manufacture of and dealing in all articles made of or principally made of wood.

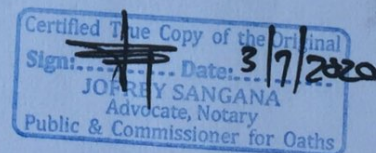


- gg) To promote another Company for the purpose of acquiring all or any of the property and liabilities of this Company, or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
- hh) To pay the expenses of any preliminary and incidental to the promotion, establishment and registration of the Company or of any other Company promoted, formed, established or registered by the Company and all brokerage, discount and other expenses lawfully payable which may at any time and from time to time be deemed expedient for taking, placing or undertaking all or any of the shares or debentures or other obligations of the Company as promoted, formed, established or registered by the Company.
- ii) To obtain all powers and authorities necessary to carry out or extend any of the above subjects.

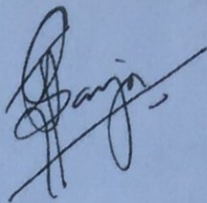
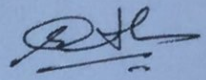
The objects set forth in any sub-clause shall not, except when the context expressly so required, be in anywise limited or restricted by reference to or inference from the terms of any sub-clause or by the name of the Company. None of such sub-clause or other objects therein specified of the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in the first sub-clause of this clause, but the Company shall have full power to exercise all or any of the power conferred by any part of this clause in any part of the world and notwithstanding that the business undertaking, property or performed do not fall within the objects of the first sub-clause of this clause.

AND it is hereby declared that the word "COMPANY" in this clause shall be deemed to include any partnership or other body of persons, whether incorporated and whether domiciled in East Africa or elsewhere and the intention is that the object specified in each paragraph of this clause shall except where otherwise expressed in such paragraph be independent main object and shall in no wise be limited or restricted a reference to or inference from the terms of any other paragraph for the name of the a reference to or inference from the terms of any other paragraph for the name of the Company.

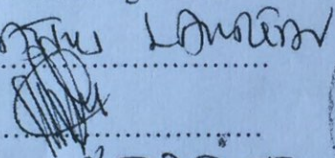
- jj) The liability of the members is limited
- kk) The initial capital is Shs. 1,000,000,000/= divided into 1,000 shares of Shs. 1,000,000/= each and the Company shall have the power to divide the original or any increased capital into several classes, and to attach thereto any preferential, deferred, qualified or other special rights, privileges, restriction or conditions.

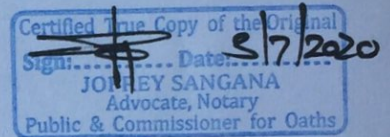
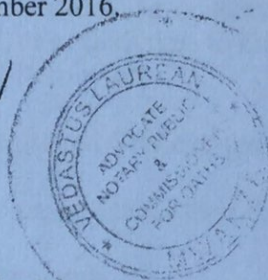


WE, the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association, and respectively agree to take the number of share in the capital of the Company set opposite our respective names.

NAMES, ANDDRESSES AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
SAJU THANKAPPAN P.O. Box 2589, MWANZA.	75	
SMITHA SAJU P.O. Box 2589, MWANZA	25	
	100	

DATED at Mwanza this 21st day of December 2016,
WITNESS to the above signatures:

NAME: VEDASTUS LAUREAN
 SIGNATURE: 
 QUALIFICATION: ADVOCATE
 POSTAL ADDRESS: Bx 11548 Mwanza



TANZANIA
Stamp Duty Shs. 5000/-
PAID ON ORIGINAL
Receipt No. 119 of 29/12/16
Stamp Duty Officer

THE COMPANIES ACT, 2002

PRIVATE COMPANY LIMITED BY SHARES

Articles of Association
Of

SUPREME PERCH LIMITED


TANZANIA
Stamp Duty Shs. 2000/- Paid
Receipt No. 119 of 29/12/16
Asst. Registrar of Companies

1. The regulations in Table "A" in the First Schedule to the Companies Act, 2002 (Cap. 212) shall not apply to the Company.
2. In these presents, if not inconsistent with the subject or context, the words standing in the first column of the table next hereinafter contained shall bear the meanings set opposite to them respectively in the second column thereof.

Table "A" Not to Apply

WORDS	MEANINGS
The Act	The Companies Act, 2002 (Cap 212), and every other enactment for the time being in force concerning companies and affecting the Company.
These presents	These Articles of Association, as now framed, or as from time to time altered by Special Resolution.
Office	The Registered Office of the Company.
Seal	* The Common Seal of the Company.
Month	Calendar month.
Year	Calendar year.
Writing	Unless the contrary intention appears, " writing " shall be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.
Dividend	Dividend and/or bonus.

The expressions "Debenture" and "Debenture holder" shall include

Certified True Copy of the Original
 Signed:  Date: 3/1/2020
 JONREY SANGANA
 Advocate, Notary
 Public & Commissioner for Oaths

"Debenture Stock" and "Debenture Stockholder", and the expression "Secretary" shall include a temporary or assistant Secretary and any person appointed by the Directors to perform any of the duties of the Secretary.

Save as aforesaid any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meaning in these presents.

The marginal notes are inserted for convenience only and shall not affect the construction of these presents.

Words importing the singular number only shall include the plural and the converse shall also apply.

Words importing males shall include females.

