

A&O SHEARMAN



Annual reports *and AGMs*

PROVIDING OUR SUPPORT 2024 - 2025

A dedicated top-tier *specialist team*

Companies are under increased scrutiny and face a raft of legislation and best practice codes. Our specialist team works with our clients to help them navigate these challenges and also to understand how they will impact their next annual report and AGM.

CLIENTS BENEFIT FROM:

- A dedicated team of specialist senior lawyers with decades of experience advising listed clients on their annual reports, AGMs and ongoing corporate governance arrangements
- Up-to-the-minute knowledge of the law, regulation and best practice guidance
- A highly informed overview of current market practice and the issues that are engaging institutional shareholders
- Expertise in executive remuneration and share schemes, and in environmental and climate law, including TCFD reporting
- Technical and practical advice on AGM planning, including virtual attendance and best practice for shareholder engagement
- Insight into emerging market practice, including in relation to AGM share capital authorities and preparations for the UK Corporate Governance Code 2024
- Perspective on likely future developments, for example in relation to UK corporate governance reform, UK sustainability reporting standards and TNFD reporting



“A terrific, responsive, pragmatic team approach. Capable of handling much complexity (whether technical or navigating complex client dynamics) with alacrity. They inspire much confidence and were able to finally help us get a deal over the line where we had been unsuccessful with a number of their peer firms.”

Legal 500 UK 2025 (Corporate Governance)

“The team adds value by advising not only on technical matters, but on how those matters are being interpreted and applied as a matter of best practice by other listed companies.”

Legal 500 UK 2024 (Corporate Governance)

A market-leading team to keep you *at the forefront of developments*

Ranked top-tier, our specialist team advises on annual reports, AGM preparation and ongoing corporate governance arrangements for more than 30 listed clients per year from across the FTSE index and AIM.

OUR SPECIALIST TEAM:

ANNUAL REPORTS, AGMS AND CORPORATE GOVERNANCE



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EMPLOYMENT

“Great team. Always at the end of the phone and collaborate well with us to work cohesively as an extension of our firm.”

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“The lawyers speak like normal people and give a helpful steer which is precise and does not prevaricate. They stand behind their reasoning and work with you as a team.”

Legal 500 UK 2025 (Corporate Governance)

A bespoke *service*

By working in collaboration with you, we can put together a package that best suits your needs and your preferred working style.



THE TEAM'S WORK INCLUDES:

Supporting you through the preparation of your annual report, including reviewing the strategic report, the directors' and governance reports and the directors' remuneration report.

Advising you on climate and sustainability-related reporting, disclosure obligations and best practice, including with respect to TCFD, SECR and TNFD.

Advising you on the format of your AGM, including advice on electronic and hybrid meetings and shareholder engagement best practice. Providing a venue for your AGM.

Helping you prepare your AGM documents, including reviewing (or drafting) the Notice of AGM, proxy form, Chair's script and other ancillary documents.

Advising on executive pay, including any amendments to your directors' remuneration policy, and on share schemes.

Advising on amendments to your articles of association, informed by our experience of evolving market practice.

Advising on board and committee composition and changes, succession planning, directors' service contracts, letters of appointment, exit arrangements and associated public disclosures and announcements. Drafting updates to terms of reference.

Ensuring appropriate compliance with the UK Corporate Governance Code, related guidance and institutional investor best practice.

Providing regular corporate governance seminars and podcasts for all clients, and tailored training upon request, including board updates and bespoke sessions on annual report and AGM preparation to meet the needs of your team.

“The corporate governance team is adept at providing first-class technical legal advice promptly and pragmatically, contributing to very helpful analysis of best practice.”

Legal 500 UK 2023 (Corporate Governance)

Useful value-added services

ANNUAL REPORT COMPLIANCE CHECKLISTS

Our online checklists cover the core legal and regulatory requirements for the “front end” of a UK listed plc annual report. The checklists are designed to assist company secretaries, in-house counsel and investor relations professionals when drafting and checking the annual report. The checklists are interactive and downloadable.

For more information or to arrange a demonstration, please contact your usual A&O Shearman relationship contact or email: agmonline@aoshearman.com

YOUR ONE-STOP-SHOP FOR UK CORPORATE GOVERNANCE MATERIALS

This site contains links to materials published by various authorities in relation to governance of companies, governance of investors and executive remuneration, with a focus on the materials most recently published. The site also provides quick and easy access to relevant A&O Shearman publications.

“Exceptional knowledge of market practice.”

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A&O Shearman was formed on 1 May 2024 by the combination of Shearman & Sterling LLP and Allen & Overy LLP and their respective affiliates (the legacy firms). This publication may include content generated by one or more of the legacy firms rather than A&O Shearman.

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Global presence

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