

P.U.(A) 483/2012

CAPITAL MARKETS AND SERVICES ACT 2007

CAPITAL MARKETS AND SERVICES (FEES) REGULATIONS 2012

IN exercise of the powers conferred by paragraph 378(2)(b) of the Capital Markets and Services Act 2007 [Act 671], the Commission, with the approval of the Minister, makes the following regulations:

Citation and commencement

1. (1) These regulations may be cited as the **Capital Markets and Services (Fees) Regulations 2012**.

(2) These Regulations come into operation on 28 December 2012.

Interpretation

2. In these Regulations—

“Code” means the Malaysian Code on Take-Overs and Mergers 2010 [P.U.(B)538/2010];

“prospectus” has the same meaning assigned to it in section 226 of the Act and includes a disclosure document under paragraph 212(5)(b) of the Act.

Fees in respect of proposals in relation to securities other than debentures, sukuk, unit trust schemes and prescribed investment schemes

3. The fees payable in respect of Division 1A of Part VI of the Act other than in relation to debentures, sukuk, unit trust schemes and prescribed investment schemes shall be in such amount as is specified in Schedule 1.

Fees in respect of take-overs, mergers and compulsory acquisitions

4. The fees payable in respect of Division 2 of Part VI of the Act shall be in such amount as is specified in Schedule 2.

Fees in respect of prospectus

5. (1) The fees payable in respect of paragraph 212(5)(b) and Division 3 of Part VI of the Act shall be in such amount as is specified in—

(a) Schedule 3 in respect of registration of prospectus and deposit of information memorandum other than in relation to unit trust scheme and prescribed investment scheme; and

(b) Schedule 4 in respect of registration of prospectus and deposit of information memorandum in relation to unit trust scheme and prescribed investment scheme.

(2) The fees referred to in subregulation (1) in respect of prospectus shall be payable whether or not the Commission registers the prospectus.

Fees in respect of business trust

6. The fees payable in respect of Divisions 1A, 3A and 3B of Part VI of the Act, other than the registration of prospectus and deposit of information memorandum document, shall be in such amount as is specified in Schedule 5.

Fees in respect of debentures and sukuk

7. The fees payable in respect of Divisions 1A, 3A and 4 of Part VI of the Act shall be in such amount as is specified in Schedule 6.

Fees in respect of unit trust schemes and prescribed investment schemes

8. The fees payable in respect of Divisions 1A, 3A and 5 of Part VI of the Act other than business trust shall be in such amount as is specified in Schedule 7.

Fees in respect of proposals involving asset valuations

9. The fees payable in respect of any proposal involving asset valuation shall be in such amount as is specified in Schedule 8.

Fees in respect of deposit of offering document and lodgement of product highlights sheet

10. The fees payable in respect of the deposit of offering document and lodgement of product highlights sheet specified by the Commission shall be in such amount as is specified in Schedule 9.

Withdrawal, return, refusal and review of Commission's decision

11. (1) For capital market products other than those mentioned in subregulation (2), the fees payable and refundable in respect of the withdrawal, return of, or refusal to approve, authorize, register or recognize, any application or submission to the Commission shall be in such amount as is specified in Schedule 10.

(2) For unit trust schemes and prescribed investment schemes other than business trusts, the fees payable and refundable in respect of the withdrawal, return of, or refusal to approve, authorize, register or recognize, any application or submission to the Commission shall be in such amount as is specified in Schedule 11.

(3) Where an application is made for the review of the Commission's decision, no fees shall be payable for such application.

Fees for acts of Commission

12. (1) The fees payable to the Commission under these Regulations in respect of the deposit or lodgement of a document with, or the registration of a document by, the Commission or in respect of any application for approval, authorization, registration or recognition shall be paid at the time the document is delivered to the Commission for deposit, lodgement or registration or at the time the application for approval, authorization, registration or recognition is submitted to the Commission.

(2) Where a fee is payable under these Regulations for or in respect of the deposit or lodgement of a document with or the registration of a document by the Commission or in respect of any application for approval, authorization, registration or recognition and the document submitted for deposit, lodgement or registration or the application for approval, authorization, registration or recognition is submitted without the payment of the fee, the document shall be deemed not to have been deposited or lodged with or submitted for registration or the application shall be deemed not to have been submitted until the fee has been paid.

