

CHECKLIST 1

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR THE REGISTRAR'S APPROVAL

- **PRE-INCORPORATION OF A COMPANY LIMITED BY GUARANTEE (CLBG) WITH THE WORD "BERHAD"/ THE ABBREVIATION "BHD."**

A. APPLICATION FEE

1. Application Fee:

- **Fee:** RM200
- **Payment Method:** cash/money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The application must be accompanied by the following:

- (i) Form Section 45 — Application by CLBG for Registrar's approval (Appendix B).
- (ii) Application letter:
 - Reasons for incorporating the CLBG under the CA 2016 and not under the Societies Act 1966.
 - State only **one (1) category** of the CLBG based on the objects stated under subsection 45(1) CA 2016.

3. Explanation and justification by the promoter for the use of the proposed name. Any supporting letter from the relevant

government agency for the use of the proposed name, **if** applicable.

4. Detailed activities to be carried out.
5. Statutory Declaration by the promoter and proposed director confirming whether prior application has been made or not under the Societies Act 1966 or other laws administered by *Bahagian Hal Ehwal Undang-Undang* (BHEUU) *Jabatan Perdana Menteri*, Labuan Financial Services Authority (LOFSA) or other state authorities for registration of Non-Profit Organization. **If** yes, please provide the supporting documents.
6. A copy of the Application for Availability of Names and Reservation Form under section 27(1) and (4) CA 2016.
7. A draft copy of the CLBG's Constitution. Please refer to **Annexure 1**.
8. A copy of the identification card (IC) or passport of the promoter and proposed director.
9. The biodata, qualification and experience in charitable activities for each proposed director and promoter. Please refer to the format in **Annexure 3**.
10. Please ensure that the proposed promoter(s) or director(s) does not have any outstanding compound prior to submission of this application.
11. A letter of consent to act as a promoter from each promoter.
12. A letter of consent to act as a director from each director.
13. An estimated or forecast income and expenditure for a period of two (2) years from the establishment of CLBG. Please refer to the format in **Annexure 4**.

C. LODGEMENT

14. The documents are required to be lodged with the payable fees at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 2

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR THE MINISTER'S APPROVAL

- **OMISSION THE WORD "BERHAD" OR THE ABBREVIATION "BHD." FROM CLBG's NAME**
- OR**
- **RE-APPLICATION TO OMIT THE WORD "BERHAD" OR THE ABBREVIATION "BHD." AFTER REVOCATION OF LICENCE**

A. APPLICATION FEE

1. Application Fee:
 - **Fee:** RM300
 - **Payment Method:** cash/money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

The application must be accompanied by the following:

2. Form Section 45 - Application by CLBG for Minister's approval (Appendix A).
3. A copy of a special resolution for the omission of the word "Berhad" or the abbreviation "Bhd.".

4. A copy of the latest bank statement of the CLBG or any other document which proves that the CLBG owns at least one million ringgit (RM1,000,000) in cash or any cash equivalent at the time of application.
5. A statutory declaration by the company secretary or one of the directors or trustees that in making this application, the CLBG has complied with all requirements of the CLBG's current Constitution.

Lodgement of application for re-application after revocation of licence

6. All the directors and the CLBG do not have any outstanding compound prior to submission of this application.
7. A CLBG must lodge the latest Audited Financial Statement and Annual Return.

C. LODGEMENT

8. The documents are required to be lodged with the payable fees at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 3

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR REGISTRAR'S APPROVAL

- APPOINTMENT OF NEW DIRECTOR / TRUSTEE OF A COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application fee:
 - **Fee:** RM100 for each director
 - **Payment method:** cash/money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The Application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Registrar's approval (Appendix B).
 - (ii) Application letter:
 - Purpose and reasons for the appointment of the new director.
 - Main activities of the CLBG.
3. A copy of the Notice of Registration or Certificate of Incorporation (Form 8) under the Companies Act 1965.
4. A copy of the CLBG's Constitution.

5. A copy of the identification card (IC) or passport of the new director.
6. The biodata, qualification and working experience. Please refer to the format in **Annexure 3**.
7. Please ensure that the new director(s) do not have any outstanding compound prior to submission of this application.
8. A copy of the extract of Directors' Resolution pertaining to the approval for the appointment of the new director to be signed by a director and a company secretary.
9. A copy of the approval letter from government agencies or statutory bodies or other relevant bodies relating to the appointment of the new director(s) **if** such approval is stated in the Constitution.
10. A declaration from a person before appointment as a director pursuant to section 201 CA 2016.
11. A copy of an approval letter on the appointment of the new director(s) from the Director General of the Inland Revenue Board of Malaysia **if** the CLBG is a tax exempted company under subsection 44(6) of the Income Tax Act 1967.
12. A statutory declaration by the company secretary or one of the directors or trustees that in making this application, the CLBG has complied with all requirements of the CLBG's Constitution relating to the appointment of the new director(s). Please specify the article/clause pertaining to the approval from the government agencies/statutory bodies or other relevant bodies **if** such approval is stated in the Constitution.

