

Stakeholder Engagement

March 2, 2015

Director and executive remuneration frameworks are subject to scrutiny from stakeholders. The outcomes from this scrutiny can make or break a director's reputation, while contributing to either an increase or a reduction in shareholder value.

Guerdon Associates' stakeholder engagement services focus on achieving optimal stakeholder support for a board's director and executive remuneration strategy, policy and outcomes. These services typically involve:

- Reviewing current and proposed remuneration arrangements and the extent to which they support company strategy and value
- Suggesting a range of amendments to the remuneration framework, or the way that it is communicated, having regard to likely investor, proxy adviser, and other stakeholder responses to what is proposed
- Testing our preferred approach with primary stakeholders before finalising our recommendations to the board remuneration committee
- Preparing draft stakeholder communications materials for legal counsel and board sign off
- Assisting in the logistics of director meetings with key stakeholders.

Within these services is a range of methods tailored to each client's history, strategy, shareholder base, and stakeholder influence.

But no amount of work with stakeholders will assist if a remuneration framework will not help to create or sustain shareholder value. In that case, you can trust that Guerdon Associates will advise you as clearly and directly as we can.

The strength of the relationship between Guerdon Associates and our clients stems from our shared interests – the interests of directors in receiving remuneration advice that is objective, independent and fearless complements our concern to provide advice that enhances our

reputation as an independent and highly regarded adviser.

We will advise you where your company's interests are not best served by following stakeholder guidelines, and explain why it is worth engaging with the stakeholders to obtain their support for the customised arrangements that will best serve your company.

Remuneration governance systems have now evolved to the stage where the most influential stakeholders have the sophistication to acknowledge that following their guidelines may not always provide the best outcome. And most are very willing to listen and engage with us, and you, to understand and support what is in your company's best interests.

Contact us for more information.