



### Jornada Técnica para a Suécia e Finlândia 23 a 31 de maio de 2011

São Paulo, 11 de março de 2011

Ref: Boletim #7

Prezado Jornadeiro,

Este Boletim # 7 está sendo enviado aos quarenta Jornadeiros com presença confirmada (lista ao final deste Boletim) e para outros interessados em vias de confirmar sua inscrição. Restam portanto algumas vagas para atingir o limite de cinqüenta Jornadeiros. As inscrições feitas depois de atingido esse limite serão colocadas em lista de espera para o caso de uma eventual desistência.

Este Boletim traz uma atualização do programa e outras informações de interesse.

#### 23-27 de maio de 2011: Estocolmo

Prossegue o planejamento para a realização da Jornada, com destaque para os seguintes eventos:

### "Brazil Corporate Governance Seminar"

Nossos anfitriões na Suécia expressaram o desejo de promover um encontro com membros da comunidade empresarial de Estocolmo, em que membros de nossa delegação farão apresentações sobre perspectivas econômicas, regulatórias e práticas de governança corporativa no Brasil, com estímulo a debates. Esse evento será



organizado na tarde de 26 de maio pela Câmara de Comércio Suécia-Brasil de Estocolmo, após a qual será oferecido um coquetel de congraçamento.

### Palestras sobre governança e empresas familiares

Foram agendadas no dia 23 de maio palestras por membros do Instituto Sueco de Governança Corporativa com debates sobre modelos de governança e comparações entre os códigos sueco e brasileiro de melhores práticas.

No dia 24 de maio teremos uma apresentação entitulada "The Family Business is Different" pela presidente do FBN – Family Business Network e professora da Stockholm School of Economics, Annelie Karlsson.



Prof. Dr. Annelie Karlsson, FBN

#### Visita a SAAB

Uma visita de dia inteiro está programada para o dia 25 de maio a Linköping, sede da **SAAB**, uma empresa de alta tecnologia em sistemas de defesa. A SAAB é uma companhia listada, controlada (30%) pelo Grupo Investor e com fortes vínculos com universidades e centros de pesquisa. O conselho da SAAB tem membros independentes e representantes de empregados. Para maiores informações consulte <a href="http://www.saabgroup.com/en/About-Saab/Investor-relations/Corporate-governance/">http://www.saabgroup.com/en/About-Saab/Investor-relations/Corporate-governance/</a>.

#### Visita ao Palácio Real de Estocolmo



Foi confirmada oficialmente uma visita de nossa delegação à Rainha Silvia no dia 24 de maio às 16:30 no Palácio Real.

Dia 27 de maio embarcaremos num navio de Estocolmo para Helsinque, chegando na manhã de sábado 28 na capital da Finlândia.

### 28-31 de maio de 2011: Helsinque

A programação está praticamente definida conforme descrita na página seguinte. Em Helsinque visitaremos empresas finlandesas com grandes interesses no Brasil, tais como **Stora Enso**, **Nokia** e **Pöyry**. Nossos colegas do **Hallitusammattilaiset**, o Instituto de Diretores da Finlândia, organizaram na tarde do dia 30 um "Joint Governance Seminar", em que faremos apresentações sobre o Brasil em formato semelhante ao do seminário de Estocolmo. Esse seminário será patrocinado pela KPMG e será seguido de um coquetel na embaixada brasileira.



Jouko Karvinen, CEO da Stora Enso

### Depois de Helsinque

- 1) O Jornadeiro Richard Doern planeja estender a viagem por alguns dias a São Petersburgo logo após a Jornada Técnica. Caso haja interesse em se juntar a ele envie um email para rdoern@hotmail.com.
- 2) O Instituto Português de Governança Corporativa IPCG promove um breakfast meeting em Lisboa no dia 2 de junho. Caso haja interesse em participar ligue para Vania no IBGC.

#### Contatos no IBGC

Para esclarecer quaisquer dúvidas sobre inscrições, logística, pagamentos e contatos na Agência de Turismo consulte Vânia Campion, vania.campion@ibgc.org.br, fone 11-3043-6009.

