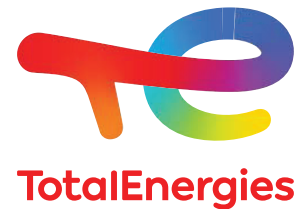


Let's Talk!

Issue 9



The Tilenga Land Acquisition Process

Welcome to the first edition of the Let's Talk! Bulletin in 2024. In this edition we provide insights into the land acquisition process for the Tilenga project.

Developing Uganda's oil resources is one of the economic growth opportunities envisaged in Vision 2040, which articulates the goal and strategy to achieve "A transformed Ugandan society from a peasant to a modern and prosperous country within 30 years". Vision 2040 states that the development of Uganda's oil resources is an "opportunity to spur economic growth, create employment, foster technology transfer, and generate revenues for investments in development of other strategic sectors. Value addition to these resources by refining will enable the country to achieve maximum multiplier effect through stimulation and strengthening the associated secondary and tertiary industries."

TotalEnergies EP Uganda, (TEPU), and our joint venture partners, China National Offshore Oil Company (CNOOC) Uganda Limited and the Uganda National Oil Company (UNOC), are developing the Tilenga and Kingfisher projects. TEPU is the operator of the Tilenga Project.

The Project is primarily concentrated in Buliisa and Nwoya districts, which have a combined land mass of 110,000 hectares. The project footprint is taking up 1,176 hectares, or 1.07% of total land mass. Most of the land has been acquired from 5576 landowners and land users, known collectively as Project Affected Persons (PAPs). TEPU engaged Atacama Consulting, a Ugandan company, to implement the land acquisition process for the Project; the process is now in the final stages of implementation. As of 1st February 2024, all 622 PAPs in RAP 1 were compensated for land acquired for the development of the industrial area in Buliisa, and for the Tilenga Project facilities for RAPs 2-5 for the 4,954 PAPs was at 99.2% by January 2024.

Whilst TEPU is responsible for the execution of the land acquisition process including all administrative costs and payment of compensation, the land will be owned by the Government of Uganda and leased back to TEPU for a lease term of 49 years.

In accordance with the Ugandan laws, the compensation rates applied for land, permanent buildings, rates for crops and temporary structures are determined based on market analyses conducted by an accredited appraiser from the District Land Boards (DLBs) and approved by the Chief Government Valuer (CGV)

The Tilenga Land acquisition process is guided by the Land Acquisition Resettlement Framework (LARF) and Resettlement Action Plans (RAPs), which were developed by the project Joint Venture Partners together with government and in consultation with NGOs, communities, and other key stakeholder within the sector. This was approved by the Ministry of Energy and Mineral Development (MEMD) with the Ministry of Lands Housing and Urban Development (MLHUD). The guiding documents are compliant with laws of Uganda, and consistent with International Finance Corporation (IFC) Performance Standards (PS): PS 1 – Assessment and management of environmental and social risks and impacts; PS 5 – Land Acquisition and Involuntary Resettlement; and PS 8 – Cultural Heritage.

Our commitment to transparency and open dialogue remains unwavering and this bulletin provides insights into the land acquisition process for the Tilenga Project.

Your feedback is important to us and in recognition to this we established a dedicated communication channel to swiftly address any queries and concerns that may arise.

Please share your feedback, comments, and questions with us at:

ep-ngo-human-rights-ugep@totalenergies.com

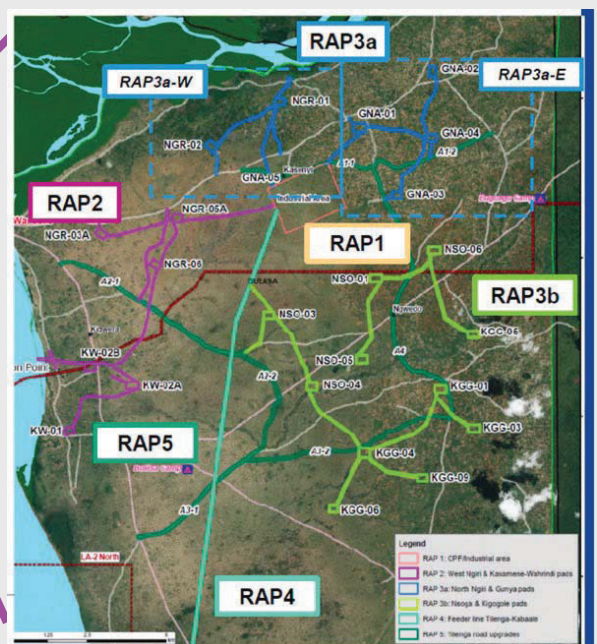
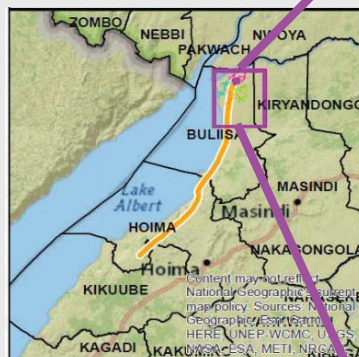
Did You Know?

The Tilenga Project requires access to land for the upstream infrastructure that includes:

- Enabling Infrastructure at the industrial area, including Central Processing Facility (CPF) platforms, internal roads, and drainage systems; access roads to main project sites and well pad sites.
- Well pads constructed and equipped for drilling of wells, production operations and accommodating a minimum number of technical staff.
- A CPF for processing hydrocarbons, produced gas and water, and including storage facilities for processed oil. An additional Liquefied Petroleum Gas (LPG) recovery plant will also be established in the industrial area.
- A field-level pipeline network (approximately 200km in total length) to convey oil from the well pads to the CPF, and water from the CPF to the wells (to maintain reservoir pressure and enhance oil recovery).
- A lake water abstraction facility to draw water from lake Albert



The Land Acquisition Footprint



Raps 1-5 Facilities Description:

The land acquisition process for the Tilenga Project was implemented as 5 separate land acquisition and resettlement projects. The Company developed 5 Resettlement Action Plans (RAPs), which were approved by the MEMD.

RAP 1 is in Kasenyi Village, Ngwedo Subcounty Buliisa District and constitutes 3 facilities including the Industrial Area, CPF, and N1 access road. It covers an area of 318 hectares of land, and it impacted 622 people, 30 of which were primary residents.

RAP 2 is in 10 villages and 3 sub counties in Buliisa District and comprises 18 facilities (6 well pads, 6 flow lines, 5 access roads and 1 lake water abstraction area. It covers an area of 117 hectares and impacting 327 people, 61 of which were primary residents.

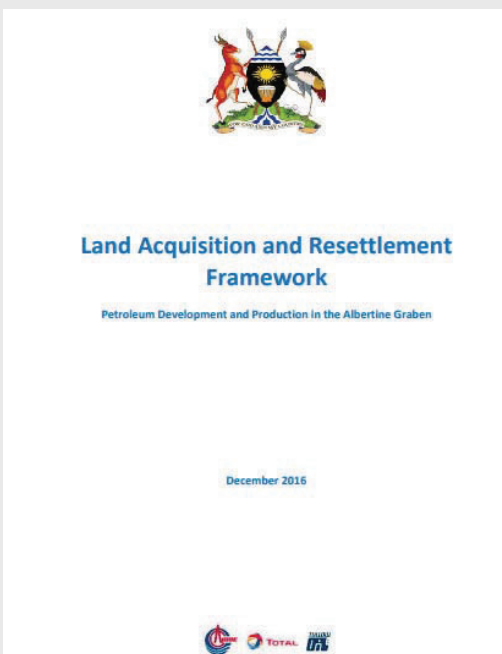
RAP 3a is located in 6 villages in Ngwedo Sub County in Buliisa District and comprises 22 facilities including 6 well pads, 8 trunk lines, 6 access roads, and 2 Horizontal Directional Drilling (HDD) sites. It covers an area of 98 hectares and impacted 786 people, 16 of which were primary residents.

