2025 | WHITEPAPER

THE DIGITAL
BOARD MEMBER

PRODUCED BY

Deininger

IN COLLABORATION WITH

Control Risks | BOARD STEWARDSHIP
Enabling Future Boards

Foreword

Mr. Shailesh Haribhakti
Non-Executive Chairman,
Protean eGov Technologies Ltd,
and Independent Director on
multiple boards including TVS
Motor Company Ltd,
Bajaj Electricals Ltd and
Swiggy Ltd

We inhabit a world where boards often confuse robustness with relevance. Governance reports are polished, compliance rehearsed, and oversight duties declared 'largely aligned'. Yet when the inevitable digital rupture strikes – cyber breaches, AI misuse, quantum shocks – most boards reveal themselves as fragile porcelain, not seasoned oak.

The data from this survey does not lie. Only 6% of boards have fully adapted their strategies to digital transformation. Just 5% feel fully prepared for digital risks. The rest are caught between partial measures and cosmetic adaptations. This is not resilience but fragility masquerading as prudence.

Boards often rely on regulatory yardsticks, evidenced by 74% citing data privacy and compliance risks as their top concern. But fragility does not appear on checklists. It emerges when volatility and shocks test the system. A board that discusses emerging technologies 'occasionally' or 'once a year', as 26% admit, is not stewarding – it is sleepwalking.

To move from fragile to anti-fragile, boards must evolve from guardians of compliance to stewards of convexity, from being symbolic committees to having real skin-in-the-game, and from possessing static expertise to reflecting adaptive wisdom. The anti-fragile board does not fear chaos – it demands exposure to it.

The 'Digital Board Member' cannot be a symbolic appointee. Though 80% consider digital fluency important or essential, 73% say the concept has had limited impact. This asymmetry is exactly the kind of cognitive dissonance which is dangerous. Boards need Directors with lived digital experience who can absorb volatility, learn from disorder, and transform fragility into anti-fragility.

This whitepaper, led by Deininger in collaboration with Board Stewardship and Control Risks, offers a timely and actionable roadmap. It surfaces blind spots, progress markers, and emerging practices shaping board readiness in a digitally volatile world.

The 'Digital Board Member' is not a future aspiration – it is an urgent imperative!

Foreword

Mr. Greg Sinclair
Partner and Head of Digital Risks, Asia Pacific, Control Risks

Based on the survey results and real world discussions – boards today face a paradox. While 70% of Directors believe they are significantly prepared to oversee digital risks, only 6% have fully adapted their governance frameworks to meet the realities of digital transformation. This whitepaper surfaces that gap – not just between confidence and capability, but between awareness and action.

The findings are clear – digital risks are no longer theoretical. They are strategic, systemic, and fast-evolving. From AI misuse and cyber supply chain vulnerabilities to regulatory exposure and talent gaps, boards must now ask themselves five critical questions:

1. What is our threat environment?

2. What is our true risk profile – externally and internally?

3. How do we quantify our digital loss exposure?

4. Are we making the right business decisions in light of digital risk?

5. Are our governance mechanisms mature enough to respond?

The answers, for many boards, remain incomplete. Reporting is episodic, education is informal, and economic quantification is under-leveraged. Only 13% of boards receive regular digital briefings, and just 16% review financial impact models of digital risk. This is not resilience – it is reactive governance.

Yet there is momentum. Over 60% of surveyed boards plan to create dedicated digital committees and strengthen risk frameworks. The concept of the 'Digital Board Member' is gaining traction, with a clear preference for strategic, risk-aware leaders who can bridge business and technology.

This paper is both a mirror and a map. It reflects where Indian boards stand today – and where they must go. The imperative is not just to manage digital risk, but to steward transformation with foresight, fluency, and courage.

Preface

Mr. Manish Varghese
Managing Director &
Head Board Advisory
Practice – India & Middle
East, Deininger

Digital disruption is no longer a thematic risk. It is the new operating context in which boards must lead. As an executive search and board advisory consultant, I have seen this become unmistakably clear across numerous board conversations in recent years. Yet many boards still treat it as an ad hoc issue rather than embedding it into the fabric of their governance.

This whitepaper serves as a stimulus for boards to pause, reflect, and recalibrate. It is not just a diagnostic. It offers a sharp, leadership lens on where Indian boards stand today and what must change for them to remain credible and resilient amid relentless digital change.

The survey revealed intriguing insights. While most boards acknowledge the critical importance of digital expertise, risk oversight, and adaptive resilience, a significant gap exists between recognition and actual preparedness. Although 80% of boards consider having digitally fluent Directors as 'extremely critical' or 'very important', 82% of respondents reported that their boards have 'limited, although adequate for current needs' to 'no' digital expertise. Some boards have modernised governance models and strengthened digital capabilities, yet many remain constrained by legacy mindsets and compliance-driven approaches.

Boards must move beyond symbolic gestures. They must become dynamic, future-focused stewards of transformation who promote the right talent, conversations, mindsets, and actions. A critical step forward is embracing the emerging leadership archetype of the 'Digital Board Member'. This is not a distant or fictional idea. It is a leadership reality reshaping the future. Those who recognise this shift early will be equipped to lead in a digitally powered world. Those who do not – risk becoming irrelevant.

This whitepaper is the result of thoughtful collaboration and invaluable insights shared by seasoned board leaders across India Inc. I am deeply grateful to them, and to our collaborators – Control Risks and Board Stewardship – who were instrumental in shaping this work.

I hope this paper ignites deeper introspection and decisive action among boards to meet digital transformation with vision, courage, and readiness.

Executive Overview

The rapid acceleration of digital transformation, powered by AI, data analytics, and automation, is fundamentally reshaping business models and risk landscapes. Boards across India Inc. face the urgent need to evolve their governance structures, oversight mechanisms, and leadership capabilities to navigate this disruption effectively. This whitepaper, produced by Deininger in collaboration with Control Risks and Board Stewardship, explores the evolving and increasingly critical leadership paradigm of the 'Digital Board Member'.

Based on a survey of over 100 senior board members across industries, complemented by expert insights from governance, risk, and leadership specialists the whitepaper focuses on three key areas:

1. Evolution of board governance in response to digital disruption.
2. Growing complexity of digital and cyber risk oversight.
3. Rising expectations around digital fluency and future-ready leadership at the board level.

The survey findings reveal pronounced sector-specific vulnerabilities to digital risks, yet progress in adaptation remains uneven. The BFSI sector is identified by 90% of respondents as the most vulnerable to digital disruption, followed by Technology & Telecommunications (54%). In contrast, Manufacturing, Energy, Infrastructure & Real Estate, and Consumer Goods are perceived to have limited risk exposure.

Regarding governance adaptation, 50% of boards report partial progress or being in planning and discussion stages. Regulatory compliance remains a challenge with just 30% fully aligned with current guidelines from SEBI, RBI and MCA, highlighting the urgent need for proactive regulatory foresight.

Digital awareness is high, yet risk oversight continues to lag in structure and frequency. Despite recognising cybersecurity and data protection (79%) and AI and emerging technology governance (60%) as top priorities, formal oversight remains fragmented. Only 15% have dedicated digital committees while half rely on existing Risk Management or Audit Committees. Reporting on digital risks is often episodic with only 29% receiving updates multiple times in a year and nearly one-third receiving no regular reporting or only reactive updates during major issues. Moreover, structured digital risk education is limited with only 15% of boards receiving regular training. These gaps create a disconnect between perceived and actual readiness raising concerns about boards' ability to address digital risks effectively.

The 'Digital Board Member' concept is gaining traction but remains far from fully realised. While 80% consider digital fluency critical or highly important, only 18% believe their boards currently have sufficient expertise.

Nearly 20% view this role as a critical necessity and have active integration plans underway but most boards remain in an exploratory phase lacking formal nomination criteria and governance frameworks. There is broad consensus on the preferred profile favouring individuals combining strategic and risk-related capabilities with a business-oriented digital background rather than purely technical specialists, IT consultants or academic researchers.

This whitepaper provides a timely snapshot of where Indian boards currently stand in their digital readiness journey. More importantly, it offers a roadmap for the strategic shifts required in governance risk thinking and board composition to build resilience in an increasingly dynamic environment. As technological disruption continues to intensify, boards that embrace structured action, integrated risk oversight and digitally fluent leadership, will be best positioned to drive long-term value, and organisational stability and growth.

"

Board Stewardship is privileged to be part of this survey-backed whitepaper, a timely and valuable resource for the board community. It serves as a guide for navigating digital disruption and aligning board strategy to balance the opportunities and risks presented by AI and emerging technologies in the boardroom."

