

How we can help

Whether it's due to a change in personnel, a new acquisition, or a new board composition policy, we can plan, coordinate and implement your director and officer changes across your companies and branches worldwide.

We streamline a document-heavy and often formalistic process with support from our experienced Global Corporate Maintenance Solutions (GCMS) team. We draw upon expertise from our extensive network of offices worldwide, to ensure that your global D&O changes are completed efficiently.

Case study

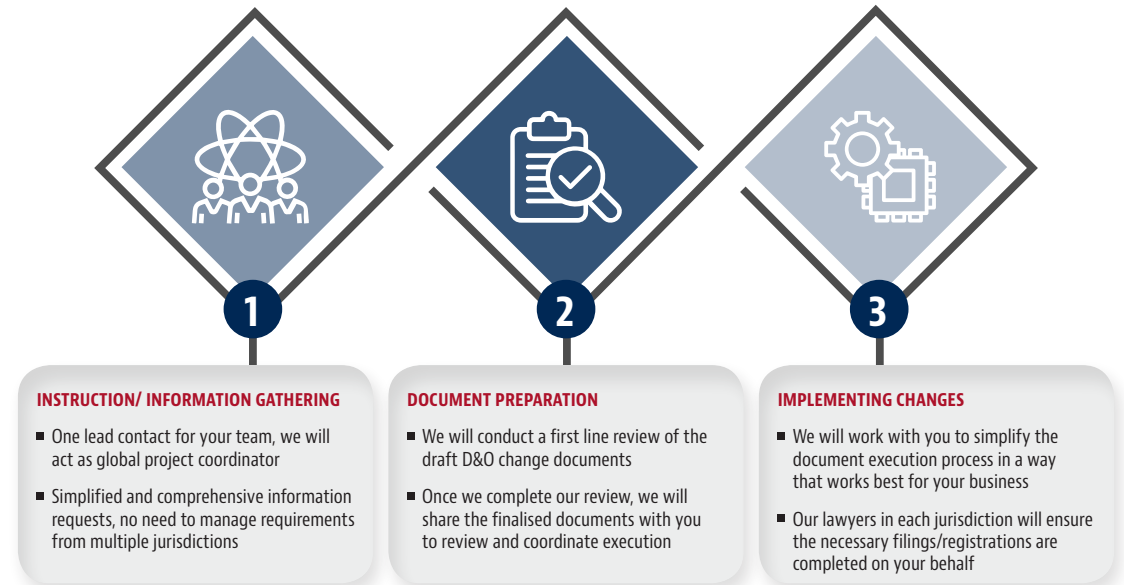
A director and officer change project involving **188 entities in 62 jurisdictions** for a pharmaceutical company. This project was managed through our collaborative BM Online site, which could be accessed at any time by both the client and all of the legal advisers involved. Our core GCMS team worked closely with the legal contacts on the client side to implement the D&O changes swiftly and efficiently, leveraging our extensive experience in managing large projects.



**TRANSACTIONAL
POWERHOUSE**

Leading and closing complex deals - every day

Director & Officer Change Process



BM Online

As part of any D&O change project, you will have access to our bespoke BM Online site to track the status of all tasks. Your BM Online site will be managed by our GCMS team, providing at a glance status reporting and a central executed documents library for easy reference.



Our Global Reorganizations Practice offers unrivalled expertise and global coverage with over 400 lawyers, in our 77 offices in 46 countries worldwide