RAP 3b comprises 33 facilities including 11 well pads, 11 trunk lines, hectares. 786 and 11 access roads which cover an area of 183 hectares. It impacted 823 people, 32 of which were primary residents.

RAP 4 is the feeder oil pipeline route which constitutes 4 facilities including the feeder pipeline right of way, feeder pipeline mobile camp, heat trace power stations and access roads all on 148 hectares. It affected 1,846 people, 51 of which were primary residents.

RAP 5 constitutes main roads including 9 access roads, 2 community roads, 8 district roads, and 6 Uganda National Roads Authority (UNRA) roads.

The Project Land Acquisition and Resettlement Framework (LARF)



The Land Acquisition Resettlement Framework (LARF), and Resettlement Action Plans (RAPs) were developed by the Project Joint Venture Partners and approved by the Government of Uganda to guide the land acquisition Process.

The key guiding documents are consistent with the Constitution of the Republic of Uganda and relevant Ugandan laws, regulations and policies including the Land Act, Land Acquisition Act, Local Government Act, Petroleum (Exploration, Development, and Production) Act, Mining Act, National Environment Act, Administrator General's Act, Succession Act, Persons with Disabilities Act, Children Act, the Land Regulations, the National Land Policy, Environmental Impact Assessment (EIA) Guidelines for the Energy Sector, Guidelines for Compensation Assessment under Land Acquisition, National Physical Planning Standards and Guidelines.

The LARF is consistent with international standards, specifically the IFC Performance Standards (PS) on environmental and social sustainability. The framework meets TotalEnergies Company standards including code of conduct, human rights impact assessment, and guides, societal referential on stakeholder and local impact management.

Key information about the LARF

- Defines the framework of terminology, objectives, policies, principles, and organizational arrangements that govern project land acquisition and resettlement activities,
- Assists with the application of and compliance with Uganda legal requirements and IFC Performance Standards,
- Provide guidance to Project personnel (including Joint Venture Partners, contractors, and consultants) in the planning and implementation of the overall Project.
- Standardizes the approach of resettlement and land acquisition for the different projects.

Tilenga Resettlement Goals and Principles

The goals and principles of the RAPs 1, 2, 3a, 3b, 4 and 5 processes, as guided by the Land Acquisition and Resettlement Framework (LARF) endorsed by MLHUD, MEMD and the Joint Venture Partners in December 2016 include:

Principle 1: Resettlement will be avoided and minimized as much as possible	Principle 2: Resettlement will be integrated into overall project planning	Principle 3: Compliance with Laws, Standards and Policies	Principle 4: Active and informed Stakeholder participation	Principle 5: Cultural appropriateness will be applied in the access and resettlement planning & implementation	Principle 6: A publicly disclosed cut-off date will be used
Principle 7: Compensation will be based on the Replacement Value	Principle 8: Comprehensive resettlement assistance package	Principle 9: Informal rights to be recognized	Principle 10: Vulnerable people will be provided with targeted assistance	Principle 11: A Grievance Mechanism will be established	Principle 12: Appropriate Monitoring and Evaluation will be undertaken



A PAP's house before compensation.



