

INDEMNITY

21. 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 in which relief is granted to him by the Court.

ARBITRATION

22. If and whenever any dispute or difference shall arise between the Company and any of the members or their respective representatives touching upon the construction or meaning of any of the Articles herein contained or any act matter or thing made or done or omitted to be done or with regard to the rights or
23. liabilities arising here under or arising out of the relation existing between the parties by reasons of these Articles 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 within (Cap. 15) or any then existing statutory modifications or re-enactment thereof shall apply.

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NAMES, ADDRESS AND DESCRIPTIONS OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURES OF SUBSCRIBERS
WU ZHANGTAN PLOT NO 26, FU ZHOU CITY FUJIAN PROVINCE, CHINA	5000	吴章坦
SHI MEI MEI P.O. BOX 20653 DAR ES SALAAM	4500	施梅梅

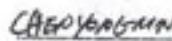
Dated this 27th Day of July 2018
WITNESS to the above Signatures:
Name: ALPHONSE D. Bwiala
Signature: [Signature]
Address: 11340 DSM
Qualifications: ADVOCATE



(10) THE BOARD OF DIRECTORS CERTIFIES THAT THIS IS A TRUE EXTRACT FROM THE BOARD OF MINUTES OF THE SAID BOARD MEETING OF THE BOARD OF DIRECTORS AND THE MINUTES SHOULD BE COMMUNICATED TO ALL INTERESTED PARTIES.


 MR. WU ZHANG TAN
 MANAGING DIRECTOR
 SHARE HOLDER




 MR. CHEN YONG MIN
 SECRETARY TO THE BOARD
 SHARE HOLDER

11TH MARCH 2018

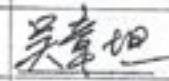
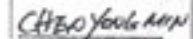
-3-

FU XIN MANUFACTURING LIMITED

COMPANY LIMITED BY SHARES

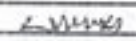
CERTIFICATE OF INCORPORATION NO. 130128 DATED 19TH JULY 2016

REALLOCATION OF ORDINARY SHARES WITH EFFECT FROM 10TH MARCH 2018
 SOON AFTER APPROVAL OF THE BOARD RESOLUTION BY THE BOARD OF
 DIRECTORS OF THE COMPANY.

NAME AND ADDRESS OF SHARE HOLDER/DIRECTOR	NUMBER OF ORDINARY SHARES HOLDING	SIGNATURES
1. MR. WU ZHANG TAN PLOT NO. 28 FU ZHOU CITY CHINA PROVINCE CHINA	5000	
2. CHEN YONG MIN P.O. BOX 10053 DAR-ES-SALAAM	4500	

DATED AT DAR-ES-SALAAM THIS 11TH DAY OF MARCH 2018

WITNESS TO THE ABOVE SIGNATURES

NAME _____
 SIGNATURE 
 OFFICIAL ADDRESS _____
 QUALIFICATION _____

ANOLD SEBASTIAN KINYAIYA
 P. O. Box 72349
 DAR-ES-SALAAM
 TANZANIA



Certified True Copy of the original
 Sign  Date 05/07/2018
 ANOLD SEBASTIAN KINYAIYA
 Advocate, Notary Public & Commissioner
 for Oaths

TRANSFER OF SHARE CERTIFICATE

NAME OF BUSINESS ENTITY Fu Xin Manufacturing Ltd
P.O. Box 20653 Dar-Es-Salaam

TRANSFER OF SHARE CERTIFICATE

Name of Transferor 1 SHI MEI MEI OF P.O. BOX
20653 Dar-Es-Salaam

Consideration of the sum of 4500 Million assigned and transferred to (Name of Transferee) MR CHEN YONGMIN
P.O. Box 20653 Dar-Es-Salaam

Do hereby bargain, sell, assign and transfer to the said transferee (Number of Shares) 4500
 of Value 100000 Each.

Of and in the undertaking called the (Name of Business Entity) Fu Xin Manufacturing Ltd

As Witness our hand and seals this 12th March 2018

Signed sealed and delivered by the above in the presence of

Signature [Signature] Signature [Signature]
 Address DESIDERI SEBASTIAN NGALO Address [Signature]
P.O. BOX 72349 Occupation Transferor
DAR-ES-SALAAM Occupation Transferor
TANZANIA Occupation Transferor

Signed sealed and delivered by the above in the presence of

Signature [Signature] Signature [Signature]
 Address DESIDERI SEBASTIAN NGALO Address [Signature]
P.O. BOX 72349 Occupation Transferor
DAR-ES-SALAAM Occupation Transferor
TANZANIA Occupation Transferor

NOTE The Consideration money set forth in this Transfer may differ from that which the first seller will receive, owing to deduction by the original buyer, the Stamp Act requires that in such case consideration money paid by the sub-purchaser shall be the one inserted in Deed. As regards the Ad Valorem Duty the following is the Clause in the question. Where a person having contracted for the purchase of any property, but not having obtained a conveyance thereof, contracts to sell the same to any other person and the property in consequence conveyed immediately to the sub-purchaser, the conveyance is to be charged with Ad Valorem duty in respect of the consideration moving from the sub-purchaser.

