

POWERS OF DIRECTORS

– Extent, Limitations & Restrictions

18 February 2019 (Monday),
Connexion Conference & Event Centre @ The Vertical,
Bangsar South, Kuala Lumpur



A company consists of two organs, namely the Board of Directors and the Members, and their respective powers and duties are prescribed in the Companies Act 2016 (the Act). The general power to manage the company's business and affairs is given to the Board of Directors. To prevent the abuse of such powers, which may result in the asset stripping by persons who are in control of the affairs of the company, the Act has set aside certain transactions that are reserved for the Members' approval before such transactions can be carried into effect.

Gain a better understanding of the depth expected of a director in his duty to avoid conflict of interest; and what matters are reserved for Members' approval, before the arrangement or transaction entered into by or with the directors, officers, substantial shareholders of the company or persons connected to them can have effect. Detailed illustration on the computation of the thresholds, to determine if such transactions would require the approval of the company in general meeting, would be provided to facilitate an understanding on the requirements of the Act.

OBJECTIVES

This programme seeks to help you to:

- Comprehend the key duties and responsibilities imposed on directors in the Companies Act 2016
- Be aware of statutory obligations and be vigilant in advising on the discharge of the directors' responsibilities in complying with the Act on transactions which require members' approval
- Raise awareness of challenges for the Board in dealing with related party transactions

WHO SHOULD ATTEND

- Company Secretaries
- Secretarial Executives
- Company Directors
- Accountants

METHODOLOGY

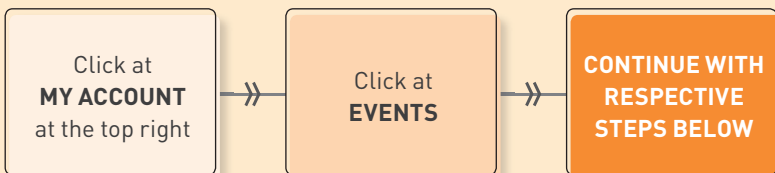
Lectures, case studies and discussions.

PROGRAMME OUTLINE

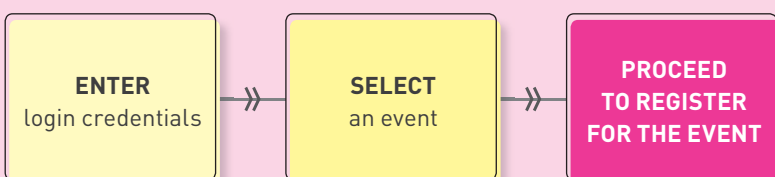
- Division of Powers Between Directors and Shareholders, in Meeting of Members, in Relation to:
 - > Property transactions
 - > Issuance of shares
 - > Transactions with related parties
 - > Payment of benefits to directors
- Non-Cash Asset Transaction
 - > Definition
 - > How value is determined
- Members' Right to Management Review
- Voting Rights of Interested Parties at the Meeting of Members



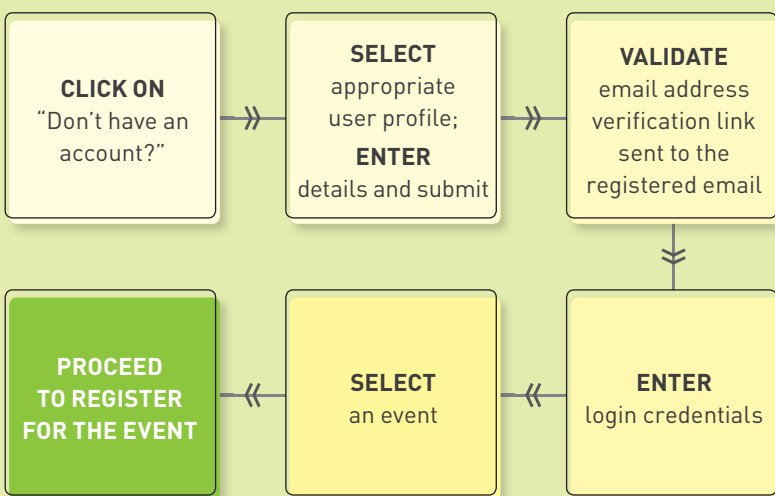
TO EXPERIENCE THE NEW SYSTEM,
VISIT MIA WEBSITE AT
<https://www.mia.org.my>



