Seminar on corporate governance in financial institutions 12 October 2009

Albert Borschette Conference Centre, Brussels

Draft Programme

09:30 – 09:40 Introductory remarks by Mr. David Wright, Deputy Director-General for the Internal Market and Services, European Commission

09:40 – 10:40 Panel 1: Role and competences of the Board of directors

Panellists will address the role of the board, including its composition, the need for expertise in the board and added value of independent non-executive directors. What are the duties, responsibilities and liabilities of the board, and what should they be? How accountable are boards to shareholders and other stakeholders of the financial institution? How should the board's performance be measured and evaluated?

Moderator: Mr. David Wright, Deputy Director-General for the Internal Market and Services, European Commission

Speakers:

- Mr. Klaus-Peter Mueller, Chairman of the Supervisory Board, Commerzbank AG
- Mr. Luzius Cameron, Company Secretary, UBS AG
- Mr. Trelawny Williams, Director Corporate Finance, Fidelity International
- Mr. Marcello Bianchi, CONSOB, Chair OECD Steering Group on Corporate Governance

10:40 – 11:00 Comments and Q & A from the Audience

(11.00-11.20 Coffee break)

11:20 – 12:20 Panel 2: Governance issues relating to internal control and risk management

Panellists will explain how internal control is conducted and whether improvements could be made. They will address the responsibilities of the internal control function, such as communication of relevant risk management information to the board and its role in relation to companies' remuneration policy. They will further reflect on the independence of the internal control function and its authority as regards the management and business lines. How relevant is the company culture to effective risk management and exercise of internal control?

<u>Moderator</u>: Mr. Marco Becht, Professor of Finance, Solvay Brussels School of Economics and Management, Université Libre de Bruxelles Executive Director, European Corporate Governance Institute (ECGI)

Speakers:

- Mr. Axel P. Lehmann, Group Chief Risk Officer, Zurich Insurance Company Ltd.
- Mr. Richard Anderson, Independent risk management consultant, Richard Anderson & Associates
- Mr. Jo Swyngedouw, Deputy Director Policy Department of the Banking, Finance and Insurance Commission (Belgium). Head of CEBS Internal Governance Task Force
- Mr. Richard Barfield, Director, PricewaterhouseCoopers LLP

12:20 – 12:45 Discussion and Q & A from the Audience

Lunch break

14:00 – 15:15 Panel 3: Shareholder control, supervision and external audit

Panellists will consider the role of shareholders in promoting good corporate governance in financial institutions and discuss the way shareholders have fulfilled that role before and after the financial crisis. The panel will also discuss disclosure requirements and access to information. What role should supervisors play in monitoring corporate governance in financial institutions? Should they be expected to do more as regards risk management? Can a pro-active approach be expected? Finally, the panel will discuss the role and usefulness of external audit.

Moderator: Mr. Pierre Delsaux, Director for the Free Movement of Capital, Company Law and Corporate Governance, DG Internal Market and Services, European Commission

Speakers:

- Mr. Dominique Laboureix, Director of Research and Policy French Commission Bancaire
- Mr. Anthony Carey, Partner, Mazars LLP
- Mr. Rients Abma, Executive Director Eumedion
- Mr. Jean-Paul Caudal, Director, Banking and Accounting Supervision, French Banking Federation
- Ms. Petra Hedengran, Managing Director, Investor AB
- Mr. Ádám Farkas, Head of the Hungarian Financial Supervisory Authority

15:15 – 15:45 Discussion and Q & A from the Audience

15:45 – 16:00 Closing Remarks by Mr. Pierre Delsaux Director for the Free Movement of Capital, Company Law and Corporate Governance, DG Internal Market and Services, European Commission