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**BNM ADVOCATES
ESTABLISHING A BUSINESS ENTITY IN UGANDA**



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ESTABLISHING A BUSINESS ENTITY IN UGANDA



“Establishing a Business Entity in Uganda”

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1. INTRODUCTION

Given that Uganda was a British colony, the English legal system and law are predominant in Uganda. Uganda's legal system is based on English Common Law and African customary law. However, customary law is in effect only when it does not conflict with statutory law. The laws applicable in Uganda are statutory law, common law; doctrines of equity and customary law are applicable in Uganda. These laws are stipulated by the Judicature Act Cap 13. Setting up a business in Uganda is quite straight forward as will be discussed below;

2. TYPES OF BUSINESS ENTITIES

- **Description of the types of entities available in Uganda through which to conduct business.**

Uganda has several business structures, and these include sole proprietorships, partnerships, private companies limited by shares or guarantee, public limited companies, unlimited companies, and statutory corporations.

- i) **Sole Proprietorship:** This is an entity owned and run by one individual. The individual who registers this entity is in direct control of the general management of the Business. These types of entities are registered under the Business Names Registration Act.

- ii) **Partnerships:** this is a relationship that subsists between two or more persons and not exceeding twenty, with a view of making profits and operating a business in common. Partnership can be either general partnerships or limited partnerships. In a general partnership, all partners share equal responsibility for the business, whereas in a limited partnership, at least one general partner oversees the day-to-day operations, and one or more limited partners contribute capital but have limited role in business management. Partners in the firm are jointly liable for all the debts and obligations of the Partnership.

- iii) **Companies;** A Company is a distinct legal entity separate and set apart from its members. It obtains its own legal personality. It can sue and be sued. The structure requires appointment of a Board of Directors who may be no more than three and a Company Secretary, to manage the affairs of the Business.

3. MATTERS TO BE CONSIDERED WHEN CHOOSING A PARTICULAR BUSINESS ENTITY TYPE;

3.1. Sole Proprietors

The proprietor is entirely liable for the debts and obligations of the Business. So, the person intending to set up this type of entity should be aware of this fact. If the entity is unable to meet its obligations, then personal assets may be attached to cover the debts and obligations. For Tax purposes, the Tax



Identification Number of this entity is the one that belongs to the individual.

3.2. Partnerships

The Partners are always jointly liable for the debts and obligations of the Business. The liability could extend to the legal representatives upon death of a Partner. These types of entities are synonymous with people from similar professions. They are very common among lawyers, auditors, medical practitioners, surveyors, Architects, and other professionals.

3.3. Companies

There are certain conditions pegged on companies especially foreign companies in Uganda in terms of owning land. The Land Act, Cap 227, prohibits any foreign ownership for mailo or freehold land. However, they can own a lease of up to 99 years, and this can be renewed.

3.4. Non-Government Organizations (NGOs)

There are different types of NGO's that are registrable under Ugandan law. These include foreign and indigenous NGO's. These are charitable Institutions that operate to create impact within the communities for different reasons. Where one intends to incorporate a foreign entity in Uganda, these are directly registered with the NGO Bureau by filing the incorporation documents. An indigenous NGO would require obtaining a certificate of incorporation from the Uganda Registration Services Bureau and then filing

the incorporation documents with the NGO Bureau to obtain a permit of operation in Uganda.

3.5. Other considerations

- 1) All entities are required to register for tax purposes under the Income Tax Act.
- 2) All entities save for some Partnerships that may have licenses obtained from regulatory bodies are required to apply for a Trade License.
- 3) All entities are now required to apply and obtain a registration certificate with the National Social Security Fund for social security purposes.
- 4) Any foreigners that may wish to work in Uganda should obtain a work permit through the Ministry of Internal Affairs.
- 5) An entity that may wish to obtain an Investment License can do so through the Uganda Investment Authority. Several requirements including a capital investment of USD 250,000 should be held.

4. STEPS AND TIMING TO ESTABLISH BUSINESS ENTITIES

- Brief overview of steps to incorporate/constitute each business vehicle.
 - i) **Steps for incorporating a sole proprietorship.**
 1. Reserving and registering of business name and a statement of particulars with the Uganda Registration Services Bureau.



2. Applying for a Tax Identification Number with the Uganda Revenue Authority.
 3. Applying for a trade license with the respective issuing agency.
 4. Preparation and registration of a Board Resolution to open a bank account(s) filed with the Registrar of Companies.
 5. Registering with the Personal Data Protection Office if the business collects, processes or controls people's data. This process is undertaken with the National Information Technology Authority.
 6. Incorporating a sole proprietorship normally takes not more than ten days.
 7. Registering with the Financial intelligence Authority if the proprietorship is an accountable person under the Anti-Money Laundering Act 2013. The list of accountable persons includes; brokers, dealers or investment advisors licensed under the Capital Markets Authority Act Cap 84.
- partners has a TIN, it can also be used for the Partnership.)
4. Applying for a trade license.
 5. Opening a bank account(s).
 6. Registering with the Personal Data and Protection office where the partnership collects, process or controls people's data.
 7. Incorporating a partnership normally takes not more than ten days.
 8. Registering with the Financial intelligence Authority if the partnership is an accountable person under the Anti-Money Laundering Act 2013. The list as already mentioned includes; NGO's, churches, real estate agents, dealers in precious metals, trusts and company service providers, financial institutions registered under the Financial Institutions Act 2004, brokers, dealers or investment advisors licensed under the Capital Markets Authority Act and insurance companies licensed under the Insurance Act 2017.

ii) Steps for incorporating a Partnership

1. Reserving and registering a business name
2. Preparation and filing of a Partnership Deed with the Uganda Registration Services Bureau.
3. Applying for a tax identification number (where any of the

9. Obtaining a Registration Certificate with the National Social Security Fund.

iii) Steps for incorporating a local Company;

1. Reserving and registering a business name
2. Filing the Memorandum and Articles of Association and accompanying forms with the



- Uganda Registration Services Bureau.
 3. Obtaining a Tax Identification Number
 4. Obtaining other relevant trade license
 5. Obtaining a bank account(s)
 6. Registering with the Personal Data Protection Office where the company collects personal data.
 7. Obtaining a Registration Certificate with the National Social Security Fund.
 8. Registering with the Financial intelligence Authority if the company is an accountable person under the Anti-Money Laundering Act 2013. The list includes; NGO's, churches, real estate agents, dealers in precious metals, trusts and company service providers, financial institutions registered under the Financial Institutions Act 2004, brokers, dealers or investment advisors licensed under the Capital Markets Authority Act and insurance companies licensed under the Insurance Act 2017.
- iv) Steps for incorporating a foreign Company;**
1. Reserving and registering a business name
 2. Filing of certified/notarized incorporation documents from the country of origin with the Uganda Registration Services Bureau.
3. Obtaining a Tax Identification Number with the Uganda Revenue Authority
 4. Obtaining a Registration Certificate with the National Social Security Fund.
 5. Obtaining other relevant trade licenses with the respective agencies.
 6. Obtaining a bank account(s)
 7. Registering with the Personal Data Protection Office where the company collects personal data.
 8. Registering with the Financial intelligence Authority if the company is an accountable person under the Anti-Money Laundering Act 2013. The list includes; NGO's, churches, real estate agents, dealers in precious metals, trusts and company service providers, financial institutions registered under the Financial Institutions Act 2004, brokers, dealers or investment advisors licensed under the Capital Markets Authority Act and insurance companies licensed under the Insurance Act 2017.
- v) Steps for incorporating an Indigenous NGO**
- The procedure for incorporating an NGO involves submitting the following requirements to the NGO Bureau**
1. Pre-incorporation documents; certificate of incorporation, Memorandum and Articles of



