



PRACTICE DIRECTIVE No. 1/2017

**DOCUMENTS UNDER THE COMPANIES ACT 2016, THE
LODGEMENT REQUIREMENTS AND RELATED MATTERS**

1. This Practice Directive is issued pursuant to section 20C of the Companies Commission of Malaysia Act 2001 and section 610 of the Companies Act 2016.

OBJECTIVES

2. The objectives of this Practice Directive are:
- (a) to specify the documents which are referred to in the Companies Act 2016 for the purposes of lodgement with the Registrar or for the execution by the directors, officers, members or company; and
 - (b) to determine the general requirements for the lodgement of the documents and related matters.

GENERAL REQUIREMENTS RELATING TO THE LODGEMENT OF DOCUMENTS

3. Section 610 of the Companies Act 2016 empowers the Registrar to determine the particulars, form and manner of the lodgement of information to be lodged.

4. As a general rule, the Companies Regulations 2017 states that the lodgement of documents with the Registrar must be lodged electronically using the MyCoID 2016 Portal at www.ssm.com.my or <https://mycoid.ssm.com.my>

5. Apart from the services available through the MyCoID 2016 Portal as listed in **Schedule A**, all other lodgments must be made at the SSM Offices.

LODGEMENT OF DOCUMENTS THROUGH MYCoID 2016 PORTAL

6. The documents to be lodged electronically are listed in **Schedule A**.

7. All electronic lodgments must comply with the directions specified in the electronic forms.

8. In addition, all particulars which are necessary to be completed, acted upon or executed before the documents are lodged with the Registrar must have been duly completed, acted upon or executed, as the case may be.

LODGEMENT OF DOCUMENTS OVER THE COUNTER AT SSM OFFICES

9. The documents which are to be lodged at SSM Offices are listed in **Schedule B**.

10. Strict compliance with the documents contained in Schedule B is not necessary, and substantial compliance is sufficient.

11. Where a document specified in **Schedule B** requires additional information either by way the insertion of, or the attachment to the document containing particulars or other matters referred to in the document, the insertion or the attachment shall form as part of the document.

12. A document to be lodged with the Registrar must comply with the following requirements:

- (a) the document must be on paper of medium weight and good quality and of international sheet size A4 only except in the case of a prospectus, of a size not less international sheet size A5 and not more than international size A4;
- (b) the document must be clearly printed, typewritten or otherwise produced in a manner that is permanent and will make possible a reproduction by photographic means and shall be in type of a size not

less than the type known as eight point times unless otherwise approved by the Registrar;

- (c) the document must have margins of not less than 2.5cm on the left-hand side and not less than 1.5 cm on the right-hand side;
- (d) the document must have on the upper right-hand corner of its first page, a space measuring 15cm in width and 10 cm in length;
- (e) where the document comprises more than 2 sheets—
 - (i) the sheets must be bound together securely by a treasury tag (the use of staples is strictly prohibited); and
 - (ii) each sheet must have a margin of not less than 2.5 cm on the side on which it is bound in addition to any space required for binding;
- (f) where the document comprises more than 20 sheets, in addition to the requirements in paragraph (e), --
 - (i) the document must be bound securely inside a durable and flexible cover;
 - (ii) the document must be punched with two holes of 0.6 cm in diameter and measuring 8 cm apart on the left hand margin;

- (g) the document shall have:
 - (i) on the upper left-hand corner, the company number allocated by the Registrar to the corporation to which the document relates;
 - (ii) the name of the corporation to which the document relates;
 - (iii) the title of the document;
 - (iv) the name, address and telephone number of the solicitor or other person by, or on whose behalf, the document is lodged; and

- (h) the document shall be endorsed with the name, address and telephone number of any person by or on whose behalf the document is lodged at the end of each document.

13. If a document failed to comply with the requirements stated in paragraph 12, the documents will not be accepted for pre-lodgment.

FEE

14. The fees in respect of the lodgement of a document as specified in the Companies Regulations 2017 must be paid at the time the document is lodged, unless otherwise directed by the Registrar.

15. Where a fee is payable for or in respect of any matter involving the doing of any act or thing by the Minister or Registrar, the Minister or Registrar is precluded from doing that act or thing until the fee has been paid.

LATE LODGEMENT PENALTY

16. Unless an application for an extension of time has been approved, documents to be lodged with the Registrar shall comply with the timeline for lodgment as stipulated in the Act. If the timeframe is not provided for, the time to lodge the documents is thirty days from the time the requirement to lodge the document arises.

17. If a document is lodged later than the prescribed timeframe, the following late lodgment penalty shall apply:

Description	Penalty
<p>For late lodgement of document under s 609(2) by –</p> <p>(a) a public company or foreign company</p>	<p>(i) More than 7 days but not more than 3 months RM150</p> <p>(ii) More than 3 months but not more than 6 months RM250</p> <p>(iii) More than 6 months but not more than 12 months RM300</p>

(b) a private company	12 months	
	(iv) More than 12 months	RM500
	(i) More than 7 days but not more than 3 months	RM50
	(ii) More than 3 months but not more than 6 months	RM100
	(iii) More than 6 months but not more than 12 months	RM150
	(iv) More than 12 months	RM200

18. Notwithstanding paragraph 17, where any document is lodged to the Registrar after the time specified in the Act, and the Registrar is satisfied that the omission to lodge the document within the time limit was accidental or due to inadvertence, or that it is just and equitable to do so, the Registrar may remit wholly or partly the fee paid in respect of the late lodgment of the document.

DOCUMENTS FOR COMPLETION OR EXECUTION BY THE DIRECTORS, OFFICERS, MEMBERS OR COMPANIES

19. The documents which are required to be completed or executed pursuant to certain provisions under the Companies Act

2016 by directors, officers, members or companies are set out in **Schedule C**.

20. Although these documents are required to be completed or executed, these documents are not required to be lodged with the Registrar unless otherwise directed. Such documents must be kept at the registered office of the company.

AMENDMENTS TO DOCUMENTS ISSUED UNDER THIS PRACTICE DIRECTIVE

21. The Registrar shall notify any changes in documents referred to in **Schedules A, B and C** through the website at www.ssm.com.my

**REGISTRAR OF COMPANIES
COMPANIES COMMISSION OF MALAYSIA
31 January 2017**