

**EXPLANATORY NOTES**  
**- Information Required For Each Item On Application Forms**

---

**Form 10G**

**(Redeemable Preference Shares To Non Residents (RPS))**

**(A) Change in Total Amount of Issuance**

**(B) Change of Purpose**

**(C) Change of Other Terms and Conditions (For information))**

**COVER PAGE**

<b>Item</b>	<b>Description</b>
1. Submission by applicant seeking approval	❖ Please tick this item if the applicant submits his/her/its application himself/herself/itself
2. Submission on behalf of the applicant (third party)	❖ Please tick this item if a third party submits the application on behalf of the applicant e.g. consultant company, bank, etc.

**Checklist For Submission of Application:**

- |   |   |
|---|---|
| 3. Latest audited annual accounts and management accounts (If not submitted previously) | ❖ The latest audited annual account should be submitted together with this application whenever requested in the form. However, if the latest annual report has been submitted previously, e.g. when the company has applied for other exchange control approval previously, then re-submission is not necessary. Please tick this item if applicant is submitting the audited annual account.  |
| 4. Latest Form 49   | ❖ A photocopy of the latest Form 49 – Particulars of Director lodged with the Companies Commission of Malaysia (CCM) should be submitted together with this application. However, if the latest Form 49 has been submitted previously, e.g. when the company has applied for other exchange control approval previously, then re-submission is not necessary. Nevertheless, if there are changes to the particulars of directors in the previous submitted Form 49, applicant is required to submit the new Form 49. Please tick this item if applicant is submitting Form 49 together with this application. |

5. Latest Form 24

  - ❖ A photocopy of the latest Form 24 – Particulars of Shareholdings lodged with the CCM should be submitted together with this application. However, if the latest Form 24 has been submitted previously, e.g. when the company has applied for other exchange control approval previously, then re-submission is not necessary. Nevertheless, if there are changes to the particulars of shareholdings in the previous submitted Form 24, applicant is required to submit the new Form 24. Please tick this item if applicant is submitting Form 24 together with this application.
  
6. Supporting documents

  - ❖ Supporting documents should be submitted together with this application whenever requested in the form. Applicant is also encouraged to submit supporting documents to further support its application although it is not requested in the application form. Please tick this item if applicant is submitting supporting documents together with this application.
  
7. Query ID

  - ❖ Please state the Query ID number assigned by Bank Negara, if this application is submitted to Bank Negara Malaysia (BNM) arising from a query.

## PARTICULARS OF APPLICANT

Item	Description
8. Name of applicant	❖ Name of applicant as registered with Companies Commission of Malaysia (CCM), National Registration Department (NRD) and Registrar of Societies (ROS). For non-resident, the name as registered with any official registration centre overseas.
9. Basic Group	❖ The category of applicant e.g. individual, company, association etc.
10. Resident status	❖ Residency status of applicant in Malaysia according to exchange control rules
a. Resident	❖ A citizen of Malaysia or a person who has obtained a permanent resident status in Malaysia and residing in Malaysia, or body corporate or incorporate which is registered or approved by any authority in Malaysia. Please refer to the definition of resident in <a href="#">ECM1</a> for details.
i) Resident Controlled Company (RCC)	❖ A resident company which is controlled directly or indirectly by residents. Please refer to the definition of RCC in <a href="#">ECM 8</a> for details.
ii) Non-resident Controlled Company (NRCC)	❖ A resident company which is controlled directly or indirectly by non-resident. Please refer to the definition of RCC in <a href="#">ECM 8</a> for details.
b. Non-resident	❖ A person who is not a resident, including Embassies, Consulates, High Commissions, supranational or international organisation. Please refer to the definition of non-resident in <a href="#">ECM1</a> for details.
11. Business Registration /NRIC no.	❖ Identification number as given by the CCM, NRD and ROS. For partnership, professional bodies, government agencies, associations, statutory bodies, co-operatives, societies, international organisation, foundation and businesses in Sabah and Sarawak, please use the number assigned by Bank Negara Malaysia (BNM) earlier, if any. Otherwise, please use the identification number assigned by the relevant approving authority.

