

# Course for Board Members

A training programme organised by



6 June 2024  
23 October 2024

In partnership with

Schjødt



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## Oslo Børs and Academy

[Oslo Børs](#) offers the only regulated markets for securities trading in Norway today and is world-leading in the energy, shipping and seafood sectors. Oslo Børs joined the Euronext Group in June 2019.

As part of Euronext, companies listed on Oslo Børs now meet a larger investor audience, which means increased access to capital, liquidity and interest. More investors are also meeting through our efficient and secure trading platform, where our unique Single Order Book allows around 180 brokers to trade, clear and settle in a uniform way.

[Academy](#), the training centre of Euronext Group, turns **capital markets expertise** into world-class training courses and programmes.

Our programmes reflect the evolution and trends of **financial markets and their ecosystems**.

Key assets of our learning centre are our centrality in capital markets, and our **internal and external faculty**, whose contributors are drawn from practitioners, academics, advisors and financial market specialists.

As a financial market infrastructure, being at the centre of capital markets, we understand not just what is happening now, but also what's changing - so we can design our courses to equip attendees with the necessary skills for the world of today and tomorrow.

### An accredited Management System Certificate

Academy meets the management system standards UNI EN ISO 9001:2015, sector EA:37 since 2007.

The accreditation guarantees internationally recognised quality service standards and allows companies to apply for public funding to finance individual and company training projects.



## Our Partners

### Schjødt

[Schjødt](#) is one of the largest law firms in the Nordics with a team of around 280 lawyers in Oslo, Stockholm, Copenhagen, London, Bergen, Stavanger and Ålesund.

Schjødt is internationally recognised and respected as one of Scandinavia's top tier law firms, with strong UK capabilities and a reputation for legal excellence. We combine this with commercial skills and drive, integrity and commitment to service. Schjødt is acknowledged as one of the leading capital markets practices in Scandinavia and is consistently placed among the leading firms in Scandinavia in all major league tables and recognised rankings.

Our capital markets team represents leading corporate finance houses, international and domestic issuers, banks, sponsors and investors on public and private offerings, transactional structuring, disclosure and corporate governance matters and corporate and securities regulatory issues within the capital markets sphere.



[Carnegie](#) is a Nordic Investment Bank and market leader in the areas of Corporate Finance, Securities, and Private Banking.

Carnegie has held a central position in the Nordic business for more than 200 years. In the 19th century as a trading house, and for the past century as a financial adviser. We bring investors together with entrepreneurs and companies to enable clients, owners, and society to grow sustainably.

Simply put, Carnegie is where knowledge and capital meet; we play an important role in the market economy by efficiently channelling money to productive investments that create value in society. We operate in six countries and have approximately 700 employees - a meeting place for ideas, knowledge, and capital, for investments and investment opportunities.

## Programme overview, take-aways and target

### Overview and take-aways

Academy – Euronext Group in collaboration with Oslo Børs invite you to an accelerated refresher course, held over half a day, to contribute to both knowledge and awareness of the duties of the board and board members' responsibilities, tasks and possible pitfalls.

Capital Market funding options, the current overarching financial markets regulatory framework as well as the board's role in listed companies are key topics on the event's agenda. Our ambition for this course is to help Board members be better prepared to meet their continuing responsibilities and to face potential, unforeseen challenging events.

### Target Audience

This training programme is designed for:

- Board members
- The Company's management
- Others who work with the board of the company

### Faculty

Academy and Oslo Børs have engaged Euronext experts as well as local Norwegian key stakeholders to provide an in-depth and well-rounded view of the role and responsibilities of Board members in listed companies.

**Marianne Lind Sahl** is a partner and head of the capital markets practice group in **Schjødt**. Her principal area of work is within capital markets, with focus on equity capital market transactions, IPOs, public M&A and other transactions involving listed issuers. She frequently advises on many of the largest and most complex capital market transactions in the Nordics, involving international and Nordic investment banks, PE-funds and listed issues across all sectors.

