

The Cyprus Fiduciary Association proudly presents:

Seminar 1

Understanding Corporate Accountability: Liabilities of Directors and Secretaries in Cyprus Law

Tuesday, 13th February 2024, 09:30-12:30, Venue: Live Online (Zoom)

Featured Speakers



Androulla Poutziouris
European Legal Training Center
(ELTC)

#CYFAseminars2023

The Seminar will be conducted in the English Language
Participants will receive a Certificate of Attendance for up to 3 CPD Unit Hours.

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Seminar Aims and Objectives

The Cyprus Fiduciary Association in collaboration with the European Legal Training Center (ELTC) is organizing an independent live online seminar titled: **“Understanding Corporate Accountability: Liabilities of Directors and Secretaries in Cyprus Law”**.

Aims and Objectives:

Aims of the seminar:

- To provide comprehensive knowledge about the legal responsibilities and duties of company directors and secretaries under Cyprus law.
- To explore the various liabilities these roles entail, including statutory, fiduciary, and common law duties.
- To highlight the legal consequences of breaches of these duties and the potential for personal liability.
- To offer insights into the role these positions play in corporate governance and their impact on the functioning of a company.
- To equip participants with practical knowledge for managing these roles effectively and in compliance with legal requirements.
- To prepare directors and secretaries for complex legal scenarios they might encounter in their roles, using case studies and real-world examples.

Learning outcomes:

By the end of this course, participants are expected to:

1. Understand in-depth the statutory, fiduciary, and common law duties of directors and secretaries in Cyprus.
2. Recognize the various forms of liabilities that can arise due to non-compliance or breaches of duty in these roles.
3. Apply this knowledge to real-world scenarios, enhancing decision-making skills in corporate governance matters.

4. Develop strategies for effectively managing and mitigating legal risks associated with director and secretary roles.
5. Be aware of the legal remedies and defences available for directors and secretaries, including relief from liability and the ratification of actions.
6. Improve compliance with Cyprus corporate law through a better understanding of the legal landscape governing corporate governance.
7. Make informed decisions regarding the appointment, functioning, and management of directors and secretaries in a corporate environment.
8. Develop practical skills through case studies, such as drafting indemnity agreements and understanding the nuances of corporate law.

Methodology

- Interactive lecture with PowerPoint presentation with supporting legal references and case law.
- Case study and analysis and group discussion
- Practical exercises to apply legal concepts in real-world scenarios.
- Q&A sessions for in-depth understanding

Program/Agenda

09:15 – 09:30	Registration	Speaker
09:30 – 10:55	<p>The liabilities of a Company Secretary in a Private Ltd Company</p> <p>This module will delve into the specific liabilities of company secretaries under Cyprus law. It will explore the scope of their duties, the potential legal consequences of breaches, and the avenues for relief from liability. The module content will be as follows:</p> <ul style="list-style-type: none"> • Overview of the responsibilities of company secretaries in Cyprus • Statutory obligations and duties 	Androulla Poutziouris

	<ul style="list-style-type: none"> • Liabilities for breach of duties • Relief from liability • Ratification of company secretary actions by director/shareholder. • Risk management and compliance. 	
10:55 – 11:15	Break	
11:15 – 12:40	<p>The Liabilities of Directors in a Private Ltd Company:</p> <p>This module will provide an in-depth analysis of the duties and liabilities of company directors, with a focus on the legal framework in Cyprus, referencing the Companies Law, Cap. 113, and relevant case law from the UK and Cyprus. The module contents will be as follows:</p> <ul style="list-style-type: none"> • Overview of the role and duties of a company director under Cyprus law. • Fiduciary Duties of Directors • Exercising independent judgement • Duty to exercise skill and care • Statutory Duties • Liability during winding up. • Criminal Liability risks • Liability of executive and non-executive directors • The myths of nominee directorship • Insurance for Liability and Directors indemnity agreements. 	Androulla Poutziouris
12:40 – 12:50	Q &A Session	

The seminar is addressed primarily to Directors, both executive and non-executive of companies in Cyprus, legal professionals and corporate secretaries/Administrators and all interested professionals that need to gain a robust foundation in understanding the complex legal landscape governing corporate roles, enhancing their competence and confidence in navigating these responsibilities.

