



# Annual reports and AGMs

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Providing our support | 2023-2024

**ALLEN & OVERY**

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

# 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 electronic and hybrid AGMs and best practice for shareholder engagement
- Insight into emerging market practice, including in relation to reporting on diversity and inclusion, non-financial and sustainability information statements, offering shareholders a “say on climate” and AGM share capital authorities
- Our perspective on likely future developments, for example in relation to audit and corporate governance reform and TNFD reporting

“The A&O 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)

“**Extraordinary responsiveness**, which we value immensely when we’re experiencing challenging and stressful times and need a quick turnaround”

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.

“Subject matter **experts** and **friendly** and **engaging**”

Legal 500 UK 2023 (Corporate Governance)

## Our specialist team:

### Annual reports and AGMs



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“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, the directors' and governance reports and the directors' remuneration report.

Advising you on climate and sustainability-related reporting and 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 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
- An aide-mémoire summarising issues that may arise during your AGM
- Technical advice on giving members notice of the AGM
- Examples of questions frequently asked by shareholders attending AGMs
- Downloadable, detailed and interactive checklists to help you prepare your annual report
- A reminder of matters to be dealt with after your AGM

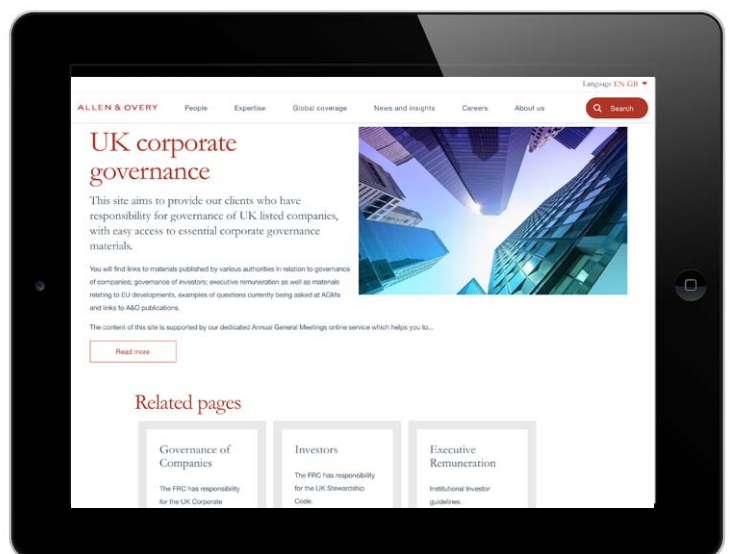
For more information or to arrange a demonstration, please contact your usual Allen & Overy relationship contact or email: [agmsonline@allenoverly.com](mailto:agmsonline@allenoverly.com)

## 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)



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## **Global presence**

Allen & Overy is an international legal practice with approximately 5,800 people, including some 590 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).

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