

PETROLEUM COMMISSION GHANA

REGISTRATION GUIDELINES FOR UPSTREAM PETROLEUM SERVICE COMPANIES

The following guidelines present the recommended procedure and assistance on how to fulfill the obligations required in obtaining a Registration Permit.

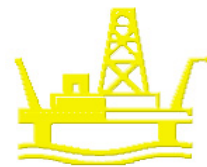
ACQUISITION OF APPLICATION PACK

An application pack containing an application form as well as specific industry laws and regulations can be obtained from the Commission for a fee of One Hundred Ghana Cedis (GH¢100) PAYABLE ONLY BY BANKER'S DRAFT. The Banker's Draft should be made out to **PETROLEUM COMMISSION**.

COMPLETING THE FORM

Duly filled application forms and related documents should be comb bound and submitted in triplicate. The application should be numbered and arranged in the following order:

1. COVER LETTER
2. CHECKLIST: This should be the first page of the application package and should serve as the table of content. Note that the paging of the entire document must correspond with the "page" column of the checklist used. Where additional documents are included, they should be indicated therein accordingly.
3. APPLICATION FORM
4. THE DOCUMENTS:
 - I. Certificate of Incorporation
 - II. Certificate to Commence Business
 - III. Company Regulations (Company Code)
 - IV. Form 20 & Certificate of Registration / Notarized Foreign Incorporation Documents (for External Companies)
 - V. Valid Tax Clearance Certificate
 - VI. Valid SSNIT Clearance Certificate
 - VII. VAT Certificate
5. SIGNED HSSE POLICY AND OBJECTIVES



PETROLEUM COMMISSION GHANA

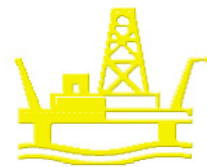
6. BUSINESS PLAN
7. COMPANY PROFILE
8. AUDITED FINANCIAL REPORTS/ PROJECTED REVENUE
9. COPY OF RECEIPT FOR THE APPLICATION PACK (receipt for the GH¢100)
10. CERTIFICATION BY PROFESSIONAL BODIES – In the case where services are rendered by professionals or licensed/certified practitioners, applicants are required to attach certificates of membership of the Company or relevant documents that govern or control such operations in Ghana. E.g. EPA Permit, Air Operator Certificate, NPA Licence, Aviation Licence, FDA Hygiene Certificate, etc.

*Requirements 4: V-VII are not applicable to newly registered External companies.

JOINT VENTURE COMPANIES

For Joint Venture Companies, please also include the following:

1. A plan clearly stating:
 - a. the roles and responsibilities of the joint venture parties in the joint venture company;
 - b. the equity participation of the joint venture parties;
 - c. the strategy for the transfer of technology and know-how to the indigenous Ghanaian company.
2. Regulations of the Company covering, among other things, the following:
 - i. Shares structure and the shareholders rights (including classes of shares and voting rights).
 - ii. Reserved Matters
 - iii. Dividend policy
 - iv. Transfer of Shares & Pre-emptive Rights
 - v. Obligatory Transfer Events
 - vi. Board of Directors (Executive & Non-Executive)
 - vii. Deadlock Provisions



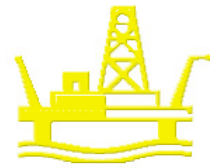
PETROLEUM COMMISSION GHANA

viii. Tug Along Rights

3. Board resolution of the two companies approving the incorporation of the joint venture company.
4. Audited Financial Statement of the indigenous and non-indigenous Ghanaian companies for the last three (3) years.
5. Key Personnel (CEO, COO, CFO and other senior Management Personnel) and brief description of their jobs, mandates, roles and responsibilities.

GENERAL INFORMATION

1. All communications to the Petroleum Commission must be on the applicant company's official letter head and addressed to the CEO of the Commission.
2. Application for the Registration Permit must be made by the corporate head of the company or an authorized representative.
3. All applicants shall be restricted to one category. Applicants may then select at most two (2) activities under a particular category in accordance with the Commission's Classification of Upstream Petroleum Industry Activities list. The classification of activities list is attached herewith.
4. Expiration Date of the Permit shall be at the anniversary of issuance.
5. An application shall be rendered void if forged or if it is detected that fake documents have been submitted. Sanctions may apply in accordance with the law.
6. Tax Clearance and SSNIT Clearance certificates submitted with the application must be valid at the time of submission.
7. Information provided by an applicant on completed application forms that are submitted and processed by the Commission shall not be amended until the renewal of the Permit.
8. The Commission will send renewal notices, via emails to companies at least two months before their Registration Permits expire. However, the responsibility to renew lies with the applicant/company.



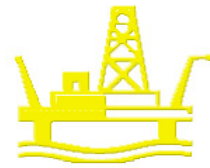
PETROLEUM COMMISSION GHANA

9. In accordance with Regulation 9 of the Petroleum Commission (Fees and Charges) Regulations, 2015, L.I. 2221, all companies must submit their renewal application at least one month before expiry of their current Permit.
10. Upon fulfilling the requirements for registration, the Commission will process the application and if approved, may issue a Permit within six (6) weeks of receipt.
11. Failure to renew a permit in accordance with the law, to wit, one month before the expiration date could result in the expiration of the Permit/Certificate. If this occurs, the company in question that desires to continue operating in the petroleum upstream sector must purchase a new application pack and begin the registration process afresh.