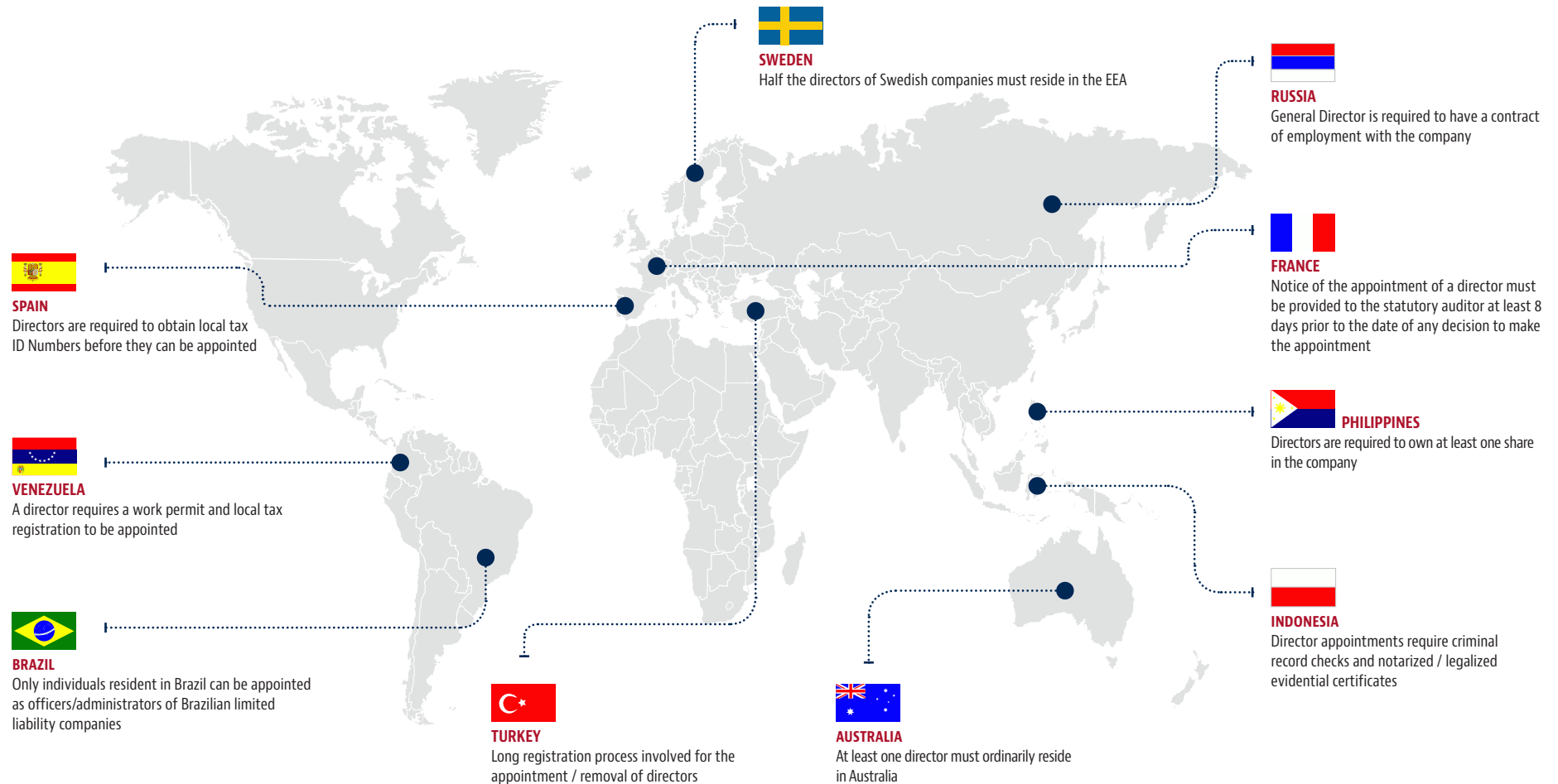


Tier 1, Corporate and Commercial: International Business Reorganisations - Legal 500 UK 2021



Tier 1, Risk Advisory: Corporate Governance - Legal 500 UK 2021

The Global Outlook



Thinking of upcoming board changes?...What should you consider?

A board change can trigger other considerations, which we can explore with you at the outset. Before giving the green light, you may wish to discuss the implications of potential changes with our specialist employment, regulatory, governance or tax colleagues. Given the increased media focus and legislative changes on corporate governance, we have seen more businesses looking to strengthen their governance framework to ensure they have effective boards at a subsidiary level. We can advise on these “bigger picture” issues as well as the more practical considerations such as updating your powers of attorney, beneficial ownership registrations or banking signatories following any changes.

Director Changes – Complexity Assessment

	Argentina	Australia	Austria	Belgium	Brazil	Canada	China	Columbia	Czech Republic	Germany	Hong Kong	Indonesia	Italy	Japan	Luxembourg	Malaysia	Mexico	Netherlands	Peru	Philippines	Poland	Russia	Singapore	Spain	Sweden	Switzerland	Taiwan	Thailand	Turkey	United Kingdom	UAE	USA	Venezuela	Vietnam	
Are there any nationality/ residency requirements?	Y	Y	Y	N	Y	Y	N	N	N	N	N	Y	N	N	N	Y	N	N	N	Y	N	N	Y	Y	Y	N	Y	N	N	N	N	N	N	Y	Y
Are work permits or tax registrations required for foreign national directors?	Y	N	N	N	Y	N	N	N	N	N	N	Y	Y	Y	N	N	N	Y	N	Y	N	N	N	Y	N	Y	N	N	M	N	N	N	N	Y	Y
Do employees have a right to board representation/ participation?	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	Y	N	N	N	N	N	N	N	Y	Y	N	N	N	N	N	N	N	N	N
Must directors be employees/ shareholders of the Company?	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	N	Y	N	Y	N	N	N	N	N	N	N	N	N	N	N	N	N	N
Time estimate to complete the changes (weeks)	2	4	2	2	2	2	2	2	2	2	1	6	2	2	1	1	1	1	2	2	2	2	1	2	2	2	3	3	1	1	2	1	3	1	
Are any capacity checks/disclosures required in advance of a director appointment?	Y	N	N	N	Y	Y	Y	N	Y	N	N	Y	Y	N	N	N	N	Y	Y	Y	N	N	N	Y	N	N	Y	N	N	N	N	N	N	N	N
Must supporting documents to appoint a director be certified or notarized?	Y	N	Y	N	Y	N	Y	N	Y	Y	N	Y	N	Y	N	N	N	Y	N	Y	N	Y	Y	Y	N	Y	N	N	Y	N	Y	N	N	N	Y
Can an employee use the title "director" if they are not on the board of directors?	Y	Y	N	Y	N	Y	Y	Y	Y	N	N	N	Y	N	Y	N	Y	Y	N	Y	N	Y	Y	N	Y	N	N	N	N	Y	N	Y	Y	Y	N
Complexity Grading	H	L	M	L	H	L	H	L	H	M	L	H	M	M	L	L	L	M	L	H	L	H	M	M	M	M	M	M	L	M	L	M	L	M	H

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