*— **Mr. Vikesh Wallia***
Managing Director & Editor, Board Stewardship
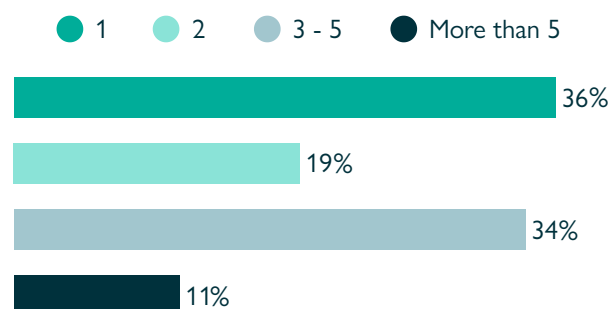
Demographic Overview of Survey Participants

The survey draws insights from a diverse and experienced group of senior board members across India Inc., encompassing Chairpersons, Independent Directors, Executive Directors, and Advisory Board Members. Most respondents serve on multiple boards, suggesting a seasoned cohort with a broad view of corporate governance practices across sectors. The roles represented indicate a strong mix of governance and executive oversight perspectives, enabling a balanced view of both strategic and operational boardroom priorities.

The survey respondents bring varied experiences from both listed and unlisted companies, with representation spanning domestic firms and multinationals, ensuring that the findings reflect the complexities of both local and global operating environments. Sectoral diversity is also evident, with strong participation from Manufacturing, Technology & Telecom, Consumer Goods and Services, Infrastructure & Real Estate, and Banking, Financial Services & Insurance, reflecting industries that are at the forefront of digital disruption. Additionally, companies represented in the survey span a wide revenue range, from small to mid-sized enterprises as well as large corporates, offering insights into how digital governance priorities may vary by organisational scale. Overall, the demographic profile lends credibility and breadth to the study, grounding the findings in a representative cross-section of India's evolving boardroom landscape.
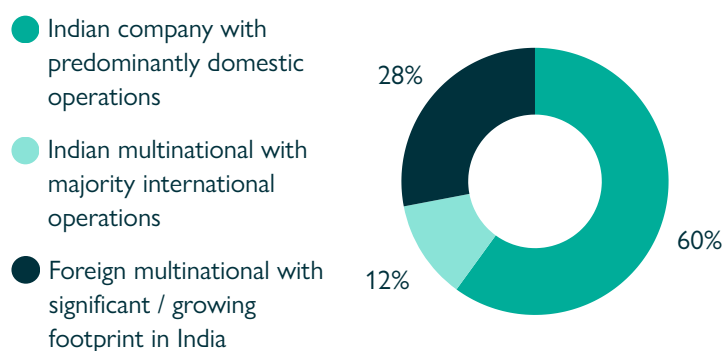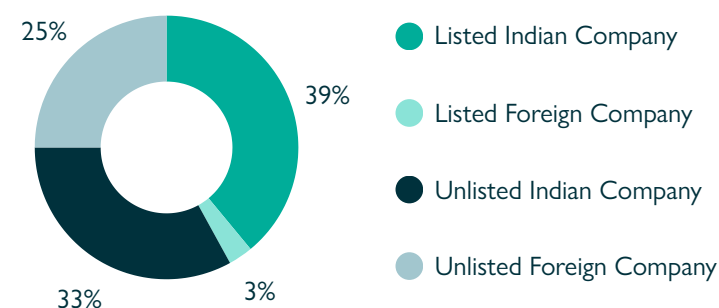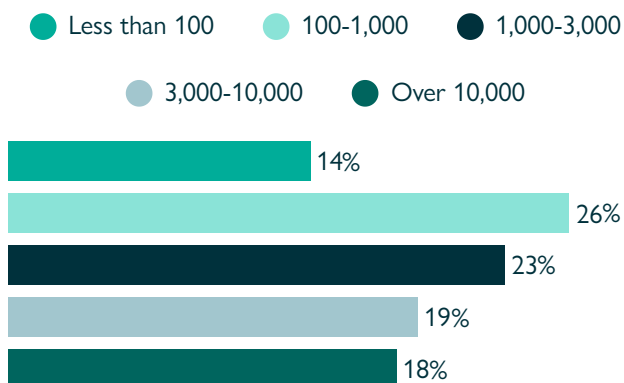
TYPE OF BOARD ROLES

12%
Chairpersons

28%
Executive Directors

43%
Non-Executive /
Independent Directors

13%
Advisory Board
Members

4%
Others

TOTAL BOARD ENGAGEMENTS

- 1
- 2
- 3 - 5
- More than 5

36%
19%
34%
11%

NATURE OF COMPANIES

- Indian company with predominantly domestic operations
- Indian multinational with majority international operations
- Foreign multinational with significant / growing footprint in India

28%
12%
60%

TYPE OF COMPANIES

25%
39%
33%
3%

- Listed Indian Company
- Listed Foreign Company
- Unlisted Indian Company
- Unlisted Foreign Company

REVENUE OF COMPANIES

- Less than 100
- 100-1,000
- 1,000-3,000
- 3,000-10,000
- Over 10,000

14%
26%
23%
19%
18%

all revenue figures in INR crores

TYPE OF INDUSTRIES

36%
Consumer Goods
& Services

26%
Infrastructure, Real
Estate & Supply Chain

33%
Manufacturing

33%
Technology &
Telecommunications

50%
Others*
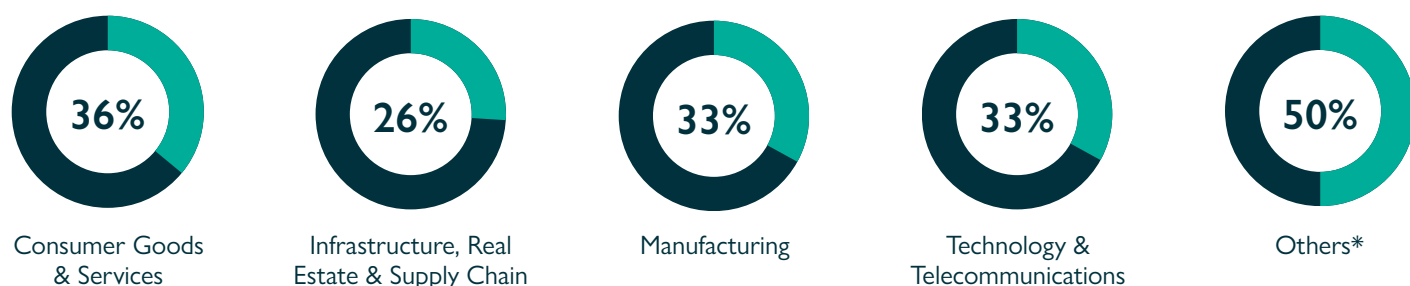
Others include Banking, Financial Services & Insurance, Business & Professional Services, Healthcare & Life Sciences, Not For Profit, etc.

In case of multiple board engagements, the responses of survey participants
correspond to the company where they are most actively serving as a board member.

Board Governance & Oversight Evolution

"*In the coming years, boards must shift from traditional oversight to strategic foresight, leveraging AI, data, and digital resilience to anticipate emerging risks, enable innovation, and ensure long-term competitiveness in a rapidly transforming global landscape.*"

— *Mr. Mohit Burman*
   Chairman, Dabur India Ltd

The Evolving Mandate of Boards in a Digitally Disrupted Era

The pace of digital transformation today is relentless. As emerging technologies reshape industries and redefine competitive landscapes, boards face a profound evolution in their roles and responsibilities. No longer is governance confined to traditional financial oversight and compliance. Instead, boards must now navigate complex strategic, regulatory, and reputational risks driven by AI, cybersecurity threats, and digital disruption. This shift demands a recalibration of oversight models, decision-making processes, and strategic priorities to remain effective in a rapidly changing environment.

In the Indian context, this evolution is both urgent and inevitable. Regulatory bodies such as SEBI, the MCA and RBI have heightened their focus on digital risk governance. SEBI's Cybersecurity and Cyber Resilience Framework (CSCRF) mandates boards to strengthen cyber risk oversight through formal policies, dedicated committees, and rigorous reporting and testing protocols especially within financial entities. Similarly, the MCA underscores the fiduciary duty of Board Directors to proactively manage risks arising from digital transformation while RBI guidelines emphasise the importance of cyber risk frameworks and board-level accountability in banking institutions.

Despite these clear mandates, the journey towards digitally fluent governance is uneven across Indian boards. While many have initiated steps to embed technology into risk discussions, strategic planning, and committee charters, significant gaps remain. This section of the report offers an independent perspective grounded in insights from senior board members across industries. It highlights how boards are adapting their governance practices and strategic focus to confront digital disruption, revealing progress made, challenges ahead, and emerging practices that define the future of effective board stewardship in India's digital era.

