

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARE

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

TRADING OBOR TANZANIA LIMITED

INCORPORATED THIS.....DAY OF2024

DRAWN BY:
DANIEL MWAKIMI (ADVOCATE)
P.O. BOX 105069
DAR ES SALAAM
TANZANIA

THE COMPANIES ACT 2002

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

TRADING OBOR TANZANIA LIMITED

1. The name of the company is **“TRADING OBOR TANZANIA LIMITED”**
2. The Registered office of the Company will be situated in Tanzania.
3. The objects for which the Company is established are:-
 - (a) Wholesale of other household goods.
 - (b) Wholesale of construction materials, hardware, plumbing and heating equipment and supplies.
 - (c) Retail sale of hardware, paints and glass in specialized stores.
 - (d) Retail sale of carpets, rugs, wall and floor coverings in specialized stores.
 - (e) Retail sale of electrical household appliances, furniture, lighting equipment and other household articles in specialized stores.
 - (f) Manufacture of other electrical equipment.
 - (g) Building completion and finishing.
 - (h) Mining of hard coal.
 - (i) Mining of lignite.
 - (j) Extraction of crude petroleum.
 - (k) Extraction of natural gas.
 - (l) Mining of iron ores.
 - (m) Mining of uranium and thorium ores.

- (n) Quarrying of stone, sand and clay.
- (o) Mining of chemical and fertilizer minerals.
- (p) Extraction of peat.
- (q) Extraction of salt.
- (r) Other mining and quarrying n.e.c.
- (s) Support activities for petroleum and natural gas extraction.
- (t) Support activities for other mining and quarrying.
- (u) Wholesale of textiles, clothing and footwear.
- (v) Retail sale of textiles in specialized stores.
- (w) Passenger rail transport, interurban.
- (x) Freight rail transport.
- (y) Sea and coastal passenger water transport.
- (z) Urban and suburban passenger land transport.
- (aa) Freight transport by road.
- (bb) Transport via pipeline.
- (cc) Sea and coastal freight water transport.
- (dd) Inland passenger water transport.
- (ee) Inland freight water transport.
- (ff) Passenger air transport.
- (gg) Freight air transport.
- (hh) Service activities incidental to land transportation.
- (ii) Service activities incidental to water transportation.
- (jj) Service activities incidental to air transportation.
- (kk) Cargo handling.
- (ll) Other transportation support activities.
- (mm) Postal activities.
- (nn) Courier activities.
- (oo) To carry on the business as general food processors, packers, to be general suppliers of foods stuffs and agricultural crops, grain millers, food mixers, general exporters of fresh fruits, vegetables and flowers, to act as agents of buying and selling all kinds of food stuffs,

agricultural equipment of every description, and generally to deal in any other business connected therewith.

- (pp) To carry on the business of food stuffs, importers, exporters, distributors, sellers, buyers whole sellers, retailers of agricultural products, such as cereals, coffee, tea, sugar, rice, flour, cashew nuts, peanuts, beans, cowpeas, yellow gram green monks and to be general suppliers in local and export markets, and generally to be traders and dealers of the above.
- (qq) To carry on business of buying, selling, importing and exporting of various goods and commodities.
- (rr) To carry business of tree plantation, tree seedlings nursery
- (ss) To carry on the business as general buyers, exporters of agricultural crops, aquaculture and products, such as coffee, tea, sisal, cotton, beans, cashewnuts, cereals, peanuts, cowpeas, yellow gramm green monks and to be general suppliers in local and export markets, to be general bakers and confectioners and generally to be traders and manufacturers of the above.
- (tt) To carry out the business of milling, selling, buying, distributing, exporting, importing, extracting and/or processing millet, maize, rice, wheat, gram, cassava, sorghum, groundnuts, beans, oil-seeds or other cereal or seeds or roots to get flour, cooking-oil, animal feeds and/or other consumable products therefrom.
- (uu) To carry on the industry and business of salt, milling maize, rice, producing, packing, repackaging, importing, exporting, and marketing of all kinds of, edible oils, cooking fats margarine and bye-products thereof.
- (vv) To carry on the business of packing of all kinds of species, salt chemicals including industrial chemicals and all products. To extract , process, refine, distil, conserve, manufacture and general deal in, and all kinds of soaps, detergents, soap chips, all kinds

of oil, fats, fatty acids, oleaginous and fatty substance, all kinds of unguents and ingredients and all products of the same.

