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Proposed Draft of the Malaysian Code on Corporate Governance 2016

The Securities Commission Malaysia (SC) invites your comments on the issues set out in this Consultation Paper. Comments are due by **8 June 2016** and will only be received when submitted at http://surveys.sc.com.my/s3/MCCG-2016-Public-Consultation.

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This public consultation paper is dated 18 April 2016

MALAYSIAN CODE ON CORPORATE GOVERNANCE

2016

CONTENTS

1.0 Introduction

1.1 The Malaysian Code on Corporate Governance (MCCG) was first introduced in the year 2000, drawing significant lessons from the 1997/98 Asian Financial Crisis to strengthen the corporate governance framework and increase investors' confidence. To ensure the principles and recommendations of the MCCG were aligned with business practices and market development, the MCCG was reviewed and revised twice in 2007 and again in 2012.

1.2 The MCCG is a key document in Malaysia's corporate governance framework and has contributed significantly in improving the corporate governance standards of Malaysian listed companies. Over the years, companies have demonstrated a better appreciation of good governance and key stakeholders. Among others, institutional shareholders have increasingly taken on more definitive and prominent role in the domestic corporate governance sphere. While significant strides have been made, it is important for us to keep our ongoing commitment to meet new demands and challenges.

1.3 Recognising the need for regular enhancement to corporate governance practices, the MCCG 2016 adopts a different approach from previous Codes. The new approach aims to encourage progression and provide greater utility for companies, and their stakeholders.

1.4 The MCCG 2016 streams corporate governance practices into two categories, namely *Core* and *Core+* practices. Companies are required to disclose their adherence to the *Core* practices on an '*apply or explain an alternative*' basis. (Explanation in Section 2.0).

1.5 In addition to *Core* practices, the MCCG 2016 identifies a new *Core+* category, consisting of exemplary practices that companies should aspire to achieve. While these practices are voluntary, companies are strongly encouraged to adopt them and disclose in the annual report how these practices are being undertaken or implemented.

1.6 The MCCG 2016 is arranged as follows:

Principles

The *Principles* of the MCCG 2016 encapsulate the fundamentals underpinning good governance practices that companies should apply when implementing the *Practices.* There are four *Principles* in the MCCG 2016:

- Supporting board leadership and effectiveness;
- Safeguarding the integrity of financial and corporate reporting;
- Managing risks to preserve and create value; and
- Strengthening relationship with shareholders.

Practices

Practices are actions, procedures, or processes which companies are expected to adopt in order to support long term success of the company, market confidence and business integrity. The practices among others, focus on board effectiveness, protecting the integrity of financial reporting, the importance of risk management and internal controls, as well as shareholders exercising their stewardship responsibilities. In situations where the company is unable to adopt the identified practice, it must provide clear explanation for non-adoption of the practice and demonstrate how an alternative practice which it adopts is able to fulfill the *Intended Outcome*.

Intended Outcome

Each *practice* is followed by an *Intended Outcome* which provides the intention, rationale and objective of each practice.

2.0 'Apply or explain an alternative'

2.1 The MCCG has been operating on a 'comply or explain' basis since its introduction in 2000. While progress has been recorded in several areas of corporate governance, there is still a lot of headroom to embed stronger corporate governance culture. These include areas where companies give effect to the spirit and intention behind corporate governance practices, understand its role in supporting long term value creation and maintaining the trust between companies, stakeholders and regulators.

2.2 Corporate governance weaknesses that surfaced from the surveillance and enforcement functions of the regulators reveal that companies still adopt a mechanistic approach to corporate governance, which is perpetuated by the 'comply or explain' approach.

2.3 Hence, the MCCG 2016 adopts a new approach - 'apply or explain an alternative' where companies are required to provide clear and meaningful explanation on how they have adopted the *Core* practices in MCCG 2016, and achieve the *Intended Outcome* of each practice. 'Apply' requires greater thought process and consideration in implementing or undertaking the practices, including in disclosing information on these practices.

2.4 Companies which do not adopt the identified *Core* practices in the MCCG 2016 must provide clear explanation for the non-adoption of the practice(s) and an alternative which is able to fulfill the *Intended Outcome*. The explanation must be reasonably detailed and informative so that the market understands how the alternative meets the *Intended Outcome*.

