PRACTICAL GUIDE FOR COMPANY SECRETARIES

COURSE INTRODUCTION
Company secretaries must have a good understanding of the provisions of the Companies Act 2016 ("Act") in order to guide the company and its directors on the compliance matters under the Act as well as to craft new secretarial procedures to meet the deadlines as set out in the Act. The Companies Commission of Malaysia Act 2001 gives power to the Companies Commission of Malaysia ("SSM") to issue guidelines, practice notes, directive, notices or circulars ("Subsidiary Legislations") as it considers appropriate and may impose any condition or restriction as SSM thinks fit. Section 610 of the Act gives powers to SSM to determine the particulars, form and manner of information contained in documents required to be lodged under the Act. This means that the company secretaries have to be constantly vigilant of the new Subsidiary Legislations issued by SSM, understand the new provisions and how to apply it.

COURSE OBJECTIVES
This course allows participants to quickly obtain the basic, yet comprehensive essential company secretarial procedures on the routine assignments on administration of companies, dealing with pre-emptive rights to new shares, declaration of dividend and handling the subsidiary legislations issued by the Registrar of Companies.

COURSE CONTENTS
- Administration of Companies
  - Publication of name and company number.
  - Documents to be kept at registered office.
  - Register of Members – when to record beneficial interest.
  - Annual Return – Step by step guide to completing the return.
- Pre-emptive rights to new shares
  - Circumstances of application of pre-emptive rights.
  - Procedures on undertaking a rights issue for a private company.
- Declaration of dividend
  - Assessment of solvency.
  - Who has powers to declare dividend.
  - Significance of declaration date and payment date.
- Practice Directives (PD), Practice Notes (PN) and Guidelines
  - PD 1/2017: Documents under the Companies Act 2016, the lodgement requirements and related matters.
  - PD 2/2017: Notification of change in the business address and/or nature of business.
  - PD 3/2017: Qualifying criteria for audit exemption for certain categories of private companies.
  - PD 5/2018: Lodgment of annual return and changes or updates of particulars of a company to be lodged in the annual return.
  - PN 2/2018: Circumstances and procedures for rectification of documents lodged and registered with the Companies Commission of Malaysia.
  - PN 5/2019: Queries issued on documents and applications lodged with the registrar.
  - Guidelines on company limited by guarantee.
  - Guidelines on striking off and reinstatement.
  - Guidelines relating to practicing certificate for secretaries under section 241 of the Companies Act 2016.

LEARNING OUTCOME
By attending this course, the participants will be able to:
- Have a better understanding on some of the administrative requirements of the Act and the implications for non-compliance.
- Assist directors on the preparation of relevant documents to support the basis for arriving at the decision that a company is solvent upon the distribution of dividend.
- Take-away sample resolutions, letters and documents for reference.

WHO SHOULD ATTEND
Company secretaries, lawyers, accountants, corporate consultants.

ABOUT THE TRAINER
Leong Oi Wah is a Fellow Member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and has more than 30 years of experience in handling corporate secretarial matters in the profession and the corporate sector.

Oi Wah is also involved in advisory on corporate secretarial requirements including corporate restructuring and compliance with various regulatory bodies such as the Companies Commission of Malaysia, Bursa Malaysia Securities Berhad, Securities Commission and other authorities. She is an approved trainer with Pembangunan Sumber Manusia Berhad and does regular training for the Companies Commission Malaysia Training Academy and other professional bodies.

ADMINISTRATIVE DETAILS

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<th>VENUE</th>
<th>EVENT CODE</th>
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<td>13 January 2020</td>
<td>Menara SSM@Sentral, Kuala Lumpur</td>
<td>CEP/KL/20/004</td>
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Time

Training Methodology
Lecture and Case Discussion

Fee
- Fee inclusive of certificate of attendance, compact disc pre-loaded with seminar materials and refreshment.

- RM500.00 Standard
- RM400.00 Licensed Secretary

Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Assoc. & Advocates Assoc. of Sarawak.

