



Bella Chu Chai Yee  
Partner  
**Corporate**  
T: +603 6208 5887  
E: [cy@lh-ag.com](mailto:cy@lh-ag.com)



Thivya Manokaran  
Associate  
**Corporate**  
T: +603 6208 5847  
E: [tdm@lh-ag.com](mailto:tdm@lh-ag.com)

28 JUNE 2021

## Guidance on Virtual Meetings by Listed Issuers: Latest Updates

The COVID-19 pandemic has transformed the ways companies conduct their businesses in an unprecedented manner. As part of the continuing effort of the Securities Commission Malaysia (**SC**) to guide all companies listed on Bursa Malaysia Securities Bhd on the conduct of their general meetings during the period when the government enforces movement restrictions in the country, the SC has recently updated the Guidance on Virtual Meetings of Listed Issuers (**Guidance Note**).

The Guidance Note states that all general meetings, including Annual General Meeting, Extraordinary General Meeting and Meeting of Unit Holders, are to be conducted fully virtually<sup>1</sup> throughout the Full Movement Control Order (**FMCO**) period.

|                       |   |
|-----------------------|---|
| Main Venue of Meeting | Section 327 of the Companies Act 2016 requires the main venue of the meeting to be in Malaysia and for the Chairperson of the meeting to be present at the main venue. In this regard, the online meeting platform can be recognised as the main venue of the meeting, provided that the listed issuer is able to show that the online platform is located in Malaysia. An online meeting shall be deemed to be in Malaysia if the URL address of the online meeting platform is registered with MYNIC Berhad ( <b>MYNIC</b> ) or the physical address of the Registrant <sup>2</sup> is in Malaysia. |
|-----------------------|---|

<sup>1</sup> The SC has clarified in its Guidance Note that a fully virtual general meeting is where the meeting is conducted online, and all meeting participants shall participate in the meeting online.

<sup>2</sup> Where the domain name of the URL address is not registered with MYNIC, there must be sufficient proof to show that the physical address of the domain Registrant is in Malaysia.

|                    |  |
|--------------------|--|
| Notice of Meetings | <p>A listed issuer, in their notice of meeting must clearly indicate, among others:</p> <p>(a) the online meeting platform to be used for the meeting; and</p> <p>(b) the mode of communication during the meeting, whereby it must be expressly stated that all modes of communication are acceptable, to ensure that the shareholders' right to speak is not limited to verbal communication but includes real time submission of typed texts.</p> |
| Quorum of Meeting  | <p>In a fully virtual meeting, listed issuers may determine the quorum of the meeting by the number of members logged-in at the commencement of the meeting. In respect of this, listed issuers must ensure that there is a proper audit trail to record the attendance of individual members at the meeting.</p>  |

Additionally, the Guidance Note requires the following to be met during a fully virtual meeting:

- (a) The listed issuer shall ensure that proper mechanisms are in place, which include enabling members to exercise their rights to speak and for in time voting<sup>3</sup> at the meeting to enable the conduct of the general meeting with little to no disruption and to ensure that members or proxies can fully participate in the meeting.
- (b) The listed issuer shall provide clear guidance to shareholders on the requirements and participating methods in the general meeting using the platform selected. In this regard, listed issuers are advised to provide shareholders with dedicated contact information, by phone or email, to submit queries or requests for technical assistance, to enable them to successfully participate in the general meeting.
- (c) The listed issuer shall ensure that only eligible members are allowed to participate in the general meeting.

<sup>3</sup>

<sup>3</sup> "In time voting in the Guidance Note refers to the ability for shareholders to cast their votes remotely and contemporaneously (live) during the proceedings of the general meeting.

- (d) The responsibility to adhere to the prevailing and applicable Standard Operating Procedures, as well as precautionary measures as prescribed by the relevant authorities to curb the spread of COVID-19, shall fall on the listed issuer.

In order to keep up with the times, the SC encourages listed issuers to continue leveraging technology to conduct their general meetings, beyond the FMCO or any MCO period. The SC has clarified that upon the lifting of these movement restrictions and physical distancing requirements by the government, the Guidance Note referred to in this alert will still be applicable to guide listed issuers on the conduct of fully virtual and hybrid general meetings. However, when circumstances permit and when it is appropriate to do so, the SC will remove COVID-19-related guidance<sup>4</sup> accordingly.

**Thivya Manokaran** ([tdm@lh-ag.com](mailto:tdm@lh-ag.com))

If you have any queries, please contact associate Thivya Manokaran or team partner, **Bella Chu Chai Yee** ([cy@lh-ag.com](mailto:cy@lh-ag.com)).

**Lee Hishammuddin Allen & Gledhill**

Level 6, Menara 1 Dutamas  
Solaris Dutamas  
No. 1, Jalan Dutamas 1  
50480 Kuala Lumpur  
Malaysia

T +603 6208 5888  
F +603 6201 0122/0136  
E [enquiry@lh-ag.com](mailto:enquiry@lh-ag.com)  
W [www.lh-ag.com](http://www.lh-ag.com)

Published by the Corporate Department

© Lee Hishammuddin Allen & Gledhill. All rights reserved. The views and opinions attributable to the authors or editor of this publication are not to be imputed to the firm, Lee Hishammuddin Allen & Gledhill. The contents of this publication are intended for purposes of general information and academic discussion only. It should not be construed as legal advice or legal opinion on any fact or circumstance.

[Feedback](#)

[Unsubscribe](#)