ATTACHMENT

TABLE OF COMMENTS

COMMENTS TO ISSUES RAISED IN CONSULTATION PAPER NO. 1/2023

PROPOSED AMENDMENTS TO THE MAIN MARKET LISTING REQUIREMENTS AND ACE MARKET LISTING REQUIREMENTS

IN RELATION TO NEW ISSUE OF SECURITIES AND OTHER AREAS

Regulatory Policy & Advisory

Bursa Malaysia Berhad

12th Floor, Exchange Square

Bukit Kewangan

50200 Kuala Lumpur

Electronic mail: [rpa@bursamalaysia.com](mailto:rpa@bursamalaysia.com)

Facsimile: +603-2732 0065

|  |  |  |
| --- | --- | --- |
| NAME OF RESPONDENT AND DESIGNATION | : |  |
| NAME OF COMPANY | : |  |
| CONTACT PERSON & CONTACT NUMBER | : |  |
| EMAIL ADDRESS | : |  |

| ISSUES | | | COMMENTS | |
| --- | --- | --- | --- | --- |
| 1. **ENHANCING TRANSPARENCY ON FUND-RAISING EXERCISES INVOLVING NEW ISSUE OF SECURITIES** | | | | |
|  | Quarterly announcements on details of placement exercises undertaken on a staggered basis | | |
|  | Do you agree with the proposal in paragraph 12.2 of the Consultation Paper that a listed issuer must immediately announce the following information pertaining to each staggered placement exercise on a quarterly basis, simultaneously with the announcement of the quarterly report:   * 1. the price-fixing date and issuance date of each staggered issuance;   2. the number of securities issued and allotted for each staggered issuance;   3. the issue price and basis of determining the issue price for each staggered issuance; and   4. the aggregate number of securities issued and allotted pursuant to the placement at the end of each quarter?   Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Disclosure of placees’ financial capability in subscribing for the placement securities | | |
|  | Do you agree with the proposal in paragraph 13.3 of the Consultation Paper that a Recognised Principal Adviser[[1]](#footnote-2) must submit details on the financial standing and source of funds of the placees as part of the placee details, to the Exchange and  confirm that such details are accurate?  Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Do you have any comments to the ambit of financial standing and source of funds as described in paragraph 13.4 of the Consultation Paper?  Please state your comments and reasons for your comments. | *Comments and reasons for comments:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Quarterly announcements on status and details of utilisation of proceeds raised from a fund-raising exercise | | |
|  | Do you agree with the proposal in paragraph 14.4 of the Consultation Paper, that in the case of a new issue of securities for fund-raising purposes, a listed issuer must immediately announce the following information on a quarterly basis, simultaneously with the announcement of the quarterly report:   1. the details of the progress of the projects, initiatives or purposes funded by the proceeds together with their status and progress; and 2. where the unutilised proceeds, if any, including the place and name of the entity where the proceeds are deposited or kept?   Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Disclosures relating to equity fund-raising exercises where the proceeds raised have yet to be fully utilised | | |
|  | Do you agree with the proposal in paragraph 15.2 of the Consultation Paper to extend the current disclosure requirements relating to equity fund-raising exercises (i.e. description of such exercises, total proceeds raised and status of utilisation of such proceeds) in the immediate announcement to the Exchange and circular to shareholders, to equity fund-raising exercises undertaken in the past where the proceeds raised have not been fully utilised?  Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
| 1. **ENHANCING THE FRAMEWORK FOR EMPLOYEE SHARE SCHEME** | | | |
|  | Application of prescribed threshold to a Share Grant Scheme | | |
|  | Do you agree with the proposal in paragraph 21.4 of the Consultation Paper, that the total number of shares granted under a Share Grant Scheme must be subjected to the threshold of not more than 15% (or 30% in the case of the ACE LR) of the listed issuer’s total number of issued shares at any one time, collectively with the Share Issuance Scheme?  Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Enhanced disclosures relating to Employee Share Schemes in annual report | | |
|  | Do you agree with the proposal in paragraph 22.4 of the Consultation Paper, that a listed issuer must disclose in the annual report, the following information relating to options and shares granted under each Employee Share Scheme based on categories of participants:   1. date of offer or grant; 2. aggregate options or shares granted (in number and percentage) together with the number of participants during the financial year; 3. aggregate options exercised or shares vested (in number and percentage) together with the number of participants during the financial year; 4. aggregate options or shares outstanding at the beginning and at the end of the financial year; and 5. exercise price or purchase price?   Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
