



SURUHANJAYA SYARIKAT MALAYSIA
COMPANIES COMMISSION OF MALAYSIA

GEARING UP FOR BUSINESS:

A COMPENDIUM ON ESTABLISHING A BUSINESS IN MALAYSIA

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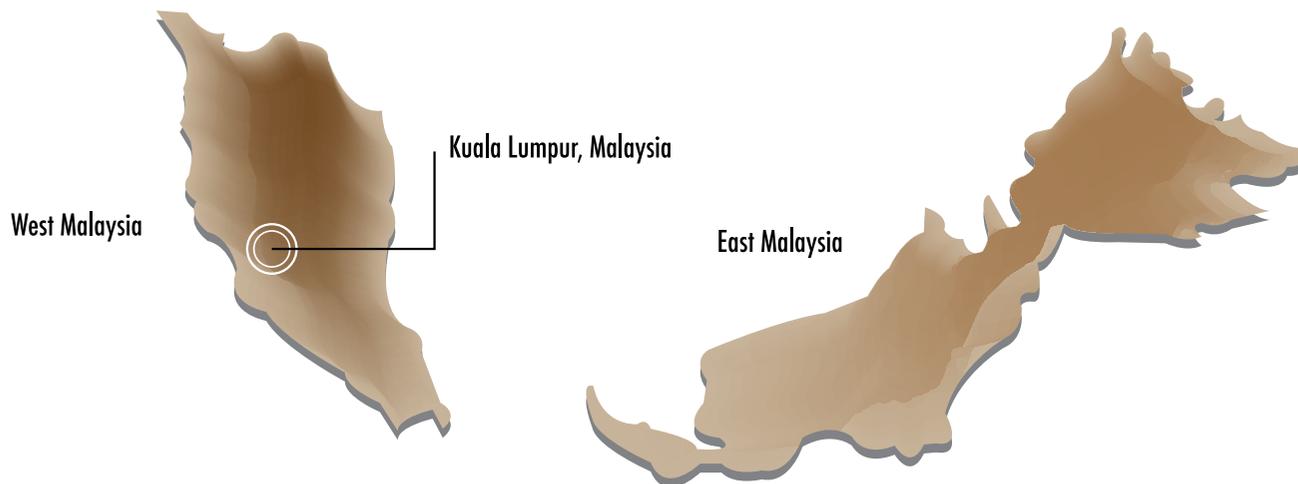
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MALAYSIA: AN OVERVIEW

Located in Southeast Asia, Malaysia is a tropical country with a population of 27.3 million featuring a unique multi-racial society comprising of Malay, Chinese, Indian, as well as indigenous races like the Iban, Dayak, Kadazan, Dusun and others. Being a country of rich cultural heritage, Malaysia boasts a unique blend of both modern and traditional.

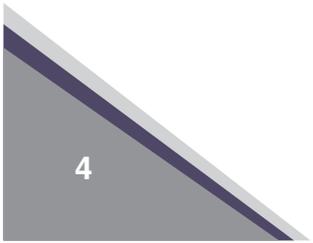
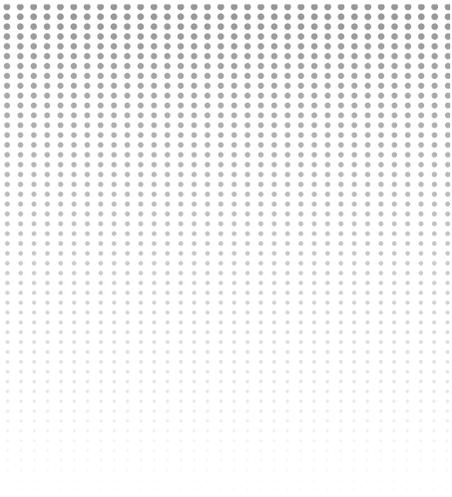
Malaysia has transformed herself from a commodity-based economy to an advanced export-driven economy. The current diverse and robust economic activities comprise of manufacturing, construction, information and communication technology, maritime, oil and gas, biotechnology, agriculture, retail, tourism, banking and financial, healthcare and services. Towards achieving the status of being a developed nation, Malaysia is guided by the national framework known as the Vision 2020.

Due to her strategic location, developed infrastructure, productive workforce, and various other factors, Malaysia provides for a vibrant and conducive business environment. Supportive Government policies ensure that the country's market-driven economy is facilitative for conducting business.



STARTING BUSINESS IN MALAYSIA





STARTING A BUSINESS IN MALAYSIA

Malaysia offers abundant opportunities for those who wish to pursue business in the country. In doing so, there are four ways of carrying out business in Malaysia, namely:

- Incorporating a local company;
- Registering a foreign company;
- Registering a sole proprietorship; or
- Registering a partnership.

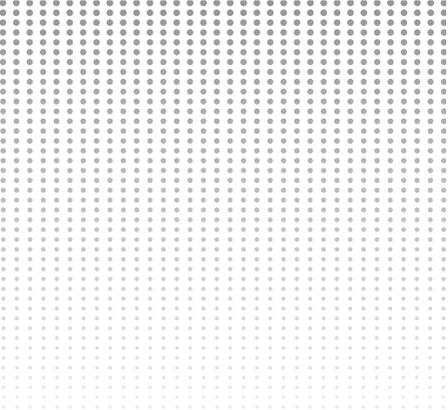
The Companies Commission of Malaysia (SSM), established on 16 April 2002, serves as an agency to incorporate companies and register businesses. SSM also ensures compliance with business and corporate legislations through comprehensive enforcement and monitoring activities. SSM offers efficient and fast service for the incorporation of companies, registration of businesses and lodgement of statutory documents. SSM has nationwide presence through its headquarters located in Kuala Lumpur as well as branch offices in all the states in Malaysia. SSM also serves as a depository and custodian of corporate and business information. Such information is vital to enable the business community to make informed business decisions and to enable members of the public to carry out verifications.

INCORPORATION OF A LOCAL COMPANY IN MALAYSIA

Incorporation of a local company is carried out pursuant to the provisions of the Companies Act 1965 ('CA'). There are three (3) types of companies that can be incorporated under the CA namely:

- A company limited by shares;
- A company limited by guarantee; or
- An unlimited company.

As at 28th February 2009, there are 839,853 local companies incorporated. Since the establishment of SSM in April 2002, the growth rate of the number of local companies incorporated exceeds 5% annually.



STARTING A BUSINESS IN MALAYSIA

COMPANY LIMITED BY SHARES

The most common type of company incorporated for purposes of carrying on business is a company limited by shares. A company limited by shares may be incorporated as a:

- Private Limited Company – identified through the words 'Sendirian Berhad' or abbreviation 'Sdn. Bhd' as part of the company's name.
- Public Limited Company – identified through the words 'Berhad' or abbreviation 'Bhd' as part of the company's name.

The requirements to form a local company are:

- (i) A minimum of two (2) subscribers to the shares of the company (section 14 of the CA);
- (ii) A minimum of two (2) directors (section of the 122 CA); and
- (iii) A company secretary who can either be:
 - (a) an individual who is a member of a professional body prescribed by the Minister of Domestic Trade and Consumer Affairs; or
 - (b) an individual licensed by SSM.

Both the director and company secretary shall have their principal or only place of residence within Malaysia (sections 122 and 139 of the CA respectively).

Incorporation Procedures

1. Name Search and Application for Name

A name search must be conducted to determine whether the proposed name of the company is available. The steps involved are:

- (i) Completion and submission of Form 13A of the CA (Request for Availability of Name) to SSM; and
- (ii) Payment of RM30.00 fee for each name applied.

STARTING A BUSINESS IN MALAYSIA

When the proposed company's name is approved by SSM, it shall be valid for three (3) months from the date of approval.

2. Lodgement of Incorporation Documents

Incorporation Documents (as explained below) must be submitted to SSM within three (3) months from the date of the approval of the company's name, failing which a fresh application for a name search must be done.

Incorporation Documents to be Lodged with SSM

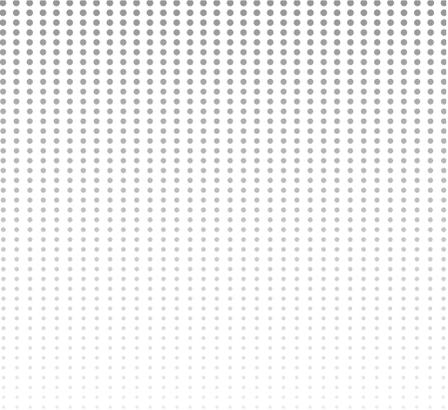
1. Memorandum and Articles of Association

- An original copy of the Memorandum and Articles of Association shall each be stamped at a fee of RM100.00. Stamps are affixed at the stamp office of the Inland Revenue Board.
- The first directors and secretaries shall be named in the Memorandum and Articles of Association.
- The subscribers to the company's shares shall sign the Memorandum and Articles of Association in front of a witness.
- Table A of the Fourth Schedule in the CA may be adopted as the Articles of Association of the company (section 30 of the CA).

* **NOTE:**

For the incorporation of a private company, the Articles of Association (section 15 of the CA) shall contain the following stipulations:

- (i) Restriction on the right to transfer the company's shares;
- (ii) Limitation on the number of members not to exceed 50;
- (iii) Prohibition on any invitation to the public to subscribe the shares/debentures of the company; and
- (iv) Prohibition on any invitation to the public to deposit money with the company.



STARTING A BUSINESS IN MALAYSIA

2. Form 48A (Statutory Declaration by a Director or Promoter before Appointment)

The director or promoter declares under oath that:

- he/she is not a bankrupt; and
- he/she has not been convicted and imprisoned.

3. Form 6 (Declaration of Compliance)

This declaration states that all the requirements of the CA have been complied with. It must be signed by the company secretary handling the registration and who is named as the first secretary in the Memorandum and Articles of Association.

4. Additional documents:

- Original Form 13A of the CA.
- A copy of the letter from SSM approving the name of the company.
- A copy of the identity card of each director and company secretary or a copy of the passport where a foreign director is appointed.

INCORPORATION FEES

Each application for the incorporation of a company shall be accompanied with payment as per the schedule below:

AUTHORISED SHARE CAPITAL (RM)	FEES (RM)
Up to 100,000	1,000
100,001 – 500,000	3,000
500,001 – 1 million	5,000
1,000,001 – 5 million	8,000
5,000,001 – 10 million	10,000
10,000,001 – 25 million	20,000
25,000,001 – 50 million	40,000
50,000,001 – 100 million	50,000
100,000,001 and above	70,000

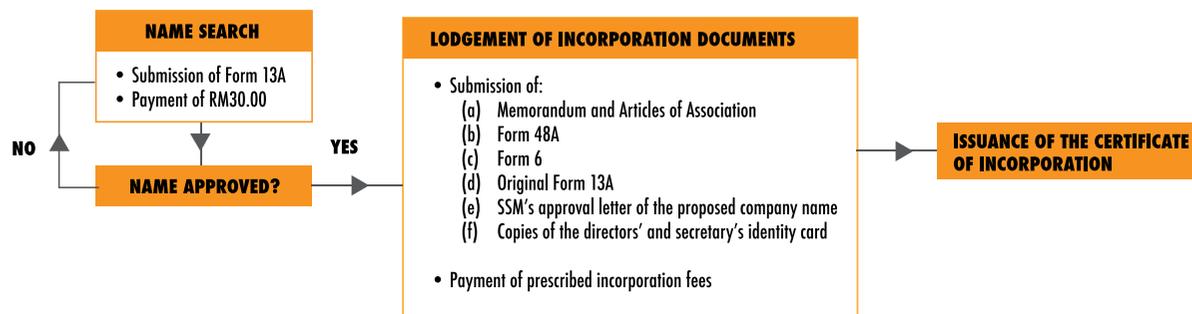
STARTING A BUSINESS IN MALAYSIA

Certificate of Incorporation

A Certificate of Incorporation will be issued by SSM upon compliance with the incorporation procedures and submission of the duly completed incorporation documents.

* **NOTE:** SSM encourages the incorporation of local companies to be done via the e-Lodgement services (See the chapter on e-Lodgement).

