

## **WEBINAR SERIES:**

**Conflict of Interest (“COI”) and  
what can go wrong - Unpacking  
its implications to listed issuers  
and their Directors**

**4 December 2024, Wednesday**

9.00am – 1.00pm

SPEAKER: MR LEE MIN ON

Virtual

Course code: CG041224W1

**Closing date: 3 Dec 2024**



**4 CPD  
HOURS**

## Course Introduction

To promote greater transparency on the Conflict of Interest (“COI”) of key persons in a listed issuer and strengthen accountability and transparency of the Audit Committee (“AC”) in its oversight over COI situations, the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) were amended in May 2023.

The key amendments address issues associated with COI involving Directors and key Senior Management with the listed issuer and its subsidiaries, covering the following:

- enhance existing COI disclosures of a key person of a listed issuer in immediate announcements to Bursa Securities, the annual reports and statement accompanying notices of annual general meetings;
- require disclosure on the nature and extent of any COI or potential COI, including interest in any competing business that the key person has with the listed issuer or any of its subsidiaries;
- expand the scope of the AC’s review of COI situations to include those that arose or persist (in addition to those that may arise) and the measures taken to resolve, eliminate, or mitigate the COI; and
- require the AC to disclose a summary of any COI or potential COI situation within the listed issuer or group that it has reviewed (excluding a related party transaction), and the measures taken to resolve, eliminate, or mitigate such conflicts, in its Audit Committee Report.

COI, if not properly identified, declared and reviewed can compromise governance, for example when transactions (i.e., Related Party Transactions) are entered into by the listed issuer or any of its subsidiaries, the interest of the listed issuer as a group may be compromised or even jeopardised.

In view of the amendments on COI, the Board has the task of developing systems and processes to ensure COI are identified on a timely basis, reviewed, disclosed and mitigated, as the case may be, particularly when the COI leads to contemplated Related Party Transactions.

## Target Audience

Company directors, listed issuers, company secretaries, CEOs, lawyers, accountants, corporate consultants and anyone who interested on the topic

## About the trainer : MR LEE MIN ON

A member of Malaysian Institute of Accountants, Malaysian Institute of Certified Public Accountants and Institute of Internal Auditors Malaysia, Mr. Lee serves as Independent Director of 5 listed companies in Malaysia. He retired from KPMG Malaysia as a Risk Consulting partner after serving the firm for 37 years. He speaks at conferences and seminars on Sustainability Governance & Reporting, Corporate Governance, Enterprise & Fraud Risk Management (including anti-bribery & corruption), Financial & Corporate Reporting, Board Effectiveness Evaluation & Internal Audit.

## Learning Outcomes

The key learning outcomes from this Session are to enable participants to:

- understand what COI is, covering actual and potential COI, and their implications to a listed issuer and its Board of Directors;
- appreciate the need to formalize a Conflict of Interest Framework to enable COI situations to be identified for declaration by Directors and/or key person, including the nature and extent of that COI;
- know how COIs and RPTs should be reviewed to mitigate the risks faced by the listed issuer and/or its subsidiaries;
- be aware of pitfalls to be avoided in handling COIs and RPTs.

## Course Outlines

- Introduction
- Definition and examples of Conflict of Interest (“COI”), including Related Party Transactions
- Who is a key person of a listed issuer?
- COI from the perspective of:
  - The Companies Act 2016
  - The Listing Requirements of Bursa Securities
  - The Capital Markets & Services Act 2007
  - Securities Commission Guidelines on the Conduct of Directors of Listed Corporations and their subsidiaries; and
  - The Malaysian Code on Corporate Governance 2021
- Actual and Potential Conflict of Interest situation – how to identify, declare (nature and extent), disclose, mitigate and report to shareholders via notice accompanying AGM and through the Audit Committee Report
- Case studies: Actual and Potential COI scenarios, and their implications
- Roles of the Audit Committee and the Board on COI and RPTs – developing a Conflict of Interest Framework, including template for declaration and reporting
- What can go wrong with COI and RPTs if not adequately identified and managed?
- Deployment of the Internal Auditors and External Auditors
- Key learning points and takeaways
- Questions and comments

