

## ANNEXURE A

### PROPOSED ENHANCEMENTS TO THE CONTINUING DISCLOSURE REQUIREMENTS UNDER PART 1 OF THE CONSULTATION PAPER

#### Main Market Listing Requirements

**Proposal 1.1**

**Announcement on change of directors, chief executive (“CEO”), chief financial officer (“CFO”), external auditors and independent advisor**

#### **9.19 Immediate announcements to the Exchange**

A listed issuer must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive –

- (12) any change in the composition of the board of directors of the listed issuer. An announcement to the Exchange –
- (a) on the appointment of a directors must include the information contained in Part A of Appendix 9A; or
  - (b) on the resignation or termination of service of a director must include the reasons given for such resignation or termination;
- (14) any change or proposed change in the chief executive of the listed issuer. An announcement to the Exchange –
- (a) on the appointment of a the chief executive must include the information contained in Part B of Appendix 9A; or
  - (b) on the resignation or termination of service of the chief executive must include the reasons given for such resignation or termination;
- (14A) any change or proposed change in the chief financial officer of the listed issuer. An announcement to the Exchange –
- (a) on the appointment of the chief financial officer must include the information contained in Part B(A) of Appendix 9A; or
  - (b) on the resignation or termination of service of the chief financial officer must include the reasons given for such resignation or termination;
- (15) any change in the company secretary or external auditors of the listed issuer. An announcement to the Exchange on the termination of services or resignation of the external auditors must include the reasons for such termination or resignation where there are written representations or explanations for such resignation or termination;
- (15A) any change in the independent adviser appointed by the listed issuer pursuant to these Requirements. An announcement on the resignation or termination of service of the independent adviser must include the reasons given for such resignation or termination;

**The proposed Part B(A) of Appendix 9A is as follows:**

**APPENDIX 9A**

**Part B(A)**

**Contents of announcement in relation to the appointment of the chief financial officer**  
(paragraph 9.19(14A))

- (a) The name, age, nationality and qualification.
- (b) Working experience.
- (c) Any family relationship with any director and/or major shareholder of the listed issuer.
- (d) Whether the appointee has any conflict of interests with the listed issuer or its subsidiaries.
- (e) The details of any interest in the securities of the listed issuer or its subsidiaries.

**Proposal 1.2**

**Disclosure of the grounds in support of the appointment of a director**

**9.19 Immediate announcements to the Exchange**

A listed issuer must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive –

- (12) any change in the composition of the board of directors. An announcement to the Exchange on the appointment of directors must include the information contained in Part A of Appendix 9A;

**APPENDIX 9A**

**Part A**

**Contents of announcement in relation to the appointment of a director**  
(paragraph 9.19(12))

- (g) The grounds which the listed issuer has considered in appointing the director including -
  - (i) the reasons why the listed issuer thinks that the director has the character, experience, integrity, competence and time to effectively discharge his role as a director of the listed issuer; and
  - (ii) in an appointment of an independent director, the reasons why the listed issuer considers the independent director as “independent”.

## APPENDIX 8A

### Contents of statement accompanying notices of annual general meetings (paragraph 8.27(2))

Further details of individuals who are standing for election as directors (excluding directors standing for a re-election), namely the following:

- (f) any conflict of interests that they have with the listed issuer; ~~and~~
- (g) the list of convictions for offences within the past 10 years other than traffic offences, if any; ~~and~~
- (h) the grounds which the listed issuer has considered in appointing the director including -
  - (i) the reasons why the listed issuer thinks that the director has the character, experience, integrity, competence and time to effectively discharge his role as a director of the listed issuer; and
  - (ii) in an appointment of an independent director, the reasons why the listed issuer considers the independent director as "independent".

#### **Proposal 1.3**

**Enhancement to the disclosure on review of the performance of the corporation and its principal subsidiaries in the notes to quarterly report by requiring a detailed analysis**

## APPENDIX 9B

### Part A

#### Quarterly report (paragraphs 9.22(2) and 9.40)

#### Notes

1. A ~~review~~detailed analysis of the performance of the corporation and its principal subsidiaries, setting out material factors affecting the earnings and/or revenue of the corporation and the group for the current quarter and financial year-to-date.

