



UK EXECUTIVE COMPENSATION SERVICES

Share plan implementation and operation services

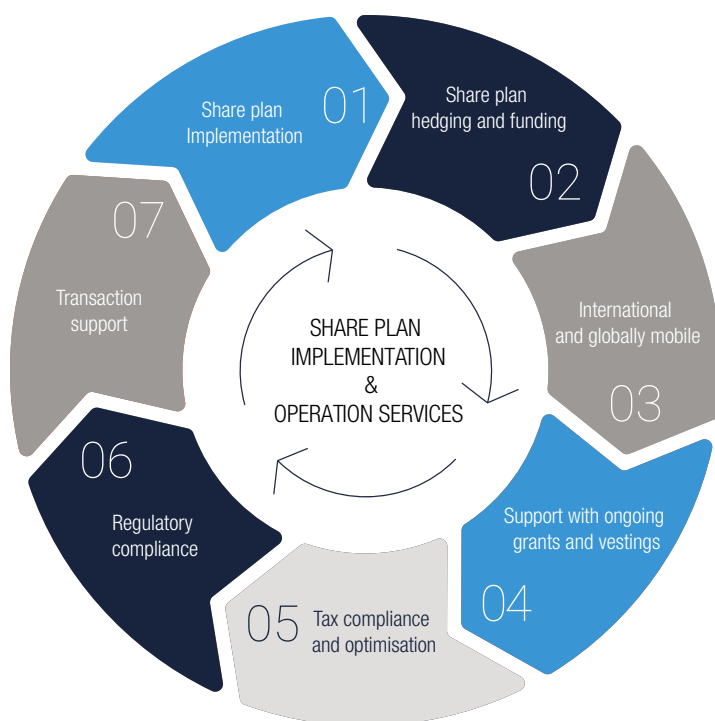
Helping clients navigate a complex landscape

Share plans are a key part of remuneration policy, through annual bonus deferral, long-term incentives and all-employee plans in listed and many unlisted companies. The effective implementation and operation of share plans is critical to their success in delivering the desired benefits to executives and employees.

Implementing and operating share plans requires careful consideration and planning across a number of areas including Company Secretariat, Finance, HR and Tax. We have the experience and expertise to provide a holistic service to deliver practical, commercial and comprehensive advice.

At A&M we provide implementation and operational support throughout the lifecycle of a share plan from the first grants, and through annual vestings and corporate events, for the benefit of U.K. employees, and by drawing on our global A&M and Taxand network, for non-U.K. based employees.

Our range of services



1. **Drafting** plan documents and employee communications.
2. **Advising** on share supply issues including dilution calculations, the use of employee benefit trusts and drafting trust documentation.
3. **Helping** you navigate international legal and tax challenges on rolling out your plans, including to globally mobile executives.
4. **Supporting** you through the annual award cycle and with executive hires and terminations.
5. **Identifying** payroll tax and corporate tax efficiencies and ensuring tax compliance obligations are met.
6. **Ensuring** that you are compliant with all remuneration related legislation, including on a global basis.
7. **Advising** on the implications of corporate transactions for legacy arrangements and implementing post-transaction plans.

Who we work with

We support a variety of different businesses, listed and unlisted:



FTSE 100 / 250 / SmallCap



AIM-listed companies



Overseas-listed companies



Unlisted companies



Mutual / Co-operative Societies

Global Network

In addition to the services we provide from the U.K., our team is complemented by A&M's U.S. Compensation & Benefits group and the Global Taxand network.

Why choose us?

1. One service provider

Working within our Executive Compensation practice, we have the experience and expertise to deliver a seamless full-service executive pay advisory and implementation offering, avoiding the need for you to manage multiple providers.

2. Integrated approach

We work closely with A&M's Reward & Employment tax team and can fully support you with the tax aspects of share plan implementation and operation both in the U.K., and globally with the support of our networks, so you can be confident your arrangements are both tax compliant and tax efficient.

3. Independent

As A&M does not provide audit services, we are free of most conflicts and independence restrictions faced by accounting and actuarial firms, enabling us to build a long-term relationship with you that will not be at risk of audit rotation.

4. Leadership. Action. Results.™

A&M's leadership is about a bias towards action and the willingness to tell leadership what we think is needed. Our restructuring heritage sharpens our ability to act decisively whilst embracing the most complex problems in the most challenging environment alongside our clients.

For more information, contact one of our experts:



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David co-heads our Executive Compensation practice and has nearly 35 years' experience advising on executive pay and share plan implementation.



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Samantha is a share plans lawyer and has over 15 years' experience advising on share plans implementation.

ABOUT ALVAREZ & MARSAL

Companies, investors and government entities around the world turn to Alvarez & Marsal (A&M) for leadership, action and results. Privately held since its founding in 1983, A&M is a leading global professional services firm that provides advisory, business performance improvement and turnaround management services. When conventional approaches are not enough to create transformation and drive change, clients seek our deep expertise and ability to deliver practical solutions to their unique problems.

With over 5,000 people across four continents, we deliver tangible results for corporates, boards, private equity firms, law firms and government agencies facing complex challenges. Our senior leaders, and their teams, leverage A&M's restructuring heritage to help companies act decisively, catapult growth and accelerate results. We are experienced operators, world-class consultants, former regulators and industry authorities with a shared commitment to telling clients what's really needed for turning change into a strategic business asset, managing risk and unlocking value at every stage of growth.

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