IJAER/January-February 2017 /Volume-6/Issue-1 ISSN: 2278-9677
International Journal of Arts & Education Research

ASPECTS OF NEW LEGAL PROVISIONS OF CORPORATE GOVERNANCE

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ABSTACRT:

The performance and direction of a business are directly tied to the policies that make up corporate governance, which is a collection of those policies. This is a synopsis of the rules and regulations that govern the employees of a certain firm. They come to the conclusion that they should take responsibility for the stockholders. In the modern business environment, corporate administration is a distinct concept with its own set of responsibilities. The topic of corporate governance will be discussed in this article from the perspective of India. In this session, we will address the difficulties that a developing economy such as India must face. It will also explain why it is important for any country to have procedures that promote good corporate governance. In the next section, the researcher investigates the extent to which corporate governance was an integral component of India's economy. After that, it discusses the existence of India's auditor and audit committee, in addition to internal governance and the auditor that was chosen. In its last section, the article presents an analysis of the ways in which corporate governance influences the real economic situation in India.

Keywords: *Corporate Governance, Principles,.* Provisions,

INTRODUCTION

In recent years, corporate governance has emerged as an important topic throughout the world. Rapid advancements have been made in this area as a result of a variety of variables, including the convergence and globalization of financial markets, an increase in the number of high-profile corporate scandals (such as Enron and the World Com), and many other factors. In recent years, nations belonging to the BRIC group—Brazil, Russia, India, and China—have established themselves as the primary economic power in the international economy. Among the economies that make up the BRIC group, research indicates that India has the potential to develop at the quickest rate over the course of the next thirty to fifty years. It is anticipated that the combined GDP of the BRIC nations will be greater than that of the industrialized countries in the future. The structure and dynamics of the global economy have been altered, as well as the foreign investment flows, as a result of the phenomenal economic expansion that has taken place. Both directly and indirectly, through secondary markets, foreign investment flows into India. Up to August of 2010, India has received a total of 137.960 million dollars in FDI. Additionally, there has been a substantial rise in the number of acquisitions made across international borders, and many businesses have become participants in many bonds. For instance, international institutional investors made major capital market investments of $4.78 billion just in the month of November 2010 alone, and they invested a total of $38 billion up through March 2011 in various markets.

Investors from developed states often anticipate that Indian enterprises will adopt international standards of excellence in corporate governance. According to a survey that was published by McKinsey in 2002,

customers are prepared to pay a premium of up to 25 percent for a corporation that is appropriately regulated. As a result of a number of scandals involving the Indian economy, the worldwide financial crisis of 2008, and the current corporate fraud at Satyam, there have been a number of issues raised regarding the governance processes in India. As a result, there has been a progressive increase in the number of initiatives made by both regulators and corporations to deal with the systems and procedures of corporate governance. Because there are significant differences in the institutional context of economies throughout the world, such as in the mix of formal rules, informal restraints, and compliance characteristics, and because these differences have an influence on the financial and managerial structures of corporations, there are also significant variances in the institutional context of economies. The academic field of corporate governance has had consistent growth during the past two decades. The global area of study on corporate governance has developed into its current state between the years 1993 and 2007. The reports that are published in the most prestigious journals on corporate governance demonstrate an increasing level of scientific rigor and are interdisciplinary. On the other hand, the study appears to suffer from a significant flaw due to its predominant emphasis on the United States. According to the findings of a study on research into global Corporate Governance, the majority of studies have an analytical unit in the sense that it is used in the institutions of the United States. The evidence that generalizations were inaccurate in other situations in Europe was unequivocal in the single country research; however, there were only a few studies that crossed international borders that were found. In light of this, and taking into account the distinctive institutional settings of each, the status of corporate governance research in the sense of an emerging market may be distinct. The purpose of this study is to determine whether or not prominent international journals have reflected India's growing interest in global research on corporate governance and whether or not leading Indian journals have reflected the gaps in the global discourse on corporate governance in their research.

