

## CRITERIA FOR BOARD RESOLUTION

The four basic criteria required by Depository in a corporate investor's Board Resolution are:-

- i. Authorisation for the company to **open and operate CDS account(s)**  
(The phrase "authorisation to open and operate CDS account(s)" is essential as the words 'open' and 'operate' are two different and separate actions, respectively).
- ii. List of **authorised signatories** to execute CDS documents for opening and operation of the CDS account(s)  
(A list of authorised signatories must be provided to enable identification of the persons authorised to execute CDS documents for opening and operation of the CDS account(s) of a corporate body).
- iii. **Mode and manner** of execution by the appointed authorised signatories of CDS documents  
(Where more than one authorised signatory is authorised to execute any CDS documents, the mode and manner of execution must be clearly stipulated in the Board Resolution).
- iv. Whether **affixation** of common seal of the company on all or certain specified CDS documents is required.

The following is an example of a Board Resolution incorporating the above criteria:-

### **RESOLVED:**

1. That authority be and is hereby given to the **Company** to **open** Securities Accounts with Bursa Malaysia Depository Sdn Bhd ("Depository") and to **operate** the Securities Accounts in accordance with the Rules of Bursa Malaysia Depository Sdn Bhd.
2. That until and unless otherwise resolved by the Company's Board of Directors, the following **personnel** be and are hereby authorised to **open** and **operate** the aforesaid Securities Accounts hereinstated:

*The following are some examples of the mode and manner of execution available:*

#### **Example 1**

*That **any one** of the following persons is authorised to execute CDS documents pertaining to the opening and operation of the CDS accounts:*

	<i>Name</i>	<i>Designation</i>
i.	A	CEO
ii.	B	Director
iii.	C	Director
iv.	D	Company Secretary
v.	E	GM

**OR**

**Example 2**

That the following persons are authorised to execute CDS documents **jointly** pertaining to the opening and operation of CDS accounts:

	<b>Name</b>	<b>Designation</b>
i.	A	Director
ii.	B	Company Secretary

**OR**

**Example 3**

That **any two/three/four** of the following persons are authorised to execute CDS documents pertaining to the opening and operation of the CDS accounts:

	<b>Name</b>	<b>Designation</b>
i.	A	Executive Director
ii.	B	Director
iii.	C	Director
iv.	D	Company Secretary
v.	E	Manager

**Note:** It is not mandatory for corporate bodies to affix their common seal on the CDS documents. Affixation of common seal is at the discretion of the corporate body.

- i. If the corporate body wishes to affix its common seal, the ADM must ensure that it is clearly stipulated in the Board Resolution. Alternatively, if the common seal is required in respect of certain documents only, the company must specify the documents upon which the common seal is to be affixed.
- ii. If the Board Resolution does not authorise usage of the common seal i.e. if it is silent, the common seal must not be affixed on any document.