

Company No.: 201301004710 (1034553-W)

THE COMPANIES ACT, 1965

MALAYSIA

PRIVATE COMPANY LIMITED BY SHARES

Certified True Copy

Memorandum


.....
Company Secretary
TAN CHOON KWEE
(MIA 9209)

And

Articles of Association

BENCHMARC WOODCRAFTERS SDN. BHD.

(Formerly known as Viana Products Sdn. Bhd.)

INCORPORATED ON THE 08TH DAY OF FEBRUARY, 2013



AKTA SYARIKAT 2016

[Seksyen 28]

No. Pendaftaran : 201301004710 (1034553-W)

**NOTIS PERAKUAN PEMERBADANAN ATAS
PERTUKARAN NAMA SYARIKAT**

Dengan ini diperakui bahawa

VIANA PRODUCTS SDN. BHD.

yang telah diperbadankan di bawah Akta Syarikat 2016, pada 08 haribulan Februari 2013, sebagai sebuah syarikat persendirian, pada 20 haribulan November 2019 telah menukar namanya kepada

BENCHMARC WOODCRAFTERS SDN. BHD.

dan bahawa syarikat ini adalah sebuah syarikat persendirian dan adalah sebuah syarikat berhad menurut syer.

Pendaftar Syarikat Malaysia

Certified True Copy

Company Secretary
TAN CHOON KWEE
(MIA 9209)



BURUHANJAYA SYARIKAT MALAYSIA
COMPANIES COMMISSION OF MALAYSIA

BORANG 9
AKTA SYARIKAT 1965

[Seksyen 16(4)]

No. Syarikat - MyCoID

1034553	W
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PERAKUAN PEMERBADANAN SYARIKAT SENDIRIAN

Dengan ini diperakui bahawa

VIANA PRODUCTS SDN. BHD.

telah diperbadankan di bawah Akta Syarikat 1965, pada dan mulai dari
08 haribulan Februari 2013, 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 08 haribulan Februari 2013.

Certified True Copy

Company Secretary
TAN CHOON KWEE
(MIA 9209)



UserID: [redacted] Date: 8/2/2013 1:54:31 PM

NAZILA BENIY ALIAS
PENOLONG PENDAFTAR SYARIKAT
MALAYSIA

Form 11
Companies Act 1965
~~*Section 21 (2)~~
~~*Section 26 (1), (2)~~
*Section 28 (9)
~~*Section 154 (1)~~
~~*Section 254 (2)~~
Company No.

1034553-W

NOTICE OF RESOLUTION
VIANA PRODUCTS SDN. BHD.

To the Registrar of Companies,

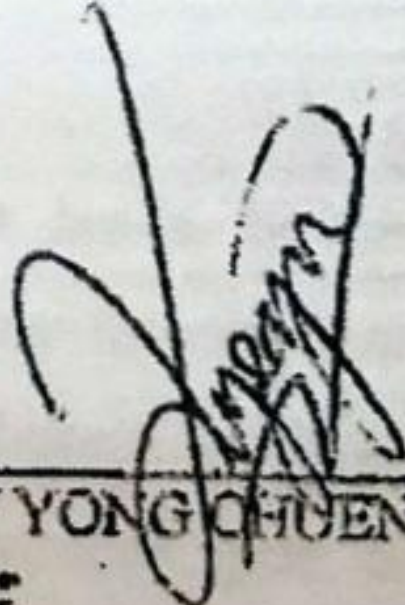
At an Extraordinary General Meeting of the members of VIANA PRODUCTS SDN. BHD. duly convened and held at NO. 27-2, PLAZA SINAR, JALAN 6/38D, TAMAN SRI SINAR, 51200 SEGAMBUT, KUALA LUMPUR on the 17th day of October, 2014, the Special Resolution set out below was duly passed.

-ALTERATION OF OBJECT CLAUSE

THAT the Memorandum of Association of the Company be altered by deleting Clause 3(1) and to replace with the following object clause:-

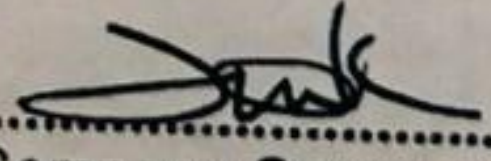
- (1) To carry on business of interior designers and consultants, interior decorators, building contractors and subcontractors, landscape artists, landscaping of gardens, playing fields and recreation areas and to buy, sell and deal in all articles, substances and things commonly or conveniently used in or which may be required by customers or persons dealing with the Company.

Dated this 17th day of October, 2014


YEOW YONG CHUEN
Director

Lodged by : TRANS CONTROL SDN. BHD. (492103-U)
Address : NO. 27-2, PLAZA SINAR, JALAN 6/38D,
TAMAN SRI SINAR,
51200 SEGAMBUT, KUALA LUMPUR.
Tel : 03-62779135 Fax : 03-62779125

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.....
Company Secretary
TAN CHOON KWEE
(MIA 9209)

THE COMPANIES ACT 1965

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

VIANA PRODUCTS SDN. BHD.

