

REMUNERATION AND INCENTIVES

REMUNERATION AND INCENTIVES EXPERTISE, BOTH LOCALLY AND GLOBALLY

As business vie for the best talent across the world, remuneration and incentives advice is essential when putting together reward arrangements to ensure that governance and regulatory requirements are met.

We work with our clients on their most complex remuneration and incentives issues, advising listed and unlisted corporates, from start-ups to multinational clients, and LLPs, on the implementation and day-to-day operation of share plans and other employee and partner incentive arrangements. We help our clients throughout the lifecycle of the arrangements, from implementation and drafting advice, to operational issues and winding up the arrangements on corporate actions.

Our global practice provides dedicated subject-matter expertise with cross-border and cross-practice area experience, comprising:

- a share plan and incentives practice providing the full range of advice on day to day advisory matters as well as corporate actions;
 - a head office / corporate governance practice addressing in particular the needs of listed companies, including directors' remuneration reporting, share dealing restrictions and executive recruitments and terminations; and
 - a financial services compensation regulatory practice advising financial institutions on complex regulatory issues impacting remuneration.
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RECENT EXPERIENCE

CORPORATE ACTIONS

We advise on all forms of corporate actions including takeovers, IPOs, capital raisings and demergers. Notable examples include the acquisition of Sky by Comcast, British American Tobacco's acquisition of Reynolds America Inc. and the sale of Commonwealth Bank of Australia's global asset management business.

SHARE PLANS AND INCENTIVES

We advise our clients on all aspects of implementing and operating cash and equity incentive plans including in relation to taxation, employment, regulatory and reporting aspects. We also provide advice on design and best practice.

HEAD OFFICE / CORPORATE GOVERNANCE ADVISORY

We assist our clients in navigating the latest developments in corporate governance including malus and clawback arrangements, executive shareholding requirements and remuneration reporting, together with market disclosure advice and shareholder approvals. Our listed clients include BHP, British American Tobacco, Commonwealth Bank of Australia, Man Group, Telstra, Transurban and Woodside.

FINANCIAL INSTITUTIONS

We advise financial institutions on the regulatory requirements governing their remuneration arrangements, including the requirements of the Banking Executive Accountability Regime (BEAR), as administered by APRA, and the current and proposed UK remuneration codes (CRD, IFPR, AIFMD, UCITS V and Solvency II), as implemented by the PRA / FCA. We advise a wide range of retail and investment banks, asset managers, broker-dealers and insurers.

IMPLEMENTING INCENTIVE PLANS GLOBALLY

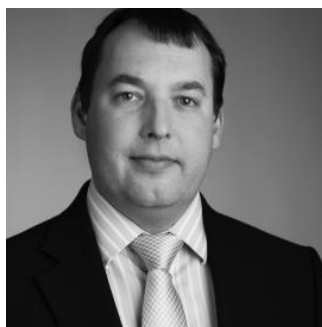
We provide support to our global clients on the implementation and operation of incentive plans on a worldwide basis, including drafting plan documentation and providing legal, tax, exchange control and securities advice.

OUR PEOPLE



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