# MSWG MSWG-ASEAN Corporate Governance Recognition 2017



Started in 2011, the ASEAN Corporate Governance Scorecard (Scorecard) is one of the ASEAN Capital Markets Forum's (ACMF) regional capital market integration initiatives. A joint initiative with the Asian Development Bank, the Scorecard provides a rigorous methodology benchmarked against international best practices — including the Organisation for Economic Co-operation and Development's Principles of Corporate Governance — to assess the corporate governance performance of public-listed companies (PLCs) in six participating ASEAN countries, namely Malaysia, Indonesia, the Philippines, Singapore, Thailand and Vietnam.

This is the sixth year that the Minority Share-holder Watchdog Group has assessed the PLCs using the Scorecard methodology and we have witnessed rising corporate governance standards. For the Top 100 PLCs, the score increased to 86.18 points in 2017 from 85.02 points in 2016. This is indeed commendable, given that the 2017 assessment uses a revised Scorecard that included new assessment questions; additional weightage for certain questions, particularly those on the role of stakeholders; and streamlining of questions to place greater emphasis on practising corporate governance. The enhancements were introduced to strengthen the quality of assessment and expand insights on corporate governance practices of commanies across the participating countries

of companies across the participating countries.

The PLCs have continued to improve their scores through the implementation of better policies and practices, as well as the adoption of international good practices that are not necessarily espoused under the Malaysian Code on Corporate Governance.

For example, this year's assessment of the role of stakeholders required PLCs to disclose both policies and practices in various areas to reflect their commitment to their stakeholders. Although the quality of sustainability reporting has improved, companies in general still need to put more effort into the environmental, social and governance agenda as an important element of sustainability and responsible way of doing business. In this regard, there has been an increase in the number of companies adopting integrated reporting, or GRI G4/G3 reporting, which is commendable. In terms of promoting board diversity, there are

companies that have established clear policies as well as measurable objectives such as gender diversity targets and reporting the progress in their annual reports. This augurs well for the government's agenda to have more women on the boards of PLCs.

Other notable improvements on board structure include more companies separating the roles of the chairman and CEO, more appointments of independent chairmen and a higher number of boards comprising more than 50% of independent directors. More companies were more transparent, disclosing their constitution on their corporate website and publishing the minutes of annual general meetings (AGMs), While the increase may be attributed to the listing requirements that require PLCs to publish a summary of key matters discussed at AGMs, the companies need to ensure that their disclosure of the minutes are of good quality and include the questions asked and the board's responses as well as the board members' attendance.

Overall, the results reflect a continuing commitment on the part of PLCs to improve their corporate governance standards, and while their performance over the years has been commendable, there is still room for improvement.

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The next benchmark is to see how our PLCs fare among their regional counterparts. The list of Top 50 ASEAN PLCs across the participating countries is expected to be unveiled in the first quarter of 2018.

Moving forward, MSWG will continue to assist PLCs to improve their corporate governance disclosures and practices by conducting advocacy sessions on the Scorecard. We strongly encourage directors and company secretaries to participate in these sessions. Most importantly, the true substance of corporate governance must be embraced by the companies.

Last but not least, congratulations to the Top 100 PLCs and award winners of the MSWG-ASEAN Corporate Governance Recognition 2017.



#### Keynote address



#### Datuk Othman Aziz Deputy Finance Minister I

alaysia has always embraced global business and it is my sincere belief that in order tooffer a viable and attractive market to the world, our companies must be well-governed and efficient.

That is why we have so passionately adopted the ACMF initiatives to achieve greater integration among all the ten ASEAN capital markets under the ASEAN Economic Community Blueprint 2025. The medium-term goal of harmonising the rules and regulations among all the ten ASEAN capital markets before later shifting towards more strategic issues to achieve greater integration is an important and critical one.

Hence, as I am sure you will witness as the evening unfolds, this year's scorecard will embody the spirit and principles of the ACMF's integration agenda until 2025. Hopefully by then, the ASEAN Economic Community will be better integrated and more competitive, innovative and dynamic, not to mention become more resilient, inclusive and in sync with the global economy.

#### Tan Sri Dr Sulaiman Mahbob Chairman, MSWG

"Corporate governance is one of the most important pillars of MSWG in our vision for advocating shareholder activism with

shareholder rights and ultimately enhancing shareholder value. We continue to monitor

PLCs and engage constructively with the boards, amongst others, to promote good CG culture and practices among our PLCs. We hope the CG achievements of the top winning companies can be emulated by other PLCs and also raise awareness of the need for companies to be transparent and accountable to their shareholders and other stakeholders."