EXISTING USER



NEW USER



For any assistance, please call
MIA Help Desk @ 603-2722 9000

FACILITATOR

LEONG OI WAH

Oi Wah is Director of Corporate Development at Epsilon Advisory Services Sdn Bhd which specialises in providing the full range of corporate secretarial and advisory services. She has over 30 years of experience in handling corporate secretarial matters in the profession and the corporate sector. This includes advising on corporate secretarial requirements including corporate restructuring and compliance with various regulatory bodies such as the Registrar of Companies, Bursa Malaysia Securities Berhad, Securities Commission and other authorities. She is a regular trainer for the Companies Commission of Malaysia Training Academy, MIA, CPA (Australia) and MAICSA. Oi Wah is a Fellow Member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA).

PROGRAMME FEES

Member (MIA/FPLC/Boardroom Clients) /	
Member Firm	RM 550
Non-member	RM 750

PROGRAMME DETAILS & REGISTRATION

18 February 2019 (Monday),
Connexion Conference & Event Centre
@ The Vertical, Bangsar South, Kuala Lumpur

Contact : Afiq
Tel : 03 2722 9172
Fax : 03 2722 9009
Email : pd@mia.org.my
Address : Malaysian Institute of Accountants
Dewan Akauntan
Unit 33-01, Level 33
Tower A, The Vertical
Avenue 3, Bangsar South City
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

TERMS & CONDITIONS

PROGRAMME FEE

- Fee is payable to **MALAYSIAN INSTITUTE OF ACCOUNTANTS**
- Fee includes course materials, lunch and 2 tea breaks per day.
- For Corporate: Full payment shall be made within thirty (30) days from the date of the Proforma Invoice or on the day of the event, whichever earlier.
- For Individual: Full payment upon completion of registration. Otherwise, registration will be deemed unsuccessful.
- Admittance may be denied upon failure to make full payment as per the above requirement.

CANCELLATION

Upon registering, participant(s) are considered successfully enrolled in the event. Should participant(s) decide to cancel their enrolment, a cancellation policy shall be applied as follows.

- Written cancellation received less than seven (7) days from the date of the event:
 - A refund (less administrative charge of 20%) will be made
 - Unpaid registrations will also be liable for 20% administrative charges
- Written cancellation/no show on the day of the event:
 - No refund will be entertained
 - Unpaid registrations will also be liable for full payment of the registration fee
 - Partial cancellation is not allowed

VERIFICATION OF ATTENDANCE

- All participants are required to present photo identification (NRIC, driving license or company's ID card) at the point of registration prior to signing the registration list when attending MIA CPE training programme. Admittance may be denied upon failure to present photo identification.

CERTIFICATE OF ATTENDANCE AND CPE HOURS

- Upon full attendance of the programme, participants will be issued an "E-certificate".
- For MIA members, the CPE hours will be credited into the Membership System within 2 weeks of the event.
- Participants will only be entitled to the CPE credit hours upon attending the entire duration of the programme. **CPE credit hours will not be accorded for partial attendance.**

DATA PROTECTION

Personal Data is gathered in accordance with the Personal Data Protection Act 2010 (Act 709).

DISCLAIMER

Malaysian Institute of Accountants (MIA) reserves the right to change the speaker(s), date(s) and to cancel the programme should circumstances beyond its control arise. MIA shall not be responsible for any costs, damages or losses incurred by the participant due to the changes and/or cancellation. MIA also reserves the right to make alternative arrangements without prior notice should it be necessary to do so.