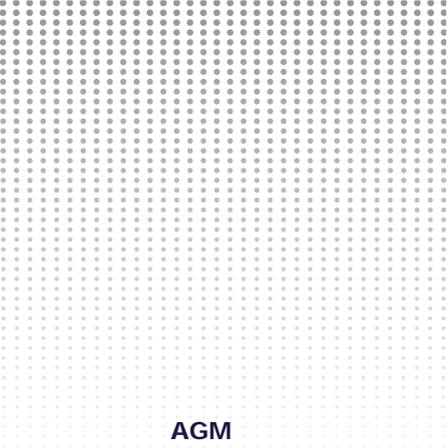
INCORPORATION PROCEDURES IN A NUTSHELL



MAINTENANCE OF A LOCAL COMPANY

Generally, a local company is required to:

- (i) Convene an annual general meeting (AGM) yearly;
- (ii) Lodge the annual return and audited accounts yearly;
- (iii) Lodge statutory documents when there are changes in the registered particulars [Form 49- Return Giving Particulars in Register of Directors, Managers and Secretaries and Changes of Particulars], registered office [Form 44 - Notice of Situation of Registered Office and Office Hours and Particulars of Changes] or matter relating to share capital of the company [Form 24 - Return of Allotment of Shares], and
- (iv) Lodge various other statutory documents that need to be notified or registered with SSM (e.g. Form 11 (Notice of Resolution), Form 25 (Statement Containing Particulars of Shares Allotted Otherwise Than For Cash), Form 27 (Notice of Redemption of Redeemable Preference Shares), Form 28 (Notice of Increase in Share Capital) etc).



■ ■ STARTING A BUSINESS IN MALAYSIA

AGM

Section 143(1) of the CA requires a company to hold its first AGM within 18 months of its incorporation. The subsequent AGM must be held once in every calendar year and not more than 15 months after the holding of the last preceding AGM. If the company holds its first AGM within 18 months after the date of its incorporation, the company need not hold an AGM for the year of incorporation or the following year.

Annual Returns

Section 165 of the CA requires all companies to lodge the annual return within one (1) month of the AGM. The annual return of a company shall be in accordance with the Eighth Schedule of the CA. The annual return must include:

- (i) a copy of the last audited accounts comprising the balance sheet and profit and loss accounts certified by a director, manager or secretary of the company (including every document required to be attached thereto); and
- (ii) a certified copy of the auditor's report.

For an exempt private company which is solvent, the attachment of the audited accounts may be substituted by a certificate signed by a director, a company secretary and auditor stating that:

- (i) the company is an exempt private company;
- (ii) the audited accounts in compliance with the provisions of the CA, has been tabled in the company's AGM; and
- (iii) the company is able to meet its liabilities as and when they fall due as at the date of the audited profit and loss account.

The certificate must either be in Bahasa Malaysia or English and if it is in any other languages, the translation in Bahasa Malaysia or English must be provided.

*** NOTE:**

An exempt private company is a private company having not more than 20 members, none of whom are corporations having direct or indirect interest in its shares.

STARTING A BUSINESS IN MALAYSIA

The lodgement fee for an annual return is as follows:

- a public company - RM350.00.
- any other company - RM150.00.

Accounts

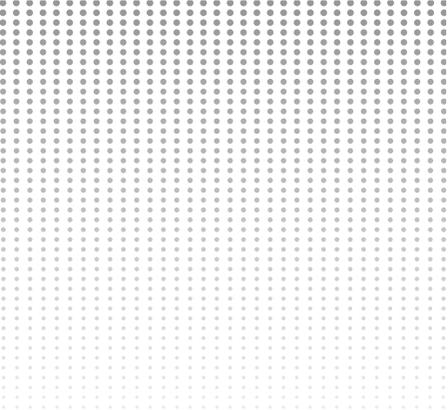
Section 167 of the CA requires every company and the directors and managers thereof to keep such accounting and other records that would enable true and fair profit and loss accounts and balance sheets to be prepared from time to time. These accounts must be prepared in accordance with the approved accounting standards.

As required under section 169 of the CA, these accounts must be tabled at the AGM. For the company's first accounts, it must be laid within 18 months after its incorporation. Subsequent accounts must be tabled in every calendar year at an interval of not more than 15 months. The accounts must be made up for the period since the preceding account to a date of not more than six (6) months before the date of the AGM.

The accounts shall include:

- a profit and loss account;
- a balance sheet;
- a directors' report;
- an auditors' report;
- accompanying notes and statements to the accounts; and
- group accounts (if applicable).

The audited accounts must be certified by a director or a manager or a company secretary to be a true copy of such documents. The audited accounts lodged must either be in Bahasa Malaysia or English.



■ ■ STARTING A BUSINESS IN MALAYSIA

Notice of Change of Directors, Managers and Secretaries or Changes of their Details

Section 141(6) of the CA requires a company to, within one (1) month after it is incorporated, lodge the Return Giving Particulars in Register of Directors, Managers and Secretaries and Changes of Particulars (Form 49) containing details of its directors, managers and secretaries. Whenever there is any change in the officers of the company, details of the change must also be lodged with SSM using Form 49 within one (1) month from the date of such change.

Notice of Change of Registered Office

Section 119 of the CA requires every company to have a registered office within Malaysia to which all communications and notices may be addressed. The registered office must be established from the day the company begins to carry on business or from 14 days after the date of its incorporation, whichever is earlier. A Notice of Situation of Registered Office and Office Hours and Particulars of Change (Form 44) must be lodged with SSM within one (1) month after the date of incorporation or date of any such change.

WINDING UP A LOCAL COMPANY

There are two (2) modes of winding up under section 211 of the CA:

- Voluntary winding up; or
Winding up by the Court (also referred to as compulsory winding up).

Voluntary Winding Up

Voluntary winding up is divided into two (2) categories, namely:

- (a) Members' voluntary winding up; and
 - (b) Creditors' voluntary winding up.
- Both members' and creditors' voluntary winding up are initiated by a special resolution of the company under section 254 of the CA.
 - Before proceeding with a voluntary winding up, the directors must make a written declaration to the effect that they have made an inquiry into the affairs of the company and are of the opinion that the company will be able to pay its debts in full within a period of 12 months after the commencement of the winding up [section 257(1) of the CA].

STARTING A BUSINESS IN MALAYSIA

- The declaration and the statement of the company's affairs must be lodged before the notice of the meeting at which the resolution for winding up is to be proposed, are sent.
- Upon a resolution being passed by members, a liquidator is appointed.
- Where the company is insolvent, creditors may supervise the liquidator's conduct of the liquidation.

The liquidator must then convene the creditors' meeting and lay before the creditors the statement of assets and liabilities of the company and draw their attention of their right to appoint a new liquidator.

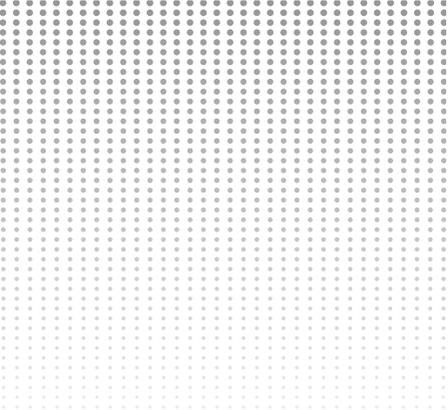
Winding Up by the Court

1. A compulsory winding up is initiated by an application to the court by any of the persons listed under section 217(1) of the CA namely:

- The company;
- A creditor (including a contingent or prospective creditor of the company);
- A contributory or any person who is the representative of a deceased contributory or the trustee in bankruptcy or the Official Assignee of the estate of a bankrupt contributory;
- A liquidator appointed in a voluntary winding up;
- The Minister pursuant to sections 205 or 218(1)(d) of the CA;
- The Central Bank in the cases of banks and finance companies under the purview of the Ministry of Finance;
- The Registrar on the grounds specified under section 218(1)(m) or (n) of the CA; or
- The Malaysia Deposit Insurance Corporation in the case of a member institution.

2. The grounds for winding up are:

- Pursuant to a special resolution - A company may be wound up where the members have by a special resolution resolved that it be wound up compulsorily;
- Default in lodgement of statutory report - This applies only to public companies limited by shares;
- Failure to commence business within a year - To enable members to recover their investment;
- Membership of the company falls below two (2) - However this does not apply to a wholly owned subsidiary of a holding company that is permitted to own all the shares of its subsidiary under section 36 of the CA;



■ ■ STARTING A BUSINESS IN MALAYSIA

- Inability of the company to meet its debts – This is the most common ground relied upon to wind up a company. The amount of debt outstanding must be in excess of RM500.00;
- Where Directors are acting in their own interest [section 218(1)(f) of the CA];
- Where an inspector appointed under Part IX of the CA is of the opinion that the company is unable to meet its debts or that it is in the interest of the public, shareholders or creditors;
- Required to wind up as stated in its Memorandum and Articles of Associations;
- The Court is of the opinion that the Company be wound up;
- License held under the Banking and Financial Institutions Act 1989 (BAFIA) or the Islamic Banking Act 1983 (IBA) has been revoked or surrendered;
- Contravention of the BAFIA or IBA, as the case may be;
- License held under the Insurance Act 1996 (IA) has been revoked or other grounds as laid out in the IA;
- Company is being used for any unlawful purposes or any purpose prejudicial to national security, public interest or morality.

REGISTRATION OF A FOREIGN COMPANY



REGISTRATION OF A FOREIGN COMPANY

Apart from incorporating a local company as a subsidiary, a foreign company may also establish its place of business or carry out business within Malaysia by registering with SSM. The registration of foreign companies is considered as a 'branch office' and is done in accordance with the provisions of the CA.

A foreign company is defined under the CA as:

- a company, corporation, society, association or other body incorporated outside Malaysia; or
- an unincorporated society association, or other body which under the law of its place of origin may sue or be sued, or hold property in the name of the secretary or other officer of the body or association duly appointed for that purpose and which does not have its head office or principal place of business in Malaysia.

Registration Procedures

• Name Search and Application for Name

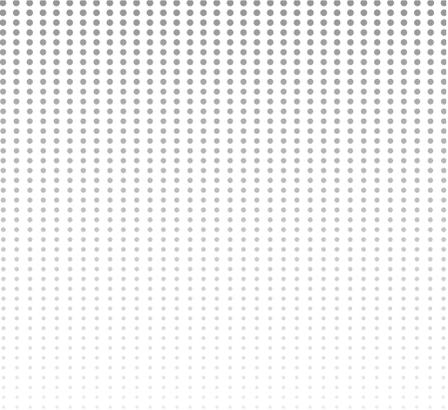
A name search must be conducted to determine whether the proposed name of the company is available for registration. The steps involved are:

- (i) Completion and submission of Form 13A of the CA (Request for Availability of Name) to SSM; and
- (ii) Payment of RM30.00 fee for each name applied.

The proposed name of the foreign company shall be the same name as registered in its country of origin. The company's name if approved, shall be valid for three (3) months from the date of approval.

• Lodgement of Registration Documents

Registration documents (as further explained below) must be submitted to SSM within three (3) months from the date of approval of the company's name, failing which, a fresh application for a name search must be done [Repeat steps (i) and (ii) above].



REGISTRATION OF A FOREIGN COMPANY

Registration Documents

The following documents shall be lodged with SSM:

- (i) A certified copy of the certificate of incorporation or registration of the foreign company;
- (ii) A certified copy of the foreign company's charter, statute or Memorandum and Articles of Association or other instruments defining its constitution;
- (iii) Form 79 (Return by Foreign Company Giving Particulars of Directors and Changes of Particulars);

*** NOTE:**

If the list includes directors residing in Malaysia who are members of the local board of directors of the foreign company, a memorandum stating their powers must be executed by or on behalf of the foreign company and submitted to SSM.

- (iv) A memorandum of appointment or power of attorney authorizing the person(s) residing in Malaysia, to accept on behalf of the foreign company any notices required to be served on such foreign company;
- (v) Form 80 (Statutory Declaration by Agent of Foreign Company); and
- (vi) Additional documents consisting of:
 - The original Form 13A of the CA; and
 - A copy of the letter from SSM approving the name of the foreign company.

If any of the registration documents described above are in languages other than Bahasa Malaysia or English, a certified translation of such documents in Bahasa Malaysia or English is required.

