

**BURSA MALAYSIA SECURITIES BERHAD****PRACTICE NOTE 26****LISTING PROCEDURES UNDER AN EXEMPT REGIME**

<u>Details</u>	<u>Cross References</u>
Effective date: 3 August 2009	Paragraph 4B.03

**1.0 Introduction**

1.1 This Practice Note sets out the following requirements in relation to an application for listing of sukuk and debt securities under an Exempt Regime under Chapter 4B:

- (a) the procedures for admission;
- (b) the initial listing application form and supporting documents;
- (c) the undertakings and confirmation by an issuer; and
- (d) other relevant requirements.

**4B.072.0 Procedures relating to admission**

2.1 The following procedures apply to the listing of sukuk or debt securities on the Exchange under an Exempt Regime, with the necessary modifications, as may be applicable:-

- (a) Issuer submits an application to the ~~Commission~~SC for the issue or offer of the sukuk or debt securities in Malaysia, where applicable.
- (b) ~~Commission~~SC approves the issue or offer, where applicable.
- (c) Issuer files with the Exchange a listing application together with supporting documents.
- (d) Exchange grants approval for the listing of sukuk or debt securities.
- (e) Where applicable, the issuer:-
  - (i) issues the Information Memorandum/Offering Circular or such other document as may be acceptable under paragraph 4B.054(2) of the Listing Requirements (collectively referred to in this paragraph as "~~the~~ **Said Documents**");
  - (ii) provides the Exchange with 2 copies of the Said Documents as may be determined by the Exchange from time to time; and
  - (iii) announces the information set out in paragraph 4B.105.0 below to the Exchange.

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- (f) Sukuk or debt securities are listed on the Official List of the Exchange.

**4B-083.0 Listing application form and supporting documents**

3.1 An issuer must file with the Exchange a listing application which consists of the following:-

- (a) the application, in the form of Part A of ~~Appendix 4B(A)~~ Annexure PN26-A, ~~duly signed by the issuer; and~~
- (b) the supporting documents specified in Part B of ~~Appendix 4B(A)~~ Annexure PN26-A.

**4B-094.0 Undertakings and confirmation**

4.1 An issuer must give the Exchange an undertaking in the form of ~~Appendix 4B(B)~~ Annexure PN26-B.

**4B-105.0 Announcements to the Exchange**

~~(1)~~5.1 An issuer must announce the following ~~following~~ information ~~prior to~~ before issuance of sukuk or debt securities for listing:

- (a) the issuer's name;
- (b) the programme/instrument name and type;
- (c) a brief description of the programme/instrument (e.g. coupon or profit rate);
- (d) the actual date of listing and issue date;
- (e) the programme/issue size;
- (f) the stock short name, stock code, ISIN code, where applicable; and
- (g) the initial rating of the programme/instruments and prevailing rating of the programme, if applicable.

~~(2)~~5.2 An issuer must comply with ~~subparagraph (1)~~ paragraph 5.1 above in respect of each subsequent issuance of sukuk or debt securities for listing under a programme, where applicable.

Annexure PN26-A  
Initial Listing Application for listing under an Exempt Regime

**APPENDIX 4B(A) ANNEXURE PN26-A**

**PART A**

**Initial Listing application**  
(paragraph 4B.08(a)3.1(a))

**Please tick wherever applicable. If not applicable, please indicate "N/A"**  
[You may tick more than one box, where applicable]

<b>1.</b>	<b>Name of Issuer</b>	
<b>2.</b>	<b>Types of Listing</b>	2.1 Primary Listing <input type="checkbox"/>
		2.2 Secondary Listing <input type="checkbox"/>
	<b>Description of the instrument</b>	
<b>3</b>	<b>Tentative listing date (to specify)</b>	
<b>4</b>	<b>Undertakings</b>	<p>We undertake the following:</p> <p>(a) all relevant approvals which are required for the issuance and listing of the securities, if any, will be met;</p> <p>(b) all conditions, including conditions imposed by the relevant authorities, if any, which are required to be met <del>prior to</del><u>before</u> the listing of the securities will be met;</p> <p>(c) there are no circumstances or facts which have the effect of preventing or prohibiting the issuance and/or listing of the securities including any order, injunction or any other directive issued by any court of law;</p> <p>(d) to immediately inform the Exchange upon becoming aware, after submission of the listing application, that the issuer has failed to meet any of the above undertakings referred to in paragraphs (a) to (b) or of any circumstances under (c) above; and</p> <p>(e) to make the relevant announcements in accordance with paragraph 4B.10 of the Listing Requirements <u>5.0 of Practice Note 26.</u></p>
<p>_____ [Authorised signatory of the adviser] Name: Designation:</p>		<p>_____ [Authorised signatory of the issuer] Name: Designation:</p>

