

INTERNATIONAL RAINFOREST AGRICULTURE

DEVELOPMENT LIMITED

BOARD RESOLUTION FOR PURCHASE OF FARM/LAND FOR MLIMBA PROJECT INVESTMENT
AND REGISTRATION OF THE COMPANY AT THE TANZANIA INVESTMENT CENTRE

At a meeting of the Board of Directors of **INTERNATIONAL RAINFOREST AGRICULTURE DEVELOPMENT LIMITED** (the "Company") whose registration number is 164976688 and whose registered address is at Plot G6, 4th Floor, Unit 402, Chaburuma Street, Off Ali Hassan Mwinyi Road, Dar Es Salaam, held on July 10, 2023.

The quorum was met and therefore the meeting took place in accordance to the Company's Articles of Association.

QUROUM:

- i. **CARL-LAMBERT LIESENBERG- CHAIRPERSON/DIRECTOR**
- ii. **MAURICE LEO AWITI- DIRECTOR**
- iii. **SHIKANA GROUP LIMITED- COMPANY SECRETARY**

The Chairman informed the Board of Directors that the Company wishes to invest in Mlimba Morogoro, Tanzania to carry out the Mlimba Project in accordance with the Memorandum and Articles of Association of the Company, to purchase the farm/ land through the Tanzania Investment Centre and obtain a Derivative Title of the land. The Company wishes to be registered under the Tanzania Investment Centre.

Upon motion duly passed, the Board considered the same and the following resolution was passed:-

It was unanimously resolved that:

- I. The consent of the Board of Directors of the Company be and is hereby given to the Company to make an investment of United States Dollars Fifty Million (USD 50,000,000) for the production of spices and other crops (the "Mlimba Project").

- II. The Company wishes to be registered under the Tanzania Investment Centre for the Mlimba Project.
- III. The Company authorizes its Company secretary, Shikana Group Limited who is also the legal representative to submit the application on behalf of the Company and follow up on the registration process at the Tanzania Investment Centre.
- IV. Approval be and is hereby given to the Company to invest in the farm/land at Taweta Village, Masagati ward, Mlimba District, Morogoro, Tanzania.
- V. The Company be authorized to purchase the farm/land admeasuring 1328 hectares situated at Taweta Village, Masagati Ward, Mlimba District, Morogoro, Tanzania from the Vendor- Frank James Lugembe a natural person with national identification number 19920730111010000623 whose address is at 524, Serengeti Street, Mbezi Beach Africana P.O. Box 7244, Dar es salaam, Tanzania at a consideration of **Tanzanian Shillings Eight Hundred and Thirty Million (TZS 830,000,000) only** for the Mlimba Project.
- VI. Approval of the Board of Directors of the Company is hereby given to the Company to purchase the farm/land from Frank James Lugembe and process the derivative title of the land through Tanzania Investment Centre.

We, **Carl-Lambert Liesenberg** and **Shikana Group Limited** do hereby certify that we are the duly appointed director and company secretary respectively of **International Rainforest Agriculture Development Limited**, a limited company organized and existing under the laws of the United Republic of Tanzania and that the resolutions set forth above was duly adopted by the Board of Directors of the Company on July 10, 2023 and that the said resolution has not been modified or rescinded and is now in full force and effect and is in conformity with the provisions of the Articles of Association of the Company.

SIGNATURES:

CARL LAMBERT LIESENBERG



DIRECTOR



SHIKANA GROUP LIMITED