## Recognising the best in corporate governance

The MSWG-ASEAN Corporate Governance Recognition 2017 awards saw its biggest attendance yet with over 780 people filling the Grand Ballroom in The Majestic Hotel KL last Wednesday.

This year, 900 public-listed companies were assessed on their adoption of corporate governance principles and best practices. The Top 100 Malaysian companies were identified using the ASEAN Corporate Governance Scorecard benchmarked against best practices, including the Organisation for Economic Co-operation and Development's Principles of Corporate Governance.

The assessment also takes into account total shareholder return and return on equity (ROE) as MSWG believes that good corporate governance should ultimately reflect financial performance. One qualifying criterion is that the company must have an ROE of at least 3% for the past three years.

In spite of the more rigorous and stringent assessment under the revised Scorecard, the Top 100 companies continued to improve their scores on the Transparency Index. The index score for the Top 100 companies improved by 1.4% to 86.18 in 2017 from 85.02 in 2016.

Bursa Malaysia took the top spot in the Overall Corporate Governance and Performance category for championing transparency while achieving sustainable financial performance. Coming in second was Petronas Dagangan Bhd and third was LPI Capital Bhd. Telekom Malaysia Bhd and Malayan Banking Bhd were fourth and fifth respectively.

MSVO also recognised two special categories under Overall Corporate Governance and Performance—companies with a market capitalisation of between RM300 million and RM1 billion and those with a market capitalisation of less than RM300 million. Paramount Corporation Bhd came up tops in the first category, followed by Deleum Bhd and CCM Duopharma Biotech Bhd, Mikro MSC Bhd was the sole recipient under the second category.

The recognition award night also saw Axiata Group Bhd chairman Tan Sri Azman Mokhtar being honoured as "Chairman of the Year" while Bursa Malaysia's Datuk Seri Tajuddin Atan was named "CEO of the Year".

In his welcome address, MSWG chairman Tan Sri Dr Sulaiman Mahbob said corporate governance is one of the most important pillars for MSWG in its vision for advocating shareholder activism.

"We continue to monitor public-listed companies and engage constructively with the boards, amongst others, to promote good corporate governance culture and practices among our public-listed companies," he adde

Deputy Finance Minister I Datuk Othman Aziz, in his keynote address, applauded MSWG for its work since its establishment in 2000. "The platform and voice that MSWG provides to both retail and institutional shareholders have been invaluable in instilling market discipline while encouraging good governance among our public-listed companies," he said.

#### Chairman of the Year – Tan Sri Azman Mokhtar, Axiata Group

"I am honoured to accept the MSWG-ASEAN Corporate Governance Recognition 2017 award for Chairman of the Year, most of all, for and on behalf of the Axiata board of directors, its management and staff. A Chairman is both duty-bound and privileged to be the chief steward and chief fiduciary of an organisation. How much a Chair can do is largely dependent on how good and how proper is the company he or she is tasked to govern. In that regard, through good and challenging times, It has always been a professional joy to chair Axiata. As I am also representing the major shareholder, Khazanah Nasional, the award is also especially meaningful and prestigious as it is coming from the Minority Shareholder Watchdog Group."



#### CEO of the Year

- Datuk Seri Tajuddin Atan, Bursa Malaysia

"I am deeply honoured to receive this recognition and join past recipients whom I have long respected as captains of their respective industries, united by the common understanding of the need to safeguard the integrity of Corporate Malaysia. As an exchange, greater emphasis has been placed to foster economic growth and sustainable development and it certainly humbles me to be in a position that can facilitate change for the benefit of our country. Lastly, I wish to commend MSWG for its continued efforts in raising corporate governance standards in Malaysia."



## Recognition night





CORPORATE GOVERNANCE RECOGNITION

"Bursa Malaysia holds this recognition with great pride. This is a testimony of our long-standing commitment towards good corporate governance that is embedded in our core values. It is made possible through teamwork, focusing invariably on upholding governance principles. We appreciate that our efforts are being recognised and hope our work can be exemplary and inspire others. We will continue to strive for higher standards and we call on others to join us in this journey." — Datuk Seri Tajuddin Atan