C. LODGEMENT

13. The documents are required to be lodged with the payable fees at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 4

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR REGISTRAR'S APPROVAL

- AMENDMENT OF CONSTITUTION FOR COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application Fee:
 - **Fee:** RM100
 - **Payment Method:** cash/money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Registrar's approval (Appendix B).
 - (ii) Application letter
 - Purpose and reasons for amendment of the Constitution.
 - Main activities of the CLBG.
 - Notify whether any amendment has been made before.
3. A copy of the Notice of Registration or Certificate of Incorporation (Form 8) under the Companies Act 1965.
4. A copy of the current CLBG's Constitution without amendment.

5. A copy of the amended CLBG's Constitution.
6. A copy of the special resolution or extract of special resolution of the CLBG pertaining to the approval of the amendment of the Constitution signed by a director and a company secretary.
7. Copy of the template for the proposed amendment of Constitution. Please refer to the format in **Annexure 2**. Please submit your **Annexure 2** in Microsoft Word format via email checklist4CLBG@ssm.com.my.
8. A copy of an approval letter on the amendment of constitution from the Director General of the Inland Revenue Board of Malaysia **if** the CLBG is a tax exempted company under subsection 44(6) of the Income Tax Act 1967.
9. A statutory declaration by the company secretary or one of the directors or trustees that in making this application, the CLBG has complied with all requirements of the CLBG's current Constitution.

C. LODGEMENT

10. The documents are required to be lodged with the payable fees at the address below:
SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 5A

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR THE MINISTER'S APPROVAL

- TO HOLD LAND - BY A COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application fee:
 - **Fee:** RM300 for each land
 - **Payment method:** cash/money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Minister's approval (Appendix A)
 - (ii) Application letter:
 - Reasons or purpose to hold the land (including real property).
 - Source of funds, the manner of land settlement and payment arrangement. (**if** cash, please attach latest bank statements).
 - Financial impact on the CLBG in relation to the application to hold land.
 - Price/value of the land.
 - Main activities of the CLBG.

3. A copy of the Notice of Registration under CA 2016 or Certificate of Incorporation (Form 8) under the Companies Act 1965 (CA 1965).
4. A copy of the CLBG's Constitution.
5. List of lands that the CLBG currently owns pursuant to section 45(4) CA 2016/19(2) CA 1965. An explanation on the status of each land/property, the current usage and the development that has been made over the land.
6. Description of the land in both Malay and English languages. This description must be consistent with the information contained in the agreement/deed of gift/master title/strata title/other supporting documents.

Bahasa Malaysia

Sebuah rumah banglo dua tingkat di bawah Geran No. HS(M) xx PT x Tempat Batu 8 ½ Jalan xxx Kuala Lumpur, Mukim Sungai Buluh, Daerah Petaling, Negeri Selangor yang beralamat di No. xxx, Jalan xx, 46400 Petaling Jaya, Selangor Darul Ehsan berkeluasan kira-kira 1500 meter persegi.

Bahasa Inggeris

A double storey bungalow held under title No. HS(M) xx PT x Tempat Batu 8 ½ Jalan xxx Kuala Lumpur, Mukim Sungai Buluh, Daerah Petaling, Negeri Selangor bearing postal address known as No. xx Jalan xx, 46400 Petaling Jaya, Selangor Darul Ehsan measuring approximately 1500 square metres in area.

7. A copy of the agreement/deed of gift/other supporting documents relevant to the land transaction. Please attach the stamping certificate from Inland Revenue Board of Malaysia.
8. A copy of the latest individual title, master title or other supporting documents relevant to the application.
9. Please ensure that the land is free from any encumbrance(s). **If** the land is under restriction, please ensure that the relevant State Authority's approval is already granted prior to making the application. **If** the land is under charges, please obtain the "*letter of no objection*"

from the chargor.

