

**CHAPTER 4 SPECIAL REQUIREMENTS ADMISSION FOR SPECIFIC APPLICANTS****PART A - GENERAL****4.01 Introduction**

- (1) This Chapter sets out the special requirements, which may be in addition or, as an exception to those set out in Chapter 3, that must be complied with by an applicant which is:-
- (a) ~~an infrastructure project company (Part B);~~
  - (~~b~~a) a closed-end fund (Part ~~C~~B);
  - (~~c~~) ~~Deleted~~
  - (~~b~~d) a management company of a real estate investment trust as well as a real estate investment trust (Part ~~E~~C); ~~or~~
  - (~~e~~c) a management company of an exchange traded fund as well as an exchange traded fund (Part D), ~~or~~
  - (~~d~~) a special purpose acquisition company (Part E),
- seeking a listing of its securities or units of a real estate investment trust or an exchange traded fund, as the case may be, on the Official List.
- (2) Where any requirement in this Chapter conflicts with a requirement of another Chapter, the former ~~shall~~ will prevail.

**~~PART B - INFRASTRUCTURE PROJECT COMPANIES~~****~~4.02 Issued and paid-up share capital of infrastructure project companies~~**

~~An infrastructure project company seeking a listing on the Main Board must have a minimum issued and paid-up capital of RM60 million.~~

**~~4.03 Shareholding spread of infrastructure project companies~~**

~~An infrastructure project company seeking a listing on the Main Board must have at least 25% but not more than 49% of the total number of shares for which listing is sought in the hands of a minimum number of public shareholders holding not less than 100 shares each in accordance with paragraph 3.05.~~

**~~PART ~~C~~B - CLOSED-END FUNDS~~****~~4.04 Definitions~~**

~~For the purpose of this Part, unless the context otherwise requires, "connected persons" shall have the meaning given under the Commission's Guidelines for Public Offerings of Securities of Closed-end Funds.~~

**~~4.05 Issued and paid-up capital of closed-end funds~~**

~~A closed-end fund seeking a listing on the Main Board must have a minimum issued and paid-up capital of RM100 million comprising ordinary shares of RM1.00 each.~~

#### **4.074.02 Requirement in respect of independent director**

For the purpose of complying with paragraph 3.4404 with regard to the requirement of having “independent directors”, a director who is related in any way to any of the major shareholders of the Managers ~~shall~~ must not be considered as such.

#### **4.064.03 Shareholding spread of closed-end funds**

- (1) ~~—A closed-end fund seeking a listing on the Main Board must have at least 25% of the total number of shares for which listing is sought in the hands of public shareholders must comply with the requirements of paragraph 3.06.~~
- (2) ~~—A closed-end fund must ensure that out of its public shareholding, at least 10% or RM15 million, whichever is greater, is held by not less than 500 shareholders, each holding not more than 30,000 shares and not less than 100 shares.~~
- (3) ~~—For the purpose of calculating the required minimum public holding of 25% of the total number of shares, holdings by the directors, Managers and advising merchant bank of the closed-end fund and connected persons shall be excluded.~~

#### **4.07 Requirement in respect of independent director**

~~For the purpose of complying with paragraph 3.14 with regard to the requirement of having “independent directors”, a director who is related in any way to any of the major shareholders of the Managers shall not be considered as such.~~

#### **PART D Deleted**

**4.08** Deleted

**4.09** Deleted

**4.10** Deleted

**4.11** Deleted

**4.12** Deleted

**4.12A** Deleted

**4.12B** Deleted

#### **PART EC – REAL ESTATE INVESTMENT TRUSTS**

#### **4.174.04 Listing application and application for quotation Admission**

- (1) ~~—AThe management company and trustee of a real estate investment trust must file with the Exchange a listing application which shall consist of the following: comply with the relevant admission procedures and requirements as may be prescribed by the Exchange.~~

