

2006

Boards of Directors Study in Australia and New Zealand



## About Korn/Ferry International

Korn/Ferry International (NYSE:KFY), with 73 offices and close to 500 consultants worldwide, is the largest global provider of executive search and leadership development solutions. The firm works closely with clients to provide solutions tailored to their recruitment and assessment needs: through the company's executive search business, identifying CEOs, COOs, CFOs and other senior-level executives; through the Global Board Services Practice, recruiting for boards of directors and consulting on matters of corporate governance; through the firm's Leadership Development Solutions business, which provides evaluation and development of senior management teams; and through Futurestep, Korn/Ferry's middle management recruitment provider.

Since 1972, Korn/Ferry has been a premier provider of director recruiting and corporate governance consulting, understanding the challenges associated with assembling a knowledgeable, cohesive and effective board prepared to meet the growing demands for greater accountability and more effective board performance. The firm has a dedicated team of global professionals whose sole focus is recruiting for company boards for clients worldwide and whose depth and expertise on matters of corporate governance are unparalleled.

Level 20, 60 Castlereagh Street  
SYDNEY NSW 2000  
AUSTRALIA  
Telephone (612) 9006 3400  
Facsimile (612) 9006 3600

Level 43, 120 Collins Street  
MELBOURNE VIC 3000  
AUSTRALIA  
Telephone (613) 9631 0300  
Facsimile (613) 9650 9161

Level 5, 1 Woodward Street  
WELLINGTON  
NEW ZEALAND  
Telephone (644) 460 4900  
Facsimile (644) 460 4901

Level 2, 14 Viaduct Harbour Avenue  
AUCKLAND  
NEW ZEALAND  
Telephone (649) 309 4900  
Facsimile (649) 309 4904

For more information, visit the Korn/Ferry International website [www.kornferry.com](http://www.kornferry.com) or call Suzanne Williams, Head of the Australasian Board Services Practice, on (612) 9006 3400.

## About Egan Associates

Egan Associates, established initially as a research organisation by John Egan in the mid 1970s has for the past 18 years, advised public companies, including those preparing for listing, private and international corporations, government and related corporatised entities, as well as innovative enterprises, many with a technology or sciences base, on executive and non-executive director reward, cash incentive programs, equity plans and synthetic derivatives, as well as strategic and corporate governance issues now embracing guidance on the content and preparation of company remuneration reports for shareholder review.

The company is retained by a number of Australian and New Zealand leading corporate entities as an advisor to their Chief Executive and/or Board on strategic remuneration challenges, including the construct of CEO pay and service agreements including contemporary termination provisions, unlatching payments for external appointees, and performance aligned 'at risk' remuneration plans, particularly those that have become increasingly sensitive as a result of emerging corporate governance guidelines, disclosure and shareholder scrutiny. Egan Associates' principals bring diverse backgrounds and skills to providing leading edge solutions. These skills, combined with a comprehensive director and executive remuneration database, give us the capability to provide sound counsel across all industry sectors.

Details of our services are set out fully on the company's website.

EGAN ASSOCIATES  
28 The Corso  
MANLY NSW 2095  
AUSTRALIA

P.O. Box 807  
MANLY NSW 2095  
AUSTRALIA

Telephone: (612) 9977 3077  
Facsimile: (612) 9977 3577  
Email address: [mail@eganassociates.com.au](mailto:mail@eganassociates.com.au)

For more information, visit Egan Associates' website [www.eganassociates.com.au](http://www.eganassociates.com.au) or call John Egan, Practice Chairman on (612) 9977 3077.



Korn/Ferry International in association with Egan Associates

## Table of Contents

About Korn/Ferry International .....	1
About Egan Associates .....	1
Table of Contents .....	3
Foreword .....	4
Preamble .....	5
Editorial Comment .....	7
Introduction .....	10
Non-Executive Chairmen Fees .....	11
Non-Executive Directors' Fees .....	13
Board Demographics .....	15
Board Committees .....	19
New Zealand Companies .....	20
Appendix .....	23

## Foreword

The Directors Report produced by Korn/Ferry International, with information from Egan Associates' extensive sources, has for several years commented on the structure, performance and compensation of Boards of directors.

This 2006 Boards of Directors Study in Australia and New Zealand highlights the impact of the closure of director retirement plans, presents insight into the changing structure of emoluments for Boards and includes Editorial Comment on the continuing movement in non-executive directors' fees in Australia and New Zealand and on the challenges associated with recruiting highly credentialled board members.

Signed by



Gary Reidy  
Managing Director, Australasia  
Korn/Ferry International



John Egan  
Chairman  
Egan Associates

## Preamble

Managing governance issues is now part of everyday corporate life. The Sarbanes-Oxley Act, which imposed numerous corporate governance requirements, has been in place since 2002. Similar legislative or regulatory actions have occurred worldwide and the trend towards independent director-dominated boards is global. In the U.S., the New York Stock Exchange (NYSE) and NASDAQ now require listed companies to have boards comprised of a majority of independent directors. The governance changes spurred by the Higgs and Smith Reports in the UK and the Bouton Report in France are also driving companies to increase representation by independent directors.

Similarly, in Australia, the Australian Stock Exchange (ASX) in 2003 established the Principles of Good Corporate Governance which have been embraced by most Australian companies. The best practice recommendations state that a majority of the board should be independent directors and specify the need for a formal and transparent procedure for the recruitment of new directors to the board to help promote investor understanding and confidence in that process.

Organisations have integrated new or more stringent practices into their governance models and are now focusing more fully on running their businesses. But one problem remains. Director candidates who meet independence and professional capacity requirements are harder to find, and competition for qualified high calibre individuals is fierce. According to the survey conducted in conjunction with the 32nd KFI Annual Board of Directors Study, almost 60% of Australasian directors surveyed said that they are now finding it more difficult to recruit high quality board members. As a result, companies wanting to achieve good corporate governance are more frequently retaining the services of professional search firms to assist in the selection and appointment of well credentialed individuals.

Ideally, the board recruitment process is led by a strong, organised nominations committee, which is made up of a minimum of three members, the majority of whom are independent, and which has the full faith and backing of the chairman, CEO and other directors. The committee also needs a common commitment to board balance and to finding the best people through a thorough, transparent process.

The first step is to define the characteristics required in a good director for this specific board. That requires a clear-eyed review of company needs from many standpoints. Where is the business going, short- and long-term? What are the most pertinent performance objectives? What types of people already serve on the board? That data is overlaid on the current directors, producing a skills and human gap analysis and a profile of ideal candidate(s). A simple matrix reveals, for example, the voids in CEO or operating experience, industry or functional expertise, international experience or gender balance.

The gene pool of high-profile, successful and experienced directors is definitely shrinking as a consequence of such directors imposing limits on the number of roles they are prepared to take on. Good directors are becoming less available, given corporate governance and demands arising from the Corporate Law Economic Reform Program (CLERP 9). Testament to this is the fact that, according to the 32nd KFI Annual Board of Directors Study, more than half of the responding Australasian directors stated that they would prefer to take a seat on the board of a privately held company rather than of a listed company.

The most sought after director profile is, in our experience, that of the serving or recently retired CEO or major divisional head with an impeccable track record and a depth of relevant industry experience. We are observing a welcome trend whereby companies are more willing now to permit their CEOs to take on one external appointment, particularly if the CEO is approaching retirement; and there have been some notable examples in recent times of high profile CEOs who have been highly successful in making the transition from CEO to the board room.

The other profile that we have observed to be in great demand is that of an individual with strong financial skills to chair the audit committee. To achieve best practice, audit committees need to have an independent chairperson, who is not chairperson of the board. Given the new standards for audit committee membership, the demand for financial talent is escalating. CFOs recently retired from major corporates seem to be an obvious choice, but traditionally boards have not pursued these executives because of their lack of day-to-day management experience and profit and loss responsibility.

