

Transparency report

2023

PKF Audit & Conseil Sàrl
Cabinet de révision agréé

PKF Audit & Conseil Sàrl
Cabinet de révision agréé - RC B222994
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PKF Audit & Conseil is a member of PKF Global, the network of member firms of PKF International Limited, each of which is a separate and independent legal entity and does not accept any responsibility or liability for the actions or inactions of any individual member or correspondent firm(s).

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1. Introduction

We are pleased to present our Transparency Report for the year ended 31 December 2023 designed to give information on the ownership and governance of the Firm and the measures we have taken to maintain independence and high-quality audit standards in our audit and other services. This report has been prepared in accordance with Article 13 of the Regulation (EU) 537/2014 dated 16 April 2014 on specific requirements regarding statutory audit of Public Interest Entities.

2. Overall organization

2.1. Legal structure and ownership

PKF Audit & Conseil Sàrl (the Firm) is a *Société à responsabilité limitée* (Sàrl) organized under Luxembourg modified company law dated 1915, registered with the Luxembourg trade and companies register under the number B 222994 on 19 March, 2018 and authorized by the *Commission de Surveillance du Secteur Financier* (the CSSF) as *Cabinet de révision agréé*.

The share capital of EUR 20.000 is divided into 200 shares held by the partners of the Firm, the majority of which are *Réviseurs d'Entreprises Agréés* (licensed auditors with the CSSF).

2.2. Network PKF International

2.2.1. Introduction

The Firm is a member Firm of the PKF International (PKFI) network of legally independent Firms. The PKF Network consists of member Firms in locations around the world, providing assurance, accounting, business advisory and taxation services. PKFI is a member of the Forum of Firms - an organisation dedicated to consistent and high-quality standards of financial reporting and auditing practices worldwide.

PKFI administers a network of legally independent Firms and does not accept any responsibility or liability for the actions or inactions of any individual member or correspondent Firm or Firms.

2.2.2. Legal basis

The network formed by PKFI and the member Firms (the Member Firms or Members) is regulated by adherence to an Agreement, (the "Agreement") between PKFI and individual Members. The Agreement authorises the Members to use the PKF name as defined under specific circumstances, under specific conditions, for specific purposes and in a specific territory, in consideration for which the Members pay a membership fee to PKFI.

PKFI is a private company (the Company) registered in England and limited by guarantee (registered number 03816253). The company's Articles of Association require a Board of Directors who conduct the business of the company and network. The Board has a strategic and coordinating role but has no executive authority over or involvement in the operations of individual Member Firms.

Each Member Firm is a legally independent entity owned by partners or shareholders and managed in each location. The Company has no financial or management interest in any Member Firm.

None of the directors of the Company has a financial or management interest in any Member Firm other than his or her own.

Contractual relations are only formed between a client and the Member Firm engaged by the client; no other Member Firm has responsibility for the services provided and cannot be held liable.

2.2.3. Structure

Member Firms are organised into five geographical regions. Each region has a Regional Board and elects or nominates representative(s) to the Company's Board of Directors.

There are two international committees responsible for professional and practice standards - the International Professional Standards Committee (incl. Assurance) (IPSC) and International Tax Committee (ITC). A number of additional practice area committees operate both regionally and internationally.

2.2.4. Quality assurance

PKFI operates a Global Monitoring Program (GMP) covering Member Firms. The principal objectives are to ensure that the standards expected for the performance of certain types of professional work by Member Firms are established and communicated to Members, that those standards meet appropriate recognised professional practice requirements at least for transnational and referred work, and that a program of monitoring of compliance with expected standards is operating effectively.

2.2.5. Member Firms, countries and turnover

PKFI distinguishes between Member Firms and correspondent Firms. Correspondent Firms do not form part of the network as defined by the International Code of Ethics for Professional Accountants, including International Independence Standards issued by the International Ethics Standards Board for Accountants (IESBA), do not have equivalent rights and privileges or responsibilities of Member Firms, and are covered by the GMP only to the extent of assessing correspondent Firms as part of their admission to full membership. An up-to-date list of Members and correspondent Firms, including the Firm names and countries in which they are registered and operate from, can be found on the website www.pkf.com.

