Presentation

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
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 & ASSOCIES
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