Dr. Ganesh Natarajan
Chairman, 5F World,
Honeywell Automation India &
GTT Data Solutions Ltd

Navigating Digital Disruption: Governance Imperatives and Emerging Practices

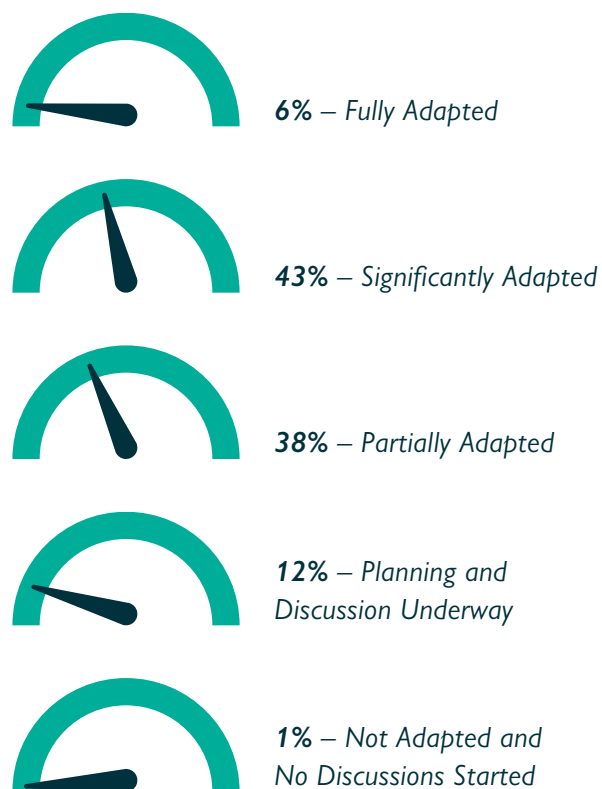## Digital Disruption: Sectoral Exposure and Strategic Implications

Boards acknowledge that the intensity of technological disruption and digital risks varies across sectors. The Banking, Financial Services & Insurance (BFSI) sector leads, with 90% of all respondents identifying it as highly vulnerable, followed by Technology & Telecommunications (54%), Healthcare & Life Sciences (37%), and Consumer Services such as Media, Hospitality & Retail (36%). These findings point to a growing recognition that sector-specific digital realities must shape governance approaches. Boards must develop tailored oversight strategies that address both the opportunities and vulnerabilities arising from rapid digital transformation.

Sectors Most Exposed to Technological Disruption & Digital Risk

90%

Banking, Financial Services & Insurance (BFSI)

54%

Technology & Telecommunications

37%

Healthcare & Life Sciences

36%
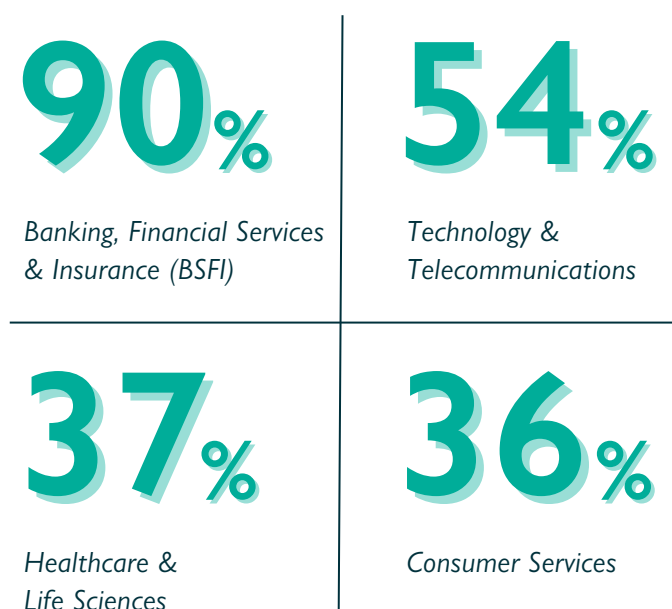
Consumer Services

Risk exposure among other sectors: Supply Chain & Logistics (28%); Business & Professional Services (18%); Energy, Infrastructure & Real Estate (16%); Consumer Goods (11%) and; Manufacturing (10%)

Degree of Board Strategy & Oversight Adaptation to Digital Transformation & Risks

6% – Fully Adapted

43% – Significantly Adapted

38% – Partially Adapted

12% – Planning and Discussion Underway

*1% – Not Adapted and No Discussions Started*

Progress on Strategic Adaptation Remains Uneven

While a growing number of boards are engaging with digital transformation, actual strategic adaptation remains mixed. Only 6% of respondents report that their boards have fully adapted their governance and oversight frameworks to digital realities. However, 81% indicate partial or significant progress. Still, 13% of boards remain in early or planning stages, leaving them exposed to both strategic and regulatory risks. This uneven progress underscores the need for boards to institutionalise digital governance as a core element of long-term competitiveness, resilience, and compliance.

Regulatory Alignment: Compliance Challenges Persist

SEBI, MCA, and RBI have all issued clearer expectations around digital risk governance. Yet only 30% of boards report full alignment with these frameworks. The majority (40%) indicate they are largely aligned but are still enhancing their practices, while 15% are in the process of updating their frameworks. A small but concerning 3% admit they are not compliant. As regulatory attention intensifies, particularly around AI, data protection, and cybersecurity, boards must move beyond baseline compliance and proactively embed regulatory foresight into governance processes. An ongoing alignment with evolving guidelines is critical to avoiding reputational and legal exposure.
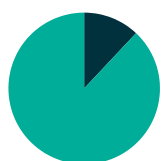
Board Governance Effectiveness on Digital & Cyber Risk Regulations
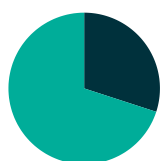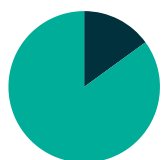
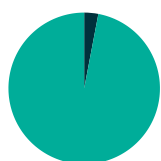**30%** – *Fully aligned: Governance practices meet all key regulatory requirements*
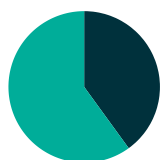
40% – *Largely aligned: Most requirements met; few enhancements underway*

12% – *Partially aligned: Some requirements met; gaps remain*

15% – *In progress: Governance framework is being developed / updated*

3% – *Not compliant: Little or no alignment with regulatory expectations*

Board Ownership of Digital Oversight Remains Fragmented

Despite growing awareness, dedicated oversight structures remain limited. Only 15% of boards have dedicated digital or technology committees, while 50% manage digital risks through existing Risk Management or Audit Committees. A relatively small yet sizeable pool of nearly 10% of boards have not even started any discussions around this or have any plans in place. The remaining 25% of boards either have concrete plans in place to establish a dedicated committee or are in the exploratory discussion stage regarding the need for dedicated oversight. This fragmented governance model can result in dispersed accountability and inconsistent oversight.

Furthermore, only 13% of boards have formally updated their Director nomination criteria to include digital fluency, while 40% have done so informally and 7% have concrete plans underway to update their criteria. Remaining 40% are in exploratory discussions but have not yet formalised any plans or have not yet proceeded to make any changes to their nomination criteria. These gaps suggest missed opportunities to embed future-readiness at the leadership level. As organisations grapple with AI, cybersecurity, data ethics, and transformation strategy, boards will need deeper tech literacy not just in operational teams but within their own ranks.

> *"Boards that wish to stay effective and relevant in the age of AI and digital volatility must evolve from being guardians of compliance to being architects of foresight – embracing technology not just as a risk to govern, but as a force to understand, shape and ethically leverage for long term growth and resilience of the enterprise.*
>
> *– **Mr. Krishnakumar Srinivasan**
> Managing Director & Chief Executive Officer, Shriram Pistons and Rings Ltd*

Digital Discussions: A Mixed Pattern of Engagement

Engagement with digital issues at the board level reflects varying levels of maturity. While 54% of respondents say their boards discuss digital disruption and emerging technologies multiple times a year, only 18% report that such discussions take place at every meeting. A notable 26% say these topics are addressed only occasionally, and 2% report that digital topics are never discussed. This variability suggests that although some boards are integrating digital into their core strategic dialogue, others continue to address it sporadically or treat it as a peripheral concern. This reactive posture may leave boards vulnerable to missed opportunities or unanticipated risks. To truly embed digital into the DNA of governance, boards must transition from ad hoc conversations to structured, recurring agenda items, ideally backed by data-driven dashboards and inputs from technology leaders or external experts.

> "In the coming years, boards must move beyond just compliance, and focus on guiding businesses through digital risks & opportunities. Staying relevant will mean being more agile, digitally aware, and open to fresh perspectives."
>
> *– Mr. Sanjay Bhutani*
>   *Country Manager, Bausch & Lomb India Pvt Ltd*

Governance Priorities for the Future: Risk, Resilience, and Readiness

Looking ahead, boards appear to be sharpening their focus on a more comprehensive digital governance agenda. 'Cybersecurity and data protection', an expected but critical area, emerged as the top priority, cited by 79% of all respondents, reflecting the rising threat complexity. Close behind, 60% flagged 'AI and emerging technology governance' as a major priority, signalling growing awareness of the ethical, operational, and regulatory implications of AI adoption. Additionally, 56% identified 'digital risk and

regulatory compliance' as a key concern, reflecting the need to align with evolving standards from SEBI, MCA, and other regulators. Other important governance themes include 'oversight of digital transformation initiatives', 'talent and succession strategy in the digital era', and 'crisis preparedness'. These evolving priorities reflect that boards are increasingly recognising the interconnected nature of digital oversight, where resilience, innovation, compliance, and leadership capability must all be governed in an integrated manner. The challenge that lies ahead, however, will be to translate these priorities into actionable governance structures and measurable outcomes over the next 2 to 3 years.

