

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

1.	Name of company	
2.	Types of corporate proposal	2.1 Initial Public Offerings ("IPO") <input type="checkbox"/>
		2.2 Proposals resulting in a significant change in business direction or policy of the listed corporation ("RTO") <input type="checkbox"/>
	Details of proposals which form part of the IPO/ RTO proposals	
	Number & types of securities applied for listing, par value & issue price (if any)	
3.	Currency denomination which the new securities will be listed and quoted	<p>(a) Ringgit Malaysia ("RM") <input type="checkbox"/></p> <p>(b) Others: (Please indicate)</p> <p>-----</p> <p>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?</p> <p style="text-align: right;">Yes <input type="checkbox"/></p> <p style="text-align: right;">No <input type="checkbox"/></p>

4.	INITIAL PUBLIC OFFERINGS (“IPO”)		
4A	Proforma public shareholdings spread	<p>(a) <u>ORDINARY SHARES</u></p> <p>[]% and [] public shareholders</p> <p>(b) <u>CONVERTIBLE SECURITIES/ PREFERENCE SHARES</u></p> <p>[] Holders</p>	
4B	Tentative listing date (to specify)		
4C	Top 3 preferences for stock short name (limited to 7 characters)	<p>(a) Option 1:</p> <p>(b) Option 2:</p> <p>(c) Option 3:</p>	
4D	Confirmation of chain listing	<p>(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”)</p> <p>(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</p>	<p>Yes <input type="checkbox"/></p> <p>No <input type="checkbox"/></p> <p>Yes <input type="checkbox"/></p> <p>No <input type="checkbox"/></p>
4E	Other confirmations	<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 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 enlarged issued and paid-up capital of the applicant will be in compliance with Rule 3.10 of the LR.</p>	

4F	Undertakings	<p>We undertake the following:</p> <ul style="list-style-type: none"> (a) the return of allotment will be filed with the Registrar of Companies pursuant to the Companies Act, 1965 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; (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; (c) the securities will rank pari passu in all respects with each other; (d) the public shareholding spread based on the enlarged issued and paid up share capital of the applicant will be in compliance with Rule 3.10 of the LR; (e) a schedule of actual distribution of the public shareholding spread mentioned in item (d) above, as per Part B(1)(d) of Annexure GN15-A, will be furnished to the Exchange on the first day of listing; (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"> (i) the names of securities holders; (ii) the number of securities; and (iii) the dates(s) of expiry of the moratorium; (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; (h) all allotment information of new securities will be submitted to Depository for the crediting of securities into the respective securities holders' accounts; (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; (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; (k) to announce to the Exchange the relevant information in accordance with paragraphs 8.1 and 8.2 of Guidance Note 15; and (l) to announce the latest quarterly results, where applicable, at least 2 market days prior to the date of listing.
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5. PROPOSALS RESULTING IN SIGNIFICANT CHANGE IN BUSINESS DIRECTION OR POLICY OF THE LISTED CORPORATION (“RTO”)			
5A	Confirmation of Guidance Note 2	(a) Our Company is a Cash Company	Yes <input type="checkbox"/>
			No <input type="checkbox"/>
		(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"/>
5B	Confirmation of Guidance Note 3 (“GN3”)	(a) Our Company is a GN3 Company	Yes <input type="checkbox"/>
			No <input type="checkbox"/>
		(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"/>
5C	Confirmation of chain listing	(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"/>
		(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"/>
5D	Ranking of the new securities	<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>	
5E	Conditionality of proposals/ pricing	(a) The issue price #is/ is not conditional upon any other proposal.	
		(b) This proposal #is/is not conditional upon any other proposal.	
		<p>If in the affirmative, to provide details of the other corporate exercises, including the estimated time frame for completion:</p> <p>_____</p>	

