

LAO PEOPLE'S DEMOCRATIC REPUBLIC
PEACE INDEPENDENCE DEMOCRACY UNITY PROSPERITY

Ministry of Industry and Commerce

No: 0537/MOIC.DRME

Vientiane Capital, date: 04 May 2018

INSTRUCTIONS

On enterprise registration (individual or Entity) related to investment license or business opening license in according with the Prime Minister's Order No.02/PM, date 1 February 2018

- According to The Law on Enterprises, amend 2013
- According to Law on Investment promotion, dated 2016 (Revised Edition)./
- According to the Prime Minister's Order.02/PM, dated February 1, 2018 on improving regulations and mechanic coordination for doing business in Lao PDR.

To implement the Prime Minister's Order concerning improving and solving difficulties which relate to indicator "Starting point for doing business" for achieving objectives and unity on business registration (individual and entity) for the whole country and procedure on business registration in industry and commerce sector and investment permit or business operation permit of relate agencies is convenient, continuing, and compliance with the Prime Minister's Order aim at friendly environment doing business which contribute actively for national economic development.

The Minister of Industry and Commerce issues instruction as follow:

A. Basic principle for starting business:

The basic principles for starting business in Lao PDR as follow:

1. Every activity shall register before establishing enterprise (individual and entity) being accurate with the provision of the Law on enterprise, admend-2013, except in some activities is not necessary to register enterprise according on related laws and regulations.

Establishing enterprise (individual and entity), not determine any project in the back of enterprise establishment book.

2. After receiving the enterprise registration (individual and entity) from industry and commerce agency. Before doing business in any sector, the related enterprise shall be licensed investment or doing business with related agencies to be accurate with the determined procedures with the provision in this instrument and relate regulations

Receiving the permit for investment and doing business from relating agency which enterprise can doing business with sector that provision in the permit. Every business activities of enterprise shall comply with the relate law and regulations.

B. Registration for establishing an enterprise:

1. The management level of registration for establishing enterprise (individual and entity).

1.1 The Enterprise Registration and Management Department (Ministry of Industry and Commerce), can receive an application and enterprise legislation any type, form, kind, and sector of foreign enterprise whatever locate in any province. Except only enterprise registration which district industry and commerce in charge;

1.2 Provincial, capital industry and commerce department can receive the application letter and register for establishing enterprise any type, form, kind and sector of foreign enterprise which locates in its own province and capital. Except only the enterprise registration which district industry and commerce in charge.

1.3. District commercial and industry office can consider application and registration for establishing enterprise (individual or entity) related to cooperative according to the Decree on Cooperative-amended year 2010. For activity or individual enterprise which provincial and capital industry and commerce department assign to district commercial and industry office, shall locate in the same district.

For the case of submitting the proposal by an investor include activities under control of district and province level, the investor shall submit application for registering enterprise (individual or entity) with provincial and capital industry and commerce department, but when application to permit for conducting business shall submit application to district relate agencies for district level's control activities.

2. Set of application for registering enterprise establishment:

Set of application for registering enterprise establishment consist of:

- Set of application for registering enterprise establishment is to conduct according to mode and kind of enterprise which exiting.
- Proposal letter activities which submit for permitting investment or business conduction

Proposal letter are documents used for referring the sets of documents which submit for permitting investment or business conduction and use for referring to relate agencies to determine name of activities which comply and unify for that investment permit, create facilitation for storing and providing information to enterprise database (proposal letter form attached herewith).

Enterprise (individual and entity) that are registered for establishing business before, if want to add more activities in conducting business and investment that exclude in the proposal letter, shall submit for permitting investment or business conduction to relate agencies or one service investment directly according to procedure and condition relate regulations and shall submit the investment permit and shall send the investment permit to the authority who issue enterprise registration within the timeline that determine in 6 (c) of this instruction.

3. Inspecting set of application for registering business enterprise:

After receiving a set of application for registering business enterprise, the registration authority can inspect and give direction in only specific content scope as procedure below:

- 1). Introduce sufficiently and general accuracy on conducting set of application;
- 2). Inspect and give introduction on relate contents;
 - Name of enterprise (name compliance with law)
 - Registered capital, shareholder according to law and regulation

- Office location and contact number which may be temporary or permanent office. In case inform the temporary office, but after that enterprise have permanent office, shall propose for change the content of enterprise registration about that office location in correctly;
- Objective inform letter of enterprise (comply with each activity compare with condition which determined by law and compare with the list of activities according to LSIC.
- Investor nationalities.