## Korn/Ferry International in association with Egan Associates

However, as CFOs gain diverse management and P&L experience, invitations are now being extended to CFOs with the new audit requirements acting as the catalyst.

Another viable candidate to chair the audit committee is a retired partner from the audit side of a prominent accounting firm. These candidates have the financial acumen needed and, through years of diverse, high profile client relationships, they have gained an understanding of broad business needs. Best practice recommendations state that independent directors must not have been a principal of a material professional adviser or a material consultant to the company within the last three years. Consequently, this imposes limitations on current and former partners from the accounting firm that is the current or recent auditor of the company.

Most boards these days welcome female board candidates into the selection process. Regrettably however women still represent only a small percentage of public company directors. In fact, over the last 12 months, we have observed a decline in the representation of women on the boards of the Top 100 companies – from 15% in 2005 to 11.5% in 2006.

International expertise is also in demand by Boards as companies expand their operations globally. Our 32nd Annual Board of Directors Study observed that identifying directors with the requisite international experience is the greatest recruitment hurdle faced by Boards today.

Despite the obstacles, it is possible – through planning and effort – to recruit highly qualified male and female directors. With the competition for qualified director candidates remaining strong, the nominations committee needs to be more systematic and creative in identifying potential directors. They should look beyond their company's industry and be prepared to think expansively about possible candidates.

Previously, board recruitment relied too heavily on the personal networks of the current board and senior executives. Today, there is a growing trend for professional search firms to be retained to identify well-qualified candidates. Boards of directors have found that working with a third party during the search process is an effective way to manage expectations of the board and of candidates, and also to keep the search focused and on track. If a company conducts its own search, it can be difficult to maintain a truly independent process, or the appearance of one. Boards that do their own recruitment must clearly acknowledge the limits of their reach and research.

Recruiting directors is no longer a “hand-shake” business requiring modest effort. By taking a more studied approach to selecting directors, nominations committees will find more qualified and diverse candidates. This, in turn, will result in a better functioning board, a factor that weighs heavily on a company's long-range success.

## Editorial Comment

Our research for the 2005 calendar year analyses leading companies in Australia and New Zealand. For this 2006 Study, in Australia, the top 300 listed entities have been included (in the 2005 report we included 349 listed Australian companies), and with regard to New Zealand, the top 50 listed entities (in the 2005 report we included 82 listed New Zealand companies, approximately half of which were relatively small having regard to the Trans-Tasman comparisons).

Our current research of directors' emoluments prevailing for the 2005 calendar year highlights continuing movement in non-executive directors' fees in both Australia and New Zealand. Some of the increases are quite pronounced, reflecting the significant absorption in Australia in particular of traditional contributions to directors' retirement allowances, where the benefits of such programs have been crystallised in recent times. In New Zealand, where directors' retirement programs are less pronounced, the rate of increase in non-executive directors' emoluments is also significant, which has in part arisen from our containment of country analysis to the top 50 listed entities.

We believe that across both countries directors' fees have been adjusted in order to attract candidates of appropriate calibre and commitment and have also in part, though only marginally, been funded by a reduction in the number of directors serving on a proportion of boards, where the fee pool available for distribution to directors has been able to be divided among a smaller group.

As with our observations in the 2005 report, key factors which continue to influence the elevation in non-executive directors' emoluments include the increased workload on directors arising from the greater focus of investors and regulators on board governance and their degree of engagement in the stewardship of the companies on whose boards they serve. Secondly, and of continuing influence, is the significant increase in the incidence, accountability and subsequent workload being devolved to board committees, particularly in addressing audit and accounting matters, compliance and risk, as well as remuneration and related human resource challenges. With the most recent experience among Australian companies in having to fully disclose remuneration information, the workload on this latter committee has increased, as has the profile of the committee's chair, who in a number of cases for the first time in 2005 or early 2006 addressed shareholders on the company's reward policies and payments.

In the current year we have also undertaken further research to explore the primary correlates of both executive reward at the level of CEO and non-executive directors' emoluments. A very substantial proportion of the variance of non-executive directors' emoluments is capable of being explained having regard to market capitalisation. With chief executives there is a closer alignment of their rewards to a composite correlate having regard to market capitalisation, revenues and operating profit. Profitability is a less sensitive determinant of non-executive directors' emoluments than market capitalisation, particularly among the larger companies.

The spread of correlation between profit, revenue and market capitalisation among New Zealand companies in respect of director compensation is far narrower than among Australia's top 50 companies. The highest correlate across both countries of directors' emoluments and compensation is market capitalisation followed by assets, then revenues, then profitability.

The increase in reward for non-executive directors among the top 100 companies for both chairmen and for non-executive directors (excluding chairmen) is portrayed in the graph below. It highlights the uplift in both chairman and directors' fees commented on above.

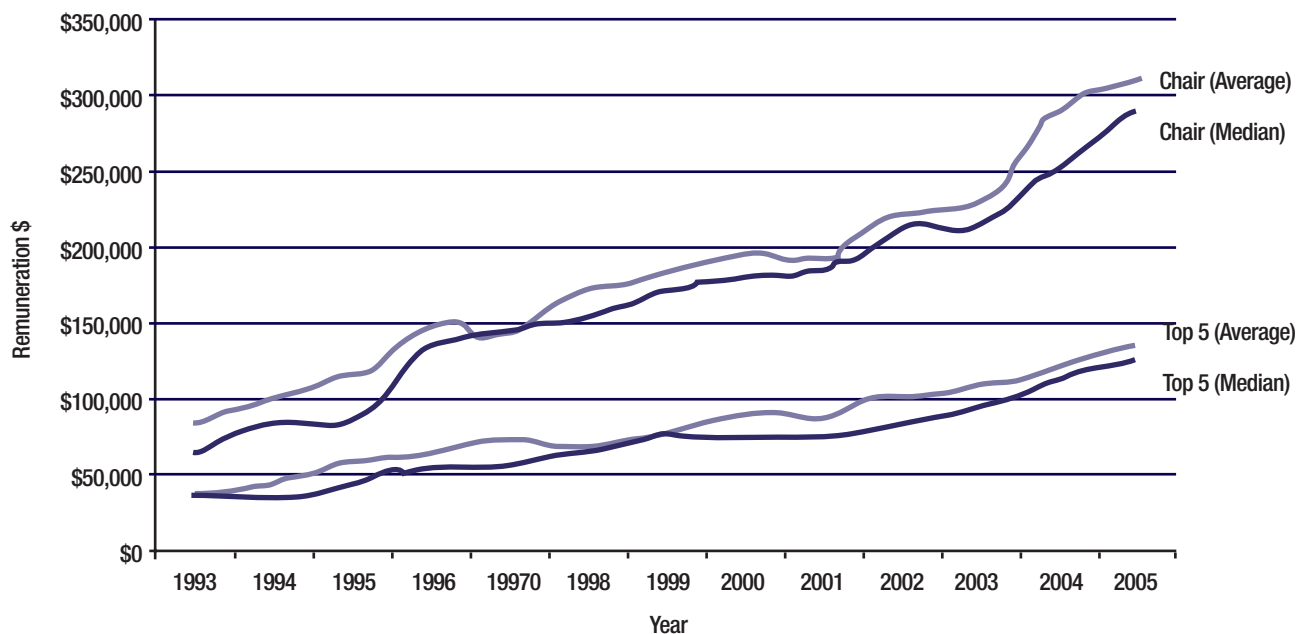
Across the entire sample of Australian companies, where we have provided information on industry sectors and clusters in respect of annual revenues or market capitalisation, generally the average fee is higher than the median, reflecting an indicative skewed influence of the larger companies in each sub-set. The 75th percentile fee for chairmen among Australia's top 300 companies stood at 125% of the average, whereas at the median the fee was around 80% of the average and at the 25th percentile less than 50%. In respect of the non-executive director population the 75th percentile fee was marginally less than 120% of the average, the median around 75% and the 25th percentile marginally in excess of 50%.

