NAFUNA & CO. ADVOCATES AND LEGAL CONSULTANTS · GOLD & MINERALS

Gold & Mineral Transaction Services

Legal Due Diligence, Verification and Transaction Support in Uganda

PREPARED BY

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Who We Assist

Nafuna & Co. Advocates and Legal Consultants provides Uganda-side legal and transaction support to participants in gold and other mineral transactions.

The firm assists international purchasers, investors, mineral dealers, exporters and other participants in the Ugandan mineral sector. Every instruction is accepted subject to conflict checks and to the scope of the agreed engagement.

SERVICES

The Nafuna & Co. Gold Transaction Due-Diligence Framework

Within a given engagement, the firm's work may include:

Supplier verification

Corporate, ownership, management and operational due diligence.

Licence verification

Independent examination of relevant mineral licensing and regulatory status.

Transaction due diligence

Review of provenance, traceability, proposed procedures and supporting documentation.

Contractual protection

Preparation, review and negotiation of Sale and Purchase Agreements and related instruments.

Refinery and service-provider verification

Verification of refineries, assay facilities, clearing agents and other mineral-sector operators engaged in the transaction.

Payment verification

Examination of proposed payment recipients, third-party accounts and purported government or regulatory charges before funds are released.

Pre-travel verification

Preliminary corporate, licensing and documentary checks undertaken before the purchaser travels to Uganda.

When a transaction goes wrong

Fraud assessment, preservation of evidence, complaints to the relevant authorities, contractual disputes and recovery proceedings.

The firm may also assist with:

- Independent assay coordination
- Payment and completion structuring
- Uganda-side export compliance
- Legal supervision of the transaction from preliminary verification through completion

CONTINUING REPRESENTATION

Services may be instructed for an individual transaction or through a continuing arrangement. Purchasers developing a recurring supply relationship may engage the firm on a monthly retainer, under which the procedures settled in the first transaction govern the supplier verification, documentation and payment controls of each subsequent consignment.

INDEPENDENCE

Independence of Advice

A supplier introduced to the purchaser by an intermediary, agent or other third party remains subject to the same independent due-diligence process as a supplier the purchaser identified directly.

NAFUNA & CO. PRINCIPLE

Introduction is not verification.

The firm's professional independence is part of the protection for which the purchaser is engaging counsel.

THE FIRM'S COMMITMENT

Nafuna & Co. accepts no commission, fee or other benefit from any supplier in a transaction in which it acts for the purchaser.

PROCESS

Engaging Nafuna & Co.

1. **Enquiry**
   The prospective client describes the proposed transaction, the parties involved and the assistance required.

2. **Preliminary assessment**
   The firm identifies the nature of the proposed instruction and determines the appropriate scope of services.

3. **Engagement and onboarding**
   Professional fees are agreed, client-identification and compliance procedures are completed, and the applicable initial payment is received.

4. **Independent investigation**
   The firm undertakes the agreed verification, legal review or transaction-support work.

5. **Advice and next steps**
   The firm reports its findings and advises on the available course of action within the agreed scope.

INFORMATION FOR AN INITIAL ENQUIRY

For the preliminary assessment, prospective clients may provide:

01	The name of the proposed supplier
02	The proposed commodity and quantity
03	Copies of licences or corporate documents received
04	Any quotation, offer or SPA
05	Assay documentation
06	The proposed transaction procedure
07	The intended export destination
08	A brief description of any payments already requested

FORMAL ENGAGEMENT AND FEES

An initial enquiry establishes what assistance the transaction requires. Substantive verification, legal review and transaction support begin under a formal engagement, once the scope of work and professional fees have been agreed in writing and the applicable initial payment has been received.

CLIENT IDENTIFICATION

Before work begins, the firm completes its client-identification and compliance procedures. These may include verification of the client's identity, corporate authority and beneficial ownership and, where appropriate, evidence of the source and availability of funds for the proposed transaction.

Nafuna & Co. does not require a purchaser to accept a supplier merely because that supplier has been introduced by a third party or holds apparently valid documentation. Independent verification remains central to the firm's mandate.

Instructing Nafuna & Co.

Whether a client is considering a first gold purchase in Uganda, establishing a continuing supply relationship, verifying a mineral-sector operator or seeking assistance with a transaction that has encountered difficulties, Nafuna & Co. can assess the nature of the legal assistance required.

The firm provides independent Uganda-side representation under clearly defined professional engagements, for individual transactions or, where appropriate, through continuing advisory arrangements.

To enquire, provide a brief description of your requirements together with any relevant transaction documents already available. The firm will advise on the proposed scope of engagement, professional fees and the information required before work commences.

Read the Client Guide: ***Buying Gold in Uganda: A Legal Due-Diligence Guide for Foreign Buyers***

IMPORTANT NOTICE

This page describes the firm's services and the procedure by which it accepts instructions. The terms of any engagement are set out in the firm's engagement letter. This page does not constitute legal advice concerning any particular supplier, gold consignment or transaction.

Nafuna & Co. does not authenticate a supplier, mineral licence, gold consignment, assay report or transaction merely because documents have been submitted to the firm. Any transaction-specific professional opinion is subject to the terms and scope of the firm's formal engagement and the results of the relevant independent verification.

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