

# 8-Hour Master Class on Corporate Governance in the UAE

This 8-hour Master Class on Corporate Governance is specifically designed for corporate managers and legal counsels of large companies in the UAE. This program offers a deep exploration of corporate governance practices tailored to the UAE's unique regulatory landscape.

## **Why Attend?**

This Master Class is designed to empower executives with essential knowledge and practical tools to:

- Navigate the complexities of corporate governance within the UAE.
- Build a strong governance culture aligned with UAE Vision 2021 and international best practices.
- Drive compliance, strategic success, and long-term sustainability within their organizations.



Disclaimer: LexisNexis is a registered trademark. All rights reserved. Information in this flyer is subject to change without notice. Please refer to our website for the most up-to-date information.



# Course Programme

## 1. Introduction to Corporate Governance (30 minutes)

### A. Definition and Importance

- Overview of corporate governance
- Importance in the global and UAE context

### B. Historical Development

- Evolution of corporate governance globally
- Milestones in the UAE's corporate governance framework

## 2. Regulatory Framework in the UAE (1 hour)

### A. Key Legislation

- UAE Federal Law on Commercial Companies
- DIFC and ADGM regulations

### B. Role of Regulatory Authorities

- Securities and Commodities Authority (SCA)
- Ministry of Economy
- Central Bank of the UAE

### C. Corporate Governance Code in the UAE

- Overview of the SCA's corporate governance code
- Key provisions and requirements

## 3. The Role of the Board of Directors (1 hour)

### A. Board Structure and Composition

- Board diversity and independence
- Roles and responsibilities of directors
- Board Committees (audit committee, nomination committee, & remuneration committee)

### B. Obligations and Liability

- Duties and Obligations
- Corporate Liability
- Liability of Board Members

### C. Best Practices for Effective Board Functioning

- Governance models
- Decision-making processes and ethical considerations
- Remuneration of Board Member

## **4. Shareholder Rights and Responsibilities (1 hour)**

### **A. Rights of Shareholders**

- Voting rights, dividends, and information access

### **B. Minority Shareholder Protections**

- Legal remedies and protections in the UAE

### **C. Shareholder Activism**

- Role and impact of shareholder activism in corporate governance

## **5. Corporate Social Responsibility (CSR) and Sustainability (1 hour)**

### **A. Definition and Importance of CSR**

- CSR as a pillar of corporate governance
- The UAE's Vision 2021 and sustainability initiatives

### **B. Integrating CSR into Corporate Strategy**

- Aligning business goals with social and environmental responsibilities

### **C. Reporting and Disclosure**

- ESG reporting requirements in the UAE
- Global reporting standards (e.g., GRI, SASB)

## **6. Risk Management and Internal Controls (1 hour)**

### **A. Importance of Risk Management**

- Identifying, assessing, and mitigating risks

### **B. Internal Controls and Compliance**

- Establishing effective internal control systems
- Compliance with local and international regulations

### **C. Role of the Internal Audit Function**

- Importance of internal audits in corporate governance

## **7. Ethical Considerations in Corporate Governance (1 hour)**

### **A. Corporate Ethics and Culture**

- Establishing an ethical corporate culture
- The role of leadership in promoting ethics

### **B. Conflicts of Interest**

- Identifying and managing conflicts of interest
- Related-Party Transactions

### **C. Anti-corruption and Anti-money Laundering (AML)**

- UAE laws on anti-corruption and AML
- Best practices for compliance

## **8. Case Studies and Practical Applications (1 hour)**

### **A. UAE Case Studies**

- Analysis of successful and failed corporate governance practices in the UAE

### **B. Group Discussion**

- Discussion of real-world scenarios and ethical dilemmas

### **C. Practical Exercises**

- Role-playing exercises and simulations to reinforce learning

## 9. Conclusion and Q&A (30 minutes)

### A. Recap of Key Learnings

- Summary of the key points covered

### B. Open Q&A Session

- Addressing participant questions and concerns

### C. Next Steps

- Resources for further learning
- Certificates of completion and feedback forms

## Course Highlights

**UAE-Specific Regulatory Frameworks:** In-depth analysis of laws and regulations governing corporate governance in the UAE, including compliance requirements.

**Board Effectiveness:** Guidance on improving board performance through diversity, governance models, and ethical decision-making.

**CSR/ESG Strategies:** Best practices for integrating Corporate Social Responsibility (CSR) and Environmental, Social, and Governance (ESG) factors into corporate strategies.

**Risk Management:** Tools for identifying and mitigating risks within your organization, ensuring robust internal controls and compliance.

**Practical Applications:** Engage in executive-level workshops, real-world case studies, and hands-on exercises designed to enhance governance practices.

Elevate your corporate governance skills through this comprehensive training, designed to contribute to your organization's long-term success and sustainability.

