

NEW COMPANIES ACT 2016:

Impact and Compliance of New Laws & Regulations under the Companies Act 2016 in Malaysia

Organised by

Legal Logic Asia
THE INFORMATION PROFESSIONALS

Strategic Partner

TheMalaysianLawyer.com

Date: 4 April 2017 | Venue: Pullman Hotel Bangsar, Kuala Lumpur

OVERVIEW

The new Companies Act 2016 (Act 777) was brought into force on 31 January 2017. The entire Act is now in operation except for the sections on the company secretary's registration and the corporate rescue mechanisms.

This 1-day intensive seminar will deal effectively with the key issues of compliance of the new laws and regulations. It will also discuss how all companies in Malaysia will now operate under the new framework and how best to prepare for this. The key highlights of the seminar include:

- **The new Rules & Regulations: Companies Regulations 2017, the New Guidelines and Practice Directive 1/2017**
- **How to navigate the new documents and forms to be lodged with the Registrar**
- **Key issues to look out for in your existing memorandum and articles of association**
- **How to adopt a constitution**
- **The significant transitional issues and challenges under the new Act**
- **Issues that directors must be aware of**

WHO SHOULD ATTEND

- Lawyers
- Company Directors and Partners
- CEOs, CFOs, COOs
- Corporate Counsel and Corporate Advisory Professionals
- Company Secretaries
- Accountants
- Finance Managers and Financial Controllers
- Professionals responsible for implementing best practice corporate governance in their organisation
- Researchers & Academicians
- Regulators
- Representatives of government agencies

6

Bar Council Malaysia CPD Points

T2/04042017/CCPLLA/KL172150/6

PROGRAMME

9.00am – 10.30 am	Session 1 By Kenneth Foo Company Formation & Constitution <ul style="list-style-type: none">▪ Issues in your existing Memorandum & Articles of Association.▪ How to draft a new Constitution.▪ Incorporating Companies under the new Act – issues for companies limited by shares and companies limited by guarantee.▪ The new Guidelines on Company Names.
10.30am – 11.00am	Coffee Break
11.00am – 12.30pm	Session 2 By Kenneth Foo Practical Approach to Compliance with the Act <ul style="list-style-type: none">▪ Understanding Practice Directive 1/2017 – lodgement of documents▪ Navigating the new documents and forms to be lodged▪ Practical tips on transitional issues:lodging of annual return, upcoming AGM, circulation of audited accounts.
12.30pm – 2.00pm	Lunch
2.00pm – 3.30pm	Session 3 By Lee Shih Share Capital <ul style="list-style-type: none">▪ The present no-par value regime.▪ Making use of the transitional period for no-par. Impact of the new Practice Note No. 1/2017.▪ Dividends: New solvency requirement.▪ The three solvency tests and the solvency statement requirement. What to look out for. Possible Pitfalls for Directors <ul style="list-style-type: none">▪ Appointment and removal: Importance of constitution and Shareholder Agreement issues.▪ Fees and Benefits payable. Service Contracts. The impact on directors.▪ Be mindful of Board meetings: A new default procedure may apply.▪ Make use of indemnity provision.▪ D&O Insurance issues.
3.30pm - 4.00pm	Tea Break
4.00pm – 5.30pm	Session 4 By Lee Shih Sanctions and Enforcement <ul style="list-style-type: none">▪ Beware of the increase in sanctions.▪ New wider powers of investigation and enforcement: Possible block of your passport? Key Insolvency-Related Changes <ul style="list-style-type: none">▪ The change in the statutory demand for winding up. The RM10,000 threshold.▪ Winding up changes for unsecured and secured creditors. New mindset required.▪ Corporate voluntary arrangement.▪ Judicial management.

SPEAKER PROFILE

KENNETH FOO POH KHEAN



Kenneth is a Chartered Company Secretary practising since 1991 under his firm of KL Management & Secretarial Services. He attended TAR College in 1980 where he sat for and passed the examinations conducted by the Institute of Chartered Secretaries & Administrators, United Kingdom in 1982. Subsequently, he obtained his Bachelor's Degree in Law in 1992, and the Certificate in Legal Practice (CLP) in 1993.

