

COURT CASES: DIRECTOR DUTY TO EXERCISE DUE CARE SKILL AND DILIGENCE



 Hang Tuah Centre, Melaka

COURSE INTRODUCTION

The Companies Act 2016 ("the Act") imposes on a director of a company the statutory duties of duty of care, skill and diligence have a common law root. This session is to understand how statutory provisions like Section 213(2), 214, 215, 216 and 217 applies in real life by referring to decided cases. The scenarios in the selected cases will serve to visualise the application of the rules in a factual case scenario to decide in any given case if a statutory or common law duty has been breached. It also delves into the requirements of the statutory defence under business judgement rule. The situations where it is permissible to delegate or rely on another is also considered.

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COURSE OBJECTIVES

By attending this course, the participants are looking into real life adjudicated case examples on the subject matter of director duty of care to exercise skill and diligence. Real life case examples will assist to reflect on the scenario of when a breach could arise or occur. The demonstration of a decided case example is to strengthen insight into the application of a principle of law to case scenarios that would result in impactful practical examples as to when a breach may occur or avoided.

COURSE CONTENTS

- Statutory requirement imposed.
- Requirements for the business judgement rule, reliance on the information provided by others, responsibility for the action of delegate and the responsibility of a nominee director.
- Director's duties applied in the case context.
- Analysis by case studies.

LEARNING OUTCOMES

By attending this course, participants will be able to:

1. Explain the statutory requirement imposed on the Director to exercise reasonable skill and diligence.
2. Explain the requirements for the business judgement rule to rely on the statutory defence, reliance on the information provided by others, responsibility for the action of delegate and the responsibility of a nominee director.
3. Analyse the decided cases of the given case scenario(s) to consider how Director's duties applied in the case context.

WHO SHOULD ATTEND

Company secretaries, company secretarial assistants, company directors, chief executive officers, chief financial officers, chief operating officers, officers in a company, lawyers, accountants and corporate consultants.

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ABOUT THE TRAINER

Dr. Usharani Balasingam was an Associate Professor with the Faculty of Law, University of Malaya. Prior to that, her work experience includes being an active legal practitioner of law as an Advocate and Solicitor of the High Court of Malaya. She was also in legal corporate advisory in Kuala Lumpur City Centre Berhad before entering academia. She was a recipient of Certificate of Excellence from University of Malaya as well as an auditor with University of Malaya. She is a graduate of The Chartered Corporate Governance Institute (London) (Grad CGI) which is affiliated with MAICSA. She has sat on MAICSA Thought Leadership Committee. She has served in advisory or in professional capacities with governmental bodies, educational institutions, private and professional bodies including MIA, MAICSA and INTAN.

Dr. Usha has taught Company Law and Corporate Governance in the Faculty of Law, University of Malaya. She has researched and presented papers in local and international conferences. She has published articles in local and international journals and book chapters in the areas of law, ethics and education. She has also undertaken consultancy and projects in these areas. Dr. Usha is a co-author of Navigating Companies Act 2016 for SMEs (2018, Sweet & Maxwell) in addition to other co-authored and co-edited texts. She has also completed the Educator Programme for ASEAN Law at National University of Singapore. Her publication on corporate and business law related matters include:

1. Usharani Balasingam. (2025). Cubic Electronics and Section 75 of the Contracts Act 1950, [2025] 2 Malayan Law Journal xii.
2. Teng, Y.L., Usharani Balasingam (2024). How Malaysia's Corporate Governance Framework Addresses Climate Change, [2024] 1 Malayan Law Journal lvii.
3. Usharani Balasingam (2022). Corporate Criminal Liability: Some Reflections for Malaysia, Institutions and Economies, 14(4), 115–141.
4. Usharani Balasingam, Rukumani (2020) Section 17A of the Malaysian Anti-Corruption Act 2009: Corporate Liability and Beyond Malayan Law Journal vol 5 July - August 2020 Lexis Nexis;
5. Usharani Balasingam (2019) Directors Duties: The Foundation of Good Corporate Governance (Part 1) 2019 Current Law Vol 7 p i; and
6. Usharani Balasingam (2019) Directors Duties: The Foundation of Good Corporate Governance (Part 2) 2019 7 Current Law Journal xxxiii.

