Client Alert

Peer Group Submission Windows Open

EXEQUITY

Independent Board and Management Advisors

Both ISS and Equilar (which influences the Glass Lewis peer groups) have recently announced that their peer group submission windows are open for companies with annual shareholder meetings during the first half of 2017.

Companies that changed the peer group they used in setting **2016** compensation (*not* the peer group established in 2016 for 2017 compensation decisions) should submit an updated peer group. For companies that do not submit changes, the proxy advisors (ISS and Glass Lewis) will use the last publicly disclosed peer group used for setting executive compensation (typically those set out for making 2015 executive compensation actions in companies' 2016 proxies).

ISS Peer Group Submission Window

ISS announced that the window period for public companies to submit updates for their peer groups is open and will close at **8 p.m. Eastern on December 9, 2016**. The peer group submissions are now handled through ISS Corporate Solutions' Governance Analytics website. Only companies (issuers) may submit their peer groups to ISS.

For more information about the peer group submission process, companies can visit this ISS website: https://www.issgovernance.com/company-peer-group-feedback

Equilar (Glass Lewis) Peer Group Submission Window

Equilar announced that companies may now submit their peer groups *through*December 31, 2016. Equilar recommends companies that will file their proxies between January 15, 2017 and July 15, 2017 submit their peer groups. The company peer groups will be used to create the company's 2017 Equilar Market PeersTM. The Equilar Market PeersTM are used by Glass Lewis when it generates its peer group used in formulating its say-on-pay vote recommendations.

Companies may submit their updated peer groups at: https://insight.equilar.com/app/peer update/

Equilar's FAQs on its peer group submission process and how the Equilar Market Peers may differ from the Glass Lewis Market Peers powered by Equilar can be found at: https://insight.equilar.com/app/peer_update/peer_update_faq.jsp



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