Corporations are the most important actors in the current global economic climate; corporations are the primary driver of economic expansion in a country, and investing in corporations offers the most lucrative business opportunity. It is essential to guarantee a complete awareness of the interests of owners, investors, and managers, and to find a means to strike a balance between those interests in order to preserve and enhance the profitability of businesses as well as to raise the amount of money that is invested. All of this revolves around issues of corporate governance and the many means by which investors may ensure that they will receive a return on their investments. The corporate governance framework specifies the means through which investors exert control over the activities of managers and the manner in which owners and managers share respective obligations. When a company has an adequate system of corporate governance, the providers of money are able to place their trust in the managers of the company because they are aware that the manager has access to trustworthy internal and external sources of information, on the basis of which he is able to make reasonable decisions that are in the best interests of all parties involved.

In general, corporate governance is a complicated process that incorporates organizational, legal, economic, motivational, and social tools. The combination of these tools creates a one-of-a-kind working environment that makes it possible to save expenses by minimizing the gap between managers' interests and owners' interests in the company. A well-organized corporate governance is not limited to the goals of managers and owners; rather, it must also include the interests of investors, suppliers, consumers, workers, representatives of a local community, and government officers. This is because the financial success of a corporation is contingent on the satisfaction of all of its chains.

Recently, problems pertaining to corporate governance have become increasingly relevant in light of the creation and activities of organizations with a wide range of ownership forms, the activities of which have a considerable influence on economic development in CIS nations and beyond. This is because the actions of these organizations have the potential to affect economic growth in a variety of ways. The very concept of 'corporate governance' may be traced back to the theoretical advancements made by economists in their study of management issues. Because of the necessity to investigate the legal character of the relations that develop within commercial organizations, there is a growing interest in the topic that is being considered. In addition, there has not yet been the development of a coherent, all-encompassing concept for the study of the nature and process of implementing corporate rights and the legislative protection of these rights. Up until very recently, the framework of already existent civil rights did not distinguish out corporate rights and the many different components of corporate governance as discrete categories. This is partially owing to the fact that disputes over the nature of corporate interactions and whether or not to consider them necessary or material may still be found to this day in the body of scholarly work pertaining to the law.

IMPORTANCE OF CORPORATE GOVERNANCE

The application of corporate governance in a company provides that organization with structure, decision-making procedures, and identifies those who will be accountable for their actions. This is the purpose of the post, as well as how it is classified. The company stays focused on its mission and goals, and it does not provide special treatment to a select group of senior officials. It can be challenging to realize the benefits of good corporate governance in a short period of time. A company may profit in the short term by juggling and demonstrating benefit, but they are not practices that will help the company's financial image in the long run. The confidence of an investor is bolstered when accurate financial data, transparency, and governance regulations are present. Respect for the rules of corporate governance presents an opportunity for the CEO or directors of a firm to bring to light unethical conduct or poor management. It would be demonstrated how unjust the remuneration is that is granted to managers or the CEO as a result of poor corporate governance.

Investors and the general public have the impression that firms with corporate governance are affluent and forward-looking because of marketing and imagery that promote corporate management. Management of the corporation provides assistance to institutional shareholders. The higher-ups have decided to outlaw autocratic operational techniques. A whole new open community is born out of effective corporate governance in an organization. A more confident attitude toward corporate governance can lead to more participative effectiveness inside a company. There will be an increase in the provision of financial resources, the supply of commodities, as well as the acquisition and entry of products and services. The market valuation of a corporation drops drastically whenever there is a widespread belief that the organization is engaging in unethical commercial practices.

This has been witnessed in the not too distant past in the trials of Satyam and Sun. When a firm invests its money in a product, it is, of course, the obligation of the company to provide its stakeholders with an account that is honest and transparent. In order to accomplish this goal, it is necessary to create corporate governance and effective supervision procedures. Although the tactics and practices of corporate governance vary from one region to another, the fundamental fundamentals remain the same. In addition to rules and codes that are written down, businesses should also have voluntary codes that are in line with their goal and objectives.

4PS OF CORPORATE GOVERNANCE

Now, rather of receiving the money that was saved by the firm, the corporations will be required to present an exhaustive and precise report of their progress. It may be necessary for the Chief Executive Officer, the Management Board, and the Executive Director of an organization to take responsibility for the performance and deficiencies of the business, regardless of whether or not they are completely aware of their experiences and decisions.

This component contributes significantly to the effective direction of the product as well as the business governance of the organization. Corporate administration does not rely on income or healthy financial flows, and it does not seek the long-term goals and dedication of its workforce. The 4Ps that make up corporate governance are people, their intentions, the procedures they go through, and the results they get. The 4Ps each play an important part in the process of directing the available resources of any given company.

