

WEBINAR SERIES:

Secretarial Practice Workshop Series -
Incorporation of Companies; Importance
of Ascertaining the Beneficial Ownership
of Companies; Benefits of Having A Company`s
Constitution; Shareholders` Agreement

26 August 2024, Monday

9.00am - 1.00pm

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

Virtual

Course code: CS260824W1

Closing date: 24 August 2024



**4 CPD
HOURS**

Introduction

A company's incorporation is the very first step towards the creation of a company. Bank Negara Malaysia and Suruhanjaya Syarikat Malaysia have issued a joint guidance note on Beneficial Ownership of companies to ensure that company directors are not using companies for money laundering and financing of terrorism activities. In undertaking the incorporation of a company, directors must understand their role and responsibilities as well as discharge their duties to their stakeholders.

Course objectives

This 4-hours webinar will be on company's compliance with the ML/TF rules; post-incorporation matters and due diligence; adoption of a company's constitution and shareholders' agreement (SHA); what to expect from the constitution and SHA; types of share capital that can be issued by a company.

Who should attend

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

Course outline

The webinar will examine and discuss the issues relating to:

- Difference between shareholders and directors and management of a company
- Role of the directors under the Anti-Money Laundering, Anti-Terrorism and Proceeds of Unlawful Activities Act 2001
- Duties of directors during the incorporation process and post-incorporation
- Types of statutory registers and books required to be kept and what directors should know about these statutory registers, their rights of inspections
- Constitution of a company and what should be included
- Shareholders Agreement and the essential clauses
- Share capital and type of shares that can be issued; allotment of shares other than for cash

Learning Outcomes

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

- Becomes aware of Bank Negara and SSM's requirement for customers due diligence requirements and comply with the ML/TF regulations together with the beneficial ownership of companies
- Realize the importance of a company's constitution and how it will ensure a good framework of governance and regulate smooth interaction between directors and shareholders
- Utilize a Shareholders Agreement to minimize disputes, provide oversight over the board of directors and ensure the transparency of decision making in a company
- Make decisions on the share capital structure and issuance of different types of shares

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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| Category | Early Bird Fee per person (RM) (applicable for participant who register and pay before 12/8/2024) | Normal Fee per person (RM) | Group Fee per person (RM)* (For 3 or more registrations from the same organization) |
|--|--|----------------------------|--|
| MAICSA Member/ Affiliate/Graduate/Student | 290 | 340 | 310 |
| Non member | 440 | 490 | 460 |
| Retired MAICSA member | 170 | 170 | 170 |
| MAICSA Member's staff*** | 400 | 400 | 400 |

Fee includes course materials in digital form and e-certificate.

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Attention: Ms Noor Shafika Hassan

- Fee is payable to **MAICSA**

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Upon successfully registration, you are deemed to have read and accepted the terms and conditions.

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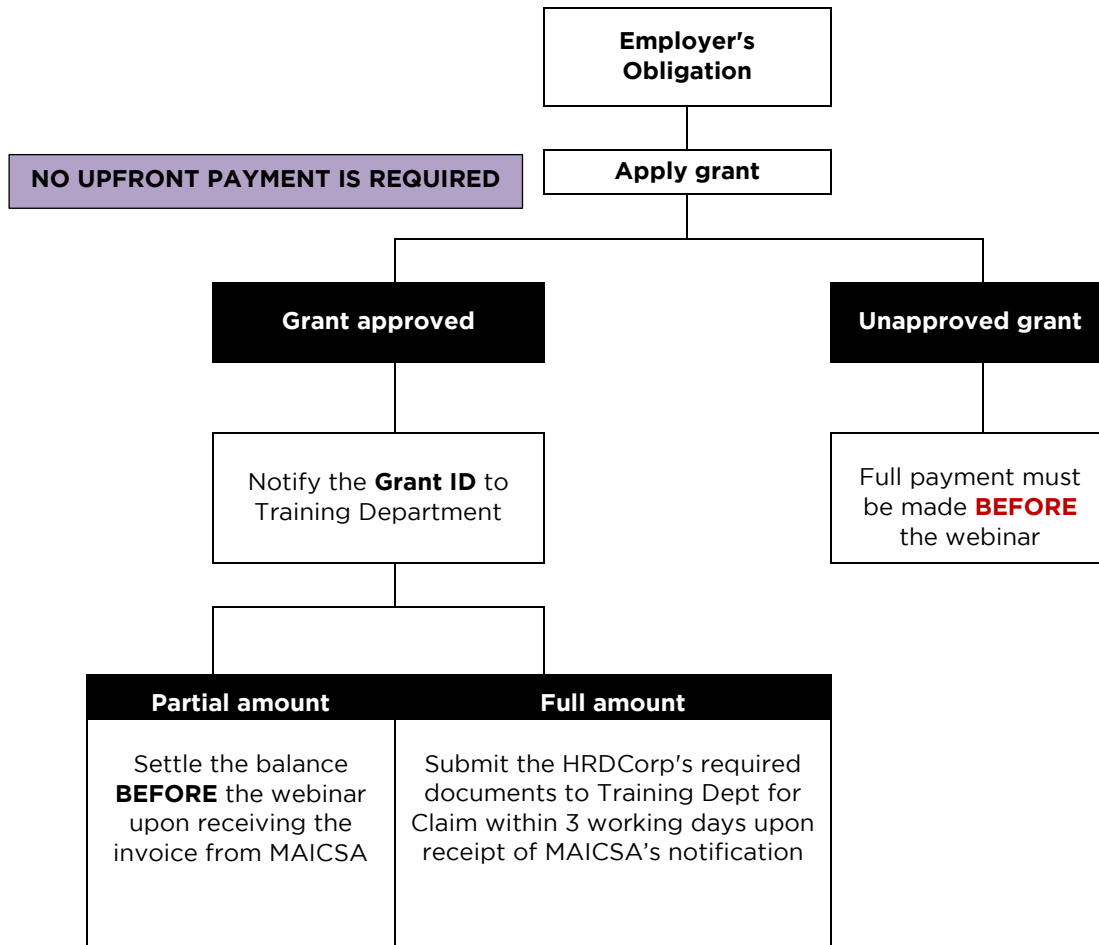
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