The diversity of spread in the interquartile range was only marginally different for New Zealand companies, although the sample was somewhat smaller and the spread in respect of scale narrower on the one hand and greater in relative terms

## Korn/Ferry International in association with Egan Associates

on the other. Here for chairmen the 75th percentile fee stood at 121% of the average, the median was at 78% and the 25th percentile at 52% of the average. In relation to the non-executive directors, at the 75th percentile the fee was also 121% of the average in aggregate, at the median 82% and at the 25th percentile was 53%.

**Total Annual Remuneration of Non Executive Directors  
among the Top 100 Companies**



From 1999 to 2003, Executive Remuneration Bands were used.  
From 2004, Executives' Actual Total Annual Remuneration were used.  
The companies included are ranked by market capitalisation at 30 June of each year (and excludes property trusts, funds, overseas entities and subsidiaries).

While the ratio of reward between a CEO's compensation and that of a chairman has progressively declined over the last twelve or more years, of interest in our most recent research is that a CEO's annual cash compensation, exclusive of equity, among Australia's top 100 companies now represents at the median more than twice the median compensation of the total board, and on average a similar ratio. This, in our judgement, is one of the issues not clearly articulated but bubbling below the surface in relation to either the adequacy of compensation for non-executive directors whose engagement, including the chairman, in corporate stewardship, performance review and strategy formulation has increased in the recent past, or the over-heating of CEO cash compensation during the same era.

Our research in relation to prevailing fee pools reveals an average fee pool of marginally less than \$1,400,000 among Australia's top 100 companies compared with CEO average annual cash emoluments among the same group of companies approximating \$2,800,000, or a ratio of 2:1.

Notwithstanding these aggregate observations, which camouflage significant differences between companies reflecting varying complexities being addressed by CEOs and their teams and/or boards, it needs to be stated that the utility of the data in the report provides only general market guidance to levels of reward and trends in the emoluments of non-executive directors, including chairmen. We should indicate that while there are varying correlates between financial metrics and board emoluments and those of a CEO, these correlates vary from company to company, from sector to sector, and are capable in many instances of reference to the longevity of directors and/or CEOs and the company's performance in relation to the latter, where there is a closer relationship between annual cash compensation and a company's year on year profit improvement.

## Korn/Ferry International in association with Egan Associates

We believe that the relationship to the various financial metrics is influenced by industry sector and other complexities which might include the degree to which the organisation is subject to government regulation or legislation, the degree to which the entity is dealing in multiple jurisdictions as distinct from a small number of jurisdictions, or being primarily Australian or New Zealand centric, or the degree to which the revenues of the organisation are influenced by global market trends as distinct from local market trends, and the degree to which boards are required to be actively engaged in formal committees or ad hoc committees, either dealing with the regular issuance of prospectus or advices to shareholders, or the degree to which a boards' engagement in compliance, risk management, audit, occupational health, safety and environmental issues are relevant. These elements can also vary having regard to product complexity and/or the conglomerate as opposed to single purpose nature of an entity, as well as jurisdictional complexity.

As a consequence Egan Associates have observed that while their general market information is of value, increasingly boards, in order to have a sense of comfort in relation to the reasonableness of their arrangements, need to seek customised advice which addresses the unique sensibilities of their enterprise and/or occasionally changes in their board membership.

While we observed a reasonable degree of consistency between fee pools, we have observed quite a degree of variance in terms of board membership, that is the number of board members. Clearly where there are equivalent fee pools among companies there are variable numbers of directors, hence the return to each director is potentially vastly different.

Equally, those boards which believe by virtue of their jurisdictional and operational diversity require comprehensive engagement by directors, both across all issues and in particular in specific work associated with special purpose committees, they clearly require a greater number of board members and/or need to draw upon external advisors to board committees that can assist in their deliberations, while retaining independence from management. This is increasingly leading boards to seek access to advisors independent of those advisors who have been the traditional or core advisors to the enterprise. While not universally the case and not essential in many aspects of corporate governance, the capacity of the advisor to manage the delivery of advice having regard to what might be perspectives in unison or competing objectives will often be challenging.

We are also observing in our dialogue and advice to board chairmen who are in the process of board renewal that, increasingly through Nomination Committees, boards are focusing on competencies required in a generic context as well as unique or special competencies, experiences or other attributes which provide the board with the essential balance to achieve their total engagement in strategy formulation, performance monitoring and essential committee work. This has led to either questions of differential payment to directors, which we have not favoured, or the management of differential payments arising from unique contributions and/or providing the board with access to specific expertise which is relevant, by shifting the rewards now payable to those serving on certain committees, including increased differentials between committee members and expert subject matter chairmen of those committees.

## Introduction

This 2006 Study has been compiled by Egan Associates from an analysis of published information from annual reports through to December 2005 of leading companies in Australia and New Zealand.

### Information and Interpretation

This issue has adopted the same format and data gathering methods as in previous Studies. The number of Australian companies is 300 and the number of New Zealand companies is 50.

**Fee analysis includes base or retainer fees, committee fees, disclosed SGC contributions and other benefits.**

Market Capitalisation is determined as at 1 May 2006.

### Profile of Participating Organisations

The list of 350 organisations, 300 Australian companies and 50 New Zealand companies from which data has been drawn is appended. The analysis is restricted to the Top 300 Australian and Top 50 New Zealand Companies by market capitalisation as at 1 May 2006, and excludes Property Trusts, Overseas based companies and subsidiaries.

#### Australian Leading Companies

	Average \$	Count #
Market Capitalisation <sup>1</sup> : Top 300 companies	3,737,075,133	300
Market Capitalisation <sup>1</sup> : Top 50 companies	17,190,618,600	50
Operating Revenue : Top 300 companies	2,009,419,524	300
Operating Revenue : Top 50 companies	8,778,437,980	50
Total Assets : Top 300 companies	7,627,223,516	300
Total Assets : Top 50 companies	40,714,307,520	50
Operating Profit : Top 300 companies	321,554,694	300
Operating Profit : Top 50 companies	1,608,784,660	50

1. Market Capitalisation as at 1 May 2006

#### New Zealand Leading Companies

	Average NZ\$	Count #
Market Capitalisation <sup>1</sup> : Top 50 Companies	1,048,861,400	50
Operating Revenue : Top 50 companies	664,938,372	50
Total Assets : Top 50 companies	965,561,822	50
Operating Profit : Top 50 companies	87,135,643	50

1. Market Capitalisation as at 1 May 2006

## Non-Executive Chairmen Fees

### Non-Executive Chairmen Fees in Australian Leading Companies Ranked by Revenue and Market Capitalisation

Chairmen fees have been analysed according to company size, that is, by revenue and market capitalisation.

Table 1 shows the average fees for the Total Sample (242) of non-executive chairmen is \$204,677 and the median is \$160,718.

#### Revenue

The average chairman's fee, having regard to companies with revenues of Less than \$200 million through to \$5 billion, varies from \$124,418 to \$477,576. When ranked from the Top 25 to the third 100, that is those ranked between 200 and 300, the range in average fees for a non-executive chairman is from \$124,812 through to \$495,161.

#### Market Capitalisation

In relation to market capitalisation (Table 2), having regard to those companies with a market capitalisation of \$200 million to \$500 million the chairman's fee on average is \$112,472 and for those with a market capitalisation in Excess of \$5 billion, the chairman's fee on average is \$402,986. For those companies ranked in the Top 25 through to those ranked between 200 and 300 on the ASX, the average chairman's fee ranges from \$112,073 to \$477,927.

