

THE COMPANIES ACT 2002
COMPANY LIMITED BY
AMENDED AND RESTATED
MEMORANDUM OF
ASSOCIATION OF
STRONSPUR LIMITED

1. The name of the Company is **STRONSPUR 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:
 - (a) To carry on in Tanzania or in any part of the world, the business as a general trading company and to carry on generally the business of exporting, exchanging, buying, selling acquiring, distributing and dealing in all kinds of ceramic and porcelain polished vitrified, glazed vitrified and unglazed products of any variety or varieties, including without prejudice to the generality of the foregoing words, ceramic tiles, wall panels, floor tiles for domestic, commercial, industrial and outdoor applications for walls, floor and roofing, sewer pipes, drain pipes, concrete pipes and pipes of all descriptions and all kinds acidic, basic, high alumina, high silica, high grog and natural and all other types, shapes and sizes of refractories and ceramics.
 - (b) To manufacture roofing sheets, polished vitrified, glazed vitrified and unglazed tiles for domestic, commercial, industrial and outdoor applications for walls, floor and roofing, sewer pipes, drain pipes, concrete pipes and pipes of all descriptions and all kinds acidic, basic, high alumina, high silica, high grog and natural other and all other types, shapes and sizes of refractories and ceramics
 - (c) To manufacture and deal with porcelain and ceramic and allied products, and any other business arising out of or in connection with any such commodities, and to own, acquire, construct, erect, operate plant or plants with all the machinery, equipment, buildings, mills lands, plantations and supporting facilities necessary or incidental to the above objects or any of them.
 - (d) To carry business of manufacturing porcelain, chinaware and glassware articles of industrial and domestic application.

- (e) To act as stockiest, distributors, agents and brokers for sellers, buyers, exporters, importers, manufacturers, merchants, tradesmen and others and generally to undertake and carry out agency work of any kind whatsoever relating to the above business.
- (f) To carry on in Tanzania or elsewhere the business of farming, horticulture, floriculture, sericulture, dairies, cultivators of all kinds of good grains, seeds, fruits, proprietors of orchard, traders, exporters and sellers of and dealers in products, fruits, vegetables, herbs, medicines, flowers, drinks, fluids, vegetables, herbs, medicines, flowers, drinks, fluids, gas, fresh and able to be preserved.
- (g) To carry on the business of cultivators, growers, manufacturers, millers, grinders, rollers, processors, cold stores, canners and preservers and dealers of food grains and other agricultural dairy, horticulture and poultry products, fruits, vegetables, herbs, medicine, flowers, drinks, fluids, gas, fresh and products abled to be preserved.
- (h) To purchase and acquire, sell and dispose of, deal in, import, export, breed and fatten cattle, sheep, horses, pigs, poultry, game and livestock of every description, animal feedstuffs, chemicals, vitamins, hormones and other substances related to breeding or treatment of livestock and poultry and other commodities, goods or things connected therewith or related thereto.
- (i) To acquire lands for and carry on all sorts of plantation, agricultural farming and improve the quality of land by scientific and other methods, so as to make it suitable for the general purposes of the Company.
- (j) To construct, execute, carryout, equip, support, maintain, operate, improve, work, develop, administer, manage, control, and superintend within or outside Tanzania or anywhere in the world all kinds of works, public or otherwise, buildings, houses and other constructions or conveniences of all kinds, which expression in this Memorandum includes, roads, railways, and tramways, docks, harbors, piers, wharves, canals, serial runways and hangers, airports, reservoirs, embankments, irritations, reclamation, improvements, sewage, sanitary, water, gas, electronic lights, power supply works and hotels, cold beverages, warehouses, cinema houses, markets public and other buildings and all other works and conveniences of public or private utility, to apply for purchase or otherwise acquire any contracts, decrease, concessions, for or in relation to the construction, execution, carrying out equipment, improvement, administration, or in control of all such works and conveniences as aforesaid and to undertake, execute, carry out, dispose of or otherwise turn account the same.
- (k) To purchase any land, plot(s) of land or immovable property or any right or interest therein either singly or jointly or in Partnership with any person(s) or Body corporate or partnership Firm and to develop and construct thereon residential, commercial complex or complex(es) either singly or jointly or in partnership as aforesaid, comprising offices for

sale or self-use or for earning rental income thereon by letting out individual units comprised in such building(s).

