Glossary and Assumptions

This document lists (in alphabetical order) all of the terms used within the BoardEx product and any assumptions (shown in black text) used in data extraction or calculations. The terms used in BoardEx range from commonly used financial parameters to BoardEx specific terms. In some cases assumptions have been necessary within BoardEx to overcome data gaps and enable useful approximations to be presented.

Achievements
A Directors or Officers awards received outside of the work place

Advisors
Organisations that provide quoted companies with a specific service (e.g. Auditors)

Age (Average)
The sum of the Directors ages being measured divided by the number of Directors
* Age(Yrs)

Age (Yrs)
The age of the Director
* When a Director’s date of birth is not disclosed but the age is disclosed, then the year of birth is used

Announcement Date
The date at which the company made public a definitive statement regarding movements of Directors to, from and within the firm that are of significance

Announcements
A component of BoardEx that looks at future impacts to the company via movements of Directors to, from and within the firm

Association
Where there is a Date overlap of directors sitting on boards, whether Quoted, Private, NFP Educational or Other.

Attrition Rate (%)
Number of Directors that have left as a proportion of average number of Directors from the previous year

Average Direct Compensation
This is the Total Direct Compensation awarded to the Directors divided by the number of them
Average Education (Qualifications)
Total Qualifications gained by the Directors divided by the number of Directors
* All qualifications have a rating of one

Average Equity Linked Compensation
This is the Total Equity Linked Compensation awarded to the Directors divided by the number of them

Average Quoted Boards currently
Sums all the Quoted Boards that the Directors currently sit on and is then divided by the number of Directors

Average Quoted Boards to date
Sums all the Quoted boards that the Directors have sat on to-date then divided by the number of Directors

Average Time on Board
The Total Number of Years that all the Directors have sat at Board Level at the company under analysis then divide by the number of Directors

Average Time to Retirement
Take the Retirement Age of the Directors subtracts their age. Sums them together and divides by the number of Directors.

Average Yrs in Sector
Sums Total Number of Years the Directors have been in the sector of the company being analysed and divides by the number of Directors

Average Yrs on other Quoted Boards
The total length of time spent by Directors at Board Level within quoted companies other than that being viewed, divided by the number of those companies

Average Yrs on Quoted Boards
Total number of years a Director has sat at Board Level on Quoted Boards, divided by the number of them

Award Date
Date the company released the reward to the Director

Board Alerts
Proactively track changes in Board and Director networks, compensation and wealth on a daily basis
**Board Position**
Identifies whether or not that individual is on a Board and whether it is an **Inside** or **Outside** Directorship

**Boards to Date - Other**
The total number of other Boards on which the Director has served to date, including the current positions held

**Boards to Date - Private**
The total number of Boards of Private companies on which the Director has served to date, including current Board positions

**Boards to Date - Quoted**
The total number of Boards of Quoted companies on which the Director has served to date, including current Board positions

**Bonus**
An annual payment made in addition to **Salary**

**Bonus / (Bonus + Salary)**
Bonus as a proportion of **Total Direct Compensation** less **Pension**

**Change in Wealth in the last 12 months**
**Total Equity Linked wealth** today, minus **Total Equity linked wealth** 12 months ago

**Committee**
Board Committee(s) on which the Director sits, for example audit, Compensation, appointment
* All data is taken from either the latest annual filing or regulatory source if available.

**Committee Role**
Position on a particular company's committee

**Compensation for Period**
**Total Compensation** for the reporting period being analysed

**Country**
The country where the quoted company being analysed in headquartered

**Current Assets**
A company's assets that could be converted into cash within one year. This includes inventory and accounts receivable.
Current Boards - Other
The total number of other Boards on which the Director is serving on at the report date selected.

Current Boards - Private
The total number of Boards of Private companies on which the Director is serving on at the report date selected.

Current Boards - Quoted
The total number of Boards of Quoted companies on which the Director is serving on at the report date selected.

Current Liabilities
A company's liabilities that are due for payment within one year, which includes, payroll and account’s payable.

Current Value of Total Shares Held
The value of stock holdings accumulated over time priced at the stock price as at last working day.

Date
Specifies date of an event.

Date Departed
The Date in which a Director left a role or Board.

Date Overlap
The dates between which Directors sat on the same Board or organisation together.

Defined Contribution
Employer's contribution towards the Director's Pension scheme.

Departures within the Last 12 months
The number of Directors who have left the board in the last 12 months.

Direct and Equity Linked Compensation
Equal to Total Compensation for period.

Direct Compensation
Sum of all cash based compensation for the Period.

