Bloomberg

Governance Scores

Analyze governance risk and opportunity

Environmental, social and governance (ESG) data is increasingly critical to financial decision making, with the 2008 financial crisis and numerous accounting scandals resulting in increased focus on the role of corporate boards in providing proper leadership and oversight. Understanding the dynamics of governance metrics can help identify risks and opportunities for investors.

Quickly evaluate governance metrics

Combining data from the Bloomberg Terminal with insight from Bloomberg Intelligence and Bloomberg Law, Bloomberg Governance Scores provide quantitative, transparent analysis on approximately 4,350 companies across all sectors and regions. Bloomberg Governance scores currently cover the following:

- Board Composition: Assess how well a board is positioned to provide diverse perspectives and proper oversight of management, as well as to assess potential risks in the current board structure.
- Executive Compensation: Assess how well company pay policies and practices help align the interests of top executives with those of other stakeholders over the long term.

Key Features

- **Transparent scoring** Investors can view and analyze all the underlying data driving each score, giving you the power to make better decisions.
- Data driven Scores are powered by Bloomberg's industry-leading management and board level profiles data.
- Decision-useful Each score is driven by financially material and business-relevant issues based on insight from Bloomberg Intelligence and Bloomberg Law in addition to corporate governance codes, industry standards, and third-party experts.

Board Composition

Scores the relative performance of companies across four key focus areas:

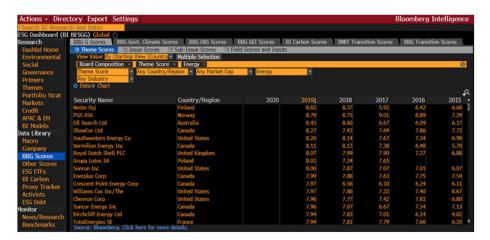
- **Diversity** Gender and age diversity
- Refreshment Entrenchment and balance of tenures
- Director roles Overboarding of directors, chairman and CEO
- **Independence** Independent board leadership and director independence

- **Scoring taxonomy** For each score, data fields are organized into a clear hierarchy of issues and subissues so that users know which data fields best describe which risks and opportunities.
- Integrated workflow Scores fields are designed to be easily incorporated into proprietary analyses. Clients are able to leverage scores across a wide range of Bloomberg Terminal functions including our equity screening tools, research management and portfolio solutions. Clients are also be able to license the data for enterprise use.

Executive Compensation

Scores the relative performance of companies across three key focus areas:

- Incentive Structure Long- vs. short-term incentives for CEO and other executives
- Pay for Performance Fixed and variable pay vs. retention and value creation
- Pay Governance Compensation committee independence, say on pay voting, compensation policies



BI ESG <GO> – To view Governance Scores, open the BI ESG Dashboard and select ESG Scores from the Data Library.

