

(3) The company and every officer who contravene subsection (2) commit an offence and shall, on conviction, be liable to a fine not exceeding ten thousand ringgit and, in the case of a continuing offence, to a further fine not exceeding five hundred ringgit for each day during which the offence continues after conviction.

Interim liquidators

440. (1) Where the directors of a company have made a statutory declaration that—

- (a) the company cannot by reason of its liabilities continue its business; and
- (b) the meetings of the company and of its creditors have been summoned for a date within thirty days of the date of the declaration,

the directors shall forthwith appoint an approved liquidator to be the interim liquidator after the statutory declaration has been lodged with the Registrar and with the Official Receiver.

(2) An interim liquidator shall have all the functions and powers of a liquidator in a creditors' winding up subject to such limitations and restrictions as may be prescribed by the rules relating to winding up.

(3) The appointment of an interim liquidator under this section shall continue for thirty days from the date of his appointment or for such further period as the Official Receiver may allow in any particular case or until the appointment of a liquidator, whichever occurs first.

(4) Notice of the appointment of an interim liquidator under this section together with a copy of the declaration lodged with the Registrar shall be advertised within fourteen days of the appointment of the interim liquidator in one widely circulated newspaper in Malaysia in the national language and one widely circulated newspaper in Malaysia in the English language.

(5) An interim liquidator shall be entitled to receive such salary or remuneration by way of percentage or otherwise as is prescribed under the winding up rules.

Date of commencement of winding up

441. (1) A voluntary winding up shall commence—

- (a) where an interim liquidator has been appointed before the resolution for voluntary winding up is passed, at the time when the declaration referred to in section 440 is lodged with the Registrar; and
- (b) in any other case, at the time of the passing of the resolution for voluntary winding up.

(2) A copy of the declaration referred to in paragraph (1)(a) shall be lodged with the Official Receiver.

Effect of voluntary winding up

442. (1) The company shall cease to carry on its business from the commencement of the winding up except so far as is required in the opinion of the liquidator for the beneficial winding up.

(2) Notwithstanding anything to the contrary in the constitution, the corporate state and corporate powers of the company shall continue until it is dissolved.

(3) Any transfer of shares, not being a transfer made to or with the sanction of the liquidator, and any alteration in the status of the members made after the commencement of the winding up, shall be void.

Declaration of solvency

443. (1) Where it is proposed to wind up a company voluntarily, the director or in the case of a company having more than one director, the majority of the directors may—