

BURSA MALAYSIA SECURITIES BERHAD**PRACTICE NOTE 28****LISTING PROCEDURES FOR NEW ISSUES OF SECURITIES**

| <u>Details</u> | <u>Cross References</u> |
|-------------------------------|---|
| Effective date: 3 August 2009 | Paragraphs 6.17, 6.29, 6.36, 6.49, 6.59, 6.60 |

1.0 Introduction

1.1 This Practice Note sets out the following requirements in relation to an application for listing of new issues of securities under Chapter 6 of the Listing Requirements:-

- (a) the procedures for listing of new issues of securities;
- (b) the listing and quotation (where applicable) application form and supporting documents; and
- (c) other relevant requirements.

1.2 In relation to a new issue of securities pursuant to or which will result in a significant change in business direction or policy of a listed corporation, the listed corporation must comply with the requirements under Practice Note 21, where applicable, as if it were an applicant seeking admission to the Official List. However, when such a listed corporation issues new securities, the listed corporation must also comply with the requirements under this Practice Note, where applicable.

PART I APPLICATION PROCEDURES AND ADMISSION PROCESS**6.032.0 Procedures relating to listing of a new issue of securities**

~~(1)2.1 Subject to paragraph 6.03A, the~~ The following procedures shall apply to the listing of new issues of securities by a listed issuer which do not fall within paragraphs 3.0 or 4.0, with the necessary modifications, as may be applicable. —

- ~~(a) Listed issuer makes an immediately announcement the new issue of securities to the Exchange upon the approval of the board of directors of the listed issuer being given for the new issue.;~~
- ~~(b) Listed issuer submits an application to the Commission.~~
- ~~(c) Commission approves the issuance and listing of the securities.~~
- (eb) Listed issuer files with the Exchange a listing application for the new issue of securities together with supporting documents and draft circular for the Exchange's review, where applicable.;

Practice Note 28
Listing Procedures for New Issues of Securities

- (ec) Exchange grants approval-in-principle for the listing of the new issue of securities and confirms that it has no further comments on the draft circular;
 - (fd) ~~Listed issuer obtains approval of its shareholders approval,~~ if required;
 - (ge) ~~Listed issuer fixes relevant books closing and entitlement dates, where applicable and makes an immediately announcement such dates to the Exchange; with respect to such dates.~~
 - (hf) ~~Listed issuer issues and allots and issues the securities;~~
 - (ig) ~~Listed issuer files with the Exchange an application for quotation a quotation application together with supporting documents; and~~
 - (jh) ~~S~~ securities are admitted to the Official List and quoted on the Exchange 2 market days after receipt of ~~the application for quotation the quotation application~~ together with the requisite documents and/or confirmations and the same have been found to be complete in all respects.
- (2) ~~If the listed issuer fails to make an application to the Commission and/or the Exchange by the date specified in the announcement under subparagraph (1) above, it must make an immediate announcement informing the fact of such failure, the reasons therefor and when it expects to make the application.~~

6.03A3.0 Procedures relating to listing of a bonus issue of securities and listing of warrants or other convertibles securities arising therefrom the bonus issue

3.1 The following procedures shall apply to the listing of:-

- (i)(a) a bonus issue of securities by a listed issuer; and
- (ii)(b) any issue of ~~warrants or other convertible securities arising from adjustments due to the bonus issue (hereinafter referred to in this paragraph as "consequential securities")~~,

with the necessary modifications, as may be applicable:-

- (a)(i) ~~Listed issuer makes an immediately announcement the bonus issue to the Exchange upon the approval of the board of directors of the listed issuer; being given for the bonus issue.~~
- (b) ~~Listed issuer submits an application to the Commission for the issuance and listing of consequential securities, if any.~~
- (c) ~~Commission approves the issuance and listing of the consequential securities.~~
- (dii) ~~Listed issuer files with the Exchange a listing application for the bonus issue and the consequential securities, if any, together with supporting documents;~~
- (eiii) ~~Exchange grants approval for the listing and quotation of the bonus issue securities and consequential securities, if any;~~
- (fiv) ~~Listed issuer obtains approval of its shareholders approval;~~
- (gv) ~~Listed issuer fixes the books closing date for the bonus issue and consequential securities, if any, and makes an immediately announcement~~

Practice Note 28
Listing Procedures for New Issues of Securities

such dates to the Exchange on such date in accordance with paragraph 6.2835 of the Listing Requirements;

- (hvi) Listed issuer issues and allots and issues the securities. Where the bonus issue is on a stand-alone basis or conditional upon a concurrent subdivision or consolidation of shares the bonus issue is a Specified Bonus Issue, the listed issuer shall must issue and allot and issue the securities on the books closing date;
- (hvii) Listed issuer makes an announcement on announces to the Exchange the number of securities which will be listed and quoted; and
- (hviiii) Securities are admitted to the Official List and quoted on the Exchange. Where the bonus issue is on a stand-alone basis or conditional upon a concurrent subdivision or consolidation of shares the bonus issue is a Specified Bonus Issue, the bonus issue securities and consequential securities, if any, are admitted to the Official List and quoted on the Exchange on the next market day after the books closing date.

