

## BURSA MALAYSIA SECURITIES BERHAD

## GUIDANCE NOTE 15

LISTING PROCEDURES FOR INITIAL ADMISSION AND PROSPECTUS  
REGISTRATION

Details		Cross References
Effective date:	3 August 2009	Rules 3.02, 3.12A(2)(a), 3.12D(2)(a), 3.12I(1), 3A.02(1), 4.06A, 5.02, 8.18 and 15.03
Revision date:	22 September 2011, 3 January 2012, 1 April 2015, 13 July 2015, 2 January 2018, 13 March 2019, 1 January 2022, 10 January 2023, 1 April 2023	

**1.0 Introduction**

1.1 This Guidance Note sets out the following requirements:

- (a) in relation to a pre-admission consultation under Rule 4.06A of the Listing Requirements and an application for admission under Rule 3.02 of the Listing Requirements:
  - (i) the procedures for admission;
  - (ii) the documents and information as may be specified by the Exchange for purposes of the pre-admission consultation ("**pre-admission consultation pack**");
  - (iii) the listing application form and supporting documents;
  - (iv) the undertakings and confirmation by an applicant, its promoters, chief executive and directors; and
  - (v) other relevant requirements.
- (b) in relation to a registration of prospectus under Rule 3.12A of the Listing Requirements:
  - (i) general requirements regarding the prospectus;
  - (ii) the procedures and documents required for submission of prospectus for registration together with the initial listing application ("**Stage 1**");

- (iii) the requirements for prospectus exposure;
- (iv) the procedures and documents required for submission of prospectus for registration once the approval for the listing and admission to the Official List and the approval in principle for registration of the prospectus are obtained ("**Stage 2**");
- (v) the procedures and documents required for submission of supplementary prospectus and replacement prospectus for registration; and
- (vi) the documents required for post registration of prospectus.

1.2 The requirements set out in this Guidance Note also apply to the following parties:

- (a) a transfer applicant and its Sponsor or Joint Transfer Sponsor, as if they were the applicant and Sponsor respectively. The transfer applicant and its Sponsor or Joint Transfer Sponsor must also comply with the requirements under Guidance Note 15A; or
- (b) a listed corporation that undertakes a corporate proposal which will result in a significant change in the business direction or policy of a listed corporation. However, when such a listed corporation issues new securities, the listed corporation must also comply with the requirements under Guidance Note 17, where applicable.

## **PART I – APPLICATION PROCESS AND PROCEDURES**

### **2.0 Procedures relating to admission**

2.1 The following procedures apply to the admission of an applicant to the Official List, with the necessary modifications, as may be applicable:

- (a) applicant files with the Exchange a listing application together with supporting documents;
- (b) applicant files with the Exchange the final copy of its prospectus together with supporting documents;
- (c) Exchange grants approval for the admission of securities and approval-in-principle for the registration of prospectus;
- (cA) Exchange registers the prospectus;
- (d) applicant -
  - (i) issues its prospectus and the offer period opens, if the listing entails an offer of securities to the public;
  - (ii) advertises its prospectus;
  - (iii) provides the Exchange with such number of copies of the printed prospectus as may be determined by the Exchange from time to time; and
  - (iv) announces to the Exchange the indicative timetable of the initial public offering containing the information set out in paragraph 8.1 below;

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- (e) if the listing entails an offer of securities to the public, the applicant announces the level of subscription and the basis of allocation;
  - (f) applicant issues the securities and notices of allotment;
  - (g) applicant announces to the Exchange the relevant information in accordance with paragraph 8.2 below; and
  - (h) the securities are admitted to the Official List and quoted on the Exchange.

## **2A.0 Pre-admission consultation pack**

- 2A.1 An applicant must submit to the Exchange a pre-admission consultation pack at least 1 month prior to the filing of the listing application. The pre-admission consultation pack must be prepared in accordance with the form and content as specified by the Exchange which is made available on the Exchange's official website.
- 2A.2 An applicant must submit a new pre-admission consultation pack if a listing application has not been filed with the Exchange within 3 months from the date of submission of the pre-admission consultation pack under paragraph 2A.1 above.
- 2A.3 The submission of the pre-admission consultation pack under paragraphs 2A.1 and 2A.2 above must be accompanied with the relevant prescribed fee. This amount shall form part of the prescribed fees for the listing application.

## **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) an application, in the form of Part A of Annexure GN15-A; and
  - (b) the supporting documents specified in Part B of Annexure GN15-A.
- 3.2 An applicant which is a property investment and property development corporation must submit 2 copies of the valuation report on the real estate concerned and a copy of the valuer's undertaking letter in the form of Appendix 6D of the Listing Requirements at least 1 month before filing of the listing application.
- 3.3 An applicant must file with the Exchange a new listing application if 6 months have lapsed from the date of filing the listing application under paragraph 3.1 above and the applicant intends to proceed with the proposal.
- 3.4 The Exchange may return any listing application which quality is deemed unsatisfactory or does not comply with the Listing Requirements.

## **4.0 Undertakings and confirmation**

- 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.

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- 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 above.
- 5.0 Notification/Advertisement of securities prescribed by the Exchange to be deposited with the Depository**
- 5.1 In relation to the prescription by the Exchange of the securities of the applicant to be deposited with the Depository pursuant to section 14 of the Securities Industry (Central Depositories) Act 1991 (“**Prescription**”), the applicant must submit to the Exchange either one of the following:
- (a) a written confirmation to the Exchange that the information set out in its register including the addresses of its shareholders are updated and accurate as at a date not more than 14 days before -
    - (i) the issuance date of the prospectus; or
    - (ii) proposed books closing date,as the case may be, for purposes of notification to its shareholders of the Prescription; or
  - (b) where the applicant is unable to provide the confirmation set out in sub-paragraph (a) above, payment to the Exchange, as may be prescribed by the Exchange from time to time, for the advertisement charges incurred or to be incurred by the Exchange pursuant to section 14(2) of the Securities Industry (Central Depositories) Act 1991 in relation to the Prescription.
- 5.2 The applicant must submit the confirmation referred to in paragraph 5.1(a) above 4 market days before –
- (a) the issuance date of the prospectus; or
  - (b) the proposed books closing date,
- as the case may be.
- 6.0 Listing of issued and unissued securities**
- 6.1 An applicant must apply for approval to list only -
- (a) that part of the securities which have been issued; and