- (ww) To carry on the business of buying, processing, packaging and selling of cereals.
- (xx) To engage in and carry on business of buying, selling, processing cashew nuts, cultivate , grow, prepare for market sunflower, cashew nuts, coffee and food crops of all kinds as well as vegetables, dairy or mineral products and to dispose of, sell or deal in any such produce either in its raw or in its manufactured or processed state.
- (yy) To acquire, take over, promote, establish, engage in and carry on the business of professional seed growers, farmers of tea, trees, sunflower, planters, harvesters, sprayers, seed growers, glaziers, breeders of and dealers in livestock, market gardeners, arboriculturists, agriculturists, horticulturists and dairymen, seed oils extracts, vegetable oils extracts, poultry and beekeepers, and any other trade or businesses in connection with floriculture, arboriculture, agriculture or horticulture.
- (zz) To carry on the business of dealing in marketing, manufacturing, importing, exporting, stocking, buying, selling whether by wholesale or retail of various categories of goods and merchandise, and to act as commission agents and manufacturers, representatives in all fields. To establish business enterprises whether small scale, industries and generally deal in all kinds of general merchants and to import, export and all either by merchandise and articles of all description.
- (aaa) To carry on the business of general merchants, general store-keepers, universal providers, importers, exporters, suppliers, wholesale and/or retail traders, dealers of piecewood, paints, hardware, glassware, crockery, cutlery, ironmongery, turners and other household fittings and requirements, other articles and commodities of personal, household use and consumption provisions, textiles, groceries, medicines, drugs, wines, spirits, liquors, chemical, surgical, optical, photographic and other instruments, apparatus and materials,

motor vehicles, automobiles and generally in all manufactured goods of all types and merchandise of all kinds.

- (bbb) To carry on the business of supplying of stationery, office equipment, writing materials, teaching aids and other educational establishment and as agents, school uniforms and stationers in all their business and to buy and sell stationery, office requirements and equipment, all types of books, sundry goods and to act as general merchants and commission agents of print and bind and manufacture stationers and other requirements.
- (ccc) To carry on all or any business of publishing, printing, distributing and selling of business, management, industrial, scientific, academic, communications, financial, agricultural, social and environmental information technology periodicals, brochures and books and any other reading materials.
- (ddd) To engage in vegetables seeds production and marketing of horticultural products, to carry on the business of farming, cultivating, planting growing tea, cash and food crops, producing seed oil, inter alia, sugar cane, coffee, cocoa, coconut, papaya and pyrethrum. To provide agricultural consultations, training, research and advisory services to farmers and livestock keepers through seminars, workshops field visits and farm demonstrations.
- (eee) To carry on business farming, agriculture of any variety crops like rice, maize, millet and buy and sell variety of Fruits what is to say bananas, lemons, oranges, mangoes, papayas, papaw, pears, pineapples, tangerines, strawberries and other variety of fruits whatsoever. , to undertake the cultivation farming of buying and selling vegetables like cabbages, carrots, cucumber, spinach, tomatoes, unions and any other vegetable the company may elect all the country or abroad.
- (fff) To carry on the industry and business of milling maize, rice, producing, packing, repackaging, importing, exporting, marketing of all kinds of edible oils, cooking fats margarine and bye-products thereof, to carry on the business of Flour mills, milling, packing of all kinds of species, salt, chemicals including industrial chemicals and all

products. To extract , process, refine, distil, conserve, manufacture and general deal in, and all kinds of soaps, detergents, soap chips, all kinds of oil, fats, fatty acids, oleaginous and fatty substance, all kinds of unguents and ingredients and all products of the same.

- (ggg) To carry on business of timber and sawmill proprietors, tree fellers, woodworker, joiners, carpenters, wood and timber merchants, wood work contractors and to buy, sell prepare for making , import , export and deal in tree logs, hardboards, soft boards, timber building materials, plywood, softwood, moldings, wooden, plastics and metal goods and products of all kinds fiberboard, paper string, ropes, French polish, tools, tools of all kinds and manufacture steel doors steel windows, steel gates, wooden furniture and deal in furniture and generally to deal in articles of all kinds in manufacture of which timber in wood is used.
- (hhh) To stock such lands tenements and hereditaments and to breed, grow and deal in all kinds stock, cattle, sheep and poultry and agricultural produce including coffee, tea, pyrethrum, fruits, vegetable or any other crop at the desecration of the Directors.
- (iii) To establish and carry on the business of ranching and keeping cattle, sheep, pigs, goats, poultry, bee products game, fish, prawns and other livestock of every description, and to sell, breed, export, import, improve, prepare, deal and trade in stock of every description whether live or dead and generally to carry on the business as fisherman, cow-keepers, farmers, millers and market gardeners, and as manufacturers of all kinds. To carry on business as professional hunters, safari contractors, organisers and operators and to equip, organise and arrange hunting, finishing, game and other safaris and expeditions of all kinds and description whatsoever.
- (jjj) To acquire land by purchasing , lease or otherwise for livestock and agricultural use and other investments purposes, and develop the land into livestock keeping chicken, broiler, farming or animal fattening farms, paddy rice farms, wheat farms, cotton farm, sesame seed farms, aloe Vera plantations, oil palm plantations, coconut plantations, cashew nuts plantations, and into any other crop farms and plantations and engage in livestock

