

MEMORANDUM OF INCORPORATION

OF

Afritin Mining Limited

1. The company's name is

Afritin Mining Limited

2. The company's registered office is situated in Guernsey.

3. The company is a non-cellular company within the meaning of section 2(1)(c) of the Companies (Guernsey) Law 2008 ("the Companies Law").

4. The liability of each member of the company is limited to the amount, if any, unpaid on the shares held by him.

We the subscribers to this memorandum of incorporation wish to form a company pursuant to this memorandum; and we agree to take the number of shares specified opposite our respective names.

Name and Address of founder member	Number of shares taken by each founder	Aggregate value of those shares	Amount paid up on those shares	Amount unpaid on those shares
Anthony Richard Viljoen of 15 Vaal Avenue River Club Johannesburg SOUTH AFRICA	100	100.00000000	100.00000000	0.00000000
total Shares taken	100			



(signature of subscribers)

(date) 01/09/2017