Director Alerts
Proactively track changes in Director networks, compensation and wealth on a daily basis.
Director Transactions
An individuals share trading activities

Directors Approaching Retirement Age
List of all Directors who are less than one year from Retirement Age

Dividend
A portion of company's profit paid to ordinary and preference shareholders

Dividend per share
The dividend paid over the past 12 months divided by the number of shares outstanding

Disclosed Earners
Board and Non-Board individuals whose pay is disclosed in the SEC filings.

EBIT
Earnings before Interest and Taxes - See Operating Profit.

EBITDA
EBITDA is the operating and non-operating profit before the deduction of Interest and income taxes, not including depreciation and amortization expenses.

Edit Alerts
Amend Board Alerts and Director Alerts.

Education
List of academic and professional accreditations received.

Education (Qualifications)
The number of qualifications held by the Director. This is a count of all qualifications of degree level including all professional qualifications.
* All have a count of one

Effective Date
The Date at which the actual event concerning an Announcement occurs.

EPS
Earnings per share (EPS) is the company's profit divided by its number of outstanding shares.

Equity Linked / Total
Equity Linked Compensation as a proportion of Total Compensation for the Report Period selected.
**Equity Linked Compensation**  
The sum of Shares awarded, Estimated Value of Options awarded and LTIPs awarded in the Period Selected.

**Estimated Value of Exercisable Options Awarded**  
A prediction of the value of those options awarded where the Report Date Selected is between the Vesting Dates and Expiry Dates.

**Estimated Value of Exercisable Options Held**  
A prediction of the market value of all options held at the end of the period based on the latest closing stock price calculated using an Generalised Black Scholes option pricing model.

**Estimated Value of Options Awarded**  
A prediction of the value of the options awarded during the period based on the latest closing stock price using an Generalised Black Scholes option pricing model.  
* Volatility is measured using a 100-day historic volatility  
* The Option Expiry Date uses the Country average if Expiry Date is unavailable

**Estimated Value of Options Held**  
A prediction of the market value of all options held at the end of the period based on the latest closing stock price calculated using an Generalised Black Scholes option pricing model.  
* Volatility is measured using a 100-day historic volatility  
* The Option Expiry Date uses the Country average if Expiry Date is unavailable

**Estimated Value of Unexercisable Options Awarded**  
A prediction of the options awarded that have not yet reached their Vesting Date.

**Estimated Value of Unexercisable Options Held**  
A prediction of the options held that have not yet reached their Vesting Date.

**Event**  
Key known events during the financial year, for example AGM, Results announcement.

**Executive Director**  
A full time employed individual who is on the company Board

**Exercisable**  
Those Options that are between Vesting Date and Expiry Date.

**Exercisable volume**  
The number of Options that are between Vesting Date and Expiry Date.
**Exercise Price**  
The cost of converting an option into a Share. Or the cost of taking up the right to buy the share.

**Expiry Date**  
Date at which an option lapses and is no longer *Exercisable*.

**Fixed Assets**  
Assets owned by the firm used for income production, for example, company's building, machinery, equipment

**Functional Experience**  
Experience a Director has gained that is relevant to the particular committee(s) that the individual sits on

**Future Board Movements**  
A list of all Directors who have announced that they are leaving or joining a particular role or Board but the date of the actual occurrence has not yet happened

**Gender**  
Sex of the Director

**Gender / % Male**  
The proportion of male directors

**Inside Director**  
Any member of a company’s Board who is either a full time employee or non-employee who was previously employed by the organisation

**Interest**  
The price paid for borrowing money expressed as a percentage rate

**Interest Expense**  
Amount a company pays out in interest on debt

**Intrinsic Value of Options Awarded**  
This shows by how much options awarded are in the money. This is the sum of gap between the Exercise Price of the Options Awarded and the stock price multiplied by the number of options awarded. If the options awarded are in the money, the value is shown, otherwise n.a. is displayed. n.a. is also displayed if the underlying values to create the calculation are not known
Intrinsic Value of Exercisable Options Awarded
This shows by how much options awarded are in the money. This is the sum of gap between the Exercise Price of the Options Awarded and the stock price multiplied by the number of options awarded. If the options awarded are in the money, the value is shown, otherwise n.a. is displayed. n.a. is also displayed if the underlying values to create the calculation are not known for all those options awarded where the annual report date selected is between the Vesting Date and Expiry Date.