Registration Fees

The registration fees payable to SSM shall be as prescribed below:

NOMINAL SHARE CAPITAL (RM EQUIVALENT)	FEES (RM)
Up to 100,000	1,000
100,001 – 500,000	3,000
500,001 – 1 million	5,000
1,000,001 – 5 million	8,000

REGISTRATION OF A FOREIGN COMPANY

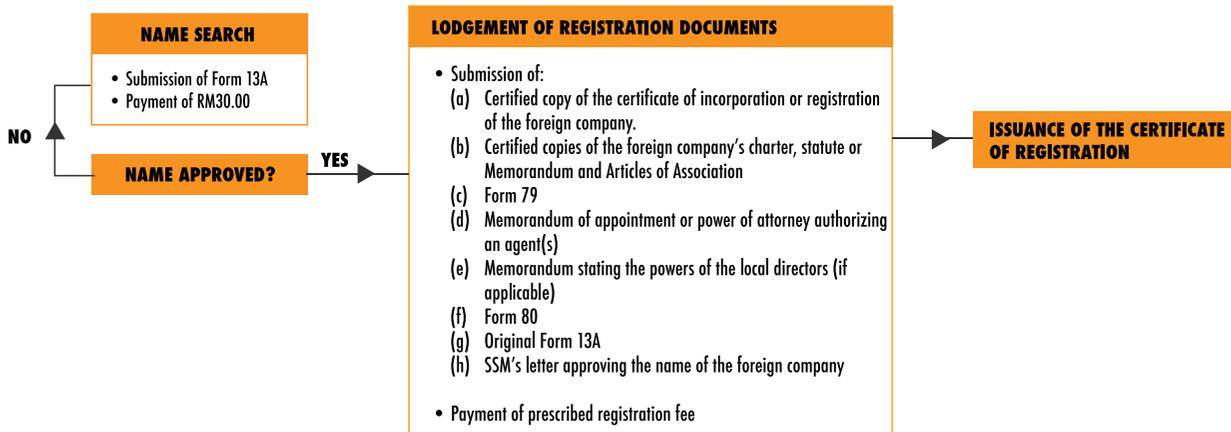
5,000,001 – 10 million
 10,000,001 – 25 million
 25,000,001 – 50 million
 50,000,001 – 100 million
 100,000,001 and above

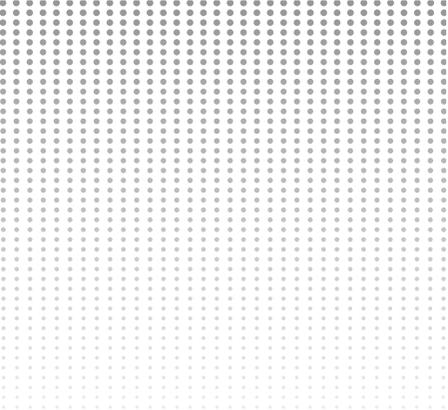
10,000
 20,000
 40,000
 50,000
 70,000

Certificate of Registration

A certificate of registration will be issued by SSM upon compliance with the registration procedures and submission of the duly completed registration documents.

REGISTRATION PROCEDURES IN A NUTSHELL





■ ■ REGISTRATION OF A FOREIGN COMPANY

MAINTENANCE OF A FOREIGN COMPANY REGISTERED WITH SSM

Generally, a foreign company is required to:

- Lodge an annual return yearly;
- Lodge its balance sheets yearly; and
- Lodge returns where documents etc are changed or altered.

Annual Return

Section 332A of the CA requires a foreign company to lodge its annual return made up to the date of its annual general meeting (AGM) once in every calendar year. The annual return shall be in Form 80A and shall be lodged with a prescribed fee of RM350.00, within one (1) month after the date to which it is made up or within such further period as the Registrar, in special circumstances, allows.

Balance Sheets

Section 336 of the CA requires a foreign company to lodge with SSM a copy of its balance sheet made up to the end of its last financial year in such form and containing such particulars and accompanied by copies of such documents as the company is required to annex with its balance sheet by the law applicable to that company in the place of its incorporation within two (2) months of its AGM. In addition, the foreign company shall also attach a statutory declaration (Form 87) verifying that the copies attached are true copies. In addition to the balance sheet and other documents required to be lodged, the foreign company shall also lodge the following documents:

- An audited statement showing its assets and liabilities arising out of its operations in Malaysia as at the date to which the balance sheet is made;
- An audited profit and loss account which complies with the requirements of the Ninth Schedule; and
- A report of an approved company auditor.

If such balance sheet or audited accounts is not written in Bahasa Malaysia or English, there shall be appended to it a certified translation thereof.

REGISTRATION OF A FOREIGN COMPANY

Where a foreign company is not required by the law of the place of its incorporation to hold an AGM and prepare a balance sheet, the company shall prepare and lodge with the Registrar a balance sheet within such period, in such form and containing such particulars and to annex thereto such documents as if it is a local company incorporated under the CA.

Returns to be Filed where Documents, etc are Changed or Altered

Section 335 of the CA provides that where any change or alteration is made in:

- the charter, statutes, Memorandum or Articles of the foreign company;
- the directors of the foreign companies;
- the agent of the foreign companies;
- the situation of the registered office of the foreign companies;
- the address of the registered office of the foreign companies;
- the name of the foreign companies; or
- the powers of any directors resident in Malaysia who are members of the local board of directors of the foreign companies,
- the foreign companies shall within one (1) month or within such further period as the Registrar in special circumstances allows after the change or alteration, lodge with the Registrar particulars of the change or alteration and such documents as the regulations require.

Forms involved:

- Form 81 - Notice by Agent of Foreign Company of Cessation of Company
- Form 82 - Notice by Foreign Company of Cessation of Agency
- Form 84 - Particulars of Change or Alteration Relating to Foreign Companies
- Form 85 - Particulars of Change of Agent of Foreign Company
- Form 85A - Particulars of Change of Name of Address of Agent of Foreign Company
- Form 86 - Particulars of Change of Address of Registered Office of Foreign Company in Place of Incorporation or Origin



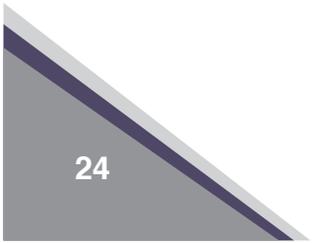
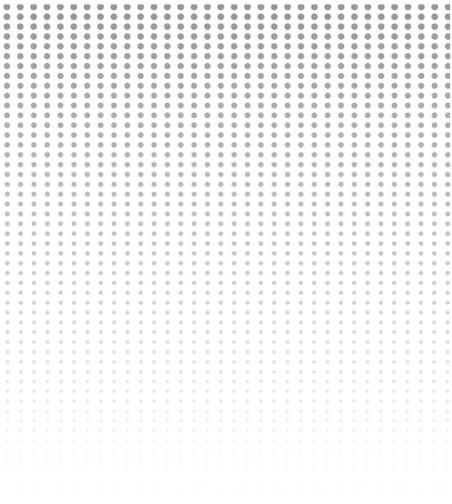
■ ■ REGISTRATION OF A FOREIGN COMPANY

DE-REGISTRATION OF A FOREIGN COMPANY

If a foreign company ceases to have its place of business or to carry on business in Malaysia it shall within seven (7) days from the date of cessation lodge with SSM Notice in Form 90 (Second Schedule of the CA). The Registrar shall upon 12 months after the lodgement of the notice, remove the name of the foreign company from the register.

REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP





REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

Apart from incorporating a local company, business activities can also be carried out by individuals as:

- a sole proprietorship; or
- a partnership.

A sole proprietorship is a business wholly owned by a single individual using his/her personal name as per his/her identity card or trade name. A partnership is a business owned by two (2) or more persons but not exceeding 20. Business includes every form of trade, commerce, craftsmanship, calling, profession or other activity carried on for the purpose of gain, but does not include any office or employment or any charitable undertaking or any occupation specified in the Schedule of the Registration of Businesses Act 1956 (ROBA).

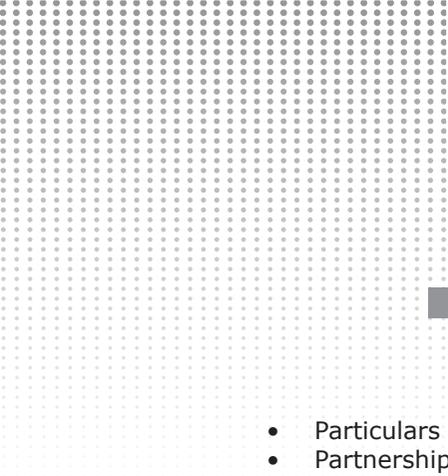
The eligibility requirements for the registration of businesses are:

- (i) The person must be a Malaysian citizen or permanent resident; and
- (ii) The person must be aged 18 and above.

As at 28 February 2009, there are a total of 3,779,415 businesses registered with SSM. Since the establishment of SSM in April 2002, the growth rate on the number of businesses registered is between 6.72% to 7.23% annually.

Procedures for Registration of a Sole Proprietorship or Partnership

- (i) Filing of an application for approval of the proposed trade name for the business.
 - (a) If the proposed business is registered under the owner's name(s), there is no need to obtain prior approval from SSM.
- (ii) Filing of Form A (Registration of a New Business).
 - (a) Form A shall contain the following information:
 - The name of the business;
 - The nature of the business;
 - The date of the commencement of the business;
 - The address of the place of business;
 - Branch(es) of the business;



REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

- Particulars of owners of the business; and
- Partnership Agreement (if any).

(b) The following documents shall also be attached with the completed Form A before submission:

- Letter of approval of business name from SSM (if the trade name is used);
- Photocopy of the identity card of the owner;
- Photocopy of Partnership Agreement (if any); and
- Permit, license, approval or supporting letter from any other agency (if any).

(c) The Form A lodged shall be accompanied with the following prescribed registration fee:

- Sole proprietorship (personal name as in the identity card) – RM 30.00 per annum (up to five (5) years)
- Sole proprietorship and partnership using a trade name – RM 60.00 per annum (up to five (5) years)
- Registration of branch(es) – RM 5.00 each branch

Form A must be signed and submitted by the business owner personally.

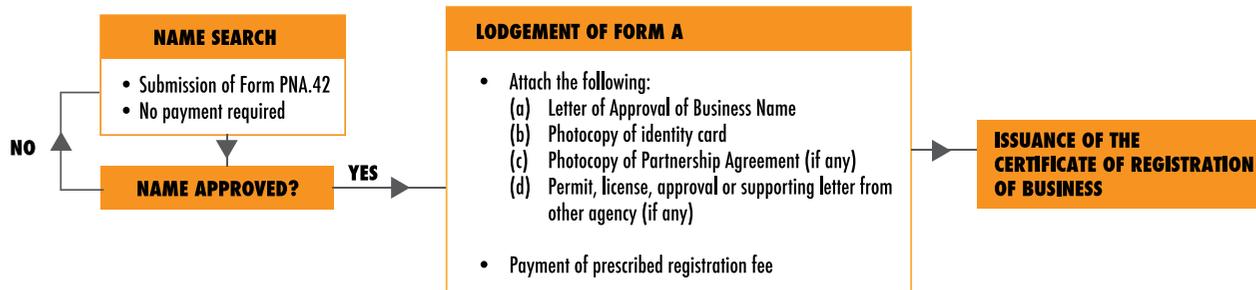
ROBA requires the registration of a new business to be done within 30 days from the date of the commencement of the business. In addition, the nature of business registered must not contravene any law.

* **NOTE:**

SSM encourages the registration of businesses to be done via the e-Lodgement services (See the chapter on e-Lodgement).

REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

REGISTRATION PROCEDURES IN A NUTSHELL



REGISTRATION OF CHANGES IN BUSINESS PARTICULARS

To change the particulars of a business, the owner of the business is required to complete and sign any one (1) of the following forms:

- Form B1 for Registration of Change of Business Address.
- Form B2 for Registration of Change in Type of Business.
- Form B3 for Registration of Changes of Particulars on Branches.
- Form B4 for Registration of Changes of Information of Owner/Partner.

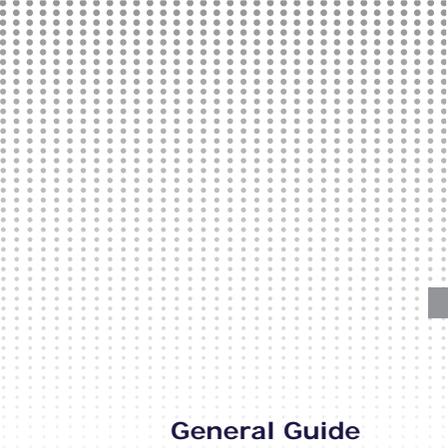
ROBA requires for the registration of changes in the business particulars to be lodged within 30 days from the date of such changes.

Registration Fee

The fees payable for the registration of changes in business particulars are as follows:

Lodgement of Form B – RM 20.00.

Registration for additional branch(es) – RM 5.00 each branch.



REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

General Guide

- A registered sole proprietor using a personal name as stated in the identity card cannot take an additional partner.
- A partnership can change its status to a sole proprietorship using a trade name and vice – versa.
- Form B is required to be submitted by the owner or one of the partners personally.

RENEWAL OF BUSINESS REGISTRATION

The business owner(s) may register the business for up to five (5) years. An application for the renewal of a business registration shall be made within 30 days prior to the expiry of such registration by filing Form A1 (Application for Renewal of Registration). Form A1 shall contain the following information:

Information regarding the business;

- Status of the business; and
- Change in the registered nature of the business (if any).

The owner of a sole proprietorship or one (1) of the partners in a partnership must sign Form A1 and submit it personally to SSM or by post.

Requirement

Application should be made within 30 days before the date of expiry of the registration.

