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MODULE 19: ADVISORY SERVICES (RULES & REGULATIONS)

LIVE WEBINAR AVAILABLE ON

3 & 4 SEPTEMBER 2022

9.00AM - 6.00PM

**HRD CORP REGISTERED COURSE/
PROGRAMME NO: 10001152782**



Learning Hours:
2 Days

Fees:
MYR 1,250 Per Webinar
(fee is not inclusive of 6% SST)



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PROGRAMME OVERVIEW

This programme equips participants with comprehensive understanding and knowledge based on Module 19 Study Outline. Participants will advance their knowledge and comprehension further via interactive teaching and learning experience while increasing their confidence in sitting for the examination. This programme will be facilitated by an experienced and qualified trainer.

PROGRAMME OBJECTIVE

This programme is designed to match the licensing study outline for Module 19 on advisory services (rules and regulations). It covers the principles of contract of law and relevant issues, related guidelines pertaining to equities, private debt securities and structured products.

LEARNING OUTCOMES

Upon completion of this programme, participants should be able to:

- outline the principles of contract law and relevant issues
- describe the laws which are relevant to the advisory services in the Malaysian capital market
- explain the system and procedures of licensing of persons who carry on the investment advisory business in Malaysia
- describe the features and prohibitions of investment advisory activities
- describe the regulations governing the issue and offer of equity securities, listing of corporations and quotations of securities on the Main Market of Bursa Malaysia Securities Berhad (Bursa Securities) (Main Market) and proposals which result in a significant change in the business direction or policy of corporations listed on the Main Market under the Securities Commission Malaysia's Equity Guidelines
- explain the regulations setting out who can act as principal advisers for the submission of corporate proposals and the competency standards required
- describe the regulations governing the conduct of due diligence for corporate proposals by issuers, advisers and experts
- describe the activities and current trends connected to money laundering and terrorism financing and the Malaysian regulatory approach towards them
- explain the characteristics and regulations governing take-overs in Malaysia
- explain the regulations governing valuations of property assets in conjunction with corporate proposals for submission to the Securities Commission Malaysia or for inclusion in prospectuses and circulars
- identify the regulations governing the issuance and registration of prospectuses
- describe the regulations governing the issue, subscription, purchase, invitation to subscribe or purchase private debt securities or Sukuk to retail investors
- describe the regulations that must be observed for the purposes of exclusively making available unlisted capital market products to sophisticated investors in Malaysia or persons outside Malaysia
- explain the regulations governing the issuers of structured warrants
- discuss the regulations governing listing of securities under Bursa Securities Main Market Listing Requirements, Bursa Malaysia Securities Berhad ACE Market Listing Requirements and Bursa Malaysia Securities Berhad LEAP Market Listing Requirement

CANDIDATES' PREREQUISITES

Candidates are expected to possess good knowledge and understanding of the subject matter provided in the study outline and specified references. It is estimated that this module will require a minimum of 200 hours of study time. The amount of study hours needed depends on the education background and work experience of the candidates. Candidates are also expected to update themselves with the latest changes relevant to the module as all questions will be continuously updated.

METHODOLOGY

This programme will be delivered using effective learning methods including presentations, discussions and review of examination questions.

PROGRAMME

DAY 1

Legal Considerations and Code of Conduct

- Contractual Issues
 - Outline of the law of contract
 - Essential elements of a contract
 - Other elements of contract
 - Exclusion and limitation clauses
 - Remedies for breach of contract
- Negligent Misstatement
 - Negligence
 - Defences
 - General liability of stockbrokers
 - False and misleading statements under securities laws

1.5 hours (9.00am – 10.30am)

Break

Licensing of Persons Who Carry on the Business of Investment Advice, Advising on Corporate Finance and Their Representatives

- Advising on corporate finance, investment advice, CMSL and CMSRL defined
- Requirement to be licensed
- Criteria for the grant of licence
- Revocation and suspension of licence
- Duties and obligations of licence holder