Atenciosamente,

Leonardo Viegas Coordenador da Jornada Técnica

Anexo: lista de participantes confirmados

Finland draft schedule as of 10/03/2011

D	ay	Time	Event, Speaker	Status	Venue
28 May	May Saturday _		Arrival in <b>Helsinki,</b> check-in at the <b>Kämp Hotel</b> and free day	OK	
29 May	Sunday	17:00-	Reception at <b>Stora Enso</b> . Presentations and light buffet. Hosted by CEO Jouko Karvinen. Also attending: CFO Markus Rauramo; SVP Public Affairs Jorma Westlund; Kirsi Seppäläinen, Director, Communications in China and Latin America. Also attending will be board members of <b>Hallitusammattilaiset</b> and the Finnish-Brazilian Trade Association.	OK	Stora Enso, Kanavaranta 1, Helsinki, (5 min walk from hotel)
30 May	Monday	10:00-12:00	Visit to <b>Nokia</b> Head Office. Miniseminar, hosted by Esko Aho, Executive Vice President Corporate Relationships and Responsibility. Other speakers to be confirmed. Also attending will be board members of Hallitusammattilaiset and the Finnish-Brazilian Trade Association.	OK	Nokia Head Office, Keilaranta 9, Espoo. Bus required. 10 minutes drive from hotel.
		12:00-13:00	Buffet lunch	ОК	Ateneum, The Finnish National Gallery, Kaivokatu 2, Helsinki. (Bus back from Nokia, 10 minutes)
		13:00-	Joint Governance Seminar, between Hallitusammattilaiset ry members and Brazilian Institute of Corporate Governance. Moderated by Olli V. Virtanen Secretary General of Hallitusammattilaiset ry (the Finnish Association of Professional Board Members) and Leonardo Viegas, IBGC (Brazilian Institute of Corporate Governance).	OK	<b>Ateneum,</b> The Finnish National Gallery, Kaivokatu 2, Helsinki.
			Opening: Tomas Lindholm, Chairman of Hallitusammattilaiset.	OK	
			Address by the IBGC, tbc.	OK	
			Corporate Governance comparisons globally, and observations on Brazil and Latin America. Raija-Leena Hankonen, CEO <b>KPMG</b> Finland	OK	
			Finnish state governance, Arto Honkaniemi, Senior Financial Counselor, State Ownership Steering Department .	OK	1
			Round table on governance experiences; Stig Gustavson (Chairman of Konecranes), Tom Palmberg, Chartered Director, (first Chairman of Hallitusammattilaiset) 2-3 Brazilians tbc;	OK	
		18:30-	Reception, hosted by Ambassador Armando Vitor Boisson Cardoso.	OK	Venue to be confirmed. Probably walking distance from hotel
31 May	Tuesday	10:00-12:00	Visit to <b>Pöyry</b> Oyj, Jaakonkatu 3, Vantaa, Hosted by CEO Heikki Malinen. Bus required, return? Attending: IBGC delegation, some members of the Finnish Associations and the Finnish-Brazilian Trade	OK	Pöyry Oyj, Jaakonkatu 3, Vantaa
		12:00-14:00	Lunch will be served at the end of visit.	OK	



Adriana Adler BA in Marketing at ESPM and Post-Grad in Business Administration by Fundação Getúlio Vargas (FGV). Certified mediator (Instituto Familae, ADR Group-London, and UC Berkeley). Family Advisor certified at Family Firm Institute. Partner at Coerentia Consultoria, works as family business advisor, mediator and coach. Focus in development, conflict management and transition/sucession planning. Has worked Mesa Corporate Governance, executive search at Panelli Motta Cabrera-PMC/AMROP, Banco Itau and Brinquedos Estrela.



Adriane Almeida Head of IBGC knowledge Center, joined IBGC in August 2008. BA in Economics from the Universidade de São Paulo, previoulsy, Adriane has been in the Brazilian equity capital markets for 15 years as portfolio manager and equity analyst for institutions like Franklin Templeton, Bradesco Templeton and Banco Votorantim. She was member of the fiscal council of several companies and board member of the Brazilian Analysts Association.



