

SURUHANJAYA SYARIKAT MALAYSIA
COMPANIES COMMISSION OF MALAYSIA

BORANG 9

AKTA SYARIKAT, 1965

No. Syarikat

692599	T
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Seksyen 16 (4)

PERAKUAN PEMERBADANAN SYARIKAT SENDIRIAN

Adalah diperakui bahawa

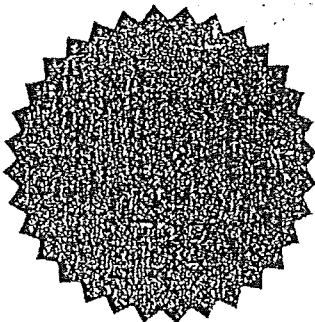
NANYANG EQUITY SDN. BHD.

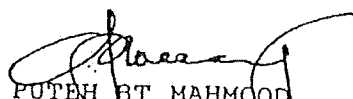
telah diperbadankan di bawah Akta Syarikat, 1965 pada dan mulai
dari 25 haribulan Mei 2005 dan bahawa syarikat ini
adalah sebuah syarikat berhad menurut syer dan bahawa syarikat ini adalah
sebuah syarikat sendirian.

Dibuat di bawah tandatangan dan meterai saya di

KUALA LUMPUR

pada 25 haribulan Mei 2005




PUTEH BT MAHMOOD
PENOLONG PENDAFTAR SYARIKAT
MALAYSIA

THE COMPANIES ACT, 1965
MALAYSIA

PRIVATE COMPANY LIMITED BY SHARES

Memorandum

and

Articles of Association

of

NANYANG EQUITY SDN. BHD.
(692599-T)

=====
INCORPORATED ON THE 25TH DAY OF MAY, 2005
=====



**SURUHANJAYA SYARIKAT MALAYSIA
COMPANIES COMMISSION OF MALAYSIA**

BORANG 9

AKTA SYARIKAT, 1965

No. Syarikat

692599	T
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Seksyen 16 (4)

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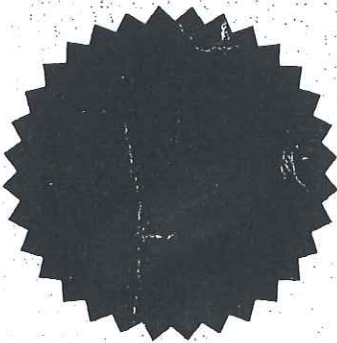
Adalah diperakui bahawa


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dari 25 haribulan Mei 2005 dan bahawa syarikat ini
adalah sebuah syarikat berhad menurut syer dan bahawa syarikat ini adalah
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KUALA LUMPUR




PUTEH BT MAHMOOD
PENOLONG PENDAFTAR SYARIKAT
MALAYSIA

(1)

THE COMPANIES ACT, 1965

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

NANYANG EQUITY SDN. BHD.

1. The name of the Company is **NANYANG EQUITY 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 the business as importers, exporters, general merchants, manufacturers, wholesalers, retailers, buyers, sellers, distributors, principals, general agents, promoters, designers and dealers in general merchandise, commodities, goods, produce and articles of all kinds and descriptions, whether manufacture by machines or by hand or in a raw state.
 - (2) To carry on the business as builders, housing and property developers, general contractors for construction work of any kind, to deal in building materials and hardware merchandise of all kinds and descriptions, or as engineering contractors, general engineers, site information and plan layout advisers and consultants whether civil, mechanical, electrical, structural, geo-technical, chemical, aeronautical, marine or otherwise.
 - (3) To import, export, manufacture, assemble, buy, sell, rent, lease, finance, install, maintain and repair all kinds of computer hardware, software and all related equipment and supplies; to develop, design, market, research and update electronic and multimedia productions, services, practices and transactions; to provide information database for Internet solutions, to establish linkages and networking, both in the country and the global market place in order to develop the company as an electronic and multimedia centre, IT consultants and service provider, and to deal in any form of technical, electronic, computerised and electrical equipment, machinery, engines, appliances, tools, apparatus, implements, machine parts and accessories thereof, and to provide after sales services and related services thereof.

