

CURRICULUM VITAE



BADRULHISAM BIN HUSSAIN

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GENERAL INFORMATION AND PERSONAL BACKGROUND

Name : Badrulhisam Bin Hussain

NRIC No : 670124-10-5051/ A0646477

Nationality : Malaysian

Address : C-26-4, Bukit Pandan 2, Pandan Perdana
55300 Kuala Lumpur

Date & Place of Birth : 24th January 1967 (Selangor)

Age : 57 Years Old

Sex : Male

Marital Status : Married with Four (4) children

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ACADEMIC BACKGROUNDS

July 1991 : Bachelor In Laws (LLB) Hons.

May 1984 : Sijil Pelajaran Malaysia - Gred 1

Dec 1982 : Sijil Rendah Pelajaran - Grade A

COURSES ATTENDED

January 2019 : Attending Employee Engagement & Structured Coaching specially designed for Emery Oleochemicals (M) Sdn. Bhd. by Procentric Sdn. Bhd.

- February 2014 : Effective Contract Writing, Drafting Clearer Contract organised by Marcus Evans from 24th February 2014 to 25th February 2014 and Delivered by Kenneth A.Adams, a lecturer in law at the University of Pennsylvania Law School and founder of Koncision Contract Automation.
- June 2013 : Director Duties, Business Ethics And Governance Seminar For Directors of PLCs 2013 organised by Malaysian Institute of Corporate Governance on 27th June 2013
- January 2013 : Teaming For Quantum Growth organised by Lawrence Walter Seminars (LWS Strategic Group) from 5th January 2013 to 6th January 2013.

WORKING EXPERIENCE

- September 2017 until present : Legal Counsel at Edenor Oleochemicals (M) Sdn. Bhd., a leading solution provider in natural-based chemicals [formerly known as Emery Oleochemicals (M) Sdn. Bhd.]

- Job Description : Providing general legal advisory for Edenor Group of Companies in including drafting & reviewing various types of contracts, commercial and business agreements, involve in negotiation with distributors, suppliers, manufacturers, and customers.

A panel member of the company's Domestic Inquiry and Liaison with panel solicitors for commercial and contentious legal matters.

Assisting the Chief Financial Officer cum Company Secretary in the Board of Directors' related matter and financial audit of the company.

Legal / Commercial & Secretarial Experience : Drafting, reviewing and finalizing various kinds of agreements such as Distribution/Commission Agreements, Manufacturing Contract, Tolling Agreement, Non-Disclosure Agreement, Memorandum of Understanding with local and foreign companies in North America, Asia Pacific, Middle East, Russia and Eastern Europe.

Assisting and advising the company in ensuring Emery is compliance with legal requirements in America with Emery LLC in respect of inter companies' transaction, U.S. Customs and Border Protection ("CBP") on goods detained at their port and Jewish Orthodox Union on certification of Kosher for Emery products for consumption by certain sections of customers in America.

A team member representing Emery Oleochemicals Group of Companies ("Emery Group") in the Due Diligence Exercise for the divestment of EOM to Edenor Technology Sdn. Bhd. The divestment has been completed on 1 November 2021

March 2015 -July 2017 : Contract & Legal Manager at Arecatech Sdn. Bhd., an environmental positioning survey contractor for Oil & Gas sector

Job Description : Providing general legal advisory for Arecatech Sdn. Bhd. including drafting & reviewing various types of agreements, involve in negotiation with Project Owner, suppliers and assisting Company in securing financial assistance with local banks

Legal / Commercial & Corporate Experience : Actively involved in negotiations, drafting, completion of a business collaboration agreement with Cekap Technical Services Sdn. Bhd., a well-established integrated project management company to jointly undertake a designated project awarded by PETRONAS with Arecatech Sdn. Bhd.

Actively involved in a negotiation process for the potential sale of certain equity in Arecatech Sdn. Bhd. to interested buyers. Drafted Terms of reference and Acquisition of Shares Agreement

Entrusted by the company to assist in the incorporation of a new company in Indonesia.

September 2014 - Feb 2015 : Freelance Legal Counsel.

