



## NURBAYA AHMAD MARZULAI

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### OBJECTIVE

- Legal Counsel with more than 15 years of broad-based experience in legal advisory in commercial contracts, compliance and risk management, corporate governance, corporate secretary, managing litigation & arbitration, due diligence, and industrial relations.
- Trusted advisor to C-level management with the ability to secure favorable litigation outcomes and minimize company exposure to legal risk by ensuring high standards of risk management, internal audit controls, and regulatory compliance.
- Strategic thinker, excellent communicator, and relationship-building who is proficient in cultivating strong stakeholder relationships at all levels as well as solid business acumen and an understanding of how each department interacts.

#### Achievements Include

- Played a key role in the successful recovery of 60% of the debt owed to TERAJU by leveraging superior negotiation skills and astute litigation management.
- Increased productivity by 50-75% at TERAJU by implementing internal controls and SOPs, overhauling process flow, and template agreements for each program, procurement, and company secretarial processes.
- Proposed, established, and managed Internal Audit, Risk Management & Integrity Department to formulate a risk management framework including drafting of whistleblowing policy, program risk management policy, anti-corruption and bribery policy, board charter, and SOPs, ensuring all internal controls and policies are in line with regulations and adhered to at all levels.
- Designed and implemented digitalized meeting management system (MMS) for ease of conducting meetings.
- Successfully recovered 75% of bad debts owed by international companies (>USD4M) and 80% of the bad debt owed by local companies (>MYR8M), during the first year of tenure at Malaysian Agrifood Corporation Berhad.



### SKILLS

Legal Advisory • Commercial Contract Drafting & Negotiations • Litigation & Arbitration • Dispute Resolution • Corporate Governance • Regulatory Compliance • Risk Management & Assessment • Due Diligence • Internal Controls • Company Secretarial Support • Industrial Relations • Government Relations



## PROFESSIONAL EXPERIENCE

### **Manager (Legal & Secretarial) | Teraju Bumiputera Corporation /Unit Peneraju Agenda Bumiputera (TERAJU)**

NOVEMBER 2014 – NOVEMBER 2021

- Lead a team of 3 to supervise all legal and corporate secretarial matters in TERAJU and its sister company, Institut Keusahawanan Negara Berhad (INSKEN) (until 31 August 2018).
- Advised Prime Minister's Office, Heads of Ministries, and C-level management on compliance issues to facilitate the Bumiputera Agenda initiatives, while mitigating legal and operational risks, and ensuring robust corporate governance.
- Served as the focal point for stakeholders' communication and engagement on corporate governance issues and managed high-level stakeholders such as the Prime Minister's Office, Prime Minister's Department, Ministers and Head of Ministries, State Government, C-level management in private sectors, and government agencies including GLC, GLIC, and NGO.
- Spearheaded negotiations with external counsels on mediation, litigation, and arbitration matters. Review, draft and negotiate corporate and commercial agreements such as collaboration agreements, fund management, grant, loan, non-disclosure, memorandum of understanding, consultancy, and services agreements including IT.
- Provide support to operating units on governance policies, financial control, and procedures and orchestrate due diligence of programs and initiatives. Manages project timelines associated with deliverables and implementation.
- Managed all board and committee meeting logistics, attended and recorded all minutes of meetings, and facilitated board communication and orientation of new directors.
- Acted as Secretary for:
  - 2020 –2021: **Majlis Kemakmuran Bumiputera (MKB)** chaired by Prime Minister, **Jawatankuasa Pemandu MKB (JPMKB)** chaired by Minister in Prime Minister's Department (Special Functions) and **Jawatankuasa Kerja MKB (JKMKB)**, **Management Committee**, and **Policies and Procedures Committee (PPC)** both chaired by CEO.
  - 2014 – 2019: **Bumiputera Economic Council (MEB)** chaired by Prime Minister, **TERAJU Executive Committee (EXCO)** chaired by Minister of Economic Affairs, **Facilitation Fund Approval Committee (FFAC)**, **Focus Group on Enhancing Bumiputera's Participation in Businesses (PEMUDAH)**
  - 2014 – 2021: Co-Secretary with external company secretary for the **Board of Trustees (BOT) Meeting**, **Annual General Meeting (AGM)**, and **Extraordinary General Meeting (EGM)**.
- Trained the Executive and Administrative Secretaries to understand and assist in corporate secretarial matters, organizing all board, council, and committee meeting logistics, coordination, and compiling of board papers including minute writing.

#### Significant Achievements

- Played a key role in the successful recovery of 60% of the debt owed to TERAJU by leveraging superior negotiation skills and astute litigation management.

- Increased productivity by 50-75% at TERAJU by implementing internal controls and SOPs, overhauling process flow, and template agreements for each program, procurement, and governance process.
- Proposed and established Internal Audit, Risk Management & Integrity Department. Working with other departments/internal stakeholders to formulate a risk management framework including drafting of whistleblowing policy, program risk management policy, anti-corruption and bribery policy, board charter, and COVID-19 action policy.
- Educate internal stakeholders on minimization of risk and safeguarding of assets, launching of programs and services to ensure successful project deliveries for Dana Kemakmuran Bumiputera (DKB), Dana Pembangunan Usahawan Bumiputera (DPUB), Dana Mudahcara, and SUPERB program within Malaysia.
- Instrumental in the design and implementation of an in-house digitalized meeting management system and operational legal processes relating to board matters management, contracts management, and company secretary filings.

### **Assistant Vice President (Group Legal & Secretarial) | Malaysian Agrifood Corporation Berhad**

**DECEMBER 2011 – AUGUST 2014**

- Oversaw full spectrum of legal and corporate secretarial functions for 3 companies under Khazanah Nasional, namely, Malaysian Agrifood Corporation Berhad, Biotropics Malaysia Berhad & Blue Archipelago Berhad, including its subsidiaries, such as Cold Chain Network (M) Sdn Bhd, and Phytes Biotek Sdn Bhd.
- Advised on the protection of groups' tangible (products and services) and non-tangible (intellectual property) assets.
- Orchestrated contract drafting & negotiation for various domains including warehousing, supply chain, trade, leasing, cross-border, and intellectual property technology transfer agreements.
- Led task force team of 4 to 5 members to manage external solicitors in pursuing legal actions to collect legacy bad debts (local and international). Represented the group in Labour and Industrial Relations Court.
- Acted as Secretary for **Board, Executive Committee, and Audit Committee Meetings**.
- Drove talent development for new staff with full accountability of talent life cycle including staff engagement, team building, disciplinary actions, performance management, and training. Manage and motivate staff, review and assess performance, support their professional development and enable employees to optimize their contribution to the department.

#### Significant Achievements

- Successfully recovered 75% of bad debts owed by international companies (>USD4M) and 80% of the bad debt owed by local companies (>MYR8M), during the first year of tenure.
- Prevented potential warehouse closure by identifying the lack of proper Certificate of Compliance and liaising with local authorities on issue resolution. Advised C-level management on compliance with applicable building regulations.

## **Assistant Manager (Legal & HR Department) | Metroport Group Berhad**

OCTOBER 2009 – MAY 2011

- Managed all legal and HR matters for Metroport Group Berhad including its subsidiaries, namely, Pelangi Forwarding Sdn Bhd, Pelangi Haulier Sdn Bhd, Kristana Holding Sdn Bhd, and Petraz Holding Sdn Bhd.

### Significant Achievements

- Promoted in less than 1 year from Legal Executive to Assistant Manager due to excellent work performance.
- Prevented loss of almost MYR10M and achieved 90% cost savings by executing a proposal to install GPS tracking on fleets thereby resolving issues of the fleet being robbed in transit and fleet spare parts theft by staff.

## **Partner | Messrs. Nurbaya Govind & Co.**

2007 – JUNE 2009

- Headed conveyancing and litigation departments in my own start-up law firm. Directly managed cases from client acquisition and onboarding to final disposition.



## **EDUCATION, ADMISSION & PROFESSIONAL CERTIFICATES**

**MBA (Corporate Governance + ICSA) | Putra Business School, Putra University Malaysia**

- Candidate

**LLB (Hons) | Mara University of Technology (UiTM)**

2004

**Admission to Malaysian Bar | High Court of Malaya in Shah Alam / Bar Council Malaysia**

2005 (IN PRACTICE UNTIL JUNE 2009)

**Certified Translator (BM–ENG/ENG–BM) | Institut Terjemahan dan Buku Malaysia**

2016

**Chartered Management Institute | Membership No: P04886726**

2022



## **PERSONAL INFORMATION**

**Marital Status:** Married

**Nationality:** Malaysian

**Age/Date of Birth:** 43yrs / 6 February 1979

**Languages:** English, Malay

**Availability:** Immediate

**Expected Salary:** Available upon request

**References:** Available upon request