



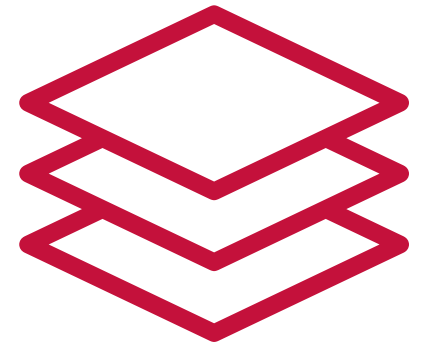
# **What are Statutory Documents?**

## **什么是 公司法定文件?**



# What are statutory documents?

Statutory documents are a set of legal document. They are commonly used to allow a company to affirm something to be true for the purposes of satisfying some legal requirement or regulation when no other evidence is available.



## List of significant statutory documents for Private Limited Company (Sdn. Bhd.)

- **Certificate of registration**  
公司注册证书
- **Directors' information**  
董事个人资料
- **Shareholders / members**  
股东和股份
- **Memorandum and articles of association / constitution**  
公司章程
- **Registered office**  
公司秘书注册地址



Previous Companies Act, i.e. Companies Act 1965 (“the 1965 Act”) was replaced by the current Companies Act 2016 (“the 2016 Act”) which came into force on the 31st of January, 2017. The changes were made to simplify many issues in the previous legislation. One of the changes is the statutory documents. Check out our next slide to find out the difference.



	<b>Companies Act, 1965</b> 旧制度	<b>Companies Act, 2016</b> 新制度
	Company incorporation date is <b>before</b> 31 <sup>st</sup> January 2017	Company incorporation date is <b>after</b> 31 <sup>st</sup> January 2017
<b>1. Certificate of registration</b> 公司注册证书	Borang 9 (form 9)	Section 17
<b>2. Directors' information</b> 董事个人资料	Form 49	Section 14 Section 58
<b>3. Shareholders / members</b> 股东和股份	Form 24	Section 78 Section 51
<b>4. Memorandum and articles of association / constitution</b> 公司章程	Memorandum & Articles of Association	Constitution
<b>5. Registered office</b> 公司秘书注册地址	Form 44	Section 46(3)