2.5 Companies should carefully consider the *Intended Outcome* and be guided by it in providing meaningful explanation on any alternative practices. Statements such as "the board finds the independent director to still be independent despite the 9 year tenure" does not provide meaningful explanation on how the objectiveness of the director and overall board independence has not been compromised by the long tenure.

2.6 Listed companies are required to disclose and explain their application of the *Core* practices in the MCCG 2016 in accordance with Bursa's Listing Requirements. The disclosure will be based on the 'apply or explain an alternative' approach as explained above.

2.7 The *Core+* practices are voluntary. However, companies are strongly encouraged to adopt them and disclose in the annual report how the practices are being undertaken or implemented.

2.8 Shareholders should also carefully consider the explanation provided by companies to ensure that the company is well-governed and demonstrate intention to advance their practices. Where necessary and relevant, shareholders should consider engaging companies for explanation or clarification on their policies and/or practices.

PRINCIPLE A:

SUPPORTING BOARD LEADERSHIP AND EFFECTIVENESS

Responsibilities of the Board

The board is collectively responsible for the long-term success of a company and the delivery of sustainable value to its stakeholders. In discharging its fiduciary duties and leadership functions, it is imperative for the board to govern and set the strategic direction of the company while exercising oversight on management. The board plays a critical role in setting the appropriate tone at the top, providing thought leadership and championing good governance and ethical practices throughout the company.

While the general roles and responsibilities of boards are well founded, the expectations on directors have evolved significantly owing to changes in the corporate landscape. In continuing to deliver value to its stakeholders, directors are now expected to exercise greater vigilance and professional skepticism in understanding and shaping the strategic direction of the company.

Board Composition

Board composition involves structural and cultural issues which influences the ability of the board to fulfill its oversight responsibilities. In developing a high performing board, it is essential to ensure that the board is of sufficient size. This in turn will enable changes to the board’s composition and board committees to be managed without undue disruption. It is also important to ensure that the board is not too large which may cause it to be unwieldy.

Diversity in board composition is an important driver of a board's effectiveness. Diverse boards are less likely to engage in “groupthink” and they will be better equipped to deliver value and respond to challenges that may arise. In diverse boards, there is greater opportunity to consider different points of view which will enable cross-pollination of ideas and better decision making.

Independence

It is essential for companies to be able to rely on their boards. Boards are expected to be active and responsible fiduciaries in the exercise of their oversight responsibilities. There should be a balance of power and authority such that no one has unfettered power of decision. It is also crucial to have the presence of independent voice on the board to ensure objectivity in decision-making is achieved and that no single party can dominate the discussion and decision.

Although defined by regulatory standards, independence in thought and action should always be evaluated on a case-by-case basis by the collective board. For example, there may be doubts about the independence of an independent director if he or she has been an independent director of the company for such a period that his or her independence may have been compromised. Boards should be responsible for assessing independent directors' independence annually, upon readmission and when any new interest or relationship develops. They should disclose how the assessment was undertaken and how board independence is preserved.

Nomination and Election

The process of nominating and electing directors remains a core gatekeeping measure to ensure that the best candidates are selected for the board. The nomination and election process must be transparent, considers the widest possible pool of candidates and benefits from an objective and diligent screening process. Board candidates should not be identified based on the current members' biases and preferences. The Nominating Committee, which is responsible to oversee the nomination and election process should be independent in executing its roles and not influenced by other board members or the management. The Nominating Committee is also expected to outline clear expectations of the board's responsibilities including the job scope, time commitment and skills required for individual directors.

Remuneration

Effective remuneration policies and design require board members to consider various elements including talent attraction and retention, company's performance, shareholders influence and market confidence. In an ever-changing economic landscape, remuneration policies should incentivise board members for the long-term and encourage behaviours that help maximise productivity and optimise operational efficiency.

Shareholders and the public are also becoming more aware and critical of remuneration matters particularly in the case of extravagant incentives and excessive levels of reward. Premised on this, increased transparency on remuneration is vital for stakeholders to understand the justification for remuneration proposals.

Assessment

Board assessment is an important process which allows the board to continually evaluate how effectively they are performing their roles against the objectives and the goals that have been set in place. Establishing a formal and rigorous process to regularly review the performance of the board, its committees and individual directors will provide the board with an opportunity to purposefully identify and surmount the barriers that impede their effectiveness.

In conducting board assessments, clear evaluation criteria should be established and communicated to all board members. It is important for the evaluation criteria to include financial performance indicators as the board is ultimately responsible for the company's performance. In light of the broader role of the board and the increasing appreciation on sustainability issues, additional indicators should also be developed and used by the board for a more holistic performance assessment.

