

Kingdom of Cambodia
Nation Religion King



Ministry of Commerce

No. 177 P.N.A.KBB.PRK

Prakas

On

**Requirements and Procedures of Registration of Completion of Business Combinations subject to
Pre-Notification**

Minister of Commerce

- Having seen the Constitution of the Kingdom of Cambodia;
- Having seen the Royal Decree No. NS/RKT/0918/925 dated 6 September 2018 on the Appointment of the Royal Government of Cambodia;
- Having seen the Royal Decree No. NS/RKT/0320/421 dated 30 March 2020 on the Appointment and Adjustment of the Composition of the Royal Government of Cambodia;
- Having seen the Royal Kram No. NS/RKM/0618/012 dated 28 June 2018 promulgating the Law on the Organization and Functioning of the Council of Ministers;
- Having seen the Royal Kram No. NS/RKM/0196/16 dated 24 January 1996 promulgating the Law on the Establishment Ministry of Commerce;
- Having seen the Royal Decree No. NS/RKT/1021/013 dated 05 October 2021 promulgating of the Law on Competition;
- Having seen Sub-Decree No. 38 ANKR.BK dated 16 March 2020 on the Organization and Functioning of the Ministry of Commerce;
- Having seen the Sub-Decree No. 37 ANKR.BK dated 17 February 2022 on the Organization and Functioning of the Cambodia Competition Commission;
- Having seen the Sub-Decree No. 60 ANKR.BK dated 6 March 2023 on the Requirements and Procedures for Business Combinations; and
- According to the necessity of the Ministry of Commerce.

Hereby Decides

Article 1.-

This Prakas sets out the requirements and procedures for registration of completion of Business Combinations subject to Pre-Notification for the purpose of granting the Business Combination acknowledgment and legitimacy.

Article 2.-

This Prakas applies to any Business Combination that is subject to Pre-Notification and required to register its status pursuant to Article 12 of Sub-Decree No. 60 ANKR.BK dated 6 March 2023 on Requirements and Procedures for Business Combinations.

Article 3.-

One of the Notifying Parties of the Business Combination as stipulated in Article 12 of the Sub-Decree on Requirements and Procedures for Business Combinations shall submit a registration form within 30 (thirty) working days after substantive completion of the Business Combination to the Cambodia Competition Commission (“CCC”) in accordance with the requirements set forth in the registration form (as attached in the annex of this Prakas).

The CCC may amend the registration form as attached in the annex of this Prakas if necessary.

The Consumer Protection Competition and Fraud Repression Directorate-General (“CCF”), the secretariat of the CCC, is appointed to receive registration forms for Business Combinations.

Article 4.-

The parties proposing to undertake a Business Combination shall submit the following documents and information:

- a) a registration form for Business Combinations;
- b) a copy of the certificate of tax compliance from the General Department of Taxation of the Ministry of Economic and Finance;
- c) a copy of the business registration and any documents pertaining to alienation from Ministry of Commerce and relevant ministries and institutions;
- d) a copy of documents from relevant sectoral regulators ministries, and institutions pertaining to the request for Business Combinations (if applicable);
- e) a copy of the proof confirming the CCC's approval of the Business Combination; and
- f) a copy of the receipt of the registration for Business Combinations.

Article 5.-

Within 7 (seven) working days of receipt of the registration form for Business Combinations as stipulated in Article 4 of this Prakas, CCF Directorate-General shall issue a notice to the parties proposing to undertake a Business Combinations confirming fulfillment of the obligation to register the Business Combination under Article 12 of the Sub-Decree on Requirements and Procedures for Business Combinations or identify any defect or omission in the submitted documents and information to the CCC.

Upon receiving notice from the CCF Directorate-General concerning any defect or omission in the submitted documents and information to the CCC, the parties proposing to undertake a Business Combination shall submit additional documents and information that prove the documents and information submitted to the CCC were not materially defective or omitted within 15 (fifteen) working days. If the party proposing to undertake a Business Combination fails to provide the required documents and information within the specified timeframe, the registration for Business Combination is deemed to be void. In this case, the parties proposing to undertake a Business Combination shall propose to the CCC again to undertake the Business Combination.

The CCF Directorate-General may extend the timeframe for providing additional documents and information set forth in the second paragraph above, on the request of the parties proposing to undertake a Business Combination and if there is a reasonable ground.

Article 6.-

Any provisions contrary to this Prakas shall be abrogated.

Article 7.-

Members of the CCC, Director of the Cabinet, Delegate of the Royal Government in charge as Director-General of the Consumer Protection Competition and Fraud Repression Directorate-General, and Heads of all relevant authorities shall be responsible for the implementation of this Prakas in accordance with their respective duties from the date of signature.

[Buddhist Date]

Done in Phnom Penh, 14th June 2023

**Minister of Commerce
and Chairman of the Cambodia Competition Commission**

[seal and signature]

Pan Sorasak

Recipients:

- Council of Ministers
- Cabinet of Samdech Akka Moha Sena Padei Techo Prime Minister
- Cabinet of Samdech, His Excellency Deputy Prime Ministers
- Municipal and Provincial Administrations
- As stated in Article 7
- Royal Gazette
- Documentation and Archive



Cambodia Competition Commission

“CCC”



**Registration Form
for Business Combinations**

My Name’s In Latin Font
ID Card or Passport Number..... Day Month Year
Race Nationality Address
.....
Telephone Email
Position Representative of Enterprise/Company
Headquarter
Telephone Email

**Respectfully submit to
His Excellency Minister of Commerce and Chairman of the Cambodia Competition Commission**

Subject ☺ Submission of Registration for Business Combination

Ref ☺ - Permit Letter No. DayMonthYear by CCC on the approval of
Business Combination
- Advance Ruling Certificate No.DayMonthYear
by CCC

Based on the aforementioned subject, I,, would like to inform **His Excellency Minister of Commerce and Chairman of Cambodia Competition Commission** that, in order to complete the procedures outlined in the Sub-Decree on the Requirements and Procedures for Business Combinations, my enterprise/company respectfully submit registration for Business Combination with the following documents and information:

- a- a copy of the certificate of tax compliance from the General Department of Taxation of Ministry of Economic and Finance (1 Copy)
- b- a copy of the business registration and any documents pertaining to alienation from Ministry of Commerce and relevant ministries and institutions (1 Copy)

- c- a copy of documents from relevant sectoral regulators ministries, and institutions pertaining to the request for Business Combinations (if applicable) (1 Copy)
- d- a copy of the proof confirming the CCC's approval of the Business Combination or Advance Ruling Certificate (1 Copy)
- e- a copy of the receipt of the registration for Businesses Combinations (1 Copy)
- f- an authorized letter (In the event of an enterprise/company representative) (1 Copy).

I hereby represent and warrant that all documents and information submitted in the registration form for registration for Business Combination are correct.

As that has been submitted above, **His Excellency Minister of Commerce and Chairman of Cambodia Competition Commission**, please kindly review and accept my registration for Business Combination application.

Please accept, **His Excellency Minister of Commerce and Chairman of Cambodia Competition Commission**, the assurance of my high appreciation.

DayMonth.....Year B.E. 256.....

Phnom Penh, DayMonth.....Year 20.....

Enterprise/Company