

Director Certification Program (DCP) Batch 12

Date: 15th, 16th and 17th March 2024

Agenda Details

Day 1 (15.3.2024) - In person	
8:00 am – 8:30 am	Registration and Coffee
8:30 am – 8:40 am	Opening Remarks
8:40 am – 9:40 am	<p>Introduction: Corporate Governance MIoD’s Patron: Prof. Dr. Aung Tun Thet</p> <p>This will introduce what corporate governance is and explain the business case for good corporate governance. The emphasis will be on going beyond mere compliance and exploring how good governance can drive shareholder value in your organization. It will also highlight international CG standards and their relevance to Myanmar.</p>
9:40 am – 9:55 am	Break
9:55 am – 12:15 pm	<p>Board’s Roles and Responsibilities Faculty: Daw Thuzar Win</p> <p>This session will explore how to create effective boards. It will cover board roles and responsibilities, the board’s role vs management, and the board’s role in strategy and company oversight.</p>
12:15 pm - 1:15 pm	Lunch
1:15 pm – 2:30 pm	<p>Overview of Corporate Finance Faculty: Daw Kim Chawsu (Online)</p> <p>An overview for Directors on the main issues of corporate finance.</p>
2:30 pm - 3:30 pm	<p>Board Composition and Structure Faculty: Daw Wah Wah Min</p> <p>Topics will cover Board composition (e.g., board size, qualifications, skills and expertise, diversity), Board objectivity and director independence, Board committees and their functioning, and board dynamics. It will also consider how shareholder rights are protected and how conflicts of interest, and related party transactions (RPTs) should be managed, including Myanmar regulatory requirements.</p>
3:30 pm - 3:45 pm	Break
3:45 pm - 4:45 pm	<p>Board Composition and Structure (continued) Faculty: Daw Wah Wah Min</p>
4:45 pm – 5:30 pm	<p>Myanmar’s Legal Environment for Directors Faculty: Daw Min Min Ayer Naing</p> <p>This session will cover legal provisions concerning corporate governance in Myanmar, particularly director’s rights and duties, and disclosure.</p>
End of Day 1	

Day 2 (16.3.2024) – In person

8:00 am – 8:30 am	Registration and Coffee
8:30 am – 9:30 am	<p>Directors, Disclosure and Reporting Faculty: Mr. Nicolas Delange</p> <p>This session will the ‘what’ and the ‘why’ concerning disclosure and reporting, international standards (G20/OECD/IFC) and regional trends, and legal requirements within Myanmar for disclosure. It will cover how the role of Boards and Directors in overseeing disclosure and promoting stakeholder engagement, and how to determine what is ‘material’ to disclose.</p>
9:30 am – 10:30 am	<p>Responsible and Responsive Board Leadership Faculty: Mr. Nicolas Delange</p> <p>This session will discuss what a company’s ‘Purpose’ is, and how a company can operate responsibly and work collectively with others in support of sustainable development. These issues will be connected to ongoing international, regional and Myanmar discussions about stakeholder capitalism, creating shared value and ESG (Environment, Social, Governance). The session will examine the role of Boards and Sub-Committees in managing ESG issues, and in particular the risks for companies associated with climate change.</p>
10:30 am – 10:45 am	Break
10:45 am - 12:15 pm	<p>Board Effectiveness Guest Speaker: Dr. Thaung Han</p> <p>This session will look at the four pillars influencing effective Boards: people, Information; processes and team dynamics, and how a Board needs to get these rights to be an effective steward of their organization.</p>
12:15 pm - 1:15 pm	Lunch
1:15 pm – 3:15 pm	<p>Financial Statements: What they tell you and what they don’t tell you Faculty: Daw Kim Chawsu (Online)</p> <p>This session will introduce financial statements and will dissect the statements into parts to show and discuss the key issues and concerns that Directors should identify in financial statements.</p>
3:15 pm - 3:30 pm	Break
3:30 pm – 4:30 pm	<p>Reflections on five years of the Myanmar Companies Law and MyCo Guest Speaker: U Myo Min</p>
4:30 pm – 5:30 pm	<p>Related Party Transactions, Corporate Governance Scorecard and Securities Industry in Myanmar Guest Speaker: Daw Ei Sein Sein Kywe</p>