**Agostinho Faria Cardoso** is the Investor Relations Officer at CEMIG, a major electric utility. He has been working for the Company since 1985, with experience in Operations, Sales to Large Customers and Energy Trading and Energy Risk Management. He earned a degree in electrical engineering, and also has postgraduate qualifications in economic engineering; energy operations planning and expansion of electricity systems; specialization in electricity demand forecasting and a MBA in Business Management.



Alberto E. Whitaker Graduated in Law and Business Administration. From 1964 to 1991 served as Executive Officer in highly regarded financial institutions; from 1991 to 2006, CEO of Belgian group SCR SIBELCO's Brazilian subsidiaries, having later served as Chairman of the Board. Presently, member of the Board of Directors of the IBGC, as well of the CRASP- Council of Business Administrators; Member of the Fiscal Board & Audit Committee at TIM Telecom; Member of the Advisory Board of Coppead-UFRJ; and CFO for the São Paulo Art Museum.



Alexandra Belline is a Corporate Lawyer graduated from the University of São Paulo - USP, a specialist in Economic and Corporate Law from Fundação Getúlio Vargas (FGV), and in Foreign Trade Law from University of California - USA. Alexandra is currently in charge of corporate and contracts area of Choaib, Paiva e Justo - Attorneys at Law, and is a professor at undergraduate and graduate programs in the areas of Corporate and Contracts Law.



**Alexandre Bergamo** MBA in International Management at FIA – USP, BR. Held Senior Executive positions at Hewlett Packard, Managing Director at Berlitz BR, Operations Manager at Vivenda do Camarão Group, Partner at Acbgestao Business Management Consulting. Partner at Sensenova Sensory Research firm.



**Alexis Novellino** - Managing Partner of Prosperare. Advisor to families and their business in the areas of Governance, Organization and Team Performance. A mediator of partnership disputes at Mediadores. Faculty member at Insper. Former consultant at Bain & Co and Investment banker at Bozano, Simonsen and Opportunity. He holds an MBA from University of Michigan, a certificate in Family Business Advising from FFI-US, and post-graduate studies in social psychology and ADR (alternative dispute resolution).



**Bengt Hallqvist** is currently member of 3 boards. Since 1970 he has experiences from 50 boards in 20 countries, 12 as chairman. Experience as chairman of one remuneration and 6 audit committees. Former CEO of Volvo Latin America (plants in Curitiba, Lima, Puebla and Valencia) and former CEO of AEG Telefunken do Brasil (7000 employees, 10 plants in Brazil). Recipient of the ICGN 2005 Award for Excellence in Corporate Governance. Founding member and first chairman of IBGC. Bengt is an AMP graduate of Harvard Business School.



Carlos Eduardo Lessa Brandão is a board member of the IBGC and chairman of its Sustainability and Editorial Committees. He is vice-chair of the Stakeholder Council and member of the Nominating Committee of the GRI. Former senior executive with extensive M&A experience in subsidiaries of Andrade Gutierrez and Vale groups, he holds a degree in engineering, an MSc in energy planning, a DSc in history and philosophy of science, an executive MBA in finance and specialization in management, corporate governance and sustainability.



Celene Carvalho de Jesus Member of Banco do Brasil S.A. Audit Committee since September 2008. She was Executive Manager and Accountant of PREVI - Caixa de Previdência dos Funcionários do Banco do Brasil. She also was member of Cemig, Cooperforte, Embratel and Embraer Fiscal Board. She has a bachelor's degree in Accountancy (UniCeub-DF), MBA in Financial Institutions Management (UCB-DF) and extension course in Management Accounting (FGV-DF).



**Dietmar Frank** BA degree at EAESP – FGV in 1972. Primarily engaged in the third sector, he has been a board member of Hospital Alemão Oswaldo Cruz for the past 10 years as well as a member of the audit committee of the Brazilian operations of SOS Children's Villages for the last 3 years. He held CFO, VP and CEO positions in several local and international companies in industries such as textile machinery, special paper, packaging and mainly automotive parts.



**Eduardo Gusso** BSc in Industrial Engineering, ITA (1972). Specializations in Corporate Finance at Business School São Paulo (2002) and Fundação Dom Cabral (2009). Independent consultant in strategy, management and governance of family-controlled companies. Director of listed and non listed companies. Associate professor in director development programs and research at FDC. Coauthor of "Corporate Governance: a Brazilian model". Former executive manager at Nestlé, Rhodia, RBS and Editora Globo.