| 1. **ENHANCING REMUNERATION DISCLOSURES FOR CHIEF EXECUTIVE ON A NAMED BASIS** | | | |
|  | Do you agree with the proposal in paragraphs 24.3 and 24.5 of the Consultation Paper that the remuneration of a chief executive of a listed corporation, closed-end fund and trustee-manager of a business trust, must be disclosed on a named basis in the annual report and include the amount in each component of the remuneration?  Please state the reason(s) for your view. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Do you have any other suggestions in relation to this proposal?  Please state your suggestions and reasons for your suggestions. | *Suggestions and reasons:*   |  | | --- | | Click or tap here to enter text. | | |
| 1. **ENHANCING THE LR IN OTHER AREAS TO ADDRESS ISSUES OR GAPS AND ENSURE THE LR REMAINS BALANCED, CLEAR, RELEVANT AND UPDATED** | | | |
|  | Application of 50% limit to convertible debt securities | | |
|  | Do you agree with the proposal in paragraph 26.2 of the Consultation Paper, to extend the 50% limit to convertible debt securities as well?  Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Interim corporate proposals by an affected listed issuer or PN17 Issuer/GN3 Company pending regularisation only in exceptional circumstances | | |
|  | Do you agree with the proposal in paragraph 27.5 of the Consultation Paper, that an affected listed issuer or a PN17 Issuer/GN3 Company is disallowed from undertaking interim corporate proposals pending regularisation of its level of operations or financial condition respectively, unless allowed by the Exchange in exceptional circumstances?  Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Adherence to chain listing requirements for listing of subsidiaries on a stock exchange | | |
|  | Do you agree with the proposals in paragraph 28.7 of the Consultation Paper, that a listed issuer which wishes to list its subsidiaries on any stock exchange, must adhere with the following requirements:   1. requiring a listed issuer to ensure compliance with the chain listing requirements as stipulated in the SC’s Equity Guidelines (for the Main Market) or Rule 3.03 of the ACE LR (for the ACE Market) if the listed issuer wishes to list its subsidiary on the Exchange or any other stock exchange; 2. requiring an ACE Market listed corporation which wishes to list its subsidiary to also comply with the following, in addition to the chain listing requirements in Rule 3.03 of the ACE LR:    1. procure a confirmation from its Sponsor or an Adviser that after the listing of the subsidiary, it remains suitable for listing on the ACE Market;    2. after excluding the interest of the said subsidiary, have sufficient level of working capital to fund its continuing operations for at least 12 months from the date of the shareholder approval;    3. ensure that the listing of the subsidiary does not detrimentally affect the interest of its shareholders; and    4. provide its shareholders an assured entitlement to any offering of existing of new shares in the subsidiary; and 3. requiring disclosure of the following information in the circular to shareholders: 4. confirmation that the requirements in subparagraphs (a) and (b) above are met; and 5. statement from the listed issuer’s board of directors on the rationale for the listing of the subsidiary?   Please state the reasons for your views. | Agree  Disagree  No comment  *Reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Comparative disclosures of production figures on quarterly basis | | |
|  | Do you have any comment on the proposal in paragraph 29.2 of the Consultation Paper to require comparative disclosure of production figures by plantation and timber corporations on a quarterly basis, in addition to monthly basis?  Please state the reasons for your views. | *Comments and reasons:*   |  | | --- | | Click or tap here to enter text. | | |
|  | Clarification on the appointment of special auditor | | |
|  | Do you have any comment on the proposal in paragraph 30.2(a) of the Consultation Paper that a listed issuer must ensure that the review or investigation undertaken by the special auditor is sufficiently comprehensive and capable of addressing the issues raised by the Exchange?  Please state the reasons for your views. | *Comments and reasons:*   |  | | --- | | Click or tap here to enter text. | | |

[End of Attachment]

1. In the case of ACE Market, it would be the Sponsor, Adviser or Recognised Approved Adviser, as the case may be. [↑](#footnote-ref-2)