Richard A. Surtees

Partner

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London

Richard Surtees is a partner in the London office of Gibson Dunn and a member of the firm's Labour and Employment Practice Group.

Richard advises companies on employee share plans, incentive arrangements and remuneration matters, covering the full range of employee incentive schemes in both transactional and advisory contexts. His clients include late-stage growth companies, private equity firms, sovereign wealth funds and listed businesses.

He has significant experience supporting listed, private, and private equity?backed businesses on the design, implementation and ongoing operation of management and all?employee incentive arrangements, including the cross?border deployment of cash? and share?based plans in compliance with applicable legal, tax, and regulatory frameworks.

Richard regularly advises on the employee?incentive aspects of corporate transactions, including public takeovers, demergers, IPOs, private equity investments, private company M&A and restructurings.

He also advises on executive remuneration from a corporate governance and regulatory perspective, having assisted a number of major listed companies on the drafting of directors' remuneration policies, as well as the incentive aspects of executive appointments and terminations.

Richard has a particular focus advising financial services and insurance companies on the regulatory requirements of executive compensation, including compliance with financial regulatory remuneration codes, remuneration disclosures and reporting to regulatory authorities and applying malus and clawback to employee remuneration.

Richard is recognised in *The Legal 500 UK* 2026 for London – Employee Share Schemes (Employee Incentives).

Richard is a member of the Tax Committee of the Share Plan Lawyers Group.

Prior to joining Gibson Dunn, Richard was a partner at another international law firm.

Representative Experience*:

- Advised Nationwide Building Society on the incentive aspects of its recommended acquisition of Virgin Money UK plc
- Advised DS Smith Plc on the incentive aspects of its recommended all-share combination with International Paper Company
- Advised GSK plc on the incentive aspects of the demerger of its consumer

Capabilities

Executive Compensation and Employee Benefits

Tax

Credentials

Education

BPP Law School - 2013 Legal Practice Course

University of Bristol - 2012 Bachelor of Laws (LL.B.)

Admissions

England & Wales - Solicitor

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healthcare business to form Haleon

- Advised The Restaurant Group plc on its recent activist campaign, the disposal of its Leisure business and its recommended cash acquisition by Apollo
- Advised Meggitt plc on the incentive aspects of its recommended cash acquisition by Parker-Hannifin Corporation
- Advised Oxford Nanopore Technologies plc on the share schemes and incentive aspects of its IPO on the Main Market of the London Stock Exchange
- Advised Cineworld on various matters, including the UK incentives and remuneration aspects of its Chapter 11 filing
- Shepherd Building Group on the sale of Portakabin to Antin Infrastructure Partners
- Advised HPS Investment Partners and Nucleus on Nucleus' recommended cash acquisition of Curtis Banks Group plc
- Advised Pollen Street Capital on various matters, including its recommended offer, as joint offeror with DBAY, for Proactis Holdings, its combination with Honeycomb, and the renewal of its long-term incentive and deferred bonus plans as well as its directors' remuneration policy
- Advised a global insurance company on a review of its short-term and long-term incentive arrangements and remuneration policy for compliance with local laws and regulatory requirements relating to executive compensation, including Solvency II
- Advised several FTSE 350 companies on the implementation and renewal of their discretionary and all-employee share plans and directors' remuneration policies
- Advised several US multinational companies on the design of their discretionary and all-employee share plans and the roll-out of these plans in over 20 countries
- Advised listed and unlisted companies on remuneration and incentives issues in connection with executive recruitments and terminations
- Advised several private equity-backed companies on their management incentivisation arrangements

**Some of these representations occurred prior to Richard's association with Gibson Dunn.*

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