End of Day 2

Day 3 (17.3.2024) - In person

8:00 am – 8:30 am	Registration and Coffee
8:30 am – 9:45 am	<p>Financial Statement Analysis: Common sized financial statements and ratios Faculty: Daw Kim Chawsu (Online)</p> <p>This session will illustrate how to use tools that will help directors determine financial health and performance of companies.</p>
9:45 am – 10:00 am	Break
10:00 am – 12:00 pm	<p>Accounting fraud and Internal controls Faculty: Daw Thin Thin Myat</p> <p>This will focus on an increasingly important part of board’s function – preventing fraud and putting in place internal controls.</p>
12:00 pm – 1:00 pm	Lunch
1:00 pm – 1:45 pm	<p>Inclusivity from the Board Room Guest Speaker: Daw Kyawt Kay Thi Win</p> <p>This session will touch on Diversity and Inclusion from the lens of the Boards and the tips to adopt in ways of moving forward.</p>
1:45 pm – 3:15 pm	<p>Enterprise Risk Management Guest Speaker: Daw Cho Cho Lwin</p> <p>This session will focus on Enterprise Risk Management (ERM) in Corporate Governance, how risks should be managed, and the role of the Board.</p>
3:15 pm – 3:30 pm	Break
3:30 pm – 5:30 pm	<p>Family Businesses and Succession Planning Faculty: Daw Win Win Tint</p> <p>This session explains what corporate governance means in a family business context. It will cover how family dynamics affect the business, and what succession planning – the biggest challenge – involves, drawing on examples from across Asia of how business families have handled these challenges.</p>
5:30 pm – 5:35 pm	Closing Remarks

End of Day 3

Important Notes:

- ❖ Assessment for Director Certification Program will be with online Learning Management System (LMS) platform after 3-day Program with deadline.
- ❖ In-person Certificate Awarding Ceremony will take place tentatively in July 2024 together with Batch 13.
- ❖ e-Certificate is available if you have an urgent matter to present.

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FACULTY AND INVITED SPEAKERS



Professor Dr. Aung Tun Thet is a Founding Patron of the Myanmar Institute of Directors and an Advisor to the Republic of the Union of Myanmar Federation of Chambers of Commerce and Industry (UMFCCI).

He is Professor Emeritus at Yangon University of Economics, a Visiting Professor at Payap University in Chiangmai, Thailand as well as an Honorary Professor at the University of British Columbia in Vancouver, Canada. He is a Former Principal Officer, UN Systems Staff College in Turin, Italy.

Professor Dr. Aung Tun Thet holds a number of degrees including B.Com. (YGN); Post Graduate Diploma in Management Studies (Brighton, UK); M.Sc. (Warwick, UK); Ph.D. (UMIST, UK); Post-doctoral Fellow (Germany).



Daw Cho Cho Lwin is a Director for the Central Bank of Myanmar. She has joined as the Staff Officer at the Central Bank of Myanmar since 1997. She works at the Financial Institutions Supervision Department. Her main responsibilities are off-site monitoring and on-site examination for the banking sector including State Owned Banks, Private Banks, Foreign Banks branches and non-bank financial institutions such as Finance Companies and Mobile Financial Services. She holds a Master degree of M.Econ in Economics, Diploma in Banking and Diploma in Accounting.



Daw Ei Sein Sein Kywe is a Director for the Development and Policy Department of the Office of the Securities and Exchange Commission of Myanmar (SECM). She has been assigned as a Secretary of the Domestic Bond Market Development Working Committee (DBMD WC) organized by the Ministry of Planning and Finance since 2019. Before serving in SECM, she worked as a manager for Myanma Economic Bank (MEB). She has about 15 year experiences in banking sector. In 2014, she was transferred to SECM as an Assistant Director to support not only the establishment of Yangon Stock Exchange but also opening a new page of Capital Market in Myanmar.

She was working together with the International Finance Corporation (IFC) from 2017 to 2019 for the enhancement of good corporate governance practice in Myanmar companies and deeply participating to launch the Myanmar Corporate Governance Scorecard 2018: A Report on the Assessment of Myanmar Companies. As another part, she was cooperating with the IFC's Corporate Bond Market Development (CBMD) Project Team to initiate the Corporate Bond Market Development in Myanmar during 2019 to early 2021. She also worked as a local consultant for the research paper "Capacity Building for Capital Market Development in Myanmar" with the Korean Researchers of Korea Development Institute (KDI) for the Knowledge Sharing Program (KSP) 2017/18.

She holds a B.Econ in Economics and a Master degree of Development Studies (MDevS) from the Yangon University of Economics.



Daw Kim Chawsu is a finance and banking expert in Myanmar and international experience. She founded K.Academy, a capacity building initiative to upskill the professionals in Myanmar banking and finance sectors with a focus on board and senior management trainings.