He served as a Council member of the Malaysian Institute of Chartered Secretaries & Administrators (MAICSA) from 2006 to 2009 and has been a member of various Committees in MAICSA since 2003 until to-date. Kenneth is currently the honorary secretary of the Malaysian Corporate Counsel Association, a non-governmental organization for in-house corporate counsels in Malaysia. He is also an adjunct lecturer at Universiti Kolej Tunku Abdul Rahman, Kuala Lumpur in corporate law, corporate secretarial practice and corporate governance.

Kenneth is an accredited speaker and trainer for Malaysian Institute of Chartered Secretaries & Administrators (MAICSA), Malaysian Association of Company Secretaries (MACS), Malaysian Institute of Accountants (MIA), COMTRAC and Institute of Approved Company Secretaries (IACS).

He also conducts in-house seminars and workshops for various corporations, most recently for the Centre For Islamic Banking, Finance And Management (CIBFM) in Brunei Darussalam, Bernas (PadiBeras Nasional Berhad), Curtin University, Kumpulan Darul Ehsan Bhd, Malaysian Anti-Corruption Commission, Panasonic Appliances Refrigeration Devices Malaysia Sdn Bhd, Petronas, Perbadanan Kemajuan Negeri Selangor (PKNS), Sarawak Consolidated Industries Berhad, Sime Darby, Toyo Engineering & Construction Sdn Bhd and Usaha Tegag Sdn Bhd.

Kenneth is also a regular contributor to MAICSA's quarterly journal, "The Corporate Voice" with articles featuring corporate governance and compliance.

LEE SHIH



Lee Shih graduated from the University of Bristol, United Kingdom. He is a Barrister-at-Law (Gray's Inn), an Advocate & Solicitor of the High Court of Malaya, and a Partner of SKRINE.

His work focuses on company law, corporate disputes and corporate insolvency. He acts as lead Counsel in a variety of shareholder disputes, involving just and equitable winding up and oppression petitions. In addition to this, he advises and acts in insolvency, schemes of arrangement and receivership matters.

He has been listed in Legal 500 Asia-Pacific, Chambers Asia-Pacific and the Global Arbitration Review 100. He is a Council Member of the Insolvency Practitioners Association of Malaysia (IPAM) and a member of INSOL International.

He regularly speaks at various conferences and seminars on the Companies Act 2016 and on company law in general. He has given interviews to Bloomberg, The Edge, Focus Malaysia, BFM, The Star, and Malaysia SME.

He has recently co-authored the book "Companies Act 2016: The New Dynamics of Company Law in Malaysia". He is also the co-founder of the legal website TheMalaysianLawyer.com.

Organised by _____

Legal Logic Asia

THE INFORMATION PROFESSIONALS

REGISTRATION FEES

Early Bird - RM800 per pax
(Register & pay by 24 March 2017)

Normal Price - RM900 per pax
(After 24 March 2017)

REGISTRATION FORM

Contact Details

Name :

Company :

Designation :

Address :

Email :

Tel Office : H/P :

Participants Information

1) Full Name:.....
(as in Passport / Identity Card)

Institution/Company : Email :

2) Full Name:.....
(as in Passport / Identity Card)

Institution/Company : Email :

3) Full Name:.....
(as in Passport / Identity Card)

Institution/Company : Email :

Method of Payment

Please check one of the Boxes below for the method of payment. Payment must be made in advance of the seminar. Payment can be made by cheque, bank draft or bank transfer.

I would like to pay by:

- Cheque Bank Draft
 Bank Transfer

Payment by cheque and bank draft must be made payable to:
"Legal Logic Asia Sdn Bhd"

Payment by Bank Transfer must be made to:

Legal Logic Asia Sdn Bhd
RHB Bank Berhad
Account No: 21218900049447

Please complete registration details and email/fax the registration form and proof of payment to:
sales@legallogicasia.com or fax +60327247194

Signature

Date

.....

.....

Cancellations

If you are unable to attend, a substitute delegate is welcome at no extra cost. A complete set of seminar documentation / materials and a 50% refund will be given for cancellations received in writing not later than 5 working days prior to the seminar date. No refunds will be given for cancellations received less than 5 working days prior to the seminar date.

CONTACT DETAILS

Legal Logic Asia Sdn Bhd
Level 7-1 Wisma Genting (New Wing)
No 28, Jalan Sultan Ismail
50250 Kuala Lumpur

Tel: 0327247193 Fax :0327247194

Email: enquiries@legallogicasia.com

Contact Person: Mr Tan /Mr Jarrod Low