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**CORPORATE GOVERNANCE AND
AUDIT COMMITTEES SERVICES
SUSTAINABLE SOLUTIONS FOR YOUR BUSINESS**

THE POWER OF BEING UNDERSTOOD
AUDIT | TAX | CONSULTING



GOOD GOVERNANCE IS THE BEDROCK OF ALL SUCCESSFUL ORGANISATIONS

Belgian listed companies are required to set up an audit committee, a remuneration committee and to publish a governance declaration and a remuneration report in their annual report. Other companies can also put a governance structure in place on a voluntary basis.

The missions of the audit committee are :

- The monitoring of the process leading to the preparation of financial information ;
- The monitoring of the effectiveness of internal control and risk management systems of the company ;
- If there is an internal audit function, monitoring of internal audit and its effectiveness ;
- The monitoring of the statutory audit of annual and consolidated accounts, including follow up of issues and recommendations made by the external auditor and if necessary by the auditor responsible for the audit of the consolidated financial statements ;
- The review and monitoring of the independence of the external auditor and if applicable of the external auditor responsible for the audit of consolidated financial statements, in particular with regard to the provision of additional services to the company.

The Remuneration Committee is responsible for preparing proposals to the Board of Directors :

- Concerning the remuneration policy and individual remuneration of directors, executive committee members, other managers and the CEO ;
- Concerning the remuneration of executive directors and managers, whether fixed or variable, whether or not related to securities or financial instruments of the company ;
- Concerning agreements on early termination of duties.

It also prepares the remuneration report to be included in the management report and comments it during the General meeting of shareholders.

“THE GOVERNANCE FRAMEWORK IS THERE TO ENCOURAGE THE EFFICIENT USE OF RESOURCES AND EQUALLY TO REQUIRE ACCOUNTABILITY FROM THE STEWARDSHIP OF THOSE RESOURCES”.

SIR ADRIAN CADBURY

HOW WE CAN SERVE YOU

RSM Belgium has in-depth experience in corporate governance topics. We believe that even for entities that are not required to apply the corporate governance law, a reflection on how to build an efficient and suitable governance structure offers substantial benefits :

- Offering a power equilibrium in the company
- Insuring an ethical aspect in decision-making
- Giving a professional image of the entity towards stakeholders which can be particularly important for public entities or in the transfer of SME's
- Promoting sustainability of the business.

RSM Belgium's governance team is here to help you ensure that you get the most value from your governance. We achieve this through reviewing, refining, designing and implementing practical and proportionate governance solutions.

We provide advice tailored to your business and needs, whether it is to analyse and improve your governance structure, prepare governance charters or assist you in preparing the governance declaration.

WHAT WE OFFER

- Advice to the board of directors in implementing a governance structure
- Audit committee expert
- Audit committee member
- Audit charter preparation
- Assistance in the preparation of the governance declaration and of the remuneration report
- Experienced independent member of the board of directors with the legal qualifications required to take part in audit committee meetings
- Support in decision-making