

**APPLICATION OF A FOREIGN CORPORATION
TO ESTABLISH A BRANCH OFFICE IN THE PHILIPPINES**

(Name of Corporation)

hereby applies for a license to transact business in the Philippines as a branch office under Section 125 of Batas Pambansa Blg. 68 and Foreign Investments Act of 1991 (RA 7042, as amended) and submits the following statements and accompanying documents:

1. The applicant is a corporation organized under the laws of _____ on _____ for a term of _____ and intends to operate a

- () domestic market enterprise *
() export enterprise **

2. The location of its principal office is at

(complete address in home country)

3. _____, _____ with
(Name of Resident Agent) (Nationality)
residence or office address at _____
_____ is its resident agent in the Philippines, authorized to accept summons and legal processes in all legal proceedings, and all notices affecting the corporation.

4. The corporation shall hold office in _____
_____ and operate in _____.
(Specify place in the Philippines)

5. The purpose(s) of said corporation which it intends to pursue in the transaction of its business in the Philippines is/are

(Please use additional sheet if necessary)

* domestic market enterprise - an enterprise which produces goods for sale, or renders services or otherwise engages in any business in the Philippines.

** export enterprise - an enterprise wherein a manufacturer, processor or service (including tourism) enterprise exports sixty percent (60%) or more of its output, or wherein a trader purchases products domestically or exports sixty percent (60%) or more of such purchases.

6. The names and addresses of the present directors and officers of the corporation are as follows:

| NAME | ADDRESSES |
|-------|-----------|
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

7. The authorized capital stock of the corporation is _____ roughly equivalent to P_____ and the aggregate number of shares which the corporation has authority to issue is _____
(itemized by classes & series, if any)

8. The outstanding capital stock of the corporation is _____ and the aggregate number of shares which the corporation has issued is _____ all of which are of a par value of _____. (itemized by classes & series, if any)

9. The amount actually paid in the treasury of the foreign corporation is _____.

10. That the applicant or its alien subscriber(s)/partner(s) who are stockholders/partners of an existing corporation/partnership in the Philippines which is engaged in the same line of business as that of the applicant are as follows:

| NAME | NAME OF CORPORATION/ PARTNERSHIP | PERCENTAGE OF SHAREHOLDINGS | NO. OF DIRECTORS |
|-------|-------------------------------------|--------------------------------|---------------------|
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |

(Please use additional sheet if necessary)

11. That as an export enterprise, the applicant undertakes to export at least 60% of its total output as indicated hereunder and commits to submit report of such export to the Board of Investments as required by the Implementing Rules of RA 7042 as amended:

| YEAR EXPORT | PRODUCTS | TOTAL | DOMESTIC | | EXPORT |
|----------------|----------|----------------------------------|----------|-------|--------|
| | | PROJECTED SALES VOLUME/VALUE* | SALES | SALES | % |
| _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ | _____ |

*Please use value in case of products of different kinds and characteristics as well as to those of the same kind but with various categories using different unit of measurement, volume in case of products of the same kind or category using a common unit of measurement.

12. That we hereby authorize the Securities and Exchange Commission and the Bangko Sentral ng Pilipinas to examine and verify the deposit in the _____
 (Name of the Bank)
 in the name of _____ of said
 (Name of the Officer)
 corporation in the amount of _____
 _____ which is equivalent to
 _____ (P_____) at the
 current rate of exchange, representing the actual remittance of the
 applicant. This authority is valid and inspection of said deposit may be
 made even after the issuance of the license of the company.

13. That we manifest our willingness to change our corporate name in the event another person, firm or entity has acquired a prior right to the use thereof or such name is deceptively or confusingly similar to one which has prior right.

Done this ____ day of _____, 200__ at _____.

 (Name/Signature of Resident Agent)

SUBSCRIBED AND SWORN TO before me, this ____ day of _____, 200__ affiant exhibiting to me his/her Comm. Tax Cert. No. _____ issued at _____ on _____.

Doc. No. _____;
 Page No. _____;
 Book No. _____;
 Series of 200_____.

NOTARY PUBLIC

NOTE: Only applications with complete supporting documents including proper indorsements from appropriate government agencies shall be accepted.

List of Requirements: (5 copies)

1. Application Form
2. Name Verification Slip
3. Certified copy of Board Resolution authorizing the establishment of an office in the Philippines; designating the resident agent to whom summons and other legal processes may be served in behalf of the foreign corporation; and stipulating that in the absence of such

agent or upon cessation of its business in the Philippines, any summon of legal processes may be served to SEC as if the same is made upon the corporation at its home office.

4. Financial statements for the immediately preceding year at the time of filing of the application, certified by an independent Certified Public Accountant of the home country.

5. Certified copies of the Articles of incorporation/Partnership with an English translation thereof if in a foreign language.

6. Proof of Inward Remittance such as bank certificate of inward remittance or credit advices.

7. Registration Data Sheet

8. Resident Agent's acceptance of appointment

(Note: All documents executed abroad should be authenticated by the Philippine Embassy or Consulate)