1) Responsibilities of the Board

Practice 1.1

The board discharges its responsibilities, including–

- reviewing and adopting a strategic plan for the company which include strategies on environmental, social and governance underpinning sustainability;
- providing entrepreneurial leadership to management that promotes innovation and long term value creation;
- overseeing management's implementation of the company's strategic objectives and its performance;
- ensuring that the company has in place an appropriate risk management framework and setting the risk appetite within which the board expects management to operate;
- planning for the succession of board and key senior management;
- overseeing the development and implementation of a shareholder communications policy for the company; and
- overseeing the adequacy and integrity of the entity's accounting and corporate reporting systems as well as internal controls.

Intended Outcome

The board is able to effectively discharge its fiduciary and leadership functions, including leading the governance of the company and supporting long term value creation for its stakeholders.

Practice 1.2

The company has a formal schedule of matters which clearly identifies matters reserved for the board and those for management.

Intended Outcome

There is clear division of responsibilities between the board and management to manage expectations, ensure accountability and balance of power between both parties. The allocation of responsibilities reflects the relationship necessary for the company to adapt to its business circumstances.

Practice 1.3

The board has a board charter[1] and executes its functions according to it. The board charter is periodically reviewed and made available on the company's website.

Intended Outcome

The board carries out its roles and responsibilities as laid out in the board charter. The charter serves as a primary source of reference that guides the governance of the board.

Practice 1.4

The Chairman leads and ensures the effectiveness of the board by among others, encouraging healthy debates by all directors, allowing sufficient time for discussion of issues and ensuring that the board's decisions fairly reflect board consensus.

Intended Outcome

There is effective leadership by the Chairman to ensure that the board performs its responsibilities, and that all directors are able to fully and actively contribute to the deliberations.

[1] The board charter sets out the board's strategic intent, authority and terms of reference. It outlines the roles and responsibilities of directors, time commitment of its members and protocol for accepting new directorships. The division of responsibilities and powers between the board and management, the different committees and between the chairman and the CEO.

Practice 1.5

The board is proactive in upholding good ethics and integrity including establishing, reviewing and implementing policies and procedures on anti-corruption and whistleblowing.

Intended Outcome

The company is committed to maintain a healthy corporate culture which promotes ethical conduct.

Practice 1.6

The board has full and unrestricted access to a Company Secretary who is equipped with the skills and expertise to provide sound corporate governance advice and ensure compliance with legal and administrative matters.

Intended Outcome

The board is supported by a Company Secretary who is experienced and contributes to the effective functioning of the board including providing governance advice and quality information.

Practice 1.7

Board members receive meeting materials at least 5 business days in advance.

Intended Outcome

Directors are provided with sufficient time to review and prepare for board meetings. This allows discussions at board meetings to be robust, undertaken in a detailed manner and benefit from constructive challenge.

2) Board Composition

Practice 2.1

The Nominating Committee has in place and discloses in the annual report, a board skills matrix which provides information on the skills required and how it has been satisfied by the current board composition.

Intended Outcome

Stakeholders are provided with a collective view of the board’s capabilities and are able to better assess whether the current composition is optimal and effective.

Practice 2.2

The board establishes a diversity policy formalising its approach to boardroom diversity. The board through its Nominating Committee takes steps to ensure that women candidates are sought and considered in its recruitment exercise. The board explicitly discloses in the annual report its gender diversity policies and targets and the measures taken to meet those targets.

Intended Outcome

The board benefits from having adequate participation of women on the board in terms of different perspectives and insights during deliberations and in decision-making.

3) Independence

Practice 3.1

The positions of Chairman and CEO are held by different individuals, and the Chairman is a non-executive member of the board.

Intended Outcome

There is accountability and clear division of responsibilities between the Chairman and CEO, ensuring that there is no one individual with unfettered powers of decision making.

Practice 3.2

The board comprises a majority of independent directors where the Chairman of the board is not an independent director.

Intended Outcome

There is balance of power and authority on the board.

Practice 3.3

The board has a 9-year tenure limit[2] for an independent director which starts from the first day of the director's appointment to the board as an independent director. Upon completion of nine years, the independent director may continue to serve on the board subject to the director's re-designation as a non-independent director.