- Association, form 20 and form 18 registered with the Uganda Registration Services Bureau.
2. National I. Ds or passports of members.
3. Telephone contacts of the organization
4. Name of each organization or group established outside or inside Uganda, if any, to which the organization is affiliated or connected.
5. Class or classes of persons to whom membership of the organization is open.
6. Names, occupation, addresses and position of officers of the organization.
7. Property owned by the organization and the manner in which that property is held, acquired or vested.
8. Bankers of the organization.
9. Any privileges, immunities and exemptions requested by the organization from the government.
10. Passport photos of at least two members.
11. Letter requesting registration and permit to operate addressed to the Executive Director, NGO Bureau indicating objectives, area of operation, number of years applied for not exceeding 5.
12. Annual workplan and budget for the number of years applied for in the permit.
13. Copy of registered Memorandum and Articles of Association, organization's constitution or governing documents in which the dissolution clause should inter alia specify the quorum to pass resolution for winding up and how the organization assets shall be handled upon winding up.
14. Chart showing the organizational structure and staffing of the organization.
15. Proof of payment of fees for the certificate of registration and the permit of operation.
16. Statement indicating the source of funding of the activities of the organization.
17. Copies of valid identification and passport photos of at least two founder members.
18. Copies of minutes signed attendance list and resolution registered with URSB authorizing the organization to register with the NGO Bureau.
19. A statement regarding organizational structure and staffing of the organization.
20. Recommendation from the district NGO monitoring committee where the organization's headquarters is to be located.
21. Recommendation from the responsible ministry or ministries or government department or agency.



22. Data Protection Office Certificate.

23. Uganda Shillings One Hundred Thousand (UGX 100,000/=) for registration certificate and Uganda Shillings Sixty Thousand (60,000/=) for permit of operation.

v) Steps for incorporating a Foreign NGO

The procedure for incorporating a foreign NGO involves submitting the following requirements to the NGO Bureau;

1. Certified/notarized pre-incorporation documents; certificate of incorporation, Memorandum and Articles of Association, form for directors and form for location of the organization registered with the Uganda Registration Services Bureau.
2. Telephone contacts of the organization.
3. Name of each organization or group established outside or inside Uganda, if any, to which the organization is affiliated or connected.
4. Class or classes of persons to whom membership of the organization is open.
5. Names, occupation, addresses and position of officers of the organization.
6. Property owned by the organization and the manner in which that property is held, acquired or vested.
7. Bankers of the organization.
8. Any privileges, immunities and exemptions requested by the organization from the government.
9. Passport photos of at least two members.
10. The geographical area or districts of coverage of the organization.
11. All the Forms have to be signed by at least two founder members.
12. A letter requesting registration and a permit to operate addressed to the Executive Director, NGO Bureau indicating; objectives, area of operation, number of years applied for not exceeding 5 (five).
13. Annual Work plan and budget for the number of years applied for the Permit.
14. A copy of the registered Memorandum and Articles of Association, organization's constitution or governing documents in which the dissolution clause should inter alia specify the quorum to pass a resolution for winding up and how organization assets shall be handled upon winding up
15. A chart showing the governance structure of the organization.



16. A statement indicating the source of funding of the activities of the organization.
17. Copies of valid identification documents (National ID or Passport) and passport size photographs of at least two founder members.
18. A copy of Minutes, Signed Attendance List and resolution registered with Uganda Registration Services Bureau authorizing the organization to register with the NGO Bureau.
19. A statement showing the organizational structure of the NGO.
20. A recommendation from the District Non-Governmental Organizations Monitoring Committee (DNMC) where the Organization's headquarters is located.
21. A recommendation from the responsible Ministry or Ministries, or a Government Department or Agency.
22. Period of time requested for in the permit not exceeding five years.
23. New NGOs are given one month from the date they pick their permits of operation to submit a copy of the certificate of registration with the Data Protection Office.
24. The fees are 100,000/= for registration certificate and 60,000/= for the permit of operation.

