

GOVERNANCE FOR DIRECTORS PROGRAM

2-half Day Online Course | 15 and 22 June 2024



AGENDA

Day 1: 15 June 2024	
8:00 am – 8:30 am	Getting to know each other
8:30 am – 9:00 am	<p>Session 1: Introduction to Corporate Governance Faculty - Daw Thuzar Win</p> <p>An overview of corporate governance and why it is important to your company. The emphasis will be on going beyond mere compliance and exploring how good governance can drive shareholder value in your organization.</p>
9:00 am – 9:45 am	<p>Session 2: Board Effectiveness – Board Roles Faculty - Daw Thuzar Win</p> <p>The session will underline why an active board is key to a company's performance and will assist your organization in clearly delineating board and management responsibilities. Topics will cover board roles and responsibilities.</p>
9:45 am – 10:45 am	<p>Session 2: Board Effectiveness - Director Duties and Board Composition Faculty - Daw Wah Wah Min</p> <p>Explore best practices of the director duties, board decision-making and board composition.</p>
10:45 am – 11:00 am	Break
11:00 am – 1:00 pm	<p>Session 2: Board Effectiveness - Board Dynamics, Board Committees and Board Procedures Faculty - Daw Mymar Lunbeck</p> <p>Explore best practices on how to create effective boards of directors. Topics will include functioning of board committees and board dynamics.</p>
End of Day 1	

Day 2: 22 June 2024

8:30 am – 9:45 am	<p>Session 3: Disclosure and Transparency, Shareholder Rights, Conflicts of Interest and Related Party Transactions Guest Speaker – Daw Ei Sein Sein Kywe</p> <p>What companies must or should disclose under Myanmar law and international standards; determining what is material; toolkits for putting together an annual report.</p> <p>Why disclosure is important to protect shareholder rights. Other protections for shareholders, including managing conflicts of interest and disclosing related party transactions</p>
9:45 am – 10:45 am	<p>Session 4: Myanmar’s Legal Environment for Directors Faculty - Daw Min Min Ayer Naing</p> <p>Examines specific legal provisions concerning corporate governance in Myanmar, particularly regarding director’s rights and duties.</p>
10:45 am – 11:00 am	<p>Break</p>
11:00 am – 12:30 pm	<p>Session 5: Control Environment Faculty - Daw Thin Thin Myat</p> <p>Present best practices in various functions to improve company management. Topics include planning and accountability, decision-making, risk governance, audit, and control, among others.</p>
12:30 pm – 12:45 pm	<p>Closing Remarks and Next steps for you & your Company Faculty – Daw Thiri Thant Mon</p> <p>Any questions?</p> <p>How to use the IFC’s corporate governance methodology to improve performance, strengthen controls, and attract investors?</p> <p>What can MIOD offer you for your personal learning journey about corporate governance?</p>

End of Day 2



FACULTY AND INVITED SPEAKERS



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 experiences. 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 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.



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 Muyar Lunbeck is a seasoned commercial banking executive and management external parties on issues including but not limited to corporate governance, consultant with exposure to both developed and emerging market banking environments. She has over 14 years' experience in various commercial banking domains, including risk management, trade finance, corporate lending, mortgage underwriting, portfolio management, and regulatory compliance.

From 2016 to 2018, Muyar worked as head of secured credit, new product development and trade finance for a Myanmar bank that was the leading recipient of IFC technical assistance and investment capital. In this capacity she functioned as the bank's senior point of contact in the implementation of programs assisted by the IFC.

Since then, she has worked with different multilateral institutions in implementing a direct payment program to assist mothers of undernourished children, and in designing and implementing a renewable energy financing program for a local client bank.

Before her return to Myanmar, Muyar worked for large US banks primarily in risk management and underwriting. In these capacities she developed and implemented due diligence programs to mitigate credit risk, and was also involved in the origination, funding, servicing and selling of mortgage-backed loan portfolios to government-related and private sector enterprises.

Training colleagues and regulatory standards, risk management, financial management and technical program implementation has always been a core component of the work that Muyar has delivered as an employee and consultant. Muyar has an MBA from the Asian Institute of Technology (Thailand) and a B.Sc. in Physics from Yangon University.



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 Myanmar 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.



Min Min works at SCM Legal as a partner position since August 2018 following extensive experience at international law firms, Baker & McKenzie for 5 years and Kelvin Chia Yangon Ltd for more than 10 years. She has recently set up Ayerwaddy Legal Services to specialize IP related matters and brings over 20 years of her legal experience with both local and international transactions to provide effective and efficient professional legal services. Min Min has special expertise in foreign direct investment in Myanmar while liaising government officials in different government departments to facilitate progress for foreign investors and local clients. She advises on a wide variety of corporate and commercial works, banking, corporate finance, compliance, regulatory, employment and licensing of foreign investment set up in Myanmar. She got her master of Business Law and post graduate diploma of law from Yangon University and post graduate diploma in laws (corporate and commercial) from University of London in addition to LLB degree. She also attended arbitration courses conducted by Union of Myanmar Chamber of Commerce and Industry UMFCCI and authorized IP agent courses conducted by IP Department of Myanmar, Ministry of Commerce. She is also a member of ASEAN IP Association and Asia Patent Attorney Association.



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.



Thiri Thant Mon is an investor and entrepreneur focused on Myanmar. She is the founding Managing Partner of Pegu Partners, a capital and strategy advisory firm, and runs City Invest, an investment platform in conjunction with City Mart, Myanmar's largest supermarket operator. She also serves as the Executive Director of the Myanmar Institute of Directors.

She brings over 20 years of experience with top international and Myanmar institutions. Thiri started her career in 2000 in the US and the UK with Capital One, after which she was a capital markets investment banker with Morgan Stanley in London helping institutional clients raise multi-billion dollar financings. Upon her return to Myanmar in 2013, she was a member of the senior management team at Yoma Strategic Holdings and founded Sandanila, the predecessor to Pegu Partners, in 2015.

Thiri has served on a number of corporate and non-profit boards for over 10 years and is currently a trustee for Turquoise Mountain Foundation and a board member at the Myanmar Institute of Directors.

Thiri holds a BA in Economics from William & Mary, USA and an MBA from the London Business School, UK.