

THE COMPANIES ACT 12 OF 2002

COMPANY LIMITED BY SHARES

AMENDED

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

LUCKY SPACE INVESTMENT LIMITED

Incorporated this day of 2019

Drawn by:
Yonggang Chang (Subscriber)
P.O. Box 63014
Dar Es Salaam
Tanzania.

THE UNITED REPUBLIC OF TANZANIA



CERTIFICATE OF INCORPORATION

NO.....

LUCKY SPACE INVESTMENT LIMITED

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

Given under my hand at Dar Es Salaam this Day of Two thousand nineteen.

Asst. Registrar of Companies



THE COMPANIES ACT NO. 12 OF 2002

**COMPANY LIMITED BY SHARES
AMENDED**

MEMORANDUM OF ASSOCIATION

OF

LUCKY SPACE INVESTMENT LIMITED

1. The name of the Company is **LUCKY SPACE INVESTMENT LIMITED**
2. The registered office of the Company will be situated in Tanzania.
3. The objects for which the Company is established are:-
 - (a) Manufacture of made-up articles of any textile material, including of knitted or crocheted fabrics: blankets, including travelling rugs, bed, table, toilet or kitchen linen, quilts, eiderdowns, cushions, pouffes, pillows, sleeping bags etc.
 - (b) To do the business of all kind of lubricants and fuel agent, importer, exporter and distributor, high quality technical power from the field of nuclear power plants, thermal power plants, power transmission and distribution, oil refinery and petroleum chemical plants, and the building facilities, fire fighting equipments and renewable energy.
 - (c) To deal with underground distribution and power distribution for uninterrupted power supply, oil and gas research and exploration, solar energy clean, building a photovoltaic power generation plant.
 - (d) To carry on any, or all the businesses of warehousemen, merchants, commission and shipping agents, lighter man, harbingers, and ship chandlers, stevedores, customs agents and forwarding transport and commission agents.
 - (e) To carry on the business of travel agents, tourists agents, and contractors, cable and telegraph companies agents, insurance and general agents, agents for operators of air, sea, and inland waterway carriage undertakings, road transport owners and hirers, hotel apartments and lodging house keepers, caterers, promoters and managers of clubs and societies (traveling, social, educational or otherwise), publishers of books and

periodicals, newspaper sellers, foreign correspondence and advertising agents, and generally to facilitate traveling and to provide for tourists and travelers and promote the provision of facilities of every description and in particular by means of the booking of travel tickets and accommodation and hotel and lodging accommodation, providing guides, safe deposits, enquiry bureau and baggage transport and arranging and operating tours.

- (f) To carry on the business of a garage proprietor and aeronautical expert, dealer in repairer, cleaner, storer and warehouse of motor omnibuses, motor cars, motor vans, motor lorries, motor cycles, aircraft of all types, tractors and trailers, road making and road repairing machinery and equipment, plant and equipment and vehicles of all kinds whether moved by mechanical power or not, to purchase or otherwise acquire, build construct, exchange, let on hire, alter, improve, manipulate, prepare for market, equip, maintain, work, run, repair, sell or otherwise deal in motor omnibuses, motor cars, motor vans, motor lorries, motor cycles, aircraft, trailers and tractors and road making and road repairing machinery and equipment and to carry on the business of a dealer in all classes of machinery and plant, implements, utensils, appliances and apparatuses and to manufacture, assemble, buy, sell, import, export, take on hire, charter, let on hire, operate, equip, service, repair, maintain and use and otherwise deal in motor and other vehicles, aircraft, rolling stock, vessels, ships, boats and crafts of every description, spare parts of and equipment and accessories for the foregoing and tools and instruments of every description and petrol, diesel oil and other fuels, lubricants, oils and petroleum products and all things capable of being used in connection with any of the said businesses or in the manufacture maintenance and working of all or any of the said vehicles, machinery, plant and equipment.
- (g) To carry on the business of a mechanical engineer, machinist, fitter, millwright, founder, wiredrawer, tube maker, metallurgist, saddler, galvanizer, japanned, annealed, enameller, electro-platter, painter and packing maker.
- (h) To insure with a recognized insurance company against every description of marine risks and aerial navigation risks which may legally be undertaken relating to the perils of the sea and air, fire, war, reprisals, and all other risks of a like nature incidental to navigation (marine or aerial), ships, aero planes, vessels, crafts of all description and also the freights, goods, merchandise, cargo, earnings and property whatsoever, in or on board of the same, whether the property of members of the company, or otherwise, howsoever, so far as the same may be effected or made according to law.

