

DTB

**DIAMOND
TRUST
BANK**

SHAREHOLDERS' GUIDE

Kenya • Tanzania • Uganda

INDEX

SHAREHOLDERS' GUIDE

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DIAMOND TRUST BANK KENYA LIMITED

INTRODUCTION

Diamond Trust Bank Kenya Limited (hereinafter referred to as “DTB Kenya” or “the Company”) is a full service commercial bank incorporated in the Republic of Kenya and a public company listed on the Nairobi Stock Exchange (hereinafter referred to as “NSE”) since 1972. By virtue of DTB Kenya’s status as a listed public company and commercial bank, its operations are regulated by both the Central Bank of Kenya (hereinafter referred to as “CBK”) and the Capital Markets Authority (hereinafter referred to as “CMA”).

Who handles shareholder related queries?

Shareholder affairs at DTB Kenya are overseen and managed by the Shares Registrar and the Company Secretary, who are available to the service of shareholders at all times.

How can we contact the Shares Registrar and the Company Secretary?

The Shares Registrar and the Company Secretary could be contacted through email on shares@dtbkenya.co.ke or through the Company’s Postal Address as stated below:

The Shares Registrar

Diamond Trust Bank Kenya Limited
8th Floor Nation Centre,
P.O. Box 61711-00200
Nairobi, Kenya

SHAREHOLDERS' GUIDE KENYA

How many shareholders does DTB Kenya have?

As earlier advised, DTB Kenya is a public company listed on the NSE, and as at 31 December 2008, the Company had approximately 11,500 shareholders. This number fluctuates depending on investors who, on a day to day basis, trade in the Company's shares at the NSE.

In what forms are DTB Kenya shares held?

DTB Kenya has two kinds of shareholders namely, certificated shareholders and those with immobilized shares through the Central Depository System (hereinafter referred to as "CDS").

Shareholders with immobilized shares hold a CDS account with Central Depository and Settlement Corporation (hereinafter referred to as "the CDSC") in Kenya, which is credited with their number of shares held in electronic form.

How does a shareholder sell his or her shares?

Only shareholders with CDS accounts are able to trade directly in their shares on the NSE through a licenced stockbroker. A stockbroker once appointed by a shareholder, becomes an agent of the shareholder. The stockbroker operates independent of DTB Kenya. The listing of licensed stockbrokers from which shareholders can elect to appoint, is provided herein in *Appendix 1*.

A stockbroker is expected to professionally act upon and / or advise the shareholder on any instructions touching on immobilized shares, be it to transfer, gift, sale or purchase of shares. The conduct and operations of stockbrokers is regulated by the Government through the CMA.

Certificated shareholders are not able to sell their shares until their respective share certificates are immobilized through the CDSC as explained above, in order to facilitate trading thereof at the NSE.

How does a shareholder immobilize his or her shares?

To immobilize ones shares, a certificated shareholder would require the assistance of a licenced stockbroker (refer to *Appendix 1*), to facilitate the procurement and completion of the respective Central Depository System (CDS) forms 1 and 2, for the immobilization process.

A certificated shareholder would also be required to surrender their original certificates in exchange for an electronic CDS account which will hold their shares and which will have a unique number just like a bank account number.

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In what circumstances can a shareholder transfer his or her shares to a relative as a gift? And what is the procedure?

A transfer of shares by way of a gift is governed by the CMA regulations. This mode of transfer is only allowed for cases involving close relations strictly defined to include, spouse, parents, siblings, child, father-in-law, son-in-law, daughter-in-law, mother-in-law, brother-in-law, grandchild or spouse of a grandchild.

The following documentation would be required to facilitate the transfer by way of gift process:

- Share Transfer Form duly signed by both the transferor and transferee, in the presence of a witness.
- An affidavit sworn in the presence of a Commissioner for Oaths / Notary Public confirming that the shares have been given as a gift and specifying the relation. This affidavit must specify the relation between the transferor and transferee of shares.
- All original share certificates will be surrendered.
- A certified copy of the transferor's ID/passport.
- A certified copy of the transferee's ID/passport.
- Kshs. 500.00 being broker's handling charges (*subject to change*).

What process is followed when beneficiaries of a deceased shareholder wish to claim the shareholding?

This process is referred to as the share transmission process. This basically means the transfer of shares from the Estate of a deceased shareholder to a beneficiary. This area is strictly regulated by the Government through the CMA regulations and the Law of Succession Act.