- (l) To carry on all business of builders, real estate-developers, contractors, sub-contractors, dealers, and any advancing money to and enter into contracts and arrangements of all kinds with builders, tenants, occupiers, and others, land development, service apartments, serviced plots, constructions of residential and commercial premises including business centers and offices, securing lands, private or Government for formation and development of townships, and to deal in and act as agents for lands, buildings, factories, houses, flats and other residential and commercial plots, and construct/maintain and alter residential, commercial, industrial plots and properties and sale or lease them out by providing with all modern amenities and development thereof and securing capital, funds and raising loans for construction for construction and advancing to other organizations for similar purposes.
- (m) To provide city and region level urban infrastructure facilities, to lay out, develop, construct, build, acquire, erect, demolish, re-elect, alter, modify, repair, re-model, or to do any other work in connection with any building or building works, roads, highways, bridges, sewers, canals, wells, dams, power plants, reservoirs, tramways, railways, sanitary, water, gas, electric lights, telephonic and telegraphic works, and such purposes to prepare in designing, estimating, planning and modelling.
- (n) To carry on the business of construction, builders, contractors, engineers, town planners, surveyors, values, appraisers, decorators, furnishers, manufacturers of prefabricated and pre-casted houses, and to acts agents and contractors for the purposes of real estates, residential complexes/flats/enclave/commercial complexes/multistoried buildings etc., and to carry on all types of construction activities, and act as consultants, advisors, technical consultants, collaborators, designers and architects for all kinds of construction activities in Tanzania and abroad and to undertake all civil, mechanical, electrical works, all types of infrastructure facilities like BOOT (Built, Operate, Own and Transfer), BOT (Built, Operate and Own) in Tanzania or abroad either on its own or with joint venture with any other Tanzanian or Foreign participant.
- (o) To carry on the business of manufacturing, procuring, importing, exporting, buying, selling, distributing and dealing in packages and containers made of wood, paper, plastic, card-board, jute, tin or any other suitable metals or materials in Tanzania and abroad and to manufacture, import, export, procure, purchase, sell, hire, borrow and lend or otherwise to deal with machinery, apparatus and accessories pertaining to and in connection therewith.
- (p) To erect, maintain, alter, extend and purchase plant and machinery for the purpose of ginning, preparing or manufacturing of ceramic and porcelain products and to erect, maintain, alter, extend, purchase and sell mills, factories, warehouses, engine houses, dwelling houses for employees, tanks and other buildings on any land purchased, leased

or otherwise acquired by, to or for the company or for any of the purposes connected with the business of the Company.