In the event the board intends to retain an independent director who has served in that capacity for more than 9 years, the board seeks shareholders' approval annually through a separate resolution and provides the reasons they believe the individual remains independent and should be re-elected as an independent director.

Intended Outcome

The independence of the director and overall board independence has not been compromised by the 9-year tenure. Shareholders are empowered and provided with clear and detailed explanation to make an informed decision on whether the director should be re-elected as an independent director.

Practice 3.4

The board undertakes an assessment on the independence and objectivity of its independent directors annually.

Intended Outcome

Independent directors continue to be free from influences which could interfere with their ability to exercise impartial judgment on key deliberations and decisions.

Practice 3.5

The board appoints a Senior Independent Director (SID) among the independent board members.

In determining the suitability of a director as an SID, the board takes into account factors such as seniority in terms of years spent on the board and/or industry experience.

Intended Outcome

There is a designated person to share the concerns of directors to the Chairman on sensitive issues of the company, lead in the oversight of Chairman and perform as the alternative contact person for shareholder communication.

[2] The tenure of independent directors is capped to a cumulative period of nine years

4) Nomination and Election

Practice 4.1

External independent service provider or advisor is used to identify candidates for the nomination of non-executive directors.

Intended Outcome

The Nominating Committee is provided with a wider pool of candidates for the nomination of non-executive directors and the perception of bias-selection is alleviated through the use of independent search avenues.

Practice 4.2

For appointment and re-appointment of directors, the company discloses in the Notice of General Meeting why the board supports the appointment or re-appointment of the particular director and how the skills and experience of the director contributes to the needs of the company.

Intended Outcome

Shareholders are able to make a more informed decision in electing a board member.

Core+

Practice 4.3

Companies inform shareholders in advance of the general meetings on potential vacancies of directorship(s). The company sets out the criteria required for nominations of candidates and allows shareholders to submit nomination of candidate(s) to fill such vacancy for the Nominating Committee's consideration.

Intended Outcome

Shareholders are provided with an avenue to recommend candidates to the Nominating Committee for the election of directors.

5) Remuneration

Practice 5.1
The company has in place policies and practices regarding the remuneration of directors and key senior management.

Intended Outcome
The remuneration is appropriate to attract, retain and motivate the directors. The level and structure of remuneration for executive directors and key senior management is aligned with the long-term interest and risk policies of the company, while the remuneration of non-executive directors commensurate with the level of contribution, taking into account factors such as effort, time spent and responsibilities of the directors.

Practice 5.2
There is detailed disclosure on the remuneration[3] of individual directors on a named basis.

Intended Outcome
There is transparency on the remuneration of directors, and shareholders are able to form an opinion as to whether the remuneration of each director is fair, yet attractive enough to retain the person without leading to short-termism and risky behaviour.

Core+

Practice 5.3
The Nominating Committee discloses the relationship between 'pay and performance' for both executive directors and senior management's remuneration packages.

Intended Outcome
Shareholders are able to form an opinion on the fairness of the remuneration packages.

[3] Remuneration includes fees, salary, bonus, benefits in-kind and other emoluments

6) Assessment

Practice 6.1

Financial performance of the company and sustainability indicators are considered in assessing the board and senior management.

Intended Outcome

The performance of the board and senior management is assessed holistically.

Core+

Practice 6.2

Board evaluation is facilitated by a professional and independent party at least once every three years.

Intended Outcome

The board is able to benefit from professional and external viewpoints in relation to its effectiveness.

PRINCIPLE B:

SAFEGUARDING THE INTEGRITY OF FINANCIAL AND CORPORATE REPORTING

Audit Committee

Establishing an Audit Committee is an efficient and effective mechanism to bring transparency, focus and the independent judgment needed to oversee the financial reporting process. A paramount responsibility of the Audit Committee is to ensure that the company's financial statements comply with applicable financial reporting standards as this is integral to the reliability of financial statements.

Independence and accounting literacy are the cornerstones of a well-functioning Audit Committee. The ability of its members to exercise their judgments in an informed and impartial manner is important to the fulfillment of the Audit Committee's mandate.

The efficacy of the Audit Committee often hinges on the role of the chair. The chair plays a pivotal role in providing leadership and vision as well as in setting and managing the Audit Committee's agenda.

Independence of External Auditors

The primary objective of the external audit process is to provide credibility to financial statements and independence is the main means by which the external auditor demonstrates that this process was carried out in an objective manner.

