

For Listed companies and Companies to be listed

# Outline of Timely Disclosure



Yangon Stock Exchange Joint-Venture Company Limited

### -Revision History-

Version	Revision Date	Pages	Comments
1.0	22nd February, 2016	—	Newly created
2.0	14th October, 2016	Decision Disclosure Sample No.1- No.14 Occurrence Disclosure Sample No.1- No.10	Forms amended

## *Introduction*

A wide range of investors, including ordinary people, trade shares in the securities market operated by Yangon Stock Exchange. As such, it is necessary to build public confidence in the fairness and soundness of the securities market by establishing a system where issuer information (“*corporate information*”) is provided to the public in a timely and fair manner for them to make informed investment decisions.

Disclosure of corporate information consists of two different categories: disclosure of documents required by law such as prospectuses that are compiled in accordance with such laws and regulations (“*statutory disclosure*”), and disclosure of corporate information by listed companies to investors in a timely manner in accordance with YSX regulations (“*timely disclosure*”).

Timely disclosure plays a key role in the securities market. It ensures fairness by leveling the playing field for investor access to corporate information and reinforces the soundness of the securities market by preventing unfair trading by persons privy to corporate information.

As such, listed companies need to fully understand the importance of timely disclosure and appropriately develop systems for management and disclosure of corporate information.

This leaflet was prepared to provide listed companies with an outline of matters to be disclosed and the timing, method, and internal systems to be developed for timely disclosure. We hope it will help companies looking to list to develop their internal systems for timely disclosure.

We also hope that this leaflet will serve as a handy reference to listed companies in their daily management and disclosure of corporate information.

Please note that the content of this leaflet only covers the basic approach to timely disclosure. Listed companies are advised to contact us directly on specific issues.

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## Summary

### *(1) Corporate information requiring timely disclosure*

Corporate information requiring disclosure in a timely manner covers matters that have considerable impact on investment decisions, such as business, management, and performance of a listed company.

As timely disclosure of corporate information is a basis for making investment decisions, it is important to compile disclosure documents that help investors appropriately understand the corporate information and aid their judgment.

(Please refer to “Matters to be Disclosed” for specific disclosure items.)

#### **① Decisions by a listed company**

The following should be disclosed when the body responsible for business decisions at the listed company makes an important decision on its management, business, or assets, which has considerable impact on investment decisions.

- *Reason behind the decision*
- *Summary of the decision*
- *Future outlook on the decision*
- *Other matters pertinent to investment decisions*

(Please refer to “Decision Disclosure Sample” for details.)

#### **② Occurrences at a listed company**

The following should be disclosed when a matter important to the management, business, asset, or stock of a listed company, which has considerable impact on investment decisions, arises.

- *Background of the occurrence*
- *Summary of the occurrence*
- *Future outlook on the occurrence*
- *Other matters pertinent to investment decisions*

(Please refer to “Occurrence Disclosure Sample” for details.)

#### **③ Earnings information**

The following needs to be disclosed when the earnings report for the

business year or the interim consolidated accounting period is finalized.

- *Summary of earnings report*
- *Other matters pertinent to investment decisions*

Decisions and occurrences that have considerable impact must be disclosed immediately. In addition, please be advised that timely disclosure is required for a matter even if it is not clear whether it will have considerable impact at the time.

## *(2) Disclosure Timing*

Listed companies are required to immediately disclose, in accordance with YSX regulations, the content of important corporate information as and when it is decided or arises.

The timing for disclosure varies depending on the case, and should be when the decision is substantially final rather than the completion of formal procedures such as board resolutions. For decisions made by the listed company, disclosure is required at the time of the decision or resolution by the body actually executing the matter. For an occurrence due to an external factor, disclosure is required when the company learns about the fact.

In addition, earnings information must be disclosed once it is finalized.

Considering that information reaches investors very quickly, please be advised that timely disclosure should be conducted immediately after information arises, even if this happens outside YSX trading hours.

## *(3) Disclosure Flow*

The following is the flow of timely disclosure.

### **① Submission and explanation of disclosure documents to YSX**

A listed company submits a document for disclosure and explains the details to YSX.

YSX promptly confirms whether the necessary matters are included in the submitted document. YSX may request the listed company to revise the document or provide additional information for disclosure.

**② Disclosure on the YSX website**

YSX receives the final version of the disclosure document from the listed company and posts it on the YSX website. The listed company should also post the same document on its own website.

If any matter included in previous disclosure is to be cancelled, changed, or corrected, the details must be disclosed immediately after briefing YSX.

***(4) Selection of a person in charge of handling information***

A listed company must select at least one board member or person equivalent thereto as a person in charge of handling information and notify YSX of the name, title, and contact information of such persons.

A person in charge of handling information communicates with YSX regarding inquiries from YSX and disclosure of corporate information. Specifically, he/she will be the contact person at the company for YSX and will be in charge of the management and disclosure of important corporate information.

In the event of a change in a person in charge of handling information, the listed company must promptly notify YSX of the changes in the items of the notification (name, title, and/or contact information).

If you have any questions, you can contact YSX Listing Department at the followings:

Phone:+95-1-371167

EMAIL:listingdept@ysx-mm.com

FAX:+95-1-371167

## Matters to be Disclosed

### 1. Decisions

The following are the main matters defined as decisions (including those by significant subsidiaries) and the outlines of the corresponding items that should be disclosed.

A significant subsidiary refers to a subsidiary that accounts for five (5) percent or more of the consolidated sales of its business group, or five (5) percent or more of the total assets of its business group as of the end of the previous year.

Decisions	Items to be disclosed	De minimis criteria
(1) Offering of securities for subscription	<ul style="list-style-type: none"> <li>° Legal Requirements                             <ul style="list-style-type: none"> <li>- Class or name of securities</li> <li>- Number of securities</li> <li>- Offering price and, in the case of shares, par value</li> <li>- Aggregate offering amount</li> <li>- Rights attached to securities</li> </ul> </li> <li>° Method of offering (public offering, private placement, share allotment, etc.)</li> <li>° Purpose and uses of raised funds</li> <li>° Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <span style="border: 1px solid black; padding: 2px;">Decision Disclosure Sample 1</span></p>	Total paid-in amount stated in the prospectus is under 100 million Kyats



Decisions	Items to be disclosed	De minimis criteria
(2) Transfer of the company's material business to another entity or acquisition of material business from another entity	<ul style="list-style-type: none"> <li>◦ Legal Requirements <ul style="list-style-type: none"> <li>- Name and address of the other entity and, if the entity is a company, name of its managing director or CEO, its total share capital or any equivalent, and its principal business</li> <li>- Outline of the business to be transferred</li> <li>- Summary of the transfer agreement, including date of the transfer</li> </ul> </li> <li>◦ Purpose</li> <li>◦ Pricing details</li> <li>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 2</a></p>	<p>[When transferring material business]</p> <p>The ratios calculated by the formulas below are under 30% and 10% respectively:</p> <ol style="list-style-type: none"> <li>1. (Amount of transferred assets) / (Net assets as of the end of the most recent fiscal year)</li> <li>2. (Amount of decrease in sales) / (Sales as of the end of the most recent fiscal year)</li> </ol> <p>[When acquiring material business]</p> <p>The ratios calculated by the formulas below are under 30% and 10% respectively:</p> <ol style="list-style-type: none"> <li>1. (Amount of increase in assets due to acquisition) / (Net assets as of the end of the most recent fiscal year)</li> <li>2. (Amount of increase in sales) / (Sales as of the end of the most recent fiscal year)</li> </ol>
(3) Change in managing director or CEO of the company	<ul style="list-style-type: none"> <li>◦ Legal Requirements <ul style="list-style-type: none"> <li>- Name and title of the managing director or CEO</li> <li>- Date of change</li> <li>- Number of company shares owned</li> </ul> </li> </ul>	—

Decisions	Items to be disclosed	De minimis criteria
	<p>by the managing director or CEO as of the date of change</p> <ul style="list-style-type: none"> <li>- Brief academic and career history</li> </ul> <ul style="list-style-type: none"> <li>° Reason for the change</li> <li>° Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 3</a></p>	
(4) Resolution adopted at the annual general meeting (AGM) or extraordinary general meeting (EGM) of shareholders, excluding resolutions for approving the company's financial statements at an AGM	<ul style="list-style-type: none"> <li>° Legal Requirements <ul style="list-style-type: none"> <li>- Date of the meeting</li> <li>- Details of the resolution adopted</li> </ul> </li> <li>° Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 4</a></p>	—
(5) Voluntary liquidation or dissolution of the company	<ul style="list-style-type: none"> <li>° Legal Requirements <ul style="list-style-type: none"> <li>- Name of the liquidator</li> <li>- Cause of the liquidation or dissolution</li> <li>- In the case of a resolution at an AGM, EGM, or a meeting of the company's creditors, the date on</li> </ul> </li> </ul>	—

Decisions	Items to be disclosed	De minimis criteria
	<p>which the resolution was adopted</p> <ul style="list-style-type: none"> <li>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 5</a></p>	
(6) Corporate reorganization (merger, stock swap, or stock transfer)	<ul style="list-style-type: none"> <li>◦ Method of corporate reorganization (merger, stock swap, or stock transfer)</li> <li>◦ Purpose</li> <li>◦ Outline (Overview of the company, pricing details, schedule, etc.)</li> <li>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 6</a></p>	<p>&lt;De minimis criteria for merger&gt; [When surviving an absorption-type merger]</p> <p>(1) The ratios calculated by the formulas below are under 30% and 10% respectively:</p> <ol style="list-style-type: none"> <li>1. (Amount of increase in assets due to the merger) / (Net assets as of the end of the most recent fiscal year)</li> <li>2. (Amount of increase in sales) / (Sales as of the end of the most recent fiscal year)</li> </ol> <p>(2) Absorption-type merger with a subsidiary</p> <p>&lt;De minimis criteria for company split&gt; [When the company is split (transferor)] The ratios calculated by the formulas below are under 30% and 10% respectively:</p> <ol style="list-style-type: none"> <li>1. (Amount of split assets) / (Net assets as of</li> </ol>

Decisions	Items to be disclosed	De minimis criteria
		<p>the end of the most recent fiscal year)</p> <p>2. (Amount of decrease in sales) / (Sales as of the end of the most recent fiscal year)</p> <p>[When acquiring another company]</p> <p>The ratios calculated by the formulas below are under 30% and 10% respectively:</p> <p>1. (Amount of increase in assets due to company split) / (Net assets as of the end of the most recent fiscal year) and,</p> <p>2. (Amount of increase in sales) / (Sales as of the end of the most recent fiscal year)</p> <p>&lt;De minimis criteria for stock swap&gt;</p> <p>[When surviving an absorption-type merger]</p> <p>(1) The ratios calculated by the formulas below are under 30% and 10% respectively:</p> <p>1. (Amount of increase in assets due to the merger) / (Net assets as of the end of the most recent fiscal year)</p> <p>2. (Amount of increase in sales) / (Sales as of</p>

Decisions	Items to be disclosed	De minimis criteria
		the end of the most recent fiscal year) (2) Absorption-type merger with a subsidiary
(7) Stock split or reverse stock split	<ul style="list-style-type: none"> <li>◦ Stock split or reverse stock split</li> <li>◦ Purpose</li> <li>◦ Outline (ratio, number of issued shares, handling of fractional shares and odd lots, schedule, etc.)</li> <li>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 7</a></p>	Ratio is below 1:10.
(8) Dividend of surplus	<ul style="list-style-type: none"> <li>◦ Reason</li> <li>◦ Outline (base date for dividend, dividend per share, total amount of dividend, schedule, etc.)</li> <li>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 8</a></p>	Year-on-year increase in dividend per share is under 20%.
(9) Change in significant subsidiary	<ul style="list-style-type: none"> <li>◦ Legal Requirements <ul style="list-style-type: none"> <li>- Name and address of such subsidiary, name of its managing</li> </ul> </li> </ul>	—

Decisions	Items to be disclosed	De minimis criteria
	<p>director or CEO, the amount of contribution in such subsidiary's capital, and principal business of such subsidiary</p> <ul style="list-style-type: none"> <li>- Number of shares and percentage of voting rights held by the company in its subsidiary before and after the change</li> <li>- Reason for the change</li> <li>- Date of change</li> </ul> <p>° Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Decision Disclosure Sample 9</a></p>	
(10) Change in accounting standards	<ul style="list-style-type: none"> <li>- Date on which the decision to change the standards was made</li> <li>- Summary of the change (accounting standards before and after the change, reason, and schedule)</li> </ul> <p>° Matters necessary to facilitate investor understanding (e.g., impact on business)</p>	—

Decisions	Items to be disclosed	De minimis criteria
	→ Refer to <a href="#">Decision Disclosure Sample 10</a>	
(11) Reduction in the amount of capital, capital reserves or retained earnings	<ul style="list-style-type: none"> <li>- Date of the reduction</li> <li>- Amount of the reduction</li> <li>- Amount of the capital, capital reserve or retained earnings before and after the change</li> </ul> <p>° Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Decision Disclosure Sample 11</a></p>	—
(12) Gratis allotment of shares	<ul style="list-style-type: none"> <li>- Purpose</li> <li>- Summary of gratis allotment of shares</li> <li>- Schedule</li> </ul> <p>° Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Decision Disclosure Sample 12</a></p>	Ratio is below 1:10.
(13) Commercialization of new products or technology	<ul style="list-style-type: none"> <li>- Summary of new products or technology</li> <li>- Timing of commercialization</li> </ul> <p>° Matters necessary to facilitate investor</p>	

Decisions	Items to be disclosed	De minimis criteria
	<p>understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Decision Disclosure Sample 13</a></p>	
(14) Business alliance	<ul style="list-style-type: none"> <li>- Summary of the business alliance</li> <li>- Impact on business</li> <li>° Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Decision Disclosure Sample 14</a></p>	<p>The ratio calculated by the formula below is under 10%:</p> <p>(Amount of expected increase in sales for the next three fiscal years) / (Sales as of the end of the most recent fiscal year)</p>
(15) Miscellaneous	<p>Other than the matters mentioned above, any decision that might have significant impact on investment decisions and needs to be disclosed immediately.</p>	—

## 2. Occurrences

The following are the main matters defined as occurrences (including those at significant subsidiaries) and the outlines of the corresponding items that should be disclosed.

Occurrences	Items to be disclosed	De minimis criteria
(1) Change in parent company	<ul style="list-style-type: none"> <li>° Legal Requirements <ul style="list-style-type: none"> <li>- Name and address of such company, name of its managing</li> </ul> </li> </ul>	—



	<p>director or Chief Executive Officer (CEO)</p> <ul style="list-style-type: none"> <li>- Amount of the parent company's capital or the amount of contribution in its subsidiary's capital</li> <li>- Principal business of such company</li> <li>- Number of shares and percentage of voting rights held by the parent company before and after the change</li> </ul> <p>° Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 1</a></p>	
(2) Change in major shareholder	<p>° Legal Requirements</p> <ul style="list-style-type: none"> <li>- Name of the major shareholder</li> <li>- Number and percentage of voting rights before and after the change</li> <li>- Date of the change</li> </ul> <p>° Matters necessary to facilitate investor understanding (eg., impact on business)</p> <p>⇒ Refer to <a href="#">Occurrence Disclosure Sample 2</a></p>	—

<p>(3) Occurrence of or recovery from a serious disaster that affected company business</p>	<ul style="list-style-type: none"> <li>° Legal Requirements <ul style="list-style-type: none"> <li>- Date on which the disaster occurred or date of recovery</li> <li>- Place where the disaster occurred</li> <li>- Details of damages suffered and amount of insurance payment received</li> <li>- Impact on business (provide an outline if data is not available)</li> </ul> </li> <li>° Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 3</a></p>	
<p>(4) Filing or settlement of a material lawsuit claiming damages against the company</p>	<ul style="list-style-type: none"> <li>° Legal Requirements <ul style="list-style-type: none"> <li>- Date on which the lawsuit was filed</li> <li>- Name and address of the plaintiff, and, if the plaintiff is a juridical person, name of the representative person of the plaintiff</li> <li>- Summary of the complaint and the amount of damages claimed</li> <li>- In the case of settlement of a lawsuit, date on which the lawsuit</li> </ul> </li> </ul>	<p>&lt;De minimis criteria for filing&gt;</p> <p>The ratio calculated by either formula below is under 10%:</p> <ol style="list-style-type: none"> <li>1. (Amount of damages claimed) / (Net assets as of the end of the most recent fiscal year)</li> <li>2. (Amount of decrease in sales for the next three fiscal years) / (Sales as of the end of the most recent fiscal year)</li> </ol>

	<p>was settled based on judgment, compromise or otherwise, summary of the settlement, and the sum of damages payable.</p> <ul style="list-style-type: none"> <li>◦ Matters necessary to facilitate investor understanding (eg., impact on business)</li> </ul> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 4-1</a></p> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 4-2</a></p>	<p>&lt;De minimis criteria for settlement&gt;</p> <p>The ratio calculated by either formula below is under 10%:</p> <ol style="list-style-type: none"> <li>1. (Amount of settlement) / (Net assets as of the end of the most recent fiscal year)</li> <li>2. (Amount of decrease in sales for the next three fiscal years) / (Sales as of the end of the most recent fiscal year)</li> </ol>
<p>(5) Filing of a petition against the company for any compulsory liquidation, company voluntary arrangements, supervision of court, or compromise or arrangement with creditors in general or any class of creditors</p>	<ul style="list-style-type: none"> <li>◦ Legal Requirements <ul style="list-style-type: none"> <li>- Name and address of the person who filed the petition, and, if the person is a juridical person, name of its representative person</li> <li>- Date of the filing</li> <li>- Details of the petition</li> </ul> </li> <li>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</li> </ul> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 5</a></p>	<p>—</p>
<p>(6) Failure, or such likelihood, of a debtor of the company or an entity whose debt is guaranteed by the company to pay a significant amount in monetary claims</p>	<ul style="list-style-type: none"> <li>◦ Legal Requirements <ul style="list-style-type: none"> <li>- Name and address of the debtor, and, if the entity is a company, name of its managing director or</li> </ul> </li> </ul>	<p>The ratio calculated by the formula below is under 3%:</p> <p>(Amount of the company's monetary claims) / (Net assets as of the end of the most recent</p>

	<p>CEO and the amount of its capital or any equivalent,</p> <ul style="list-style-type: none"> <li>- Details of the facts that have arisen in respect to the debtor and the date on which the facts arose</li> <li>- Category, totals and details of the claims held by the company against the debtor</li> <li>- Impact on the company's business, profits or financial condition</li> </ul> <p>° Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 6</a></p>	fiscal year)
(7) Delisting of shares	<ul style="list-style-type: none"> <li>- Reason for delisting</li> <li>- Future outlook</li> </ul> <p>° Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 7</a></p>	—
(8) Revocation of license, suspension of business, or any other disposition equivalent thereto by an administrative	<ul style="list-style-type: none"> <li>- Summary of the decision by the administrative agency (name of the administrative agency and duration</li> </ul>	—