4.0 Procedures relating to the listing of additional securities of the same type and class

4.1 The procedures in paragraph 4.2 below apply to the listing of additional securities, with the necessary modifications, as may be applicable, where the additional securities will be listed and quoted as the existing listed securities of the same type and class.

4.2 The procedures referred to in paragraph 4.1 are as follows:

- (a) listed issuer immediately announces the new issue of securities to the Exchange upon the approval of the board of directors of the listed issuer being given;
- (b) listed issuer files with the Exchange a listing application for the additional securities together with supporting documents and draft circular for the Exchange's review, where applicable;
- (c) Exchange grants approval for the listing of the additional securities and confirms that it has no further comments on the draft circular;
- (d) listed issuer obtains its shareholder approval, if required;
- (e) listed issuer fixes relevant books closing and entitlement dates, where applicable and immediately announces such dates to the Exchange;
- (f) listed issuer issues and allots the additional securities;
- (g) listed issuer announces listing of the additional securities in accordance with paragraph 13.2 below; and
- (h) additional securities are listed and quoted on the Exchange.

4.3 The procedures in paragraph 4.2 above do not apply to the issuance of additional securities -

- (a) which is conditional upon any other corporate proposal which involves -

Practice Note 28
Listing Procedures for New Issues of Securities

- (i) issuance of additional securities which will not be listed and quoted as the existing listed securities of the same class; or
- (ii) issuance of a new type of securities, or
- (b) which securities are attached with a new type of securities.

4.4 For the purpose of this paragraph, "additional securities" refers to a further issue of the same type and class of listed securities.

5.0 Summary of listing procedures

5.1 Annexure PN28-A summarises the application of listing procedures set out in paragraphs 2.0, 3.0 and 4.0 above.

6.046.0 Listing application for a new issue of securities Listing and quotation application form and supporting documents for quotation

~~(4)~~6.1 A listed issuer must file with the Exchange a listing application for a new issue of securities which shall consist of the following:-

- (a) the application, in the form of Part A of ~~Appendix 6A~~ Annexure PN28-B, duly signed by the listed issuer; and
- (b) the supporting documents specified in Part B of ~~Appendix 6A~~ Annexure PN28-B.

~~(2)~~6.2 Subject to ~~subparagraphs 6.26(2) and 6.42A(2)~~ 6.3 below, a listed issuer must also file with the Exchange ~~an application for quotation~~ a quotation application of a new issue of securities which ~~shall be~~ is accompanied by the documents specified in Part C of ~~Appendix 6A~~ Annexure PN28-B and such other documents as may be specified in the approval-in-principle granted by the Exchange.

~~(3)~~6.3 A quotation application is not required for a listing application which is subject to the procedures of listing as set out in paragraphs 3.0 and 4.0 above.

6.35 Listing application for debt securities and application for quotation

~~A listed issuer must file with the Exchange a listing application for debt securities which shall consist of the following:-~~

- ~~(a) the application which shall include the information set out in Part D of Appendix 6A, in addition to the information set out in Part A of Appendix 6A, subject to the necessary adaptations, duly executed by the listed issuer; and~~
- ~~(b) the supporting documents specified in Part E of Appendix 6A, in addition to the supporting documents specified in Part B of Appendix 6A.~~

7.0 Listing and quotation application form for debt securities

7.1 For a listing application for debt securities, in addition to the documents set out in paragraph 6.1 above, a listed issuer must also include the following:

- (a) the information set out in Part D of Annexure PN28-B, subject to the necessary adaptations; and

Practice Note 28
Listing Procedures for New Issues of Securities

(b) the supporting documents specified in Part E of Annexure PN28-B.

~~6.39 Listing application for warrants or other convertible securities and application for quotation~~

~~A listed issuer must file a listing application for warrants or other convertible securities which shall consist of the following:-~~

- ~~(a) the application which shall include the information set out in Part A of Appendix 6A, subject to the necessary adaptations, duly executed by the listed issuer; and~~
- ~~(b) the supporting documents specified in Part F of Appendix 6A, in addition to the supporting documents specified in Part B of Appendix 6A.~~

8.0 Listing and quotation application for convertible securities

8.1 For a listing application for convertible securities, in addition to the documents set out in paragraph 6.1 above, a listed issuer must also file with the Exchange together with the listing application, the supporting documents specified in Part F of Annexure PN28-B.

9.0 Listing and quotation application for exchange traded funds

~~6.46 Requirements relating to exchange traded funds~~

- ~~(1) The provisions in this Chapter also apply to the listing of a new issue of units of an exchange traded fund, subject to such adaptations, where necessary.~~
- ~~(2) A management company must file with the Exchange an application for listing in respect of all new units to be issued in connection with the application, which units had not been previously approved by the Exchange.~~
- ~~(3) The application referred to in subparagraph (2) above must consist of the following:
 - ~~(a) the application, in the form of Part A of Appendix 6A, duly signed by the management company; and~~
 - ~~(b) the supporting documents specified in Parts B and G of Appendix 6A.~~~~

9.1 A management company must file with the Exchange a listing application in respect of all new units to be issued in connection with the application which consists of the following:-

- (a) the application, in the form of Annexure PN28-C, subject to the necessary modifications; and
- (b) the supporting documents specified in Part B of Annexure PN28-B.

