



REPUBLIC OF UGANDA

Companies Act (Cap 106)

**COMPANY LIMITED BY GUARANTEE AND NOT HAVING SHARE
CAPITAL**

MEMORANDUM AND ARTICLES OF ASSOCIATION

OF

MBARARA HIGH SCHOOL OLD BOYS ASSOCIATION

Dated this 10th day of JUNE 2025



REPUBLIC OF UGANDA

Companies Act (Cap 106)

MEMORANDUM OF ASSOCIATION

OF

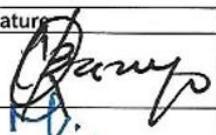
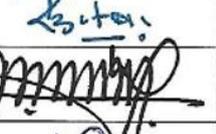
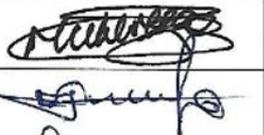
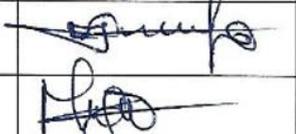
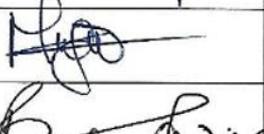
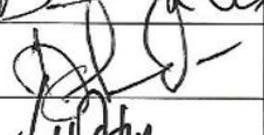
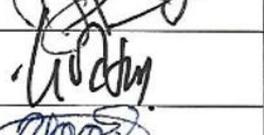
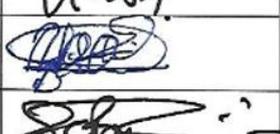
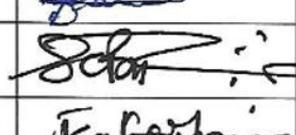
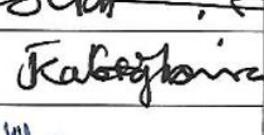
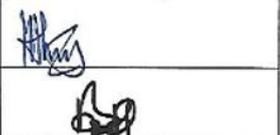
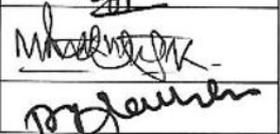
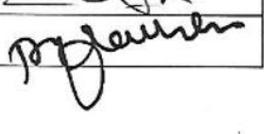
MBARARA HIGH SCHOOL OLD BOYS ASSOCIATION

1. The name of the Company is **MBARARA HIGH SCHOOL OLD BOYS ASSOCIATION** hereinafter also referred to as “**MHOBA**” or “**the Association.**”
2. The registered office of the Association shall be situate in the Republic of Uganda.
3. The objects for which the Company is established are:
 - i) To promote unity, cooperation and solidarity among old boys of Mbarara High School and build a strong and active Alumni community.
 - ii) To develop and nurture partnership with Mbarara High School Foundation Body, Board of Governors, Parents Teachers Association (PTA), school administration and students to achieve outstanding performance in the areas of academics, sports and other extra curricula activities.
 - iii) To partner with the school governing bodies and other stakeholders in the development of first-class learning and training facilities, sports facilities, Information, Communication and Technology facilities, and other infrastructure for Mbarara High School.
 - iv) To promote teaching, academic and sports excellence by Mbarara High School students and teachers by offering training, mentoring, scholarships and any other forms of sponsorship and rewards that motivate and inspire competition and performance.



- v) To mobilize, organize and encourage Mbarara High School Alumni to undertake joint projects and initiatives that benefit individual alumni members, the Association, the school and other legitimate beneficiaries as may be applicable.
 - vi) To carry out commercial, trading and any other business, directly or through the establishment and operation of special purpose business and investment vehicles, for the benefit of the members, partners and stakeholders of the Association.
 - vii) To establish business and investment vehicles, enter joint ventures, develop training facilities and any other entities, models and mechanisms necessary for the carrying out of business by the Association.
 - viii) To acquire, hold, manage, lease, sell, mortgage, or otherwise deal with land or any other property, whether movable or immovable, by way of purchase, donation, grant, lease or any other lawful means, and to dispose of such property or any part thereof in such manner as may be deemed fit for the advancement of the objectives of the Association.
 - ix) To do all such things as may be considered coincidental or conducive to the above objects or any of them.
4. Each member of the Association undertakes to contribute Ug.Shs. 200,000 (Two Hundred Thousand Shillings) only to the assets of the Association in case of its winding up while he or she is a member or within a period of one year of such winding up, towards the payment of the debts and liabilities of the Association, and any such costs, charges, fees and expenses of winding up.

