

November 24, 2017

Mr Kyambadde Andrew Plot 738 Muyenga - Bukasa, Kijjwa Road P.O. Box 22301 Kampala, Uganda.

Dear Andrew,

24 Henlon Close Luthuli Avenue Bugolobi P.O. Box 35263 Kampala, Uganda t: +256 414 660 071 e: info@brj.co.ug w: www.brj.co.ug

LETTER OF ENGAGEMENT - INCOME TAX COMPLIANCE SERVICES

1. Introduction

Thank you for appointing us as your tax advisors. This engagement letter, together with the attachments (the "Engagement Letter"), sets out the basis upon which we will provide income tax compliance services to you for the year ending June 30, 2018 (the "Engagement").

This engagement supersedes any previous proposals, correspondence and understandings, whether written or oral and will stay in force unless terminated by a subsequent agreement or understanding in writing.

2. Responsibilities of the tax advisor

We will act for and be responsible for your income tax compliance for the year ending June 30, 2018. We will not deal with earlier periods, nor file returns for you, unless you specifically ask us to do so and we agree under a separate letter of engagement.

3. Your responsibilities

3.1. The responsibility of maintaining proper accounting records and preparing financial statements, including adequate disclosure is yours.

4. Personnel

Robert Busuulwa will be responsible for the conduct of this Engagement on our behalf. Our contact details are as follows;

Contact Person: Mr Robert Busuulwa Direct telephone: +256 782 604 832

Email address: robert.busuulwa@brj.co.ug

5. Fees

5.1 Our fees are calculated and have been agreed in accordance with Schedule III attached.

6. Client service

6.1 Our objective is to provide you with a high quality service to meet your needs. If at any time you would like to discuss with us how our service to you could be improved or if you are in any way

BRJ Advisory Services is a Correspondent of Mazars.

Mazars is a global professional services firm providing services based on quality and integrity. It draws Knowledge and skill from more than 13,000 professionals in 77 countries. Mazars is also a member of Praxity Alliance, which enables Mazars to operate in 14 additional countries with additional 14,000 professionals

Schedule III - Our Fees

Our fees are based on the degree of responsibility and skill involved and the time required to complete the assignment, plus expenses.

We have agreed to fix our fees for the income tax compliance services as specified in Schedule I of this Engagement Letter as follows;

- Our fees for the business name registration will be UGX 500,000 (Five Hundred Thousand Uganda Shillings);
- Our fees for the provision of income tax compliance services will be **UGX 540,000** (Five Hundred Forty Thousand Uganda Shillings) for the year ending June 30, 2018;
- Our fees for remittance of the tax liability on your behalf will be UGX 40,000 (Forty Thousand Uganda Shillings).

Our fees are exclusive of VAT, which is currently charged at 18%.

Our business terms require that we bill for and receive our fees for;

- 50% for the business name registration at commencement of the engagement and the balance upon successful application; and
- the income tax compliance services and remittance of the tax liability in full at the commencement of the engagement.

We will present our requests for payment and or invoices, which will be due for payment on submission.

We will notify you immediately of any circumstances which we encounter which could significantly affect our fees.

The timely completion of the tax work requires your full co-operation in the provision of records, documentation, other information and explanations relevant to the tax work. Estimates of time for completion of the tax work are given on the assumption that we receive this co-operation. We may charge additional fees and expenses which result from delays in providing this co-operation.

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