**Table 1: Non-Executive Chairmen Fees in Australian Leading Companies by Revenue**

	75th Percentile \$	Median \$	25th Percentile \$	Average \$	Sample #
<b>Total Sample</b>	255,940	160,718	94,405	204,677	242
<b>Revenue Ranges</b>					
Greater than \$5 billion	537,938	426,452	313,033	477,576	24
\$2 - \$5 billion	362,075	263,500	232,061	363,564	27
\$500 million - \$2 billion	250,200	186,110	150,000	192,397	56
\$200 - \$500 million	175,063	135,685	86,955	139,946	44
Less than \$200 million	149,279	94,615	69,795	124,418	91
<b>Revenue Ranked</b>					
Top 25 Companies	537,979	451,021	323,001	495,161	22
Top 50 Companies	509,045	361,649	294,795	429,893	43
Second 50 Companies	273,698	200,095	163,500	234,917	41
Top 100 Companies	363,795	281,894	200,071	334,726	84
Top 100 - 200 Companies	175,371	140,000	95,000	145,733	81
Top 200 - 300 Companies	148,451	92,650	66,080	124,812	77

**Table 2: Non-Executive Chairmen Fees in Australian Leading Companies by Market Capitalisation**

	75th Percentile \$	Median \$	25th Percentile \$	Average \$	Sample #
<b>Market Capitalisation Ranges</b>					
Greater than \$5 billion	466,785	342,581	296,542	402,986	42
\$2 - \$5 billion	307,613	247,975	172,083	282,076	31
\$500 million - \$2 billion	204,188	161,561	108,625	173,152	80
\$200 - \$500 million	145,000	98,140	65,400	112,472	89
Less than \$200 million					0
<b>Market Capitalisation Ranked</b>					
Top 25 Companies	537,979	444,047	316,324	477,927	22
Top 50 Companies	462,354	341,022	286,106	391,925	44
Second 50 Companies	295,724	213,000	149,064	261,222	39
Top 100 Companies	365,089	295,473	200,840	330,510	83
Top 100 - 200 Companies	194,901	154,406	99,879	165,573	80
Top 200 - 300 Companies	144,226	92,650	65,400	112,073	79

Market Capitalisation as at 1 May 2006

### Non-Executive Chairmen Fees in Australian Leading Companies Ranked by Industry Sector

Industries are categorised using the Global Industry Classification Standard (GICS) adopted by the Australian Stock Exchange. GICS comprises 10 economic sectors: Consumer Discretionary, Consumer Staples, Energy, Financials, Health Care, Industrials, Information Technology, Materials, Telecommunication Services and Utilities.

Table 3 reveals that the average fees for the two largest sectors, Financials and Materials is \$222,631 and \$217,536 respectively, and that Consumer Staple has the highest average fees, at \$233,751 and Information Technology has the lowest average fees, at \$120,431.

**Table 3: Non-Executive Chairmen Fees in Australian Leading Companies by Industry Sector**

	75th Percentile \$	Median \$	25th Percentile \$	Average \$	Sample #
<b>GICS 10 Economic Sectors</b>					
Consumer Discretionary	185,000	127,977	83,845	143,644	33
Consumer Staple	303,436	225,000	163,000	233,751	13
Energy	307,193	164,701	80,553	189,125	17
Financials	283,018	160,664	85,217	222,631	58
Health Care	242,213	122,468	86,613	223,085	18
Industrials	256,879	175,033	103,604	221,594	32
Information Technology	154,854	101,775	93,095	120,431	8
Materials	260,301	176,513	99,065	217,536	56
Telecommunication Services				196,266	2
Utilities	201,398	197,945	192,548	196,128	5

## Non-Executive Directors' Fees

### Non-Executive Directors' Fees in Australian Leading Companies Ranked by Revenue and Market Capitalisation

Table 4 shows that non-executive directors' fees on average across the Total Sample stand at \$119,619, and at the median, \$91,015.

The highest number of non-executive directors (422) are within the revenue range, 'Less than \$200 million' and the average fees paid to directors of companies of this size is \$71,744, and at the median \$54,616.

With regard to the Top 25 companies ranked by revenue, the average fee is \$208,613, and at the median \$169,246.

Analysis by market capitalisation (Table 5) shows average fees range from \$71,972 for companies with market capitalisation of between \$200 to \$500 million, to \$194,602 for companies with market capitalisation greater than \$5 billion. At the median, the fees range from \$59,975 to \$161,092.

The Top 25 companies analysis reveals average fees of \$209,976, and at the median \$173,488.

The highest number of non-executive directors are within the market capitalisation range, \$500 million to \$2 billion, and the average fee paid to directors of companies of this size is \$101,604, and at the median \$81,750.

**Table 4: Non-Executive Directors' Fees in Australian Leading Companies by Revenue**

	75th Percentile \$	Median \$	25th Percentile \$	Average \$	Sample #
Total Sample	142,000	91,015	60,956	119,619	1,421
<b>Revenue Ranges</b>					
Greater than \$5 billion	206,640	165,053	133,082	201,546	203
\$2 - \$5 billion	200,024	136,306	107,475	185,045	184
\$500 million - \$2 billion	132,365	91,240	72,209	114,307	363
\$200 - \$500 million	114,450	80,100	59,375	93,360	249
Less than \$200 million	80,000	54,616	42,682	71,744	422
<b>Revenue Ranked</b>					
Top 25 Companies	208,724	169,246	137,388	208,613	185
Top 50 Companies	206,000	157,623	125,300	194,534	341
Second 50 Companies	150,000	107,615	82,610	138,872	269
Top 100 Companies	187,875	136,100	100,245	169,988	610
Top 100 - 200 Companies	104,441	76,404	59,950	89,977	456
Top 200 - 300 Companies	78,845	54,500	41,729	71,145	355

**Table 5: Non-Executive Directors' Fees in Australian Leading Companies by Market Capitalisation**

	75th Percentile \$	Median \$	25th Percentile \$	Average \$	Sample #
<b>Market Capitalisation</b>					
Greater than \$5 billion	207,070	161,092	132,955	194,602	320
\$2 - \$5 billion	136,563	108,185	76,553	138,728	212
\$500 million - \$2 billion	107,558	81,750	63,582	101,604	483
\$200 - \$500 million	82,381	59,975	44,526	71,972	406
Less than \$200 million					0
<b>Ranked by Market Capitalisation</b>					
Top 25 Companies	211,500	173,488	143,307	209,976	191
Top 50 Companies	205,000	158,050	130,800	191,799	331
Second 50 Companies	135,016	103,550	74,565	131,283	268
Top 100 Companies	185,867	135,400	101,272	164,723	599
Top 100 - 200 Companies	102,593	78,618	60,000	98,832	456
Top 200 - 300 Companies	81,938	59,874	44,106	71,699	366

Market Capitalisation as at 1 May 2006

### Non-Executive Directors' Fees in Australian Leading Companies Ranked by Industry Sector

Table 6 reveals that the average fee for the largest sector, Financials, is \$138,866, and at the median \$114,780. Financials has the highest fees, and Information Technology has the lowest fees at \$78,696 on average and \$72,846 at the median.

**Table 6: Non-Executive Directors' Fees in Australian Leading Companies Ranked by Industry Sector**

	75th Percentile \$	Median \$	25th Percentile \$	Average \$	Sample #
<b>GICS 10 Economic Sectors</b>					
Consumer Discretionary	110,000	77,000	60,000	92,018	209
Consumer Staple	142,545	100,000	77,829	133,598	95
Energy	144,825	82,195	55,000	114,047	90
Financials	176,666	114,780	62,461	138,866	346
Health Care	125,023	78,122	54,278	121,144	99
Industrials	136,384	90,371	67,980	123,392	191
Information Technology	100,000	72,846	49,050	78,696	41
Materials	142,247	95,000	57,500	117,408	309
Telecommunication Services	112,433	98,199	59,950	109,482	13
Utilities	138,000	109,291	75,725	116,167	28

