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INTERNATIONAL BAR ASSOCIATION CONFERENCE 2025

A conference presented by the IBA Securities and Capital Markets Committee
and the IBA Corporate and M&A Law Committee

10th Annual Corporate Governance Conference

3–4 December 2025, JW Marriott, Frankfurt, Germany

Working programme

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All speaker materials and biographies can be found at www.ibanet.org/conference-details/conf2683

Conference Co-Chairs

Nanette Heide *Troutman Pepper Locke, New York; Chair, Corporate Governance and Activism Subcommittee, IBA Corporate and M&A Law Committee*

Keavy Ryan *A&L Goodbody, Dublin; Deputy Diversity and Inclusion Officer, IBA Securities and Capital Markets Committee*

Wednesday 3 December

**All working sessions will take place in the Crystal Ballroom I & II
All coffee/tea breaks and lunch will take place in the Ballroom Foyer**

0830 – 1700 **Registration**

0830 – 0915 **Welcome coffee/tea**

0915 – 0930 **Welcome by Conference Co-Chairs and the IBA**

Nanette Heide *Troutman Pepper Locke, New York; Chair, Corporate Governance and Activism Subcommittee, IBA Corporate and M&A Law Committee*

Keavy Ryan *A&L Goodbody, Dublin; Deputy Diversity and Inclusion Officer, IBA Securities and Capital Markets Committee*

Daniel Del Rio *SMPS Legal, Mexico City; LPD Chair*

0930 – 1045 **Corporate governance in M&A deal focus: lessons from a recent transaction**

In mergers and acquisitions, corporate governance plays a key role. It influences deal structures, risk management and post-transaction integration. The panel will examine a recent high-profile M&A transaction as a case study to examine key governance challenges and best practices.

The panel will discuss:

- the role of the board in evaluating and approving the transaction;
- fiduciary duties and conflict management in deal negotiations;
- governance risks in post-merger integration and leadership transitions; and
- lessons learned for future transactions.

The panel will also discuss from lessons learned, guidance for how companies can proactively address governance risks in M&A transactions.

Session Chair

Michael Schouten *De Brauw Blackstone Westbroek, Amsterdam*

Panellists

Forrest Alogna *Darros Villey Maillot Brochier, Paris*

Steven Green *Wachtell Lipton Rosen & Katz, New York*

Paul Raade *Krogerus, Helsinki; Vice Chair, Market Regulation Subcommittee, IBA Securities and Capital Markets Committee*

Xanthe Ranger *Associate General Counsel, American Securities, New York*

1045 – 1115 **Coffee/tea break**

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Delegates are requested to ensure that mobile telephones and any other portable devices are switched to silent in working sessions.

Conference dinner sponsor

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1115 – 1230 **Shareholder rights and activism: what were the highlights of 2025 and what to expect for 2026**

This session aims to provide an in-depth analysis of the pivotal events and trends in shareholder activism over the upcoming year while offering insights into anticipated developments for the upcoming year.

The panel will discuss:

- a review of the most notable activist campaigns from 2025, highlighting their impact on corporate strategies and shareholder value;
- regulatory developments which have the potential to influence the direction of activist campaigns;
- the trend of global activist campaigns including the increased role of US activist investors in European markets

Session Co-Chairs

Daniel Cerqueira *Cravath Swaine & Moore, New York*

Christoph Moser *Schoenherr, Vienna; Vice Secretary, IBA Securities and Capital Markets Committee*

Panellists

Cai Berg *Senior Managing Director, ParkView Partners, Frankfurt*

Michael Brellochs *Noerr, Munich*

Eavan Gannon *Sodali & Co, Dublin*

Tobias Greven *Group General Counsel, Kion Group, Frankfurt*

1230 – 1300 **From kiss-cam to boardroom: governance lessons from a viral moment**

A kiss-cam clip seen by over 50 million people in a day, thrust an executive relationship into the board's lap in real time. We will examine how directors triage at speed: assess conflicts and disclosure breaches (even absent illegality), and calibrate consequences. We will cover crisis playbooks, the value of comms advisers, board composition and director recruitment pressures in a heightened risk environment, and the realistic role of AI in these decisions.

Speakers

Nanette Heide *Troutman Pepper Locke, New York; Chair, Corporate Governance and Activism Subcommittee, IBA Corporate and M&A Law Committee*

Keavy Ryan *A&L Goodbody, Dublin; Deputy Diversity and Inclusion Officer, IBA Securities and Capital Markets Committee*

Lorenzo Olgiati *Schellenberg Wittmer, Zürich; Secretary, IBA Corporate and M&A Law Committee*

1300 – 1400 **Lunch**

1400 – 1515 **Corporate governance in the digital world: how are technology companies ensuring compliance with the regulatory regime**

The rapid advancement of digital technologies has reshaped the corporate governance landscape with technology companies facing unprecedented regulatory scrutiny. This session will address how in an environment where regulators are tightening compliance requirements, companies are compelled to adapt their governance frameworks.

