



Confederation of Indian Industry

9th INTERNATIONAL CORPORATE GOVERNANCE SUMMIT

0930 hrs: Friday, 20 December 2013

Presidential Ballroom, Vivanta by Taj - President, Cuffe Parade, Mumbai

PROGRAMME STRUCTURE

Registration

Inaugural Session

Welcome

Mr Chandrajit Banerjee
Director General
CII

Theme Address

Mr K V Kamath
Past President and Chairman, Council on
Corporate Governance & Regulatory Affairs
CII

**Presentation on CII-Deloitte
Publication on 'Global trends in
Governance - since the Financial
Crisis'**

Mr P R Ramesh
Chairman
Deloitte India

Release of CII-Deloitte Publication by the Chief Guest

**Inaugural Address by
Chief Guest**

Mr U K Sinha
Chairman
Securities & Exchange Board of India

Concluding Remarks

CII

1100 - 1130 hrs : Tea / Coffee



Confederation of Indian Industry

9th INTERNATIONAL CORPORATE GOVERNANCE SUMMIT

0930 hrs: Friday, 20 December 2013

Presidential Ballroom, Vivanta by Taj - President, Cuffe Parade, Mumbai

1130 - 1230 hrs : Panel Discussion 1 - EFFECTIVE BOARDROOM BEHAVIOUR: MANAGING DIVERSE EXPECTATIONS

While the fundamentals of corporate governance apply across all substantial public and private enterprises, demands and capabilities of stakeholders vary. The family in family-businesses, institutional investors and private equity companies, shareholders, who contribute capital; third parties like auditors and rating agencies assess the risks; regulators, employees, customers, civil society - in short, Corporate Governance has different connotations for each of these segments. At a time, when demands for regulatory requirements, accountability and transparency are at an all-time high, the panel may focus on how under these circumstances, Board can address stakeholders' expectations.

1130 hrs : Session Moderator

Dr Janmejaya Sinha
Chairman - Asia Pacific
Boston Consulting Group

Panelists

Mr Y M Deosthalee
Chairman & Managing Director
L&T Finance Holdings

Mr Y H Malegam
Chairman - Emeritus
S B Billimoria & Co

Mr Leo Puri
Managing Director
UTI Asset Management Co. Ltd

Mr Shailesh Haribhakti
Professional Independent Director

1230 hrs : Session Concludes



Confederation of Indian Industry

9th INTERNATIONAL CORPORATE GOVERNANCE SUMMIT

0930 hrs: Friday, 20 December 2013

Presidential Ballroom, Vivanta by Taj - President, Cuffe Parade, Mumbai

1230 - 1330 hrs : Panel Discussion 2 - DISCLOSURE REQUIREMENTS: OBSCURING MEANINGFUL INFORMATION?

Disclosure has become the key-word of discussions focusing on corporate governance. Regulators and Government have mandated that investors have access to financial data concerning corporate performance and other material information that will allow them to make rational decisions. In addition, the introduction of comply-or-explain regime under the Companies Act has also set the tone for establishment of a culture where companies would not wish to be visible outliers. But is the stream of information being shared actually serving investors' need? The SEC is also reviewing whether public companies overwhelm investors with 'information overload' and is raising questions if certain disclosures are duplicative, obsolete or irrelevant and immaterial to the needs of users forcing investors to sort through the clutter at their own peril. Panel would deliberate on how too much of a good thing may be bad and the possibility of reforms in disclosure requirements.

1230 hrs : Chairman

Mr Suresh Senapaty
Executive Director & CFO
WIPRO

Panelists

Mr Dipankar Chatterji
Senior Partner
L B Jha & Co

Mr Chandan Chowdhury
Managing Director
Dassault Systems - India

Mr Amit Tandon
Managing Director
Institutional Investment Advisory Services

Mr Abhay Gupte
Senior Director
Deloitte

1330 hrs : Session Concludes

1330 - 1430 hrs : Lunch Break



Confederation of Indian Industry

9th INTERNATIONAL CORPORATE GOVERNANCE SUMMIT

0930 hrs: Friday, 20 December 2013

Presidential Ballroom, Vivanta by Taj - President, Cuffe Parade, Mumbai

1430-1530 hrs : Closing Plenary - BOARD GOVERNANCE AND CHALLENGES IN THE CURRENT ENVIRONMENT

Companies Act vis-à-vis SEBI Regulations : Impact on Listed Companies

Today's business environment is influenced by a fluctuating economy, greater scrutiny, and increased regulatory requirements. Focus on areas of governance practices - diversity; CEO succession planning; shareholder engagement; political contributions and sustainability initiatives - is at an all-time high and demands for accountability and transparency have also enhanced. All of this is creating challenges and increased responsibilities for boards of directors. Further, the Companies Act, 2013 has introduced many new concepts, such as auditors' rotation, limit on tenure of independent directors, comply-or-explain provision with respect to CSR, stricter provisions regarding related party transactions, performance, contractual appointment of independent directors, etc. Some practices which are currently recommendatory under Clause 49 for listed companies have assumed mandatory character under the Companies Act, 2013. Panel may discuss how companies could reconcile the impact of these divergent provisions and how under these circumstances, boards can ensure that corporate strategy will achieve long-term value creation.

1430 hrs : Moderated by

Mr P R Ramesh
Chairman
Deloitte India

Panelists

Mr Keki Mistry
Vice Chairman & CEO
HDFC

Mr Arun Nanda
Non Executive Director
Mahindra & Mahindra

Ms Dipti Neelakantan
Managing Director & COO
J M Financial

Mr Bharat Vasani
Chief, Legal & Group General Counsel
Tata Sons Ltd

1530 hrs : Summit Concludes
