



cutting through complexity



THE KPMG GOVERNANCE INSTITUTE

# Improving board effectiveness

A capability building programme

Joint initiative with IICA

10-11 October 2014 | ITC Maurya, New Delhi

Inaugural Lecture

**Shri. U K Sinha**

Chairman, SEBI

Programme Director

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# Capability building by improving board effectiveness

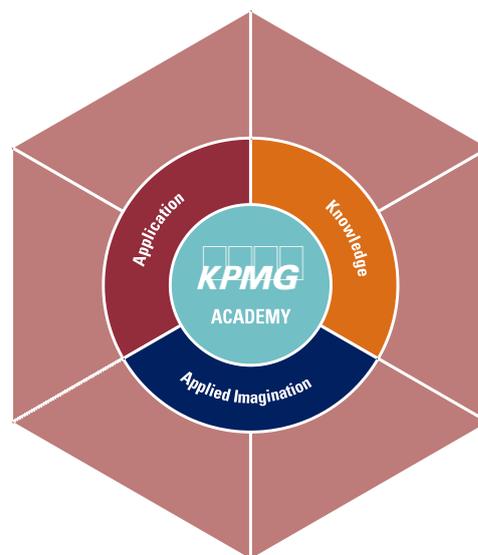
Many professionals aim and aspire for incremental improvements in corporate governance practices. The latest intervention in governance processes has come through the Companies Act of 2013. When coupled with SEBI guidelines, it is arguable that there is a sea change.

The fallout of these regulations and guidelines are both significant and in many ways seminal. It impacts the kind of skills members of the Board are expected to possess and not just their experience and knowledge.

In an attempt to respond to the situation, KPMG in India as a part of the activities of the KPMG Academy has fashioned The KPMG Governance Institute.

The KPMG Governance Institute along with the Indian Institute of Corporate Affairs (established under the Ministry of Corporate Affairs, Government of India) is co-anchoring an orientation programme for the serving non-executive and aspiring independent directors of corporate boards.

The programme is directed by the internationally acclaimed, Dr. Vinayshil Gautam.



## Objective

**The programme seeks to further strengthen the competence, skills and capabilities of corporate board level functioning with a focus on the role of independent directors.**

## For whom

- Serving non-executive directors and aspiring independent directors of boards
- Sponsored personnel likely to be considered for such positions.

## Methodology

- Methodology mix will be used covering technical inputs, panel discussions, iterations and group discussions to focus on the achievement of the objectives of the programme
- Supported by Forum for Women in Leadership (WILL Forum India)
- There is a provision for certification for attendance.

## Date and time

10 - 11 October 2014; 9:00 a.m. to 6:00 p.m.

## Venue

ITC Maurya, New Delhi

The fees for this two day non residential programme is INR 49,500/- including taxes, and covers, amongst other things, customised instruction material, session costs, meals and snacks.



By virtue of attending the programme you will become an alumni of the KPMG Governance Institute.

## Tentative list of topics

### Day 1

#### Keynote address and opening session covering concerns around corporate governance in India.

##### Module 1

- Composition of the board and the emerging positioning of full time and independent directors (as per company law)
- Leadership, operational boards and strategy

##### Module 2

- Responsibilities in audit and compliance
- Risk management framework and internal financial controls
- Oversight of negotiations and personnel relationships
- Panel discussion on balanced boards

#### Interactive session on improving board oversight.

### Day 2

#### Department of Public Enterprise and governance of corporate entities.

##### Module 3

- Business analysis and preparing for the future
- Director's liability and managing finance

##### Module 4

- Cyber security, digital directors and role of boards
- Managing regulation and legislation
- Panel discussion on stakeholder relations including CSR

#### Valedictory session including professional ethics as way of life.

## About KPMG Academy: Governance Institute

KPMG Academy has been set up with an objective of strengthening business performance through knowledge management, competency development and capacity building. Based upon quintessential elements of knowledge, applied imagination and application of both, the Academy aims to strengthen the business organisation and its ecosystem. The Academy's objectives include standards setting in all areas of the functioning of KPMG, and strengthening conditions for its future readiness in terms of business and its delivery systems. Client interactions, insights, thought leadership publications and brand development are among the outcomes. The KPMG Governance Institute aims to function in its outreach areas.

