

THE UNITED REPUBLIC OF TANZANIA

THE COMPANIES ACT, 2002



CERTIFICATE OF INCORPORATION

Section 15

No. 150 535670

I HEREBY CERTIFY that

QI HANG CO. (T) 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 10TH day of FEBRUARY Two Thousand and
Twenty One

.....
Registrar of Companies

**THE COMPANIES ACT, 2002 NO. 12/2002
COMPANY LIMITED BY SHARES**

MEMORANDUM OF ASSOCIATION

OF

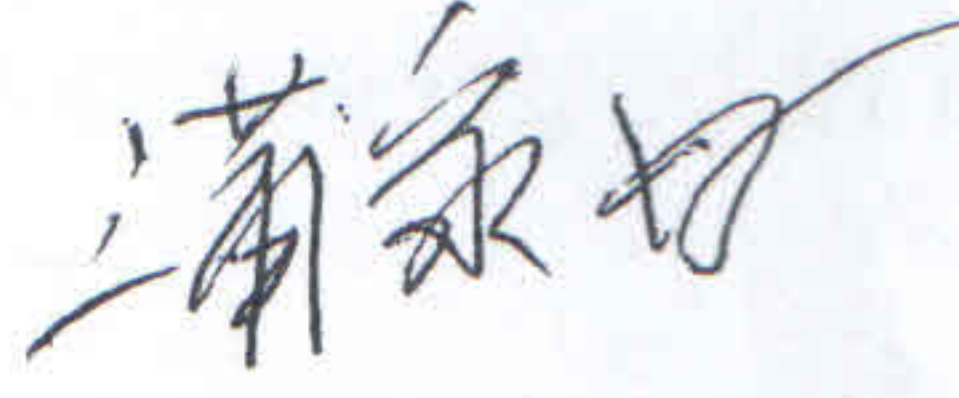


QI HANG CO. (T) LIMITED

1. The name of the Company is **"QI HANG CO. (T) LIMITED"**.
2. The registered office of the company will be situated in the Tanzania Mainland.
3. The objectives for which the Company is established are:-
 - a) 1701 - Manufacture of pulp, paper and paperboard - Main activity
 - b) 1610 - Sawmilling and planning of wood
 - c) 1702 - Manufacture of corrugated paper and paperboard and of containers of paper and paperboard
 - d) 1709 - Manufacture of other articles of paper and paperboard
 - e) 0220 - Logging

AND it is hereby declared that the word "Company" in this clause, except where in reference to this Company, shall be deemed to include any partnership or other body of persons, whether corporate or incorporate and whether domiciled in East Africa or elsewhere. The object specified in each of the paragraphs of the paragraph of this clause shall be regarded as independent objects, and accordingly shall in no way be limited or restricted by reference to or inference from the terms of any other paragraph of the name of the Company.

4. The liability of the members is limited.
5. The share capital of the Company is **Five Hundred Million (Tshs. 500,000,000/=)** Shillings divided into **Fifty Thousand (50,000)** shares of Shillings **Ten Thousand (Tshs. 10,000/=)** each.

We, the persons whose names and addresses are subscribed, desire to be formed into a Company, in pursuance of this Memorandum of Association, and were respectively agree to take the number of shares in the capital of the Company set opposite to our respective names.

Names, addresses and	Number of Shares taken by each Subscriber	Signatures of Subscribers
1. MR. JIAHAO PU P. O. BOX 526 MAFINGA	12500	
2. MR. ZHONGSHENG YANG P. O. BOX 526 MAFINGA	18750	
3. MR. AILIN CHEN P. O. BOX 526 MAFINGA	18750	