- (i) To insure with a recognized insurance company all other matters and things which lawfully may or can be from time to time be insured, or be the subject of insurance against perils of the sea or air and also generally carry on all other branches and departments of the business of marine and aerial navigation insurance.
- (j) To carry on any other trade, business or activity whatsoever and do anything of any nature which can in the opinion of the Directors of the Company, be advantageously or conveniently carried on by the Company in connection with, as an extension to, as ancillary to or independently of its businesses before enumerated or the general or existing businesses of the Company for the time being.
- (k) To manufacture, buy, sell, import, export, take on hire, provide, maintain, repair, use and otherwise deal in builders' materials and requisites, household fittings and utensils, china, glass, cutlery, crockery, linen, cloth, hard and soft ware, electrical appliances, wiring and materials, wireless and other electronic apparatus, appliances and machines used in connection with the mechanical reproduction or transmission of pictures, movement, music and sounds and such other goods as may be conveniently sold therewith and all things capable of being used therewith or in the manufacture, maintenance or repair thereof.
- (l) To become importer and exporter of all kinds of goods and products manufactured locally or internationally including cereals and other produce also to enter into the business of insurance brokerage services, catering and cleaning services, fumigation, clearing and forwarding
- (m) To carry on business as general carriers, to equip, load on commission or otherwise, let out on hire, and trade in any part of the world with any vehicles, vessels or aircraft belonging wholly to or in part to, or being in the employment of the Company and to carry on the business of packers and carriers of goods and of passengers in all its branches by land, water and air.
- (n) To carry on business as general carriers, to equip, load on commission or otherwise, let out on hire, and trade in any part of the world with any vehicles, vessels or aircraft belonging wholly to or in part to, or being in the employment of the Company and to carry on the business of packers and carriers of goods and of passengers in all its branches by land, water and air.

- (o) To manufacture, buy, sell, import, export, alter, maintain, service, repair and otherwise deal in plant, machinery, tools instruments, substances, materials, apparatus, appliances and things of all kinds used or capable of being used in connection with any of the businesses of the Company or likely to be required by the customers of the Company or which, in the opinion of the Directors of the Company, may be conveniently dealt with or in by the Company in connection with any of its objects.
- (p) To buy, sell, refine, manipulate, import, export and deal in any natural, raw, processed or manufactured substances, goods, materials or merchandise used or capable of being used in any of the Company's operations and to manufacture, buy, sell, import, export and deal in any articles or things in the production of which any of the Company's products are used or are capable of being used and in any articles or things which can conveniently be supplied or dealt with in conjunction therewith.
- (q) To build, construct, alter, improve, enlarge, repair, maintain, develop, pull down, remove or replace and to work, manage, carry out or control works of all descriptions including buildings, offices, factories, mills, warehouses, shops, stores, garages, roads, ways, bridges, railways, branches or sidings, airfields, airstrips, hangars, marinas, reservoirs, watercourses, wharves, docks, piers, electric, gas, water, drainage and sewage works and any other works and conveniences which may, in the opinion of the Directors of the Company, seem likely, directly or indirectly, to advance the Company's interests; to contribute to, subsidies or otherwise assist in the building, construction, alteration, repair, improvement, enlargement, maintenance development, pulling down, removal, replacement, working, management, carrying out or control thereof and to join with any other person or company in doing any of these things.
- (r) To enter into the business of mineral exploration, buying and selling also to improve, manage, develop, turn to account, grant rights or privileges in respect of or otherwise deal with any of the property, rights and privileges of the Company.
- (s) To subscribe for, take or otherwise acquire and hold shares, stocks, debentures or other securities of any other company and to invest and deal with the moneys of the Company in any manner.
- (t) To vest any movable or immovable property, rights, privileges or interest acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.

