

# ADVANCED COMPANY SECRETARIAL PRACTICE: EXAMINING CRITICAL COMPANY SECRETARIAL ISSUES @ BOARDROOM

## COURSE OBJECTIVES

This 2-day workshop is developed to promote Corporate Secretaries good judgment and due diligence within the industry. It will provide an overview of the “ins and outs” of corporate procedures. The workshop will boost the confidence of the novice Corporate Secretary and will provide seasoned Secretary the opportunity to refresh their secretarial know-how. By way of a case-study approach this interactive workshop will benefit its participants in discussing the key principles of Malaysian corporate law.

## LEARNING OUTCOME

By attending this course, participants will be able to:

- Identify challenges of company secretary’s work arising from the multitude law and regulation.
- Examine shareholders’ rights, key aspects of meeting effectiveness and fiduciary duties of directors.
- Develop governance best practices associated with dealings with shareholders and board of directors.
- Develop best practices at meetings.
- Identify prohibited transactions by directors and shareholders.

## COURSE CONTENTS

### Stakeholder Remedies & Shareholder Proposals

- Examine various remedies available to “complainants” or stakeholders.
- Discuss statutory right of shareholders’ proposals.
- Examine right given to certain shareholders under specific circumstances.
- Emphasis shall be given to the mechanics of each remedy and right under the statutes, how to deal with them if they occur and how management should run the corporation in order to minimize the impact of such remedies and right on the corporation.

### Meeting Practice

- Examine key aspects of meeting effectiveness and procedures for successful board meeting.
- Discuss practical information and useful tips on meeting practice.
- Examine the chairman’s powers and duties.

### Rights and Responsibilities of Company Officers and Shareholders

- Examine the rights of access to information by shareholders and auditors.
- Examine the locus standi and right to sue.
- Discuss the codified fiduciary duties of directors.
- Examine extent of officers’ responsibilities and division of powers between directors and general meeting.

- Discuss step by step disclosure of directors and shareholders’ interest in shares and debentures and disclosure of interest in contracts.
- Identify prohibited transactions by directors and shareholders
  - ❖ substantial property transaction;
  - ❖ related party transaction;
  - ❖ financial assistance.

### Trainer

Leong Oi Wah.

### Target participants

Company secretaries, company secretarial assistants, company directors, chairmen, lawyers and those who deal with board of directors and shareholders.

## ADMINISTRATIVE DETAILS

Date	Event Code
15 & 16 Mar 2011	CS/KL/11/034
10 & 11 Oct 2011	CS/KL/11/141
Time	9am - 5pm
Venue	Menara SSM @ Sentral, Kuala Lumpur
Fee	RM500
SSM CPE Points	16
PSMB Scheme	SBL

*Fee inclusive of certificate of attendance, compact disc pre-loaded with seminar materials, refreshment and lunch.*