## About IICA

IICA was established by the Ministry of Corporate Affairs, Government of India. It is engaged in capacity building and training in various subjects and matters relevant to corporate regulation and governance such as corporate and competition law, accounting and auditing issues, compliance management, corporate governance, business sustainability through environmental sensitivity and social responsibility, e-governance and enforcement, etc.

## About KPMG in India

KPMG in India, a professional services firm, is the Indian member firm of KPMG International and was established in September 1993. Our professionals leverage the global network of firms, providing detailed knowledge of local laws, regulations, markets and competition. KPMG in India provide services to over 4,500 international and national clients, in India. KPMG has offices across India in Delhi, Chandigarh, Ahmedabad, Mumbai, Pune, Chennai, Bangalore, Kochi, Hyderabad and Kolkata. The Indian Firm has access to more than 8,000 Indian and expatriate professionals, many of whom are internationally trained. It strives to provide rapid, performance-based, industry-focussed and technology-enabled services, which reflect a shared knowledge of global and local industries and experience of the Indian business environment.

## The list of resource persons includes:

### U. K. Sinha

Chairman, SEBI

Mr. Sinha is the present chairman of Securities and Exchange Board of India (SEBI). Prior to this he was the Chairman and Managing Director at UTI Asset Management Company Pvt. Ltd. He has also been the Joint Secretary in Department of Economic Affairs at Ministry of Finance and looked after capital markets, external commercial borrowings, pension reforms, and foreign exchange management functions.

### Amal Ganguli

Ex Chairman and Senior Partner, PricewaterhouseCoopers & Leading Independent Director

Mr. Ganguli has over 41 years of rich and varied experience in the field of audit, taxation, restructuring, valuations and management information systems. He currently serves as an independent director on companies such as Maruti Suzuki, HCL, NDTV and Tata Communications.

### Richard Rekhy

CEO, KPMG In India

Richard is the Chief Executive Officer of KPMG in India. He has over 28 years of multi layered, multi sectoral, top-of-the-pyramid post qualification experience behind him. Richard has serviced clients across various sectors and comes with extensive experience in the areas of corporate governance, enterprise risk management, internal audit and business processes re-engineering.

### Shardul Shroff

Managing Partner, Amarchand Mangaldas & Suresh A. Shroff & Co.

Mr. Shroff is a Managing Partner of law firm Amarchand Mangaldas and heads the New Delhi and Kolkata offices. He has participated in the formulation and drafting of several important economic legislations and company law reforms in India.

### Dr. Bhaskar Chatterjee

Director General & CEO, Indian Institute of Corporate Affairs

Dr. Chatterjee is presently the Director General and CEO of the Indian Institute of Corporate Affairs. This Institute is an autonomous organisation established by the Indian Ministry of Corporate Affairs and is intended to function as a capacity-building institution and a think-tank for knowledge development/ dissemination and for rendering policy advice to the Government of India on issues relating to Corporate Affairs.

### R. G. Rajan

CMD, Rashtriya Chemicals and Fertilizers Ltd.

Mr. Rajan is the Chairman and Managing Director of RCF Ltd. He has 34 years of experience in operations and project management, of which in the last eight years he has been CEO of two government owned enterprises.

KPMG is pleased to launch this programme in association with IICA. We believe this programme will help spread wider awareness and a sense of higher responsibility in the effective functioning of Boards.

- RICHARD REKHY

As a part of IICAs ever expanding network of partners, it gives me great pleasure to formalise our association with KPMG. With global linkages and practical insights in corporate governance and handling day-to-day director responsibility for its clients across sectors, KPMG would shortly become a valued partner in the knowledge dissemination and training ecosystem with IICA. I look forward to an exponentially strengthening and expanding global footprint partnership.

- BHASKAR CHATTERJEE

## Contact us:

### Pankaj Arora Partner

Governance, Risk and Compliance Services  
& Key Resource, IBE 2014

- \* The organisers preserve the right to change resource persons, dates, topics, venue as per exigency of circumstances, if any.
- \* There are limited number of seats available and they shall be open to 'first come first served' principle.

For more information, please write to [governanceinstitute@kpmg.com](mailto:governanceinstitute@kpmg.com)

[kpmg.com/in](http://kpmg.com/in)

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