**Proposal 1.4**

**Additional information to be disclosed in the income statement and cash flow statement**

**APPENDIX 9B**

**Part A**

**Quarterly report**

(paragraphs 9.22(2) and 9.40)

**Notes**

16. The income statement must include the following items for the current quarter and financial year to date:

- (a) interest income;
- (b) other income including investment income;
- (c) interest expense;
- (d) depreciation and amortization;
- (e) provision for and write off of receivables;
- (f) provision for and write off of inventories;
- (g) gain or loss on disposal of quoted or unquoted investments or properties;
- (h) impairment of assets;
- (i) foreign exchange gain or loss;
- (j) gain or loss on derivatives; and
- (k) exceptional items (with details).

17. The cash flow statement must include details of the major components on each of the following activities:

- (a) the operating activities of the listed issuer;
- (b) the investing activities of the listed issuer; and
- (c) the financing activities of the listed issuer.

**Proposal 1.5**

**Disclosure of financial highlights and financial indicators in annual report**

**APPENDIX 9C**

**Part A**

**Contents of annual report**  
(paragraphs 9.25 and 9.41)

(31) The financial highlights of major items in the income statement and balance sheet together with the financial indicators for the last 5 years or since the year of admission to the Official List (if it is less than 5 years).

**Proposal 1.6**

**Additional disclosure of information in contents of circular to shareholders for shareholder mandate relating to Recurrent Related Party Transactions**

**ANNEXURE PN12-A**

**Contents of circular to shareholders for shareholder mandate**  
(paragraph 4.1)

(16) The reasons for the deviation, where the Actual Value exceeds the Estimated Value by 10% or more.

(16A) Where a sum is due and owing to a listed issuer by its related party pursuant to a Recurrent Related Party Transaction, a breakdown of the principal sum and interest for the total outstanding amount due under the Recurrent Related Party Transaction which exceeded the credit term for the following periods as at the end of each financial year:

- (a) a period of 1 year or less;
- (b) a period of more than 1 to 3 years;
- (c) a period of more than 3 to 5 years; and
- (d) a period of more than 5 years.

(16B) The following particulars must be disclosed together with the information in paragraph 16A above:

- (a) any late payment charges imposed and where no late payment charges are imposed, to state the reasons;
- (b) the course of action(s) taken or to be taken by the listed issuer to recover the outstanding amount due;
- (c) where the Recurrent Related Party Transaction involves an interested director, the interested director's declaration on his commitment to repay the listed issuer; and

- (d) the listed issuer's board of directors' opinion on any outstanding amount long overdue including comments on its recoverability.

**Proposal 1.7**

**Disclosure on charging/pledging of shares by shareholders**

**9.19 Immediate announcements to the Exchange**

A listed issuer must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive –

- (17A) any notice received by the listed issuer relating to any charge or pledge of a major shareholder's interests, rights or titles in its shares of the listed issuer giving a third party a present or future right to acquire or have the securities transferred to it or to its order, where -
- (a) the aggregate number of shares pledged or charged is more than 33% of the listed issuer's issued and paid-up capital;
- (b) the shareholder is the controlling shareholder and the total number of shares pledged or charged is at any time 50% or more of his shareholding interest; or
- (c) the enforcement of such interests, rights or titles is reasonably expected to have a material effect on the price, value or market activity of any of the listed issuer's securities or the decision of a listed issuer's securities holder or investor in determining his choice of action.

An announcement on the charge or pledge above must include the information contained in Part M of Appendix 9A;

*The proposed Part M of Appendix 9A is as follows:*

**APPENDIX 9A**

**Part M**

**Contents of announcement in relation to a charge or pledging of shares by a major shareholder**  
(paragraph 9.19(17A))

- (a) the name of the major shareholder;
- (b) the number and class of shares being charged or pledged;
- (c) the percentage of the listed issuer's share capital it represents;
- (d) the amount of the loans, debts, guarantees or obligations for which the charge or pledge is created; and
- (e) any other details that are considered necessary for an understanding of the arrangements, including the charges' or pledgee's identity.