Maximum number of participants: 50 seats. Registrations will be handled on a first come first served policy.

To receive a certificate of attendance, each registered participant must login and attend the full duration of the live-online seminar. Participants should also complete the relevant evaluation form. The seminar will be recorded for internal use purposes.

For registrations, please complete and sign the registration form and submit to the Cyprus Fiduciary Association e-mail address info@cyfa.org.cy by **Friday, 9thrd February 2024**.

Click [here](#) to review the CYFA Payment & Refund policy.

Speaker Bio

Androulla Poutziouris

Mrs Androulla Poutziouri is a qualified Advocate and a Member of the Cyprus Bar Association. Mrs Poutziouri obtained a double LLB Law degree in English and French Law from Paris II Panthéon-Assas University and the University of Birmingham. She then proceeded to obtain an LLM Degree in International Legal Practice from the University of Law in the UK. She is bilingual in Greek and English (native), with working proficiency in French.

Androulla has been a lecturer of law for the last 14 years. She has taught for some of the most prestigious legal education providers in the UK including the LLB Law Degree offered in Cyprus by the University of Wales, The University of the West of England and the University of London (a consortium of top London universities offering an LLB (HONS) Law Degree through a registered teaching center in Cyprus). Regarding the LLB law degree, Androulla has taught many subjects including, Equity and Trusts Law, European Union Law, Property Law, Company law and Criminal and Contract law (amongst others).

Androulla has taught law in the British Bases in Cyprus and has offered courses Cyprus-wide as an accredited lecturer for the National Association of Licensed Paralegals, the Chartered Institute of Legal Executives and Cambridge Law Studio. Androulla is also currently an Executive Director for Cambridge Law Studio for the Mediterranean region. Androulla has been accredited as an 'expert in the field of law' (διακεκριμένος εκπαιδευτής) by the Human Resource and Development Agency in Cyprus and regularly undertakes training of lawyers and administration staff in Cyprus with the European Legal Training Center [ELTC] (of which she is the founder and director). ELTC is a training center accredited to offer continuous professional development courses by the Cyprus Bar Association and provides funded training courses to upskill members of the legal sector. Androulla is known for her personable and professional approach to training and education and regularly receives excellent reviews from trainees as a result. Some of the courses that Androulla

has taught on behalf of ELTC include in the corporate sector include Introduction to Company Law and Practice, Drafting and advising clients on Shareholder Agreements, Drafting and Advising clients on Share Purchase Agreements.

You can view the reviews Androulla receives on the website: www.eltrc.com



CYPRUS FIDUCIARY ASSOCIATION

Cyprus Fiduciary Association

Seminar 1: "Understanding Corporate Accountability: Liabilities of Directors and Secretaries in Cyprus Law" 13th February 2024 | Live Online - Zoom

Registration Form

1. Name of Company Regulatory Authority CYFA Member Non-Member

Postal Address Telephone no

2. Please add below the details of the participants and the town they will attend the seminar:

S/N	Name/ Surname	Email Address

3. Fees

CYFA Members	€70 + VAT
ICPAC, CyBAR, STEP Cyprus Members	€105 + VAT
Non-Members/Others	€140 + VAT

Total Fees €

4. Type of payment (all payments should be made prior to the event)

- Cheque Name of bank and cheque no.:
- Bank transfer

Bank	Account No.	Swift Code	IBAN
Bank of Cyprus	357003026375	BCYPCY2N	CY52002001950000357003026375
Hellenic Bank	240-01-579787-01	HEBACY2N	CY 73005002400002400157978701

Note: Please add the name of your company in the description of the transfer payment

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Name Signature

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