



**CONFERENCE ON CORPORATE GOVERNANCE: NEW DIMENSIONS OF BOARD
PRACTICES AND RESPONSIBILITIES**

23rd July 2016, The Gateway Hotel, Kolkata

Programme

9.15 am – 10.15 am: Delegate Registration

**10.15 am – 11.45 am: Opening Session – “Corporate Governance Landscape:
Regulatory Framework”**

Lamp Lighting by the Hon’ble Chief Guest

- Good Corporate Governance is imperative for long term sustainability of all corporate houses and the economy. The objectivity is achieved to a great extent through the codes of corporate governance practices. The spirit with which the corporate world obeys the letters of the code determines the quality of governance.
- OECD Principles on Corporate Governance
- **Replacement of Clause 49 by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), introduced with effect from December 1, 2015 in order to ensure better disclosure and enforcement and as a step towards aligning with new Companies Act 2013**
- In today’s world of globalization, the concept of Corporate Governance has taken an important place. Today companies are operating in the international arena for attracting foreign investors and global fund raising. The corporate houses need to demonstrate high quality governance to entice foreign stakeholders and generate foreign investments.
- Global trends towards mandatory Corporate Governance.

Welcome Address: Mr. Atanu Sen, Chairman – ICC National Expert Committee on Banking, Finance & Insurance and former MD & CEO, SBI Life Insurance

Address by Special Guest: CS Sandip Kejriwal, Chairman EIRC, The Institute of Company Secretaries of India (ICSI)

Address by Special Guest: CA Anirban Datta, Chairman, EIRC, The Institute of Chartered Accountants of India

Address by Special Guest: Mr. Suprabhat Lala, Deputy Chief Regulation, National Stock Exchange of India Limited

Address by Special Guest: Dr (Prof) Asish Bhattacharyya, Member, Core Group of Experts, National Foundation for Corporate Governance (NFCG)



Address by Special Guest: Mr. A K Rastogi, Executive Director & Company Secretary, NTPC Ltd.

Address by Guest of Honour: Mr. R C Meena, Regional Director, Ministry of Corporate Affairs, Government of India.

Address by Chief Guest: Mr. V S Sundaresan, CGM, Securities and Exchange Board of India (SEBI)

Q&A and Discussions from the floor

Vote of Thanks: Mr. Souvik Banerjee, Additional Director& Head – Economic Affairs & Policy, Indian Chamber of Commerce (ICC)

11.45 am-12.00 noon: Networking Tea/ Coffee

12.00 pm – 1.30 pm: Session I – “New dimensions of Board Practices and Responsibilities and Challenges for Companies”

- Corporate sector must necessarily turn to good governance in its pursuit of competitive excellence in a challenging Global business environment.
- Regulatory issues in Corporate Governance: Board of Director’s Performance and control over management and Accountability of Audit Committees and Independent Director’s Responsibilities: enduring challenges related to the effectiveness of Independent Directors in the context of concentrated shareholding pattern in most of the listed companies in India.
- Related Party Transactions
- Disclosures relating to promoters and the re-classification of promoters as public shareholders under various circumstances.
- Non- Financial annual disclosures and reporting
- Periodic and event based disclosures by the companies
- Implementation issues: Steps for ensuring Corporate Governance for larger companies and Execution of Corporate Governance for Companies registered with BIFR (i.e. the Sick Companies)
- Ground realities surrounding Corporate Governance

Session Chair & Moderator: Mr. V S Sundaresan CGM, Securities and Exchange Board of India (SEBI)

Panelists –

- **Mr. A K Rastogi**, Executive Director & Company Secretary, NTPC Ltd
- **Mr. Kapil Krishan**, Group Chief Financial Officer, Manappuram Finance Ltd
- **Mr. Sutanu Sinha**, Director, Vision One India Consulting Services Private Limited



- **CS Divya Tandon**, Company Secretary & Chief Compliance Officer, Power Grid Corporation of India Ltd
- **Mr. Timir Baran Chatterjee**, Senior Executive Vice President - (Corporate Affairs & Legal)& Company Secretary, DIC India Ltd

Q&A and Discussions from the floor

1.30 pm – 2.30 pm: Lunch

2:30 p.m. – 4:00 pm: Session II – “Strengthening Corporate Governance Ecosystem in India beyond SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)”

- Corporate Governance in **Unlisted Financially Exposed Companies**: The driving forces for improving Corporate Governance practices in non-listed companies: access to capital and implications for corporate governance
- Co-relating Debt leverage ratio to Corporate Governance
- Corporate Governance score card
- Corporate Governance - **benchmarking best practices**
- Strengthening the external monitoring system
- Third party evaluation of the Related party transactions
- Lessons from Governance failure in recent times
- Enforcing Corporate Governance

Session Chair & Moderator: Mr. Sutanu Sinha, Director, Vision One India Consulting Services Private Limited

Panelists –

- **Mr. Pawan Agrawal**, Chief Analytical Officer, CRISIL Limited
- **Mr. Khushro Bulsara**, Senior GM, Listing Compliance & Legal Regulatory, BSE Limited
- **Mr. Ranjan Mukherjee**, Senior Consultant, Corporate Compliance Office, Tata Consultancy Services Ltd
- **Mr. Sandeep Lakhotia**, Group Head & Company Secretary, Srei Infrastructure Finance Ltd
- **Mr. Rajib Basu**, Partner, KPMG
- **CS Deepak Kumar Khaitan**, Practicing Company Secretary, Past Chairman, EIRC, The Institute of Company Secretaries of India

Q&A and Discussions from the floor

4.00 p.m.: Networking Tea / Coffee & Conclusion