1. The name of the Company is VIANA PRODUCTS 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 buy, sell, lease, rent, manufacture, assemble, maintain aircraft parts and all things capable of being used therewith, or in the manufacture, maintenance, and working thereof respectively, or in the above business.
 - 2.) To carry on business as general traders, manufacturers, dealers, importers, exporters, distributors, buying or selling, commission agents and otherwise deal in goods, provisions, merchandise, commodities, plant and machinery and articles of all descriptions, both wholesale and retail, and to transact every kind of agency business.
 - 3.) To purchase or otherwise acquire for investment lands, houses, buildings, plantations and other property of any tenure and any interest therein and any movable 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 any interest therein and generally to sell, lease or exchange land and house and any other property whether real or personal and whether for valuable consideration or not.

Certified True Copy


.....
Company Secretary
TAN CHOON KWEE
(MIA 9209)

And it is hereby declared that the objects specified in each of the paragraphs of this clause shall be regarded as independent objects and accordingly shall in no wise be limited or restricted (except where otherwise expressed in such paragraphs) by reference to or inference from the terms of any other paragraph, but may be carried out in as full and ample a manner and construed in as wide a sense as if each of the said paragraphs defined the objects of a separate and distinct company.

4. The Powers of the Company as contained in the Third Schedule to the Companies Act, 1965 ('the Act') shall apply to the Company.
5. The liability of the members is limited.
6. The capital of the Company is RM100,000.00 Malaysia Currency divided into 100,000 shares of RM1.00 each. The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividends, capital, voting or otherwise.
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 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.

THE COMPANIES ACT 1965
PRIVATE COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION

Certified True Copy

OF

VIANA PRODUCTS SDN. BHD.



Company Secretary
TAN CHOON KWEE
(MIA 9209)

- 1 Subject as hereinafter provided, the regulations in Table A in Fourth Schedule of the Companies Act 1965 ('the Act') shall apply to the Company with the exception of Regulations 22, 48, 71 and 90 of Table A.
- 2 The Company is a Private Company, and accordingly:
 - (a) the right to transfer shares is restricted in the manner hereinafter prescribed;
 - (b) the number of members of the Company (counting joint holders of shares as one person and not counting any person in the employment of the Company or of its subsidiary who was and thereafter has continued to be a member of the Company) shall be limited to fifty; provided that where two or more persons hold one or more shares in the Company jointly they shall for the purposes of this paragraph be treated as single member;
 - (c) any invitation to the public to subscribe for any shares in or debentures of the Company is prohibited; and
 - (d) 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.
- 3 The directors may, in their absolute discretion and without assigning any reason therefore, decline to register any transfer of any share, whether or not it is fully paid shares.
- 4 If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place the directors may determine; and if at the adjourned meeting a quorum is not present within half an hour from the time appointed therefore, those present shall constitute a quorum.
- 5
 - (a) Until and unless otherwise determined as aforesaid the number of directors shall be not less than two and not more than nine.
 - (b) The first directors shall be Shairah Begum Binti Kadar Bashah (f) and Fatimah Binti Sulaiman (f).
 - (c) A resolution in writing, signed by a majority of the Directors for the time being entitled to receive 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.
- 6
 - (a) The first secretary shall be Datin Nirmala Devi A/P Namasivayam (MAICSA 7062772).
 - (b) The office of the Secretary shall be vacated if he resigns by notice in writing to the Company, left at the registered office and copies lodged with the directors for the time being at their last known addresses
- 7 Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.

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

Names, addresses, and occupations of Subscribers	Signatures of Subscribers
Shairah Begum Binti Kadar Bashah (f) (I/C No. 770825-14-6110) Blok J-7-7, Desa Rejang, Pesisiran Rejang, Setapak Jaya, 53300 Kuala Lumpur, W. Persekutuan (KL)	Company Director
Fatimah Binti Sulaiman (f) (I/C No. 521222-08-6158) Blok M-2-8, Desa Rejang, PSN Rejang, Setapak Jaya, 53300 Setapak, Kuala Lumpur, W. Persekutuan (KL)	Company Director

Dated this 05th day of February, 2013

Witness to the above signatures: -

Datin Nirmala Devi A/P Namasivayam
(MAICSA 7062778)
Company Secretary
No. 38A, Jalan Burhanuddin Helmi,
Taman Tun Dr. Ismail,
60000 Kuala Lumpur,
W. Persekutuan (KL)

Lodged by: -

VENTURA MANAGEMENT
E-33A-05, Dataran 32, No. 2, Jalan 19/1,
46300 Petaling Jaya,
Selangor Darul Ehsan.
Tel: 03-7960 8550/8551/8552 Fax: 03-7960 8553