- (From left) Tan Sri Azman Mokhtar (Axiata Group), Tan Sri Dr Sulalman Mahbob (MSWG chairman), Datuk Othman Aziz, Lya Rahman (MSWG GM) and Datuk Seri Tajuddin Atan (Bursa Malaysia Bhd)
- 2. Best Institutional Investor Award Kumpulan Wang Persaraan (Diperbadankan) KWAP
- 3. Excellence Award For Overall CG & Performance (Special Category) — Deleum Bhd, CCM Duopharma Biotech Bhd, Mikro MSC Bhd and Paramount Corporation Bhd
- 4. Chairman of the Year Award Tan Srl Azman Mokhtar (Axiata Group)
- 5. CEO of the Year Award Datuk Seri Tajuddin Atan (Bursa Malaysia Bhd)
- 6. Merit Award for Board Diversity Axiata Group Bhd, RHB Bank Bhd and Telekom Malaysia Bhd
- 7. Excellence Award for Long-Term Value Creation Nestié (Malaysia) Bhd, LPI Capital Bhd and Bursa Malaysia Bhd
- 8. Excellence Award for Sustainability Practices Telekom Malaysia Bhd, Sime Darby Bhd and CIMB Group Holdings Bhd
- 9. Merit Award for Best AGM Petronas Gas Bhd, Bursa
- 10. Merit Award for Best AGM (Market Cap less than RM1 billion) Dalbochi Plastic and Packaging Industry Bhd



- 11. Merit Award for Most Improved CG Disclosure — UEM Edgenta Bhd, Top Glove Corporation Bhd and RHB Bank Bhd
- 12. Excellence Award for CG Disclosure Sime Darby Bhd, RHB Bank Bhd, Malayan Banking Bhd, Petronas Dagangan Bhd, Telekom Malaysia Bhd, Axlata Group Bhd, Bursa Malaysia Bhd, CiMB Group Holdings Bhd, Petronas Gas Bhd, Tenaga Nasional Bhd, Astro Malaysia Holdings Bhd, AMMB Holdings Bhd and Petronas Chemicals Group Bhd
- 13. Dr Suzana Idayu Wati Osman (Socso CIO) with Lya Rahman (MSWG GM)
- 14. Industry Excellence Award Sime Darby Bhd, KPJ Healthcare Bhd, Tenaga Nasional Bhd, British American Tobacco (Malaysla) Bhd, Telekom Malaysia Bhd, Top Glove Corporation Bhd, Nestlé (Malaysia) Bhd, Petronas Dagangan Bhd, Sunway Construction Group Bhd and LPI Capital Bhd
- 15. Lee Chee Meng (MSWG associate), Chong Chee Fern (MSWG associate) and Dr Junid Abu Saham (Masterpack Group Independent director)
- 16. Datuk Seri Tajuddin Atan (Bursa Malaysia CEO) and Tan Srl Dr Sulaiman Mahbob (MSWG chairman)
- 17. (From left) Tan Sri Abdul Halim Ali, Datuk Wira Othman Aziz, Yuşof Abu Othman, Tan Sri Lodin Wok Kamaruddin and Datuk Wan Kamaruzaman Wan Ahmad
- 18. Jamie Allen (Asian Corporate Governance Association secretary general)

"It is a great honour to be chosen for the 'Regional CG Recognition Award 2017'. Thank you very much indeed on behalf of myself and my colleagues."



## SCORECARD METHODOLOGY

The ASEAN Corporate Governance Scorecard (Scorecard) assessment is mainly based on disclosures in annual reports and company websites. Other sources of information include filings with and/or announcements to Bursa Malaysia Securities (Bursa), circulars, articles of association/constitution, minutes of shareholders' meeting, corporate governance policies, codes of conduct, sustainability reports and any other publicly available information that is easily accessible. For 2017, the cut-off date for annual reports was June 30, 2017, with assessments done based on the latest website information.

The Scorecard, which uses the Organisation for Economic Co-operation and Development's (OECD) Principles of Corporate Governance as the main benchmark, covers five areas of the principles and adopts two levels of scoring to better capture the actual implementation of the substance of good corporate governance.

Level 1 comprised items that were, in essence, indicative of the laws, rules, regulations, requirements and expectations of both the country and the OECD principles as depicted in Figure 1. Each part carried different weights based on the relative importance of the area. Figure 2 shows the number of items in each part and the weights attached to each part.

For each item in Level 1, a score of "1" was given if the company had substantially complied with the items in the scorecard and disclosed such compliance accordingly. If an item

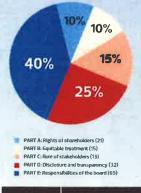


Figure 2



Basic expectations of the OECD Principles

PENALTY 25 penalty items for companies with poor practices did not deserve a point, it was marked as "0". There were also several items that provided for a "not applicable" option. In addition, where a policy or a practice was mandated by laws, tegulations or listing rules, the company was assumed to have it unless there was evidence to the contrary. These items were referred to as "default response items".

