

OVERVIEW

Executing the role of effective corporate governance to comprehensively lead business change is a precious desire of the members of the Board of Directors and is also the goal of the Director Certification Program (DCP) which the Vietnam Institute of Directors (VIOD) developed with technical support from the International Finance Corporation (IFC) and the State Secretariat for Economic Affairs (SECO).

Corporate governance (CG) practices need to be changed in nature in order to harmonize financial goals with non-financial objectives to meet the requirements of sustainable development in the new era. As of June 2023, VIOD's DCP program is updated with content that emphasizes the **Board's role in the organization's sustainability issues through the integrated content related to Environment, Society and Governance (ESG)**, innovates **modern CG methodology**, and especially **integrates two tools: the CG Progression Matrix and the Climate Governance Matrix**.

The ESG Integrated Governance Framework discusses the Board's role in formulating an **organization's vision and mission towards ESG**, as well as **sustainable development and climate change adaptation**; **Governance of Stakeholder Participation in ESG**; **Control environment for recovery and sustainable development**; **E&S issues in information disclosure and transparency** and **governance of subsidiaries in the group**, through the application of practical case illustrations and discussion sessions that closely follow the breath and developments of the domestic market. and international.

DCP is a core program in a series of Governance Excellence Programs (GEPs) that meet the standards of advanced Board of Directors Institutes around the world, is a perfect tool to help achieve the goal of improving efficiency corporate governance performance in business. DCP is widely recognized both for its academic quality, practicality in case studies and for the professional quality of facilitators and experts during the panel discussion.

WHO SHOULD ATTEND DCP?



Aspiring, new and current Directors



Executive Board's members related to CG activities



Members of the Departments working with Board

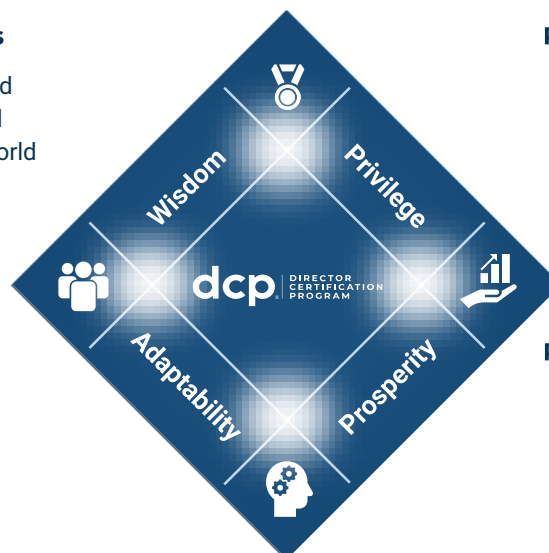
VALUES OF THE PROGRAMS

Wisdom | CG Experts and Facilitators

- ❖ Opportunity to access the knowledge and experience of leading CG facilitators and trainers from Vietnam and around the world
- ❖ Opportunity to share and learn from practical experiences

Adaptability | Curriculum & Case Studies

- ❖ Program's contents and cases closely demonstrated market movements
- ❖ Up-to-date Vietnamese and international best practices on CG & sustainable development (ESG)



Privilege | Participant Network

- ❖ Join the community of professional Directors
- ❖ Represent as an ambassador committed to market reform and effective governance

Prosperity | Career Development

- ❖ Join the VIOD's Professional Directorship Journey
- ❖ Accredited for 30 hours of VIOD's CPD (Professional Development)

WHAT CAN DCP BRING TO YOUR COMPANY?



Enhance the effectiveness of Directors to be eager in improving the CG quality of their business



Seize opportunities of ESG and avoid relevant risks



Attract more capital resources at low cost



Increase the corporate value for long-term sustainability and resilience

HOW IS THE PROGRAM DELIVERED?



Duration

6 interactive in-classroom sessions during 3 consecutive days



Facilitators

Leading international and local CG Experts, professionals and practitioners



Activities

Group interaction, real regional and global case studies discussions, sharing and solving, role-play and much more



Networking

"Member Networking" and other events for VIOD members

MORE BENEFITS

Complimentary entry to **01 Paid Member Event/Program** for DCP Alumni (excluding the Annual Corporate Governance Forum)

PROGRAM OUTLINE

* New integrated content

MODULE 1: BOARD ESSENTIALS

Block 1: Overview about Corporate Governance

- **Part 1:** Overview about Corporate Governance
 - CG Progression Matrix of IFC
 - Climate Governance Matrix
- **Part 2:** The Board's Roles and Responsibilities

MODULE 1: BOARD ESSENTIALS

Block 2: Board Effectiveness

- **Part 1:** The Board's Composition & Structure
- **Part 2:** The Board's Processes & Working Procedures
- **Part 3:** The Rights and Duties of Directors
- **Part 4:** "Member Networking" - Building Directorship Networking

MODULE 2: STAKEHOLDERS ENGAGEMENT

Block 3: The Board's Legal and Stakeholder Duties

- **Part 1:** Vietnam Legal Environment for Directors
- **Part 2:** Shareholder Protection & Disclosure Practices
 - Governance of stakeholder engagement
 - Shareholder involvement and social activities related to ESG
- **Part 3:** Panel Discussion 1 | Legal Environment for Directors

MODULE 3: BOARD PERFORMANCE

Block 4: Board Performance

- **Part 1:** The Board's Engagement in Strategy
 - E&S issues in strategy formulation
- **Part 2:** Behind the Numbers
 - ESG Disclosure: Sustainability report, climate-related financial report and recent emerging disclosure requirements and practices

MODULE 4: BOARD OVERSIGHT

Block 5: Board Oversight

- **Part 1:** Understanding the Governance of Control Environment
 - Controlled environment in sustainability and recovery
 - Subsidiary management
- **Part 2:** Panel Discussion 2 | Challenges with Board Oversight

MODULE 5: BOARD CULTURE & CONCLUSION

Block 6: Board Culture & Conclusion

- **Part 1:** Board Culture
- **Part 2:** Conclusion and Key Takeaway - What It Really Means To Be a Professional Director and an Effective Board?



Certification issued by VIOD upon:

- ✓ minimum 90% attendance requirement
- ✓ completing final assessments with satisfactory results according to VIOD training policy

ORGANIZED BY:



TECHNICAL SUPPORT BY:

