

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

There have been no material changes to the procedures by which security holders may recommend nominees to our Board of Directors from those described in the proxy statement for our 2019 Annual General Meeting of Shareholders filed with the SEC on December 7, 2018.

Information about our executive officers is contained in the discussion entitled “Information about our Executive Officers” in Part I of this Form 10-K. The remaining information called for by Item 10 will be included in the sections captioned “Re-Appointment of Directors,” “Corporate Governance” and “Beneficial Ownership” included in the definitive proxy statement relating to the 2020 Annual General Meeting of Shareholders of Accenture plc to be held on January 30, 2020 and is incorporated herein by reference. Accenture plc will file such definitive proxy statement with the SEC pursuant to Regulation 14A not later than 120 days after the end of our 2019 fiscal year covered by this Form 10-K.

ITEM 11. EXECUTIVE COMPENSATION

The information called for by Item 11 will be included in the sections captioned “Executive Compensation” and “Director Compensation” included in the definitive proxy statement relating to the 2020 Annual General Meeting of Shareholders of Accenture plc to be held on January 30, 2020 and is incorporated herein by reference. Accenture plc will file such definitive proxy statement with the SEC pursuant to Regulation 14A not later than 120 days after the end of our 2019 fiscal year covered by this Form 10-K.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED SHAREHOLDER MATTERS

Securities Authorized for Issuance under Equity Compensation Plans

The following table sets forth, as of August 31, 2019, certain information related to our compensation plans under which Accenture plc Class A ordinary shares may be issued.

Plan Category	Number of Shares to be Issued Upon Exercise of Outstanding Options, Warrants and Rights	Weighted-Average Exercise Price of Outstanding Options, Warrants and Rights (3)	Number of Shares Remaining Available for Future Issuance Under Equity Compensation Plans (Excluding Securities Reflected in 1st Column)
Equity compensation plans approved by shareholders:			
2001 Share Incentive Plan	68,253 (1)	\$ —	—
Amended and Restated 2010 Share Incentive Plan	19,468,188 (2)	48.105	16,684,906
Amended and Restated 2010 Employee Share Purchase Plan	—	N/A	30,454,275
Equity compensation plans not approved by shareholders	—	N/A	—
Total	<u>19,536,441</u>		<u>47,139,181</u>

(1) Consists of 68,253 restricted share units.

(2) Consists of 19,464,437 restricted share units, with performance-based awards assuming maximum performance, and 3,751 stock options.

(3) Does not reflect restricted stock units because these awards have no exercise price.

The remaining information called for by Item 12 will be included in the section captioned “Beneficial Ownership” included in the definitive proxy statement relating to the 2020 Annual General Meeting of Shareholders of Accenture plc to be held on January 30, 2020 and is incorporated herein by reference. Accenture plc will file such definitive proxy statement with the SEC pursuant to Regulation 14A not later than 120 days after the end of our 2019 fiscal year covered by this Form 10-K.