*[Cross reference: Practice Note 21 and 23]*

- (a) ~~the application, in the form of Part A of Appendix 4B, duly signed by the management company; and~~
  - (b) ~~the supporting documents specified in Part B of Appendices 3A (where applicable) and 4B.~~
- (2) ~~A management company must also file with the Exchange an application for quotation which shall be accompanied by the documents specified in Part C of Appendices 3A (where applicable) and 4B and such other documents as may be specified in the approval in principle granted by the Exchange.~~

#### ~~4.13~~ **Size of real estate investment trust**

~~A management company seeking a listing of units of a real estate investment trust on the Main Board must ensure that the minimum size of the trust is RM 100 million.~~

#### ~~4.154.05~~ **Independent director of management company**

~~A~~The management company must ensure that the composition of its board of directors complies with the requirements of paragraph 3.4404 as if it were the applicant mentioned in paragraph 3.04 therein. For the purpose of this paragraph, “independent director” has the meaning given to “**independent member**” in the SC’s Guidelines on Real Estate Investment Trusts.

#### ~~4.164.06~~ **Requirement for audit committee not applicable**

The provisions in these Requirements in relation to audit committees are not applicable to a real estate investment trust.

#### ~~4.144.07~~ **Unit spread of real estate investment trust**

- (1) ~~A~~The management company seeking a listing on the Main Board ~~Market~~ of units of a real estate investment trust must ensure that the real estate investment trust complies with the requirements of paragraph 3.056 as if the real estate investment trust is the applicant, the units are the shares and the public unit holders are the public shareholders mentioned in paragraph 3.06.
- (2) ~~For the purpose of calculating the required minimum public holding, holdings by the management company, its directors and any person connected with such management company or directors shall be disregarded.~~
- (3) ~~For purposes of subparagraph (2) above, “person connected with such management company or directors” shall have the same meaning given in paragraph 1.01 of “person connected in relation to a director or major shareholder”, as if the management company or directors is the major shareholder or director mentioned therein.~~

#### ~~4.18~~ **Unissued units**

- (1) ~~A management company must apply for an approval in principle to list only that part of the units which have been issued and units to be issued in connection with the listing application. If an additional unissued amount is reserved for subsequent issuance for a specific purpose, a management company must apply for an approval in principle to add that amount to the Official List in the future for that specific purpose. A management company must not apply for~~

**Chapter 4**  
**Admission for Specific Applicants**

~~an approval in principle for the listing of any unit which is not reserved for subsequent issuance for a specific purpose.~~

- ~~(2) — A management company must submit an application for quotation for such reserved amount for which approval in principle has been granted pursuant to subparagraph (1) above, upon actual issuance of such amount in accordance with the provisions of Chapter 6.~~

**4.19 — Undertakings and confirmation**

- ~~(1) — A trustee and management company must give the Exchange an undertaking in the form of Appendix 4C.~~

- ~~(2) — A management company must ensure that:-~~

~~(a) — every director of the management company shall give the Exchange an undertaking in the form of Appendix 4D; and~~

~~(b) — every director who is or has been appointed as an independent director shall give the Exchange a letter in the form of Appendix 4E.~~

**4.204.08 Provisions in the trust deed**

- ~~(1) — The management company must ensure that the trust deed governing ~~an~~ the issue of the real estate investment trust units includes the various provisions set out in Appendix 4F4A.~~
- ~~(2) — The management company must furnish to the Exchange a letter of compliance pursuant to paragraph 2.142 together with the trust deed and a checklist showing compliance with Appendix 4F4A.~~

**PART ~~F~~ — EXCHANGE TRADED FUNDS**

**4.244.09 Listing application and application for quotation ~~Admission~~**

- ~~(1) — The management company and trustee of an exchange traded fund must file with the Exchange a listing application which shall consist of the following: comply with the relevant admission procedures and requirements as may be prescribed by the Exchange.~~

*[Cross reference: Practice Note 21 and 23]*

~~(a) — the application, in the form of Part A of Appendix 4H, duly signed by the management company; and~~

~~(b) — the supporting documents specified in Part B of Appendices 3A (where applicable) and 4H.~~

- ~~(2) — A management company must also file with the Exchange an application for quotation of an exchange traded fund which shall be accompanied by the documents specified in Part C of Appendices 3A (where applicable) and 4H and such other documents as may be specified in the approval in principle granted by the Exchange.~~

- ~~(3) — A management company must ensure that the applications for listing and quotation referred to in subparagraphs (1) and (2) above shall cover all units approved for listing by the Commission, including the unissued amount reserved for subsequent issuance.~~

**4.224.10 Independent directors of management company**

~~A~~The management company of an exchange traded fund must ensure that the composition of its board of directors complies with the requirements of paragraph 3.4404 as if it were the applicant mentioned in paragraph 3.04therein. For the purpose of this paragraph, "independent director" has the meaning given to "independent member" in the SC's Guidelines on Exchange Traded Funds.

**4.234.11 Requirement for audit committee not applicable**

The provisions in these Requirements in relation to audit committees are not applicable to an exchange traded fund.

**4.214.12 Unit spread of exchange traded fund**

The Exchange may require ~~a~~the management company ~~seeking a listing of units of an exchange traded fund on the Exchange to~~ comply with such unit spread requirements as may be prescribed by the Exchange in relation to an exchange traded fund.

**4.24 Listing application and application for quotation**

- ~~(1) A management company must file with the Exchange a listing application which shall consist of the following:-~~
- ~~(a) the application, in the form of Part A of Appendix 4H, duly signed by the management company; and~~
  - ~~(b) the supporting documents specified in Part B of Appendices 3A (where applicable) and 4H.~~
- ~~(2) A management company must also file with the Exchange an application for quotation of an exchange traded fund which shall be accompanied by the documents specified in Part C of Appendices 3A (where applicable) and 4H and such other documents as may be specified in the approval in principle granted by the Exchange.~~
- ~~(3) A management company must ensure that the applications for listing and quotation referred to in subparagraphs (1) and (2) above shall cover all units approved for listing by the Commission, including the unissued amount reserved for subsequent issuance.~~

**4.25 Undertakings and confirmation**

- ~~(1) A trustee and management company must give the Exchange an undertaking in the form of Appendix 4I.~~
- ~~(2) A management company must ensure that:-~~
- ~~(a) every director of the management company shall give the Exchange an undertaking in the form of Appendix 4J; and~~
  - ~~(b) every director who is or has been appointed as an independent director shall give the Exchange a letter in the form of Appendix 4K.~~

**4.264.13 Provisions in the deed**

- ~~(1) A~~The management company must ensure that the deed governing ~~an~~the issue of the exchange traded fund units includes the various provisions set out in Appendix ~~4L~~4B.

- (2) AThe management company must furnish to the Exchange a letter of compliance pursuant to paragraph 2.142 together with the deed and a checklist showing compliance with Appendix 4L4B.

## **PART E – SPECIAL PURPOSE ACQUISITION COMPANIES**

### **4.14 Admission**

A SPAC must comply with the relevant admission procedures and requirements as may be prescribed by the Exchange.

*[Cross reference: Practice Note 21 and 23]*

### **4.15 Shareholding spread of a SPAC**

A SPAC seeking a listing on the Main Market must comply with the requirements of paragraph 3.06 as if the SPAC is the applicant, the voting securities are the shares, and the public securities holders are the public shareholders mentioned in paragraph 3.06.

[ End of Chapter ]

**APPENDIX 4A**

(Deleted)

[End of Appendix]

**APPENDIX 4B****Part A****Contents of a listing application in respect of a real estate investment trust**  
(paragraph 4.17(1)(a))

- (1) — Title Page showing:-
- (a) — the name of the trust fund;
  - (b) — the address of each office at which the trust fund register is kept;
  - (c) — the class of trust fund units proposed for listing and the issue price thereof; and
  - (d) — the date of application, and formal request for listing, specifying amount and class of the units proposed for listing; and
- (2) — (a) — a table showing the following:-
- (i) — the designation or title of each class of units;
  - (ii) — the maximum number of units authorised by the trust deed; and
  - (iii) — the ranking of the units;
- (b) — a table showing the number of unissued units of each class of units reserved for issuance for any specific purpose, and purpose for which reserved or an appropriate negative statement; and
- (c) — the number of holders on record (of the class applied for) as of a date not earlier than 7 days from the date of the application.