- **People**

They are the individuals that are in charge of every firm. Their stakeholders include individuals including as shareholders, customers, employees, and lenders as well as organizations, governments, and society as a whole. The internal stakeholders of a business are required to have a work ethic, prioritize the welfare of their employees, and be willing to put in effort.

The government ought to be just, impartial, and focused on achieving its goals. It is necessary for the management of the firm to implement ethical concepts such as honesty and integrity into the operation of the organization. Conflict between the various stakeholders may be reduced by cultivating cordial ties and encouraging their participation in decision-making.

- **Purpose**

It is important for the management of a firm to maintain an atmosphere of openness and honesty at all times. Everyone ought to be informed, and they ought to be aware of the intention. As time passes and circumstances shift, the goal itself should shift as well. The function that is being provided has to be observable and functional. The idea of intent is something that may help contribute to the vision and purpose of a firm. The next step is to determine the company's overall strategy and formulate detailed action plans for putting it into effect.

- **Process**

Defining and documenting the management of processes inside an organization. Control of resources, management of businesses and firms, management of supply chains and energy, management of marketing and data, management of risks and mantras, and management of risk are all included in management of processes. Management of a project.

The management of processes entails determining how they are organized and how they achieve the outputs that have been specified. The control parameters and procedures ought to make it clear in which parts of these processes there are gaps in functionality. The plants and processes are governed by a variety of regulations and laws that must be enforced inside the nation.

- **Performance**

The standards of output should be set and communicated to ensure that everyone knows what is expected in the chain. What is and is not appropriate. The effects should be measurable. Standard measures contribute to operational efficiencies and vulnerabilities at different stages. The metrics of success may be made on the monetary transactions in a organization such as the productivity of assets or the supply chains.

SUBSIDIARY COMPANIES

The requirement that the board of directors of the holding company should have some sort of independent relationship with the board of directors of the subsidiary in order to perform the necessary supervision prompted the drafting of the revised clause 49, which includes specific rules with regard to subsidiary businesses. Therefore, the recommendation of the Narayana Murthy Committee to make provisions relating to the composition of the Board of Directors of the holding company to be made applicable to the composition of the Board of Directors of subsidiary companies and to have at least one independent director on the Board of Directors of the holding company on the Board of Directors of the subsidiary company was incorporated into the Revised Clause 49 of the Listing Agreement. This was done in order to comply with the requirements that were outlined in the Narayana Murthy Committee's report. In addition to the responsibility of the Audit Committee of the holding company to analyze the financial statements, the subsidiary is responsible for making investments and disclosing information about transactions that are substantially important. This helps to guarantee that any possible conflicts of interest with the business's interests are resolved. The businesses Act of 2013 extended the definition of'subsidiary' such that it now encompassed both joint venture businesses and associate firms. This was done in order to make the term more inclusive.

Role of Institutional Investors

Countries with rapid economic growth, such as India, have drawn significant investments from foreign investors as well as major Indian financial institutions with global aspirations. As a direct consequence of this, the levels of corporate governance that are present in the investee firms have significantly improved. Companies that have effective governance systems have earned high risk-adjusted returns for their shareholders, as shown by a large number of research studies that have been published in the past several years. Therefore, if a firm want the participation of institutional investors, it will need to demonstrate that it has successfully improved the quality of its corporate governance standards. Therefore, it is necessary for enterprises based in India to implement industry standards that are considered to be the finest in the world, such as the OECD Corporate Governance Principles. In nations like India, where the ownership of corporations still continues to be heavily concentrated, it is essential that all shareholders, including domestic and international institutional investors, be treated fairly. This is the case even more so in countries like India.

Stakeholders Relationship Committee

The Kumar Mangalam Birla Committee, as one of its mandatory recommendations, proposed the necessity of forming a board committee under the chairmanship of a non-executive director to specifically look into the redressing of shareholder complaints such as the transfer of shares, the non-receipt of balance sheet, the non-receipt of declared dividends, and other similar complaints. The Committee was of the opinion that the establishment of a shareholders' grievance committee would assist in drawing the attention of the firm to shareholder complaints and would serve to sensitize management to the necessity of resolving shareholder complaints. Not only is the creation of such a committee now required under the 2013 Act, but so is the

revision of Clause 49, which gives it a larger mission to encompass the issues and concerns of other stakeholders in addition to those of shareholders.