WE the several persons whose names and addresses are subscribed hereunder are desirous of forming ourselves into a company in accordance with this Memorandum of Association.

SN	Names	Postal addresses	occupations	Signature
1	BAZEYO WILLIAM	P.O BOX 22864, KAMPALA	MED. DOCTOR	
2	BITEKYEREZO MEDARD KAB	P.O BOX 586, KAMPALA	DOCTOR	
3	TUMUSHABE GODBER WILSON	P.O BOX 167183, KAMPALA	LAWYER	
4	AHIMBISIBWE POPE FERDNARD	P.O BOX 7026, KAMPALA	LAWYER	
5	MUKALAZI DEUS MUBIRU	P.O BOX 1134, MBARARA	LAWYER	
6	TUSHABE BRUCE	P.O BOX 31762, KAMPALA	SOCIAL WORKER	
7	AMBROSE ARINAITWE	P.O BOX 25562, KAMPALA	ICT SPECIALIST	
8	MUHEREZA EDWIN	P.O BOX 34565, KAMPALA	LAWYER	
9	ONATA JOSEPH FREDDY	P.O BOX 873, SOROTI	ACCOUNTANT	
10	MUGUME EZRA	P.O BOX 6966, KAMPALA	MARKETING PROFESSIONAL	
11	BAGUMA RICHARD	P.O BOX 33315, KAMPALA	JOURNALIST	
12	TINDIWENSI DAN	P.O BOX 4531, KAMPALA	ENGINEER	
13	TWINAMATSIKO GODFREY	P.O BOX 507, KAMPALA	BANKER	
14	TURYAHABWE NICHOLOUS	P.O BOX 23096, KAMPALA	PROCUREMENT SPECIALIST	
15	BIRIKADDE GRACE KASIRYE	P.O BOX 189236, KAMPALA	TEACHER	
16	KABIGUMIRA JACOB	P.O BOX 167183, KAMPALA	ACCOUNTANT	
17	NASASIRA DIFASI	P.O BOX 600022, KAMPALA	ACCOUNTANT	
18	BAINOMUGISHA OBED	P.O BOX 167183, KAMPALA	ACCOUNTANT	
19	MUGUME JAMES MUHWEZI	P.O BOX 167183, KAMPALA	ACCOUNTANT	
20	BIRUNGI LAUBEN	P.O.BOX 167183, KAMPALA	ECONOMIST	

DATED this 10th day of June 2025



REPUBLIC OF UGANDA

Companies Act (Cap 106)

ARTICLES OF ASSOCIATION

OF

MBARARA HIGH SCHOOL OLD BOY'S ASSOCIATION

Article I: Interpretation

1. Unless the context so requires, in these Articles:

- i) "Act" means the Companies Act;
- ii) "Association" or "Company" means Mbarara High School Old Boys Association also abbreviated as MHOBA.
- iii) "Committee" means Executive Committee or ExCom.
- iv) "Constitution" means this Memorandum and Articles of Association.
- v) "Cohort" means a group of Alumni who attended Mbarara High School within a span of 10 years based on the year of admission, with the exception of the Cohort 1960-1979).
- vi) "Directors" means members of the Executive Committee
- vii) "Decision by consensus" means there is unanimity on a matter to be decided on or those members who may hold a contrary position are happy to go with the decision of the majority without raising objection or demanding for a vote on the matter.
- viii) "Member" means a member of the Association other than honorary member.
- ix) "Member in good standing" means a member whose membership and subscription are up-to-date and has no any outstanding debts with the Association.
- x) "Seal" means the common seal of the Association;
- xi) "Secretary" means any person appointed to perform the duties of the secretary of the company.



2. Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.
3. Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory modification of the Act in force at the date at which these articles become binding on the company.