**Part B****Documents to be filed with a listing application in respect of a real estate investment trust**  
(paragraph 4.17(1)(b))

- (1) — A management company must file the following documents in support of a listing application for a real estate investment trust:-
- (a) — One copy of the trust deed registered with the relevant authorities.
  - (b) — One copy of the memorandum and articles of association of the management company and all amendments to date.
  - (c) — A letter of undertaking in the form of Appendix 4C duly executed by the trustee and management company together with a certified true extract of the board of directors' resolutions of the boards of the trustee and management company authorising the signatories.
  - (d) — A letter of undertaking in the form of Appendix 4D duly executed by each director of the management company.
  - (e) — A letter in the form of Appendix 4E duly executed by the independent director of the management company.

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(2) — ~~If any of the above documents are not filed because they are not applicable in any case, the management company must submit a separate exhibit explaining why such documents are not applicable.~~

**Part C****~~Documents to be filed with an application for quotation of units of a real estate investment trust~~**

~~(paragraph 4.17(2))~~

~~A management company must file the following documents in support of an application for quotation of a real estate investment trust:-~~

- ~~(a) — An undertaking that all notices of allotment will be issued and despatched to all successful applicants prior to the date of listing and quotation of the units.~~
- ~~(b) — A declaration of compliance with the spread requirements as set out in paragraph 4.14.~~
- ~~(c) — A confirmation from the Depository of the receipt of the allotment information for crediting of the units.~~
- ~~(d) — A cheque drawn to the order of Bursa Malaysia Securities Berhad for the listing fees (see Schedule of Fees for computation of amount).~~
- ~~(e) — A confirmation that all conditions imposed by the relevant authorities, if any, which are required to be met prior to the listing and quotation of the units have been met.~~
- ~~(f) — (Deleted)~~

[End of Appendix]

**APPENDIX 4C****Undertaking by a trustee and management company of a real estate investment trust**  
(paragraph 4.19(1))

To:

**Bursa Malaysia Securities Berhad**  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur.

~~Compliance with the Listing Requirements and Rules of Bursa Malaysia Securities Berhad (“the Exchange”)~~

~~In consideration of the Exchange granting the application for admission of ..... [name of the real estate investment trust] (“the Trust”) to the Official List of the Exchange (“Official List”) and for official quotation of the units described in our listing application, WE, ..... [names of trustee and management company] HEREBY ACKNOWLEDGE that the Trust shall remain on the Official List, and official quotation of any of the Trust’s units shall continue only during the pleasure of the Exchange and WE HEREBY UNDERTAKE AND AGREE to comply with the Listing Requirements of the Exchange and the Rules of the Exchange, which shall be in force from time to time, insofar as the same shall apply to the Trust.~~

The above Undertaking has been signed by us as:-

~~(i) .....[title] of .....[trustee] pursuant to the authority granted to me by resolution of the board of directors of the said trustee on .....~~

~~(ii) .....[title] of .....[management company] pursuant to authority granted to me by resolution of the board of directors of the said management company on .....~~

Date: ~~Date:~~Trustee: ~~Management company:~~Signature: ~~Signature:~~Name: ~~Name:~~

[End of Appendix]

**APPENDIX 4D****Undertaking by a director of a management company of a real estate investment trust**  
(paragraph 4.19(2)(a)(i))

To:

**Bursa Malaysia Securities Berhad**  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur

Compliance with the Listing Requirements of Bursa Malaysia Securities Berhad ("the Exchange")

I, ..... [name and NRIC number of director], am a director of ..... [name of management company] ("the Company") which #has submitted an application to the Exchange for the real estate investment trust ..... [name of the trust] ("the Trust") to be admitted to the Official List of the Exchange ("the Official List") / #is/are listed on the Official List of the Exchange.

