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# **BENEFICIAL OWNERSHIP DECLARATION (AFRICA)**

## **GEMRAC CONSULTING + MANAGEMENT**

**Document Reference:** Beneficial Ownership Declaration

**Prepared For:** Corporate Compliance, Financial Institutions, Regulatory Authorities,  
and Due Diligence Requirements

**Effective Date:** May 18, 2026

**Prepared By:** GEMRAC Consulting + Management

**Approved By:** Executive Management

**Review Cycle:** Annual

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# 1. DECLARATION PURPOSE

This Beneficial Ownership Declaration is issued to formally identify, verify, and disclose the ultimate beneficial owner(s), controlling person(s), and ownership structure of **GEMRAC Consulting + Management** in accordance with applicable **international compliance standards, Anti-Money Laundering (AML), Know Your Customer (KYC), Counter-Terrorist Financing (CTF), corporate governance, and financial transparency requirements.**

The purpose of this declaration is to provide a clear and accurate representation of the individuals who ultimately own, control, manage, or materially benefit from the operations, assets, transactions, and commercial activities of the company, whether directly or indirectly through shareholding, voting rights, contractual arrangements, or other forms of effective control.

This declaration further supports the company's commitment to maintaining the highest standards of regulatory compliance, ethical business conduct, transparency, risk management, and responsible corporate operations across all jurisdictions in which the company conducts business. It is intended to assist financial institutions, regulatory authorities, investors, strategic partners, compliance officers, and counterparties in conducting due diligence, onboarding reviews, and ongoing compliance assessments.

The information contained herein is provided in good faith and is intended to satisfy applicable legal, banking, investment, and international trade compliance obligations, including requirements relating to customer due diligence (CDD), enhanced due diligence (EDD), sanctions screening, source-of-funds verification, and beneficial ownership identification procedures.

This declaration may be used for:

- Banking and financial institution onboarding
- Corporate due diligence procedures
- Investor and partner verification
- Regulatory and compliance reviews
- International trade and transaction compliance
- Commercial contracting requirements
- Cross-border financial operations

## 2. COMPANY REGISTRATION

Certificate issued on: 2025-11-05



Registration No: [80034209336681](#)



THE REPUBLIC OF UGANDA  
THE COMPANIES ACT

### Certificate of Registration

(Section 253 of the Companies Act 2012)

I CERTIFY that [GEMRAC CONSULTING + MANAGEMENT CORP.](#) has this day been registered as a foreign company under the Companies Act, 2012 with the following company number [80034209336681](#)

Dated at Kampala, this 05<sup>th</sup> day of November the year 2025

UGANDA REGISTER OF COMPANIES  
SERVICES BUREAU



Signature: OCHORA BRAYAN  
*Registrar of companies*

Printed on 05:15 2025-11-05

### 3. BENEFICIAL OWNERSHIP

For purposes of this declaration, a "Beneficial Owner" refers to any natural person who ultimately owns, controls, or exercises significant influence over the company, directly or indirectly, through ownership interests, voting rights, contractual arrangements, or other effective control mechanisms.



FORM 1

Reg 3(2),7(2).

#### NOTICE OF BENEFICIAL OWNERS PARTICULARS\*

Name of Company: GEMRAC CONSULTING + MANAGEMENT CORP

Reg. No of Company: .....

To: The Registrar of Companies

The above company here by gives notice that the following person is a beneficial owner of the company.