ARTICLE II: MEMBERSHIP ELIGIBILITY AND ANNUAL SUSSCRIPTION FEES

4. Membership of the Association shall be by way of payment of a one time membership fee and annual subscription fees as from time to time be determined by the Annual General Meeting by ordinary resolution.
5. Any former student who completed at least one academic term at Mbarara High School shall be eligible for membership in the Association, subject to these Articles of Association and any rules, guidelines, or procedures that may, from time to time, be adopted by the General Meeting.
6. Without prejudice to clause 5, the General Meeting may, upon recommendation by the ExCom in accordance with approved criteria, admit any other person as Honorary Member of the Association.
7. Honorary Membership may be recommended for any persons whom the ExCom considers to have had a distinguished career in public service, business, science, technology and society or those persons who have rendered meritorius service or made outstanding contributions to the School, the Association or Uganda.
8. The annual subscription fees to be paid by members shall be determined by the General Meeting by special resolution upon the recommendation of the ExCom.
9. Annual subscription fees, as may from time to time be determined by the General meeting by ordinary resolution, shall be paid not later than March 31st of the Calendar year for which payment is due and failure to make such payments may attract appropriate fines or sanctions as the General Meeting may determine, provided that a member shall have the discretion to pay subscription for multiple years in advance.
10. An eligible member may exercise the discretion to pay a life membership fee of Uganda Shillings One million five hundred thousand shillings (1,500,000/=) only. Such a member shall not be under any obligation to pay annual subscription fees as per clause 8 and 9 of these articles.

ARTICLE III: REGISTER OF MEMBERS

11. The Association shall keep and maintain a register of members in the format provided by the ExCom and showing the date of admission of each member of the Association.
12. The Register of Members may be kept and maintained in physical, digital or any other format and shall be accessible and available for inspection by any member of the Association.

ARTICLE IV: DUTIES AND RIGHTS OF MEMBERS AND HONORARY MEMBERS

13. A member of the Association shall be under a duty to:
 - i) Observe, protect and defend the constitution of the Association and promotion of the Association's objectives.
 - ii) Ensure timely payment of subscription fees or any other contributions or payments approved by the Annual General Meeting or the ExCom, as may be appropriate.
 - iii) Act in good faith when undertaking or engaging in the business of the Association or its affiliate entities, projects or initiatives.
 - iv) Respect and keep time for meetings or any other events organized by the Association.
 - v) Attend General Meetings or inform the Secretary in writing when unable to attend the meetings. The record of General Meetings shall always contain a record of all the members who attended and those that were absent with apology.
 - vi) Attend any other official events of the Association where attendance of members is required or desirable as a matter of practice, courtesy, collegiality or any other reason.
14. A member of the Association in good standing shall have the following rights and privileges:
 - i) Right to participate in debate and vote on any matter where voting is required at General Meetings or other meetings of the Association or any other Forum that entitles members to vote.
 - ii) Privilege to participate in schemes, businesses and other initiatives established and operated by the Association in accordance with applicable rules and procedures.

- iii) Opportunity to be appointed to any committees, task forces or any other structures established to facilitate the implementation of the Association's programme of work.
 - iv) Subsidized entry fees or privileges at events, functions, or club membership where the Association is a subscriber or corporate member.
15. Honorary members of the Association may enjoy the following rights and privileges:
- i) Right to attend and participate in the meetings and other events of the Association, provided such member shall not have the right to vote.
 - ii) Privilege to be recognized at official events of the Association where such members are in attendance.
 - iii) Subsidized entry fees or privileges for events, functions, or club membership where the Association is a subscriber or corporate member.
16. Over and above the rights of members and honorary members, a life member of the Association may enjoy access to exclusive events, member discounts and recognition of exceptional service or contributions to the Association.
17. Without prejudice to the generality of clause 16, a life member of the Association may enjoy the following rights and privileges:
- i) A personalized or customized plaque as a recognition of life membership.
 - ii) Lifetime uninterrupted access to club facilities, events or services where the Association has such corporate privileges.
 - iii) Priority access to exclusive Association events, activities and programmes.
 - iv) Exclusive invitations to VIP events such as dinners, business round tables or exclusive high profile business talks.

ARTICLE V: LOSS OR TERMINATION OF MEMBERSHIP

18. Membership of the Association may be lost, terminated or cease in any of the following circumstances:
- i) Automatically on account of failure to pay annual subscription for two consecutive years contrary to clause 9 of these Articles.
 - ii) Automatically upon death of a member.
 - iii) By resolution of the AGM on account of indiscipline by a member. The General Meeting may by ordinary resolution adopt appropriate guidance regarding matters of indiscipline that may warrant loss of membership under this paragraph.



