

Directors of a Company



WHO can be?

HOW to be?



WHAT are
their **ROLES**?



Directors of a Company

A Company shall have a minimum number of directors as follows:

1

In the case of private company, **one** director;
or

2

In the case of a public
company, **two** directors.



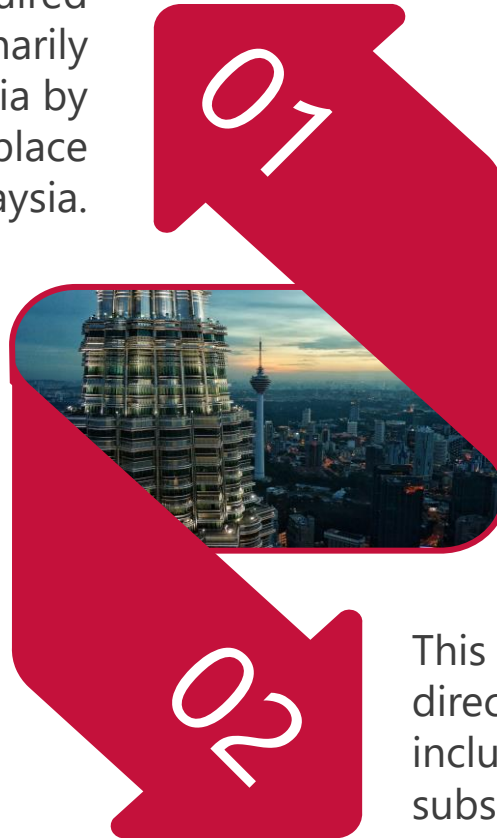
****Must first ensure that there is no contradicting clause in the Constitution / Memorandum and Articles of Association relating to minimum number of director.*



Directors of a Company

con't.

The minimum required director(s) shall ordinarily reside in Malaysia by having a principal place of residence in Malaysia.



This minimum number of directors shall not include an alternate or substitute director.



Who Can Be Directors of a Company?

A natural person who is at least **eighteen years** of age.

Persons who are **not disqualified** under the Companies Act 2016.

Persons who are of **sound minds**.



Has been convicted of an offence under Sections 213, 217, 218, 228 and 539 of CA2016



Is an undischarged bankrupt



Persons Disqualified from being a Director

A person shall be disqualified from being a director if he/she:

Has been disqualified by the Court



under Section 199 of CA 2016.

Has been convicted of an offence involving bribery, fraud or dishonesty.



Has been convicted of an offence relating to the promotion, formation or management of a corporation.





Director's Consent Required

Before appointed as a director of the company, a person shall have consented in writing to be a director and make a declaration that he is not disqualified from being appointed or holding office as a director of a company under CA 2016.



Duties & Responsibilities of Directors

A director of a company shall at all times exercise his power in accordance with the CA 2016, for a proper purpose and in good faith in the best interest of the Company.

**Ensure that the
statutory requirements
are complied with.**



**Avoid any conflict of
interest**

A director of a company shall exercise reasonable care, skill and diligence with the knowledge, skill and experience which may reasonably be expected of a director having the same responsibilities and any additional knowledge, skill and experience which the director in fact has.



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