## Board Demographics

### Board Composition - Executive v Non-Executive

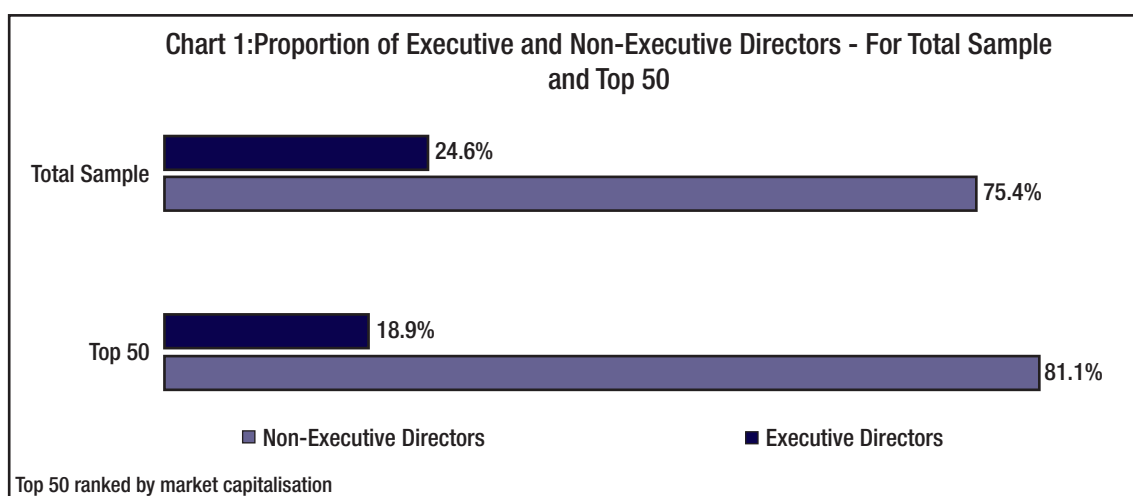
Our observations over past years revealed strong support for there being a majority of non-executive directors serving on the board and our findings this year reveal that the proportion of non-executive directors has remained steady.

Chart 1 shows that the composition of the board for the Total Sample is 75.4% non-executive directors and 24.6% executive directors and the Top 50 sample shows that the boards comprise 81.1% non-executive directors and 18.9% executive directors.

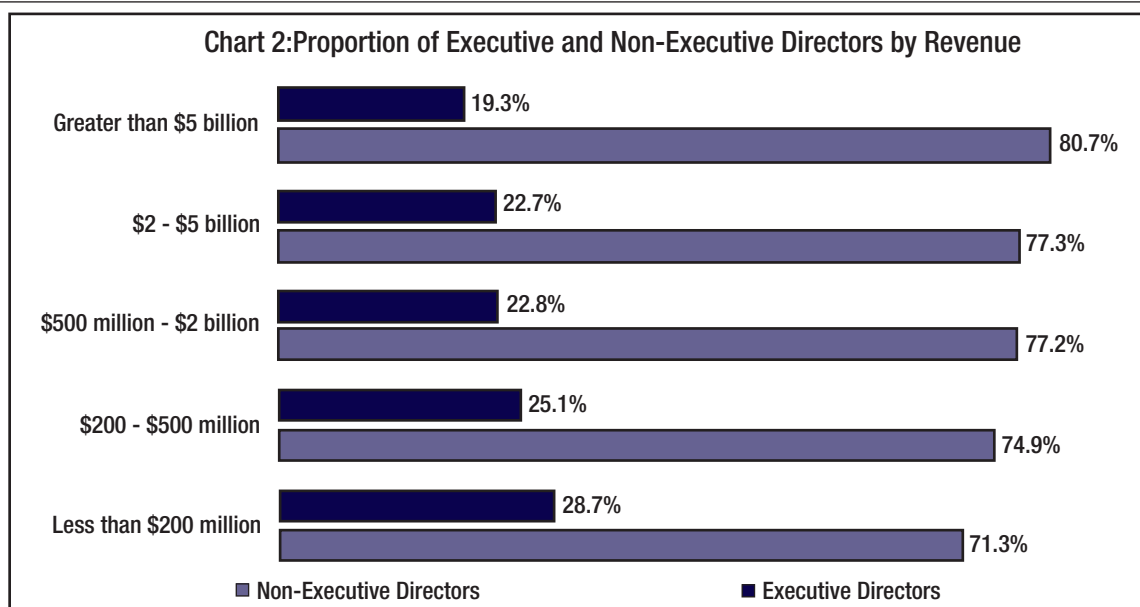
Chart 2 shows that the proportion of non-executive directors increases according to company size by revenue, from 71.3% (Revenue less than \$200 million) to 80.7% (Greater than \$5 billion).

When analysed by GICS Sector (Chart 3), Telecommunication Services has the highest proportion of non-executive directors (86.7%) whereas Health Care has the lowest proportion of non-executive directors serving on their boards (70.9%).

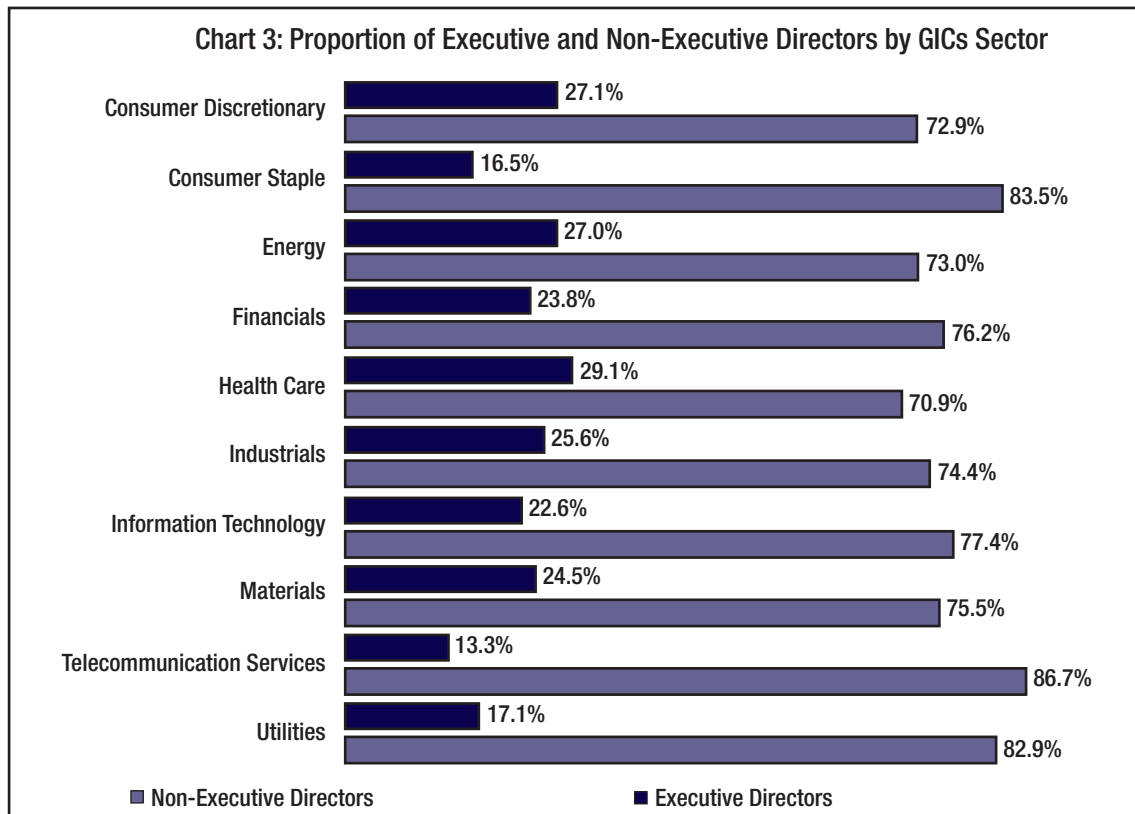
**Chart 1: Proportion of Executive and Non-Executive Directors - For Total Sample and Top 50**



