

(Translation)

Articles of Association of Guangzhou Panyu Dashi Construction Engineering Co., Ltd.

(Executive director is set)

Chapter One General Provisions

Article 1 The Articles of Association is formulated in accordance with the *Company Law of the People's Republic of China* and the *Interim Measures for Business Registration in Guangzhou City* and other relevant regulations to standardize the Company's organization and conducts, and to protect the lawful rights and interests of the Company's shareholders. The Articles of Association is the Company's code of conduct. All shareholders, director, supervisor and senior executives of the Company shall strictly abide by it.

Chapter Two Name, Address and Business Address Declared of the Company

Article 2 Name of the Company: Guangzhou Panyu Dashi Construction Engineering Co., Ltd.

Article 3 Address: Middle Section of Chaoyang Road, Dashi Street, Panyu District, Guangzhou City.

Article 4 Business address declared: _____.

Chapter Three Main Business Items Category and Business Scope of the Company

Article 5 Main business items category: housing industry

Article 6 Business scope:

General business items: Construction of building construction projects; professional contracting of building curtain wall engineering; foundation pit support services; production of precast concrete components; general contracting of engineering construction; installation services for building steel structures and prefabricated part engineering; highway engineering construction; construction of municipal public works; earth and stone work services; post-decoration, renovation and cleaning for constructional engineering; mechanical and electrical equipment installation services

Licensed business items: _____

Chapter Four The Company's Registered Capital, Shareholder Name (Title), Subscribed Investment Amount, Investment Form and Investment Time

Article 7 Subscribed registered capital of the Company: RMB 101,000,000.

Article 8 Name (title, no certificate No. is required) of shareholders, subscribed investment amount, investment form and investment time are listed as follows:

| Shareholder name or title | Number of payment periods | Investment amount (RMB 10,000) | Investment form | Investment time |
|---------------------------|---------------------------|--------------------------------|-----------------|-------------------|
| LIN, MINGXIN | | 4590 | Currency | December 17, 2014 |
| CHEN, ZILIANG | | 510 | Currency | December 17, 2014 |
| LIN, MINGXIN | | 4500 | Currency | August 28, 2023 |
| CHEN, ZILIANG | | 500 | Currency | August 28, 2023 |

The Company shall prepare a register book of shareholders so that shareholders may claim to exercise their rights in accordance with the register book of shareholders.

After establishment of the Company, it shall issue investment certificates to shareholders. Shareholders shall evaluate and price the non-monetary property invested by them, verify the property and shall not overvalue or undervalue the property. If any law or administrative regulations provides for the value assessment, such law or administrative regulations shall be followed.

Where the actual value of the physical object, intellectual property, land use right and other non-monetary property invested by a shareholder as investment is significantly lower than the amount specified in the Articles of Association, such shareholder shall make up the difference.

If a shareholder fails to make investment in accordance with the provisions, he/she shall, in addition to making investment in full to the Company, be liable for breach of contract to the shareholders that have made their investments on time and in full.

Article 9 Rights and obligations of shareholders

I. Rights of a shareholder:

1. To enjoy such rights as return on assets, participation in major decision-making and selection of managers according to the law;
2. To require the Company to issue an investment certificate to him/her;
3. To receive dividends according to the form stipulated in the Articles of Association;
4. To enjoy the right to transfer the equities, enjoy the priority right to purchase the equities transferred by other shareholders and to subscribe to the newly increased registered capital of the Company according to laws and the Articles of Association;
5. To pledge the equities held according to the relevant provisions;
6. To enjoy the rights to supervise the business, operation and financial management work of the Company, bring forward proposals or raise questions; to consult and copy the Articles of Association, minutes of the meetings of the Board of Shareholders, and financial accounting reports; to check the accounting books of the Company; in case the Company rejects the request to check the accounting books, the shareholder may ask the people's court to demand the Company to approve the check.
7. To distribute the rest property of the Company according to the method in the Article of Association after the completion of the liquidation and payment of all the debts;
8. To take part in the meeting of the Board of Shareholders and execute the voting rights according to the method in the Articles of Association;
9. To enjoy the rights to elect or to be elected as the director or the supervisor;
10. If the content of the resolution or decision of the Board of Shareholders or the executive director, or the procedure for convening the meeting, or the method of voting violates laws, administrative regulations or the Articles of Association of the Company, a shareholder may request a people's court to cancel it according to law.