Renewal Fee

Sole proprietorship (personal name as in the identity card)	–	RM 30.00 per annum (up to five (5) years).
Sole proprietorship and partnership using a trade name	–	RM 60.00 per annum (up to five (5) years).
Registration of branch(es)	–	RM 5.00 each branch per annum (up to five (5) years).

REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

TERMINATION OF BUSINESS

Business may be terminated for the following reasons:

- Cessation of the business;
- Owner becomes an undischarged bankrupt;
- Death of the owner;
- Carrying out unlawful activities or activities which are prejudicial to national security, public order or morality; or
- Pursuant to a Court Order.

Procedure

Filing of Form C (Notification of Termination of Registered Business) with SSM.

Form C shall contain:

- (a) The date of termination; and
- (b) Reason(s) for terminating the business.

The completed Form C must be signed by the business owner and the following documents must be attached:

- (a) Certificate of Registration of Business;
- (b) Copy of the Court Order if the termination is by an Order of the Court;
- (c) Copy of the Death Certificate (if applicable); or
- (d) Enclose relevant documents if the owner has become a bankrupt.

Form C must be filed within 30 days from the date of termination of the business.

The filing of Form C pursuant to the death of an owner must be done within four (4) months from the date of demise. Where the business is a sole proprietorship, Form C is filed by the next of kin. In a partnership, the remaining partner(s) or the next of kin can file the said Form C.

No fee is imposed for the termination of a business.

REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

PRINCIPAL DIFFERENCES BETWEEN COMPANIES AND PARTNERSHIP/SOLE PROPRIETORSHIP

	COMPANIES	PARTNERSHIP / SOLE PROPRIETORSHIP
Status	Separate legal entity	No legal entity
Liability	Member's liability limited Sole proprietorship – personally liable	Partners - jointly & severally liable with the partnership
Establishment	Incorporation procedures ; expensive	Less formalities : less expensive
Duration	Perpetual ; death of members has no effect	May be for fixed term ; death or retirement of partner usually dissolves partnership
Transfer	Shares readily transferable	Assignment of interest only with consent of all partners
Accounts	Accounts must be lodged with Registrar	No requirement to lodge accounts
Audit	Auditor must be appointed	No audit requirement
Management	Board of Directors	Subject to agreement all partners may manage / sole proprietor manages his business
Size	Private company-maximum of 50 members No limit on members for public company	Partnership - maximum of 20 partners/ Sole-proprietor - self
Capital	May raise funds by issue of shares and debentures to public	Contributed by partners / sole proprietor
Tax	Corporate tax applies	Tax on individual basis

REGISTRATION OF INTEREST SCHEMES

An interest scheme involves the pooling of financial contributions from the public in exchange of an interest in a particular scheme. Section 84 of the CA defines 'Interest' as:

'A right to participate or right to interest in any:

- (i) profits, assets or realization of a business;
- (ii) common enterprise with expectation of profits, rent or interest;
- (iii) time sharing scheme; or
- (iv) investment contract.'

Therefore, the interest holders are entitled to the usage of the facilities and services provided under the scheme or profit or returns, depending on the nature of the scheme.

REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

Only public companies can sell interest schemes in Malaysia. The sale of an interest scheme is governed by the provisions under Division 5 of Part IV of the CA. In addition, the promoter of the scheme is required to adhere to the Policy Guidelines and Requirements issued by SSM from time to time in regulating an approved scheme.

Currently, the types of interest schemes operated in Malaysia are Golf Clubs, Recreational Clubs, Timesharing Schemes, Marina Clubs and Oil Palm Sharefarming Schemes.

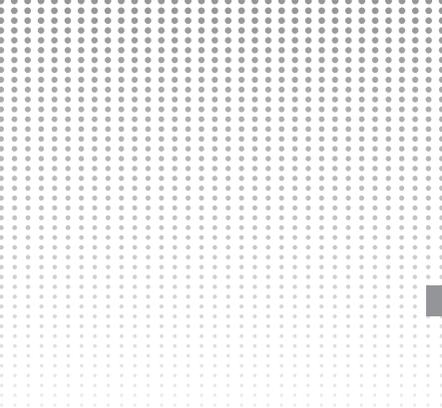
Procedures

Before any membership or interest can be sold/offered to the public, the promoter of the scheme must apply to SSM for:

Application for approval in principle

The application letter should contain the following information:

- (a) Corporate profile of the promoter
 - Name of company and date of incorporation together with names and addresses of directors and secretary;
 - Shareholders names and percentage of their shareholding (the majority shareholding must be held by Malaysian citizens);
 - The authorized capital (in RM);
 - The paid up capital;
 - The address of the registered office and the date of change of status to a public company; and
 - If the promoter is not the operator of the scheme or facilities provided under the scheme, an organization chart is required portraying the relationship between the parties concerned.
- (b) Information relating to the club/scheme
 - Name and address of club/scheme;
 - Type of club/scheme, facilities or amenities provided;
 - Duration and type of the scheme;
 - Membership fees; and
 - Maximum membership number.



REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

(C) Supporting documents

- Certified copy of the certificate of fitness (CF);
- Certified copy of the land title and if the land is leased or purchased, the certified copy of the lease agreement or sale and purchase agreement; and
- Copies of the letter of approval from the local/state authorities for the development and plans together with a copy of the Environmental Impact Assessment (EIA) Report (for golf clubs only);

(d) Information relating to the Trust Company which will be appointed as Trustee for the scheme:

- Corporate profile together with the latest audited accounts of the Trust Company; and
- List of clubs/ schemes under its trusteeship and other duties/functions which it is carrying on.

If SSM is agreeable with the application, a letter of approval in principle will be issued.

Application for official approval

For the purposes of obtaining the official approval, the following documents are required to be submitted:

- (a) A draft copy of the trust deed together with a checklist relating to the contents required for a trust deed must be in compliance with:
- Section 88 of the CA and Regulation 9 of the Companies Regulation 1966; and
 - The Policy Guidelines and Requirements issued by SSM.

* **NOTE:**

It is advisable for the applicant to appoint a competent person such as a lawyer to prepare the above documents.

REGISTRATION OF A SOLE PROPRIETORSHIP OR PARTNERSHIP

- (b) Letter of consent from the Trustee regarding the content of the trust deed
- (c) Perusal fee for the draft trust deed- RM250.00
- (d) Application to the Minister of Domestic Trade and Consumer Affairs for the following:
 - Appointment of Trustee under section 87 of the CA. The application fee is RM150.00.
 - Exemption under section 88(1)(b)(iii) of the CA. The application fee is RM150.00.

An official approval will be issued upon receiving the Minister's approval for the appointment of the trustee and the exemption, and that the trust deed is found to be complete and in accordance with the Policy Guidelines and Requirements issued by SSM.

The promoter of the scheme is required to lodge the executed trust deed with SSM within seven (7) days of the issuance of the official approval letter.

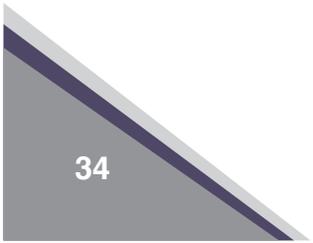
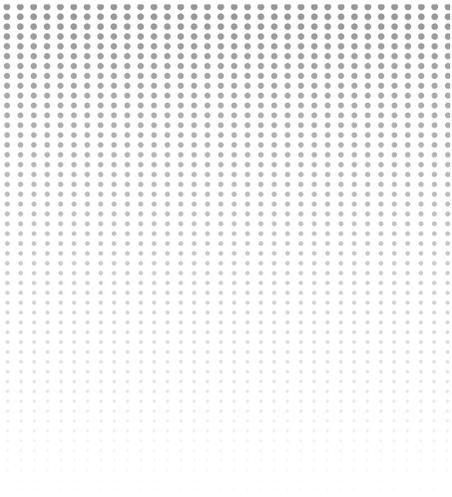
Registration of prospectus

The draft prospectus must be accompanied with a checklist based on the requirements of the Seventh Schedule of the CA and the Policy Guidelines and Requirements issued by SSM.

The draft prospectus should be submitted at least 14 days before the date of the prospectus. The promoter of the scheme will be informed as to whether the draft prospectus is complete and in accordance with the requirements and amendments are to be forwarded to SSM (if necessary). If the draft prospectus is complete and in accordance with the requirements, the official lodgement can be made by the applicant together with:

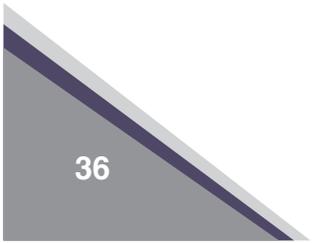
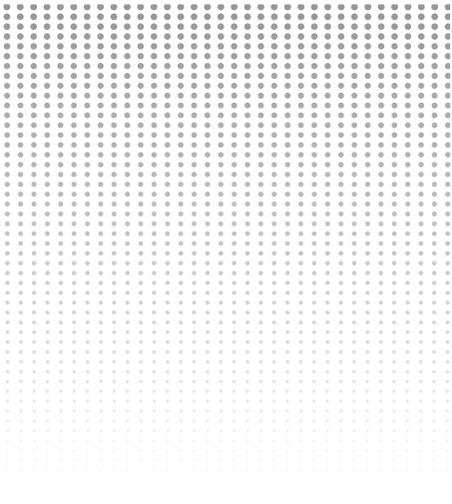
- (a) Lodgement fee of RM1,300.00; and
- (b) Consent letters from the various professionals named in the prospectus such as the auditor, banker, engineer, architect and trustee.

Where the documentation is complete and in accordance with the requirements, a certificate of registration of prospectus will be issued and the promoter of the scheme can commence the sale of the memberships to the public.



**COMPANIES COMMISSION OF
MALAYSIA TRAINING ACADEMY
(COMTRAC)**





COMPANIES COMMISSION OF MALAYSIA TRAINING ACADEMY (COMTRAC) ■■

The SSM Training Academy (COMTRAC) was established on 1 April 2007 as the education and training arm of SSM. It is responsible for the training of company directors, company officers, professionals, the business community and members of the public on aspects of business and corporate law. In doing so, COMTRAC undertakes the crucial role in elevating and promoting ethical business and the principles of good governance amongst the business and corporate community.

In addition, COMTRAC also undertakes the internal training of SSM staff towards enhancing their level of professionalism and competencies.

Training Programmes for Stakeholders

COMTRAC offers the following programmes:

1. Corporate Directors Training Programme (CDTP)

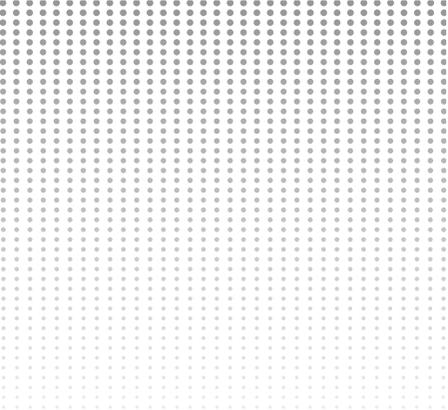
Prospective participants may attend either the one (1) day or the newly introduced two (2) day CDTP module. Both programmes are developed and constantly enhanced to cover the core duties and responsibilities of directors, powers and authority, good boardroom practices, corporate governance and business management skills. It is imperative that every company director undergo this training programme to equip themselves with the required knowledge.

(a) One (1) Day CDTP

This is a one (1) day programme targeted at potential, new or current corporate directors and executive management of companies. The modules are designed to equip them with the basic knowledge of the CA as well as the duties and responsibilities of directors.

The one (1) day CDTP consists of four (4) modules:

- Module 1 : Statutory Provision and Fiduciary Role of Company Directors.
- Module 2 : The Law on Company's Meeting.
- Module 3 : Common Offences Committed by Company Directors Under the Companies Act 1965.
- Module 4 : Understanding and Application of Good Corporate Governance.



(b) Two (2) Day CDTP

The two (2) day CDTP module is an advanced programme to equip corporate directors and executive management with the fundamentals of financial management, corporate taxation and labour legislations in addition to their knowledge on the CA.

The two (2) day CDTP consists of the following seven (7) modules:

- Module 1 : Statutory Provision and Fiduciary Role of Company Directors.
- Module 2 : The Law on Company's Meeting.
- Module 3 : Common Offences Committed by Company Directors Under the Companies Act 1965.
- Module 4 : Understanding and Application of Good Corporate Governance.
- Module 5 : What Directors Need to Know About Corporate Taxation?
- Module 6 : What Directors Need to Know About Labour Legislations?
- Module 7 : What Directors Need to Know about Analyzing and Interpreting the Financial Statements?

2. Licensed Secretaries Training Programme (LSTP)

The LSTP which comprises three (3) levels is designed for licensed company secretaries as well as those involved in company secretarial practices. It is also targeted at those who aspire to obtain the license under section 139A (b) of the CA. Participants will be equipped with a clear understanding of the compliance requirements that are crucial to assist them in rendering their duties as company secretaries.