(2)

4. The powers of the Company are :-

- (1) To carry on any other business whether similar to the foregoing or not which may seem to the Company capable of being conveniently carried on in connection with any of the objects of the Company or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights.
- (2) To purchase or otherwise acquire and undertake the whole or any part of the business, goodwill, assets and liabilities of any person, firm, or company carrying on or proposing to carry on any business which the Company is authorised to carry on or engage in or possessed of property suitable for the purpose of or that may be conducive to the interest of this Company and in particular so that the consideration may be wholly or partly satisfied by the allotment of shares, debentures, debenture stock or securities of the Company.
- (3) To apply for, purchase or otherwise acquire, use or assign any patents, patent rights, copyrights, trade marks, formulas, licences, concessions, designs, and the like, conferring any exclusive or non-exclusive or limited rights or privileges to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company; and to use, exercise, develop, dispose or grant licences in respect of, or otherwise turn to account, the property, rights, or information so acquired.
- (4) To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint adventure, reciprocal concession, mutual assistance or otherwise with any person, firm or company, carrying on or engaged in, or about to carry on or engage in any business or transaction which the Company is authorised to carry on or engage in or any business or transaction capable of being conducted so as directly or indirectly to benefit the Company and to acquire in any manner whatsoever shares and securities of any such company.
- (5) To subscribed for, take, underwrite, purchase, or otherwise acquire and hold shares, debentures, debenture stock or other interest in or securities of any other company having objects altogether or in part similar to those of this Company, or carrying on business capable of being conducted so as directly or indirectly to benefit this Company.
- (6) To purchase, acquire, hold, sell shares, stocks, debentures, debenture stocks, bonds, obligations, and securities issued or guaranteed by any company constituted or carrying on business in any part of the world, and debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any government, sovereign ruler, commissioners, public body of authority supreme, municipal, local or otherwise, whether at home or abroad.
- (7) To enter into any arrangements with any Government or authority, supreme, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them; and to obtain from any such Government or authority any rights, privileges and concessions which the company may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (8) To adopt such means of making known and advertising the business and products of the company as may seem expedient.

- (9) To promote or assist in the promotion of any company for the purpose of acquiring the undertaking of all or any of the property and undertaking or any of the liabilities of this Company, or of undertaking any business or operations which may seem directly or indirectly or likely to assist or benefit this Company, or to enhance the value of any property or business of this Company, or for any other purpose which may seem directly or indirectly calculated to benefit this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares, debentures or debenture stock or securities of such company and to subsidise or otherwise assist any such company.
- (10) To purchase, take on lease or in exchange, hire or otherwise acquire any movable or immovable property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easements, machinery, plant and stock in trade.
- (11) To construct, improve, maintain, develop, work, control, operate, and manage any land, buildings, works, factories, warehouses, stores, shops, mills, engines, machines, roads, ways, tramways, railways, branches or sidings, bridges, reservoirs, watercourses, waterworks, drainage and sewerage works, wharves, docks, piers, gasworks, telephone works, electric power, heat and light supply works, garages, petrol, oil fuel and service stations, motels, guest house, rest houses, clubs, restaurants, baths, places of worship, places of amusement, pleasure grounds, parks, gardens, reading rooms, dairies, and other works and conveniences which the Company may think directly or indirectly conducive to these objects, and to contribute, subsidise or otherwise assist or take part in the construction, improvement, maintenance, development, working, control and management thereof.
- (12) To invest and deal with the money of the Company not immediately required in such manner as may from time to time be thought fit.
- (13) To lend and advance money or give credit to any person or company; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or company; to charge all or any immovable properties owned by the company to any Bank, Finance Company or any Financial Institution, to secure or undertake in any way the repayment of monies lent or advanced to or the liabilities incurred by any person or company and otherwise to assist any person or company.
- (14) Subject to the provisions of any laws in force to buy and sell foreign currency and exchange and to accept money for remittance to all countries and accept deposit of money on loan at interest or without interest.
- (15) To borrow or raise money and to ensure the repayment of any money borrowed, raised or owing in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, perpetual or otherwise, charged upon, and by mortgage, charge, lien, debentures or debenture stock of and on the whole or any part of the Company's property or assets (both present or future), including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.