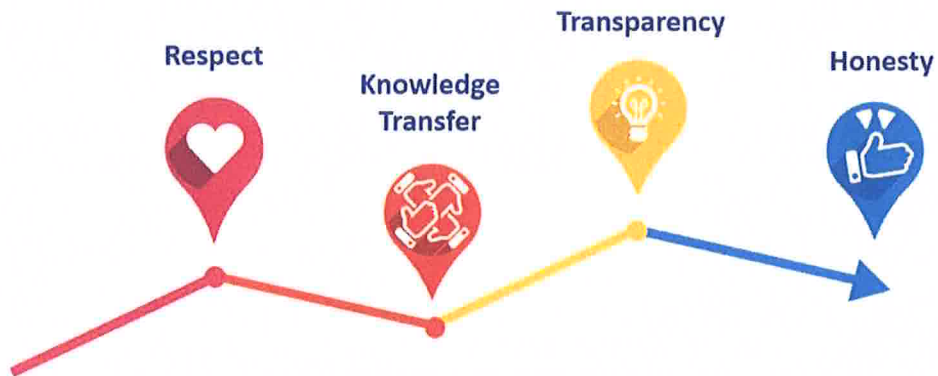
The aggregate fee income which relates to the statutory audit of annual and consolidated financial statements for EU EAA Members (excluding correspondent Firms) that belong to the PKF Network (see Appendix 1), as reported in the Firm Compliance Reporting ending 30 June 2023, is US\$ 108 million.

3. Our mission and values

Our mission

**Meet our clients' expectations
Develop professional talents**

Four pillars of PKF culture



Our values at PKF are fundamental to what we do and how we deliver client services. They help us to maintain high-quality audit standards, independence and integrity in our client relationships.

Our values guide our interactions, define our beliefs and represent our dedication to common principles, so that we can work together across borders.

Four fundamental values guide our day-to-day work:

Respect, knowledge sharing, transparency and honesty.

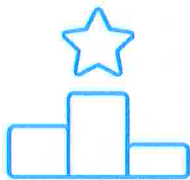
These values, shared by all our employees, create a climate of integrity conducive to the success of our assignments and the success of your projects.

Global Values and desired behaviours

PKF is made up of a unique DNA where all members and employees are celebrated for their exceptional qualities and supported in their ambitions to grow and thrive as part of a global community. We believe real strength comes from united ambitions and shared values. These values create a climate of trust that is conducive to the success of our assignments.

Our people demonstrate these values and behaviours in how they interact with each other and our clients.

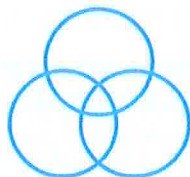
Passion: Be the change



Ambitious, Optimistic, Impactful

- Driven and committed
- Spirit of progress
- Energy and 'colour'
- Creativity and innovation
- Non-corporate
- Vision
- Celebrate individual brilliance

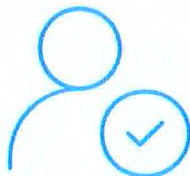
Community: Belong together



Inclusive, Approachable, Inspiring

- Truly Connected
- Nurture a sense of belonging
- Colour / warmth
- Relationship and teamwork
- We look for each other and our clients and communities
- We collaborate, not compete
- United ambitions

Integrity: Stay human



Committed, Open, Authentic

- Human, humble
- Honest and trustworthy
- We do the right thing
- Accountable and responsible
- Clear and direct
- Mutual respect
- Approachable
- Relentless pursuit of quality

4. Competencies of our people

Our firm aims to develop the competencies of our people in the following areas and provide relevant training opportunities. We expect from each person working at PKF some basic knowledge and competencies in all areas and thereafter we offer the possibility to specialise in one or more specific fields of his choice.



