



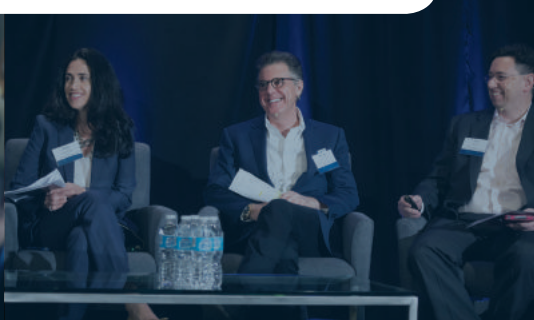
EQUILAR



Nasdaq

Chairman & Lead Director

PEER EXCHANGE



November 2, 2017
New York, NY



November 13, 2017
Palo Alto, CA



Agenda Highlights

Each half-day forum will feature a mix of short presentations and interactive peer discussions, providing candid and actionable insights for non-executive chairmen and lead directors to more effectively guide their boards in today's complex corporate governance environment. Peer interaction and collaboration is a key component of the program.

The Influence of Index Funds: How Are They Changing the Game of Governance?

Over 30% of U.S. stock assets under management are now held in index mutual funds or exchange-traded funds that are based on indexes. Additionally, with passive investing on the rise, more activists are seeking partnerships with index funds when they campaign for changes at public companies. This panel will explore what this changing environment means for public company boards and how boards should be responding.

Peer Discussions on Board Processes

- Board and Management Communications: Lessons Learned from Wells Fargo
- Shareholder Engagement: the Role of the Non-Executive Chairman and Lead Director
- Driving for Board Consensus in Meetings with Divergent Views

November 2, 2017

Offices of Cleary Gottlieb
One Liberty Plaza
New York, NY 10006

Featured Speakers



Michelle Edkins

Managing Director & Global
Head, Investment Stewardship
BlackRock



Jack Welsh

Founder
Avalon Capital Partners, LLC
Chairman of the Board
General Cable Corp.

Sponsors

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COMPENSATION PARTNERS, LLC



1:00 p.m. – 6:00 p.m.

Interactive Case Study: Aligning Board Composition With Long-Term Strategy

This interactive exercise will include presentations, peer group discussions and short videos with real-world examples to explore how boards should evaluate the impact that evolving strategies have on the skill sets needed among board members, as well as how to recruit new directors accordingly.

Hot-Button Issues in Director Compensation

This discussion will provide an overview of director pay trends, as well as considerations for setting meaningful pay limits and stock ownership requirements that meet investors' approval while balancing board members' independence.

Reform in 2018: What Boards Need to Know

Participants will receive an update on how the Trump Administration's regulatory policies and tax reform plans are shaking out for 2018 and the potential impact of changes on domestic and multinational businesses, including opportunities and risks.

Peer Discussions and Takeaways

This closing exercise will provide participants the opportunity to share their most valuable lessons learned from the trenches. Everyone will leave with invaluable advice to make them better leaders in their respective boardrooms.

November 13, 2017

Offices of Skadden, Arps
525 University Ave
Palo Alto, CA 94301

Featured Speakers



Allison Bennington

General Counsel
& Partner

ValueAct Capital LLC



Aeisha Mastagni

Portfolio Manager,
Corporate Governance
CalSTRS

Sponsors



Equilar, Inc.

1100 Marshall Street
Redwood City, CA 94063

Registration is limited to 30 participants for each event!

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Call: (877) 441-6090

- ▶ Equilar Client Rate: **\$495** (50% Discount)
- ▶ Non-Client Rate: **\$990** (Save \$200 with **LD300** code)

Why You Should Attend

The Equilar and Nasdaq Chairman & Lead Director Peer Exchange is a unique, half-day program specifically developed for public company non-executive chairmen and lead directors.

Join us November 2, 2017 in New York or November 13, 2017 in Palo Alto. We promise you'll leave the event with a better understanding of how to:

- ⚡ Arm your board with effective strategies to address the ever-evolving corporate governance environment.
- ⚡ Drive board consensus in meetings with divergent views.
- ⚡ Implement proven practices to align board composition with long-term strategy and investor expectations.