5. GOVERNANCE, REGULATION AND ONGOING MAINTENANCE IN UGANDA

a) **Sole proprietorship;** sole proprietorships are controlled by the following legislations;

- i) The Business Name Registration Act Cap 109
- ii) The Uganda Registration Services Bureau Act Cap 210
- iii) The Registration of Documents Act Cap 81
- iv) The National Social Security Fund Act Cap 222
- v) The Trade licensing Act Cap 101
- vi) The Stamps Act Cap 342 as amended
- vii) The National Social Security Fund Act Cap 222
- viii) The Business Names Registration Rules S.I 109-1
- ix) The Business Names Registration (Amendment) Rules S.I 53 OF 2005
- x) The Contracts Act 2010
- xi) The Anti-Money Laundering Act 2013
- xii) The Income Tax Cap 340
- xiii) The National Social Security Fund Act Cap 222
- xiv) The Value Added Tax Act Cap 345
- xv) The Trade Licensing Act Cap 101

Maintenance and reporting requirements;



- i) Registering with the tax authorities Uganda Revenue Authority. Under section 4 of the Income Tax Act Cap 340, income tax is generally imposed on all types of persons who derive income, whether an individual, bodies of individuals, or corporate entities. Resident persons are taxed on worldwide income, while non-resident persons are taxed only on income derived from sources in Uganda.
 - ii) Registering and renewing registration with the Personal Data Protection Office.
 - iii) Filing of Tax Returns with the Uganda Revenue Authority
- b) Partnerships;** Partnerships on the other hand are regulated by the following laws;
- i) The Partnership Act 2010
 - ii) The Uganda Registration Services Bureau Act Cap 210
 - iii) The Business Name Registration Act Cap 109
 - iv) The Registration of Documents Act Cap 81
 - v) The Trade licensing Act Cap 101
 - vi) The Stamps Act Cap 342
 - vii) The Business Names Registration Rules S.I 109-1
 - viii) The Business Names Registration (Amendment) Rules S.I 53 of 2005
 - ix) The Contracts Act 2010.
 - x) The Income Tax Act Cap 340
 - xi) The National Social Security Fund Act Cap 222
 - xii) The Value Added Tax Act Cap 345
 - xiii) The Data protection and Privacy Act 2019
 - xiv) The Data Protection and Privacy regulations 2021
 - xv) The Trade Licensing Act Cap 101
- Maintenance and reporting requirements;**
- i) Registering with the tax authorities Uganda Revenue Authority. Under section 4 of the Income Tax Act Cap 340, income tax is generally imposed on all types of persons who derive income, whether an individual, bodies of individuals, or corporate entities. Resident persons are taxed on worldwide income, while non-resident persons are taxed only on income derived from sources in Uganda.
 - ii) Registering and renewing registration with the Personal Data Protection Office.
 - iii) Filing of Tax & VAT Returns and payment of tax obligations
 - iv) Registering and renewing registration with the Personal Data Protection Office.
 - v) Filing Annual Tax Returns.
 - vi) The Trade Licensing Act Cap 101



c) **Companies;** the following are the legislations that govern companies in Uganda.

- i) The National Social Security Fund Act Cap 222
- ii) The Companies Act, 2010
- iii) The Companies (General) Regulations S.I No.7 of 2016
- iv) The Companies (Fees) Rules S.I 57/2005
- v) The Companies (Powers of the Registrar) Regulations 2016
- vi) The Registration of Documents Act Cap 81
- vii) The Uganda Registration Services Bureau Act Cap 210
- viii) The Trade licensing Act Cap 101
- ix) The Stamps Act Cap 342
- x) The Stamps (Amendment) Act No. 2/2002.
- xi) The Business Names Registration Rules S.I 109-1
- xii) The Business Names Registration (Amendment) Rules S.I 53 OF 2005
- xiii) The Contracts Act 2010
- xiv) The Income Tax Act Cap 340
- xv) The National Social Security Fund Act Cap 222
- xvi) The Value Added Tax Act Cap 345
- xvii) The Data protection and Privacy Act 2019
- xviii) The Data Protection and Privacy regulations 2021

