



THE COMPANIES ACT, 1965
Malaysia

PRIVATE COMPANY LIMITED BY SHARES

Memorandum

and

Articles of Association

of

MY FLAVOR FOOD SDN. BHD.

(1094382-K)

INCORPORATION 21 MAY 2014



SURUHANJAYA SYARIKAT MALAYSIA
COMPANIES COMMISSION OF MALAYSIA

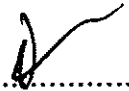


BORANG 9
AKTA SYARIKAT 1965

[Seksyen 16(4)]
Certified True Copy

No. Syarikat - MyCoID

1094382	K
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Company Secretary
YONG CHEE HOW MIA 24869

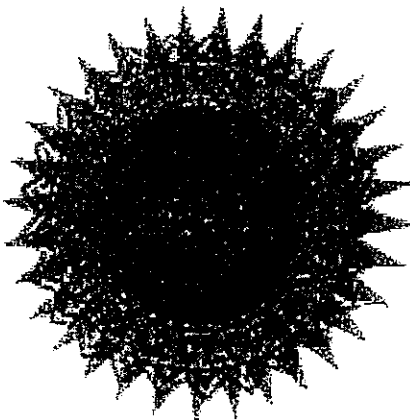
PERAKUAN PEMERBADANAN SYARIKAT SENDIRIAN

Dengan ini diperakui bahawa

MY FLAVOR FOOD SDN. BHD.

telah diperbadankan di bawah Akta Syarikat 1965, pada dan mulai dari 21 haribulan Mei 2014, dan bahawa syarikat ini adalah sebuah syarikat berhad menurut syer dan bahawa syarikat ini adalah sebuah syarikat sendirian.

Dibuat di bawah tandatangan dan meterai saya di Kuala Lumpur pada 21 haribulan Mei 2014.



DATO' MOHD NAIM DARUWISH
PENDAFTAR SYARIKAT
MALAYSIA

COMPANIES ACT, 1965
MALAYSIA

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION
OF



MY FLAVOR FOOD SDN. BHD.

1. The name of the Company is **MY FLAVOR FOOD SDN. BHD.**
2. The registered office of the Company will be situated in Malaysia.
3. The objects for which the Company is established are -
 - (1) To carry on business as manufacturing of food ingredients or F&B value added compound.
 - (2) To purchase or otherwise acquire for investment lands, houses, buildings, plantations and other property of any tenure and any interest therein and any moveable property of any description or any interest therein and to create and sell freehold and leasehold ground rents and to make advances upon the security of land or house or other property or interest therein and generally to sell, lease or exchange land and house property and any other property whether real or personal and whether for valuable consideration or not.
 - (3) To acquire and hold for investment shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company or private undertaking or any syndicate of persons constituted of carrying on business in Malaysia or elsewhere and debenture, debenture stock, bonds, obligations and securities issued or guaranteed by any government, sovereign ruler, commissioners, public body or authority, supreme, municipal, local or otherwise, whether at home or abroad.

4. The "power of A Company" as contained in the Third Schedule of the Company Act, 1965 ("the Act") shall apply to the Company
5. The liability of the members is limited.
6. The share capital of the Company is Ringgit Malaysia Four hundred Thousand (RM400,000.00) divided into Four Hundred Thousand (400,000) ordinary shares of Ringgit Malaysia One (RM1.00) each with power to divide the shares in the capital for the time being into several classes and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges or conditions and designation as provided by the Articles of Association of the Company.
7. Subject always to the respective rights, terms and conditions mentioned in Clause 6 hereof the Company shall have power to increase or reduce the capital, to consolidate or sub-divide the shares into shares of larger or smaller amounts and to issue all or any part of the original or any additional capital as fully paid or partly paid shares, and with any special or preferential rights or privileges, or subject to any special terms or conditions and either with or without any special designation, and also from time to time to alter, modify, commute, abrogate or deal with any such rights, privileges, terms conditions or designations in accordance with the regulations for the time being of the Company.

