

A foreign registered company can be registered as a foreign company if it desires to establish a place of business or to carry on a business within Malaysia. A foreign company is capable of holding immovable property in Malaysia, subject to other legislation.

A foreign company shall register with the Companies Commission of Malaysia (CCM) by providing the following information:

- (a) the name, identification, nationality and the ordinary place of residence of every shareholder in Malaysia and, if any of these persons is a body corporate, the corporate name, place of incorporation or place of origin, registration number and the registered office of the body corporate;
- (b) the name, identification, nationality and the ordinary place of residence of every person who is appointed as a director of the foreign company in Malaysia;
- (c) the list of its shareholders or members at its place of origin;
- (d) in the case of a foreign company with share capital, the details of class and number of shares at its place of origin;
- (e) in the case of a foreign company limited without share capital, the amount up to which the member undertakes to contribute to the assets of the foreign company at its place of origin in the event of its being wound up;
- (f) the name and address of a person who is a resident in Malaysia, who is appointed by the foreign company as its agent under a memorandum of appointment or power of attorney; and
- (g) a statutory declaration in the prescribed form made by the agent of the Company.

A foreign company shall appoint a person as its agent. The agent shall be answerable for the doing of all such acts, matters and things, as are required to be done by the Company by or under the Companies Act, 2016. The agent shall be personally liable to all penalties imposed on the company for any contravention of the Companies Act, 2016 unless he satisfies the court hearing the matter that he should be not so liable. An agent or the foreign company may lodge with the CCM a notice in writing that the agent has ceased to be the agent.

A foreign company shall have a registered office within Malaysia and the office shall be opened and accessible to the public during ordinary business hours.

A foreign company shall lodge with the CCM once in every calendar year a return in the form prescribed by regulations not later than thirty (30) days from the anniversary of its registration date. A foreign company shall within two months of its annual general meeting lodge with the CCM a copy of its last financial statements (the foreign company's balance sheet and its annex and the branch's audited financial reports).

If a foreign company ceases to have a place of business or to carry on business in Malaysia, it shall within seven days after so ceasing lodge with the CCM notice of that fact. The CCM shall upon the expiration of twelve months after the lodging of the notice remove the name of that foreign company from the register.

### **The Branch Register**

A foreign company which has a share capital and has any members who is resident in Malaysia, shall keep at its registered office in Malaysia a branch register for the purpose of registering shares of members resident in Malaysia who apply to have the shares registered therein.

### **Legislation**

The provisions in the Companies Act 2016 applicable to Foreign Companies can be found under Part V, Division 1, Sections 561 to 579.



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