Job Description / Working Experience : providing general legal services on a freelance basis to KEMJ Engineering Sdn. Bhd. (Class A M&E Contractor), Persburan Holdings Sdn. Bhd. (property developer), ZHT Gemilang Sdn. Bhd. (construction & general trading company), Perfect Discovery Sdn. Bhd., (manpower supply company) and individual clients

January 2013 - Aug 2014 : Senior Legal Executive at GOM Resources Sdn. Bhd., an Offshore Installation Contractor ("OIC"). GOM Resources Sdn. Bhd. is a subsidiary of Puncak Niaga Holdings Berhad.

Job Description : Assisting Vice President of Legal in general advisory for the company in commercial, engineering, charter party & barge hire and joint venture agreements.

Legal / Commercial & Corporate Experience : Entrusted by GOM Resources Sdn. Bhd. to prepare Memorandum of Agreement for a joint collaboration on EPCIC businesses in Malaysia and outside Malaysia, Confidentiality & Non-Disclosure Agreements for Data Review on Potential Oil Blocks in Malaysia, Brunei and Indonesia, review on BIMCO Agreement on chartering of vessels / barge, drafting of Board Paper for the relevant department and other types of agreements or assignment not specifically mentioned herein

From September 2013 to 23rd October 2013, had actively involved in the preparation and completion of relevant documents and agreements in respect of a bid exercise in a collaboration with Hibiscus Petroleum Berhad for the proposed acquisition of Newfield International Holdings Inc's of its oil & gas assets in Malaysia.

From 24th October assisting the company's Exploration & Production Division in a direct negotiation with Carnarvon Thailand including the conduct of due diligence, drafting of preliminary agreements on the potential divestment of Carnarvon's shares in the onshore producing oilfields in Thailand.

Part of the team in the submission of a proposed collaboration with Baker Hughes, an established international supplier of oilfield services, products, technology and systems to the oil and natural gas industry for a joint cooperation for a redevelopment of "The Greater D18 Contract Area" in Malaysian waters. Proposal submitted on 18th April 2014. The proposal had been accepted and is pending completion of reciprocal Due Diligence Exercise.

Assisting the Exploration & Production Division ("E&P") of the company in preparation and finalization of Board Papers for approval of potential E&P business ventures in America.

March 2006 - December 2012 : Contract & Legal Manager for KEMJ Engineering Sdn. Bhd .

Job Description : General legal & contract advisory for the company and liaison with external lawyers in litigious cases

Legal / Commercial & Corporate Experience : Entrusted by the company to advise and thereafter to draft Frame Agreement for Sub-contracted Works on Infrastructure Services

between KEMJ Engineering Sdn. Bhd., and Wireless One Holding Sdn Bhd for construction and installation of Ten (10) multipurpose monopoles in the State of Selangor.

Entrusted by the company to attend rounds of negotiations with Syarikat Perumahan Negara Berhad for the termination of the existing Development Agreement on a piece of land in Cheras, Selangor. The Development Agreement was finally terminated vide a Settlement and Rescission Agreement on 23rd March 2011.

Actively involved in the initial preparation to participate in the Pre-Qualification of Tender To Supply, Deliver, Install, Test & commissioning of Monocrystalline, Polycrystalline and Thin Film Solar Module for TNB Energy Services Sdn. Bhd. Had also participated in the negotiation and thereafter drafting and execution of the Joint Venture Consortium Agreement with Schneider Electric (China), LDK Solar International Co. Limited and Best Solar International Co. Limited for the purpose of the Pre-Qualification exercise

April 2000 - February 2006 : A Partner with M/S Noorzilan & Partners (Legal Firm)

Job Description : Handled conveyancing, commercial, corporate, bank loans and litigation matters for clients. Conduct trial in courts. General day to day administration of the legal firm

Legal / Commercial & Corporate Experience : Acting on behalf of client for purchase of Nine (9) acres of land in Cheras. Upon completion of the purchase, had advised the client on the Turnkey Agreement for the development on the said land with Syarikat Perumahan Negara

Acting on behalf of KFC Holdings Malaysia Berhad in respect of Tenancy Agreement with AEON Malaysia and GCH Retail (M) Sdn. Bhd. for the rent of AEON's and GCH's commercial premises for KFC restaurant outlets.

