



Corporate governance masterclass

**Stepping ahead on a journey
towards governance maturity to
create value beyond compliance**



**Governance
and boards**

**11 March 2019
Muscat, Oman**

KPMG Business Academy

kpmg.com/om



Governance and boards



Key learning benefits:



Acquire the skills to implement a culture of good governance within your organization



Develop an understanding of the Code of Corporate Governance for publicly listed companies in Oman



Equip yourself with the techniques to migrate your governance program to meet the future needs



Course overview

The objective of this course is to help you equip yourself with the skills to introduce a good governance culture within your organization. You will receive a distinct perspective into the Code of Corporate Governance, including guidance on how to implement the code within your organization.

The course will capture insights from local as well as global corporate governance practices and teach the essential aspects which every government program should have.

By analyzing various case studies, we will demonstrate that an effective corporate governance can contribute to the success of any organization.



Who should attend

This course is primarily designed for business professionals who are responsible for developing a culture of good governance in their organizations. It can be valuable to those whose responsibilities include direct interaction with governing bodies, such as the board and its sub-committees, including shareholders.

The course will also be beneficial to individuals who have an interest in the field of corporate governance or who aspire to become members of a board and/or audit committee.

Although the code is mandatory for all publicly listed companies in Oman, we believe this course can be beneficial to organizations generally seeking to improve their corporate governance.



Key differentiators

With 40+ years experience delivering advisory services, KPMG has devised a practical corporate governance course- developed and delivered by KPMG professionals who have amassed considerable experience in training board directors and audit committee members.



Meet your course leader



Harris Matin
Director | IARCS
KPMG Lower Gulf

Harris has over 10 years of professional experience in delivering advisory services, especially in the field of corporate governance.

He has delivered several trainings to members of boards and audit committees. He possesses hands-on experience in developing corporate governance programs for various multinational companies within the region.

Currently, he is leading the local practice as it delivers various governance related services and performs evaluations of the boards of publicly listed companies in Oman.

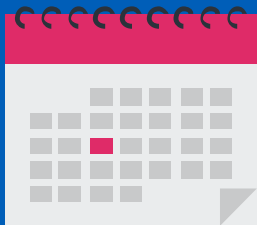


Mangesh Ulman
Manager | IARCS
KPMG Lower Gulf

Mangesh possesses around 10 years of professional experience in delivering Governance, Risk, and Compliance (GRC) related services.

He is Certified Corporate Governance Professional (CCGP) and specializes in training boards, their sub-committees, and the executive management on the multiple aspects of good governance.

Additionally, he has lead multiple board evaluation exercises as per the Code of Corporate Governance for publicly listed companies in Oman.



Part I

Introduction to corporate governance

- History of corporate governance
- The global perspective and practices
- Fundamentals of corporate governance
- The Three Lines of Defense (3LoD)

Composition of the board

- Governance structure and hierarchy
- Who can be a director
- Role and responsibilities of directors
- Sub-committees of the board

Authority of the directors

- Overview of the director's authority
- Strategic oversight and control
- Role of culture in building governance
- Protecting shareholders' rights
- Disclosure and transparency

Duties and liabilities of directors

- The duty of care
- The duty of loyalty
- Director access to information
- Liabilities of directors
- Claim against directors
- Validity and protection from liability for directors

The company code of ethics

- What is a code of ethics?
- Why adopt a code of ethics?
- How to implement a code of ethics?

Part II

The Code of Corporate Governance (Oman)

- Emergence of the Code
- 14 principles of corporate governance
- Practical guidance to achieve compliance

Stakeholder management

- Define and categorize stakeholders
- Stakeholder relationship management
- Corporate social responsibility (CSR)

Material corporate transactions

- Extraordinary transactions:
- Classification and valuation
- Approval mechanism
- Disclosure requirements and shareholders' rights
- Related party transactions
- Identifying related party transactions
- Classification and valuation
- Approval mechanism
- Disclosure requirements and shareholders' rights
- Invalidation of related party transactions

Performance evaluation of the boards

- Need for the internal / external assessment
- Qualitative and quantitative approach
- Auditing the culture of the board
- Reporting requirements to the Capital Market Authority (CMA)

Course assessment

- Case studies – lessons learnt from major industry failures

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11 March 2019
8:30am-4:00pm
Muscat, Oman

Early bird (before 11 February 2019)	Participant fee
US\$799	US\$899
OMR 310	OMR 350

All registrations are subject to our terms and conditions which are available at <http://kpmgbusinessacademy.kpmguae.com/TermsandConditions.aspx>. By submitting your registration you agree to be bound by the terms and conditions in full.

Ways to register:



| Register



| ae-fmkpmgacademy@kpmg.com



| +971 4 356 9616

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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