Companies that have more than 1,000 shareholders, debenture-holders, deposit-holders, and any other security holders at any time during a financial year are now required to establish a Stakeholders Relationship Committee in order to address the concerns of the company's security holders. The chair of the committee must be a non-executive director, and the other members of the committee must be decided by the Board. The purpose of this committee is to address the concerns of the company's security holders.

Executive Remuneration

The most important concept regarding the compensation of directors is the principle of openness, and shareholders have the right to a comprehensive and unambiguous disclosure of the advantages that are made accessible to directors. The Nomination and Remuneration Committee must be formed in accordance with the requirements of the Revised Clause 49 of the 2013 Act, which stipulates that it must include at least three directors, all of whom must be non-executive directors, and at least half of whom must be independent. The Nomination and Remuneration Committee is tasked with ensuring that the level and composition of remuneration is reasonable and sufficient; that the relationship of remuneration to performance is clear and that it meets appropriate performance benchmarks; and that the remuneration to directors, key managerial personnel, and senior management involves a balance between fixed and incentive pay reflecting short-term and long-term performance objectives appropriate to the workings of the company and its goals. There are other required disclosures that must be provided in the portion of the annual report devoted to the topic of corporate governance. These disclosures include the entirety of the compensation package enjoyed by each and every director, including their base pay, perks, bonuses, stock options, and pensions, among other things.

REVIEW OF LITERATURE

The connection between corporations and corporate governance has been the subject of a great number of studies. The majority of research found a strong correlation between the two. However, although excellent governance is associated with high performance by organizations, this correlation has not been able to be demonstrated beyond a reasonable doubt, and the data are contradictory (Pande, 2011).

Brown and Caylor (2004) came to the conclusion that the Board structure is the most important aspect that goes into determining the Corporate Governance Quotient (CGQ). They also demonstrated a favorable correlation between CGQ scores and financial performance metrics that were adapted for the sector. These indicators included shareholder returns, productivity, payments, and dividend yields. (2005) Van de Velde and colleagues evaluated the relationship between good corporate governance and financial success and discovered some positive but not large correlations between the two. This result is consistent with the findings that Gompers et al. (2003) characterized as having further, namely that corporations with excellent governance and shareholders' rights had greater levels of firm profitability, income, and growth in revenue. Indicators of Financial and Bureaucratic Governance (2006)

According to the results of a study, businesses that were rated in the bottom 10% of GMI's global data base had a worse return on equity (ROE), return on assets (ROA), and return on capital (ROC) than those that were rated in the top 10%. Additionally, the survey discovered a connection between assessments of corporate

governance and financial success. According to Selvaggi and Upton (2008) (2008), firms that are more regulated generate higher risk-adjusted returns. They emphasized over and over again that stronger corporate governance is what leads to increased performance, not the other way around. According to Eisenhofer (2010), "strong corporate governance encourages long-term sustainability and actually pays for it." In other words, "strong corporate governance pays for itself." Core et al. (2006), as well as Statman and Gluskhov (2009), on the other hand, did not. Azim (2012) utilized structural equation modeling (SEM) to find that certain governance systems have positive covariance, while others have negative covariance. He figured this out by comparing the two sets of results. As a result, there was not formed a link that was both crystal clear and substantial between the governance mechanisms and the financial performance mechanisms (such as those given for by ROE, ROA, book value ratio markets, prices – earnings ratio, and dividend yields).

Some of these studies reveal a positive but negligible association, while others do not indicate a significant correlation between corporate governance and corporate financial efficiency. As a result, we see a positive and significant relationship in some of the existing research; other studies suggest a positive but insignificant relationship. As a result, the current body of research presents conclusions that are contradictory and insufficient; hence, further empirical investigation is necessary in order to acquire definite results.

OBJECTIVE

1. To conduct research on the pillars and principles of corporate governance, in addition to the principles that determine the importance of these pillars and principles.
2. To do research into the many different corporate governance methods that are used in India.