**Chart 2 : Proportion of Executive and Non-Executive Directors by Revenue**



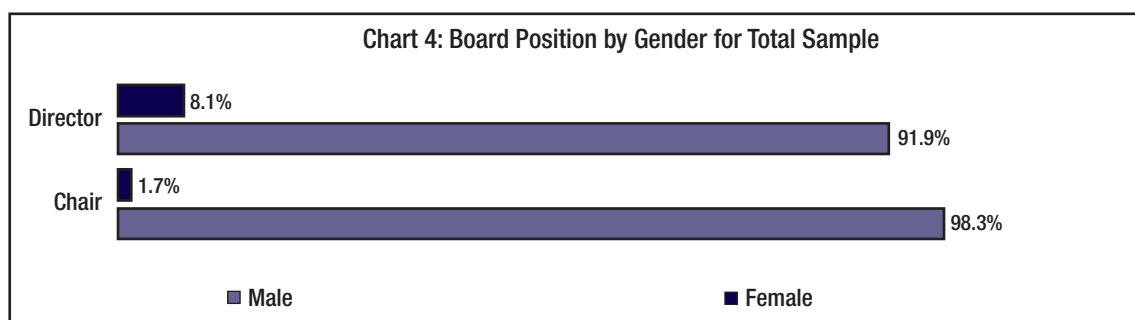
*Chart 3: Proportion of Executive and Non-Executive Directors by GICs Sector*



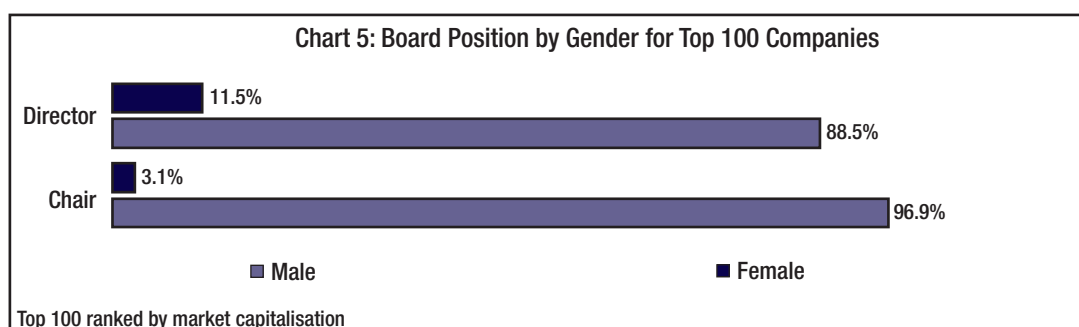
### Board Composition – By Gender

Charts 4 and 5 show that the overwhelming majority of director positions are held by men. Men hold 98.3% of chairman roles for the Total Sample and 96.9% for the Top 100. For director roles, for the Total Sample women hold 8.1% of positions, and for the Top 100 companies, 11.5% of directors are women.

*Chart 4: Board Position by Gender for Total Sample*



**Chart 5: Board Position by Gender for Top 100 Companies**



**Distribution of Board Size – All Directors (Executive and Non-Executive)**

Board size is analysed according to annual revenue and then by industry sector, with board size in the following six categories; less than 4 directors, 4 to 5; 6 to 7; 8 to 9; 10 to 11; and 12 to 13. The average board size across the Total Sample stands at 7 and for the Top 50, 9 directors.

Table 7 displays the number of directors serving on the boards of the Total Sample (300 companies) and those for the Top 50 companies ranked by market capitalisation. Further analysis is provided on companies within specific revenue ranges and GICS Sectors.

Most (86%) of the Total Sample have between 4 and 9 directors, and 10% have boards with more than 10 directors. For the Top 50, 76% have between 4 and 9 directors and 24% have between 10 and 13 directors. Board size has decreased since our 2005 Study for the Top 50 with the percentage of boards having 10 or more directors dropping to 24% (44% in 2005). There are no boards with more than 13 directors in this Study. In our 2005 Study, 2% of the Total Sample, and 4% of the Top 50 companies had boards with more than 13 directors, and, within the industry sectors, Consumer Staple (5%), Industrials (4%), and Financials and Materials (1%) had boards of this size.

**Table 7: Distribution of Board Size – All Directors (Executive and Non-Executive)**

	<4		4-5		6-7		8-9		10-11		12-13		Sample #
	Directors		Directors		Directors		Directors		Directors		Directors		
	#	%	#	%	#	%	#	%	#	%	#	%	
<b>Total Sample</b>	11	4	77	26	112	37	69	23	18	6	13	4	300
<b>Top 50 Companies</b>	0	0	2	4	16	32	20	40	5	10	7	14	50
<b>Revenue Ranges</b>													
Greater than \$5 billion	0	0	0	0	5	19	11	41	5	19	6	22	27
\$2 - \$5 billion	0	0	2	6	12	38	13	41	3	9	2	6	32
\$500 million - \$2 billion	0	0	9	13	24	36	26	39	5	7	3	4	67
\$200 - \$500 million	2	3	19	32	19	32	13	22	4	7	2	3	59
Less than \$200 million	9	8	47	41	52	45	6	5	1	1	0	0	115
<b>GICS 10 Economic Sectors</b>													
Consumer Discretionary	0	0	14	30	16	34	11	23	4	9	2	4	47
Consumer Staple	0	0	1	7	6	40	3	20	3	20	2	13	15
Energy	1	5	6	30	9	45	3	15	0	0	1	5	20
Financials	3	4	14	21	22	32	20	29	5	7	4	6	68
Health Care	0	0	3	14	11	52	6	29	1	5	0	0	21
Industrials	0	0	11	28	14	35	10	25	2	5	3	8	40
Information Technology	0	0	3	38	2	25	3	38	0	0	0	0	8
Materials	7	9	24	32	29	39	10	14	3	4	1	1	74
Telecommunication Services	0	0	0	0	1	50	1	50	0	0	0	0	2
Utilities	0	0	1	20	2	40	2	40	0	0	0	0	5

## Age of Directors

It should be noted that not all directors in our sample disclose their age.

For non-executive directors the average and median age across the Total Sample is 60 years (Table 8).

For non-executive directors age ranges from 31 to 85, with the average at 60, and for executive directors age ranges from 30 to 79, with the average at 53.

Among the Top 25 and Top 50 companies ranked by revenue the average age of non-executive directors is 61 years.

With regard to the analysis by industry sector (Table 9), the average age of non-executive directors across all the sectors ranges from 58 years in Telecommunication Services and Information Technology, 59 years in Consumer Discretionary, Financials and Utilities, to 60 in Consumer Staple, Energy, Health Care, Industrials, and Materials.

The average and median age of non-executive directors has increased since our 2005 Study. For companies ranked by revenue the average and median age has increased by one or two years for the Total Sample and all ranks except the Top 200 to 300, where the average is the same at 58 years and the median has decreased from 59 in 2005 to 58 this year.

**Table 8: Age of Directors in Australian Leading Companies Ranked by Revenue**

	75th Percentile	Median	25th Percentile	Average	Sample #
<b>Total Sample</b>	65	60	55	60	1,235
<b>Revenue Ranked</b>					
Top 25 Companies	66	62	58	61	179
Top 50 Companies	65	61	57	61	337
Second 50 Companies	64	60	55	59	259
Top 100 Companies	65	61	56	60	596
Top 100 - 200 Companies	64	60	56	60	378
Top 200 - 300 Companies	64	58	53	58	261

**Table 9: Age of Directors in Australian Leading Companies Ranked By Industry Sector**

	75th Percentile	Median	25th Percentile	Average	Sample #
<b>GICS 10 Economic Sectors</b>					
Consumer Discretionary	65	61	54	59	193
Consumer Staple	64	61	58	60	91
Energy	64	60	57	60	72
Financials	65	60	54	59	283
Health Care	64	60	56	60	77
Industrials	66	61	55	60	178
Information Technology	62	59	54	58	32
Materials	64	61	57	60	271
Telecommunication Services	62	56	54	58	12
Utilities	63	59	54	59	26

## Board Committees

Committees have been grouped according to similarity of function. Our analysis shows that companies use a variety of titles for committees as noted in Table 10.

