

Our Ref: IS/TAC(ro/fz)/LD10/20 [AGM Covid-19]

17 March 2020

The Company Secretary
(ACE Market Listed Corporations)

Via email

Dear Sir/Madam,

HOLDING OF ANNUAL GENERAL MEETINGS (“AGMs”) AND RELATED ISSUES AMIDST COVID-19 OUTBREAK

(A) INTRODUCTION

1. Bursa Malaysia Securities Berhad (“**the Exchange**”) would like to notify the listed corporations on the holding of AGMs and application of Rules 9.22, 9.23 and 9.25(2) of the ACE Market Listing Requirements (“**ACE LR**”) amidst the COVID-19 outbreak.

(B) BACKGROUND

2. The World Health Organisation (“**WHO**”) had, on 11 March 2020, characterised the COVID-19 outbreak as a pandemic.
3. On 16 March 2020, the Government announced the implementation of the Movement Control Order, from 18 March 2020 to 31 March 2020¹ (“**Order**”) throughout the country. The Order, among others, prohibits any movement and mass assemblies nationwide, and requires closure of all government and private premises except those involved in essential services.
4. As the Government will continue to monitor and oversee the COVID-19 situation, listed corporations are advised to keep themselves abreast and updated on relevant Government advisories, directives, announcements or guidelines issued in connection with managing COVID-19 and be guided accordingly (“**Government Advisory/Directive**”).

¹ See <https://www.pmo.gov.my/2020/03/perutusan-khas-yab-perdana-menteri-mengenai-covid-19-16-mac-2020/>

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(C) DEFERMENT OF AGM

5. Section 340 of the Companies Act 2016 (“CA 2016”) requires a public company to hold an AGM within 6 months from company’s financial year end and not more than 15 months after its last preceding AGM. Under the said section, a company may also apply to the Companies Commission Malaysia (“SSM”) to extend the period to hold the AGM (“AGM EOT Application”).
6. In this regard, the Exchange would like to highlight that SSM has issued a statement dated 16 March 2020 on the basis that it may consider for an AGM EOT Application. The SSM statement is available at its website as follows:
<https://www.ssm.com.my/Lists/Press%20Release/DispForm.aspx?ID=171&ContentTypeId=0x010098952881AC48D34C9D9967E0232CDB0B>

(D) APPLICATION OF RULES 9.22, 9.23 AND 9.25(2) OF ACE LR

7. During the effective period of the Order and other Government Advisory/Directive, the Exchange would also like to clarify and accord the following flexibilities to the listed corporations:
 - (a) In relation to a listed corporation which has issued its annual report that includes its annual audited financial statements and the auditors’ and directors’ reports (“AR”) together with its notice of annual general meeting (“AGM notice”) before the date of this circular, the listed corporation must issue the AGM notice again if the AGM is adjourned for 30 days or more, in the same manner as in the case of the original AGM².
 - (b) In relation to a listed corporation which has not issued the AGM notice, it may issue the AGM notice separately from the AR. In such situation, the listed corporation must ensure that the information contained in its AR is made up to a date not earlier than 6 weeks from the date of issuance of the AR instead³. The Exchange would also like to clarify that as long as a listed corporation announces its AR to the Exchange within 4 months from the close of its financial year via Bursa LINK, it would have complied with the requirement as set out under Rule 9.23 of the ACE LR in relation to issuance of AR to the Exchange and its shareholders.

² See section 318 of the CA 2016.

³ This is a modification to Rule 9.25(2) of the ACE LR.

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- (c) Where the AGM notice or adjourned AGM notice is sent to the shareholders after the issuance of the AR in the circumstances set out in subparagraphs (a) and (b) above, a listed corporation will not be required to update the prescribed information as set out in the AR in accordance with Rule 9.25(2) of the ACE LR⁴.
8. A listed corporation may apply to the Exchange for an extension of time if it is unable to submit its quarterly report within the timeline prescribed under Rule 9.22 of the ACE LR or its AR within the timeline prescribed under Rule 9.23 of the ACE LR. In exercising its discretion, the Exchange will consider the application on the following basis:
- (a) whether the preparation of the listed corporation’s financial statements is affected due to the Order or other measures imposed by the authorities in response to COVID-19 outbreak; or
- (b) whether the operations of the listed corporation are significantly affected by the COVID-19 outbreak.
9. The Exchange will continue to monitor the situation and will determine if any further measures are required.

Thank you.

Yours faithfully,


REGULATION

⁴ Rule 9.25(2) of the ACE LR stipulates that unless otherwise specified in Appendix 9C, the information provided pursuant to Appendix 9C must be information made up to a date not earlier than 6 weeks from the date of the notice of the annual general meeting in the annual report of the listed corporation.