10. A copy of the Official Land Search for each land. The Official Land Search date must be within three months prior to the application date.
11. The latest three months' bank statement of the CLBG confirming to have cash in the account of the CLBG to prove the liquidity of CLBG is stable enough to hold land.
12. A copy of the Audited Financial Statements of the CLBG for the last two (2) years.
13. Financial impact on the CLBG in relation to the application to hold land.
14. A copy Members' Resolution (as required by section 223 of CA 2016, **if** applicable) / Directors' Resolution / extract of Directors' Resolution signed by a director and a company secretary pertaining to the approval to hold land.
15. A copy of the statement on Arm's Length Transaction by all directors or trustees confirming that they do not have any interest in the land transaction.
16. A CLBG incorporated for less than two (2) years is ineligible to apply to purchase the land. However, CLBG may hold the land by way of donation/gift.
17. A copy of a Valuation Report from a licensed valuer. The valuation report must contain photos of the land and/or building. This requirement is not applicable for holding/receiving land through donation/gift.
18. A copy of an approval letter in relation to hold land from the Director General of the Inland Revenue Board of Malaysia **if** the CLBG is a tax exempted company under subsection 44(6) of the Income Tax Act 1967.
19. A copy of a statutory declaration that in making this application, the CLBG has complied with all requirements of the CLBG's current Constitution by a company secretary or one of the directors or trustees.

C. LODGEMENT

20. The documents are required to be lodged with the fees payable at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 5B

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR THE REGISTRAR'S APPROVAL

- TO CHARGE, MORTGAGE, LEASE SELL, TRANSFER, OR DISPOSE LAND - BY A COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application Fee:
 - **Fee:** RM100 for each land
 - **Payment Method:** cash/ money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The Application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Registrar's approval (Appendix B)
 - (ii) Application letter
 - Reasons or purposes to charge, mortgage, sell, lease or dispose of the land (including of real property).
 - Price/value of the land.
 - Main activities of the CLBG.
3. A copy of the Notice of Registration or Certificate of Incorporation (Form 8) under the Companies Act 1965 (CA 1965).
4. A copy of the CLBG's Constitution.
5. A copy of the licence under section 45(4) CA 2016 or a copy of licence pursuant to section 19(2) CA 1965 (Form 10) in relation to the charge, mortgage, sell, lease or disposing of the land.

CHECKLIST 5B

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR THE REGISTRAR'S APPROVAL

- TO CHARGE, MORTGAGE, LEASE SELL, TRANSFER, OR DISPOSE LAND - BY A COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application Fee:
 - **Fee:** RM100 for each land
 - **Payment Method:** cash/ money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The Application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Registrar's approval (Appendix B)
 - (ii) Application letter
 - Reasons or purposes to charge, mortgage, sell, lease or dispose of the land (including of real property).
 - Price/value of the land.
 - Main activities of the CLBG.
3. A copy of the Notice of Registration or Certificate of Incorporation (Form 8) under the Companies Act 1965 (CA 1965).
4. A copy of the CLBG's Constitution.
5. A copy of the licence under section 45(4) CA 2016 or a copy of licence pursuant to section 19(2) CA 1965 (Form 10) in relation to the charge, mortgage, sell, lease or disposing of the land.

6. List of lands that the CLBG currently owns pursuant to section 45(4) CA 2016/19(2) CA 1965. An explanation on the status of each land or property, the current usage and the development that has been made over the land.
7. Description of the land in both Malay and English languages. This description must be consistent with the information contained in the agreement, deed of gift, master title, strata title or other supporting documents.

Bahasa Malaysia

Sebuah rumah banglo dua tingkat di bawah Geran No. HS(M) xxx, PT x Tempat Batu 8 ½ Jalan Damansara Kuala Lumpur, Mukim Sungai Buluh, Daerah Petaling, Negeri Selangor yang beralamat di No. xxx, Jalan xxx, 46400 Petaling Jaya, Selangor Darul Ehsan berkeluasan kira-kira xxx meter persegi.

Bahasa Inggeris

A double storey bungalow held under title No. HS(M) xxx, Tempat Batu xx Jalan Damansara Kuala Lumpur, Mukim Sungai Buluh, Daerah Petaling, Negeri Selangor bearing postal address known as No. xx, Jalan xxx, 46400 Petaling Jaya, Selangor Darul Ehsan measuring approximately xxx square metres in area.

8. A copy of the agreement/deed of gift/other supporting documents relevant to the land transaction. Please attach the stamping certificate from Inland Revenue Board of Malaysia.
9. A copy of the latest title/master title/strata title or other supporting documents relevant to the land transaction.
10. Please ensure that the land is free from any encumbrance(s). **If** the land is under restriction, please ensure that the relevant state's authority approval is already granted prior to making the application. **If** the land is under charges, please obtain the "letter of no objection" from the chargor.
11. A copy of the Official Land Search for each land in relation to the charge application, mortgage, sell, lease or disposing of the land. The official land search must be conducted within three months prior to the application date.