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- (b) securities to be issued in connection with the listing application.
- 6.2 If an additional unissued amount is reserved for subsequent issuance for a specific purpose, an applicant must apply for an approval to add that amount to the Official List in the future for that specific purpose.
- 6.3 An applicant must not apply for an approval for the listing of any security which is not reserved for subsequent issuance for a specific purpose.
- 6.4 An applicant must submit an application for quotation for such reserved amount for which approval has been granted pursuant to paragraph 6.1(b) above, upon actual issuance of such amount in accordance with the provisions of Chapter 6 of the Listing Requirements.
- 7.0 Classification of an applicant**
- 7.1 An applicant must propose to the Exchange its classification into any one of the sectors prescribed by the Exchange, in accordance with the criteria prescribed by the Exchange.
- 7.2 The applicant must furnish to the Exchange a proposal of its classification made in accordance with paragraph 7.1 above in a form prescribed by the Exchange.
- 7.3 The classification is subject to the approval of the Exchange. The Exchange may in its absolute discretion classify the applicant into such other sector as it deems fit.
- 8.0 Announcements to the Exchange**
- 8.1 An applicant must announce the indicative timetable of the initial public offering as follows upon the issuance of the prospectus and before the listing date:
- (a) the opening and closing date of the offer period;
  - (b) the balloting date, if any;
  - (c) the allotment date of the initial public offering securities; and
  - (d) the tentative listing date.
- 8.2 An applicant must immediately announce the following upon receipt of the relevant confirmation from the Depository that the shares are ready to be credited into the respective securities accounts:
- (a) actual date of listing;
  - (b) total number of shares which will be listed;
  - (c) stock short name, stock code and ISIN code; and
  - (d) sector and market under which the securities will be listed.

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**PART II – PROSPECTUS REGISTRATION PROCESS AND PROCEDURES****9.0 General requirements**

- 9.1 An applicant must ensure the following when it makes an application to register a prospectus:
- (a) the information in the prospectus must be substantially complete except in relation to information that by its nature can only be finalised and incorporated after the relevant authorities' approvals for the corporate proposal have been obtained;
  - (b) the prospectus and all accompanying documents submitted to the Exchange must include an electronic copy of such documents in a text-searchable format, be easily identifiable and complete;
  - (c) all reports and letters contained in the prospectus must be dated and signed within a reasonable time, which generally should not be earlier than the latest practicable date; and
  - (d) all accompanying documents which are in a language other than Bahasa Malaysia or English, must be accompanied by a Bahasa Malaysia or English translation confirmed by the applicant or the Sponsor as being an accurate translation of the original documents.
- 9.2 An applicant must also ensure compliance with the general operational requirements as follows:
- (a) where any document is amended after submission of the prospectus, marked-up copies (including deletions of information) together with the corresponding electronic copy must be submitted to the Exchange;
  - (b) the name and designation of the person who has signed the document must be stated below his signature;
  - (c) where a written consent, a letter or report submitted to the Exchange, is issued by a business or professional firm, the signature appearing on such documents must be in the name of the firm and in the personal name of the signatory; and
  - (d) where a copy of the audited interim financial report is not available –
    - (i) the submission of the prospectus for purposes of registration at Stage 1 to the Exchange must not be later than 9 months after the end of the most recent financial year referred to in the prospectus; and
    - (ii) where the prospectus for registration at Stage 1 is submitted to the Exchange more than 6 months after the end of the most recent financial year referred to in the prospectus –
      - (aa) a copy of the unaudited interim financial report with the relevant management's discussion and analysis must be submitted to the Exchange; and
      - (bb) the end of the interim period must be within 3 months prior to the submission of prospectus to the Exchange.

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- 9.3 The Exchange may return the prospectus if in its opinion –
- (a) the disclosure in the prospectus is incomplete or inadequate;
  - (b) the prospectus is not in its final or complete form; or
  - (c) the prospectus is not accompanied by all relevant materials or documents.

#### **10.0 Application for waiver or modification**

10.1 An applicant which intends to apply for a waiver or modification of compliance with the required disclosure requirements of a prospectus, must submit to the Exchange –

- (a) an application for such waiver or modification at least 14 market days prior to the intended date of filing of the listing application; and
- (a) the relevant supporting documents together with the prescribed fee.

10.2 An applicant and its Sponsor may consult the Exchange on any waivers or modifications of compliance with the required disclosure requirements of a prospectus, at any time prior to making the application in paragraph 10.1 above.

10.3 If an applicant intends to seek a waiver or modification from disclosing certain clauses of a material contract to be made available for public inspection, the applicant must provide specific justification for each clause of the material contract proposed to be redacted.

10.4 In granting the waiver or modification, the Exchange considers, among others, whether -

- (a) compliance with the requirements is unnecessary for the protection of persons who may normally be expected to deal in those securities and would reasonably be expected to understand the risks involved;
- (b) compliance with the requirements would impose an unreasonable burden on the applicant;
- (c) such waiver or modification is contrary to the intended purpose of the relevant requirement in the Listing Requirements; or
- (d) there are mitigating factors which justify the said waiver or modification.

#### **11.0 Procedures relating to submission of prospectus for registration at Stage 1**

11.1 An applicant must submit to the Exchange, 3 copies of the prospectus together with the supporting documents specified in Part C of Annexure GN15-A, at the same time the listing application is filed with the Exchange.

#### **12.0 Prospectus Exposure**

12.1 An applicant must submit an electronic copy of the prospectus for prospectus exposure, at the same time the prospectus is filed with the Exchange under paragraph 11.1 above.

12.2 An applicant must ensure that the following statement is prominently displayed on the cover page of the prospectus in bold and a contrasting colour:

**“This document has not been registered by Bursa Malaysia Securities Berhad (“the Exchange”). The information in this document may be subject to further amendments before being registered by the Exchange. Under no circumstances shall this document constitute an offer for subscription or purchase of, or an invitation to subscribe for or purchase securities.”**

12.3 For the purpose of prospectus exposure -

- (a) the following information disclosed in the electronic copy of the prospectus may be redacted:
  - (i) pricing of securities and related disclosures such as amount for utilisation of proceeds and pro forma effects of the issuance of the securities;
  - (ii) indicative timetable for the listing; and
  - (iii) salient terms of agreements relating to underwriting and cornerstone investors, if any; and
- (b) the accountants' report and the pro forma letter need not be signed and dated.

