

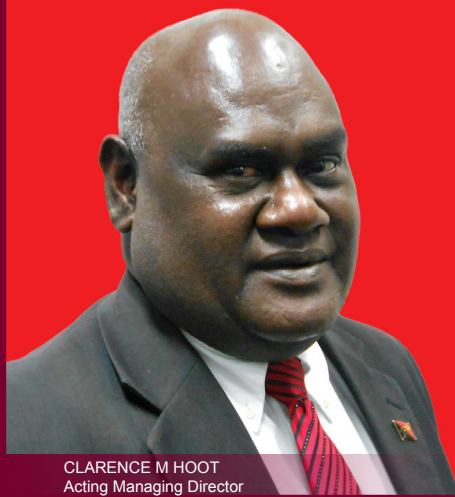


Opportunity

Issue 1 - January 2018

Business News, reviews and overviews from the IPA

MD's INBOX



CLARENCE M HOOT
Acting Managing Director

Welcome to the first issue of E Opportunity for 2018.

2018 definitely marks an important and significant year for Papua New Guinea as the country braces itself to hosting the biggest international meet ever – the APEC!

The IPA has been playing a supportive and participatory role whilst in close collaboration with the Government through the PNG APEC Authority.

On that note, the IPA and the Intellectual Property Office of PNG, a division of the authority will be playing host to two important sub group meetings that come under the APEC structure towards the end of next month; the Investment Expert Group (IEG)

and the Intellectual Property Expert Group (IPEG).

Besides APEC being a focus for us this year, the IPA will continue to roll out its work programs at the regulatory and promotions front. (Read more inside). Our awareness program and spot inspection exercises are among some of the key programs we look forward to delivering within the course of the year.

Please read on our other stories and our regular features to keep yourself informed on the updates on business and investment issues in the country.

Clarence M. Hoot
Acting Managing Director

IN THE NEWS

Acting MD Clarence Hoot says the IPA is poised for another busy year in terms of business and service delivery.

Mr Hoot gave this remark whilst outlining IPA's key programs for 2018 during an interview with EMTV news at the IPA head office in Port Moresby recently.

Among these include the 2017 Audit Report to Government which has seen timely deliveries in recent years. This has made IPA one of few government organizations that provide fully audited reports to government.

Mr Hoot also mentioned a review of the 2015-2017 Strategic Plan before the next three year plan is penned out whilst an organizational restructure is forthcoming.

One of the biggest tasks ahead of the IPA is the establishment of a separate office for the Securities Commission of PNG follow-

IPA boss signals another busy year for the Authority

ing the passing of the new laws. It is currently operating under the IPA as a division. "The aim is for the structure to be aligned to the new law and be responsive to the current trend and demand in the Securities market," said Mr Hoot.

Mr Hoot said the Online Registry System which remained a key priority of the IPA would soon be available via cloud. This would greatly address system outages and will be done under the current MOU partnership between the authority and the Asian Development Bank.

Other programs this year include a review of the National Investment Policy (NIP) 1 and 2 as well as a review of the IPA Act and Regulation. The act covers the Cottage Business Activities List or referred to in the SME Policy as the Reserved Activities List. Mr Hoot added a nationwide consultation will be conducted on the review of the act.

Meantime, work on the promotions front will continue with awareness and spot inspection exercises to be rolled out at respective provinces to be made known during the course of the year.



Acting MD Clarence Hoot speaking during an interview with EMTV news journalist Meriba Tulo at the IPA Boardroom.

More news stories next page.....

Tips & Traps

The importance of registering your Business Name

Some important pointers on why a Business Name must be registered before conducting an activity under a name.

- Under the Business Name Act it is an offence for any person to conduct business activity using a name other than their own.
- If a business, other than a person's own name is used to conduct a business activity, the same must be registered with the Registrar as failure would amount to an offence.
- It is important for the owner to have the

name registered because a name goes along with good will and it has a property in itself.

- When one registers a Business Name that name belongs to him/her therefore no one else can use that name.
- A business name must be renewed every year.
- Registration of Business Name is K150 online and K200 offline.

Work in progress for creation of a new entity says Hoot

Work has progressed on the review of the Association's Act and the creation of a new entity type.

IPA acting managing director Mr Clarence Hoot said in an interview the Association Act dates back to 1960 and does not reflect the current situation.

Mr Hoot said: "This is the act that covers the registration and operations of NGO's and needs to be updated so that NGO's can have some reporting system on their activities and the resources going into their operations.

He said an addition to that will be the creation of a new Act which will cater for the registration of a new entity type.

Mr Hoot further elaborated the new entity type will cover businesses already in the informal sector before they graduate into the formal sector.

"I'm happy that work has progressed on this one," he said.



The IPA is well underway into its preparations on the hosting of various meetings as lead up to the first Senior Officials Meeting in March in Port Moresby.

Given the roles and functions of the IPA, the Authority will be hosting two separate meetings inclusive of the Intellectual Property Experts Group (IPEG) and the Investment Experts Group (IEG).

IPEG will be hosted by the Intellectual Property Office of PNG, a Division with the IPA and IEG will be hosted and co-chaired by the Acting Managing Director of IPA.

In our next edition of The Opportunity we will zoom in to the specific discussions and topics under the IPEG and the IEG.

In the meantime, below are the dates for the upcoming meetings leading up to the first Senior Officials meeting;

- 25th February - IPEG Workshop on Trademark-Infringement Determinations in a Border Enforcement Context
- 27th February - IPEG Workshop on Trademark-Infringement Determinations in a Border Enforcement Context
- 28th February- IPEG Intellectual Property Rights Experts' Group Meeting
- 3rd March - IEG Investment Experts' Group Meeting
- 4th March - IEG Investment Experts' Group Meeting
- 4th March - CTI Committee on Trade and Investment Meeting
- 8th March - SOM1 First Senior Officials Meeting.



Office of the Registrar of Companies

PUBLIC NOTICE - NEW FEES

The Office of the Registrar of Companies hereby wishes to advise all its valued clients and the general public that there has been an overall change in the lodgement fees for forms required by its office.

Please take note that the Investment Promotion Authority has started enforcing these new fees as of the 4th JANUARY 2016. The following table contains the new fees which effectively supersedes any previous publications as well as any previous formal correspondences issued on this matter:

COMPANIES FEES					
FORMS/ DESCRIPTIONS	NEW FEES		FORMS/ DESCRIPTIONS	NEW FEES	
	ONLINE	OFFLINE (Over the counter)		ONLINE	OFFLINE (Over the counter)
Form 1 Registration of a new Local Company	400	500	Form 57 Objection to a Company Reinstatement Application	50	100
Form 6 Company Name Reservation	50	100	Form 46 Application to register an Overseas Company	450	950
Form 7 Application for change of Company Name	50	100	Form 46A Application to Reservation of Overseas Co Name	50	100
Form 9 Adoption/ Alteration of Local Company Constitution	100	150	Form 48 Notice of change of Overseas Company Name	50	100
Application for Extension to Hold Annual Meeting	100	150	Form 49 Notice of Change of Overseas Co Constitution	50	100
Form 22 Local Exempt Company Annual Return	250	300	Form 50 Notice of Change of Directors of Overseas Co	150	200
Form 22 Local Reporting Company Annual Return	300	500	Form 51 Notice of Change of Principal Place of Business	150	200
Form 54 Application to change Balance Date	50	100	Form 53 Notice of Cessation of Business by Overseas Co	50	100
Form 33 Application for Amalgamation	1,000	1,500	Form 52 Annual Return of an Overseas Company	750	1,000
Application to the Registrar to Exercise Powers	1,000	1,000	For inspection/Production/Certification - Sec 398(3)	50	50
Form 55 Application for Reinstatement of a Removed Co	2, 500	3,000	For Certified copy of Extract	100	100
Form 56 Notice of Intention to Reinstatement a Removed Co	50	100			

Other Fees for Companies		
FORMS/ DESCRIPTIONS	NEW FEES ONLINE	OFFLINE (Over the counter)
Fees for ALL other forms/ business services that are currently charged at K25 are increased.	50	100
For a submission of any document for which a fee is not otherwise prescribed.	100	100
For an act done by the Registrar under the Act or the Regulation for which a fee is not elsewhere prescribed.	100	100
For an application for exemption by an overseas company from onshore reporting	400	500
For an application for change of currency under the ASBD2	200	300
For an application or request for which a fee is not elsewhere prescribed.	100	100

LATE LODGEMENT FEES FOR COMPANIES LATE FEES for all company forms/business services will be applied in the following manner:		
FORMS/ DESCRIPTIONS	NEW LATE FEES ONLINE	OFFLINE (Over the counter)
For any other documents if submitted later than one month after the expiration of the prescribed time	200	200
For an annual return of a local company submitted later than one month after the expiration of the prescribed time	1,000	1,000
For an annual return of an overseas company if submitted later than one month after the expiration of the prescribed time	1,000	1,000

BUSINESS NAMES FEES		
FORMS/ DESCRIPTIONS	NEW FEES ONLINE	OFFLINE (Over the counter)
Form 1 Application for Registration of a Business Name	150	200
Form 3 Amendments to Business Names Details	25	50
Form 4 Renewal of a Business Name	150	200
Form 5 Notice of Cancellation	50	100

Note:

According to the *Business Name Act 2014*, Section 9(1), Business Names renewals will be done every year commencing in 2016 onwards. However, Business Names currently registered in 2015 will continue to operate until after the third year, then annual renewal will begin.

Authorized by

HARRIET KOKIVA
A/Registrar of Companies



Know about Intellectual Property

In our bid to create more awareness on Intellectual Property (IP) matters, this section contains basic information on IP and IP Rights. In our previous issue we explained what a Trademark is and what their qualities and values are. Very briefly, a Trademark is a distinctive sign that identifies certain goods or services produced or provided by an individual or company.

So what characteristics should a trademark have?

There are basically two main characteristics for a trademark: It must be **distinctive** and it **should not be deceptive**.

Therefore a formal definition of the term trademark could be;

"A trademark is a sign that individualizes the goods of a given enterprise and distinguishes them for the goods of its competitors."

A trademark may consist of words, designs,

letters, numerals or packaging, slogans, devices, symbols, etc.

It is necessary to say that a service mark is similar to a trademark, differing only in that the latter protects goods, while the former protects services. Generally speaking, the term trademarks includes both trademarks and service marks.

Below are examples of Trademarks;



Source: Information materials from the Distant Learning course offered by the World Intellectual Property Organisation (WIPO) have been used to develop articles in this section.

OPPORTUNITY KNOCKS

Hydro power project seeks investment partner

An opportunity to invest in a hydro power project sits in the Kundiawa area of Simbu Province.

Project proponent is Kair Engineering Limited a wholly national owned company who is seeking a joint venture partner whether local or overseas.

The company commenced business in December 1994 and in its endeavor to expand its operations had resulted in it initiating pre

feasibility studies on a number of rivers in Simbu.

Kair Engineering is waiting to take off the ground an MOU it had signed with the government through national power supplier PNG power in May 2014. This was endorsed by PNG Government through the National Executive Council in April the following year in 2015.

According to Kair Engineering the company engaged Anhui Technology of the People's Republic of China to conduct a full design feasibility study to progress the project. The study had found Waghi River the best option considering the potential it had to generate over 1000MW of hydro power.

For further information, you may contact kairengineering44@gmail.com, daroa@ipa.gov.pg or hbae@ipa.gov.pg

LEGAL UPDATE

What do the Changes to the Companies Act mean?

The changes also provide for a much clearer process of filing annual returns. This means the filing date will

be linked to the company's first annual meeting.

This brings Papua New Guinea in line with the procedures of other countries around the world.

Silomco – a potential oil palm development project in East and West Sepik provinces seeks partner

Local company, Silomco Limited seeks a Joint Venture partnership to develop a potential oil palm project.

The project is located in Wewak, East Sepik Province to Telefomin (Headwagi area) in the West Sepik Province and the project proponent is seeking an investment value of K2 million (USD\$620 million) for this project which holds potential in growth.

The total amount of land proposed for cultivation and associated infrastructures is 450,000 hectares while a further 150,000 can be made available for other agricultural, livestock and forestry developments.

The Silomco Project recognizes food security as an important goal to strive for and this

project aims to address this issue amongst others. The business plan involves a core asset of 50,000 hectares as the central plantation while 350,000 hectares will be sub-divided into Smallholder Blocks of 7 hectares each (50,000 blocks). The remaining 50,000 hectares will be reserved for all other associated and complementary infrastructures such as a road network, an airstrip, a township with associated amenities and buffer zones including conservational areas and parks. It is expected to have up to 40 Milling Plants, several refineries and a bio-fuel processing plant.

The project proposes to construct a main highway of up to 120 kilometers connecting Aitape where a sea-port (wharf) will be built to take delivery of incoming goods and shipment of finished products to markets. The project proponents are seeking for potential developers with the technical capabilities and financial capacity to discuss options under a Joint Venture arrangement in developing this project.

For further information please contact the following via email sunset4216@gmail.com, or Mr Kamis Yalakun (Acting Manager – Investment Promotion Unit, IPA, Tel: 308 4531 and email kyalakun@ipa.gov.pg).

Removal of a Local Company from the Registry

Question:

I am the owner of a locally registered company but no longer want my company to operate, therefore want to have it removed from the IPA registry. How do I go about doing that?

Answer:

Under the Companies Act you are required by law to complete and lodge **Form 45 'Request to Remove Company from Register'**. The form gives guidance as to who can be authorized to make the application – be it a shareholder, director or a person permitted by the constitution.

Form 45 should be accompanied by two important supporting documents, unless the Registrar agrees otherwise;- a.) **Written notice from the Commissioner General of IRC stating that the Commissioner has no objection to the company being removed from the register** and b.) **A copy of the special resolution of shareholders.**

Don't forget that copies of Notice of Removal publicized in one of the daily papers and the National Gazette respectively which normally provides a one month objection period should be attached together with the above mentioned.

It is also important to note that any outstanding annual returns must be filed before the company is removed from the register.

The fee for lodging Form 45 is K50 if done online and K100 at the counters.

Do you have a general question about the regulatory side of running a business or have a query on investment promotion, Intellectual Property rights or wish to know more on Securities? If so, email your question to: [click](#)



We will publish a selection of questions and our answers in each issue of Opportunity.

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