

The Evolution of your plans

Kevin O'Hare

Share Plan Manager | Shell

Marcus McEvoy

Director of Client Management and Business Development | Computershare

Nick Hipwell

Partner | DLA Piper

Noel Mulvihill

Global Head of Reward | Maersk Drilling

About Maersk Drilling

Global leader in harsh environment and deepwater drilling, with one of the youngest and most advanced fleets in the industry



About Royal Dutch Shell

The largest energy company in the world



About DLA Piper

40+

COUNTRIES

90+

OFFICES

\$2.8

Global revenue in
\$US billions for 2018

214K

Pro bono and community
engagement hours donated in 2018

8

GLOBAL
PRACTICE AREAS

Corporate

Employment

Finance and Projects

Intellectual Property and
Technology

Litigation and Regulatory

Real Estate

Restructuring

Tax

10

GLOBAL
SECTORS

Consumer Goods and Retail

Energy and Natural Resources

Financial Services

Industrials

Infrastructure, Construction
and Transport

Insurance

Life Sciences

Media, Sport and Entertainment

Real Estate

Technology



About Computershare

North America
500+ plan clients

Europe, Middle East
and Africa
650+ plan clients

Asia and Pacific
300+ plan clients



1,200+
Equity experts

35+
Years of equity
experience

5.3m
Participants

US\$165bn
Equity assets
under
administration

The evolution of plan



Royal Dutch Shell

Global Share Purchase Plans

- Discounted share purchase plans – supports employee engagement and allows employees to share in our success

LTIP & Performance Share Plan

- Rewards employees for the achievement of our strategic objectives

Evolution of Performance Measures – Energy Transition

- Shell is responding to society's needs for more and cleaner energy
- Incorporating energy transition metrics within the existing long-term share award plan for senior employees is intended to ensure integrated thinking within the Shell

Communications – a modern approach

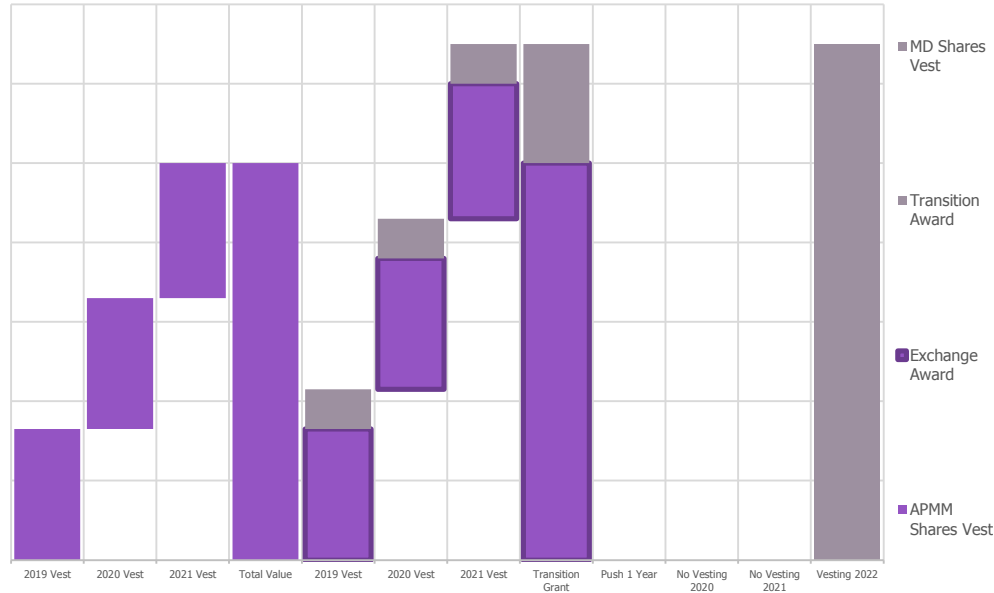
- We need to ensure employees understand the strategic objectives; how they are measured; personalise them to their role and commit to their achievement
- Concise and clear communication
- Choice of mediums for a global workforce – videos/animations, screensavers, email, chatbots, lift screens, townhalls, yammer
- Engaging design to help resonate the plans with employees



Personal Illustration – Transition and Exchange Grant

Demerger and Relisting date 4 April 2019

Multiple of proposed Fixed Pay



Considerations

- APMM Group level and form of LTI
- MD continues to have the same major shareholder and Values
- Peer Group in Offshore Drilling have a clear market practices on LTI, and specific
 - But MD also has a unique market position and leverage profile
 - DK does not have a developed LTI philosophy – Share Ownership and Share Holding Period guidelines
- Stable & Focused management team

Decisions

1. Consider the fair value of currently unvested APMM LTIs – this is the basis for any Exchange
2. Fair value may be less important than the “right” approach for our business – consider what employees would have if the MD design decisions had been in place historically
3. Tie any value uplift in the Transition Award, to accepting MD strategic imperatives

Future Considerations

- Facilitate a broader base of employee share ownership
- Link STI, LTI and metrics more generally

Administration Considerations



Increased level of regulation



Great level of exposure to audit and risk management



More countries and high numbers tend to mean higher levels of complexity



User experience: corporate and participant



Team required to do more with less



Role of technology

Communication and Engagement

Emphasise engagement rather than just communication

Key considerations

Corporate values
and culture

Higher purpose

Branding & Value
proposition

Holistic user
experience

Multi national/Multi
demographic/Multi
generational
messages

Local vs. Global,
Global vs. Local

Budget & Expense

Practical delivery

Administrative
overheads



Future view – Where are we heading?



Increased role of
technology



Increased regulation



Flexible benefit
packages



Increased level of employee
expectation: faster, easier, better

Thank you

Kevin O'Hare

Share Plan Manager | Shell
Kevin.OHare@shell.com

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Marcus.McEvoy@computershare.es

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