No Rujukan : 2014B027714

We, the several persons whose names, addresses and descriptions are hereto subscribed, are desirous of being formed into a company in pursuance to this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite of our respective names :-

Names, Addresses & Descriptions of Subscribers	Number of Shares taken by each Subscriber
<p>Tan Gaik Nai No.10, Jalan 1/2 46000 Petaling Jaya Selangor</p> <p>(NRIC : 630123-05-5156)</p> <p> Director</p>	<p>94</p>
<p>Chew Kaw Wan 2 Blok 1, Rumah Panjang, Jalan Kuang, 48000 Rawang, Selangor.</p> <p>(NRIC : 821205-14-5368)</p> <p> Director</p>	<p>2</p>

Dated this : 21 MAY 2014



WITNESS to the above signatures: -



YONG CHEE HOW
MIA: 24869
Company Secretary
(NRIC: 750823-14-5343)
No. 91-3, Jalan Metro Perdana Barat 1,
Taman Usahawan Kepong
Off Jalan Kepong, Kepong
52100 Kuala Lumpur

No Rujukan : 2014B027714

We, the several persons whose names, addresses and descriptions are hereto subscribed, are desirous of being formed into a company in pursuance to this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite of our respective names :-

Names, Addresses & Descriptions of Subscribers	Number of Shares taken by each Subscriber
Wong Chee Leong B-12-8, P'Puri Vista Pinggiran Taman Pinggiran Putra Bandar Putra Permai 43300 Selangor. (NRIC : 720908-14-5193)  Director	2
Nurul Syuhada Binti Kamal Lot 2117, Kampung Cherok Paloh 26060 Kuantan Pahang (NRIC : 851221-06-5082)  Director	2
TOTAL	100

Dated this : 21 MAY 2014

WITNESS to the above signatures: -



YONG CHEE HOW

MIA: 24869

Company Secretary

(NRIC: 750823-14-5343)

No. 91-3, Jalan Metro Perdana Barat 1,

Taman Usahawan Kepong

Off Jalan Kepong, Kepong

52100 Kuala Lumpur

THE COMPANIES ACT, 1965
MALAYSIA

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION
OF

MY FLAVOR FOOD SDN. BHD.

EXCLUSION OF TABLE "A"

1. The Regulations contained in Table "A" in the Fourth Schedule to the Companies Act, 1965 shall apply. Adoption of Table "A"
2. The Company is a private company, and accordingly :- Private company
 - i. the right to transfer shares is restricted in manner hereinafter prescribed;
 - ii. 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 shares in the Company jointly, they shall for the purpose of this provision be treated as a single member;
 - iii. any invitation to the public to subscribe for any shares or debentures of the Company is prohibited; and
 - iv. any invitation to the public to deposit money with the Company for fixed periods or payable at call, whether bearing or not bearing interest, is prohibited.

DIRECTORS

- 3 (a) The number of Directors shall not be less than two (2) nor more than fifty (50). Number and First Directors

3 (b) The following shall be the first Directors :-

Tan Gaik Nai
Chew Kaw Wan
Wong Chee Leong
Nurul Syuhada Binti Kamal


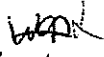
4. A resolution in writing signed by a majority of the directors presented in Malaysia for the time being entitled to received notice of a meeting of the directors, shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more directors.
- Resolutions in writing signed by Directors effective

THE SECRETARY

5. The first Secretary of the Company shall be Mr. Yong Chee How (MIA Membership No. 24869). The office of secretary shall become vacant if the secretary resigns his/her office by notice in writing to the Company.
- The Secretary

No Rujukan : 2014B027714

We, the several persons whose names and addresses are subscribed hereunder being the subscribers hereby agree to the foregoing Articles of Association.

Names, Addresses & Descriptions of Subscribers	
Tan Gaik Nai No.10, Jalan 1/2 46000 Petaling Jaya Selangor (NRIC : 630123-05-5156)	 Director
Chew Kaw Wan 2 Blok 1, Rumah Panjang, Jalan Kuang, 48000 Rawang, Selangor. (NRIC : 821205-14-5368)	 Director

Dated this : 21 MAY 2014


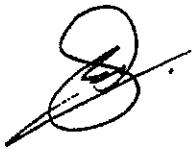
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YONG CHEE HOW
MIA: 24869
Company Secretary
(NRIC: 750823-14-5343)
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YONG CHEE HOW

MIA : 24869

Company Secretary

(NRIC: 750823-14-5343)

No. 91-3, Jalan Metro Perdana Barat 1,
Taman Usahawan Kepong
Off Jalan Kepong, Kepong
52100 Kuala Lumpur

Lodged By:

KT CHAN CORPORATE ADVISORY

No. 91-3, Jalan Metro Perdana Barat 1,
Taman Usahawan Kepong
Off Jalan Kepong, Kepong
52100 Kuala Lumpur
Tel: 03- 6257 8286
Fax: 03-6259 8286