### **13.0 Procedures relating to submission of prospectus for registration at Stage 2**

13.1 Upon receiving all relevant approvals required for the corporate proposal including the Exchange's approval for admission to the Official List and the approval-in-principle for the prospectus, an applicant must file with the Exchange, the documents specified in Part C of Annexure GN15-A before 12.30 pm at least 7 market days prior to the intended date of registration.

13.2 Notwithstanding paragraph 13.1 above, an applicant must submit a revised prospectus to the Exchange at least 14 market days prior to the intended date of registration, if the financial information in the prospectus has been updated after submission was made to the Exchange at Stage 1 under paragraph 11.1 above.

13.3 An applicant must submit a copy of the prospectus in Bahasa Malaysia and English, and where applicable, in any other language, for registration by the Exchange.

### **14.0 Registration of supplementary and replacement prospectus**

14.1 An applicant must submit the following to the Exchange before 12.30 pm within the specified timeframe:

- (a) a supplementary prospectus at least 3 market days prior to the intended date of registration; or
- (b) a replacement prospectus at least 7 market days prior to the intended date of registration.

14.2 An applicant must include the documents under Part C of Annexure 15-A, where applicable, as part of the submission in paragraph 14.1 above.



14.3 If the submission is in relation to a registration of a supplementary or replacement prospectus, an applicant must, in addition to paragraph 14.2 above, also provide a list highlighting the original statements from the previously registered prospectus and the amended statements.

#### **15.0 Post registration of prospectus**

15.1 On the date of issuance of the prospectus, an applicant must provide the Exchange with a confirmation that –

- (a) the printed prospectus is the same as the prospectus registered by the Exchange; and
- (b) where applicable, the electronic copy of the prospectus complies with the requirements under Rule 3.121 of the Listing Requirements.

**ANNEXURE GN15-A**

**PART A**

**Listing application for admission of securities**

(paragraph 3.1(a); paragraph 3.1(a) of Guidance Note 16; Rule 5.02(5) of the Listing Requirements)

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

# Delete as appropriate

<b>1.</b>	<b>Name of company</b>		
<b>2.</b>	<b>Types of corporate proposal</b>	2.1	Initial Public Offerings (" <b>IPO</b> ") <input style="float: right;" type="checkbox"/>
		2.2	Proposals resulting in a significant change in business direction or policy of the listed corporation (" <b>RTO</b> ") <input style="float: right;" type="checkbox"/>
		2.3	Transfer of listing from LEAP Market to the ACE Market <input style="float: right;" type="checkbox"/>
	<b>Details of proposals which form part of the IPO/ RTO/ Transfer of Listing proposals</b>		
<b>Number &amp; types of securities applied for listing &amp; issue price (if any)</b>			

3.	<b>Currency denomination which the new securities will be listed and quoted</b>	(a) Ringgit Malaysia (“RM”) <input type="checkbox"/> (b) Others: (Please indicate) -----  In the event the new securities are listed and quoted in currencies other than RM, whether the approval of Bank Negara Malaysia has been obtained?  Yes <input type="checkbox"/>  No <input type="checkbox"/>
<b>4. INITIAL PUBLIC OFFERINGS (“IPO”)</b>		
4A	<b>Proforma public shareholdings spread</b>	(a) <b><u>ORDINARY SHARES</u></b> [ ]% and [ ] public shareholders  (b) <b><u>CONVERTIBLE SECURITIES/ PREFERENCE SHARES</u></b> [ ] Holders
4B	<b>Tentative listing date (to specify)</b>	
4C	<b>Top 3 preferences for stock short name (limited to 7 characters)</b>	(a) Option 1: (b) Option 2: (c) Option 3:
4D	<b>Confirmation of chain listing</b>	(a) Our Company is a subsidiary or holding company of a corporation currently listed on the Main Market or ACE Market of Bursa Malaysia Securities Berhad (“Exchange”) Yes <input type="checkbox"/> No <input type="checkbox"/>  (b) All requirements relating to chain listing pursuant to Rule 3.03 of Bursa Malaysia Securities Berhad ACE Market Listing Requirements (“LR”) have been complied with Yes <input type="checkbox"/> No <input type="checkbox"/>
4E	<b>Other confirmations</b>	We confirm that:  (a) The core business of the applicant is not the holding of investments in other listed corporations (Rule 3.04 of the LR)

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		<p>(b) The applicant has sufficient working capital available for its present requirements and for at least 12 months from the date of its prospectus for an IPO (Rule 3.05 of the LR)</p> <p>(c) The applicant complies with the requirement on management continuity pursuant to Rule 3.06 of the LR</p> <p>(d) The public shareholding spread based on the total number of shares for which listing is sought of the applicant will be in compliance with Rule 3.10 of the LR.</p> <p>(e) The relevant laws, regulations, rules and requirements governing conduct of the business of the applicant and its group have been complied with.</p> <p>(f) The submissions of tax returns and settlement of tax liabilities of the applicant, its subsidiaries and proposed subsidiaries, with the tax authorities, are up-to-date.</p>
<b>4F</b>	<b>Undertakings</b>	<p>We undertake the following:</p> <p>(a) the return of allotment will be filed with the Registrar pursuant to the Companies Act 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;</p> <p>(b) all notices of allotment will be issued and despatched to all successful applicants prior to the date of listing and quotation of the securities;</p> <p>(c) the securities will rank pari passu in all respects with each other;</p> <p>(d) the public shareholding spread based on the total number of shares for which listing is sought of the applicant will be in compliance with Rule 3.10 of the LR;</p> <p>(e) a schedule of actual distribution of the public shareholding spread mentioned in paragraph (d) above, as per paragraph 1(f) in Part B of Annexure GN15-A, will be furnished to the Exchange on the first day of listing;</p> <p>(f) the following information on the moratorium on the sale of securities will be submitted to Depository prior to the listing:</p> <p style="padding-left: 40px;">(i) the names of securities holders;</p> <p style="padding-left: 40px;">(ii) the number of securities; and</p> <p style="padding-left: 40px;">(iii) the dates(s) of expiry of the moratorium;</p> <p>(g) all conditions, including 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;</p>