Intrinsic Value of Exercisable Options Held
This shows by how much the total number of options held are in the money. This is the sum of gap between the Exercise Price of the Options Held and the stock price multiplied by the number of options held. If the options held are in the money, the value is shown, otherwise n.a. is displayed. n.a. is also displayed if the underlying values to create the calculation are not known for all those options held where the annual report date selected is between the Vesting Date and Expiry Date.

Intrinsic Value of Options Held
This shows by how much the total number of options held are in the money. This is the sum of gap between the Exercise Price of the Options Held and the stock price multiplied by the number of options held. If the options held are in the money, the value is shown, otherwise n.a. is displayed. n.a. is also displayed if the underlying values to create the calculation are not known.

Intrinsic Value of Unexercisable Options Awarded
This shows by how much options awarded are in the money. This is the sum of gap between the Exercise Price of the Options Awarded and the stock price multiplied by the number of options awarded. If the options awarded are in the money, the value is shown, otherwise n.a. is displayed. n.a. is also displayed if the underlying values to create the calculation are not known for all those options awarded where the annual report date selected is less than the Vesting Date.

Intrinsic Value of Unexercisable Options Held
This shows by how much the total number of options held are in the money. This is the sum of gap between the Exercise Price of the Options Held and the stock price multiplied by the number of options held. If the options held are in the money, the value is shown, otherwise n.a. is displayed. n.a. is also displayed if the underlying values to create the calculation are not known for all those options held where the annual report date selected is less than the Vesting Date.

Long-Term Liabilities
Amount owed and falling due after one year

LTIP
Is the sum of all cash, equity, equity matched and option plans awarded or held
* The maximum performance hurdle is achieved and the total award granted. Option plans are valued using the Estimated Value of Options Awarded

LTIP Cash Plan
All Cash awards and accumulated wealth that require a condition to be met before realisation of the award.
* It is assumed that the maximum award will be achieved
LTIP Option Plan
All Option awards and accumulated wealth that require a performance target to be met before realisation of the award.
* It is assumed that the maximum award will be achieved

LTIP Share Matched Plan
All stock awards and accumulated wealth that require the Director to match a given percentage of the award and a condition to be met before realisation of the award.
* It is assumed that the maximum award will be achieved

LTIP Share Plan
All stock awards and accumulated wealth that require a condition to be met before realisation of the award.
* It is assumed that the maximum award will be achieved

Liquid Wealth
The Sum of Value of Shares Held and the Intrinsic Value of Exercisable Options.

Major Shareholders
The company’s largest publicly disclosed shareholders.

Market Capitalisation
This is the number of outstanding shares multiplied by the current share price
* Outstanding Shares is taken from the latest annual filing

Multi Linked Boards
Multi Associations displays all directors on the selected Board in a given time period where two or more of the directors sat together on other Boards or at other organisations. Company links are for Quoted, Private and not for profit organisations. Further Educational associations are displayed where the directors of the selected company in that time frame attended the same educational establishment.

Multi Linked Directors
Multi Associations displays links to all other Directors whether past or present via their directorships in the time period selected where the link occurs over two or more Boards. Links are between Quoted, Private and not for profit organisations. Further Educational associations are displayed where the director attended the same educational establishment as another director at a similar time.

Nationality
The nationality of the Director as disclosed in regulatory sources

Nationality Mix
Proportion of Directors from different countries. A high number depicts a more diverse Board

Net Income
The company’s total earnings: revenues adjusted for costs of doing business, including Interest, depreciation and taxes; also referred to as net earnings.
**Net Position**
The holdings of a director in the company post any Director Transaction

**Not For Profit (NFP)**
Represents a charitable Association

**Non-Executive Director**
Any member of a company’s Board who is not an employee of the company

**Number of Employees**
Total number of employees within an organisation as depicted in the annual report and accounts

**Number of Qualifications**
The sum the number of professional and academic (undergraduate level and above) qualifications achieved
* All qualifications have a rating of one

**Number of Shares**
The amount of stock units denoted

**Operating Costs**
The day-to-day expenses incurred in running a business as depicted in the annual filings

**Operating Profit**
Operating profit before the deduction of interest and income taxes. This is also known as Earnings before Interest and Taxes (EBIT)

**Option Expiry Date**
Date on which the option contract lapses

**Other (Activities)**
All non employment related pursuits

**Other (Compensation)**
Other annual ad hoc Direct payments such as relocation, fringe benefits

**Other (Organisations)**
Those organisations where an individual works and that are generally not for profit in nature

**Other Boards**
Those organisations where an individual is a member of the board and that are generally not for profit in nature
Other Boards Currently
The total number of other Boards on which the Director is serving on at the report date selected

Other Boards to Date
The total number of other Boards on which the Director has served to date, including the current positions held

Other Committees
Other similar Committees that an individual sits on at the report date specified

Other Direct Compensation
Other annual ad hoc cash payments such as relocation costs and fringe benefits

Other Employment
Those organisations where an individual works and that are generally not for profit in nature

Outside Director
Any member of a company’s Board who has never been employed by the company and sits on that company’s board

Outstanding Shares
Shares that are currently owned by the investors rather than the company treasury

PE Ratio
A measure calculated by dividing the current stock price by annual earnings per share.

