



Implementing effective corporate governance in the UAE

**Helping you strengthen
your corporate governance
practices**



Governance and boards

**17-18 February 2020
Dubai, UAE**

KPMG Business Academy

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Governance and boards



Key learning benefits:



Understand leading corporate governance practices



Analyze the governance framework



Enhance transparency and constructive boardroom dialogue



Course overview

Targeted at those professionals who are in charge of governance, risk management and secretarial roles, the course encourages professionals to understand, challenge and improve the current governance framework of their organizations.

The key elements of corporate governance included in the course are:

- Shareholder rights
- Governance operating model
- Board and board committees
- Suitability and development of directors
- Responsibility and accountability of the CEO and executive management
- Management structure and reporting lines
- Delegation of authority and decision making powers
- Governance culture
- Secretarial practices
- Governance reporting and disclosure



Who should attend

This course is highly recommended for:

- Professionals in charge of governance
- Company secretaries
- Risk management professionals
- Compliance professionals
- Internal audit professionals
- Professionals interested in understanding leading corporate governance practices



Course methodology

This course includes case studies, group discussions and facilitator presentations which help with learning corporate governance practices and understanding the fundamentals of establishing good corporate governance, in line with leading practices and regulatory requirements.



Meet your course leader

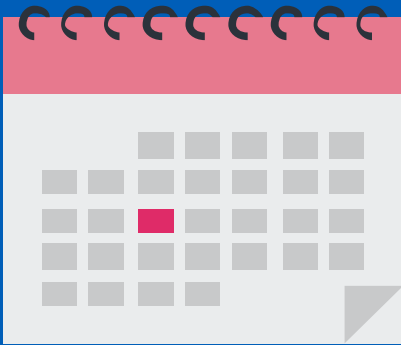


Aroon Kumar

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Aroon Kumar is a Chartered Certified Accountant (ACCA), Certified Financial Risk Manager (FRM), member of Global Association of Risk Professionals (GARP) and UAE Chartered Accountant (UAECA).

For over nine years, Aroon has executed, managed and led various engagements of corporate governance, risk management, risk-based internal audits and business process improvement for a multitude of clients operating in various sectors.



Day one

What is corporate governance?

- Overview of corporate governance
- Principal-agent theory
- Corporate governance defined by various bodies

Why corporate governance?

- Benefits of corporate governance for key stakeholders

Corporate governance failures – case study

- Background for WorldCom's corporate failure
- The downfall of WorldCom
- The WorldCom catastrophe

Corporate governance elements

- Shareholder matrix in corporate governance
- Key elements of corporate governance
- Establishing good corporate governance
- Benefits of implementing corporate governance

Three lines of defense

- Governance assurance structure
- Role of the following:
 - Risk management
 - Compliance
 - Internal audit

Corporate governance survey results

- Driving corporate culture from the top
- Improving the quality of boardroom conversations

Global codes and international standards

- UK Corporate Governance Code
- South Africa's King IV CG Code
- OECD guidelines on Corporate Governance of State-Owned Enterprises
- Monetary Authority of Singapore (MAS)
- Basel Committee on Banking Supervision

Day two

Board of directors

- Responsibilities of the board and non-executive directors
- Board composition
- Board qualification
- Focus on board composition
- Board structure and committees
- Role of the chair of the board and board committees

Independence of directors

- Concept of independence
- Definition of independent director

Board committees

- Overview of types of board committees
- Characteristics of all board committees
- Roles and responsibilities of the following:
 - Audit committee
 - Risk committee
 - Nomination committee
 - Remuneration committee
 - Compensation of board and senior management
 - The 2018 audit committee agenda

Board evaluation

- Competency assessment framework
- Approach to conducting board evaluation
- Categories of board evaluation

Disclosure and transparency

- Contents of annual governance report

Related party transaction and conflict of interest management

- Conflict of interest
- Related party transactions

Company secretary and investor relations

- Role of the following:
 - Company secretary
 - Investor relations

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| Early bird (before 19 Jan 2020)* | Participant fee* |
|----------------------------------|------------------|
| US\$1,695 | US\$1,895 |

**Please note that the fee quoted is exclusive of VAT and the fee for the course shall be increased by the quantum of VAT, as applicable under the law.*

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Ways to register:



Register



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Certificate

Participants who attend all sessions will be awarded a KPMG certificate of attendance.

Payment

To reserve a seat at our courses, please complete a registration form and pay the full fees before the due date. All registrations are subject to acceptance by KPMG and will be confirmed with you in writing.

Cancellation

If, having registered and paid for a place, you are unable to attend the course, a substitute delegate is welcome to attend in your place. Fees canceled seven days or less before the course begins are payable in full.

KPMG reserves the right to cancel this course, change its date or alter the venue, speakers or topics.

Customized training solutions

To create a more tailored learning experience, you may want to run this course in-house.

Please contact Saravanan Selvan to discuss further:

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