(4)

- (16) To remunerate any person or company for services rendered or to be rendered, in placing or assisting to place or guaranteeing the placing of any of the shares in the company's capital or any debentures, debenture stock or other securities of the company or in or about the organisation, formation, promotion or business of the company, or of any other company promoted wholly or in part by this Company.
- (17) To draw, make, accept, endorse, discount, execute, and issue promissory note, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments.
- (18) To sell or dispose of all or any of the undertaking and assets of the Company for such consideration as the Company may think fit, and in particular for shares, debentures, debenture stock or securities of any other company having objects altogether or in part similar to those of this Company.
- (19) To apply for, secure, acquire by grant, legislative enactment, assignment, transfer, purchase or otherwise, and to exercise, carry out and enjoy and charter, licence, power, authority, franchise, concession, right or privilege, which any Government or authority, local or otherwise, or any corporation or other public body may be empowered to grant, and to pay for, aid in and contribute towards carrying the same into effect, and to appropriate any of the company's shares, debentures or other securities and assets to defray the necessary costs, charges, and expenses thereof.
- (20) To apply for, promote and obtain any statute, order, regulation, standard, status, or other authorisation or enactment which may seem calculated directly or indirectly to benefit the Company, and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the company's interests.
- (21) To appoint any persons (whether incorporated or not) to accept and hold in trust for the Company any property belonging to the Company, or in which it is interested and for any other purposes and to execute and to do all such deeds and things as may be requisite in relation to any such trustee or trustees.
- (22) To procure the Company to be registered or recognised in any country or place outside Malaysia.
- (23) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the company.
- (24) To issue and allot fully or partly paid shares in the capital of the company in payment or part payment of any movable or immovable property purchased or otherwise acquired by the Company or any services rendered to the Company.
- (25) To distribute any property of the Company among the members in kind or otherwise but so that no distribution amounting to a reduction of capital shall be made without the sanction required by law.

- (26) To take or hold mortgages, liens and charges to secure payment of the purchase price, or any unpaid balance of the purchase price, or any part of the Company's property of whatsoever kind sold by the Company, or any money due to the Company from purchasers and others.
- (27) To carry out all or any of the objects of the company and do all or any of the above things in any part of the world and either as principal, agent, contractor or trustee or otherwise, and by or through trustees or agents or otherwise, and either alone or in conjunction with others.
- (28) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the company.
- (29) To establish or aid in the establishment, to contribute, support or guarantee funds, trusts, insurance or pension schemes and to make payment of gratuities and to make or enter into any other whatsoever arrangement calculated or likely to benefit any person or persons who are or have any time been employed by the Company or its predecessors in business and the dependants or relatives of such person or persons.
- (30) To establish or to aid in the establishment, to support and to make donations, contributions, subscriptions to or to subsidise any whatsoever association, fund, institution, place of worship, school, society, any person, firm, company, or any other body or party for any objects or purposes whatsoever.

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 or other body of persons whether incorporated or unincorporated and whether domiciled in Malaysia or elsewhere, and further that the objects specified in each paragraph of this clause shall be regarded as independent objects and accordingly shall except where otherwise expressed in such paragraph be in no way limited or restricted by reference to, or inference from the terms of any other paragraph or the name of the Company but may be carried out in as full and ample a manner and construed just as wide a sense as if the said paragraph defined the object of a separate distinct and independent company.

5. The liability of the members is limited.
6. The capital of the Company is RM100,000- Malaysian Currency divided into 100,000 shares of RM1- 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 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.

We the several persons whose names and addresses are subscribed hereto, 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 to our respective names.

Names, Addresses and Descriptions of Subscribers	Number of shares taken by each subscriber
<p>Loh Kuan Chween I.C. No: 710210-08-5441 (New) I.C. No: A1800494 (B) (Old) 1892 Jalan E5/10, Taman Ehsan, Kepong, 52100 Kuala Lumpur.</p> <p>(Company Director)</p>	ONE (1)
<p>Yap Liew Mee I.C. No: 671129-10-6082 (New) I.C. No: A0401505 (B) (Old) 1892 Jalan E5/10, Taman Ehsan, Kepong, 52100 Kuala Lumpur.</p> <p>(Company Director)</p>	ONE (1)
Total number of shares taken	TWO (2)

Dated this 11th May, 2005

Witness to the above signature :-

Chan Chew Lock
 1892 Jalan E5/10,
 Taman Ehsan,
 Kepong,
 52100 Kuala Lumpur.

