



CORPORATE GOVERNANCE

Corporate governance is used by companies to distinguish themselves from their peers; and has evolved as a key metric that the capital markets use to evaluate investment risk. Establishing a strong corporate governance structure can benefit a company invaluabley:

Immediate — companies become more attractive to investment bankers and investors, because strong corporate governance equates with less risk and stronger performance.

Short-term — companies can reap monetary benefits in the forms of lower D&O premiums and lower costs of raising capital; as well as non-monetary benefits in the form of positive corporate image, especially from the point of view of proxy advisory firms.

Long-term — reduces the likelihood that a company will be the target of activist investors, from the plain vanilla shareholder proposal proponents to the more aggressive hedge fund and take-over activists.

Services

Corporate Governance Audit

Designed to help pre-IPO and public companies to develop a proactive plan to address corporate governance weaknesses. This can aid them in enhancing their attractiveness to research analysts, investment bankers, investors and proxy advisory firms while and at the same time minimizing their exposure to activists.

Equity Compensation and Non-Routine Management Consulting

Companies who are considering having an equity plan or other management proposal approved by shareholders can benefit from ICR's experience and knowledge in designing proposals that will meet proxy advisory firm's and institutional shareholders standards.

Activist Consulting

Companies who are facing a shareholder proposal, threat of a proxy contest or hostile takeover can benefit from ICR's enhanced understanding of the decision methodology that proxy advisory firms and institutional investors apply when making proxy vote recommendations and decisions. This service can help assure proxy advisory firm and shareholder support.

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