- |  |   |
|--|---|
| 12. Passport no.                         | ❖ The number as shown in your passport for individuals or the number assigned by overseas registration centre for other than individuals.   |
| 13. Nationality                          | ❖ The nationality as shown in your passport or the country where the non-resident applicant is located.   |
| 14. Registered Address                   | ❖ The address as shown in the Memorandum of Association of the company  |
| 15. Correspondence address               | ❖ Address where the applicant can be contacted by post  |
| 16. Contact person                       | ❖ The name of person for BNM officer to contact for any enquiry   |
| 17. Designation                          | ❖ Designation of the above contact person   |
| 18. Telephone no.                        | ❖ Telephone number (fixed line or mobile phone) where the contact person can be reached   |
| 19. Fax no.                              | ❖ Current facsimile number to facilitate contact  |
| 20. E-mail address                       | ❖ Valid and active e-mail address for any enquiries or notification   |
| 21. Principal business activity          | ❖ State main business activity of the applicant. A list of business activities is provided for applicant to choose. If the applicant is an individual, system will automatically chosen the principal business activity as “household” and applicant is required to complete his/her occupation |
| 22. Occupation/Business activity details | ❖ For individual applicant, please state your occupation. For other than individual applicant, this space could be completed to further describe its principal business activity.   |
| <b>Details of third party</b>            | ❖ Particulars of party, who is submitting application on behalf of applicant  |
| 23. Name of company/<br>Individual       | ❖ Name of the third party which applies on behalf of applicant. For resident, the name should be the same as that registered with CCM, NRD or ROS   |
| 24. Address                              | ❖ Address where the third party can be contacted by post  |

- |                    |  |
|--------------------|--|
| 25. Contact person | ❖ The name of person for BNM officer to contact for any enquiry  |
| 26. Designation    | ❖ Designation of the above contact person of third party   |
| 27. Telephone no.  | ❖ Telephone number (fixed line or mobile phone) where the contact person of third party can be reached |
| 28. Fax no.        | ❖ Current facsimile number of the third party to facilitate contact                                    |
| 29. E-mail address | ❖ Valid and active e-mail address of the third party for any enquiries or notification                 |

#### Details of application

Item	Description
1. RPS Master ID no.	❖ The approval identification number granted by BNM for the issuance of RPS to non-residents
2. Approval date	❖ The date of BNM's approval letter for applicant to issue RPS to non-residents
3. Amount approved	❖ The issuance amount approved by BNM as per BNM's approval letter
4. Amount outstanding	❖ The outstanding amount of RPS issued to non-residents which have yet to be redeemed as at the date of application.
5. Proposed new amount	❖ The amount previously approved by BNM plus the additional amount of RPS to be issued to non-residents. This item is only applicable if applicant proposed to change the total RPS issuance amount. Applicant is also required to complete Attachment 10G(i). All subscribers should be listed with the required details.

## Proposed changes of terms and conditions

Please note that applicant is required to tick ( X ) in the small box on the left of the item which applicant proposed to change.

- |     |  |   |
|-----|--|---|
| 6.  | Purpose  | ❖ Refers to change in the use of the proceeds from the issuance of RPS to non-residents. Applicant is required to complete Part 3 of the this form – Purpose of Issuance  |
| 7.  | Tenure   | ❖ Refers to the period from the date of issuance until redemption date.   |
|     | (a) Fixed tenure   | ❖ Refers to the RPS with a fixed tenure e.g. 5 years  |
|     | (b) No Fixed Tenure  | ❖ Refers to the RPS with no fixed tenure.   |
| 8.  | Dividend   | ❖ Refers to change of dividend rate imposed on the RPS  |
|     | a) Fixed   | ❖ Refers to the dividend rate is fixed e.g. 5%  |
|     | b) Not Fixed   | ❖ Refers to the dividend rate is not fixed  |
| 9.  | Participating/non-participating Redeemable Preference Shares | ❖ Refers to change of RPS's feature from participating RPS to non-participating RPS or vice-versa   |
| 10. | Subscriber   | ❖ Refers to change of the non-resident subscriber of RPS. Applicant is required to complete Attachment 10G(ii). For example, if in the previous BNM's approval letter, an amount of RM5 million RPS allocated to ABC Ltd is now re-allocated to XYZ Ltd. Applicant should indicate the existing and the new amount of RPS allocated to both the subscribers. As in the above example, the existing amount of ABC Ltd is RM5 million and the new amount is zero. The existing amount of XYZ Ltd is zero and the new amount is RM5 million. |