Top Digital Governance Priorities for Boards
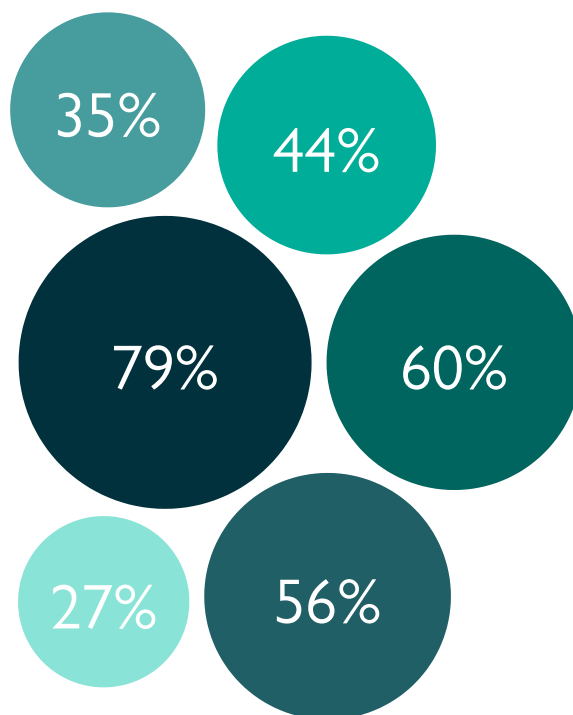
- ● *Cybersecurity and data protection*
- ● *Governance of AI and emerging technologies*
- ● *Digital risk and regulatory compliance*
- ● *Oversight of digital transformation initiatives*
- ● *Talent strategy and digital-era succession planning*
- ● *Crisis preparedness*

> *Boards traditionally acted as 'guardians of compliance'. In the coming years, they must pivot to being co-strategists, actively shaping digital transformation, sustainability, and innovation roadmaps. Every board member need not be a technologist, but every board must be digitally fluent."*
>
> **– Mr. Ddevesh Siwal**
> *Chief Executive Officer, Payed*

Structured board education programmes on emerging technologies and regulatory shifts are becoming more common, as is collaboration with external experts to deepen oversight. In essence, these boards are shifting from a compliance mindset to a resilience and competitiveness mindset, recognising that digital capability is not just about managing risk but also about enabling strategic agility and long-term value creation. Their practices offer a directional benchmark for other boards navigating similar transitions.

Emerging Practices: A Pathway to Future-Ready Board Governance

While the survey reveals that many boards are still in the early to mid-stages of adapting to digital disruption, a small but growing cohort of more digitally mature boards is already adopting forward-looking governance practices. These boards are going beyond reactive oversight by embedding technology transformation and digital risk management into the core structure of board governance. This includes establishing dedicated technology or digital committees, appointing board members with proven tech expertise, and integrating AI governance, data ethics, and cybersecurity as standing items on board agendas.

Talent strategy is also evolving, with Nomination Committees in some progressive boards actively prioritising digital fluency as a criterion in Director selection and onboarding processes. Furthermore, leading boards are pushing for quantification of digital risks in financial terms, demanding dashboards, scenario models, and independent assessments to inform decision-making.

> *"Digital literacy for a board is no longer an option, it is a necessity. As custodians of stakeholder trust and as visionaries who need to guide companies to build futuristics products and solutions for the customers, boards must constitute digital risk management committees.*
>
> **– Mr. Hareesh Tibrewala**
> *Non-Executive Chairperson, Meru Life*

> *"It is important to stay abreast of the latest developments in technology, which affect human lives, so that board members can be effective in discharging their responsibilities towards stakeholders.*
>
> **– Mr. A.D.A. Ratnam**
> *Chairman & Independent Director, Philips India Ltd*

" *To lead in a world reshaped by AI and disruption, board members must evolve from guardians of legacy and stability to champions of learning agility, calculated risks and ethical innovation. Great boards will no longer be defined by control, but by curiosity — the courage to ask better questions and the wisdom to embrace bold answers.*"

— *Mr. Puneet Pant*
   Managing Director, Avantor

" *Digitally evolved boards will be a strategic differentiator on providing effective governance and controls aligned with strategic imperatives of the organisation to drive change and sustainability.*"

— *Dr. Ajay Bakshi*
   Independent Director

" *I think the key implication is not the 'what', but the 'how'. Creating and managing the digital transformation roadmap and moving up the maturity journey (a la Gartner's maturity model) is key.*"

— *Mr. Giridhar Sanjeevi*
   Board Chair, Amagi (Former Executive Vice President & Chief Financial Officer at The Indian Hotels Company Ltd)

" *Board members and committees must stay current with the latest digital governance and oversight frameworks to set clear direction for enterprises in aligning their digital transformation roadmaps.*"

— *Mr. Ranjeet Sharma*
   President & Chief Executive Officer, 3A Composites India Pvt Ltd

Boardroom Reflections

Digital Risks & Impact on Boards

"Board members will need to have proficiency in application of AI and its accompanying risks to the companies they are associated with. This understanding should enable them to be accelerators and brakes as needed."

— **Mr. Siraj Azmat Chaudhry**
Independent Director, Jubilant Ingrevia Ltd, Carrier Airconditioning & Refrigeration Ltd and, Triveni Engineering & Industries Ltd

Countering Digital Risks with Strategic Board Governance

Digital risks are no longer peripheral – they are central to board-level governance. Yet, the survey reveals a troubling gap between perceived confidence and actual readiness. While 70% of boards claim significant preparedness, only 6% have fully adapted their governance frameworks to digital realities. Another gap can be observed when comparing survey results on overall strategy. 49% say that their boards have significantly adapted overall strategy in response to digital transformation, innovation and associated risks, yet only 15% have set up a dedicated committee to oversee digital strategy & governance. Finally, even though 70% of the respondents mentioned that they are largely aligned to governance practices laid out by key Indian regulators, 75% of the respondents still listed digital privacy, compliance and regulatory risk as their most concerning digital risks.

A review of how Chairs voted further suggests a real schism between those steering the agenda seeing digital transformation as achieved, while others still viewing it as ongoing. It highlights an opportunity for boards to align their understanding of digital maturity and ensure consistent governance narratives. Boards overwhelmingly prioritise data privacy and cybersecurity, but underweight systemic risks such as AI misuse, cyber supply chain vulnerabilities, and technology concentration. Chairs however show a more strategic and regulatory perspective as compared to other board members' operational and execution-driven view, underscoring the need to bridge oversight and on-the-ground digital resilience. Reporting mechanisms remain episodic, with nearly one-third of boards receiving updates only during major incidents. Structured education is similarly lacking with just 15% of boards benefiting from regular digital risk briefings, while most rely on informal or reactive learning.

Economic quantification of digital risk is underutilised, limiting boards' ability to assess impact in strategic terms. Only 16% receive formal financial modelling of digital threats, while many lean on qualitative ratings. This hampers prioritisation and weakens oversight. To move from compliance to stewardship, boards must embed digital risk into core governance. This includes elevating digital expertise, institutionalising structured learning, and engaging directly with CISOs and tech leaders. The imperative is clear – boards must not only manage digital risks, they must anticipate and adapt to them in real time. Strategic governance is no longer optional, it is the foundation of resilience in the digital era.

Mr. Amit Narayan
Partner and Head of
South Asia Geomarket,
Control Risks

Digital Risk Governance: Bridging the Confidence-Readiness Divide

Board Confidence in Managing Digital Risk: A False Sense of Security?

Despite mounting threats, many boards in India appear reasonably confident in their ability to manage digital risks. But are they truly ready? According to the survey, 66% of respondents described their boards as 'significantly prepared' and 4% as 'fully prepared' to oversee digital risks like cyber threats and AI misuse. The remaining 30% are only either 'minimally prepared, with limited or ad hoc oversight', or are in 'early discussions with no concrete action'. Chairs were even more optimistic. 75% of Chairs indicated that their boards have 'fully or significantly adapted' their strategy and oversight to digital transformation, compared to less than half of other board members.