THE COMPANIES ACT, 1965

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION
OF
NANYANG EQUITY SDN. BHD.

1. Subject as hereinafter provided, the regulations in Table A in the Fourth Schedule of the Companies Act 1965 ("the Act") shall apply to the Company with the exception of Regulation 22, 71 and 90 of Table A. Adoption of Table A
2. The company is a Private Company, and accordingly :- Restrictions on Private Company
 - (a) the right to transfer shares is restricted in 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 or any person who while previously in the employment of the Company or of its subsidiary 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 a single member,
 - (c) any invitation to the public to subscribe for any share in or debentures of the Company is prohibited,
 - (d) any invitation to the public to deposit money with the Company for fixed periods or payable at call whether bearing interest, is prohibited.
3. The directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of share, whether or not it is fully paid shares. Directors may refuse registration of transfer

DIRECTORS

4. The number of directors shall not be less than two or more than nine. Number of directors
5. The first directors shall be Loh Kuan Chween and Yap Liee Mee. First Directors
6. A resolution in writing, signed by a majority of the directors present in Malaysia for the time being entitled to receive notice of a meeting of the directors, shall be as valid and effectual as if it has 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. Resolution in writing signed by directors effective

SECRETARY

7. The first secretary shall be Yap Liee Mee (MAICSA 7006324). First Secretary
8. 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. Office of Secretary vacated

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

Names, Addresses and Descriptions of Subscribers.

Loh Kuan Chween
I.C. No: 710210-08-5441 (New)
I.C. No: A1800494 (B) (Old)
1892 Jalan E5/10,
Taman Ehsan,
Kepong,
52100 Kuala Lumpur.

(Company Director)

Yap Lee Mee
I.C. No: 671129-10-6082 (New)
I.C. No: A0401505 (B) (Old)
1892 Jalan E5/10,
Taman Ehsan,
Kepong,
52100 Kuala Lumpur.

(Company Director)

Dated this 11th May, 2005

Witness to the above signature :-

Chan Chew Lock
1892 Jalan E5/10,
Taman Ehsan,
Kepong,
52100 Kuala Lumpur.

FORM 49
Companies Act, 1965
Section 141 (6)

Company No. 692599-T

**RETURN GIVING PARTICULARS IN REGISTER OF DIRECTORS
MANAGERS AND SECRETARIES AND CHANGE OF PARTICULARS**

**NANYANG EQUITY SDN. BHD.
DIRECTORS**

Full Name	Nationality /Race	Date of Birth	Residential Address	Business Occupation (if any)	Particulars of other Directorships	Nature of appointment, or Change and Relevant Date	Identity Card/ Passport No.
Cheah Chee Kuan	Malaysian /Chinese	06-08-1975	287, Taman Tun Sambanthan 31100 Sg Siput (U), Perak	Company Director	Nil	Change of occupation w.e.f. 01-03-2013	750806-08-5537
Ng Swee Woon	Malaysian /Chinese	10-09-1947	287, Taman Tun Sambanthan 31100 Sg Siput (U), Perak	Company Director	Nil	No Change	470910-08-5266

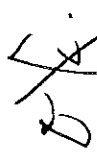
Company No. 692599-T

Managers and Secretaries

Office in Company	Full Name	Nationality /Race	Residential Address	Other Occupation (if any)	Nature of Appointment, or Change and Relevant Date	Identity Card/ Passport No.
Managers	-	-	-	-	-	-
Secretaries	Chan Yau Lin MAICSA 7035751	Malaysian /Chinese	74, Psn Tasek Timur 16 Trmn Mewah, Bercham 31400 Ipoh, Perak	Chartered Secretary	No Change	701105-08-5517

Dated this date of 1st March 2013

Filed by : YL Chan Management & Consultancy Services
 Address : No. 29A, Jalan Chew Boon Juan
 30250 Ipoh, Perak
 Tel No. : 016-524 9283



 Chan Yau Lin
 Secretary
 MAICSA 7035751

FORM 24Companies Act, 1965
Section 54(1)

Company No.

