



Recorded E-Learning Modules	Content Coverage	Hours
<p>Regulatory Framework – Directors of Singapore Companies</p>	<ul style="list-style-type: none"> • Different types of companies under the Companies Act • Power & Duties of a director • Different Duties for each type of director • Director’s Liabilities • Director’s conduct • Case studies on breach of director’s duties 	<p>1.5 Hours</p>
<p>Corporate Governance and Control</p>	<p>What is Corporate Governance (CG)</p> <ul style="list-style-type: none"> • Definitions and “setting the scene” • The CG ecosystem • The case for good CG • Development of CG <ul style="list-style-type: none"> ○ Global ○ Singapore • Principals of good governance • CG frameworks in Singapore <p>The “Comply-or-Explain” Regime</p> <ul style="list-style-type: none"> • How It Works • Disclosure Example <p>The Role of the Board in CG</p> <ul style="list-style-type: none"> • Dual role of the Board • The spectrum of compliance requirements • Board structure, composition & authority • Types of Directors • Board Committees • Board Diversity <p>Conflicts of Interest & Interested Person Transactions</p> <ul style="list-style-type: none"> • Directors’ duties to act in best interest of the Company • Avoiding conflicts of interest • Duty to act honestly • Objectives of IPT disclosures • Compliance with IPT requirements <p>Shareholder Rights & Engagement</p> <ul style="list-style-type: none"> • Understanding shareholder rights • The rise of activism • Role of the Board in shareholder engagement 	<p>1.5 Hours</p>



Recorded E-Learning Modules	Content Coverage	Hours
<p>Listed Company Fundamentals</p>	<p>Ecosystem of a Public Company</p> <ul style="list-style-type: none"> • Role of the regulators • Role of professionals • Type of companies • Role of directors <p>SGX Listing Rules</p> <ul style="list-style-type: none"> • Summary overview of Chapter 7 – 13 • Summary overview of CG • Sustainability Reporting <p>Directors of SGX-Listed Entities – Ongoing Obligations</p> <ul style="list-style-type: none"> • SGX Listing Manual and Catalist Rules – Continuing obligations of directors and listed entities under the SGX Listing Manual and the Catalist Rules: breaches and enforcement • Securities & Futures Act – Dealing in securities, Insider Trading & Disclosure of interests <p>Achieving & Maximising Board Effectiveness</p> <ul style="list-style-type: none"> • Board Structure • Board Leadership • Board Meetings • Right of Board Members • Board Governance & Professional Training Development • Challenges of Board Effectiveness • Implications on Board Effectiveness <p>Board Dynamics</p> <ul style="list-style-type: none"> • Concepts of classifying companies • Analyse the culture, interactions and behaviors that impact the effectiveness of the board and director, including practices for improving boardroom dynamics • Decision making in the boardroom • Understanding types of conflicts • Managing affective and cognitive conflict • Role of the Chairman in effective Board 	<p>4.0 Hours</p>
<p>Corporate Actions</p>	<ul style="list-style-type: none"> • Insights on different corporate actions that are available for listed companies • Topics include: <ul style="list-style-type: none"> ○ Material Information ○ Material Threshold for Major Transactions / Interested Persons Transactions ○ Dividend payout 	<p>1.5 Hours</p>

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Board of Directors (BOD) Masterclass Programme

Unveiling the DNAs of Board of Directors

Recorded E-Learning Modules	Content Coverage	Hours
	<ul style="list-style-type: none"> ○ Employee stock option plan and scheme ○ Fundraising ○ Share Buyback ○ General Offers and Take-overs 	
Financial Statement Analysis	<ul style="list-style-type: none"> ● Purpose of financial statement analysis ● Horizontal analysis ● Vertical analysis ● Four building blocks of ratio analysis ● Financial ratios and red flags in financial statements ● Apply various analysis tools to infer the financial conditions of company 	1.5 Hours
Enterprise Risk Management	<ul style="list-style-type: none"> ● Explain what the meaning of Enterprise Risk Management (ERM) ● Develop a fundamental understanding of key ERM concepts ● Identify regulatory requirements related to ERM ● Identify commonly used international ERM standards ● Relate to risk management on a more personal level 	1.5 Hours
Director's Role in Change Management	<ul style="list-style-type: none"> ● Role of change management in driving successful transformations (Team leaders and influencers) ● Organisational readiness for change (Talent, Culture and Mindset) ● Develop a change management strategy <ul style="list-style-type: none"> ○ Effective change management communication 	1.5 Hours
Director's Role in Sustainability	<ul style="list-style-type: none"> ● Sustainability reporting regime ● Assessment of material ESG factors ● Sustainability reporting frameworks ● Governance Structure and Board Responsibilities on Sustainability matters Stakeholder engagement process ● Stakeholder Engagement Process ● Incorporation of ESG Risks and Opportunities within the Issuer's Business and Strategy ● Impact and Importance of Climate Change ● Guidance on Climate Reporting, including Identification of Climate-related Risks and Conduct of Scenario Analysis ● Emerging Trends and Developments in the Sustainability Space ● Other Relevant Aspects of Sustainability, such as Biodiversity, Diversity and Human Rights ● Introduction to SGX's ESGenome 	4.0 Hours
Total Hours		17 Hours



