



Mandatory Accreditation Programme

Part I

12 CPD POINTS



ICDM
Institute of Corporate
Directors Malaysia



This forward-looking programme incorporates the latest corporate governance principles and best practices to equip you with critical director knowledge and skills required to lead effectively in a highly transparent, accountable and exemplary manner.

The Mandatory Accreditation Programme (MAP) is created to formally onboard first-time directors of companies listed on Bursa Malaysia and directors of companies seeking listing on the Exchange. The programme consists of globally benchmarked competency development modules that are designed to equip you with critical director knowledge and skills required to lead effectively in a highly transparent, accountable and exemplary manner.

The programme has been thoughtfully designed to help directors understand the essential principles of good corporate governance, their fiduciary duties, as well as develop proficiency in emerging areas such as sustainability, stakeholder capitalism, and reputation and crisis management. Amongst the key elements of the MAP modules is the sharing of practical experiences and best practices from a local and regional context by our highly experienced programme facilitators.

The MAP is also open to directors of non-listed subsidiaries of public listed companies. It can also serve as a refresher course for experienced directors seeking to boost their existing competencies. However, priority will be given to those who are required to complete the programme under Bursa Malaysia's Listing Requirements.

Virtual | In-Person¹

1.5 Days¹

RM2,750.00²

1. SUBJECT TO CHANGE 2. EXCLUDING SST



Learning Outcome



01.

Identify the knowledge, competencies and attributes that are expected from the directors of today

02.

Recognise the legal, regulatory & governance issues and challenges that board members face in the current business environment / climate

03.

Describe the role of the board as stewards of the organisation especially in relation to board dynamics, power, influence and conflicts

04.

Establish what makes exemplary boards including determinants of board effectiveness

05.

Explore contemporary yet critical topics including culture, stakeholder and the sustainability agenda

06.

Outline a director's responsibilities and obligations under Bursa Malaysia's Listing Requirements

Programme Outline

Day One | 9:00 AM — 5:00 PM

9:00 AM	Module 1: The Essentials Of Corporate Directorship <ul style="list-style-type: none">• Corporate governance for the 21st century: More than checking boxes• The different approaches of soft law and hard law in the corporate governance framework• Board of directors: Overview, responsibilities & structure• Duties, rights, powers & legal liabilities of directors	CASE STUDY DISCUSSION <ul style="list-style-type: none">• Board composition: Tenure & diversity• Conflict of interest & powers of directors
10:30 AM	Networking Break	
11:00 AM	Module 2: The Role Of The Board & Board Committees <ul style="list-style-type: none">• The roles of executive, non-executive & independent directors• The functions of board committees & its Importance• Board processes & effective decision making• Delegation & reliance<ul style="list-style-type: none">- Business judgment rule & release of duties- Duty to check & verify- Potential liabilities & pitfalls to avoid• Understanding the corporate liability provision	CASE STUDY DISCUSSION <ul style="list-style-type: none">• Ethical dilemmas• Insider trading
12:30 PM	Networking Lunch	
1:30 PM	Module 3: Board Dynamics, Effectiveness & Organisational Performance <ul style="list-style-type: none">• Behaviour & influence around the boardroom table• Encouraging creative abrasion & constructive conflict• The growing value of a board evaluation• Building balanced relationships<ul style="list-style-type: none">- Board & management relationship- Attributes of an effective chair- Chair & CEO dynamics	WAR STORIES <ul style="list-style-type: none">• Red flags• Reputation & crisis management
3:00 PM	Networking Break	
3:30 PM	Module 4: Board Culture & Ethics <ul style="list-style-type: none">• Setting the tone from the top• Building culture to drive reputation• The role of ESG in value creation: The Asian context• Managing multiple stakeholders<ul style="list-style-type: none">- Stakeholder engagement- Shareholder rights- Investor relations• Safeguarding the interest of shareholders	CASE STUDY DISCUSSION <ul style="list-style-type: none">• Disclosure issues• Whistleblowing
5:00 PM	Enf of Day One	

Day Two | 9:00 AM — 12:30 PM

9:00 AM	Module 5: Demystifying Listing Obligations <ul style="list-style-type: none">• Discussion on key obligations of listed companies and directors under the Listing Requirements.• Case studies of various Bursa Malaysia's enforcement decisions and actions against listed companies as well as directors including factors considered in determining breach and sanctions.• Develop and enhance directors' understanding as to what is expected in ensuring proper discharge of their obligations under the Listing Requirements.
12:30 PM	End of Programme

Modules will cover related clauses and principles from the Companies Act 2016, the Malaysian Code on Corporate Governance, Section 17A of the Malaysian Anti-Corruption Commission Act and the Capital Markets and Services Act 2007.