**Bjarne Rogdaberg**, partner at **Schjødt**, specialises in capital markets transactions and securities law, with a particular focus on the financial regulatory framework for domestic and international banks, investment firms, funds, payment institutions and other regulated entities. He has been involved in a substantial part of the most prominent establishments, takeovers and equity transactions in the Norwegian financial sector in recent years.

**Thomas Aanmoen**, partner at **Schjødt**, focuses on capital markets, securities and company law, assisting clients in IPOs, equity capital markets work, private and public M&A, rights issues and secondary offerings, spin-offs and general corporate advisory. Thomas regularly advises issuers and underwriters in a

broad range of equity capital market transactions. He also advises companies and their boards in respect of capitalization, structural changes, liability, and provides compliance advice with respect to stock exchange and securities legislation. With 25 years of experience at Schjødt, he has vast experience in his fields of work. Thomas is a graduate of the faculty of law of the University of Oslo.

**Viggo Bang-Hansen**, partner at **Schjødt**, specialises in capital markets transactions, securities law and M&A, with a particular focus on public and international transactions. He has extensive experience advising and representing local and international banks, issuers, sponsors and investors on equity and debt issuances, M&A, financial markets, financial regulatory, general corporate finance and corporate litigation. Prior to joining Schjødt in 2003, Viggo spent three years as a legal intern with the Norwegian Securities Dealers Association. He is a graduate of the Faculty of Law of the University of Oslo, including exchange studies at London School of Economics (UK) and McGill University (Montreal, Canada). He is ranked as a leading and recommended individual in national and international rankings, including Chambers and Legal 500.

**Christian Begby**, CEO at **Carnegie AS**, has broad experience from capital markets transactions and M&A. Christian has more than 25 years' experience from the Investment Banking industry in different management positions. He has been involved in a large number of IPOs, capital market transactions, and takeovers.

**Stefan Schander Slemdal** is the Head of ECM and Co-Head of Investment Banking at **Carnegie**. He has extensive experience from Norwegian IPOs and other ECM transactions in the Norwegian markets over the last decade. He works across different sectors and has worked with Nordic and international clients, both private and listed corporates and financial sponsors.

**Kristian Ottosen** is the Head of the Debt Capital Markets team at **Carnegie** in Oslo. He has extensive experience from both public and private debt transactions, including corporate bonds, direct lending transactions, convertible bonds and restructurings. He works across different sectors and has worked with Nordic and international clients, both private and listed corporates and financial sponsors.

**Anne Kathrine Sande** took up the position as Legal Counsel at Risk, Compliance and Market Surveillance in January 2023, after working in Arntsen De Besche lawfirm. Anne has primarily worked with M&A and capital markets, and has assisted Norwegian and international clients in connection with acquisition and sale of companies and other company law matters, including listing processes and issuance of bonds. Anne also has previous experience from the Oslo Stock Exchange from a Secondment in 2021, where she worked with risk & compliance, anti-money laundering and GDPR, in addition to assisting with ongoing legal issues.

Anne holds a master degree in law and has the following specialization subjects from her degree: contractual law, individual labor law, manufacturing contracts and International Environmental law.

## Course structure and logistics

The half-day training session will be held three times this year. You can choose which training session you would like to attend from the following:

- 6 June 2024 (in-person, in Norwegian)
- 23 October 2024 (online, in English)

### *Location*

The online sessions will be held on Academy's **Teams platform**, while the in-person training will be held at **Carnegie's offices (Oslo)**.

## E-learning Tools

The handouts and course material will be provided to the delegates in pdf format after the course. The attendees will also receive a Certificate of Attendance to the course in digital format and as a LinkedIn certificate.