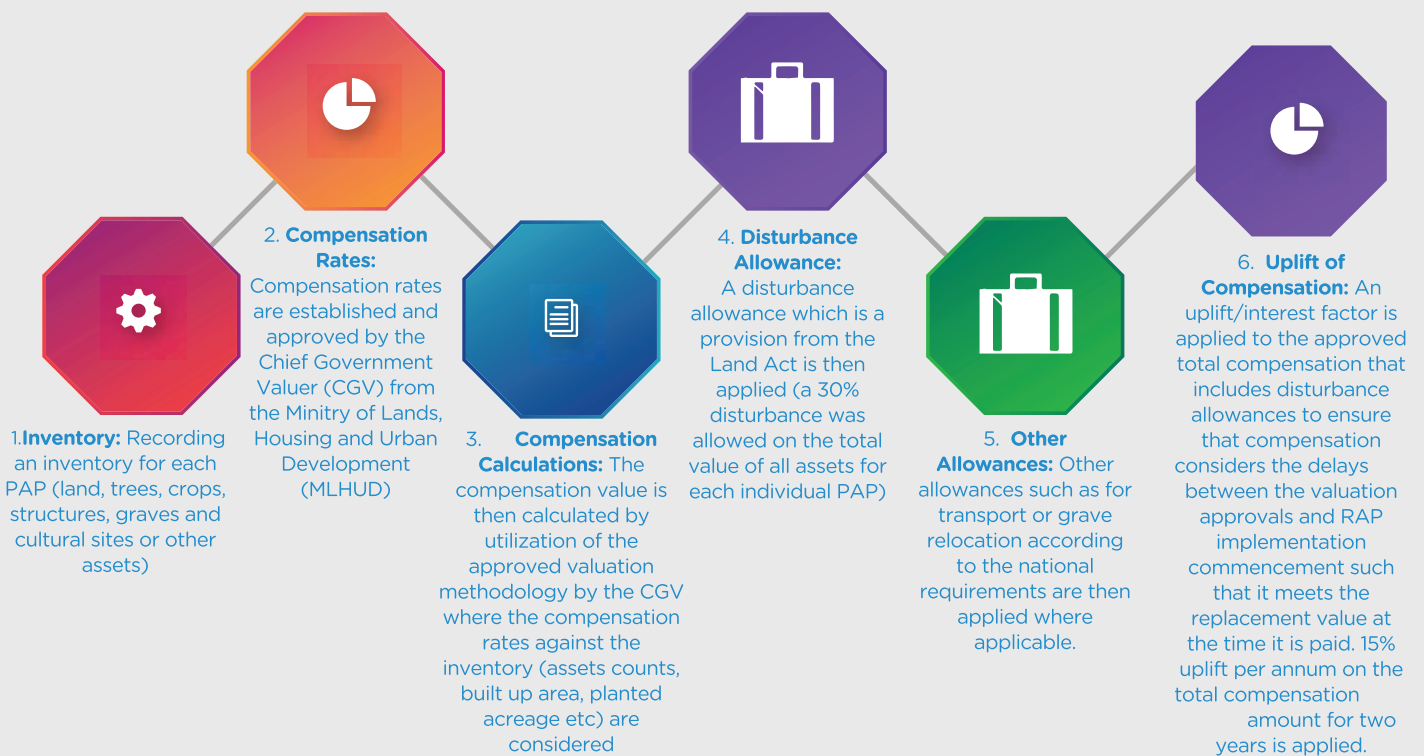
A resettlement house given to a PAP as in-kind compensation by TotalEnergies EP Uganda.

Summary Of Impacted Project Affected Persons (Paps)