5. Governance structure

The General Managers (Gérants) manage the Firm. The Management of the Firm is composed of four General Managers including three Réviseurs d'Entreprises Agréés (licensed auditors with the CSSF) (hereafter "REA"). The four General Managers are Yves Mertz, Jean Medernach, Joëlle Mounier, Réviseurs d'Entreprises Agréés, and Rita Rakib.

The Firm will be bound vis-à-vis third parties by the individual signature of any General Manager. Any transaction binding the Firm for a value greater than one hundred thousand Euros requires the signature of two General Managers.

The Firm also has two authorized signatories, Pierre Filliol and Gilles Mellina, *Réviseurs d'Entreprises Agréés*.

The overall responsibilities of the Management are the following:

- Risk management (independence, ethics, client acceptance and anti-money laundering),
- Human resources and training,
- Quality control system and monitoring.

The other responsibilities of the Management are finance management, business development, marketing and communication, IT.

Yves Mertz, Jean Medernach, Joëlle Mounier, Rita Rakib and Pierre Filliol carry the title of Partner and have authority to commit the Firm in all matters related to the performance of client engagements. Gilles Mellina has also authority to commit the Firm in all matters related to the performance of client engagements.

6. Internal quality control system

6.1. Introduction

The Firm implemented an internal quality control system, developed in accordance with the International Standard on Quality Management 1 (ISQM1), which includes the following parts:

- Firm's risk assessment process,
- Governance and Leadership,
- Relevant ethical requirements,
- Acceptance and Continuance of client relationships,
- Engagement performance,
- Human, Technical and Intellectual Resources,
- Information and Communication and
- Monitoring and remediation process.

Quality objectives have been set, the risks to achieving these objectives have been assessed and quality management policies and procedures have been updated in 2023 to address these risks. The first annual monitoring of the quality management system has been performed in 2023. The Implementation of ISQM1 is done via a digital platform developed by the PKF International (PKFI) network.

For each component set by ISQM1, quality objectives have been established. And for every quality objective, we have identified and assessed risks to the achievement of the quality objectives and also designed and implemented responses to address those quality risks.

6.2. Firm's risk assessment process

In designing and implementing the firm's risk assessment process, we identified and assessed the quality risks to provide a basis for the design and implementation of responses.

The following information sources have been considered when assessing risks of achieving quality objectives and developing responses:

- The results of the firm's monitoring and remediation process including root cause analyses,
- The results of external inspections,
- Information about network requirements or network services,
- Other information from the network, including information about the results of monitoring activities undertaken by the network across the network firms,
- Information regarding complaints and allegations,
- Changes in the system of quality management,
- Other external sources, such as regulatory actions and litigation against the firm or other firms in the jurisdiction that may highlight areas for the firm to consider.

6.3. Governance and Leadership

The structure of the Firm clearly defines the various responsibilities at the different levels and appropriate authority to enable the design, implementation and operation of the firm's system of quality management.

Tone is given at the top of the Firm: the Management has the responsibility for audit quality. The Management has to ensure that the engagement documentation is in line with the applicable standards (International Standards on Auditing, on Review Engagements, etc.) and to train people in order for them to be efficient and meet the quality standards set by the Firm and required by the network.

The firm demonstrates a commitment to quality through a culture that exists throughout the firm, which:

- recognizes and reinforces the responsibility of all personnel for quality,
- reinforces the importance of professional ethics, values and attitudes, and
- recognizes the importance of quality in the firm's strategic decisions and actions, including the firm's financial and operational priorities and the planning of its resources.

6.4. Relevant ethical requirements

Independence and other ethical requirements are monitored in accordance with the provisions of the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) as adopted for Luxembourg by the *Commission de Surveillance du Secteur Financier* including the supplementary requirements set for Luxembourg by the *CSSF*.

The key procedures are as follows:

- An annual declaration on independence signed by all partners and staff within the Firm,
- Independence considerations performed when deciding to accept an engagement,
- Independence considerations performed annually when deciding to renew the engagement,
- Rotation of key audit partners and personnel.

All partners and managerial staff involved in a Public Interest Entities audit must cease their participation in that audit no later than seven years from the date of their first involvement.