70%

of respondents described their boards as 'significantly prepared' or 'fully prepared' to oversee digital risks.
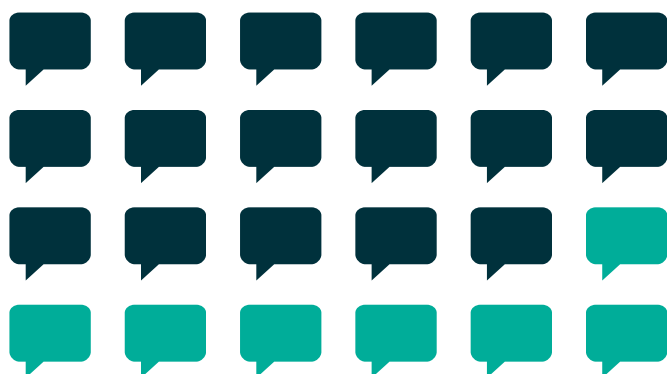
However, when seen in contrast with the findings that 50% of boards have either only 'partially adapted' or are still in 'planning stages to adapt' their governance strategy and oversight to digital transformation and associated risks, a clear mismatch emerges. This could

> *"Modern governance demands boards who can critically challenge the CEO on AI ethics, data governance, cyber resilience, and digital transformation. The most effective boards will seek data-driven insights to make informed decisions, run war games for cyber-attacks and drive scenario-planning for AI disruption. A board that doesn't understand an algorithm is a board that can't manage the risk or harness the value it creates.*
>
> *– Dr. Rajgopal Thirumalai*
> *Independent Director, HDFC Ergo General Insurance Company Ltd*

indicate a misplaced sense of security. Worse, it could point to a perceptual divide – those steering the agenda see transformation as achieved, while others still view it as ongoing. It highlights an opportunity for boards to align their understanding of digital maturity and ensure consistent governance narratives. Boards must engage in deeper and more objective self-assessment of digital resilience supported by proactive measures like crisis simulations, quantified risk models, or training, to bridge the gap between perceived readiness and operational reality.

Risk Prioritisation: Focused on Compliance, Missing the Horizon?

Boards appear focused on the most visible and regulated digital threats but may be underestimating more systemic, longer-term risks. Survey findings show that boards overwhelmingly identify 'data privacy, compliance and regulatory risks' (75% of all respondents) and 'cybersecurity threats and data breaches' (69%) as their top digital risk exposures. These are followed by risks such as 'digital talent and capability gaps' (43%) and 'critical infrastructure

attacks and industrial control system compromises' (40%). However, fewer respondents cited risks like 'AI misuse or ethical concerns', 'cyber supply chain vulnerabilities' or 'technology failure and concentration risk', all of which are becoming increasingly relevant across the global digital risk landscape. This pattern and outlook is amplified by the earlier findings that the governance frameworks of 70% boards are 'largely or fully aligned' to address regulatory expectations around digital and cyber risks. A truly resilient board must look beyond regulatory exposure to include long-tail risks and emerging digital disruptions that may not yet be visible on conventional dashboards.
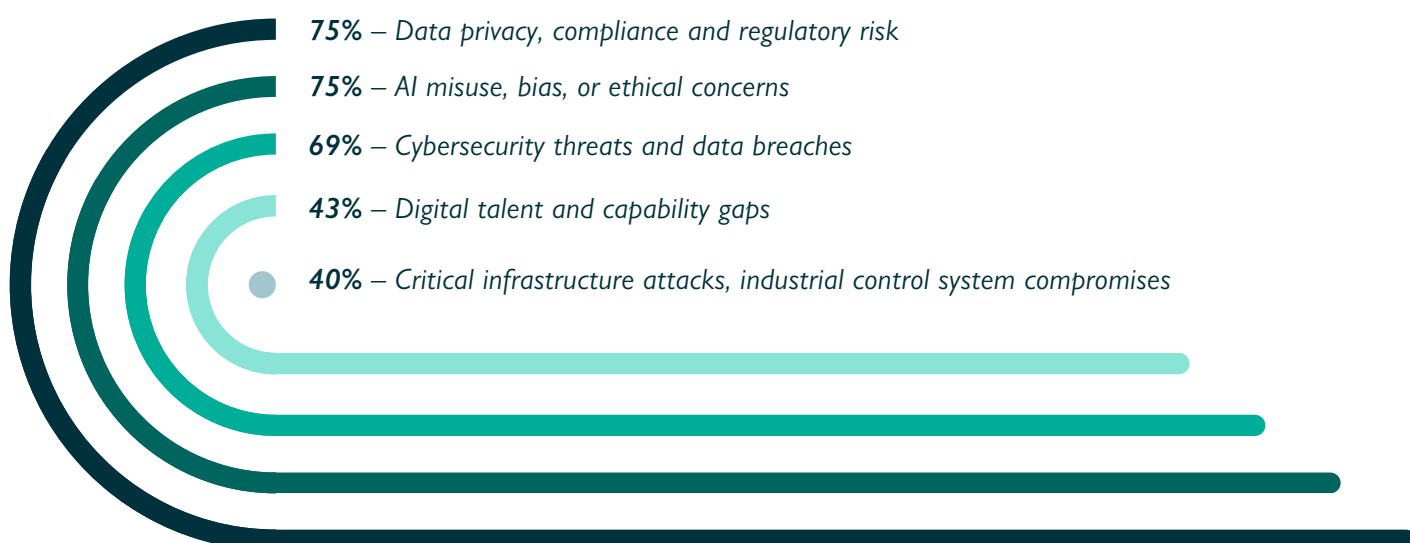
While both Chairs and other board members rank data privacy, compliance, and cybersecurity as the top digital risks, their focus diverges beyond these. Chairs prioritise AI misuse and cyber supply chain risks, reflecting a governance and reputation lens, while Independent and Executive Directors highlight infrastructure attacks and technology failures, pointing to an execution-driven view. This reveals a clear strategic-operational divide in how boards perceive digital risk. Taken as a whole, however, many boards remain oriented toward externally triggered, compliance-linked risks, while underweighting more systemic or latent exposures. This divergence suggests that boards need better alignment on the risk lens –

combining the strategic governance perspective of Chairs with the operational and execution-oriented view of other members will lead to a more balanced digital oversight.

Governance Mechanisms: Episodic Reporting and Lacking Structure

Formal oversight mechanisms for digital risk remain underdeveloped in many boards. While 29% of all respondents say their boards receive formal reporting on digital and cyber risks at least two to three times a year, another 26% receive such updates only once annually. Alarmingly, an equal 26% receive reporting only when significant issues arise, while 6% report no formal reporting at all. This trend is exaggerated in listed boards which tend to have structured, recurring reporting cycles with nearly 60% receiving reports 'at every meeting' or 'regularly'. Nearly four in five respondents amongst listed companies also describe themselves as 'fully or largely aligned' with risk oversight mandates (e.g., SEBI's risk oversight requirements, MCA's Board duties), reflecting the pressure of public disclosure and investor accountability. The picture almost inverts when you look at unlisted firms who show a more ad hoc approach, with almost 65% reviewing digital risks only 'once a year' or 'reactively', with some having 'no formal reporting' at all.

Top 5 Digital Risks of Concern to Boards

75% – *Data privacy, compliance and regulatory risk*

75% – *AI misuse, bias, or ethical concerns*

69% – *Cybersecurity threats and data breaches*

43% – *Digital talent and capability gaps*

40% – *Critical infrastructure attacks, industrial control system compromises*

These figures suggest that reporting remains largely episodic in unlisted companies and may not be structured to support continuous risk awareness and mitigation strategies. This disparity highlights a structural maturity gap in how risk data flows to the boardroom, and underscores the need for unlisted companies to formalise reporting cadence as digital exposure grows.

Cyber Risk Education: A Reliance on Informal Learning

When it comes to efforts on formal education and awareness building, just 15% benefit from 'regular sessions'. 81% say their boards receive digital risk briefings 'occasionally and informally' or 'only when specific issues arise'. An additional 14% either have 'no education efforts' at all or are still in the 'planning phase'. Digital briefings should not be reactive but form part of a structured board education framework. Without regular, forward-looking exposure to topics like AI governance, cyber resilience, and digital transformation risks, Board Directors will struggle to make informed decisions or challenge the management effectively.

Among listed companies another informative trend is that over 65% of the boards have already onboarded, initiated onboarding, or have active onboarding efforts underway to appoint tech-fluent Directors. In contrast, about 60% of unlisted companies remain in the early stages, either still discussing the need or having no plans in place, indicating slower progress. This highlights a governance maturity gap.

> " *Boards must keep abreast with latest technology and digital trends on not only its business transformation potential but also prioritising mitigation framework on privacy and hallucination risks.*"
>
> – **Mr. Debashis Neogi**
>   *Managing Director & Board Chairperson, Renault Nissan Technology & Business Centre India*

Listed boards are responding to market and regulatory pressures to enhance digital oversight, while unlisted firms, though increasingly aware of the need, have yet to translate intent into tangible action. This signals a piecemeal approach at unlisted companies to building cyber and digital literacy, which is unlikely to keep pace with the scale, speed, and sophistication of technological disruption and evolving threats. Similarly, many unlisted company boards have yet to formalise plans or criteria for appointment of digitally fluent Board Directors. This signals an opportunity for unlisted organisations to accelerate Directors' capability-building as digital oversight becomes a core element of corporate governance.

