

AGREEMENT BETWEEN FRANCE AND
THE TOGO

AVOIDANCE OF DOUBLE TAXATION AND TO ESTABLISH RULES OF MUTUAL ASSISTANCE WITH RESPECT
TO TAXES ON INCOME TAXES ON ESTATES , OF REGISTRATION FEES AND STAMP DUTY (with protocol)

signed at Lomé November 24, 1971 ,

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protocol

Exchange of letters of 25 and 26 November 1971

published in the same conditions as the Convention

TAX TREATY BETWEEN THE FRENCH REPUBLIC AND THE REPUBLIC OF TOGO (with protocol)

The Government of the French Republic and the Government of the Togolese Republic

Desiring to avoid possible double taxation and to establish rules for mutual assistance to taxes on income, inheritance taxes , registration fees and stamp duty are agreed for that purpose , as follows:

TITLE I General Provisions Article 1

For the purposes of this Convention:

. The term "person " means 1 : a) An individual ; b) any legal person ;
c) A group of natural persons who do not have legal personality.

2 . The term " France " means the European departments and the overseas départements
(Guadeloupe , Guyana, Martinique and Réunion) of the French Republic.

The term " Togo " means the territory of the Republic of Togo .

Article 2

1 Physical . A person is domiciled within the meaning of this Convention, the place where it has its " permanent home " , this term designates the center of vital interests , that is to say, the place with which personal relations are closer .

Where it is not possible to determine the home after the preceding paragraph , the individual is deemed to be domiciled in the Contracting State where it stays the longest. For stays of equal duration in both States, he shall be deemed to be domiciled in that which he is a national . If he is a national of neither of them , the competent administrative authorities of Contracting States shall settle the difficulty by mutual agreement .

. 2 For the purposes of this Convention , the home of legal persons is in place of the registered office ; that groups of individuals not having legal personality at the seat of their effective management .

The term "permanent establishment" means a fixed place of business through which an enterprise is wholly or partly carried on .

a) in particular, constitute permanent establishments :

aa) a place of management ;

bb) a branch;

cc) an office; dd) a factory ; ee) a workshop ;

ff) a mine, quarry or other place of extraction of natural resources ;

gg) a building site or construction or installation ;

hh) a fixed place of business used for the purpose of storage, display and delivery of goods or merchandise belonging to the enterprise;

ii) goods or merchandise belonging to the enterprise for the purpose of storage, display and delivery ;

dd) a fixed place of business used for the purposes of collecting information or making the object of activity of the company buy goods ;

kk) a fixed place of business used for advertising purposes ;

b) We do not consider that there is a permanent establishment if:

aa) merchandise belonging to the enterprise solely for the purpose of processing by another enterprise;

bb) a fixed place of business solely for the purpose of supplies information , for scientific research or for similar activities which have a preparatory company ;

c) A person acting in a Contracting State on behalf of an enterprise of the other Contracting State other than an agent of an independent status to whom paragraph e agent below is considered "permanent establishment" in the first-mentioned State if he has, in that State and habitually exercises authority to conclude contracts on behalf of the company.

Is considered to include exercising such powers the agent who habitually maintains in the first-mentioned Contracting State a stock of goods or merchandise belonging to the enterprise from which he regularly fills orders received by him on behalf of the State business;

d) An insurance company of a Contracting State shall be deemed to have a permanent establishment in the other Contracting State from the moment that , through a representative does not fall within the category of persons referred to in paragraph e below it collects premiums in the territory of that other State or insures risks situated therein ;

e) is not considered an enterprise of a Contracting State has a permanent establishment in the other Contracting State merely because it carries on State trade through a broker, general commission or any other agent of an independent status , provided that such persons are acting in the ordinary course of their business. However, if the intermediary whose services are used has a stock of goods on consignment from which are made sales and deliveries , it is recognized that this stock is characteristic of the existence of a permanent establishment of the business;

f) The fact that domiciled in a Contracting State controls or is controlled by a company which is resident in the other Contracting State , or which carries on business (whether through a permanent establishment or State not) is not sufficient in itself to make any of these two companies with a permanent establishment of the other.