3. The Company is a private Company and accordingly:-

Private Company

- (a) the right to transfer shares is restricted in manner hereinafter prescribed.
- (b) the members of the company (exclusive of persons who are in the employment of the Company) is limited to fifty, PROVIDED THAT, where two or more persons hold one or more shares in the Company jointly, they shall, for the purpose of this Article, be treated as a single member;
- (c) any invitation to the public to subscribe for any shares or debentures of the company is prohibited;
- (d) the Company shall not have power to issue share warrants to beare.

Share Capital

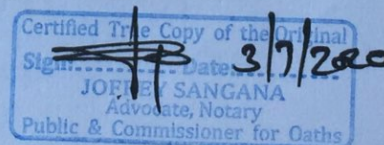
SHARE CAPITAL

4. The Share Capital of the Company at the date of registration of these Articles is **Tanzania Shillings One Billion (Tshs. 1,000,000.00)** divided into **One Thousand (1,000)** shares of **Tanzania Shillings One Thousand (T.Shs. 1,000,000)** each

Company's own shares
not to be purchased

LOANS BY THE COMPANY

5. No part of the funds of the Company shall be employed in the purchase of or in loans upon the security of the Company's



principal or revocation of the proxy, or of the authority under which the proxy was executed, or the transfer of the share in respect of which the proxy is given, provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the Company at the Office before the commencement of the meeting or adjourned meeting at which the proxy is used.

DIRECTORS

73. Unless and until otherwise determined by the Company in a General Meeting the Directors shall not be less than two in number. The first directors of the Company shall be:-

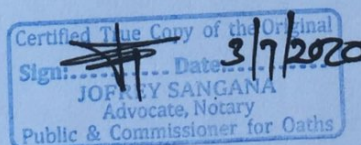
1. SAJU THANKAPPAN
2. SMITHA SAJU

74. The Directors shall be paid out of the funds of the Company by way of remuneration for their services, such sum as the Company in General Meeting may from time to time determine. The Directors shall also be paid all reasonable travelling, hotel and other expenses incurred by them in connection with attending and returning from Board Meetings or otherwise in connection with the business of the Company.

75. Any Director who serves on any committee or who devotes special attention to the business of the Company or who otherwise performs services which, in the opinion of the Board, are outside the scope of the ordinary duties of a Director, may be paid such extra remuneration by way of salary, percentage of profits or otherwise as the Board may determine, which shall be charged as part of the Company's ordinary working expenses.

76. The office of a Director shall be vacated in any of the following events, namely:-

- (a) If (not being an Executive Director holding office as such for a fixed term) he resigns his office by writing under his hand left at the Office.
- (b) If he has a receiving order made against him or compounds with his creditors.
- (c) If he be found lunatic or of unsound mind.
- (d) If he be absent from meetings of the Directors for six months without leave and the Directors resolve that, by reason of such absence, his office be vacated.
- (e) If he be removed from office pursuant to Article 83.



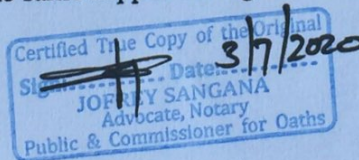
class or classes of property and may determine how such division shall be carried out as between the Members or different classes of Members. The liquidator may, with the like authority, vest any part of the assets in trustees upon such trusts for the benefit of Members as the Liquidator with the like authority shall think fit, and the liquidation of the Company may be closed and the Company dissolved, but so that no contributory shall be compelled to accept any shares in respect of which there is a liability.

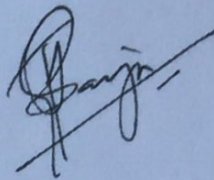
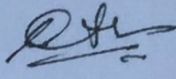
INDEMNITY

125. Subject to the provisions of the Act every Director, Managing Agent, Auditor, Manager, Secretary or officer or Servant of the Company shall be entitled to be indemnified by the Company against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

Indemnity of
Directors and
officers or servants

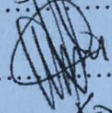
126. No Directors, Managing Agent, Auditor or other officers of the Company shall be liable for the acts, receipts, neglects or defaults of any other Director or Officer, or for joining in any receipt or other act for conformity or for any loss or expense happening to the Company through the insufficiency or deficiency of title to any property acquired by order of the Directors for or on behalf of the Company, or for the insufficiency or deficiency or any security in or upon which any of the moneys of the Company shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person with whom any moneys, securities or effects shall be deposited, or for any loss occasioned by any error of judgement, omission, default or oversight on his part, or for any other loss, damages or misfortune whatsoever which shall happen in relation to the execution of the duties of his office or in relation thereto, unless the same happen through his own dishonesty.

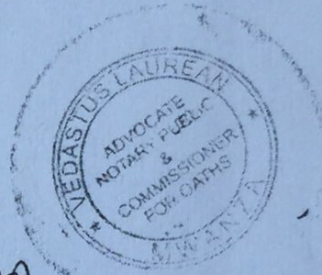



NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
SAJU THANKAPPAN, P. O. Box , MWANZA.	75	
SMITHA SAJU P.O. Box MWANZA.	25	
	100	

DATED at Mwanza this 21st day of December 2016

WITNESS to the above signatures:

NAME: Vedastus Laurean
SIGNATURE: 
QUALIFICATION: Mwanza
POSTAL ADDRESS: Bx 11548 Mwanza



Certified True Copy of the Original
Signature:  Date: 3/17/2020
JOFFEY SANGANA
Advocate, Notary
Public & Commissioner for Oaths