#### PART A: DETAILS OF WHERE REGISTER IS KEPT

The register of beneficial owners of the company is kept at UGANDA, CENTRAL, KAMPALA, MAKINDYE DIVISION, NSAMBYA CENTRAL, GOGONYA ONE

#### PART B: DETAILS OF BENEFICIAL OWNERS

Date on which the person became a beneficial owner: 27/10/2025

#### PARTICULARS OF BENEFICIAL OWNER

	Full Name	NIN/Passport details	Nationality	Date of birth	Address	Postal address	Current email address	Current telephone number	Occupation
1	NEWTON ALPHONSO MEGUEL	R317171	BARBADIAN	23/02/1974	WEED ACRES IVY ROADS SAINT MICHAEL BARBADOS		info@gemrac.com	(1246)2435477	BUSINESS MAN
2	NEWTON PATRICIA CAROL-ANN	R531907	BARBADIAN	05/12/1977	WEED ACRES IVY ROADS SAINT MICHAEL BARBADOS		info@gemrac.com	(1246)2435477	BUSINESS WOMAN
3	MUSUMBA DENNIS	CM950081047GCD	UGANDAN	09/03/1995	UGANDA, CENTRAL, KAMPALA, MAKINDYE DIVISION, NSAMBYA CENTRAL, GOGONYA ONE		drraymond2011@gmail.com	(256)779346028	BUSINESS MAN
4	ADJAKO GILIAN RUWAN	R2008022	SURINAMER	15/08/1975	WEED ACRES IVY ROADS SAINT MICHAEL BARBADOS		info@grenadinesminerals.com	(256)792187350	BUSINESS MAN

#### NATURE OF BENEFICIAL OWNERSHIP OR CONTROL

	Name of beneficial owner	Nature of ownership or control the beneficial owner has in the company
1	NEWTON ALPHONSO MEGUEL	Percentage Shares: 40.00000%, Has voting rights: YES, Has right to appoint: YES
2	NEWTON PATRICIA CAROL-ANN	Percentage Shares: 40.00000%, Has voting rights: YES, Has right to appoint: YES
3	MUSUMBA DENNIS	Percentage Shares: 10.00000%, Has voting rights: YES, Has right to appoint: YES
4	ADJAKO GILIAN RUWAN	Percentage Shares: 10.00000%, Has voting rights: YES, Has right to appoint: YES

Signed by: NEWTON MEGUEL ALPHONSO  
(Director)

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## 4. BENEFICIAL OWNER DETAILS



G251023-2304



Company Form 24

Reg 29

THE REPUBLIC OF UGANDA  
THE COMPANIES ACT

**LIST OF DIRECTORS AND SECRETARY OF FOREIGN COMPANY.**

*(Under section 252 (1) (b) of the Act)*

Name of Company GEMRAC CONSULTING + MANAGEMENT CORP

Presented by: MUSUMBA DENNIS

**(a) PARTICULARS OF THE PERSONS WHO ARE DIRECTORS PARTICULARS OF INDIVIDUAL DIRECTORS**

Names (First Name and surname)	Date of Birth	Address	Nationality	Occupation	Other Directorships
MUSUMBA DENNIS	1995-03-09	CENTRAL KAMPALA NSAMBYA CENTRAL GOGONYA ONE	UGANDAN	BUSINESS MAN	
NEWTON CAROL-ANN PATRICIA	1977-12-05	WEED ACRES"IVY ROAD SAINT MICHAEL BARBADOS	BARBADIAN	BUSINESS WOMAN	
NEWTON MEGUEL ALPHONSO	1974-02-23	WEED ACRES"IVY ROAD SAINT MICHAEL BARBADOS	BARBADIAN	BUSINESS MAN	

**PARTICULARS OF CORPORATE DIRECTORS**

Corporate Name	Registered or Principal Office	Postal Address
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**(b) PARTICULARS OF THE PERSON(S) WHO IS SECRETARY**

**PARTICULARS OF INDIVIDUAL SECRETARY**

Names (first name and surname)*	Residential and postal address
ADJAKO RUWAN GILIAN	Postal Address : Street : Plot :

\*state any former first and surnames

**PARTICULARS OF CORPORATE SECRETARY**

Corporate Name	Registered Office
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Dated this 23rd day of October of the year 2025

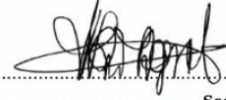
Signed: 