These procedures take into account possible independence issues with the Firm's affiliates and member Firms of the PKF International network.

At the heart of PKFI's approach to managing independence is the Transnational Entities Database (TREND), part of the network's proprietary platform for global co-ordination and communication. A secure central repository of member Firms' transnational client details accessible by all PKF Firms worldwide, the database highlights potential cross-border conflicts involving PKFI Firms. The transnational entity listing (including transnational audits) must be continuously updated and its accuracy confirmed annually.

The compliance with the Firm's independence and other ethical requirements is part of the annual review of the internal quality control system in accordance with the rules set by the ISQM1. We confirm that this review has been performed and did not reveal any exception to these requirements.

6.5. Acceptance and Continuance of client relationships

The risk associated with acceptance and continuance of client relationships has been assessed as high during our risk assessment process, especially the possibility that clients might be riskier than initially assessed. We have implemented several mitigation measures to address those risks.

Acceptance or continuance procedures are performed for each customer at the appropriate frequency following a risk-based approach. This customer risk analysis is supported by relevant questionnaires and checklists validated by the engagement partner, and also a second partner in case of high risk clients.

The customer risk analysis is based on various procedures, which include, among others, the following:

- Anti-money laundering checks and compliance with the Firm's anti-money laundering procedures,
- Independence (at firm and network level) and partner/firm/team rotation considerations,
- Assessment of our competence in performing the engagement,
- Analysis of the client activity,
- Analysis of the client financial position, including its ability to continue as a going concern,
- Analysis of the client reputation, integrity and compliance with laws and regulations,
- Analysis of potential independence threats,
- Assessment of the risks associated to the prospective clients including negative news searches, customer inquiries, communication with the predecessor auditor if necessary,
- Specific conditions surrounding the delivery of the prospective service,
- Overall assessment of whether to (continue to) render services to the prospective/existing client.

At the level of each client, the risk assessment is prepared under the responsibility of the *REA* in charge.

6.6. Engagement performance

Engagement performance within the firm relies on International Auditing Standards (ISAs) and applicable Luxembourg specific laws and regulations.

To make sure that our assurance engagements meet the professional standards and regulatory requirements, the entire audit engagement documentation is done using a recognized audit tool, CaseWare Cloud. CaseWare documentation is in line with the International Standards on Auditing and allows the standardization of the assurance engagements performance and documentation. Furthermore, specific documentation and standard audit work programs have been developed depending on client size and industries.

In accordance with ISA 220 (Revised), the overall responsibility of engagement partners for managing and achieving quality on the engagements and their sufficient and appropriate involvement throughout the engagement are emphasized. It is also constantly ensured that the nature, timing and extent of direction and supervision of engagement teams and review of the work performed is appropriate based on the nature and circumstances of the engagements.

The use of these audit tools and the supervision of the engagements ensure that:

- The procedures on the assurance engagements are performed in accordance with the professional standards and regulations,
- The approach approved by the engagement partner in charge (*REA*) was actually implemented,
- Any deviation from the approved approach is discussed and agreed with the *réviseur d'entreprises agréé*,
- Significant accounting, auditing and other matters were properly addressed and discussed with the *réviseur d'entreprises agréé* and with the client,
- The procedures performed and documentation in the assurance file support the audit opinion,
- Appropriate review is evidenced in the file.

Engagement Quality Reviews (EQR) are performed in accordance with International Standard on Quality Management 2 (ISQM2) for the assurance engagements on Public Interest Entities and for all the high risk clients or engagements. The quality reviewer is a skilled *REA* assigned during the planning phase.

Our Quality Management policy is designed to ensure that appropriate professional judgment is exercised, that consultations on difficult or contentious matters are undertaken, and that differences of opinion are brought to the attention of the firm and resolved.

6.7. Human, Technical and Intellectual resources

Adequate resources are deployed to enable the hiring of skilled personnel. The firm performs an evaluation of the needs in terms of human resources to enable the system of quality management to operate effectively. In 2023, one employee dedicated to compliance and quality management has been hired following to this assessment. The firm ensures that sufficient time is allocated to quality management activities.