The following documentation would be required to facilitate the shares transmission process:

- A certified copy of the Confirmation of Grant of Probate / Grant of Letters of Administration. (** If a Grant has been issued outside Kenya, it must further undergo the re-sealing process by the High Court of Kenya, at the shareholders cost, in accordance with the Laws of Succession in Kenya. The Advocates' cost for resealing a foreign Grant in Kenya is approximately Kshs. 40,000 (subject to change)*).
- A Share Transfer Form duly signed by both the Executor / Administrator of the Estate of the deceased and transferee / beneficiary, in the presence of a Commissioner for Oaths/ Notary Public.

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- A certified copy of the Death Certificate.
- Original share certificates.
- A certified copy of the Executor's / Administrator's passport.
- A certified copy of the beneficiary's passport (if not the same as the executor/administrator).
- A sum of Kshs.500.00 being broker's handling charges (*subject to change*).

In cases of both the transfer of shares as a gift and transfer of shares by transmission, after the requisite documents are presented to the Bank's Share Registrar, an appropriate application is presented by the Bank for approval by both the NSE and CMA, which process would take about three-to-four months to complete, after which a fresh share certificate would be issued in favour of the beneficiary.

Can one do a private transfer of their shares to friends?

A private share transfer to friends is not covered under transfers by way of gifts. This can only be done through licenced stockbrokers (*refer to Appendix 1*) by first opening CDS accounts for both parties and then requesting the broker to transfer the shares. Normal brokers' charges are applicable.

What happens if a shareholder has lost or misplaced their Share Certificates?

Whenever a shareholder has lost or misplaced their original share certificates, they should formally request the Shares Registrar for a replacement. To facilitate issuance of replacement certificates, a shareholder will have to execute an Indemnity Form for lost share certificates in the presence of an Advocate / Notary Public (if executed outside the country).

The Indemnity Form should thereafter be mailed back to the Company together with a certified copy of the shareholder's passport, to facilitate issuance of a replacement share certificate.

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What happens if a shareholder has lost or misplaced their dividend warrants / cheques ?

Whenever a shareholder has lost or misplaced their original dividend warrant or cheque, they should formally request the Shares Registrar for a replacement. To facilitate issuance of replacement dividend warrants, a shareholder will have to execute an Indemnity Form for lost or misplaced dividend warrants in the presence of an Advocate / Notary Public.

Duplicate dividend warrants will thereafter be issued and paid in accordance with the shareholder's instructions.

The process of issuing replacement share certificates and dividend warrants would take two to three weeks to complete.

How does a shareholder deal with stale dividend warrants / cheques?

Dividend warrants become stale after a period of six months from the date of issuance. Shareholders with such cheques should forward them back to the Shares Registrar for re-validation of their currency, to enable the payee to re-present the same for payment at their local banks.

How are dividend payments handled? Can a shareholder request for the currency to be changed?

DTB Kenya is obliged to pay declared dividends to its shareholders in Kenya Shillings. However, at the formal and written request of a shareholder, the Company could extend the following extra services:

- a) Facilitate a shareholder's written request to credit the dividend payment to a particular bank account.
- b) Facilitate a shareholder's written request for conversion of a dividend payment from Kenya Shillings to a foreign currency to enable the shareholder bank the cheque in their country of residence.

All instructions relating to dividend payments must be made in writing and signed by the shareholder.

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What are the tax implications on dividends due to shareholders if any? Where are these details contained for the benefit of shareholders?

The prevailing statutory position prescribes retention (deduction) of withholding tax of 5% on the due dividend for residents of the East African Community area, and withholding tax of 10% for non-residents.

Details of the tax deductions made are shown on the dividend notice (memorandum) which forms part of the dividend warrant.

A shareholder who has misplaced a dividend notice and is in need of the same for tax purposes may request for a duplicate from the Company.

Any legal developments dealing on shares that shareholders should be aware of?

Yes, the Government has through the Finance Act 2008, made changes to the Capital Markets Act requiring all listed companies to forfeit to CMA's Investor Compensation Fund any dividends that have remained unclaimed by its shareholders for over a period of six years.

The Government is yet to publish the regulations that would govern the forfeiture process and any processes or procedures to be followed subsequent claims by shareholders or their beneficiaries, if any.