PART II OTHER RELEVANT REQUIREMENTS

~~6.05 Unissued securities~~

- ~~(1) A listed issuer must apply for an approval-in-principle to list only that part of the share capital which has been issued and securities to be issued in connection with the listing application. If an additional unissued amount is reserved for subsequent issuance for a specific purpose, the listed issuer must apply for an approval-in-~~

Practice Note 28
Listing Procedures for New Issues of Securities

~~principle to add that amount to the Official List in the future for that specific purpose. A listed issuer must not apply for an approval-in-principle for the listing of any share capital which is not reserved for subsequent issuance for a specific purpose.~~

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

10.0 Listing of issued and unissued securities

10.1 A listed issuer must comply with paragraph 6.0 of Practice Note 21 as if it were the applicant, with the necessary modifications. For this purpose, the “approval” referred to in paragraph 6.0 of Practice Note 21 includes an “approval-in-principle”.

6.0811.0 Issue Crediting of securities

11.1 Subject to paragraph 11.3 below, A listed issuer must ensure that all new issues of securities for which listing is sought shall be by way of crediting the securities accounts of the allottees with such securities, save and except where it is specifically exempted from compliance with section 38 of the Securities Industry (Central Depositories) Act 1991, in which event it shall so similarly be exempted from compliance with this provision. For this purpose, the listed issuer must notify the Depository of the names of the allottees and all such particulars required by the Depository, to enable the Depository to make the appropriate entries in the securities accounts of such allottees.

11.2 For the above purpose, the listed issuer must notify the Depository of all such particulars required by the Depository, to enable the Depository to make the appropriate entries in the securities accounts of such allottees.

11.3 Paragraph 11.1 above does not apply where a listed issuer is specifically exempted from compliance with section 38 of the Securities Industry (Central Depositories) Act 1991.

6.0912.0 Allotment or issue Issue or allotment of securities

12.1 A listed issuer must not issue or allot or issue securities until after it has filed with the Exchange a listing application for such new issue of securities and has been notified by the Exchange that such new issue of securities has been approved or approved in principle for listing, as the case may be.

13.0 Announcement in relation to a new issue or issue of securities

13.1 If a listed issuer fails to make an application to the SC or the Exchange by the date specified in the announcement made under paragraphs 2.0, 3.0 or 4.0 above, it must immediately announce to the Exchange the fact of such failure, its reasons and when it expects to make the application.

13.2 Where the additional securities are listed in accordance with the procedures set out in paragraph 4.0 above, a listed issuer must announce the following information immediately upon receipt of confirmation from the Depository that the securities are ready to be credited into the securities accounts of the respective holders:

(a) details of the corporate proposal;

Practice Note 28
Listing Procedures for New Issues of Securities

- (b) total number of securities issued under each proposal and the issue price per share, if any;
- (c) date of listing and quotation; and
- (d) latest issued and paid-up capital of the listed issuer after the proposal indicating the number of shares (in unit and RM) and their par value, if any.

Annexure PN28-A
Summary of listing proceduresANNEXURE PN28-ASummary of listing procedures
(paragraph 5.0)

| <u>No.</u> | <u>Proposals</u> | <u>Procedures Applicable (paragraph of Practice Note 28)</u> | <u>Quotation Application Required?</u> | <u>Listing Date</u> |
|--------------------|---|--|--|---|
| <u>Bonus Issue</u> | | | | |
| <u>A</u> | A bonus issue of securities (" BI ") which is a Specified Bonus Issue | <u>3.0</u> | <u>No</u> | <u>B + 1</u> |
| <u>B</u> | <u>BI</u> which is conditional upon D | <u>3.0</u> | <u>No</u> | <u>Relevant Date</u> |
| | <u>D</u> | <u>4.0</u> | <u>No</u> | <u>Relevant Date</u> |
| <u>C</u> | <u>BI</u> – which is conditional upon— | | | |
| | (i) <u>E</u> ; or (ii) <u>F</u> ; or (iii) <u>E or F, and D</u> or (iv) <u>E, F, and D</u> <u>BI</u> <u>D, E, F</u> | <u>3.0</u> <u>2.0</u> | <u>No</u> <u>Yes</u> | <u>Relevant Date (which must be Q + 2 of D, E, F)</u> <u>Q + 2</u> |
| <u>Others</u> | | | | |
| <u>D</u> | Proposal which involves issuance of additional securities which will be listed and quoted as the existing listed securities of the same class and is not conditional upon E or F | <u>4.0</u> | <u>No</u> | <u>Relevant Date</u> |
| <u>E</u> | Proposal which involves issuance of additional securities which will not be listed and quoted as the existing listed | <u>2.0</u> | <u>Yes</u> | <u>Q + 2</u> |

