

# Mandatory Accreditation Programme

Designed to formally onboard first-time directors  
of companies listed on Bursa Malaysia

12 CPD



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**

\*SUBJECT TO CHANGE

**3 HALF DAYS**

\*SUBJECT TO CHANGE

**RM 2,750.00**

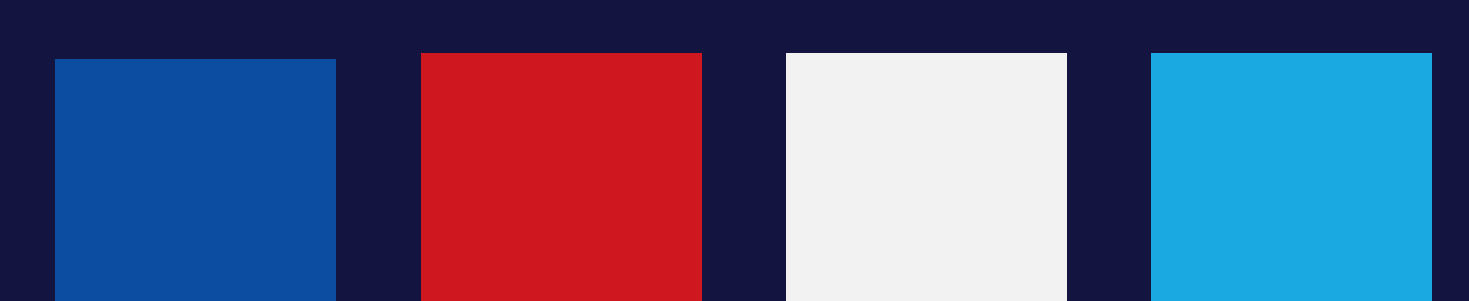
\*EXCLUDING SST

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# Learning Aims



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

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

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

**4** Establish what makes exemplary boards including determinants of board effectiveness

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

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

# Programme Outline

DAY ONE	9:00 AM	<b>MODULE 1: THE ESSENTIALS OF CORPORATE DIRECTORSHIP</b>	<b>CASE STUDY DISCUSSION</b>
		<ul style="list-style-type: none"> <li>• Corporate governance for the 21st century: More than checking boxes</li> <li>• The different approaches of soft law and hard law in the corporate governance framework</li> <li>• Board of directors: Overview, responsibilities &amp; structure</li> <li>• Duties, rights, powers &amp; legal liabilities of directors</li> </ul>	<ul style="list-style-type: none"> <li>• Board composition: Tenure &amp; diversity</li> <li>• Conflict of interest &amp; powers of directors</li> </ul>
	10:30 AM	NETWORKING BREAK	
	11:00 AM	<b>MODULE 2: THE ROLE OF THE BOARD &amp; BOARD COMMITTEES</b>	<b>CASE STUDY DISCUSSION</b>
	<ul style="list-style-type: none"> <li>• The roles of executive, non-executive &amp; independent directors</li> <li>• The functions of board committees &amp; its importance</li> <li>• Board processes &amp; effective decision making</li> <li>• Delegation &amp; reliance               <ul style="list-style-type: none"> <li>- Business judgment rule &amp; release of duties</li> <li>- Duty to check &amp; verify</li> <li>- Potential liabilities &amp; pitfalls to avoid</li> </ul> </li> <li>• Understanding the corporate liability provision</li> </ul>	<ul style="list-style-type: none"> <li>• Ethical dilemmas</li> <li>• Insider trading</li> </ul>	
	12:30 PM	END OF DAY ONE	
DAY TWO	9:00 AM	<b>MODULE 3: BOARD DYNAMICS, EFFECTIVENESS &amp; ORGANISATIONAL PERFORMANCE</b>	<b>WAR STORIES</b>
		<ul style="list-style-type: none"> <li>• Behaviour &amp; influence around the boardroom table</li> <li>• Encouraging creative abrasion &amp; constructive conflict</li> <li>• The growing value of a board evaluation</li> <li>• Building balanced relationships               <ul style="list-style-type: none"> <li>- Board &amp; management relationship</li> <li>- Attributes of an effective chair</li> <li>- Chair &amp; CEO dynamics</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• Red flags</li> <li>• Reputation &amp; crisis management</li> </ul>
	10:30 AM	NETWORKING BREAK	
	11:00 AM	<b>MODULE 4: BOARD CULTURE &amp; ETHICS</b>	<b>CASE STUDY DISCUSSION</b>
	<ul style="list-style-type: none"> <li>• Setting the tone from the top</li> <li>• Building culture to drive reputation</li> <li>• The role of ESG in value creation: The Asian context</li> <li>• Managing multiple stakeholders               <ul style="list-style-type: none"> <li>- Stakeholder engagement</li> <li>- Shareholder rights</li> <li>- Investor relations</li> </ul> </li> <li>• Safeguarding the interest of shareholders</li> </ul>	<ul style="list-style-type: none"> <li>• Disclosure issues</li> <li>• Whistleblowing</li> </ul>	
	12:30 PM	END OF DAY TWO	
DAY THREE	9:00 AM	<b>MODULE 5: DEMYSTIFYING LISTING OBLIGATIONS</b>	
	Including a 15-minute break in between	<ul style="list-style-type: none"> <li>• Discussion on key obligations of listed companies and directors under the Listing Requirements.</li> <li>• 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.</li> <li>• Develop and enhance directors' understanding as to what is expected in ensuring proper discharge of their obligations under the Listing Requirements.</li> </ul>	
	12:30 PM	END OF PROGRAMME	

Modules will cover related clauses and principles from the Companies Act 2016, the Malaysian Code on Corporate Governance 2021, 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

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.



