

2022

SSM Webinar



DIRECTORS' CONFLICT OF INTERESTS:

How Company Secretary is to Advise

DIRECTORS' CONFLICT OF INTERESTS:

How Company Secretary is to Advise

COURSE INTRODUCTION

There is a position of trust placed on the director upon his appointment to the Board. He must therefore avoid situations in which his own interest conflict with those of the company. It is enshrined in the Companies Act 2016 that the duty of a director is to disclose all conflict of interest and avoid conflict unless the company releases the director from that duty. Non-disclosure of a conflict of interest can lead to criminal action, so it is essential for the company secretary to understand the duties of the director and to advise accordingly.

COURSE OBJECTIVES

This course offers insights into the potential conflict of interest faced company individual directors and the board as a whole when making decision for the company. It will guide the secretary to identify the factors that constitute a conflict of interest and from there, to advise the directors accordingly on the statutory obligations imposed on the director in terms of disclosure and their fiduciary duties towards the company on the transaction that is to be entered by the company. The secretary is also to advise when conflict arises, how the director can either avoid, mitigate, manage and monitor this conflict on an ongoing basis.

COURSE CONTENTS

- Statutory provisions on director's duty in relation to conflict of interest.
- Examples of conflict of interest.
- Penalties for breaching the duty to avoid conflict of interest.
- Step to avoid, mitigate, manage and monitor the conflict of interest.
- Mechanisms available to the board of directors in assessing and dealing with conflict of interest.
- Application and extent of the duty to persons connected to directors.

LEARNING OUTCOME

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

- Understand the legal requirements on disclosure of conflict and even potential conflict.
- Identify potential conflict of interest.
- Appreciate frameworks when addressing conflict of interest.
- Identify the role of the directors and the Board in managing conflict of interest.
- Assess the legal ramifications of failing to address conflict of interest.

WHO SHOULD ATTEND

Company secretaries, company directors, CEOs, lawyers, accountants and 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.

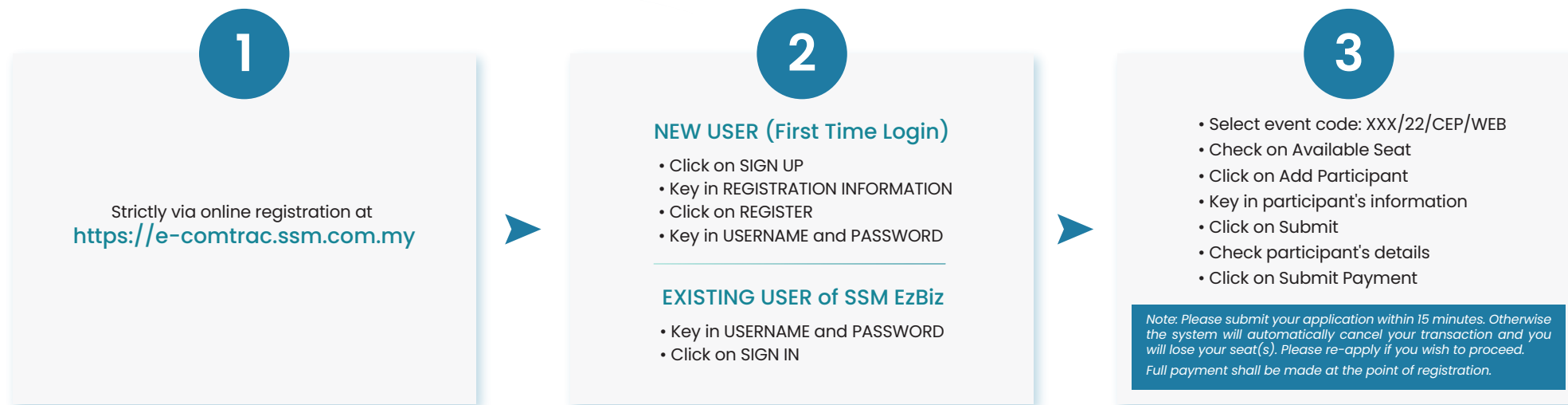
Oi Wah is also involved in advisory on corporate secretarial requirements including corporate restructuring and compliance with various regulatory bodies such as the Registrar of Companies, Bursa Malaysia Securities Berhad, Securities Commission and other authorities. She is an approved trainer with HRD Corp. 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.