In light of the above, shareholders and beneficiaries of deceased shareholders are requested to ensure that the dividend cheques are banked as soon as they receive the same from the company.

Furthermore, shareholders who have not received any communication from the company over years due to change in their residential addresses should contact the Shares Registrar and the Company Secretary through the address provided hereinbefore, for an update of the address records to be effected.

The information to the Shares Registrar and the Company Secretary should give the old and the new address of the shareholder for verification purposes.

Shareholders whose shares are already immobilized in their CDS accounts should inform the CDSC through their Stockbroker.

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What happens when a shareholder undergoes a change of name?

The shareholder should write to the Shares Registrar or the Company Secretary enclosing the following documents for appropriate amendments on the register to be done:

- a) a certified copy of marriage certificate if name change is as a result of marriage, or, a certified copy of the Deed Poll, if the name change is due to any other reason.
- b) a certified copy of the shareholder's passport or Identification Card.

General Information on Annual General Meetings of DTB Kenya

The Notice for the Annual General Meeting of the shareholders of the Company is normally sent to the registered addresses of all shareholders.

A shareholder may decide to attend the meeting in person, or appoint a proxy to attend the meeting and vote on their behalf. Should a shareholder elect to appoint a proxy, then he or she should complete and sign a proxy form which forms part of the Annual Report and Accounts sent to shareholders, and forward it to the Company Secretary, to reach him not later than 48 hours before the meeting date.

Should a shareholder have any queries which may have not been addressed in this booklet he or she should contact the Shares Registrar and the Company Secretary on the address detailed provided hereinbefore.

For further, details on the processes detailed herein and to download the forms referred to herein as well, kindly visit our website www.dtbafrica.com

THANK YOU!

APPENDIX 1

LIST OF CURRENT LICENSED STOCKBROKERS AT THE NAIROBI STOCK EXCHANGE (SUBJECT TO CHANGE)		
<p>Drummond Investment Bank Limited Hughes Building, 2nd floor, P.O. Box 45465 00100 Nairobi. Tel: 318690 / 318689 Fax: 2223061 E-mail: info@drummond.co.ke Web: www.drummond.co.ke</p>	<p>Dyer & Blair Investment Bank Limited Loita House, 10th floor, P.O. Box 45396 00100 Nairobi. Tel: 3240000 /2227803/4/5 Fax: 2218633 E-mail: shares@dyerandblair.com Web: www.dyerandblair.com</p>	<p>Ngenye Kariuki & Co. Limited Corner House, 8th floor, P. O. Box 12185-00400 Nairobi. Tel: 224333 / 2220052 / 2220141 Fax: 2217199 / 241825 E-mail: ngenyekari@wananchi.com Web: www.ngenyestockbrokers.co.ke</p>
<p>Suntra Investment Bank Limited Nation Centre,10th Floor, P.O. Box 74016-00200 Nairobi. Tel. 2870000 / 247530 / 2223330 / 2211846, 0724- 257024, 0733-222216 Fax: 2224327 E-mail: info@suntra.co.ke Web: www.suntra.co.ke</p>	<p>Reliable Securities Limited IPS Building, 6th Floor P. O. Box 50338- 00200 Nairobi. Tel: 2241350/4/79 Fax: 2241392 E-mail: info@reliablesecurities.co.ke</p>	<p>CFC Stanbic Financial Services CFC Stanbic House P.O. Box 47198-00100 Nairobi. Tel: 3638900 Fax: 3752950 E-mail: cfcfs@cfcgroup.co.ke. Web: www.cfcbank.co.ke</p>
<p>African Alliance Kenya Securities. Gr. Floor, Kenya Re Towers, Upper Hill P.O. Box 27639 - 00506 Nairobi. Tel. 2735013 / 2735154 / 2735138 / 2710978 Fax: 2710247 E-mail: info@africanalliance.co.ke Web: www.africanalliance.com</p>	<p>Afrika Investment Bank Limited Finance House, 9th Floor P.O. Box 11019-00100 Nairobi Tel: 2210178 / 2212989 Fax: 2210500 E-mail: info@afrikainvestmentbank.com Web: www.afrikainvestmentbank.com</p>	<p>ABC Capital Limited IPS Building, 5th floor P.O. Box 34137-00100 Nairobi. Tel: 2246036 / 2245971 Fax: 2245971 E-mail: headoffice@abccapital.co.ke</p>
<p>Sterling Investment Bank Limited Finance House, 11th Floor P.O. Box 45080- 00100 Nairobi Tel: 2213914 / 244077 / 0723153219/ 0734219146 Fax: 2218261 E-mail: info@sterlingstocks.com Web: www.sterlingstocks.com</p>	<p>ApexAfrica Investment Bank Limited Rehani House, 4th Floor P.O. Box 43676- 00100 Nairobi. Tel: 242170/2220517 Fax: 2215554 E-mail: invest@apexafrica.com Web: www.apexafrica.com</p>	<p>Faida Investment Bank Limited Windsor House, 1st floor, P. O. Box 45236-00100 Nairobi. Tel: 2243811/2/3 Fax: 2243814 E-mail: info@faidastocks.com Web: www.faidastocks.com</p>
<p>NIC Capital Securities Ltd. NIC Bank House, Masaba Rd. P.O. Box 63046-00200 Nairobi Tel: 2016482 / 3244272/9 Mobile: 0724-951703 Fax:244280 E-mail: invest@nic-capital.com</p>	<p>Standard Investment Bank Limited ICEA Building, 16th floor, P. O. Box 13714-00800 Nairobi. Tel: 2228963 / 2228967 / 2228969 Fax: 240297 E-mail: info@standardstocks.com</p>	<p>Kestrel Capital (EA) Limited ICEA Building, 5th floor, P.O. Box 40005-00100 Nairobi. Tel: 2251758 / 2251893 / 2251815 / 2250082 Fax: 2243264 E-mail: info@kestrelcapital.com Web: www.kestrelcapital.com</p>
<p>Renaissance Capital (Kenya) Limited Purshottam Place, 6th Floor Westland ,Chiromo Road P.O Box 40560-00100 Nairobi Tel: 3682000/3754422 Fax: 3632339 Web: www.rencap.com</p>	<p>Genghis Capital Limited Prudential Building 5th floor, P.O. Box 1670-00100 Nairobi. Tel: 2337535/36 Fax: 246334 E-mail: info@gencap.co.ke</p>	