- (u) To apply for, purchase or otherwise acquire and protect and renew in any part of the world any patents, patent rights, brevets d'invention, copyrights, trade-marks, designs, formulas, licenses, concessions and the like, conferring any exclusive or non-exclusive or limited right to their use or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem likely, directly or indirectly, to benefit the Company to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.
- (v) To acquire and undertake the whole or any part of the business, property and liabilities of any person or company carrying on or proposing to carry on any business which the Company is authorized to carry on or possession of property suitable for the purposes of the Company or which can be carried on in conjunction therewith or which is capable of being conducted so as, directly or indirectly, to benefit the Company.
- (w) To enter into any arrangements with any government or authority, supreme, municipal, local or otherwise or any person or company that may seem to the Directors of the Company to be conducive to the attainment of the objects of the Company or any of them and to obtain from any such government, authority, person or company any rights, privileges, charters, contracts, licenses and concessions which the Directors of the Company may think it desirable to obtain and to carry out, exercise and comply therewith.
- (x) To lend and advance money or give credit to any person or company with or without security; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or company; to secure or undertake in any way the repayment of money lent or advanced to or the liabilities incurred by any person or company and otherwise to assist any person or company.
- (y) To receive money on deposit or loan and borrow or raise or secure the payment of money in such manner as the Directors of the Company may think fit and to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Company in any way and in particular by the issue of debentures or debenture stock (perpetual or otherwise) or legal and equitable mortgages or charges charged upon all or any of the Company's

property (both present and future) including its uncalled capital and to purchase, redeem or pay of any such securities.

- (z) To open and operate a banking account or banking accounts and to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange bills of lading, warranty's, drafts, cheques, bonds, debentures and other negotiable or transferable instruments.
- (aa) To apply for, promote and obtain any statute, decree, order of court, regulation or other authorization or enactment which may, in the opinion of the Directors of the Company, seem likely, directly or indirectly to benefit the Company and to oppose any bills, proceedings or applications which may, in the opinion of the Directors of the Company, seem likely directly or indirectly, to prejudice the interests of the Company.
- (bb) To apply for, secure, acquire by grant, legislative enactment, assignment, transfer, purchase or otherwise and to exercise, carry out and enjoy any charter, license, power, authority, franchise, concession, right or privilege which any government or authority, supreme, municipal, local or otherwise or any corporation or other public body may be empowered to grant and to pay for, aid in and contribute towards carrying the same into effect and to appropriate any of the Company's shares, stock, debentures or other securities and assets to defray the necessary cost, charges and expenses thereof.
- (cc) To pay out of the funds of the Company all expenses which the Company may lawfully pay with respect to the formation and registration of the Company or the issue of its capital, including brokerage and commission for obtaining applications for or taking, placing or underwriting or procuring the underwriting of shares, stock, debentures or other securities of the Company.
- (dd) To pay for any rights or property acquired by the Company and to remunerate any person or company whether by a cash payment or by the allotment of shares, stock, debentures or other securities of the Company crudities as paid in full or in part or otherwise.
- (ee) To establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension, provident or superannuation funds for the benefit of and to give or procure the giving of donations, gratuities, pensions, allowances, benefits and emoluments to any persons who are or were at any time in the employment or service of the Company or of any company which is the holding company of the

Company or which is a subsidiary of the Company or which is allied to or associated with the Company or with any such holding or subsidiary company or who are or were at any time Directors or Officers of the Company or of any such other company as aforesaid or any person in whose welfare the Company or any such other company as aforesaid is or has been at any time interested and to the wives, widows, families and dependants of any such persons; to establish and subsidies or subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or of any such other Company as aforesaid or of any such persons as aforesaid; to make payments for or towards the insurance of any such persons as aforesaid; to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful object and to do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid.

