

CAYMAN ISLANDS



Companies Law

COMPANIES (FORMS) RULES

(1998 Revision)

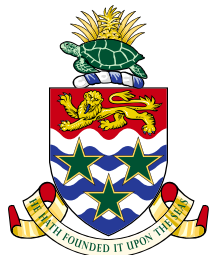
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Revised this 7th day of July, 1998.



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Arrangement of Rules

Rule	Page
1. Citation	5
2. Prescription of notice	5
SCHEDULE	7
NOTICE TO DISSENTING SHAREHOLDERS	7

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Citation

1. These rules may be cited as the Companies (Forms) Rules (*1998 Revision*).

Prescription of notice

2. A notice required to be given by section 88(1) shall be given in the manner prescribed in the Schedule hereto.

SCHEDULE
COMPANIES LAW

(1998 Revision)

NOTICE TO DISSENTING SHAREHOLDERS

(pursuant to section 88(1) of the Companies Law (1998 Revision))

In the matter of..... Limited (*hereinafter called "the transferor company"*)

Notice by Limited
(*hereinafter called "the transferee company"*)

To..... (*name and address of dissenting shareholder*)

WHEREAS on theday of....., 19..., the transferee company made an offer to all the holders of (*if the offer is limited to a certain class or classes of shares, state description of that class or those classes*) shares in the transferor company (*state shortly the nature of the offer*) AND WHEREAS up to the..... day of..... 19..., being a date within four months after the making thereof, such offer was approved by the holders of not less than ninety per cent in value of the said.....shares.

NOW THEREFORE the transferee company in pursuance of section 87(1) of the Companies Law (*1998 Revision*), hereby give you notice that it desires to acquire the shares held by you in the transferor company AND further take notice that, unless on an application made by you within one month from the date on which this notice is given, the Court thinks fit to order otherwise, the transferee company will be entitled and bound to acquire the shares held by you in the transferor company on the terms on which under the scheme or contract the shares of the approving shareholders are to be transferred to the transferee company.

Signed

(Director/Secretary for the transferee company)

Date



**Publication in revised form authorised by the Governor in Council this 7th day of
July, 1998.**

Carmena H. Parsons
Clerk of Executive Council