> " *All board members should have a general awareness of digital evolution impacting the industry relevant to their company's board. Resilience management preparedness is another important area that board members should be assessing.* "
>
> – **Mr. Raajeev B Batra**
>   *Independent Director, Jyoti Structures Ltd*

Uneven Access to Formal Board Training

Structured digital training for board members remains inconsistent, as revealed by the survey results. Nearly one in four respondents report receiving no formal training at all. Among the rest who have received training, the most commonly covered topics are cybersecurity and data protection (52%), digital transformation (45%), and Enterprise Risk Management (43%). Other areas, such as AI, emerging technologies, and crisis management, were mentioned less frequently.

This pattern suggests a prevailing focus on compliance and risk mitigation rather than on building forward-looking digital capabilities. As boards navigate increasingly complex digital landscapes, embedding continuous learning into governance practices will be essential.

Economic Quantification: An Under-leveraged Tool

Quantifying digital risk in financial or business terms is one of the most effective ways to engage boards and support risk-based prioritisation. Yet only 16% of all boards in the survey receive formal reporting on the frequency and financial magnitude of top digital risks. Another 44% say such quantification occurs only occasionally, typically conducted during major digital initiatives or cyber insurance assessments. Nearly one in five boards are still in the planning phase to adopt financial quantification of risk, while 22% rely solely on qualitative ratings like 'high', 'medium' or 'low', based on internal risk management frameworks.

Bridging this gap is critical to achieving more strategic cyber risk oversight. Indian boards have a unique opportunity to draw on global standards and regulatory frameworks to strengthen their governance approach. Boards must move beyond compliance checklists and qualitative dashboards, and adopt enterprise-wide risk modelling frameworks and collaborate with insurers and cyber experts to quantify financial impact.

Overall, the underutilisation of economic quantification limits boards' ability to assess digital risks in the same strategic frame as other business-critical issues. If boards are to elevate digital risk to the level of enterprise risk, then clearer integration of financial modelling, impact forecasting, and value-at-risk thinking will be essential.

> *Digital disruption is reshaping every industry. A digitally aware board can anticipate risks and opportunities, ensuring the company stays competitive. Boards being digitally savvy is no longer optional – it's a core governance and strategic requirement."*
>
> – **Ms. Mona Cheriyan**
>   *Independent Director, Haldyn Glass Ltd (Group Head Human Resources, Thomas Cook India Ltd)*

Extent of Board Review of Digital and Cyber Risks in Economic Terms
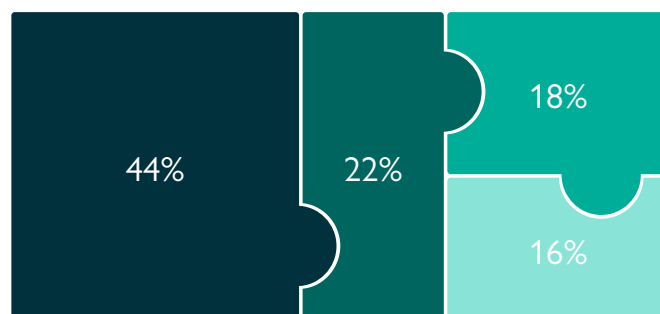
- *Yes – Formal reporting on frequency and magnitude of top risks and resulting financial loss exposure*
- *Occasionally – Reviewed only during major digital initiatives or cyber insurance assessments*
- *Planned – Discussions underway to adopt financial quantification of cyber risks*
- *No – Only rely on quantitative ratings as per our risk management framework*

From Compliance Mindset to Strategic Stewardship: The Imperative Journey

Taken together, the data presents a compelling case for boards to move from passive or compliance-led oversight models to active stewardship of digital risk. Policies, audits, and frameworks provide the foundation. But the true test lies in how boards challenge assumptions, anticipate disruptions, and embed digital considerations into core strategy along with economic quantification of risks. Effective digital risk governance requires dynamic engagement, not episodic review. This includes elevating digital expertise within boards, and engaging directly with CISOs, tech leaders, and specialist digital and cyber risk experts to craft structured scenario modelling, build live dashboards, and institutionalise learning through formal education and simulations. The challenge before boards is not merely managing digital risks, but embracing the uncertainty they bring and building the organisational muscle to adapt in real time. This transition from awareness to action is the bedrock of resilient board leadership in the digital era.

"
We have to understand that all our key stakeholders are rapidly moving to a digital universe. To remain relevant, we have to amplify our ability to keep pace and evaluate our opportunities & risks in this new environment."

— **Mr. JB Singh**
   President & Chief Executive Officer, InterGlobe Hotels

"
AI hype should be thrown out of the window by enabling its relevant use by corporates through clear-cut deliverables. Today, it is perceived both as a competitive tool and a likely cause of disruption. Every capable corporate is well-equipped to use AI to its advantage and will certainly overcome the fear of disruption."

— **Mr. Nagesh Pinge**
   Independent Director, Aditya Birla Capital Ltd and Arvind Fashions Ltd

"
With AI reshaping every facet of life, businesses must embed digital transformation into their strategy roadmap, to survive and thrive in today's competitive world."

— **Mr. Sandeep Mahajan**
   Chairperson, Assurance International Ltd (Former Chairman & Managing Director, Goodyear India Ltd)

"
Adopting AI, digitisation of business, and risk management are three top topics for any board."

— **Mr. Ameya Gumaste**
   Executive Director and Country Head, Linesight

Boardroom Reflections

Rise of The 'Digital Board Member'!

" *Boards are increasingly discussing technology as a primary topic, whether as an opportunity for productivity or a risk such as cybersecurity. Given the growing interdependence of technology and business performance, having a board member with technological expertise is a crucial step in enabling boards to adapt to future disruptions and changes."*

– *Mr. Madhavan Menon*
     Independent Director at Sundrop Brands Ltd, John Keels Holdings PLC, and Isprava

Building Digital Ready Boards in a Disrupted Era

Boards around the globe have traditionally been judged by their business and financial acumen, governance and compliance rigour, and strategic oversight. But as the AI wave and broader digital disruption accelerates, a new kind of leadership is becoming essential. The 'Digital Board Member' is no longer a novelty – it is a strategic imperative. This role blends conventional board stewardship with technological fluency, cyber risk awareness, and the ability to ask critical questions through the lens of innovation, disruption, and emerging risks.

Not just globally, but in India as well, many boards are beginning to acknowledge this shift. However, few have structurally responded to it. While digital innovation and risk are increasingly discussed in boardrooms, these conversations have not consistently translated into meaningful changes in nominations, onboarding, or capability-building practices. The gap is evident and is further reinforced by the findings of this survey. Most respondents recognise the importance of digital fluency, yet only a minority have acted on it. Many boards continue to prioritise broad executive experience, sometimes coupled with general risk awareness, over deep digital expertise. This limits their ability to govern fast-evolving risks and capitalise on digital opportunities.

This section explores what it truly means to embed digital capability into the board's fabric. It examines how far the concept of the 'Digital Board Member' has progressed within India Inc., what capabilities are most valued, how boards are adapting their nomination and training practices, and how confident board members feel about their own digital readiness.

Grounded in survey findings and contextualised by broader governance trends, the insights that follow outline the actions boards must take to move from passive awareness to active digital stewardship. The goal is not just to be digitally informed – but to be digitally prepared to act!

Mr. Joy Edwin Thanarajah
Global Chief Executive
Officer, Deininger

The 'Digital Board Member' Evolution: Progress, Pitfalls and Possibilities

Digital Fluency is Highly Valued, but Current Expertise is Limited

There is strong agreement among boards on the need for digital or tech fluency in the boardroom. Analysis of the survey data shows that board members of listed companies overwhelmingly consider digital / tech fluency to be of high importance, with 90% rating it as either 'extremely critical' or 'very important'. Board members of unlisted companies also recognise its importance, though to a lesser extent, with one-fourth considering it 'somewhat important' or 'not important'.

This suggests that while digital fluency is widely valued across both company types, it is perceived as most critical in listed companies, likely due to greater scrutiny from regulators and shareholders.

> " A Digital Board Member will be a smoother, sharper, and safer embodiment of a traditional Director, guiding boards as we move into the AI-accelerated and fully digital world."
>
> – *Ms. Preeti Singh*
>   *Director, Chanel India*

Despite this widespread recognition, the existing level of digital expertise remains sparse across Indian boards. Only 18% of respondents believe their boards currently have 'sufficient digital expertise', while 20% report having 'no expertise' or 'acknowledge expertise gaps but have not initiated any action'. Overall, these findings highlight a clear gap between the acknowledged importance of digital fluency versus the current readiness of boards in India, confirming

that the transition toward digitally mature boards is still underway, with most boards in a preparatory or exploratory phase.