Article 4

Are regarded as immovable property for the purposes of this Convention , the rights to which the tax legislation concerning land ownership and usufruct rights on real estate, with the exception of claims of any kind secured by real property .

The question of whether a good or a right or an immovable property can be considered an accessory building shall be resolved under the laws of the State in whose territory the property in question or the course such a right envisaged.

Article 5

Of a Contracting State shall not be submitted 1. Nationals , corporations and other groups in the other State taxes other or higher than those applied to citizens , companies and other associations of the latter State placed in the same situation.

2 . Specifically , nationals of a Contracting State may be taxed in the territory of the other Contracting State shall, to the same conditions as nationals of that State , exemptions , reliefs , rebates and reductions taxes or any taxes granted to dependents.

Article 6

For the purposes of the provisions of this Convention, the term

"Competent authority" means:

- In the case of France , the Minister of Economy and Finance ;

- In the case of Togo , the Minister of Finance, Economy and Planning ;

or their duly authorized representatives.

For the purposes of this Convention by a Contracting State , any term not defined in this Convention shall unless the context otherwise requires , the meaning given to it by the laws in force in the State concerned , regarding the taxes covered by this Convention.

PART II CHAPTER I Double Taxation

Taxes on income

Article 8

1. This chapter shall apply to taxes on income imposed on behalf of each Contracting State or of its local authorities, irrespective of the collection system .

Are treated as taxes on income all taxes imposed on total income or on elements of income (including capital gains) .

2 . The provisions of this chapter are intended to avoid double taxation which might result , for persons (as defined in Article 1) whose tax residence , determined in accordance with Article 2 , is located in the one of the Contracting States, the simultaneous or sequential perception in that State and the other Contracting taxes referred to in paragraph 1 above state.

. 3 The existing taxes to which this Chapter applies are: In the case of France :

a) The tax on personal income ;

b) The corporation tax and all deductions , all prepayment or advance payment on such taxes.

Regarding the Togo :

a) The tax on business profits ;

b) The tax on non-commercial benefits;

c) The progressive tax on wages and salaries ;

d) The general income tax ;

e) Tax on income from securities or movable capital ;

f) The tax on reserves of companies and all deductions , all prepayment or advance payment on such taxes.

4. Convention shall apply also to any identical or substantially similar in addition to, or in place of taxes . The competent authorities of the Contracting States shall , upon promulgation , changes in their taxation laws .

If, because of changes in the tax legislation of one Contracting State, it appears appropriate to adapt certain articles of the Convention without affecting the general principles thereof 5. , The necessary adjustments will be made, of mutual agreement , by exchange of diplomatic notes.

Article 9

Income from immovable property, including profits from agricultural and forestry, shall be taxable only in the State in which such property is situated .

Article 10

1. Revenues from commercial or financial industrial, mining , shall be taxable only in the State in whose territory a permanent establishment.

2 . When a company has permanent establishments in both Contracting States, each of them can tax only the income from the activity of the permanent establishments situated within its territory.

3 . Taxable income may not exceed the amount of industrial, mining , commercial or financial realized by the permanent establishment, including , if applicable , profits or benefits derived indirectly from this institution or that would have been allocated or granted to third parties either by increasing or decreasing purchase or selling prices or any other means . A proportionate share of overhead corporate headquarters is charged to results of various permanent establishments in proportion to the turnover in each.

4. When taxpayers whose activity extends over the territories of the two Contracting States do not keep regular accounts showing separately and exactly the profits accruing to permanent establishments in both states , earnings respectively taxable by these states can be determined by apportioning the total earnings in proportion to the turnover in each.

5. Where a premises located in either of the Contracting States do not realize revenue and where the activities in each State are not comparable , the competent authorities of the two States shall consult to determine the conditions of application of paragraphs 3 and 4 above.

