



Our ref: 444.001

25 June 2020

Executive Director  
Tanzania Investment Centre (TIC)  
PO Box 938  
Dar es Salaam



Dear Sirs,

**Notification of Change in Shareholding for Mapembasi Hydro-Power Company Limited and Amending the Certificate of Incentive**

We act for Mapembasi Hydro-Power Company Limited a company incorporated in the United Republic of Tanzania with company number 71003 (**Company**).

The Company has instructed us to notify your good office of a Change in its Shareholding pursuant to the conditions of its Certificate of Incentive number 120028 dated 12 April 2017 (**TIC Certificate**).

Tyngdekraft Sofienlund Limited being a shareholder reflected in the TIC Certificate, transferred 3,000 ordinary shares to the Registered Trustees of the Diocese of Njombe by signing a stock transfer form dated 2 June 2014. A Tax Clearance Certificate for the said share transfer was issued on 27 September 2019.

We notified the Registrar of Companies of the changes and submitted the relevant documents and requested for an up to date BRELA search report. The BRELA report confirming the current Company's shareholding records was issued on 7 May 2020.

We hereby give you notification in accordance with the conditions attached to the TIC Certificate that a change in shareholding has taken place in the Company and we kindly request that you to issue a revised Certificate of Incentives that reflects current shareholders of the Company who are as follows:

1. Brulli Energia GMBH holding 15,000 ordinary shares;
2. Njombe Resources Development Limited holding 7,000 ordinary shares; and
3. The Registered Trustees of the Diocese of Njombe holding 3,000 ordinary shares.

In addition the Company would like to amend the information on TIC Certificate conditions under items 4 and 5 of the TIC Certificate as follows:

1. Item 4 - **Investment Cost:** - Foreign 23.5 million euros; Local 3.5 million euros; Total 27 million euros.

VELMA Law

2nd Floor, Kilwa House, 369 Toure Drive, Oyster Bay  
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www.velmalaw.co.tz

A handwritten signature in blue ink, consisting of a stylized 'M' and 'L' intertwined.

- Item 5 - **Project Financing:** Equity 7 million euros, Loans 20 million euros, Total 27 million euros.

We thank you in advance for your usual cooperation.

Yours faithfully,

  
VELMA Law

VELMA Law  
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369 Toure Drive, Oyster Bay  
P.O. Box 62  
Dar-es-Salaam  
Tanzania

Copy to: Directors, ~~Mapembasi Hydro-Power Company Limited~~

**Enclosures:**

- Original Certificate of Incentives dated 12 April 2017.
- Certified copy of Stock Transfer Form between Tyngdekraft Sofienlund Limited and Registered Trustees of the Diocese of Njombe dated 2 June 2014.
- Certified copy of Tax Clearance Certificate dated 27 September 2019.
- Certified copy of BRELA search report dated 7 May 2020.
- Company Progressive Report dated 19 June 2020.
- Payment Receipt dated 25 June 2020.