

Our ref: T/BRJ/030/GGK/18

May 15, 2018

The Directors
Geo Gecko Limited
Plot 30, Bukoto Street
Kamwokya, Kampala

Dear Sirs,

LETTER OF ENGAGEMENT –TAX AND ACCOUNTING SERVICES

1. Introduction

- 1.1 Thank you for appointing us to provide tax and accounting services to Geo Gecko Limited (‘the Company’). This engagement letter, together with the attachments (the “Engagement Letter”), sets out the basis upon which we will provide the tax and accounting services to you (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. Our responsibilities

- 2.1 We will act for and be responsible for the assignments in *Schedule II* as you may engage us to carry out, in writing. We will only deal with work you specifically ask us to do so and we agree under a suitably worded engagement or memorandum annexed to this engagement letter.

3. Your responsibilities

- 3.1. The responsibility of providing us with the necessary information, including adequate disclosure is yours and to ensure our professional fees are settled in due time.

4. Personnel

- 4.1 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@mazars.ug

5. Fees

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

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 as follows for the services listed in Schedule I as follows;

Our fees for the Company's income tax compliance services listed in Schedule I will be fixed at **USD 1,000 (United States Dollars One Thousand Only)** for each of the two years i.e. the year ended 2018 and 2019.

Our fees for the Director's income tax compliance services listed in schedule I will be fixed at **USD 150 (United States Dollars One Hundred and Fifty Only)** for each director per year.

Our fees for the review of the Company's accounts, WHT, VAT and payroll compliance services as listed in Schedule I will be fixed at **USD 110 (United States Dollars One Hundred and Ten Only) per month.**

Our fees for the general advisory services also listed in Schedule I have been agreed at **USD 300 (United States Dollars Three Hundred).**

We will also charge you for any out of pocket expenses including but not limited to the cost of stationary, communication, travel and meals incurred by us in acting on your behalf. These costs will be re-charged to you at actual cost.

We will bill for our fees for the accounting services, WHT, VAT and payroll compliance services on a monthly basis. We will bill for our income tax compliance fees on the signing of our engagement.

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

We reserve the right to raise a surcharge of 2% of our fees for any month for which they remain outstanding without any prior communication.