Kim is FCA (Fellow Chartered Accountant) from Institute of Chartered Accountant England and Wales (ICAEW) and holds a dual membership with Institute of Chartered Accountants Australia and New Zealand (ICAAANZ). She is also a Fellow Director with the Thai Institute of Directors (Thai IoD). She spent over 20 years working in external audit and financial services in New Zealand and London.



Daw Kyawt Kay Thi Win is a DEI thought leader and strategist with more than 20 years of experience in both the private and development sectors. She has been the Country Director of the Business Coalition for Gender Equality Association since the foundation period. Kyawt designed and developed the first workplace gender equality index and assessment in the country, ‘Know Your WGE’, and was part of the technical advisory team in the development of a regional-level gender equality assessment, GEARS, which guides organisations in their gender reporting process and the equality journey. Kyawt consults with businesses and organisations on strategic solutions for fostering equitable and inclusive workplaces. This important work focuses on nurturing inclusive leadership, creating a workplace for all, embracing respectful workplaces, combatting unconscious bias, leading inclusive communications, and overcoming norms and stereotypes which improve employee engagement and increase productivity within organisation.

She has become a leading voice for the business sector agenda on DEI in Myanmar, recognised by the Asia D&I Champion Award 2022 from Women Icons Network. She is the president of the ASEAN Human Development organisation, Myanmar Chapter, founder of Up The Starts, and sits on the Advisory Board of Myanmar Sustainable Business Network.



Daw Min Min Ayer Naing joined SCM Legal as a Partner in August 2018 following extensive experience at international law firms, Baker & McKenzie and Kelvin Chia in Yangon. She brings over 20 years of legal experience acting on local Myanmar matters and international transactions. Min Min’s qualifications include a Masters in Business Law from Yangon University.

Min Min has special expertise in foreign investment in Myanmar including a deep understanding of the role of regulators and permitting and approval requirements. In addition to foreign investment, Min Min regularly advises on a wide variety of corporate, banking, compliance, regulatory and employment matters for Myanmar and international clients.



U Myo Min is a Director at the Directorate of Investment and Company Administration (DICA), in Myanmar’s Ministry of Investment and Foreign Economic Relations (MIFER). He served in the military as an engineer from 1994 to 2006, before being appointed to be Assistant Director in the Office of the Minister of National Planning and Economic Development. He was promoted to Deputy Director in 2009, and in 2011 to Deputy Head of Office in MNPED (now MOPFI).

Myo Min transferred to DICA as a Director in November 2012 where he was responsible for the Company Affairs Division and played a leading role in the implementation of a new only company registry system (MyCo) following the adoption of the 2017 Myanmar Companies Law. He now represents the regulator in investment related matters in support of the Myanmar Investment Commission (MIC).



Mr. Nicolas Delange is the founder and managing partner of Yever, a consultancy offering custom-made solutions to corporate leaders. Since 2016, Yever has worked with Myanmar companies to make their practices smarter, stronger and more sustainable. Yever has a strong track-record in Myanmar: we supported 20+ Myanmar organizations and entrepreneurs to enhance their business. Yever is also MCRB’s partner for Pwint Thit Sa. Nicolas works as IFC’s consultant on corporate governance: he contributed to establish the first Myanmar Corporate Governance scorecard together with the SECM, DICA and YSX.

Before creating Yever, Nicolas used to lead the Sustainability Advisory team of EY in Paris. He has strong consulting experience, helping the largest French companies to include sustainability in their corporate strategy. He specializes both in developing messages that enable companies to communicate their results efficiently to their stakeholders and in improving the sustainability of their business model. He also has expertise in leading stakeholder panels, training and raising sustainability awareness. Nicolas acquired the skills necessary to drive IT projects, especially on issues concerning customer relationship management. He has conducted studies on innovative topics: the carbon footprint of banks, trends in non-financial communication and integrated reporting.

Nicolas holds an MA in Global Communication and a Masters degree in HR Management and Communication from Paris Sorbonne University. Nicolas is a Director of CCI France in Myanmar and Chairman of EuroCham in Myanmar.



Dr. Thaug Han is the Group CEO of Max Myanmar Group since 2019 and serves on its Board of Director. Prior to that, he served as President & CEO at Myanmar Citizen Bank, Managing Director at AYA Bank and Advisor at AYA Financial Group, and Group COO at Max Myanmar Group.

He earned his PHD in International Business from University of Texas at El Paso and MBA from Purdue University. He also earned Diploma in Business Law and Executive MBA from Yangon University of Economics and holds a MBBS from Mandalay University of Medicine.

He is also a visiting faculty at private and government universities teaching various topic in finance and management. He has strong management experiences in banking and diverse business sectors, foreign JV, and NGOs. He has been actively participating in capacity building of the communities and CSR activities.