Director





Signed: \_\_\_\_\_



Secretary

#### Notes

- (1) "Director" includes any person who occupies the position of a director by whatever name called and any person in accordance with whose direction or instructions the directors of the company are accustomed to act.
- (2) "Christian name" includes a forename, and "surname", in the case of a peer or person usually known by a title different from his surname, means that title.
- (3) "Former Christian name" and "former surname" do not include:—
  - (a) In the case of a peer or a person known by title different from his surname, the name by which he or she was known prior to the adoption of or succession to the title;
  - (b) In the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty year; or
  - (c) In the case of married woman the name or surname by which she was known previous to the marriage.
- (4) The name of all bodies corporate incorporated in Uganda of which the director is also a director, should be given except bodies corporate of which the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary. A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other's wholly-owned subsidiaries and its or their nominees. If the space provided in the form is sufficient, particulars of other directorships should be listed on a separate statement attached to this return.
- (5) Dates of birth need only be given in the case of a company which is subject to section 197 of the Companies Act, namely a company which is not a private company or which, being a private company, is the subsidiary of a body corporate incorporated in Uganda, which is not a private company.
- (6) Where all the partners in a firm are joint secretaries, the name and principal office of the firm may be stated.



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## 5. OWNERSHIP & CONTROL STRUCTURE

The ownership and control structure of GEMRAC Consulting + Management is declared as follows:

- All disclosed beneficial owners are natural persons exercising ultimate ownership and/or effective control over the company.
- No undisclosed nominee shareholders, hidden beneficiaries, or unauthorized controlling interests exist to the best knowledge of management.
- Any intermediary entities, holding companies, trusts, or nominee arrangements connected to ownership shall be disclosed upon request.
- The company agrees to provide supporting corporate documentation upon legitimate compliance request, including:
  - Certificate of Incorporation
  - Share Register
  - Memorandum & Articles of Association
  - Director Register
  - Proof of Address
  - Identification Documents

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## 6. SOURCE OF WEALTH & SOURCE OF FUNDS DECLARATION

The beneficial owner(s) declare that the wealth, assets, capital contributions, and operating funds associated with **GEMRAC Consulting + Management** originate from lawful commercial activities, including but not limited to:

- International consulting services
- Strategic advisory services
- Trade facilitation activities
- Commodity transactions
- Infrastructure and development consulting
- Investment and project management activities
- Cross-border commercial operations

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The beneficial owner(s) further confirm that no funds associated with the company originate from:

- Money laundering activities
- Terrorist financing
- Corruption or bribery
- Fraudulent schemes
- Sanctioned entities or jurisdictions
- Organized criminal activity
- Illegal commodities or prohibited trade

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## 7. SANCTIONS & COMPLIANCE DECLARATION

The undersigned beneficial owner(s) certify that:

- They are not subject to international sanctions, restrictions, or asset freezes.
- They are not politically exposed persons (“PEPs”), unless separately disclosed.
- They have not been convicted of financial crimes, corruption, fraud, or money laundering offenses.
- The company operates in compliance with applicable international AML/CTF standards and regulatory obligations.

Compliance screening may include, but is not limited to:

- OFAC sanctions lists
- United Nations sanctions databases
- European Union sanctions lists
- UK HM Treasury sanctions lists
- Interpol and international watchlists
- Adverse media screening





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On behalf of GEMRAC Consulting + Management, the undersigned certifies that this declaration has been approved and authorized for submission to relevant counterparties, financial institutions, regulators, and compliance departments.

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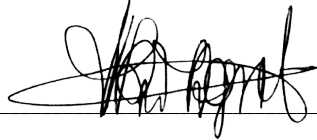
## **AUTHORISED REPRESENTATIVES**

### **GEMRAC Consulting + Management Corp**

Authorized Representative Name: **Mr. Ruwan Gilian Adjako**  
Title: DIRECTOR

Authorized Signature: \_\_\_\_\_

Date: May 19, 2026



### **GEMRAC Consulting + Management Corp**

Authorized Representative Name: **Mr. Meguel A. Newton**  
Title: DIRECTOR

Authorized Signature: \_\_\_\_\_

Date: May 19, 2026

