



SUITE TALK: GOVERNING INTO THE FUTURE

Learn Key Actions to Address Corporate Cultism, Executive Compensation and Succession Planning

8 MARCH 2023 | 9.00 AM - 1.05 PM

ACT NOW AND SECURE YOUR SPOT TODAY!

CORPORATE GOVERNANCE

Fees:
MYR 600
(fee is not inclusive of 6% SST)



CPE Points Earned:
5 CPE Points

PROGRAMME OVERVIEW

A topic that keeps coming up on directors' lists of difficult things to manage is culture. Corporate cultism has reared its ugly head again in 2022. This phenomenon hinges on the belief that entrepreneurs should be given maximum leeway to run their companies as they see fit. Whether or not CEOs want it to, healthy business cultures can quickly mutate into corporate cults. Many of the businesses we celebrate are walking that narrow path; two notable examples are Apple and Tesla. All of them have developed cult-like followings among their customers, and they progressively promote these habits among their employees as well. Perhaps it is time to focus less on the charisma of corporate leaders and show more healthy cynicism and criticism if such scandals as Enron, FTX and Theranos are to be avoided in the future.

Then there is the unfortunate fact that not everyone has been enamoured of the ESG movement, even though many people, especially investors, have completely committed to an ESG corporate environment. According to a new Corporate Secretary survey, linking sustainability and social criteria to executive compensation is a rapidly emerging, if imperfect, solution that has become much more popular in Europe than anywhere else. How well firms perform on environmental, social, and governance (ESG) or non-financial problems will become a growing concern for company executives when it comes to how their compensation is determined.

In addition, back in January 2022, Bursa Malaysia announced that the tenure of an independent director on the boards of Bursa-listed companies will be limited to 12 years. When a board member leaves, it may be quite disruptive for the organization if there is no plan in place to fill the vacancy. Directors' efforts and attentions may be diverted from other organizational priorities, the nominating and governance committees may be compelled to hurry to locate a successor, and investors and other stakeholders may begin to question the board's management skills. Most of these difficulties can be avoided with proactive board succession planning.

These have exacerbated challenges with corporate governance. As boards are expected to implement and convey policies taking into account diversity, equity, inclusion, and climate change - themes that can evoke acts with conviction since they can be emotionally charged. The slow-moving corporate environment has made stakeholders more restless.

PROGRAMME OBJECTIVE

This program intends to examine and analyse contemporary corporate governance challenges in order to formulate action plans that could influence and improve the investability of listed companies and the allure of the Malaysian capital market.

ICF COMPETENCY LEVEL

- Core - Corporate Governance (Proficiency Level 4)
- Core - Ethics and Integrity (Proficiency Level 4)
- Behavioural (Organisation Leadership) - Strategic Thinking (Proficiency Level 4)
- Behavioural (Organisation Leadership) - Business Acumen (Proficiency Level 4)

LEARNING OUTCOMES

By the end of this programme, participants will be able to:

- examine business strategies (such as mission, culture, and vision) and how those strategies are communicated
- assess the right level of executive compensation and incentive structures while keeping in mind any potential effects on business priorities and risk-taking
- evaluate succession plans that take into account potential candidates as well as the objectives and challenges that companies face

METHODOLOGY

Interactive presentations, case studies discussions and Question-and-Answer (Q&A) sessions

WHO SHOULD REGISTER?

Individuals

Board Members, Directors, Business Leaders, CMDP Alumni

Institutions

Capital Market Intermediaries, Public Listed Companies (PLCs), Private Companies aspiring to be listed

WHAT WILL YOU LEARN?

8.00 am Registration

- 9.00 am **Corporate Cultism – Separating Cult from Culture**
- Charismatic corporate leaders – red flag or proof of genius?
 - What aspects of company culture can leaders control?
 - Embracing radical transparency – pulling back the curtain of corporate inner workings
 - Promoting a healthy corporate culture – how do companies walk the talk?

Moderator:
Tehmina Kaosji Independent Broadcast Journalist

Panelists:
Ramesh Pillai Chairman, Board of Governors, Institute of Enterprise Risk Practitioners
Anne Abraham Chairperson, LeadWomen

10.15 am **Executive Compensation Trends – What Should Boards Be Thinking**

- Psychology of pay – what drives and motivates executive teams?
- Should leadership compensation be tied to ESG metrics?
- The challenges of executive compensation – getting it right

Moderator:
Tehmina Kaosji Independent Broadcast Journalist

Panelists:
Kasturi Nathan Head of Board Advisory Services, KPMG Malaysia
Dr Surina Ismail Group Chief of Sustainability, IOI Corporation

11.25 am Coffee Break

11.55 am **Leadership Succession Plan – What's Working and What's Not**

- Why are boards afraid to talk about their future?
- The next board leader – an outside(r) chance?
- Championing greater diversity in senior management positions (SC CG Monitor 2022 – Thematic Review 2)
- Board succession planning – forging an effective board

Moderator:
Tehmina Kaosji Independent Broadcast Journalist

Panelists:
Tony Chin Advisory Board Member, Kanzun Ventures
Datin Dorph Peng Weng Yin National Deputy President, SME Association

1.05 pm End of Programme

PANELLISTS



Tehmina Kaosji
Tehmina Kaosji is a Communications Consultant, Broadcast Journalist and Gender Equality Activist currently based in Kuala Lumpur, Malaysia.

