



EXPLANATORY NOTES
FORM 10D
(BORROWING FROM NON-RESIDENTS)

- (A) REDUCTION OF AMOUNT**
(B) CHANGE OF PURPOSE
(C) CHANGE OF OTHER TERMS AND CONDITIONS

COVER PAGE

Item	Description
1. Submission by applicant seeking registration	➤ 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 registrant e.g. consultant company, bank, etc.

PARTICULARS OF REGISTRATION

Item	Description
1. 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
2. Basic Group	➤ The category of applicant e.g. individual, company, association etc

3. Resident status
 - a. Resident
 - i) Resident Controlled Company (RCC)
 - Residency status of applicant in Malaysia according to Financial Services Act 2013 (FSA)
 - 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 FSA for details
 - A resident company which is controlled directly or indirectly by residents
 - ii) Non-resident Controlled Company (NRCC)
 - A resident company which is controlled directly or indirectly by non-resident
 - 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 FSA for details
4. 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
5. Passport no.
 - The number as shown in your passport for individuals or the number assigned by overseas registration centre for other than individuals
6. Nationality
 - The nationality as shown in your passport or the country where the non-resident applicant is located
7. Registered Address
 - The address as shown in the Memorandum of Association of the company
8. Correspondence address
 - Address where the applicant can be contacted by post
9. Contact person
 - The name of person for BNM officer to contact for any enquiry

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| 10. Designation | ➤ Designation of the above contact person |
| 11. Telephone no. | ➤ Telephone number (fixed line or mobile phone) where the contact person can be reached |
| 12. Fax no. | ➤ Current facsimile number to facilitate contact |
| 13. E-mail address | ➤ Valid and active e-mail address for any enquiries or notification |
| 14. 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 |
| 15. 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. |
| Details of third party | ➤ Particulars of party, who is submitting application on behalf of applicant |
| 16. Name of company/
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 |
| 17. Address | ➤ Address where the third party can be contacted by post |
| 18. Contact person | ➤ The name of person for BNM officer to contact for any enquiry |
| 19. Designation | ➤ Designation of the above contact person of third party |
| 20. Telephone no. | ➤ Telephone number (fixed line or mobile phone) where the contact person of third party can be reached |
| 21. Fax no. | ➤ Current facsimile number of the third party to facilitate contact |
| 22. E-mail address | ➤ Valid and active e-mail address of the third party for any enquiries or notification |

DETAILS OF BORROWING WHERE CHANGES ARE APPLIED FOR

Item	Description
1. Loan ID	➤ The approval identification number granted by BNM for the offshore borrowing
2. Approval date	➤ The date of the BNM's approval letter for applicant to obtain the offshore borrowing
3. Currency	➤ The currency of the approved offshore borrowing
4. Amount outstanding	➤ The foreign currency outstanding amount of the approved offshore borrowing as at the date of application

Proposed changes of terms and conditions

Please tick and fill in items where the changes are applied for

5. Purpose	➤ Refers to change in the use of the loan drawdown
6. Currency	➤ Refers to change of the currency of the offshore borrowing e.g. USD to JPY. Applicant is required to use the ISO currency code. It should be highlighted that change of currency would normally require change of the foreign currency amount
7. Amount	➤ New amount of the offshore borrowing. For increase in amount, applicant is required to provide the use of the borrowing drawdown under – Proposed Change In Use of Borrowing
8. Option/convertibility	➤ Refers to the change in the optional action may be undertaken by the borrower, lender, issuer of debt instruments or the holder of debt instruments

- i) Convertible into equity
 - The borrowing may be settled by issuing the borrower's shares to lender at a pre-agreed exercise period or date
 - ii) Exchangeable with other securities
 - The borrowing may be settled by transferring other securities to lender at a pre-agreed exercise period or date
 - iii) Call option by issuer
 - The issuer of debt instrument may call for early redemption of the debt instrument at a pre-agreed exercise period or date
 - iv) Put option by holder
 - The holder of debt instrument may request for early redemption of the debt instrument at a pre-agreed exercise period or date
 - v) Prepayment allowed by lender
 - The borrower of the borrowing is allowed to prepay the outstanding balance earlier than the actual repayment date
 - vi) Period for option/convertibility can be exercised:
 - Refers to the period when the above listed option/convertibility can be exercised. Applicant is required to state the start date and end date. If the exercised period is only one day, please state the same date for both start date and end date
 - viii) Terms for option/convertibility can be exercised
 - Applicant is required to describe briefly on the conditions or criteria which qualify the option/convertibility to be exercised
9. Cross default clause
- Refers to a clause in the borrowing agreement which state that if the borrower defaulted repayment of this borrowing it will cause other borrowing (normally specified in the agreement) to be deemed as also defaulted and may be called for full settlement

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| 10. Repayment schedule | ➤ Applicant is required to indicate whether the proposed borrowing to be obtained has a fixed repayment schedule or not. If the proposed borrowing has a fixed repayment schedule, applicant is required to complete Schedule B – Proposed Repayment Schedule for Offshore Borrowing |
| 11. Interest/coupon rate/yield to maturity (for zero coupon bond) | ➤ Refers to the financing charges for the borrowing or, in the case of zero coupon bond, the projected charges based on the market indicator |
| 12. Profit sharing formula | ➤ Refers to the sharing ratio between lender and borrower for profits or losses incurred in relation to the borrowed funds. This item is only applicable for Islamic financing |
| 13. Tenure | ➤ Refers to the period from the first draw down of the borrowing until the full settlement required to be made or, for a revolving type of borrowing, until the expiry date. A borrowing may have tenure such as term loan or may not have tenure such as inter-company loan |
| (i) Fixed tenure | ➤ Refers to the borrowing with a fixed tenure e.g. 5 years |
| (ii) No fixed tenure | ➤ Refers to the borrowing with no fixed tenure such as personal loan, inter-company loan, advances etc |
| 14. Security | ➤ Refers to any assets required to be pledged as security or any guarantees for the offshore borrowing |
| 15. Others | ➤ Change in any other terms and condition not listed above |

