

Our ref: T/BRJ/045/PUL1/17

June 20, 2017

The Directors
Powertrac Uganda Limited
P.O.Box 25349
Kampala,
Uganda.

Dear Sirs,

LETTER OF ENGAGEMENT – TAX SUPPORT SERVICES

1. Introduction

- 1.1** Thank you for appointing us to provide tax support services to Powertrac Uganda Limited thereafter ("the Company"). This engagement letter, together with the attachments (the "Engagement Letter"), sets out the basis upon which we will provide professional services to the Company (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 review the company's Income Tax and Value Added Tax computations. The full scope of our work is detailed in *Schedule I – Responsibilities of the Tax Advisor*, of this Engagement Letter.

3. Responsibilities of directors

- 3.1** The responsibility of maintaining proper tax records including adequate disclosure of and filing tax returns is that of the management of the Company.

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@brj.co.ug

5. Fees

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

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 professional services as specified in Schedule I of this Engagement Letter to **USD 500 (Five Hundred United States Dollars)**.

Our fees are **exclusive of VAT**, which is currently charged at 18% and disbursements which will be charged at a cost.

Our fees for the provision of the tax services as specified in this engagement will be payable as follows:

- 50% of our fees at the commencement of the engagement.
- The balance upon issuance of URA's decision.

We will present our 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.

We have agreed to absorb our incidental and out-of-pocket expenses such as travelling, subsistence, any special telecommunications or computing charges and any other expenses which we incur while engaged on your business, whether at your premises or elsewhere.