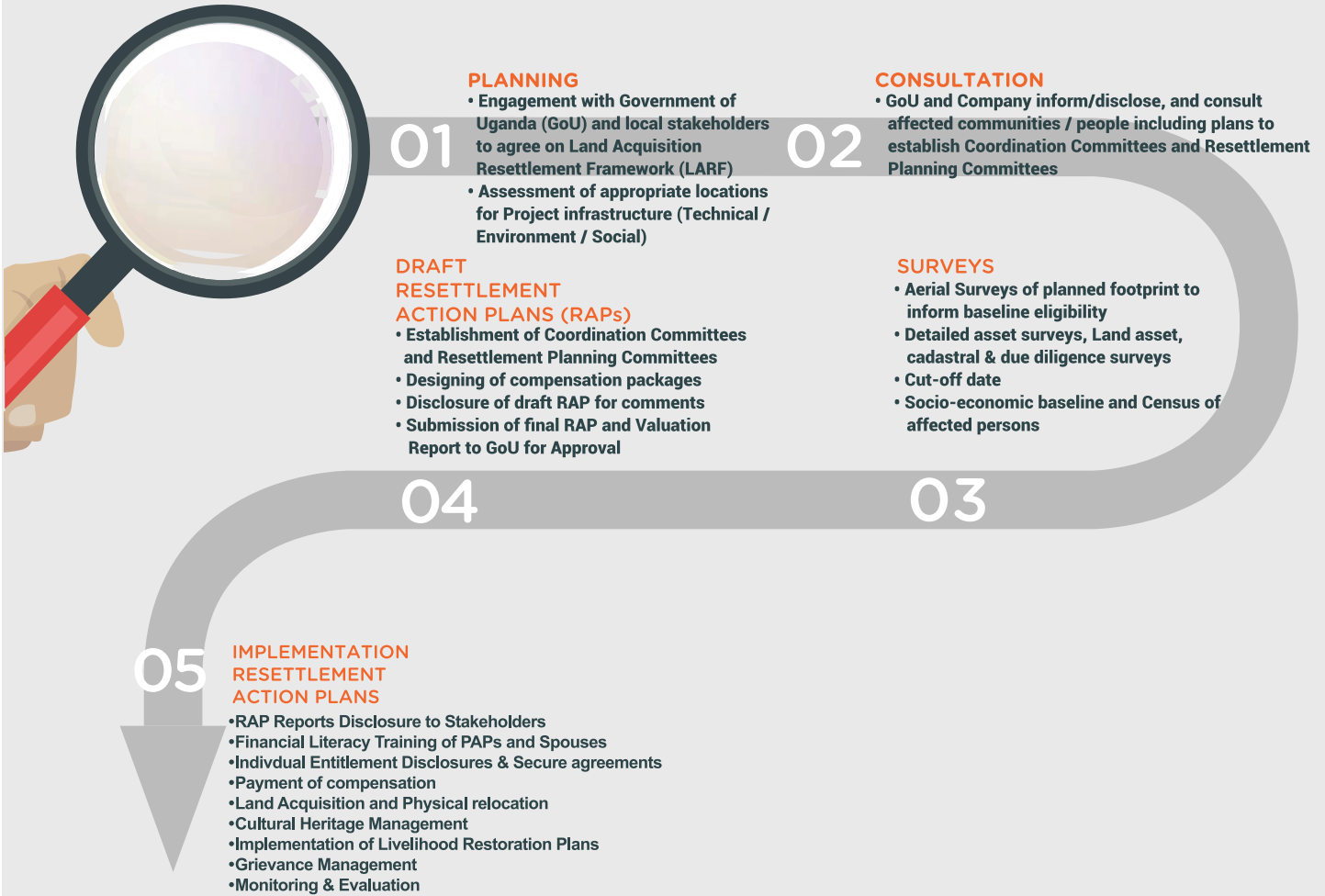
RAP	Current No. of PAPs	Opted for Cash Compensation	Opted for In-kind compensation	
			Resettlement houses	Land for land
RAP-1	622	590	30	2
RAP-2	346	284	61	1
RAP-3a	785	765	16	4
RAP-3b	827	793	32	2
RAP-4	1139	1088	45	7
RAP-5	1857	1787	51	19
Total	5576	5307	235	35

Compensation Calculations

The objective of compensation was to provide payment at full replacement value. Valuation for compensation consists of the following elements:



Tilenga Land Acquisition Process



Raps 1-5 Implementation Overview

RAP 1 Completed

{Location of Industrial Area and Central Processing Facility, N1 Access Road; 786 acres of land; 622 PAPs, 30 Physically Displaced Households}

- 100% of Land Secured
- 30 Houses Handed Over

RAPS 2 - 5
March 2021 to 31 January 2024

{Location of Well Pads, Flowlines, Access Roads and Feederline; Acquiring 856 Ha (2,115.22 acres) of land; compensating 4,954 PAPs; Resettling 205 Primary Residents (PRs)}

As of 31st January 2024

- Compensation Payment 99.2% (4,913/4,954)
- Resettlement Houses 92% (189/ 205) houses have been handed over to PAPS.