> "AI and generative AI may be the most important technology of any lifetime. Every business is becoming a technology business, igniting a new era of exponential transformation. Thriving in this moment will require ambitious Board Directors not content to rehabilitate the business to what it was, but willing to upend convention and wield their vision for the future. "
>
> – *Mr. Sebi Joseph*
>   *President, Otis Elevator India Ltd*

Digital Readiness: Confident Individuals, Underprepared Boards

Individual board members generally express strong confidence in their own digital readiness, with nearly 80% describing themselves as 'fairly' (62%) or 'highly' (17%) confident, while only 21% rate themselves as 'under-confident' or 'not confident at all'. Another 62% of respondents say their boards have either 'limited, although adequate capabilities for current needs', or 'are actively working on building capabilities through training, hiring or advisory'. This contrast suggests a possible optimism bias, a more relaxed personal definition of digital readiness, or uneven digital fluency across boards.

Whatever the case might be, these findings highlight an opportunity for boards to strengthen a shared digital culture. Targeted upskilling, onboarding digital experts, and fostering collaborative learning will enhance both individual and collective ability to manage evolving digital risks.

The 'Digital Board Member': Emerging Imperative Amid Evolving Governance

The idea of a 'Digital Board Member' is no longer speculative. It has emerged as a critical point of discussion in Indian boardrooms, even though operational maturity is still evolving. In the survey, 19% of respondents identified this concept as 'a critical necessity, with active plans underway', while another 72% described it as 'a promising and evolving idea, although with limited impact so far'.

Despite this broad endorsement in principle, other survey findings suggest a lag in translating the concept into structural changes, indicating that most boards are still in the early stages of embedding it into the hiring, development, and evaluation processes of Board Directors.

India Inc.'s Take on the 'Digital Board Member' Evolution

72%	Promising but evolving concept with limited impact so far
19%	Clearly identified as a critical necessity with active plans underway
7%	Not relevant to our Board's context
1%	Established and actively contributing in many Boards
1%	Overhyped and non-essential for most Boards

> "All Directors should be forward-looking and tech-savvy. They must ensure that the company has a full-time senior Information Technologist responsible for training employees on data management and cyber protection, and for taking timely action when required.
>
> – **Mr. Vijay Singh Bapna**
> Non-Executive Chairman, Usha Martin Ltd

The survey also revealed an intriguing and likely counter-intuitive finding. While one might expect Executive Directors to be the strongest advocates of the 'Digital Board Member' concept, the data shows a more divided view. About 24% of Executive Directors see it as a 'critical necessity', but a contrasting 20% consider it 'overhyped' or 'not relevant'.

By comparison, 19% of Independent Directors view it as critical, and 78% as a 'promising but evolving concept'. This suggests that Executive Directors may feel digital expertise is already embedded within management roles, reducing the perceived need for a separate 'Digital Board Member' role on the board, whereas Independent Directors are more uniformly positive and conceptually supportive of the idea as part of evolving governance trends.

> "Boards must build the ability to judge how AI shifts competitive landscapes, business models, and value chains and be able to ask the right questions about AI's potential and risks. They should also be able to balance shareholder value with the impact of AI on employees, customers, and society.
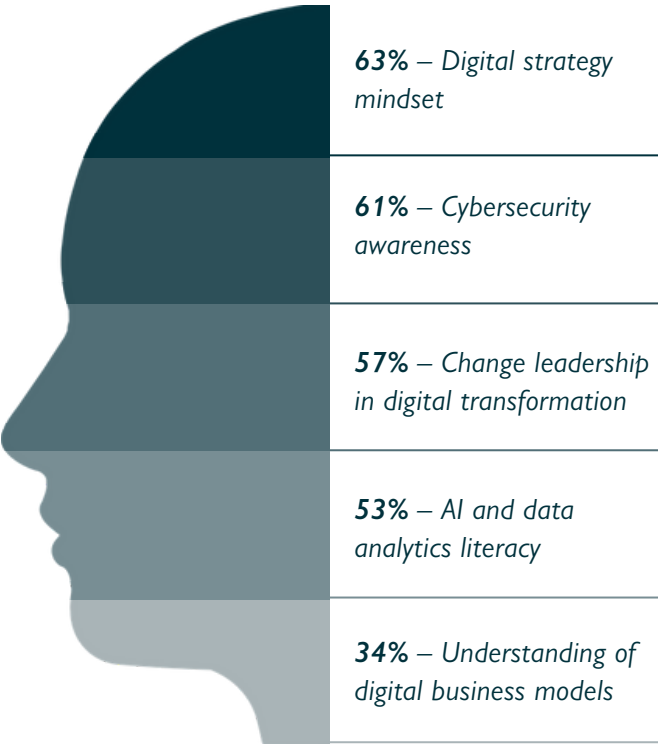>
> – **Mr. Lloyd Mathias**
> Independent Director at Protean eGov Technologies Ltd and Quantum Mutual Fund

Defining the 'Digital Board Member': Strategic, Risk-Aware, Tech-Literate

Survey respondents identified strategic and risk-related capabilities as most important for the 'Digital Board Member'. The top-rated attributes were a 'digital strategy mindset' (63%), 'cybersecurity awareness' (61%), 'change leadership in digital transformation' (57%), and 'AI and data analytics literacy' (53%).

While competencies such as 'understanding of digital business models' (34%) and 'digital sovereignty and regulatory frameworks' (33%) ranked lower, this does not suggest a disregard for technical knowledge. Rather, boards appear to favour individuals who can interpret digital trends, govern digital risk, and embed innovation into strategic oversight, serving as bridges between technical complexity and boardroom decision-making.
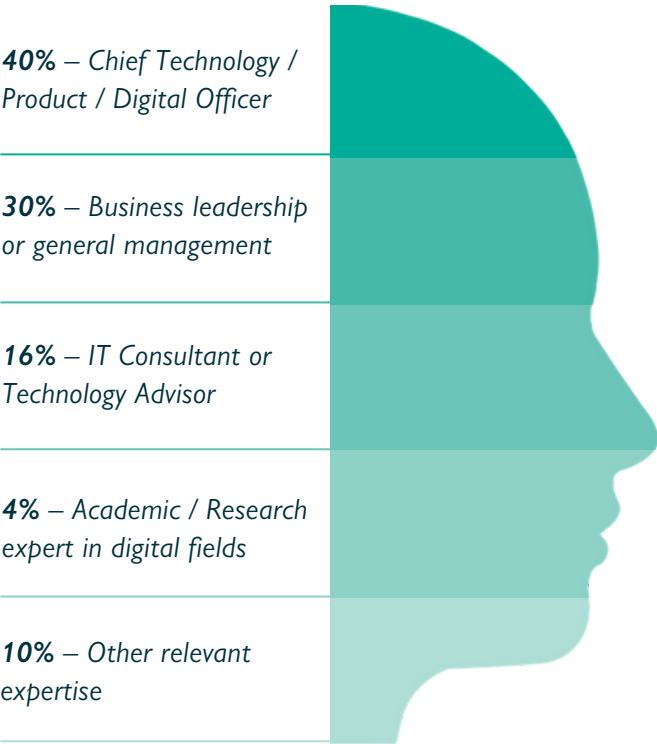
Preferred Board Profiles: Digital Leaders with Business Acumen

The professional experiences considered ideal for a 'Digital Board Member' align with this strategic and risk-centric view. The survey showed a clear preference for individuals who combine digital expertise with strategic leadership. The most preferred backgrounds were 'CTO, CDO, or CIO' (40%) and 'business leaders with general management experience' (30%).

In contrast, fewer favoured 'IT consultants or technology advisors' (16%), 'academic researchers in technology' (4%), or 'other technical experts' such as cybersecurity specialists, data scientists, etc. (10%). These findings indicate that boards are seeking individuals who not only understand digital transformation but can also apply that knowledge within a broader business and governance context. The emphasis is on practical leadership over deep technical specialisation.

Top 5 Critical Capabilities for the 'Digital Board Member'

63% — *Digital strategy mindset*

61% — *Cybersecurity awareness*

57% — *Change leadership in digital transformation*

53% — *AI and data analytics literacy*

34% — *Understanding of digital business models*

Essential Background Experience for the 'Digital Board Member'

40% — *Chief Technology / Product / Digital Officer*

30% — *Business leadership or general management*

16% — *IT Consultant or Technology Advisor*

4% — *Academic / Research expert in digital fields*

10% — *Other relevant expertise*

Digital Director Appointments: Growing Recognition, Slow Progress

Board-level hiring of digitally fluent Directors is gaining momentum but remains limited. Only 18% of respondents report actively appointing digital experts to their boards in the past two to three years, with 12% undertaking recent onboarding initiatives. Meanwhile, 40% of respondents say that efforts are still in planning or discussion stages, and 16% have made no efforts or plans at all. This data highlights a recurring theme: a notable shortfall between intention and tangible progress. It underscores the challenge boards face in turning growing recognition of digital expertise into meaningful action.