5F	Proforma public shareholdings spread	<p>(a) <u>ORDINARY SHARES</u></p> <p>[]% and [] public shareholders</p> <p>(b) <u>CONVERTIBLE SECURITIES/ PREFERENCE SHARES</u></p> <p>[] Holders</p>
5G	Other confirmations	<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 style="padding-left: 40px;">(i) in the case of an IPO, for at least 12 months from the date of its prospectus for an IPO; or</p> <p style="padding-left: 40px;">(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 enlarged issued and paid-up capital of the applicant will be in compliance with Rule 3.10 of the LR.</p>
5H	Undertakings for RTO proposal	<p>We undertake the following:</p> <p>(a) the return of allotment will be filed with the Registrar of Companies pursuant to the Companies Act, 1965 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>

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		(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 (f) to announce to the Exchange the relevant information in accordance with paragraph 12.2 of Guidance Note 17, where applicable.
6.	SHARE ISSUANCE SCHEME (AS PART OF AN IPO PROPOSAL)	
6A	Confirmation	We confirm that the Share Issuance Scheme is in full compliance with Part G, Chapter 6 of the LR.
<p>_____ [Authorised signatory of the Sponsor] Name: Designation: Date:</p>		<p>_____ [Authorised signatory of the Sponsored Corporation] 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 in support of a listing application:
- (a) a copy each of the articles of association and all amendments to-date and one copy each of the 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;
 - (b) a copy of the draft prospectus submitted to the relevant authorities;
 - (c) 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);
 - (d) 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:

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Particulars	No of shares	No of shareholders	Percentage %
Issued and paid-up 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			
(e) a letter of undertaking in the form of Annexure GN15-B duly executed by the applicant together with a certified true extract of the applicant's board of directors' resolution authorising the signatory;			
(f) a letter of undertaking in the form of Annexure GN15-C duly executed by each director of the applicant;			
(fA) 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 of the Listing Requirements:			
(i) in the case of an IPO, each promoter of the applicant, or where the promoter is an unlisted corporation, all the direct and indirect shareholders of the promoter (whether individuals or other unlisted corporations) up to the ultimate individual shareholders; 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;			

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- (g) a letter in the form of Annexure GN15-D duly executed by each independent director of the applicant;
 - (h) a letter from the listed corporation's Sponsor, confirming all approvals of relevant authorities have been obtained;
 - (i) a copy each of all letters of approval from the relevant authorities;
 - (j) a proposal as to classification of the applicant in a specific sector in the prescribed form;
 - (k) 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 (where applicable);
 - (kA) a copy of the independent market research report prepared by an independent expert 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;
 - (l) 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;
 - (m) a declaration by the applicant or where it is an RTO, a declaration by the vendor of the assets (if it is a corporation) that it -
 - (i) has never been charged with, convicted or compounded for any offence under securities laws, corporations laws or any other laws involving fraud or dishonesty in a court of law, for the last 10 years prior to the submission of the application; and
 - (ii) has never had any action taken against it for any breach of the Listing Requirements or rules issued by the Exchange, for the past 5 years prior to the submission of the application;
 - (n) confirmation by directors of the applicant, or where it is an RTO, confirmation by directors of the listed corporation, directors of the acquiree corporation and vendor of the assets (if it is an individual) that they –
 - (i) are not undischarged bankrupts nor are they subject to any proceedings under bankruptcy laws;
 - (ii) have never been charged with, convicted for or compounded for any offence under securities laws, corporations laws or any other laws involving fraud or dishonesty in a court of law;

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- (iii) have never had any action taken against them for any breach of the Listing Requirements or rules issued by the Exchange, for the past 5 years prior to the submission of the application; and
 - (iv) have not been subjected to any inquiry or investigation by any government or regulatory authority or body for the past 5 years prior to the submission of the application;
- (nA) the following details of all existing and proposed substantial shareholders of the applicant:
- (i) for individuals, their NRIC/passport number, age and current address; and
 - (ii) for corporations, their registration number and current address;
- (nB) the NRIC/passport number, current address and nationality of the directors, chief executive and key management of the applicant and its subsidiaries;
- (o) a checklist showing compliance with Guidance Note 18;
- (p) 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;
 - (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
- (q) 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.

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- (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.

[End of Annexure]