

THE COMPANIES ACT 2002  
COMPANY LIMITED BY SHARES  
MEMORANDUM AND ARTICLES  
OF  
ASSOCIATION  
OF  
KAI SONG INTERNATIONAL LIMITED

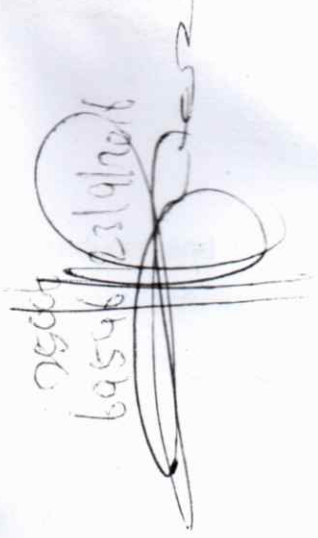
Incorporated this.....day of.....2016

DRAWN BY:  
CHEN CHAOMING  
(SUBSCRIBER)  
P.O BOX 17802  
DAR ES SALAAM

5000  
69546 23/9/2016



7500  
69546 23/9/2016



THE COMPANIES ACT 2002  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
OF  
KAI SONG INTERNATIONAL LIMITED

1. The name of the Company is **KAI SONG INTERNATIONAL 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:-
  - 3.1 To deal in all kinds of building materials including gypsum board ,gypsum power, bricks allied products, prefabricated material, lime, plaster, iron, sands, wood, timber, glass, tapes. Plastics, and steel products, metals, concrete, artificial stone and materials of all other kinds.
  - 3.2 To carry on the business as manufacturer, buyer and seller of all or any of the building material inclusive of cement, lime, lime stone, related products, ceramic products, bricks, tiles, pipes, per-fabricating paving, roofing materials, iron, coal and coal burns and also deal in stones, limes, clays, bricks and all kinds of related materials
  - 3.3 To carry on the business as manufacturers and dealers in Grey Cement, white Portland cement, ordinary port land cement and cement of all kinds and varieties, concrete, lime, clay, gypsum powewr,and lime stone, sagole,

soap stone, repifix cement and allied products and by products and to establish construct, acquire, run, operate on any factory for manufacturing cement and allied products.

- 3.4 To carry on the business of manufacturers and dealers all types gypsum products, lime, plasters, whiting clay, solo tape, gravel, sand, concrete, mortar, minerals earth coke fuel artificial stone and builders requisites and conveniences of all kinds and to produce manufacture, purchase, refine, prepare, process, import, export, sell and generally deal in cement, Portland cement, alumina cement, plaster of paris, lime and lime stone, marble granite, and or by products thereof and in connection therewith to acquire erect, construct establish, operate and maintain cement factories workshops and other work
- 3.5 To carry on the business of manufacturer, wholesaler and dealer in country of drinking water, mineral water, acrated waters, dry ice wines, absolute alcohols rectified berers, methyalted sweet spirits and liquors potable
- 3.6 To carry on the business of purchasing and letting on lease or hire in any part of India or abroad all kinds of machinery, plants, tools, jigs and fixtures, agricultural machinery, ships, trawlers, vessels, barges, automobiles and vehicles of every kind and description, computers, office equipment of every kind, construction machinery of all types and description, air conditioning plants, aircrafts and electronic equipment of all kinds and descriptions and to render leasing, consultancy and advisory services to clients in the field of equipment leasing.

- 3.7 To buy import, export, sell and generally deal in all plant and machinery, implements, accessories, tools, goods or things and all types of modern agricultural implements, veterinary, live stock and poultry equipments and also to carry on the business of poultry, farming, agricultural farming, fish rearing and allied activities.
- 3.8 To carry on the business of leasing and hire purchase finance company and to acquire to provide on lease or to provide on lease or to provide on hire purchase basis all types or articles, commodities, goods, industrial and non-industrial plant, equipment machinery, tools, instruments, vehicles, building and real estate required for manufacturing, processing, transportation and trading business and other commercial, non-commercial services and business purposes and to finance industrial enterprises and assists companies engaged in industrial and trading business.
- 3.9 To carry on the business of clearing and forwarding agents, commission agents, transporters, freighters, haulers, customs bonded warehouse and godown keepers, cargo and travel agents, insurance agents, tourist agents, manufacturers, representatives, road contractors, cargo superintendents, packers, machinery haulage specialists, warehousemen, engineers, electricians, motors cars, omnibus, lorries, oil tank and coach proprietors and transporters, civil transport contactors and transporters by any other means of conveyance of people and goods in Tanzania and the neighboring countries and in such other place or place as may for time to time be determined by the company, engage in and or otherwise carry on the business as transport agents, freight forwarders

3.10 To adopt such means of making known the businesses, activities, products, goods and services of and articles dealt in and sold by the Company as may, in the opinion of the Directors of the Company, seem expedient.