### Royal Dutch Shell PLC Peer Companies Peer Avg Executives Peer Avg Structure	RDSA LN Equity Alerts				Company	Management		
Board Value Peer Avg Executives Value Peer Avg	81) Executives 87) Board 8	33) Committees 84) Chang		hanges 85) Cross Boarding	86) Summary			
Structure Structure # Directors 12 13 # Executives 9 11 % Non-Exec Directors 83 89 Diversity Structure 9 11 11 19 Women Directors 50 36 % Women Executives 11 19 Average Age 63 58 Average Age 56 Age Range 63 58 Entrenchment Entrenchment Entrenchment 4verage Tenure (Years) 7.86 7.30 7.86 7.30 7.67 6.53 7.67 6	Royal Dutch Shell PLC			2) Pe	eer Companies			
# Directors 12 13 # Executives 9 11 % Non-Exec Directors 83 89 Diversity % Women Directors 50 36 % Women Executives 11 19 Average Age 63 58 Average Age 56 Age Range 16 27 CEO Age 63 58 Entrenchment Average Tenure (Years) 3.54 4.48 Average Tenure (Years) 7.86 7.30 # Directors > 5yr Tenure 3 5 CEO Tenure (Years) 7.67 6.53 # Directors > 10yr Tenure 0 1 Overboarding Average # Boards Served 0.82 0.63 % Execs Holding Shares 11 14 Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0	Board	Value Pe	eer Avg	Executives	Value F	Value Peer Avg		
% Non-Exec Directors 83 89 Diversity Diversity % Women Directors 50 36 % Women Executives 11 19 Average Age 63 58 Average Age 56 Age Range 16 27 CEO Age 63 58 Entrenchment Entrenchment Furrenchment Average Tenure (Years) 3.54 4.48 Average Tenure (Years) 7.86 7.30 # Directors > 5yr Tenure 3 5 CEO Tenure (Years) 7.67 6.53 # Directors > 10yr Tenure 0 1 Ownership Average # Boards Served 0.82 0.63 % Execs Holding Shares 11 14 Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0 0 0 0 0	Structure			Structure				
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% Women Directors 50 36 % Women Executives 11 19 Average Age 63 58 Average Age 56 Age Range 16 27 CEO Age 63 58 Entrenchment Entrenchment Average Tenure (Years) 7.86 7.30 # Directors > 5yr Tenure 3 5 CEO Tenure (Years) 7.67 6.53 # Directors > 10yr Tenure 0 1 Overboarding Ownership Average # Boards Served 0.82 0.63 % Execs Holding Shares 11 14 Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0 0 0 0 0 0 0	% Non-Exec Directors	83	89					
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Entrenchment	Average Age	63	58	Average Age		56		
Average Tenure (Years) 3.54 4.48 Average Tenure (Years) 7.86 7.30 # Directors > 5yr Tenure 3 5 CEO Tenure (Years) 7.67 6.53 # Directors > 10yr Tenure 0 1 Overboarding Ownership Average # Boards Served 0.82 0.63 % Execs Holding Shares 11 14 Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0 0	Age Range	16	27	CEO Age	63	58		
# Directors > 5yr Tenure 3 5 CEO Tenure (Years) 7.67 6.53 # Directors > 10yr Tenure 0 1 Overboarding Ownership Average # Boards Served 0.82 0.63 % Execs Holding Shares 11 14 Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0 0	Entrenchment			Entrenchment				
# Directors > 10yr Tenure 0 1 Overboarding Ownership Average # Boards Served 0.82 0.63 % Execs Holding Shares 11 14 Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0 0	Average Tenure (Years)	3.54	4.48	Average Tenure (Years)	7.86	7.30		
Overboarding Ownership Average # Boards Served 0.82 0.63 % Execs Holding Shares 11 14 Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0 0	# Directors > 5yr Tenure	3	5	CEO Tenure (Years)	7.67	6.53		
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Highest # Boards Served 2 2 % CEO Ownership 0.0000 0.0033 % Exec Dirs on 2+ Boards 0 0	Overboarding			Ownership				
% Exec Dirs on 2+ Boards 0 0	Average # Boards Served	0.82	0.63	% Execs Holding Shares	11	14		
	Highest # Boards Served	2	2	% CEO Ownership	0.0000	0.0033		
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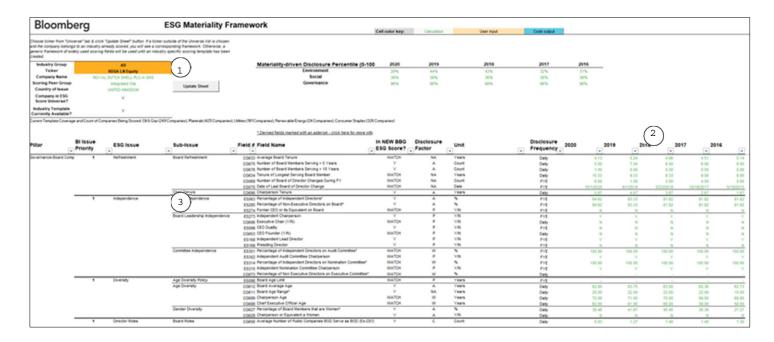
Fields that contribute to Board Composition and Executive Compensation Scores are updated in close to real time and are linked to individual profiles. Data such as age, gender, work experience and other board roles are linked to each profile for complete transparency and aggregated at the company level. These fields can be found on the Terminal via MGMT <GO> and FA ESGG <GO>.

