

DCP26 AGENDA

16-18 May 2024

Rex Hotel Saigon, 141 Nguyen Hue Street, Ben Nghe Ward, District 1, Ho Chi Minh City

Day 1 – 16 May 2024

Time	Program details	Facilitators
08:00 – 08:15	DCP26 Participant Check-in	
08:15 – 08:30	Opening Remarks & DCP26 Introduction	<i>Mr. Darryl Dong</i>
08:30 – 08:45	Welcome and Program Orientation	<i>Ms. Nguyen Cam Chi</i>
08:45 – 09:45	M1B1Part 1: Overview of Corporate Governance	<i>Ms. Nguyen Linh Giang</i>
	<p><i>Explains the concept of and business case for good Corporate Governance, understands the main steps to implement good Corporate Governance.</i></p> <ul style="list-style-type: none"> Theoretical basis for Corporate Governance (CG) practices and ESG Principles of Good Corporate Governance (G20/OECD, Vietnam Corporate Governance Code of Best Practices) Climate Governance and CG Progression Matrix Corporate Governance trends in Vietnam, ASEAN and global markets Differences between CG at government-linked and non-government PLCs <p>Case study 1 – BOEING</p>	(60 mins)
09:45 – 09:55	Short Break	(10 mins)
09:55 – 12:00	M1B1Part 2: Board’s Roles and Responsibilities	<i>Mr. Nguyen Phuc Khoa</i>
	<p><i>Explores the best practices regarding Board’s roles and responsibilities. Outlines the key functions of Boards in contemporary Corporate Governance, understands the difference between Board of Directors and Board of Management.</i></p> <ul style="list-style-type: none"> Key roles and responsibilities of the Board of Directors Roles of the Board of Directors in Corporate Governance Roles of the Board of Directors and Board of Management/RACI Matrix Leadership roles of Board of Directors, e.g. roles of Chairman vs. CEO Board’s roles in Environmental, Social & Governance (ESG) <p>Case study 2 – VOLKSWAGEN <i>Minicase: VN Garment</i></p>	(125 mins)
12:00 – 13:00	Lunch Break	(60 mins)

Day 1 – 16 May 2024

Time	Program details	Facilitators
13:00 – 13:15	Connection Activities	<i>Ms. Nguyen Cam Chi</i>
13:15 – 14:00	Case study 3 – HOANG THUY	<i>Dr. Nguyen Thu Hien (45 mins)</i>
14:00 – 15:15	M1B2Part 1: Board Composition & Structure	<i>Dr. Nguyen Thu Hien</i>
	<p><i>Explores best practices regarding Board composition and structure:</i></p> <ul style="list-style-type: none"> • Board composition and diversity to achieve Board effectiveness • Board's understanding of ESG and sustainable development • Board objectivity and director independence • Board committees and its functions • Board recruitment: best practices vs. current practices <p><i>Minicase: ANCO</i></p>	<i>(75 mins)</i>
15:15 – 15:25	Short Break	<i>(10 mins)</i>
15:25 – 16:10	M1B2Part 3: Rights and Obligations of Directors	<i>Mr. Phan Duc Hieu</i>
	<p><i>Outlines the best practices regarding rights and obligations of a Board member and discuss how to manage conflicts of interest:</i></p> <ul style="list-style-type: none"> • Rights and obligations of Directors • Board's roles in managing conflicts of interest • Conflicts of interest and notes for government-linked PLCs 	<i>(45 mins)</i>
16:10 – 16:20	Short Break	<i>(10 mins)</i>
16:20 – 17:20	M2B3Part 1: Vietnam Legal Environment for Directors	<i>Mr. Phan Duc Hieu</i>
	<p><i>Examines the specific legal regulations regarding Corporate Governance in Vietnam, particularly in terms of Directors' rights, obligations and fiduciary duties:</i></p> <ul style="list-style-type: none"> • Vietnam Corporate Governance legal framework • Legal environment relevant to Boards and Directors • CG regulations for government-linked PLCs • Rights, obligations and fiduciary duties of Directors in the Vietnamese legal context • Corporate Governance beyond compliance approach – Vietnam CG Code of Best Practices 	<i>(60 mins)</i>
17:30 – 18:30	We Meet Us: DCP26 Connection Activities & Photo Session	<i>(60 mins)</i>