**Annexure PN28-A
Summary of listing procedures**

| <u>No.</u> | <u>Proposals</u> | <u>Procedures Applicable (paragraph of Practice Note 28)</u> | <u>Quotation Application Required?</u> | <u>Listing Date</u> |
|------------|--|--|--|---------------------|
| | <u>securities of the same class</u> | | | |
| <u>F</u> | <u>Proposal which involves issuance of new type of securities e.g. warrants, irredeemable convertible unsecured loan stocks (ICULS), preference shares, etc.</u> | <u>2.0</u> | <u>Yes</u> | <u>Q + 2</u> |
| <u>G</u> | <u>Proposal which involves issuance of additional securities which will be listed and quoted as the existing listed securities of the same class and such additional securities are attached with a new type of securities.</u> | <u>2.0</u> | <u>Yes</u> | <u>Q + 2</u> |

Definition and Interpretation

- (a) “B” means books closing date.
- (b) “BI” means a bonus issue of securities.
- (c) “Q” means the date on which the quotation application is submitted to the Exchange.
- (d) “Relevant Date” has the meaning given to it in paragraph 6.35(3) of the Listing Requirements.
- (e) “Specified Bonus Issue” has the meaning given to it in paragraph 6.01(4) of the Listing Requirements.

[End of Annexure]

Annexure PN28-B
Listing application for a new issue of securities

APPENDIX 6A ANNEXURE PN28-B

Part A

Contents of a listing application for a new issue of securities
(paragraphs 6.04(1)(a), 6.35(a) and 6.39(a))

- (1) — Title Page showing:-
- (a) — the name of the listed issuer;
 - (b) — the full title or designation of the securities proposed for listing;
 - (c) — the date of application and formal request for listing, specifying the amount, par value and title of the securities proposed for listing, and whether the securities are fully paid;
 - (d) — the names of the lead managers, co-managers, placement agent and underwriters (where applicable) and the commission payable to these parties; and
 - (e) — the purpose of issuance;
- (2) — A table showing the following:-
- (a) — the designation or title of each class of securities;
 - (b) — the par value;
 - (c) — the number of securities authorised by the memorandum and articles of association, number of securities issued and number of securities proposed for listing;
 - (d) — the number of unissued securities reserved for issuance for any specific purpose, and purpose for which reserved or an appropriate negative statement; and
 - (e) — the class, ranking and number of securities proposed for listing;
- (3) — The directors' and major shareholders' shareholdings before and after the new issue;
- (4) — A table showing the following for each issue or series of funded or long term debt of a listed issuer and its subsidiaries:-
- (a) — the full title (including interest rate and maturity date);
 - (b) — the amount authorised by indenture;
 - (c) — the amount issued to date;
 - (d) — the amount redeemed;
 - (e) — the amount outstanding;
 - (f) — the issue price;
 - (g) — the date of payment of interest; and

Annexure PN28-B
Listing application for a new issue of securities

- (h) — the date and terms of redemption.
- If none, an appropriate negative statement;
- (5) — The date(s) of meetings of directors (and shareholders if such is the case) at which the issuance of the securities for which listing is being applied for was authorised and the date of approval(s) of the relevant authorities;
- (6) — A statement as to whether there has been any important development affecting the listed issuer or its business since the latest annual report of the listed issuer. If so, a description of such developments; and
- (7) — In the case of a bonus issue:-
 - (a) — Details of the reserves to be capitalised for the bonus issue.
 - (b) — Where the bonus issue is to be made in stages over a period of time, relevant details of the same including:-
 - (i) — The extended implementation period;
 - (ii) — The basis of allotment;
 - (iii) — The tentative books closing dates;
 - (iv) — The effects of the bonus issue on share capital, net assets, reserves, earnings and dividends;
 - (v) — A statement that the listed issuer has adequate reserves to cover the entire bonus issue;
 - (vi) — A statement as to the potential price effects of the staggered implementation; and
 - (vii) — The rationale/justification for the implementation of the bonus issue on a staggered basis.
- (8) — In the case of acquisition to be satisfied wholly or partly by a new issue of securities, a statement whether the listed issuer complies with the public shareholding spread in paragraph 8.15(1) on completion of the acquisition and its plans to comply with paragraph 8.15(1), if applicable.

Part A

Listing application in relation to a new issue of securities
(paragraphs 6.04(1)(a) 6.1(a), 7.1 and 7.2, 6.35(a) and 6.39(a))

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

Delete as appropriate

| | | |
|-----------|----------------------------|--|
| 1. | Name of Corporation | |
|-----------|----------------------------|--|

