Canada Golden Technology Co., Ltd. Shareholder Agreement

The three partners Hu Baowen, Zheng Xiaoyi, and Luo Qiong agreed on the premise of mutual benefit, resource sharing, equality and mutual trust, and a win-win situation among the three parties on the joint operation of "Canada Golden Technology Co., Ltd." after friendly negotiation. The following agreements have been reached, and the three parties shall abide by:

**1. Shareholders:**

Baowen Hu Tel: 647-328-1886

Xiaoyi Zheng Tel: 416-888-8860

Qiong Luo. Tel: 647-702-7359

**2. Company name**: Canada Golden Technology Co., Ltd.

**3. The purpose of the company**: seeking truth, being pragmatic, focusing on effectiveness, and making money with harmony.

**4. Business scope**: indoor and outdoor planting machinery, tools, agricultural electrical appliances, fertilizers, potions, agricultural plant lights, lighting lamps, planting technology training, and undertaking planting equipment and projects.

**5. Operation mode**: open a showing store, implement wholesale, retail, and undertake projects.

**6. Equity allocation**: The total investment in the first phase is CAD 300,000, and the three shareholders each inject $100,000 . Baowen Hu holds 33% of the shares, Xiaoyi Zheng holds 34% of the shares, and Qiong Luo holds 33% of the shares.

Each shareholder shall bear the economic responsibility for the profit and loss of the company's business in proportion to the equity. The shares held by each shareholder shall not be transferred to others (except for husband and wife and children). If the shares are to be withdrawn under special circumstances, only the share capital will be returned if the company does not lose money; If there is a loss, the amount of the responsible part shall be deducted from the share capital. Its equity can only be transferred to shareholders of the company.

**7, company management structure**:

(1) The board of directors is the company's highest decision-making authority. It has 6 directors and 1 chairman. The chairman's responsibility is to convene the board of directors and shareholders meeting, take full charge of the company's work, coordinate the relationship between shareholders, and be elected by the directors.

(2) A general manager is set up. The responsibility is to supervise sales and sign sales contracts and daily company affairs, arrange work and holiday rest arrangements, and assist the sales director to purchase goods.

(3) A sales director, he responsible for purchasing goods and signing purchasing contracts, responsible for claims for defective products from manufacturers and after-sales service and assisting the general manager to do a good job in sales.

(4) A chief financial officer, he supervises the company's financial income and expenditure. Document preservation, custody of company accounts and checks.

**8. Set up the Finance Department**: It consists of an accountant and a cashier. It is responsible for opening bank accounts, depositing money in and out of the depositary bank, custody of checks, formulating monthly statements, clear accounts. make it openness and transparency, so all of the shareholders can settle accounts and make everything fair and equitable.

**9, the company’s personnel are responsible for the division of labor:**

**Jinbo Hu:** Sales director, responsible for purchasing goods, contacting suppliers, and signing purchasing contracts. Any purchase amount of more than CAD 10,000 must be signed and approved by the general manager and chief financial officer to take effect.

**Baowen Hu**: One of the company’s shareholders, assisting the sales director in translating English and printing order documents, establishing a network with suppliers and contacting customers, and assisting the financial director in his work.

**Xuxin** **Zheng:** General Manager (CEO), who is responsible for the company's sales work, establishing a customer network, forming a farmer's chamber of commerce, providing out-of-stock and ordering information in a timely manner, and setting the sales price after consultation with the three shareholders. Concurrently serve as the company accountant.

**Xiaoyi** **Zheng:** One of the company's shareholders, assisting the general manager, assisting the chief financial officer, showing store management and warehouse management.

**Yeping Tan:** The chief financial officer of the company, who is responsible for organizing and arranging company funds, solving the problem of shortage of emergency funds and short-term emergency funds loans. The funds loans of each business are calculated by the company at a 6% interest rate, and the business should be returned to Tan Yeping after the completion of the transaction , to supervise all the company's income and expenditure accounts, review and report.

**Qiong** **Luo:** One of the company's shareholders, who is responsible for the overall work of the company's showing store and employee attendance, responsible for the company's warehouse inventory, cargo entry and exit registration, and showing store retail business. Assisting the chief financial officer to do a good job in customer return visits by telephone. Also concurrently serves as company cashier.

**10. Dividends:** After-tax net profit distribution is implemented.

The time and amount of each dividend will be discussed and decided by the board of directors, and each shareholder will allocate it according to the proportion of shareholding.

**11. Others:** The members of the company must live in harmony with the principles of "seeking truth, being pragmatic, focusing on effectiveness", mutual trust in character, and making money by harmony, and do their best to do their job well.

(1) In principle, the payment will be collected before the goods go out. The company stipulates that goods on credit are not allowed. If the parties are quite sure of receiving the payment, they can flexibly control the regulations; however, whoever releases the goods but does not receive the payment is responsible. If the payment cannot be recovered within two months, the corresponding amount of the party concerned shall be deducted at the time of dividend distribution, and the deduction will continue to collect the money until receive all of the debit.

(2) All directors and shareholders who work in the company all day are paid by the company, and those who do not work are not paid. So, it is necessary to establish a strict attendance system.

**12. Rewards and Punishments**

1. All those who have made major contributions to the company and made great contributions will be awarded in cash through the approval of the board of directors.

2. Anyone who causes serious damage to the company, damages the company’s reputation, or harms the public and self-interests, if the evidence is conclusive, the board of directors can persuade him to go out. In principle, the shares will not be returned to the parties. More serious companies claim compensation through legal means to protect the company's legitimate rights and interests.

**13.** **In addition:** Matters not covered in this agreement shall be settled through consultation by the board members and supplemented as an annex to this agreement, which has the same effect.

**14. This agreement is made in quadruplicate**, and it becomes effective after being signed by three shareholders. Each shareholder shall hold one copy and the accountant shall file one copy, with the same effect.

**15. Signature of shareholders**:

**Baowen Hu**

September 2020

**Xiaoyi Zheng**

September 2020

**Qiong Luo**

September 2020