processing to produce export quality meat and other various livestock products, and engage in agro-processing to produce export quality rice, cotton lint, edible oils, all kinds of flours, cashew nuts, beekeeping, bio-fuels, and any other product from the farms, the plantations and from any other crop.

- (kkk) To carry on the business as ranchers, breeder of animals of all kinds as dairy, poultry and ostrich, farmers and as ranchers, breeder of animals of all kinds, as dairy, poultry farmers and as millers, grazers, gardeners seed growers and fruit preservers.

- (lll) To operate the business of selling farm implements, spare parts for tractors and industrial spare parts in Tanzania and in the East African region. Be an agent of spares, hardware, electrical materials and deal in import and export of cereals timber and all types of farm products in Tanzania and in the East African Region. To enter into contracts with foreign firms and companies within the East African region in all issues connected to the business of farming and agricultural spare parts. Farm implements, computers hardware spare, animal food stock, and drugs for animals.

- (mmm) To carry on the business as exporters, traders, suppliers, general merchants, stockists, wholesalers, retailers and dealers in business of agricultural machinery, implements, equipment and all kinds of industrial projects machinery.

- (nnn) To carry on the business of real estate agents, property managers, and realty administrators of buildings, services of letting or valuation, builders, contractors for construction works, renovation, decoration and demolition and to purchase otherwise acquire land for houses, offices, workshops and building premises.

- (ooo) To carry on the business of transportation, cargo and travel agents, commission agents, customs agents, insurance agents, tourist agents, manufacturers representatives, clearing and forwarding agents, road contractors, cargo superintendents, packers, machinery haulage specialists, warehousemen, engineers, electricians, motor cars, cabs, omnibus, lorries, oil tank and coach proprietors and transporters by any other means of conveyance

of people and goods in Tanzania and the neighbouring countries and in such other place or places as may from time to time determined by the Company.

- (ppp) To carry on the business of farming, production, harvesting, procurement, grading, pooling, handling, marketing food processing, agriculture and horticulture in all their respective farms and branches and to grow, produce, manufacture, process, prepare, refine, extract, manipulate, hydrolyze, deodorize, grind, bleach, hydrogenate buy, sell or otherwise deal in all kinds of agricultural, horticultural and farm produce and products including seeds, plants, flowers, vegetables, fruits and preparation of any nature or description.
- (qqq) To buy to sale to export to import Livestock and to deal with all activities in connection with Livestock keeping.
- (rrr) To provide sanitary and general cleanness services and to act as agents in public and private places, buildings, offices and in any other infrastructures
- (sss) 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);
- (ttt) To purchase any movable or immovable property including industrial, commercial, residential, or farm lands, plots, buildings, houses, apartments, flats or areas within or outside the limits of Municipalities or other local bodies, anywhere within the United Republic of Tanzania, to divide the same into suitable plots, and to rent or sell the plots for building/constructing residential houses, bungalows, business premises, and colonies and rent or sell the same and realize cost in lump sum or easy installments or by hire purchase system and otherwise;
- (uuu) To deal with the selling and supplying of agricultural equipment and all related matters.

