



Examination Question Matrix

Corporate Governance

Syllabus Area	Nov-25	Jun-25	Nov-24	Jun-24	Nov-23	Jun-23	Nov-22	Jun-22	Nov-21	Jun-21	Nov-20
Definition and Issues	Q1. Weak governance practices (5 marks)	Q2. Shareholder Primacy (5 marks)	Q1. Difference between corporate governance and compliance (5 marks)	Q2. Difference between a rules-based and a principle-based approach to CG (5 marks)	Q3. Principles (5 marks)	Q1. 'Comply or Explain' (5 marks)	Q1. Difference between governance and management of a company (5 marks)	Q1. Agency Theory (5 marks) Q2. Purpose (5 marks)	Q1. Principles v rules (5 marks) Q7b. 'Comply or Explain' (9 marks)	Q1. CG approach (5 marks)	Q1. Principles (5 marks)
Corporate Governance in the UK									Q9b. Compliance with UKCCG (9 marks)		
Other governance issues					Q9a. Governance of family-owned companies (10 marks)	Q9a. Governance of family-owned companies (8 marks)					
Role of the company secretary	Q9b. Role of CS (10 marks)	Q9b. Dual role of CS (10 marks)	Q4. Usability of the company secretary (5 marks) Q6a. Appointing a company secretary (13 marks)	Q9b. Dual role of CS (10 marks)	Q4. Appointment (5 marks)	Q4. Independence (5 marks)	Q9a. Skills (15 marks)	Q7a. Role (12 marks)	Q9b. Skills (12 marks)	Q2. Reporting Lines (6 marks) Q8b. Improving quality (10 marks)	Q9b. Role (8 marks) Q9c. Independence/Dual role (8 marks)
Role and membership of the board of directors	Q2. Role of the SD (5 marks)		Q7a. Role and Appointment of the Chair (10 marks)		Q5. Matters Reserved for the board (5 marks) Q9a. Restructuring the board (ie Chair v CEO) (12 marks)	Q9b. Chair v CEO (8 marks)			Q9a. Chair v CEO (13 marks)	Q5. NEO independence (5 marks)	
Directors' duties and powers	Q9a. s175, s176 and s177 (13 marks)		Q5. D & O insurance (5 marks)	Q3. Explain s174 (5 marks)	Q7a. Conflict of interest (13 marks)	Q5. D&O insurance (5 marks) Q9c. s172 (9 marks)	Q9a. Statutory duties (14 marks)	Q9a. Powers of directors (13 marks)	Q9a. Statutory duties (11 marks)		Q3. Independent judgement (9 marks) Q9a. Conflict of interest (9 marks)
Board Composition and succession Planning	Q7a. Role of the Chair (12 marks)	Q7b. Benefits of a NEO (13 marks) Q9a. Appointment of a new CFO (10 marks)	Q2. Re-election of directors (5 marks)	Q9a. Board composition and reporting (15 marks) Q9a. Nomination Committee and appointments (15 marks)		Q7a. Recruitment of NEOs (12 marks)	Q7a. Factors when recruiting new Chair (13 marks)			Q7a. Diversity (15 marks)	Q7a. Succession Planning
Board Effectiveness	Q9b. Culture (10 marks)	Q3. Refreshment of NEOs (5 marks) Q9a. Board Evaluation (12 marks)	Q7b. NEO Effectiveness (15 marks)	Q4. Benefits of using a board portal (5 marks) Q7b. Board Evaluation	Q1. Board information (5 marks)	Q2. Designing an Induction Programme (5 marks)	Q9b. Board Effectiveness (12 marks)	Q9b. Board Evaluation (14 marks) Q9b. Culture (12 marks)	Q9b. Induction (14 marks)	Q3. Ethics (5 marks) Q9a. Performance (15 marks)	Q9a. Culture (12 marks)