- |     |  |   |
|-----|--|---|
| 11. | Currency                                     | ❖ Refers to the change in the proposed currency of subscription or redemption. Applicant is required to complete Attachment 10G(ii).  |
| 12. | Others                                       | ❖ Refers to change in any other terms and conditions not listed above   |
| 13. | Purpose of Issuance                          | ❖ Applicant is required to declare on what purpose the proceeds from the issuance of RPS will be used for by indicating the amount (in ringgit) in the relevant row of the following table:   |
|     | a) Funds for use offshore:                   |   |
|     | i) Import of raw materials                   | ❖ Refers to the proceeds from the issuance of RPS is to be used for purchase of raw materials from OVERSEAS.  |
|     | ii) Import of machinery/<br>equipment        | ❖ Refers to the proceeds from the issuance of RPS is to be used for purchase of machineries or equipments from OVERSEAS   |
|     | iii) Repayment of other<br>offshore loans    | ❖ Refers to the proceeds from the issuance of RPS is to be used for repayment of existing OFFSHORE credit facilities of the applicant ON its due date. Applicant is required to complete Part 5 of this form – Repayment/Prepayment of Existing Offshore Foreign Currency Loan  |
|     | iv) Prepayment of existing<br>offshore loans | ❖ Refers to the proceeds from the issuance of RPS is to be used for repayment, in full or partially, of existing OFFSHORE credit facilities of the applicant EARLIER than its repayment date. Applicant is required to complete Part 5 of this form – Repayment/Prepayment of Existing Offshore Foreign Currency Loan |

v) Others  
Refers to the proceeds from the issuance of RPS is to be used for overseas payments other than stated above. Applicant is required to specify the purpose.

b) Funds for use onshore:

- i) Purchase of raw materials ❖ Refers to the proceeds from the issuance of RPS is to be used for purchase of raw materials from RESIDENTS
- ii) Purchase of machinery/equipment ❖ Refers to the proceeds from the issuance of RPS is to be used for purchase of machineries or equipments from RESIDENTS
- iii) Refinancing of domestic loans ❖ Refers to the proceeds from the issuance of RPS is to be used for repayment of existing ringgit or foreign currency credit facilities of the applicant, which is obtained from RESIDENTS, on its due date or earlier settlement (prepayment)
- iv) Renovation/expansion of building ❖ Refers to the proceeds from the issuance of RPS is to be used for renovating or expanding the existing building owned by the applicant in Malaysia
- v) Build new plants/production lines ❖ Refers to the proceeds from the issuance of RPS is to be used for construction of a new building, factory or installation of machineries in factory in Malaysia
- vi) Purchase of land & buildings ❖ Refers to the proceeds from the issuance of RPS is to be used for purchase of buildings or lands located in Malaysia

- |   |  |
|---|--|
| vii) Working capital  | ❖ Refers to the proceeds from the issuance of RPS is to be used for financing the operating expenses such as rental, leasing, electricity, salaries, payment for services etc. |
| viii) Others  | ❖ Refers to the proceeds from the issuance of RPS is to be used for local payments other than stated above. Applicant is required to specify the purpose                       |
| 14. Reason(s) for change in any of the purpose and/or terms and conditions. | ❖ Briefly state the reasons what cause the changes to the terms & conditions or purpose for issuance of RPS.   |

**REPAYMENT/PREPAYMENT OF EXISTING OFFSHORE FOREIGN CURRENCY LOANS**

- |  |   |
|--|---|
| 15. a) Details of loan to be repaid/prepaid: | ❖ Applicant is required to provide the following details of the credit facility to be repaid/prepaid:   |
| i) Loan ID                                   | ❖ Refers to approval identification number granted by BNM for applicant to obtain the offshore credit facility  |
| ii) Approval date                            | ❖ Refers to the date of approval letter in the format dd/mm/yyyy  |
| iii) Currency                                | ❖ Refers to the currency of the credit facility. Applicant is required to use the ISO currency code as provided in the ECM Notice to indicate the type of currency of the credit facility |
| iv) Amount outstanding as at _____           | ❖ Refers to the latest outstanding balance of the credit facility. Applicant is required to state the date of the outstanding balance   |
| v) Amount to be repaid/prepaid               | ❖ Refers to foreign currency amount of the existing credit facility to be repaid/prepaid  |

16. Reason(s) for repayment/  
prepayment
  - ❖ Explain briefly on why you or your company needs to issue RPS to non-residents and repay/prepay the existing offshore credit facility. If it is required under specific agreement or contract, please provide details.
  
