

General Counsel Pay



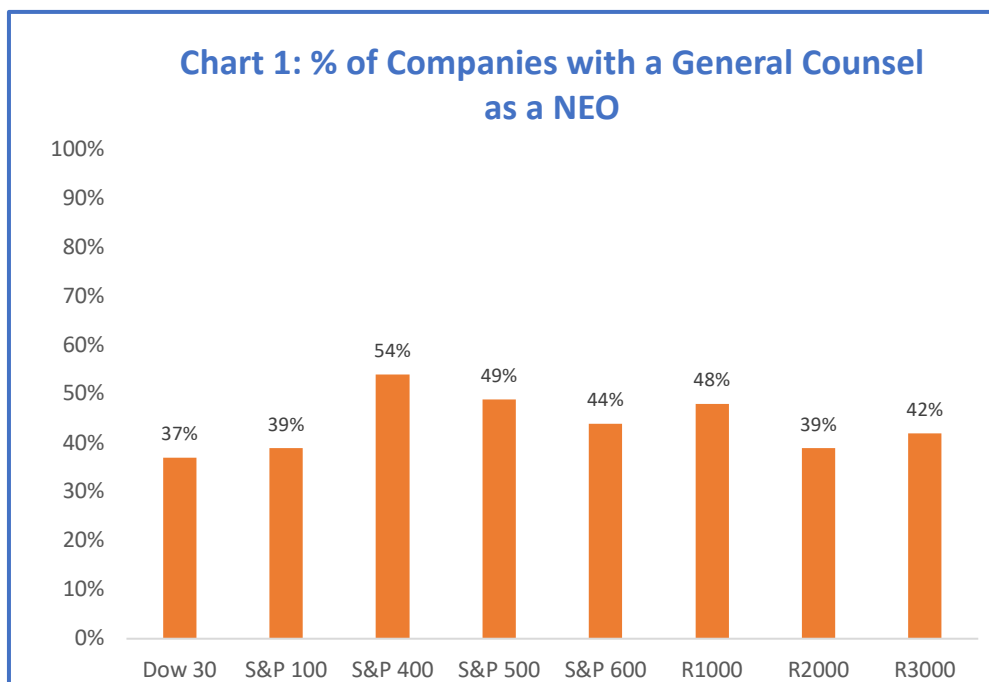
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reports@mylogiq.com

A Third to Half of Companies Have their General Counsel as a Named Executive Officer

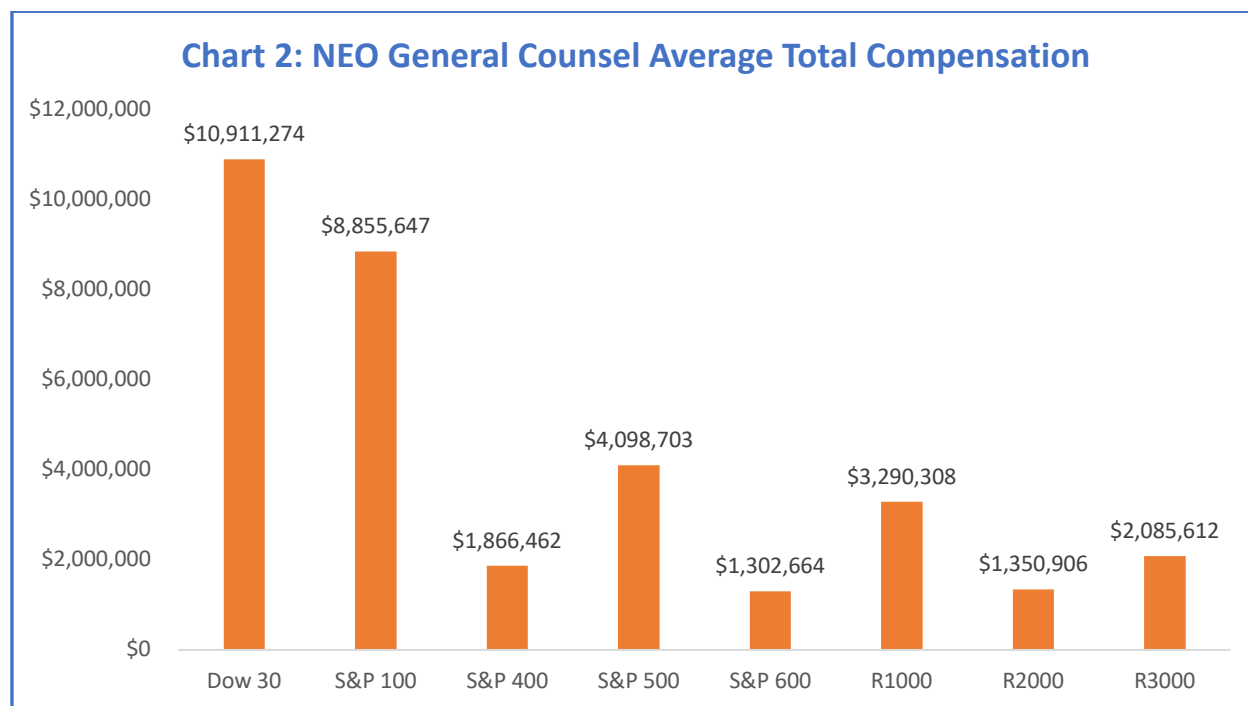
General counsels in public companies often play a significant strategic role. However, not all companies identify their general counsel as one of their five named executive officers (NEO). We used our CompanyIQ™ platform to review the 2018 SEC filings of companies in the Dow 30, S&P 500, R 3000, and other indices to determine which companies have their general counsel as a NEO. Chart 1 below has the details.