## PART J(A) NOTIFICATION OF SECURITY & BORROWINGS

### 7.32A Shareholder's duty to notify pledging of interests

- (1) A major shareholder who fulfills the following conditions must notify the company in writing immediately when he has charged or pledged its interest, rights or titles in shares of the company giving a third party a present or future right to acquire or have the securities transferred to it or to its order:
- (a) the aggregate number of shares pledged or charged is more than 33% of the company's issued and paid-up capital;
  - (b) the shareholder is the controlling shareholder and the total number of shares pledged or charged is at any time 50% or more of his shareholding interest; or
  - (c) the enforcement of such interests, rights or titles is reasonably expected to have a material effect on the price, value or market activity of any of the company's securities or the decision of a company's securities holder or investor in determining his choice of action.
- (2) The shareholder must include the following information in the notification:
- (a) the name of the shareholder;
  - (b) the number and class of shares being charged or pledged;
  - (c) the percentage of the company's share capital it represents;
  - (d) the amount of the loans, debts, guarantees or obligations for which the charge or pledge is created; and
  - (e) any other details that are considered necessary for an understanding of the arrangements, including the chargee's or pledgee's identity.

#### **Proposal 1.8**

#### **Immediate announcement of foreclosure over a listed issuer's assets**

### **9.19 Immediate announcements to the Exchange**

A listed issuer must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive: –

- (50) any foreclosure by a lender over a portion of the listed issuer's assets where the aggregate value of the assets or consideration represents 5% or more under any of the percentage ratios as defined in paragraph 10.02(g).

**Proposal 1.9**

**Listed issuer to disclose any revenue or profit estimate, forecast or projection in its circular**

**2.18A Disclosure of estimate, forecast or projection in a circular**

Where a listed issuer provides a revenue or profit estimate, forecast or projection in any application, proposal, statement, information or document submitted to the Exchange pursuant to these Requirements, the listed issuer, its adviser and directors must ensure that the same information is also disclosed in the circular to its shareholders.

**Proposal 1.10**

**Enhancement to immediate announcement of termination or completion of corporate proposal**

**9.19 Immediate announcements to the Exchange**

A listed issuer must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive: –

- (47) any material development to corporate proposals previously announced, including the following:
- (f) lapse of timeframe imposed by the relevant regulatory authorities, within which the corporate proposal must be completed and the submission of any application for extension of time to complete implementation of the corporate proposal; ~~and~~
  - (g) ~~termination or~~ completion of the corporate proposal; ~~or~~ and
  - (h) termination of the corporate proposal, stating amongst others -
    - (i) the detailed reasons for the termination;
    - (ii) whether there is any legal recourse available to the parties involved, and details of such legal recourse (if any); and
    - (iii) the financial impact (if any) to the listed issuer pursuant to the termination in terms of the effect on earnings per share and net asset per share;

**Proposal 1.11**

**Tagging of Principal Adviser's name in public documents**

**2.21A Public documents to include Principal Adviser's name**

- (1) A listed issuer must, for 2 full financial years from the date of its admission to the Official List, state in all its Public Documents, who its Principal Adviser was for its application for admission to the Official List.



- (2) [The statement must be in print no smaller than the main text and positioned on the front page of the Public Documents.](#)
- (3) [For the purpose of this paragraph, “Public Documents” means documents issued by the listed issuer to the public or to its securities holders pursuant to these Requirements.](#)

**Proposal 1.12**

**Incorporating a statement on general mandate in the statement accompanying notice of AGM**

**CHAPTER 8 CONTINUING LISTING OBLIGATIONS**

**APPENDIX 8A**

**Contents of statement accompanying notices of annual general meetings**

(paragraph 8.27(2))

1. Further details of individuals who are standing for election as directors (excluding directors standing for re-election), namely the following:
- (a) – (g) *[no amendment]*
2. [A statement relating to general mandate for issue of securities in accordance with paragraph 6.03\(3\) of these Requirements.](#)

**Proposal 1.13**

**Clarification of disclosure obligations in relation to a Project/Contract Venture**

*Please refer to [paragraph 3.0](#) and [Annexure PN31-A](#) of Practice Note 31 in Annexure F.*

**Proposal 1.14**

**Voluntary disclosure of management discussion & analysis (“MD&A”) in annual report**

**APPENDIX 9C**

**Part A**

**Contents of annual report**

(paragraphs 9.25 and 9.41)

- (7) The Chairman’s statement which represents the collective view of the board of directors setting out a balanced summary which includes the following:
- (a) a brief description of the industry trend and development;

- (b) a discussion and analysis of the group's performance during the year and the material factors underlying its results and financial position. It should emphasise trends and identify significant events or transactions during the year under review; and
- (c) the prospects of the listed issuer.

