

THE COMPANIES ACT
(ACT NO.12 OF 2002)

COMPANY LIMITED BY SHARES

MEMORUNDUM

AND

ARTICLES OF ASSOCIATION

OF

FENG SHOU AGRICULTURE COMPANY LIMITED

Incorporated this.....Day of.....2024

DRAWN BY:

TISHAN MABERE MARANDO (ADVOCATE)
P. O. Box 12519
0659369040,
Dar Es Salaam.
Tanzania

THE COMPANIES ACT

(ACT NO. 12 OF 2002)

A COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

FENG SHOU AGRICULTURE COMPANY LIMITED

1. The name of the Company is **FENG SHOU AGRICULTURE COMPANY LIMITED**
2. The registered office of the company is situated in the mainland of the United Republic of Tanzania.
3. The purpose for which the Company is established is for the transaction of any and all lawful business for which companies may be incorporated in Tanzania; and more particularly the Company shall have powers:-

- a) **0161**-Support activities for crop production
- b) **0113**-Growing of vegetables and melons, roots and tubers
- c) **0111**-Growing of cereals (except rice) leguminous crops and oil seeds
- d) **0150**-Mixed Farming
- e) **0163**-Post-harvest crop activities
- f) **0162**-Support activities for animal production
- g) **0210**-silviculture and other forestry activities
- h) **0240**-Support service to forestry
- i) **0230**-Gathering of non-wood forest products
- j) **0311**-Marine fishing
- k) **0312**-Freshwater fishing
- l) **0322**-Freshwater aquaculture
- m) **0321**-Marine aquaculture
- n) **0141**-Raising of cattle and buffaloes
- o) **0146**-Raising of poultry
- p) **0149**-Raising of other animals
- q) **0142**-Raising of horses and other equines
- r) **1010**-processing and preserving of meat
- s) **1020**-Processing and preserving of fish, crustaceans and molluscs
- t) **2100**-Manufacture of pharmaceuticals, medicinal chemical and botanical products
- u) **1101**-Distilling, rectifying and blending of spirits
- v) **4540**-sale, maintenance and repair of motorcycles and related parts and accessories
- w) **4610**-Wholesale on a fee or contract basis
- x) **4620**-Wholesale of agriculture raw materials and live animals
- y) **4630**-Wholesale of food, beverages and tobacco
- z) **4649**-wholesale of other household goods

- aa) 4663-Wholesale of construction materials, hardware, plumbing and heating equipment and supplies
- bb) 4653-wholesale of agricultural machinery, equipment and supplies
- cc) 4659-Wholesale of other machinery equipment
- dd) 4662-Wholesale of metals and metal ores
- ee) 4690-Non-specialized wholesale
- ff) 4721-Retail sale of food in specialized stores
- gg) 4711-Retail sale in non-specialized stores with foods, beverages or tobacco predominating
- hh) 4772-Retail sale of pharmaceuticals and medical goods, cosmetics and toilet articles in specialized stores
- ii) 4773-Other retail sale of new goods in specialized stores
- jj) 8211-Combined office administrative service activities
- kk) 7020-Management consultancy activities
- ll) 7210-Research and experimental development on natural sciences
- mm) 3320-Installation of industrial machinery and equipment
- nn) 6621-Risk and damage evaluation

AND it is hereby expressly declared that the objects set forth in any sub-clause of this Clause shall not, except when the context expressly so requires, be in anyway limited or restricted by reference to or inference from the terms of any other sub-clause or by the name of the Company. None of such sub-clauses or the objects therein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in the first sub-clause of this clause, but the Company shall have full powers to exercise all or any of the powers conferred by any part of this clause notwithstanding that the business, undertaking, property or acts proposed to be transacted, acquired, dealt with or performed do not fall within the objects of the first sub-clause of this clause.

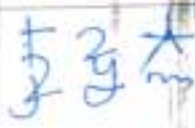


4. The Liability of Members is Limited.

5. The share capital of the Company is Tanzania Shillings **Two billion (Tshs.2,000,000,000)** divided into **100 shares of Tanzania Shillings Twenty Million (20,000,000/=)** each with power for the company to increase or reduce such 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 in accordance with the Articles of Association of the Company.

AND it is hereby declared that the word "COMPANY" in this clause except where used with reference to the COMPANY, shall be deemed to include any partnership or other body of persons, whether corporate or unincorporated and whether in Tanzania or elsewhere.

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.

Dated at Dar es Salaam this 13th Day of December 2024

S/N	Names, Addresses, and Description of Subscribers	Number of shares taken by each Subscriber	Signature
1	LIJIE LU MKWALIA KITUMBO STREET MKWALIA KITUMBO ROAD PLOT NO.2, BLOCK NO. F HOUSE NO.20 MKURANGA WARD, MKURANGA DISTRICT PWANI REGION TANZANIA	40	
2	YANPING REN MKWALIA KITUMBO STREET MKWALIA KITUMBO ROAD PLOT NO.2, BLOCK NO. F HOUSE NO.20 MKURANGA WARD, MKURANGA DISTRICT PWANI REGION TANZANIA	30	
3	TING WANG VICTORIA NOBLE CENTER STREET OFF BAGAMOYO ROAD PLOT NO.01, BLOCK NO. C HOUSE NO.15 KIJITONYAMA WARD, KINONDONI DISTRICT DAR ES SALAAM REGION TANZANIA	30	

Witness to the above signature:

Signature: 

Name: JUSHAN MABERE MABERE

Postal Address: PO BOX 1234

Qualifications: Advocate

