

Compensation Committee Activities Report - 1 January 2021 through 30 June 2021

Completed Activities:

| Item | Description | Committee Completion Date | Accomplishments/Outcome |
|---|---|---------------------------|---|
| 1. President and CEO Compensation | The Committee discussed the President and CEO's current compensation, and noted that he has only received one base salary increase since he began in May 2016. Following a lengthy discussion, the Committee determined that a 5% increase of the President and CEO's base salary, retroactive to 1 July 2020, is reasonable. The Compensation Committee also agreed to commission further expert reports following upcoming discussion with compensation experts and consider additional compensation adjustments in upcoming review periods in light of ICANN org's target compensation levels. | 28 January 2021 | The Committee recommended that the Board approve an increase in the President and CEO's base salary ,effective 1 July 2020, which the Board approved on 8 February 2021 (see https://www.icann.org/resources/board-material/resolutions-2021-02-08-en#3.a). |
| 2. Compensation Practices Review | The Committee discussed the recent review by outside counsel and compensation experts of the org's compensation practices relating to Officers compensation. | 11 May 2021 | The Committee confirmed that the process the org follows matches best practices. |
| 3. Independent Compensation Expert Presentation | Independent compensation experts that ICANN has used for many years, provided a presentation to the Committee about the process it follows in developing benchmarking and comparables for compensation for Officers of the organization. The presentation included explanation of the market sectors and the particular criteria the experts use to source the benchmarked | 11 May 2021 | The Committee acknowledged and were comfortable with the process the experts follow re: sourcing and benchmarking for Officer compensation. |

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| | organizations, as well as the available data used in developing its reports. | | |
| 4. President and CEO report on progress toward FY21 goals | The President and CEO presented a written report to the Committee describing his progress toward the Board-approved FY21 goals. Following discussion of his progress toward FY21, the committee briefly discussed the process and timing for developing the President and CEO's FY22 goals, which should flow from the Board's goals and priorities. | 4 June 2021 | The Committee discussed and agreed with the President and CEO's self-assessment. |
| 5. President and CEO At-Risk Compensation for Second Half of FY21 | The Committee discussed the President and CEO's At-Risk Compensation for the second half of FY21. | 4 June 2021 | The committee recommended that the Board approve the President and CEO's At-Risk Compensation for the second half of FY21, which the Board approved on 21 June 2021 (see https://www.icann.org/resources/board-material/resolutions-2021-06-21-en#2.a). |