Programme contents:

LEVEL 1

- Module 1 : The Changing Roles and Responsibilities of Company Secretary.
- Module 2 : What You Need to Know About Companies?

LEVEL 2

- Module 3 : Directors, Company Officers and Auditors.
- Module 4 : What You Need to Know About Registered Office, Statutory Books, Statutory Returns and Other Documents?

COMPANIES COMMISSION OF MALAYSIA TRAINING ACADEMY (COMTRAC) ■■

LEVEL 3

Module 5 : Dealing with Company Meetings.

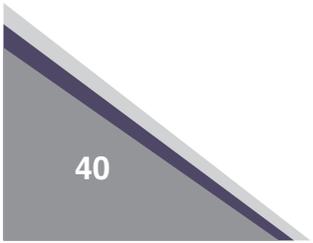
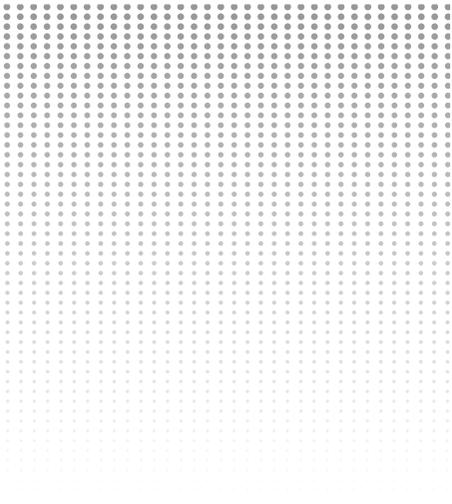
Module 6 : Common Offences Committed by Company Secretaries under Companies Act 1965.

3. Seminar on 'Latest Updates of the Companies Act 1965'

COMTRAC has conducted this programme since the promulgation of the Companies (Amendment) Act 2007 in August 2007 through a series of roadshow seminars. New provisions which include duty of care, skill and diligence, related party transactions, statutory derivative action, disclosure requirements, whistle blowing provisions, auditors duties are discussed in the seminar. Participants will also gain insights in relation to the new provisions that were introduced to facilitate electronic filing of documents via the e-lodgement system. This Seminar has been extended to in-house training programmes which are now being conducted for various listed and non-listed companies, government linked corporations and professional bodies.

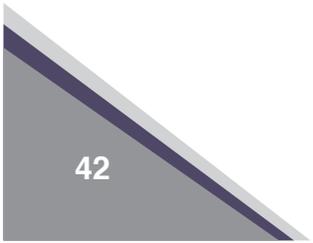
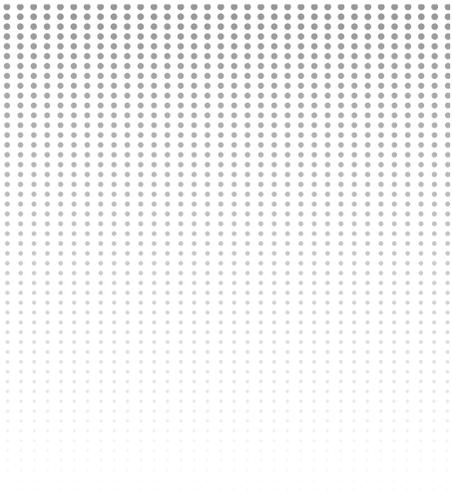
4. Other Courses and Seminars organized (please visit SSM's website for latest updates)

- "Compliance to the New Statutory Corporate Framework – Implementing an Effective System of Internal Control" [a joint event by SSM and the Institute of Internal Auditors Malaysia];
- SSM Directors Seminar on 'Analysing and Interpreting Financial Statements';
- SSM Directors Seminar on "Corporate Taxation";
- SSM Directors Seminar on "Labour Legislations";
- SSM Company Secretarial Workshop on "Practical and Regulatory Issues and Solutions to Year End Compliance Matters – AGM, Audited Accounts, Auditors & Annual Returns";
- SSM Company Secretarial Workshop on "What Directors and Company Secretaries Need to Understand About Shares and Related Issues?"; and
- SSM Company Secretarial Workshop on "The Law and Practical Guide on Transactions by Directors"



PRODUCTS AND SERVICES





PRODUCTS AND SERVICES

As custodian of the corporate and business information, SSM has at its disposal a wealth of data to enable due-diligence to be conducted for verification purposes and towards achieving an informed business decision-making process. Such information is available upon payment of prescribed fees. The range of products for corporate and business information are as follows:

Corporate Information

No.	Product	Description	Fee (RM)
1.	Print-out of Company Information	<ul style="list-style-type: none"> Company information consisting of company profile, summary of share capital, directors/officers, shareholders, company charges and accounts summary. Any information concerning a corporation supplied by Registrar pursuant to a written application. 	10.00 10.00
2.	Search of Company's Document	<ul style="list-style-type: none"> Company's document image viewing. Extract of image. <ul style="list-style-type: none"> (i) Certified (per page); (ii) Uncertified (per page). 	10.00 5.00 1.00
3.	Copy of Certificates	Any certificate issued or a copy or an extract of the certificate under section 11 (2) (b) and (c) of the CA.	20.00
4.	Directory Index	Information of individuals' involvement in a company as : <ul style="list-style-type: none"> Officer of companies (i.e. director, company secretary and manager); Shareholder. 	50.00 50.00
5.	Other Company Information	Supply of any information in reply to applications received in writing.	10.00
6.	Statistical Data	Statistical information of registered companies.	100.00

■ ■ PRODUCTS AND SERVICES

Business Information

No.	Product	Description	Fee (RM)
1.	Print-out of Business Information	Business information consisting of business profile, nature of business, details of branches and details of current and previous owners.	10.00
2.	Certificate of Registration	Copy of the Certificate of Registration. • Inspection of Register of Businesses,	10.00 10.00
3.	Copy of Registration Documents	• Copy of business registration documents: (i) Certified (per copy); (ii) Uncertified (per copy).	5.00 1.00
4.	Other Business Information	Supply of any business information in reply to applications received in writing.	10.00
5.	Statistical Data	Statistical information of registered business.	20.00 per page
6.	Renewal Notice	Reminder to business owners to renew their business registration before expiry date.	5.00
7.	Certification of Termination	Certification of termination of registered business and business information.	10.00
8.	Business Ownership	Information of individual in a business	10.00

PRODUCTS AND SERVICES

Corporate Information Data

SSM is also able to extract raw corporate or business information and provide such data to purchasers based on their specifications. This product is particularly useful when bulk purchase of corporate or business information is made. The information purchased is in a text format where the softcopy of the data is made available.

No.	Product	Description	Fee (RM)
1.	Package A Selection of: (i) All registered companies/businesses (ii) Active companies/businesses	<p>(i) Company Information</p> <ul style="list-style-type: none"> • Company name • Registration number and check digit • Preceded company name and date of change (if any) • Registered address • Business address • Date of incorporation • Type of company: private/public • Status: Existing (E), Winding-up (W), Dissolved(D) • Date of dissolution (if any) • Authorised capital • Paid-up capital • Name, IC number and address(es) of director(s) and company secretary • Code and nature of business <p>(ii) Business Information</p> <ul style="list-style-type: none"> • Business name • Registration number and check digit • Type of business: sole proprietor/partnership • Business address • Date of commencement • Expiry date of current registration • Date of termination (if any) • Name, IC number and address(es) of owner/partner(s) • Code and nature of business 	<p>100.00 (Minimum)</p> <p>Additional RM 2.00 per page for reports/lists exceeding 50 pages</p> <p>10.00 per page</p>

PRODUCTS AND SERVICES

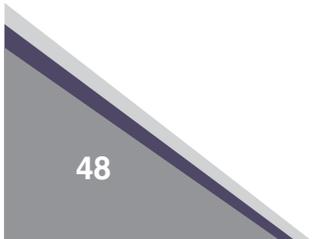
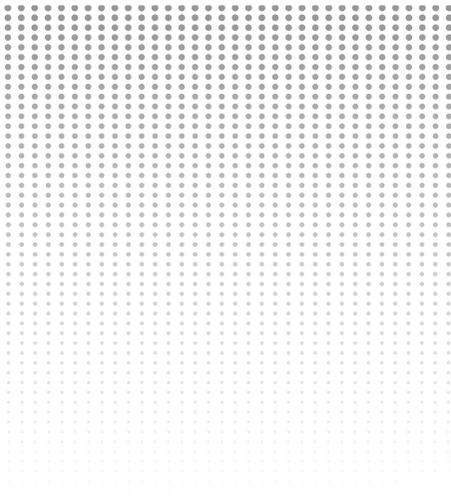
No.	Product	Description	Fee (RM)
2.	Package B For companies only	Company Information <ul style="list-style-type: none"> • Company name • Registration number and check digit • Preceded name and date of change (if any) • Registered address • Date of incorporation • Type of company: private/public • Status: Existing (E), Winding-up (W), Dissolved (D) 	100.00 Additional RM 2.00 per page for reports/ lists exceeding 50 pages
3.	Package C List of companies/ businesses according to sector/industry	The main sectors are: <ul style="list-style-type: none"> • Agriculture, Hunting, Forestry and Fishery • Mining & Quarrying • Manufacturing • Electricity, Gas and Water • Construction • Wholesale and Retail Trade & Restaurants and Hotels • Transport and Communication • Financing, Insurance, Real Estate, Investment & Business Services • Community, Social and Personal Services Type of information supplied: <ul style="list-style-type: none"> • Company/business name • Registration number and check digit • Registered and business addresses 	For Companies 100.00 Additional RM 2.00 per page for reports/ lists exceeding 50 pages For Businesses 10.00 Per page

Commemorative Certificate

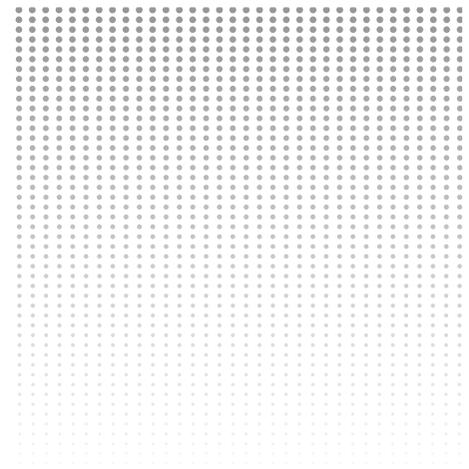
The Commemorative Certificates are available in 15 designs and are personally signed by the Registrar of Company/Business. Alternatively, customers can also submit their own designs (in softcopy) to SSM as a template for the printing of the Commemorative Certificate. These certificates can be displayed for the public's or customers' viewing purposes. There is no limitation on the number of Commemorative Certificates applied for. The cost of Commemorative Certificate is RM150.00 for a company and RM50.00 for a business respectively.

SSM e-SERVICES





SSM e-SERVICES



SSM e-SERVICES

The e-Services were introduced as an alternative to SSM's counter services for the purposes of the lodgement of documents and procurement of corporate and business information. It comprises the e-Lodgement and e-Info services. SSM's e-Services have effectively enabled SSM's counter services to be co-located anywhere without any physical constraint. Payments for utilizing SSM's e-Services can be made via credit card, direct debit or prepaid accounts.

e-Lodgement

e-Lodgement is a facility offered by SSM to enable the lodgement or filing of company and business statutory documents electronically. The service was the result of a joint-venture between SSM and the Malaysian Administrative Modernization the Management Planning Unit (MAMPU). It utilizes the Government's Public Services Portal (PSP) via the website www.gov.my.

A person who wishes to use this service shall first become a subscriber to the service by paying the prescribed fee and by complying with the terms and conditions as may be determined by the Registrar. Only a subscriber to the service may electronically file or lodge documents with SSM.