Facilitators



Diana David

Financial Times
Board Director Programme
Faculty Member

Diana David is the author of *Future Proof: Reinventing Work in the Age of Acceleration* and an Adjunct Lecturer of Leadership at Hong Kong University Business School and her alma mater, Columbia Business School. A former Financial Times executive and founder of the Financial Times Non-Executive Directors Diploma in Asia, Diana now works with CEOs and board directors to enhance their leadership agility, influence, collaboration and resilience. Her clients have included the Mandarin Oriental Hotel Group, World Bank, Expedia, Asia Development Bank, AIA, JP Morgan, Citi and Credit Suisse. She began her career and leadership education as an assistant to Dr. Henry Kissinger.

Diana has served across private company, NGO, government and advisory boards with experience on governance, nomination, CEO succession and executive committees and has held committee chair and vice chair roles. She is an active participant in Women Corporate Directors and The Women's Foundation 30% Club, empowering women at all levels to lead and contribute.

Diana is an International speaker and writer on leadership, governance, and strategic foresight for Harvard Business Review, Nikkei Asia, TEDx, Asia Corporate Governance Association, Warner Media, Li & Fung Innovation Centre, Agricultural Bank of China, The Conference Board and YPO Dubai & Hong Kong. She was also one of the speakers featured at ICDM's signature PowerTalk series.



Cheryl Khor

ICDM Faculty
& Fellow Member

Cheryl Khor is Faculty Member and Fellow of ICDM. Cheryl sits as board member, audit chair and sustainability committee of companies in the banking, insurance, technology and industrial & consumer products sectors. She specialises on subjects relating to corporate governance, risk management and internal control for board effectiveness. Cheryl has more than 20 years of experience covering financial, operational and internal audits as well as governance, controls and risk assessments for clients across a broad range of industries. Specifically, she has been involved in numerous process improvements, and controls transformation projects. An active media contributor and with a number of published papers, Cheryl is a familiar face in numerous panels, seminars, workshops and talks on good governance, and sustainability among others.

She has served large companies in a broad range of industry sectors including infrastructure, healthcare, construction, property development, asset management and consumer business. She also led and project managed various engagements in internal audit, corporate governance, board effectiveness and succession, operational audits, IPOs, due diligence, enterprise risk management, SOX 404 implementation, business process review, controls transformation and review of policies.

As a faculty member of ICDM, Cheryl is one of our main facilitators for our signature "Introduction to Corporate Directorship" programme and MCCG sessions for Malaysian directors, as well as the lead facilitator for board evaluations under ICDM for its corporate clients across various industries.



Tiffany Yan

Regulation
Bursa Malaysia Berhad

Tiffany Yan is presently the Head of Listing Advisory in Bursa Malaysia Berhad. Listing Advisory is specialising in providing guidance and advice to listed companies, investment bankers and company secretaries in interpreting and applying the Listing Requirements ("LR").

In this regard, Tiffany has been instrumental in enhancing the advisory services to listed companies by maintaining an open communication channel with them. She has also been significantly involved in capital market development initiatives relating to the LR. Among others, she has experience reviewing, proposing and providing feedback on developmental work in the listed company space through her proactive involvement in various working groups for the enhancements to the LR and COVID-19 relief measures. She is also instrumental in providing support on regulatory issues and updating on regulatory developments to the Listing Division. Her contribution has significantly encouraged better compliance and promote greater conformance in practices of listed companies.

She is also an Associate Member of The Malaysian Institute of Chartered Secretaries and Administrators and had served in various leading corporate services management companies prior to joining Bursa. She has more than 17 years of extensive experience and in-depth knowledge in corporate advisory work in the capital market industry.

