

Request letter to reserve an enterprise's name

- In accordance with the National Enterprise Law number 11/NA, dated November 9, 2005
- In accordance with the Agreement on the creation and the activities of the Enterprises Registration Office number 0225/OK, dated February 14, 2006;

I, as the shareholder of the limited sole company (that is being created), would like to request from the Enterprise Registration Office to consider the registration of the following enterprise names, listed by priority order:

First enterprise's name

- In Lao: **“Honghien Nana Xad Vientiane”**
Abbreviation: **“.....”**
- In English (if available): **“Vientiane International School”**
Abbreviation: **“V.I.S”**

Second enterprise's name

- In Lao:
Abbreviation:
- In English (if available):
Abbreviation:

Third enterprise's name

- In Lao:
Abbreviation:
- In English (if available):
Abbreviation:

Therefore, this letter is being addressed to the Enterprise Registration Office for appropriate consideration.

Vientiane Capital, 20 / 8 /2012

Remarks:

- 2 copies of the power of attorney letter
and the request letter to reserve an enterprise name

Application letter for the registration of a limited sole company

- In accordance with the National Enterprise Law number 11/NA, dated November 9, 2005;
- In accordance with the Agreement on the creation and the activities of the Enterprise Registration Office number 0225/OK, dated February 14, 2006;
- In accordance with the approval letter for the enterprise name number/....., dated/...../.....

I, managing director of Vientiane International School, hereby request the business registration of a limited sole company as follows:

- Surname and first name: **Mr. Greg Smith**
- Nationality:
- Current address: Unit..... , Village: **Saphanthong Tai**, District: **Sisattanak**, Province: **Vientiane Capital**, Identity card () Passport – for foreigners (✓) Number E3080680 dated ...23...../.....09.../...2008..... Phone number: **021 486001**
Fax: **021 486009**

Would like to apply for the business registration of a limited sole company in accordance with the attached regulations.

I hereby declare all of the aforementioned information to be true. I acknowledge that any false information will lead to legal proceedings.

Therefore, I would like to request and apply for the business registration of a limited sole company according to the National Enterprise Law.

Vientiane, 20 / 8 / 2012

Remarks: Annexes

1. 2 copies of the regulations
2. 2 copies of the foreign investment permit
(if the shareholder is a foreigner)
3. 2 copies of the contract with the manager (if any)
4. 2 copies of the power of attorney
(in case another person is in charge of the administrative work)
5. 6 recent 3x4 photos (less than 3 months) of the manager
for the business license and tax license

Regulations of Vientiane International School (V.I.S)

- In accordance with the National Enterprise Law number 11/NA, dated November 9, 2005,
- In accordance with the approval of the enterprise name number .../ERO, dated January 2009,

**Part 1
General principles**

Article 1 Objectives

This regulation defines the principles and methods to manage shares, shareholders, managers, employees; profit repartition, dispute settlement, dissolution and debt clearing, and shall be considered as a reference by the Law.

Article 2 Enterprise name

Name of the limited sole company as in the regulations

- In Lao: **“Honghien Nana Xad Vientiane”**

Abbreviation: “.....”

- In English (if available): **“Vientiane International School”**

Abbreviation: **“V.I.S”**

Article 3 Objectives of the business

The enterprise aims to reach one objective

1. Provide high quality education to students of all nationalities from kindergarten, primary school to secondary school (following international programs)

Article 4 Location of the main office and branches

Vientiane International School is located at the following address:

Floor no. Name of the building/house:.....Number

Road, Unit....., Village: **Saphanthong Tai**, District:

Sisattanak, Province: **Vientiane Capital** Telephone: **021 486001**

Fax: **021 486009**

The limited company has a branch located at the following address:

Floor no. Name of the building/house: Number

Road, Unit....., Village:, District:.....

Province:, Telephone:....., Fax:

The second branch and other (if any)

.....