- ix) The Trade Licensing Act Cap 101

Maintenance and reporting requirements;

- i) Registration on the URSB portal and Beneficial Ownership
- ii) Filing annual returns in accordance with the Companies Act 2012.
- iii) Registering and renewing registration with the Personal Data Protection Office.
- iv) Filing Annual Tax Returns.
- v) Appointing of External Auditors
- vi) Reconfirmation of Non-Executive Directors

6. REQUIREMENTS FOR LOCAL SHAREHOLDING/DIRECTORS;

- i) Shareholding is likened to membership in a company. The companies Act 2012 allows every person to become a member of a company. However, the Uganda Registration services Bureau does not allow membership to minors currently.
- ii) Every public company must have at least two directors, while other companies must have at least one director. Every company other than a private company, registered after the commencement of the Companies Act 2012 must have at least two directors, and every company registered before the 1st July 2013 other than a private company and every private company must have at least one director.



- iii) Companies are obligated to file annual returns with the Uganda Registration Services Bureau.
- iv) Companies which are NGOs are also required to file annual returns with the NGO Bureau.
- v) Registration of the beneficial ownership with the Uganda Registration Services Bureau.
- vi) Obtaining a postal address.
- vii) Registration with the National Social Security Fund.

7. MINORITY SHAREHOLDERS' RIGHTS AND PROTECTION;

- i) Minority shareholder's protection and rights include;
Those stipulated under the Companies Act 2012 under sections 247-250 which provide for the protection of minority shareholders against oppression and prejudicial conduct.
- ii) An oppressed minority member can seek redress from the Registrar of Companies. The procedure is by filing a petition before the Registrar of companies accompanied by evidence supporting the petition and serving the petition. The Registrar of Companies may also refer any matter arising in the exercise of his or her powers to Court for determination.
- iii) A minority shareholder could seek redress by filing a petition in the courts of law for example in cases where the company's affairs are being or have been conducted in a manner that is unfairly prejudicial to the interests of its members including him/her.

- iv) Minority shareholder rights can also be protected under a Shareholders Agreement. These are also common in Uganda where there are several stakeholder groups with different interests. In most cases, the provisions of this Agreement, takes precedence over what is provided for under the Articles of Association.

8. FOREIGN INVESTMENT, CAPITALISATION, RESIDENCY AND MATERIAL VISA RESTRICTIONS;

Significant barriers to entry for an offshore party;

- **Lease and ownership of land**

Non-citizens cannot own land under freehold or mailo tenure but can own a lease by virtue of the law. These may be obtained through the Uganda Land Commission and or a District Land Board.

- **Capitalization obligations;**

There are no minimum share capital requirements for company formation under the companies Act 2012. However, companies' operation in certain sectors (for example financial institutions, insurance companies and companies operating in the lotteries, gaming and betting industry) may require minimum share capital before a regulatory license is granted.

- i) **Minimum capital requirements for Banks;**

Financial Institutions are required to have a minimum capital requirements of UGX 140 billion shillings By June 2024, by virtue of the new Financial Institutions (Revision of Minimum Capital Requirements) Instrument 2022.



The minimum capital funds unimpaired by losses has to be not less than seven million five hundred thousand currency points i. e UGX 150,000,000,000/= (Uganda Shillings One Hundred and Fifty Billion) at all times.

- ii) Minimum capital requirements for non-bank financial institutions;** non-bank institutions are institutions that include a credit institution, a building society, an acceptance house, a discount house and a finance house and any other institution classified by the Central Bank as a non-bank financial institution.