- (ff) To adopt such means of making known the businesses, activities, products and goods of and articles dealt in and sold by the Company as may, in the opinion of the Directors of the Company, seem expedient.
- (gg) To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint adventure, reciprocal concession, limiting competition or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which the Company is authorized to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as, directly or indirectly, to benefit the Company.
- (hh) To establish or promote or concur in establishing or promoting any company, association, syndicate or partnership of any kind for the purpose of its acquiring and taking over all or any part of the undertaking, property, assets and liabilities of the Company or for any other purpose which may, in the opinion of the Directors of the Company, seem likely, directly or indirectly, to benefit the Company and to place or guarantee the placing of, underwrite, subscribe for, conditionally or un-conditionally, issue on commission or otherwise acquire all or any part of the shares, stock, debentures or other securities of any such other Company.
- (ii) To sell, exchange, lease, mortgage, charge or otherwise dispose of the property, assets or undertaking of the Company or any part thereof for such consideration as the Company may think fit and, in particular, for shares,

stock, debentures or other securities of any other Company whether or not having objects altogether or in part similar to those of the Company.

- (jj) To distribute among the Members in specie or in kind any property of the Company or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to a reduction of capital shall be made except with the sanction (if any) for the time being required by law.
- (kk) To undertake and execute any trust which may, in the opinion of the Directors of the Company, be conducive to any of the objects of the Company.
- (ll) To act as agents, brokers or trustees for any person or company and to act as secretary, manager, consultant, adviser, book-keeper and registrar of or transfer agent for any other company.
- (mm) To do all or any of the above things in any part of the world and either as principals, agents, trustees, contractors or otherwise and either alone or jointly with others and either by or through agents, trustees, sub-contractors or otherwise.
- (nn) To procure the Company to be registered or recognized in any place outside the United Republic of Tanzania.
- (oo) To engage and otherwise carry on the business of importing and supplying of all kinds of software and electronics components including telephone facilities and to acquire and distribute as agent or otherwise computers, (hardware, software, and electronics fittings and equipments also to carry on the business of importing all kinds of hardware and building materials such as cement and limestone and corrugated iron sheets and other roofing and building materials, metal body works and paints of all kinds and reinforcements.
- (pp) To engage on the organization of recreation, education and medical treatment of the public, provision of scientific and technical, consulting, engineering, advertisement and commercial, marketing, information, dealer, intermediary and other types of services.
- (qq) To carry on the activities on creation and use of databases and information resources and other activity connected with the use of computers and information technology.

(rr) To carry on the organization and provision of all types of household services to public, purchase and sale of various types of personal and real estate, design of construction, repair, reconstruction, restoration and operation of buildings and premises used for residential and non-residential purpose.

(ss) To carry on the business of consultancy services namely economic social economic and financial studies, pre-feasibility studies, preparation of designs, preparation of tender documents and bills of quantities, rendering assistance in phase of contract awarding and to provide works control and supervision, risk analysis.

(tt) To do business of financial institutions, Bureau de Change, money transfer within Tanzania and any other business which in the opinion of the Directors is either directly or indirectly related to the above objects or is calculated to enhance the profit of the company or otherwise.

(uu) To deal in the business of purchasing, selling and renting of audio and video products, organization and servicing of all types of equipment, including office appliances, radio and electric equipment.

(vv) To do all such other things as are or may be deemed incidental or conducive to the attainment of any of the objects and the exercise of any of the powers of the Company.