Prohibited Conduct and Insider Trading

- Prohibited conduct
- Insider trading

Guidelines on Prevention of Money Laundering and Terrorism Financing for Reporting Institutions in the Capital Market

- Part I: Introduction and Applicability
- Part 1A: AML/CFT Compliance Programmes and Obligations of Board of Directors, Senior Management and Compliance Officer
- Part II: Risk-Based Approach Application
- Part III: Customer Due Diligence (CDD)
- Part IIIA: Wire Transfer
- Part IV: Retention of Records
- Part V: Suspicious Transactions
- Part VI: Enforcement Orders
- Part VII: Combating Terrorism Financing

2.25 hours (10.45am – 1.00pm)

Lunch Break

Guidelines Related to Advisory Services and Its Applications

1. Equity Guidelines

- Part I: General
- Part II: Policy Guidelines
- Part III: Submission and Implementation
- Appendices, Schedules and Guidance

2. Guidelines on Submission of Corporate and Capital Market Product

- Chapter 1: Introduction
- Chapter 2: Applicability
- Chapter 3: Related Provisions
- Chapter 4: Definitions
- Chapter 5: Obligations of a Submitting Party
- Chapter 6: Obligations of a Submitting Party, Senior Officer and Qualified Person for Submission of a Specific Proposal
- Chapter 7: Obligations of Advisers in a Proposal
- Chapter 8: Obligations of an Applicant in a Proposal

1.5 hours (2.00pm – 3.30pm)

BREAK

PROGRAMME (CON'T)

Guidelines Related to Advisory Services and Its Applications (con't)

3. Prospectus Guidelines

- Part I: General Requirements
- Part II: Contents of Prospectus
 - Division 1 - Equity
 - Division 2 - Corporate Bonds and Sukuk
 - Division 3 - Structured Warrants
 - Division 5 - Abridged Prospectus
 - Division 6 - Supplementary and Replacement Prospectus
- Part III: Procedures for Registration
 - Chapter 1: Prospectus under Division 1 and 1A of Part II
 - Chapter 2: Prospectus under Division 2 and 2A of Part II
 - Chapter 3: Prospectus under Division 3 of Part II (Structured Warrants)
 - Chapter 5: Prospectus under Division 5 of Part II (Abridged Prospectus)
- Part IV: Prospectus Related Guidelines
 - Division 1 - Plain Language Guide for Prospectus
 - Division 2 - Electronic Prospectuses and Application Guidelines
 - Division 3 - Advertising Guidelines

2.25 hours (3.45pm – 6.00pm)

End of Day One

DAY 2

Guidelines Related to Advisory Services and Its Applications (con't)

4. Malaysian Code on Take-Overs and Mergers 2016

- Citation and Commencement
- General Principle 1 to 12
- Acquisition pursuant to subsection 218(3)
- Revocation and saving

5. Rules on Take-Overs, Mergers and Compulsory Acquisition

- General
- Take-Over Offer
- Process and Procedure of Take-Over Offer
- Conduct During Offer
- Compulsory Acquisition and Right of Minority Shareholders

1.5 hours (9.00am – 10.30am)

Break

6. Asset Valuation Guidelines

- Chapter 3: Appointment of Valuer
- Chapter 4: Valuation
- Chapter 7: Requirements for Valuation of Specific Property Assets
- Chapter 8: Submission of Report

7. Guidelines on Issuance of Corporate Bonds and Sukuk to Retail Investors

- Part A: General
- Part B: Requirements for Issuance of Corporate Bonds or Sukuk
- Part C: Approval for Issuance of Corporate Bonds or Sukuk
- Part D: Additional Shariah Requirements for Sukuk
- Part E: Requirements for Issuance of Sustainable and Responsible Investing Sukuk
- Part F: Requirements for Issuance of ASEAN Bonds and Sukuk
- Part G: Requirements for Issuance of Corporate Bonds and Sukuk Under the Qualified Issuer Framework