# Agenda – Course for Board Members

## 08.30 – 12.00 CET

**8.30**

**Welcome and Introduction to the course**

**8.35**

**Oslo Børs' role in the Norwegian securities market**

**Øivind Amundsen - CEO**

**Oslo Børs**

**8.45**

**Capital Markets funding options: Understanding debt and equity financing**

**Christian Begby**

*CEO*

**Carnegie AS**

**Stefan Schander Slemdal**

*Head of ECM and Co-Head  
of Investment Banking*

**Carnegie AS**

**Kristian Ottosen**

*Head of the debt  
Capital Markets team*

**Carnegie AS**

9.35 *Break*

**9.50**

**Rules and regulations for listed companies**

**Anne Kathrine Sande – Legal Counsel Market Surveillance**

**Oslo Børs**

10.55 *Break*

**11.10**

**The role of the Board in a listed company**

**Marianne Lind Sahl**

*Partner*

**Schjødt**

12.00 *Course close*



# Terms and conditions

The registration form is a legally binding agreement between Euronext Corporate Services Italy S.r.l. and the applicant (or the company the applicant works for) and is defined by the following conditions:

## Schedule

06 June 2024 – in-person, in Norwegian  
23 October 2024 – online, in English

## Registration

The applicant can submit the registration form, duly filled out, to Academy up to 7 days prior to the course date via:

- **EMAIL** [academy@euronext.com](mailto:academy@euronext.com)
- **WEB** [Academy website](#)

To register after this date, please contact us at the following number:

- **TEL +39 02 72426.086**

Participation will be confirmed in writing by the Academy administration.

## Registration fees

The individual registration fee for the course is **NK 4,500** + VAT (if applicable).

The individual registration fee for participants from listed companies is **NK 3,500** + VAT (if applicable).

## Discounts

**Multiple registrations** - Discounts are available for multiple registrations of the same company. In particular:

- Two participants: 10% discount on the total amount
- Three participants: 15% discount on the total amount
- Four or more participants: 20% discount on the total amount

## Payment method

Fees must be paid:

- Upon receipt of the email from Academy confirming the applicant's registration (sent approximately 7 days prior to the course date)

or

- Upon receipt of the invoice from Euronext Corporate Services Italy S.r.l. (Academy is part of the Euronext Corporate Services Italy S.r.l. Company)

Payment must be made via **BANK TRANSFER** to:

### **Euronext Corporate Services Italy S.r.l.**

Piazza degli Affari, 6  
20123 Milano

Tax Code **11734560961**

VAT No. **IT11734560961**

### **Intesa San Paolo S.p.A.**

Piazza Cordusio, 4  
20123 Milano

IBAN - **IT22 N030 6901 6261 0000 0125 565**

BIC - **BCITITMM**

A copy of the effected bank transfer must be emailed to Academy [academy@euronext.com](mailto:academy@euronext.com).

Invoices marked as paid will be mailed to the addresses indicated on the wire transfer.

## Intellectual property rights

The Client acknowledges and agrees that the contents made available during the training (including, but not limited to, videos, pictures and texts) are property of Euronext Corporate Services Italy S.r.l. or are supplied by Euronext Corporate Services Italy S.r.l. in virtue of certain contractual arrangements with third parties and cannot be reproduced, distributed or used for business purposes without the prior written consent of Euronext Corporate Services Italy S.r.l. or the entity having the relevant rights on the same.

## Liability

Whilst every effort is made by Euronext Corporate Services Italy S.r.l. to ensure that the contents of the training (including, but not limited to, videos, pictures and texts) are accurate and up to date, Euronext Corporate Services Italy S.r.l. shall not be liable whatsoever for any inaccuracy or misleading information, nor for any consequential damage or expense or any loss of profit or

any liability to third parties incurred as a result of reliance on such information, which is provided for educational purpose only. Euronext Corporate Services Italy S.r.l. total liability under this agreement shall be limited to the maximum amount represented by the Fees paid to the latter by the Client.

## Traceability of financial flows

Euronext Corporate Services Italy S.r.l. and the Client assume all obligations regarding the traceability of the financial flows provided by Law 136/2010, as subsequently amended and implemented (the "Traceability Obligations").

