



# Annual reports and AGMs

---

Providing our support | 2022-2023

**ALLEN & OVERY**

[allenoverly.com](https://www.allenoverly.com)

# A dedicated 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 electronic and hybrid AGMs and best practice for shareholder engagement
- Insight into emerging market practice, including in relation to reporting on diversity and inclusion, and offering shareholders a “say on climate”
- Our perspective on likely future developments, for example in relation to audit and corporate governance reform

“Allen & Overy LLP acts across the **full spectrum of corporate governance issues**, with dedicated teams handling **AGMs and annual reporting and environmental, social and corporate governance reviews.**”

Legal 500 UK 2021 (Corporate Governance)

“The responses are **fast, to the point and leave me with no further questions or doubt** as to how I will proceed.”

Legal 500 UK 2021 (Corporate Governance)

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

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.

“It is the **depth of experience** and expertise across a **broad range of organisations** and issues that stands out in comparison to competitors.”

Legal 500 UK 2021 (Corporate Governance)

## Our specialist team:

### Annual reports and AGMs



**Victoria Rankmore**  
Counsel  
Tel +44 20 3088 1810  
victoria.rankmore@allenoverly.com



**Kate Astley**  
Counsel  
Tel +44 20 3088 3284  
kate.astley@allenoverly.com



**Paul McCarthy**  
Partner  
Tel +44 20 3088 4889  
paul.mccarthy@allenoverly.com



**Katie Barnes**  
Associate  
Tel +44 20 3088 1105  
katie.barnes@allenoverly.com

### Corporate incentives/executive remuneration

### Environmental, climate and regulatory law



**Matthew Townsend**  
Partner  
Tel +44 20 3088 3174  
matthew.townsend@allenoverly.com



**Sophie Davis**  
Associate  
Tel +44 20 3088 4305  
sophie.davis@allenoverly.com



**Kate Pumfrey**  
Counsel  
Tel +44 20 3088 1329  
kate.pumfrey@allenoverly.com

### Employment

“The team are able to **combine and apply their knowledge** with an approach that is unfailingly commercial in outlook which is **particularly valuable** where seeking advice on matters of strategic importance to the organisation.”

Legal 500 UK 2022 (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, your environmental and climate-related disclosures, your directors' and governance reports and the directors' remuneration report.

Helping you prepare your AGM documents, including reviewing the Notice of AGM, proxy form, Chairman's script and other ancillary documents.

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.

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

Advising on amendments to your articles of association.

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

Advising on the composition and operation of board committees, including updates to terms of reference.

Providing training, including an annual corporate governance seminar or podcast for all clients, and tailored training on annual report and AGM preparation upon request.

Advising on board composition and changes, succession planning, directors' service contracts, letters of appointment, exit arrangements and associated public disclosures and announcements.

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

# Useful value-added services

## Annual General Meetings Online

Our online service will help you prepare for a compliant annual report and a successful AGM. It includes:

- Practical points and legal requirements to consider when preparing for your AGM
- Technical advice on giving members notice of the AGM
- Downloadable, detailed and interactive checklists to help you prepare your annual report
- An aide-mémoire summarising issues that may arise during your AGM
- Examples of questions frequently asked by shareholders attending AGMs
- A reminder of matters to be dealt with after your AGM

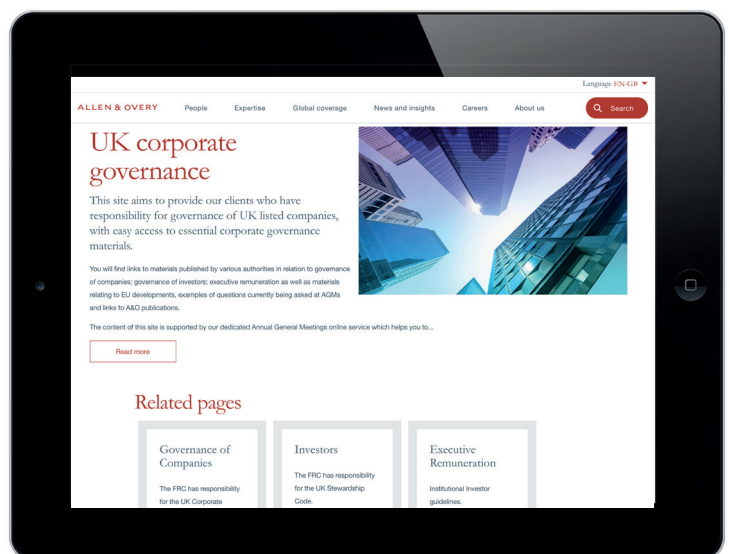
For more information or to arrange a demonstration, please contact your usual Allen & Overy relationship contact or email: [agmsonline@allenoverly.com](mailto:agmsonline@allenoverly.com)

## 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 publications.

“Proactive and on the front foot when it comes to corporate governance matters.”

Legal 500 UK 2023 (Corporate Governance)



For more information, please contact:

## **London**

Allen & Overy LLP  
One Bishops Square  
London  
E1 6AD  
United Kingdom

Tel +44 20 3088 0000

Fax +44 20 3088 0088

## **Global presence**

Allen & Overy is an international legal practice with approximately 5,600 people, including some 580 partners, working in more than 40 offices worldwide. A current list of Allen & Overy offices is available at [www.allenoverly.com/global\\_coverage](http://www.allenoverly.com/global_coverage).

Allen & Overy means Allen & Overy LLP and/or its affiliated undertakings. Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. Allen & Overy (Holdings) Limited is a limited company registered in England and Wales with registered number 07462870. Allen & Overy LLP and Allen & Overy (Holdings) Limited are authorised and regulated by the Solicitors Regulation Authority of England and Wales.

The term partner is used to refer to a member of Allen & Overy LLP or a director of Allen & Overy (Holdings) Limited or, in either case, an employee or consultant with equivalent standing and qualifications or an individual with equivalent status in one of Allen & Overy LLP's affiliated undertakings. A list of the members of Allen & Overy LLP and of the non-members who are designated as partners, and a list of the directors of Allen & Overy (Holdings) Limited, is open to inspection at our registered office at One Bishops Square, London E1 6AD.