

COMPANIES ACT 2016. PRACTICAL GUIDE FOR COMPANY SECRETARIES

COURSE INTRODUCTION

Company secretaries must have a good understanding of the provisions of the Companies Act 2016 (“Act”) in order to guide the company and its directors on the compliance matters under the Act as well as to craft new secretarial procedures to meet the deadlines as set out in the Act. 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.

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 – when to record beneficial interest.
- Annual Return – Step by step guide to completing the return.

Pre-emptive rights to new 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.
- PN 2/2018: Circumstances and procedures for rectification of documents lodged and registered with the Companies Commission of Malaysia.
- PN 3/2018: 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.
- Guidelines on company limited by guarantee.
- Guidelines on striking off and reinstatement.
- Guidelines relating to practicing certificate for secretaries under section 241 of the Companies Act 2016.

LEARNING OUTCOME

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, 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 Companies Commission of Malaysia, 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.

DATE	VENUE	EVENT CODE
13 January 2020	Menara SSM @ Sentral, Kuala Lumpur	CEP/KL/20/004
10 June 2020	Ipoh, Perak CANCELLED	CEP/IP/20/048
07 July 2020	Palm Hotel, Seremban, Negeri Sembilan	CEP/SBN/20/059
10 September 2020	Ipoh	CEP/IP/20/141
10 November 2020	Johor Bharu	CEP/JB/20/110
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	

Fee inclusive of certificate of attendance, seminar materials and refreshment.



Use one form for each participant. Print or type clearly. This form can be downloaded from SSM's website at www.ssm.com.my. Kindly make copies if more forms are needed. Please register me for the below programme:

DATE	EVENT CODE	PROGRAMME

PARTICIPANT DETAILS: *(All details must be completed)*

Name _____ I/C No. _____

Licensed Secretary No. _____ SSM PC No: _____

Professional Body Name & Membership No. _____

Designation _____

Company _____

Address _____

Office Tel. No. _____ Fax No. _____ Mobile No. _____

Email Address _____
(Please provide your e-mail address as registration confirmation is sent to you via e-mail.)

Tax Invoice to be issued in the name of _____

Name of HR personnel _____ Tel. No. _____

Vegetarian Meal Other Diet _____

Payment by cheque no. _____ amount RM _____

PAYMENT TERMS

- Fee is payable to **SURUHANJAYA SYARIKAT MALAYSIA**.
- Payment can be made in cash, cheque, bank draft, credit card, postal order or money order.
- Each programme fee must be paid separately.
- Only cheque issued by company/firm can be accepted. Companies/Firms that issue a non-valid cheque will be blacklisted.
- Personal cheque will not be accepted.
- On the reverse of each instrument of payment, please indicate the participant(s) name (maximum 5), License Secretary no./Professional Body name (if any), programme date and event code.
- Attach with a copy of the Registration Form (if payment made before the programme date) or Invoice (if payment made after the programme date) when submitting payment.
- Payment can be made at SSM, Level 17, Menara SSM @ Sentral, Kuala Lumpur and at all SSM branches in Malaysia.

PROGRAMME FEE

Fee is inclusive of certificate of attendance issued by the Companies Commission of Malaysia (SSM), training materials, refreshments and lunch (where applicable).

FAX OR EMAIL YOUR REGISTRATION FORM WITH PAYMENT RECEIPT TO:

COMTRAC & Knowledge Management Division, Level 12, Menara SSM @ Sentral, 7 Jalan Stesen Sentral 5, Kuala Lumpur Sentral, 50623 Kuala Lumpur
Tel: +(603) 2299 4440 (Zakhir) / 4441 (Priya) / 5308 (Fuza) Fax: +(603) 2299 4451 / 4452 Email: comtrac@ssm.com.my

TERMS & CONDITIONS

Registration is on a first-come-first-served-basis. No walk-in accepted. All registrations MUST be submitted to SSM accompanied with the full payment five (5) working days before the programme. Admittance will not be permitted unless payment or letter of guarantee is received. Participant will be issued a Certificate of Attendance upon full attendance of the programme and payment is received.

Cancellation

No refund is entertained if participant decide to cancel their registration but a substitute is welcome. Written notification of substitute's name must be received by COMTRAC at least three (3) working days prior to programme. Any difference in fee will be charged accordingly. In cases of cancellation/postponement of programme by COMTRAC, the registration fee will be refunded.

Transfer

No refund is entertained if participant fails to attend a programme. Transfer of registration fee to another programme is not allowed.

Replacement Of Certificate

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.

DISCLAIMER

SSM reserves the right to cancel 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. Upon submitting the registration form, you are deemed to have read and accepted the terms and conditions.

PSMB

Suruhanjaya Syarikat Malaysia is registered as a training provider with PSMB under KERAJAAN1846.

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 get 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.