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		<p>(h) all allotment information of new securities will be submitted to Depository for the crediting of securities into the respective securities holders' accounts;</p> <p>(i) 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;</p> <p>(j) 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 (h) or of any circumstances or facts referred to in paragraph (i) above;</p> <p>(k) to announce to the Exchange the relevant information in accordance with paragraphs 8.1 and 8.2 of Guidance Note 15; and</p> <p>(l) to announce the latest quarterly results, where applicable, at least 2 market days prior to the date of listing.</p>
<b>5.</b>	<b>PROPOSALS RESULTING IN SIGNIFICANT CHANGE IN BUSINESS DIRECTION OR POLICY OF THE LISTED CORPORATION ("RTO")</b>	
<b>5A</b>	<b>Confirmation of Guidance Note 2</b>	<p>(a) Our Company is a Cash Company Yes <input type="checkbox"/> No <input type="checkbox"/></p> <p>(b) The proposal(s) in item (2) #is/are a regularisation proposal as referred in Rule 8.03(5) of the LR Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<b>5B</b>	<b>Confirmation of Guidance Note 3 ("GN3")</b>	<p>(a) Our Company is a GN3 Company Yes <input type="checkbox"/> No <input type="checkbox"/></p> <p>(b) The proposal(s) in item (2) #is/are a regularisation plan as referred in Rule 8.04(3) of the LR Yes <input type="checkbox"/> No <input type="checkbox"/></p>
<b>5C</b>	<b>Confirmation of chain listing</b>	<p>(a) Our Company is a subsidiary or holding company of a corporation currently listed on the Main Market or ACE Market of the Exchange Yes <input type="checkbox"/> No <input type="checkbox"/></p> <p>(b) All requirements relating to chain listing pursuant to Rule 3.03 of the LR have been complied with Yes <input type="checkbox"/> No <input type="checkbox"/></p>

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<b>5D</b>	<b>Ranking of the new securities</b>	<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>
<b>5E</b>	<b>Conditionality of proposals/ pricing</b>	<p>(a) The issue price #is/ is not conditional upon any other proposal.</p> <p>(b) This proposal #is/is not conditional upon any other proposal.</p> <p>If in the affirmative, to provide details of the other corporate exercises, including the estimated time frame for completion:</p> <p>_____</p>
<b>5F</b>	<b>Proforma public shareholdings spread</b>	<p>(a) <b><u>ORDINARY SHARES</u></b></p> <p>[ ]% and [ ] public shareholders</p> <p>(b) <b><u>CONVERTIBLE SECURITIES/ PREFERENCE SHARES</u></b></p> <p>[ ] Holders</p>
<b>5G</b>	<b>Other confirmations</b>	<p>We confirm that:</p> <p>(a) The core business of the applicant is not the holding of investments in other listed corporations (Rule 3.04 of the LR)</p> <p>(b) The applicant has sufficient working capital available for its present requirements and -</p> <p>(i) in the case of an IPO, for at least 12 months from the date of its prospectus for an IPO; or</p> <p>(ii) in the case of an RTO, for at least 12 months from the date of its circular to shareholders seeking their approval to undertake the RTO.</p> <p>(c) The applicant complies with the requirement on management continuity pursuant to Rule 3.06 of the LR</p> <p>(d) The public shareholding spread based on the total number of shares for which listing is sought of the applicant will be in compliance with Rule 3.10 of the LR.</p>

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		<p>(e) The relevant laws, regulations, rules and requirements governing conduct of the business of the applicant and its group have been complied with.</p> <p>(f) The submissions of tax returns and settlement of tax liabilities of the applicant, its subsidiaries and proposed subsidiaries, with the tax authorities, are up-to-date.</p>
<b>5H</b>	<b>Undertakings for RTO proposal</b>	<p>We undertake the following:</p> <p>(a) the return of allotment will be filed with the Registrar pursuant to the Companies Act 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;</p> <p>(b) 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;</p> <p>(c) all conditions, including 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;</p> <p>(d) 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;</p> <p>(e) to immediately inform the Exchange upon becoming aware, after submission of the listing application, that the listed corporation has failed to meet any of the above undertakings referred to in paragraphs (a) to (c) or of any circumstances or facts referred to in paragraph (d) above; and</p> <p>(f) to announce to the Exchange the relevant information in accordance with paragraph 12.2 of Guidance Note 17, where applicable.</p>
<b>6.</b>	<b>SHARE ISSUANCE SCHEME (AS PART OF AN IPO PROPOSAL)</b>	
<b>6A</b>	<b>Confirmation</b>	We confirm that the Share Issuance Scheme is in full compliance with Part G, Chapter 6 of the LR.
<b>7.</b>	<b>TRANSFER OF LISTING TO THE ACE MARKET (“TRANSFER”)</b>	
<b>7A.</b>	<b>Proforma public shareholdings spread</b>	<p>(a) <b><u>ORDINARY SHARES</u></b></p> <p>[ ]% and [ ] public shareholders</p> <p>(b) <b><u>CONVERTIBLE SECURITIES/PREFERENCE SHARES</u></b></p> <p>[ ] Holders</p>

7B	Tentative transfer date (to specify)	
7C	Conditionality of transfer	<p>The transfer #is/is not conditional upon any other corporate proposals.</p> <p>If in the affirmative, to provide details of the other corporate exercises, including the estimated time frame for completion:</p> <p>_____</p>
7D	Other confirmations	<p>We confirm that:</p> <ul style="list-style-type: none"> <li>(a) The core business of the transfer applicant is not the holding of investments in other listed corporations (Rule 3.04 of the LR).</li> <li>(b) The transfer applicant has sufficient working capital available for its present requirements and for at least 12 months from the date of its prospectus for the issue of shares to the public in conjunction with the transfer (Rule 3.05 of the LR).</li> <li>(c) The transfer applicant complies with the requirement on management continuity pursuant to Rule 3.06 of the LR.</li> <li>(d) The public shareholding spread based on the total number of shares for which listing is sought of the transfer applicant will be in compliance with Rule 3.10 of the LR.</li> <li>(e) The relevant laws, regulations, rules and requirements governing conduct of the business of the transfer applicant and its group have been complied with.</li> <li>(f) The submissions of tax returns and settlement of tax liabilities of the transfer applicant, its subsidiaries and proposed subsidiaries, with the tax authorities, are up-to-date.</li> <li>(g) The composition of the board of directors of the transfer applicant complies with the requirements of Rule 15.02 of the LR.</li> <li>(h) The composition of the audit committee of the transfer applicant complies with the requirements of Rules 15.09 and 15.10 of the LR.</li> </ul>