Peer Group
A user defined set of companies or directors that can be used to set Peer Group Alerts against, to use as a starting point in Point 2 Point or for any comparative analysis purposes

Peer Group Alerts
A facility to proactively track changes in a Boards or Director networks, compensation and wealth on a daily basis

Peer Group Management
A central location to administer Peer Groups

Peer Member
A constituent of a Peer Group
Pension
Employer's contribution towards the Director's pension scheme

Percentage change in Compensation from Last period
The proportion by which Total Compensation has changed since the last annual report and accounts

Price
Price at which a Director Transaction was Traded

Private Boards currently
The total number of Boards of Private companies on which the Director is serving on at the report date selected

Private Boards to date
The total number of Boards of Private companies on which the Director has served to date, including current Board positions

Quoted Boards currently
The total number of Boards of Quoted companies on which the Director is serving on at the report date selected

Quoted Boards currently (Average)
Total for all Directors of the Quoted boards that they currently sit on, divided by the number of Directors

Quoted Boards to date
The total number of Boards of Quoted companies on which the Director has served to date, including current Board positions

Report Date
Either the Date of the organisation's last annual report or filing or last working day

Retirement Age
The assumed retirement ages are 65 and 70 for Executive and Supervisory Directors respectively

Return On Equity
RoE is a measure of a company's profitability. Determined by dividing net income for the past 12 months, by common stockholder equity (adjusted for stock splits). A percentage that indicates how well common stockholders' invested money is being used.

Revenue
Annual Revenue of the company
Role
The position held by the individual in the organisation

Role on Linked Organisation
The on the other Board within an Association

Salary
Base annual pay

Sector
Sector of a company under FTSE International classification (In some cases designated by BoardEx)

Share Price
The Stock Price of a company at the Report Date selected

Single and multi linked Boards
Board Associations displays all directors on the selected Board in a given time period with links to other Boards via one or many directors who have sat on those boards together whether in the past or presently. Company links are for Quoted, Private and not for profit organisations. Further Educational associations are displayed where the Directors of the selected company in that time frame attended the same educational establishment.

Single and multi linked Directors
Director Associations displays links to all other Directors whether past or present via their directorships in the time period selected. Links are between Quoted, Private and not for profit organisations. Further Educational associations are displayed where the Director attended the same educational establishment as another director at a similar time.

Stakeholder Representative
Specific stakeholder group(s) represented by the Director, for example shareholders representatives, union, employee.

Standard Deviation
A measure of dispersion of a set of data from its mean

Standard Deviation of Age
The Standard Deviation of age for Directors

Standard Deviation of Education (Qualifications)
The Standard Deviation of number of Qualifications for Directors

Standard Deviation of Quoted Boards to Date
The Standard Deviation of Quoted Boards to date
**Std. dev. of Yrs in Company**  
The Standard Deviation of Time in Company for Directors

**Std. dev. of Yrs in Sector**  
The Standard Deviation of Time in Sector for Directors

**Std. dev. of Yrs on Board**  
The Standard Deviation of Time on Board for Directors

**Succession Factor**  
Measures the clustering of Directors around the retirement date. It is based on the standard deviation of time to retirement, divided by a constant, minus the mean time to retirement. A lower number represents a higher risk of succession

**Supervisory Director**  
Any member of a company’s Board who is not employed at the company

**Time (Yrs) in Company**  
The length of time, stated in years, spent by the Director in the company
* If the date of joining the Company is not available, then the assumed date is the start of the financial year when the Director is first Quoted in the Annual Report
* If the date left the Role is not known then the assumed date is the end of the financial year

**Time (Yrs) in Role**  
The length of time, stated in years, that the Director has been in the current Role
* If the date joined the Role is not available then the assumed date is the start of the financial year when the director is first shown on the Annual Report
* If the date left the Role is not known then the assumed date is the end of the financial year