Methodology

A methodical strategy for understanding and assessing the rules, regulations, and standards that regulate how corporations are governed and controlled constitutes the methodology for studying and analyzing the features of new legal provisions of corporate governance. This methodology is used for researching and analyzing new legal provisions of corporate governance. Corporate governance is an essential component of modern company, as it contributes to the establishment of an accountable and transparent environment, as well as to the safeguarding of the interests of many stakeholders. The following is an outline of a step-by-step procedure for conducting an analysis of newly enacted law requirements pertaining to corporate governance:

1. **Identify the Relevant Legal Provisions:** To begin, it is necessary to locate and acquire all of the pertinent legal papers and laws that are associated with corporate governance. Laws, rules, codes of behavior, and recommendations may fall under this category. These may be imposed by government agencies, stock exchanges, or industry organizations.
2. **Review and Familiarize:** Read the new legal provisions slowly and make sure you understand them before moving on. Gain an understanding of their remit, goals, and the particular facets of corporate governance that they focus on. When compared to the provisions that came before, make a note of any modifications or revisions.

3. **Research Background and Context:** Conduct research on the history and circumstances that led to the establishment of these new provisions. It is important to have an understanding of the problems or events that prompted the need for regulatory reforms in corporate governance.

4. **Consult Experts and Stakeholders:** Engage with legal professionals, specialists in corporate governance, and other relevant stakeholders to collect ideas and opinions concerning the consequences of the new laws. Engage in dialogue. This stage has the potential to give helpful insights and views on the practical ramifications of the legislation.

5. **Analyze Impact on Corporations:** Determine how the newly enacted provisions will affect companies, both those that are publicly traded and those that are privately held. Take into consideration the possible consequences that they might have on the structure of the corporation, the decision-making processes, and the rights and obligations of the directors, officers, and shareholders.

According to Claessens (2003), there is a lot of variation in how corporate governance is defined. These definitions correspond to approximations that have been made since 1992 with the goal of establishing guidelines for the management and control of companies, directing the actions of those companies to guarantee investors that the resources they have invested are managed to achieve profitability and efficiency. These approximations were the basis for these definitions.

Table 1 was put together using the authors that were consulted, as follows:

Table 1. Emphasis on corporate governance models

No	Emphasis	Autors
1	Government Financial Model	La Porta, Lopez-de-Silanes, Shleifer and Vishny (2000) ; Zingales (2014); Hilb (2005); Chisari and Ferro (2009); Andrés-Alonso and Santamaría-Mariscal (2010); OCDE (2004)
2	Governance Model of Contracts between Participants (Normative)	Claessens, 2003; Weil, Gotshal & Manges LLP (2012), Petrică (2012); Andrés-Alonso and Santamaría-Mariscal (2010); OCDE (2004)
3	Cognitive Government Model	Lefort y Walker (2003); Wigodski and Zuñiga(2003), Petrică (2012); Claessens, 2003 Andrés-Alonso and Santamaría-Mariscal (2010); OCDE (2004)
4	Decision making	Denis and McConnell (2003); Andrés-Alonso and Santamaría-Mariscal (2010); OCDE (2004)
5	Good practices	Center of Excellence in Corporate Governance, (2009:4); OCDE (2004)

It is possible to deduce from table 1 that the authors who were analyzed placed the majority of their emphasis on the following aspects of CG: a government financial model; that of a model of governance of contracts between participants (normative); a cognitive model of government; or focused on decision-making through good practices that, according to Andrés-Alonso and Santayana Marisa (2010), should be centered on governance mechanisms that discipline managers and resolve agency conflicts, or on governance.

Results and Discussion

In the current state of affairs, the corporation plays an important role as an institution in the contemporary network of economic interactions. At the same time, there was a paradoxical situation in which both the idea of the corporation and the issues of corporate governance did not find any meaningful reflection in the existing regulatory legal acts of Russia, Ukraine, other countries that were formerly a part of the USSR, and foreign countries. This was the case in Russia, Ukraine, other countries that were formerly a part of the USSR, and foreign countries. There is a diversity of opinion among scholars who are actively developing scientific frameworks within the context of this subject. Some people believe that it is necessary to consider internal corporate relations, and consequently issues of corporate governance, from the standpoint of existing civil law. On the other hand, there are some people who believe that the concept of corporations and their management should be guided by the definition of the status of a corporation as a legal entity.