Average NEO General Counsel Pay Ranges From \$1.3 Million to \$10.9 Million Depending on the Index

It is not uncommon for general counsel pay to be in the seven figures. Less common, though not unheard of is, eight-figure compensation. Average pay for the seven of the eight indices in this report ranges from \$1.3 million to \$8.9 million. **Dow 30 NEO general counsels average pay moves into the eight figures at \$10.9 million.**

Chart 2 below has data on average NEO general counsel pay by index.



Who Are the Top Earning NEO General Counsels and What Do They Make?

The top earning NEO general counsels in the Russell 3000 made between \$10 million and \$47 million in total annual compensation in 2018.

Chart 3 and Table 1 below display the specifics.

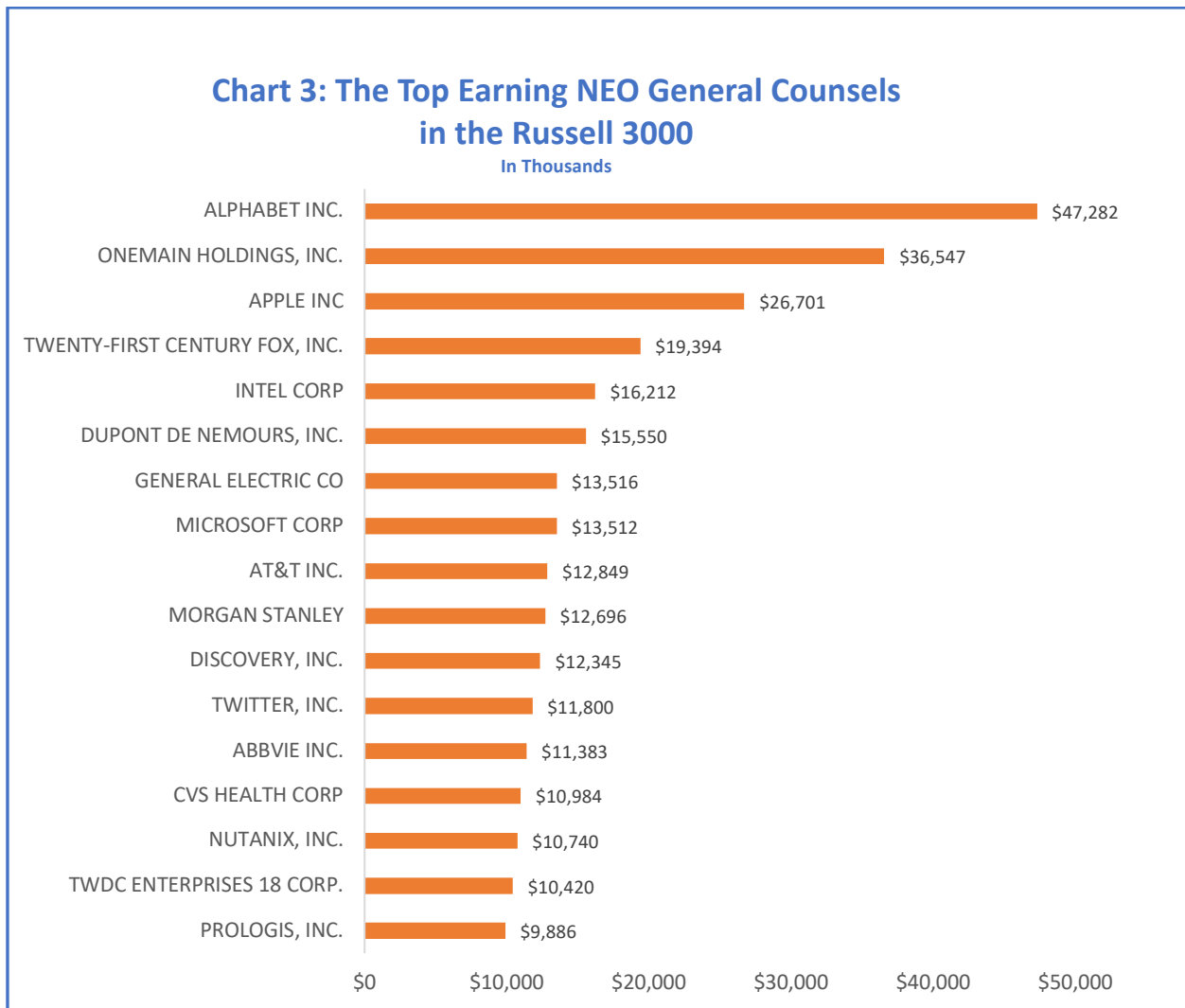


Table 1: Top Earning NEO General Counsels in the Russell 3000

	COMPANY NAME	EXECUTIVE NAME	EXECUTIVE POSITION	VALUE
1)	ALPHABET INC.	DAVID C. DRUMMOND	SENIOR VICE PRESIDENT, CORPORATE DEVELOPMENT, CHIEF LEGAL OFFICER, ALPHABET	\$47,282,232
2)	ONEMAIN HOLDINGS, INC.	JOHN CHARLES ANDERSON	EXECUTIVE VICE PRESIDENT, LEGAL, COMPLIANCE AND OPERATIONAL RISK	\$36,545,681
3)	APPLE INC	KATHERINE ADAMS	SENIOR VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY	\$26,700,660
4)	TWENTY-FIRST CENTURY FOX, INC.	GERSON ZWEIFACH	SENIOR EXECUTIVE VICE PRESIDENT AND GROUP GENERAL COUNSEL	\$19,393,587
5)	INTEL CORP	STEVEN R RODGERS	EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL	\$16,211,900
6)	DUPONT DE NEMOURS, INC.	CHARLES J. KALIL	FORMER SPECIAL COUNSELLOR EXECUTIVE CHAIRMAN AND FORMER GENERAL COUNSEL, MATERIALS SCIENCE DIVISION	\$15,550,134
7)	GENERAL ELECTRIC CO	MICHAEL J. HOLSTON	SENIOR VICE PRESIDENT & GENERAL COUNSEL	\$13,515,716
8)	MICROSOFT CORP	BRADFORD L SMITH	PRESIDENT AND CHIEF LEGAL OFFICER	\$13,511,623
9)	AT&T INC.	DAVID R MCATEE II	SENIOR. EXEC. VICE PRESIDENT. AND GENERAL COUNSEL	\$12,849,276