- (vvv) To manufacture, sell, buy, import, export and process all kinds of textile and garments and apparels including shirts, trousers, dresses, hosieries, underwears, outwears, head gears and all other textiles piece goods of any other description.
- (www) To acquire, take over, promote, establish and carry on the business of manufacturers, distributors, representatives and agents of cloth of all descriptions including all processing, knitting, weaving, spinning, dyeing, bleaching, printing of all kinds of textiles, including all kinds of clothes, wools, silks, rayons, nylons, fibron, synthetic fibres or otherwise and any other process, threads, cottons, buttons and fastners of all kinds, house furnishers, upholsterers and dealers, curtains and other home furnishing and household requisites of all kinds and goods of any other description.
- (xxx) To carry on the business of manufacturing, distributing, packing, importing, exporting, selling of curtains, bed sheets, mattresses, mattress covers, seat covers and any other businesses related to these.
- (yyy) To carry on or otherwise to engage in the business of selling pharmaceuticals, laboratory equipment, organize market survey into the demand and supply of medicines and medical equipment, surgical instruments and any type of equipment which may be used to enhance the foregoing objects, medicines and medical equipment to provide accommodation for treatment and maintain various clinics for the purpose of enhancing health care, establish, maintain, manage hospitals, nursing and convalescent homes, clinics, dispensaries, institutions for education purposes, educate and train various groups in medical disciplines.
- (zzz) To carry on the business of import and export of all kinds of dental laboratory and clinical equipment and machinery and selling of dental materials dental related medicines equipment and also selling of all kinds of pharmaceutical products hospital equipment.

- (aaaa) To carry on the business of preparing and selling of all kinds of herbal medicines and medicines preparation of supplements and extracts; medicated beverages; vitamins; minerals; nutritional supplements for medical purposes
- (bbbb) To carry on the business of real estate agents, property managers, and realty administrators of buildings, services of letting or valuation, builders, contractors for construction works, renovation, decoration and demolition and to purchase otherwise acquire land for houses, offices, workshops and building premises.
- (cccc) To act as estate agents and solicit funds, process sales, purchase, lease and marketing arrangements for all kinds of landed properties.
- (dddd) To purchase, take on lease and otherwise acquire for investment or resale any estate, land, buildings, easements and other rights and interests in immovable property or any tenure in Tanzania and elsewhere and to sell let or lease exchange or otherwise dispose of or grant rights over any immovable property, belong to the company.
- (eeee) To purchase, take or lease or in exchange, hire or otherwise acquire and hold any state or interest in any lands buildings, easements, rights, licenses secret processes, machinery, plants, stock, in trade and real or personal property of any kind.
- (ffff) To provide consultancy services in the fields of land estate, architectural, mechanical, civil, structural, electrical engineering, quantity surveying, valuation of land and machinery, all kinds of fixed and movable assets; stocks, shares, business, joint venture.
- (gggg) To carry on the business of property development consultants land in connection to conduct feasibility appraisal and viability appraisal of all kinds of property development and investment schemes.
- (hhhh) To involve into business of Pharmacy, Pharmaceuticals and medicine for human beings and to involve into business of agrichemicals and Veterinary

- (iii) To carry on the business of hotel and conference, accommodation agent, apartments, hostels, lodge, boarding house, café, tented camps, roadhouse auto-court, motel, and tours and safari or holiday camp keepers.
- (jjj) To acquire, erect, alter and furnish any property for the purpose of letting to visitors or guest whether in single rooms, suites, chalets, cottages or otherwise.
- (kkkk) To carry on business as proprietors and operators of hotels, bar and restaurants, camps, leisure facilities, motels, refreshment and tea rooms, cafes, and milk and snake bars, beerhouses, and lodging housekeepers, wine, beer and spirit merchants and as restaurants caterers and catering contractors, construct, own gambling premises, gaming casinos and to enter into or carry into effect agreements with any government or other authority, supreme, municipal, local or otherwise of with other person or company relating to the operational executive or other field of the Company or the use of immovable property or other facilities at the disposal of the Company or for other purpose for which the Company is equipped or considers necessary, to equip and furnish any property for the purpose of letting it to visitors or guest, whether in rooms suite, tents, chalets, cottages, moveable structures or otherwise.
- (lll) To carry on the business of pubs, canteen, motels and operate shops and duty free shops, to be importers of spirits, beer, wine, soft drinks, act as general traders, importers and exporters, traders in the wholesale and retail business of goods and merchandise of any description, size and magnitude, general agents for local and overseas principals establish trading outlets for all types of local and imported goods, engaged in the export of all types of merchandise and to generally carry out retail and wholesale business general traders and to be trading agents.
- (mmmm) To carry on the business of logistic, cargo agent, commission agents, travel agents, land and estate agents, manufacturing agents, court brokers insurance agents, auctioneers and distributors agents.

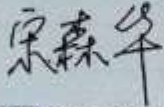
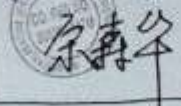
(nnnn) To carry on the business of dealing in marketing, manufacturing, importing, exporting, stocking, buying, selling whether by wholesale or retail of various categories of goods and merchandise, and to act as commission agents and manufacturers, representatives in all fields. To establish business enterprises whether small scale, industries and generally deal in all kinds of general merchants and to import, export and all either by merchandise and articles of all description.