DIRECTORS' CONFLICT OF INTERESTS: How Company Secretary is to Advise

ADMINISTRATIVE DETAILS

Date	29 November 2022
Platform	Virtual platform
Time	9.00 am – 5.00 pm
Training Methodology	Lecture and case discussion
Fee	RM500.00 – Standard RM400.00 – Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Assoc. & Advocates Assoc. of Sarawak.
SSM CPE Points	8 points

HOW TO REGISTER?



TERMS & CONDITIONS

for Registration of Training Programmes under COMTRAC

All registrations MUST be applied through e-COMTRAC. Upon submitting the registration application, you are deemed to have read and accepted the terms and conditions.

A participant is allowed to attend ONE programme per day to be eligible for certificate of attendance. Request for refund will not be entertained if you have registered for more than one programme per day.

No walk-in is accepted and no admission to the training programme without the confirmation slip for classroom training.

Webinar Access Link

A notification e-mail with the webinar access link will be sent at least 1 day before the commencement of the webinar. The access link is unique for registered participants and should not be forwarded or shared with others.

Certificate of Attendance

Participant will be issued a Certificate of Attendance upon full attendance of the programme and payment is received. 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.

Cancellation / Absent

No refund application is entertained if participant decides to cancel his registration or fails to attend a programme. Replacement of registered participant is not allowed.

Transfer

Transfer of registration fee to another programme is not allowed.

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.

Copyrights

The materials of the training programme are solely for participants' personal use. No part of these materials may be stored, reproduced or transmitted in any form or by any means, including photocopying, e-mailing and recording, without the written permission of the author or The Companies Commission of Malaysia (SSM). Information contained in these documents is understood to be correct at the time of writing. The assessments and views expressed in these materials shall be treated/ regarded purely for public information and discussion and it does not constitute formal advice. The views provided are for general information to provide better clarity and understanding of the subject matter. It should not be relied upon as an alternative to specific legal advice from your lawyer or other professional service provider. If you have any specific issues and/ or questions about any legal matter, you should consult your lawyer or other professional service provider. In no event shall the Companies Commission of Malaysia (SSM) be liable for any damages, whether in an action of contract, negligence or other tort, arising from the contents in these materials.

Human Resources Development Corporation

Suruhanjaya Syarikat Malaysia is registered as a training provider with HRD Corp under GOV1000117857. This training is claimable under SBL Scheme (employer needs to apply for grant at least one day before the commencement of training).

Disclaimer

SSM reserves the right to cancel the programme, change date(s), venue(s), speaker(s) or any other changes due to any unforeseen circumstances that may arise without prior notice to participants. SSM also reserves the right to make alternative arrangements without prior notice. SSM accepts no responsibility for death, illness, injury, loss or damage of any property belonging to, or financial loss by any persons attending the programme, whatever the cause. SSM shall not be responsible for any costs, damages or losses incurred by participants due to the changes and / or cancellation. SSM is not responsible for the integrity of participants' computer or device, your internet signal bandwidth, or any other consideration outside of the control of SSM.

SSM shall not be responsible for any problems or technical malfunction, including, without limitation, the acts, omissions, problems or malfunctions of any telephone network or lines, computer online systems, servers, computer equipment, software, failure of e-mail, traffic congestion on the internet or at any web or combination thereof.

All information contained in the brochure is correct and accurate at the time of publication.

COMPANIES COMMISSION OF MALAYSIA TRAINING ACADEMY & KNOWLEDGE MANAGEMENT DIVISION



Companies Commision of Malaysia

Level 12, Menara SSM@Sentral
No.7, Jalan Stesen Sentral 5
Kuala Lumpur Sentral
50623 Kuala Lumpur.



+603 2299 4906 / 4440 / 4441 / 5308



comtrac@ssm.com.my