

ASSOCIATION OF INSOLVENCY PRACTITIONERS OF MYANMAR
CODE OF PROFESSIONAL CONDUCT

This is a Code of Conduct for members of the Association of Insolvency Practitioners of Myanmar (AIPM), and is consistent with the statutory duties and obligations imposed on insolvency practitioners registered under Part III of the Insolvency Law 2018.

Where any word or phrase used in this Code is defined in the Insolvency Law or Regulations, the word or phrase will have the meaning given to it in that Law or those Regulations.

Integrity

1. An insolvency practitioner must be honest in all professional and business relationships.
2. An insolvency practitioner must not misrepresent any facts known to him or her; nor any opinion formed in respect of them.
3. An insolvency practitioner must comply with all relevant laws and regulations and avoid action that discredits the insolvency profession or would bring it into disrepute.
4. An insolvency practitioner must not make any undue or unlawful gains for him or herself or any related parties, or cause any undue preference for any other persons.
5. An insolvency practitioner must conduct him or herself with courtesy and consideration towards all with whom he or she deals in the course of an insolvent administration.
6. In the conduct of his or her practice, an insolvency practitioner must take positive steps to ensure that he or she, together with any partners, co-directors or professional employees, complies with this Code. Such steps may include:
 - (a) the establishment and publication of acceptable practices and procedures within the practice;
 - (b) regular monitoring of compliance with the Code;
 - (c) ensuring participation in education and training programs conducted by the AIPM; or
 - (d) conducting regular seminars or information sessions in respect of the requirements of the Code and the conduct of insolvency practice generally.

Professional competence

7. An insolvency practitioner must maintain his or her professional knowledge and skills at the level required to render competent professional service.
8. An insolvency practitioner must not accept an appointment under the Insolvency Law unless he or she has sufficient expertise to conduct the insolvent

administration of the entity to which he or she is to be appointed, together with sufficient resources for that purpose.

9. An insolvency practitioner must act diligently and in accordance with all technical and professional standards, including any guidelines issued by the AIPM or the Myanmar Insolvency Regulatory Council (**Council**).
10. An insolvency practitioner must not act in bad faith or be negligent while performing his functions and duties under the Insolvency Law or the Regulations.

Objectivity

11. In respect of any appointment under the Insolvency Law, an insolvency practitioner's business and professional decisions must not be tainted by bias, conflict of interest, coercion, or the undue influence of any party, whether directly connected to the insolvency proceedings or not.

Independence and impartiality

12. An insolvency practitioner must be, and be seen to be, completely independent in his or her professional relationships and should conduct, and be seen to conduct, any insolvency proceeding independent of any inappropriate or undisclosed external influence.
13. An insolvency practitioner appointed to an insolvent entity or person under any provision of the Insolvency Law should not acquire, directly or indirectly, any of its assets, nor knowingly permit any party related to the insolvency practitioner to do so, unless it is demonstrated to the AIPM Board that there is no impairment of objectivity, independence or impartiality in the insolvency process and the AIPM Board grants its prior approval to the acquisition.
14. An insolvency practitioner must not accept an appointment under the Insolvency Law if he or she or any of the following persons is not independent in relation to the insolvent entity and its related parties:
 - (a) any of the insolvency practitioner's relatives;
 - (b) any of insolvency practitioner's partners or co-directors; or
 - (c) if he or she is an employee, any proprietor, partner or director of the Firm of which insolvency practitioner's is an employee.

Disclosure of Interests

15. An insolvency practitioner must disclose:
 - (a) prior to his or her appointment, the nature and extent of any advice that may have been given by him or her or any associate, to the company, MSME or natural person to which he or she has been appointed
 - (b) the existence of any pecuniary or personal relationship with the company, MSME or natural person to which he or she has been appointed as soon as he or she becomes aware of it; and
 - (c) the existence of any pecuniary or personal relationship between him or her and any person or persons entitled to a distribution from a company, MSME or natural person in respect of which he or she has been appointed.

