

PATHWAY FOR BEGINNERS SERIES ON COMPANY LAW AND COMPANY SECRETARIAL PRACTICE

COURSE INTRODUCTION

Pathway for Beginners Series on Company Law and Company Secretarial Practice (CSP) programme is designed and developed for beginners in the company secretarial profession and for those looking for a refresher course. **This programme combines the essential principles of company law in Malaysia under the Companies Act 2016 regime and the practical applications.**

The six topics under this programme for the year 2024 are:

- Company secretary and getting started with companies.
- Constitution, audit and annual return.
- Directors, members and meetings.
- Shares and share capital.
- Cessation of companies.
- Corporate governance for beginners.



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COURSE OBJECTIVES

This programme walks the beginners through the basics of company law and CSP in a simple and plain language. It aims to guide them in understanding key legal principles of company law and learn the practical aspects and functions of a company secretary. Participants will acquire the skills to carry out the duties and tasks that have to be performed by a company secretary, think critically about various aspects of Companies Act and its applications. All participants arrive at a similar level and no prior knowledge is assumed.

LEARNING OUTCOME

By attending this course, participants will be able to:

- Develop good understanding of essential principles of company law in Malaysia.
- Learn the basic overview legal framework of the Companies Act 2016.
- Learn the practical applications in administering companies under the Companies Act 2016.
- Identify the scope and apply the role and functions of a company secretary.
- Understand the law and best practice in key functional matters to ensure compliance under the Companies Act 2016.

WHO SHOULD ATTEND

Company secretarial assistants below two years of experience, support staff in secretarial department, personal assistants to company secretary, legal administrators and legal secretaries who are involved in corporate secretarial work.

NOTE TO PARTICIPANTS:

Compulsory to have a copy of Companies Act 2016 as reference at the programme.



1 PATHWAY FOR BEGINNERS SERIES ON COMPANY LAW AND COMPANY SECRETARIAL PRACTICE: COMPANY SECRETARY AND GETTING STARTED WITH COMPANIES

COURSE CONTENTS

COMPANY LAW	CSP
<ul style="list-style-type: none"> • Introduction to business entities – Sole proprietorship, partnership, limited liability partnership, company. • Basic concepts. • Classification of companies. • Company limited by shares. • Company limited by guarantee. • Unlimited company. • Private vs public companies. • Corporate personality. • Lifting the veil of incorporation. • Related companies – holding and subsidiary; ultimate holding; wholly owned subsidiary; related companies. • Company secretary – requirement for a secretary, qualification, disqualification • Anti-Money Laundering, Anti-Terrorism Financing and Proceeds of Unlawful Activities Act 2001 (AMLA) • Foreign companies 	<ul style="list-style-type: none"> • Incorporation of private, public and CLBG • Step-by-step incorporation process. • Conversion from private to public company. • Conversion from public to private company. • Exempt private companies. • Company secretary – appointment, resignation, removal, roles and responsibilities, company secretary and corporate governance. • Know your customer due diligence. • Change of company's name • Common seal • Registration of foreign companies.

ADMINISTRATIVE DETAILS



Date	10 – 11 January 2024	
Platform	Virtual platform	
Time	9.00AM – 5.00PM	
Training Methodology	Lecture, case laws, discussions.	
Fee	RM1,000.00	Standard
	RM800.00	Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.
SSM CPE Points	16 Points	
Trainers	Dr. Chan Wai Meng Samantha Tai Yit Chan	



2 PATHWAY FOR BEGINNERS SERIES ON COMPANY LAW AND COMPANY SECRETARIAL PRACTICE: CONSTITUTION, AUDIT AND ANNUAL RETURN

COURSE CONTENTS

COMPANY LAW	CSP
<ul style="list-style-type: none"> • Basic concepts • Constitution. • Alteration of constitution. • Object clause. • Internal management rules • Contracts – pre-incorporation contracts, provisional contracts and company contracts. • Contracts with promoter. • Contracts with directors. • Contracts of substantial value. • Auditors 	<ul style="list-style-type: none"> • Constitution. • Procedure and lodgement on alteration on object clause. • Procedure and lodgement on alteration of various clauses in the constitution. • Third Schedule • Auditors – procedure for appointment / re-appointment, resignation, removal, remuneration, duties. • Accounts to be kept. • Audit matters. • Preparation and submission of financial statements. • Audit exemption. • Step-by-step preparation and submission of Annual Return.

ADMINISTRATIVE DETAILS



Date	17 – 18 April 2024
Platform	Virtual platform
Time	9.00AM – 5.00PM
Training Methodology	Lecture, case laws, discussions.
Fee	RM1,000.00 Standard
	RM800.00 Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.
SSM CPE Points	16 Points
Trainers	Dr. Chan Wai Meng Samantha Tai Yit Chan



3 PATHWAY FOR BEGINNERS SERIES ON COMPANY LAW AND COMPANY SECRETARIAL PRACTICE: DIRECTORS, MEMBERS AND MEETINGS

COURSE CONTENTS

COMPANY LAW	CSP
<ul style="list-style-type: none"> • Directors – Duties and power. • Contracts with directors. • Loans to directors. • Membership, transfer and transmission. • Members meetings – Notice, venue, quorum and proxy. • Resolution – Ordinary, special, ordinary requiring special notice, written resolutions. • Management review. 	<ul style="list-style-type: none"> • Directors - Appointment, vacation of office, remuneration, etc. • Members - Membership, shareholdings, etc. • Board meetings - Pre, during and post matters. • Members' meetings - Pre, during and post matters. • Types of resolutions.