Financial Reporting and External Audit	Q7b. Audit Tender (13 marks)	Q4. Role of the External Auditor (5 marks)		Q9b. Role of the Audit Comm and Auditor independence (10 marks)	Q7b. Tender (12 marks)	Q3. Modified Audit Report (5 marks)	Q5. Rotation of Auditor (5 marks) Q9b. Audit Com (11 marks)	Q5. True & Fair (5 marks) Q9a. Audit Com (10 marks)		Q9a. Audit Com (13 marks)	Q4. Auditor independence (5 marks) Q7b. Audit Com (12 marks)
Corporate Social Responsibility and Stakeholder Engagement	Q9b. Stakeholder Engagement (12 marks)			Q5. The role of the Company Secretary in facilitating stakeholder engagement, and the benefits to the business of stakeholder engagement (5 marks)	Q9b. Stakeholder Engagement (15 marks)		Q9a. Stakeholder Engagement (13 marks)		Q3. Sustainability (5 marks) Q5. Greenwashing (5 marks) Q9b. Stakeholder Engagement (15 marks)	Q9b. CSR Advantages (12 marks)	Q9a. Stakeholder Engagement (15 marks)
Reporting on Non financial issues	Q3. Problems with traditional reporting (5 marks)	Q7a. CSR Reporting (12 marks)	Q9a. CSR Reporting (10 marks) Q9b. Sustainability Reporting and developments (15 marks)			Q7b. CSR Reporting (13 marks)		Q3. Integrated Reporting (5 marks)			
Risk Management and Internal Control	Q9a. Risk Management Systems (15 marks)	Q9b. Risk Management Systems (15 marks)		Q7a. Risk Management System (15 marks)		Q9b. Risk Reporting (13 marks)	Q2. Importance of an Internal Control System (5 marks)	Q4. Long Term Viability Statement (5 marks)	Q9b. Internal controls (10 marks)		Q5. Stress Testing (5 marks)
Risk Structures	Q4. Cyber Security responsibilities of the Board (5 marks)		Q9. Risk Structures (10 marks)	Q1. Benefits of managing reputational risk (5 marks)	Q2. Whistleblowing (5 marks) Q9a. Governance of Information/Cyber security (13 marks)	Q9b. Assessing Risk (11 marks)	Q5b. Disaster Recovery Plans (10 marks)	Q7b. Risk Register (13 marks)	Q4. Bribery Act (5 marks)	Q5a. Assessing Risk (13 marks)	Q9b. Whistleblowing (13 marks)
Shareholders' rights and engagement		Q9b. Shareholder Rights (13 marks)	Q3. Separation of ownership and control (5 marks)	9. Market abuse and inside information (25 marks)		Q9a. Stewardship Code and Shareholder rights (8 marks)	Q3. Shareholder Activism (5 marks)	Q9b. MAR & b) Conflict of interest (15 marks)	Q2. Stewardship Report (5 marks)	Q9b. Shareholders' rights (12 marks)	Q9b. Stewardship Code (10 marks)
Board engagement with shareholders			Q9b. Shareholder Engagement (13 marks)		Q9b. Shareholder Engagement (12 marks)			Q9a. Shareholder Engagement (11 marks)			
Other governance issues					Q9a. Governance of family-owned companies (10 marks)	Q9a. Governance of family-owned companies (8 marks)					
Remuneration	Q5. Avoiding rewarding for failure or loss of office (5 marks) Q9a. Remuneration Packages (15 marks)	Q5. NEO Remuneration (5 marks) Q9a. Role of the Remuneration Committee (12 marks)	Q9b. NEO Remuneration (12 marks)		Q9b. Setting remuneration (13 marks)	Q9a. Remuneration and long term share awards (14 marks)	Q4. provisions prevent reward for failure (5 marks) Q7a. Rem Com & Reporting (12 marks)		Q7a. Incentive Plans (16 marks)	Q4. Approval (5 marks) Q7b. Remuneration of NEO/Chair (10 marks)	Q2. Malus and clawback (5 marks)