- iv) By resignation in writing addressed to the Chairman of the ExCom. Such resignation shall be communicated to the members before the name of the resigning member is deleted from the Members Register.
 - v) Expulsion by the Annual General Meeting based on any other criteria developed and adopted by the Annual General Meeting.
19. Loss of membership in accordance with this Article shall be denoted by striking out of the name of the member in the manner that the record shall remain in the register and visible upon inspection.
20. A person who loses membership in accordance with these Articles of Association shall not lay any financial or other claim of any nature on the Association on account of loss of membership.
21. A person who loses membership in accordance with this Constitution may rejoin the Association at any time by resuming payment of membership and subscription upon the expiry of one year (12 months) from the date his name was struck off the Register.

ARTICLE VI: ORGANS OF THE ASSOCIATION

22. The Association shall have the following organs and structures:

- i) General Meeting
- ii) Executive Committee
- iii) Sub-Committees
- iv) Secretariat

23. General Meeting

23.1. There shall be an Annual General Meeting of the Association which shall be the highest policy organ of the Association and shall generally be responsible for ensuring the overall compliance with these articles and oversight over the implementation of the programmes of the Association.

23.2. Without prejudice to the generality of clause 20.1, the Annual General Meeting shall exercise the following powers and functions:

- i) Setting overall policies of the Association.
- ii) Election and appointment of the members of the ExCom.
- iii) Consideration and approval of the annual work plan and budget of the Association.



- iv) Appointment of auditors of the Association.
- v) Consideration and approval of annual audited accounts.
- 23.3. The Annual General Meeting of the Association shall take place every year at such dates and places as the ExCom may determine and communicate to the members, provided that no more than 15 months shall pass between two Annual General Meetings.
- 23.4. A general meeting convened within the course of the year which is not an Annual General Meeting shall be called an Extraordinary General meeting.
- 23.5. Mbarara High School Old Boys Association shall be a time conscious Association and therefore it shall be mandatory practice for all General Meetings of the Association to start on time.
- i) The minimum number of members required for a general meeting to commence shall not be less than 20 members recorded in the attendance register at the time of commencement of the meeting.
- ii) Any record of the members present at the general meeting shall include both members physically present or attending virtually.
- iii) Where in any exceptional circumstances the minimum number of members required to commence a meeting is not available at the time appointed for the meeting, the Chairman shall have the discretion to extend the time for the commencement of the meeting for not more than 30 minutes beyond the time appointed for the meeting.
- 23.6. The General Meeting may adopt such rules or impose such penalties or provide any possible facilitation as may be necessary to ensure that members of the Association attend the General Meetings and respect the rules regarding time keeping at all meetings or events organized by the Association.
- 23.7. Without prejudice to any of the provisions contained in this clause, the following rules and procedures shall apply at Annual General Meetings of the Association:
- i) Notices for general meetings shall be issued by the Secretary or the Chairman on authority of the Executive Committee. It shall be sufficient for such notices to be published on the Association website or various social media platforms and such publication shall be considered evidence of such notice.
- ii) A notice for a General Meeting shall only be valid if issued not less than 30 calendar days prior to the date of the meeting. The date of publication of such notice on the website of the Association or other social media

platforms used by the Association shall be the evidence of the date of notification thereof.

- iii) Without prejudice to the provision in article IV (12) (12.5), a member of the Association shall be under a duty to communicate in writing his inability to attend a General Meeting at least 2 days prior to the date appointed for the meeting and such a member shall be entered in the attendance register as absent with apology.
- 23.8. Where the Association incurs costs on account of a member's failure to communicate his inability to attend a meeting for which notice has been provided in accordance with these articles, the association may transfer such costs to the member and such a member shall be under a duty to reimburse the Association accordingly.
- 23.9. Without prejudice to the rules regarding notice under paragraph 17.6, where a General Meeting has not been convened within the time prescribed in paragraph 17.2, any two members of the ExCom may issue such a notice whether on their own motion or on petition by at least 5 members of the Association.
- 23.10. Unless the context otherwise requires, the Chairman of the ExCom or in his absence the Vice Chairman shall Chair all Annual General Meetings or Extraordinary meetings.
- 23.11. In the event that the Chairman or the Vice Chairman is unavailable, unwilling to preside over the meeting, or is personally involved in the matters to be discussed, the members present may elect one among themselves to chair the meeting. The decisions made at such a meeting shall be binding upon all members as if the Chairman were presiding.
- 23.12. Decision making at the general meetings, other than appointment of officials of the ExCom may be by consensus.
- i) Where it is necessary for any matter being considered by the meeting to be subjected to a vote, voting shall be on a one man one vote basis and the decision shall be by simple majority.
- ii) Voting may be by show of hands or secret ballot provided that appropriate procedures shall be adopted to enable electronic voting when considered necessary and appropriate.
- 23.13. The Annual General meeting may, upon recommendation of the Executive Committee adopt additional and detailed rules and procedures for the conduct of business of the general meetings, election of officials of the Association, voting, or any other matters connected thereto.