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7E	Undertakings	<p>We irrevocably and unconditionally undertake the following:</p> <ul style="list-style-type: none"> <li>(a) the return of allotment will be filed with the Registrar pursuant to the Companies Act 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;</li> <li>(b) all notices of allotment will be issued and despatched to all successful applicants prior to the date of listing and quotation of the securities;</li> <li>(c) the securities will rank pari passu in all respects with each other;</li> <li>(d) the public shareholding spread based on the total number of shares for which listing is sought of the transfer applicant will be in compliance with Rule 3.10 of the LR;</li> <li>(e) a schedule of actual distribution of the public shareholding spread mentioned in paragraph (d) above, as per paragraph 1(f) in Part B of Annexure GN15-A, will be furnished to the Exchange on the first day of listing;</li> <li>(f) the following information on the moratorium on the sale of securities will be submitted to Depository prior to the listing: <ul style="list-style-type: none"> <li>(i) the names of securities holders;</li> <li>(ii) the number of securities; and</li> <li>(iii) the dates(s) of expiry of the moratorium;</li> </ul> </li> <li>(g) all conditions, including 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;</li> <li>(h) all allotment information of new securities will be submitted to Depository for the crediting of securities into the respective securities holders' accounts;</li> <li>(i) 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;</li> <li>(j) to immediately inform the Exchange upon becoming aware, after submission of the application for the transfer, that the transfer applicant has failed to meet any of the above undertakings referred to in paragraphs (a) to (h) or of any circumstances or facts referred to in paragraph (i) above;</li> <li>(k) to announce to the Exchange the relevant information in accordance with paragraphs 8.1 and 8.2 of Guidance Note 15; and</li> </ul>
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		(l) to announce the latest quarterly results, where applicable, at least 2 market days prior to the date of listing.				
<table style="width: 100%; border: none;"> <tr> <td style="width: 50%; vertical-align: top; padding-bottom: 10px;"> <p>_____</p> <p>[Senior Officer or Authorised signatory (if Senior Officer is a committee) of the Sponsor]</p> <p>Name: Designation: Date:</p> </td> <td style="width: 50%; vertical-align: top; padding-bottom: 10px;"> <p>_____</p> <p>[Authorised signatory of the Sponsored Corporation]</p> <p>Name: Designation: Date:</p> </td> </tr> <tr> <td colspan="2" style="vertical-align: top;"> <p>_____</p> <p>[Qualified Person of the Sponsor]</p> <p>Name : Designation: Date:</p> </td> </tr> </table>			<p>_____</p> <p>[Senior Officer or Authorised signatory (if Senior Officer is a committee) of the Sponsor]</p> <p>Name: Designation: Date:</p>	<p>_____</p> <p>[Authorised signatory of the Sponsored Corporation]</p> <p>Name: Designation: Date:</p>	<p>_____</p> <p>[Qualified Person of the Sponsor]</p> <p>Name : Designation: Date:</p>	
<p>_____</p> <p>[Senior Officer or Authorised signatory (if Senior Officer is a committee) of the Sponsor]</p> <p>Name: Designation: Date:</p>	<p>_____</p> <p>[Authorised signatory of the Sponsored Corporation]</p> <p>Name: Designation: Date:</p>					
<p>_____</p> <p>[Qualified Person of the Sponsor]</p> <p>Name : Designation: Date:</p>						

**PART B****Documents to be filed with a listing application**

(paragraph 3.1(b); paragraph 3.1(b) of Guidance Note 16; Rule 5.02(5) of the Listing Requirements)

- (1) An applicant must file the following documents together with the submission of a listing application:
- (a) Cover letter signed by the authorised signatory of the Sponsor. The cover letter must specify the following:
- (i) approval for the proposal and approval-in-principle for registration of prospectus being sought;
  - (ii) particulars of other required approvals obtained or pending in relation to the proposal, where applicable;
  - (iii) details of any departure from these Requirements, together with the relevant justification and waiver sought for such departure. Where waiver has been obtained, to provide details of such waiver;
  - (iv) information on previous proposals submitted to the Exchange, if any, by the applicant or any corporation in the group. If the applicant or any corporation in the group is or used to be a listed corporation, the information may be limited to the following:
    - (aa) major corporate proposals submitted to the Exchange. Examples of major corporate proposals include initial public offerings, chain listings, acquisitions resulting in a significant change in the business direction or policy of a listed corporation and corporate bonds or sukuk issuances; and

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- (bb) proposals submitted to the Exchange where the conditions imposed by the Exchange have yet to be fully complied with as at the date of the initial public offering proposal application to the Exchange;
  - (v) where applicable, information on any submission of previous material corporate proposals by the applicant or any corporation in the group to a stock exchange or securities regulator outside Malaysia since incorporation;
  - (vi) information on all material terms and conditions imposed by the relevant authorities on the applicant or the asset being acquired, and the extent to which these terms and conditions have been complied with. The Exchange may reject the proposals or impose appropriate conditions in the event of non-compliance with these terms and conditions; and
  - (vii) the name of the person who is responsible for submission of the application to the Exchange; and
- (b) Pre-admission consultation pack and if there is any revision made to the pre-admission consultation pack after submission to the Exchange pursuant to paragraph 2A.0 above, an updated pre-admission consultation pack with a summary of the material changes.
  - (c) a certified true copy each of the constitution or constituent document including all amendments to-date, and a certified true copy each of the notice of registration/certificate of incorporation, certificate of change of status and certificate of change of name, if any, together with a letter of compliance pursuant to Rule 2.12 of the Listing Requirements and a checklist showing compliance with the relevant provisions of Chapter 7 of the Listing Requirements;
  - (d) [deleted]
  - (e) a specimen copy of each denomination of certificates of the class to be listed. If transfer offices and registrars are maintained in more than one place, one specimen of each denomination of certificates used in each office (see Chapter 8 of the Listing Requirements for form and content of certificates);
  - (f) a statement on the percentage of the total number of shares for which listing is sought which are held by the public, the number of public shareholders and a pro forma distribution of the shares in the following format:

Particulars	No of shares	No of shareholders	Percentage %
Share capital			
Less:			
Directors of the applicant and its subsidiaries			

Substantial  
shareholders of  
the applicant  
(except where such  
shareholder may  
be included as  
“public”)  
Associates of  
directors or substantial  
shareholders of the  
applicant

Shareholders  
holding less than  
100 shares -----

Public shareholdings

- (g) list of existing and proposed substantial shareholders of the applicant and each of its existing or proposed subsidiary and associated companies, including—
- (i) their shareholdings in the corporation and the ultimate beneficial ownership of shares held under nominees or corporations;
  - (ii) any changes in substantial shareholders and their shareholdings in the corporation over the past three years or since the date of incorporation, if less than three years;
  - (iii) for individuals, their NRIC or passport numbers, ages, nationalities and current addresses; and
  - (iv) for corporations, their registration numbers, country of incorporation and current addresses;
- (h) a letter of undertaking duly executed by the following persons that they will comply with the moratorium requirements for the periods set out in Rule 3.19 or Rule 3.19A of the Listing Requirements, as the case may be:
- (i) in the case of an IPO -
    - (aa) each specified shareholder of the applicant, or where the specified shareholder is an unlisted corporation, all the direct and indirect shareholders of the specified shareholder (whether individuals or other unlisted corporations) up to the ultimate individual shareholders; and
    - (bb) each investor of the applicant who is not a specified shareholder and who has acquired the securities of the applicant within 12 months from the date of the submission of the listing application and at a price lower than the issue price offered to the general public in conjunction with the IPO; or
  - (ii) in the case of an RTO, the vendor of the assets, or where the vendor is an unlisted corporation, all the direct and indirect shareholders of the vendor (whether individuals or other unlisted corporations) up to the ultimate individual shareholders;

- 
- (i) a letter from the applicant's Sponsor, confirming all approvals of relevant authorities have been obtained;
  - (j) a copy each of all letters of approval from the relevant authorities;
  - (k) a proposal as to classification of the applicant in a specific sector in the prescribed form;
  - (l) [deleted];
  - (m) a copy of the independent market research report prepared by an independent expert, if any, containing information about the industry and market in which the applicant operates that will aid investors' understanding about the applicant's business. The report must cover, amongst others, the background of the independent expert, an overview of the industry, commentary on the industry's size, outlook, prospects and competitive landscape, as well as an overview and appraisal of the applicant's business vis-à-vis the industry;
  - (n) details of conflict of interests situation (if any) as follows:
    - (i) nature and extent of the conflict of interests or potential conflict of interests;
    - (ii) the parties to the conflicts; and
    - (iii) measures taken for resolving, eliminating or mitigating the situations of conflict of interests;
  - (o) a declaration by the applicant and its controlling shareholder or where it is an RTO, a declaration by the vendor of the assets and its controlling shareholder and a declaration by the controlling shareholder of the listed corporation that -
    - (i) in the last 10 years, it has not been charged or convicted in a criminal proceeding nor is it named subject of a pending criminal proceeding;
    - (ii) in the last 10 years, no judgment was entered against it, or finding of fault, misrepresentation, dishonesty, incompetence or malpractice on its part, involving a breach of law or regulatory requirement that relates to the capital market;
    - (iii) in the last 10 years, it was not subject to any civil proceeding, involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on its part that relates to the capital market;
    - (iv) it was not the subject of any order, judgment or ruling of any court, government, or regulatory authority or body temporarily enjoining it from engaging in any type of business practice or activity;
    - (v) it is not subject to any current investigation or disciplinary proceeding, or in the last 10 years, it has not been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency;
    - (vi) no unsatisfied judgment was made against it;
    - (vii) in the last 10 years, there was –

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- 
- (aa) no petition under any insolvency laws filed (and not struck out) against it (for the applicant, vendor or controlling shareholder which is a corporation); or
  - (bb) no petition under any bankruptcy or insolvency laws filed (and not struck out) against the person or any partnership in which the person was a partner or any corporation of which the person was a director or member of key senior management (for the vendor or controlling shareholder who is an individual); and
  - (viii) it has not been disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation (for the controlling shareholder if it is an individual).
- (p) declaration by directors and proposed directors of the applicant, or where it is an RTO, declaration by directors and proposed directors of the listed corporation, directors of the acquiree corporation and directors of the vendor of the assets that–
- (i) in the last 10 years, there was no petition under any bankruptcy or insolvency laws filed (and not struck out) against them or any partnership in which they were partners or any corporation of which they were directors or members of key senior management;
  - (ii) they have not been disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation;
  - (iii) in the last 10 years, they have not been charged or convicted in a criminal proceeding nor are they named subject of a pending criminal proceeding;
  - (iv) in the last 10 years, no judgment was entered against them, or finding of fault, misrepresentation, dishonesty, incompetence or malpractice on their part, involving a breach of law or regulatory requirement that relates to the capital market;
  - (v) in the last 10 years, they were not subject to any civil proceeding, involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on their part that relates to the capital market;
  - (vi) they were not the subject of any order, judgment or ruling of any court, government, or regulatory authority or body temporarily enjoining them from engaging in any type of business practice or activity;
  - (vii) they are not subject to any current investigation or disciplinary proceeding, or in the last 10 years, they have not been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; and
  - (viii) no unsatisfied judgments were made against them.
- (q) [deleted];
- (r) the NRIC/passport number, current address and nationality of the directors, chief executive and key management of the applicant and its subsidiaries;