For filling other contents on the form is depend on agreeing and is the investor's responsibility according to laws and regulations;

In the procedure for register enterprise establishment (individual and entity) is not allowed registration authority request any more document or inspect, but can inspect or attend inspection according to the proposal from relate agencies after finishing business registration.

4. Time schedule for issuing business registration:

From the date receiving application form for registering business enterprise, the registration authority shall issue business enterprise and seal certify the objective propose letter and give relate enterprise quickly and latest not more than 10 working days which determine at paragraph 1, Article 17 (amend) according to law on enterprise.

5. Brand establishment, state enterprise, and cooperatives:

Brand establishment, state enterprise, and cooperatives is to implement to relate laws and regulations.

6. Signing business registration

In order to registration for establishing enterprise (individual or entity) to facilitate, quickly, registration and enterprise management department, provincial and capital industry and commerce, and district industry and commerce office shall assign who have the right to sign enterprise registration at least 2 persons.

The authority sign enterprise registration shall the persons who are assigned for registration authority only and signing enterprise registration shall implement the principle for signing according to priority, if the first level absent the level second will sign. Not allowing any delay.

C. submitting application for permitting investment or business operation

1. Timeframe on submitting application for permitting investment or business operation after business registration

During 90 days from the date receiving business establishment registration (individual or entity) relate enterprise shall submit application for permitting business operation or investment with relate agencies for a certain activity as indicate in proposal letter.

When sufficient 90 days if relate enterprise cannot have permitting investment or business operation, that enterprise shall come and explain the reason to registration authority where issue business registration in 10 working days. In case, business does not come to explain or explain but not sufficient reasons, there for, the authority eliminate the issued registration as indicate in article 22 of the law on enterprise (amendment) 2013.

For re-registration after eliminating, can follow procedure which provision in this instruction.

2. Documents for enterprise registration which consist of set of application for investment or business operation.

After completing business establishment registration (individual and entity), relate enterprise can take business registration form and proposal letter that registration authority which stamp and certify (original) to submit for permitting investment or business operation with relate agencies.

For set of application that relate in each activity, relate agencies instruct in detail about form, content, and procedure on document for applying which relate enterprise.

If enterprise submit application for permitting investment or business operation without sufficient documents as indicate in this article that is not correct and relate agencies deny for considering except enterprise (individual or entity) which complete for registering enterprise as indicate in paragraph 3, 2 (b) of this instruction.

3. Submit place for permitting investment application or business operation after enterprise registration

Submit application for permitting investment or business enterprise shall implement as follow:

- Activity under list of control business shall permit business operation through one stop service investment at planning and investment sectors as control division as indicated in the list of control activity according to law on investment promotion – 2016
- Activity outside list of control shall submit application for permitting business operation with relate agencies according to conditions and procedures as indicate in relate laws and regulations.

4. content on permitting investment and business operation

Content and form investment permit shall conduct according to planning and investment agencies’ regulation. For content and form business operation permit shall conduct according to relate agencies’ regulation but shall have main contents as follow:

- Name of agency which issue business operation permit
- Name of permitted enterprise (in Lao language and foreign language);
- Enterprise code.....
- ID card who pay tax..... (If any)
- Office address.....
- List of activity which are permitted business operation
- Expire date of investment permit or business operation permit

5. Consideration timeframe for issuing investment permit or business operation permit

Consideration timeframe for issuing business operation permit shall conduct as follow:

- Activity without conditions for considering before issuing business operation permit shall be relate agencies issue permit immediately or lated not exceed 3 working days from the day receive application for permitting business operation.

- Activities with conditions for considering before issuing business operation permit shall be relate agencies issue permit latest 10 working days according to provision of paragraph 2, article 17 (amend) of law on enterprise-2013, except only relate agencies have another regulation.

Would like request relate agency determine the detail regulation (procedure for permitting, timeframe for considering, form, cost) in the activity with condition for considering before issuing business operation permit and activity with that condition shall be necessary activities as indicate 2 of article 3 (amend) law on enterprise 2013.

For consideration timeframe for issuing investment permit in the list of activity control shall conduct as indicate in law on investment promotion (amendment) 2016.

6. Document delivery regarding permit.

During 5 working days form the signed date, relate agencies issue note letter (original) for sending one to the registration authority who issued business registration for recording and providing to enterprise database center. The set of document insist of:

- Investment permit or business operation permit
- Order, notification, or instrument on canceling, withdrawal, suspension, canceling (temporal or permanent) for permitting investment and business operation.