Eliane Lustosa is partner of Triscorp Investimentos. Prior to joining Triscorp she was CFO of LLX Logistics, part of the EBX Group, VP&CFO of Abril, one of the largest Media Groups in Brazil, and CFO of Petros, the Petrobras Pension Fund. She also sat on the board of several companies, such as Perdigão, CPFL, Tele Norte Celular Participações and Coteminas. She holds a B.A. and a M. A. in Economics and a PhD in Finance from the Pontifícia Universidade Católica do Rio de Janeiro – PUC-RJ.



**Fátima Raimondi** is member of People Committee of Natura Board of Directors. She has 30 years of experience in the Telecom industry, was a former President of Ericsson in Brazil, after being Head of Unit in South Latin America responsible for operations in Argentina, Chile, Uruguay, Paraguay, Bolivia and Peru, and President of the Portuguese Unit. She has also been a member of the Board of the Chamber of Commerce of Swedish Industry in Argentina and Brazil. Ms. Fatima holds a M.Sc. in Electrical Engineering and is postgraduate in Business Administration.



**Francisco Schmitt** – Executive with an extensive career across multiple industries including automation, electrical equipments, food, consumer products and services, reflecting 30 years of high-level business development and operations management experience. PhD in Business Administration from USP, Engineering BSc from UFRGS. Served as executive officer at several companies and as member of boards in listed and non-listed companies. Nowadays, he is IRO at Grendene, member of advisory board of a non-listed company and professor at UFRGS.



**Gilberto Mifano is** Chairman of the Board of the IBGC, partner of Pragma Patrimônio, independent director of Cielo SA, SEB SA - Brazilian Educational System, and member of the Audit Committee and Risk of Natura SA. For 14 years until 2008 he was CEO of the São Paulo Stock Exchange Bovespa and of the CBLC - Brazilian Settlement and Custody. He was responsible for the creation of Bovespa's Novo Mercado, the merger of Bovespa with BM&F and its IPO. He was also the BM&F's first Chairman of the Board from 2008 to 2009.



Heloisa Bedicks has been the managing director of the Brazilian Institute of Corporate Governance - IBGC since April 2001. IBGC is the leading corporate governance organization in South America. Mrs. Bedicks also serves as a member of the board of directors of Mapfre Garantias e Créditos S.A and as a member of the advisory board of the Conselho de Regulação of Anbima (the Brazilian Financial Capital Markets Association).



**João Juenemann** Brazilian, born in 1940. CPA — PUC/RS. Postgraduated in Auditing/ Business Administration-UFRGS. Presently, member of the board of directors of Banrisul, the 10th largest brazilian bank, of an auto parts industry and coordinator of the audit committee of Tupy S.A.. Member of the audit board of a hotel chain and a pharmaceutical company, as well in several companies for the last 27 years. Former President of the Federal Council of Accountants — CFC, member of the board of directors of IBGC and coordinator of IBGC Sul Chapter.



**Leonardo Viegas (Study tour leader)** - Founding member and director of the Brazilian Institute of Corporate Governance (IBGC) and chairman of the institute's international committee. Member of the PSAG - Private Sector Advisory Group of the Global Corporate Governance Forum. Independent director and coach of family-controlled, non-listed companies. Former executive in financial and industrial companies. Holds engineering and business degrees, and certificates in graduate programs at Harvard and Yale Business Schools.



**Luciano Rossoni** Manager, holder of master and doctorate degrees in Business Administration by Federal University of Paraná. Professor and Researcher of the Master and Doctorate Degree Program in Business Administration of Universidade Positivo. His study interests comprise Corporate Governance, Interorganizational Relationships and Financial Markets, World Systems, Institutional Theory and Economic Sociology. CEO of IBEPS — Instituto Brasileiro de Estudos e Pesquisas Sociais. Winner of Award IBGC Itaú 2010, academy category.



Marco A. B. Rossi Superintendent of Sao Paulo Rotarians Foundation, responsible for the general management and corporate strategy of educational institutions comprising basic and professional schools, university and extension programmes. Graduated in Electronics/Electrical Engineering and English Pedagogy, postgraduated in Economy Engineering with an MBA in General Management at Ibmec São Paulo and University of California. Strategic Planning and Balanced Scorecard specialist with extension in Education programs at Harvard University.