DIAMOND TRUST BANK TANZANIA LIMITED

INTRODUCTION

Diamond Trust Bank Tanzania Limited (DTBT) was incorporated on 30th September 1965, under the Companies Act R.E 2002, in Tanzania, as a Financial Institution. DTBT became commercial bank in 1997, by virtue of its status as a public company and commercial bank, its operations are regulated by the Bank of Tanzania, the Business Registration & Licensing Agency, the Ministry of Industries & Trade and Tanzania Investment Center. DTBT's corporate office is situated at the 9th Floor, Harbour View Towers, Samora Avenue, Dar es Salaam.

Who handles shareholder related queries?

Shareholder affairs of DTBT are overseen and managed the Company Secretary, who is available to the service of shareholders at all times.

How can we contact the Company Secretary?

The Company Secretary could be contacted through email on shares@diamondtrust.co.tz or through the Company's Postal Address as stated below:

The Company Secretary,
Diamond Trust Bank Tanzania Limited,
9th Floor Harbour View Towers,
P.O. Box 115
Dar es Salaam, Tanzania.

SHAREHOLDERS' GUIDE TANZANIA

How many shareholders does DTBT have?

As at 31 December 2008, DTBT had 7,875 shareholders.

In what forms are DTBT shares held?

All the shares are ordinary and in certificate form.

How does a shareholder sell his or her shares?

DTBT is not a listed company therefore, selling and buying of shares is done through private arrangements of the shareholder.

Selling/buying of shares involves transferring the shareholder's rights to another person. This is governed by regulations presented under the Companies Act R. E 2002.

The following documentations would be required to facilitate the transfer:

The Transfer of shares form duly signed by both the buyer and seller in the presence of 2 witnesses.

- Certified copy of the seller's ID/Passport (first two pages).
- Original Certificate to be surrendered.

Upon completion of the share transfer process a new shares certificate is issued in the name of the new shareholder.

In what circumstances can a shareholder transfer his or her shares to a relative as a gift? And what is the procedure?

This mode of transfer is only allowed for cases involving close relations strictly defined to include, spouse, parents, siblings, child, father-in-law, son-in-law, daughter-in-law, mother-in-law, brother-in-law, grandchild or spouse of a grandchild.

The following documentation would be required to facilitate the transfer by way of gift process:

- Share Transfer Form duly signed by both the transferor and transferee, in the presence of a witness.

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- An affidavit sworn in the presence of a Commissioner for Oaths / Notary Public confirming that the shares have been given as a gift and specifying the relation. This affidavit must specify the relation between the transferor and transferee of shares.
- All original share certificates will be surrendered.
- A certified copy of the transferor's ID/passport.

What process is followed when beneficiaries of a deceased shareholder wish to claim the shareholding?

This process is referred to as the shares transmission process. This basically means the transfer of shares from the Estate of a deceased shareholder to a beneficiary. This regulated by the Companies Act and the Law of Succession Act.

The following documentation would be required to facilitate the shares transmission process:

- A certified copy of the Confirmation of Grant of Probate / Grant of Letters of Administration.
** If a Grant has been issued outside Tanzania, it must further undergo the re-sealing process by the High Court of Tanzania, at the shareholders cost, in accordance with the Laws of Succession in Tanzania.*
- A Share Transfer Form duly signed by both the Executor / Administrator of the Estate of the deceased and transferee / beneficiary, in the presence of a Commissioner for Oaths / Notary Public.
- A certified copy of the Death Certificate.
- Original share certificates.
- A certified copy of the Executor's / Administrator's passport.

Can one do a private transfer of their shares to friends?

Yes, one can make a private transfer to friends

The following documentation would be required to facilitate the transfer by way of private transfer:

- Share Transfer Form duly signed by both the transferor and transferee, in the presence of a witness.
- An affidavit sworn in the presence of a Commissioner for Oaths / Notary Public confirming that the shares have been given as a gift and specifying the relation. This affidavit must specify the relation between the transferor and transferee of shares.
- All original share certificates will be surrendered.
- A certified copy of the transferor's ID/passport.

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What happens if a shareholder has lost or misplaced their Share Certificates?

Whenever a shareholder has lost or misplaced their original share certificates, they should formally request the Company Secretary for a replacement. To facilitate issuance of replacement certificates, a shareholder will have to execute an Indemnity Form for lost share certificates in the presence of an Advocate / Notary Public.

The Indemnity Form should thereafter be mailed back to the Company together with a certified copy of the shareholder's passport, to facilitate issuance of a replacement share certificate.

What happens if a shareholder has lost or misplaced their dividend warrants / cheques ?

Whenever a shareholder has lost or misplaced their original dividend warrant or cheque, they should formally request the Company Secretary for a replacement. To facilitate issuance of replacement dividend warrants, a shareholder will have to execute an Indemnity Form for lost or misplaced dividend warrants in the presence of an Advocate / Notary Public.

Duplicate dividend warrants will thereafter be issued and paid in accordance with the shareholder's instructions.

The process of issuing replacement share certificates and dividend warrants would take two to three weeks to complete.

How does a shareholder deal with stale dividend warrants / cheques?

Dividend warrants become stale after a period of six months from the date of issuance.

Shareholders with such cheques should forward them back to the Company Secretary for re-validation of their currency, to enable the payee to re-present the same for payment at their local Banks.

How are dividend payments handled? Can a shareholder request for the currency to be changed?

DTBT is obliged to pay declared dividends to its shareholders in Tanzanian Shillings. However, at the formal and written request of a shareholder, the Company could extend the following extra services:

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- a) Facilitate a shareholder's written request to credit the dividend payment to a particular Bank account.
- b) Facilitate a shareholder's written request for conversion of a dividend payment from Tanzanian Shillings to a foreign currency to enable the shareholder Bank the cheque in their country of residence. Payment can be made in US Dollars, Euro, Pounds, Rupees, Kenya shillings except Canadian Dollar.

All instructions relating to dividend payments must be made in writing and signed by the shareholder.

What are the tax implications on dividends due to shareholders if any? Where are these details contained for the benefit of shareholders?

The prevailing statutory position prescribes retention (deduction) of withholding tax of 10% on the due dividend for residents of the East African Community area, and withholding tax of 15% for non-residents.

Details of the tax deductions made are shown on the dividend notice (memorandum) which forms part of the dividend warrant.

A shareholder who has misplaced a dividend notice and is in need of the same for tax purposes may request for a duplicate from the Company.

What happens when a shareholder undergoes a change of name?