Digital Director Appointments: Undermined by Governance Gaps

The effectiveness of 'Digital Board Member' appointments is closely tied to the broader governance environment. Only 15% of boards have a dedicated committee for digital or technology oversight, and just 13% have formally updated their nomination criteria to include digital fluency. Despite growing awareness and emerging appointments, few boards have built the structural foundations needed to support consistent, competency-based selection of Digital Directors. Without formal governance mechanisms such as updated nomination frameworks, role definitions, and oversight mandates, efforts to bring digital capability into the boardroom, risk remaining ad hoc, inconsistent, and poorly institutionalised.

Building Digital-Ready Boards: A Strategic Roadmap

To accelerate digital evolution, boards must focus on four clear priorities. First, updating board structures and committees to support digital oversight is essential to create the right governance environment. Second, boards should revise nomination criteria to formally include digital fluency as a baseline requirement, moving beyond informal consideration and embedding it into core competency frameworks. Third, boards need to develop onboarding and

Extent of Board Efforts to Onboard Directors with Tech / Digital Fluency
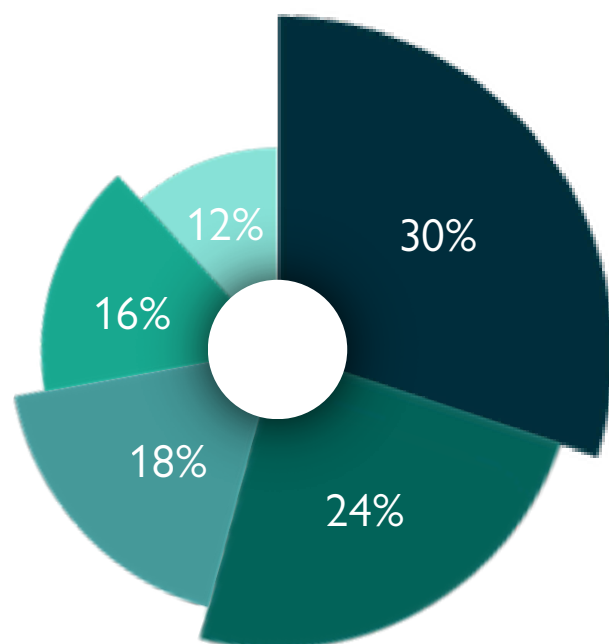
- ● *Yes – Actively onboarded in the past 2-3 years*
- ● *Yes – Initiated onboarding recently*
- ● *In development – Onboarding efforts being planned*
- ● *Under discussion – considering need; no plans yet*
- ● *No – No efforts made or planned*

mentoring programmes for Directors with digital expertise, ensuring their integration with strategy, risk, and transformation agendas is purposeful and effective. Fourth, institutionalising structured and continuous learning of board members is critical. This can take the form of regular briefings, expert sessions, scenario-based workshops, and peer learning forums. Throughout these steps, boards should establish mechanisms to measure progress and ensure accountability in building digital capability. Boards that commit to these actions will not only strengthen digital capabilities but also enhance adaptability, foresight, and governance effectiveness. The 'Digital Board Member' is not merely symbolic – it is a strategic necessity which demands nurturing through systems, structures, and sustained investment.

> " *Board members must upgrade their capabilities in AI / digital technologies. Management teams also must take the responsibility to build these capabilities for the existing board members."*

— **Dr. PV Ramana Murthy**
   Independent Director at Automotive Axles Ltd, Royal Orchid Hotels and ZEE Entertainment Ltd

> " *Board members must be tech-savvy and equipped with the knowledge to leverage AI tools and solutions, enabling more informed, data-driven, and strategic decision-making."*

— **Ms. Ira Agarwal**
   Board Chair, EmergeAI Technologies

> " *As AI becomes a part of everyday life for employees, managers and board members, it's critical to get all of these stakeholders upskilled on AI and its benefits and pitfalls and that needs to be a continuous exercise that should be baked into the DNA of the organisation and the board."*

— **Mr. Mohan Subrahmanya**
   Country Leader – India, Insight Direct India Pvt Ltd

> " *Board members must work on reading, listening to experts, and inviting experts to share best practices. They should ideally oversee a few projects aimed at enhancing digital capability over the next 3-5 years."*

— **Mr. Sunil Lulla**
   Independent Director, Radiowalla Network Ltd and Sanghvi Brands Ltd

Boardroom Reflections

Conclusion

Governing for Digital Resilience: From Awareness to Action

The digital era has ushered in profound shifts in how organisations operate, compete, and respond to risk. For boards, this transformation transcends traditional oversight – it demands proactive, strategic leadership. This whitepaper explored how India Inc.'s boards are navigating governance, risk oversight, and talent development amid accelerating digital disruption.

The findings reveal increasing awareness of digital risks and opportunities, yet action remains uneven. While many boards have initiated alignment of governance structures with digital realities, only a minority have fully integrated these changes. Risk oversight tends to focus on familiar challenges like cybersecurity breaches, data privacy and regulatory compliance while emerging threats such as AI misuse, digital supply chain vulnerabilities, and talent shortages receive less consistent attention. This signals a critical gap in anticipating and managing the full spectrum of digital risks.

Governance mechanisms for digital risks are in place at some boards, but implementation depth varies widely. Reporting is often periodic and reactive with only a few boards receiving structured, forward-looking briefings or scenario-based learning that strengthen preparedness. This sporadic approach limits boards' ability to stay ahead of rapidly evolving threats and opportunities.

The concept of the 'Digital Board Member' is widely recognised as essential. However, only a small fraction of boards have formally onboarded Directors with technology expertise or updated nomination criteria to prioritise digital skills. Similarly, capacity-building initiatives remain limited with a significant portion of boards lacking structured training on digital topics.

Even so, there is a growing clarity on what needs to be done. According to the survey, boards are focusing on the following top priorities over the next two to three years to respond to digital disruption and AI:

1. Strengthening digital and AI risk management frameworks (69%)

2. Creating dedicated digital or technology committees (67%)

3. Establishing metrics to track progress in digital and AI transformation (60%)

4. Upskilling existing board members (52%)

Some of the other priorities, although noted lower in comparison, include 'appointing tech-savvy Directors to strengthen digital oversight' (28%) and 'monitoring ethical, legal and, societal implications of AI' (25%).

These choices reflect that boards are thinking in multidimensional ways about how to evolve governance capacities.

The momentum for change is unmistakable. Regulatory frameworks are evolving to impose greater accountability on boards for digital resilience. Stakeholders including investors, regulators, and customers are demanding increased transparency, adaptability, and forward-looking governance. This moment presents boards in India with a unique opportunity to lead digital transformation rather than merely react to it.

To seize this opportunity, boards must move beyond compliance-driven and episodic engagement toward continuous, active digital stewardship. This means embedding digital / tech fluency, strategic foresight, and risk resilience into the board's core DNA. It requires reimagining how Board Directors are selected, how risks are assessed and quantified, and how ongoing learning is institutionalised.

Ultimately, boards that invest in their digital evolution will not only safeguard their organisations but will position themselves to create lasting value in an increasingly complex and unpredictable world. The time to act is now, not in response to the next disruption – but in anticipation of it!

" *Boards must embed digital intelligence at their core combining strategic foresight, ethical judgment, and technological awareness to govern effectively in an era of accelerated disruption."*

— **Prof. J Ramachandran**
   Chairperson, Redington Ltd

" *To stay relevant, boards should embed digital literacy, risk awareness, and collaborative culture — turning disruption into opportunity while safeguarding integrity and sustainable growth."*

— **Mr. Frank Schloeder**
   Managing Director, Hafele India Pvt Ltd

" *The future of board governance lies in digital fluency. Boards that understand technology will shape, not chase, the next wave of consumer change."*

— **Mr. Nissan Joseph**
   Chief Executive Officer, Metro Brands Ltd

" *The biggest risk for boards in the near future is technological illiteracy. You cannot govern what you do not understand. The next 3-5 years will be defined by the board's ability to treat technology not as a line item in the budget, but as the core driver of strategy, risk, and competitive advantage."*

— **Dr. Joseph K Thomas**
   Advisory Board Member, The Binary Holdings

Boardroom Reflections

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BOARD STEWARDSHIP

'Board Stewardship' is a global-first initiative operating since 2021 for the board community to promote stewardship values through a website, daily newsletter, monthly e-magazine and LinkedIn page, to serve daily news, views and board opportunities. They are inspired by their 20,000+ readers, 10,000+ subscribers, and nearly 7,000 LinkedIn followers, along with eminent subject matter expert contributors and advertisers. Their audience comprises Board Members, Independent Directors, KMPs, CXOs, compliance professionals and, product and service providers to the board community.

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