### Notes

**Statutory documents under companies act 1965 are still valid.**

**1965年公司法令文件到现在还是生效的**

**New format will be given upon any changes or update after 31<sup>st</sup> January 2017**

**在2017年1月31日之后公司有任何资料更新或更改， 会给予最新格式的法 定文件**

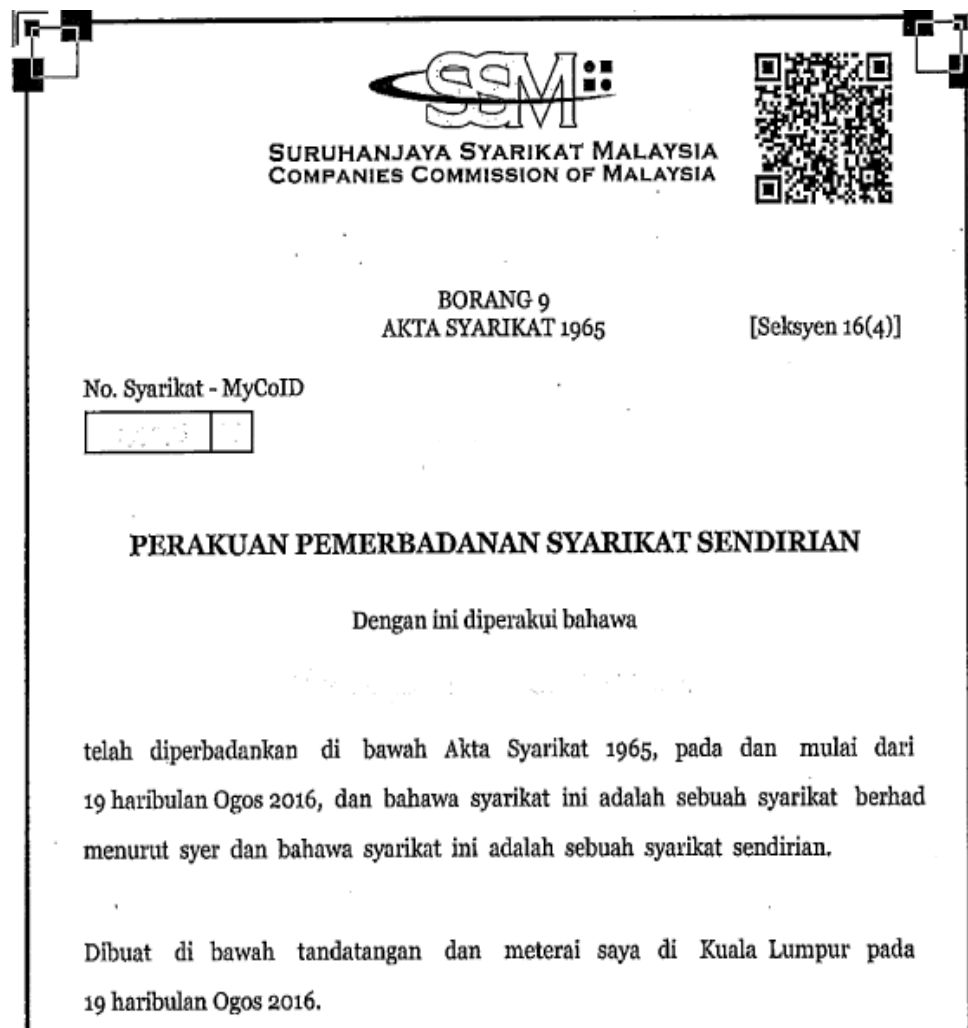




# Certificate of incorporation

## 公司注册证书

### Companies Act, 1965 Borang 9 (form 9)



**SSM**  
SURUHANJAYA SYARIKAT MALAYSIA  
COMPANIES COMMISSION OF MALAYSIA

**BORANG 9**  
**AKTA SYARIKAT 1965** [Seksyen 16(4)]

No. Syarikat - MyCoID  
123456789

**PERAKUAN PEMERBADANAN SYARIKAT SENDIRIAN**

Dengan ini diperakui bahawa

telah diperbadankan di bawah Akta Syarikat 1965, pada dan mulai dari 19 haribulan Ogos 2016, dan bahawa syarikat ini adalah sebuah syarikat berhad menurut syer dan bahawa syarikat ini adalah sebuah syarikat sendirian.

Dibuat di bawah tandatangan dan meterai saya di Kuala Lumpur pada 19 haribulan Ogos 2016.

### Companies Act, 2016 Section 17



**SSM**  
SURUHANJAYA SYARIKAT MALAYSIA  
COMPANIES COMMISSION OF MALAYSIA  
(Agensi di bawah KPDNHEP)

**COMPANIES ACT 2016** [Section 17]  
(ACT 777)

**CERTIFICATE OF INCORPORATION  
OF PRIVATE COMPANY**

This is to certify that

is, on and from the day of incorporated under the Companies Act 2016, and that the company is a company limited by shares and that the company is a private company.

Dated at KUALA LUMPUR this day of

It acts like a company identity card (IC)  
这就是公司的"IC"

## Details of Company 这是公司成员的资料

### Companies Act 1965 旧制度

#### Form 49

Particulars and changes of  
directors, managers, secretaries  
董事，经理，秘书资料

### Companies Act 2016 新制度

#### Section 14

Details of the companies,  
directors,  
shareholders/members  
公司，董事和股东资料

#### Section 58

Changes of particulars of  
directors, managers and  
secretaries  
更新公司董事，经理及秘书个人资料



# Shareholders, allotments of shares and issued share capital

这是公司股东，股份相关文件

**Companies act, 1965**  
旧制度

Form 24  
股东注资文件

Authorized capital  
资本额限

Paid up capital  
实缴资本

**Companies act, 2016**  
(Effective from 31<sup>st</sup> January 2017)  
新制度

Section 78 (资本注入)  
Section 51 (register of members)  
股东股份详情)

No more authorized capital  
无需资本额限

Paid up capital  
实缴资本



# How to know the total amount of shares capital for company through FORM 24? 如何在 FORM 24得知公司有多少股份?

## Form 24 (Companies Act 1965) 股份与资本旧格式

**Form 24**  
Companies Act, 1965  
Section 54(1)

Company No. \_\_\_\_\_

**RETURN OF ALLOTMENT OF SHARES**

The shares referred to in this return were allotted \*on the \_\_\_\_\_ / \*between the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ and the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_

Shares allotted	Details of Shares		
	Preference	Ordinary	Other Kinds (Specify class)
1. For cash consideration :			
(a) Number of shares .....	Nil	99,990	Nil
(b) Nominal amount of each share ..... RM	Nil	1.00	Nil

Company No : \_\_\_\_\_ Certificate to be given by all Companies

A certificate in the form set out hereunder shall be given by a director and a secretary of every company to which this form is annexed to this form.