Day 2 – 17 May 2024

Time	Program details	Facilitators
08:00 – 08:15	DCP26 Participant Check-in	
08:15 – 09:15	Case study 4 – CAM DAN	Mr. Nguyen Anh Tuan (60 mins)
09:15 – 10:35	M1B2Part 2: Board processes and working procedures	Mr. Nguyen Anh Tuan
	<p><i>Outlines the key processes and working procedures that help improve board effectiveness according to best practices:</i></p> <ul style="list-style-type: none"> • Roles of the Corporate Secretary/Corporate Governance Officer • Board working procedures, e.g., meeting frequency, agenda, information, and minutes • Board members' induction & training • Board remuneration, ESG index and management remuneration • Board assessment • Succession planning 	(80 mins)
10:35 – 10:45	Short Break	(10 mins)
10:45 – 11:45	Panel Discussion 1: Legal Environment for Directors	Mr. Nguyen Anh Tuan <TBC> Coordinator: Ms. Nguyen Cam Chi
	<i>Discusses the various practical aspects of applying the legal regulations on Corporate Governance and information disclosure practices.</i>	(60 mins)
11:45 – 13:00	Lunch Break	(75 mins)

Day 2 – 17 May 2024

Time	Program details	Facilitators
13:00 – 13:15	Connection Activities	Ms. Nguyen Cam Chi
13:15 – 14:05	M3B4Part 1: Board's Engagement in Strategy	Dr. Dinh Toan Trung
	<p>Demonstrates the Board's roles in the strategy governing process:</p> <ul style="list-style-type: none"> Differences between business strategy and corporate strategy Board and Management: roles and responsibilities in the strategy development process Strategy formulation with 3 questions What factors assist the Board in monitoring the effective execution of strategy? Integrating ESG into strategy 	(50 mins)
14:05 – 14:55	Case study 5 – VIETJET AIR	Dr. Dinh Toan Trung (50 mins)
14:55 – 15:10	Short Break	(15 mins)
15:10 – 16:00	M5B6Part 1: Board Culture	Ms. Ha Thu Thanh
	<p>Discusses the key elements of a good Board culture:</p> <ul style="list-style-type: none"> General discussion of culture and corporate culture Importance of Board culture, individual directors' and Board's behaviors, Board conflicts and dilemmas 	(50 mins)
16:00 – 17:00	Panel Discussion: Building Board Culture	Ms. Ha Thu Thanh <TBC> <TBC> Coordinator: Ms. Nguyen Cam Chi
	Discusses and shares practical experiences on how to build a strong Board culture	(60 mins)
17:30 – 19:00	Member Networking Event & DCP/CSMP Certification Awards	(90 mins)

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08:00 – 08:15	DCP26 Participant Check-in	
08:15 – 09:15	M3B4Part 2: Behind the numbers	Ms. Nguyen Cam Chi
	<p><i>Discusses how to interpret the three core types of financial statements (balance sheet, income statement and cash flow statement) and how to assess an organization’s financial performance:</i></p> <ul style="list-style-type: none"> • Financial statements – The language of business health • Roles of Management, External Auditors, Audit Committee and Board in financial statements • Interpreting the reports • Linking finance with strategy • Climate-related financial disclosures 	(60 mins)
09:15 – 10:15	Case study 6 – ROLLERCOASTER	Ms. Nguyen Cam Chi (60 mins)
10:15 – 10:25	Short Break	(10 mins)
10:25 – 12:05	M4B5Part 1: Understanding the Governance of Control Environment	Mr. Ivan Pham
	<p><i>Demonstrates the Board’s roles in financial oversight through exploring best practices regarding control environment:</i></p> <ul style="list-style-type: none"> • Control environment in the context of corporate governance • Key roles and functions of the Audit Committee • Internal control function • Risk management • Internal Audit • Compliance function • External Audit • Environmental & Social (E&S) monitoring • Subsidiary governance 	(100 mins)
12:05 – 13:15	Lunch Break	(70 mins)

Day 3 – 18 May 2024

Time	Program details	Facilitators
13:15 - 13:30	Connection Activities	Ms. Nguyen Cam Chi
13:30 – 14:20	Case study 7 – TAT DAT	Ms. Nguyen Cam Chi (50 mins)
14:20 – 15:50	M2B3Part 2: Shareholder Protection and Information Disclosure	Ms. Ho Thi Phuong Tu
	<p><i>Discusses best practices regarding shareholder rights and leading trends in information disclosure. Why are these matters important to companies?</i></p> <ul style="list-style-type: none"> • Shareholder rights • General Meeting of Shareholders and shareholder communication • Company’s Annual Report and key information disclosure practices • Sustainability Report & ESG Report • ASEAN Corporate Governance disclosure standards <p>Case study 8 – CREDIT SUISSE</p>	(90 mins)
15:50 – 16:00	Short Break	(10 mins)
16:00 – 16:45	M5B6Part 2: DCP Key Takeaways	Mr. Pham Viet Anh (45 mins)
16:45 – 16:55	Short Break & Q&A	(10 mins)
16:55 – 17:05	Wrap-up Day 3 & The Journey Ahead	Ms. Nguyen Cam Chi
17:05 – 17:15	Final Assessment Briefing	Ms. Nguyen Cam Chi
17:15 – 18:00	Final Assessment – Multiple Choice Questionnaires	(45 mins)