**Time (Yrs) on Board**  
The length of time, stated in years, that the Director has been on the Board
If the date of joining the Board is not available, then the assumed date is the start of the financial year when the Director is first Quoted in the Annual Report
* If the date of leaving the Board is not known then the assumed date is the end of the financial year

**Time (Yrs) To Retirement**  
The length of time, stated in years to retirement, based on the company's Retirement Age
* Where a Director's age is not disclosed, the Time to Retirement is assumed to be 65 for Executives and 70 for supervisory Directors

**Time on Board (Average)**  
Total number of years that the Directors have been On the Board, divided by the number of Directors
Total - Shares Awarded
Total Equity Linked Compensation = Value of Shares Awarded + Value of LTIP awarded + Estimated Value of Options Awarded

Total - Wealth
The sum of Equity Held, Estimated Value of Options Held and LTIPs Held

Total Assets
Total value of company's assets. Total assets include Current Assets; Fixed Assets such as buildings and equipment; and other assets such as licenses and good will.

Total Compensation for Period
Equal to Total Direct Compensation for the Period = Total Direct Compensation + Total Equity Linked Compensation

Total Compensation - Direct
Sum of Salary and Bonus

Total Compensation - Inc. D.C. Pension & Other
Sum of all cash based compensation (Salary, Bonus, Pension, Other)

Total Compensation - Salary + Bonus
Sum of Salary and Bonus

Total Equity Linked Compensation
Total Equity Linked Compensation = Value of Shares Awarded + Value of LTIP awarded + Estimated Value of Options Awarded

Total Equity Linked Wealth
Value of cumulative holdings over time of stock, Options and LTIPs for the individual Director (Equal to Value of Total Shares Held + Value of LTIP Held + Estimated Value of Options Held)

Total Liabilities
Total value of company's liabilities

Total Revenue
The total sales and revenue for a given period.

Total Shareholders Equity
This is the company's net worth. It is the total assets minus total liabilities
Total Value of Shares Awarded
The sum of Value of Shares Awarded + Value of LTIP awarded + Estimated Market Value of Options Awarded

Total Wealth
Value of cumulative holdings over time of stock, Options and LTIPs for the individual Director, the Executive Directors and or Supervisory Directors or the appropriate averages (Total Equity Linked Wealth = Value of Total Shares held + Value of LTIP Held + Estimated Market Value of Options Held)

Transaction Value
The Transaction Price multiplied by Transaction Volume

Transaction Volume
Number of units traded

Unexercisable
Those Options that have not reached their Vesting Date

Unexercisable volume
No. of Options either awarded or held that have not reached their Vesting Date

Value of LTIP Held
Is the sum of all cash, equity, equity matched and Option plans received over time where the receipt of these awards in contingent on the company’s performance.
* The maximum performance hurdle is achieved and the total award granted. Option plans are valued using the Estimated Value of Options Held

Value of Shares Awarded
Value of shares awarded during the period. These are valued at latest closing stock price at the Report Date Selected

Value of Shares Held
Multiplies the number of shares held directly by the individual and multiplies by the stock price of the organisation at the Report Date selected.

Vesting Date
The date from which options can be exercised.

View Alerts
See all triggered Peer Group Alerts generated over time

View Announcements
See all Announcements released over time
Volume
Physical number of shares or options awarded or held

Wealth
Value of cumulative holdings over time of stock, Options and LTIPs for the individual Director, the Executive Directors and or Supervisory Directors or the appropriate averages (Total Equity Linked Wealth = Value of total Equity Held + Value of LTIP Held +Estimated Market Value of Options Held)

Wealth Delta
This is the change in a Director’s Wealth in the company for each 1% change in the stock price.

Yrs In Company
The length of time, stated in years, spent by the Director in the company
* If the date of joining the Company is not available, then the assumed date is the start of the financial year when the Director is first Quoted in the Annual Report
* If the date of leaving the company is not known then the assumed date is the end of the financial

Yrs in Role
The length of time, stated in years, that the Director has been in the current Role
* If the date joined the Role is not available then the assumed date is the start of the financial year when the director is first shown on the Annual Report
* If the date left the Role is not known then the assumed date is the end of the financial year

Yrs on Board
The length of time, stated in years, that the Director has been on the Board
* If the date of joining the Board is not available, then the assumed date is the start of the financial year when the Director is first Quoted in the Annual Report
* If the date of leaving the Board is not known then the assumed date is the end of the financial year

Yrs to Retirement
The length of time, stated in years to retirement, based on the company's Retirement Age
* Where a Director's age is not disclosed, the Time to Retirement is assumed to be 65 for Executives and 70 for supervisory Directors.