

THE COMPANIES BILL 2013: KEY CHANGES TO THE CORPORATE LANDSCAPE IN MALAYSIA

16 January 2015
Pullman Hotel
Kuching, Sarawak

ABOUT THE SEMINAR

The objective of the seminar is to provide information and insight into the Companies Bill 2013, which will put into effect major changes to the laws which currently govern corporate bodies and their practices. The new provisions will impact on procedures and documentation, whilst maintaining the corporate structure and officers of the company.

TOPIC DETAILS

Incorporation & Capital Maintenance

- Incorporation & types of companies - changes in procedures and types of companies
- Constitution of companies - effect of non-adoption of constitution & common seal
- Keeping of documents at registered office - duties and liabilities of officers
- Shares - changes in procedures and processes
- Dividends - new requirements and compliance
- Capital reduction - the new capital reduction route through the solvency statement

Procedures of Meetings and Resolutions for Members & Proxies

- Simplification of ordinary and special resolutions
- Change in the mode of passing members' resolution in writing and the prescribed procedures
- Passing of resolutions at meetings of members in substitution of EGMs
- General Meetings - procedures and changes
- Proxies - change to rules on appointment of proxies

Insolvency and Corporate Rescue

- The Changes to Receivership Law: Codification of Powers and Status
- The changes in the areas of winding up and schemes of arrangement
- The introduction of the Corporate Voluntary Arrangement
- The new Judicial Management Scheme

Duties and Liabilities of Directors

- Executive and non-executive directors
- The standard of care/Statutory duty of care
- Defences available to directors (including Business Judgment Rule)
- Financial Services Act 2013

Bar Council Malaysia CPD Points

6 CPD POINTS

T2/16012015/CCPCLJ/SWK152009/6



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WHO SHOULD ATTEND

- Company Directors
- Chief Operations Officers
- Lawyers
- Academicians
- Chief Executive Officers
- Compliance and Risk Officers
- Financial Intermediaries
- Entrepreneurs
- Chief Financial Officers
- Company Secretaries
- Corporate Advisers

PROGRAMME

Time	Topics
8.00am - 8.30am	Registration & Refreshments
8.30am - 9.00am	Keynote Address
9.00am - 10.30am	Incorporation & Capital Maintenance <i>By Kenneth Foo & Lee Shih</i>
10.30am - 12.00pm	Procedures of Meetings and Resolutions for Members & Proxies <i>By Kenneth Foo</i>
12.00pm - 2.00pm	Lunch
2.00pm - 3.30pm	Duties and Liabilities of Directors <i>By Lim Chee Wee</i>
3.30pm - 4.00pm	Tea Break
4.00pm - 5.30pm	Insolvency and Corporate Rescue <i>By Lee Shih</i>

SPEAKER PROFILE

Lim Chee Wee



Chee Wee graduated from the University of New South Wales, Australia with a LLB degree and B. Comm. (Accounting) degree. He was called to the Malaysian Bar in 1993, and was made a partner in SKRINE in January 2001. Chee Wee is the immediate past president of the Malaysian Bar. Chee Wee has broad experience in commercial and corporate disputes and litigation including international arbitrations in Asia and Europe. His other areas of practice also encompass banking, construction and engineering, land law, reinsurance, trusts and partnership disputes.

Kenneth Foo Poh Khean



Kenneth obtained his law degree from the University of London (External) in 1992, and has been practising as a Chartered Company Secretary since 1991 under his firm, KL Management & Secretarial Services. 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. He is currently the Honorary Secretary of the Malaysian Corporate Counsel Association, a non-governmental organization for non-practising lawyers and corporate counsels.

Lee Shih



Lee Shih graduated from the University of Bristol, England. He was admitted as an Advocate and Solicitor in the High Court of Malaya in 2005. He started his practice in SKRINE and was made a Partner in 2012. His portfolio of litigation work focuses on corporate litigation, corporate insolvency and international arbitration. He advises and acts in matters pertaining to insolvency, schemes of arrangement and receivership. He is a Council member of the Insolvency Practitioners Association of Malaysia and is also an advocacy trainer with the Malaysian Bar teaching advocacy to pupils and young lawyers.

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Kami mungkin memproses maklumat peribadi seperti nama, jawatan, maklumat perhubungan dan maklumat kewangan seperti butir-butir kad kredit apabila anda membeli produk-produk kami. Ia adalah wajib untuk kami memproses maklumat yang dinyatakan dan jika kamu menarik balik persetujuan anda kepada pemprosesan atau menghadkan hak kami untuk memproses maklumat yang dinyatakan, kami mungkin tidak akan dapat memberi perkhidmatan yang diminta secara efektif.

Sebarang maklumat peribadi yang anda kongsi dengan Kami akan digunakan untuk tujuan yang terhad, termasuk:-

- (1) memproses pembelian anda ;
- (2) menyediakan anda dengan maklumat produk-produk Kami dan termasuk produk-produk daripada ahli-ahli kumpulan syarikat Kami kecuali jika anda memilih untuk tidak menerima maklumat tersebut;
- (3) menyediakan, mengekalkan, melindungi dan memperbaiki produk-produk Kami, untuk membangunkan produk-produk baru, dan untuk melindungi Kami serta pengguna-pengguna; dan
- (4) menyasat aduan, urusan niaga yang mencurigakan dan penyelidikan untuk penambahbaikan perkhidmatan.

Kami mungkin akan berkongsi maklumat peribadi anda dengan:-

- (1) ahli-ahli kumpulan syarikat Kami, termasuk syarikat induk, anak syarikat, syarikat bersekutu dan syarikat berkaitan (di Malaysia dan di luar negara) untuk tujuan-tujuan penyediaan maklumat produk-produk Kami serta termasuk produk-produk daripada ahli-ahli kumpulan syarikat Kami;
- (2) pembekal perkhidmatan di bawah kontrak yang membantu operasi pemiagaan Kami;
- (3) pihak ketiga (termasuk yang di luar negara) yang menyediakan perkhidmatan pemprosesan data; dan
- (4) mana-mana orang, yang berada di bawah kewajipan kerahsiaan yang telah diamanahkan untuk menyimpan data sulit, yang Kami telah lantik untuk memenuhi tanggungjawab Kami kepada anda.

Kami memelihara hak Kami dengan mendedahkan maklumat peribadi anda sekiranya dikehendaki berbuat demikian oleh undang-undang, atau dalam suci hati bahawa tindakan itu adalah perlu secara munasabah untuk mematuhi proses undang-undang, bertindak balas kepada tuntutan, atau untuk melindungi hak, harta atau keselamatan syarikat Kami, pekerja, pengguna, atau orang awam. Jika maklumat itu didedahkan, Kami akan, jika dibenarkan oleh undang-undang, memberitahu anda pendedahan itu.

Jika Kami bergabung atau diperolehi oleh entiti yang lain, maklumat peribadi anda mungkin dipindahkan kepada entiti itu sebagai sebahagian daripada penggabungan atau pengambilalihan.

2. Mengemaskini dan Akses kepada Maklumat Anda

Ia adalah tanggungjawab anda untuk memastikan bahawa maklumat yang diproses adalah maklumat terkini. Kami memelihara hak Kami untuk menolak permintaan dimana pada pendapat Kami menjejaskan keselamatan dan privasi maklumat peribadi orang lain serta permintaan yang tidak praktikal atau tidak dibuat dengan suci hati.

Jika anda memilih untuk menghadkan hak Kami untuk memproses maklumat peribadi, anda boleh menghubungi Kami secara bertulis.

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