

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.



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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 OUTCOMES

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.



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ADMINISTRATIVE DETAILS

| | |
|----------------------|---|
| Date | 18 July 2024 |
| Platform | Virtual platform |
| Time | 9.00AM – 5.00PM |
| Training Methodology | Lecture and case discussion |
| 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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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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COMPANIES COMMISSION OF MALAYSIA TRAINING ACADEMY & KNOWLEDGE MANAGEMENT DIVISION

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