II. Obligations of a shareholder:

1. To be liable for the Company to the extent of the investment it subscribes;
2. To make the investment he/she subscribes as specified in the Articles of Association on time and in full; if a shareholder makes his/her investment in currency, he/she shall deposit the full amount of investment in currency in the account opened by the Company with a bank; if a

shareholder makes his/her investment in non-currency property, the procedures for the transfer of property rights to the Company therein shall be handled according to law;

3. To abide by the Articles of Association of the Company and keep the secrets of the Company;

4. To support the management and operation of the Company and promote the development of the Company's business;

5. Not to withdraw his/her investment;

6. Not to abuse shareholder's rights to harm the interests of the Company or other shareholders;

7. Not to abuse the independent status of the legal person and the limited liability of shareholders to harm the interests of the creditors of the Company.

Chapter Five Equity Transfer of the Company

Article 10 Conditions for shareholders to transfer investments

I. Shareholders may wholly or partially transfer their investments among themselves.

II. Transfer of investment to non-shareholders shall be approved by more than half of the other shareholders. The transferor shareholder shall notify the other shareholders in written form for approval on the equity transfer. The other shareholders shall reply within 30 days upon the receipt of the written notice. Otherwise, it shall be deemed as approval on the equity transfer. Over half of the other shareholders who disagree with the equity transfer shall purchase the equities to be transferred. Otherwise, it shall be deemed that the equity transfer is approved.

III. Under the same condition, the other shareholders shall enjoy the preemptive right on equities to be transferred with consent. In case more than two shareholders claim such preemptive right, parties concerned shall negotiate on the purchasing proportion. In case such negotiation fails, the preemptive right shall be determined as per their paid-in investment proportions upon transfer.

IV. After the investment transfer by a shareholder according to law, the Company shall record the transferee's name or title, address, the transferred investment amount and other items into the register book of shareholders.

Chapter Six Organizations of the Company and their Formation, Functions and Rules of Procedure

Article 11 Functions and powers of the Board of Shareholders

I. The Company's Board of Shareholders consisting of all shareholders is the Company's organ of authority. It has the following functions and powers:

1. To decide on the Company's operational guidelines and investment plans;

2. To elect and replace the directors and decide on remuneration for such directors;

3. To elect and replace director and supervisor who are not staff representatives and decide on the remunerations for relevant director and supervisor;

4. To deliberate on and approve reports of the executive director;

5. To deliberate on and approve reports of the supervisor;

6. To deliberate on and approve the annual financial budget plan and final accounting plan;

7. To deliberate on and approve the profit distribution plan and loss recovery plan of the Company;
8. To make resolutions on the increase or decrease of the Company's registered capital;
9. To make resolutions on the issuance of corporate bond;
10. To make resolutions on the merger, division, dissolution, liquidation or transformation of the Company;
11. To make resolutions on the transfer of investment (equity) to non-shareholders;
12. To amend the Company's Articles of Association.

Decisions can be directly made without convening a meeting of the Board of shareholders if shareholders reach consensus on the foregoing matters in written form. All the shareholders shall sign and affix seals on the decision document.

II. Rules of procedure for the Board of Shareholders are as follows:

1. Resolutions made by the Board of Shareholders on increase or decrease of the registered capital, merger, division, dissolution or transformation of the Company shall be adopted by shareholders representing more than 2/3 of the voting rights.

2. Resolutions on the amendments to the Articles of Association shall be adopted by shareholders representing more than 2/3 of the voting rights;

3. Shareholders at the meeting of the Board of Shareholders shall execute their voting rights in accordance with the investment proportion;

4. The first meeting of the Board of Shareholders shall be convened and presided over by the shareholder with the largest investments; the shareholder shall exercise functions and powers according to the Articles of Association;

5. Meetings of the Board of Shareholders can be divided into regular meeting and interim meeting;

6. Regular meetings shall be held on time according to the Articles of Association (such meetings of the Board of Shareholders shall be held \geq a year). Shareholders representing more than 1/10 of the voting rights, more than 1/3 of the directors, and the Board of Supervisors or the supervisor of a company without a Board of Supervisors may propose to convene an interim meeting;

7. Meetings of the Board of Shareholders shall be convened and presided over by the executive director.

8. The Company shall notify all shareholders fifteen days before the meeting of the Board of Shareholders;

9. The Board of Shareholders shall keep minutes of the decisions made on matters discussed at a meeting, and the shareholders present at the meeting shall sign the minutes.

