

Form B-5 | Application for re-registration of a public company limited by shares formed under the Special Company Act 1950

Sections 3 and 37, Myanmar Companies Law 2017

Note

If there is insufficient space on the form to supply the information required, attach a separate sheet containing the information set out in the prescribed format.

For office use only

1. Existing company details

Enter details of the company as previously registered.

Name of company in English

Name of company in Myanmar language (optional)

Existing registration number

Note: a new company registration number will be assigned upon completion of re-registration.

2. Upon re-registration the company will be a foreign company:

Yes

No

A "foreign company" means a company incorporated in the Union in which an overseas corporation or other foreign person (or combination of them) owns or controls, directly or indirectly, an ownership interest of more than thirty-five per cent.

3. Name, address and other information for each director

By signing this Application, the company affirms that the persons named below are the directors of the company.

The company attests that each person named as a Director has consented in writing to act in this capacity.

- Notes
- 1) The company must hold evidence of each director's written consent with the company records.
 - 2) Subject to the law, the company must have at least three directors, at least one of whom must be a Myanmar citizen who is ordinarily resident in the Union.
 - 3) You must provide the name and address for each director in English. You may also provide the name in Myanmar language.
 - 4) If there are more than 3 directors please submit additional pages with this Application that contain the required information.
 - 5) A copy of each director's national registration card (N.R.C) for Myanmar citizens and passport for foreign citizens must be attached to this Application.

A. First director

Full name in English (required)

Former name of this person, if applicable, in English

Full name in Myanmar (optional)

Former name of this person, if applicable, in Myanmar language (optional)

Nationality**N.R.C. (for Myanmar citizens) / Passport (for foreign citizens only)****Other nationalities, if applicable****Business occupation, if any****Gender**

Male

Female

Date of birth**Usual residential address for this director in English (required)**

Street number and street name

Unit, level, etc. (if applicable)

Quarter/City/Township

State/Region

Country

Postcode (optional)

Email address (optional, but an email is required to receive notifications)

Phone Number (optional, but a phone number is required to receive notifications)

B. Second director**Full name in English (required)****Former name of this person, if applicable, in English****Full name in Myanmar (optional)****Former name of this person, if applicable, in Myanmar language (optional)****Nationality****N.R.C. (for Myanmar citizens) / Passport (for foreign citizens only)****Other nationalities, if applicable**

Business occupation, if any

Gender
 Male Female
Date of birth
 / /
Usual residential address for this director in English (required)

Street number and street name

Unit, level, etc. (if applicable)

Quarter/City/Township

State/Region

Country

Postcode (optional)

Email address (optional, but an email is required to receive notifications)

Phone Number (optional, but a phone number is required to receive notifications)

C. Third director**Full name in English (required)**

Former name of this person, if applicable, in English

Full name in Myanmar (optional)

Former name of this person, if applicable, in Myanmar language (optional)

Nationality

N.R.C. (for Myanmar citizens) / Passport (for foreign citizens only)

Other nationalities, if applicable

Business occupation, if any

Gender
 Male Female
Date of birth
 / /

Usual residential address for this director in English (required)

Street number and street name

Unit, level, etc. (if applicable)

Quarter/City/Township

State/Region

Country

Postcode (optional)

Email address (optional, but an email is required to receive notifications)

Phone Number (optional, but a phone number is required to receive notifications)

4. Name, address and other information for secretary, if applicable

A company may have a secretary, but this is not required.

***By signing this Application, the company affirms that the person named below is the secretary of the company.
The company attests that the person named as secretary has consented in writing to act in this capacity.***

Note: 1) The company must hold evidence of the secretary's written consent with the company records.

2) A copy of the secretary's national registration card (N.R.C) for Myanmar citizens and passport for foreign citizens must be attached to this Application.

