



Takeovers, Mergers & Acquisitions Module

Appendix TMA-E

Notice for Compulsory Acquisition Template

CONSULTATION



MODULE	TMA:	Takeovers, Mergers & Acquisitions
CHAPTER		Appendices

NOTICE TO DISSENTING SHAREHOLDER TO ACQUIRE SHARES PURSUANT TO THE POWER CONFERRED UNDER THE COMPULSORY ACQUISITION RIGHT

To

[Name of shareholder]
[Address of shareholder]

In this notice for compulsory acquisition—

[name of offeree] is referred to as “the offeree”, and [name of offeror] is referred to as “the offeror”.

On [date], the offeror made a take-over offer for all [description of shares] in the offeree at [relevant terms of the offer].

Up to [date], being a date within three months after the take-over offer was accepted by the shareholders of not less than 90% of the [description of shares] (other than those already held at the date of the take-over offer by the offeror and parties acting in concert).

The offeror hereby gives you notice for compulsory acquisition, in pursuance of the provisions of *Compulsory Acquisition Right, Section TMA -3.4.4 of Module Takeovers, Mergers and Acquisitions*, that it desires to acquire the [description of shares] held by you in the offeree.

You are entitled within 15 days from the date on which this notice is given to require the offeror, by demand in writing served on the offeror to provide you with a statement of the names and addresses of all other remaining shareholders as shown in the share register, subject to meeting the requirements of all applicable laws including Law No. 30 of 2018 with respect to issuing the Personal Data Protection Law,, and the offeror will provide the list of those remaining shareholders within 7 calendar days from the date of the request made by you.

Unless upon an application made to a competent court by you on or before [date], being 60 days from the date of this notice, the competent court orders otherwise, the offeror will, in pursuance of compulsory acquisition provisions of Module TMA, be entitled and bound to acquire the [description of shares] held by you in the offeree on the same terms of the abovementioned take-over offer.

[Signature]

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[Name and designation of the concerned official]