

# Introduction to Corporate Directorship



Wednesday & Thursday, 11 - 12 March 2020  
ICDM Training Room  
Level 9, Mercu 2, KL Eco City



12  
CPD  
POINTS

## ABOUT INSTITUTE OF CORPORATE DIRECTORS MALAYSIA (ICDM)

ICDM is a professional institution dedicated to enhancing the professionalism and effectiveness of corporate directors in Malaysia. As the one-stop centre that caters for all board and director needs, ICDM's goal is to promote good governance amongst boards of companies by:

- Developing professional competence of directors
- Building a pipeline of capable directors
- Promoting research and development on the law and practice of corporate governance
- Representing directors' interests by lobbying and advocating on issues affecting directors
- Providing a platform for networking and directorship opportunities through membership

## ABOUT THE PROGRAMME

The “Introduction to Corporate Directorship” is a foundation programme for aspiring, prospective and newly appointed directors. It is the first programme in the Directors’ Continuous Professional Development (DCPD) on improving the standards of governance in public listed companies. It is essential for the directors to understand the principles and elements of good corporate governance, the fiduciary duties and liabilities as expected under the law and what it takes to be effective within today’s business environment.

The programme is intended to provide invaluable education and practical insights on effective board structures and important perspectives on their decision-making and oversight role. On the regulatory front, participants will learn about the latest development on their roles and responsibilities under the Companies Act 2016 (CA2016) and have an overview of the Malaysian Code on Corporate Governance (MCCG) and the Corporate Governance Monitor 2019. We will also look at the changing nature of directorship, including increasing individual liability and stakeholder demands.

## WHO SHOULD ATTEND

- Aspiring directors
- New corporate directors

## LEARNING OUTCOMES



Define the principles and rationale behind corporate governance



Analyse the MCCG, as well as its Intended Outcomes, Principles and Practices



Identify the oversight role related to internal control, including audit, risk management and compliance



Relate to the changing nature of governance in business, including Environment, Social & Governance (ESG), evolving views of ‘stakeholders’ and the increasing push towards individual liability



Identify the fiduciary duties of being a director under the CA2016

# 12

Recognise the expectations of the MCCG in terms of the twelve intended outcomes



## PROGRAMME CONTENT

The 1.5-day programme is divided into six modules as follows:

### Module 1: Introduction to Corporate Governance

- Analyse the development and changing nature of corporate governance in recent decades
- Interpret the relationship and difference between 'Responsibility' and 'Accountability'
- Break down the 4 core principles of corporate governance;
  - Accountability
  - Transparency
  - Openness
  - Independence
- Explain the 'Principal Agent Model' and 'Fiduciary Duty'

### Module 2: The Malaysian Code of Corporate Governance

- Discover the 2 Intended Outcomes, 3 Principles and core underlying Practices of the Code
- Assess what is meant by 'Business Conduct & Integrity'

### Module 3: Board Oversight of Internal Control - Audit, Risk & Compliance

- Interpret the Board's role in oversight of internal control and differentiate between elements of the control framework, including:
  - The Audit Committee
  - Risk Assessment and the Risk-Based Approach
  - Governance, Risk & Compliance (GRC), Corporate Social Responsibility (CSR) and Environment, Social & Governance (ESG)

### Module 4: Legal and Regulatory Change for Directors

- Examine recent and forthcoming changes to legal and regulatory frameworks, including:
  - Changes to the Malaysian Anti-Corruption Commission Act, particularly the new Section 17A
  - The Business Roundtable - views on developing stakeholder priorities across wider areas
  - Ethical Business Practice & Regulation

### Module 5: Companies Act 2016

- Identify the fiduciary duties of being a director under the CA2016

### Module 6: MCCG & CG Monitor 2019

- Appreciate the expectations of the MCCG in terms of the twelve intended outcomes

# PROGRAMME

## DAY ONE | WEDNESDAY, 11 MARCH 2020

Facilitator: Sam Gibbins

8.30am	Registration
9.00am	<b>Module 1: Introduction to Corporate Governance</b>
10.30am	Networking Break
11.00am	<b>Module 2: The Malaysian Code of Corporate Governance</b>
12.30pm	Networking Lunch
1.30pm	<b>Module 3: Board Oversight of Internal Control - Audit, Risk &amp; Compliance</b>
3.00pm	Networking Break
3.30pm	<b>Module 4: Legal and Regulatory Change for Directors</b>
5.00pm	End of Day One

## DAY TWO | THURSDAY, 12 MARCH 2020

Facilitator: Ravin Gill

9.00am	<b>Module 5: Companies Act 2016</b>
10.30am	Networking Break
11.00am	<b>Module 6: MCCG &amp; CG Monitor 2019</b>
1.00pm	End of Programme

**“Corporate governance today requires a mindset shift.”**

Michele Kythe Lim, President  
Institute of Corporate Directors Malaysia (ICDM)

The Organiser reserves the right to alter the content and timing of the programme in the best interest of the event and is not responsible for cancellations due to unforeseen circumstances.

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## DAY ONE FACILITATOR

### SAM GIBBINS

Facilitator of the Institute of Corporate Directors Malaysia (ICDM)

Founder & CEO of Governance Plus and Complilearn Pte Ltd, Singapore

The Founder and CEO of Governance Plus and Complilearn Pte Ltd, Sam is a leader in the compliance industry, with extensive background in corporate advisory, consulting, training across legal and compliance, anti-corruption and bribery, anti-money laundering, financial crime and soft skills. Apart from facilitating ICDM public programmes, Sam has worked with clients across sectors to develop bespoke programmes.