Annexure PN28-B
Listing application for a new issue of securities

| | | |
|-----------|---|---|
| 2. | <p><u>Types of corporate proposal</u></p> | <p>(a) <u>Acquisitions</u> (which do not result in a significant change in business direction or policy of the listed corporation) <input type="checkbox"/></p> <p>(b) <u>Rights Issue</u> <input type="checkbox"/></p> <p>(c) <u>Special Issue</u> <input type="checkbox"/></p> <p>(d) <u>Private Placement</u> <input type="checkbox"/></p> <p>(e) <u>Bonus Issue</u> <input type="checkbox"/></p> <p>(f) <u>Share Scheme for Employees (ESOS)</u> <input type="checkbox"/></p> <p>(g) <u>Others:</u> <input type="checkbox"/></p> |
| | <p><u>Percentage Ratios (where applicable)</u></p> | <p>(a) Acquisition of%</p> <p>_____</p> <p>_____</p> <p>(b) Acquisition of%</p> <p>_____</p> <p>_____</p> <p>(c) Acquisition of%</p> <p>_____</p> <p>_____</p> |
| 3. | <p><u>Confirmation by listed issuer</u></p> | <p>We, the listed issuer, confirm that we--</p> <p>(a) <u>#have/have not been convicted or charged with any offence under the securities laws, corporations laws or other laws involving fraud or dishonesty in a court of law, for the last 10 years before the submission; and</u></p> <p>(b) <u>#have/have not been subjected to any action by the Exchange for any breach of Bursa Malaysia Securities Berhad (“Exchange”) Main Market Listing Requirements (“LR”) or the Rules of the Exchange, for the past 5 years before the submission.</u></p> <p>If in the affirmative, please provide the details in attachment</p> |
| 4. | <p><u>Confirmation by directors of listed issuer</u></p> | <p>We, attach the declarations by each of our directors that he/she:</p> <p>(a) <u>is not an undischarged bankrupt nor presently subjected to any proceeding under bankruptcy laws;</u></p> <p>(b) <u>has never been charged with, convicted for or compounded for any offence under securities laws, corporations laws or any other law involving fraud or dishonesty in a court of law;</u></p> |

Annexure PN28-B
Listing application for a new issue of securities

| | | |
|-----------|---|--|
| | | <p>(c) <u>has had no action taken against him/her for any breach of the listing requirements or rules issued by the Exchange for the past 5 years; and</u></p> <p>(d) <u>has not been subjected to any inquiry or investigation by any government or regulatory authority or body for the past five years.</u></p> |
| 5. | <u>Confirmation relating to conflict of interests</u> | <p>The proposals in item (2) above #do/ do not give rise to any conflict of interests situation.</p> <p>If in the affirmative, please provide the details in attachment.</p> |
| 6. | <u>Confirmation on Practice Note 16</u> | <p>(a) <u>The applicant is a Cash Company</u> Yes <input type="checkbox"/></p> <p style="padding-left: 200px;">No <input type="checkbox"/></p> <p>(b) <u>The proposal in item (2) #is/are a plan to regularise the Cash Company's condition as referred to in paragraph 8.03(5) of the LR</u> Yes <input type="checkbox"/></p> <p style="padding-left: 200px;">No <input type="checkbox"/></p> |
| 7. | <u>Confirmation on Practice Note 17 ("PN17")</u> | <p>(a) <u>The applicant is a PN17 Company</u> Yes <input type="checkbox"/></p> <p style="padding-left: 200px;">No <input type="checkbox"/></p> <p>(b) <u>The proposal in item (2) #is/are a plan to regularise the PN17 Company's condition as referred to in paragraph 8.04(3) of the LR</u> Yes <input type="checkbox"/></p> <p style="padding-left: 200px;">No <input type="checkbox"/></p> |
| 8. | <u>Details of proposals including number & types of securities applied for listing, par value & issue price (if any)</u> | |
| 9. | <u>Ranking of the new securities</u> | <p>The new securities #will/will not be listed and quoted as the existing listed securities of the same class.</p> <p>If the new securities will be separately quoted on listing date, details of the non-entitlement(s):</p> <p>_____</p> <p>_____</p> |

Annexure PN28-B
Listing application for a new issue of securities

| | | | |
|------------|---|--|--|
| 10. | <u>Debt securities</u> | <u>Additional information for debt securities as set out in Part D of Annexure PN28-B is attached</u> | <input type="checkbox"/> |
| 11. | <u>Directorships and/or substantial shareholdings of the controlling shareholder</u> | <u>A list setting out directorships and/or substantial shareholdings of the controlling shareholder(s) in all other listed issuers in Malaysia for the past 3 years, is attached.</u> | <input type="checkbox"/> |
| 12. | <u>Issuance of securities on non-pro rata basis</u> | <p><u>Where the new issuance of securities is on a non-pro rata basis –</u></p> <p><u>A list setting out the class of placees (i.e. whether they are public investors, Bumiputera investors or directors/substantial shareholders of the applicant) and the amount of securities to be allocated to each placee or each class of placees, is attached herewith.</u></p> <p><u>Note: Where the identified placees are nominee corporations or funds, the names of the ultimate beneficiaries must be disclosed.</u></p> | <input type="checkbox"/> |
| 13. | <u>SHARE SCHEME FOR EMPLOYEES (“ESOS”)</u> | | |
| 13A | <u>Confirmation</u> | <u>We confirm that the ESOS is in full compliance with Part G of Chapter 6 of the LR</u> | |
| 14. | <u>BONUS ISSUE</u> | | |
| 14A | <u>Confirmation of compliance and adequacy of reserves</u> | <p><u>(a) The Bonus Issue is in full compliance with paragraph 6.30 of the LR</u></p> <p><u>(b) The reporting accountant or external auditor has confirmed that the available reserves for capitalisation are adequate to cover the entire bonus issue in accordance with paragraph 6.30(3), if applicable</u></p> | <input type="checkbox"/> <input type="checkbox"/> |
| 14B | <u>Bonus Issue will be fully capitalized from the following:</u> | <p><u>(a) Retained Profit Account</u></p> <p><u>(b) Share Premium Account</u></p> <p><u>(c) Surplus arising from the revaluation of investments in subsidiaries and associated companies</u></p> <p><u>(d) Surplus arising from the revaluation of land and building (at least 20% or 10% in the case of a real estate investment trust, of the valuation amount will be retained)</u></p> | <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> |
| 14C | <u>Conditionality</u> | <p><u>(a) The Bonus Issue is not conditional upon another corporate proposal</u></p> <p><u>(b) The Bonus Issue is conditional upon a concurrent subdivision or consolidation</u></p> <p><u>(c) The Bonus Issue is conditional upon another</u></p> | <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> |