24. Executive Committee

24.1. There shall be an Executive Committee elected and appointed by the General Meeting of the Association which shall be responsible for the day to day operations of the Association and shall be directly responsible and accountable to the General Meeting.

24.2. The Executive Committee shall be comprised as follows:

- i) Chairman
- ii) Vice Chairman
- iii) General Secretary
- iv) Treasurer
- v) Committee Members representing respective cohorts

24.3. The ExCom may co-opt any member of the association as an ex officio on account of the responsibilities or positions such member may hold, provided that such ex officio member shall not have a right to vote on matters that require voting by the members.

24.4. The Executive Committee shall be responsible for the overall strategic programming, programme implementation, management and administrative operations of the Association.

24.5. The Executive Committee shall have power to design and implement innovative programmes and projects designed to improve the profile and performance of the Association and engage with the School governing bodies and other stakeholders to ensure attainment of excellence on all aspects of performance of the Association and the School.

24.6. Without prejudice to the generality of the foregoing clause, the Executive Committee shall operate under the direction of the General Meeting to discharge the following functions:

- i) Ensure effective, accountable and transparent functioning of the General Meeting, including implementation of its decisions.
- ii) Develop and implement strategies and programmes to fulfil the objectives of the Association and the Mbarara High School Alumni community.
- iii) Appoint committees, task teams or any other mechanisms the Committee deems necessary for the implementation of the objectives and work programme of the Association.

- iv) Ensure proper management and utilization of the funds and all the other assets of the Association and any projects of the Alumni community.
 - v) Mobilize all School alumni and encourage them to join the Association or participate in the implementation of the Association's programmes and those of the Alumni community.
- 24.7. The term of office of members of the Executive Committee shall be two years running from March 1 of the calendar when the Committee is appointed, provided that any member of Committee may be eligible for re-election and appointment.
- 24.8. The Executive Committee shall ensure that elections for a new executive committee are conducted at least 2 months before the end of its term of office.
- 24.9. Members of the Executive Committee shall be elected and appointed at the Annual General Meeting of the Association.
- 24.10. An official handover to the newly elected Executive Committee shall be organized by the outgoing Executive Committee within a period of not more than one month, and in any case not later than March 31 of the year in which the term of the incoming Executive Committee Commences.
- 24.11. During the transition period from the date of the appointment of a new Executive Committee, members of the outgoing and incoming committees shall work together to review handover reports, handle bank related issues, including preparing for changing of signatories, introduce existing sub-committees to the incoming ExCom, or any matters that may be necessary to ensure a smooth transition and continuation of the business of the Association.
- 24.12. The Annual General Meeting shall, upon recommendation by the Executive Committee, adopt rules of procedure governing the conduct of elections for Executive Committee.
- 25. Eligibility for election and Appointment to the Executive Committee**
- 25.1. A person shall only be eligible for election and appointment to the position on the Executive Committee if:
- i) He is a member of the Association in good standing at the time of the election or appointment.
 - ii) He has been a member of the Association for a period of not less than three financial years or not less than 36 months from the date his name was entered on the register of members or when his membership fee payment was recorded on the Association's bank account, if the person is

seeking for election for the position of Chairman or treasurer of the Association.

25.2. For avoidance of doubt, the applicable date of membership for all persons who were already members of the Association at the time of its incorporation shall be the date recorded in the existing register.

25.3. A person shall not be eligible for election on the Executive Committee of the Association if such a person has been:

- i) Convicted by a superior court of record for the offences of corruption or embezzlement or abuse of office and there is no pending appeal.
- ii) Adjudged bankrupt or has suffered from such other act that reasonably impacts on his integrity.