Revocation

13. The Capital Markets and Services (Fees) Regulations 2011 [*P.U.(A) 88/2011*] are revoked.

SCHEDULE 1

[Regulation 3]

SCHEDULE OF FEES IN RESPECT OF PROPOSALS IN RELATION TO SECURITIES
OTHER THAN DEBENTURES, UNIT TRUST SCHEMES AND PRESCRIBED
INVESTMENT SCHEMES

No.	<i>Proposal in relation to securities</i>	<i>Fees</i>
1.	Initial public offering	RM80,000.00 + 0.05% of the total market value of securities to be listed and nominal value of any additional securities issued or to be issued but not listed, subject to maximum of RM800,000.00 (inclusive of fees for review of asset valuation, if any)
2.	Acquisition or restructuring scheme resulting in significant change in business direction including where such acquisition or restructuring is in conjunction with item 7 below	RM80,000.00 + 0.05% of the total market value of equity or convertible securities to be issued and where market value is not available, the nominal value, subject to maximum of RM800,000.00 (inclusive of fees for review of asset valuation, if any)
3.	Amalgamation of two or more listed corporations	RM80,000.00 + 0.05% of the total market value of securities to be listed and nominal value of any additional securities issued or to be issued but not listed, subject to maximum of RM800,000.00 (inclusive of fees for review of asset valuation, if any)
4.	Secondary listing of foreign listed corporation in Malaysia	RM50,000.00
5.	Cross listing outside Malaysia of a listed corporation	RM50,000.00

No.	Proposal in relation to securities	Fees
6.	A corporation that is proposing concurrently to list on the stock exchange and an exchange outside Malaysia	RM50,000.00
7.	Transfer of listing of corporation listed on alternative market to main market of the stock exchange except where the transfer is in conjunction with item 2 above	RM40,000.00 + 0.025% of the total market value of securities to be listed and nominal value of any additional securities issued or to be issued but not listed, subject to maximum of RM400,000.00 (inclusive of fees for review of asset valuation, if any).
8.	Clearance of circular or introductory document	RM10,000.00
9.	Establishment of new closed-end fund	RM10,000.00 + 0.01% of paid-up capital
10.	Increase in paid-up capital for closed-end fund	RM2,000.00 per fund
11.	Listing of a unlisted public company on an exchange outside Malaysia	RM10,000.00
12.	<p>Exemption or variation from requirements under the guidelines on:</p> <p>(a) form and content in relation to submission to the Commission; or</p> <p>(b) provisions other than form and content under Item 12(a)</p>	<p>RM500.00 per exemption/variation</p> <p>RM2,000.00 per exemption/variation</p>

No.	Proposal in relation to securities	Fees
13.	Extension of time	RM2,000.00
14.	Submission of a revised proposal or application to revise an approved proposal	RM2,000.00
15.	Other applications under subsection 212(5) and as specified by the Commission under subsection 212(7)	RM2,000.00

SCHEDULE 2

[Regulation 4]

SCHEDULE OF FEES IN RESPECT OF TAKE-OVERS, MERGERS AND COMPULSORY ACQUISITIONS

No.	Description	Fees	
1.	Clearance of offer document	Offer value from RM 1.00 to RM2.98 billion	RM10,000.00 + 0.05 % of offer value (up to RM2.98 billion); and
		Any remaining sum above offer value of RM2.98 billion	0.025% of the remaining offer value

<i>No.</i>	<i>Description</i>	<i>Fees</i>
2.	Clearance of independent advice circular	RM5,000.00
3.	Exemption from mandatory take-over offer obligation	RM15,000.00
4.	Exemption from provisions of the Code other than for item 3 above	RM7,000.00
5.	Ruling	RM7,000.00
6.	Procedure for compulsory acquisition	RM2,000.00
7.	Extension of time	RM2,000.00

SCHEDULE 3
[Paragraph 5(1)(a)]

SCHEDULE OF FEES IN RESPECT OF REGISTRATION OF PROSPECTUS AND
DEPOSIT OF INFORMATION MEMORANDUM OTHER THAN IN RELATION TO UNIT
TRUST SCHEME AND PRESCRIBED INVESTMENT SCHEME

<i>No</i>	<i>Description</i>	<i>Prospectus</i>	<i>Abridged prospectus</i>	<i>Supplementary or replacement prospectus</i>	<i>Base prospectus</i>	<i>Supplementary or replacement base prospectus</i>	<i>Term sheet</i>	<i>Pricing supplements</i>
1.	Registration	RM15,000.00	RM8,500.00	RM6,500.00	RM7,500.00	RM3,250.00	RM500.00	RM500.00
2.	Exemption or variation from requirements under the guidelines	RM500.00 per exemption/variation						
3.	Deposit of information memorandum	RM500.00						

SCHEDULE 4
[Paragraph 5(1)(b)]

SCHEDULE OF FEES IN RESPECT OF REGISTRATION OF PROSPECTUS AND
DEPOSIT OF INFORMATION MEMORANDUM IN RELATION TO UNIT TRUST SCHEME
AND PRESCRIBED INVESTMENT SCHEME