Daw Thin Thin Myat is a certified public accountant with 20+ years of combined experience in various business organizations, international non-government/non-profit organization, and International Development Institutions, in Myanmar and in Ethiopia.

Thin Thin has been working for International Development Institution in the capacity of Head of Finance and Administration. Main responsibilities include financial planning, financial management of country office and make sure control environments are strong. Take advisory and oversight roles to non-finance staff in the areas of system and procedures implementation.

Started career with the business accounting application developer, specialized on implementation of accounting system for different ranges of business organizations, including accounting system design, development of systems and procedures, payroll processing, inventory control and management reporting for many business organizations from different industries.

In addition to working with business organizations, she had been practicing in budget proposal, budget planning and monitoring, financial management in international non-government/non-profit organization and international development institutions locally in Myanmar and internationally.

Thin Thin received the first degree, Bachelor of Commerce, from Yangon Institute of Economics and became Certified Public Accountants granted by Myanmar Accountancy Council. She has designation of CGMA, Chartered Global Management Accountants and ACMA, Associate Chartered Management Accountants from CIMA, the Chartered Institute of Management Accountants.



Daw Thuzar Win is a Business Development professional with a wealth of expertise in financial control and management, HR & Admin development, Sales and Marketing as well as professional development in over twenty years of experience. Having been trained by IFC for Corporate Governance initiatives for Myanmar, she has developed her new skills in corporate governance since 2015 and has been collaborating with MIOD in facilitating director certification program and governance trainings. Being a passionate woman executive, her contributions for women development, capacity enhancement for SME business community, bridging and building women networks across the regions have been achieved significantly through the involvements with UMFCCL, MYANWEN and YEN-D associations.

She also works as Independent Director at Early Dawn Microfinance Myanmar where she aligns management practices and board's expectations in compliance with existing legal requirements representing shareholders' interest.

Currently, she is working as an Independent Consultant with DAI for SME development project funded by USAID. The project aims to enhance the capacity of SMEs in CG area so that they can be equipped better to grasp more business opportunities.

- Certified Director, Corporate Governance Consultant and Trainer
- Senior leader, Advisory board member and Business Development professional at private sector businesses
- Independent Director at Dawn Microfinance
- Alumnus – USAID WDP (Women Director Program)
- MBA (Bradford, UK), Leadership certification from Harvard, INSEAD



Daw Wah Wah Min is a founder and a Managing Director of Skills for Success Recruitment and Human Resource Service. she has about a decade of experience in training and social enterprise consulting, working with organizations such as the British Council Myanmar and the ILO. She is a Central Executive Committee member of Myanmar Women Entrepreneurs Association (MWEA), taking charge of the Responsible Business Committee. She won the Myanmar Women Entrepreneurs Award from MWEA and ASEAN Women Entrepreneurs Award from ASEAN Women Entrepreneurs Association. Wah Wah holds an LL.B and MBA from Yangon Institute of Economics and attended Director Certification Program from Thai IOD, Audit Committee Master Program from IFC, International Labour Standards and Corporate Responsibilities Training from International Training Centre of ILO (Turin), Human Resource Management and Industrial Relations from AOTS, Japan and Active Citizens Master Facilitators Program from the British Council in England.



Daw Win Win Tint is an award-winning Myanmar businesswoman. Win Win, at the age of just 21 assumed the management of City Mart Holding Company Limited (CMHL), a recently formed family company. At that time, CMHL operated just a single supermarket in central Yangon. Despite facing difficult economic and political conditions, Win Win built the business into the largest multi formats retail company in Myanmar. Meanwhile, the group founded other market leading businesses in the Distribution & Logistics and Real Estate sectors.

With the renewed vision of creating more value for our communities, the group has recently launched City Holdings with Win Win as Group Chief Executive Officer. City Holdings strategic interests are to further strengthen the group’s existing network in Retail, Distribution & Logistics, F&B and, Real Estate as well as pursuing opportunities in complementary sectors including Agriculture, Food Manufacturing, Technology and Finance. With common goals, entrepreneurial spirit and shared values, City Holdings will enable each of our business to reach more customers, offer more opportunities for our colleagues and contribute even more to communities.

Win Win has been recognized for several international honors and awards. In 2012 she was appointed a Young Global Leader by the World Economic Forum. In 2015 she was ranked by Forbes Magazine as one of the 50 most powerful businesswomen in Asia-Pacific. She has also found success in the ASEAN Business Awards: in 2014 she won runner up in the Woman Entrepreneur Award and in 2016 she won the Young Entrepreneur Award. In Addition, Win Win is serving as the Honorary President of the Myanmar Retailers Association.