1. Where an enterprise of a Contracting State , due to its participation in the management or capital of an enterprise of the other Contracting State, makes or imposes upon the latter in their commercial or financial relations different from those which would be made to a third company , any profits which would normally appear in the accounts of a business , but have been so transferred to the other company may be incorporated in the taxable profits of the first company .

2 . A company is regarded as participating in the management or capital of another enterprise when the same persons participate directly or indirectly in the management or the capital of each of these two companies.

Article 12

Income from the operation of ships or aircraft in international traffic shall be taxable only in the Contracting State in which the tax residence of the enterprise .

Article 13

1. Subject to the provisions of Articles 15 to 17 below , income securities and similar income (equity products, founder shares , interest and sponsorship shares , interest on bonds or any other negotiable certificates of indebtedness) paid by companies or public or private bodies having their tax domicile in the territory of a Contracting State may be taxed in that State.

2 . Dividends paid by a French company that would qualify for a tax credit if they were received by a person domiciled in France are entitled to a payment of an amount equal to the tax credit reduced by the withholding tax calculated rate

15 p. cent of the total consisting of dividend paid and the gross payment , when paid to a natural person or a resident company fulfilling the conditions laid down in paragraphs 3 and 4 below.

3 Physical . A person resident for tax purposes in Togo can not qualify for payment under paragraph 2 above if it includes the amount of the payment as a dividend in the tax base referred to in paragraph 4 of the Article 26.

4. A company resident for tax purposes in Togo is not eligible for payment under paragraph 2 above if the dividends paid by the French and the payment aforementioned company are included in the basis of the income tax which the company is subject .

A company of a Contracting State shall not be subjected in the territory of the other Contracting payment of tax on distributions of income from securities and similar income (equity products, founder shares state, ownership interests and sponsorships , interest on bonds or other securities negotiable bonds) it makes, simply because of his participation in the management or in the capital of companies domiciled in that other State or because any other relationship with such companies ; but the products distributed by them and companies subject to tax shall, where applicable, plus any profits or benefits to society of the first State has indirectly derived from such companies , either by way of increase or decrease in price purchase or sale or by any other means.

Article 15

1. Where a company resident for tax purposes in a Contracting State is there subject to the taxation of corporations and maintains one or more permanent establishments in the territory of the other Contracting State in respect which it may be subject in that State to a tax on distributions of income from securities and similar income (equity products, founder shares , share interests and sponsorships, interests or obligations any other negotiable debt securities) there shall be apportioned between the two States, potentially subject to this tax.

. 2 The apportionment provided in the preceding paragraph is established for each fiscal year , based on the report :

A

B

B - A B

for the state in which the company does not have its fiscal domicile;

for the State in which the company has its fiscal domicile

The letter A represents the amount of accounting profits obtained by the company from all its permanent establishments in the State in which it has not resident for tax purposes , any compensation being made between profits and losses of those institutions. These accounting profits are defined as those that are deemed made in the said establishments under the provisions of Articles 10 and 11 of this Convention;

the letter B is the total profit of the company as shown by its overall balance .

To determine the total accounting profit is disregarded deficit results recorded for all permanent establishments of the company in any state off against each other the profits and losses of those institutions.

In case the total accounting profit in one period is zero or negative, the allocation is made on the bases previously established .

In the absence of previously established bases , the distribution is made according to a ratio determined by agreement between the competent authorities of the Contracting States concerned.

3 . When distributed profits include income from investments held by the Company in the capital of other companies and that these investments meet to benefit from the special schemes are subject affiliates, the requirements under the domestic legislation State of tax residence of the Company or of the other State , as they appear in the balance sheet on the permanent establishment in the first or in the second State , each such State applicable to these distributed profits, to the extent that they come from holdings governed by its national law , the provisions of this legislation, at the same time part of the said benefits not derived from the proceeds of equity , to the extent the taxation it is attributed in the manner prescribed in paragraph 2 above.