12. Audited Financial Statements of the CLBG for the last two (2) years.
13. Financial impact to CLBG if it charges, mortgages, sells, transfers, leases or disposes of the land.
14. A copy Members' Resolution (as required by section 223 of CA 2016, **if** applicable) / Directors' Resolution / extract of Directors' Resolution signed by a director and a company secretary pertaining to the approval to charge, mortgage, sell, lease or dispose of the land.
15. A statement on Arm's Length Transaction by all directors confirming that they do not have any interest in the land transaction.
16. A copy of a Valuation Report from a licensed valuer. The valuation report must contain photos of the land.
17. A statutory declaration by a company secretary or one of the directors or trustees that in making this application, the CLBG has complied with all requirements of CLBG's current Constitution.

C. LODGEMENT

18. The documents are required to be lodged with the fees payable at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7 JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 6

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR THE REGISTRAR'S APPROVAL

- SOLICITATION OF DONATION FROM THE PUBLIC BY A COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application fee:
 - **Fee:** RM100
 - **Payment method:** cash/ money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Registrar's approval (Appendix B).
 - (ii) Application letter:
 - Purpose and reasons for solicitation of donation from the public.
 - Main activities of the CLBG

3. A copy of the Notice of Registration under CA 2016 or Certificate of Incorporation (Form 8) under the Companies Act 1965.
4. A copy of the CLBG's Constitution.
5. A copy of the proposal for the solicitation of donation includes the following:
 - Objectives and procedures of the solicitation of donation.
 - Activities planned for the solicitation of donation.
 - Targeted audience for the solicitation of donation.
6. A copy of the donation process which among others should contain the donation procedure, process flow-chart, funds management and handling, funds recording manner and cash flow, funds processing and the persons in charge of managing the whole donation process.
7. A copy of the Audited Financial Statements of the CLBG for the last one (1) year. CLBG incorporated for less than one (1) year is not eligible to apply for this application.
8. A copy of the statutory declaration by the director or trustee confirming adherence to the requirements as per **Annexure 5** for the Registrar's approval.
9. A copy of the extract of Directors' Resolution or Directors' Resolution signed by a director and a company secretary pertaining to the approval for solicitation of donation.
10. A statutory declaration by the company secretary or one of the directors or trustees that in making this application, the CLBG has complied with all requirements of the CLBG's current Constitution.

C. LODGEMENT

11. The documents are required to be lodged with the fees payable at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 7

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR REGISTRAR'S APPROVAL

- PAYMENT OF SALARIES, FEES, FIXED ALLOWANCES & OTHER BENEFITS TO EACH DIRECTOR OF A COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application fee:
 - **Fee:** RM100 for each director
 - **Payment method:** cash/ money order/bank draft/banker's cheque to Suruhanjaya Syarikat Malaysia (SSM)

B. DOCUMENTS TO BE ENCLOSED

2. The application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Registrar's approval (Appendix B).
 - (ii) Application letter
 - Purpose and reasons for the relevant payment to the director.
 - Main activities of the CLBG.
3. A copy of the Notice of Registration or Certificate of Incorporation (Form 8) under the Companies Act 1965.
4. A copy of the CLBG's Constitution.

5. List of the directors which includes independent directors.
6. Current benefits of each director.
7. The job scope, duties and expertise of each director.
8. Letter of engagement from CLBG to each director stating the amount of the salary, fee, fixed allowances and other benefits.
9. A copy of the acceptance letter from each director agreeing to receive the salaries, fees, fixed allowances and other benefits in the CLBG.
10. A copy of the consent letter from the government agency and others pertaining to the payment of salaries, fees, fixed allowances and other benefits, **if** applicable.
11. A copy of the members' resolution or extract resolution signed by a director and a company secretary pertaining to the approval for such payment of salaries, fees, fixed allowances and other benefits to each director for the purpose of achieving the objects of the CLBG.
12. The latest three months' bank statement of the CLBG confirming to have cash in the account of the CLBG to prove the liquidity of the CLBG for the payment of fees to the director.
13. A copy of the Audited Financial Statements of the CLBG for the latest two (2) years. CLBG incorporated for less than two (2) years are not eligible to apply for this application.
14. A copy of three (3) years of yearly estimated or forecasted income and expenditure of the CLBG after such salaries, fees, fixed allowances and other benefits have been paid.
15. A copy of an approval letter on the payment of salaries, fees, fixed allowances and other benefits to the Director(s) of CLBG from the Director General of the Inland Revenue Board of Malaysia **if** the CLBG is the tax exempted company under subsection 44(6) of the Income Tax Act 1967.