The Audit Committee plays a key role in promoting audit quality by safeguarding the independence of external audit process. Therefore, it is important for the Audit Committee to consider all relationships between the company and the audit firm in assessing the independence of the external auditor. Provision of non-audit services by the external auditor to a company may result in skewed incentives and impair the independence of external auditor.

Corporate Reporting

The drivers of business value have changed considerably over recent years and a significant proportion of the market value of companies is now attributable to intangible factors. This signifies the need for companies to reflect a more comprehensive picture of their businesses including the non-financial and sustainability aspects of their operations.

It is important for companies to appreciate that the disclosed information will serve as the basis for constructive dialogue with stakeholders, and therefore such disclosures need to provide a fair, balanced and understandable assessment of the company's position and prospects.

7) Audit Committee

Practice 7.1

All members of the Audit Committee are able to read and understand financial statements, and ask pertinent questions about the company's financial reporting process.

Intended Outcome

There is an appropriate level of skills and knowledge amongst members to allow them to participate and contribute to the effective functioning of the Audit Committee.

Practice 7.2

The Chair of the Audit Committee is a person with accounting expertise[4] or relevant work experience.

Intended Outcome

The Chair has the ability to lead discussions and deliberations and ultimately be satisfied that the end result fairly reflects the understanding of the Audit Committee.

Practice 7.3

The Audit Committee is chaired by an independent director, who is not the chair of the board.

Intended Outcome

The Chair of the Audit Committee is able to give full commitment and exercise independent judgement.

[4] A Degree or Professional qualification in accounting

8) Independence of External Auditors

Practice 8.1
The Audit Committee has policies and procedures to assess the suitability and independence of the external auditor. The policies include among others, the types of non-audited services that are prohibited and limits to the level of fees for non-audit services, taking into account relevant ethical guidance regarding the provision of non-audit services by the external audit firm.

Intended Outcome
The Audit Committee is able to satisfy itself that the independence and objectivity of the auditor is not compromised as a result of the nature and extent of the non-audit services rendered.

Practice 8.2
The company has a policy to govern the circumstances under which former key audit partners[5] of the present and former external auditor(s) can be appointed to the board or be employed by the company. This includes a policy on cooling-off period to govern the independence of such appointments[6] .

Intended Outcome
The quality and independence of the audit is safeguarded by avoiding the potential threats which may arise when a member of an audit engagement team joins the company (audit client) and is in a position to exert significant influence over the preparation of the company's financial statements.

Core+

Practice 8.3
The company has a policy of rotating its external audit firm.

Intended Outcome
The quality of the audit is preserved through the auditor's independence, objectivity and professional skepticism.

[5] The engagement partner, the individual responsible for the engagement quality control review, and other audit partners, if any, on the engagement team who make key decisions or judgments on significant matters with respect to the audit of the financial statements on which the firm will express an opinion

[6] Independence would be deemed to be compromised unless, subsequent to the partner ceasing to be a key audit partner, the company had issued audited financial statements covering a period of not less than two years and the partner was not a member of the audit team with respect to the audit of those financial statements.

9) Corporate Reporting

Practice 9.1

The company has internal corporate disclosure policies and procedures which are clear, comprehensive and accurate. In formulating and reviewing these policies and procedures, the company is guided by best practices.

Intended Outcome

There is an internal framework that supports and fosters confidence in the quality and integrity of the disclosures provided by the company.

Core+

Practice 9.2

The company adopts integrated reporting based on a globally recognised framework[7].

Intended Outcome

The disclosure on the company's value creation is credible, systematic and comprehensive.

[7] Examples include Integrated Reporting Framework by International Integrated Reporting Council

PRINCIPLE C:

MANAGING RISKS TO PRESERVE AND CREATE VALUE

Internal Audit

An internal audit function can assist a company to accomplish its objectives by bringing a systematic and disciplined approach to evaluating and improving the effectiveness of its risk management, internal controls and governance processes. The internal audit function is an important component in the assurance environment of a company and it acts as a sounding board to the audit committee concerning areas of weaknesses or deficiencies in the internal processes for appropriate remedial measures to be meted out by the company.

Independence from management is a key feature of the internal audit function. It is a condition that allows the internal auditor to act in an objective and impartial manner without being subject to the authority of the functions it audits.

The ability of internal auditors to execute their roles and responsibilities is vital to the success of the function. Internal auditors need an adequate level of skills and expertise to deliver the depth and quality of the work that is expected of them.