Within the confines of Ukraine's existing civil law, there is neither a clear legal definition of the notion of a company nor a regulation of the fundamental concerns surrounding corporate governance. Neither of these things is the case in the modern day. The laws of the country governing business and commerce are the only ones that recognize the legal entity known as a corporation. The concept of a corporation is interpreted in the following manner according to the Economic Code of Ukraine (2003): "A corporation is a contractual association created on the basis of combining the production, scientific, and commercial interests of combined enterprises, with the delegation of separate powers of centralized regulation of each of the participants to the corporate governance bodies." According to this definition, the duty for the centralized control of the actions of participants in a company rests with the governing bodies of the corporation. This regulation is based on the unity of the interests of businesses that belong to a specific corporation. According to British legal precedent, the operation of any kind of legal body can be referred to as a company. At the same time, there is a clear legislative regulation of this structure as such, which sets itself the duty of producing a profit, and according to the legal restrictions that are now in effect in this nation, this component is the most important one when it comes to concerns pertaining to corporate governance.

Emergence of Corporate Governance in India

The Industry Association On Confederation of Indian Institute, which was the first effort in India as a voluntary measure to be embraced by Indian enterprises, is credited with coining the phrase "corporate governance" in the late 1990s. Corporate Governance is the new golden term that was invented in the corporate sector. It has provided a number of voluntary suggestions to incorporate best-in-class standards of corporate governance in listed firms. These recommendations touch on the four foundations of fairness, openness, accountability, and responsibility in the management of the company's business activities. The Security and Exchange Board of India (SEBI) is responsible for the second significant effort, which may be found in the Listing Agreement as Clause 49. The third significant step that was taken to successfully implement Corporate Governance was carried out by the Naresh Chandra Committee and the Narayana Murthy Committee. These committees provided a taste of how the Corporate Governance model operates within corporations from the perspective of shareholders, investors, and other stakeholders of the organization. Since 1998, the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) have been responsible for the serious efforts that have led to the development of guidelines for both mandatory and optional aspects of corporate governance. The real change in the corporate sector was able to be felt with the introduction of 2009 Mandatory Corporate Governance Voluntary Guidelines, which companies that are listed on stock exchanges are required to comply with by Clause 49 of the Listing Agreement. These guidelines include mandatory

codes that need to be followed by companies pertaining to boards of directors, audit committees, and various disclosures with respect to related party transactions, whistleblower policies, and other similar topics. The final assent to Corporate Governance practices in the effective management of the company can be seen as an introduction to new significant provisions introduced in the Companies Act, 2013 in the form of independent directors, women directors on the board, corporate social responsibility, and mandatory compliance of Secretarial Standards issued by the Institute of Company Secretaries of India as per Section 118 of the Companies Act, 2013. These new provisions were introduced in the form of independent directors, women directors on the board, and corporate social responsibility.

Need of Corporate Governance

The fall of international giants such as Eronf, Worlcom, Tyco, and AOL, as well as financial scams such as Satyam, have been huge eye-openers in the corporate arena. These events have made the company's management, ownership, and stakeholders aware of the emergent need to comply with the principles of Corporate Governance in order to protect themselves from paying enormous corporate criminal liabilities in the future. These enormous business conglomerates were forced to foot the bill for the unethical policies and inadequate corporate governance procedures that were implemented by the management of these corporations and the financial consulting firms who advised them.

The significance of finding solutions that ensure good corporate governance has grown as a result of several factors, including the escalating conflict between ownership and management disciplines, the non-compliance of financial reporting by auditors, which results in heavy losses for investors, and the absence of a fair and transparent culture within the company, which shakes investor trust in the company's ability to remain financially viable and maintain high ethical standards.

Need for Corporate Governance in India

The non-compliance of standards of financial reporting and accountability by boards of directors and management of firms, which results in significant financial losses for investors, is one of the primary factors that led to the emergence of the requirement for effective corporate governance. The requirements for proper corporate governance in India are as follows:

1. **Changing Ownership Structure:** A corporate firm has lots of stakeholders with different attitudes towards corporate affairs, corporate governance protects the stakeholders' right by implementing it through its code of conduct. Today a company has a very large number of stakeholders spread all over the nation and even the world and a majority of shareholders act unorganized with an indifferent attitude towards corporate affairs. Maintaining a proper structure of a corporate body requires a practical implementation of rules and regulations through a code of conduct of corporate governance.