Total shares taken, **50,000**

Dated at Dar Es Salaam this **18th** day of **January, 2021**

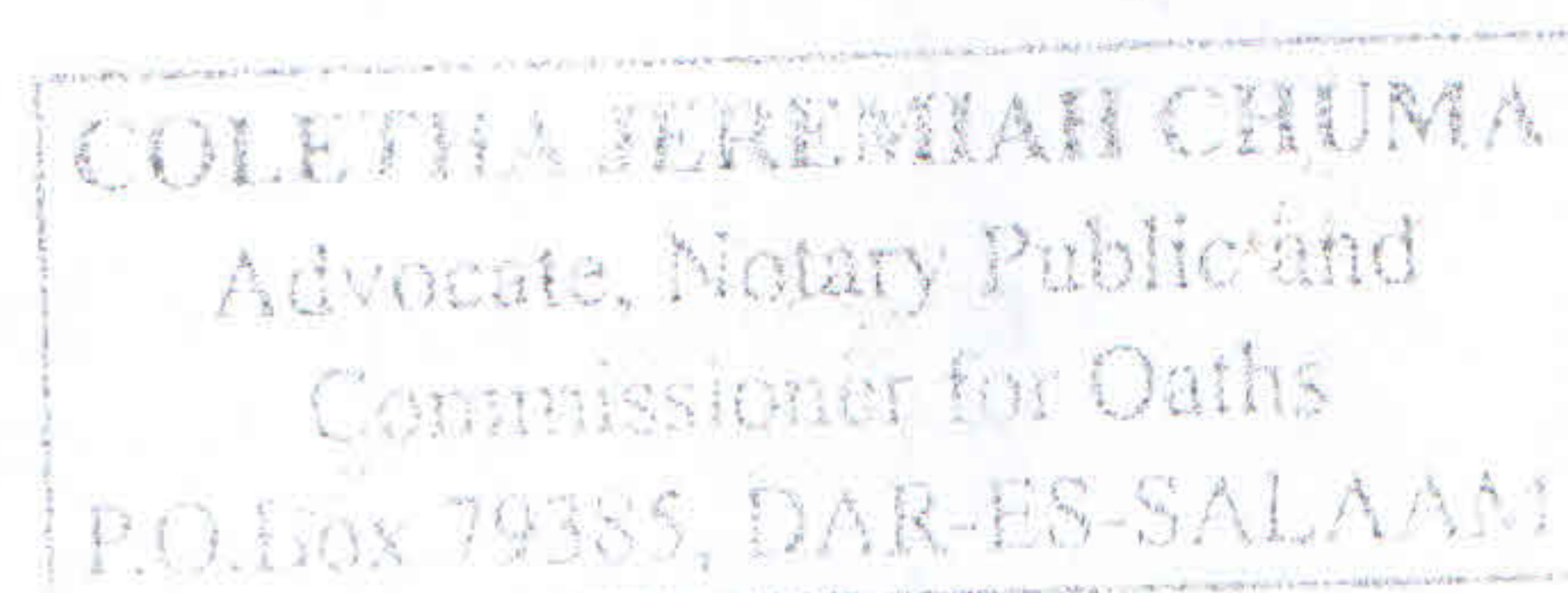
Witness to the above signatures

Signature: 

Name: **COLETHA JEREMIAH CHUMA**

Address: P. O. Box 79385 Dar Es Salaam

Qualification: **ADVOCATE**



**THE COMPANIES ACT, 2002 NO. 12/2002
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
QI HANG CO. (T) LIMITED**

**TABLE A
REGULATIONS FOR MANAGEMENT OF A PRIVATE COMPANY
LIMITED BY SHARES**

Interpretation

1. In these Regulations:-

"the Act" means the Companies Act;

"the articles" means the articles of the Company

"the days" in relation to the period of a notice means that period excluding the day when the notice is given or on which it is to take effect;

"the holder" in relation to shares means the member whose name is entered in the register of members as the holder of the shares;

"the seal" means the common seal of the company"

"secretary" means the secretary of the company or any person appointed to perform the duties of the secretary of the company.




Expressions referred to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.

Unless the context otherwise requires, words or expressions contained in these Regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these Regulations become binding on the company.

Share Capital and Variation of Rights

2. Subject to the provisions of the Act, and without prejudice to any rights attached to any existing shares, any share may be issued with such rights or restrictions, whether in regard to dividend, voting, return of capital or otherwise as the company may by ordinary resolution determine.
3. Subject to the provisions of section 61 of the Act, any shares may, with the sanction of an ordinary resolution, be issued with such rights or restrictions, whether in regard to dividend, voting, return or capital or otherwise as the company may by ordinary resolution determined.

123. Subject to the provisions of the Act, but without prejudice to any indemnity to which a director may otherwise be entitled, every director or other office or auditor 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 in connection with any application under section 481 of the Act in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the company.

Names, addresses and	Number of Shares taken by each Subscriber	Signatures of Subscribers
1. MR. JIAHAO PU P. O. BOX 526 MAFINGA	12500	
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Signature: 

Name: COLETHA JEREMIAH CHUMA

Address: P. O. Box 79385 Dar Es Salaam

Qualification: **ADVOCATE**