### Distribution of Committee Types

Table 10 shows that 97% of the Total Sample and 100% of the Top 50 have an Audit Committee, and 89% of the Total Sample and 100% of the Top 50 have a Remuneration Committee. Nomination committees have been separately counted for this Study, and 36% of the Total Sample and 48% of the Top 50 have this committee.

“Other” includes Review; Industry Specific; Marketing; Management; Planning; Resources and Restructure committees, as well as infrequently occurring committees such as Donations, and Conduct. For the Total Sample 20% have an “Other” committee and for the Top 50, 48%.

**Table 10: Distribution of Core Committees**

Committee	Total Sample		Top 50	
	#	%	#	%
Audit <sup>1</sup>	291	97	50	100
Corporate Governance	17	6	5	10
Nomination <sup>2</sup>	109	36	24	48
Occupational Health & Safety <sup>3</sup>	30	10	11	22
Other <sup>4</sup>	60	20	24	48
Remuneration <sup>5</sup>	266	89	50	100
Risk <sup>6</sup>	50	17	16	32

*Analysis of committee structures is complicated by the variety of nomenclatures of committees and by the fact that companies adopt a variety of groupings of functions of committees. In some companies, the audit committee is carried out by the whole board.*

*1 Could include: stand alone Audit Committee, Audit & Compliance, Audit Compliance & Risk; Audit & Risk.*

*2 Stand alone Nomination Committee.*

*3 Could include: stand alone OH/S Committee, OH/S & Environment; stand alone Environment Committee.*

*4 All other committee types.*

*5 Could include: stand alone Remuneration Committee, Remuneration & Nomination; and Remuneration & HR.*

*6 Includes: stand alone Risk Committee and Risk & Investment.*

## New Zealand Companies

### Non-Executive Directors' Fees in New Zealand Leading Companies Ranked by Revenue and Industry

The analysis of New Zealand companies has been compiled in New Zealand dollars. In the 2006 report we drew data on New Zealand's top 50 companies. Fee levels will have the appearance of being somewhat higher across all samples compared to our 2005 report, where data was drawn from 82 New Zealand listed entities, a significant number of which have revenues of less than \$200 million.

Table 11 highlights the fees paid to chairmen in the Total Sample. The average fee for a non-executive chairman stands at NZ\$114,122. The variance, having regard to scale, is from NZ\$85,843 among companies with annual revenues of Less than \$200 million to NZ\$403,000 for the company with revenues Greater than \$5 billion.

Industries are categorised using the New Zealand Stock Exchange Industry Listings of Issuer Type and Sector. In relation to specific sector analysis (Table 12), the highest paid chairmen are in the Media & Communications sector and the least well paid are in Property companies. Because of the sample sizes it is difficult to form any independent conclusions.

**Table 11: Non-Executive Chairmen Fees in New Zealand Leading Companies by Revenue**

	75th Percentile NZ\$	Median NZ\$	25th Percentile NZ\$	Average NZ\$	Sample #
<b>Total Sample</b>	138,750	90,000	60,000	114,122	43
<b>Revenue Ranges</b>					
Greater than \$5 billion				403,000	1
\$2 - \$5 billion				171,333	3
\$200 - \$500 million	165,290	148,750	103,813	164,290	8
\$500 million - \$2 billion	110,969	84,512	60,000	86,666	18
Less than \$200 million	100,000	80,000	54,000	85,843	13

**Table 12: Non-Executive Chairmen Fees in New Zealand Leading Companies by Industry Sector**

	75th Percentile NZ\$	Median NZ\$	25th Percentile NZ\$	Average NZ\$	Sample #
<b>NZ Economic Sectors</b>					
Agriculture & Fishing	86,438	82,625	69,000	72,813	4
Building				154,341	3
Consumer	78,750	65,000	58,500	72,250	4
Energy	186,984	145,579	97,500	138,905	4
Finance & Other Services	141,625	133,750	98,125	118,032	6
Food				100,000	1
Forestry				112,500	1
Intermed & Durables	179,884	93,188	75,693	162,389	4
Investment				87,000	2
Leisure & Tourism				125,000	2
Media & Communications				178,772	3
Mining					0
Ports	110,608	73,905	44,500	81,203	4
Property				52,500	2
Textiles & Apparel				53,000	2
Transport				147,500	1

## Non-Executive Directors' Fees in New Zealand Leading Companies Ranked by Revenue and Industry

Fees paid to non-executive directors across our Total Sample (Table 13) is NZ\$65,842 on average and at the median NZ\$54,000. Across the revenue sample, on average directors serving on boards of companies with Less than \$200 million in revenue are paid NZ\$46,514, whereas those on the board of companies with \$2 - \$5 billion in revenue, on average are paid NZ\$104,912.

Across industry sectors (Table 14) the highest paid directors serve in Media & Communications, with average fees of NZ\$100,597 and the least well paid are in Property, with average fees of NZ\$33,500.

**Table 13: Non-Executive Directors' Fees in New Zealand Leading Companies by Revenue**

	75th Percentile NZ\$	Median NZ\$	25th Percentile NZ\$	Average NZ\$	Sample #
<b>Total Sample</b>	80,250	54,000	35,000	65,842	268
<b>Revenue Ranges</b>					
Greater than \$5 billion				172,486	7
\$2 - \$5 billion	95,250	85,000	75,313	104,912	20
\$500 million - \$2 billion	92,645	75,250	37,250	78,906	62
\$200 - \$500 million	65,111	53,158	36,000	56,902	108
Less than \$200 million	51,847	39,700	30,000	46,514	71

**Table 14: Non-Executive Directors' Fees in New Zealand Leading Companies by Industry Sector**

	75th Percentile NZ\$	Median NZ\$	25th Percentile NZ\$	Average NZ\$	Sample #
<b>NZ Economic Sectors</b>					
Agriculture & Fishing	50,000	36,625	33,714	43,931	26
Building	92,173	87,512	84,250	92,804	16
Consumer	60,000	54,000	30,000	57,172	29
Energy	73,688	59,985	30,000	63,994	31
Finance & Other Services	86,801	65,000	48,000	71,207	34
Food				55,500	2
Forestry	54,000	54,000	52,200	64,080	5
Intermed & Durables	84,156	56,787	50,000	88,080	24
Investment	81,000	46,591	30,000	57,018	10
Leisure & Tourism	92,500	80,000	66,381	84,652	11
Media & Communications	130,000	66,992	60,000	100,597	19
Mining	45,000	37,917	32,917	40,000	4
Ports	71,250	37,050	23,500	47,630	24
Property	37,500	32,500	30,000	33,500	8
Textiles & Apparel	30,000	30,000	30,000	33,833	6
Transport	78,125	50,000	35,000	64,434	19

## Non-Executive Directors by Age

The average age of non-executive directors is 60 years, except for the revenue range of \$2 - \$5 billion where the average is 62 (Table 15).

Table 16 shows that the average age by industry varied from 56 to 68.

For non-executive directors age ranges from 40 to 80, with the average at 60, and for executive directors age ranges from 46 to 68, with the average at 57.

