

DIRECTOR – APPOINTMENT AND REMOVAL

COURSE INTRODUCTION

A person who has consented to act and is not disqualified from holding office as a director may be appointed to the position of director by the Board or members of the Company. Companies Act 2016 (“Act”) gives the flexibility to the Board of a private company to set the terms of his appointment. The Director shall then hold office in accordance with such terms or until he ceases to be a director on his own accord, when disqualified, retires or is removed from office. For removal of a director, Section 206 provides the mechanisms for removal of director before the expiration of the director's period of office and this statutory right is applicable to both private and public company.

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COURSE OBJECTIVES

The objective of this course is to provide a practical guide for participants to understand the provision of the Companies Act and plan the term of office of a director at the time of appointment. The different circumstances where a director's office can be vacated under the law and how a provision in the Constitution can affect the office of the director would be discussed in detail for better understanding of the application and the effect. There will be a step-by-step guide on the actions to take in the removal of a director. This course will also take into account the position of the director who is also a shareholder and if there is a remedy for "unfairly prejudicial conduct" of the company's affairs.

COURSE CONTENTS

- Appointment of director - by Board or members and terms of appointment, appointment by a single resolution.
- Disqualification of director – circumstances, validity of action of disqualified director.
- Retirement of directors – private company's written resolution, retirement by rotation, eligibility for re-election.
- Resignation of director – requirement on notice of resignation and approval of other directors, effective date of resignation.
- Removal of directors – special notice, meeting of members, quorum, resolution.
- Right to be heard for directors of public company against removal.
- Compensation for loss of office.

LEARNING OUTCOME

By attending this programme, the participants will be able to:

- Have a better understanding of the situations where the office of a director may be vacated.
- Take away the procedures and sample notices and resolutions for the removal of director.
- Appreciate that a director can be compensated for the loss of office in certain situation.

WHO SHOULD ATTEND

Directors, company secretaries, auditors and accountants of listed companies.

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 Registrar of Companies, 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. She is also co-author of "Company Meetings, Minutes and Resolutions in Malaysia" published in 2021 by the Malaysian Current Law Journal.

ADMINISTRATIVE DETAILS

DATE	PLATFORM		EVENT CODE
20 January 2022	Webinar @ Microsoft Team		008/22/CEP/WEB
Time	9.00 a.m. - 5.00 p.m.		
Training Methodology	Lecture and Case Discussion		
Fee	RM400.00	Standard	
	RM500.00	Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Assoc. & Advocates Assoc. of Sarawak.	
SSM CPE Points	8 points		

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Strictly via online registration at
<https://e-comtrac.ssm.com.my>

NEW USER (First Time Login)

Click on Sign Up

Key in Registration Information

Click on Register

Key in Username and Password

Click on Sign Up

EXISTING USER of SSM EzBiz

Key in Username and Password

Click on Sign Up

Select event code
xxx/22/CEP/WEB

Check on Available Seat

Click on Add Participant

Key in participant's information

Click on Submit

Check participant's details

Click on Submit Payment

Note: Please submit your application within 15 minutes. Otherwise the system will automatically cancel your transaction and you will lose your seat(s). Please re-apply if you wish to proceed.

Full payment shall be made at the point of registration.

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