INSPECTION

The Commission may conduct inspections/assessment of applicant's facilities. Applicants will be subjected to further evaluation and will be assessed for professional competencies and capabilities. It may be necessary to inspect existing companies/businesses that have applied for renewals from time to time. Applicants must have as a minimum, physical presence in Ghana. Inspections may be without notice and without prejudice to existing Permits.

PLEASE NOTE THAT APPLICATIONS NOT PROPERLY FILLED AND PUT TOGETHER WILL BE REJECTED AND THIS MAY CAUSE DELAYS.



PETROLEUM COMMISSION GHANA

GUIDE TO FILLING THE APPLICATION FORM

The application form must be duly completed, signed and dated. Each section of the form is applicable to all unless otherwise stated. All documents should be properly paged for ease of referencing and processing.

PART ONE- Corporate Structure and Services

Q. 3 - All addresses and telephone numbers must be correct and functional at the time of submission. Any change should be promptly communicated to the Commission.

Q. 7a. Please list all persons who own shares in the company. Provide the nationalities of shareholders, their addresses and the percentage of shares they hold in the company.

Q. 7b. Beneficial Ownership- Where the shareholders in 7a are companies, please provide a breakdown of the various companies and the individuals who own shares in the listed companies.

Q. 8 - Names, nationalities and traceable location addresses of Executive Directors and Senior Management Team must be indicated. Please do not indicate Non-Executive Directors or Board Members who are not Executive Directors.

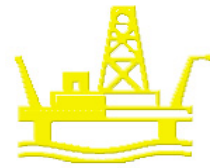
Q. 10 - Services which are selected from the Commission's Classification Of Upstream Petroleum Industry Companies list should be in line with the company's registered nature of business. The services selected will be printed on the company's Permit.

Companies which require additional services will have to apply for another Permit in order to carry out the services.

Companies with Permits to provide particular service(s) cannot have their services changed until the expiry and renewal of their Permit.

PART TWO - Financial Capability and Technical Competency of Applicant

A. A licensed auditing firm in good standing must audit applicant's financial statements.



PETROLEUM COMMISSION GHANA

PART THREE - Plans and Programmes

Each plan under this section should have an associated budget allocated to it. This must cover the next three years of the applicant's planned operations in Ghana.

a. Organizational Development Programme

This section should describe the company's strategy for organizational development/growth. The company's employment plan, indicating number of people to be employed should also be included here.

b. Technology Transfer

Under this section, applicant is required to show the plan or process for the acquisition of skills and how technical knowledge, technologies, manufacturing methods would be transferred to indigenous Ghanaians and companies.

c. Training Programme

Training program should cover activities for knowledge acquisition and improving capacity, performance and competence of staff.

d. Social Development Programme

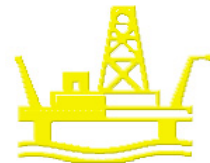
Company should furnish the Commission with an overview of their corporate approach to developing CSR/Social development programs and the related stakeholder consultation process to be used in selecting potential projects.

Business Plan

Should basically include:

1. Corporate structure/Profile
2. Company's mission, vision
3. Company's services
4. Market analysis
5. SWOT Analysis
6. A 1-3 year cash flow. (*1st year should show first 12 months*)

PART FOUR - Local Content



PETROLEUM COMMISSION GHANA

This section assesses the extent of local content and local participation in the company's activities.

PART FIVE - Health, Safety And Environment

This section assesses compliance with Health Safety and Environment regulations. Copies of valid certificates, licenses and Permits from other regulatory bodies/agencies should be attached.

PART SIX – Miscellaneous

Any other relevant information which applicant wishes to offer or further proposal which applicant seeks to make in relation to this application.

ASSESSMENT AND EVALUATION OF APPLICATION

The Commission would screen the application and where necessary, may carry out site/facility inspections. All operations/operators offshore must indicate possession of offshore safety Permits. Successful applicants will be issued with an invoice and required to pay the appropriate fees.

Applications with false or forged documents will be disqualified, penalized and/or prosecuted.

PERMIT FEE

The Petroleum Commission (Fees and Charges) Regulations, 2015 (L.I. 2221) is attached. Kindly note that the Permit fee must be paid by banker's draft, payable in the name of the Petroleum Commission, Ghana.

ISSUANCE OF PERMIT



PETROLEUM COMMISSION GHANA

1. Permits will only be issued by the Commission after the applicant has satisfactorily met all the requirements and paid the appropriate fee.
2. Permits may be ready for collection five (5) working days after the appropriate fees have been paid.
3. Permits should be picked up by an authorized representative with a valid company or national ID (driver's license, voter's ID, passport, etc)
4. Expiration date of the Permit shall be at the anniversary of issuance.