(ww) Manufacture of gas; distribution of gaseous fuels through mains, Manufacture of basic iron and steel and Manufacture of furniture.

That the meaning of any general word or words in any paragraph of this clause shall not be restricted by being construed ejusdem generic with any particular word or words in the same paragraph.

AND it is hereby declare that the word "Company" in this clause, except where used in reference of this Company, shall be deemed to include any partnership or other body of persons, whether incorporated, and whether domiciled in Tanzania or elsewhere, and that the intention is that each of the objects set forth in any sub-clause or by the same of the company. None of such sub-clause or the objects herein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in the first sub-clause.

4. The Liability of the Members is Limited

5. The share capital of the Company is Tanzania Shillings Five billion (TShs. 5,000,000,000/=) divided into Ten thousand (10,000) ordinary shares of Shillings five hundred thousand (TShs.500,000/=) each. with the power for the Company to increase or reduce the said capital and to issue any part of its capital original or increase, with or without any preferences, priority or special privilege or subject to any postponement of rights or to any condition or restrictions and so that unless the condition of issue shall otherwise expressly declare, very issue of shares whether declared to be preference or otherwise shall be subject to the power herein before contained.

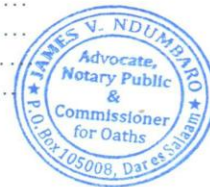
We, the several persons whose names, signatures, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the company set apposite to our respective names.

Names, Postal Addresses and Descriptions of Subscribers	Number of shares taken by each subscriber	Signature of subscribers
Yonggang Chang P.O. Box 63014 Dar es Salaam	5000	常永刚
Xia Sun P.O. Box 63014 Dar es Salaam	5000	孙霞

Dated at Dar es Salaam this 12th day of July 2019.

Witness to the above signatures:

Full Name : JAMES V. NDUMBARO
 Signature : [Signature]
 Postal Address : P.O. Box 105008
DAR-ES-SALAAM
 Qualification : ADVOCATE



THE COMPANIES ACT 12 OF 2002
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
LUCKY SPACE INVESTMENT LIMITED
PRELIMINARY

1. In the regulation:-

“The act means” the companies act 2002 of the laws of Tanzania.

When the provision of the act is referred to the reference is that provision is as modified by any law for the time being in force.

Unless the context otherwise requires the expressions defined in the act or any statutory modification thereof in the force at the date at which these regulations become binding on the company, shall have the meaning so defined.

Any words importing the singular shall include the plural and vice versa and words importing the masculine gender shall include females and the words importing persons shall include bodies, corporate, partnership, firms, cooperatives, societies etc.

The regulation of the companies act shall not apply to the company, save in so far as they varied or excluded hereby, but in case of any conflict between the provisions herein, and the provision under this regulation the former shall prevail and addition in addition to substitution shall be the regulation of the company.

PRIVATE COMPANY

2. The Company is a Private Company and accordingly:-
 - (a) The right to transfer shares is restricted in manner here in after prescribed.
 - (b) The number of members of the company (exclusive of persons who are in the employment of the company and of persons who have been formerly in the employment of the company were while in such employment to be the member of the company) is limited fifty, provided that where two or more persons hold once or more shares in the company jointly they shall for the purpose of this regulation 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 bearer.

TRANSFER OF SHARES

3. The Directors may in their discretion and without assigning any reasons thereof refuse to register the transfer of any share to any person who it shall in their opinion be undesirable for any reason whatsoever to admit to membership.
4. Subject to clauses 2 and 3 hereof the right to members to transfer their shares shall be restricted as follows;
 - (a) No share shall be transferred to a person who is not a member so long as any member of any person selected by the Directors as one who it is desirable in the interest of the Company to admit to membership.
 - (b) Every shareholder or trustee in bankruptcy, or any person who may desire to sell or transfer any such shares and every person who may desire to sell or transfer any such shares and every personal representative of a deceased shareholder shall give notice in writing to the Directors that he desires to make such sale or transfer. Such notice shall constitute the Board of Directors of the Company

as his agent for the sale of the said shares to any member or members of the company at the price to be agreed upon between the party giving such notice the party and the board, or in case of difference to be determined by the Auditor of the Company.