We have also developed specific procedures to ensure we have high quality and properly trained personnel to perform our engagements in accordance with the professional standards. Such procedures include:

- Defining recruitment needs,
- Defining roles and competences,
- Setting objectives,
- Appraisals,
- Compensation and promotion policies.

The objective of the Firm is to continue serving clients with quality professionalism. Recruitment needs are estimated on a periodic basis, taking into consideration the growth of client numbers and the development of current personnel, as well as potential specific needs to serve our clients with the appropriate quality level, and updated, depending on the circumstances.

Staff members are evaluated on a regular basis taking into account their assignments and their performance during the period under review, in order for the Firm to ensure they continue to progress and to meet all relevant requirements. Commitment to quality is an integral part of yearly appraisal process. The sector-specific competencies of staff are also regularly evaluated at firm level, developed and wisely allocated between the different engagements.

The Firm ensures that adequate training courses given internally or by external providers are followed by staff to ensure that staff benefits from the latest information to improve their competence with regard to the assignments they carry out. To this effect an annual training plan has been developed. This training plan covers international auditing standards, audit work programs and tools, accounting standards as well as specific industry requirements. The training plan also covers soft skills and foreign language training if requested by personnel.

The firm ensures to give access to its employees to extensive technical documentation from different sources (CSSF, IRE, PKF International, IFAC, CNC, etc.), and commits to maintain this documentation up-to-date with regulatory changes. Senior employees are also participating to external trainings given by PKF International, other PKF member firms, as well as specialized providers in Luxembourg.

6.8. Information and Communication

The Firm promotes a culture that recognizes and reinforces the responsibility of personnel to exchange information. The exchange of information is part of the values assessed during the annual evaluation process.

Policies and procedures supporting the Firm's system of quality management are communicated to the personnel in a timely and adequate manner.

A formal training session on quality management has been organised in 2023 and quality objectives have been communicated to all staff. Moreover, trainings are performed very regularly throughout the year to remind staff about the quality expectations, and updates are communicated whenever there is a regulatory change.

Relevant and reliable information is communicated to the regulators, to the network, and to other external parties when required by laws, regulations or professional standards.

6.9. Monitoring and remediation process

The ultimate responsibility for the supervision of the Firm's quality management system is assigned to the CSSF. However, the Firm's Management has the responsibility for implementing an adequate monitoring of its quality management system.

The Firm's system of quality management has been subject in December 2023 to its first annual monitoring in accordance with the rules set by ISQM1.

Our monitoring activities have been performed via a digital platform developed by the PKF International (PKFI) network and cover all the component areas and quality objectives set by the Firm's system of quality management. We also performed a monitoring over the Firm's process of assessing ISQM1 quality risks, including ongoing updates to the firm's quality risks, and Monitoring over the firm's internal monitoring & remediation activities.

Pursuant to our monitoring activities, the identified deficiencies have been assessed according to their severity and pervasiveness and were subject to remedial actions and communication to all employees.

We are confident that the system of quality management provides the Firm with reasonable assurance that the objectives of the system of quality management are being achieved.

7. Public oversight and external quality control

The Firm is under the supervision of the CSSF. The latest quality assurance review performed by the CSSF is currently in process.

As a member of the PKF network, the Firm is also subject to periodic reviews by PKFI. The last review was performed in 2021.

As member of the *Institut des Réviseurs d'entreprises (IRE)*, some engagements and procedures are subject to periodic reviews by *IRE*. The last review of the Firm's compliance with professional standards other than for statutory audit engagements was performed in 2023.

The results of all internal and external quality control reviews are used to inform improvements to the Firm's policies and procedures and are also fed into the Firm's internal training program.