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Masterclass	Content Coverage	Hours
<p>[Day 1] Plenary Masterclass for Directors (Mandatory)</p> <p><i>Playback of recording available</i></p>	<p>Board Performance</p> <ul style="list-style-type: none"> • Differentiated roles of the Board and management in its governance for performance • Role of the Board in innovation governance and building an innovation culture • Evaluate various business models and their impact on value creation • Role of the Board in strategy development and execution • Leveraging technology for performance measure and monitoring 	1.0 Hour
	<p>Stakeholder Engagement</p> <ul style="list-style-type: none"> • Key stakeholders of the business • Communication to stakeholders for listed entities • Understand how businesses and boards are responding to sustainability agenda • Obligation of the Board's regarding shareholder rights, corporate reporting and disclosures • Importance and nature of investors and media relations and how the Board should prepare for and respond to crisis • Communication on transformation change for agility and sustainability 	1.0 Hour
	<p>Corporate Strategies and Tactics</p> <ul style="list-style-type: none"> • Introduction to corporate vision and mission • Establish corporate goals and objectives • Importance of understanding the organisation strengths and weaknesses • Understanding market segmentation • Succession planning • Diversification and expansion • Resource and project management • Key trends in directorship matters • Learn through sharing of real-life boardroom experiences and issues, using case studies: <ul style="list-style-type: none"> ○ Establish independence and managing conflict of interest ○ Strengthening the effectiveness assessments of the Board ○ Role of a director in an evolving business trends and key issues 	2.0 Hours



Board of Directors (BOD) Masterclass Programme

Unveiling the DNAs of Board of Directors

Masterclass	Content Coverage	Hours
<p>[Day 2] Audit Committee Masterclass</p> <p><i>Playback of recording available</i></p>	<ul style="list-style-type: none"> • Understand the role, duties and responsibilities of directors appointed to the Audit Committee • Outline the roles, qualification and function of specialist, internal auditors and external auditors, and how they relate to and work with their audit committee • Effective whistleblowing process • Fraud detection and deterrence, including key fraud risk in financial reporting • Trends and developments that the audit committee need to be aware of • Financial reviews • Internal control reviews (operation, financial and technology) 	<p>3.0 Hours</p>
<p>[Day 3] Nominating Committee (NC) and Remuneration Committee (RC) Masterclass</p> <p><i>Playback of recording available</i></p>	<p>Nominating Committee</p> <ul style="list-style-type: none"> • Role, duties and responsibilities of directors appointed to the Nominating Committee • Key considerations and rules regarding board composition and quality (including independence, renewal and diversity) • Leading practices and requirements on board evaluation, succession planning and director development • Key disclosure requirements related to board practices and directorship • SGX's guidelines for nominating Directors to Sponsor • Creating a diverse and inclusive culture in the organisation <p>Remuneration Committee</p> <ul style="list-style-type: none"> • Roles, duties and responsibilities of the Remuneration Committee • Key principles and frameworks to make responsible board and executive remuneration decisions • Approaches to: <ul style="list-style-type: none"> ○ Setting fees for the non-executive Director ○ Determining executive compensation levels, including the design elements related to incentive and equity plans ○ Talent management and the linkage with executive pay, including Employee Stock Option Payment and Scheme ○ Aligning ESG measurements to remuneration ○ Understand key stakeholders and disclosure requirements 	<p>3.0 Hours</p>

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Board of Directors (BOD) Masterclass Programme

Unveiling the DNAs of Board of Directors

Masterclass	Content Coverage	Hours
<p>[Day 4] Board Risk Committee Masterclass</p> <p><i>Playback of recording available</i></p>	<ul style="list-style-type: none"> • Role, duties and responsibilities of directors appointed to the Board Risk Committee • Nature of risk, risk universe and key risk management concepts and trends that the Board Risk Committee need to be aware of • Key requirements for adequate and effective risk management and assurance providers in relation to risk management • Key disclosure requirements related to risk management and sustainability reporting • Cyber risk and cloud technology • Cybersecurity & Cyber-resilience • Data governance • Business continuity plan (eg. Geopolitical Risk, Health Risk) • Best practices for companies on the Mainboard and Catalist and their differences 	<p>3.0 Hours</p>
Total Hours		13 Hours