

Annual Return

Section 97, 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. Instructions for filing the Annual Return

Section 97 of the Myanmar Companies Law 2017 provides that every company must within 2 months of its incorporation and once at least every year (but no later than 1 month after the anniversary of its incorporation) file a return of its particulars with the Registrar, which is called the Annual Return.

All companies must file an Annual Return with the Registrar. Failure to file an annual return may result in the company's registration being suspended and the company being struck off.

To complete this Annual Return, check and confirm that the company details held by the Registrar as shown on the "Myanmar Companies Online" (MyCo) Registry are complete and up to date. If any changes to the company details on the MyCO Registry are required, notify the Registrar of the changes using the applicable prescribed forms. The Annual Return cannot be filed until all particulars are accurate in the MyCO Registry and each section can be confirmed to be accurate.

Note: Public companies must send their last financial statements to the Registrar at the same time as the annual return under section 266(a) of the Myanmar Companies Law 2017 using Form G-5 | Financial statements of public company.

2. Company's name is accurate in the Registry

Yes No

If no, you must notify the Registrar of any change to the company's name prior to completing this form. To notify a change, complete Form C-2 | Notice of change of company name.

3. Names and details of director(s) and secretary of the company are accurate in the Registry

Yes No

If no, you must notify the Registrar of any change to the directors or secretary of the company prior to completing this form. To notify a change in the particulars of the directors or secretary, complete Form D-1 | Particulars of directors and secretary.

4. Registered office address and principal place of business of the company is accurate in the Registry

Yes No

If no, you must notify the Registrar of any change to the registered office address or principal place of business of the company prior to completing this form. To notify a change, complete Form C-4 | Notice of change of registered office or principal place of business.

5. The address of the place where the company's statutory registers are kept, if different from the registered office or principal place of business, is accurate in the Registry

Yes No

If no, you must notify the Registrar of any change to the address of the location of the company's statutory registers prior to completing this form. To notify a change, complete Form C-10 | Notice of location of company registers and indexes.

6. All share capital details of the company are accurate in the Registry

The share capital details of the company in the Registry must be updated to include any changes arising from:

- shares issued for cash and shares issued as fully or partly paid up otherwise than in cash
- the amount of the share capital of the company, and the number of the shares into which it is divided
- the amount called up on each share
- the total number of shares forfeited or cancelled since the date of the last return
- the names of the company's subsidiaries, holding companies and ultimate holding company, if any

Yes No

If no, you must notify the Registrar of any changes to the share capital details of the company prior to completing this form. To notify changes to the company's share capital, complete Form C-3 | Change in Share Capital or Register of Members.

7. List of members of the company is accurate in the Registry

For all companies (other than business associations and public companies), a list of all members of the company and their respective names, addresses and nationalities and shareholdings (if any) must be accurate.

In the case of a public company, the list of the top 50 members (or such other number of members if the company has less than 50 members) holding the largest number of shares in the company and their respective names, addresses and nationalities and shareholdings must be accurate.

Yes No

If no, you must notify the Registrar of any change to the members of the company. To notify changes to members, complete Form C-3 | Change in Share Capital or Register of Members.

For business associations

Attach a list of members of the association which includes the following information:

- If the member is a natural person, provide their full legal name and address in English, nationality and N.R.C (for Myanmar 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.

8. Date of the last annual general meeting of the company (if applicable)

/	/	
dd	mm	yyyy

9. All mortgages and charges granted by the company have been registered

The company must register with the Registrar any mortgages and charges required to be registered under Division 22 the Myanmar Companies Law 2017.

Yes No

If no, you must register the mortgages and charges with the Registrar as required by law. To register a mortgage or charge, complete Form H-1 | Registration of mortgage or charge.

10. The company's status as a foreign company is accurate in the Registry: 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.

If no, you must notify the Registrar whether the company has become or ceased to become a foreign company prior to completing this form. To notify the change, complete Form C-3 | Change in Share Capital or Register of Members.

11. Upon completion of this form the company will be a small company: Yes No

A "small company" means a company, other than a public company or subsidiary of a public company, which satisfies the following conditions:

(a) it and its subsidiaries have no more than 30 employees (or such other number as may be prescribed under this Law); and

(b) it and its subsidiaries had annual revenue in the prior financial year of less than 50,000,000 Kyats in aggregate (or such other amount as may be prescribed under this Law).

Note: This question does not apply to public companies or their subsidiaries, or companies established under the Special Company Act 1950.