<p>agency in accordance with laws and regulations</p>	<p>of suspension of business)</p> <ul style="list-style-type: none"> <li>- Total monetary loss for the company</li> <li>- Future outlook</li> </ul> <p>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 8</a></p>	
<p>(9) Dishonor of a negotiable instrument or check</p>	<ul style="list-style-type: none"> <li>- Reason for the dishonor</li> <li>- Total balance of debt (shortage of funds)</li> <li>- Future outlook</li> </ul> <p>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</p> <p>→ Refer to <a href="#">Occurrence Disclosure Sample 9</a></p>	<p>—</p>
<p>(10) Occurrence of a matter or event that constitutes a subsequent event under applicable accounting standards</p>	<ul style="list-style-type: none"> <li>- Summary of the matter or event (date on which the matter or event occurred, etc.)</li> <li>- Total monetary profit or loss for the company</li> <li>- Future outlook</li> </ul> <p>◦ Matters necessary to facilitate investor understanding (e.g., impact on business)</p>	<p>—</p>

	<p>→ Refer to Refer to <u>Occurrence Disclosure</u>  <u>Sample 10</u></p>	
(11) Miscellaneous	<p>Other than the matters mentioned above, any matter that might have a significant impact on investment decisions and needs to be disclosed immediately.</p>	—

### 3. **Financial Information of a Listed Company**

The following items must be disclosed immediately after a listed company finalizes its annual or semi-annual financial report.

Annual financial reports must also contain the previous year performance, and semi-annual financial reports must also contain both previous year performance and performance over the same term in the previous year.

#### **<Minimum Items to be Disclosed>**

- Balance Sheet
  - Cash and Cash Equivalents
  - Current Assets
  - Non-Current Assets
  - Total Assets
  - Current Liabilities
  - Long-Term Borrowings
  - Non-Current Liabilities
  - Total Liabilities
  - Total Equity
- Income Statement
  - Sales
  - Total Revenue
  - Gross Profit
  - Profit Gain/Loss Before Expenses
  - Administrative Expenses
  - Earnings before Interest and Taxes
  - Financing Cost

- Income Tax
- Net Profit



**Regarding Public Offering (Private Placement, Share Allotment, Etc.)**

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we made a resolution regarding our public offering as follows:

## 1. Aggregate totals for the public offering

Class/name of securities:	[Ordinary Shares]
No. of securities:	[ ] shares [(subject to adjustment)]
Offering price:	[ ] Kyat – [ ] Kyat per Offered Share
Par value:	[ ] Kyat
Aggregate offering amount:	[ ] Kyat – [ ] Kyat
No. of shares per unit:	[ ] shares

Note: If the offering price and method for determining the price have yet to be determined, indicate the time schedule and method for determining the offering price.

## 2. Purpose and uses of raised funds

## 3. Tentative timetable for public offering

Note1: Provide a detailed tentative timetable for the public offering, and, if the timetable is subject to change, indicate the manner and extent of possible changes.

Note2: The following is a tentative timetable that is subject to change to facilitate procedures.

<b>Events</b>	<b>Tentative Dates</b>
Opening Date of Auction or Book Building	From [ ] YYYY
Closing Date of Auction or Book Building	To [ ] YYYY
Date of Notice to Successful Investors from Auction or Book Building	[ ] YYYY
Opening Date of Subscription	From [ ] YYYY

Closing Date of Subscription	To [ ] YYYY
Date for Allotment of Subscribed Shares	[ ] YYYY
Date for Dispatch of Notices to Successful Applicants	[ ] YYYY
Listing Date	[ ] YYYY

<Indicate any other pertinent matters, such as the existence of a lock-up provision, to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Transfer of XXX Business

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we resolved to transfer the company's XXXX business to XXXXX company as of DD MM YYYY as follows:

1. Name and address of transferee and transferor

<Transferee>

(1) Name	XXXXX
(2) Address	XXXXX, Yangon, Myanmar

<Transferee, if a company>

(1) Name	XXXXX
(2) Address	XXXXX, Yangon, Myanmar
(3) Name and Title of Representative	XXXXX XXXXX
(4) Capital	
(5) Principal Business	

<Transferor>

(1) Name	XXXXX
(2) Address	XXXXX, Yangon, Myanmar

<Transferor, if a company>

(1) Name	XXXXX
(2) Address	XXXXX, Yangon, Myanmar
(3) Name and Title of Representative	XXXXX XXXXX
(4) Capital	
(5) Principal Business	

2. Overview of material business to be transferred

- (1) Description of XXX unit
- (2) Earnings performance of XXX unit

	Unit (a)	Consolidated earnings for MM YYYY (b)	Ratio(a/b)
Revenue	***,*** Kyat	***,** Kyat	**.*%
Gross sales income	***,*** Kyat	***,*** Kyat	**.*%
Sales income	***,*** Kyat	***,*** Kyat	**.*%

(3) Assets and debts of XXX unit (as of DD MM YYYY)

Asset		Debt	
Item	Book Value	Item	Book Value
Total		Total	

3. Summary of transfer agreement

(1) Purpose

(2) Schedule

(1)	Date of resolution	DD MM YYYY
(2)	Date of contract	DD MM YYYY
(3)	Date of AGM	DD MM YYYY (scheduled)
(4)	Date of transfer	DD MM YYYY (scheduled)

(3) Transfer amount and settlement method

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Reference: Consolidated earnings forecast (disclosed on DD MM YYYY) and consolidated earnings for the previous year

	Consolidated revenue	Consolidated operating income	Net income attributable (NIA) to parent company
Earnings (for Business Year XXXX)	***,*** Kyat	*,*** Kyat	*,*** Kyat

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Appointment of New Managing Director

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we resolved to appoint a new managing director as follows:

1. Name and title of new managing director (or CEO)
2. Date of change
3. Number of company shares the new managing director (or CEO) owns as of the date of appointment
4. Brief academic and career history

Date of Birth	Education and Professional Experience
DD MM YYYY	MM YYYY Faculty of XXX, XXXX University  MM YYYY Joined XXX Company Limited MM YYYY General Manager, XXXX Department MM YYYY Director and General Manager, XXXX Department MM YYYY Senior Director in charge of XXX MM YYYY Managing Director, XXX Company MM YYYY Managing Director, XXX Company

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

**Resolution Regarding XXXX at the Annual General Meeting (Extraordinary General Meeting)**

We hereby announce that, at the annual general shareholders meeting held on DD MM YYYY, we resolved to XXXXXX as of DD MM YYYY as follows:

1. Date of meeting  
DD MM YYYY
2. Details of resolution

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )





**Regarding Reorganization (Merger, Stock Swap, or Stock Transfer with XXX)**

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided to conduct corporate reorganization (or merger, stock swap, or stock transfer with XXX) as follows:

1. Method of reorganization (merger, stock swap, or stock transfer)
2. Purpose
3. Details (Overview of the other entities involved, pricing details, schedule, etc.)

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code \_\_\_\_\_ )

Inquiries:

(Tel. \_\_\_\_\_ )

### Regarding a Stock Split (or Reverse Stock Split)

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided to conduct a stock split (or reverse stock split) as follows:

1. <Indicate either stock split or reverse stock split>
2. Purpose
3. Details (ratio, change in number of shares, handling of fractional shares and odd lots, schedule, etc.)

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code \_\_\_\_\_ )

Inquiries:

(Tel. \_\_\_\_\_ )

### Regarding Surplus Dividend

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided to distribute surplus dividend as follows:

1. Reason for distributing surplus dividend
2. Outline (base date for dividend, dividend per share, total amount of dividend, schedule, etc.)

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Change in Significant Subsidiary

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided on a change in a significant subsidiary, XXXX, as follows:

#### 1. Outline of significant subsidiary

(1) Name	XXX XXX XXXX Company Limited
(2) Address	XXXX, Yangon, Myanmar
(3) Name of Representative Title	XXX XXX XXXX Managing Director
(4) Capital	X,XXX,XXX Kyat
(5) Principal Business	

#### <If an individual shareholder>

(1) Name	XXX XXX XXX
(2) Address	XXX, XXX, Yangon, Myanmar

#### 2. Shareholding and percentage of voting rights before and after the change

	Shareholding (% of voting rights)		
	Direct ownership	Additional shares	Total
Before change (as of DD MM YYYY)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)
After change (as of DD MM YYYY)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)

\*Number of non-voting shares: \*\*\*,\*\*\*,\*\*\* shares

Number of voting shares held as of DD MM YYYY: \*\*\*,\*\*\*,\*\*\* shares

#### 3. Reason for change

#### 4. Date of change

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Change in Accounting Standards

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided to change our accounting standards as follows:

1. Date of decision to change accounting standards
2. Summary of changes (accounting standards before and after the changes, reason, and schedule)

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

**Regarding Reduction in the Amount of Capital, Capital Reserves, or Retained Earnings**

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided to reduce the amount of capital, capital reserves, or retained earnings as follows:

1. Date of reduction
2. Reduction amount
3. Total capital, capital reserves, or retained earnings before and after the change

	Total
Before change (as of DD MM YYYY)	***,***,*** Kyat
After change (as of DD MM YYYY)	***,***,*** Kyat

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )



### Regarding Gratis Allotment of Shares

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we made a decision on a gratis allotment of shares as follows:

1. Purpose

2. Summary of allotment

	Number of Shareholders
Number of shares before allotment	
Number of treasury shares not subject to allotment	
Number of shares to be allotted	
Number of shares after allotment	

3. Schedule

Notification date	DD MM YYYY
Base date	DD MM YYYY
Effective date of allotment	DD MM YYYY
New record date	DD MM YYYY

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### **Regarding Commercialization of New Products (or New Technology)**

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided to commercialize a new product or technology as follows:

1. Description of new product or technology

2. Commercialization schedule

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code \_\_\_\_\_ )

Inquiries:

(Tel. \_\_\_\_\_ )

### Regarding Business Alliance

We hereby announce that, at the board of directors meeting held on DD MM YYYY, we decided to enter into a business alliance with XXX as follows:

1. Summary of business alliance
2. Impact on business

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Change in Parent Company (or Significant Subsidiary)

We hereby announce that XXXX, our parent company (or a significant subsidiary) will no longer be our parent company (or a significant subsidiary) as of DD MM YYYY as follows:

#### 1. Overview of XXXX

(1)	Company Name	XXX XXX XXX
(2)	Address	XXX, XXX, Yangon, Myanmar
(3)	Name and Title of Representative	XXX XXX XXX Managing Director (CEO)
(4)	Capital	X,XXX,XXX Kyat
(5)	Date of Establishment	DD MM YYYY
(6)	Consolidated Net Assets	X,XXX,XXX Kyat
(7)	Consolidated Assets	X,XXX,XXX Kyat
(8)	Largest Shareholder (Percentage)	XXX XXX XXX (XX.XX%)
(9)	Principal Business	

#### <If an individual shareholder>

(1)	Name	XXX XXX XXX
(2)	Address	XXX,XXX, Yangon, Myanmar

#### 2. Shareholding and percentage of voting rights held by the company

	Shareholding (% of voting rights)		
	Direct ownership	Additional shares	Total
Before change (as of DD MM YYYY)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)
After change (as of DD MM YYYY)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)	***,***,*** Shares (**.*%)

#### 3. Reason for change

4. Date of change

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code \_\_\_\_\_ )

Inquiries:

(Tel. \_\_\_\_\_ )

DD MM YYYY

### Regarding Change in Major Shareholder

We hereby announce that there were changes in a major shareholder on DD MM YYYY as follows:

#### 1. Overview of shareholder

(1)	Name	XXX XXX XXXX Company Limited
(2)	Address	XXXX, Yangon, Myanmar
(3)	Name and Title of Representative	XXX XXX XXXX Managing Director
(4)	Capital	X,XXX,XXX Kyat
(5)	Principal Business	

#### <If an individual shareholder>

(1)	Name	XXX XXX XXX
(2)	Address	XXX, XXX, Yangon, Myanmar

#### 2. Shareholding and percentage of voting rights before and after change

	Shareholding (% of voting rights)		
	Direct ownership	Additional shares	Total
Before change (as of DD MM YYYY)	***,***,*** shares (**.*%)	***,***,*** shares (**.*%)	***,***,*** shares (**.*%)
After change (as of DD MM YYYY)	***,***,*** shares (**.*%)	***,***,*** shares (**.*%)	***,***,*** shares (**.*%)

\*Number of non-voting shares: \*\*\*,\*\*\*,\*\*\* shares

Number of voting shares as of DD MM YYYY: \*\*\*,\*\*\*,\*\*\* shares

#### 3. Reason for change

#### 4. Date of change

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Occurrence of or Recovery from XXX (Serious Disaster)

We hereby announce that we incurred damages from XXX as follows:

1. Date on which disaster occurred (or ceased)
2. Summary of damages incurred and sum of insurance payment received

We suspended operations at our factory as a result of the severe damages inflicted by XXX on the following assets:

Name of assets (location)	Description of assets	Estimated loss (million Kyat)
( )		XXX,XXX
( )		XXX,XXX

\*If details are not available at the time of preparation, provide a brief summary of the damages, and then provide updates as information becomes available.

3. Future outlook

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Reference: Consolidated earnings for the previous year

	Consolidated revenue	Consolidated operating income	Net income attributable (NIA) to parent company
Earnings for the previous year (Business Year XXXX)	***,*** Kyat	*,*** Kyat	*,*** Kyat



Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Filing of a Material Lawsuit against the Company

We hereby announce that a claim for damages was filed against us on DD MM YYYY as follows:

1. Date of filing

2. Overview of plaintiff

(1)	Name	XXXX XXX XXX Company Limited
(2)	Address	XXXXXX, Yangon, Myanmar
(3)	Name of Representative	XXX XXX XXX

3. Summary of complaint and claimed damages

(1) Details of complaint

(2) Sum of claimed damages

\*\*\*,\*\*\*,\*\*\*,\*\*\* Kyat

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Reference: Consolidated earnings for the previous year

	Consolidated revenue	Consolidated operating income	Net income attributable (NIA) to parent company
Earnings for the previous year (Business Year XXXX)	***,*** Kyat	*,*** Kyat	*,*** Kyat

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Settlement of a Lawsuit

We hereby announce that the lawsuit on compensation for damages that XXXX filed against our company was settled on DD MM YYYY as follows:

1. Date of settlement (judgment, compromise, or otherwise)

2. Overview of plaintiff

(1)	Company name	XXX XXX XXX
(2)	Address	XXXXX, Yangon, Myanmar
(3)	Name and title of Representative	XXX XXX XXX

3. Summary of settlement and sum of damages payable

(1) Details of settlement

(2) Sum of damages payable

\*\*\*,\*\*\*,\*\*\*,\*\*\* Kyat

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Reference: Consolidated earnings for previous year

	Consolidated revenue	Consolidated operating Income	Net income attributable (NIA) to parent company
Earnings for the previous year (Business Year XXXX)	***,*** Kyat	*,*** Kyat	*,*** Kyat

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Filing of Petition against the Company

We hereby announce that a petition for compulsory liquidation (company voluntary arrangements, supervision of court, or compromise or arrangement with creditors in general or any class of creditors) has been filed against us as follows:

1. Name and address of plaintiff (or name of its representative)
  
2. Date of filing
  
3. Details of the petition
  
4. Balance of debt (as of DD MM YYYY)  
\*,\*\*\*,\*\*\*,\*\*\*,\*\*\* Kyat
  
5. Future outlook

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

**Regarding Failure (or Such Likelihood) of XXX or a Debtor to  
Pay a Significant Amount in Monetary Claims**

We hereby announce that XXX (a debtor) has failed (or is likely to fail) to pay a significant amount in monetary claims. As such, we are filing for liquidation of said company as follows:

1. Overview of debtor

(1)	Name	XXX XXX XXX
(2)	Address	XXXXX, Yangon, Myanmar
(3)	Name of Representative	XXX XXX XXX
(4)	Capital	X,XXX,XXX Kyat
(5)	Principal Business	

2. Details of facts that have arisen in respect to the debtor and dates on which the facts arose

3. Categories and total of claims against XXXX

Category of claim	Amount	Ratio per gross asset
Receivables	** ,*** ,*** ,***Kyat	XX. X%
Accounts receivables	** ,*** ,*** ,***Kyat	XX. X%
Loan receivables	** ,*** ,*** ,***Kyat	XX. X%
Total	** ,*** ,*** ,***Kyat	XX. X%

4. Impact on the company's business, profit, or financial condition

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Reference: Consolidated earnings for the previous year

	Consolidated revenue	Consolidated operating income	Net income attributable (NIA) to parent company
Earnings for the previous year (Business Year XXXX)	*** ,*** Kyat	* ,*** Kyat	* ,*** Kyat

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )



### Regarding Delisting of Shares

We hereby announce that we were notified of the delisting of our shares from Yangon Stock Exchange on DD MM YYYY. Details are as follows:

1. Reason for delisting
2. Future outlook

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

**Regarding Revocation of License (Suspension of Business, or any other Disposition Equivalent thereto) under XXX Laws and Regulations by XXX (an Administrative Agency)**

We hereby announce that we have been notified of the revocation of our license (suspension of our business, or any other disposition equivalent thereto given) under XXX laws and regulations by XXX (an administrative agency) as follows:

1. Summary of decision by administrative agency (name of administrative agency and duration of suspension of business)
2. Total monetary loss for the company
3. Future outlook

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )

### Regarding Dishonor of a Negotiable Instrument (or Check)

We hereby announce that a negotiable instrument (or check) has been dishonored as follows:

1. Reason why the negotiable instrument (or check) was dishonored
2. Total debt (or shortage of funds) linked to said case of dishonor
3. Future outlook

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code \_\_\_\_\_ )

Inquiries:

(Tel. \_\_\_\_\_ )

**Regarding Occurrence of XXX (a Matter or an Event), which Constitutes a Subsequent Event under Applicable Accounting Principles**

We hereby announce that we face XXXXX, which constitutes a subsequent event under Myanmar Financial Accounting Standard as follows:

1. Summary of matter (or event)
2. Total monetary profit or loss for the company
3. Future outlook

<Indicate any other pertinent matters to help investors sufficiently understand company information and make sound judgment.>

Signature

Company Seal

Company Name:

Name of Representative:

(Code )

Inquiries:

(Tel. )