Annexure PN28-B
Listing application for a new issue of securities

| | | |
|------------|--|--|
| | | <p><u>corporate proposal.</u></p> <p><u>To specify details of the other corporate proposals and the estimated time frame for completion of the same</u></p> <p>_____</p> |
| 14D | <u>Undertakings for Bonus Issues</u> | <p>We undertake the following:</p> <p>(a) <u>the return of allotment will be filed with the Registrar of Companies pursuant to the Companies Act, 1965 or in relation to a foreign corporation, the relevant document showing its latest issued and paid-up capital will be filed with the relevant authority pursuant to the laws of the place of incorporation;</u></p> <p>(b) <u>all notices of allotment will be issued and despatched to the entitled holders as expeditiously as possible and in any event, not later than 4 market days after the date of listing and quotation;</u></p> <p>(c) <u>the new securities will be listed and quoted as the existing listed securities of the same class;</u></p> <p>(d) <u>all conditions, including conditions imposed by the relevant authorities, if any, which are required to be met before the listing and quotation of the securities will be met;</u></p> <p>(e) <u>there are no circumstances or facts which have the effect of preventing or prohibiting the issuance, listing and/or quotation of the securities including any order, injunction or any other directive issued by any court of law; and</u></p> <p>(f) <u>to immediately inform the Exchange upon becoming aware, after submission of the listing application, that the listed issuer has failed to meet any of the above undertakings referred to in paragraphs (a) to (d) or of any circumstances or facts referred to in paragraph (e) above.</u></p> |
| 14E | <u>Conditionality of Proposals/ Pricing</u> | <p>(a) <u>The issue price # is/is not conditional upon any other proposal</u></p> <p>(b) <u>This proposal #is/is not conditional upon any other proposal</u></p> <p><u>If in the affirmative, to provide details of the other corporate exercises, including the estimated time frame for completion:</u></p> <p>_____</p> |
| 14F | <u>Public Shareholding Spread</u> | <p><u>(a) ORDINARY SHARES</u></p> <p><u>Where the proposal results in non-compliance with paragraph 8.02(1) of the LR, details of the public shareholdings as per Part B(1)(d) Annexure PN21-A of the LR and the reasons are attached herewith.</u> <input type="checkbox"/></p> <p><u>(b) CONVERTIBLE SECURITIES/ PREFERENCE SHARES</u></p> <p>(i) <u>There will be more than 100 holders</u> <input type="checkbox"/></p> |

Annexure PN28-B
Listing application for a new issue of securities

| | | |
|---------------------------------|---|--|
| | | <p>(ii) <u>There will be less than 100 holders</u> <input type="checkbox"/></p> <p>In the event of (ii), to provide reasons: _____</p> <p>_____</p> |
| 15. | ISSUES OF SECURITIES ON A NON-PRO RATA BASIS UNDER A GENERAL MANDATE | |
| 15A | Confirmation from Principal Adviser | <p>We confirm that –</p> <p>(i) <u>Paragraph 6.03 of the LR has been complied with</u> <input type="checkbox"/></p> <p>(ii) <u>Paragraph 6.04 of the LR has been complied with</u> <input type="checkbox"/></p> |
| 16. | CORPORATE PROPOSALS WHICH FALL UNDER PARAGRAPH 4.0 OF PRACTICE NOTE 28 | |
| 16A | Undertakings for corporate proposals which apply the procedure under paragraph 4.0 | <p>We undertake the following:</p> <p>(a) <u>the return of allotment will be filed with the Registrar of Companies pursuant to the Companies Act, 1965 or in relation to a foreign corporation, the relevant document showing its latest issued and paid-up capital will be filed with the relevant authority pursuant to the laws of the place of incorporation;</u></p> <p>(b) <u>all notices of allotment will be issued and despatched to the entitled holders as expeditiously as possible and in any event, not later than 4 market days after the date of listing and quotation;</u></p> <p>(c) <u>the new securities will be listed and quoted as the existing listed securities of the same class;</u></p> <p>(d) <u>all conditions, including conditions imposed by the relevant authorities, if any, which are required to be met before the listing and quotation of the securities will be met;</u></p> <p>(e) <u>there are no circumstances or facts which have the effect of preventing or prohibiting the issuance, listing and/or quotation of the securities including any order, injunction or any other directive issued by any court of law;</u></p> <p>(f) <u>to immediately inform the Exchange upon becoming aware, after submission of the listing application, that the listed issuer has failed to meet any of the above undertakings referred to in paragraphs (a) to (d) or of any circumstances or facts referred to in paragraph (e) above; and</u></p> <p>(g) <u>to announce to the Exchange the relevant information in accordance with paragraph 13.2 of Practice Note 28.</u></p> |
| [Authorised signatory of _____] | | [Authorised signatory of _____] |

