

COMPANIES ACT 2016. PRACTICAL GUIDE FOR COMPANY SECRETARIES

COURSE INTRODUCTION

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. The provisions of the Companies Act 2016 (“the Act”) on certain administrative matters, issuance of shares and distribution of dividends differs from the repealed Companies Act 1965, so company secretaries should understand the new provisions and ensure compliances with the new provisions.



COMPANIES ACT 2016.

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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.
- Annual Return – Step by step guide to completing the return.

Beneficial Ownership (“BO”)

- Identifying the BO.
- Obtaining the BO information.
- Verifying the BO information.
- Updating the Register of BO.

Issue of new shares

- Powers of shareholders and directors to issue 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.
- PD 7/2020: Lodgement of Annexure on BO information of Annual return lodged under section 68 of the Companies Act 2016.
- PN3/2018: Clarification on application for Extension of time under the Companies Act 2016.
- PN 4/2018: Procedures on resignation of secretary under section 237 of the Companies Act 2016.
- PN 5/2019: Queries issued on documents and applications lodged with the registrar.
- PN 6/2019: Procedures for rectification of documents lodged and registered with the Companies Commission of Malaysia.



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- Guidelines on company limited by guarantee.
- Guidelines on striking off under section 549(a) of Companies Act 2016.
- Guidelines for application to reinstate company under section 555(1) of Companies Act 2016.
- Guidelines relating to practicing certificate for secretaries under section 241 of the Companies Act 2016.
- Guideline for the Reporting Framework for Beneficial ownership of Legal Persons.

LEARNING OUTCOMES

By attending this course, 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 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.

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ADMINISTRATIVE DETAILS



Date	09 January 2024 25 June 2024
Platform	Virtual platform
Training Methodology	Lecture
Fee	RM500.00 Standard RM400.00 Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.
SSM CPE Points	8 Points

HOW TO REGISTER?

STEP 1

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

STEP 2

NEW USER (First Time Login)

- Click on **SIGN UP**
- Key in **REGISTRATION INFORMATION**
- Click on **REGISTER**
- Key in **USERNAME** and **PASSWORD**

EXISTING USER

- Key in USERNAME and PASSWORD
- Click on SIGN IN

STEP 3

- Select training
- 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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TERMS & CONDITIONS FOR REGISTRATION OF TRAINING PROGRAMMES UNDER COMTRAC

Payment Mode

- All training programmes registrations MUST be applied through e-COMTRAC. Upon submitting the registration application, participant is deemed to have read and accepted the terms and conditions herein.
- Payment by cash and cheque is not acceptable effective from January 2021.

Webinar Access Link

- A notification e-mail with the webinar access link will be sent at least 24 hours 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.
- 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.
- 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 will be given to participant who failed to attend the programme.
- Replacing registered participant is not allowed.

Transfer

- Transfer of registration fee to another training programme is not allowed.

Human Resources Development Corporation

Suruhanjaya Syarikat Malaysia is registered as a training provider with HRD Corp under GOV1000117857. All trainings are claimable under SBL Scheme subject to HRD Corp approval. Participant's employer needs to apply for grant at least one day before the commencement of training.

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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.

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

COMPANIES COMMISSION OF MALAYSIA TRAINING ACADEMY & KNOWLEDGE MANAGEMENT DIVISION

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