Article 12 Functions and powers of the executive director

I. The Company does not set the Board of Directors but one executive director who shall be elected by the Board of Shareholders.

The term of office of the executive director is three years. He/she may serve consecutive terms if reelected upon expiration of the term.

II. The executive director shall exercise the following functions and powers:

1. To convene meetings of the Board of Shareholders and to report work at the meeting;
2. To carry out resolutions of the Board of Shareholders;
3. To decide on the operating plan and investment plan of the Company;

4. To work out the annual financial budget plan and final accounting plan of the Company;
5. To work out the profit distribution plan and the loss recovery plan of the Company;
6. To work out plans for the Company to increase or decrease registered capital;
7. To work out plans for merger, division, dissolution or transformation of the Company;
8. To decide on settings of internal management organs of the Company;
9. To employ or dismiss the manager of the Company and to employ or dismiss the deputy manager and finance chief of the Company according to the nomination by the manager, and decide on matters concerning their remunerations;
10. To work out the basic management system of the Company;

Article 13 Functions and powers of the manager

The Company sets manager who shall be employed or dismissed by the executive director. The manager shall be responsible to the executive director and exercise the following functions and powers:

1. To take charge of the Company's production and business management and to arrange to implement decisions of the executive director;
2. To arrange to implement the Company's annual operating plan and investment plan;
3. To draft the plan of setting the Company's internal management organs;
4. To draft the Company's basic management system;
5. To work out the Company's specific rules and regulations;
6. To propose to employ or dismiss the deputy manager and finance chief of the Company;
7. To decide on the employment or dismissal of the executives other than the ones the employment or dismissal of whom is to be decided by the Board of Shareholders or the executive director.

Article 14 Functions and powers of the supervisor/ the Board of Supervisors

I. The Company sets one supervisor. The supervisor's term of office is three years. He/she may serve consecutive terms if re-elected upon expiration of the term. The directors and senior executives shall not concurrently serve as the supervisor.

The supervisor shall exercise the following functions and powers:

1. To examine the Company's financial affairs;
2. To supervise the acts of the directors and senior executives, and propose to remove those who violate laws, administrative regulations, the Articles of Association of the Company and resolutions of the Board of Shareholders in respect of the performance of their duties assigned by the Company;
3. To demand directors or senior executives to rectify when their acts damage the interests of the Company;
4. To propose to convene interim meeting of the Board of Shareholders; to convene and preside over the meeting of the Board of Shareholders when the Board of Directors does not fulfill such duties according to the Company Law;
5. To come up with proposals at the meeting of the Board of Shareholders;
6. To take legal proceedings against directors or senior executives in accordance with the provisions of Article 151 of the *Company Law*.

The directors and senior executives shall not concurrently serve as the supervisor.

Article 15 One cannot act as the Company's director, supervisor and senior executive if he/she satisfies any of the following conditions:

1. Having no capacity for civil conduct or limited capacity for civil conduct;
2. Being punished due to corruption, taking bribes, conversion or embezzlement of property, or disrupting order of the socialist market economy and the execution period has not expired for five years; or being deprived of the political right because of crime and the execution period has not expired for five years;
3. Being a director or factory manager or manager of the company or enterprise being liquidated due to bankruptcy and taking personal responsibility to the bankruptcy, and three years has not expired since the completion of liquidation of that company or enterprise;
4. Being the legal representative of a company or enterprise whose business license was cancelled or which is ordered to close down because of breaking the law and taking personal responsibility, and three years has not expired since the cancellation of that business license;
5. Bearing a personal debt of significant amount which is due and unpaid in full.

Any election, appointment or employment of director, supervisor and senior executives by the Company in violation of the foregoing provisions will be invalid.

If the director, supervisor and senior executives satisfy the condition in Paragraph I of this article during their term of office, the Company shall remove them from their posts.