Article 16

1. When , as a result of controls by the competent tax authorities , it is performed on the amount of profits earned in a fiscal year , adjustments resulting from changes in the amount specified in paragraph 2 of Article 15, it is considered these adjustments for the distribution between the two Contracting States, the tax base relating to the period in which the adjustments took place .

2 . Adjustments on the amount of income to be distributed, but not affecting the proportion of profits that have been given to the distribution of income being said adjustments , give rise , according to the rules applicable in each State, an additional tax apportioned in the same proportion as the initial tax .

Article 17

1. The distribution of tax bases referred to in Article 15 shall be made by the Company and notified by it to each of the relevant tax authorities , within the time allotted by the laws of each State to declare distributions of products taxable is carrying out.

In support of this distribution , the company provides to each of said administrations , besides the documents it is required to file or filing under the domestic legislation , a copy of those products or filed with the administration of other State.

2 . Difficulties or disputes which may arise in connection with the distribution of the tax bases are settled by agreement between the competent tax authorities.

Failing agreement , the dispute shall be settled by the Joint Committee provided for in Article 41.

Directors' fees and other remuneration received by members of boards of directors or supervisory liability companies , companies limited by shares or cooperative societies, said their may be taxed in the Contracting State in which the company has its tax residence , subject to the application of Articles 22 and

23 below with regard to the remuneration received by them in any other effective capacity .

If the corporation has one or more permanent establishments in the territory of the other Contracting State, the Directors' fees and other remuneration referred to above are taxed under the conditions laid down in Articles 15 to 17.

Article 19

1. The tax on income from loans, deposits , deposit accounts , certificates of deposit and all other claims not represented by negotiable instruments is seen in the state of tax residence of the creditor.

2 . However, each Contracting State shall retain the right to impose by way of withholding tax , if its domestic law so provides, the income referred to in paragraph 1 above.

3 . Paragraphs 1 and 2 above shall not apply if the beneficial interests domiciled in a Contracting State has in the other Contracting State in which the interest arises a permanent establishment which is effectively connected the claim that product. In this case Article 10 concerning the attribution of profits to permanent establishments shall apply .

Article 20

1. Royalties paid for the use of property or the operation of mines, quarries, or other natural resources shall be taxable only in the Contracting State where the property is situated , mines, quarries, or other natural resources.

2 . Copyright and products or royalties from the sale or license of exploitation of patents, trademarks, secret processes and formulas licenses that are paid in a Contracting State to a person resident for tax purposes in the other Contracting State shall be taxable only in that State.

3 . Shall be treated as royalties referred to in paragraph 2 the amounts paid for the lease or right to use cinematographic films , similar remuneration for the provision of information about the experiences of industrial, commercial or scientific experience and rental for the use of industrial, commercial or scientific equipment except in the case where such equipment immovable property, in which case paragraph 1 is applicable.

4. If a fee is higher than the intrinsic value and natural rights for which it is paid , the exemption provided for in paragraphs 2 and 3 can be applied to the part of the fee that corresponds to the intrinsic and normal value .

The provisions of paragraphs 2 and 3 5. Shall not apply when the recipient of the royalties or other payments maintains in the Contracting State in which the income arises a permanent establishment or a fixed place of business used for the performance of professional services or other independent activities and that these fees and other payments are attributable to that permanent establishment or fixed place of business . In such cases, the State has the right to tax such income in accordance with its legislation.

Article 21

Pensions and annuities shall be taxable only in the Contracting State in which the recipient has his fiscal domicile.

Article 22

1. Unless special agreements providing for special treatment in this regard , salaries, wages and other similar remuneration derived by a person domiciled in a Contracting State in respect of an employment shall be taxable only in that State unless the employment is exercised in the other Contracting State. If the employment is exercised in the other Contracting State, the remuneration as is derived therefrom may be taxed in that other State.