<i>No.</i>	<i>Description</i>	<i>Fees</i>
1.	Registration of prospectus for new unit trust scheme and prescribed investment scheme other than business trust	RM3,000.00 + RM100.00 per scheme
2.	Registration of prospectus for business trust	RM15,000.00
3.	Registration of prospectus for renewal of prospectus	RM1,500.00 + RM100.00 per scheme
4.	Registration of supplementary or replacement prospectus other than business trust	RM1,500.00 + RM100.00 per scheme
5.	Registration of supplementary or replacement prospectus for business trust	RM6,500.00
6.	Deposit of information memorandum	RM500.00
7.	Exemption or variation from guidelines	RM500.00 per exemption or variation, per scheme

SCHEDULE 5
[Regulation 6]

SCHEDULE OF FEES IN RESPECT OF BUSINESS TRUST

<i>No.</i>	<i>Description</i>	<i>Fees</i>
1.	Registration or recognition of business trust	RM3,000.00
2.	Submission of supplementary deed	RM1,000.00
3.	Approval for the listing of a business trust	RM30,000.00 + 0.05% of market capitalisation, subject to a maximum of RM800,000.00
4.	Acquisition or disposal of assets which results in a significant change in business direction or policy of a listed business trust	RM30,000.00 + 0.05% of additional market capitalisation, subject to a maximum of RM800,000.00
5.	Other listing and quotation of units in a business trust	RM10,000.00 + 0.05% of additional market capitalisation, subject to a maximum of RM800,000.00
6.	Authorisation or recognition of unlisted business trust	RM30,000.00 + 0.05% of the offer price of the units to be issued, subject to a maximum of RM800,000.00
7.	Secondary listing of recognised business trust	RM50,000.00
8.	Submission of a revised proposal or application to revise an approved proposal	RM2,000.00
9.	Exemption or variation from requirements under the guidelines	RM500.00 per exemption/variation

<i>No.</i>	<i>Description</i>	<i>Fees</i>
10.	Extension of time from compliance with guidelines or the Commission's condition of approval, authorization or recognition	RM2,000.00 per application
11.	Lodgement of documents	RM100.00 per document
12.	Clearance of circular	RM10,000.00
13.	Application in respect of online activities, application for early lifting of moratorium, and other applications as specified by the Commission under subsection 212(7)	RM2,000.00

SCHEDULE 6

[Regulation 7]

SCHEDULE OF FEES IN RESPECT OF DEBENTURES AND SUKUK

No.	Types of application	Nominal value of securities to be issued	Fees
1.	(a) Issue of ringgit-denominated debentures and sukuk	Less than RM50 million	RM10,000.00
		RM50 million to less than RM100 million	RM30,000.00
		RM100 million and more	RM50,000.00
	(b) Issue of ringgit-denominated debentures and sukuk that are non-tradable and non-transferable on a private placement basis		RM100,000
2.	Issue of foreign currency denominated debentures and sukuk	-	RM10,000.00
3.	Issue of structured products	Less than RM50 million	RM10,000.00
		RM50 million to less than RM100 million	RM30,000.00
		RM100 million and more	RM50,000.00
4.	Issue of asset-backed securities	Less than RM100 million	RM50,000.00
		RM100 million and more	RM100,000.00
5.	Extension of time	-	RM2,000.00 per application
6.	Revision of terms		RM2,000.00 per application

No.	<i>Types of application</i>	<i>Nominal value of securities to be issued</i>	<i>Fees</i>
7.	Exemption or variation from requirements under the guidelines on: (a) form and content in relation to submission to the Commission; or (b) provisions other than form and content under Item 7(a)		RM500.00 per exemption/variation RM2,000.00 per exemption/variation
8.	Filing fees: information memorandum or offering circular or trust deed	-	RM500.00
9.	Notices pursuant to offering of structured products	-	RM100.00 per notice filed
10.	Other applications as specified by the Commission under subsection 212(7)		RM2,000.00

SCHEDULE 7

[Regulation 8]

SCHEDULE OF FEES IN RESPECT OF UNIT TRUST SCHEME AND PRESCRIBED
INVESTMENT SCHEME OTHER THAN BUSINESS TRUST

No.	Description	Fees
1.	Submission of deed (for listed schemes)	RM3,000.00 + RM100.00 per listed scheme
2.	Registration of deed	RM1,500.00 + RM100.00 per scheme
3.	Submission of supplementary deed (for listed schemes)	RM1,000.00
4.	Registration of supplementary deed	RM1,000.00
5.	Approval of management company (not applicable to holders of Capital Markets Services Licenses issued under the Act)	RM2,000.00
6.	Lodgement of documents	RM100.00 per document
7.	Establishment of scheme or recognition of foreign scheme (excluding real estate investment trust and exchange-traded fund)	RM5,000.00 per unlisted scheme; or RM10,000.00 + 0.01% of market capitalisation per scheme that is proposed to be listed, subject to a maximum of RM800,000.00
8.	Establishment of real estate investment trust	RM10,000.00 + 0.01% of market capitalisation or offer price of the units to be issued in an listed real estate investment trust, subject to a maximum of RM800,000.00

