

Focus Business Services (Malta) Limited

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Notice in terms of Rule 5A(5) of the Capital Gains Rules, 1993

Computation of the gains or profits referred to in article 5(13)(b)(ii)

Part 1 - Details of change in the issued share capital or voting rights

		(insert "Yes" or "No"
Nature of change	Alteration of voting rights	
	Allottment of shares	
	conversion of shares	
	Reduction in share capital	
Date of change		
	state the amount paid to the company per share:	
In case of a reduction of share ca	pital state the amount paid by the company per share:	

Part 2 - Details of issued share capital of company

Immediately before change:

Туре	Class	Votes per share	Nominal value per share (€)	Number of Shares	Total voting rights	Total nominal value (€)

Immediately after change:

Туре	Class	Votes per share	Nominal value per share (€)	Number of Shares	Total voting rights	Total nominal value (€)

Note: Include only securities as defined in article 5(1)(b) of the Income Tax Act

Part 3 - Details of Shareholders / shareholdings

			Before of	change	After change		
Name	Tax Ref. number	Туре	Nominal value of shares (€)	voting rights	Nominal value of shares (€)	voting rights	
	•						

Note: Include only securities as defined in article 5(1)(b) of the Income Tax Act

Part 4 - Details of Company in which change was affected

Company Name	
Income Tax Registration No	
Company year end	
Date of incorporation	
ROC No	

State whether: (Yes or No)

а	The Company holds shares directly or indirectly in other companies. (if Yes attach details)	
b	The Company or any companies referred to in (a) above own immovable property at the date of the change in the issued share capital or voting rights. <i>(if Yes attach details)</i>	
С	The company came into existence as a result of a restructuring. (if Yes attach details specifying the date and whether a merger, division, etc)	

Part 5 - Computation of the value transferred

The value transferred is to be determined as follows:

Sec I : Determination of the % of the market value of the company as represented by such reduction in value

			Before of	hange	After change		
Name	Tax Ref. number	Туре	Percentage of Issued share capital	Percentage of total voting rights	Percentage of Issued share capital	Percentage of total voting rights	

Sec II : Computation	of Market value of company:	

а

b

Total Net Asset Value of the company as resulting from its financial statements

Market Value of shares held in another company representing at least 10% of the nominal value of the issued share capital of that other company, determined in accordance with rule 5.

Company	Income Tax no.	Market Value

Deduct book value of shares held in the company (as stated in the financial statements)

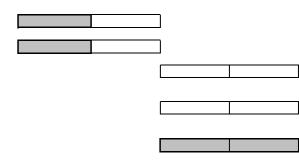
c Total market value of immovable property as stated in the Architect's Valuation (as per Part 6) less Total book value of immovable property

Adjustment to the value of immovable property:

- d Value of goodwill: (as calculated in Sec IV below)
- e Deduct book value of preference shares (refer to Rule 5(6)(e))
- g Total adjusted market value of the company:

Pre change Post change





Name	Tax Ref.	Туре	Market value	Market value	Amount paid	Reduction	Provisional	Increase	Duty
	number		pre issue	post issue	in or out	in value	tax at 7%	in value	at 5% or 2%
					(note 1)				
			[A]	[B]	[C] & [D]	[Y]			

Note 1: To be filled in cases where the change in the issued share capital consists of an issue of share capital for cash consideration or a reduction of capital.

ec IV : Ca	alculation of the amount represe	enting the value of	goodwill:									
		Where company was in existence for the five financial years immediately preceding the year in which the transfer is made:										
		Year 1	Year 2	Year 3	Year 4	Year 5	Total					
	Profit before tax											
	Value of goodwill:											
	Note: Where the transfer is n value of goodwill above shall		npany's first or se	econd financial ye	ear the							
	Where the company has acq during the company's first the		r part thereof from	m another person	I							
	State date when business wa	as acquired:										
	State consideration paid for the acquisition of the goodwill of such business:											
	Profits of the company excluding profits attributable to business acquired;											
	Year end:			Year 1	Year 2	Year 3	Total					
	Profit before tax											
	Value of goodwill:											
	Profits attributable to busing	ness acquired from	n another perso	on;								
	Year end:	Year 1	Year 2	Year 3	Year 4	Year 5	Total					
	Profit before tax											
	Value of goodwill attributable to business acquired											
	Consideration paid for the acquisition of such goodwill											
	Value of the goodwill of the (higher of A and B)	e business so acqu	uired									
	Total amount representing	the value of good	will:									
ote:	Where the assets of the co	mpany include sha	ares in another	company, and s	uch							

where the assets of the company include shares in another company, and such shares represent at least ten percent of the nominal value of the issued share capital of the other company, the computations in Part 5 must be made for each such shareholding.

Part 6 - Architect's valuation

If the company owns immovable property at the date of the share transfer, attach an architect's valuation of the market value of the immovable property taken into account in determining the value of the said shares.

Part 7 - Accounting statement

Attach accounting statement in accordance with rule 5A(3) prepared by a CPA holding a practicing certificate in auditing

I do hereby declare that the information submitted through this form is true and complete:

Auditor's signature:

Auditor's name: