

Companies Act 1997
Form 22
Annual return

Section 215(1)

Notes: The information on this form must be either typewritten or printed legibly in BLOCK letters

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.

Place barcode here

Company name

Company number

1. Date of annual return

This must be a date within the month allocated by the Registrar for filing your annual return.

2. Date of the annual meeting held or deemed to be held

3. Addresses

There are no changes in addresses (tick this box if applicable and skip to item 4).

If there are changes to any addresses, provide the current information below.

Address of registered office

Provide the suburb, street name and number, or allotment and section number. The district and province must be stated. If at the premises of a firm or in a building the particulars must be provided. A PO box is not allowed. A village address is insufficient.

District and Province:

Address for service

The address for service is the same as the registered office address

or

The address for service is set out below.

Provide the suburb, street name and number, or allotment and section number. The district and province must be stated. If at the premises of a firm or in a building the particulars must be provided. A PO Box is not allowed. A village address is insufficient.

District and Province:

Address for communications

This is the address to which communications from the Registrar will usually be sent.

District and Province:

4. Email address

This is the address which to which communications from the Registrar will be sent. An email is required in order to use the on-line filing services.

Email:

5. Directors

Instructions for completing director information

1. If there are more than five existing directors please attach a separate sheet containing the information set out in the prescribed format. All names should be set out in BLOCK letters.
2. If there has been a change in directors (appointment or cessation) or a change in the details of an existing director, form 16 must be submitted together with this annual return.
3. The following persons are confirmed as the directors of the company as at the date of the annual return:

Full legal name:

Date of birth:

Full legal name:

Date of birth:

Full legal name:

Date of birth:

Full legal name:

Date of birth:

Full legal name:

Date of birth:

6. Shareholders

The following information relates to the shareholders of the company as at the date of the annual return.

If the company is subject to a listing agreement with a stock exchange or has 100 or more shareholders then this item 6 is not required to be completed, but in such case a form 23 shall be submitted together with this annual return in respect of the ten (10) largest shareholders.

Is the company submitting a form 23? Yes No

Instructions for completing shareholder information

1. If there has been a change in shareholders (new share issuance or share transfer), then submit either form 10 or form 13, as applicable, with this annual return.
2. If there are more than four shareholders please attach a separate sheet containing the information set out in the prescribed format. All names should be set out in BLOCK letter format.
3. If the shareholder is a natural person, provide their first name followed by their surname. If the shareholder is a registered entity (such as another company) provide the entity name and registration number. If shares are jointly held, provide the particulars of each shareholder within a single box below.
4. If the shareholder is a natural person, provide their residential address. No address information is required if the shareholder is a registered entity.

Number of shares:	Date(s) of Birth:
Name(s) of shareholder(s):	Gender(s):
Registration number (if the shareholder is another registered entity):	Nationality(ies) of shareholder:
Address(es)(f the shareholder is a natural person):	

Number of shares:	Date(s) of Birth:
Name(s) of shareholder(s):	Gender(s):
Registration number (if the shareholder is another registered entity):	Nationality(ies) of shareholder:
Address(es)(f the shareholder is a natural person):	

Number of shares:	Date(s) of Birth:
Name(s) of shareholder(s):	Gender(s):
Registration number (if the shareholder is another registered entity):	Nationality(ies) of shareholder:
Address(es)(f the shareholder is a natural person):	

Number of shares:	Date(s) of Birth:
Name(s) of shareholder(s):	Gender(s):
Registration number (if the shareholder is another registered entity):	Nationality(ies) of shareholder:
Address(es)(f the shareholder is a natural person):	

7. Class of shares

Is there more than one class of shares for this company?

Yes No

If yes, attach a separate sheet that sets out the particulars of the different classes of shares.

8. Secretary

If the company has a secretary, provide their name below. The Applicant attests that the person(s) shown as secretary has consented to act in this capacity.

If there has been a change in secretary (appointment or cessation) or a change in the details of an existing secretary, form 21 must be submitted together with this annual return

Note | If there is more than one secretary please attach a separate sheet containing the information set out in the prescribed format. All names should be in BLOCK letter format.

Full legal name:

Residential address:

Postal Address:

Nationality:

Email address:

9. Audit Requirement

Since the last annual return or, in the case of the first annual return of a company incorporated under this Act, since the date of registration, the company's financial statements were required by this Act to be audited.

Yes
 No

If the answer is "yes" then—

a) Provide the name and address of the auditor:

Name of Auditor:

Postal Address:

b) Submit a certified copy of the appropriate financial statements pursuant to Section 215(3) of the *Companies Act 1997* together with this annual return.

10. Solvency Test

The company satisfies the solvency test.

Yes
 No

11. Employees

Total number of full-time employees working for the company in Papua New Guinea that are citizens of Papua New Guinea as of the date of this annual return:

Total number of part-time employees working for the company in Papua New Guinea that are citizens of Papua New Guinea as of the date of this annual return:

Total number of full-time employees working for the company in Papua New Guinea that are not citizens of Papua New Guinea as of the date of this annual return:

Total number of part-time employees working for the company in Papua New Guinea that are not citizens of Papua New Guinea as of the date of this annual return:

12. Business Activity

The following is the principal activity of the company.

- | | | | |
|---|---|--|---|
| <input type="checkbox"/> Agriculture | <input type="checkbox"/> Manufacturing | <input type="checkbox"/> Distribution | <input type="checkbox"/> Retail |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Fisheries | <input type="checkbox"/> Tourism | <input type="checkbox"/> Mining |
| <input type="checkbox"/> Fisheries | <input type="checkbox"/> Statutory company | <input type="checkbox"/> Construction | <input type="checkbox"/> Oil and gas |
| <input type="checkbox"/> Entertainment/catering | <input type="checkbox"/> Telecommunication | <input type="checkbox"/> Professional & other services | <input type="checkbox"/> Transportation |
| <input type="checkbox"/> Financial Institution | <input type="checkbox"/> Information technology | <input type="checkbox"/> Other | |

13. Declaration and authorised signature

The annual return must be signed by a director or a person authorized by the Board to submit the annual return.

By signing this annual return, the signor declares that the company’s board of directors adopts the contents of this annual return, and all information on this form is true and correct, and any document submitted with this form is a true and correct copy of the original document.

Signature of Director:

Full Name

Print name in BLOCK letters

13. Lodged by

Name:

Address:

.....

.....

Other contact details:

Telephone:

Email (optional):

14. Checklist

- If any changes have occurred in respect to the particulars of directors, shareholders or secretaries, applicable forms must be submitted with their respective fees all together with this annual return.
- For an exempt local company annual return, applicable fee is **K300** and must be paid. An annual return for such exempt company may be alternatively lodged **online** for a relieved fee of **K250**.
- For a local reporting company, respective year’s financial statements must be attached and an applicable fee of **K500** paid. An annual return for such reporting company may be alternatively lodged **online** for a relieved fee of **K300**.
- In line with the above, for every annual return submitted by an **exempt local company** over the counter (or in paper form) after one (1) month from the company’s annual return filing month, the fee is **K1,300** in total.
- For every annual return submitted by a **local reporting company** over the counter (or in paper form) after one (1) month from the company’s annual return filing month, the fee is **K1,500**.
- All payments must be made either by way of BANK CHEQUE payable to the REGISTRAR OF COMPANIES or by direct deposit into the Investment Promotion Authority (IPA) bank accounts only using the IPA customised deposit forms. For documents posted, general Mail Order does not apply in all IPA lodgements.
- All applicable data fields fully completed.
- Financial statements must be attached for all reporting companies including overseas companies.
- For all exempt companies a resolution per Sec 171(1)(b)(ii) must be attached.