

Republic of Uganda

Company Form No. 10.

Notice to Non-assenting Shareholders.

(Pursuant to section 246 (4(a)) of the Companies Act 2012.)

Re _____ Co. Ltd.
(hereafter called "the transferor company")
Notice by _____ Co. Ltd.
(hereafter called "the transferee company")

Whereas a scheme or contract involving the transfer of the _____ shares in the transferor company to the transferee company was up to the _____ day of _____, 20 ____, being a date within four months of the making of the offer for that purpose by the transferee company approved by the holders of not less than nine-tenths in value of those shares (other than shares already held at the date of the offer by or by a nominee for the transferee company or its subsidiary); and

Whereas in pursuance of that scheme or contract shares were on the _____ day of _____, 20 ____, transferred to the transferee company or to its nominee.

Now, therefore, the transferee company in pursuance of section 246(4)(a) of the Companies Act gives you notice that those shares together with such other shares in the transferor company as were held by or by a nominee for the transferee company or its subsidiary on that date comprise or include nine-tenths in value of the _____ shares in the transferor company.

And further take notice that you may within three months from the giving of this notice give notice that you require the transferee company to acquire your holding of _____ shares in the transferor company, and that if you give the notice the transferee company shall be entitled and bound to acquire those shares on the terms on which under that scheme or contract the shares of the approving shareholders were transferred to it, or on such other terms as may be agreed or as the court on the application of either the transferee company or yourself/yourself think fit.

Signature _____
for _____
(State whether director or secretary)

Dated this _____ day of _____, 20 ____

Signature _____