

CORPORATE GOVERNANCE

18 September 2017 | London

8:00 – 8:45 **Registration and Breakfast**

8:45 – 8:50 **Opening Remarks**

8:50 – 9:40 **Managing your Board in Today's Volatile Political Environment**

Much like governments around the world, companies are having to adjust to heightened levels of social and political instability. In this climate, companies can easily find themselves facing the risk of product boycotts, brand damage, cyber-attacks, and shareholder activist campaigns. Are boards doing enough to proactively mitigate risk? What are the most important governance red-flags to address well in advance of disruption?

9:40 – 10:30 **Being Active by Going Passive**

It's becoming more common for shareholder activists to approach the long-only funds and traditionally passive investors in an attempt to sway their vote. How should management and boards regularly engage with influential shareholders as part of their corporate strategy? What can be done once a long-standing shareholder decides to support the activist's agenda?

Panelist: **Anne-Sophie d'Andlau**, Co-Founder Deputy CEO and Managing Partner, CIAM

10:30 – 10:50 **Networking Break**

10:50 – 11:30 **Keynote Interview**

David Callaway, Chief Executive Officer, TheStreet, Inc. interviews **Sir Peter Bonfield**, Chairman, NXP Semiconductors

11:30 – 12:20 **Pay Day: How to Reward Executives and Satisfy Stakeholders**

European shareholders – and politicians – have become much more active on compensation issues. Should pay be used as a way to reward or reprimand executives? What, if any, is government's role in pay ratio disclosure mandates or executive comp caps? How can a board effectively reward executives while satisfying shareholders and creating long-term value for the company?

Panelist: **Janet Williamson**, Senior Policy Officer, Economics and Social Affairs Department, Trades Union Congress

12:20 – 13:20 **Networking Luncheon**

13:20 – 14:10 **Defending Your Board: Proactive Best Practices to Hold Activists at Bay**

Activist campaigns in Europe have been growing each and every year – with nearly half of those focused on U.K.-based targets. Should European companies adopt

strategies similar to their American counterparts, or execute more drastic responses, such as poison-pills and other defensive techniques? This session examines successful strategies and weighs “settling or fighting” with the activist.

14:10 – 15:00 **Whistle-Blowers: How to Respond**

Whistle-Blowers enjoy fewer protections in the EU than the U.S., and cross-country laws are not consistent. The European Commission is actively seeking to establish a common set of protections, but the process is grindingly slow. What happens, in the meantime, to an American who blows the whistle on a European company? And what is the appropriate corporate response?

15:00 – 15:20 **Networking Break**

15:20 – 16:10 **Cybersecurity: Managing the Unmanageable**

An estimated \$400 billion a year is spent cleaning up the damage cyberattacks create and the lost productivity that is ultimately the result. Instituting meaningful – and effective – cybersecurity polices is a top-down effort that needs the guidance of engaged executive boards. What are best practices?

16:10 – 16:50 **Keynote Interview**

16:50 – 16:55 **Closing Remarks**

17:00 – 18:00 **Cocktail Reception**

To attend or learn how your organization can participate in this event, contact Jonathan McReynolds at jmcreynolds@thedeal.com or +1 212-321-5259.