



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

## **PROGRAMME DETAILS:**

**Date : 12th February 2026, Thursday**

**Venue : Zoom Webinar**

**Time : 9.00 am - 1.00 pm**



**4 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](http://www.iacs.org.my).

### **SPEAKER: Professor Dr Zubaidah Zainal Abidin (FCIS) (CS) (CGP)**

Step into the world of Professor Dr Zubaidah - a trailblazer who wears many hats. As a certified HRD Trainer, Council Member of Chartered Governance Institute of Malaysia Berhad, and Chartered Secretaries Malaysia, her credentials radiate excellence. With a fellowship in MAICSA and a role as an Associate Speaker for the MAICSA Training Programme, her expertise is sought after. Professor Zubaidah's mastery covers a spectrum of topics, from company secretarial practice to corporate governance audit, and boardroom dynamics to ESG reporting. Her illustrious career spans various educational institutions and esteemed positions, including Deputy Vice-Chancellor and Dean roles. With a Doctorate from Curtin University of Technology, she authored books, articles, and papers that define thought leadership. As a multi-faceted leader, Professor Zubaidah has cemented her legacy through affiliations with reputable committees and editorial boards, all while championing research grants and contributing to real-world policy improvement.

# **IACS WEBINAR 2026 : PREVENTING OVERSIGHTS UNDER THE COMPANIES ACT 2016 : A GUIDE FOR DIRECTORS AND COMPANY SECRETARIES**

## **Introduction**

The Companies Act 2016 is a cornerstone of corporate governance in Malaysia, providing the legal framework that governs company operations, shareholder rights, and directors' duties. As the business landscape evolves, it becomes increasingly crucial for directors and company secretaries to be well-versed in the requirements and provisions of the Act to ensure compliance and safeguard the company's integrity.

While the Companies Act 2016 outlines the rights and responsibilities of directors and secretaries, violations can occur due to lapses in knowledge, oversight, or judgment. These violations can lead to significant legal and financial consequences for the company and its leadership. Directors, in particular, are entrusted with fiduciary duties to act in the best interest of the company, while company secretaries are responsible for ensuring that the company adheres to its statutory obligations. Together, they play a vital role in preventing oversights that could lead to non-compliance.

This guide will explore the common areas where oversights occur under the Companies Act 2016 and provide practical insights for directors and company secretaries on how to mitigate these risks. By focusing on proactive compliance, internal controls, and due diligence, this course aims to equip leadership teams with the tools to prevent violations, uphold good governance, and protect the company from legal and reputational damage. Understanding and addressing these risks before they materialize is key to achieving long-term business success and sustainability in an increasingly regulated environment.

## **Course Objectives**

The primary objective of this course is to provide directors and company secretaries with the knowledge, tools, and strategies needed to prevent oversights and ensure compliance with the Companies Act 2016. By understanding the legal framework and their respective roles, participants will be better equipped to avoid violations and maintain strong governance standards within their organizations.

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

### **1. Understand the Key Provisions of the Companies Act 2016**

- ◊ Gain a comprehensive understanding of the key legal requirements of the Companies Act 2016, including directors' duties, the responsibilities of company secretaries, and corporate governance best practices.

### **2. Identify Common Areas of Oversight and Non-Compliance**

- ◊ Recognize the most frequent areas where violations of the Companies Act 2016 occur, including lapses in corporate filings, improper conduct of directors, and failure to meet statutory obligations.

### **3. Clarify the Roles and Responsibilities of Directors and Company Secretaries**

- ◊ Understand the distinct but complementary roles of directors and company secretaries in ensuring corporate compliance, and how their collaboration is essential for preventing legal oversights.

### **4. Implement Proactive Compliance Measures**

- ◊ Learn how to develop and implement effective internal controls, monitoring systems, and compliance processes to prevent violations of the Companies Act 2016 before they occur.

### **5. Develop Risk Management and Due Diligence Practices**

- ◊ Explore risk management strategies and due diligence procedures that directors and secretaries can adopt to mitigate the risk of legal violations and improve decision-making processes.

### **6. Understand Legal Liabilities and Consequences of Non-Compliance**

- ◊ Gain insights into the legal and financial consequences of failing to comply with the Companies Act 2016, including potential penalties for directors and the company.

### **7. Strengthen Corporate Governance Practices**

- ◊ Learn practical techniques to enhance corporate governance structures, ensuring that all statutory requirements are consistently met, and that directors and secretaries fulfill their fiduciary duties.

### **8. Develop a Culture of Compliance and Accountability**

- ◊ Understand the importance of fostering a culture of compliance within the organization, ensuring that governance and legal requirements are deeply ingrained in the company's operations and ethos.

## **Course Outlines**

### **Module 1 : Introduction to the Companies Act 2016**

- **Overview of the Companies Act 2016**
  - ◊ Key provisions and purpose of the Act.
  - ◊ Evolution of corporate governance laws in Malaysia.
- **Directors' and Company Secretaries' Roles**
  - ◊ Understanding the duties, powers, and responsibilities of directors and company secretaries under the Act.
  - ◊ Distinction between the roles of directors and company secretaries.
- **The Importance of Compliance**
  - ◊ The legal, financial, and reputational consequences of non-compliance.

### **Module 2 : Directors' Duties and Legal Responsibilities under the Companies Act 2016**

- **Fiduciary Duties of Directors**
  - ◊ Duty to act in the best interest of the company.
  - ◊ Duty to exercise reasonable care, skill, and diligence.
- **Statutory Duties and Compliance Requirements**
  - ◊ Filing annual returns, financial statements, and other mandatory documents.
  - ◊ Maintaining proper records and financial transparency.
- **Directors' Liabilities for Non-Compliance**
  - ◊ Civil and criminal liabilities for breaches of the Companies Act 2016.

### **Module 3 : Company Secretaries' Role in Governance and Compliance**

- **The Key Responsibilities of the Company Secretary**
  - ◊ Ensuring compliance with statutory requirements and corporate governance best practices.
  - ◊ Filing and maintaining corporate documents and records.
- **The Role of Company Secretaries in Board Meetings**
  - ◊ Legal advisory role and ensuring proper board conduct and documentation.
  - ◊ Keeping the board informed about legal and regulatory changes.

### **Module 4 : Common Areas of Oversight and Non-Compliance**

- **Failure to File Timely Documents and Reports**
  - ◊ Consequences of late filings of annual returns, financial statements, and other reports.
- **Improper Directors' Transactions and Disclosures**
  - ◊ Non-compliance with disclosure requirements for related-party transactions and conflicts of interest.
- **Failure to Comply with Corporate Governance Standards**
  - ◊ Breaches of governance practices, including board composition and shareholder rights.

- **Inadequate Record-Keeping and Reporting**

- ◊ Risks associated with incomplete or inaccurate company records and financial statements.

### **Module 5 : Proactive Compliance and Risk Management**

- **Developing Effective Compliance Systems**
  - ◊ Implementing internal controls and monitoring mechanisms to ensure ongoing compliance with the Companies Act 2016.
- **Due Diligence and Risk Assessment**
  - ◊ Strategies for identifying and mitigating compliance risks in daily operations and strategic decision-making.
- **Audits and Compliance Checks**
  - ◊ The importance of regular audits and internal checks to prevent oversight and maintain statutory compliance.

### **Module 6 : Strengthening Corporate Governance Practices**

- **Best Practices in Corporate Governance**
  - ◊ Ensuring transparency, accountability, and integrity within the board and the company.
- **Board Structures and Effective Decision-Making**
  - ◊ Enhancing board effectiveness through proper governance structures and clear decision-making processes.
- **Implementing a Compliance Framework**
  - ◊ Key elements of a compliance framework, including policies, procedures, and regular training.

### **Module 7 : Consequences of Violations and How to Avoid Them**

- **Legal Consequences of Non-Compliance**
  - ◊ Penalties for non-compliance with the Companies Act 2016 and how directors and company secretaries can avoid personal and corporate liability.
- **Case Studies of Corporate Violations**
  - ◊ Real-world examples of companies facing penalties for violations of the Companies Act 2016.
- **Strategies for Preventing Oversights**
  - ◊ Steps to proactively identify potential compliance gaps and implement corrective actions before they lead to violations.

This course outline is designed to provide directors and company secretaries with a deep understanding of the legal framework, compliance strategies, and best practices required to avoid oversights and violations under the Companies Act 2016. Through practical tools and insights, participants will be empowered to strengthen governance and ensure long-term compliance within their organizations.

### **ADMINISTRATIVE DETAILS:**

Seminar Fees (per participant):

IACS members RM 160.00

Non-members RM 190.00

**\*All registrations must be accompanied by full payment to secure your seat.**

The Continuing Professional Education (CPE) points awarded are recognized by the Suruhanjaya Syarikat Malaysia (SSM) under the 60% CPE points category. E-Certificate of Attendance will be issued to participants upon attending the entire duration of the webinar and receipt of full payment, by email.

**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.

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

### **Who should attend**

Company secretaries, directors, corporate advisors, corporate governance professionals, lawyers, auditors, accounting professionals, risk management professionals and compliance officers.

### **REGISTRATION & ENQUIRIES:**

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

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Contact person: Ms. Nazrifa / Ms. Saffa



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Company Secretaries



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**

**PREVENTING OVERSIGHTS UNDER THE COMPANIES ACT 2016 : A GUIDE FOR DIRECTORS AND COMPANY SECRETARIES**

Please register before **9th February 2026 (Monday)** by email for the webinar  
**(Limited seats available, registration will be on first come, first served basis)**



Name in block letters (as per NRIC): .....

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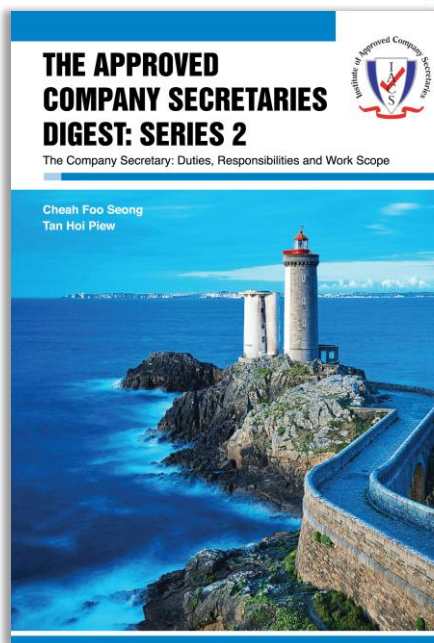
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# THE APPROVED COMPANY SECRETARIES DIGEST: SERIES 2

## The Company Secretary: Duties, Responsibilities and Work Scope



Institute of Approved Company Secretaries (IACS) was incorporated in Malaysia on 16 May 1996 as a company limited by guarantee and not having a share capital under the Companies Act.

Through the dedicated efforts of the IACS Publication Board, the Institute has published this second series of the IACS Digest Series entitled 'The Company Secretary: Duties, Responsibilities and Work Scope'. The objective of the IACS Digest Series is to provide IACS members with information on company law and practice and corporate governance and related areas through materials and publications designed in handy and readers digest format for easy reference and guidance in their secretarial work.

Authored by two IACS members, this book depicts and discusses the duties, responsibilities and work scope of the company secretary as required under the Companies Act, 2016, the various regulations and codes, beneficial ownership framework and other compliance requirements. In the book, the authors have included the latest amendments to the Companies Act, 2016, AML/CFT/CPF and TFS for DNFBPs and NBFIs Policy Document (effective 6th February 2024) where the company secretary is to be involved in assisting the board of directors to meet the compliance requirements in anti-money laundering.

Written in clear and simple language, it is hoped this book will provide the readers with an insightful knowledge of what the company secretaries are required to perform in the 21<sup>st</sup> century.



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**Published by: Institute of Approved  
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