Acting on behalf of Aman Properties Sdn. Bhd., a subsidiary of Bank Kerjasama Malaysia Berhad in a joint venture agreement for a mixed development project in Mergong Kedah.

Acting as a leading counsel for Trans Resources Corporation Development Sdn. Bhd., (Respondent) defending against an injunction action instituted by Ukay Land Sdn. Bhd., (Applicant). The Injunction was to stop the construction of a bridge allegedly being built on a portion of land belongs to the Applicant. The case was heard before the Honorable Justice Dato' Abdul Wahab Patail whereby the judgment was in favour of the Respondent.

Acting for Persburan Holdings Sdn. Bhd., in a joint venture development agreement for a piece of land at Batu 7 ½ Batu Caves, Gombak. The Project consists of 98 commercial/residential units which have been completed and handed over to end purchasers.

Assisted akiTech Pro Sdn. Bhd., in attending to meetings and negotiation of contract with Petronas Dagangan Berhad, Celcom (M) Berhad and Utusan Karya Sdn. Bhd., respectively

Advised and concluded execution of agreement in relation to management of a Kem Pusat Latihan Khidmat Negara in Marang, Terengganu by Tiara Agih Sdn. Bhd.

July 1995 - Mac 2000 : Salaried Partner at M/S Rashid Asari & Co

Job Description : Handled conveyancing, commercial, corporate, bank loans and litigation matters for clients.

	Conduct trial in courts and general day to day administration of the legal firm
Legal / Commercial & Corporate Experience	<p>: Acting and advising a client (Landowner) in a joint venture agreement with Esso Trading (M) Sdn Bhd for the lease and construction of a petrol station at Batu 3, Shah Alam Selangor.</p> <p>Actively involved in the purchase of all shares and assets of Tuaran Transport Sdn Bhd by Taikar Holidays.</p> <p>Advising, drafting legal documents for a joint venture agreement between LBS Bina Holdings Sdn Bhd and Landowners for a mixed development of 50 acres of land in Ayer Itam Puchong. Subsequently acting for the developer in the Sale & Purchase for units under the project.</p>
Oct 1993 -June 1995	: Legal Assistant with M/S Sabri Ahmad & Khairul Azman
Job Description	: Handle conveyancing, commercial, corporate, bank loans, litigation matters for clients and conduct trial in courts
Legal / Commercial & Corporate Experience	<p>: Entrusted by Seagroatt & Campbell, a stock broking firm to draft Share Margin Facility Agreement. The agreement was duly adopted by Seagroatt & Campbell to facilitate the purchase of shares by their clients</p> <p>Engaged by banks & financial institutions to give talk on conveyancing practices</p>
June 1992 - Sep 1993	: Legal Assistant with M/S Roslani & A.J.Ariifin
Job Description	: Assisted senior lawyers of the legal firm in conveyancing, commercial, corporate, bank loans and litigation matters

- Legal / Commercial & Corporate Experience : Assisted senior lawyer at M/S Roslani & A.J Ariffin in attending to meetings and drafting of various types of commercial agreement such Sales Collaboration Agreement with foreign company for export of local products to United Kingdom, Privatization Agreement for the privatization of Air Terjun Kota Tinggi, Johor and Turnkey Project for Yayasan Pelajar Islam, Johor
- May 14, 1992 : Admitted as an Advocate & Solicitor at the High Court of Malaya at Johor Bahru after completion of chambering
- July 1991-Mei 1992 : Chambering at M/S Roslani & A.J.Ariffin, Johor Bahru

CONCLUSION

The diverse experience in conveyancing practices, litigation process, representing litigants in courts, advising clients on property developments and corporate exercises plus my experience as a Legal Counsel in the oleochemicals business and in the Oil & Gas industry (later as the Contract & Legal Manager at other O&G company) would be an added advantage to the company particularly in minimizing legal risks by ensuring proper and adequate compliance to the applicable rules and regulations.

REFEREES

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HAMDI BIN ABDULLAH

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