(7A) On a voluntary basis, a separate statement containing the listed issuer's management discussion and analysis of its business operations and financial performance during the financial year.

The listed issuer is encouraged (but is not obliged) to prepare and include the management discussion and analysis in the annual report. Where a management discussion and analysis statement is prepared, the listed issuer may refer to the Corporate Disclosure Guide issued by the Exchange.

**Proposal 1.15**

**Removal of requirements which are no longer relevant in the notes to quarterly report and annual report**

**APPENDIX 9B**

**Part A**

**Quarterly report**

(paragraphs 9.22(2) and 9.40)

**Notes**

- 7. ~~The amount of profits/(losses) on any sale of unquoted investments and/or properties respectively for the current quarter and financial year to date. [Deleted]~~
- 8. ~~The following particulars of any purchase or disposal of quoted securities other than securities in existing subsidiaries and associated companies by all corporations except closed end funds, a corporation whose activities are regulated by any written law relating to banking, finance corporations or insurance and are subject to supervision by Bank Negara Malaysia, Participating Organisations and such other corporations as may be exempted by the Exchange:~~
  - ~~(a) total purchase consideration and sale proceeds of quoted securities for the current quarter and financial year to date and profit/loss arising from the same;~~
  - ~~(b) investments in quoted securities as at the reporting period—~~
    - ~~(i) at cost;~~
    - ~~(ii) at carrying value/book value; and~~
    - ~~(iii) at market value. [Deleted]~~
- 10. ~~The group borrowings and debt securities as at the end of the reporting period—~~
  - ~~(a) whether secured or unsecured, and a breakdown between secured and unsecured, if applicable;~~
  - ~~(b) breakdown between short term and long term borrowings; and~~

~~(c) — whether denominated in foreign currency, and a breakdown of the debt/borrowings in each currency, if applicable. [\[Deleted\]](#)~~

## APPENDIX 9C

### Part A

#### **Contents of annual report** (paragraphs 9.25 and 9.41)

(24) ~~A statement regarding the revaluation policy on landed properties in respect of the financial year. [\[Deleted\]](#)~~

### ACE Market Listing Requirements

**Proposal 1.1**

**Announcement on change of directors, chief executive (“CEO”), chief financial officer (“CFO”), external auditors and independent advisor**

**9.19 Immediate announcements to the Exchange**

A listed corporation must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcements which are imposed under this Chapter and other parts of these Requirements and are not exhaustive:

- (12) any change in the composition of the board of directors of the listed corporation. An announcement to the Exchange –
- (a) on the appointment of a directors must include the information contained in Part A of Appendix 9A; or
  - (b) on the resignation or termination of service of a director must include the reasons given for such resignation or termination;
- (14) any change or proposed change in the chief executive of the listed corporation. An announcement to the Exchange –
- (a) on the appointment of a the chief executive must include the information contained in Part B of Appendix 9A; or
  - (b) on the resignation or termination of service of the chief executive must include the reasons given for such resignation or termination;
- (14A) any change or proposed change in the chief financial officer of the listed corporation. An announcement to the Exchange –
- (a) on the appointment of the chief financial officer must include the information contained in Part B(A) of Appendix 9A; or
  - (b) on the resignation or termination of service of the chief financial officer must include the reasons given for such resignation or termination;
- (15) any or change in the company secretary or external auditors of the listed corporation. An announcement to the Exchange on the termination of services or resignation of the external auditors must include the reasons for such termination or resignation where there are written representations or explanations for such resignation or termination;
- (15A) any change in the independent adviser appointed by the listed corporation pursuant to these Requirements. An announcement on the resignation or termination of service of the independent adviser must include the reasons given for such resignation or termination;

*The proposed Part B(A) of Appendix 9A is as follows:*

**APPENDIX 9A**

**Part B(A)**

**Contents of announcement in relation to the appointment of the chief financial officer**  
(Rule 9.19(14A))

- (a) The name, age, nationality and qualification.
- (b) Working experience.
- (c) Any family relationship with any director and/or major shareholder of the listed corporation.
- (d) Whether the appointee has any conflict of interests with the listed corporation or its subsidiaries.
- (e) The details of any interest in the securities of the listed corporation or its subsidiaries.