val Dutch Shell PLC IFRS 16	2 ROI	Periods 1	10 Annuals		Cur FRC (I	ISD)				
Key Stats D I/S D B/S		n Ratios	Segment			9) Custor	n 10 Sh	arod		
Overview 12 Environmental	13 Social	10 Governa		ec & Dir Co		-	No. of the last of	Energy ES	3	
illions of USD except Per Share	2011 Y	2012 Y	2013 Y	2014 Y	2015 Y	2016 Y	2017 Y	2018 Y		2020 \
onths Ending		12/31/2012								
Executive Compensation	11,01,1011	12,52,2012	12,01,2010	12,01,201	12,01,201	12,51,2010	11,01,101	11,01,1010	12,51,201,	12,01,20
Total Compensation Paid	15.2	35.5	17.1	40.8	11.0	16.1	13.8	34.9	18.7	10.9
Total Salaries and Bonuses Paid	14.8	9.5	7.1	10.1	8.9	6.9	7.4	8.4	4.3	3.0
Total Salaries Paid	5.0	3.3	3.5	3.2	2.7	2.8	2.8	3.0	2.9	3.0
Total Bonuses Paid	9.7	6.2	3.6	6.9	6.2	4.2	4.6	5.4	1.5	0.0
All Other Compensation Paid	0.4	26.0	10.0	30.7	2.1	9.2	6.4	26.5	14.3	7.9
Stock Awards Granted	"-	22.1	8.1	4.9	0.7	7.8	5.2	20.1	12.4	6.5
Pension & Nongual Defined Pen		0.4	1.6	14.8	1.0	0.9	0.7	0.7	0.7	0.9
Total Other Compensation Paid	0.4	3.6	0.4	0.4	0.5	0.5	0.4	5.8	1.2	0.5
of Exec Changes in Fiscal Year	0									
Date of Last Executive Change	07/01/2009	04/01/2012	12/31/2013	01/01/2014	01/01/2014	01/01/2014	03/09/2017	03/09/2017	03/09/2017	03/09/2017
Execs Included in Compensation	3	3	2	2	2	2	3	2	2	
CEO .										
CEO Duality	No	No	No	No	No	No	No	No	No	No
Total Compensation Paid	7.3	19.5	11.2	32.1	6.2	9.5	10.1	28.1	11.2	
Total Salaries and Bonuses Paid	7.0	5.2	4.6	6.2	5.5	4.3	5.1	5.3	2.6	1.5
Total Salaries Paid	2.2	1.7	2.2	1.9	1.6	1.6	1.7	1.8	1.7	1.5
Total Bonuses Paid	4.9	3.5	2.4	4.4	3.9	2.7	3.4	3.5	0.9	0.0
All Other Compensation Paid	0.2	14.2	6.7	25.9	0.7	5.2	5.0	22.8	8.5	4.9
Stock Awards Granted		14.0	5.5	1.1	0.2	4.8	4.5	18.0	8.1	4.2
Pension & Nonqual Defined Pen		0.0	0.9	14.2	0.5	0.4	0.4	0.4	0.4	0.6
Total Other Compensation Paid	0.2	0.2	0.3	0.0	0.0	0.0	0.0	4.4	0.0	0.0
of CEO and Equiv Changes in FY	0	0				0	0	0		
Date of Last CEO and Equiv Change	07/01/2009	07/01/2009	12/31/2013	01/01/2014	01/01/2014	01/01/2014	01/01/2014	01/01/2014	01/01/2014	01/01/2014
# CEO and Equiv Included in Comp										
CEO Tenure at Fiscal Year End	2.50	3.50	4.50	1.00	2.00	3.00	4.00	5.00	6.00	7.0

Executive Compensation data is directly sourced from company filings. Data such as salary, bonus, and equity-linked compensation are collected at the individual level for complete transparency and aggregated at the company level. These fields can be found on the Terminal via **FA EXEC <GO>.**

Access rigorous quantitative analysis

The Issues, Sub-Issues, and Fields that make up Board Composition and Executive Compensation Scores can be accessed and analyzed using the Bloomberg ESG Materiality Framework at **BESG <GO>**, under ESG Data.



- 1. Run ESG data against a chosen company ticker
- 2. See how company data changes over time and how it compares to industry peers on materiality-driven disclosure
- 3. View Governance data fields organized by Themes, Issues, Sub-Issues and Fields, adjusted by country of issue

Each data field is scored on a scale from 0-10 (higher is better), with values determined by a rigorous quantitative model informed by Bloomberg research in conjunction with industry experts. Values are aggregated using a weighted generalized mean (p-mean), to reward across-the-board excellence and penalize less consistent performance between the four key Issues and nine Sub-Issues. Factors such as firm age, board size, board structure and country of issue are also considered.

Learn more

For more information about Bloomberg's ESG Scores and broader sustainable finance solutions, contact your account representative.

Take the next step.

For additional information, press the <HELP> key twice on the Bloomberg Terminal*.

Beijing +86 10 6649 7500

Dubai +971 4 364 1000

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San Francisco +1 415 912 2960

São Paulo +55 11 2395 9000 **Singapore** +65 6212 1000

Sydney +61 2 9777 8600

Tokyo +81 3 4565 8900