In relation to the payments to be made pursuant to the present Contract, the Client, if it is a public contractor pursuant to decree law 163/2006 (Code of public contracts for works, services and supplies), to ensure the enforcement of Law 136/2010 and subsequent amendments, undertakes to communicate to Euronext Corporate Services Italy S.r.l., by the form attached to the Contract, the identification bidding code (CIG) and, in case, the unique code of project (CUP).

In particular, in fulfilling the Traceability Obligations Euronext Corporate Services Italy S.r.l. will communicate to the Client:

- (i) the bank accounts details to be used, also nonexclusively, for the payments to be made by the Client pursuant to the present Contract;
- (ii) the personal details and the fiscal code of the persons delegated to operate on them, indicating the relevant role and powers, within 7 (seven) days from the creation of the accounts above (or, in case of existing accounts, within 7 (seven) days from their first use in relation to the payments made by the Client).
- (iii) Any possible amendment of the information indicated in points (i) and (ii) above, will have to be communicated by the Client within 7 (seven) days from occurrence.

Let it be understood that, save for possible derogations and partial exemptions to Law 136/2010, failure to use instruments suitable to permit the full traceability of the financial flows (for instance, bank or post transfer) and the failure to comply with any other Traceability

Obligations, are grounds to terminate the present Contract.

Euronext Corporate Services Italy S.r.l. undertakes, in particular, to inform the Client and the Prefecture (territorial office of the Government of the province where the Client has its registered office) if it becomes aware of breaches by its contractual counterparties, if any, in relation to the Traceability Obligations.

## Cancellation Policy

According to article 1373 C.C., to withdraw from this contract applicants must send a written notice via email to [academy@euronext.com](mailto:academy@euronext.com):

- The fee will be fully refundable up to 7 working days prior to the course date;
- A 50% refund will be provided for cancellations made during the 6 days leading to the course;
- Fees are non-refundable for cancellations made 1 day prior to the course date.

Substitution of attendees (from the same company) may be made at any time.

Academy accepts requests to replace the course with another Academy course. The rescheduled training must take place within 12 months.

## Changes to the programme

Euronext Corporate Services Italy S.r.l. reserves the right to postpone or cancel the course and notify the participant via fax or email at least 1 week before the course date; in this case, the participant is entitled only to a full refund of the course fee. In addition, Euronext Corporate Services Italy S.r.l. is entitled to make changes to the programme and seat of the training and/or substitute the expected panellists with others with equal skills and competence.

## Governing law and jurisdiction

The present agreement shall be governed by Italian law. The parties assign to the Court of Milan the exclusive jurisdiction over any dispute arising out the present agreement, this including – but not limited to – any proceedings regarding the validity, the construction, the performance and/ or the termination of the agreement.

# Booking form

Please read the terms and conditions on the preceding page. Fill out the form and send it by email to [academy@euronext.com](mailto:academy@euronext.com).

For further information +39 02 72426086 – [academy@euronext.com](mailto:academy@euronext.com)

## Course for Board Members

- 6 June 2024 – in-person, in Norwegian
- 23 October 2024 – online, in English

### REGISTRATION FEE

Individual fee		<input type="checkbox"/> NOK 4,500 + 22% VAT (if applicable)
2 participants from the same company	<b>10% discount</b>	<input type="checkbox"/> NOK 8,100 + 22% VAT (if applicable)
3 participants from the same company	<b>15% discount</b>	<input type="checkbox"/> NOK 11,475 + 22% VAT (if applicable)
4 or more participants from the same company	<b>20% discount</b>	<input type="checkbox"/> NOK ..... + 22% VAT (if applicable)
Individual fee for listed companies		<input type="checkbox"/> NOK 3,500 + 22% VAT (if applicable)
2 participants from the same listed company	<b>10% discount</b>	<input type="checkbox"/> NOK 6,300 + 22% VAT (if applicable)
3 participants from the same listed company	<b>15% discount</b>	<input type="checkbox"/> NOK 8,925 + 22% VAT (if applicable)
4 or more participants from the same listed company	<b>20% discount</b>	<input type="checkbox"/> NOK ..... + 22% VAT (if applicable)