CPE points
8
Use one form for each participant. Print or type clearly: This form can be downloaded from SSM’s website at www.ssm.com.my. Kindly make copies if more forms are needed.

Please register me for the below programme:

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<th>DATE</th>
<th>EVENT CODE</th>
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<tr>
<td>13 JANUARY 2020</td>
<td>CEP/20/004</td>
<td>PRACTICAL GUIDE FOR COMPANY SECRETARIES</td>
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**PARTICIPANT DETAILS:** (All details must be completed)

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<th>Name</th>
<th>I/C No.</th>
<th>Licensed Secretary No.</th>
<th>SSM PC No.</th>
<th>Professional Body Name &amp; Membership No.</th>
<th>Designation</th>
<th>Company</th>
<th>Address</th>
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Office Tel. No. __________________ Fax No. __________________ Mobile No. __________________

Email Address __________________________________________________________

(Tax Invoice to be issued in the name of ____________________________)

Name of HR personnel ____________________ Tel. No. __________________

Vegetarian Meal ☐ Other Diet ☐

Payment by cheque no. __________________ amount RM __________________

**PAYMENT**

- Fee is payable to SURUHANJAYA SYARIKAT MALAYSIA
- Payment can be made in cash, cheque, bank draft, credit card, postal order or money order.
- Each programme fee must be paid separately.
- Only cheque issued by company/firm can be accepted. Companies/Firms that issue a non-valid cheque will be blacklisted.
- Personal cheque will not be accepted.
- On the reverse of each instrument of payment, please indicate the participant(s) name (maximum 5), License Secretary no. / Professional Body name (if any), programme date, event code and invoice number (if any).
- Attach with a copy of the Registration Form (if payment made before the programme date) or Invoice (if payment made after the programme date) when submitting payment.
- Payment can be made at SSM, Level 17, Menara SSM © Sentral, Kuala Lumpur and at all SSM branches in Malaysia.

**PROGRAMME FEE**

Fee is inclusive of certificate of attendance issued by the Companies Commission of Malaysia (SSM), training materials, refreshments and lunch (where applicable).

**TERMS & CONDITIONS**

Registration is on a first-come-first-served-basis. No walk-in accepted. All registrations MUST be submitted to SSM accompanied with the full payment five (5) working days before the programme. Admittance will not be permitted unless payment or letter of guarantee is received. Participant will be issued a Certificate of Attendance upon full attendance of the programme and payment is received.

- **Cancellation**
  - No refund is entertained if participant decides to cancel their registration, but a substitute is welcome. Written notification of substitute’s name must be received by COMTRAC at least three (3) working days prior to programme. Any difference in fee will be charged accordingly. In cases of cancellation/postponement of programme by COMTRAC, the registration fee will be refunded.

- **Transfer**
  - No refund is entertained if participant fails to attend a programme. Transfer of registration fee to another programme is not allowed.

- **Replacement Of Certificate**
  - SSM will charge an administrative fee of RM30.00 per copy for any replacement of certificate due to errors in name or identification card number wrongly filled by participant / representative during registration or loss of certificate, etc.

**DISCLAIMER**

SSM reserves the right to cancel programme, change date(s), venue(s), speaker(s) or any other changes due to unforeseen circumstances that may arise without prior notice to participants. Upon submitting the registration form, you are deemed to have read and accepted the terms and conditions. Suruhanjaya Syarikat Malaysia is registered as a training provider with PSMB under KERAJAN1846.

**PERSONAL DATA PROTECTION NOTICE**

Your personal data and other information provided in this application and including any additional information you may subsequently provide, may be used and processed by COMTRAC / SSM as a reference in future to communicate with you on our training programmes/ events. In line with the Personal Data Protection Act 2010, we wish to obtain your agreement and consent for using your personal data. If you do not consent to the processing and disclosure of your personal data, you should send an e-mail to us at comtrac@ssm.com.my