8. Financial information

Revenues of the Firm for the year ended 31 December 2023 can be detailed as follows:

Service	Revenue (in EUR)
Revenues from the statutory audit of the annual and consolidated financial statements of public-interest entities and entities belonging to a group of undertakings whose parent undertaking is a public-interest entity	642,052
Revenues from the statutory audit of annual and consolidated financial statements of other entities	3,162,625
Revenues from permitted non-audit services to entities that are audited by the audit Firm	0
Revenues from non-audit services to other entities	388,720
Total	4,193,397

The revenues derived from the statutory audits related to public-interest entities also include revenues from the statutory audit of entities belonging to a group which includes a public-interest entity.

9. Partners' remuneration

Partners' remuneration is made up of a fixed salary plus a variable bonus, according to the partnership agreement. Such bonus is based both on the aggregated performance of the Firm and on the individual performance of each partner.

10. Public Interest Entities

<u>Public Interest Entities</u>	<u>Regulated Market - Stock Exchange</u>
RSHB Capital S.A	Irish Stock Exchange
4finance S.A.	Oslo Stock Exchange, Frankfurt Stock Exchange
KSG Agro S.A.	Warsaw Stock Exchange
Solutions 30 SE	Euronext Paris

Luxembourg, 29 April 2024

PKF Audit & Conseil Sàrl
Cabinet de révision agréé



Yves Mertz
Réviseur d'entreprises agréé

Appendix 1 - EU EAA member Firms in the PKF International network providing statutory audit of annual and consolidated financial statements

Registered Name	Country	Head Office City
PKF Corti & Partner GmbH Wirtschaftsprüfer und Steuerberater	Austria	Graz
PKF Österreicher & Partner GmbH & Co KG Wirtschaftsprüfung und Steuerberatung	Austria	Vienna
PKF Revisionstreuhand Wirtschaftsprüfungsgesellschaft m.b.H.	Austria	Salzburg
PKF Bofidi	Belgium	Gent
PKF Bulgaria Ltd.	Bulgaria	Sofia
PKF FACT Revizija	Croatia	Zagreb
PKF ABAS Ltd	Cyprus	Nicosia
PKF Savvides & Co Ltd	Cyprus	Limassol
PKF APOGEO Group, SE	Czech Republic	Prague
PKF Munkebo Eriksen Funch, Statsautoriseret Revisionsaktieselskab	Denmark	Copenhagen
PKF Estonia OÜ	Estonia	Tallinn
Rantalainen Audit	Finland	Helsinki
PKF Arsilon	France	Paris
PKF Fasselt Schlage Partnerschaft mbB	Germany	Berlin
PKF Industrie- und Verkehrstreuhand GmbH Wirtschaftsprüfungsgesellschaft	Germany	Munich
PKF Issing Faulhaber Wozar Altenbeck GmbH & Co. KG	Germany	Wuerzburg
PKF Riedel Appel Hornig GmbH	Germany	Heidelberg
PKF Sozietät Dr. Fischer	Germany	Nuremberg
PKF WMS GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberater Rechtsanwälte	Germany	Osnabrueck
PKF WULF GROUP	Germany	Stuttgart
PKF Euroauditing S.A.	Greece	Athens
PKF Audit Kft	Hungary	Budapest
PKF O'Connor, Leddy & Holmes Limited	Ireland	Dublin
PKF Italia S.p.A.	Italy	Milan
PKF Latvia SIA	Latvia	Marupe
L'Alliance Révision S.à r.l.	Luxembourg	Luxembourg
PKF Audit & Conseil S.à.r.l.	Luxembourg	Luxembourg
PKF Malta Limited	Malta	Birkirkara
PKF Wallast	Netherlands	Delft
PKF ReVisjon AS	Norway	Oslo
PKF Consult Spółka z ograniczoną odpowiedzialnością Sp. k.	Poland	Warsaw
PKF II Portugal Lda	Portugal	Lisbon

Registered Name	Country	Head Office City
PKF Econometrica S. R. L.	Romania	Timisoara
PKF Finconta S. R. L.	Romania	Bucharest
PKF Slovensko S.R.O	Slovakia	Prievidza
PKF - Audiec SAP	Spain	Barcelona
PKF Attest Servicios Profesionales, S.L.	Spain	Madrid
PKF Revidentia AB	Sweden	Stockholm