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Shareholder Engagement and the Annual General Meeting  
29 May 2008

# Shareholder Engagement and the Annual General Meeting

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### **Introduction**

Annual General Meetings are the defining moment in companies' relations with their investors. AGMs are increasingly the focus of shareholder activism, control contests, media attention and expressions of shareholder discontent. To prepare and deal effectively with AGM contingencies, companies must know who their shareholders are, understand their concerns, deal with the complexities of cross-border share voting, maintain lines of communication with decision makers, formulate and implement strategies to inform shareholders and persuade them to vote.

Clifford Chance is pleased to invite you to a seminar on Shareholder Engagement and the AGM. The seminar is organized in cooperation with Sodali, Governance for Owners and Rematch.

**For whom:** The seminar will be of particular interest for managing board members, general counsels, investor relations officers and investors. Should you feel that this invitation is more appropriate for a colleague within your organisation, please feel free to pass this invitation on.

**Governance for Owners (GO)** is an independent partnership between major institutional share owners, a long-term financial backer and GO senior executives. GO is dedicated to adding

long-term shareholder value for clients by continuing to exercise owners' rights in Europe, including the Netherlands and the US.

**Sodali** provides strategic governance and voting advice, research, communications, transactional and shareholder meeting services to listed companies in many European countries including the Netherlands, Asia and developing markets. Sodali's mission is to help Dutch companies anticipate, understand and deal effectively with the expectations of investors, minority shareholders and the financial markets. To facilitate a full service to Boards, Sodali has a partnership with **Rematch** who advises Boards and IR departments on the use of Investment Branding to deliver effective two way communication with equity analysts and fund managers to unlock the company's true value.

**Clifford Chance** is one of the world's leading law firms, helping clients achieve their goals by combining the highest global standards with local expertise. The firm has unrivalled scale and depth of legal resources across the three key markets of the Americas, Asia and Europe and focuses on the core areas of commercial activity: capital markets; corporate and M&A; finance and banking; real estate; tax; pensions and employment; litigation and dispute resolution.

# Program Thursday 29 May 2008

Time	Program
15.30	<b>Registration</b>
16.00	<b>Introduction</b> Hans Beerlage, Partner Clifford Chance Amsterdam
	<b>The Annual Meeting under Today's Corporate Governance</b> Tom de Waard, Partner Clifford Chance Amsterdam
	<b>The Role of the Supervisory Board when Engaging with Shareholders</b> Michelle Edkins, Managing Director GO Stewardship Services
	<b>Break</b>
	<b>Governance Engagement, A Management Tool for Listed Companies</b> John Wilcox, Chairman of Sodali Ltd
	<b>Discussion</b>
18.00	<b>Drinks</b>

We look forward to welcoming you at this seminar and appreciate your response through the enclosed Reply Card by Friday 16 May 2008. Alternatively you may send an e-mail to [esther.boelen@cliffordchance.com](mailto:esther.boelen@cliffordchance.com)

Should you have any questions, please do not hesitate to contact Esther Boelen on +31 (0)20 711 92 33

# C L I F F O R D C H A N C E

## Route description

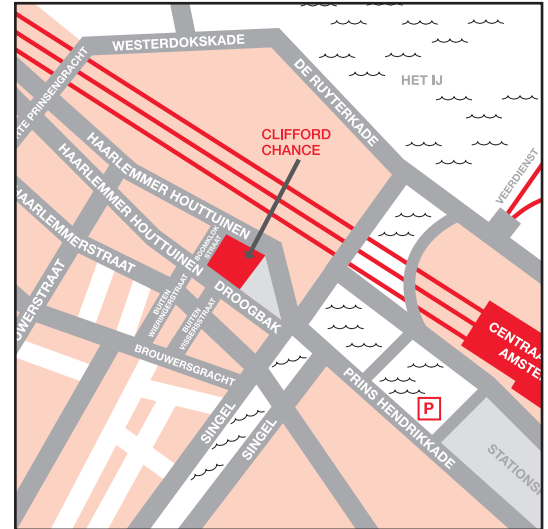
Our office is situated 250 metres from Amsterdam Central Station and can easily be reached by foot, by car, taxi and public transport. The nearest parking garage is located next to Central Station (P1 Parking Amsterdam Centre) and is open 24 hours a day.

### From direction Utrecht (A2) and Amersfoort (A1)

Follow Ring A10 North and take exit S114. At the end of the exit, take a left and follow direction 'Artis, Centrum, Zeeburg' through the Piet Heintunnel. After the tunnel, turn right at the traffic lights and follow the 'Piet Heinkade' and the 'De Ruyterkade' (S100). After Central Station (on your left hand side), take the second left and continue under the viaduct. At the traffic lights turn left and you will see the parking garage (P1 Parking Amsterdam Centre) immediately on your left hand side.

### From direction Schiphol and Den Haag (A4)

Follow ring A10 West, direction Zaandam and take exit S103. At the end of the exit, take a right onto the Haarlemmerweg and follow direction 'Centrum'. On reaching the Haarlemmerplein keep left, and then turn immediately right and follow the road along the railroad tracks in the direction 'Centraal Station'. At the end of the Haarlemmer Houttuinen pass through traffic lights and you will find parking garage (P1 Parking Amsterdam Centre) immediately on your left hand side.



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