

REQUIREMENTS FOR MERGER

FOR ABSORBED COMPANY:

1. Application for Cancellation of Registration
2. Compliance to requirements for cancellation (ERD.1.1.002)
3. Description of plant facility (area of lot and factory building)

FOR SURVIVING COMPANY:

1. Background of Merger (reason)
2. If not registered with PEZA, Application for Registration with PEZA (ERD.1.F.001)
3. If registered with PEZA:
 - (a) application for registration of new project (the project of absorbed company)
 - (b) status of operations
 - (c) description of plant facility (area of lot and building)
4. Plan of Merger (or Merger Agreement) (If not yet approved by SEC, submit draft)
5. Undertaking that all employees will be absorbed (including length of service) under the merger agreement



**CANCELLATION OF THE PEZA REGISTRATION & TRANSFER
OF ITS OPERATIONS TO A NEW ENTITY**

LIST OF REQUIREMENTS

A. Cancellation of Company's PEZA Registration

1. Letter-request stating reason/s for and the desired effectivity date of the cancellation of PEZA registration.
 2. Total present employment:
 - (a) total number of production workers; and
 - (b) total number of administrative personnel
 3. Description of the company's building/facility (number of buildings, floor area per building in square meters, if self-built or leased), total (leased) land area.
 4. *Joint undertaking signed by the highest responsible official of the company and the New Entity stating that all employees of the company will be absorbed by the new Entity without loss of seniority rights.* ♦
 5. Notarized certification signed by company's highest responsible official:
 - (a) that all creditor/s (including mortgagees, if any) have been notified by the company of the cancellation or take-over of operations;
 - (b) there are no pending labor case/s against the company (if any, please submit summary and status).
 6. Copy of Board Resolution declaring the decision to cancel the PEZA registration of the company, or in the alternative, a notarized certification from the company's CEO stating that, on behalf of the company and its Board of Directors, the Company has decided to seek cancellation of its PEZA registration.
 7. Copy of notice to all employees before the effectivity date of cancellation
 8. Copy of notice to DOLE on the transfer of the company's operations to the New Entity
 9. Copy of latest audited financial documents
 10. Updated quarterly reports
- ♦ In case there is no signatory yet for the New Entity upon the company's filing of its application for cancellation of its PEZA registration, the highest responsible official of the company may just make this statement in the form of a letter to PEZA. The joint undertaking will then be required prior to the signing by the new Entity of its Registration Agreement with PEZA.

Note: The cancellation of the company's PEZA registration needs to be presented to the PEZA Board together with the application for PEZA registration of the new Entity.

B. Application for Registration of the New Entity:

For the project brief, which is available at PEZA's website: www.peza.gov.ph, only the following information are needed:



I. General Information

Management of the Project

(1) (Proposed) Capital Structure

Capital	Amount (P)
Authorized	
Subscribed	
Paid-Up	

(2) List of (Proposed) Stockholders

Name	Nationality	No. of Shares	Subscribed Capital (P)	Paid-Up Capital (P)
TOTAL				

(3) (Proposed) Principal Officers (for new enterprises only)

Name	Position	Nationality

(Please attach Bio-data of Principal Officers)

II. Economic and Financial Aspect (if applicable)

A. Initial Project Cost (one-year only)

Building Construction / Renovation	P
Machinery and Equipment	
Factory Tools	
Transportation	
Office Furniture, Fixtures and Equipment	
Other Assets	
Pre-Operating Expense	
Working Capital (one quarter)	
TOTAL	P

B. Source of Financing

Equity	P
Advances	
Loans, etc.	
TOTAL	P