17. Additional information to support  
the application
  - ❖ Please provide any other information relating to the proposed issuance of RPS to non-residents in order to further support your application

**ATTACHMENT 10G(i)**

**(Particulars of Non-Resident Subscribers of Redeemable Preference Shares (RPS))**

*Note : Applicant is also required to complete Schedule D*

<b>Item</b>	<b>Description</b>
1. RPS Subordinate ID No.	❖ Refers to the approval identification number granted by BNM for the issuance of RPS to the respective non-resident subscribers. This item is only applicable for an existing subscribers. For new subscribers, applicant may leave it blank.
2. Name	❖ Refers to the full name of the respective non-resident subscribers.
3. Country	❖ Refers to the country where the respective non-resident subscriber is located or residing.
4. Amount	❖ Refers to the total amount (in ringgit) of RPS issued and to be issued to the respective non-resident subscriber.
5. Proposed currency of subscription	❖ Refers to the expected currency of subscription payment by the respective non-resident subscriber.
6. Proposed currency of redemption	❖ Refers to the proposed currency of for redemption payment to the respective non-resident subscriber.

**ATTACHMENT 10G(ii)****(Particulars of Non-Resident Subscribers of Redeemable Preference Shares (RPS))***Note : Applicant is also required to complete Schedule D*

<b>Item</b>	<b>Description</b>
1. RPS Subordinate ID No.	❖ Refers to the approval identification number granted by BNM for the issuance of RPS to the respective non-resident subscribers. This item is only applicable for an existing subscribers. For new subscribers, applicant may leave it blank.
2. Name	❖ Refers to the full name of the respective non-resident subscribers.
3. Country	❖ Refers to the country where the respective non-resident subscriber is located or residing.
4. Amount:	
i) Existing	❖ Refers to the total amount of RPS (in ringgit) issued and to be issued to the respective non-resident subscriber as approved by BNM.
ii) New	❖ Refers to the total amount (in ringgit) of RPS issued and to be issued to the respective non-resident subscriber after the proposed changes.
5. Proposed currency of subscription:	
i) Existing	❖ Refers to the existing currency of subscription payment by the respective non-resident subscriber as approved by BNM.
ii) New	❖ Refers to the new currency of subscription payment to change to. The change of currency of subscription is only applicable for RPS which are yet to be issued.
6. Proposed currency of redemption:	
i) Existing	❖ Refers to the existing currency for redemption payment to the respective non-resident subscriber as approved by BNM.
ii) New	❖ Refers to the new currency for redemption payment to change to.

## **SCHEDULE D**

(Proposed Subscription Schedule For Redeemable Preference Shares (RPS))

- ❖ Applicant is required to combine subscription payment schedules of all its non-resident subscribers. Non-resident subscribers may make subscription payment in any foreign currency other than in the currency of the state of Israel, or in ringgit from the non-resident subscribers' ringgit account in Malaysia. Since non-resident subscribers may make subscription payments in any currency other than the above Restricted Currency, the combined subscription schedule should be stated in ringgit equivalent.

	<b>Item</b>	<b>Description</b>
1.	Type	❖ Refers to the sequence number of subscription payments
	(a) 1 <sup>st</sup> Half	❖ Refers to the first 15 days of the month
	(b) 2 <sup>nd</sup> Half	❖ Refers to the subsequent 15 days of the month
	(c) Exact date (if available)	❖ Refers to the exact subscription payment's date if known by applicant
2.	Dd	❖ Refers to the day to receive the subscription payment. This item is only applicable if the exact date is known
3.	Mm	❖ Refers to the month to receive the subscription payment.
4.	yyyy	❖ Refers to the year to receive the subscription payment.
5.	RM equivalent	❖ Refers to the ringgit equivalent of the subscription payment to be received by applicant.