

THE REPUBLIC OF UGANDA
THE COMPANIES ACT NO. 1 OF 2012

MEMORANDUM AND ARTICLES OF ASSOCIATION OF
A COMPANY LIMITED BY GUARANTEE, AND HAVING A SHARE CAPITAL
MEMORANDUM OF ASSOCIATION OF.....LIMITED.

1. The name of the company is “..... Limited.”
2. The registered office of the company will be situated in Uganda.
3. The objects for which the company is established are “..... and doing all such other things as are incidental or conducive to the attainment of those objects.”
4. The liability of the members is limited.
5. Every member of the company undertakes to contribute to the assets of the company if it is being wound up while he or she is a member, or within one year afterwards, for payment of the debts and liabilities of the company, contracted before he or she ceases to be a member, and the costs, charges and expenses of winding up the company and for the adjustment of the rights of the contributories among themselves, such amount as may be required, not exceedingshillings.
6. The share capital of the company shall consist of (*Insert amount of share capital*) divided into shares of Shillings each.

WE, the several persons whose names and addresses are subscribed, desire to be formed into a company, under this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set opposite our respective names.

Names, postal addresses and occupations of subscribers	Number of shares taken by each subscriber	Signature of subscribers
1.		
2.		
3.		
Total shares taken		

Dated day of, 20.....

Witness to the above signatures

ARTICLES OF ASSOCIATIONLIMITED.

- Adopt table D Part II of Companies Act 2012
- Adopt table D Part II of Companies Act 2012 with modification (*attach the modification¹*)

WE, the several persons whose names are subscribed, desire to be formed into a company, under this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set opposite our respective names.

Names, postal addresses and occupations of subscribers	Signature of subscribers

Dated day of, 20.....

Witness to the above signatures

¹ Recommended, not more than 2 pages