In consideration of the Exchange #approving the Company's application for admission of the Trust to the Official List / allowing the continued listing of the Trust on the Official List, I HEREBY UNDERTAKE AND AGREE to comply with the Listing Requirements of Bursa Malaysia Securities Berhad which shall be in force from time to time, insofar as the same shall apply to me as a director of the Company.

Yours faithfully

.....

Name:

Designation:

Date:

# Delete as appropriate

[End of Appendix]

**APPENDIX 4E**

~~Letter of confirmation by an independent director of a management company of a real estate investment trust  
(paragraph 4.19(2)(b))~~

To:

~~Bursa Malaysia Securities Berhad  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur~~

~~Confirmation of "independence" pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad ("the Exchange")~~

~~I, ..... [name and NRIC number of director], am a director of .....  
[name of management company of real estate investment trust] which #has submitted an application  
to the Exchange to be admitted to the Official List of the Exchange / is listed on the Official List of the  
Exchange.~~

~~I HEREBY CONFIRM AND DECLARE that I am an independent director as defined under paragraph  
4.01 of the Listing Requirements of the Exchange.~~

Yours faithfully

.....

Name:

Designation:

Date:

# ~~Delete as appropriate~~

[End of Appendix]

**Appendix 4A**  
**Contents of deed for a real estate investment trust**

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**APPENDIX 4F4A****Contents of deed in respect of a real estate investment trust**

(paragraph 4.204.08(1))

- (1) At least 14 days' notice in writing of any meeting (other than a meeting convened to pass a special resolution) of unit holders shall be given by the trustee. In the case of a meeting convened to pass a special resolution, at least 21 days' notice shall be given. Such notice will specify in a circular the general nature of the business to be transacted.
- (2) The trustee shall cause at least 14 days' notice (21 days in the case of special resolution to be passed) to be given of any meeting by advertisement in a national language daily newspaper and in one other newspaper as may be approved by the SC, and in writing to the Exchange.
- ~~(3) [Deleted]~~
- (43) \_\_\_A unit holder shall be entitled to attend and vote at any meeting of unit holders, and shall be entitled to appoint another person (whether a unit holder or not) as his proxy to attend and vote. Where the unit holder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least ~~one~~ 1 proxy in respect of each securities account it holds with units standing to the credit of the said securities account. Where a unit holder appoints 2 proxies in accordance with this provision the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. Such proxy shall have the same rights as the member to vote whether on a poll or a show of hands, to speak and to be reckoned in a quorum.
- ~~(54) \_\_\_~~In the case of an equality of votes the chairman of a meeting of unit holders shall have a casting vote in addition to his votes (if any) as a unit holder both on a show of hands and on a poll.
- ~~(6) [Deleted]~~
- ~~(7) [Deleted]~~

[ End of Appendix ]

**APPENDIX 4G**

(Deleted)

[End of Appendix]

Appendix 4A  
Contents of deed for a real estate investment trust

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**APPENDIX 4H****Part A****Contents of a listing application in respect of an exchange traded fund**  
(paragraph 4.24(1)(a))

- (1) — Title Page showing:-
- (a) — the name of the fund;
  - (b) — the address of each office at which the fund register is kept;
  - (c) — the fund units proposed for listing and the issue price thereof; and
  - (d) — the date of application, and formal request for listing, specifying amount of units proposed for listing; and
- (2) — (a) — a table showing the following:-
- (i) — the designation or title of the units;
  - (ii) — the maximum number of units approved by the Commission; and
  - (iii) — the ranking of the units; and
- (b) — the number of holders on record as of a date not earlier than 7 days from the date of the application.

**Part B****Documents to be filed with a listing application in respect of an exchange traded fund**  
(paragraph 4.24 (1)(b))

- (1) — A management company must file the following documents in support of a listing application for an exchange traded fund:-
- (a) — One copy of the deed registered with the relevant authorities.
  - (b) — One copy of the memorandum and articles of association of the management company and all amendments to date.
  - (c) — A letter of undertaking in the form of Appendix 4I duly executed by the trustee and management company together with a certified true extract of the board of directors' resolutions of the boards of the trustee and management company authorising the signatories.
  - (d) — A letter of undertaking in the form of Appendix 4J duly executed by each director of the management company.
  - (e) — A letter in the form of Appendix 4K duly executed by each independent director of the management company.
- (2) — If any of the above documents are not filed because they are not applicable in any case, the management company must submit a separate exhibit explaining why such documents are not applicable.