The shareholder should write to the Company Secretary enclosing the following documents for appropriate amendments on the register to be done:

- a) a certified copy of marriage certificate if name change is as a result of marriage, or, a certified copy of the Deed Poll, if the name change is due to any other reason.
- b) a certified copy of the shareholders passport or Identification Card.

SHAREHOLDERS' GUIDE TANZANIA

General Information on Annual General Meetings of DTB T

The Notice for the Annual General Meeting of the shareholders of the Company is normally sent to the registered addresses of all shareholders.

A shareholder may decide to attend the meeting in person, or appoint a proxy to attend the meeting and vote on their behalf. Should a shareholder elect to appoint a proxy, then he or she should complete and sign a proxy form which forms part of the Annual Report and Accounts sent to shareholders, and forward it to the Company Secretary, to reach him/her not later than 48 hours before the meeting date.

Should a shareholder have any queries which may have not been addressed in this booklet he or she should contact the Company Secretary on the address detailed provided hereinbefore.

THE DIAMOND JUBILEE INVESTMENT TRUST (UGANDA) LIMITED

INTRODUCTION

The Diamond Jubilee Investment Trust (Uganda) Limited (hereinafter referred to as “DJITU” or “the Company”) is a public limited liability company incorporated in the Republic of Uganda since 1965. Its operations are regulated by the Company’s Memorandum and Articles of Association and the Companies Act Cap 110

Who handles shareholder related queries?

Shareholder affairs of DJITU are overseen and managed by the Company Secretary, who is available to the service of shareholders at all times.

How can we contact the Company Secretary?

The Company Secretary could be contacted through email on shares@djit.org or through the Company’s Postal Address as stated below:

The Company Secretary,
The Diamond Jubilee Investment Trust (Uganda) Limited
6th Floor Diamond Trust Building,
P.O. Box 7155
Kampala, Uganda.

SHAREHOLDERS' GUIDE UGANDA

How many shareholders does DJITU have?

As earlier advised, DJITU is a public company, and as at 31 December 2008, the Company had approximately 7,881 shareholders.

In what forms are DJITU shares held?

DJIT has only certificated shareholders.

How does a shareholder sell his or her shares?

Shares in DJITU are freely transferable through private dealing by execution of a share transfer form by the transferor and the transferee duly witnessed by an Advocate.

After payment of Stamp duty and the registration at the Companies Registry, the share transfer form and the respective share certificate must be presented to the Company Secretary to effect a change in the members' register. The transfer of shares is governed by the Companies Act regardless of whether it relates to transfer as a gift or sale.

The following documentation would be required to facilitate the transfer either by way of gift or sale:

- Share Transfer Form duly signed by both the transferor and transferee, in the presence of a witness.
- An affidavit sworn in the presence of a Commissioner for Oaths / Notary Public confirming that the shares have been given either as a gift or sale. This affidavit must specify the relation between the transferor and transferee of shares.
- All original share certificates will be surrendered.
- A certified copy of the transferor's ID/passport.
- A certified copy of the transferee's ID/passport.

In what circumstances can a shareholder transfer his or her shares to a relative as a gift? And what is the procedure?

The same process as above is followed. The transfer by way of a gift attracts duty at a nominal value.

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What process is followed when beneficiaries of a deceased shareholder wish to claim the shareholding?

This process is referred to as the share transmission process. This basically means the transfer of shares from the Estate of a deceased shareholder to a beneficiary. This area is regulated by Companies Act and the Law of Succession Act.

The following documentation would be required to facilitate the shares transmission process:

- A certified copy of the Grant of Probate / Grant of Letters of Administration. (** If a Grant has been issued outside Uganda, it must further undergo the re-sealing process by the High Court of Uganda, at the shareholders cost, in accordance with the Laws of Succession in Uganda. The Advocates' cost for resealing a foreign Grant in Uganda is approximately USD 1000 (subject to change).*)
- A Share Transfer form duly signed by both the Executor / Administrator of the Estate of the deceased and transferee / beneficiary, in the presence of a Commissioner for Oaths / Notary Public.
- A certified copy of the Death Certificate.
- Original share certificates.
- A certified copy of the Executor's / Administrator's passport.
- A certified copy of the beneficiary's passport (if not the same as the executor/administrator).

The process in cases of both the transfer of shares as a gift and transfer of shares by transmission is the same as described above.