Full name in English (required)

Former name of this person, if applicable, in English

Full name in Myanmar (optional)

Former name of this person, if applicable, in Myanmar language (optional)

Nationality

N.R.C. (for Myanmar citizens) / Passport (for foreign citizens only)

Other nationalities, if applicable

Business occupation, if any

Gender

Male

Female

Date of birth

Usual residential address in English (required)

Street number and street name

Unit, level, etc. (if applicable)

Quarter/City/Township

State/Region

Country

Postcode (optional)

Email address

Phone Number

5. Registered office address (in English)

Street number and street name

Unit, level, etc. (if applicable)

Quarter/City/Township

State/Region

Country

Postcode (optional)

6. Address of principal place of business in the Union in English (if different to registered office)

Street number and street name

Unit, level, etc. (if applicable)

Quarter/City/Township

State/Region

Country

Postcode (optional)

7. Share capital

A. Total number of shares of all classes issued by the company:

B. The currency in which the company's share capital is denominated:
(MMK or USD)

C. Does the company have an ultimate holding company? Yes No

This question only applies if the company has a member which is a corporate entity.

"Ultimate holding company", in relation to a body corporate, means a body corporate that is a holding company of the first-mentioned body corporate and is itself not a subsidiary of any body corporate.

Name of ultimate holding company

Registration number (if applicable)

Jurisdiction of incorporation

D. Share capital structure

Share class code	Full title of class if not listed in the share class code table below	Total number of shares	Total amount paid on these shares (if applicable)	Total amount unpaid on these shares (if applicable)

The following are standard share codes that may be used to complete the table above. If the company will have a class of shares that does not appear in this table below please enter the full title of the class in the space provided above.

Share class code	Full title of share class
ORD	Ordinary
A	Class A shares
B	Class B shares
C	Class C shares
EMP	Employee's shares
MGM	Management shares
RED	Redeemable shares
PRF	Preference shares
REDP	Redeemable-Preference shares

8. Members

1. Number of members

A public company may have any number of members.

2. List of members

The company must attach to this Application a list of members which includes the following information:

- If the member is a natural person, provide their full legal name and address in English, nationality, N.R.C (for Myanmar citizens) or passport number (for foreign citizens), gender and date of birth.
- If the member is another entity registered in the Union (such as another company or registered overseas corporation), provide the entity name and registration number.
- If the member is an entity that is not registered in the Union (such as a non-registered overseas company), provide the entity name, registration number (if any), address, jurisdiction, and contact person information.

d) For every member, state the class and number of shares issued to that member, the total amount paid on those shares and the total amount unpaid on those shares (if applicable).

Please submit additional pages containing all required information for members with this Application.

By signing this Application, the company hereby certifies that the company has attached a true and correct list of members and attests that each person named as a member has consented in writing to act in this capacity and subscribe for the shares allotted to them.

9. Constitution

The company must attach a copy of its constitution certified by a director to this Application.

Note: If the company continues to use its existing Memorandum of Association and Articles of Association, the objects expressed in the Memorandum of Association continue to apply until the end of the transition period, unless they are removed by amending the constitution in accordance with the Myanmar Companies Law 2017. The objects will be deemed to be removed after this time unless a notice in the prescribed form (*Form I-14 | Notice of special resolution to maintain objects*) is filed with the Registrar.

By signing this Application, the company hereby certifies that the company has attached a true and correct copy of its constitution certified by a director to this form.

10. Prospectus or statement in lieu of prospectus

The company must attach a copy of its prospectus (if any) and statement in lieu of prospectus previously registered with the Registrar and certified by a director.

A. Prospectus

Has the company previously registered a copy of its prospectus (if any) with the Registrar?

Yes No

B. Statement in lieu of prospectus

Has the company previously registered a copy of its prospectus in lieu with the Registrar?

Yes No

By signing this Application, the company hereby certifies that the company has attached a true and correct copy of its prospectus (if any) and statement in lieu of prospectus certified by a director to this form.

11. Signed by authorised person

I certify that the information in this form and any document attached to this form are true and correct.

Signature: _____

Full name in English (required)

12. Lodged by

Name:
Address:

Telephone:

Email:

13. Checklist

The following must accompany this application form—

- Any additional pages required to supply the information required by this application.
- A copy of the N.R.C (for Myanmar citizens) or passport (for foreign citizens) for each director and secretary (if any).
- A copy of the company's constitution certified by a director.
- A copy of the list of members.
- A copy of the company's prospectus (if any) and statement in lieu of prospectus certified by a director.