Stakeholder engagement



Engagement of key stakeholders has been integrated across the land acquisition process. Stakeholder engagement has comprised the following components: identification and analysis of key stakeholder at the outset of the process; Information Disclosure, Stakeholder Consultation, and ongoing reporting on progress; Grievance Management, Negotiation and Partnerships including in the resolution of concerns; and Stakeholder Involvement in Project Monitoring.

Stakeholder engagement has happened consistently throughout the land acquisition process from planning through to implementation and extending to monitoring and evaluation. Various stakeholders at national, district and community level have been engaged and consulted. At the national level, stakeholders included the relevant Ministries, Departments and Agencies (MDAs), Members of Parliament, civil society. At the district level stakeholders included the District Local Government leaders CAOs, RDCs, LC5, and relevant technical teams. At sub-county and sub-county and village-levels stakeholders included local council chairpersons (LC3, 2, and 1) and Area Land Committees (ALCs), etc.

Three Stakeholder committees were established to support engagement of key stakeholders to the land acquisition process. These were the Resettlement Advisory Committee (RAC) at the national level; the District Resettlement Coordination Committees (DIRCO) at the district level, and Resettlement Planning Committees. DIRCOs were established in April 2017 for Hoima, Kikuube and Buliisa Districts respectively and their Terms of Reference (ToR) approved by the RAC in August 2017; eight Sub-County Resettlement Planning Committees (RPCs) were established in June 2019. The 8 RPCs were distributed across the three affected districts with 5 in Buliisa, 2 in Hoima and 1 in Kikuube District.

Members of the DIRCO include Chief Administrative Officer, Resident District Commissioner, District Council Chairperson, District Land Officer, District Community Development Officer, Representative of District Land Board, Representative of the relevant Land Management Zonal/Regional Offices, Representative of CGV assigned to the project, LCIII Chairpersons of affected sub-counties, Chairperson(s) of relevant Resettlement Planning Committee(s), Representative from District NGO Forum (or its equivalent), District Secretary (LCV Councillor) for Women (and/or youth and children), Resettlement team, including representatives from TEPU and Representative of MEMD/PAU.

The objectives of DIRCO include to: Support the declaration of the 'cut-off date' for eligibility and establishment of a moratorium; Assist in the legal due diligence of the land register and identification of informal land rights; Participate in the selection, planning and permitting of resettlement sites, housing and infrastructure; Provide inputs in the determination of appropriate compensation and livelihood restoration packages; Assist and support the mediation of grievances that cannot be resolved at the second level of the Concerns and Grievance Mechanism (i.e. through Resettlement Planning Committees); and Support the resettlement implementation.

Resettlement Planning Committees (RPCs) members included representatives from the Project Affected Persons (PAPs) including PAPs from vulnerable social groups like youth, women, disabled, elderly and foreigners, Co-opted Representatives, and were established at sub-county level after the cadastral and asset survey team identified and issued a master list of Project Affected Households for each RAP. Other members of the committee included LCIII Chairperson of respective sub-county, LCI Chairperson of respective affected village(s), Appointed representative(s) from TEPU and MEMD/PAU).