Part 2
Shares and shareholders

Article 5

Capital (Investment capital)

Vientiane International School has a total investment capital (registered capital) of **500,000** kips () or US dollars (✓) as follows:

- as equipment **200,000** kips () or US dollars (✓)
- as capital **300,000** kips () or US dollars (✓)
- others (if any, please provide details) ... kips () or US dollars (✓)

Article 6

Shares

There is a total of 10,000 shares, with a value of **50** kips () or US dollars (✓)

Article 7

Transfer of shares

The transfer of shares of **Vientiane International School** shall be done in accordance with the second paragraph of Article 172 of the National Enterprise Law.

Article 8

Shareholders

Name, address, and nationality of the shareholders are as follows:

Surname and First Name: **Mr. Greg Smith**

Nationality:

Address: House number:..... Unit, Village: **Saphanthong Tai**,

District: **Sisattanak**, Province: **Vientiane Capital**

Part 3
Management

Article 9

The Managing Director

The Managing Director of Vientiane International School is appointed (Select by ticking ✓ in the brackets)

- (✓) The shareholder is the Managing Director
- () External persons are hired as Managing directors people, as follows:

Surname and Family Name

Nationality

Address: House number Unit, Village:....., District:,

Province:

The second Managing Director and others (if any):

.....

General Manager (if any):

Article 10

Financial compensations to the Managing Director

Vientiane International School agreed to provide financial compensations to external Managing Directors as follows:

.....

Part 4
Profit repartition

Article 11 **Profit repartition**

Vientiane International School agreed to distribute profits as follows:

- After subtracting general expenses, depreciation, debt clearing, and all taxes to be paid to the Government, any retained earning shall be divided following the below order:
 1. Statutory Reserve
 2. Operational Reserve.
 3. Capital Reserve.

All retained earnings (surplus or profit) will be distributed to these reserves and no dividend or distribution of and surplus funds will be made except in the case of liquidation or dissolution as per By Laws

Article 12 **Reserved funds**

Vientiane International School agreed to create the following reserve funds :

1. Statutory Reserve. (as per Article 151) of Enterprise Law
2. Operational Reserve. To maintain operations in the case of operational disruption. Reserve to equate to minimum of 15% of annual expenditure equivalent
3. Capital Reserve. To accomplish the purpose of the school and provide for short and long term development needs

Part 5
Dispute settlement, dissolution and debt clearing

Article 13 **Dispute settlement**

Vientiane International School will settle any disputes as follows:

1. In accordance with all relevant decrees and laws of the Lao PDR
2. In accordance with all contracts signed by **Vientiane International School**
3. Other forms of dispute settlement by **Vientiane International School** (if any)

Article 14 **Dissolution and debt clearing**

Vientiane International School shall be dissolved in the following cases:

- The company has reached its objectives
- The company cannot operate according to the objective
- Court decision
- Bankruptcy
- The company has been ordered by authorities to stop its operation because of law infringement. The company shall announce its dissolution to the relevant authorities, creditors and media.

* In case of dissolution, **Vientiane International School** shall pay the following:

1. The salary of the personnel
2. Debts to the Government
3. Debts to suppliers and other external entities

Part 6
Additional clauses and implementation

Article 15 **Content that needs to be declared upon registration or to be made public**

Vientiane International School agrees about the content that needs to be declared upon registration or to be made public as below (Select by ticking ✓ in the brackets)

- (✓) Authorize only the contents as mentioned in paragraph 2 of Article 82 of the National Enterprise Law
- () Besides the contents mentioned above, the enterprise also authorizes additional contents to inform on the business registration license or disclose to the media as follows:

Article 16 **Additional clauses**

In addition to all articles from Article 1 to Article 15, **Vientiane International School** has additional clauses to add as follows:
VIS shall be operated and managed in accordance with the VIS By-Laws, which are attached to these Articles, and the Managing Director agrees to comply with all provisions of the VIS By-Laws. In the event of a conflict between the terms and intent of the Articles and the VIS By-Laws it shall be the VIS By-Laws that shall take precedence in directing the actions of the Managing Director and/or Shareholder of VIS.

Article 17 **Validity**

The validity of this regulation starts from the day of the signature.

Vientiane, 20 / 8 / 2012

Remarks:

- The concerned limited sole company is required to provide information according to this form. Additional articles may be added in the present regulation, as necessary.