Currently, the services available via e-Lodgement are as follows:

(i) Company e-Lodgement

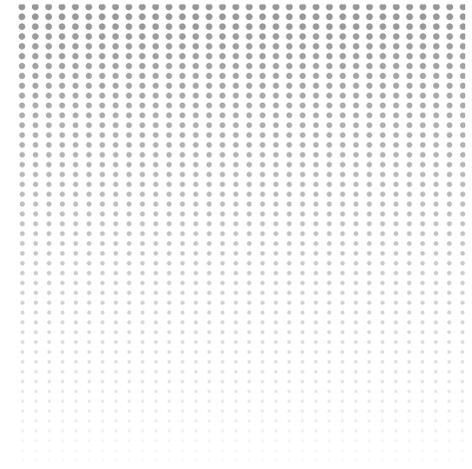
SERVICES	Forms/Documents
Request for Availability of Name	Form 13A
Application for Incorporation of Local Company	Form 6 Form 48A M & A
First Submission after Incorporation	Form 24 Form 44 Form 49

SERVICES	Forms/Documents
Application for Company Secretary's Licence Application for Renewal of Company Secretary's Licence Application for Change of Company Name	Form 48B Form 48C Form 11 Form 52
Annual Return for Company Having a Share Capital and Exempt Private Certificate	Annual Return, Exempt Private Certificate
Annual Return for Company Having a Share Capital and Accounts	Annual Return Accounts Form 56 (if applicable)
Notice of Situation of Registered Office and Office Hours and Particulars of Changes	Form 44
Notice of Place Where Register of Members and Index Kept, or of Change in That Place	Form 53 Form 49
Return Giving Particulars in Register of Directors, Managers and Secretaries and Changes of Particulars	Form 48A Form 24
Return of Allotment of Shares	

(ii) Business e-Lodgement

SERVICES	Forms/Documents
Application for Business Name Registration of Business Application for Renewal of Business Registration	Form PNA 42 Form A Form A1
Registration of Business Updates :	
(i) Registration of Change of Business Address (ii) Registration of Changes in Type of Business (iii) Registration of Changes of Particulars on Branches (iv) Registration of Changes of Information of Owner	Form B1 Form B2 Form B3 Form B4
Notification of Termination of Registered Business	Form C

SSM e-SERVICES



Steps on How to Use the e-Lodgement Service

- User must have an e-mail address, mykad and internet line.
- Go to **www.gov.my** or **www.ssm.com.my** and click the e-Lodgement icon.
- Click 'Register' for registration as a PSP (Public Service Portal)/ myGovernment Portal user.
- Follow the e-mail instructions from PSP (**admin@portal.gov.my**) to activate the User ID and Password
- Register as a SSM Subscriber.
- Follow the instructions shown on screen according to the service required.
- Click "My Online Transactions" to check on the submission status. Application results will be notified via e-mail.

System Requirements

Computer: Pentium III processor and above 256 MB of memory and above 50 MB of hard disk space and above

Internet Line: Broadband Internet connection

Software: Adobe Reader 4.0 or above, Microsoft Internet Explorer 5.5 or above

Others: Printer & scanner

Prescribed Fee to Utilize the SSM e-Lodgement Service

- Company services subscription fee - RM 120.00 annually.
- Business services subscription fee - RM 5.00 annually.

Payment can be made by credit card, direct debit and prepaid accounts. For any enquiries or assistance, please contact 03-40476111/6222 (Hotline).

e-Info

The e-Info service enables the online procurement of corporate and business information. Since its introduction in July 2006, the e-Info has evolved into various product derivatives to suit the various requirements of the stakeholders. SSM e-Info product derivatives available include the e-Info quickPurchase, e-Info easyPurchase, e-Info Company Charges, e-Info Corporate Directory, e-Info Financial Comparison and e-Info Images.

The SSM e-Info services are accessible via www.ssm.com.my or www.ssm-einfo.com.my.

The SSM company e-Info service consists of the following data:

- Company Information (registered address, date of registration, nature of business)
- Summary of Share Capital
- Directors/Officers
- Shareholders/Members
- Company Charges
- Company Financial Statement
- Profit and Loss Account

The SSM business e-Info service consists of the following data:

- Business Information (Registration date and expiry)
- Current Owner(s)
- Previous Business Owner(s) (if any)
- Nature of Business
- Branch Information (if any)

SSM e-SERVICES

How to Procure Corporate/Business Information via the e-Info Service

- Go to www.ssm.com.my and click on the “e-Info” icon or alternatively to www.ssm-einfo.com.my.
- Click on “Name Search & Purchase of Company Profile (e-Info ROC)” or “Name Search & Purchase of Business Profile (e-Info ROB)”. Click on the e-Account to register as a prepaid user.
- Type the Company/ Business Registration Number or Company/ Business name and click on the “Search” button.
- “Add to Cart” to purchase the information and confirm to proceed with the appropriate payment method.
- Click “Generate” upon successful payment and wait for the documents to be generated.
- The purchased document in pdf format is now ready to be downloaded, viewed, printed and saved when “View pdf” button is visible.
- Users are advised to print the receipt and log out from the system upon the completion of the transactions.

e-Info easyPurchase and e-Info quickPurchase

e-Info easyPurchase allows for a simplified search and purchase of Company/Business information. It is available to registered users ONLY. Please register for an e-Account online via www.ssm-einfo.com.my.

e-Info quickPurchase allows for multiple and comprehensive searches and purchase of Company and Business information by simplifying the purchase process. Ideal for high volume purchases of information. This service is available to registered users ONLY.

SSM e-Info Mobile

SSM e-Info Mobile is a mobile channel for the search and purchase of company and business information via the SSM e-Info Services. SSM e-Info Mobile has three (3) offerings:

- Short Messaging Service (SMS)
- Wireless Application Protocol (WAP)
- Unstructured Supplementary Service Data (USSD)

1. Short Messaging Service (SMS)

Search Business by SMS

SSMB [space] [Business Name or Business Registration no.] <small>Options Cancel</small> 1 Register of Business	SSMB CMP [Business Number] <small>Options Cancel</small> 2 Search for Compound Amount
SSMB APP [Compound No.] <small>Options Cancel</small> 3 Search for Appeal Status	SSMB NEW [Ref Number] <small>Options Cancel</small> 4 Search for New Search Status

Send to 32202

Search Company by SMS

SSMC [space] [Company Name or Company Registration no.] <small>Options Cancel</small> 1 Search of Company	SSMC CMP [Company Number] <small>Options Cancel</small> 2 Search for Compound Amount
SSMC APP [Compound No.] <small>Options Cancel</small> 3 Search for Appeal Status	SSMC NEW [Ref Number] <small>Options Cancel</small> 4 Search for New Search Status

Send to 32202

* **NOTE:**
Each response received is charged 50 sen

SSM e-SERVICES

2. WAP via <http://wap.ssm-einfo.my>

The SSM e-Info WAP Service is available for e-Account users ONLY and to all WAP-enabled mobile phones. Due to its data intensive nature, users are recommended to subscribe to the Unlimited Data Package from the respective mobile telecommunication providers.

Purchased information will be displayed in the mobile device in a text format while the pdf file will be emailed to the registered email address within 30 minutes.
Services available via WAP are:

- Company/Business name search
- Company/Business number search
- Purchase of Company/Business information

3. Unstructured Supplementary Service Data (USSD)

Services available via the USSD are:

(i) Company/Business Name Search

User may request for the Company/Business information by entering the Company/Business Number to obtain the name and registration number of a Company/Business.

(ii) Company/Business Number Search

User may request for the Company/Business information by entering the Company/Business Number to obtain the name and registration number of a Company/Business.

(iii) Purchase of Company/Business Information

The user may purchase the Company/Business information through the USSD services. The charge will be deducted from his/her current e-Account balance. Upon completion of the process, the user will be given an option to have a sneak preview of the selected information. Purchased Company/Business information (in PDF format) will be mailed to his/her registered email address.

(iv) e-Account Balance Info

SSM e-Info Services e-Account user may check his/her current balance by providing his/her username and password.

Corporate Directory

Corporate Directory is a customized product based on specific requirements. The Corporate Directory contains requested information as required, derived from all Companies registered with SSM. Please email to callcenter@ssm-einfo.com.my or enquiry@ssm.com.my for your customized search request. A minimal fee is applicable depending on the extensiveness of the output in an agreed softcopy format.

Company Charges (CC e-Info) *company Images*

CC e-Info contains information about registered charges for a particular company. The CC e-Info contains the following: Company Name, Company Number, Charge Number, Date of Charge Created, Name of Chargee, Charge Status and Amount of Charge. Please access <http://charges.ssm-einfo.com>. my for a self-explanatory guide to search and purchase of Company Charges in detail.

e-Info Company Financial Comparison *financial Comparison*

The purpose of this product is to supply the public with a summary of company financial statements (balance sheet and profit & loss accounts) comprising of a two (2) year financial period.

Statistics

Statistics is a service for company listings by category based on selected criteria. Statistics contains the listing of all incorporated companies in Malaysia categorized by specific criteria.

SSM e-SERVICES

Corporate Info Data (CID e-Info)

Internal application of intended organisation may find this as relevant as Company/Business Information retrieval process will no longer require Company/Business Information to be keyed-in to a web based portal. This enables auto data input to the organisation's internal system with data from SSM on a real time basis.

Minor integration development is required to subscribe to this service. Data will be sent via XML to the organisation's environment automatically.

e-Info Images

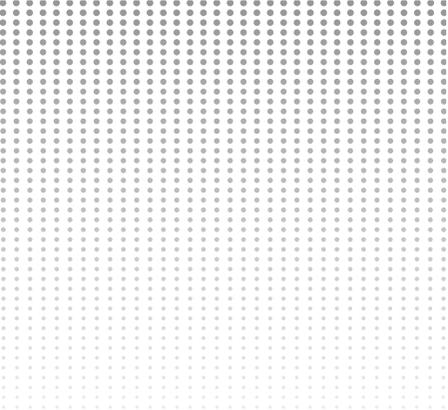
company
Watch

Images on e-Info offer all the prescribed forms, lodged documents which are available in portable document format (PDF). Availability of the forms will depend on the actual submission of subjected documents.

Company Watch

company
Charges

Company watch is a subscription-based service that notifies the subscriber on the pre-determined changes in the information of a particular company. Among others, changes in the information of the Business Address, Directorship, Shareholder, successful lodgement of Annual Return, Financial Statement and Status of Changes.



SSM e-SERVICES

For further information, please contact

Call Centre : +603 4045 8686

E-mail : callcenter@ssm-einfo.com.my

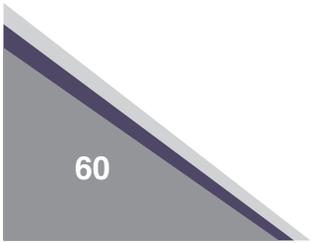
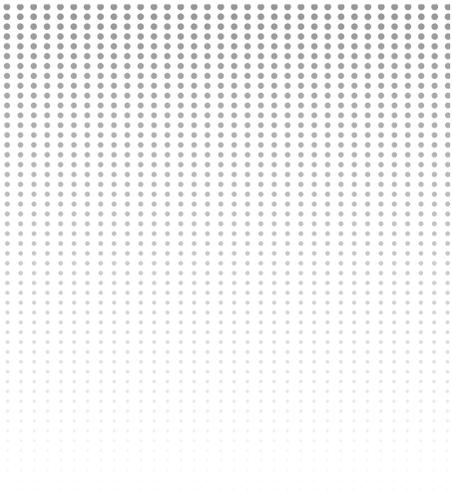
Fax Number : +603 4045 7686

SMS for HELP : +6013 223 1040

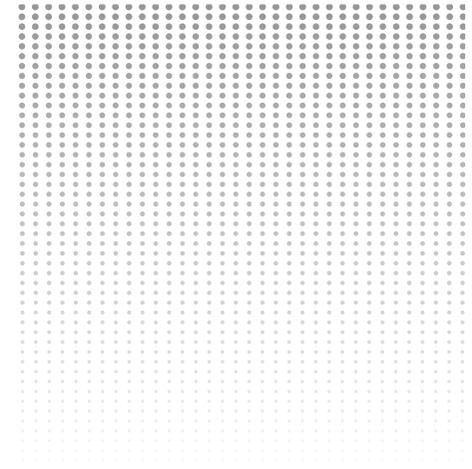
Visit : www.ssm-einfo.com.my for details.

SSM CLIENTS SERVICE CHARTER





SSM CLIENTS SERVICE CHARTER



Over the Counter Transactions

SSM undertakes to process, approve and register a complete application in a speedy and efficient manner within the time period stated below:

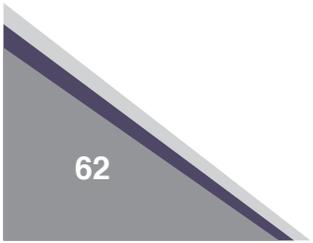
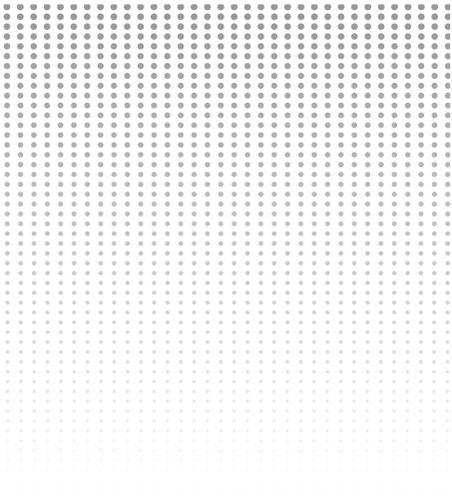
ACTIVITY	TIME
BUSINESS REGISTRATION	
Approval of business name	1 hour
New business registration	1 hour
Renewal of business registration	15 minutes
Registration of termination of business	15 minutes
Registration of changes in registered particulars of business	1 hour
COMPANY REGISTRATION	
Approval of company name	1 day
Incorporation of a new company	1 day
Conversion of status	1 day
Change of company name	1 day
Commencement of business for public companies	1 day
Registration of charge	2 days
Approval of a trust deed	5 days
Registration of prospectus	3 days
Supply of company/business information via computer printout	30 minutes
Uncertified copy of company documents	30 minutes
Certified copy of company documents	1 hour

*** NOTE:**

The time taken is calculated from the time payment is made at the counter up to the time the certificate is issued.