26. Removal of members of ExCom from office

26.1. A member of the ExCom may be removed from office by the General Meeting by resolution for any of the following reasons:

- i) Incapacity to perform the responsibilities of the office.
- ii) Occurrence of a condition that makes the official ineligible for election to the ExCom in accordance with clause 22.3 above.
- iii) Upon recommendation by the ExCom on account of incompetence evidenced by persistent failure to execute assigned tasks.

26.2. Without prejudice to paragraph 20.1, a member of the ExCom who fails to attend ExCom meetings for 4 consecutive meetings without reasonable cause communicated to the Chairman shall be presumed to have resigned from the ExCom and shall be replaced accordingly.

26.3. Where a vacancy exists on the ExCom on account of removal of an official under this section within a period of less than five (5) months prior to the end of term of office of such an official, the ExCom shall have the discretion to identify another eligible member to serve out the remaining term of the removed member and shall communicate to the members accordingly.

27. Sub-Committee

27.1. The ExCom may from time to time establish sub-committees as it may deem necessary for the proper running of the Association and the effective implementation of the Association's work programme.

27.2. Establishment of sub-committee shall be based on properly developed Terms of Reference (TORs) as may be developed and approved by the ExCom.

- 27.3. For the avoidance of doubt, serving on a sub-committee of the Association shall be on a voluntary basis and, unless provided otherwise, may not attract any emoluments.
- 27.4. Subject to clause 24.2, appointment to a subcommittee shall be by way of Appointment Letter setting out the committee to which a member is being appointed, the duration of the appointment and any indication as to the facilitation expected to enable the appointed person discharge the tasks set out in the Terms of Reference.

28. Secretariat

- 28.1. There shall be a Secretariat of the Association which shall be responsible for the day-today operations and implementation of the Associations' programme of work.
- 28.2. The Secretariat shall be headed by a Chief Executive Officer (CEO) who shall be appointed by the ExCom on such terms and conditions as the ExCom may deem appropriate to attract the best talent ensure effective functioning of the Secretariat.
- 28.3. The Secretariat shall have such other qualified staff as may from time to time be determined by the ExCom.
- 28.4. The Chief Executive Officer shall work under the direct supervision of and report directly to the Chairman, while other staff of the Secretariat shall work under the direct supervision and report to the Chief Executive Officer.
- 28.5. A member of the ExCom, who's close relative such as spouse, sibling or any other such relative applies for employment with the Association, shall be under a duty to disclose such relationship prior to conducting interviews or appointment of such a person to any position at the Association's Secretariat.
- 28.6. Failure to disclose such relationship shall be considered a conflict of interest and it shall be mandatory for the affected member of the ExCom and the person so appointed to resign their positions upon discovery of such conflict of interest.

ARTICLE VII: FUNDS AND ASSETS OF THE ASSOCIATION

29. The Association shall fund its activities through any or all of the following ways:
- i) Membership fees and subscription from members.

- ii) Donations and grants from charitable organizations, governments, Inter-governmental organizations, national and international organizations, and individual benefactors.
 - iii) Revenues and profits from any business ventures.
 - iv) Loans and other forms of credit.
 - v) Any other legitimate sources.
30. The assets of the Association shall comprise of any movable or immovable property purchased out of the funds of the Associations or donated.
31. Subject to any subsequent modifications to these articles, the Association shall operate its bank accounts in any banks as may be approved by the Executive Committee by resolution.

ARTICLE VIII: EMOLUMENTS OF OFFICIALS AND STAFF OF THE ASSOCIATION

32. Emoluments of the ExCom and staff of the Association or any other legitimate expenses shall be paid out of the funds of the Association in accordance with the annual budget approved or such other directives by the General Meeting.
33. Without prejudice to the limitations under paragraph 26, the ExCom may authorize any payments under specific projects, initiatives or any other legitimate expenditures that are deemed necessary for the implementation of the respective projects or initiatives.

ARTICLE IX: ACCOUNTS AND AUDIT

34. The ExCom shall be under an unequivocal obligation to ensure the keeping of proper books of accounts and ensure that the Association's financial management systems conform to the best accounting and financial management principles and standards.
35. Unless the context otherwise requires and the ExCom has made a decision in that regard, the following shall be the signatories to the bank accounts of the Association:
- i) Chairman as principal signatory
 - ii) Treasurer as principal as co-signatory
 - iii) Secretary as co-signatory
 - iv) Any other person(s) as co-signatories as may be approved by the ExCom.