A familiar and in-demand broadcast face, Tehmina has more than a decade of LIVE breaking news and current affairs programming experience.

She currently anchors 'Wacana English', Sinar Harian's flagship current affairs talk show. She previously anchored 'Money Matters', TV3 Malaysia's flagship financial talk show. She was with the Malaysian National News Agency (BERNAMA), from 2014-2020, anchoring and producing special projects and annual highlights like the National Budget and Election coverage. She also anchored and produced the feminist talkshow 'Tea with Tehmina', and 'Bernama Today' & 'The Nation', focusing on topics of national and regional current affairs. Tehmina is a Thomson Reuters Foundation Fellow and TedX Malaysia alumni. She has spoken at Malaysian Parliament on Online Hate Speech & Disinformation as part of the Asean Parliamentarians for Human Rights (APHR).

She participated in the German Federal Foreign Office's Disinformation & Media Freedom workshop in Berlin. She has participated in the Estonian Ministry of Foreign Affairs Journalism & Media Ethics Training in Tallinn, Estonia.

Tehmina combines solid news judgement with an engaging broadcast personality. She is a versatile and highly experienced moderator of high-level debates and conferences on a wide range of subjects- from business, economy and technology, to politics and women's rights, sustainable development, public interest issues and media freedom.

Her expertise in deftly presenting and steering debate and conversations around Malaysian-centric news while keeping a broader lens on Asia and the global arena, assures non-partisan, solutions journalism outcomes.

Authenticating and clients applaud Tehmina's ability for social issues with grassroots realities.

In addition to her work with Malaysian media organisations, Tehmina also runs a boutique communications consultancy, The Big Picture, which specialises in advocacy and policy based outcomes for international organisations such as the United Nations Population Fund. Her work also focuses on collaboration and strategising with civil society and in particular, women's rights organisations.

PANELLISTS



Ramesh Pillai
Ramesh Pillai is the Chairman of the Board of Governors of the International Institute of Enterprise Risk Practitioners (IERP) as well as being the Group Managing Director of Friday Concepts, an International ERM boutique consultancy, and TriasGRC (a tech startup developing GRC solutions). His local and international Board experience

includes a number of leading Financial Institutions, a leading Private Education Provider, as well as Developmental Financial Institutions and other non-Financial Institutions. He has experience chairing Board Risk Management Committees, Investment Committees and Board Audit Committees, and being a member of the Board Collaboration Committee, Nomination Committee and Remuneration Committee. He is a former nominee Director for a Regional Central Bank. Ramesh is also the former Risk Management Adviser to the Public Trustee and one of the largest fund managers in the Region as well as to one of the largest Islamic fund managers in the Region. His main areas of expertise encompass Risk Management, Technology, Sustainability (ESG), Governance, Compliance and Finance and accounting.

With over 30 years of Risk Management experience, he is also a recognised Global Pioneer in ERM and in the implementation of ISO 31000, ISO 31004 and 31010 practices. Ramesh holds a Bachelor of Economics with Accountancy (Honours) degree from Loughborough University, UK. A Fellow of the Institute of Chartered Accountants in England and Wales (ICAEW) as well as the Malaysian Institute of Accountants (MIA), a Certified Risk Professional (CRP), a certified Enterprise Risk Manager (ERM), a certified Islamic Enterprise Risk Manager (ERMI), a Qualified Risk Director (QRD), a Qualified Risk Auditor (QRA), and a certified Sustainability Risk Manager (SRM). Ramesh is also an Islamic and Conventional Risk Management resource for the Qatar Investment Authority and is listed in their Q-Finance Directory. Ramesh is an adjunct professor in Risk Management and a member of the MBA (ERM) Studies Committee in a leading International Private University.



Anne Abraham
Anne Abraham currently serves as an Independent Non-Executive Director on the Board of Metrod Holdings Berhad. Founded LeadWomen in 2011 to focus on developing and advancing women leaders in line with the Malaysian government's aspirational target of 30% women on boards. Recognised thought leader in diversity, equity and inclusion

both locally and regionally. A faculty member of the Institute of Corporate Directors Malaysia (ICDM). Has over 20 years of corporate experience in several leadership positions in the fields of sales, marketing, alliances and operations in global technology companies, previous roles include Country Manager of SAP Malaysia and Managing Director Cisco Malaysia.