Maria Luiza Bueno Maria Luiza Bueno is Legal Manager of BR Home Centers S.A. She has a degree in Law, a Master's Degree in Business Law and Business Administration, with continuing education certificate in Legal Administration (FGV-SP), in Corporate Governance (FDC-SP) and LL.M. Corporate Law at IBMEC-GO. Also served as member of the Corporate Responsibility Committee for Grupo Mabel Foods and Vice-Presidency of of the State of Goiás Institute for Corporate Governance until August, 2010.



Mario Probst Graduated in Accountancy and Business Administration. From 1991 to 2004 served as partner at KPMG Auditores Independentes. Presently, member of the Fiscal Council at Ultrapar (industrial group), OdontoPrev (dental plan provider) and Group Pão de Açúcar (retailer), as well member of the board of directors at Hospital Alemão Oswaldo Cruz and the brazilian national association of SOS Children's Villages.



Marta Viegas is Partner of Tozzini Freire Law firm, specialized in foreign investment, corporate law, mergers and acquisitions, private equity, insurance and reinsurance. Member of the Audit Committee of Brasilprev Seguros e Previdência. Former associate at Weil Gotshal & Manges, USA. Graduated from the Catholic University of São Paulo School of Law, LL.M at Northwestern University School of Law, Certificate in Business Administration at the Kellogg School of Management. Ms. Viegas chairs the IBGC Annual Congress Committee.



Maria Luísa Azevedo Wernesbach is a market analyst at the Comissão de Valores Mobiliários (CVM), the Brazilian Securities Commission. She is responsible for the analysis of issuer registration applications and requests for cancellation, monitoring disclosure by issuers, examination of consultations, complaints and administrative appeals, and enforcement activities. Graduated in Industrial Engineering with a Master's Degree from Universidade Federal Fluminense – UFF.



Paulo Evaristo Urbani da Carvalhinha Chief Executive with overall business and P&L responsibility; over 35 years leading business in various economic segments, within operations of a large multinational. Professional experience enriched by start up and participation in owned companies. Results oriented management, based on developing and leading team work; focus on clients with emphasis on ethics and social values.BoardMember;Managing & Strategy Consulting. Engineer with Financial & Marketing MBA -FGV. English, Spanish, Italian spoken.



Raul Gollmann Board Member of a listed, metallurgical company; Advisory Board Member of a family owned not listed metallurgical company. Business consultant for 2 German companies. Former CEO of a German Belt manufacturer's Brazilian Branch (1975 to 2003). Born 1947, holds an Engineering Degree from Universidad de Buenos Aires. Post-graduation in Finance at Fundação Getulio Vargas (CEAG). Attended AMP (Advanced Management Programme) at Templeton's Business School (Oxford, 1998). Fluent in German, English, Spanish and Portuguese.



**Renato Donatello Ribeiro** Economist with specialization MBA in finance and training for senior executives, certified by IBGC since April 2010. He is currently Director of the Comptroller of the Bank of Brazil, with extensive experience in other areas of the Bank as Chief Financial and Investment Insurance and Pensions Brasilprev and Director of Credit. He is a member of the Board of some companies as Pronor Petrochemicals SA, Cassi (Cash Assistance staff of the Bank of Brazil) and Previ (Welfare Fund for Staff of the Bank of Brazil).



**Ricardo P. C. Leal** has taught at Georgetown University and at the University of Nevada. He was the dean of the Coppead Graduate School of Business where he is a Professor of Finance. Has research and consulting focus on emerging securities markets and corporate governance. Former president of the Brazilian Finance Society, editor of the Brazilian Review of Finance and editorial board member of several academic publications. Senior research fellow of the Brazilian Corporate Governance Institute and a lecturer and designer of director training programs.



