



Global Equity Compensation

Our Global Equity Compensation practice is highly qualified to work with multinational companies on all aspects of international or cross-border equity compensation and employment issues.

We have worked with more than 100 multinational companies in the design, management, implementation and maintenance of global equity compensation programs.

Offering global equity compensation programs across borders can be an intricate process filled with obstacles. Failure to overcome these obstacles can mean employee dissatisfaction, negative publicity for the company, costly fines, unnecessary tax liabilities, high administrative costs and, in some cases, criminal penalties. We have found that the key to successfully implementing a global compensation program is to assess the cultural, tax and legal landscape in each country before offering such benefits to local employees.

Our experience, extensive client base and global reach enable us to stay on top of any new developments that may affect global equity compensation programs or other aspects of international human resources and corporate strategies. We advise our clients of current best practices and keep them apprised of legal, cultural and business changes that may affect their workforces and compensation programs.

Please see our Employment page for further information on how our lawyers also assist with senior employee international mobility and compensation and benefits issues.

CAPABILITES

We provide our clients a single point of contact in the same time zone that integrates their business objectives as consistently as possible across the countries around the world where they operate. At the same time, we maximize cost-efficiency by leveraging our experience and past work product and carefully directing any assistance from our colleagues around the globe.

Global Equity Compensation Programs

We advise on legal issues related to all types of equity programs, including qualified and nonqualified stock option plans, stock purchase plans, restricted stock, restricted stock units (RSUs) and stock appreciation rights (SARs). Our clients include large multinational corporations that require a broad range of equity compensation alternatives. Following is an overview of the equity compensation plan-related services we provide:

- Securities restrictions. Since equity-based compensation programs by their nature involve offering company stock to employees,

KEY CONTACTS

Dean Fealk

Partner

San Francisco

T: +1 415 836 2521

dean.fealk@dlapiper.com

Sang Kim

Silicon Valley

T: +1 650 833 2072

sang.kim@dlapiper.com

Jacques Wantz

Partner

Luxembourg

T: +352 26 29 04 2635

jacques.wantz@dlapiper.com

- Corporate
- Data Protection, Privacy and Security
- Employment

local securities laws must be considered. We guide our clients through the local securities compliance requirements, including registering the equity compensation programs, drafting prospectuses and completing any ongoing filing requirements. We advise clients on compliance requirements in all jurisdictions.

- **Data privacy.** Data privacy is an important and often confusing area of the law. Because employee information is almost always collected, stored and transferred in the administration of equity-based compensation programs, local data privacy laws must be addressed. We work with our clients to structure the administration of these programs so that they comply with local data privacy laws and, where necessary, obtain the appropriate approvals.
- **Employment law.** Because equity-based compensation programs are provided to employees, local employment laws must be considered. We work with our clients in the drafting and offering of equity-based compensation programs so that the parent company and the employer can mitigate the negative consequences of these laws.
- **Taxation of the local entity.** The taxation of the local entity and the allocation of costs for offering equity-based compensation programs is often a significant internal issue for our clients. We provide our clients with alternatives to mitigate the tax consequences to the local subsidiary or branch that result from extending equity-based compensation programs to its employees; arrange for the costs of the programs to be allocated to the appropriate entity; and mitigate the tax consequences that result from the local subsidiary or branch reimbursing the parent company for the cost of such programs.
- **Taxation of employees.** The taxation of equity-based compensation is always a concern of our clients and their employees. We help our clients find solutions to potentially onerous tax obligations by structuring their equity-based compensation programs to take advantage of the local tax regulations and to minimize the employees' tax liability wherever possible.
- **Employer tax withholding and reporting.** One of the concerns in offering equity-based compensation programs is the scrutiny that can be imposed by local tax authorities. We work with our clients to determine whether the parent company or the local subsidiary is obligated to withhold income tax on the benefits received by the employees. We also help to establish the administrative procedures necessary to remit the taxes owed to the local agencies.
- **Program design.** Global programs must provide the flexibility necessary to give the company the tools it will need to comply with the legal and statutory requirements of multiple countries. We work with our clients to draft comprehensive program documents that address their current needs, but also anticipate future developments in the local law. In addition, we work with our clients in modifying existing US programs to offer these programs abroad.
- **Employee communications.** We routinely assist our clients in drafting employee communication materials, which include offer letters, program summaries, agreements, enrollment forms and tax supplements. In addition to drafting these documents, we assist our clients in preparing translations into the local language.

Global Human Capital

Through our global human capital practice, we work with multinational companies on a wide range of employment issues that arise in connection with a global workforce. Areas in which we regularly advise clients are as follows:

- Codes of conduct
- Data privacy
- Discrimination
- Employee handbooks and policies
- Employee monitoring
- Employment contracts
- Expatriate tracking
- Hiring
- Language/translation issues
- Leaves of absence
- Non-competition and confidentiality agreements
- Non-employee workers
- Part-time workers
- Reductions in force

- Severance
- Termination notices
- Works councils/unions

EXPERIENCE

- Advised global technology company on legal, tax and compliance aspects of initial public offering and implications for stock award programs in 40+ countries
- Advised various global companies on employment and equity compensation considerations for cross-border mergers and acquisitions.
- Designed and implemented stock options, purchase rights and RSU programs for global software and manufacturing companies in 50+ countries
- Advised a global technology company on employment issues in 45+ countries
- Implemented stock option exchange program for a global software company in 30+ countries
- Guided a global software company on equity compensation program compliance requirements following the acquisition of a similar global company
- Guided multiple global public and private companies through securities, currency exchange and tax filings in China
- Completed numerous securities filings for global public companies in Japan
- Guided multiple global public and private companies through the securities filing requirements in the EU under the prospectus directive
- Advised numerous global public and private companies on the evolving tax and currency exchange issues in India