

## Semester IV

<b>Course Title – Corporate Governance</b>	
<b>Type: Major Elective</b>	<b>Course Credit: 4</b>
<b>Marks : Semester End: 50, Internal Assessment: 50, Total Marks: 100</b>	

**Description:** This course provides students with a comprehensive understanding of Corporate Governance principles and practices. It explores the ethical, legal, and strategic aspects of Corporate Governance, emphasizing the importance of responsible management and the protection of stakeholders' interests. Through case studies, discussions, and real-world examples, participants will gain insights into the challenges and best practices in Corporate Governance.

### **Learning Objectives:**

- To enable the students to understand the concept Corporate Governance with its principles and practices.
- Students will learn various ethical, legal and strategic dimensions in Corporate Governance.
- Students will learn importance of Environmental, Social and Cross-Cultural considerations in Corporate Governance.

### **Learning Outcomes:**

- Students are equipped to develop framework and policies based on strategic dimensions of Corporate Governance.
- Students learn role of Corporate Governance in promoting long-term value creation and stakeholders trust.
- Students are equipped to operate HR function in line with Business Responsibility and Sustainable Development

### **Introduction to Corporate Governance:**

Definition of Corporate Governance and its significance, Evolution of Corporate Governance, Key principles and foundational theories; Global and National Perspectives on Corporate Governance; Systems of good Corporate Governance.

### **Legal and Regulatory Framework:**

Corporate Governance laws and regulations; Role of regulatory bodies and compliance requirements; Corporate Governance codes and standards; Internal and External Corporate Governance Mechanism.

**Board of Directors:**

Composition, Structure and roles of the Board of Directors; Functions of Board Committees; Role of Chairman and Members, Board's effectiveness and performance.

**Stakeholder Management:**

Identification and analyses various stakeholders; Stakeholder engagement and communication strategies; Balancing stakeholder interests.

**Executive Compensation:**

Principles of Executive Compensation, Incentive Structures and Performance Metrics, Shareholder perspectives on executive pay.

**Risk Management and Internal Control:**

Risk assessment and mitigation strategies; Internal control mechanisms; Role of the Board in managing risks.

**Disclosure and Transparency:**

Transparency in Corporate Governance; Financial and Non-Financial disclosure requirements; Communication strategies with shareholders.

**Environmental, Social and Governance (ESG) Considerations:**

Integration of ESG factors into Corporate Governance; Sustainable Development; ESG reporting and disclosure requirements; Impact of ESG on decision-making processes with ESG matrix; LEED and WELL guidelines.

**Corporate Governance in International Context:**

Comparative analysis of Corporate Governance practices globally, Global governance trends and challenges, Cross-Cultural considerations in Corporate Governance; Challenges and Reforms.