

Handwritten notes on the left side of the page, including a signature and some illegible text.

Certified True Copy of the Original
Sign: [Signature] Date: 22/06/2017
FERNAD STEPHEN
Advocate Notary Public & Commissioner
for Oaths

Handwritten notes on the right side of the page, including a signature and the text "2500/-" and "25/10/17".

THE COMPANIES ACT 2002

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

XIWAN INTERNATIONAL COMPANY LIMITED

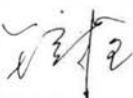

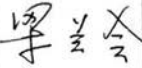
1. The name of the Company is **XIWAN INTERNATIONAL COMPANY LIMITED**
2. The registered office of the Company will be situated in Tanzania.
3. The objects for which the Company is established are:-
 - (a) To carry on the business of farming, horticulture, sericulture, dairies, traders, and sellers of the products of farming, dairy, horticulture, floriculture, sericulture and chicken.
 - (b) To establish, acquire, run, manage and maintain poultry farms, chicken farms, including mechanized hatching of poultry and to carry on the business as dealers and processors of poultry, chicken, eggs, game and as producers and manufacturers of poultry feed, chicken feeds, farm and garden produce and also products and substances of any description derived from the poultry farming, chicken farming and poultry feed in any manner whatsoever.
 - (c) To establish, acquire, construct, erect, run, manage, own and maintain factories and plants for the processing, manufacturing and packing of cattle and animal feed and its bye-products, and other allied products and commodities and in connection there with to make arrangements to buy, sell and deal in seeds, oil cakes, gram, wheat straws, grass, molasses wheat bran, rice bran and other allied types of fodder and chemicals as may be though expedient by the Company.
 - (d) To carry on business of farming, live stock breeders of every variety of animal for the purpose of its sale as meat, poultry and of eggs.
 - (e) To establish, maintain, operate industries, units and plants for manufacture of livestock feed, concentrate, feed additives and equipment's and to transport, store, distribute, sell, import and export such livestock feed, feed concentrate, feed

- (e) To establish, maintain, operate industries, units and plants for manufacture of livestock feed, concentrate, feed additives and equipment's and to transport, store, distribute, sell, import and export such livestock feed, feed concentrate, feed additives, by-products and equipment's and other connected materials.
- (f) To purchase, lease or otherwise acquire lands and to carry on agriculture, horticulture, poultry farming, cattle rising, dairy farming, setting up industries based on or on connected with these activities and to acquire agricultural and other machinery for the purpose of carrying on its own business or for hiring.
- (g) To carry on any other business, whether financial, manufacturing or otherwise, which may seem to the Company capable of being conveniently carried on in connection with any business of the Company or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property of assets
- (h) To do all such other things as are incidental or the Company may think conducive to the attainment of the above objects or any of them.

AND it is hereby declared that the word "Company" in this clause, except where used in reference to this Company, shall be deemed to include any partnership a joint venture with local or foreign investors, or other body of persons, whether incorporated or not incorporated, and whether domiciled in Tanzania or elsewhere, and that the intention is that each of the objects specified in each paragraph of this clause shall, except where otherwise expressed in such paragraph, be an independent main object and be in no wise limited or restricted by reference to or inference from the terms of any other paragraph or the name of the Company.

4. The liability of the members is limited.
5. The share capital of the Company is Six Hundred Million (Tshs 600,000,000/=) divided into Ten Thousand (10,000) Ordinary shares of Sixty thousand (Tshs 60,000/=) each. Subject and without prejudice to the rights attached to any class or the Company, whether part of the original or any increased capital of the Company, may be issued with any special qualified, preferred or differed rights and privileges or conditions as to capital, dividends, rights or voting or other matters, but so that any such rights, privileges or conditions shall not be altered or modified except in accordance with the Articles of Association of the Company for the time being in force.

We, the several persons whose names addressed and occupations 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, Postal Address and Occupation of Subscribers	Number of Shares taken by each Subscribers	Signature of Subscribers
1. LANSHUAN WANG P.O.BOX 42450 <u>DAR ES SALAAM</u>	4000	
2. FENGJING ZHU P.O.BOX 42450 <u>DAR ES SALAAM</u>	3500	
3. LANHUI LIANG P.O.BOX 42450 <u>DAR ES SALAAM</u>	2500	

Dated on 17th day of 10 2017.

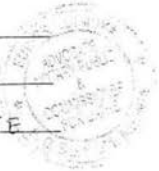
Witness to the above signatures:-

Name: ENRICK LUIMUKA

Signature 

Postal Address Dsm

Qualification ADVOCATE



17/02/2012
S.D. G.B.E.
PANCHAJANYA
REGISTRATION NO. 2511019

25052
25/01/2012
S.D. G.B.E.

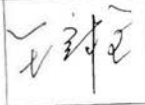

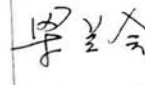
THE COMPANIES ACT 2002
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION

OF
XIWAN INTERNATIONAL COMPANY LIMITED
PRELIMINARY

1. In these Articles:-
"The ACT" means the Companies ACT 2002
"The Seal" means the Common Seal of the Company
"Secretary" means any person appointed to perform the duties of the Secretary of the Company.
Expressions referring to writing shall unless the contrary intention appears, be construed as including references to printing, lithography and other modes of representing of reproducing words in a visible form.
Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these Articles become binding upon the Company.
2. The Regulations contained in Table A of the First Schedule to the Companies Act 2002 shall not apply to the Company.
3. 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 having been formerly in the employment of the Company were while in such employment and have continued after the determination of such employment to be members of the Company) is limited to fifty.

PROVIDED THAT where two or more persons hold one or more shares in the Company jointly they shall for the purpose of this Article be treated as a single member.

We, the several persons whose names addressed and occupations are subscribed, are desirous of being formed into a Company in pursuance of this Article of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names, Postal Address and Occupation of Subscribers	Number of Shares taken by each Subscribers	Signature of Subscribers
1. LANSHUAN WANG P.O.BOX 42450 <u>DAR ES SALAAM</u>	4000	
2. FENGJING ZHU P.O.BOX 42450 <u>DAR ES SALAAM</u>	3500	
3. LANHUI LIANG P.O.BOX 42450 <u>DAR ES SALAAM</u>	2500	

Dated on 17th day of 10 2017.

Witness to the above signatures:-

Name: ENRICK LUIMUNA

Signature 

Postal Address D.S.M.

Qualification ADVOCATE