- (c) Upon price of such shares being agreed on a determined as per clause (b) above, the board shall forthwith give notice to such of the shareholders other than the shareholders desiring to sell or transfer the said shares, stating the number and price of such share inviting the person to whom notice is sent to state within 21 days from the date of such notice whether he is willing to purchase, any, if so what maximum number of such shares. At the expiration of such days 21 notice the board shall apportion such shares amongst the shareholders (if more than one) who shall have expressed their desire to purchase number of shares already held by them respectively, or if there be only one such shareholder, that the whole of such shares shall be sold to him, provided no shareholder shall be obliged to take more than the maximum number of such shares stated in his answer to the said notice.

Upon such apportionment being made or such one shareholder notifying his intention to purchase, as the case may be, the party desiring to sell or Transfer such shares shall be bound upon payment of the said price to transfer to shares to the respective shareholders or to single shareholder who shall have agreed to purchase the same.

GENERAL MEETING: NOTICE OF GENERAL MEETING AND PROCEEDINGS OF THE GENERAL MEETINGS.

The Regulation of companies act shall apply the following variations.

- (d) A general meeting, ordinary or extra ordinary may with the consent in writing of the members, be convened on a shorter notice than seven days or without notice.
- (e) Two members, present either personally or by proxy shall form a quorum
- (f) Any ordinary resolution of the company determined without any general meeting and evidenced by writing under the hands of

majority of the directors and of the members of the company holding three fourths of the issued shares of the company shall be valid and effectual as an ordinary resolution duly passed at a general meeting of the company.

DIRECTORS

5. (a) Until otherwise determined by the company in general Meeting the

Directors shall not be less than two and not more than Five in number.

- (b) The following persons shall be first Directors of the Company:-

1. Yonggang Chang

2. Xia Sun

6. The shareholding qualification for directors may be fixed by the company in General Meeting, and unless and until so fixed no qualification shall be required.
7. The quorum of Directors for transacting business shall, unless otherwise fixed by the Directors, be two/or Managing Director.
8. A resolution in writing signed by all the Directors then in Tanzania shall be as valid and effectual as if it had been passed at a meeting of Directors duly called and constituted.

DISQUALIFICATION OF DIRECTORS

9. The office of a Director shall be vacated if the Director;
- (a) Becomes bankrupt; or
- (b) Is found to be a lunatic or becomes of unsound mind; or
- (c) Resigns his office by notice in writing to the Company;
- (d) Abstains himself from meetings of the directors for a period of six months without special leave of absence from the other Directors.

BORROWING POWERS

10. The Directors may from time to time borrow or raise any money for the purposes of the Company which may exceed the issued share capital or the company.
11. The Directors may secure the repayment of or raise any such sum or sums as aforesaid by mortgage or charge upon the whole or any part of the property and assets of the Company present or future including its uncalled capital for the time being, or by the issue at such price as they may think fit, or bonds or debentures either charges upon the whole or any part of the property and assets of the company or not so charged or in such other way as the Directors may think expedient.

VOTE OF MEMBERS

12. On a show of hands every member present in person shall have one vote. On a roll every member shall have one vote only for the shares of which he is holder.
13. Every member shall have one vote
14. No member shall be entitled to vote at any general meeting unless all calls or other sums presently by him in respect of shares in the Company have been paid.
15. On a poll, votes may be given either personally or by proxy. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorized in writing, or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorized. A proxy need not be a member of the company.
16. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office or authority shall be registered office of the company or at such other place within the territory as is specified for that purpose in the notice convening the meeting, not less than 48 hours before the time for holding the meeting of adjourned meeting at which per so named in the instrument proposes to

vote, or, in the case of a poll, not less than 24 hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid.