- 
- (s) confirmations by the Sponsor that –
- (i) the Sponsor has exercised due care and diligence in carrying out its functions in relation to the proposal;
  - (ii) reasonable steps have been taken by the Sponsor to satisfy itself that the applicant and the directors of the applicant understand that they must fully apprise themselves of their obligations in relation to the proposal including their obligations and liabilities under the securities laws, the relevant SC's guidelines, and these Requirements;
  - (iii) after having made enquiries as were reasonable in the circumstances, the Sponsor has reasonable grounds to believe and does believe that –
    - (aa) the application complies with these Requirements;
    - (bb) the information in the application is not false or misleading and contains no material omission;
    - (cc) the prospectus contains all particulars and information that investors and where applicable, their professional advisers would reasonably require, and reasonably expect to find in the prospectus to make an informed assessment of the applicant, the proposal and where applicable, the securities being offered; and
    - (dd) all material issues bearing on the application and all matters known to the Sponsor which the Sponsor reasonably believes is necessary to be disclosed to the Exchange to enable the Exchange to consider:
      - (1) the application; and
      - (2) whether the proposal would be detrimental to the investors' interests, have been disclosed prominently in the application;
  - (iv) it has complied with Guidance Note 18 (together with a checklist showing compliance with Guidance Note 18), and
  - (v) the applicant has complied with Rule 2.20A of these Requirements.
- (t) a letter of notification issued by the applicant for the appointment of stabilizing manager which includes -
- (i) where the stabilizing manager is a Participating Organisation, the name, business address and contact person of the Participating Organisation, name of the Capital Markets Services Representative's License holder who will be conducting the stabilizing action;
  - (ii) where the stabilizing manager is not a Participating Organisation, the name and business address of the person appointed as the stabilizing manager and a contact person, the name of the Participating Organization and the Capital Markets Services Representative's License holder who has been appointed to conduct the stabilizing action;

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- (iii) where a stabilizing manager is appointed outside Malaysia, the name, address and contact person of the stabilizing manager appointed at that jurisdiction, the name, address and contact person of the Participating Organisation appointed in Malaysia to conduct the stabilizing action in Malaysia, along with the name of the Capital Markets Services Representative's License holder who will be conducting the stabilizing action in Malaysia; or
  - (iv) an undertaking to inform the Exchange of any subsequent change of the stabilizing manager, Capital Markets Services Representative's License holder or Participating Organisation, where applicable, immediately upon such change; and
  - (u) a cheque drawn to the order of Bursa Malaysia Securities Berhad or such other proof of payment acceptable to the Exchange for the listing fees as may be prescribed by the Exchange from time to time, together with a copy of the details of the computation of the amount of listing fees payable.
- (2) If any of the above documents are not filed because they are not applicable or available in any case, an applicant must submit a separate exhibit explaining why such documents are not applicable or available.

## PART C

### Documents to be filed for registration of prospectus

(paragraph 11.1; paragraph 13.1; Rule 3.12A of the Listing Requirements)

- (1) An applicant must file the following documents together with the submission of prospectus for purposes of registration at Stage 1:
- (a) Cover letter signed by the authorised signatory of the Sponsor. The cover letter must specify the following:
    - (i) application to register the prospectus together with a checklist of compliance with Part B(A) of Chapter 3 of the Listing Requirements;
    - (ii) a confirmation that the prospectus complies with the disclosure requirements as set out in Part B(A) of Chapter 3 of the Listing Requirements;
    - (iii) a confirmation that the accompanying documents in the application are complete, duly signed and dated; and
    - (iv) a confirmation that the electronic copy of documents is the same as the physical copy of documents filed with the Exchange.
  - (b) a cheque drawn to the order of Bursa Malaysia Securities Berhad or such other proof of payment acceptable to the Exchange for the prospectus registration fees as may be prescribed by the Exchange from time to time;
  - (c) directors' and promoters' responsibility statement for the prospectus and, where applicable, the offerors' responsibility statement;
  - (d) certified true copy of the duly dated and signed letter of consent in the form specified in Annexure GN15-E from any person who has made a statement included in the prospectus



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or on which a statement made in the prospectus is based. A letter of consent is not required for a statement made in a prospectus that has been extracted from an official statement by:

- (i) Malaysian and foreign governments including federal government, state government, province, county or municipality, a statutory or regulatory authority, or any agency or body carrying out a regulatory function; and
  - (ii) United Nations and its organisations;
- (e) certified true copies of all material contracts (regardless whether the contracts are in the applicant's ordinary course of business or not) or documents, referred to in the prospectus. For contracts not reduced into writing, a memorandum which gives full particulars of the contracts which must be verified by the due diligence legal adviser;
- (f) certified true copies of the audited financial statements of the applicant for each financial year and period, where applicable, where the audited financial statements of the applicant have been included in the prospectus;
- (g) certified true copy of any adviser's or expert's report referred to in the prospectus and if the prospectus contains a summary of such report, a certified true copy of the corresponding full report; and
- (h) certified true copy of each existing or proposed service contract, which provide for benefits upon termination of employment, referred to in the prospectus.
- (2) An applicant must file the following documents together with the submission of prospectus for registration at Stage 2:
- (a) cover letter signed by the authorised signatory of the Sponsor. The cover letter must specify the following:
    - (i) a confirmation that all relevant conditions of approval, to be complied with before issuance of the prospectus, have been met;
    - (ii) a confirmation that all requisite approvals from other relevant authorities have been obtained;
    - (iii) a confirmation that the electronic copy of documents is the same as the physical copy of documents filed with the Exchange;
    - (iv) a confirmation that the consents from any person who has made a statement included in the prospectus or on which a statement made in the prospectus is based have not been withdrawn; and
    - (v) where a prospectus is in a language other than Bahasa Malaysia or English, a confirmation by the applicant or the Sponsor that such prospectus is an accurate translation of the Bahasa Malaysia or English prospectus;
  - (b) certified true copy of any material contract (regardless whether the contracts are in the applicant's ordinary course of business or not), report or document, referred to in the prospectus, which was entered into or updated after submission was made to the Exchange at Stage 1 under paragraph 11.1 above;

- 
- (c) where the financial information has been updated after submission was made to the Exchange at Stage 1 under paragraph 11.1 above, certified true copies of the audited financial statements of the applicant for the updated financial year or period, where applicable;
  - (d) where the applicant is a holding corporation, certified true copies of the audited financial statements of its subsidiaries for each financial year, in electronic form only; and
  - (e) for any revision to the prospectus that was cleared by the Exchange at Stage 1 under paragraph 11.1, the following documents:
    - (i) marked-up copy of the revised prospectus; and
    - (ii) a confirmation from the Sponsor that –
      - (aa) the Sponsor has seen and confirmed the revisions made to the prospectus; and
      - (bb) the prospectus complies with the disclosure requirements as set out in Part B(A) of Chapter 3 of the Listing Requirements.