The Financial Institutions (Revision of Minimum Capital Requirements) Instrument 2022 prescribes a paid-up capital of not less than UGX 20,000,000,000/= (Uganda Shillings Twenty Billion Only) invested initially in such liquid assets in Uganda for one to start up a non-bank financial institution. Such a venture is also required to have minimum capital funds unimpaired by losses at all times of not less than UGX 20,000,000,000/= (Uganda Shillings Twenty Billion Only).

A person proposing to transact business as a non-bank financial institution must have a minimum paid up cash capital of not less than One Million Two Hundred and Fifty Thousand currency points i.e., UGX 25,000,000,000/= (Uganda Shillings Twenty-Five Billion) by 30th June 2024 invested initially in such liquid assets in Uganda as the Central Bank may approve.

- iii) Micro Finance Deposit-Taking Institutions;**

Micro Finance Deposit Taking Institution means a company licensed to carry on,

engage in or transact in the microfinance business in Uganda. According to the Micro Finance Deposit-Taking Institutions (Capital Adequacy) Regulations, 2004, such institutions are obligated to maintain at all times, core capital, equal to the minimum paid-up capital requirements of UGX 500,000,000/= (Uganda Shillings five hundred million).

- iv) Insurance businesses;**

The minimum paid up capital for an insurer engaged in

- a) a non-life business is UGX 6,000,000,000/= (Uganda Shillings six billion Only)
- b) life insurance business is UGX 500,000,000/= (Uganda Shillings Five Hundred Million Only)
- c) HMO insurance business is UGX 1,000,000,000/= (Uganda Shillings One Billion Only).

"HMO" means an organization engaged in the business of undertaking liability in respect of funding health care, by way of membership.

- v) The minimum paid up capital of a reinsurer engaged in;**
- a) Non-life insurance business is UGX 9,000,000,000/= (Uganda Shillings Nine Billion Only).
 - b) Life insurance business is UGX 6,000,000,000/= (Uganda Shillings Six Billion Only).

- vi) Forex Bureaus;**

The Foreign Exchange Act 2004 prescribes a minimum paid up share capital of UGX 50,000,000/= (Uganda



Shillings Fifty Million Only) for one to start a forex bureau business.

- **ANY SPECIAL BUSINESS OR INVESTMENT VISA ISSUES;**

1. The entity would need to secure a Tax Identification Number for purposes of payment of taxes to the Uganda Revenue Authority.
2. Independent contractors take full responsibility for their taxes and must file a tax return every quarter and make quarterly tax payments.
3. By virtue of regulation 3 of the National Social Security Fund (Amendment) Act 2022 all employers are supposed to register as contributing employers.
4. There is also need to secure an investment license from the Uganda Investment Authority. Companies are required to meet the capital threshold of US\$ 50,000 for domestic investors and US \$250,000 for foreign investors.
5. According to the Uganda Investment Authority, individuals intending to engage in trade do not require a license from Uganda Investment Authority but must prove that they have access to operating capital of US\$ 100,000 before trading licenses and the recommendations for work permits can be issued by local authorities. The investment license is free of charge and is issued in 48 hours if the application meets the criteria.
6. For one to work in Uganda, one must possess a valid work permit issued from the Ministry of Internal

Affairs, under the Immigration Department. The requirements of securing a work permit differ depending on the class of work permit required.

- i) **For class A (Government & Diplomatic services);** the requirements are filling in the work permit form, attaching photocopies of the passport, 2 passport size photos, covering letter from the Embassy and supportive letter from the ministry of Foreign Affairs.
- ii) **Class A2 (government contractors);** the requirements are filling in work permit forms, 2 passport size photos, photocopies of the passport, covering letter from the organization and the line ministry, Interpol letter from home country and academic qualifications for professionals.
- iii) **Class B (investment in agriculture);** the requirements include filling the work permit form, 2 passport size photos, photocopies of passport, covering letter from the company, land title, Uganda Investment Authority license, letter from ministry of Agriculture regarding the intended agriculture venture, recommendation from LC'S or RDC's office, work plan/ Feasibility study of the project undertaken, security bond, and the Interpol letter from home country.