17. An instrument appointing a proxy shall be in the following form or a form as near here to as circumstances admit:

“.....limited

I/We.....of.....being a member/members of the above named company, hereby appoint.....of or him.....of.....as my/our proxy to vote for me/us on my/or behalf at the (annual or extraordinary, as the case may be general meeting of the company to be held on theday of,.....20.....

Signed this.....day of20.....

This form to be used in favor of/against the resolution. Unless otherwise instructed, the proxy will vote as he thinks fit.

*Strike out which ever not desired

- 18.0 The instrument appointing a proxy shall be deemed to confer authority to demand or join demanding a poll.
- 19.0 A Vote given in accordance with the terms of an instrument of proxy, or poll demanded by proxy, or by the duty authorized representative of a corporation shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll unless notice of the determination was received by the company at its registered office (or such other place at which the instrument of proxy was duly deposited) before the commencement of the meeting or the adjourned meeting at which the proxy is used.

S E A L

20. The shall not be affixed to any instrument except by the authority of a resolution of the Directors and shall be so affixed in the presence of at least one Director and the Secretary or some other person approved by

the Directors, both of whom shall sign every instrument to which the seal is so affixed in their presence.

ALTERNATE DIRECTORS

21. Any director shall have power to nominate any person to act or attend as alternate Director during his absence or during his inability so to act. Such Director shall be subject in all respects to the terms and conditions existing with reference to the other Directors and such Alternate Director shall exercise and discharge all the duties of Director whom he represents.
22. Unless otherwise decided by the Directors the quorum necessary to transact business of the Directors shall be two Directors personally present.

SECRETARY

23. The Secretary shall be appointed by the Board for such terms at such remuneration and upon such condition as it may think fit, and any Secretary so appointed may be removed by the Board.

WINDING UP

24. With the sanction of a special resolution of the shareholders any party of the assets of the Company including any shares in other Companies may be divided between the members of the Company in special or may be vested in Trustees for the benefit of such members and the liquidation of the company may be closed and the company dissolved but so that no member shall be compelled to accept any shares whereupon there is any liability.

ALTERNATION OR ADDITION

25. Subject to the provisions of the Act and to those contained in the Memorandum of Association the Company may by Special Resolution make alternation or addition so made shall be as valid and effectual as if originally contained in those articles and be subject in like manner to alteration by Special Resolution.

INDEMNITY

26. Every Director, Managing Director, Agent, Auditor, Secretary and other Officer for the time being of the Company shall be indemnified out of the Assets of the Company against any liability incurred by him in defending any proceedings, whether civil or criminal in which judgment is given in his favour or in which he is acquitted or is in connection with any application.

ARBITRATION

If and whenever any dispute or difference shall arise between the company and any of the members of their respective representatives touching upon the construction or meaning of any of the act herein contained or any act matter or thing made or done or omitted to be done or with regard to the right or liabilities arising here under or arising out of the relation existing between the parties by reasons of these act or the act such differences shall (unless a sole arbitrator be agreed upon) forthwith be referred to the arbitration of three (3) arbitrators, one to be appointed by each party and the third to be appointed by the first two or, in the event of failure to agree then exiting statutory modifications or re-enactment thereof shall apply.

<i>Names, Postal Addresses and Descriptions of Subscribers</i>	<i>Number of shares taken by each subscriber</i>	<i>Signature of subscribers</i>
Yonggang Chang P.O. Box 63014 Dar es Salaam	5000	常永刚
Xia Sun P.O. Box 63014 Dar es Salaam	5000	孙霞

Dated at Dar es Salaam this 12th day of July 2019.

Witness to the above signatures:

Full Name : JAMES V. NDUMBARO
 Signature : [Signature]
 Postal Address : P.O. BOX 105008
DAR-ES-SALAAM
 Qualification : ADVOCATE

