SEBI Raises The Bar For Corporate Governance, Independent Directors Face Tougher Oversight As Disclosure Rules Evolve

SEBI pushes stronger corporate governance, greater accountability for independent directors, simpler compliance rules and transparent ESG disclosures to safeguard investors.

Shipra Rana | **Updated:** Thursday, November 19, 2026, 01:00 PM IST



SEBI | File Pic

Mumbai: The Securities and Exchange Board of India (SEBI) is stepping up efforts to strengthen corporate governance, improve boardroom accountability and simplify regulatory compliance for listed companies, with particular emphasis on the responsibilities of independent directors.

Speaking at the 'Gatekeepers of Governance' event in Mumbai, the SEBI Chairman stressed that strong corporate governance requires more than regulatory compliance. It depends on independent judgement, transparent decision-making and responsible oversight by company boards.

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Independent Directors Under Focus

The market regulator highlighted that independent directors must go beyond meeting statutory eligibility requirements. Their effectiveness should be reflected in their willingness to question management decisions, assess corporate risks and protect shareholder interests.

SEBI also emphasised capacity building to ensure independent directors possess the knowledge and skills required to navigate increasingly complex corporate governance challenges.

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Simplifying Corporate Disclosures

SEBI is reviewing several compliance requirements to improve transparency while reducing unnecessary regulatory burdens on listed companies. Key initiatives include introducing quantitative thresholds for material event disclosures, reviewing related-party transaction regulations and simplifying reporting obligations according to transaction materiality.

The regulator has also proposed changes to the monitoring of funds raised through public issues. Under the proposed framework, monitoring agencies could submit utilisation reports directly to stock exchanges, while monitoring requirements may extend to issuances regardless of their size.

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Relief From Multiple Penalties

Another proposal seeks to rationalise penalties imposed by stock exchanges for regulatory violations. SEBI aims to prevent listed companies from facing multiple penalties for the same non-compliance across different exchanges.

ESG Reporting Gets Attention

Sustainability disclosures remain another regulatory priority. Under SEBI's Business Responsibility and Sustainability Reporting (BRSR) framework, India's top 1,000 listed companies by market capitalisation must provide structured environmental, social and governance disclosures.

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The regulator is also examining ways to simplify value-chain reporting by concentrating disclosure requirements on significant business partners. These initiatives reflect SEBI's broader objective of creating a transparent, accountable and proportionate regulatory environment while strengthening investor confidence in India's capital markets.

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