. 2 Notwithstanding the provisions of paragraph 1 above, remuneration derived by a person domiciled in a Contracting State in respect of an employment exercised in the other Contracting State shall be taxable only in the first-mentioned State if:

a) the recipient is present in the other State for a period or periods not exceeding in the aggregate 183 days in the fiscal year concerned;

b) the remuneration is paid by, or on behalf of an employer who is not domiciled in the other State , and

c) The remuneration is not deducted from the profits of a permanent establishment or a fixed base which the employer has in the other State.

3 . Notwithstanding the preceding provisions of this Article, remuneration for personal services performed aboard a ship or aircraft in international traffic shall be taxable only in the Contracting State where the company is domiciled .

Article 23

1. Where a person domiciled in a Contracting State from a professional services or other independent activities of a similar character shall be taxable only in that State unless that person has in the other usual Contracting State a fixed base for the conduct of its business . If he has such a basic part of the income that can be attributed to this base may be taxed in that other State .

2 . Considered as professionals within the meaning of this section, including the scientific, artistic , literary, educational or teaching activities as well as doctors, lawyers, architects and engineers.

Payments which a student or a trainee from one of the two Contracting States, staying in the other Contracting State solely for the purpose of his education or training receives for the purpose of his maintenance , education or training shall not be taxed in that other State , provided that it comes from sources outside that other State.

Article 25

Not mentioned in the previous articles income shall be taxable only in the Contracting State of residence of the beneficiary state tax unless such income is connected with the activity of a permanent establishment maintained by the recipient in the other Contracting State.

Article 26

It is agreed that double taxation shall be avoided as follows:

1. A Contracting State can not understand the basics of income tax referred to in Article 8, the income shall be taxable only in the other Contracting State under the present Convention ; but each State retains the right to calculate the tax rate corresponding to the total income taxable under its legislation .

2. Revenues referred to in Articles 13, 15 , 18 and 19 originating in Togo and collected by persons domiciled in France may be imposed on Togo to the tax on income from movable capital.

Conversely, similar income arising in France and received by persons resident in Togo may be taxed in France and the withholding tax on income from movable capital.

The rate of such tax is reduced to 15 percent . percent on income covered by the arrangements set out in paragraph 2 of Article 13.

3. Income from movable capital and interest Togolese source referred to in Articles 13 , 15, 18 and 19 and received by individuals , corporations or other authorities domiciled in France are included in this state in the bases of the taxes referred to in paragraph 3 of Article 8 of their gross amount subject to the following provisions :

Togolese capital income referred to in articles 13, 15, 18 and 19 and subject to tax on income from movable capital under those Articles, qualify for a deduction for taxes payable in France on the same income .

This deduction is 25 percent . percent in the case of dividends and 12 percent . percent with respect to the other categories of income .

4. Income from movable capital and interest of French source referred to in Articles 13 ,

15, 18 and 19 and received by persons resident in Togo can not be subject in this state than the general income tax .

CHAPTER II

Inheritance tax

Article 27

1. This chapter shall apply to estate taxes imposed on behalf of each Contracting State .

Are considered inheritance taxes : taxes levied by death in the form of taxes on the estate , tax , inheritance , transfer duties or taxes on gifts causa .

. 2 The existing taxes to which this Chapter applies are: In the case of France : the inheritance tax ;

Regarding the Togo : the estate tax .

Article 28

Properties (including accessories) are not subject to inheritance tax in the Contracting State where they are located ; dead or livestock for agricultural or forestry shall be taxable only in the Contracting State where the farm is located state.

Article 29

Tangible or intangible personal property left by a deceased person who at the time of his death was domiciled in a Contracting State and invested in a commercial , industrial or craft of any kind are subject to business tax on estates after following rule :

a) If the enterprise has a permanent establishment in a Contracting State , the assets are subject to tax only in that State ; this is so even when the company is expanding its activity in the territory of the other Contracting State without having a permanent establishment State;

b) If the company has a permanent establishment in both Contracting States , the assets are subject to tax in each State to the extent that they are assigned to a permanent establishment situated in the territory of that State.

However, the provisions of this Article shall not apply to investments made by the deceased in companies based capital (corporations, partnerships limited by shares, limited liability companies , cooperative societies, subject to the corporate tax system civil society capital) or in the form of sponsorship in limited partnerships .

