

Form C-7A | Proposed notice to shareholders of meeting concerning share buy-back

Section 121(d), 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

Name of company

Registration number

1. General instructions

Section 121 of the Myanmar Companies Law 2017 provides that before a company may carry out certain share buy-back transactions, approval of the shareholders is required. The company must notify the shareholders of the meeting at which the vote on this approval is to take place. The proposed notice of this meeting must first be filed with the Registrar. Section 121(d) of the Myanmar Companies Law 2017 provides:

“Before the notice of the meeting is sent to shareholders and before any buy-back offer is executed, the company must lodge with the Registrar a copy of:

- (i) the notice of the meeting;
- (ii) a document setting out the terms of the buy-back offer; and
- (iii) any document relating to the buy-back that will accompany the offer or the notice of the meeting sent to shareholders.

The company must also publish in a daily newspaper circulating generally in the Union a notice of its intention to call a meeting to approve a buy-back offer and advising that the notice of meeting and associated documents have been filed with the Registrar.”

2. Attach copy of proposed notice of the meeting

3. Attach copy of the document setting out the terms of the proposed buy-back

4. Attach copy of any document(s) relating to the buy-back that will accompany the offer or the notice of the meeting sent to the shareholders

5. Procedure after filing this form with the Registrar

Section 121(e) of the Myanmar Companies Law 2017 provides that the Registrar has 28 days following the filing of this form to determine if the company may release the proposed notice of meeting to the shareholders. If the Registrar determines that the notice may be sent, or a determination is not issued within this period, then the company may send the notice of meeting and, if desired, and subject to shareholder approval, execute the buy-back.

Section 121(f) of the Myanmar Companies Law 2017 provides that the Registrar may direct the company to clarify or vary any document submitted under sub-section (d) where this is considered reasonably necessary for the protection of shareholders or creditors.

Section 121(g) of the Myanmar Companies Law 2017 provides that the Registrar may determine that the company must not enter into the buy-back offer and release the notice or meeting within the time provided by sub-section (e) if satisfied on reasonable grounds that the requirements of section 121 have not been met or for similarly significant cause.

6. Signed by authorised person

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

Name: Signature: _____

Capacity: Director Secretary

7. Lodged by

Name: Address:	Telephone:
	Email:

8. Checklist

The following must accompany this form—

- Copy of the proposed notice to shareholders of meeting.
- Copy of the document setting out the terms of the proposed buy-back.
- Copies of any additional document(s) that will accompany the offer or the notice to shareholders, if applicable.
- The prescribed filing fee.