

Presentation



INTERNATIONAL ASSOCIATION
OF YOUNG LAWYERS

Who is not afraid to be a company director ?

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Dylan Casaer
General reporter

General overview

- Increased attention (and curiosity) on the management of companies
- Influences of the US – f.ex. CEO / CFO
- Remuneration of company directors (stock options, bonus plans, golden parachutes)
- Soft law or hard law
- Checks & balances
- Shareholders & stakeholders involvement
- Difference between listed or not / state owned or not

General overview

- Female presence in the board room:
 - EU average: 8,9% executive directors
15% non-executive directors
2,7 % CEO
 - EC: target 40% women in non-executive mandates for listed companies

Overview of the session

- Legal status of a company director
- Recent evolutions in the Board room
- Director's liability
- Corporate counsel's view



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Legal status of a company director

- Status: employee, self-employed, worker?
- Remuneration: fixed and/or variable?
- Termination:
 - French case VIVENDI UNIVERSAL
 - UK cases: TESCO & SAINSBURY

Andreas WHITE
KINGSLEY NAPLEY LLP

Clémence COLIN
J.P. KARSENTY & ASSOCIÉS

Kingsley Napley

J.P. KARSENTY & ASSOCIÉS
Avocats à la Cour de Paris



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Recent evolutions in the board room

- Independent directors in the board
- Minimum female presence in the board
- Audit committees, remunerations committees
- Stakeholders in the board
- Criteria to select and appoint directors

György Wellmann
Szecskay Attorneys
Hungary



Jan-Ove Becker
vangard
Germany