Tangible or intangible related to permanent installations and assigned to the exercise of a profession in a Contracting State shall not be subject to inheritance tax in the Contracting State in which the facility is located .

Article 31

Tangible personal property including household furniture , clothes and household items as well as objects and collections of art furniture other than referred to in Articles 29 and 30 are not subject to inheritance tax in that of Contracting State where they are actually at the date of death .

However , boats and aircraft shall be taxable only in the Contracting State in which they were registered .

Article 32

The assets of the estate to which Articles 28 to 31 shall not apply are subject to inheritance tax in the Contracting State where the deceased was domiciled at the time of his death state.

Article 33

1. Debts pertaining to companies referred to in Articles 29 and 30 shall be charged against the property of those companies. If the company has , as appropriate, a permanent establishment or a fixed base in both Contracting States, the debts are due on property pertaining to the establishment or facility which they depend.

2 . Debts secured by either real estate or real property, or on ships or aircraft referred to in Article 31 , or by property pertaining to the exercise of a profession in accordance with Article 30 or by property

pertaining to a business of the nature referred to in Article 29 , are charged against such property . If a debt is secured by both property in both states, charged against assets located in each of them in proportion to the taxable value of such property.

This provision shall not apply to debts referred to in paragraph 1 only to the extent that these debts are not covered in the manner provided in that subsection.

3 . Debts not referred to in paragraphs 1 and 2 shall be charged on the property covered by the provisions of Article 32.

4. If the procedure provided for in the three preceding paragraphs leaves in a Contracting State an outstanding balance , the balance is deducted from other property subject to inheritance tax in that State. If it does not remain in this state other property subject to the tax or if the deduction still leaves an outstanding balance , the balance is charged against the property subject to tax in the other Contracting State.

Notwithstanding the provisions of Articles 28 to 33, each Contracting State shall retain the right to calculate the tax on inherited property which are reserved for the exclusive tax at the average rate that would be applicable if account were taken of the all goods which are taxable under its domestic law .

CHAPTER III

Registration rights other than inheritance

Stamp duty

Article 35

1. Rights relating to an act or judgment subject to the requirement of registration shall, subject to paragraphs 2 and 3 below , payable in the country where the act is established or the judgment .

Where an act or judgment made or rendered in a Contracting State shall be presented for registration in the other Contracting State , the duties in that State shall be determined in accordance with the provisions of its domestic law , except imputation , if applicable, the registration fees have been levied in the first state the taxes due in that other State .

2 . Subject to paragraphs a and b below, the constituent instruments of companies or amendments thereto shall not give rise to the perception of proportional capital duty in the State where the registered office of the company. Case of mergers or similar transaction, the tax shall be levied in the State in which the head office of the acquiring or new company :

a) The duty payable on property and goodwill made in ownership or usufruct and the right to lease or benefit a promise to lease all or part of a building is perceived in the Contracting State in whose territory the immovable or business is situated ;

b) Where a company having its registered office in a Contracting State and having one or more permanent establishments in the territory of the other Contracting State , carries out a capital increase by incorporation of reserves or imposed by reason of reserves , increasing capital or reserves are imposed in accordance with Articles 15 to 17.

3 . Acts or judgments transferring ownership, usufruct of real property or business assets , those relating mutation enjoyment of property and acts or judgments transfer of right to lease or to benefit from a promise to lease all or part of a building can not be subject to transfer duty and land registration tax in the Contracting State in whose territory the immovable or business is situated .

Acts or effects created in a Contracting State shall not be subject to stamp tax in the other Contracting State if they have actually supported this tax rate applicable in the first State, or if they are legally exempt in said State.

TITLE III Administrative Assistance Article 37

1. The tax authorities of both Contracting States shall submit to the tax authorities of the other Contracting State the tax information they have at their disposal and are useful to the authorities to ensure the establishment and regular collection taxes covered by this Convention and the application in respect of those taxes, the legal provisions relating to the prevention of tax fraud.

