

**BURSA MALAYSIA SECURITIES BERHAD****GUIDANCE NOTE 16****LISTING PROCEDURES FOR FOREIGN LISTING AND PROSPECTUS  
REGISTRATION**

Details		Cross References
Effective date:	3 August 2009	Rule 5.02
Revision date:	2 January 2018, 1 January 2022	

**1.0 Introduction**

1.1 This Guidance Note sets out the following requirements in relation to a listing application and prospectus registration by a foreign corporation seeking a primary listing on the ACE Market under Rule 5.02:

- (a) the procedures for admission;
- (b) the listing and quotation application (where applicable) forms and supporting documents;
- (c) the undertakings and confirmation by an applicant, its promoters, chief executive and directors;
- (cA) the requirements and procedures for registration of prospectus; and
- (d) other relevant requirements.

**2.0 Procedures relating to a primary listing of foreign corporation**

2.1 The procedures relating to admission set out in paragraph 2.0 of Guidance Note 15 apply to the listing of a foreign corporation seeking a primary listing on the ACE Market.

**3.0 Listing application form and supporting documents**

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

- (a) the application, in the form of Part A of Annexure GN15-A; and
- (b) the supporting documents specified in Part B of Annexure GN15-A and Annexure GN16-A.

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3.2 The Exchange may return any listing application which quality is deemed unsatisfactory or does not comply with the Listing Requirements.

#### **4.0 Undertaking**

4.1 An applicant must give the Exchange an undertaking in the form of Annexure GN15-B, together with a certified true extract of the applicant's board of directors' resolution authorising the signatory.

4.2 An applicant must ensure that -

(a) every one of its directors, its promoters and its chief executive gives the Exchange an undertaking in the form of Annexure GN15-C; and

(b) every director who is or has been appointed as an independent director gives the Exchange a letter in the form of Annexure GN15-D.

4.3 The undertakings and confirmation in paragraphs 4.1 and 4.2 above as well as undertakings from the advisers (other than the Sponsor) involved in the application for admission and preparation of prospectus must be submitted to the Exchange together with the submission of the pre-admission consultation pack under paragraph 2A.0 of Guidance Note 15.

#### **5.0 Prospectus registration requirements and procedures**

5.1 The requirements and procedures relating to prospectus registration as set out in Part II of Guidance Note 15 apply, with the necessary modifications, to the registration of prospectus by a foreign corporation seeking a primary listing on the ACE Market.

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**Annexure GN16-A**  
**Documents to be filed with a listing application**

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**ANNEXURE GN16-A**

**Documents to be filed with a listing application**  
(paragraph 3.1(b))

- (1) An applicant must file the following documents in support of a listing application:
  - (a) a confirmation that it is able to comply with the Listing Requirements, where applicable, insofar as such compliance does not contravene the laws of the place of incorporation;
  - (b) where the applicant is unable to comply with the Listing Requirements, a report from an independent legal adviser explaining why compliance with the relevant provisions of the Listing Requirements will contravene the laws of the place of incorporation;
  - (c) in addition, a copy of the applicant's certificate of registration issued by the Registrar under Division 1 of Part V of the Companies Act; and
  - (d) a comparison of the standards of laws and regulations of the jurisdiction in which the applicant is incorporated and those provided in Malaysia, together with the proposed variations to its constituent documents, in cases where the jurisdiction of incorporation does not have the requisite standards.
- (2) If any of the above documents are not filed because they are not applicable or available in any case, the applicant must submit a separate exhibit explaining why such documents are not applicable or available.

[ End of Annexure ]