CONTENTS

Introduction

1. Corporate governance regime in Ukraine 13
   1.1. Corporate governance regime 13
   1.2. Types of joint stock companies 13
   1.3. Types of company’s shares 14
   1.4. Bodies of joint stock companies 14
   1.5. Institution of board of directors of joint stock company 15
   Exhibits 16

2. Director election 21
   2.1. Directorships and the type of controlling owner 21
   2.2. Responsibility for organizing the process of the director election in the Ukrainian companies 24
   2.3. Criteria to nominate members of the supervisory boards 26
   Exhibits 28

3. The chairman of the supervisory board - the chairman of the management board 29
   3.1. Shareholder attitude to “the chairmanship dilemma” 29
   3.2. The chairmanship paradox 31
   Exhibits 32

4. Board size and composition 34
   4.1. Size of the board and the main tradeoffs 34
   4.2. Size of the board and ownership concentration 35
   4.3. Board composition 37
   Exhibits 44

5. Committees of the board 54
   5.1. Audit commission 54
   5.2. Compensation committee 56