2 . Any information so exchanged shall be treated as secret and shall not be communicated to persons other than those responsible for the assessment and collection of taxes covered by this Convention. No information shall be exchanged which would disclose any commercial, industrial or professional secret. Assistance can not be given where the requested State considers that it is likely to endanger its sovereignty or security or to prejudice its general interests .

3 . Exchange of information takes place either automatically or on request in specific cases. The competent authorities of the Contracting States shall agree on a list of information that is provided automatically .

Article 38

1. Contracting States agree to lend each other assistance and support to recover , according to the rules of their respective laws or regulations, the taxes covered by this Agreement and the fee increases in addition, late payment penalties , interest and costs of these taxes when the money is finally due under the laws or regulations of the requesting State.

2 . The request to this end must be accompanied by the documents required by the laws or regulations of the requesting State to establish that the sums collected are finally due .

3 . Given these documents, meanings and measures of recovery and collection place in the State required under applicable for the enforcement and collection of its own taxes laws or regulations.

4. Tax receivables enjoy the same safeguards and privileges as the tax claims of the same kind in the state of recovery .

With regard to tax claims which are still subject to appeal , the tax authorities of the creditor State to safeguard its rights , may apply to the competent tax authorities of the other Contracting State to take protective measures that state legislation or regulation that authorizes .

Article 40

Assistance measures set out in Articles 38 and 39 shall also apply to the collection of all taxes other than those covered by this Convention, and , in general , the claims of any kind of the Contracting States .

PART IV MISCELLANEOUS PROVISIONS Article 41

1. Taxpayer shows proof that the action taken by the tax authorities of the Contracting Governments have resulted in his double taxation with respect to taxes covered by this Convention , may make a request either to the competent authorities of the State whose territory he has his fiscal domicile or those of the other State. If the merits of the application is recognized , the competent authorities of both States agree to equitable avoidance of double taxation.

2 . Competent authorities of the Contracting States may also agree to eliminate double taxation in cases not governed by this Convention, and in cases where the application of this Convention may give rise to difficulties .

3 . If it appears that , to reach an agreement , the talks are timely , the case is referred to a Joint Committee composed of representatives of an equal number of each Contracting State designated by the finance ministers . President of the Commission shall be held alternately by a member of each delegation.

Article 42

The competent authorities of the Contracting States shall consult to determine , by mutual agreement and the relevant measure , the conditions of application of this Convention.

This Convention shall be approved in accordance with the constitutional provisions in force in each country .

It shall enter into force on the first day of the month following the exchange of notifications confirming that both sides have been complied with these provisions provided that it shall take effect for the first time :

- With respect to taxes on income, for the taxation of income relating to the calendar year 1971 or the years ended this year . However, what is income whose taxation is governed by Articles 13 to 18, the Convention shall apply to income paid after the entry into force of the Convention;

- With respect to taxes on estates , to the estates of persons whose death occurs from and including the date of entry into force of the Convention;

- As regards other registration taxes and stamp duties , for the acts and subsequent judgments to the entry into force of the Convention.

Article 44

The Convention shall remain in force indefinitely .

However, from 1 January 1976 , each Government may, by giving six months' notice through the diplomatic channel, terminate as of January 1 of a calendar year. In this case, the Convention shall cease to have effect from 1 January of the year following the date of notification provided that the effects will be limited to:

- With regard to the taxation of income, income acquired or paid during the year in which the notice is given;

- As regards the taxation of inheritances to open no later than December 31 of that year succession;

- As regards other registration taxes and stamp duties , acts and judgments dated no later than December 31 of that year.

In witness whereof the undersigned being duly authorized thereto, have signed this Convention , drawn up in two originals.

Done at Lomé on 24 November 1971.

For the Government of the French Republic : J.-P. CAMPREDON

For the Government of the Togolese Republic : J. HUNLEDE

PROTOCOL

At the time of the signing of the Convention between the French Government and the Government of Togo, the undersigned have agreed upon the following statement as an integral part of the Convention:

I. The term " gross " in Article 26 of the Agreement means the taxable amount before deduction of income tax to which they were subjected in the State of source.