2. **Social responsibility:** Society having greater expectations from corporate, they expect that corporate take care of the environment, pollution, quality of goods and services, sustainable development etc. Fulfilment of all these expectations is only possible with proper corporate governance.

3. **Takeovers and Mergers:** Takeovers and mergers of corporate entities created lots of problems in the past. It affects the right of various stakeholders in the company and creates a problem of chaos, this factor also pushes the need of corporate governance in the country.

4. **Confidence booster:** Corporate scams or frauds in the recent years of the past have shaken public confidence in corporate management. The need for corporate governance is then crucial for reviving investors' confidence in the corporate sector towards the economic development of society.

5. **Mismanagement and corruption:**It has been observed in both developing and developed economies that there has been a great increase in the monetary payments and packages of top level corporate executives. There is no justification for exorbitant payments to top ranking managers, out of corporate funds which is a property of shareholders and society. This factor necessitates corporate governance to restrict the ill-practices of top managements in the companies.

6. **Investors' influence:** Large corporate investors are becoming a challenge to the management of the company as they influence the decisions of the company. Corporate governance set the code to deal with such situations.

7. **Globalization:** Globalization made the communication and transport between countries so easy and frequent. Many Indian companies are listed with international stock exchange which also triggers the need for corporate governance in India to structure the companies at par with international level.

8. **Efficiency of management:** Hostile takeovers of corporations witnessed in several countries put a question mark on the efficiency of managements of take-over companies. Lack of efficient code of conduct for corporate managements points out to the need for corporate governance.

Importance of Corporate Governance in India

Not only does good corporate governance protect the interests of management, but it also protects the interests of stakeholders, which in turn helps India's economy keep pace with the rest of the world's booming economies. When a firm has strong corporate governance, the shareholders who are involved with that company tend to have a significantly higher degree of trust in the organization.

Directors who are self-assured and independent contribute to a good view for the firm in the financial market, which in turn has a beneficial impact on the price of the company's shares. When deciding which firm to invest in, one of the most essential factors for foreign institutional investors to consider is the corporate governance of that company.

Importance of corporate governance is stated below:

1. Good corporate governance ensures success and economic growth of a firm worldwide.

2. Strong corporate governance maintains investors' confidence in the financial market, as a result of which company can raise capital efficiently and effectively.

3. International flows of capital enable companies to access financing from a large pool of investors. If countries are to reap the full benefits of the global capital markets, and if they are to attract long-term capital, corporate governance arrangements must be credible and well understood across borders. The large inflows of foreign investment will contribute immensely to economic growth.

4. Properly structured governance lowers the capital cost.

5. The importance of good corporate governance lies in the fact that it will enable the corporate firms to attract capital and perform efficiently. Investors will be willing to invest in the companies with a good record of corporate governance.

CONCLUSION

According to the findings of this study, Indian corporations have significantly altered their approaches to corporate governance with the introduction of recent legislative amendments. In addition, the primary objective of the alterations is to raise the level of accountability of the board of directors to all of the various stakeholders. When it comes to Indian firms, the appointment of even just one woman to the position of managing director is a big step forward. In order to improve gender equality at the highest levels of management, regulators should likewise work to increase the number of women in their ranks. Because of the importance of the role of Independent Directors in the successful completion of these changes, more independent directors should be appointed to positions of leadership inside Indian corporations. The mandatory expenditure objective of 2 percent of CSR net profits has not yet been reached in its entirety. It is my hope that this Indian model will generate wonders for the growth of our society in the not-too-distant future, as a result of corporations recognizing the key components of their responsibilities to society. Because of this, there is a potential for increased returns on social investment. Initiatives of such a charitable nature. Transparency in both economic and social responsibility has been increased as a result of the need that assessments of corporate responsibility be published. Disclosure of carbon footprints would be mandated if authorities were serious about improving environmental understanding and holding accountable those who cause environmental damage. If appropriate management incentives are introduced in a variety of industries, not only will this encourage enterprises to follow the regulations, but they will also be inspired to make a substantial contribution to society and the community as a whole.

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