Annexure PN28-B
Listing application for a new issue of securities

| | |
|------------------------|--------------------|
| the Principal Adviser] | the listed issuer] |
| Name: | Name: |
| Designation: | Designation: |
| Date: | Date: |

Part B**Documents to be filed with a listing application for a new issue of securities**

(paragraphs ~~6.04(1)(b)~~6.1(b), 7.1, 8.1, ~~6.03B~~, 6.35(b) and ~~6.39(b)~~, and 9.1)

(1) A listed issuer must file the following documents in support of a listing application for a new issue of securities:-

- (a) ~~One~~ a copy of the announcement, circular, prospectus or abridged prospectus which is registered with the relevant authorities:-
- (b) Aa certified true copy of the relevant resolution passed by securities holders in general meeting:-
- (c) Aa letter from the listed issuer's ~~adviser~~Principal Adviser confirming all approvals of relevant authorities have been obtained:-
- (d) ~~One~~a copy each of all letters of approval from the relevant authorities:-

~~(e) In the case of a bonus issue:-~~

- ~~(i) a confirmation from the listed issuer's Principal Adviser that the listed issuer has complied with paragraph 6.26A;~~
- ~~(ii) a letter from the Commission confirming that the revaluation is in compliance with the Commission's Guidelines on Asset Valuation, where applicable; and~~
- ~~(iii) a confirmation of the available reserves by the reporting accountants or external auditors as stipulated in subparagraph 6.26A(3), where applicable;~~
- ~~(iv) the following undertakings~~
 - ~~(aa) the return of allotment will be filed with the Registrar of Companies pursuant to the Companies Act, 1965 or in relation to a foreign corporation, that the relevant document showing its latest issued and paid-up capital will be filed with the relevant authority pursuant to the laws of the place of incorporation;~~
 - ~~(bb) all notices of allotment will be issued and despatched to the entitled holders as expeditiously as possible and in any event, no later than 4 market days after the date of listing and quotation;~~
 - ~~(cc) rank pari passu in all respects with the existing securities of the same class;~~
 - ~~(dd) all conditions imposed by the relevant authorities, if any, which are required to be met prior to the listing and quotation of the securities will be met;~~

Annexure PN28-B
Listing application for a new issue of securities

~~(ee) there are no circumstances or facts which have the effect of preventing or prohibiting the issuance, listing and/or quotation of the securities including any order, injunction or any other directive issued by any court of law;~~

~~(ff) to immediately inform the Exchange upon becoming aware, after submission of the listing application, that the listed issuer has failed to meet any of the above undertakings referred to in subparagraphs (aa) to (dd) or of any circumstances or facts referred to in subparagraph (ee) above; and~~

~~(v) a statement whether the bonus issue is conditional upon any other corporate proposal including:-~~

~~(gg) the details of such other corporate proposals; and~~

~~the estimated time frame for completion of the other corporate proposals.~~

~~(f)(e) In the case of a share scheme for employees:- (i) A draft copy of the bylaws; and; and~~

~~(ii) A confirmation from the listed issuer's Principal Adviser that the listed issuer has complied with the provisions set out in Part H, where applicable.~~

~~(g)(f) for proposals which apply the procedures under paragraphs 3.0 and 4.0 of Practice Note 28, A cheque drawn to the order of Bursa Malaysia Securities Berhad for the processing and listing fees (see the Schedule of Fees for the computation of the amount), where applicable, together with a copy of the details of the computation of the amount of listing fees payable.~~

~~(h) One copy of the receipt from the Second Opinion Valuer evidencing full payment of the fees owing in relation to the Second Opinion Valuation, where applicable.~~

(2) If any of the above documents are not filed because they are not applicable or available in any case, a listed issuer must submit a separate exhibit explaining why such documents are not applicable or available.

Part C

Documents to be filed with an quotation application for ~~quotation~~ of a new issue of securities

(paragraph ~~6.04(2)~~6.2)

A listed issuer must file the following documents in support of an quotation application for ~~quotation~~ of a new issue of securities:-

(a) A confirmation from the listed issuer as to its latest issued and paid-up capital;

(b) A confirmation that all notices of allotment have been issued and despatched to the entitled holders;

(c) A confirmation from the listed issuer that the Depository is ready to credit the new securities to the accounts of the entitled holders, after receiving the allotment information for crediting of the new securities;