II . For the purposes of Article 40 of the Convention shall be deemed agreement reached within the meaning of Article 42 , the provisions of the Convention of 10 July 1963 on relations between the French Treasury and the Togolese Treasury concerning the recovery receivables of the Contracting States .

For the Government of the French Republic : J.-P. CAMPREDON

For the Government of the Togolese Republic : J. HUNLEDE

EXCHANGE OF LETTERS

EMBASSY OF FRANCE LOME

November 25, 1971

His Excellency the Minister of Foreign Affairs of the Republic of Togo , Lomé

Mr. Minister,

Tax Convention between the Government of the French Republic and the Government of the Togolese Republic signed at Lomé 24 November 1971 establishes, as you know, in Articles 38 to 40 measures of mutual assistance for the recovery of the taxes covered by the Convention, and all other taxes and, in general, claims of every nature of the Contracting States.

In order to avoid the application of this provision leads in some cases, procedural difficulties and to maintain the trust that exists between the Governments of our two countries, I have the honor to propose Your Excellency that when a taxpayer will be in one of our two-state prosecution under the provisions of sections 38 to 40 referred to above for the recovery of taxes or debts due in the other State, may ask the competent authorities of the first State to suspend the proceedings if he is able to claim the title on property located in the state where the charges were laid or a claim on a public or quasi-public authority thereof.

If this request, which must be supported by the necessary, appears to be founded, it will suspend the application of Article 38. Competent Authorities of the Requesting State shall be informed of this decision and the application will be submitted in a three months to review the Joint Committee referred to in Article 41. This Commission will decide whether, and to what extent, forced recovery should be continued.

In more general terms, disputes relating to recovery will be considered as implementation difficulties within the meaning of Article 41 of the Convention.

I would appreciate if you kindly let me know if this proposal is acceptable to your Government.

Please accept, Mr. Minister, the assurances of my highest consideration.

JEAN- PIERRE CAMPREDON ,

Ambassador Extraordinary and Plenipotentiary

THE MINISTER OF FOREIGN AFFAIRS

Lomé , 26 November 1971

His Excellency Jean -Pierre Campredon , Ambassador Extraordinary and Plenipotentiary
of France to Togo , Lomé

Ambassador,

I have the honor to acknowledge receipt of your letter dated 25 November 1971 reads: " Sir,

Tax Convention between the Government of the French Republic and the Government of the Togolese Republic signed at Lomé 24 November 1971 establishes , as you know, in Articles 38 to 40 measures of mutual assistance for the recovery of the taxes covered by the Convention, and all other taxes and , in general , claims of every nature of the Contracting States.

In order to avoid the application of this provision leads in some cases , procedural difficulties and to maintain the trust that exists between the Governments of our two countries , I have the honor to propose Your Excellency that when a taxpayer will be in one of our two-state prosecution under the provisions of sections 38 to 40 referred to above for the recovery of taxes or debts due in the other

State, may ask the competent authorities of the first State to suspend the proceedings if he is able to claim the title on property located in the state where the charges were laid or a claim on a public or quasi-public authority thereof .

If this request, which must be supported by the necessary , appears to be founded , it will suspend the application of Article 38. Competent Authorities of the Requesting State shall be informed of this decision and the application will be submitted in a three months to review the Joint Committee referred to in Article 41. This Commission will decide whether, and to what extent , forced recovery should be continued .

In more general terms, disputes relating to recovery will be considered as implementation difficulties within the meaning of Article 41 of the Convention.

I would appreciate if you kindly let me know if this proposal is acceptable to your Government.

Please accept, Excellency, the assurances of my highest consideration. "

I am pleased to confirm that my Government agrees to the entire contents of the letter quoted above.

Please accept, Mr. Ambassador, the assurances of my highest consideration. J. HUNLEDE