SALE AGREEMENT OF MUTUAL TRANSFER OF ORDINARY SHARES.
 MUTUAL TRANSFER OF ORDINARY SHARES IS MADE THIS DAY OF 12th MARCH 2018
 BETWEEN

SHI MEI MEI ONE OF DIRECTORS AND SHARE HOLDERS OF FU XIN MANUFACTURING LIMITED OF P.O. BOX 20653 DAR-ES-SALAAM TANZANIA (HEREINAFTER CALLED AND REFERRED TO AS THE "SELLER" OR ONE PART)
 AND
 MR. CHEN YONGMIN NEW APPOINTED DIRECTOR AND SHARE HOLDERS OF FU XIN MANUFACTURING LIMITED OF P.O. BOX 20653 DAR-ES-SALAAM - TANZANIA (HEREINAFTER CALLED AND REFERRED TO AS THE BUYER OF THE PART.)

WHEREAS

(a) That the Seller Shi Mei Mei one of the Directors and Share holders of Fu Xin Manufacturing Limited is the OWNER of the Ordinary Shares in the Company: Fu Xin Manufacturing Limited

(b) That the Buyer Mr. Chen YongMin new appointed Director and Share Holder of Fu Xin Manufacturing Limited agrees to accept the Ordinary Shares belonged to the Seller - Shi Mei Mei.

THE TRANSFER OF THIS AGREEMENT WITNESSED FOLLOWS:

1. That the Seller - Shi Mei Mei transfers 4500 of the Ordinary Shares to the Buyer Mr. Chen Yong Min.

2. That the Buyer Mr. Chen Yong Min agrees to accept 4500 Ordinary Shares of Value Each Hundred Thousand shillings and makes a total Value of Tanzanian shillings Four Hundred and Fifty Million.

In Witness Whereof the Transfer here to have Executed these presents in the manner and on the days hereinafter appearing. This Mutual Transfer of Ordinary Shares of the Company is effected mutually to comply with legal Requirements of various Institutions.

SIGNED AND DELIVERY BY THE SELLER OF THE ORDINARY SHARES

NAME [Signature]
 POSTAL ADDRESS P.O. Box 20653
 SIGNATURE Dar-Es-Salaam

SIGNED AND DELIVERY BY THE BUYER

NAME CHEN YONGMIN
 POSTAL ADDRESS P.O. Box 20653
 SIGNATURE Dar-Es-Salaam

SIGNED IN THE PRESENCE OF:

NAME DESIDERI SEBASTIAN NGALO
 POSTAL ADDRESS P.O. BOX 72349
 SIGNATURE [Signature]
DAR-ES-SALAAM
TANZANIA

Certified True Copy of the Original
 Sign. & Date. 05/07/2018
 ANOLD SEBASTIAN KINYAMA
 Advocate, Notary Public & Commissioner
 for Oaths

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

NAMES, ADDRESS AND DESCRIPTIONS OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURES OF SUBSCRIBERS
WU ZHANGTAN PLOT NO 29, FU ZHOU CITY FUJIAN PROVINCE, CHINA	5500	吴章坦
SHI MEI MEI P.O. BOX 20653 DAR ES SALAAM	4500	施梅梅

Dated this 27th Day of July 2016

WITNESS to the above Signatures:

Name: ALPHONSE D. Bwire
 Signature: [Signature]
 Address: 11340 DSM
 Qualifications: A.D.VOCATE



THE COMPANIES ACT 2002
 COMPANY LIMITED BY SHARES
 ARTICLES OF ASSOCIATION
 OF
 FU XIN MANUFACTURING LIMITED

TANZANIA
 Stamp No. 50001
67793 28-07-16
 [Signature]

TANZANIA
 Stamp No. 25001
67793 28-07-2016
 [Signature]

PRELIMINARY

1. In these regulations:-

"The Act" means the Companies Act 2002 of the Laws of Tanzania.

When any 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 regulations of Companies Act shall not apply to the company; save in so far as they are varied or excluded hereby, but in case of any conflict between the provisions herein, and the provisions under this regulation the former shall prevail, and in addition to substitution shall be the regulations of the company.