

INDICATIVE AGENDA

DEEP DIVE 2 - THE GOVERNANCE APPROACH OF CORPORATE GROUPS: PARENT-SUBSIDIARY GOVERNANCE RELATIONSHIPS

Date: January, 27 2022

Faculty members: Stilpon Nestor (Executive Chairman, Nestor Advisors), Catalina Fuentes Benitez (Manager, Nestor Advisors)

Time and duration: 3-6pm (GMT +2), 180 minutes

Platform: Zoom

Agenda

Chapter	Topic	Sub-Topics
Introduction	Introduction and agenda	
	What is different about company groups?	<ul style="list-style-type: none"> • Corporate groups and the need for subsidiaries • Key pitfalls in group governance • Components of an effective group matrix • Investor expectations • Group structure - the group governance continuum • Organisational paths and coordination mechanisms
Group control framework and policy framework	Group governance policy and other group policies	<ul style="list-style-type: none"> • Hierarchy of policies • 1° tier: Group Governance Policy • 2° tier policies
Break		
Board governance	Parent vs. subsidiary board roles and responsibilities	<ul style="list-style-type: none"> • Parent vs. subsidiary board roles and responsibilities • Oversight of strategy • Strategic HR: nomination and appointment responsibility
	Subsidiary board composition	<ul style="list-style-type: none"> • Parent company board member presence • Need for independent representation
Case study		
Conclusion and takeaways		