Annexure PN28-B
Listing application for a new issue of securities

- (d) A cheque drawn to the order of Bursa Malaysia Securities Berhad for the listing fees (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;
- (e) A confirmation from the ~~adviser~~ Principal Adviser of whether the new issue of securities will be listed and quoted as the existing securities of the same class or will be separately quoted on the listing date. If the new issue of securities will be separately quoted on the listing date, to specify the entitlement that the holders of the new issue of securities will not be entitled to;
- ~~(f) In the case of acquisitions to be satisfied wholly or partly by a new issue of securities, a letter of confirmation in the form of Appendix 6D.~~
- ~~(g)~~ A confirmation from the ~~adviser~~ Principal Adviser that all conditions, including conditions imposed by the relevant authorities, if any, which are required to be met ~~prior to~~ before the listing and quotation of the securities have been met;
- ~~(h)~~ A confirmation from the ~~adviser~~ Principal Adviser that there are no circumstances or facts which have the effect of preventing or prohibiting the issuance, listing and/or quotation of the securities including any order, injunction or any other directive issued by any court of law; and
- ~~(i) In the case of a bonus issue, a certified true copy of the relevant resolution passed by securities holders in general meeting; and~~
- (j) such other documents which are not / have not been submitted pursuant to Part B of ~~Appendix 6A~~ Annexure PN28-B.

Part D

~~Contents of a listing application~~ Additional information for debt securities
(paragraph ~~6.35(a)~~ 7.1(a))

- (1) The full title of issue and ranking of the debt securities;
- (2) The title of instrument under which the debt securities were created or are proposed to be created;
- (3) The name of trustee;
- (4) The issue and maturity dates;
- (5) The amount authorised, amount issued to-date, amount retired, amount outstanding and amount proposed to be issued;
- (6) The interest rate and interest payment dates;
- (7) The method of redemption;
- (8) Whether the issue qualifies for any tax exemption;
- (9) The denominations issuable;
- (10) The manager and lead underwriter of the issue;
- (11) The method of distribution of the issue;

Annexure PN28-B
Listing application for a new issue of securities

- (12) Whether bank guaranteed and if so, details of the amount guaranteed by the respective guarantor banks;
- (13) Whether secured and if so, details of such security; and
- (14) A summary of other material terms of issue.

Part E**Additional ~~S~~ supporting documents to be filed with a listing application for debt securities**(paragraph ~~6.35(b)~~ 7.1(b))

- (1) A listed issuer must file the following additional documents in support of a listing application for debt securities:-
- (a) ~~One~~ one copy of the mortgage indenture, or equivalent instrument certified by the trustee; ~~and~~
- (b) ~~One~~ one copy of the duly executed trust deed.
- ~~(c) — One specimen copy of the certificate of the debt security.~~
- (2) If any of the above documents are not filed because they are not applicable in any case, a listed issuer must submit a separate exhibit explaining why such documents are not applicable.

Part F**Additional ~~S~~ supporting documents to be filed with a listing application for ~~warrants or other convertible securities~~**(paragraph ~~6.39(b)~~ 8.1)

- (1) A listed issuer must file ~~the following additional documents~~ a copy of the duly executed deed poll in support of a listing application for ~~warrants or other convertible securities~~:-
- (a) ~~One~~ one copy of the duly executed deed poll.
- (b) ~~One specimen copy of the certificate of the warrant or other convertible security, as the case may be.~~
- ~~(c) — In relation to an issue of warrants or other convertible securities arising from adjustments due to a bonus issue, the documents referred to in subparagraphs (1)(e)(iv)(bb) to (ff) and 1(e)(v) of Part B of Appendix 6A.~~
- ~~(d) — In relation to an issue of warrants or other convertible securities arising from adjustments due to a subdivision or consolidation which is on a stand-alone basis or conditional upon a concurrent bonus issue, the documents referred to in subparagraph (11) of Part A and Part B of Appendix 13C.~~
- (2) If ~~any of the above documents are~~ it is not filed because ~~they are~~ it is not applicable in any case, a listed issuer must submit a separate exhibit explaining why ~~such the documents are~~ such the documents ~~are~~ is not applicable.

[End of Annexure]

Annexure PN28-C
Listing application for new issue of units
for an exchange traded fund

ANNEXURE PN28-C

Listing application for new issue of units for an exchange traded fund
 (paragraph 9.1)

| | | |
|--|--|---|
| 1. | <u>Name of Fund</u> | |
| 2. | <u>Name of management company</u> | |
| 3. | <u>Types of proposal including number of new units applied for listing and issue price (if any)</u> | (a) <u>In-kind creation</u> <input style="float: right;" type="checkbox"/> (c) <u>Others:</u> _____ <input style="float: right;" type="checkbox"/> |
| 4. | <u>Undertakings</u> | We undertake the following: (a) <u>all notices of allotment will be issued and despatched to all successful unit holders upon creation of the new units;</u> (b) <u>all new units issued will rank pari passu in all respects with the existing units;</u> (c) <u>all allotment information will be submitted to the Depository for the crediting of units issued;</u> (d) <u>all conditions, including conditions imposed by the relevant authorities, will be met upon the creation of the new units;</u> (e) <u>there will be 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; and</u> (f) <u>to immediately inform the Exchange upon becoming aware, after submission of the listing application, that the applicant has failed to meet any of the above undertakings referred to in paragraphs (a) to (d) or of any circumstances or facts referred to in paragraph (e) above.</u> |
| _____ [Authorised signatory of the Principal Adviser] Name: Designation: Date: | | _____ [Authorised signatory of the management company] Name: Designation: Date: |