36. The Financial Year of the Association shall begin on 1st January and end on 31st December of each calendar year.
37. The power and authority to appoint the auditors of the Association is vested in the Annual General Meeting as expressed by resolution.
38. The ExCom shall for each Financial Year present to the Annual General Meeting audited and dully signed audited accounts of the Organization.
39. The fees for auditors shall be charged out of the funds of the Association.

ARTICLE X: RULES AND PROCEDURES

40. The General Meeting may, upon the recommendation of the ExCom, adopt any rules and procedures for the better carrying out of the functions of the Company as set out in these Memorandum and Articles of Association.

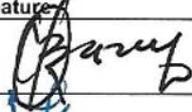
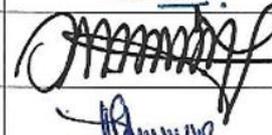
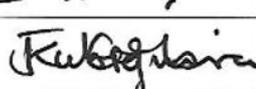
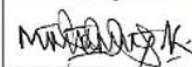
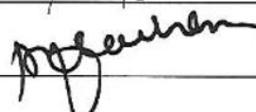
ARTICLE XI: AMENDMENTS OF ARTICLES

41. These memorandum and articles of association may be amended by a special resolution of the members of the Association meeting in an extraordinary general meeting.
42. A resolution to amend these memorandum and articles of association shall be considered adopted if such amendment is supported by not less than fifty percent of the members present at the meeting.
43. A notice for an extraordinary meeting where a resolution to amend these memorandum and articles of association shall be issued in advance of 30 days and shall explicitly state the nature of the amendment to be considered.

ARTICLE XII: DISSOLUTION

44. A resolution to dissolve the Association shall be adopted if passed by not less than two thirds of the members present at an extraordinary meeting whose purpose of convening shall only be for purposes of considering the dissolution resolution.

WE the several persons whose names and addresses are subscribed hereunder are desirous of forming ourselves into a company in accordance with these Articles of Association.

SN	Names	Postal addresses	occupations	Signature
1	BAZEYO WILLIAM	P.O BOX 22864, KAMPALA	MED. DOCTOR	
2	BITEKYEREZO MEDARD KAB	P.O BOX 586, KAMPALA	DOCTOR	
3	TUMUSHABE GODBER WILSON	P.O BOX 167183, KAMPALA	LAWYER	
4	AHIMBISIBWE POPE FERDNARD	P.O BOX 7026, KAMPALA	LAWYER	
5	MUKALAZI DEUS MUBIRU	P.O BOX 1134, MBARARA	LAWYER	
6	TUSHABE BRUCE	P.O BOX 31762, KAMPALA	SOCIAL WORKER	
7	AMBROSE ARINAITWE	P.O BOX 25562, KAMPALA	ICT SPECIALIST	
8	MUHEREZA EDWIN	P.O BOX 34565, KAMPALA	LAWYER	
9	ONATA JOSEPH FREDDY	P.O BOX 873, SOROTI	ACCOUNTANT	
10	MUGUME EZRA	P.O BOX 6966, KAMPALA	MARKETING PROFESSIONAL	
11	BAGUMA RICHARD	P.O BOX 33315, KAMPALA	JOURNALIST	
12	TINDIWENSI DAN	P.O BOX 4531, KAMPALA	ENGINEER	
13	TWINAMATSIKO GODFREY	P.O BOX 507, KAMPALA	BANKER	
14	TURYAHABWE NICHOLAUS	P.O BOX 23096, KAMPALA	PROCUREMENT SPECIALIST	
15	BIRIKADDE GRACE KASIRYE	P.O BOX 189236, KAMPALA	TEACHER	
16	KABIGUMIRA JACOB	P.O BOX 167183, KAMPALA	ACCOUNTANT	
17	NASASIRA DIFASI	P.O BOX 600022, KAMPALA	ACCOUNTANT	
18	BAINOMUGISHA OBED	P.O BOX 167183, KAMPALA	ACCOUNTANT	
19	MUGUME JAMES MUHWEZI	P.O BOX 167183, KAMPALA	ACCOUNTANT	
20	BIRUNGI LAUBEN	P.O.BOX 167183, KAMPALA	ECONOMIST	

DATED this 10th day of June 2025

