



Mandatory Accreditation Programme

Part I

12 CPD POINTS



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
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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
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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
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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
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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.	
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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



Munir Abdul Aziz

Partner, Principal, Mergers & Acquisitions of Wong & Partners, Malaysia

Munir Abdul Aziz is the partner of Wong & Partners. He is a partner in the Corporate, Commercial and Securities Practice Group of Wong & Partners and has been in practice since 1998 in mergers and acquisitions, corporate reorganisations, capital markets work, venture capital and private equity, joint ventures and general commercial transactions. As a member of ICDM Faculty, Munir has delivered a series of programmes for ICDM Public Programme and Corporate Clients. His focus areas cover board of director's fiduciary, legal and M&A.

Munir has represented a number of corporations based in Malaysia, the US, Japan and Europe in takeovers, acquisitions, disposals of shares and assets of Malaysian and European companies. He has also worked on corporate reorganisations and de-mergers involving leading publicly listed Malaysian companies. He has also been involved in domestic and international securities transactions including bond offerings and IPOs. Munir has worked in the London and Melbourne offices of Baker & McKenzie International.

Munir was named Managing Partner of the Year in 2021 and Dealmaker of the Year in 2017 and 2020 at the Asian Legal Business Malaysia Law Awards. He is also recognised as a distinguished practitioner by leading legal directories including Chambers & Partners and Legal500, where he is named a Leading Individual by Legal 500 Asia Pacific for Corporate and M&A (since 2017) and Capital Markets (since 2018).



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.



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.

Facilitators



Shai Ganu

ICDM Faculty & Member,
Managing Director,
Global Leader – Executive
Compensation & Board
Advisory Willis Towers
Watson

Shai Ganu is the global leader of the Executive Compensation and Board Advisory business at WTW, and he leads a team of over 500 exceptional consultants across 45 countries. He serves as a trusted advisor to Boards and committees of more than 100 leading companies globally. He is an Senior Accredited Director and served as an Independent Director of leading companies and not-for-profit organizations and chairs the Remuneration, Nomination, and Sustainability and Risk committees. He is a fellow and Governing Council member of SID and chairs the ESG Chapter. He is also a member of World Economic Forum's, Climate Governance Community of Experts and Global Governing Board member of its Climate Governance Initiative.

As an ICDM Faculty, Shai has conducted the "The Role of the Nomination and Remuneration Committee in Human Capital Management" programme and spoken at ICDM's signature PowerTalk Series as well as webinars. Shai was also a speaker at ICDM's inaugural International Directors Summit, our facilitator for ICDM's signature programme "Introduction to Corporate Directorship (ICD)" as well as a lead facilitator for ICDM's board evaluation. He is also our selected expert facilitator for "Ask an Expert", an on-demand hourly session by ICDM's group of subject matter experts - to support companies in navigating through change, disruption, risks, challenges and uncertainties within their business and economic environment by providing strategic advice and guidance to actionable plans, especially during the recovery and rebuilding phase post pandemic.



Boo Huey Fang

Regulation
Bursa Malaysia Berhad

Huey Fang is currently the Senior Vice President heading the Issuers Enforcement Division in Bursa Malaysia Berhad, primarily responsible for enforcing compliance of the Listing Requirements and has more than 20 years of experience in the regulation of the capital market.

She is instrumental in supervising and ensuring effective enforcement actions against listed issuers, directors and advisers for major breaches of the Listing Requirements which is crux to promote and cultivate good standards of corporate governance and business conduct in the market. She is also primarily responsible for the establishment and implementation of a comprehensive and effective framework, policies and procedures for enforcement of breaches pertaining to the Listing Requirements and ensure transparency of the enforcement actions through the public enforcement actions as well as posting of the Key Enforcement Cases on Bursa Malaysia's website. In addition, she is involved in the de-listing actions against financially distressed companies and the review and formulation of the regulatory policies and amendments to the Listing Requirement.

Huey Fang is also one of the main facilitator for the Mandatory Accreditation Programme for Directors since 2020.



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 interets 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. Nesadurai Kalanithi

ICDM Faculty & Fellow
Independent Non-Executive
Director, IOI Corporation Berhad
Independent Non-Executive
Director, Tan Chong Motor
Holdings Berhad

Dr Kalanithi is currently an Independent Non-Executive Director (INED) at IOI Corporation Berhad, a public listed company. She was formerly an INED at FGV Holdings Berhad. She is co-founder and deputy chairperson of Climate Governance Malaysia (CGM) which is the country chapter of the World Economic Forum's Climate Governance Initiative. She is also on the Steering Committee of the CEO's Action Network (CAN), a coalition of leaders for sustainability action and leadership. Apart from that, Dr Kalanithi is an Independent Non-Executive Director (INED) at Tan Chong Motor Holdings Berhad.

She holds a PhD in Biochemistry and Molecular Biology from the University of Reading, UK. She has over 100 publications to her credit and 6 patents. She was the founding member of the Society for Free Radical Research (SFRR) Malaysia and was Past- President of SFRR Asia. She is familiar with international markets having worked and travelled extensively in Europe, Australia, America and Asia.

She held the position of Director, Product Development and Advisory Services at the Malaysian Palm Oil Board and subsequently as Minister in the Embassy of Malaysia to Belgium and Mission to the European Union.



Ramjeet Kaur

Managing Director, Dutch
Lady Milk Industries Berhad

Ramjeet serves as Managing Director of Dutch Lady Milk Industries Berhad. She has more than 20 years of deep and varied experience in the consumer marketing and business development, including holding leadership positions in several multinational companies. Adept at working with multiple brands, consumer segments and different industries. Her experience includes working in Malaysia, Indonesia, in regional marketing roles covering SEA and Hong Kong.

Ramjeet is part of FrieslandCampina (FC) Global Leadership Team, part of top 80 and involved in leadership projects and meetings. Ramjeet represented FC in 2023 LEAD Network conference in Dusseldorf in Oct 2023, where she met with multi leaders from the European region. Sit on the Board of multiple industry associations: MAREA (Malaysian Recycling Alliance), MDBC (Malaysia-Dutch Business Council), FIFEC (Federation of Malaysian Manufacturer's Infant Formula Ethics Committee) and CAN (CEO Action Network). Ramjeet also part of 30% Club, Malaysia Chapter, and been a speaker on DEI topics for 30% Club, YPO, UKM and Lead Network.

Ready to start the programme?

Visit our website to select a session.

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email to map@icdm.com.my

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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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