## Latest Developments in Governance, Stewardship and Sustainability



April 2025

## Japanese Directors Warned of Personal Liability for Climate Risk Negligence

According to a new report <u>published</u> by the <u>Commonwealth Climate and Law Initiative (CCLI)</u>,\*
"Directors' Duties & Climate Change in Japan: 2025," Japanese corporate directors who fail to address climate risks could face personal liability. The report provides legal guidance on corporate directors' responsibilities under Japanese law regarding climate-related risks and the other possible future direction of Japanese law. For example, rules issued by the Financial Services Agency (FSA) in 2023 mandate a new section in annual securities reports on "sustainability policy and initiatives," which must describe the company's approach using the Financial Stability Board's Taskforce on Climate-related Financial Disclosures (TCFD) framework.

## South Africa's G20 Presidency Advances Al Initiative for Africa

Under its 2025 <u>G20 presidency</u> themed "Solidarity, Equality, Sustainability," South Africa hosted the second meeting of the G20 Task Force on AI, Data Governance and Innovation for Sustainable Development on April 10-11, 2025. The meeting focused on three key areas: Data Governance Dialogue, Digital Transformation in the Public Sector and the AI Initiative for Africa. The meeting also aimed to leverage the G20 platform to advance AI in Africa, in line with the African Union's Continental Strategy on AI. Consensus outcomes from the Task Force will be expressed in the AI Task Force Ministerial Declaration to be issued in September 2025, following the next meeting in Limpopo in June.

## **Virtual Shareholder Meetings Gain Popularity Amid Rising Activism**

On April 7, 2025, the Organisation for Economic Co-operation and Development (OECD) <u>published</u> a report on "Shareholder Meetings and Corporate Governance – Trends and Implications." The report examines the recent evolution in policies and practices for shareholder meetings including the growing use of virtual platforms and how it may be impacting corporate governance across 50 major economies. While virtual and hybrid meetings are now widely permitted, adoption varies significantly by country. Some companies are shifting to virtual-only formats due to activism concerns, as protests during shareholder meetings have increased. The report notes that shareholder proposals are rising globally, but approaches to submitting new resolutions during meetings remain inconsistent, potentially affecting investors' rights.

<sup>\*</sup> The CCLI is a legal research and stakeholder engagement initiative founded by Oxford University Smith School of Enterprise and the Environment, ClientEarth and Accounting for Sustainability (A4S).