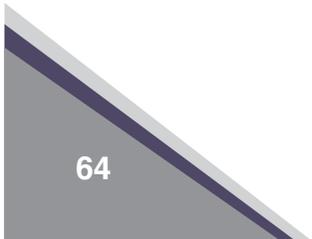
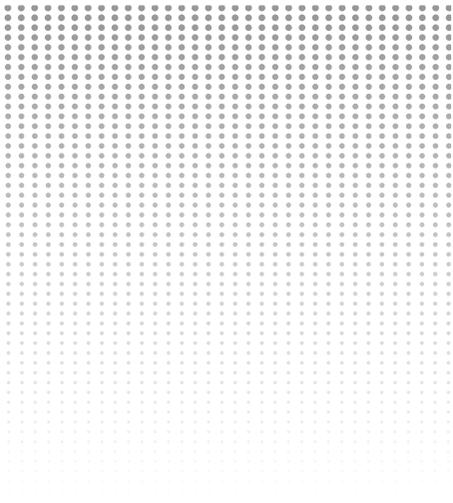
Transactions via e-Lodgement

All applications will be completed within 30 minutes starting from the point of receiving the documents at the SSM working tray and subject to the smoothness of transactions. For transactions lodged through the e-Lodgement service, applications will be processed within half an hour provided that the application is received by 8.15 pm Malaysian time. Applications received after 8.15 pm will be processed the following day.



FAQs





FAQs

FAQs

1. How can I obtain the profile of a business or a company in Malaysia?

One can purchase a business or company profile at SSM's office located nationwide, by making written applications to SSM or via SSM e-Info service (www.ssm.com.my or www.e-info.com.my).

2. Can a foreign national become a director of a company in Malaysia and if so, what are the requirements?

Yes. A foreign national may become a director of a company in Malaysia. He must be of full age (18 years old), must not be an undischarged bankrupt (unless upon leave granted by the Court) and has no prior conviction of an offence in relation to the promotion or management of corporations, fraud, dishonesty or breach of responsibilities as a director.

3. Can a foreign national incorporate a local company in Malaysia?

Yes. A foreign national can incorporate a local company in Malaysia.

4. Apart from incorporating a local company, can I also register an existing company incorporated overseas to carry out business in Malaysia?

Yes. Existing companies incorporated overseas may be registered as a branch in Malaysia under the Companies Act 1965.

5. Is a company incorporated under the Companies Act 1965 required to be registered under the Registration of Businesses Act 1956?

No. Registration of Businesses Act 1956 is only applicable to sole proprietorships and partnerships.

6. Can an approved name of a company be transferred to another party?

An approved name of a company can be transferred to another party by re-filing Form 13A together with the fees and the consent letter from the previous applicant.

7. Can a director who is a foreign national make a Statutory Declaration (prior to appointment to that position) abroad?

Yes. Foreign directors may make declaration outside Malaysia by stating the relevant Act enabling the declaration to be made of the respective countries.

8. Where can one find more information and facilities for companies to apply for licenses or permits for companies in Malaysia?

BLESS is an initiative by PEMUDAH with the Implementation Coordination Unit in the PM's Department, providing a portal that provides information and facilities for companies to apply for licences or permits to start operating business in Malaysia. It is a virtual One Stop Service Center that assists companies to obtain business licences efficiently and in an organized manner. (Refer to www.bless.gov.my).

9. Can a partnership change its status to sole proprietorship?

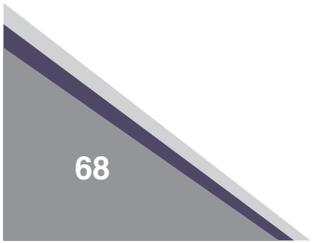
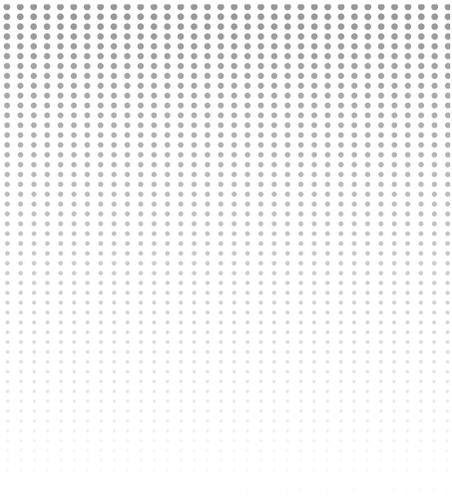
Yes. A partnership can change its status to sole proprietorship by registering such change using Form B4 and paying a registration fee of RM20.00.

10. Can a foreigner register a sole proprietorship or partnership under the Registration of Businesses Act 1956?

No. A foreigner cannot register a sole proprietorship or partnership under the Registration of Businesses Act 1956. However, a foreigner can incorporate a local company under the Companies Act 1965 (refer question 3 above) or register an already existing foreign company as a branch to carry out business in Malaysia.

DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES





DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES

1. Ministry of International Trade and Industry (MITI)

The Ministry was established with the aim towards promoting and safeguarding Malaysian interest in the international trade arena and spurring the development of industrial activities.

Its other functions include to plan, formulate and implement policies on industrial development, international trade and investment, encourage foreign and domestic investment, promote Malaysia's exports of manufacturing products and services by strengthening bilateral, multilateral and regional trade relations and cooperation as well as to enhance national productivity and competitiveness in the manufacturing sector.

Contact:

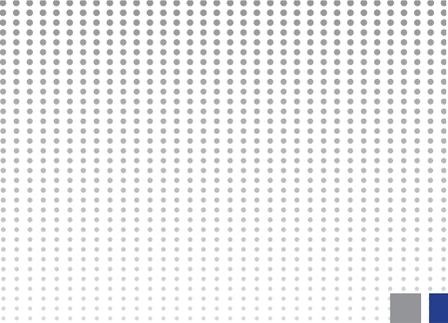
Ministry of International Trade and Industry
Block 10, Government Offices Complex
Jalan Duta, 50622 Kuala Lumpur
Tel: 603-6203 3022
Fax: 603-6203 2337
E-mail: webmiti@miti.gov.my

2. Malaysia External Trade Development Corporation (MATRADE)

MATRADE is Malaysia's national trade promotion agency. Established in March 1993, MATRADE's primary role is to assist Malaysian exporters to develop and expand their export markets. Assisted by a network of 38 overseas offices located in major commercial cities around the world, MATRADE provides a wide range of services and assistance to both Malaysian exporters and foreign importers who are sourcing for trade related information.

Contact:

Menara MATRADE
Jalan Khidmat Usaha
Off Jalan Duta
50480 Kuala Lumpur
Toll Free : 1 800 88 7280
Tel : 603 - 6207 7077
Fax : 603 - 6203 7037 / 7033
Email : info@matrade.gov.my



DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES

3. The Small and Medium Industries Development Corporation (SMIDEC)

SMIDEC was established on 2nd May 1996 in recognition of the need for a specialised agency to further promote the development of Small and Medium Industries (SMIs) in the manufacturing sector through the provision of advisory services, fiscal and financial assistance, infrastructural facilities, market access and other support programmes.

The Corporation will promote Small and Medium Enterprises (SMEs) to be an integral part of the country's industrial development capable of producing high value-added parts, components and finished products. SMIDEC will serve as the national focal point for the overall development of SMEs in the country.

Contact:

The Small and Medium Industries Development Corporation
Aras 20, West Wing
Menara MATRADE
Jalan Khidmat Usaha
Off Jalan Duta
50480 Kuala Lumpur
Tel: 603-6207 6000
Fax: 603-6201 6564
E-mail : info@smidec.gov.my

4. Malaysian Industrial Development Authority (MIDA)

MIDA is the government's principal agency for the promotion of the manufacturing and services sectors in Malaysia. MIDA assists companies which intend to invest in the manufacturing and its related services sectors as well as facilitates the implementation and operation of their projects. The wide range of services provided by MIDA includes providing information on the opportunities for investment and facilitating companies which are looking for joint venture partners.

To further enhance MIDA's role in assisting investors, senior representatives from key government agencies are stationed at MIDA's headquarters in Kuala Lumpur to advise investors on government policies and procedures. MIDA also evaluates the following applications for projects in the manufacturing

DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES

and its related services sectors:

- Manufacturing licenses
- Tax incentives
- Expatriate posts
- Duty exemptions on raw materials, components, machinery and equipment.

Contact:

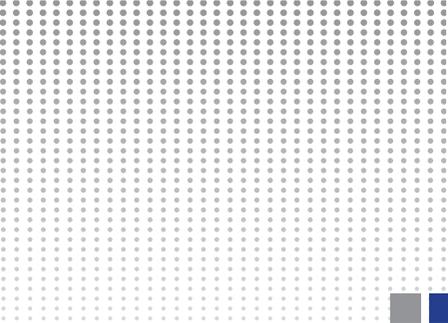
Malaysian Industrial Development Authority
Block 4, Plaza Sentral
Jalan Stesen Sentral 5
Kuala Lumpur Sentral
50470 Kuala Lumpur
Tel : 603-2267 3633
Fax : 603-2274 7970
Email : promotion@mida.gov.my

5. Securities Commission (SC)

Established on 1 March 1993 under the Securities Commission Act 1993, the SC is a self-funding statutory body with investigative and enforcement powers. It reports to the Minister of Finance and its accounts are tabled in Parliament annually. SC's ultimate responsibility is protecting the investor. Apart from discharging its regulatory functions, the SC is also obliged by statute to encourage and promote the development of the securities and futures markets in Malaysia.

Contact:

Corporate & International Affairs Department
Securities Commission
3, Persiaran Bukit Kiara
Bukit Kiara
50490 Kuala Lumpur
General Line: 603-6204 8000
Tel: 603-6204 8777
Fax: 603-6201 5078
E-mail: cau@seccom.com.my



DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES

6. Bursa Malaysia

Bursa Malaysia is an exchange holding company approved under Section 15 of the Capital Markets and Services Act 2007. It operates a fully-integrated exchange, offering the complete range of exchange-related services including trading, clearing, settlement and depository services.

Bursa Malaysia today is one of the largest bourses in Asia with just under 1,000 listed companies offering a wide range of investment choices to the world. Companies are either listed on Bursa Malaysia Securities Berhad Main Board for larger capitalised companies, the Second Board for medium sized companies or the MESDAQ Market for high growth and technology companies.

Contact:

Customer Care Centre
Bursa Malaysia Berhad
Lower Ground Floor
Bukit Kewangan
50200 Kuala Lumpur
General Line: 603-2034 7000
Tel: 603- 2732 0067
Fax : 603 - 2732 5258
E-mail: enquiries@bursamalaysia.com

7. Central Bank of Malaysia

Bank Negara is the central bank for Malaysia and was established on 26 January 1959, under the Central Bank of Malaya Ordinance, 1958. The functions of the Bank are carried out within the context of the broader goals of promoting economic growth, a high level of employment, maintaining price stability and a reasonable balance in the country's international payments position, eradicating poverty and restructuring society. In particular, the Bank ensures that the availability and cost of money and credit in the economy are consonant with national macroeconomic objectives. In this respect, the Bank acts as the banker for currency issue, keeper of international reserves and safeguarding the value of the ringgit, banker and financial adviser to the Government, agency responsible for monetary policy and management of the financial system and banker to the banks.

DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES

Contact:

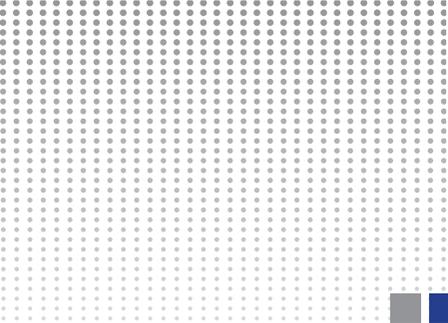
Corporate Communications Department
Bank Negara Malaysia
Jalan Dato' Onn
P.O. Box 10922
50929 Kuala Lumpur
Tel : 1-300-88-5465 (1-300-88-LINK)
(Overseas: 603-2174-1717)
Fax: 603-2174-1515
E-mail: bnmtelelink@bnm.gov.my

8. Economic Planning Unit (EPU)

EPU is the principal government agency responsible for the preparation of development plans for the nation. The Unit established 1961, evolving from the Economic Secretariat of the Economic Committee of the Executive Council of the then Federation of Malaysia, was to “focus on development planning, on high problems in plan execution and on all forms of foreign aid”. In that year the Government also established the National Planning Development Committee with the Economic Planning Unit as its secretariat. While the Cabinet continued to retain the ultimate responsibility for planning in the country, the National Development Planning Committee was assigned the responsibility for the formulation, implementation, progress evaluation and revision of development plans.