Panelists



Dr. Tunku Alina Alias

ICDM Member &
Independent
Director

Dr. Tunku Alina Alias serves as an independent director on the boards of three public listed companies: IJM Corporation Berhad, Batu Kawan Berhad, and Nestlé (Malaysia) Berhad. Additionally, she holds the position of an independent director in a financial institutions, United Overseas Bank (Malaysia) berhad. She is also the Chair of JA Russell & Co Sdn Bhd, a family business with global interests in tea plantations, FMCG, and agribusiness.

She volunteers as an advisor with UNGCB Network (Malaysia/Brunei) and as a mentor with Endeavor (a start-up/scale-up ecosystem). Alina is passionate about corporate sustainability matters and believes in integrated thinking when engaging with the boards and management of the companies she serves. She is a lawyer, by profession, a certified mediator and holds a doctorate in philosophy in the field of Islamic Finance.



Dr. Jayanthi Desan

ICDM Faculty
& Fellow

Jayanthi Desan has over 15 years experience in Environment, Social and Governance (ESG). At Synergio, her advisory work spans some of the leading sustainability practices in the region, covering, amongst others, banking and finance, utilities, oil and gas, property and construction as well as conglomerates.

She is passionate about food and sustainability and co-founded AgTech startup BoomGrow because she believes clean greens should be accessible to all. BoomGrow is on a mission to transform farming by producing 100% clean and nutritious goodness, introducing trust and traceability back into the food system through patent pending Machine Farms.

Jay is an Independent Non Executive Director at Berjaya Corporation. She has a PhD in standards of sustainability from Queen Mary, University of London.



Dr. Nesadurai Kalanithi

Co-Founder
Climate Governance &
Board of Director
IOI Corp Bhd, Malaysia

Dr. Kalanithi is currently a Non-Executive Director at IOI Corporation Berhad. She was formerly an INED at FGV Holdings Bhd. She is also co-founder of Climate Governance Malaysia (CGM) and a member of the Steering Committee of the CEO's Action Network (CAN). She is an ESG advocate and recently completed The Oxford University's Leading Sustainable Corporations Programme at the Said Business School. A biochemist by training, she has more than 35 years of experience in the oil palm industry. She started her career in 1984, as a Senior Principal Research Scientist and Head of the Nutrition Group in the Malaysian Palm Oil Board (MPOB), where she studied the effects of palm oil and its phytonutrients in food, nutrition, and health. She has several patents and publications to her credit and is known for her contribution to the field of research in tocotrienols and breast cancer.

Between 2003 to 2004, she was a Visiting Research Scientist at the Centre for Animal Biotechnology, University of Melbourne, Australia. Dr. Kalanithi in 2008 was made the Director of Product Development and Advisory Services. In 2013, she was appointed Minister at the Malaysian Embassy and Mission to the EU based in Brussels, Belgium and was the Regional Manager for the MPOB in Europe, a position she held up till 2017. Dr. Kalanithi was awarded the Gold Medal for excellence in research by MPOB in 2001 and won the prestigious World Intellectual Property Organization's (WIPO) Best Woman Inventor in 2006. She was a founding member of the Malaysian Chapter of the Society for Free Radical Research (SFRR) and was the Past-President for SFRR Asia. Dr. Kalanithi holds a PhD in Biochemistry & Molecular Biology, and a Master of Science in Food Science from the University of Reading, United Kingdom.

Ready to start the programme? Visit our website to select a session.

Nisa' at +6011 3356 5185 or Daniel at +6017 608 7470 or
email to map@icdm.com.my

Register Now

Institute of Corporate Directors Malaysia (ICDM) is the approved organiser of the Mandatory Accreditation Programme (MAP), which is prescribed by Bursa Malaysia for board directors under the Listing Requirements, Paragraph 15.08 and Practice Note 5.

ICDM is the one-stop centre for all board and director needs, dedicated to empowering boards and directors with the right skills, knowledge and mindset as well as digital competencies to enhance their professionalism and effectiveness. Spearheaded by the Securities Commission Malaysia and supported by Bank Negara Malaysia, Bursa Malaysia and the Capital Market Development Fund, ICDM serves as the national institute of directors and aims to be the leading influence of excellence in governance.

www.icdm.com.my

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