3.11 To cultivate, plant, purchase, sell, trade, or otherwise deal in food stuff such as cereals sugarcane, sugar beet, vegetable and flower seeds, oil seeds, tea, coffee, cocoa, cinchona, rubber flex, hemp, cotton, silk, art silk, grass, timber wood, bamboo, straw, seeds fruits and other articles that are the produce of land and to sell purchase, trade and deal in the same as principals or agents, solely or with partnership with other.


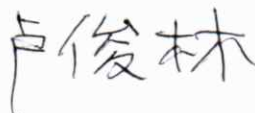
3.12 To let out on hire all or any of the property of the Company (whether real or personal), including every description of apparatus or appliances of the Company.

3.13 To carry on business as traders, general merchants stationery, art product whether wholesale, or retail or both, commission agents, importers and exporters, and to buy, sell, hire manufacture plastic material, recycling of plastic goods, import and export, barter trade, deal in property goods, produce, articles and merchandise of all kinds and transact any and every description of agency, commission, commercial, industrial manufacture, merchandise, insurance and financial business to distribute duty free goods and commodities.

3.14 To act as business and market research consultants and as agents or managers in carrying on any business concerns and undertakings, and to employ experts to investigate and examine into the condition, management, prospects, value and circumstances of any business concerns and undertakings and generally of any assets property or right of any kind

- 3.15 To enter into any contracts in relation to and to erect, construct, maintain, alter, repair, pull down and restore either alone or jointly with any other companies or persons, works, of all descriptions, including wharves, docks, piers, railways, train ways, waterways, roads, bridges, warehouses, factories, mills, engines, machinery, railway carriages, and wagons, ships and vessels of every description, gas works, power generators, solar systems, electric works, installation and servicing water filter machines water works, , drainage and sewage works and buildings of every description.
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- 3.16 To carry on any other business, whether manufacturing or otherwise, which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.
- 3.17 To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit, and in particular by issue of debenture or debenture stock perpetual or otherwise, and to secure the repayment of any money borrowed, raised or owing by mortgage, charge or lien upon all or any of the property or assets of the Company both present and future including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company of any obligation undertaken by the Company or any other person or company as the case may be
- 3.18 To carry out the business of electrical, mechanical engineers, civil engineers, manufacturers, workers and dealers in electrical apparatus and goods and the manufacture or hire of apparatus or goods to which the application of electricity or any kind of power, or any power that can be


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
CHEN CHAOMING P.O.BOX.17802 DAR ES SALAAM	7000	
LU JUNLIN PLOT 20, GUN XIUFANG SUZHOU, JIANGSU CITY	3000	

Dated this 23<sup>rd</sup> Day of SEPTEMBER 2016

WITNESS to the above Signatures:

Name: GERALD F NJOKA

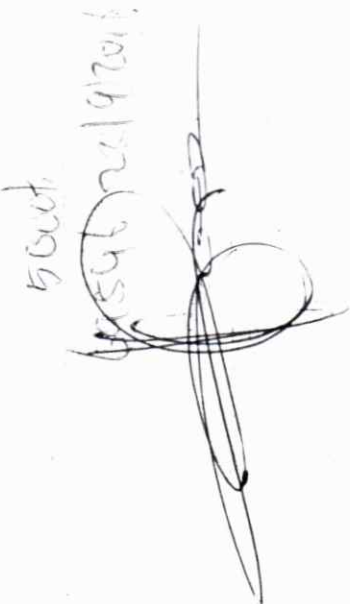
Signature: 

Address: 5211 DAR-ES-SALAAM

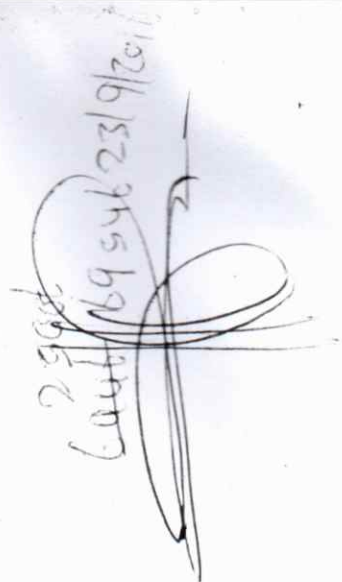
Qualifications ADVOCATE



50007  
15/02/2011



15/02/2011  
25007



THE COMPANIES ACT 2002  
COMPANY LIMITED BY SHARES  
ARTICLES OF ASSOCIATION  
OF  
KAI SONG INTERNATIONAL LIMITED

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.


24.

NAMES, ADDRESS AND DESCRIPTIONS OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURES OF SUBSCRIBERS
CHEN CHAOMING P.O.BOX.17802 DAR ES SALAAM	7000	
LU JUNLIN PLOT 20, GUN XIUFANG SUZHOU, JIANGSU CITY	3000	

Dated this 23<sup>rd</sup> Day of SEPTEMBER 2016

WITNESS to the above Signatures:

Name: GERALD F. NJOUA

Signature: 

Address: 5211 DAR ES-SALAAM

Qualifications: ADVOCATE