**Annexure PN26-A  
Initial Listing Application for listing under an Exempt Regime**

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Date:	Date:
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**Annexure PN26-A**  
**Initial Listing Application for listing under an Exempt Regime**

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**PART B****Documents to be filed with a listing application**  
(paragraph ~~4B.083~~3.1(b))

- (1) An issuer must file the following documents in support of a listing application:-
- (a) ~~one~~A copy each of the constitution of the issuer, the certificate of incorporation, certificate of change of status and certificate of change of name, if any.
  - (b) ~~one~~A copy of the Information Memorandum/Offering Circular or such other documents which are acceptable under paragraph ~~4B.054~~4(2) of the Listing Requirements.
  - (c) ~~one~~A copy of the Trust Deed, facility agreement or other document securing or constituting the sukuk or debt securities.
  - (d) in case of secondary listing, the most recent Information Memorandum/Offering Circular filed with the issuer's primary exchange.
  - (e) a letter of undertaking in the form of ~~Appendix 4B(B)~~Annexure PN26-B duly executed by the issuer together with a certified true extract of the issuer's board of directors' resolution authorising the signatory.
  - (f) ~~one~~A copy each of all letters of approval relating to the issue, offer and listing of the sukuk or debt securities from the relevant authorities, where applicable, and a letter from the issuer's adviser confirming all necessary approvals have been obtained.
  - (g) ~~for~~For sukuk issues or programmes, a certification or endorsement from the issuer's Shariah advisor that the issue or programme is Shariah-compliant.
  - (h) ~~a~~A copy of any temporary document of title and any definitive document of title in respect of the sukuk or debt securities.
  - (i) ~~in~~In the case of a foreign issuer, the names and addresses of its representatives, with whom the Exchange may liaise in respect of future correspondence regarding the sukuk or debt securities.
  - (j) ~~a~~A cheque drawn to the order of Bursa Malaysia Securities Berhad for the listing fees.
  - (k) ~~any~~Any other documents which may be required by the Exchange for the processing of the issuer's listing application.
- (2) If any of the above documents are not filed because they are not applicable or available in any case, an issuer must submit a separate exhibit explaining why such documents are not applicable or available.

[ End of ~~Appendix~~Annexure ]

Annexure PN26-B  
Undertaking by issuer for listing under an Exempt Regime

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**APPENDIX 4B(B) ANNEXURE PN26-B**

**Undertaking by an issuer for the listing of sukuk or debt securities**  
(paragraph\_4B.094.0)

To:

Bursa Malaysia Securities Berhad  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur

Compliance with ~~the~~ Main Market Listing Requirements

In consideration of ~~the Exchange~~ Bursa Malaysia Securities Berhad ("Bursa Securities") approving our application for admission of the sukuk or debt securities to the Official List of ~~the Exchange~~ Bursa Securities ("the Official List") described in our listing application WE ~~HEREBY~~ ACKNOWLEDGE that the sukuk or debt securities shall remain on the Official List only during the pleasure of ~~the Exchange~~ Bursa Securities and WE ~~HEREBY~~ UNDERTAKE AND AGREE to comply with ~~the~~ Bursa Securities Main Market Listing Requirements, including any amendments as may be made from time to time, insofar as the same apply to us.

This Undertaking shall be deemed to have been made in Malaysia and the construction, validity and performance of this Undertaking shall be governed in all respects by the laws of Malaysia and WE ~~HEREBY~~ irrevocably submit to the jurisdiction of the Malaysian Courts.

The above Undertaking has been signed by me as ..... [title] of ..... [Issuer] pursuant to the authority granted to me by resolution of the board of directors of the issuer on .....

Date:

Signature:

Name:

[ End of ~~Appendix~~ Annexure ]