16. Disclosure under the preceding paragraphs:
- (a) will be in the form of a written declaration to his or her appointor and to the committee of creditors, or if there is no committee, to creditors generally;
 - (b) will not substitute for compliance with an insolvency practitioner's obligations of independence and impartiality;
 - (c) will not be required when the appointment is as receiver; and
 - (d) in the case of paragraph 15(a), the disclosure to the committee of creditors, or to creditors generally, will be after his or her appointment.

Representation of correct facts and correcting misapprehensions

17. An insolvency practitioner must not conceal any material information or knowingly make a misleading statement to the AIPM Board, the Council, or any court.
18. Where an insolvency practitioner misapprehends a fact or facts or in making a decision, exercising a judgment, or making a statement, inadvertently relies on a fact that is incorrect or untrue, he or she must notify any affected party or parties as soon as practicable after he or she becomes aware that the fact or facts are incorrect or untrue.

Timeliness

19. An insolvency practitioner must adhere to the time limits prescribed in the Insolvency Law and Regulations and discharge of his or her duties in a timely fashion.

Remuneration

20. An insolvency practitioner may claim reasonable remuneration for necessary work properly performed in respect of an insolvent administration, together with disbursements; however, he or she must:
- (a) claim no more than he or she is entitled to claim under the Insolvency Law and the Regulations; and
 - (b) maintain sufficient ledgers and records to satisfy any independent body charged with reviewing the insolvency practitioner's remuneration under the Insolvency Law or Regulations that the claim is reasonable and is for no more than the practitioner is entitled under the Insolvency Law and the Regulations.
21. An insolvency practitioner is only entitled to draw remuneration once it is approved and according to the terms of the approval.

Transparency and information management

22. An insolvency practitioner must report openly and promptly to those who have an interest in the outcome of the insolvency process. Such reports must transparently disclose as much detail of the actions and dealings of the practitioner as the circumstances of the case allow.
23. An insolvency practitioner must make efforts to ensure that all of his or her communications, whether in the form of notices, reports, updates, directions, or

clarifications, are made in a manner which is honest, simple, clear, accurate, succinct, and easily understood by the recipients.

24. For any decision taken, an insolvency practitioner must ensure that contemporaneous written records are maintained with respect to:
 - (a) the reasons for taking the decision;
 - (b) any information relevant to the decision,such records to be sufficient to enable a reasonable person to form an opinion on the appropriateness of the decision or decisions and any action taken as a consequence.
25. An insolvency practitioner must have in place appropriate procedures to receive, investigate and respond to complaints or grievances made by those with an interest in the outcome of an insolvent administration conducted by him or her or his or her Firm.
26. An insolvency practitioner must co-operate with any complaint or grievance process conducted by the Council or the AIPM Board, or any person or committee to whom conduct of such a process has been delegated.
27. An insolvency practitioner must appear, co-operate and be available for inspections and investigations carried out by the AIPM Board, or any person or committee authorised by the Board for that purpose.
28. An insolvency practitioner must provide all information and records as may be required by the AIPM Board, or any person or committee authorised by the Board to collect such information and records.
29. An insolvency practitioner must be available and provide information for any periodic study, research or audit conducted by the AIPM Board.

Confidentiality

30. An insolvency practitioner must respect the confidentiality of information acquired as a result of professional and business relationships or by reason of his or her role in an insolvency process. He or she must not disclose any such information to third parties without proper and specific authority unless there is a legal or professional right or duty to disclose.
31. Information acquired as a result of professional and business relationships or by reason of a practitioner's role in an insolvency process must not be used for the personal advantage of the insolvency practitioner.

Occupation, employability and restrictions

32. An insolvency practitioner must refrain from accepting too many appointments, if he or she is unlikely to be able to devote adequate time to each of those appointments.
33. An insolvency practitioner must not accept employment or engage in any business which in the opinion of the AIPM Board is inconsistent with his or her duties and obligations as an insolvency practitioner or injurious to the reputation of the insolvency profession.