Level 2 consisted of bonus and penalty items with each item assigned different number of positive and negative points respectively. The bonus items were to recognise companies that went beyond items in Level 1 by adopting other emerging good practices. The penalty items were designed to downgrade companies based on evidence of actions and events that were indicative of poor governance.

The total bonus and penalty points were added to or subtracted from the Level 1 score to give the final corporate governance score for the company.

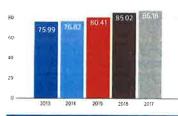
The final results for the award winners

The final results for the award winners were subjected to an adjudication process by the Adjudication Committee, members of which comprised representatives from various organisations as well as corporate governance experts as shown in Figure 4.

Figure 1
ASEAN Corporate Governance Scorecard sections

SECTION	AREA	GECO PRINCIPLES OF CORPORATE GOVERNANCE
Part A	Rights of shareholders	Principle II — the rights of shareholders and key ownership functions  The corporate governance framework should protect and facilitate the exercise of shareholders' rights
Part B	Equitable treatment of shareholders	Principle III — the equitable treatment of shareholders  The corporate governance framework should ensure the equitable treatment of all shareholders, including minority and foreign shareholders. All shareholders should have the opportunity to obtain effective redress for violation of their rights.
Part C	Role of stakeholders	Principle IV — the role of stakeholders in corporate governance  The corporate governance framework should recognise the rights of stakeholders established by law or through mutual agreements and encourage active co-operation between corporations and stakeholders in creating wealth, jobs and the sustainability of financially sound enterprises.
PartD	Disclosure and transparency	Principle V — disclosure and tronsparency  The corporate governance framework should ensure that timely and accurate disclosure is made on all material matters regarding the corporation, including the financial situation, performance, ownership, and governance of the company.
PartE	Responsibilities of the board	Principle VI — the responsibilities of the board  The corporate governance framework should ensure the strategic guidance of the company, the effective monitoring of management by the board, and the board's accountability to the company and the shareholders.

#### Figure 3 Average corporate governance score of Yop 100 companies



#### KEY FINDINGS FOR THE TOP 100 COMPANIES

For 2017, the Index score for the Top 100 companies was 86.18, an Increase of 1.4% from the 2016 index score of 85.02. Figure 3 reveals that the average index scores have been on an upward trend since 2013.

In addition the corporate governance scores, per formance criteria of total shareholder return (TSR) and return on equity (ROE) were also taken into consideration in determining the award recipients as corporate governance is ultimately about translating good practices into performance.

	TOP 100	TOP 50	T0P20
RETURN ON EQUITY	>3.0% for past 3 years	≥3.0% for past 3 years	≥3 0% for past 3 years
BASE SCORE (WITH POSITIVE NET LEVEL 2 SCORE)	≥ 70 points	≥ 80 points	≥ 90 points
OVERALL SCORE (85% BASE SCORE + 15% PERFORMANCE)	≥ 50 points	≥ 60 points	≥ 70 points

#### Summary of index findings for the Top 100 companies

	2017	2016	2015
INDEX SCORE FOR TOP 100 PLCS	86.18	85.02	80.41
Companies with a board charter	97%	94%	97%
Companies with a code of ethics	80%	90%	77%
Companies that published AGM minutes	78%	48%	38%
Companies that published constitution	52%	41%	28%
Companies that disclosed individual director's remuneration	48%	43%	33%
Companies with dividend policy	41%	41%	38%
Companies with whistle-blowing policy	84%	86%	70%
Companies with sustainability policy	98%	94%	93%
Companies that disclosed the training attended by each director	95%	80%	65%
GENGER DIVERSITY STATISTICS	2017	2016	2015
NOOF WOMEN DARROWINGS			
Executive directors	12	14	12
Non-independent non-executive directors	36	28	25
Independent non-executive directors	106	81	71
TOTAL NUMBER OF WOMEN ON BOARDS	154	123	109
WOMEN ON BOARDS FLU			
Executive directors	1.4%	1.7%	15%
Non-independent non-executive directors	4.2%	3.3%	3.1%
Independent non-executive directors	12.4%	9.5%	8.8%
TOTAL NUMBER OF WOMEN ON BOARDS	17.9%	14.6%	13.4%
KEY BOARD STATISTICS FOR TOP 100 COMPANIES	2017	2016	2015
Separation of chairman & CEO	98%	89%	96%
Independent chairman	50%	41%	45%
Board balance: 250% independent non-executive directors	64%	61%	66%
(INEDs)			
Board assessments carried out	71%	97%	95%
Tenureship of INEDs > 9 years	39%	37%	44%
Average INED tenureship (years)	5	5	6
Existence of nomination committee (NC)	100%	100%	100%
NC comprised majority of INEDs	100%	100%	96%
Existence of remuneration committee (RC)	100%	99%	99%
RC comprised majority of INEDs	92%	90%	86%