692599-T

RETURN OF ALLOTMENT OF SHARESNANYANG EQUITY SDN. BHD.The shares referred to in this return were allotted on the 31st day of October, 2009
/ between the ___ day of ___ / and the ___ day of ___

SHARES ALLOTTED	DETAILS OF SHARES		
	Preference	Ordinary	Other Kinds (Specify Class)
1. For cash consideration:			
(a) Number of shares	-	250,000	-
(b) Nominal amount of each share.....	-	RM 1.00	-
(c) Amount (if any) paid on each share	-	RM 1.00	-
(d) Amount (if any) due and payable on each share.....	-	RM -	-
(e) Amount of premium paid or payable on each share.....	-	RM -	-
2. For consideration other than cash:			
(a) Number of shares.....	-	-	-
(b) Nominal amount of each share.....	-	RM -	-
(c) Amount to be treated as paid on each of the share so allotted.....	-	RM -	-
(d) Amount of premium treated as paid up on each share.....	-	RM -	-
(e) The consideration for which the shares have been so allotted is as follows:			

Company No. 692599-T

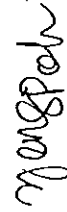
3. Particulars of the allottees of the shares so allotted and the number and classes of shares allotted to them are as follows:

Full Name and Address	Nationality /Race	I/C No. / Passport No.	NUMBER OF SHARES ALLOTTED						
			Preference		ORDINARY		Other Kinds		
			Cash	Other wise	Cash	Other wise	Cash	Other wise	
CHEAH CHEE KUAN NO. 287, TAMAN TUN SAMBANTHAN 31100 SG SIPUT PERAK DARUL RIDZUAN.	MALAYSIAN / CHINESE	750806-08-5537	-	-	250,000	-	-	-	-
TOTAL			-	-	250,000	-	-	-	-

Dated this 31st day of October, 2009



CHEAH CHEE KUAN
Director



LIM YENG POH (MIA 17194)
Secretary

Company No. 692599-T

Certificate to be given by all Companies

A certificate in the form set out hereunder shall be given by a director and a secretary of every company and annexed to this form.

CERTIFICATE

We hereby certify, in relation to NANYANG EQUITY SDN. BHD. that:-

- (a) The shares referred to in this return were allotted pursuant to a resolution of the directors/members made on 31st day of October, 2009
- (b) The shares so allotted do not exceed the authorized capital of the company which is RM 500,000.00 divided into 500,000 shares of RM 1.00 each;
- (c) ~~*the allottees have agreed and have not withdrawn their agreement to take up the shares so allotted;~~
- (c) ~~*the shares were allotted to the allottees on applications received from them for shares in the company;~~
- (c) ~~*the shares were allotted as fully paid bonus shares to the existing shareholders;~~
- (d) the total issued capital of the company now stands at 500,000 shares of RM1.00 each and the paid up capital is RM 500,000.00; and
- (e) ~~*by virtue of section 54(2), paragraph 3 of this form is not completed as:-~~
 - (i) ~~the company has more than five hundred members;~~
 - (ii) ~~the company keeps its principal share register at a place within twenty five kilometers of the office of the Registrar of Companies;~~
 - (iii) ~~the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;~~
 - ~~*iv) the shares referred to in this return were allotted for cash;~~
 - ~~*iv) the shares referred to in this return were allotted for a consideration other than cash and the number of persons to whom the shares have been allotted exceeds five hundred; and~~
- (v)


(a) the number of shares allotted to citizens who are Malays and Natives	NA
(b) the number of shares allotted to citizens who are non-Malays and non-Natives	NA
(c) the number of shares allotted to non-citizens	NA
(d) the number of shares allotted to bodies corporate controlled by citizens who are Malays and Natives	NA
(e) the number of shares allotted to bodies corporate controlled by citizens who are non-Malays and non-Natives	NA
(f) the number of shares allotted to bodies corporate controlled by non-citizens	NA
TOTAL	NA

* Strike out whichever is not applicable

Dated this 31st day of October, 2009



CHEAH CHEE KUAN
Director



LIM YENG POH (MIA 17194)
Secretary

Lodged by:
MEMO CONSULTING (IP0199176-T)
145, PERSIARAN BUNGA RAYA
TAMAN BOON BAK, 31650 IPOH, PERAK.
Tel : 05-3231920 / 012-5212235
Fax : 05-3231920

Lodged in the office of the Registrar of
Companies, IPOH.