This panel will discuss:

- how evolving regulations are impacting technology companies and how their board are adapting governance structures to meet compliance demands, while maintaining innovation and competitiveness;
- the role of legal and compliance teams in navigating cross border regulatory challenges; and
- the increasing expectations on boards and directors in overseeing regulatory risks.

Session Co-Chairs

Dovile Burgiene *WALLESS, Vilnius; Senior Vice Chair, IBA Corporate and M&A Law Committee*

Simon Link *Hengeler Mueller, Munich; Chair, Securities and Capital Markets in M&A Subcommittee, IBA Securities and Capital Markets Committee*

Panellists

Luca Dal Molin *Homburger, Zürich*

Sarah Grace *Global Head of Governance, Stripe, Dublin*

Anup Vijay Kulkarni *JSA, Bengaluru, Karnataka*

Mark Ward *A&L Goodbody, Dublin*

1515 – 1545 **Coffee/tea break**

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Wednesday continued

1545 – 1700 **Antitrust and competition law in corporate decision making: navigating risks and compliance**

Regulatory scrutiny is ever-changing in a complex legal landscape and has intensified world-wide. As a result, antitrust and competition laws are increasingly influencing corporate strategies, transactions and operational decisions. The panel will explore how advisors can guide companies in navigating evolving anti-trust frameworks, mitigating legal risks and ensuring compliance with regulations while pursuing growth and expansion.

The panel will discuss:

- key antitrust considerations in mergers, acquisitions and joint ventures;
- the role of competition law in pricing strategies, supply chain agreements and market dominance;
- best practices for corporate governance and compliance programmes; and
- lessons learned from high profile antitrust investigations and merger transactions.

Session Co-Chairs

Isabel Gandoy *Cuatrecasas, Barcelona; Chair, Western Regional Group, IBA European Regional Forum*

Thomas Rose *Troutman Pepper Locke, Washington, DC; Vice Chair, Conferences Subcommittee, IBA Securities and Capital Markets Committee*

Panellists

Michael Coates *Associate General Counsel, Shell, The Hague; Council Member, LPD Council*

Alexander Fritzsche *Gleiss Lutz, Frankfurt*

Foad Hoseinian *Macfarlanes, Brussels*

Daniel Swanson *Gibson Dunn & Crutcher, Los Angeles; Member, IBA Antitrust Section Advisory Board*

1900 – 2220 **Conference dinner**

Villa Merton

Am Leonhardsbrunn 12, 60487 Frankfurt am Main

Ticket price: €175

Entry is by pre-registration only. One place per registered delegate is permitted.

Transport will not be provided.

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0900 – 1015 **Corporate governance preparation for private equity investment: best practices and key considerations**

Private equity (PE) investors are paying close attention to corporate governance structures and companies seeking investments must be well prepared to meet the expectations of their new investors. The panel will explore the essential governance frameworks, policies and structures that make a company attractive to PE investors.

The panel will discuss:

- governance elements that PE firms prioritise in due diligence;
- board composition, independence and fiduciary responsibilities;
- structure of management incentive plans to align with goals; and
- preparing for post-investment governance shifts and operational insight.

Session Co-Chairs

Christian Boney *Slaughter and May, London*

Gabriella Covino *Gianni & Origoni, Rome; Vice Chair, IBA Corporate and M&A Law Committee*

Panellists

Pascal Hubli *Schellenberg Wittmer, Zürich*

Laura Kelly *Travers Smith, London*

Krzysztof Libiszewski *Wolf Theiss, Warsaw*

Axelle Toulemonde *Gide Loyrette Nouel, Paris*

1015 – 1045 **Coffee/tea break**

1045 – 1200 **Board leadership in times of crisis: the influence of external factors such as war, geopolitical uncertainty, shifts in DEI policy and the ever-evolving role of the board of directors**

This panel will address the ever-evolving role of the board in times of crisis and uncertainty, whether that be as a result of changes in political policy, outbreak of war or changes in attitudes of stakeholders to diversity, equity and inclusion (DEI) in general.

The panel will discuss:

- the impact of geopolitical uncertainty on governance generally and how boards have had to evolve during such times of crisis;
- how the recent political shift following President Trump's re-election has led to significant changes in the landscape of DEI initiatives; and
- how these external factors are influencing corporate strategy and how stakeholder influence is shifting.

Session Chair

Petra Zijp *NautaDutilh, Amsterdam; Member, IBA Securities and Capital Markets Committee Advisory Board*

Panellists

Luis Cuesta *Macdonel Cuesta Llaca & Esquivel, Mexico City*

Myriam Epelbaum *Bredin Prat, Paris*

Scott Levi *White & Case, New York*

Mykola Stetsenko *Avellum, Kyiv*

1200 – 1215 **Closing remarks from the Conference Co-Chairs**

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In a globalised world, markets and legal systems are no longer isolated. Value chains and geopolitical changes demand holistic and innovative approaches that span borders. That's exactly what our world is about – change and business law in a global context. Let's move forward together – and transform dynamic change into unlimited opportunity.

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