12. Investment permits and endorsements

If the company has obtained any investment permits or endorsements pursuant to the Myanmar Investment Law 2016, please insert the permit / endorsement numbers in the table below.

Permit No.	Endorsement No.

13. Company's principal activity or activities

Company Activity Code	Company Activity Description

The following are standard company activity codes and descriptions which may be used to complete the table above.

Company Activity Codes and Description				
01 - Crop and animal production, hunting and related service activities	20 - Manufacture of chemicals and chemical products	41 - Construction of buildings	63 - Information service activities	84 - Public administration and defence; compulsory social security
02 - Forestry and logging	21 - Manufacture of basic pharmaceutical products and pharmaceutical preparations	42 - Civil engineering	64 - Financial service activities, except insurance and pension funding	85 - Education
03 - Fishing and aquaculture	22 - Manufacture of rubber and plastics products	43 - Specialized construction activities	65 - Insurance, reinsurance and pension funding, except compulsory social security	86 - Human health activities
05 - Mining of coal and lignite	23 - Manufacture of other non-metallic mineral products	45 - Wholesale and retail trade and repair of motor vehicles and motorcycles	66 - Activities auxiliary to financial service and insurance activities	87 - Residential care activities
06 - Extraction of crude petroleum and natural gas	24 - Manufacture of basic metals	46 - Wholesale trade, except of motor vehicles and motorcycles	68 - Real estate activities	88 - Social work activities without accommodation
07 - Mining of metal ores	25 - Manufacture of fabricated metal products, except machinery and equipment	47 - Retail trade, except of motor vehicles and motorcycles	69 - Legal and accounting activities	90 - Creative, arts and entertainment activities

08 - Other mining and quarrying	26 - Manufacture of computer, electronic and optical products	49 - Land transport and transport via pipelines	70 - Activities of head offices; management consultancy activities	91 - Libraries, archives, museums and other cultural activities
09 - Mining support service activities	27 - Manufacture of electrical equipment	50 - Water transport	71 - Architectural and engineering activities; technical testing and analysis	92 - Gambling and betting activities
10 - Manufacture of food products	28 - Manufacture of machinery and equipment n.e.c.	51 - Air transport	72 - Scientific research and development	93 - Sports activities and amusement and recreation activities
11 - Manufacture of beverages	29 - Manufacture of motor vehicles, trailers and semi-trailers	52 - Warehousing and support activities for transportation	73 - Advertising and market research	94 - Activities of membership organizations
12 - Manufacture of tobacco products	30 - Manufacture of other transport equipment	53 - Postal and courier activities	74 - Other professional, scientific and technical activities	95 - Repair of computers and personal and household goods
13 - Manufacture of textiles	31 - Manufacture of furniture	55 - Accommodation	75 - Veterinary activities	96 - Other personal service activities
14 - Manufacture of wearing apparel	32 - Other manufacturing	56 - Food and beverage service activities	77 - Rental and leasing activities	97 - Activities of households as employers of domestic personnel
15 - Manufacture of leather and related products	33 - Repair and installation of machinery and equipment	58 - Publishing activities	78 - Employment activities	98 - Undifferentiated goods- and services-producing activities of private households for own use
16 - Manufacture of wood and of products of wood and cork, except furniture; manufacture of articles of straw and plaiting materials	35 - Electricity, gas, steam and air conditioning supply	59 - Motion picture, video and television programme production, sound recording and music publishing activities	79 - Travel agency, tour operator, reservation service and related activities	99 - Activities of extraterritorial organizations and bodies
17 - Manufacture of paper and paper products	36 - Water collection, treatment and supply	60 - Programming and broadcasting activities	80 - Security and investigation activities	
18 - Printing and reproduction of recorded media	37 - Sewerage	61 - Telecommunications	81 - Services to buildings and landscape activities	
19 - Manufacture of coke and refined petroleum products	38 - Waste collection, treatment and disposal activities; materials recovery	62 - Computer programming, consultancy and related activities	82 - Office administrative, office support and other business support activities	

14. For private companies only – certificate confirming no invitation to the public for shares or debentures

By signing this form, the director/secretary hereby certifies for the purposes of section 97(d) of the Myanmar Companies Law 2017 that the company has not, since the date of the last return or, in the case of a first return, since the date of the incorporation of the company, issued any invitation to the public to subscribe for any shares or debentures of the company.

15. 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

16. Lodged by

Name:
Address:

Telephone:

Email:

17. Checklist

The following must accompany this form—

For business associations, a list of its members.

The prescribed filing fee.