- iv) **Class C (Mining);** the requirements include filling work permit form, photocopies of passport, 2 passport size photos, covering letter from company, license issued by Ministry of Natural Resources, articles and memorandum of Association, supportive letter from Ministry of Natural Resources, security bond, Uganda Investment Authority license, Interpol letter from home country.
- v) **Class D (business and trade);** the requirements include filling the work permit form, covering letter from company, 2 passport size photos, photocopies of passport, company's bank statement, Uganda Investment Authority license (where applicable), article and memorandum of association, certificate of incorporation, income tax clearance, trading license, bank of Uganda certificate of remittance of US \$ 100,000, Letter of good conduct from home country/Interpol in country of origin and security bond.
- vi) **Class E; (manufacturer);** the requirements include filling in the work permit form, 2 passport size photos, photocopies of passport, cover letter from company, security bond, company documents; articles, memorandum and certificate of incorporation, investment license, bank statement, trading license, income tax clearance, and letter of good conduct from home country or Interpol in country of origin.
- vii) **Class F (professionals);** requirements include filling in the work permit forms, 2 passport size photos, photocopies of passport, covering letter, qualifications documents, registration with relevant professional agency, company documents, letter of good conduct from home country or Interpol letter from home country, and a security bond.
- viii) **Class G1 (volunteer, NGO workers, and missionaries);** the requirements are filling in the work permit form, 2 passport size photos, copies of passport, NGO certificate, criminal record report from home country or Interpol letter from home country, covering letter, appointment letter and qualifications.
- ix) **Class G2 (employees);** the requirements are filling in the employment permit form, 2 passport size photos, photocopies of passport, academic qualifications, letter of good conduct, appointment letter, covering letter from the company, proof of failure to employ a Ugandan, training opportunities for Ugandans, investment letter, income tax



clearance, articles and memorandum, trading license, security bond, company bank statement, and a certificate of incorporation. It should be noted that applicants under this category can only enter Uganda after grant and payment of their work permits.

- **ANY RESTRICTIONS ON REMITTING FUNDS OUT OF THE JURISDICTIONS (WITHHOLDINGS, ETC);**

Accountable persons are required to register with the Financial Intelligence Authority. Accountable persons include, Accountants, Lawyers, real estate agents, dealers in precious metals and gems, Trusts and company service providers, financial institutions registered under the Financial Institutions Act Cap 54 as amended, non-governmental organizations, churches and other charitable organizations.

A person entering or leaving the territory of Uganda and carrying cash or bearer negotiable instrument exceeding Uganda Shillings Thirty Million or arranging for the transfer of cash or bearer negotiable instrument exceeding Uganda Shillings Thirty Million, or the equivalent value in foreign currency should declare this to the Uganda Revenue Authority.

It is also an offence for a person to intentionally fail to notify the customs and excise department of the Uganda Revenue Authority or to intentionally file false notification regarding cross-border transportation or sending of currency or negotiable bearer instruments which exceed the

prescribed value, in accordance with section 10 of the Anti-Money Laundering Act 2013.

Accountable persons are required to report to the Financial Intelligence authority if they suspect or if they have reasonable grounds to suspect that a transaction or attempted transaction involves proceeds of crime or funds related or linked to or to be used for money laundering or terrorism financing, regardless of the value of the transaction.

A suspicious transaction is defined as a transaction which is inconsistent with a customer's known legitimate business or personal activities or with the normal business for that type of account or business relationship, or a complex and unusual transaction or complex or unusual pattern of transactions.

9. CONCLUSION;

Investments in Uganda are guaranteed under the Constitution and other commercial laws as already discussed above. The country is also a signatory to major international investment treaties and related institutions. This informs the need for any potential investor in Uganda to have a flair for the legal compliance requirements and also understand the key consideration for having a business presence in the country.