



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2016 (“the Act”) on certain administrative matters, issuance of shares and distribution of dividends differs from the repealed Companies Act 1965, so company secretaries should understand the new provisions and ensure compliances with the new provisions.

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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.
- Updating the MyCoID Register of Members.

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.

Distribution of dividend

- What is available profit?
- 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 (Revised): Documents under the Companies Act 2016, the lodgement requirements and related matters.
- PD 2/2017 (Revised): Notification of change in the business address and/or nature of business.
- PD 5/2018: Lodgement 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.
- PD 9/2024 (Revised) – Lodgement of Beneficial Ownership Information under the Companies Act 2016 Through e-BOS.
- PD 10/2024: Qualifying criteria for audit exemption for certain categories of private companies in Malaysia.
- 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.



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COURSE CONTENTS



- PN 6/2019: Procedures for rectification of documents lodged and registered with the Companies Commission of Malaysia.
- PN 7/2024: Publication or Advertisement on the Official Website of SSM In Lieu of Any Information Required to be Published or Advertised under the Companies Act 2016
- 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 programme, 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 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 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.

AUDITORS, FINANCIAL STATEMENTS AND DIRECTORS' REPORTS

ADMINISTRATIVE DETAILS

Date	7 January 2025
Platform	Virtual platform
Time	9.00 am - 5.00 pm
Training Methodology	Lecture and case discussion
	RM500.00 Standard
Fee	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 01

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

STEP 02

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 03

- 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

PROGRAMME FEE

- Fee is payable to SURUHANJAYA SYARIKAT MALAYSIA.
- Admittance to training programme shall be granted only upon registration and full payment is received.

PAYMENT MODE

- Registrations and payment for training programmes MUST be made through online at e-COMTRAC (<https://e-comtrac.ssm.com.my>). Upon submitting the registration application, participants are deemed to have read and accepted the terms and conditions herein.
- Payment by cash and cheque is not acceptable effective from January 2021.

CLASSROOM TRAINING

- For classroom-based training, a confirmation e-mail will be sent to participants at least 1 working day prior to the programme.
- Participants are required to present Malaysia's identification card (MyKAD/NRIC) and foreign participants are required to present passport at the registration counter for verification and admission to training programme.
- Admittance may be denied upon failure to present identification card / passport.

WEBINAR ACCESS LINK

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

CERTIFICATE OF ATTENDANCE

- Upon full attendance of the programme and payment is received, participants will be issued an e-Certificate of Attendance. For this purpose, it is imperative to fill in the email address correctly.
- Participants can download the e-Certificate of Attendance from e-COMTRAC platform in three (3) working days after the programme. Please take note that the certificate is available for download up to 30 days from the conclusion of the programme. An administrative fee of RM30.00 per copy is chargeable for downloading the certificate after the 30th day and 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 participants who failed to attend the programme.
- Replacing registered participant is not allowed.

TRANSFER

Transfer of registration fee to another training 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.

HUMAN RESOURCES DEVELOPMENT CORPORATION

SSM is registered as a training provider with HRD Corp under GOV100017857. 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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EXCLUSION OF LIABILITY

The speaker(s) or trainer(s) is independent and shall not represent SSM, act as its agent or otherwise represent that their personal views are endorsed by SSM. The assessments and views expressed during the programme are entirely the speakers'/trainers' own. SSM shall not be liable for whatever circumstances arising from any engagement between the speaker(s) or trainer(s) and the participant(s).

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

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