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**MIoD Learning Series**  
**Board/Company Secretary Program**

**Updated date: 21 December 2024**

Overview: This course examines various aspects of the role and responsibilities of a board secretary in companies of different types and sizes from a compliance, governance and operational perspective and the importance of the board secretary as a key compliance and governance officer.

By the end of the course you will understand:

- The core responsibilities of a Company Secretary/Governance Professional.
- The legal and regulatory components of Statutory Compliance in Myanmar for different types of company.
- External reporting
- Meeting Management; including types of meetings, conflicts of interest, minutes, and timelines.
- Director Duties.
- Basic Corporate Governance; including governance codes and approaches at international and Myanmar level.

The course will cover practical aspects of company secretarial duties: directors' meetings; members'/shareholders' meetings; company registers; DICA company filings via the MyCO online registry system; other disclosure requirements. Course materials will include a range of example documents to assist participants in managing their own company secretarial activities.

## AGENDA

21 December 2024 (Saturday)	
8:30 am – 9:00 am	<b>Registration &amp; Coffee</b>
9:00 am – 9:15 am	<b>Opening Remarks and Getting to know each other</b>
9:15 am – 10:15 am	<b>Introduction to Corporate Governance (CG)</b> <b>Faculty – Daw Kim Chawsu</b> <ul style="list-style-type: none"> <li>▪ What is Corporate Governance?</li> <li>▪ Corporate Governance Framework</li> </ul>
10:15 am – 10:30 am	Break
10:30 am – 11:30 am	<b>Building an Effective Board</b> <b>Faculty – Daw Wah Wah Min</b> <ul style="list-style-type: none"> <li>▪ Board Composition</li> <li>▪ Board Roles</li> <li>▪ What are Independent Directors in Myanmar?</li> <li>▪ Board Committees</li> <li>▪ Board Evaluations</li> <li>▪ Conflicts of Interest</li> </ul>
11:30 am – 12:15 pm	<b>The Legal Framework for CG and Compliance in Myanmar</b> <b>Faculty – Daw Min Min Ayer Naing</b> <ul style="list-style-type: none"> <li>▪ Directors Duties (Myanmar Companies Law)</li> <li>▪ Reporting and disclosure</li> </ul>
12:15 pm – 1:15 pm	Lunch
1:15 pm – 2:45 pm	<b>Role of Company Secretary</b> <b>Faculty – Daw Khine Wai Thwe</b> <ul style="list-style-type: none"> <li>▪ The role of the company secretary</li> <li>▪ Discussion and takeaways</li> </ul>
2:45 pm – 3:00 pm	Break
3:00 pm – 4:30 pm	<b>Running Successful Board Meeting</b> <b>Faculty – Daw Nandar Thaung</b> <ul style="list-style-type: none"> <li>▪ Developing a Board Charter and Policies</li> <li>▪ Board working procedures</li> <li>▪ Board Meeting Agenda &amp; Minutes</li> <li>▪ Review of Board Packs</li> <li>▪ Running Member Meetings (AGMs) including during COVID</li> </ul>
4:30 pm – 6:00 pm	<b>Good corporate governance needs effective Board Secretaries:  a conversation with the regulator</b> <b>Guest Speaker – U Myo Min, Director, DICA</b>
<b>End of Program</b>	

**Note:** Certificate Awarding Ceremony will be in 2025 together with Next batch followed by Networking Event.

 **FACULTY AND INVITED SPEAKERS**

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**Daw Kim Chawsu** is a renowned finance and banking expert with over 20 years of international experience spanning Myanmar, ANZ, Asia, and the UK. Throughout her career, Kim has worked extensively in external audit and financial services in New Zealand and London, specializing in financial restructuring, improving internal controls, and fostering high-performing, agile teams. She is adept at navigating complex stakeholder relationships, restructuring outdated frameworks, and addressing leadership challenges to create sustainable change.

As the founder of K. Academy, a capacity-building initiative in Myanmar, Kim is committed to upskilling professionals in the banking and finance sectors, with a particular focus on board and senior management training. She partners with CEOs, Chairs, and Boards of Directors to enhance organizational efficiency, profitability, and shareholder value.

Kim is a Fellow Chartered Accountant (FCA) with dual memberships from the Institute of Chartered Accountants in England and Wales (ICAEW) and the Institute of Chartered Accountants Australia and New Zealand (ICAAANZ). She is also a Fellow Director with the Thai Institute of Directors (Thai IoD).

Kim's leadership has made a lasting impact, successfully improving business performance through strengthened governance, enhanced financial controls, and a focus on innovation. As a dedicated mentor, she continues to guide emerging professionals in achieving their full potential.

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**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.

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**Daw Min Min Ayer Naing** 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, recently set up Ayer Legal Services to specialize IP related matters while assisting SCM Legal. She got over 20 years 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 and WIPO. She is also a member of ASEAN IP Association and Asia Patent Attorney Association, actively participate in these regional Associations with other Myanmar leading IP lawyers.



**Daw Khine Wai Thwe** leads the development and execution of Yoma Group's government relations strategy, aligning it with business objectives. She advocates for the company's interests in legislative and regulatory matters and builds key relationships with government officials and stakeholders.

Previously, Khine served as the Chief Corporate Affairs Officer at Wave Money - Digital Money Myanmar Ltd., overseeing corporate governance, regulatory engagement, compliance, and stakeholder relationships. She also served as Company Secretary, ensuring statutory and regulatory compliance.

Khine champions diversity and inclusion, partnering with the Business Coalition for Gender Equality. She collaborates with EuroCHAM, AmCHAM, and BritCHAM Myanmar to shape policies for responsible investment and fosters women and economic empowerment initiatives supported by GSM Association.

A certified Director from the Myanmar Institute of Directors and alumna of the USAID Women Corporate Director Program, Khine has driven strategic transformation, compliance, and business development in various multinational corporations, including International SOS and British American Tobacco Myanmar Ltd.

She is a Rotarian, committed to community service, and passionate about travel and fashion.



**Daw Nandar Thaug** is a member of management team in taking cares of Corporate Governance, risk & Compliance, tax & regulatory, partnership management, and brand protection awareness in her professional experiences in combining of Laws and business management; she has more than 18 years of experiences in her career life in FMCG, Oil & Energy, Construction & Power Sectors. Previously she worked for METRO Wholesale Myanmar as a Head of Legal and Compliance. Prior to that, she was a General Counsel and Head of Communication & External Affairs; Regulatory at Unilever Myanmar which she contributed her best in Sustainable Development program for women and farmers in rural area. Presently, she is representing as a Group Legal Director of Europe & Asia Commercial Services Group of companies, which one of the leading local conglomerates companies in FMCG Sector. In her capacity, she finished her study at Institutes of Economics, Yangon Master of Business Administration (MBA) and extended her post graduate studies at University of London specialized in Competition Laws graduated in 2022. Her most recent crediting was awarding as a Colleague of Arbitration at Myanmar Arbitration Centre. She is also member of ASEAM IP association as an IP Practitioner. She makes her continuous learning at World Intellectual Property Organization (WIPO) at IP asset management on intellectual property rights.

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**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).

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