Guidelines for Completing Share Transfer form

- Ensure that the form is fully completed and signed front and back by the transferor(s) and Transferee(s).
- Ensure to include the Transferee(s) existing Shareholder Reference Number (SRN).
- If the Transferee is currently supplying milk to Kinisla ensure to include the milk supply number so that we may issue the correct share class.

Return the completed Share Transfer form to:
Kerry Co-operative Creameries Limited
FBD House
Dan Spring Road
Fels Point
Tralee
Co Kerry
V92 RW5W

Ensure to include the following documents so that we may process your request:

- Your original Kerry Co-operative Creameries Limited share certificate.
- A copy of signed photographic ID for each Transferor and Transferee such as a passport or driving license.
- A copy of proof of address for each Transferee dated within the last 6 months such as a bank statement or utility bill.

In the case of Estates:

- A copy of photographic ID for the executor(s) and Transferee such as passport or driving license.
- A copy of proof of address for each Transferee dated within the last 6 months such as a bank statement or utility bill.
- A certified copy of the Grant of Probate or Letters of Administration.
- The original Kerry Co-operative Creameries Limited share certificate.

Failure to include the above requested documentation will cause delays in the processing of your request.

Should you have any questions in relation to the completion of this form do not hesistate to contact us on: 066 7128571

Kerry Co-op.

FORM OF TRANSFER

OFFICE USE ONLY

TFR. No.

A B C

TRANSFEROR(S)
[Seller(s)]

NAME(S) ....

....

ADDRESS ....

....

....

SHAREHOLDER NO. ....

Are you currently supplying milk to KERRY? Yes No

If yes, what is your Creamery Number: Branch No

If you are a member of an Advisory Committee please ✓ here

TRANSFEREE(S)
[Purchaser(s)]

NAME(S) ....

....

ADDRESS ....

....

....

....

OFFICE USE ONLY

PLc Link:

PLc A/C No: ....

SEA No:

Ag Adv:

Telephone No:

Date of Birth:

If you are an existing share holder in **Kerry Co-Op** please ✓ here SRN: ______________

Are you currently supplying milk to KERRY? Yes No

If yes, what is your Creamery Number: Branch No

If you are a member of an Advisory Committee please ✓ here

Witness that in consideration of the sum of € .... paid by the said Transferee(s) to me/us, I/we, the said Transferor(s) hereby transfer to the said Transferee(s), his/her executors, administrators and assigns, the .... Ordinary Shares now standing in my/our name in the books of Kerry Co-Operative Creameries Ltd, to hold the said shares subject to the conditions set out in the Rules of the Society for the time being in force.

Date: ..../............/............

Signature of .... Signature of ....

Transferor(s) .... Transferee(s) ....

....

(See guidance notes overleaf)

GUIDANCE NOTES

Shareholdings in Kerry Co-Operative Creameries Ltd ("the Society") are categorised into 3 classes – A Ordinary, B Ordinary and C Ordinary shares of €0.125 each.

The following is a summary of the rights and conditions attaching to such shares. The summary is not exhaustive and is for guidance purposes only. A copy of the Rules is available upon request. All queries in relation to transfers of shares in the Society should be addressed to the Secretary, Kerry Co-Operative Creameries Ltd, FBD House, Dan Spring Road, Fels Point, Tralee, Co. Kerry. V92 RW5W

A Ordinary, B Ordinary and C Ordinary Shares rank **equally in all respects except for the following:-**

Voting Rights

A Ordinary and B Ordinary shareholders are entitled to attend, speak and vote at General Meetings of the Society save that the B Ordinary shareholders are not entitled to vote at any General Meeting to consider the amalgamation, sale or liquidation of the Society or amendment of Rule 4(h) of its Rules.

C Ordinary shareholders are not entitled to attend, speak or vote at general meetings of the Society.

Electoral Issues

A Ordinary and B Ordinary shareholders may nominate eligible persons for appointment to Area Advisory Committees of the Society and A Ordinary shareholders (but not B Ordinary shareholders) may themselves stand for election if so nominated. Only A Ordinary shareholders may be nominated for and elected to the Board of Directors of the Society.

C Ordinary shareholders are not entitled to nominate persons or be themselves nominated for election.

Entitlement to be registered as a Shareholder

All share transfer applications require the express prior approval of the Board. Share transfer forms should be fully completed, signed by all parties, stamped appropriately by the Stamps Branch of the Revenue Commissioners and forwarded to the Secretary of the Society accompanied by the relevant share certificate(s) for submission for Board approval. The Board may in its sole and absolute discretion refuse to sanction any transfer of shares and it shall not be bound to assign any reason for so refusing. The decision of the Board shall be final and conclusive.

Transferees, approved by the Board, will be registered as the holders of a class of shares which they are eligible to hold in accordance with the Society's Rules.

Such transferees are eligible to hold shares transferred to them as **A Ordinary shares** if:-
- they are existing A Ordinary shareholders and/or
- they supply milk to Kerry.

Failing which they may be eligible to hold such shares as **B Ordinary shares** if:-
- they are existing B Ordinary shareholders.

Failing which they will receive such shares as C Ordinary shares.

Shareholders may hold only one class of share in the Society. The Board may reclassify shares held by shareholders should they cease to be eligible under the Rules to hold the class of share held.

STAMP DUTY EXEMPTION DECLARATION

If the transfer overleaf is exempt from stamp duty the declaration below must be signed by the Transferor(s) and Transferee(s).

IT IS HEREBY CERTIFIED THAT THE INSTRUMENT IS A CONVEYANCE OR TRANSFER ON ANY OCCASION, NOT BEING A SALE OR MORTGAGE.

Signed: .... Signed: ....

Transferor(s): .... Transferee(s): ....

....