[End of Annexure]

## ANNEXURE GN15-B

**Undertaking by an applicant**

(paragraph 4.1; paragraph 4.1 of Guidance Note 16)

To  
Bursa Malaysia Securities Berhad  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur

Dear Sirs,

Compliance with ACE Market Listing Requirements and Rules of Bursa Malaysia Securities Berhad ("**Bursa Securities**")

In consideration of Bursa Securities accepting the submission of information and documents relating to the #proposed admission of ..... ("**Corporation**") to the Official List of Bursa Securities ("**Official List**") and proposed quotation of securities described in the Corporation's listing application / #corporate proposal which will result in a significant change in the business direction or policy of .... ("**Corporation**"), WE irrevocably and unconditionally UNDERTAKE AND AGREE to comply with Bursa Securities ACE Market Listing Requirements and the Rules of Bursa Securities, including any amendment as may be made from time to time, insofar as the same apply to the Corporation.

Further, in consideration of Bursa Securities approving the #application for admission of the Corporation to the Official List and for official quotation of the securities described in the Corporation's listing application / #corporate proposal which will result in a significant change in the business direction or policy of the Corporation, WE –

- (a) ACKNOWLEDGE that the Corporation shall remain on the Official List, and official quotation of any of the Corporation's securities shall continue only at the pleasure of Bursa Securities; and
- (b) irrevocably and unconditionally UNDERTAKE AND AGREE to comply with Bursa Securities ACE Market Listing Requirements and the Rules of Bursa Securities, including any amendment as may be made from time to time, insofar as the same apply to the Corporation.

\*\*This Undertaking is deemed to have been made in Malaysia and the construction, validity and performance of this Undertaking are governed in all respects by the laws of Malaysia and WE irrevocably submit to the jurisdiction of the Malaysian Courts.

The above Undertaking has been signed by me as [title] of ...[name of Corporation] pursuant to the authority granted to me by the resolution of the Board of Directors of the Corporation on....

Date:

Signature:

Name:

# Delete as appropriate

\*\* Applicable to a foreign applicant only.

[ End of Annexure]

## ANNEXURE GN15-C

**Undertaking by a director / promoter / chief executive of an applicant/listed corporation**

(paragraph 4.2(a); paragraph 4.2(a) of Guidance Note 16; Rule 8.18 and Rule 15.03(1) of the Listing Requirements)

To  
Bursa Malaysia Securities Berhad  
Exchange Square  
Bukit Kewangan  
50200 Kuala Lumpur

## Compliance with ACE Market Listing Requirements

I, .....[name of director/promoter/chief executive], am a #director / #promoter / #chief executive of ..... [name (s) of applicant/listed corporation(s)] ("**Corporation(s)**") which #has/have submitted the information and documents to Bursa Malaysia Securities Berhad ("**Bursa Securities**") in relation to the proposed admission of the Corporation(s) to the Official List of the Bursa Securities ("**Official List**") / #is/are listed on the Official List of Bursa Securities ("**Official List**").

In consideration of Bursa Securities –

- (a) accepting the submission of information and documents relating to the proposed admission of the Corporation(s) to the Official List; or
- (b) #approving the Corporation(s)' application for admission to the Official List / allowing the continued listing of the Corporation(s) on the Official List,

I irrevocably and unconditionally UNDERTAKE AND AGREE to comply with Bursa Securities ACE Market Listing Requirements, including any amendment as may be made from time to time, insofar as the same apply to me as a #director / promoter / chief executive of the Corporation(s).

\*\*This Undertaking is deemed to have been made in Malaysia and the construction, validity and performance of this Undertaking are governed in all respects by the laws of Malaysia and I irrevocably submit to the jurisdiction of the Malaysian Courts.

Yours faithfully,

.....  
Name:

NRIC No.

\*\* Passport No. & Country of Issuance

Designation:

Date:

# Delete as appropriate.

\*\* Applicable to a foreign director only

[ End of Annexure]

**Annexure GN15-D**  
**Confirmation by an independent director**

**ANNEXURE GN15-D**

**Letter of confirmation by an independent director of an applicant/a listed corporation**

(paragraph 4.2(b); paragraph 4.2(b) of Guidance Note 16; Rule 8.18 and Rule 15.03(2) of the Listing Requirements)

To  
 Bursa Malaysia Securities Berhad  
 Exchange Square  
 Bukit Kewangan  
 50200 Kuala Lumpur

Confirmation of "independence" pursuant to ACE Market Listing Requirements

I, ..... [name of director], am a director of .... [name(s) of applicant/listed corporation(s)] which #has/have submitted an application to Bursa Malaysia Securities Berhad ("**Bursa Securities**") to be admitted to the Official List of the Bursa Securities / #is/are listed on the Official List of the Bursa Securities.

I CONFIRM AND DECLARE that I am an independent director as defined under Rule 1.01 of Bursa Securities ACE Market Listing Requirements.

\*\*This Confirmation is deemed to have been made in Malaysia and the construction, validity and performance of this Confirmation are governed in all respects by the laws of Malaysia and I irrevocably submit to the jurisdiction of the Malaysian Courts.

Yours faithfully,

.....  
 Name:

NRIC No.

\*\* Passport No. & Country of Issuance

Designation:

Date:

Note:

# Delete as appropriate

\*\* Applicable to a foreign independent director only.

[ End of Annexure ]

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**ANNEXURE GN15-E****Letter of consent**

(paragraph 11.1; paragraph 13.1; paragraph (1)(e) in Part C of Annexure GN15-A, Rule 3.12A of the Listing Requirements)

[Date]

Board of Directors, [name of applicant]

Dear Sir,

[Name of applicant] – [identify the prospectus submitted to the Exchange] in relation to the [provide brief description of the proposal] (the “Proposal”)

We, [insert name of expert/adviser], named as [state capacity of expert/adviser in relation to the prospectus] in the [identify the prospectus submitted to the Exchange] in relation to the Proposal, do hereby consent to act in that capacity in relation to the [identify the prospectus submitted to the Exchange].

We have given and have not subsequently withdrawn our written consent before the date of issue of the [identify the prospectus submitted to the Exchange] with the inclusion of the following:

- (i) our name and all references thereto; and
- (ii) [in the case of a report or letter, insert the title of the report or letter],

in the form and context in which they are included in the [identify the prospectus submitted to the Exchange].

Yours faithfully,

[signature]

[insert name of firm and the authorised persons of the firm, or of the individual expert/adviser, as the case may be]

[ End of Annexure]