10)	MORGAN STANLEY	ERIC F GROSSMAN	EXECUTIVE VICE PRESIDENT AND CHIEF LEGAL OFFICER	\$12,696,431
11)	DISCOVERY, INC.	BRUCE L CAMPBELL	CHIEF DEVELOPMENT, DISTRIBUTION AND LEGAL OFFICER	\$12,344,995
12)	TWITTER, INC.	VIJAYA GADDE	CHIEF LEGAL OFFICER AND SECRETARY	\$11,799,901
13)	ABBVIE INC.	LAURA J SCHUMACHER	VICE CHAIRMAN, EXTERNAL AFFAIRS AND CHIEF LEGAL OFFICER	\$11,383,159
14)	CVS HEALTH CORP	THOMAS M MORIARTY	EXECUTIVE VICE PRESIDENT, CHIEF POLICY AND EXTERNAL AFFAIRS OFFICER AND GENERAL COUNSEL	\$10,983,856
15)	NUTANIX, INC.	TYLER WALL	CHIEF LEGAL OFFICER	\$10,739,531
16)	TWDC ENTERPRISES 18 CORP.	ALAN N BRAVERMAN	SENIOR EXECUTIVE VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY	\$10,419,530
17)	PROLOGIS, INC.	EDWARD S NEKRITZ	CHIEF LEGAL OFFICER AND GENERAL COUNSEL	\$9,866,419

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Disclosures:

- 1) Risk Factors and Leading Concerns
- 2) How Efficient Are Company Disclosures in Their Ks and Qs, and What Has the Season Taught Us?
- 3) Benchmarking Financial Footnotes in Annual and Quarterly Filings
- 4) Changes in MD&A Discussion
- 5) Non-GAAP Disclosures and Compliance
- 6) What Has Been the SEC's Focus on Comments?
- 7) ASC 842 Lease Commitments, Early Adopters Trend

Corporate Governance:

- 1) Director Gender and Diversity
- 2) Are You an Independent Board Member If You Serve More Than 10-15 Years?
- 3) How Much Does a Board of Director Earn Per Meeting?
- 4) Analysis of Shareholder Proposals and Leading Trends
- 5) Risk Oversight and Cyber-Security and Company Boards - Who Is Responsible?

Executive Compensation:

- 1) CEO Pay Ratio - S&P 500 and Russell 3000 - How Long Does a CEO Work to Earn a Median Employee's Annual Pay?
- 2) What Is the CFO Pay-Ratio and How Does It Compare with the CEO Pay-Ratio?
- 3) Pay Elements of CEO and CFO Compensation Across Large Cap, Mid-Cap and Small-Cap Companies

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