7. The change on content for enterprise registration relate to the change on permit content

Any time which enterprise change content in enterprise registration, registration has note for certifying that change about content, give enterprise in order to propose for changing content of investment permit or business operation permit to comply with content, if any (form for certifying the change of enterprise registration content attached)

D. Enterprise management

1. After registering business establishment (individual or entity), registration and enterprise management sector shall be actively for managing business entity

(the change of content enterprise registration) according the provision of article 23 of law on enterprise, amend -2013.

2. for relate sectors which issue investment permit or business enterprise permit for enterprise shall add management method, monitor and inspecting business activities (entity) of enterprise for activity that permit according to regulation and right scope, responsibility in article 206 of law on enterprise- amend 2013

In case for breach, relate sectors shall coordinate actively for implementing measures according to the procedure that indicate in law and relate regulation. In case using measures as indicate in paragraph 2, 6 (C) shall inform enterprise registration authority which register for withdrawing activity (temporal or permanent) according to provision 2, article 206 (amend) of law on enterprise, amend-2013.

E. implementation this instruction

1. To implement the Prime Minister's Order No:02/PM, date 1 February 2018 on improving regulation and coordination mechanism for business operation in Lao PDR and this Instruction to achieve with the target and objectives. Therefore, would like to call any stakeholders for cooperating closely and implementing with compliance and on the one way.
2. Calling for cooperating with relate agencies to prepare readiness in consideration of issuing investment permit or business operation permit in manner convenience, fasting, and facilitation to business which completed for registering business establishment.
3. Registration and business management shall be active:
 - Coordinate with relate agencies for discussing and solving problem (if any) as indicated in 1.2.1 of Prime Minister Order No 02/MP for reporting high level
 - Disseminate and introduce the procedure before implementing this instruction for local and relate agencies to implement in one direction.
4. for implementing (for enterprise from the date received enterprise registration to the date this instruction enforces) can continue doing business.

For activities as stipulated on the Enterprise Registration Certificate except in case propose for changing enterprise content shall implement as this instruction.

Enterprise that receives The Enterprise Registration Certificate and has an objective to implement other condition and procedure for this instruction can also implement.

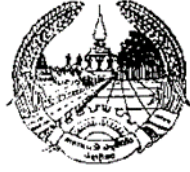
5. The implementation of this instruction is effective from 1 July 2018 by posting lao official gazette before implementing date.

Minister of Industry
and Commerce,

Khemmani PHOLSENA

To:

- The Prime Minister's Office
- The Related agencies
- Provincial and Capital Administration Office
- The Chamber of Commerce and Industry
- The Provincial and Capital Industry and Commerce Department.



LAO PEOPLE'S DEMOCRATIC REPUBLIC
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Letter of Intent

Regarding activities of Investment License and business operation License.

Activities with the propose of an Investment License and business operation license attached with the set of application for registering business establishment, date.... as follow:

Activities 1.....

Activities 2.....

Activities 3.....

.....

To notify as an evidence to the business registration authority to approve and procedure of application of an investment license or business operation license with the related agencies according to law.

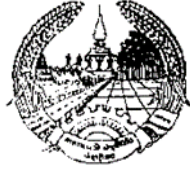
(This paragraph is used for business enterprise authority for information) – This approval letter is used for submitting application investment permit or business operation permit relate to enterprise registration, No: /, date:.... only (that enterprise registration attached herewith).

At....., date:.....

Signature:

- An Enterprise owner ... or an authorized individual (For individual enterprise)
- The Stakeholder (an authorized individual... for stakeholder enterprise
- The Stakeholder or an authorized individual (for limited company)

- Director (an authorized individual (For limited company, public and state enterprise.



LAO PEOPLE'S DEMOCRATIC REPUBLIC
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Industry and commerce sector

Registration and enterprise management part

No:...../....

At:, date:.....

Letter of Certification

Change of Content in the Enterprise Registration Certificate

To act as an evidence to certify the enterprise that submits the change of content for permitting compliance with the change content in business registration certificate (name: registration and enterprise management) issue this letter for certifying:

Enterprise (name):....., enterprise registration, No:...../, date:.....
enterprise category:..... mode or form of business:....., receiving content
change for enterprise registration date:..... as follow:

- 1.
- 2.
- 3.

For the related agencies to improve the content for permitting compliance with change of content in enterprise registration for reference doing business of relate enterprise (if any)

We hope that the related sectors shall facilitate and consider accordingly.

Head of the Organization,

