

FAQS Series on Company Secretarial Practice – Common Questions on Company Secretary's Liability / Duties

22 May 2025, Wednesday

9.00am – 1.00pm

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

Virtual

Course code: CS220525W1

Closing date: 20 May 2025

**4 CPD
HOURS**

Introduction

Company secretaries who are in practice are professionals who are expected to discharge their duties in good faith. However, a company secretary as an officer of the company may also be held liable for the company's default where it is proven that the default occurred due to his negligence, default, or breach of duty. A professional may likewise be sued for negligence or a breach of his duties. It is important for company secretaries to be aware of the possible liabilities that could arise in the course of carrying out their duties.

Course objectives

This 4-hours webinar will be assessing the various questions compiled by the speaker related to company secretarial practice and what the liabilities, if any, could arise and the best practices to adopt to deflect or avoid such liabilities.

Learning Outcomes

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

- Realise company secretaries may be liable for negligence or breach of duties
- Improve on their company secretarial practice in various aspects
- Know what best practices to adopt and / or implement
- Reduce their fear of liabilities
- Be confident in their practice

Course outline

This webinar will assess and discuss the following commonly asked questions:

1. Practising in a home-based office & keeping of records
2. Storage of records in electronic or digital format – is it safe?
3. Dealing with documents signed digitally / electronically. Can a signature be replaced by a thumb print?
4. What is deemed to be a complete share transfer instrument
5. Backdating of share transfer – it is allowed?
6. Vacating office as secretary but how about the registered office and what needs to be done when documents are served there
7. Registration of company for holders of MM2H or expatriate work permits – what should be considered
8. In a scenario where Company XYZ (having a piece of land), Director B went missing for certain years, left only Director A in the Company (both are the shareholders holding equal shares). Should the Company Secretary continue filing of Annual Return without obtaining the Directors' Resolution?

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 a regular speaker for MAICSA and was a former adjunct lecturer in University College Tunku Abdul Rahman, 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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Attention: Ms Vicky

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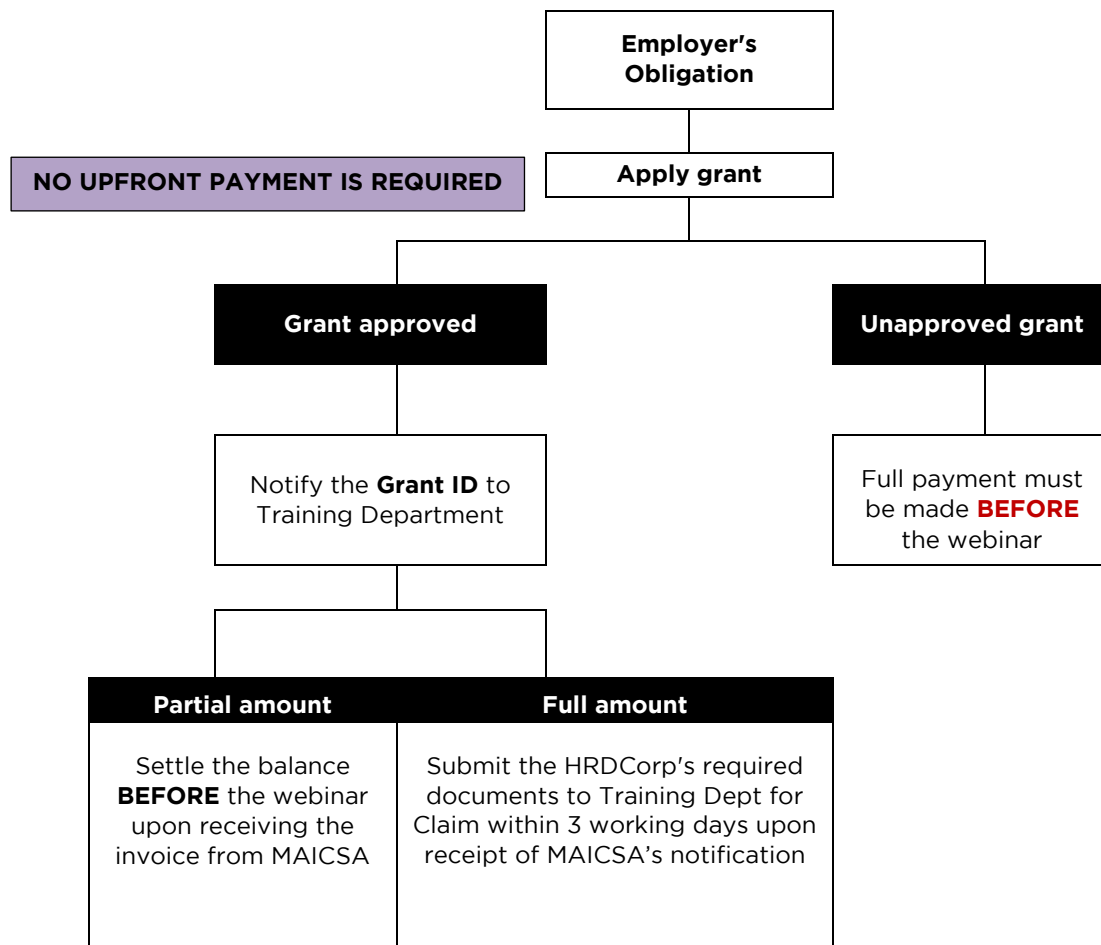
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