Appendix 4A  
Contents of deed for a real estate investment trust

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**Part C****Documents to be filed with an application for quotation of units of an exchange traded fund**

(paragraph 4.24(2))

A management company must file the following documents in support of an application for quotation of an exchange traded fund:-

- (a) — An undertaking that all notices of allotment will be issued and despatched to all successful applicants prior to the date of listing and quotation of the units, or where it relates to new units issued after listing, upon creation of the units, as the case may be.
- (b) — A confirmation from the Depository of the receipt of the allotment information for crediting of the units issued as at the date of the application for quotation.
- (c) — A cheque drawn to the order of Bursa Malaysia Securities Berhad for the listing fees of the approved fund size (see Schedule of Fees for computation of amount) together with a copy of the details of the computation of the amount of listing fees payable.
- (d) — A confirmation from the adviser that all conditions imposed by the relevant authorities, if any, which are required to be met prior to the listing and quotation of the units have been met, or where it relates to new units issued after listing, such conditions will be met, as the case may be.
- (e) — A confirmation from the adviser that the units issued rank pari passu in all respects with each other, or where it relates to new units issued after listing, such units will rank pari passu in all respects with each other and with the existing units.
- (f) — (Deleted)
- (g) — The number of units issued as at the date of application for quotation.
- (h) — A confirmation from the adviser that there are no circumstances or facts which have the effect of preventing or prohibiting the issuance, listing and/or quotation of the units, including any order, injunction or any other directive issued by any court of law.
  - (i) — A confirmation from the adviser that in relation to new units issued after listing, there will be no circumstances or facts which will have the effect of preventing or prohibiting the issuance, listing and/or quotation of the units, including any order, injunction or any other directive issued by any court of law.

[End of Appendix]

Appendix 4A  
Contents of deed for a real estate investment trust

APPENDIX 4I

**Undertaking by a trustee and management company of an exchange traded fund**  
(paragraph 4.25(1))

To:

**Bursa Malaysia Securities Berhad**  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur.

~~Compliance with the Listing Requirements and Rules of Bursa Malaysia Securities Berhad~~  
(“the Exchange”)

~~In consideration of the Exchange granting the application for admission of ..... [name of the exchange traded fund] (“the ETF”) to the Official List of the Exchange (“Official List”) and for official quotation of the units described in our listing application, WE, ..... [names of trustee and management company] HEREBY ACKNOWLEDGE that the ETF shall remain on the Official List, and official quotation of any of the ETF’s units shall continue only during the pleasure of the Exchange and WE HEREBY UNDERTAKE AND AGREE to comply with the Listing Requirements of the Exchange and the Rules of the Exchange, which shall be in force from time to time, insofar as the same shall apply to the ETF.~~

~~The above Undertaking has been signed by us as:-~~

~~(i) .....[title] of .....[trustee] pursuant to the authority granted to me by resolution of the board of directors of the said trustee on .....~~

~~(ii) .....[title] of .....[management company] pursuant to authority granted to me by resolution of the board of directors of the said management company on .....~~

~~Date: Date:~~

~~Trustee: Management company:~~

~~Signature: Signature:~~

~~Name: Name:~~

[End of Appendix ]

**APPENDIX 4J**

**Undertaking by a director of a management company of an exchange traded fund**  
(paragraph 4.25(2)(a)(ii))

To:

**Bursa Malaysia Securities Berhad**  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur

~~Compliance with the Listing Requirements of Bursa Malaysia Securities Berhad (“the Exchange”)~~

I, ..... [name and NRIC number of director], am a director of ..... [name of management company] (“the Company”) which #has submitted an application to the Exchange for the exchange traded fund ..... [name of the fund] (“the ETF”) to be admitted to the Official List of the Exchange (“the Official List”) / #is/are listed on the Official List of the Exchange.