**Proposal 1.2**

**Disclosure of the grounds in support of the appointment of a director**

**9.19 Immediate announcements to the Exchange**

A listed corporation must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive –

- (12) any change in the composition of the board of directors. An announcement to the Exchange on the appointment of directors must include the information contained in Part A of Appendix 9A;

**APPENDIX 9A**

**Part A**

**Contents of announcement in relation to the appointment of a director**  
(Rule 9.19(12))

- (g) The grounds which the listed corporation has considered in appointing the director including -
  - (i) the reasons why the listed corporation thinks that the director has the character, experience, integrity, competence and time to effectively discharge his role as a director of the listed corporation; and
  - (ii) in an appointment of an independent director, the reasons why the listed corporation considers the independent director as “independent”.

## APPENDIX 8A

### Contents of statement accompanying notices of annual general meetings

(Rule 8.29)

Further details of individuals who are standing for election as directors (excluding directors standing for a re-election), namely the following:

- (f) any conflict of interests that they have with the listed corporation; ~~and~~
- (g) the list of convictions for offences within the past 10 years other than traffic offences, if any; ~~and~~
- (h) the grounds which the listed corporation has considered in appointing the director including -
  - (i) the reasons why the listed corporation thinks that the director has the character, experience, integrity and competence to effectively discharge his role as a director of the listed corporation; and
  - (ii) in an appointment of an independent director, the reasons why the listed corporation considers the independent director as "independent".

#### **Proposal 1.3**

**Enhancement to the disclosure on review of the performance of the corporation and its principal subsidiaries in the notes to quarterly report by requiring a detailed analysis**

## APPENDIX 9B

### Quarterly report

(Rule 9.22(2))

#### Notes

1. A ~~review~~detailed analysis of the performance of the corporation and its principal subsidiaries, setting out material factors affecting the earnings and/or revenue of the corporation and the group for the current quarter and financial year-to-date.

**Proposal 1.4**

**Additional information to be disclosed in the income statement and cash flow statement**

**APPENDIX 9B**

**Quarterly report**

(Rule 9.22(2))

**Notes**

16. The income statement must include the following items for the current quarter and financial year to date:

(a) interest income;

(b) other income including investment income;

(c) interest expense;

(d) depreciation and amortization;

(e) provision for and write off of receivables;

(f) provision for and write off of inventories;

(g) gain or loss on disposal of quoted or unquoted investments or properties;

(h) impairment of assets;

(ii) foreign exchange gain or loss;

(j) gain or loss on derivatives; and

(k) exceptional items (with details).

17. The cash flow statement must include details of the major components on each of the following activities:

(a) the operating activities of the listed corporation;

(b) the investing activities of the listed corporation; and

(c) the financing activities of the listed corporation.

**Proposal 1.5**

**Disclosure of financial highlights and financial indicators in annual report**

**APPENDIX 9C**

**Contents of annual report**

(Rule 9.25)

(32) The financial highlights of major items in the income statement and balance sheet together with the financial indicators for the last 5 years or since the year of admission to the Official List (if it is less than 5 years).

**Proposal 1.6**

**Additional disclosure of information in contents of circular to shareholders for shareholder mandate relating to Recurrent Related Party Transactions**

**ANNEXURE GN8-A**

**Contents of circular to shareholders for shareholder mandate**

(paragraph 4.1)

(16) The reasons for the deviation, where the Actual Value exceeds the Estimated Value by 10% or more.

(16A) Where a sum is due and owing to a listed issuer by its related party pursuant to a Recurrent Related Party Transaction, a breakdown of the principal sum and interest for the total outstanding amount due under the Recurrent Related Party Transaction which exceeded the credit term for the following periods as at the end of each financial year:

- (a) a period of 1 year or less;
- (b) a period of more than 1 to 3 years;
- (c) a period of more than 3 to 5 years; and
- (d) a period of more than 5 years.