#### Figure 4 Members of the Adjudication Committee

1	Puan Lya Rahman	Chairperson – MSWG
2	Datin Paduka Kartini Binti Haji Abdul Manaf	Permodalan Nasìonal Berhad
3	Professor Mak Yuen Teen	NUS Business School Singapore
4	Encik Sal'eh Hassan	Securities Industry Development Corporation
5	Mr Gerald Ambrose	Aberdeen Islamic Asset Management Sdn Bhd
6	Ms Vilashini Ganespathy	ACCA Malaysia
7	Mr Chew Sing Guan	Association of Stockbroking Companies Malaysia
8	Mr Alan Chang Kong Chong	Institute of Internal Auditors Malaysia
9	Encik Ismail Zakaria	Kumpulan Wang Persaraan (Diperbadankan)

### Top 100 companies

With good disclosures (By Rank)

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### Top 100 companies

Overall corporate governance & performance (By Rank)

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#### MSWG-ASEAN Corporate Governance Recognition 2017 **Award Winners**

#### Excellence Award for Overall CG & Performance (By Rank)

- Bursa Malaysia Bhd
  Petronas Dagangan Bhd
  LPI Capital Bhd
  Telekom Malaysia Bhd
  Malayan Banking Bhd

Chairman of the Year Tan Sri Datuk Wira Azman Hj. Mokhtar (Axiata Group Bhd)

CEO of the Year Datuk Seri Tajuddin Atan (Bursa Malaysia Bhd)

Regional CG Recognition
Jamie Allen (The Asian Corporate Governance Association)

Best Institutional Investor Kumpulan Wang Persaraan (Diperbadankan) (KWAP)

Excellence Award for Overall CG & Performance (Special Category) (By Rank)

## Market cap between RM300 million and RM1 billion Paramount Corporation Bhd Deleum Bh0 CCM Duopharma Biotech Bhd

Market cap less than RM300 million Mikro MSC Bhd

## Mikro MSC Bind Excellence Award for CG Disclosure (By Rank) Bursa Malaysia Bhd Akiata Group Bnd Telekom Malaysia Bhd Petronas Dagangan Bnd Malaysia Bnd RiB Bank Bhd Cimb Group Holdings Bhd Cimb Group Holdings Bhd Petronas Gas Bhd Astro Malaysia Holdings Bhd Astro Malaysia Holdings Bhd Astro Malaysia Holdings Bhd Petronas Chemicals Group Bhd

Petronas Chemicals Group Bho

Industry Excellence
Plantation
Sime Darry Bho
Financial
LPI Capital Bhd
Property & Construction
Sunway Construction Group Bho
Oil & Gas
Petronais Dagangan Bho
Read & Berecope
Nestle (Mahaysia) Bho
Manufacturing
Top Glove Corporation Bho
Consumer, Goods
British American Tobacco (Malaysia) Bho
Medithcare
RCP Healthcare Bho
Izelecommunications & Media
Telecommunications & Telecommunicati

## Excellence Award for Long-Term Value Creation • Bursa Malaysia Bho • LPI Capital Bhd • Nestle (Malaysia) Bhd

## Excellence Award for Sustainability Practices • EMB Group Holdings Bhd • Sime Darby Bhd • Telekom Malaysia Bhd

## Merit Award for Most Improved CG Disclosure RHB Bank Bhd to poleve Corporation Bhd UEM Edgenta Bhd

#### Merit Award for Board Diversity

- Axiata Group Bhd
   RHB Bank Bhd
   Telekom Malaysia Bhd

## Merit Award for Best AGM (Overall Category) • AMMB Holdings Bhd • Bursa Malaysia Bhd • Petronas Gas Bhd

Merit Award for Best AGM (Market Cap less than RM1 billion) Daibochi Plastic and Packaging Industry Bhd

#### ACKNOWLEDGEMENT

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## CONGRATULATIONS

TO ALL AWARD WINNERS FOR THEIR ACHIEVEMENTS IN ATTAINING CG EXCELLENCE

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