Contact:

Economic Planning Unit
Prime Minister's Department
Block B5 & B6
Federal Government Administrative Centre
62502 W.P Putrajaya
Tel : 03-8888 3333
Fax : 03-8888 3755
E-mail: epu@epu.gov.my



DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES

9. The Inland Revenue Malaysia (IRB)

The Department of Inland Revenue Malaysia became a board on March 1, 1996, and is now formally known as The Inland Revenue Board of Malaysia. The Inland Revenue Board was established in accordance with the Inland Revenue Board of Malaysia Act 1995 to give it more autonomy especially in financial and personnel management; to improve the quality and effectiveness of tax administration.

The agency is responsible for the overall administration of direct taxes under the following acts:

- Income Tax Act 1967
- Petroleum (Income Tax) Act 1967
- Real Property Gains Tax Act 1976
- Promotion of Investment Act 1986
- Stamp Act 1949
- Labuan Offshore Business Activity Tax Act 1990

Contact:

Inland Revenue Board of Malaysia
16th Floor (Left), Block 8A
Government Office Complex
Jalan Duta
50600 Kuala Lumpur.
Toll Free line 1-300-88-3010
Tel: 60(3) 6209 1000
Fax: 60(3) 6201 0905
E-mail: lhdn@hasil.gov.my

DOING BUSINESS IN MALAYSIA – RELEVANT AGENCIES

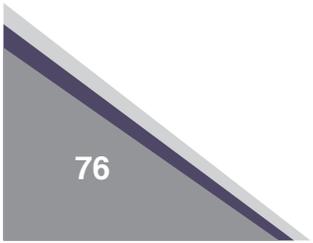
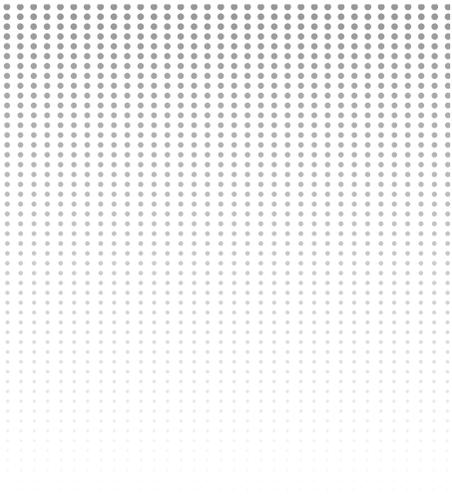
10. Immigration Department of Malaysia

The Department performs an important role of managing immigration matters in accordance with national's interest. This Department is under the auspicious of Ministry of Home Affairs which comprises The Department of National Registration, Film Censorship Board, Registrar of Society, Royal Police of Malaysia, Department of Prison Malaysia, National Anti-Drugs Agency, Department of Civil Defenses and Peoples' Volunteer Corps (RELA).

Contact:

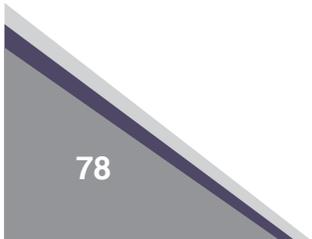
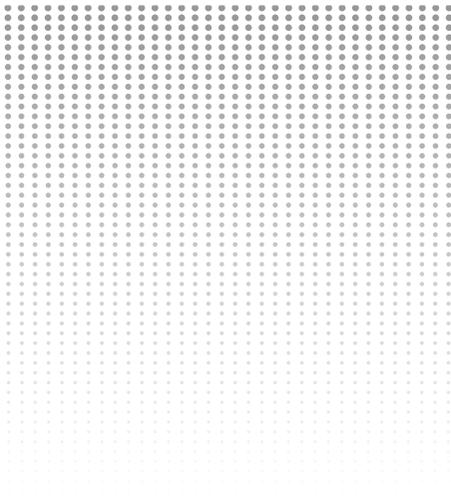
Immigration Department of Malaysia
(Ministry of Home Affairs)
Immigration Headquarters
Block 2G4 (Podium), Precint 2
Federal Government Administrative Centre
62550 Putrajaya, Wilayah Persekutuan

Tel: 603-88801000
Helpline: 603-88801405
Fax: 603-8880 1200
E-mail: pro@imi.gov.my

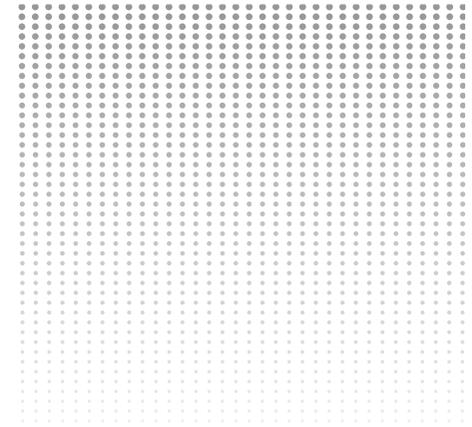


SSM PRESENCE NATIONWIDE





SSM PRESENCE NATIONWIDE



Companies Commission of Malaysia (SSM)

Level 2 & 10-19, Putra Place
100, Jalan Putra
50622 Kuala Lumpur.
Tel : 03-4047 6000
Fax : 03-4047 6317
Hotline : 03-4047 6111 / 6222
E-mail : enquiry@ssm.com.my

STATE OFFICES

PERLIS

Rohaimi Abd Manan
(State Director)
Level 8, Bangunan KWSP
Jalan Bukit Lagi
01000 Kangar, Perlis.
Tel : 04-9781 877 / 9775 712
Fax : 04-9774 758
E-mail : rohaimi@ssm.com.my

KEDAH

Rozaini Muhamed
(State Director)
Level 10, Menara Sentosa
Jalan Tuanku Ibrahim
05621 Alor Setar, Kedah.
Tel : 04-7330 111/ 7316 037
Fax : 04-7315 517
E-mail : rozaini@ssm.com.my

PULAU PINANG

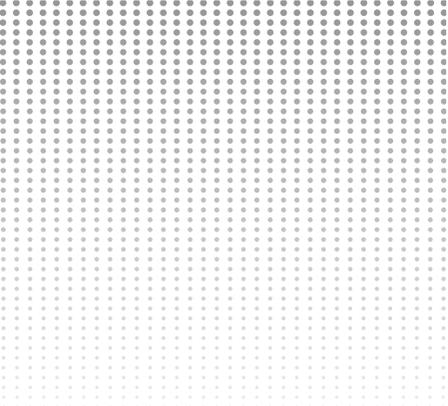
Roslan Hussain
(State Director)
Level 6-7, Bangunan KWSP
3009, Off Leboh Tenggori 2
Bandar Seberang Jaya
13700 Pulau Pinang.
Tel : 04-3977 793
Fax : 04- 3977 713
E-mail : roslan@ssm.com.my

PERAK

Norihan Elias
(State Director)
Level 2C, Greentown Mall
Jalan Hospital
30450 Ipoh ,Perak
Tel : 05- 2416 900/ 2425 449
Fax : 05- 2557 162
E-mail : norihan@ssm.com.my

SELANGOR

Mohamad Nasir Zakaria
(State Director)
Level 3 & 4, Plaza Alam Sentral
Jalan Majlis, Seksyen 14
40000 Shah Alam, Selangor.
Tel : 03-5511 6500/03-5513
9570/5513 5997
Fax : 03-5510 4200
E-mail : nasir@ssm.com.my



SSM PRESENCE NATIONWIDE

NEGERI SEMBILAN

Ahmad Shatar Azizan
(State Director)
Wisma Fook Loong
No. 25 & 27
Jalan Dato' Abd Rahman
70000 Seremban
Negeri Sembilan.

Tel : 06-7619098/7645
598/7641 885
Fax : 06-7655 877
E-mail : ashatar@ssm.com.my

MELAKA

Rashidan Abdul Rashid
(State Director)
Ground Floor, Menara MITC
Kompleks MITC
Jalan Konvensyen
75450 Ayer Keroh, Melaka.

Tel : 06-2311 717
Fax : 06-2313 502
E-mail : rashidan@ssm.com.my

JOHOR

Kalsom Abd Samad
(State Director)
Podium 4B & 5, Menara Ansar
65, Jalan Trus
80000 Johor Bahru, Johor.

Tel : 07-2233 589/ 2244 710/
2244 708
Fax : 07-2241 714/ 2248 169
E-mail : kalsoma@ssm.com.my

PAHANG

Abu Hassan Kasim
(State Director)
202-216, Level 2, Block B
Kuantan Centre Point
Jalan Haji Abdul Rahman
25000 Kuantan, Pahang.

Tel : 09-5164 866/5164 600
Fax : 09-5161 869/ 5163 316
E-mail : abu@ssm.com.my

TERENGGANU

Zainudin Zarin
(State Director)
Level 6-7, Menara Yayasan Islam
Jalan Sultan Omar
20300 Kuala Terengganu, Terengganu.

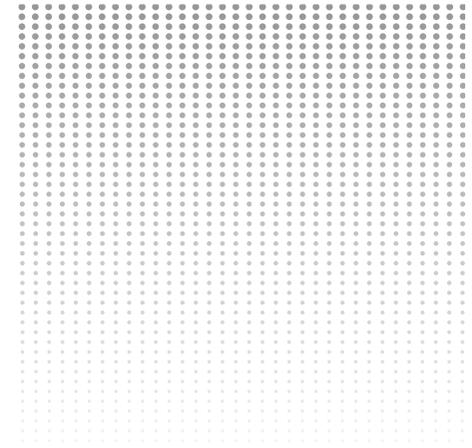
Tel : 09-6237 170/ 6240 721
Fax : 09-623 0945/6237 127
E-mail : zainudinz@ssm.com.my

KELANTAN

Hairul Anuar Yasin
(State Director)
Level 2, 3 & 4, Kota Sri Mutiara
Jalan Sultan Yahya Petra
15150 Kota Bharu, Kelantan

Tel : 09-7484 599/ 7482 860
Fax : 09-7447 622
E-mail : hairul@ssm.com.my

SSM PRESENCE NATIONWIDE



SARAWAK

Najib Abu Samah
(State Director)
Level 2 & 3, Wisma STA
26, Jalan Datuk Abang Abdul Rahim
93450 Kuching, Sarawak
Tel : 082-481 499
Fax : 082-334 622
E-mail : najib@ssm.com.my

SABAH

Rosnah Ali
(State Director)
Level 4, Menara MAA
6, Lorong Api-Api
Locked Bag 2039
88999 Kota Kinabalu, Sabah
Tel : 088-233 551/ 233 346
Fax : 088-237 884
E-mail : rosnah@ssm.com.my

WILAYAH PERSEKUTUAN LABUAN

Mohd Nasir Mahmood
(State Director)
6A1 & 6A2, Level 6
Block 4, Kompleks Ujana Kewangan
Jalan Merdeka
87000 Wilayah Persekutuan Labuan
Tel : 087-414 100
Fax : 087-414 152
E-mail : mnasir@ssm.com.my

BRANCH OFFICES

TAWAU

Mohd Yasin Abd Malik
(Branch Manager)
TB 4444, Ground Floor & 1st Floor
Block F, Sabindo Square
Jalan Tun Hamdan, Off Jalan Dunlop
91018 Tawau, Sabah
Tel : 089-750 585 / 752 585
Fax : 089-754 585
E-mail : yasin@ssm.com.my

MIRI

Abdul Rahman Rosli
(Branch Manager)
Ground Floor, Plaza Yu Lan
97, Jalan Brooke
98008 Miri, Sarawak
Tel : 085-424 777/ 421 117
Fax : 085-422 225
E-mail : arahman@ssm.com.my

MUAR

Norsilawati Bachek
(Branch Manager)
No.1 Jalan Perdagangan
Off Bulatan Jalan Bakri
84000 Muar, Johor
Tel : 06-9546 611 / 9547711
Fax : 06-9546 600
E-mail : norsilawati@ssm.com.my



SSM PRESENCE NATIONWIDE

SERVICE CENTRE

LANGKAWI

Lot No.4, Mezzanine Floor
Kompleks LADA
Persiaran Putra
07007 Kuah, Langkawi
Tel : 04- 9667 943
Fax : 04-9665 318