Can one do a private transfer of their shares to friends?

Yes, as described above.

What happens if a shareholder has lost or misplaced their Share Certificates?

Whenever a shareholder has lost or misplaced their original share certificates, they should formally request the Company Secretary for a replacement. To facilitate issuance of replacement certificates, a shareholder will have to execute an Indemnity Form for lost share certificates in the presence of an Advocate / Notary Public.

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The Indemnity form should thereafter be sent to the Company together with a certified copy of the shareholder's passport, to facilitate issuance of a replacement share certificate.

What happens if a shareholder has lost or misplaced their dividend warrants / cheques ?

Whenever a shareholder has lost or misplaced their original dividend warrant or cheque, they should formally request the Company Secretary for a replacement. To facilitate issuance of replacement dividend warrants, a shareholder will have to execute an Indemnity Form for lost or misplaced dividend warrants in the presence of an Advocate / Notary Public.

Duplicate dividend warrants will thereafter be issued and paid in accordance with the shareholder's instructions.

The process of issuing replacement share certificates and dividend warrants would take two to three weeks to complete.

However note that the Company has not declared dividends since 1972 and therefore there are no dividend warrants /cheques.

How does a shareholder deal with stale dividend warrants / cheques?

Dividend warrants become stale after a period of six months from the date of issuance.

Shareholders with such cheques should forward them back to the Company Secretary for re-validation of their currency, to enable the payee to re-present the same for payment at their local banks.

However note that the Company has not declared dividends since 1972 and therefore there are no dividend warrants /cheques.

How are dividend payments handled? Can a shareholder request for the currency to be changed?

DJITU is obliged to pay declared dividends to its shareholders in Uganda Shillings. However, at the formal and written request of a shareholder, the Company could extend the following extra services:

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- a) Facilitate a shareholder's written request to credit the dividend payment to a particular bank account.
- b) Facilitate a shareholder's written request for conversion of a dividend payment from Uganda Shillings to a foreign currency to enable the shareholder bank the cheque in their country of residence.

All instructions relating to dividend payments must be made in writing and signed by the shareholder.

However note that the Company has not declared dividends since 1972 and therefore there are no dividend warrants /cheques.

What are the tax implications on dividends due to shareholders if any? Where are these details contained for the benefit of shareholders?

The prevailing statutory position prescribes retention (deduction) of withholding tax of 5% on the due dividend for residents of the East African Community area, and withholding tax of 10% for non-residents.

Details of the tax deductions made are shown on the dividend notice (memorandum) which forms part of the dividend warrant.

A shareholder who has misplaced a dividend notice and is in need of the same for tax purposes may request for a duplicate from the Company.

What happens when a shareholder undergoes a change of name?

The shareholder should write to the Company Secretary enclosing the following documents for appropriate amendments on the register to be done:

- a) a certified copy of marriage certificate if name change is as a result of marriage, or, a certified copy of the Deed Poll, if the name change is due to any other reason.
- b) a certified copy of the shareholders passport or Identification Card.

SHAREHOLDERS' GUIDE UGANDA

General Information on Annual General Meetings of DJITU

The Notice for the Annual General Meeting of the shareholders of the Company is normally published in the local Newspapers, 21 days before the date of the meeting.

A shareholder may decide to attend the meeting in person, or appoint a proxy to attend the meeting and vote on their behalf. Should a shareholder elect to appoint a proxy, then he or she should complete and sign a proxy form which forms part of the Annual Report and Accounts sent to shareholders, and forward it to the Company Secretary, to reach him/her not later than 48 hours before the meeting date.

Should a shareholder have any queries which may have not been addressed in this booklet he or she should contact the Company Secretary on the address detailed provided hereinbefore.

For further, details on the processes detailed herein and to download the forms referred to herein as well, kindly visit our website www.djit.org

THANK YOU!



The Shares Registrar

Diamond Trust Bank Kenya Limited
8th Floor Nation Centre, P.O. Box 61711-00200
Nairobi, Kenya

Diamond Trust Bank Tanzania Limited
1st Floor, Mosque/Jamat St, P.O.Box 115
Dar es Salaam, Tanzania

Diamond Trust Bank Uganda Limited
Diamond Trust Building, Plot 17/19, P.O.Box 7155
Kampala, Uganda

Website: www.dtbafrica.com