The aim of the RPC was to facilitate consultation with project affected people on resettlement measures, compensation methodology and other entitlements. The RPCs also served as a platform to regularly report to PAPs on the progress of RAPs 1-5 activities, and disseminate information on the project including, future opportunities and benefits (Livelihood Restoration Program, TEPU Community Investment), social risks and impacts, Project Social management programs, and monitoring, and raise awareness of the grievance mechanism, collect grievances and concerns. RPCs consist of 05 member(s) with fixed Representatives (i.e., LCIII Chairperson of respective sub-county, LCI Chairperson of respective affected village(s), Appointed representative(s) from TEPU and TUOP or MEMD/PAU), PAP Representatives including PAPs from vulnerable social groups like youth, women, disabled, elderly and foreigners, Co-opted Representatives.

Frequency Of Engagements



- Resettlement Planning Committees are convened monthly to inform the committees and consult them about the Tilenga land Acquisition progress and are expected to disseminate information to their respective communities.
- The District Resettlement Committees are convened monthly to inform the committees on the progress and to seek feedback and advise on how best to implement the land acquisition activities.
- NGO, Ministries Departments and Agencies are engaged on a quarterly basis to provide an update and receive feedback on the Tilenga land acquisition process.
- Engagement with affected households is conducted on a continuous basis to disclose information relevant to each household, address concerns when they arise, and to communicate specific information on issues affecting them.

Grievance Management



TEPU established a grievance mechanism through which to receive and facilitate resolution of Tilenga project affected Communities' concerns and grievances environmental and social risks and impacts. Grievance management in the land acquisition process was designed to be accessible, transparent, and be delivered at no cost and without retribution to the parties that originate the issues or concerns.

Through the grievance mechanism, the company strived to exhaust every best effort at negotiated resolution but did not impede on the right of project affected people to access to judicial or administrative remedies. Affected people and communities are informed about the grievance mechanism, and how to access it, in the course of the stakeholder engagement process.

As is the case with any large-scale land acquisition project, a range of grievances and concerns arose from inadequate compensation rates, eligibility criteria, cut-off dates to property ownership disputes. Grievances have been addressed through the project Community Concerns and Grievances Management Mechanism with the intention of achieving a fair and transparent resolution.

The procedure gives several accessible options for reporting a grievance or a concern including a liaison office in Buliisa, Toll free number, email, the Community Liaison Officers (CLOs), Project staff and Local authorities, being key contact points for community members to report their issues.

Under the mechanism, grievances are resolved within reasonable timelines in a fair and transparent manner. It is recognized that the proposed resolution of grievances may not be accepted by the complainant and for such cases, the Project grievance procedure defined escalation levels for managing grievances. At Level 1 and 2, the grievance is being managed by the contractor while at Level 3, the grievance is being managed by the Company.

- i) At the First Level (Level 1), The objective in this phase was to close out the grievance within 48 hours of receiving it. When the solution is accepted by the Grievant, the grievance is closed out. But if the matter is not settled in collaboration with the contractor at first attempt, it would be escalated to Levels 2.
- ii) At Second level (Level 2), If the first level solution was not accepted by the Grievant, the grievance is escalated to Level 2 to allow for more time for further investigation and management. Where the corrective measure of redress is not acceptable to the complainant, the issue is escalated by the contractor to TotalEnergies EP Uganda for further management.

- iii) At Third Level (Level 3) - If the second level solution is not accepted by the grievant, the grievance is escalated to Level 3 to allow for review, further investigation, and management by TEPU. At this stage if no solution is arrived at, the company requested a review of the facts, and hearing of the affected persons, by the Petroleum Authority of Uganda (PAU). Meetings at this level were attended by the aggrieved, any witness or witnesses of their choosing the Local Council 1 chairperson of the community, relevant district officials to engage and reach a resolution.

In some cases, the company exhausted its best attempts to achieve a negotiated resolution; these included: cases of PAPs who were absent from the project area and could not be located despite a range of efforts made to locate them, disputes amongst PAPs over the ownership of the same land parcels, and dissatisfaction with compensation rates amongst other reasons. In all cases, TEPU strived to achieve a negotiated resolution; and succeeded in the majority of cases. However, PAPs who could be located, and unresolved ownership disputes were referred to the MEMD.