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ADMINISTRATIVE DETAILS

Date	15 October 2026	
Venue	Virtual platform	
Time	09.00 am – 01.00 pm	
Training Methodology	Lecture and case discussion	
Fee	RM350.00	Standard
	RM300.00	Licensed Secretary Member of MAICSA, MIA, Malaysian Bar, MACS, MICPA, Sabah Law Society & Advocates Assoc. of Sarawak.
SSM CPE Points	4 points	

HOW TO REGISTER?

STEP 1

Strictly via online registration at www.ssm4u.com.my/ecomtrac

STEP 2

NEW USER (First Time Login)

- Click on **SIGN UP**
- Key in **REGISTRATION INFORMATION**
- Click on **REGISTER**
- Key in **USERNAME and PASSWORD**

EXISTING USER

- Key in **USERNAME** and **PASSWORD**
- Click on **SIGN IN**

STEP 3

- Select training
- Check on Available Seat
- Click on Add Participant
- Key in participant's information
- Click on Submit
- Check participant's details
- Click on Submit Payment

Note: Please submit your application within 15 minutes. Otherwise the system will automatically cancel your transaction and you will lose your seat(s). Please re-apply if you wish to proceed. Full payment shall be made at the point of registration.

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TERMS & CONDITIONS FOR TRAINING PROGRAMMES

PROGRAMME FEE

- Fee is payable to SURUHANJAYA SYARIKAT MALAYSIA.
- Admittance to training programme shall be granted only upon registration and full payment is received.

PAYMENT MODE

- Registrations and payment for training programmes MUST be made through online at e-COMTRAC (www.ssm4u.com.my/ecomtrac). Upon submitting the registration application, participants are deemed to have read and accepted the terms and conditions herein.
- Payment by cash and cheque is not acceptable effective from January 2021.

CLASSROOM TRAINING

- For classroom-based training, a confirmation e-mail will be sent to participants at least 1 working day prior to the programme.
- Participants are required to present Malaysia's identification card and foreign participants are required to present passport at the registration counter for verification and admission to training programme.
- Admittance may be denied upon failure to present identification card / passport.

LIVE WEBINAR TRAINING

- A notification e-mail with the webinar access link will be sent to participants at least 1 working day prior to the webinar.
- The access link is unique for registered participants and should not be forwarded or shared with others.

E-LEARNING TRAINING

- Upon successful registration, an email will be sent containing the access link to the pre-recorded webinar and accompanying material will be sent on the start date of the programme.
- Access will be available for a fixed duration of seven (7) days starting from the session's commencement date. After this period, the link will expire, and access to the webinar and materials will no longer be available.

CERTIFICATE OF ATTENDANCE

- Upon full attendance of the programme and payment is received, participants will be issued an e-Certificate of Attendance.
- Participants can download the e-Certificate of Attendance from e-COMTRAC platform in three (3) working days after the programme or in seven (7) working days for conference / symposium. Please take note that the certificate is available for download up to 30 days from the conclusion of the programme. An administrative fee of RM30.00 per copy is chargeable for downloading the certificate after the 30th day. Any replacement of certificate due to errors in name or identification card number wrongly filled by participant / representative during registration or loss of certificate, etc will incur a fee of RM30.00 for reissuance.

CANCELLATION / ABSENT

- No refund will be given to participants who failed to attend the programme.
- Replacing registered participant is not allowed.

TRANSFER

Transfer of registration fee to another training programme is not allowed.

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Your personal data and other information provided in this application and including any additional information you may subsequently provide, may be used and processed by COMTRAC/SSM as a reference in future to communicate with you on our training programmes/events. In line with the Personal Data Protection Act 2010, we wish to obtain your agreement and consent for using your personal data. If you do not consent to the processing and disclosure of your personal data, you should send an e-mail to us at comtrac@ssm.com.my.

HUMAN RESOURCES DEVELOPMENT CORPORATION

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