2.25 hours (10.45am – 1.00pm)

Lunch Break

Guidelines Related to Advisory Services and Its Applications (con't)

8. Guidelines on Unlisted Capital Market Products Under the Lodge and Launch Framework

- Section A: General Requirements
- Section B: Specific Requirements
 - Part 2: Structured Products
 - Part 3: Corporate Bonds and Sukuk
 - Part 4: Asset-Backed Securities
- Section C: Additional Requirements for Shariah-Compliant Unlisted Capital Market Products Under the Lodge and Launch Framework
- Section D: Transitional Provisions

9. Lodgement Kit: Unlisted Capital Market Products Under the Lodge and Launch Framework

- Part 2: Structured Products
- Part 3: Corporate Bonds and Sukuk
- Part 4: Asset-Backed Securities

10. Guidelines on Issuer Eligibility – Structured Warrants

- General
- Eligible Issuers of Structured Warrants
- Requirements on Issuers
- Supervisory Action
- Submission of Declaration

1.5 hours (2.00pm – 3.30pm)

Break

Bursa Malaysia Securities Berhad Main Market Listing Requirements

- Chapter 2: General
- Chapter 3: Admission
- Chapter 4: Admission for Specific Applicants
- Chapter 4A: Foreign Listing
- Chapter 4B: Listing of Sukuk and Debt Securities
- Chapter 5: Structured Warrants
- Chapter 6: New Issues of Securities
- Chapter 8: Continuing Listing Obligations
- Chapter 9: Continuing Disclosure
- Chapter 10: Transactions
- Chapter 12: Share Buy-Backs
- Chapter 13: Arrangements and Reconstructions
- Chapter 14: Dealings in Listed Securities
- Chapter 15: Corporate Governance
- Chapter 16: Suspension, De-listing and Enforcement
- Practice Notes

Bursa Malaysia Securities Berhad Ace Market Listing Requirements

- Chapter 2: General
- Chapter 3: Admission
- Chapter 4: Sponsors
- Chapter 5: Foreign Listing
- Chapter 6: New Issue of Securities
- Chapter 8: Continuing Listing Obligations
- Chapter 9: Continuing Disclosure
- Chapter 10: Transactions
- Chapter 12: Share Buy-Backs
- Chapter 13: Arrangements and Reconstructions
- Chapter 14: Dealings in Listed Securities
- Chapter 15: Corporate Governance
- Chapter 16: Suspension, De-listing and Enforcement
- Guidance Notes

Bursa Malaysia Securities Berhad LEAP Market Listing Requirements

- Chapter 2: General
- Chapter 3: Admission
- Chapter 4: Advisers
- Chapter 5: New Issues of Securities
- Chapter 6: Continuing Listing Obligations
- Chapter 7: Transactions
- Chapter 8: Suspension, De-Listing and Enforcement

2.25 hours (3.45pm – 6.00pm)

End of Day Two

SPEAKER



WONG LOKE LIM

Wong Loke Lim has almost thirty years of banking and finance-related experience. Currently, he is a director of several private companies which he founded, including I-Biz Concept Sdn Bhd, a financial training and management resources provider. He is also a director of a Bursa Malaysia-listed company and sits on the Board of Governors of the Financial Planning Association of Malaysia, where he was the Deputy President from 2011-2013. Previously, he was the Chief Executive/Licensed Representative of a fund management company, a general manager at KAF Investment Bank Berhad and the Group Chief Internal Auditor of a KLSE (now Bursa Malaysia)-listed company. He speaks regularly on topics relating to capital market, treasury, accounting and wealth management, and conducted training programmes for capital market professionals, private bankers and wealth managers in various financial centres in the Asia-Pacific region. He is a chartered accountant, a fellow of the Association of Chartered Certified Accountants and a Certified Financial Planner.

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*The SIDC reserves the right to amend the programme as deemed appropriate as without prior notice.

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