**Boo Huey Fang**

Senior Vice President,  
Issuers/Participants  
Enforcement,  
Bursa Malaysia Berhad

Boo Huey Fang graduated from the University of Malaya in 1999. She joined Bursa Malaysia Berhad in 2003 and was appointed as the Head of Issuers Enforcement in 2008. She is mainly responsible for undertaking and supervising the enforcement actions against listed companies, directors and advisers for breaches of the Listing Requirements and de-listing of financially distressed companies.

In addition, she is involved in the review and formulation of the enforcement policies and procedures, and amendments to the Listing Requirements.



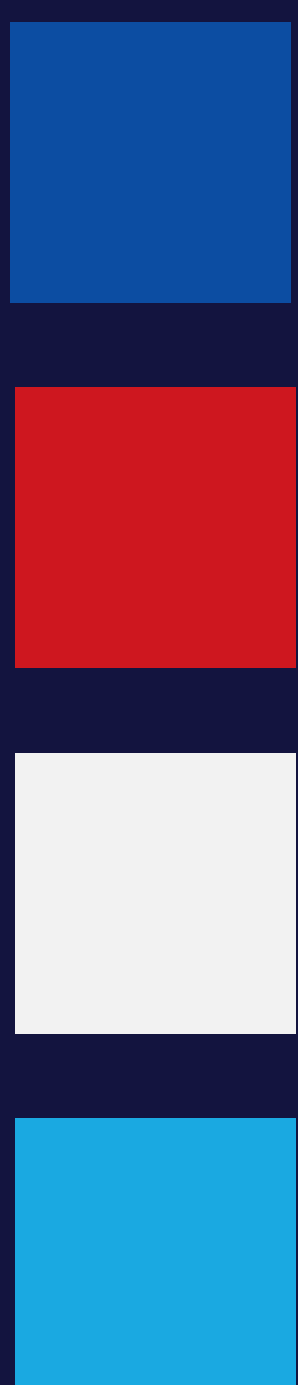
**Tiffany Yan**

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



**Tunku Alizakri  
bin Raja  
Muhammad  
Alias**

Chairman,  
Malaysia Venture  
Capital Management  
Berhad (MAVCAP)

Alizakri Alias is the Chairman of Malaysia Venture Capital Management Berhad (MAVCAP) which is tasked by the Government to develop and add value to the VC ecosystem of Malaysia. Alizakri also sits on the board of notable public listed companies such as Sime Darby Plantation Berhad, IHH Healthcare Berhad and Bumi Armada Berhad as well as Prudential BSN Takaful Berhad.

Alizakri was the Chief EPF Officer of the Employees Provident Fund (EPF) which is one of the largest provident funds in the world (USD250bn AUM as of Dec 2020). He joined the EPF on 1 January 2014 as the Deputy Chief Executive Officer for the Strategy Division, overseeing national policies on social protection, and developing EPF products and services. He was also an ex-officio member of the EPF Board and Investment Panel.

Alizakri has extensive experience covering fund management and the financial industry, public sector administration and central banking, media and telecommunications, property development, plantations and oil and gas. He is also passionate in the areas of social security where he served as Vice Chair of Technical Commission on Organisation, Management & Innovation of International Social Security Association (ISSA) and the Secretary-General of ASEAN Social Security Association (ASSA).



**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.

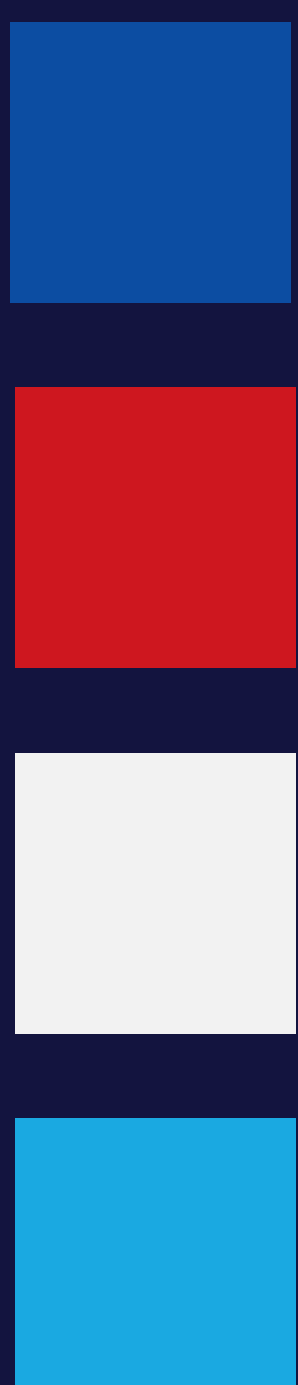


**Dr Nesadurai  
Kalanithi**

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?

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Khabir at +6016 575 7765 or  
email to [map@icdm.com.my](mailto:map@icdm.com.my)



**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](http://www.icdm.com.my)

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