- (q) To carry on in Tanzania or elsewhere the business of prospecting, exploring, operating and working on mines, quarries and to win, set, crush, smelt, manufacture, process, excavate, dig, break, acquire, develop, exercise, turn to account, survey, produce, prepare, remove, undertake, barter, convert, finish, load, unload, handle, transport, buy, sell, import, export, supply and to act as agent, broker, Adatia, stockiest, distributor, consultant, contractor, manager, operator or otherwise to deal in all sorts of presents and future ores, minerals, deposits, goods, substances & materials, including sands, stones, and soils, chalk, clay, china clay, betonies, broils, calcite and coal, lignite, rockphosphate, brimstone, brine, bauxite, limestone, precious and other stones, gold, silver, diamonds, Tanzanite, iron, aluminum, titanium, vanadium, mica, apalite, chrome, copper, gypsum, rutile, sulphate, tin, zinc, zircon, tungsten, silicon, brass, and other allied materials, by products, mixtures, blends, residues & substances, and to do all incidental acts and things necessary for the attainment of the objects under these presents.
- (r) To search, survey, discover, find out and acquire by concession, grant, purchase, barter, lease, license, degrees and tender the allotment or otherwise of land plor water area from government, semi-government, local authorities, private bodies, corporations and other persons, such rights, powers, and privileges whatsoever, for obtaining mines, open cast mines, buckets mines, quarries, deposits, etc, for accomplishments of the above objects.
- (s) To broker, procure, syndicate, promote and otherwise arrange create and deal in capital financing transactions and instruments including debt, equity, convertible debt and other mezzanine instruments, options, warrants, futures, guarantees and any other instrument or transaction, on behalf of any domestic or international business , cooperate foundations non-governmental organization, governments, multilateral organizations trusts, charities, philanthropies, special- purpose entities or projects, or individuals, or any other persons, entities or organizations.
- (t) To establish, set up purchase, sell, prepare, import, export, deal, trade or otherwise acquire industries, business, merchandise, machinery, equipment and accessories which may seem expedient for the purpose of the Company.
- (u) To enter into any contracts in relation to and to erect construct, maintain, alter, repair pull down and restore or reconstruct either alone or jointly with any other company, person or persons works of all descriptions, including plants, roads, ways, bridges, harbors, reservoirs, watercourses, canals, waterways, wharves, fortifications, hydraulic works, irrigation wells, draining, engineering, mining, dredging, smelting and ore reduction works, furnaces, factories, warehouses, hotels, stores, houses, buildings, shops and other works and conveniences and to contribute to or assist in any such proceedings.

- (v) To purchase or otherwise acquire real property of all kinds and in particular land, buildings, machinery, plant, stores, patents, licenses, concessions, rights of way, light or water and any rights or privileges which it may seem convenient to obtain for the purposes of or in connection with the business of the company, and to manage, develop, sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights.
- (w) To acquire and take over any business or undertaking carried on, upon or in connection with any land or building which the Company may acquire or become interested in, and the whole or any assets and liabilities of such business or undertaking, and to carry on the same, or to dispose of, remove, or put an end thereto, or otherwise deal with the same as may seem expedient to the Directors of the Company.
- (x) 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, privilege which any government or authority, supreme, municipal, local or otherwise or any corporation or public body may be empowered to issue, confer or to make and to pay for, aid in and contribute towards carrying the same effect and to appropriate any of the Company's assets, shares, stock, debentures or other securities to defray the necessary costs and expenses thereof.
- (y) To acquire the goodwill or shares of any business or company carrying on any trade or business within the objects of the Company and any lands, privileges, contracts, property or effects, held or used in connection therewith and upon such purchase to undertake the liabilities of such business or company.
- (z) To invest moneys of the company not immediately required in such manner as from time to time be determined by the Directors of the Company.
- (aa) To apply for and acquire privileges, licenses, concessions, secret processes and the like which the directors of the Company may deem to be advantageous for the business of the Company.
- (bb) To vest any movable or immovable property, rights or interests 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.
- (cc) To sell or dispose the undertaking, assets or property of the Company or any part thereof for such consideration as the Company may think fit and in particular for the shares, debentures or securities of any company purchasing the same.