Sam has helped companies globally to establish strong GRC frameworks and programmes, offering guidance on areas for further improvement. Previously the General Manager (Asia) for Governance Risk & Compliance Solutions, Sam has built a corporate presence in the Asian markets across a varied client base in consulting, online legal & compliance training solutions. He spent five years in Singapore as Director at the International Compliance Association, developing and promoting courses under the Financial Industry Competency Standards which are now categorised under the Workforce Skills Qualification (WSQ) system from the Singapore Workforce Development Agency (now Workforce Singapore). Alongside this, Sam also worked on the skills and competency-based development frameworks and associated courses, for Compliance & Anti-Money Laundering with the Asian Institute of Finance, the Asian Institute of Chartered Bankers (formerly IBBM) and the Australian Financial Markets Association. Recently Sam has helped establish a number of 'Compliance Academies' at global firms.

In his career Sam has achieved the following accreditation:

- Advanced Certificate in Training & Assessment [Institute for Adult Learning]
- BA (Hons) [King's College, University of London]
- Diploma in Anti-Money Laundering [International Compliance Association]
- Certificate in Combating Financial Crime [Chartered Institute for Securities & Investment (CIS)]
- Certified Compliance & Ethics Professional (International) [Society for Corporate Compliance & Ethics]
- Certified Compliance Professional [International Academy of Business & Financial Management]

Sam is also Member of the:

- International Academy of Business & Financial Management
- Singapore Institute of Directors
- Australian Chamber of Commerce
- International Compliance Association
- Association of Certified Anti Money Laundering Specialists,
- Chartered Institute for Securities & Investment
- Adult Education Network



## DAY TWO FACILITATOR

### RAVIN SINGH

Facilitator of the Institute of Corporate Directors Malaysia (ICDM)

Ravin Singh is a Trainer/Public Speaker who specialises in identifying the training and development needs of companies and is involved in developing and delivering training modules related to Company Law, as well as conduct related research projects. Currently, she is one of the prominent speakers in Peninsular Malaysia and regionally who has delivered numerous trainings and awareness programmes on Anti-Money Laundering and Anti-Terrorism Financing Act (AMLA) and Companies Act 2016 in many aspects, in particularly relating to the impact of the Act on company operations and the fiduciary duties of its Board of Directors. She has conducted a series of programmes for ICDM public and bespoke courses.

In public service, she has held various roles, amongst them, as a Senior Investigating Officer investigating serious financial fraud and breaches of corporate governance and corporate hijacking cases involving officers within a company. Prior to this, she has had experience heading a dedicated Anti-Money Laundering / Counter Financing of Terrorism unit in the Legal Department. Ravin has also been actively involved in numerous projects on counter financing of terrorism organised by the United Nations Terrorism Executive Directorate. In 2013, she represented Malaysia for the Expert Group Meeting to counter terrorism financing relating to NPO sector in New York organised by the United Nations.

Ravin graduated with a Bachelor of Law (Hons) from the University of London. She has practiced as an Advocate & Solicitor with more than 10 years of experience as a litigator and corporate lawyer. She is a renowned Trainer who specialises on topics such as fiduciary duties of directors, corporate governance, fraud and corporate hijacking offences, as well as the roles and responsibilities of Reporting Institutions in Combating Money Laundering and Financing of Terrorism. She is also a registered trainer with the Pembangunan Sumber Manusia Berhad and a Certified Trainer for the Certificate IV in Training and Assessment by the Australian Government.

# PARTICIPANT REGISTRATION FORM

ICDM | INTRODUCTION TO CORPORATE DIRECTORSHIP

Wednesday & Thursday, 11 - 12 March 2020

ICDM Training Room, Level 9, Mercu 2, KL Eco City

Scan me to  
register online



## REGISTRATION TERMS & CONDITIONS

### REGISTRATION FEE

#### PRICE PER PAX

ICDM Member RM1,755 (This programme is exclusive of 6 % SST)

[REGISTER NOW](#)

Standard RM1,950 (This programme is exclusive of 6 % SST)

[REGISTER NOW](#)

### TERMS & CONDITIONS

#### Programme Fee

- Fee includes programme materials (in digital format) and refreshments. Please ensure that you provide a valid email address. Printed copy available upon request.

#### Payment

- Registration(s) is confirmed only upon receiving full payment. The management reserves the right to refuse admission if payment is not received prior to the programme.
- Full payment must be made no later than 10 days prior to the programme date through:

#### Online Transfer, Cash Deposit & Cheque Deposit

Payment can be made to:

**Account Name** Institute of Corporate Directors Malaysia (ICDM)  
**Bank Name** Maybank Islamic Berhad  
**Bank Branch** Bukit Damansara  
**Account Number** 564324609320  
**Swift Code** MBISMYKL

#### Online payment via ICDM's Registration System (Applicable for Non-Members Only)

Payment can be made during the registration via Local Online Banking/ FPX, Boost and Credit Card.

#### Credit card payment facilities which are available onsite.

- For registrations submitted less than 10 days prior to the programme date, full payment inclusive of taxes must be made to ICDM immediately upon registration and the proof of payment must be emailed to ICDM at [development@icdm.com.my](mailto:development@icdm.com.my) and [finance@icdm.com.my](mailto:finance@icdm.com.my).
- For further information regarding payment and cancellation policies please visit our website at [www.icdm.com.my](http://www.icdm.com.my)

#### Others

When providing ICDM with any personal data, you shall comply at all times with the Personal Data Protection Act 2010 (PDPA) and shall not in any way cause ICDM to breach any of its obligations under the PDPA Act. Upon submitting the registration, the participant and the sponsored organisation are deemed to have read and accepted the terms and conditions.

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For "Pay Later" option, please email the payment advice to [development@icdm.com.my](mailto:development@icdm.com.my) once you have made.

For further inquiries, kindly contact Zefry at +603 2202 2022.

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