**Table 15: Age of Directors in New Zealand Leading Companies by Revenue**

	75th Percentile	Median	25th Percentile	Average	Sample #
<b>Revenue Ranges</b>					
Greater than \$5 billion				60	3
\$2 - \$5 billion	65	63	58	62	8
\$500 million - \$2 billion	66	59	56	60	22
\$200 - \$500 million	64	59	56	60	30
Less than \$200 million	66	63	55	60	11

**Table 16: Age of Directors in New Zealand Leading Companies by Industry Sector**

	75th Percentile	Median	25th Percentile	Average	Sample #
<b>NZ Economic Sectors</b>					
Agriculture & Fishing				64	2
Building	64	61	57	59	11
Consumer	64	58	47	57	9
Energy	58	57	51	58	5
Finance & Other Services	62	58	52	56	12
Food					0
Forestry				61	3
Intermed & Durables	68	64	60	64	11
Investment	62	58	57	60	4
Leisure & Tourism	64	62	61	63	4
Media & Communications	60	56	54	57	5
Mining					0
Ports	71	68	65	68	4
Property				67	2
Textiles & Apparel					0
Transport				66	2

## Appendix

### List of Organisations Surveyed – Australian Companies

Abacus Property Group	Beach Petroleum	DCA Group	IWL
Abb Grain	BeMax Resources	Diversified United Investment	James Hardie Industries NV
ABC Learning Centres	Bendigo Bank	Domino's Pizza Australia NZ	JB Hi-Fi
Adelaide Bank	Bendigo Mining	Downer EDI	John Fairfax
Adelaide Brighton	BHP Billiton	Energy Developments	Jubilee Mines
Adsteam & Marine	Billabong International	Energy Resources of Australia	Just Group
ALE Property Group	Biota Holdings	Envestra	K&S Corporation
Alesco	Blackmores	Equatorial Mining	Kagara Zinc
Alinta	Bluescope Steel	Equigold	Kimberley Diamond
Alumina	Bolnisi Gold	ETRADE Australia	Kingsgate Consolidated
Amalgamated Holdings	Boom Logistics	Everest Babcock & Brown	Leighton Holdings
Amcor	Boral	Alternative Investments	Lend Lease
AMP	Brambles Industries	Excel Coal	Lion Nathan
Ansell	Brickworks	Fantastic Holdings	Lion Selection Group
ANZ Banking Group	Brickworks Investment	Felix Resources	Macarthur Coal
APN News & Media	Burns Philp & Company	FKP Property Group	MacMahon Holdings
APN Property Group	Cabcharge Australia	Fleetwood	Macquarie Airports
Aquila Resources	Caltex Australia	Flight Centres International	Macquarie Bank
ARB Corporation	Campbell Brothers	Fortescue Metals Group	Macquarie Communications
ARC Energy	Capral Aluminium	Fosters Group	Infrastructure Group
Argo Investments	Carlton Investments	Funtastic	Macquarie Goodman Group
Aristocrat Leisure	CBH Resources	Futuris	Macquarie Infrastructure Group
Aspen Group	Cellestis	Gasnet Australia Group	McGuigan Simeon Wines
Ausdrill	Centamin Egypt	Gindalbie Metals	Metcash
Auspine	Centennial Coal	Gloucester Coal	MFS
Austal	Centro Properties Group	GrainCorp	Miller's Retail
Austar United Communications	Challenger Financial Services	Grand Hotel Group	Milton Corporation
Austereo Group	Group	GRD	Minara Resources
Austral Coal	Choiseul Investments	Great Southern Plantations	Mineral Deposits
Australand Property Group	City Pacific	GUD Holdings	Mirvac Group
Australian Agricultural Company	Climax Mining	Gunns	Monadelphous Group
Australian Foundation Investment Company	Clough	GWA International	Mortgage Choice
Australian Gas Light	Coates Hire	Hardman Resources	Moto Goldmines
Australian Pharmaceutical Industries	Coca-Cola Amatil	Harvey Norman Holdings	Mount Gibson Iron
Australian Stock Exchange	Cochlear	Healthscope	Multiplex Group
Australian United Investment	Coffey International	Herald Resources	Myob
Australian Wealth Management	Coles Myer	Hills Industries	National Australia Bank
Australian Worldwide Exploration	Colorado Group	Home Building Society	National Hire Group
AV Jennings	Commander Communications	Housewares International	New Hope Corporation
AWB	Commonwealth Bank of Australia	Hunter Hall Global	Newcrest Mining
Axa Asia Pacific Holdings	Compass Resources	OBA Health	Nexus Energy
Babcock & Brown	Computershare	IBT Education	Novogen
Babcock & Brown Capital	Connecteast Group	Iluka Resources	Nufarm
Babcock & Brown Infrastructure Group	Consolidated Rutile	Incitec Pivot	Oakton
Babcock & Brown Environmental Investments	Consolidated Minerals	Independence Group	OAMPS
Ballarat Goldfields	Corporate Express Australia	Indophil Resources	Oceana Gold
Bank of Queensland	Count Financial	Insurance Australia Group	OneSteel
Baycorp Advantage	Crane Group	Integrated Tree Cropping	Orica
	Credit Corp Group	Investa Property Group	Origin Energy
	CSL	Invocare	Oxiana
	CSI	IOOF Holdings	Pacific Brands
	David Jones	Iress Market Technology	Pacific Group



Paladin Resources  
Pan Australian Resources  
PaperlinX  
Patrick  
Peet & Co.  
Peptech  
Perilya  
Perpetual  
Perseverance  
Petsec Energy  
Pharmaxis  
Photon Group  
Platinum Capital  
PMP  
Portman  
Premier Investment  
Primary Health Care  
Prime Television  
Programmed Maintenance Services  
Promina Group  
pSivida  
Publishing and Broadcasting  
Qantas Airways  
QBE Insurance Group  
Queensland Gas Company  
Ramsay Health Care  
Realestate.Com Au  
Rebel Sport  
Record Investments  
Reece Australia  
Repc  
Resolute Mining  
Ridley Corporation  
Rinker Group  
Rio Tinto  
Roc Oil Company  
Rural Press  
S8  
SAI Global  
Saint Barbara  
Saint George Bank  
Sally Malay Mining  
Salmat  
Santos  
Seek  
Select Harvests  
Servcorp  
Seven Network  
SFE  
Sigma Pharmaceuticals  
Silex Systems  
Sims Group  
Sino Gold  
Skilled Group  
Smorgon Steel Group  
Sonic Healthcare

Southern Cross Broadcasting  
SP Telemedia  
Spotless Group  
Stockland  
Straits Resources  
STW Communications Group  
Summit Resources  
Suncorp-Metway  
Sunland Group  
Super Cheap Auto Group  
Symbion Health  
Tabcorp Holdings  
Tap Oil  
Tattersall's  
Telstra  
Ten Network  
Thakral Holdings Group  
Timbercorp  
Toll Holdings  
Transfield Services  
Transpacific Industries Group  
Transurban Group  
Treasury Group  
UNiTAB  
United Group  
Valad Property Group  
Ventracor  
Village Roadshow  
Virgin Blue Holdings  
Vision Group Australia  
Vision Systems  
Washington H Soul Pattinson  
Wattyl  
Wesfarmers  
West Australian Newspaper Holdings  
Western Areas  
Westfield Group  
Westpac Banking  
WHK Group  
Woodside Petroleum  
Woolworths  
WorleyParsons  
Zinifex

## List of Organisations Surveyed New Zealand Companies

Affco Holdings  
Air New Zealand  
Auckland International Airport  
Briscoe Group  
CanWest MediaWorks NZ  
Capital Properties NZ  
Cavalier  
Contact Energy  
Delegat's Group  
EBOS Group  
Fisher & Paykel Appliances  
Fisher & Paykel Healthcare  
Fletcher Building  
Freightways  
Hallenstein Glasson  
Hellaby Holdings  
Hirequip New Zealand  
Infratil  
Lyttelton Port  
Mainfreight  
Metlifecare  
Michael Hill International  
New Zealand Exchange  
New Zealand Oil and Gas  
New Zealand Refining  
Northland Port Corporation NZ  
Nuplex Industries  
PGG Wrightson  
Plus Sms Holdings  
Port of Tauranga  
Property For Industry  
Pumpkin Patch  
Pyne Gould  
Restaurant Brands NZ  
Rubicon  
Ryman Healthcare  
Sanford  
Skellerup Holdings  
SKYCITY Entertainment Group  
Sky Network TV  
Steel & Tube Holdings  
Telecom Corporation of NZ  
Tenon  
Toll NZ  
Tourism Holdings  
Tower  
Turners & Growers  
Vector  
Warehouse Group  
Waste Management NZ