Furthermore, as the company does not have the mandate to change compensation approved by the CGV, cases that were not resolved through negotiation were also referred to the Ministry. The Company continued to participate in several rounds of efforts at negotiated resolution by the PAU and by an assessment officer appointed by the Ministry to Lands.

From January to March 2023, TEPU made concerted efforts to reach negotiated resolutions with respect to the grievances of the PAPs, and land ownership disputes amongst different claimants that remained unresolved. As of April 2023, there were 154 cases comprising ownership disputes amongst PAPs, valuation grievances, and absent PAPs.

Between January to March 2023, TEPU requested the PAU and MEMD to support its efforts to reach negotiated resolutions by independently reviewing the positions of PAPS, and the facts presented by TEPU. Engagements with PAPs were convened in January, February, and March 2023. The engagements included the following participants: PAU, representatives from MEMD, TEPU, ATACAMA Consulting, Local Council One Chairpersons of the respective villages, PAPs, and their witnesses, as well Civil Society Organizations. These engagements resulted in resolution of 24 out of 45 cases of PAPs with grievances. In June 2023 the MEMD following the of advice of the Attorney General, directed the PAU and TEPU to attempt further engagements to reach negotiated resolutions with the PAPs. These engagements were held in June, July, August, and September and further resolutions were made. In August 2023, an Assessment Officer appointed by MLHUD ensured meticulous assessment of all pending compensation claims so as to offer a fair and adequate award as required under the law, leading to hearings with the PAPs in October 2023.

TEPU also made numerous attempts to inform and reach absentee PAPs through running adverts on local radios and community noticeboards. 6 PAPs who were unreachable in January were eventually found after these efforts. 12 PAPs remained unreachable.

By the end of November 2023; 122 cases had been resolved, and 32 were unresolved. Many parties disputing amongst themselves about ownership agreed to enter Memoranda of Understanding (MoUs) to allow the assessed compensation for the land in dispute to be deposited in an escrow account. Some grievances were settled through different engagements stated above. 32 cases unresolved at the end of October 2023 of which: 17 of these presented asset valuation grievances, 18 have land ownership disputes amongst themselves (and the Project could not determine the rightful party to receive compensation payment) and 7 are absent/unreachable.

Overall, for RAPs 1-5, a total of 713 grievances were registered during the RAP planning and implementation activities and 665 resolved and closed.

Gender sensitivity in land acquisition

During the land acquisition process, spousal consent is a key requirement. Signatures of both a husband and wife are required during property valuation, and on compensation agreements. Where a couple opts for in-kind compensation, the replacement title deed bears the names of husband and wife.

Because of the multiple roles women play in households, including in growing food for the family, they are a major point of focus for involvement in the livelihood restoration programs, and especially agricultural support.



Further reading resource material



Tilenga Project Resettlement Action Plan1 (RAP1)

https://totalenergies.com/sites/g/files/nytnzq121/files/documents/2021-03/Tilenga_RAP1_Review_current_livelihood_restoration_plan.pdf

Petroleum project land acquisition process prioritises the people

<https://www.pau.go.ug/petroleum-project-land-acquisition-process-prioritises-the-people/>

Resettlement Action Plans (RAPs 2, 3a, 3b, 4 &5)

<https://s3-eu-west-1.amazonaws.com/s3.sourceafrica.net/documents/120861/Tilenga-Oil-Project-RESSETTLEMENT-ACTION-PLANS.pdf>

The Tilenga Project

<https://www.pau.go.ug/the-tilenga-project/>

TILENGA Project

<https://totalenergies.ug/projects/tilenga/tilenga-project-social-commitment>

Tilenga Project RAP-1 Report

https://totalenergies.ug/system/files/atoms/files/final_tilenga_project_rap1_report.pdf

Uganda Vision 2040

<https://www.npa.go.ug/wp-content/uploads/2023/03/VISION-2040.pdf>