

**NUTRIGROUP TANZANIA LIMITED**  
Tanzanian Registered Company Number 138482456 (the **Company**)  
Registered Office: 11<sup>th</sup> Floor, Golden Towers, Ohio Street  
P.O. Box 80512, Dar es Salaam, Tanzania

**WRITTEN RESOLUTION OF THE BOARD OF DIRECTORS OF THE COMPANY**

**DATED ON 09 APRIL 2020**

**Background**


- A. WHEREAS, the Company was incorporated on 28 December 2018 with an authorized share capital TZS 1,667,000 divided into 1000 ordinary shares of TZS 1,667 each.
- B. WHEREAS, the Company's shareholding structure is as follows:
- | <u>Name of shareholder</u>     | <u>Numbers of ordinary shares</u> |
|--------------------------------|-----------------------------------|
| NutriGroup Africa Holdings LLC | 99 of TZS 1,667 each              |
| Blacklvy LLC                   | 1 of TZS 1,667 each               |
- C. WHEREAS, the shareholders of the Company, Blacklvy LLC and NutriGroup Africa Holdings LLC are companies registered in the United States of America.
- D. WHEREAS, the Company has been incorporated to carry on the business of production and sale of animal feed (the **Business**).
- E. WHEREAS, the Company has designated a premise situated at Plot Number 163, Mbozi Road, Changombe, Dar es Salaam, Tanzania in order to carry out the Business.
- F. WHEREAS, the Company in the best commercial interest wishes to register the Business for exemption with the Tanzania Investment Center (**TIC**) pursuant to section 17 of the Tanzania Investment Act, No. 26 of 1997.
- G. WHEREAS, at a duly convened meeting of the Directors of the Company, the following resolution was passed.

**Directors Resolution**

Pursuant to articles 40 and 45 of the Articles of Association of the Company, we the undersigned, being all the directors, hereby unanimously pass the following resolution and agree that the said resolution shall for all purposes be valid and effective as if the same had been passed at a board meeting of the Company duly convened and held.

The directors (in the best commercial interests of the Company, for the benefit of its shareholders as a whole) hereby **APPROVE THAT** the Company be and is hereby authorised to apply and register with the TIC as an investor for exemption for its Business located at Plot Number 163, Mbozi Road, Changombe, Dar es Salaam, Tanzania for the entire duration of the project.

  
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CHERYL D. MILLS

  
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JEAN - LOUIS WARNHOLZ