



LINCOLN LEGAL SERVICES (MYANMAR) LIMITED

CONVENIENCE TRANSLATION - ACCURACY NOT GUARANTEED

**Government of the Republic of the Union of Myanmar
Ministry of Investment and Foreign Economic Relations
Directorate of Investment and Company Administration**

Directive No. 7/2023
1384, 12th Waning Day of Pyatho
(17 January 2023)

**Announcement that according to the Myanmar Companies Law, nominee directors are not allowed,
and company members may not be nominee shareholders**

Exercising the powers conferred by Section 462 Sub-section (a) Sub-section (2) of the Myanmar Companies Law, the Directorate of Investment and Company Administration hereby informs that it will not allow nominee directors and nominee shareholders.

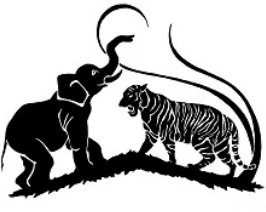
1. Regarding the powers and duties of directors in Division 18 of the Myanmar Companies Law, it is stipulated that those who direct and control the affairs of the company are considered to be directors themselves, irrespective of whether they were appointed to that position, and it is also allowed to appoint alternate directors in accordance with the law. Therefore, the appointment of nominee directors which is not in accordance with the law will not be allowed.
2. It is already provided for in the Myanmar Companies Law that shares owned by any member of the company must be submitted to the registrar for registration and entered into the register of members maintained by the company.
3. It has been observed that some countries nowadays have a system where the registration of nominee shareholders is allowed and the beneficial owner must be separately disclosed.
4. It is hereby notified that Myanmar does not allow registration in the name of such nominee shareholders and that only the person/legal entity submitted to the registrar and entered into the register of members kept by the company shall be considered to be beneficial owners. According to section 421 of the Myanmar Companies Law, anyone can view the beneficial ownership information of companies for a prescribed fee.
5. This directive shall enter into effect on the date of its announcement.

(Thant Sin Lwin)

Director General

Directorate of Investment and Company Administration

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About Lincoln Legal Services (Myanmar) Limited

Lincoln Legal Services (Myanmar) Limited provides the full range of legal and tax advisory and compliance work required by investors. We pride ourselves in offering result-oriented work, high dependability and a fast response time at very competitive prices. Please do not hesitate to contact us:

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