

Regulators' Guide on Transactions by Directors & Practical Issues and Solutions



COURSE OBJECTIVES

☑ To highlight the provisions of the Companies Act 1965 relating to transactions involving directors ranging from loan to directors, acquisition from directors, disposal to directors, issuance of shares by directors, etc.

☑ To guide participants to identify the obligations and restrictions imposed on directors of a company.



COURSE OUTLINE

- ❖ Review the statutory requirements in the discharge of the directors' duties.
- ❖ Discuss the extent of disclosure of interest in contracts, property and offices (new S131(7A)(7B), S131A(1)(2) of the CA1965).
- ❖ Understand the rule on prohibited financial assistance and instances where they are permitted.
- ❖ Discuss the division of powers between directors and shareholders in general meeting in relation to property transaction and issuance of shares.
- ❖ Examine the permitted dealings by directors, use of company information and understanding the application of the new S132(2) of the CA1965.
- ❖ Exclusive session to discuss practical issues and case studies relating to transactions by directors.

SPEAKERS

NORHAIZA JEMON is a Senior Legal Researcher in the Corporate Development and Policy Division of Companies Commission of Malaysia (SSM). She joined SSM as a researcher in July 2004 and served the Corporate Law Reform Committee focusing on areas of research on private companies, alternative business vehicles and sanctions. Prior to that, she was the Deputy Manager, Technical and Research Department of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). Her areas of research include corporate laws, corporate governance and company secretarial practice issues. *Norhaiza* graduated with LL.B (Hons.) from Coventry University, United Kingdom. ***

MS LEONG OI WAH is the Director of Corporate Development of Epsilon Advisory Services Sdn Bhd, a company specialised in providing the full range of corporate secretarial and advisory services. She is a Fellow Member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and has more than 20 years of experience in handling corporate secretarial matters in the profession and the corporate sector.

Oi Wah currently handles a portfolio of 12 listed companies ranging from Main Board to MESDAQ Market and is involved in advisory on corporate secretarial requirements including corporate restructuring and compliance with various regulatory bodies such as the Registrar of Companies, Bursa Malaysia Securities Berhad ("Bursa Securities"), Securities Commission and other authorities.

Oi Wah has served on the Task Force set up by Bursa Securities on Corporate Disclosure Best Practices in developing a best practices handbook to assist and guide companies listed on Bursa Securities in meeting the continuous disclosure obligations under the Bursa Securities Listing Requirements and the securities laws. *Oi Wah* has conducted training courses organized by MAICSA, CPA Australia, Research Institute of Investment Analysts Malaysia, Securities Industry Development Centre and Asian Centre for Corporate Training. ***

PROGRAMME DETAILS

Date : 5 March 2009, Thursday
7 September 2009, Monday

Time : 9.00am – 5.00pm

Venue : SURUHANJAYA SYARIKAT MALAYSIA
Level 19, Putra Place
100 Jalan Putra
Kuala Lumpur

Course : RM300
Fee : (inclusive of seminar materials,
certificate of attendance and
refreshment)

Registration Form



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COURSE FEE
RM300

Use one form for each participant. Please print or type details clearly. This form can be downloaded from SSM's website at www.ssm.com.my. Kindly make copies if more forms are needed.

Yes, please register me for the above seminar on **5 March 2009, Thursday**; or
 7 September 2009, Monday

Participant and Payment Details

Name :	Office Tel. No. :
I/C No. :	Fax No. : Mobile No. :
License Secretary No. :	Email Address :
Professional Body Name & Membership No. :	<input type="checkbox"/> I/We enclose Cheque/Bank Draft/Money Order/Postal Order for amount of RM _____ (non-refundable and made payable to 'SURUHANJAYA SYARIKAT MALAYSIA' <i>[Please indicate participant and company's name and event code on the reverse of the cheque].</i>
Designation :	Fax your registration form and send your payment to:
Company :	COMTRAC (Companies Commission of Malaysia Training Academy) Level 11, Putra Place, 100 Jalan Putra 50622 Kuala Lumpur
Address :	Tel : 03-40479681 (Farah) / 5009 (Zila) / 9658 (June) and 6018 (Zalina) Fax : 03-40476052/6334 Email: comtrac@ssm.com.my

ABOUT THE ORGANISER

COMTRAC (Companies Commission of Malaysia Training Academy) commenced operation in April 2007 to function as the education and training arm of Companies Commission of Malaysia (Suruhanjaya Syarikat Malaysia [SSM]). COMTRAC undertakes a crucial role in enhancing the skills and competencies of its employees and elevating and promoting ethical business and good corporate governance values to business and corporate community. Please visit www.ssm.com.my to find out more about COMTRAC and its training programmes.

TERMS AND CONDITIONS

Registration is on a first-come-first-served-basis. All registrations MUST be accompanied with the full payment. Admittance will not be permitted unless payment or a letter of guarantee is received. There is no refund policy for cancellation. A substitute participant is welcome. However extra charges will be imposed where there is a difference in fee for the substitute. If a participant fails to attend a programme, the registration fee will not be refunded nor allocated to another programme. Postponement/replacement is allowed if SSM is notified within three (3) working days prior to the programme. All postponements/replacements must be made in writing and acknowledged by SSM. Any replacement of certificate due to errors in name or identification card number wrongly filled by participant/representative during registration or loss of certificate will be charged RM30.00 per-copy for administration cost. SSM retains the right to postpone the date/place and cancel program due to any unforeseen circumstances that may arise. In cases of cancellation, full refund will be returned to participants. Please advise us if you need an invoice otherwise the registration form serves as our official invoice.