
MANAGEMENT OF SHAREHOLDER MEETINGS

Our support of annual general and other shareholder meetings has given us a strong working knowledge of the likely powder kegs associated with calling such meetings, shareholder information, chairing the meeting and voting procedures, as well as with the diverse forms of “professional objectors,” and the possible ways to react. In addition, we have solid practical know-how in relation to “shareholder activism,” which is becoming more and more prevalent.

We work with your board, legal department and external providers of shareholder meeting services at all stages to reduce the risk of legal challenge: throughout the planning phase, in the days following the issue of the notice and invitation, and during and after a general meeting. We also provide more than mere “back office” services; we intervene and diffuse crisis situations, where necessary.

Of course, we take into account the most recent legal decisions— even some that are not yet published — as well as the impact of legislative proposals.

AT A GLANCE:

- Reviewing all modalities for the call and organisation of shareholder meetings
- Evaluating counterproposals or proposed amendments and making notifications to credit institutes
- Providing efficient coaching for the presiding officer in the immediate run-up to a general meeting, including proven recommendations for action (guidelines and special manuals)
- Back office services and crisis mitigation
- Assisting with the implementation of resolutions and ensuring they are entered in the commercial register
- Providing advice on and assistance with shareholder actions, such as actions for invalidity or annulment, including the procedure under stock corporation law for release for entry in the register
- Providing support with lawful investor relations

Russia

The practice of courts and regulatory authorities reveals that procedural errors in preparing and holding general meetings of shareholders are the most frequent violations of corporate law. With our many years of experience, we offer support at every stage of preparing and holding general meetings: from convening the meeting, including the deliberations on the agenda and the despatch of the invitations, to challenging the resolutions adopted by the general meeting.

AT A GLANCE:

- Suggestions for the agenda and drafting of the invitations
- Advice on the preparation, convening and holding of a meeting of the board of directors and preparation of the minutes
- Preparation and despatch of the ballot papers
- Verification of information and documents needed for the general meeting
- Participation in the general meeting, back-office services and taking of minutes
- Challenging of resolutions (preparatory resolutions and resolutions adopted by the general meeting)