16. Proposed Change in Use of Borrowing

Applicant is required to declare on what purpose the borrowed funds will be used for by indicating the amount in foreign currency and ringgit equivalent in the relevant row of the following table:

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| a) Funds for use offshore: | |
| i) Import of raw materials | ➤ Refers to the loan proceeds is to be used for purchase of raw materials from OVERSEAS |
| ii) Import of machinery/ equipment | ➤ Refers to the loan proceeds is to be used for purchase of machineries or equipments from OVERSEAS |
| iii) Repayment of other offshore borrowing | ➤ Refers to the loan proceeds is to be used for repayment of existing OFFSHORE borrowing of the applicant ON its due date. Applicant is required to complete Part 5 of this form – Repayment/Prepayment of Other Offshore Borrowing |
| iv) Prepayment of other offshore borrowing | ➤ Refers to the loan proceeds is to be used for repayment, in full or partially, of existing OFFSHORE borrowing of the applicant EARLIER than its repayment date. Applicant is required to complete Part 5 of this form – Repayment/Prepayment of Other Offshore Borrowing |
| v) Investment abroad | ➤ Refers to the loan proceeds is to be used for investing abroad. Please note that investments abroad, including lending to non-resident, exceeding the equivalent of RM10,000 requires prior exchange control approval. Please complete Form 9A or 9C if you or the company have yet to obtain BNM's approval for the investment |
| vi) Lending to non-resident | ➤ Refers to the loan proceeds is to be used for lending to non-resident. Please complete Form 6B if you or the company have yet to obtain BNM's approval for the lending |

- vii) Others
 - Refers to the loan proceeds 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 loan proceeds is to be used for purchase of raw materials from RESIDENTS

 - ii) Purchase of machinery/equipment
 - Refers to the loan proceeds is to be used for purchase of machineries or equipments from RESIDENTS

 - iii) Refinancing of ringgit borrowing
 - Refers to the loan proceeds is to be used for repayment of existing RINGGIT borrowing of the applicant, which is obtained from RESIDENTS, on its due date or earlier settlement (prepayment)

 - iv) Refinance of foreign currency borrowing
 - Refers to the loan proceeds is to be used for repayment of existing foreign currency borrowing of the applicant, which is obtained from RESIDENTS, on its due date or earlier settlement (prepayment)

 - v) Renovation/expansion of building
 - Refers to the loan proceeds is to be used for renovating or expanding the existing building owned by the applicant in Malaysia

 - vi) Build new plants/production lines
 - Refers to the loan proceeds is to be used for construction of a new building, factory or installation of machineries in factory in Malaysia

 - vii) Purchase of land & buildings
 - Refers to the loan proceeds is to be used for purchase of buildings or lands located in Malaysia

 - viii) Working capital
 - Refers to the loan proceeds is to be used for financing the operating expenses such as rental, leasing, electricity, salaries, payment for services etc

 - ix) Others
 - Refers to the loan proceeds is to be used for local payments other than stated above. Applicant is required to specify the purpose

17. Reason(s) for change in any of the terms and conditions and/or purpose ➤ Briefly state the reasons what cause the changes to the terms & conditions or purpose
18. **Repayment of other offshore borrowing**
 This section is to be completed if the purpose of the borrowing is to repay other offshore borrowing
- a) Borrowing to be repaid/prepaid ➤ Applicant is required to provide the following details of the borrowing to be repaid/prepaid:
- i) Loan ID ➤ Refers to approval identification number granted by BNM for applicant to obtain the offshore borrowing
- ii) Approval date ➤ Refers to the date of approval letter in the format dd/mm/yyyy
- iii) Currency ➤ Refers to the currency of the borrowing. Applicant is required to use the ISO currency code
- iv) Amount outstanding as at _____ (dd/mm/yyyy) ➤ Refers to the latest outstanding balance of the borrowing. 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 borrowing to be repaid/prepaid
19. b) Reason(s) for obtaining the offshore borrowing for repayment/prepayment ➤ Explain briefly on why you or your company needs to obtain the offshore borrowing and repay/prepay the existing offshore borrowing. If it is required under specific agreement or contract, please provide details
20. Additional information to support the application ➤ Please provide any other information relating to the proposed lending in order to further support your application

SCHEDULE B

(Proposed Repayment Schedule For Offshore Borrowing)

	Item Description	
1. Type		➤ Refers to the sequence number of repayment
(a) 1 st Half		➤ Refers to the first 15 days of the month
(b) 2 nd Half		➤ Refers to the subsequent 15/16 days of the month
(c) Exact date (if available)		➤ Refers to the exact repayment date if known by applicant
2. Dd		➤ Refers to the day to make repayment. This item is only applicable if the exact date is known
3. Mm		➤ Refers to the month to make repayment
4. yyyy		➤ Refers to the year to make repayment
5. Currency		➤ Refers to the currency of repayment. Please use the ISO currency code
6. Amount		➤ Refers to the foreign currency amount of the repayment
7. RM equivalent		➤ Refers to the ringgit equivalent of the amount of repayment