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

4. The Liability of the Members is Limited.
5. The capital of the Company is Shillings 100,000,000 /= divided into 100 shares of Shillings 1,000,000, /= each.

The Company shall have powers to increase its capital and to divide the shares in its capital for the time being into several classes of stock or shares and to attach thereto respectively such preferential, deferred or special rights, privileges, or conditions as may be determined by or in accordance with the Articles of Association of the Company.

We, the several persons whose names and addresses 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 opposite our respective names.

Names, Addresses, and Description of Subscribers.	Number of shares taken by each Subscriber	Signature
SONG SENHUA YANGPU DISTRICT, PHASE 2, XINGHUI PLAZA, LANE 458 GUOXIA ROAD, SHANGHAI, 4TH FLOOR NO 15, CHINA.	01	
GENERAL- FORTUNE (SINGAPORE) INDUSTRY & TRADING PTE. LIMITED. 6 MARINA BOULEVARD, MARINA BAY, -, 06-17 THE SAIL, SINGAPORE.	99	SONG SENHUA (DIRECTOR) 

Dated at DARES SALAM this 06th day of JUNE 2024

WITNESS TO THE ABOVE SIGNATURES:

Name : DANIEL SIMON
 Signature : 
 Postal Address: 105069 DSM
 Qualification : ADVOCATE



THE COMPANIES ACT 2002

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

TRADING OBOR TANZANIA 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.

PRIVATE COMPANY

2. The Company is a Private Company and accordingly:-
 - (a) The right to transfer shares is restricted in manner hereinafter 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 one 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 reason 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 the shares to the respective shareholders or to single shareholder who shall have agreed to purchase the same.

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

The regulation of Companies Act shall apply to the following variations:-

- (a) A General Meeting, Ordinary or Extraordinary may with the consent in writing of all members, be convened on a shorter notice than seven days or without notice.
- (b) Two members, present either personally or by proxy shall form a quorum.
- (c) 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.

6. DIRECTORS

- (a) Until otherwise determined by the company in General Meeting the Directors shall not be less than two and not more than four in number.
 - (b) The following persons shall be the first Directors of the company:-
 - i. SONG SENHUA**
 - ii. LU JUNTAO**
7. 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.
8. The quorum of Directors for transacting business shall, unless otherwise fixed by the Directors, be two.
9. 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.
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 of the company.

BORROWING POWERS

The Directors may from time to time in their discretion raise or borrow for the purpose of any Company's business such sum or sums of money as they think fit.

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, of bonds or debentures either charged 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. 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.

DISQUALIFICATION OF DIRECTORS

14. 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.

S E A L

15. The Directors shall provide for the safe custody of the Seal. The Seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board of Directors and in the presence of at least two Directors or a Director and Secretary or other person as aforesaid shall sign every instrument to which the seal of the Company is so affixed in their presence.

ALTERNATE DIRECTORS

16. 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.
17. Unless otherwise decided by the Directors the quorum necessary to transact business of the Directors shall be two Directors personally present.

SECRETARY

18. 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

19. With the sanction of a special resolution of the shareholders any part 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

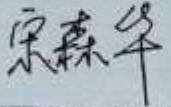
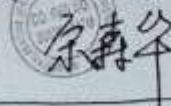
20. Subject to the provisions of the Act and to those contained in the Memorandum of Association the Company may by Special Resolution make alteration or addition so made shall be as valid and effectual as if originally contained in those articles and be subject in like manner to alteration by Special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

INDEMNITY

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 judgement 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 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.

Names, Addresses, and Description of Subscribers.	Number of shares taken by each Subscriber	Signature
SONG SENHUA YANGPU DISTRICT, PHASE 2, XINGHUI PLAZA, LANE 458 GUOXIA ROAD, SHANGHAI, 4TH FLOOR NO 15, CHINA.	01	
GENERAL- FORTUNE (SINGAPORE) INDUSTRY & TRADING PTE. LIMITED. 6 MARINA BOULEVARD, MARINA BAY, -, 06-17 THE SAIL, SINGAPORE.	99	SONG SENHUA (DIRECTOR) 

Dated at DAR ES SALAM this 06th day of JUNE 2024

WITNESS TO THE ABOVE SIGNATURES:

Name : DANIEL SIMON
Signature : 
Postal Address: 105069 DSM
Qualification : ADVOCATE