Risk Management

Good risk management practices not only protect value but also assist in identifying and capitalising on opportunities to create value. An effective risk management framework and process helps a company to achieve its performance targets by providing risk information to enable better decisions, both in the setting of company strategy and in daily decision making as that strategy is executed.

The board is ultimately responsible for setting the risk appetite of the company, overseeing its risk management framework and satisfying itself that the framework is sufficiently sound to respond to evolving business risks. The ability of the board to cultivate a healthy risk culture is integral to the implementation success of its risk management framework. A healthy risk culture among others demonstrates a strong tone from the top and an environment that encourages accountability.

10) Internal Audit

Practice 10.1

The internal audit function is carried out in accordance with the standards[8] set by nationally or internationally recognised bodies.

Intended Outcome

The evaluation of internal control processes is carried out in a systematic and disciplined manner, ensuring quality as well as credibility in the internal audit work.

Practice 10.2

The head of internal audit or the outsourced internal auditor is a member of a professional body, qualified and has internal audit experience and received relevant training for executing the function.

Intended Outcome

The internal auditor is equipped with an appropriate level of internal auditing skills and knowledge to carry out the function effectively.

Practice 10.3

The Audit Committee approves the budget for the internal audit function and decides on the appointment and removal of the head of the internal audit or the outsourced internal audit provider.

Intended Outcome

The internal audit function is empowered with an appropriate level of independence and authority to discharge its duties objectively and effectively.

[8] For example, the *International Standards for the Professional Practice of Internal Auditin*g set by the Institute of Internal Auditors.

11) Risk Management

Practice 11.1

The board establishes a board-level committee which is responsible for overseeing the company's risk management framework and policies.

Intended Outcome

There is clear accountability and dedicated oversight on the company's risk management framework and policies.

Practice 11.2

The board establishes a risk management framework which is periodically reviewed and discloses in the annual report, the main features of the risk management framework.

Intended Outcome

The risk management framework is responsive to the changes in the business environment and stakeholders are able to assess the company's ability to manage risks.

Core+

Practice 11.3

The company adopts the elements embodied in internationally recognised risk management standards or frameworks[9].

Intended Outcome

There is a high quality, cohesive and integrative approach to risk management which is aligned to international standards.

[9] Examples include *ISO 31000:2009 Risk management – Principles and Guidelines* and *COSO Enterprise Risk Management – Integrated Framework*

PRINCIPLE D:

STREGTHENING RELATIONSHIP WITH SHAREHOLDERS

Shareholder Participation at General Meetings

General Meeting is an important platform for directors to demonstrate their accountability to shareholders, and for shareholders to exercise their rights and make decisions on significant affairs of the company. Additionally, it serves as a key avenue for two-way communication between a company and its shareholders. It offers an opportunity for the company to impart to its shareholders a greater understanding of its business, governance and performance. It also allows shareholders to express their views to the board on any areas of concerns.

While the rights of shareholders are enshrined in the law, it is imperative for the board to take proactive measures to ensure that shareholders are able to ask questions, provide views and vote at general meetings. In facilitating greater shareholder participation and enhancing the proceedings of the general meetings, it is also important for the company to consider leveraging on information technology.

Communication and Engagement with Shareholders

A high quality, ongoing engagement and communication with shareholders helps to foster trust and understanding between the company and its shareholders. It provides shareholders with a better appreciation of the company's objectives and the quality of its management. This in turn will assist shareholders in evaluating the company and facilitate the considered use of their votes. From the company's perspective, it provides an avenue for invaluable feedback that can be used to understand shareholders' expectations and develop business strategies.

In establishing constructive engagements with shareholders, it is vital for the company to ensure the quality of information that is communicated as well as the ease and fairness of access to such information.

12) Shareholder Participation at General Meetings

Practice 12.1
Notice for the Annual General Meeting is served at least 28 days prior to the meeting.

Intended Outcome
Shareholders are provided with more time to prepare for the Annual General Meeting.

Core+

Practice 12.2
The company utilises technology in General Meetings which may include electronic voting and real time broadcasting.

Intended Outcome
There is inclusive shareholder participation during General Meetings.

13) Communication and Engagement with Shareholders

Practice 13.1
Companies establish a dedicated Investor Relations function.

Intended Outcome
There is a dedicated channel for communication between the company and its shareholders to promote regular, effective and fair communication with shareholders.