Plays a key role as Executive Co - Founder of the Malaysian Chapter of the 30% Club, a global business campaign lobbying for increased women representation on the boards of Malaysian PLCs. Anne holds a B.A. in Mathematics from Essex University, UK and obtained her Higher National Diploma of Computer Studies from Plymouth Polytechnic, UK.



Kasturi Nathan
Kasturi is the Partner and Head of Board Advisory at KPMG in Malaysia as well as the program leader for KPMG Board Leadership Center in Malaysia.

Her tenure of over two and a half decades at KPMG in Malaysia has resulted in the spawning of new consulting practice areas, straddling across the domains of board advisory, corporate governance and sustainability.

Armed with her leadership, the team at KPMG in Malaysia has assisted clients across a cross-section of industries and backgrounds in driving ethics and purpose within their organisational fabric. Notably, her team was commissioned by Bursa Malaysia Berhad to formulate the development of Corporate Governance Guide (revised across several editions), as well as the Sustainability Reporting Guide and Toolkits which serve to facilitate the understanding of listed issuers on the implementation of corporate governance and sustainability practices.

Premised on the notion of inculcating accountability and promoting fairness in reward mechanisms, Kasturi has led engagements on remuneration analyses, benchmarking and policy formulation for the cohorts of board of directors, C-suite and other key senior management personnel. She has also authored multiple thought leadership publications and opinion pieces on current issues with regards to remuneration.

She is a regular speaker on corporate governance and a trainer of boards in programmes that are organised under the auspices of regulators and professional bodies. In terms of professional credentials, Kasturi is a Fellow Member of CPA (Aust), a Chartered Accountant (MIA), a Professional Member of Institute of Internal Auditors Malaysia, and holds a Bachelor's Degree in accounting.



Dr Surina Ismail
Dr. Surina Ismail currently holds the position of Group Head of Sustainability, IOI Corporation Bhd. In this capacity, she is responsible for corporate sustainability which includes aligning the strategy and sustainability policies together with their implementation for the whole IOI Group (Plantation & Manufacturing Divisions).

Prior to this, she was the Global Director for Intellectual Property (IP) Management at Emery Oleochemicals where her main responsibilities include IP Strategy, Valuation & Portfolio Management. At the same time, she was also a Business Development and Operations Director for Emery Advance Material, a subsidiary company of Emery which specializes in the dispersion of Nanocarbon in Materials

(she holds several patents in this field) and where she was responsible for developing the business strategy for their patented technology as well as oversee the operation's side of this technology.

She holds a BSc. (Hon) Chemistry from Indiana University, MSc. (Polymer Organic) from University of Massachusetts and PhD. (Bio-organic Polymer) from University Akron, USA with past experiences in the academia working as a Research Fellow, Visiting Scientist & Assistant Professor in the USA before returning to Malaysia and entering the Industrial Sector. She joined Sime Darby Technology Center, a technical center focused in the field of rubber and tires, as Materials Testing & Analysis Manager cum Quality Manager. Later on, she moved on to UCB Asia Pacific, a leading multinational company in UV Coatings, as Technical Development Manager for Asia. She then joined KLK Oleo as R&D Director at KLK Oleomas, a major manufacturing company in the oleochemicals industry.

In Regulatory and Sustainability Matters, she has been involved in activities such as the Supply Chain Certification for RSPO, RSPO's Trade & Traceability Committee as well as in the sub-working group in Oleo Derivatives, LCA as well as in REACH, GHS, etc.



Tony Chin
Tony Chin is the Immediate Past Chairman of Sumitomo Mitsui Bank, Malaysia, and is currently the Advisory Board Member of Kanzun Ventures. He has many years of experience in the Audit, Banking and Finance industry across Australia, Singapore and Malaysia. He is a Corporate Turnaround Specialist and also a professional Independent Non-

Executive Director at both public listed and unlisted companies. He graduated from the University of Melbourne and has attended the Investment Banking Residential Program at Chicago's Northwestern University - Kellogg School of Management. Tony is a Fellow Member at Chartered Accountant Australia New Zealand (CAANZ) and the Institute of Corporate Directors Malaysia (ICDM). He is a very passionate Mentor to students, working adults, entrepreneurs and aspiring Board Directors. Tony is a strong business development professional who is skilled in Negotiation, Strategic Business Planning and Implementation, Operations Management and International Business.



Datin Dorph Peng Weng Yin
Datin Dorph Peng is the Founder and Managing Director of Green Wellness Malaysia since 2012 although her business venture and experience started back in 1999 when she was also a software programmer during the dot com boom. As a MBA holder and multi-award winner, Datin Dorph is also a dedicated mother and social volunteers in many NGO and Societies with her latest role as the Deputy National President of SME Association of Malaysia and Chairman of Sunway Geo Avenue 1 JMC 2022. Datin Dorph also frequently contributes as conference panelist and judge for business awards.

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