

ORGANISED BY :



**INSTITUTE OF APPROVED
COMPANY SECRETARIES**
[199601015175 (387525-X)]

PROGRAMME DETAILS:

Date : 12th September 2025, Friday

**Venue : Grand Paragon Hotel,
Johor Bahru**

Time : 9.00 am - 5.00 pm
(Registration starts at 8.30 am)

Early Bird Rate:
IACS Member RM 330.00
Non-Member RM 430.00
Early Bird Registration
Deadline:
29th August 2025

**8
CPE
POINTS**

ABOUT THE ORGANISER

INSTITUTE OF APPROVED COMPANY SECRETARIES (IACS), is a Professional Company Secretaries' body which was incorporated in Malaysia on 16th May 1996 as a company limited by guarantee and not having a share capital under the Companies Act. The Institute's objectives are to promote, encourage and advance the status and interest of the Company Secretaries profession in Malaysia. For more information about our training programmes, please visit www.iacs.org.my.

IACS SEMINAR 2025:

PRACTICAL WORKSHOP ON CORPORATE RESTRUCTURING & THE ROLE OF THE COMPANY SECRETARY

Introduction

A company is a dynamic business entity which involves some important stakeholders such as the company's directors, members and creditors. The interaction of these stakeholders sometimes requires a restructuring at the company level and the Company Secretary plays an important role in facilitating and organizing the restructuring. The Company Secretary should also be involved in advising the directors and members in the corporate restructuring and apply the knowledge and experience gained to the exercise.

Objectives of This Seminar

This full day seminar will be assessing the various corporate restructuring exercises involving various parties and the legal and practical issues involved.

Learning Outcomes

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

- Realise company secretaries are a master of many disciplines
- Improve their capability and competency in offering advice and consultancy on corporate restructuring
- Assist their clients, employers and associates in dealing with the issues and scenarios arising from the restructuring
- Be confident and competent in their practice

Course Outline

This seminar will be assessing and reviewing the following corporate restructuring exercises–

- Adopting a constitution to replace the Memorandum & Articles of Association – what should be retained from the Memorandum & Articles of Association
- Acquisition or disposal of undertaking or property of substantial value between companies with common directors and common shareholders – is compliance with Section 223 sufficient?
- Transfer of the company's asset by way of a dividend in specie – considering it from a dividend point of view or a Section 228 compliance matter
- Acquisition or disposal of non-cash assets and shares between a company and a related party – is compliance with Section 228 sufficient? What should also be considered?
- Loans to directors and persons connected to directors – what to consider and include in the transaction
- Issue and allotment of shares – consideration and approval process – pitfalls and challenges
- Transfer of shares – the pitfalls and caution to be exercised by the Company Secretary
- Decoupling of the holding and subsidiary – the process and procedure
- Powers of directors in a company under winding up – assessing the case of Global Mariner Offshore Services Sdn. Bhd. & Ors v TH Heavy Engineering Berhad [2025]

SPEAKER'S PROFILE:

Kenneth Foo Poh Khean
FCIS, LL.B (Hons), CLP, CGP

Kenneth Foo is an accredited speaker for IACS. He was a former adjunct lecturer in University of Management & Technology 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 & Resolutions in Malaysia" published in 2017 and 2021 respectively.

ADMINISTRATIVE DETAILS:

Seminar Fees (per participant):

	Normal Rate:	Early Bird Rate:
IACS members	RM 350.00	RM 330.00
Staff from Members Firm	RM 350.00	RM 330.00
<i>(Kindly provide a letter to certify that the individual is your employee)</i>		
Non-members	RM 450.00	RM 430.00

* To enjoy the early bird rate, kindly register and make payment latest by **29th August 2025**

* IACS Training Discount Voucher and HRD Corp claims are not applicable for the early bird rate

* Participants who register after the closing date will receive their certificate of attendance after the seminar by post

* **All registrations must be accompanied by full payment.**

Fees include seminar materials, tea breaks, lunch and Certificate of Attendance. The Continuing Professional Education (CPE) points awarded are recognized by the Suruhanjaya Syarikat Malaysia (SSM) under the 60% CPE points category.

Cancellation : No refund is entertained if participant decides to cancel their registration but a substitute is welcomed. Written notification of substitute's name must be received by IACS at least three (3) working days prior to the programme. Any difference in fee will be charged accordingly

HRD Corp : No refund is entertained if participant has made payment and apply HRD Corp grant at the same time. In the event that a participant who is claiming HRD Corp decides to cancel their registration three (3) working days prior to the programme, the participant needs to make full payment for the seminar.

Disclaimer : The organiser reserves the right to change the speaker, date or to cancel the programme should unavoidable circumstances arise.

REGISTRATION & ENQUIRIES:

INSTITUTE OF APPROVED COMPANY SECRETARIES [199601015175 (387525-X)]

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Contact person: Ms. Rajeah / Ms. Yasmin



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Participants who wish to apply for the HRD Corp grant do not need to make payment to us. Participants just need to apply for the training grant from HRD Corp and submit the Grant ID to us. We will claim directly with HRD Corp after the training. Participants are advised not to request for upfront payment during the grant application process.

REGISTRATION FORM

12th September 2025 (Friday), Grand Paragon Hotel, Johor Bahru
Please register before **9th September 2025 (Tuesday)**, by courier / mail / email for the seminar

Name in block letters (as per NRIC):

IACS No:..... Staff from Member's Firm Non-members I/C No:.....

Vegetarian: Yes No Designation:.....

Organisation:.....

Address:.....

E-mail:

Tel:..... H/P:..... Fax:.....

Cash / Cheque No.: Bank: for RM enclosed and crossed payable to 'INSTITUTE OF APPROVED COMPANY SECRETARIES'. Payment can also be deposited directly or transferred online to our **Malayan Banking Account No. 514075431102** with a copy of the transaction slip faxed or emailed to us. (Please fill in your name and membership no. under the Trans Description and Reference No. columns of the bank-in slip respectively.)

* **Kindly contact us by phone at 03-40513787 to verify that we have received your registration and payment.**

* **Online registration is highly recommended. Kindly scan QR to register**



Personal Data Protection Notice

In compliance with the Malaysian Personal Data Protection Act 2010, the Institute of Approved Company Secretaries (IACS) hereby inform you that your personal data collected in this form will be processed, retained and used by IACS in relation to this seminar.

However, your personal data may also be retained and used by IACS to market and promote other seminars organised by IACS or jointly with other relevant bodies or sponsored / supported by IACS.

I *hereby give my consent/*do not consent to IACS to use my personal data for the marketing and promotion of all future seminars.