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Retired MAICSA member	225	225	225
MAICSA Member's staff***	520	520	520

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**Attention: Ms Vicky**

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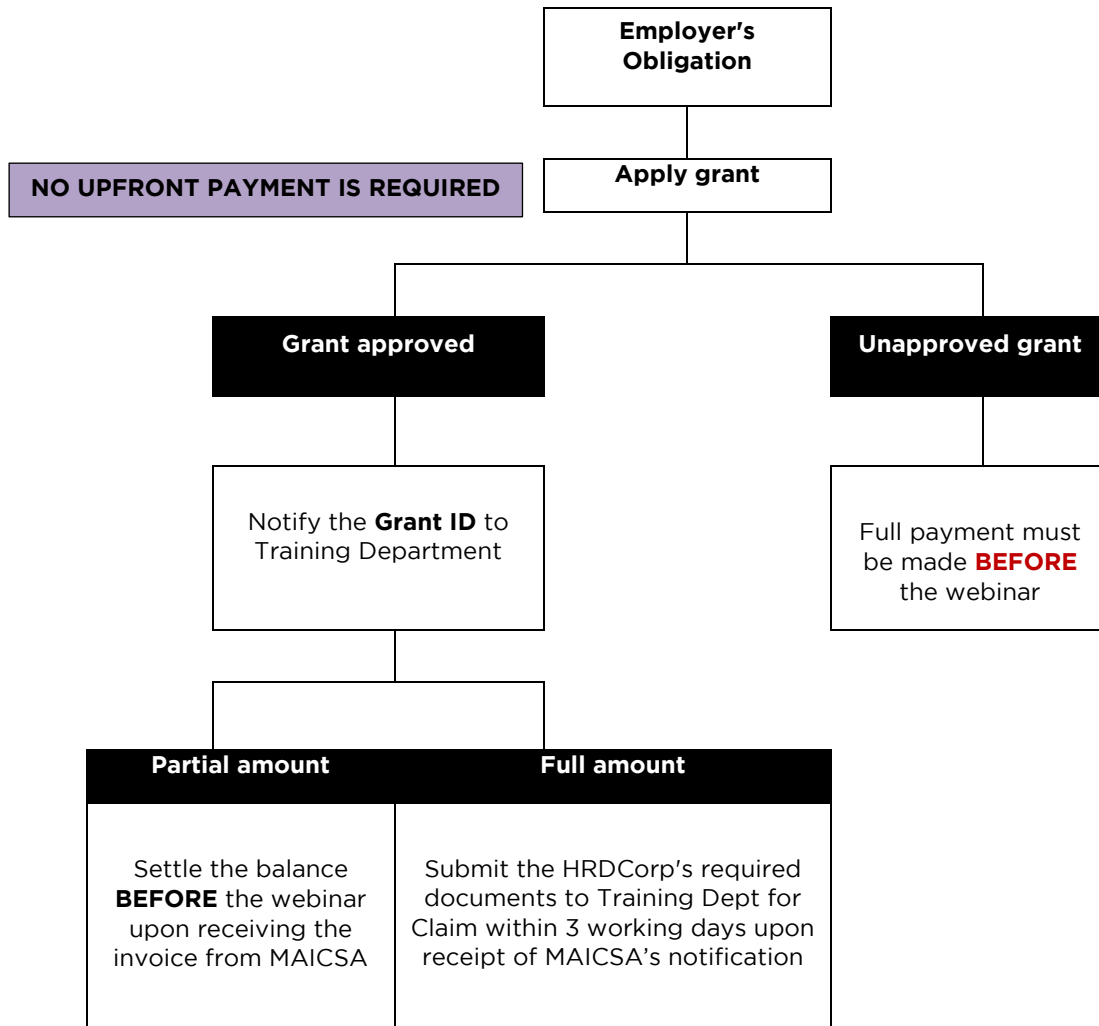
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