Article 16 The director and senior executives shall not do the following things:

1. To appropriate funds of the Company;
2. To deposit funds of the Company into the account opened in his/her own name or other person's name;
3. To violate the Articles of Association and lend the Company's fund to others or provide guarantee to others using the Company's property without consent of the Board of Shareholders;
4. To enter into a contract with or trade with the Company in violation to the Articles of Association or without consent of the Board of Shareholders;
5. To abuse powers to secure the Company's business opportunities for himself/herself or others and to operate business of the same kind with the Company for himself/herself or others without consent of the Board of Shareholders;
6. To occupy the commission arising from others' transaction with the Company;
7. To disclose the Company's secrets without permission;
8. Other unfaithful actions to the Company.

The income obtained by the director and senior executives in violation to the preceding paragraph shall be owned by the Company.

Article 17 The director, the supervisor or senior executives that causes damage to the Company during performance of their duties by violating laws, administrative regulations or the Articles of Association shall bear the responsibility of compensation.

Chapter Seven Legal Representative of the Company

Article 18 The executive director is the legal representative of the Company.

Anyone who is under any of the following circumstances shall not hold the post of the legal representative:

1. The legal representative is under the circumstances in which a person may not serve as the legal representative according to the laws, administrative regulations or the provision of the decision of the State Council;

2. The legal representative who is the executive director loses the qualification of being the manager;

3. The legal representative is sentenced to a criminal punishment or criminal compulsory measures are adopted against the legal representative;

4. The legal representative is wanted for arrest by the public security organ or the state security organ;

5. Other statutory situation which may result in the inability of the legal representative to perform his/her duties.

Article 19 The legal representative shall execute the following functions and powers:

1. The legal representative is the legal signatory who executes the functions and powers on behalf of the Company;

2. The legal representative shall execute the functions and powers within the authority scope stipulated in laws, administrative regulations and the Article of Association, participate in the civil activities on behalf of the Company and be fully responsible for the enterprise production, operation and management.

Chapter Eight Finance and Accounting of the Company

Article 20 The Company's finance and accounting

The Company shall establish its financial and accounting system in accordance with laws and administrative regulations and provisions of the competent treasury department of the state. The Company shall draw up its financial and accounting reports at the end of each fiscal year and have them audited by the accounting firm according to law.

The employment and dismissal of accounting firms that handle the Company's audit business shall be decided by the Board of Shareholders.

When the Company distributes the after-tax profit of a given year according to law, 10% of the profit shall be withdrawn as the Company's legal public reserve funds. If the accumulated legal public reserve funds account for more than 50% of the registered capital of the Company, it may not be withdrawn.

After withdrawing the legal public reserve funds from the after-tax profits, the Company may withdraw the discretionary public reserve funds from the same subject to the Board of Shareholders' resolution.

The residual after-tax profit of the Company after loss recovery and withdrawal of public reserve funds shall be distributed among shareholders as per the paid-in investment proportion.

The Company's public reserve funds shall be used to recover loss of the Company, expand the Company's production and business or be converted into increased capital. However, capital reserves shall not be used to recover the Company's loss.

The Company shall not establish account book other than the legal account book.

By no means shall the Company's assets be deposited to any individual account.

No individuals shall misappropriate funds of the Company or loan the funds of the Company to others; no individuals shall misappropriate the property of the Company.

Chapter Nine Dissolution and Liquidation of the Company

Article 21 The Company shall be dissolved if:

1. Business term specified in the Company's Articles of Association expires;

2. The Board of Shareholders determines to dissolve the Company;
3. The Company is dissolved for the need of merger or division;
4. Business license is suspended; the Company is ordered to shut down or is revoked according to law;
5. The Company is dissolved by the people's court according to Article 182 of the Company Law.

Article 22 Where the Company is dissolved according to a reason other than Item (III) in the preceding article, a liquidation group shall be formed for liquidation within fifteen days as of the occurrence of the cause of dissolution. The liquidation group shall consist of the shareholders.