For up to three multiple registrations, you may also register online to the 6<sup>th</sup> of June edition by:

- [Click here](#) for registrations from the same company listed on Oslo Børs
- [Click here](#) for registrations from the same company not listed on Oslo Børs

### PARTICIPANT INFORMATION

Name and Surname

Job title

Company

Email

Phone

Job Field			Familiarity with the course subject
<input type="checkbox"/> General Management	<input type="checkbox"/> ICT	<input type="checkbox"/> ESG and Sustainable Business	<input type="checkbox"/> Basic
<input type="checkbox"/> HR, Organisation and Development	<input type="checkbox"/> Legal	<input type="checkbox"/> Finance	<input type="checkbox"/> Intermediate
<input type="checkbox"/> Administration and Control	<input type="checkbox"/> R&D	<input type="checkbox"/> Risk Management	<input type="checkbox"/> Advanced

**Nature of business**

- |  |  |   |                                 |
|--|--|---|---------------------------------|
| <input type="checkbox"/> Listed/unlisted company | <input type="checkbox"/> Bank            | <input type="checkbox"/> Advisory       | <input type="checkbox"/> Energy |
| <input type="checkbox"/> Lawyer                  | <input type="checkbox"/> Investment Bank | <input type="checkbox"/> Private Equity | <input type="checkbox"/> Funds  |

**Company Address**

Street	N.	Zip code	City	Country
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**BILLING INFORMATION**
**The invoice must be addressed to:**

Company name/Participant name and surname

VAT number	Department
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Billing reference name

Street	N.	Zip code	City	Country
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Phone	E-mail
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**ELECTRONIC INVOICE (IF APPLICABLE)**

According to the Italian Law no. 205 of 27.12.2017 and to Provision no. 89757 of 30.4.2018 of the Italian TAX Authority and subsequent amendment and/or integrations, the Client duly holder of an Italian VAT code/Tax identification code) provides with:

Certified E-mail Address (PEC):

Or Recipient Code:

In order to receive the electronic invoice through the Italian Exchange System (SDI) according to the above information

**Phone**
**Email**
**SPLIT PAYMENT (IF APPLICABLE)**

According to the art. 17-ter of the Italian D.P.R. no. 633/72 (as subsequently amended and implemented), the Client (duly holder of an Italian VAT code/Tax identification code) declares that:

- is subject to the "Split Payment" VAT regime     is not subject to the "Split Payment" VAT regime

and undertakes to communicate any change of such regime.

## PRIVACY

By signing this booking form I declare that I have read the informative document regarding the processing of personal data on the Euronext Corporate Services' website ([Privacy Policy | Euronext Corporate Services](#)) and I accept the General Terms and Conditions of the service.

In addition to the declaration above, by ticking the relevant box I also inform that (*please tick the chosen box*):

I DO  I DO NOT  
authorise Euronext Corporate Services to collect and to process my personal data for the purpose of "direct marketing", by sending advertising material, direct sales and promotion of products and services of Euronext Corporate Services, carrying out market research, marketing communications, also using data subject's name for publicity carried out through automated means of contact such as e-mail, fax messages, MMS or SMS.

I DO  I DO NOT  
authorise the communication/the transfer of the personal data for the purposes of direct marketing by third parties - even outside the European Community - included the other companies of the Euronext Group, as well as third parties referred to in point c) of the informative document regarding the processing of personal data ([Privacy Policy | Euronext Corporate Services](#)).

**Signature and company seal**

**Date:**

## Academy

Comprehensive, quality education is fundamental for the development and growth of the economy. As part of a pan-European market infrastructure at the centre of European capital markets, Academy's main objective and activity is turning capital markets expertise into world-class training courses and programmes and making them relevant to the wider financial community of today and of tomorrow. Key Academy assets are our centrality in capital markets, and our internal and external faculty, made up of practitioners, academics, advisors and financial market specialists. Interactive and innovative learning methods make all Academy programmes an inspiring experience.

## Contacts

academy@euronext.com  
+39 02 72426 086



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