(16B) The following particulars must be disclosed together with the information in paragraph 16A above:

- (a) any late payment charges imposed and where no late payment charges are imposed, to state the reasons;
- (b) the course of action(s) taken or to be taken by the listed corporation to recover the outstanding amount due;
- (c) where the Recurrent Related Party Transaction involves an interested director, the interested director's declaration on his commitment to repay the listed corporation; and



- (d) the listed corporation's board of directors' opinion on any outstanding amount long overdue including comments on its recoverability.

**Proposal 1.7**

**Disclosure on charging/pledging of shares by shareholders**

**9.19 Immediate announcements to the Exchange**

A listed corporation must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcements which are imposed under this Chapter and other parts of these Requirements and are not exhaustive:

(18A) any notice received by the listed corporation relating to any charge or pledge of a major shareholder's interests, rights or titles in its shares of the listed corporation giving a third party a present or future right to acquire or have the securities transferred to it or to its order, where -

- (a) the aggregate number of shares pledged or charged is more than 33% of the listed corporation's issued and paid-up capital;
- (b) the shareholder is the controlling shareholder and the total number of shares pledged or charged is at any time 50% or more of his shareholding interest; or
- (c) the enforcement of such interests, rights or titles is reasonably expected to have a material effect on the price, value or market activity of any of the listed corporation's securities or the decision of a listed corporation's securities holder or investor in determining his choice of action.

An announcement on the charge or pledge above must include the information contained in Part M of Appendix 9A.

***The proposed Part M of Appendix 9A is as follows:***

**Part M**

**Contents of announcement in relation to a charge or pledging of shares by a major shareholder**

(Rule 9.19(18A))

- (a) the name of the major shareholder;
- (b) the number and class of shares being charged or pledged;
- (c) the percentage of the listed corporation's share capital it represents;
- (d) the amount of the loans, debts, guarantees or obligations for which the charge or pledge is created; and
- (e) any other details that are considered necessary for an understanding of the arrangements, including the chargee's or pledgee's identity.

## **PART J(A) NOTIFICATION OF SECURITY & BORROWINGS**

### **7.32A Shareholder's duty to notify pledging of interests**

- (1) A major shareholder who fulfills the following conditions must notify the company in writing immediately when he has charged or pledged its interest, rights or titles in shares of the company giving a third party a present or future right to acquire or have the securities transferred to it or to its order:
- (a) the aggregate number of shares pledged or charged is more than 33% of the company's issued and paid-up capital;
  - (b) the shareholder is the controlling shareholder and the total number of shares pledged or charged is at any time 50% or more of his shareholding interest;
  - (c) the enforcement of such interests, rights or titles is reasonably expected to have a material effect on the price, value or market activity of any of the company's securities or the decision of a company's securities holder or investor in determining his choice of action.
- (2) The shareholder must include the following information in the notification:
- (a) the name of the shareholder;
  - (b) the number and class of shares being charged or pledged;
  - (c) the percentage of the company's share capital it represents;
  - (d) the amount of the loans, debts, guarantees or obligations for which the charge or pledge is created; and
  - (e) any other details that are considered necessary for an understanding of the arrangements, including the chargee's or pledgee's identity.

**Proposal 1.8**

**Immediate announcement of foreclosure over a listed corporation's assets**

### **9.19 Immediate announcements to the Exchange**

A listed corporation must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive: –

- (50) any foreclosure by a lender over a portion of the listed corporation's assets where the aggregate value of the assets or consideration represents 5% or more under any of the percentage ratios as defined in Rule 10.02(g).

**Proposal 1.9**

**Listed corporation to disclose any revenue or profit estimate, forecast or projection in its circular**

**2.18A Disclosure of estimate, forecast or projection in a circular**

Where a listed corporation provides a revenue or profit estimate, forecast or projection in any application, proposal, statement, information or document submitted to the Exchange pursuant to these Requirements, the listed corporation, its adviser and directors must ensure that the same information is also disclosed in the circular to its shareholders.