16. A copy of a statutory declaration by the company secretary or one of the directors or trustees that in making this application, the CLBG has complied with all requirements of the CLBG's current Constitution and paragraph 24(c)(i) and (ii) of the Guidelines.

C. LODGEMENT

17. The documents are required to be lodged with the payable fees at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR

CHECKLIST 8

SECTION 45 COMPANIES ACT 2016 (CA 2016)

LODGEMENT OF APPLICATION FOR REGISTRAR'S APPROVAL

- HOLDING OF SUBSIDIARY COMPANY BY A COMPANY LIMITED BY GUARANTEE (CLBG)

A. APPLICATION FEE

1. Application fee:
 - **Fee:** RM100 for each subsidiary.
 - **Payment Method:** by cash/money order/ bank draft/ banker's cheque to Suruhanjaya Syarikat Malaysia (SSM).

B. DOCUMENTS TO BE ENCLOSED

2. The application must be accompanied by the following:
 - (i) Form Section 45: Application by CLBG for Registrar's approval (Appendix B)
 - (ii) Application letter
 - Purpose and reasons for holding the subsidiary company.
 - Main activities of the CLBG
3. A copy of the Notice of Registration or Certificate of Incorporation (Form 8) under the Companies Act 1965.
4. A copy of the CLBG's Constitution.
5. Reasons for CLBG to hold or incorporate a subsidiary company includes but not limited to the following:

(a) Holding a Subsidiary (Existing Company)

- i) The justifications for holding the subsidiary company.
- ii) A copy of the Certificate of Incorporation (Form 8)/Notice of Registration of the subsidiary company.
- iii) The principal activities of the proposed subsidiary company.
- iv) A copy of the proposed subsidiary company's constitution.
- v) Capital structure of the proposed subsidiary company.
- vi) The proposed subsidiary company's Board of Directors and shareholders.
- vii) The financial impact to the CLBG if it holds the subsidiary company.
- viii) A detailed explanation on how the proceeds from the proposed subsidiary company will be utilised and channeled back to the CLBG.

(b) Holding a Subsidiary (New company to be incorporated)

- i) The justifications for holding the proposed subsidiary company.
- ii) The proposed object of the proposed subsidiary company.
- iii) The proposed capital structure of the proposed subsidiary company.
- iv) The proposed composition of the subsidiary company's Board of Directors and shareholders.
- v) The financial impact to the CLBG if it holds the proposed subsidiary company.
- vi) A detailed explanation on how the proceeds from the proposed subsidiary company will be utilised and channeled back to the CLBG.

- 6. A copy of the members' resolution or extract resolution signed by a director and a company secretary pertaining to the approval for holding a subsidiary solely for the purpose of achieving the objects of the CLBG.
- 7. A copy of the extract of the Directors' Resolution of the CLBG, pertaining to the approval of the subsidiary company and signed by a director and the company secretary.
- 8. A statement that the holding of a subsidiary company by the CLBG is

carried out at arm's length by all its directors of the CLBG, none of the directors have any direct or indirect interest in holding of a subsidiary and that any transaction is undertaken for a proper purpose, made in good faith, and in the best interest of the company.

9. A copy of the statutory declaration by all the directors or trustees of the CLBG confirming that the holding of a subsidiary is only for the purpose of achieving the objectives of the CLBG.
10. A copy of the Audited Financial Statements of the CLBG for the last two (2) years. CLBG incorporated for less than two (2) years is not eligible to apply for this application.
11. An estimated or forecasted income and expenditure for a period of three (3) years for the holding company and subsidiary company commencing from the registration or acquisition of the subsidiary.
12. A copy of an approval letter to hold a subsidiary company from the Director General of the Inland Revenue Board of Malaysia if the CLBG is the tax exempted company under subsection 44(6) of the Income Tax Act 1967.
13. A statutory declaration by the company secretary or one of the directors or trustees that in making this application, the CLBG has complied with all requirements of the CLBG's current Constitution.

C. LODGEMENT

14. The documents are required to be lodged with the payable fees at the address below:

SURUHANJAYA SYARIKAT MALAYSIA
LEVEL 17, MENARA SSM@SENTRAL
NO. 7, JALAN STESEN SENTRAL 5
KUALA LUMPUR SENTRAL
50623 KUALA LUMPUR