**Richard Blanchet** Graduated from the University of São Paulo School of Law. Enrolled with the Brazilian Bar Association in several States of Brazil. Co-chair of the Law Committee of the Brazilian Institute of Corporate Governance (IBGC) and member of the Committee on Mergers and Acquisitions of the America Bar Association. Partner of the Law Firm Loeser e Portela Advogados in charge of of Mergers and Acquisitions and Corporate Governance projects. Professor at IBGC and lecturer in several seminars on Corporate Governance.



**Richard Doern** is graduated in Industrial Engineering and holds MBA's in Marketing and Finance Controlling. He has more than 20 years experience on leading business transformation and is specialized on turnaround management, having acted as interim CEO during the critical phases of the revitalization works. He currently serves as a corporate board director on 3 family-owned businesses, 2 of them as Chairman.



**Robert Juenemann** Law School Degree at PUC/RS in 1988. Postgraduated in Civil Process at PUC/RS and in Strategic Planning at ESPM/RS. Founder of Juenemann Advocacia, a law firm acting in corporate and tax law, family law and corporate governance, with special dedication to fulfill the family business and succession planning needs. Member of the Coordination Committee of IBGC's Chapter in Rio Grande do Sul as well as of the Law Committee of the Institution. Speaking Portuguese, Spanish, English, Italian, French and German.



Roberta Nioac Prado PhD in Business Law, University of São Paulo. Coordinator and Professor, Corporate Governance and Family Business Law, GVlaw/Direito GV in São Paulo. Coordinator and Professor, Advogado Cível, FGV/SP. Member of IBGC. Author of the book "Oferta Pública de Ações Obrigatória nas S.A. - tag along", published in São Paulo by Quartier Latin, 2004. Author of other articles and working papers published in specialized Law magazines. Consultant of Corporate Governance and Family Business Law in São Paulo.



**Roberto Faldini** Brazilian, BA (1972) EAESP-FGV. Specialization in Business Affairs at Fundação Dom Cabral, Brazil and INSEAD Fointainebleau-France (1991) and BABSON COLLEGE, Boston-USA (2004). Businessman and Member of the Board of Directors of several Companies in Brazil and abroad, acting also as Consultant in Family Business Companies. Former shareholder and member of the Board of Directors of Metal Leve S.A. and Chairman and President of CVM - Brazilian Securities and Exchange Commission (1992).



**Roberto Lamb** holds an M.Sc. in Finance; he teaches Finance at the Universidade Federal do Rio Grande do Sul (UFRGS) and has spoken at many seminars on the subject of Corporate Governance. He has served on the Audit Boards of several Brazilian companies and currently serves on the Audit Board of AES Eletropaulo Metropolitana, the largest electricity distribution company in Latin America.



**Robson Laranjo** is Corporate Governance manager at CEMIG, a major electric utility. He has worked for CEMIG since 1986 and has experience in several of the company's areas, including: distribution operation and maintenance; planning of the electricity system; relationship with industrial clients; and wholesale purchases and sales of electricity. Mr. Laranjo has a degree in electrical engineering from PUC-MG, an MBA from the FGV-MG, and an MGA-Master in corporate governance and valuation from the BI International Company.



**Sandra Guerra** Member of advisory boards of private non-listed companies and a consultant in CG projects, with prior experience as board director of a listed company. Collaborates with IFC, OECD and the Global Corporate Governance Forum, coordinating the Companies Circle of the Latin America CG Roundtable. She was a board governor and now chairs the Award Committee of the ICGN. Cofounder, former board director and CEO of the IBGC. Holds a MBA degree at USP and a BA in Social Communications. Her research focus is the board of directors.



**Telmo Schoeler** Bachelor in Business Administration (Brazil), MBA from Michigan State University (USA), extension courses at the City of London, Yale and Southern Connecticut. Has been managing director, Executive VP and CEO of several Brazilian and international companies. As founder and leading partner of Strategos - Strategy & Management over the last 22 years has been dedicated to professionalization, restructuring and turnaround of private entities. Chairman and Board member of both private and public companies. Lecturer and writer.



**Yuki Yokoi** Journalist of Capital Aberto Magazine covering financial and capital markets, corporate governance, accounting and corporate law. IBGC - Banco Itaú award-winner for best article on corporate governance in 2010 about poison pills. Graduated in Journalism by the Pontifical Catholic University in Rio de Janeiro and graduate courses in finance, accounting and stock markets.