**Proposal 1.10**

**Enhancement to immediate announcement of termination or completion of corporate proposal**

**9.19 Immediate announcements to the Exchange**

A listed corporation must immediately announce to the Exchange the ~~following~~ events set out below. This requirement is in addition to the other announcement requirements which are imposed under this Chapter and other parts of these Requirements, and are not exhaustive: –

- (47) any material development to corporate proposals previously announced, including the following:
- (f) lapse of timeframe imposed by the relevant regulatory authorities, within which the corporate proposal must be completed and the submission of any application for extension of time to complete implementation of the corporate proposal; ~~and~~
  - (g) ~~termination or~~ completion of the corporate proposal; ~~or~~and
  - (h) termination of the corporate proposal, stating amongst others -
    - (i) the detailed reasons for the termination;
    - (ii) whether there is any legal recourse available to the parties involved, and details of such legal recourse (if any); and
    - (iii) the financial impact (if any) to the listed corporation pursuant to the termination in terms of the effect on earnings per share and net asset per share;

**Proposal 1.11**

**Tagging of Principal Adviser's name in public documents**

*[Not applicable]*

**Proposal 1.12**

**Incorporating a statement on general mandate in the statement accompanying notice of AGM**

**CHAPTER 8 CONTINUING LISTING OBLIGATIONS**

**APPENDIX 8A**

**Contents of statement accompanying notices of annual general meetings**

(Rule 8.29)

1. Further details of individuals who are standing for election as directors (excluding directors standing for re-election), namely the following:

(a) – (g) *[no amendment]*

2. [A statement relating to general mandate for issue of securities in accordance with Rule 6.04\(3\) of these Requirements.](#)

**Proposal 1.13**

**Clarification of disclosure obligations in relation to a Project/Contract Venture**

Please see [paragraph 3.0](#) and [Annexure GN22-A](#) of Guidance Note 22 in Annexure F.

**Proposal 1.14**

**Voluntary disclosure of management discussion & analysis (“MD&A”) in annual report**

**APPENDIX 9C**

**Contents of annual report**

(Rule 9.25)

(8) The Chairman's statement which represents the collective view of the board of directors setting out a balanced summary which includes the following:

(a) a brief description of the industry trend and development;

- (b) a discussion and analysis of the group's performance during the year and the material factors underlying its results and financial position. It should emphasise trends and identify significant events or transactions during the year under review; and
- (c) the prospects of the listed corporation.

(8A) On a voluntary basis, a separate statement containing the listed corporation's management discussion and analysis of its business operations and financial performance during the financial year.

The listed corporation is encouraged (but is not obliged) to prepare and include the management discussion and analysis in the annual report. Where a management discussion and analysis statement is prepared, the listed corporation may refer to the Corporate Disclosure Guide issued by the Exchange.

**Proposal 1.15**

**Removal of requirements which are no longer relevant in the notes to quarterly report and annual report**

**APPENDIX 9B**

**Quarterly report**  
(Rule 9.22(2))

**Notes**

- 7. ~~The amount of profits/(losses) on any sale of unquoted investments and/or properties respectively for the current quarter and financial year to date. [Deleted]~~
- 8. ~~The following particulars of any purchase or disposal of quoted securities other than securities in existing subsidiaries and associated companies by all corporations except closed end funds, a corporation whose activities are regulated by any written law relating to banking, finance corporations or insurance and are subject to supervision by Bank Negara Malaysia, Participating Organisations and such other corporations as may be exempted by the Exchange:~~
  - ~~(a) — total purchase consideration and sale proceeds of quoted securities for the current quarter and financial year to date and profit/loss arising from the same;~~
  - ~~(b) — investments in quoted securities as at the reporting period —~~
    - ~~(i) — at cost;~~
    - ~~(ii) — at carrying value/book value; and~~
    - ~~(iii) — at market value. [Deleted]~~
- 10. ~~The group borrowings and debt securities as at the end of the reporting period —~~
  - ~~(a) — whether secured or unsecured, and a breakdown between secured and unsecured, if applicable;~~

- ~~(b) — breakdown between short term and long term borrowings; and~~
- ~~(c) — whether denominated in foreign currency, and a breakdown of the debt/borrowings in each currency, if applicable. [\[Deleted\]](#)~~

## APPENDIX 9C

### Contents of annual report

(Rule 9.25)

- (25) ~~A statement regarding the revaluation policy on landed properties in respect of the financial year. [\[Deleted\]](#)~~

[ End of Annexure ]