ADMINISTRATIVE DETAILS



Date	04 – 05 June 2024	
Platform	Virtual platform	
Time	9.00AM – 5.00PM	
Training Methodology	Lecture, case laws, discussions.	
Fee	RM1,000.00	Standard
	RM800.00	Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.
SSM CPE Points	16 Points	
Trainers	Dr. Chan Wai Meng Samantha Tai Yit Chan	



4 PATHWAY FOR BEGINNERS SERIES ON COMPANY LAW AND COMPANY SECRETARIAL PRACTICE: SHARES AND SHARE CAPITAL

COURSE CONTENTS

COMPANY LAW	CSP
<ul style="list-style-type: none">• Share capital.• No par value regime.• Allotment and issuance of shares.• Classes of shares.• Variation of class rights.• Share buyback.• Share financing.• Dividend.	<ul style="list-style-type: none">• Share capital - Types of shares, nature etc.• Preference shares.• Allotment and issuance of shares.• Share certificate.• Transfer and transmission of shares.• Dividend.

ADMINISTRATIVE DETAILS



Date	06 – 07 August 2024
Platform	Virtual platform
Time	9.00AM – 5.00PM
Training Methodology	Lecture, case laws, discussions.
Fee	RM1,000.00 Standard RM800.00 Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.
SSM CPE Points	16 Points
Trainers	Dr. Chan Wai Meng Samantha Tai Yit Chan



5 PATHWAY FOR BEGINNERS SERIES ON COMPANY LAW AND COMPANY SECRETARIAL PRACTICE: CESSATION OF COMPANIES

COURSE CONTENTS

COMPANY LAW	CSP
<ul style="list-style-type: none"> • Basic concepts • Striking off by ROC • Members voluntary winding-up • Liquidator • Management of assets of dissolved companies • Compulsory winding-up • Effects of winding-up 	<ul style="list-style-type: none"> • Striking off by ROC • Members' voluntary winding-up • Liquidator • Management of assets of dissolved companies • Creditors' voluntary winding-up • Compulsory winding-up



Online

ADMINISTRATIVE DETAILS

Date	08 – 09 October 2024	
Platform	Virtual platform	
Time	9.00AM – 5.00PM	
Training Methodology	Lecture, case laws, discussions.	
Fee	RM1,000.00	Standard
	RM800.00	Licensed Secretary. Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.
SSM CPE Points	16 Points	
Trainers	Dr. Chan Wai Meng Samantha Tai Yit Chan Khoo Poh Poh	



6 PATHWAY FOR BEGINNERS SERIES ON COMPANY LAW AND COMPANY SECRETARIAL PRACTICE: CORPORATE GOVERNANCE

COURSE CONTENTS

COMPANY LAW	CSP
<ul style="list-style-type: none"> • Basic concepts. • Why corporate governance • Theories • Safeguards in the Companies Act 2016 	<ul style="list-style-type: none"> • Malaysia Code of Corporate Governance • Green book • Malaysian Code for Institutional Investors • Application to non-public listed companies

ADMINISTRATIVE DETAILS



Date	03 December 2024	
Platform	Virtual platform	
Time	9.00AM – 5.00PM	
Training Methodology	Lecture, case laws, discussions.	
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	
Trainers	Dr. Usharani Balasingam Samantha Tai Yit Chan	



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ABOUT THE TRAINERS

Dr. Chan Wai Meng was an associate professor at the Faculty of Business and Economics, Universiti Malaya before her retirement in October 2023. She lectured company law since she joined the Faculty in 1998, and continues to do so on a part time basis. Wai Meng has published extensively. Among her recent publications on the company law are Essential Company Law in Malaysia: Navigating the Companies Act 2016 and Navigating the Companies Act 2016 for SMEs. She contributed to The Annotated Malaysian Companies Act 2016 published by Sweet & Maxwell Asia. Prior to joining the academia, Wai Meng was in legal practice and in the banking industry for ten years.

Samantha Tai Yit Chan is the Chief Executive Officer of Boardroom Malaysia and Managing Director of Asia, Corporate Secretarial, Boardroom Group. She has more than 30 years of experience in corporate governance and the corporate secretarial industry providing trusted advice on corporate needs to leaders in Malaysia and around the region. Samantha also holds directorships in Malaysian Alliance of Corporate Directors (MACD) and is also a member of the TAR UMT Thought Leadership Committee and Chartered Secretaries and Administrators (MAICSA)

Khoo Poh Poh is a Senior Executive Director, Transaction Advisory Services at Ernst & Young PLT, Malaysia. She has over 25 years of extensive experience in all facets of formal insolvency and corporate rescue mechanism, including judicial management, receivership, liquidation and restructuring of companies in various industries, and specialises in Legal Entity Rationalisation and resolution of regulated entities. She is a member of the Chartered Institute of Management Accountants, Chartered Global Management Accountants, and Malaysian Institute of Accountants (MIA). She is an elected council member of the Insolvency Practitioners' Association of Malaysia, an alternate member of the Insolvency Practitioners' Sub-Committee under MIA, and an active contributing member of the Technical Working Group for Resolving Insolvency, under the Special Task Force to Facilitate Business (PEMUDAH).

Dr. Usharani Balasingam is currently a Senior Lecturer at the Faculty of Law, University of Malaya. Prior to that, her work experience includes being an active legal practitioner of law as an Advocate and Solicitor of the High Court of Malaya. She was also in legal corporate advisory in Kuala Lumpur City Centre Berhad before entering academia. Dr Usha has taught Company Law and Corporate Governance in the Faculty of Law, University of Malaya. She has researched and presented papers in local and international conferences. She has published articles in local and international journals and book chapters in the areas of education, law and ethics. She has also undertaken consultancy and projects in these areas. Dr Usha is a co-author of Navigating Companies Act 2016 for SMEs (2018, Sweet & Maxwell), as well as, Protecting the Elderly Against Abuse and Neglect (UM Press 2017).



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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.

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.

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Disclaimer

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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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