**CERTIFICATE**

We hereby certify, in relation to \_\_\_\_\_ that -

(a) the shares referred to in this return were allotted pursuant to a resolution of the \*directors made on \_\_\_\_\_

(b) the shares so allotted do not exceed the authorized capital of the company which is RM \_\_\_\_\_ divided into \_\_\_\_\_ shares of RM 1.00 each;

(c)\* the allottees have agreed and have not withdrawn their agreement to take up the shares so allotted;

~~(e)\* the shares were allotted to the allottees on applications received from them for shares in the company;~~

~~(e) the shares were allotted as fully-paid bonus shares to the existing shareholders;~~

(d) the total issued capital of the company now stands at **100,000 shares** of RM 1.00 each and the total issued capital is RM 100,000.00; and

~~(e)\* by virtue of section 54(2) paragraph 3 of this form is not completed as :-~~

Amount of shares allotment  
资本注入

Total shares that owned by company  
公司总共股份

### Example:

Current shares + shares allotment = total shares  
10 + 99,990 = 100,000



# New share form under Companies act 2016

这就是公司资本和股份新格式

## Section 78

COMPANIES ACT 2016

SECTION 78

RETURN OF ALLOTMENT OF SHARES

Lodging Reference Number :  
Registration No. :  
Name :  
Date of Allotment :  
between the : and :  
Total Current (Cash) :160,000  
Total Current (Otherwise) :0  
Total Current :160,000

**SHARE DETAILS**

Type	Details of Shares	Number of Shares	Price Per Share (RM)	Total Issued Shares (RM)
CASH	ORDINARY	100,000	1.0000	100000.0000

Total Additional Issued (Cash) : 100,000      Total Accumulated Issued (Cash) : 260,000

**Paid up  
capital**  
资本注入

**Total current  
shares that owned  
by company**  
公司总共股份

## Section 51 (register of members)

SECTION 51

REGISTER OF MEMBER

**COMPANY DETAILS**

Lodging Reference Number :  
Registration No. :  
Name :  
Total Issued Shares :160,000

**EOT - EXTENSION OF TIME**

EOT Granted Date :  
EOT Attachment :

**PARTICULAR OF SHAREHOLDERS**

Identification Number	Shareholders Name	Address	Number. Of Shares	Total Shares transfered In	Total Shares transfered Out	Total Final No of Shares	Date of Transfer /Date of Cessation /Update of Profile

**Shareholders and shares details**  
股东股份资料



# **Memorandum & Articles of Association & Constitution**

## **公司章程**

**Memorandum & Article of Association remain valid and enforceable under the Companies Act 2016.**

**公司旧章程现在也适用**



# Registered office – company secretary's office

## 这是你公司秘书注册地址

### Form 44

### Companies Act 1965

FORM 44

*Companies Act, 1965*  
Section 120(1),  
333(1A) and 335(1) (d)

Company No.

**NOTICE OF SITUATION OF REGISTERED OFFICE AND OF OFFICE HOURS AND PARTICULARS OF CHANGES**

To the Registrar of Companies,

↑ hereby gives notice that -

\* as from the date of incorporation the registered office of the company in Malaysia has been situated at § \_\_\_\_\_.

\* as from the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ the registered office of the company in Malaysia has been situated at § \_\_\_\_\_.

\* as from the \_\_\_\_\_ day of \_\_\_\_\_ the situation of the registered office of the company in Malaysia has been changed from ‡ \_\_\_\_\_ to ‡ \_\_\_\_\_.

and as from the \_\_\_\_\_ day of \_\_\_\_\_ the days and hours during which that office is open and accessible to the public have been as follows:

Monday – Friday : \_\_\_\_\_  
Saturday : \_\_\_\_\_

Dated this \_\_\_\_\_ day of \_\_\_\_\_

### Section 46(3)

### Companies Act 2016

**COMPANIES ACT 2016**  
**Section 46(3)**  
**NOTIFICATION OF CHANGE IN THE REGISTERED ADDRESS**

**PARTICULARS OF REGISTERED ADDRESS**

Lodging Reference Number : \_\_\_\_\_

Registration No. : \_\_\_\_\_

Name : \_\_\_\_\_

Firm/Management Name : \_\_\_\_\_

New Registered Address : \_\_\_\_\_

Date Changed: : \_\_\_\_\_

**DECLARATION**