- (dd) To acquire and deal with and in plant and machinery patents patent rights, inventions, copyrights designs, trademarks or secret processes and other intellectual property rights and to sell let dispose or grant rights and licenses over the same.
- (ee) To draw, accept and negotiate bills of exchange, promissory notes and other negotiable and mercantile instruments for the purpose of the company's business.
- (ff) To borrow or raise money whether or not for the purpose of the Company including by way of hire purchase conditional sale, credit sale or any other such methods of financing from banking and financial institutions of other money lending institutions or by the other lawful means including by the issue of debentures debenture stock (perpetual or terminable or bonds and to secure or discharge any debt liability or obligation of or binding on the Company whether by way of guarantee or indemnity or otherwise (including, without limitation, pursuant to the borrowing or raising of money) by the giving mortgages charges or other security funded, or based upon all or any of the property and rights of the Company, including its uncalled capital or without any such security and upon such terms as to priority or otherwise as the Company shall think fit
- (gg) To guarantee or otherwise support or secure, either with or without the company receiving any consideration or advantage and whether by personal covenant or by mortgaging or charging all or part of the undertaking, property, assets, rights and revenues present and future and uncalled capital of the company or by both such methods or by such other means whatsoever, the liabilities and obligations and the payment of any moneys whatsoever, the liabilities and obligations of and the payment of any moneys whatsoever (including but not limited to principal, interest and other liabilities of any borrowings or acceptance credits and capital, premiums, dividends, costs and expenses or any stocks, shares or securities) by any person, firm or company including but not limited to any (both as defined in the companies Act 2002 of the company or of the company's holding company and that the giving and creation of any such guarantee support or security is hereby constituted one of the main objects of the Company.
- (hh) To enter joint venture agreements or any amalgamation with any other company, firm or person carrying on business within the objects of the company.
- (ii) To grant pensions, allowances, gratuities and bonuses to the employees or ex-employees of the Company or such persons who have given honorary services to the company and to support or subscribe to any charitable or other institutions, clubs, societies or funds.

import, export, transit containers and road haulage in all modes including bulk and containers, articles, or things or heavy and over dimensional cargo, on all routes and lines on National and International level subject to law in force through all sorts of carries like trucks, lorries, trawlers, dumpers, coaches, tankers, tractors, haulers, jeeps, trailers, motor buses, omnibuses, motor taxies, railways, tramways, aircrafts, hovercrafts, rockers, ships, vessels, boats, barges and so on whether propelled by petrol, diesel, electricity, steam oil, atomic power or any other form of power. To establish, organize, manage, run, charter, conduct, contract, develop, handle, own operate material Handling equipment.

- (II) Generally to carry on any other business which, in the opinion of the company, is capable of being conveniently and advantageously carried on by the company in connection with or as ancillary to the objects specified above or is calculated directly or indirectly to enhance the value of or render profitable any of the company's property or rights.

AND it is hereby declared that:

- i) None of the objects set forth in any sub clause of this Clause shall be restrictively constructed but the widest interpretation shall be given to each such object, and none of such objects shall, except where the context expressly so requires, be in any way limited or restricted by reference to or inference from any other object or objects set forth in such sub clause, or by reference to or inference from the terms of any other sub clause of this Clause, or by reference to or inference from the name of the Company.
- ii) None of the subclasses of this clause and none of the objects therein specified shall be deemed subsidiary or ancillary to any of the objects specified in any other such sub clause, and the company shall have as full a power to exercise each and every one of the objects specified in each sub clause of this clause as though each such sub clause contained the objects of a separate distinct and independent company.
- iii) The intention hereof is that the objects herein above specified shall be independent main objects of the company and shall be construed in the most liberal way and shall in no way be limited or restricted by reference to or interference from the terms of any other paragraph or the other clauses hereof.

4. The liability of the members is limited

5. The authorized share capital of the Company is 200,000,000/= divided into 10,000 shares of 20,000/= each with such rights, priveleges and conditions respectively attached there to as may from time to time be conferred by the regulators of the Company with power to increase and reduce the capital for the time being and to divide the same into several classes and to attach thereto respectively such preferential, deferred qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the company, and to vary, modify of abrogate any such rights, privileges or conditions, in such manner as may from time to time be provided by the regulations of the Company.

We, the several persons whose names and address are subscribed, are desirous of being formed into 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, ADDRESSES, AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
WANG MIN HUBEI GHUANGZHOU GUANGDONG, 008613752755508 0088618054651377 CHINA	49	王敏
DING JIAXING SHANDONG GUANGZHOU GUANGDONG, 008613752755508, 008618054651377 CHINA	51	丁加兴

Dated at Dar-es-Salaam this 2nd day of February, 2022

Witness to the above signatures

Name : VIOLET W MUSHI
 Signature : [Handwritten Signature]
 Postal Address: 77184 - Dar-es-Salaam
 Qualifications : Advocate



NB: For Notary Only.