Company Form 22

Reg 27(2)

THE REPUBLIC OF UGANDA

THE COMPANIES ACT

_____ (*insert name of company*)

CERTIFICATE OF DIRECTORS

(Under Section 241(2) of the Act)

The director(s) of _____ (*insert name of amalgamating company*) one of the amalgamating companies stated in the amalgamation proposal hereby certify and state as follows:

1. THAT we have conducted such examination of the books and records of the company and made such inquiries and investigations as are necessary to enable us satisfy ourselves that:

    (a) the amalgamation is in the best interests of the shareholders;

    (b) the amalgamated company will be solvent immediately after the time at which the amalgamation is to become effective.

Dated this _____ day of _____year _____

Signed

_____ _____

Name of director *Signature*

_____ _____

Name of director *Signature*

_____ _____

Name of director *Signature*

The certificate shall be signed by all directors voting in favour of the resolution to amalgamate and submitted together with a statement of material interests of directors.