~~In consideration of the Exchange #approving the Company’s application for admission of the ETF to the Official List / allowing the continued listing of the ETF on the Official List, I HEREBY UNDERTAKE AND AGREE to comply with the Listing Requirements of Bursa Malaysia Securities Berhad which shall be in force from time to time, insofar as the same shall apply to me as a director of the Company.~~

Yours faithfully

.....

Name:

Designation:

Date:

# — Delete as appropriate

[ End of Appendix ]

Appendix 4A  
Contents of deed for a real estate investment trust

APPENDIX 4K

~~Letter of confirmation by an independent director of a management company of an exchange traded fund (paragraph 4.25(2)(b))~~

To:

~~Bursa Malaysia Securities Berhad  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur~~

~~Confirmation of "independence" pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad ("the Exchange")~~

~~I, ..... [name and NRIC number of director], am a director of ..... [name of management company of exchange traded fund] which #has submitted an application to the Exchange to be admitted to the Official List of the Exchange / is listed on the Official List of the Exchange.~~

~~I HEREBY CONFIRM AND DECLARE that I am an independent director as defined under paragraph 1.01 of the Listing Requirements of the Exchange.~~

Yours faithfully

.....

Name:

Designation:

Date:

# ~~Delete as appropriate~~

[End of Appendix]

**Appendix 4B**  
**Contents of deed in respect of an exchange traded fund**

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**APPENDIX 4L4B****Contents of deed in respect of an exchange traded fund**(paragraph ~~4.26(1)~~4.13)

- (1) At least 14 days' notice in writing of any meeting (other than a meeting convened to pass a special resolution) of unit holders shall be given by the trustee. In the case of a meeting convened to pass a special resolution, at least 21 days' notice shall be given. Such notice will specify in a circular the general nature of the business to be transacted.
- (2) The trustee shall cause at least 14 days' notice (21 days in the case of a special resolution to be passed) to be given of any meeting by advertisement in a national language daily newspaper and in one other newspaper as may be approved by the SC ~~at least 1 nationally circulated Bahasa Malaysia or English daily newspaper,~~ and in writing to the Exchange.
- (3) ~~(a) The quorum for a meeting of unit holders for a meeting at which an ordinary resolution only is to be proposed shall be at least 5 persons holding or representing by proxy at least 10 per cent of the number of units of the relevant class and carrying the right to vote at that meeting.~~
- ~~(b) The quorum for a meeting of unit holders for a meeting at which a special resolution is to be proposed shall be at least 5 persons holding or representing by proxy at least 45~~25 ~~per cent of the number of units of in issue at the relevant class and carrying the right to vote at that time of meeting.~~
- (4) A unit holder shall be entitled to attend and vote at any meeting of unit holders, and shall be entitled to appoint another person (whether a unit holder or not) as his proxy to attend and vote. Where the unit holder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least ~~one~~1 proxy in respect of each securities account it holds with units standing to the credit of the said securities account. Where a unit holder appoints 2 proxies in accordance with this provision the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. Such proxy shall have the same rights as the member to vote whether on a poll or a show of hands, to speak and to be reckoned in a quorum.
- (5) In the case of an equality of votes the chairman of a meeting of unit holders shall have a casting vote in addition to his votes (if any) as a unit holder both on a show of hands and on a poll.
- (6) Every question arising at a general meeting of unit holders shall be decided in the first instance by a show of hands, provided that a poll shall be taken in any case where:-
- (a) it is required by the deed or by law that the question be decided by a majority which is to be measured by a percentage of the votes of those present; or
- (b) ~~it is demanded either before or immediately after any question is put to a show of hands by the chairman, the trustee, the management company, or unit holders present, holding (or representing by proxy) between them not less than 5% one-tenth of the total number of units issued in issue.~~
- (7) Upon any question decided by a show of hands each unit holder present and each proxy shall have one vote and upon any question decided by a poll each unit holder present in person or by proxy shall have one vote for each fully paid unit.

**Appendix 4B  
Contents of deed in respect of an exchange traded fund**

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[ End of Appendix ]