

Reviewing the Difference Between a Limited Liability Partnership and a Sdn. Bhd. Company

17 February 2025, Monday

9.00am – 1.00pm

Speaker: MR FOO POH KHEAN
FCIS, (CS) (CGP)

Virtual

Course code: CS170225W1

Closing date: 15 February 2025

**4 CPD
HOURS**

Introduction

Company secretaries may sometimes be perplexed on when a meeting of members is advisable and when a Members' Written Resolution is more practicable on various matters. The Companies Act 2016 ("the Act") has introduced various corporate exercises and decisions which can only be carried out through a members' meeting. However, for private companies, a members' written resolution remain the preferred choice of obtaining members' approval for many matters.

Course objectives

This 4-hours webinar will seek to review and evaluate when a meeting of members (also known as an EGM) is required and preferable and when a Members' Written Resolution is more practical. This evaluation will also cover the essentials of a meeting and the key elements of written resolutions, the rules and procedures involved.

Learning Outcomes

By the end of the webinar, participants will be able to –

- Know when to convene a general meeting and when it is practical to circulate a members' written resolution
- Assist in the convening of a meeting and be aware of the legal requirements
- Develop and draft their own template for resolutions
- Learn how to deal with shareholders and directors in exercising their rights over the minutes and resolutions
- Have a better understanding of the responsibilities and duties involved

Course outline

- The holding of a general meeting for approval of directors' fees and benefits payable, transactions between an unlisted subsidiary whose holding company is a listed company with a related party, payment to a director of a public company for loss of office, use of situations outlined in Section 218 of the Act and voluntary winding up by members.
- Matters which are not allowed to be passed by way of a Members' Written Resolution, namely the removal of auditors, directors and change of auditors
- When a general meeting is preferable and recommended instead of a Members' Written Resolution where there is a prohibition on a shareholder from voting on the resolution
- Who is authorised to convene a general meeting and the notice that must be issued and the entitlement of the attendee.
- The rules relating to the passing of written resolutions which are proposed by the Board or by any member with reference to Sections 301-308.

Who should attend

Company directors, company secretaries, accountants, lawyers, auditors and those who involve in the advisory works.

About the trainer: MR FOO POH KHEAN, FCIS, LL.B (Hons), CLP (CS)(CGP)

Kenneth Foo is an accredited speaker for MIA, MAICSA, CPA Australia and IACS and was a former adjunct lecturer in Tunku Abdul Rahman University of Management & Technology, Kuala Lumpur. He was a former council member of MAICSA and is presently the honorary secretary of the Malaysian Corporate Counsel Association. He has his own practice specializing in corporate solutions, consultation and advice and restructuring of companies. He is also a chartered company secretary since starting his own practice in 1990 until to-date. He is also the co-author of "Companies Act 2016: New Dynamics of Company Law in Malaysia" and "Company Meetings, Minutes and Resolutions in Malaysia" published in 2017 and 2021 respectively by the Malaysian Current Law Journal.

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Category	Early Bird Fee per person (RM) (applicable for participant who register and pay before 3/2/2025)	Normal Fee per person (RM)	Group Fee per person (RM)* (For 3 or more registrations from the same organization)
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Attention: Ms Shafika

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- **NO Letter of undertaking is accepted.**

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