<i>No.</i>	<i>Description</i>	<i>Fees</i>
9.	Recognition of foreign real estate investment trust	RM10,000.00 per unlisted scheme
10.	Establishment of exchange traded fund	RM10,000.00
11.	Recognition of foreign exchange traded fund	RM10,000.00 per unlisted scheme
12.	Increase in scheme size limit	RM2,000.00 per listed scheme
13.	Exemption or variation from guidelines	RM500.00 per exemption or variation, per scheme
14.	Extension of time from compliance with guidelines or the Commission's condition of approval, authorization, registration or recognition	RM1,000.00 per extension per scheme
15.	Restructuring of management company (not applicable to holders of Capital Markets Services Licenses issued under the Act)	RM2,000.00 per application
16.	Appointment of fund management delegate not licensed by Commission	RM2,500.00
17.	Submission of a revised proposal or application to revise an approved proposal	10% of the fees payable for the original proposal other than the percentage charged in respect of market capitalisation
18.	Secondary listing of foreign listed schemes	RM10,000.00
19.	Approval of trustee	None
20.	Registration or re-registration of trustee	RM1,000.00

<i>No.</i>	<i>Description</i>	<i>Fees</i>
21.	Registration or re-registration of <i>Shariah</i> committee member or <i>Shariah</i> adviser of the scheme	None
22.	Other applications as specified by the Commission under subsection 212(7)	RM1,000.00

SCHEDULE 8
[Regulation 9]

SCHEDULE OF FEES IN RESPECT OF ASSET VALUATIONS

<i>No.</i>	<i>Description</i>	<i>Fees</i>
1.	Review of asset valuation	RM3,000.00 + 0.01% of market value* Subject to a maximum amount of RM100,000.00
2.	Processing waiver application from guidelines	RM2,000.00

* Based on the total market value of all the assets involved in each submission or application.

SCHEDULE 9
[Regulation 10]

SCHEDULE OF FEES IN RESPECT OF OFFERING DOCUMENT AND PRODUCT
HIGHLIGHTS SHEET

<i>No.</i>	<i>Description</i>	<i>Fees</i>
1.	Deposit of offering document	RM500.00
2.	Lodgement of product highlights sheet	RM500.00 for initial lodgement RM100.00 for lodgement of each replacement

SCHEDULE 10
[Subregulation 11(1)]

SCHEDULE OF FEES IN RESPECT OF WITHDRAWAL, RETURN AND REFUSAL TO
APPROVE APPLICATIONS OR SUBMISSIONS OTHER THAN THOSE MADE UNDER
SUBREGULATION 11(2)

<i>No.</i>	<i>Description</i>	<i>Fees</i>	
		<i>Fixed portion</i>	<i>Variable portion</i>
1.	Withdrawn before the Commission has commenced work	Full amount is retained	Full amount is refundable
2.	Withdrawn after the Commission has commenced work	Full amount is retained subject to a maximum of RM200,000.00	
3.	Returned by the Commission		
4.	Refusal by the Commission to approve applications		

SCHEDULE 11
[Subregulation 11(2)]

SCHEDULE OF FEES IN RESPECT OF WITHDRAWAL, RETURN AND REFUSAL TO
APPROVE APPLICATIONS OR SUBMISSIONS FOR UNIT TRUST SCHEMES AND
PRESCRIBED INVESTMENT SCHEMES OTHER THAN BUSINESS TRUSTS

No.	Description	Fees	
		Fixed portion	Variable portion
1.	Withdrawn before the Commission has commenced work	25% of the fixed portion is retained; the remainder is refundable	Full amount is refundable
2.	Withdrawn after the Commission has commenced work	Full amount is retained	Full amount is refundable
3.	Returned by the Commission	25% of the fixed portion is retained; the remainder is refundable	Full amount is refundable
4.	Refusal by the Commission to approve applications	Full amount is retained	Full amount is refundable

Made 24 December 2012

[SC/RS(A&R)/FEES.5/11(023)-1D;PN(PU2)662/VIII]

RANJIT AJIT SINGH

Chairman Securities Commission

Approved 27 December 2012

[KK/BPKA/K1/(S)/483/128/1/1 Jld.8;PN(PU2)662/VIII]

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Second Minister of Finance