Article 23 The liquidation group shall exercise the following functions and powers during the period of liquidation:

1. To thoroughly examine the property of the Company and prepare a balance sheet and an inventory;
2. To inform the creditors or make an announcement;
3. To dispose of unfinished business of the Company which is related to the liquidation;
4. To pay off any outstanding tax and any tax arising from the liquidation;
5. To clear up the creditor's rights and debts;
6. To dispose of the residual property of the Company after paying off all the debts;
7. To participate in civil litigations on behalf of the Company.

Article 24 The liquidation group shall notify creditors within 10 days from the date of its establishment, and make an announcement in the newspaper within 60 days.

Article 25 After the liquidation group has thoroughly examined the Company's property and prepared a balance sheet and an inventory, it shall formulate a liquidation plan and submit it to the Board of Shareholders or the people's court for confirmation.

After paying off the liquidation expenses, employee salary, social insurance cost and statutory compensation, outstanding taxes, and the Company's other debts, the residual property of the Company shall be distributed to the shareholders according to the proportions of their investments.

During the liquidation, the Company continues existing, but shall not conduct any business operations unrelated to the liquidation. The property of the Company shall not be distributed to the shareholders before the items listed in the preceding paragraph have been paid off.

Article 26 Following the completion of the Company's liquidation, the liquidation group shall prepare a liquidation report and submit it to the Board of Shareholders or the people's court for confirmation; and shall register for cancellation of the Company with the company registration organ and publicly announce the Company's termination.

Chapter Ten Other Matters Deemed Necessary to Prescribe by the Shareholders

Article 27 The Company's business term is long term and shall be calculated from the date when its business license is issued.

Chapter Eleven Supplementary Articles

Article 28 Registration matters of the Company shall be subject to verification of the

company registration organ.

Article 29 In case of any inconsistency between the Articles of Association and the Company's previous Articles of Association, the former shall prevail. In case of any inconsistency between the Articles of Association and the national laws, regulations and rules, the latter shall prevail and the Articles of Association shall be modified accordingly.

Article 30 The Articles of Association was formulated on January 11, 2021.

Signatures of shareholders: LIN, MINGXIN (Signature), CHEN, ZILIANG (Signature)

Signature of the legal representative of the Company: CHEN, ZILIANG (Signature)

January 13, 2021

(With the special seal for archives inquiry of the Administration for Market Regulation of
Panyu District, Guangzhou City)

Guangzhou Panyu Dashi Construction Engineering Co., Ltd.

Resolutions of the Board of Shareholders

Shareholders attending the meeting: LIN, MINGXIN and CHEN, ZILIANG

According to the provisions of the *Company Law of the People's Republic of China*, the *Implementation Measures for the Reform of the Business Registration System in Guangzhou City* and the Company's Articles of Association, Guangzhou Panyu Dashi Construction Engineering Co., Ltd. held a meeting of the Board of Shareholders in the Company's conference room on January 28, 2022. Two shareholders attended the meeting, representing 100% of the voting rights of the Company's shareholders. The resolution made was passed by 100% of the voting rights of the Company's shareholders. The resolution is as follows:

1. Agree to change the name of the Company to: Dajian Construction Group Co., Ltd., and the name of the group to: Dajian Construction Group.
2. Agree to the above resolution and modify the Company's Articles of Association accordingly; all other articles shall remain unchanged.

Signatures of shareholders: LIN, MINGXIN (Signature), CHEN, ZILIANG (Signature)

(With the seal of Guangzhou Panyu Dashi Construction Engineering Co., Ltd.)

January 28, 2022

(With the special seal for archives inquiry of the Administration for Market Regulation of
Panyu District, Guangzhou City)

Amendment to the Articles of Association of the Company

Guangzhou Panyu Dashi Construction Engineering Co., Ltd. has decided to make the following modifications to its Articles of Association:

I. The original content of Article 2: Name of the Company: Guangzhou Panyu Dashi Construction Engineering Co., Ltd.

Now it is amended to: Name of the Company: Dajian Construction Group Co., Ltd.

II. The original content of Article __: _____

Now it is amended to: _____

III. The original content of Article __: _____

Now it is amended to: _____

Signature of the legal representative: CHEN, ZILIANG (Signature)

(With the seal of Guangzhou Panyu Dashi Construction Engineering Co., Ltd.)

January 28, 2022

(With the special seal for archives inquiry of the Administration for Market Regulation of
Panyu District, Guangzhou City)