



MOORE STEPHENS

**Transparency report 2018
of
MOORE STEPHENS Audit S.A.**

MOORE STEPHENS Audit S.A.
Société Anonyme
Cabinet de révision agréé

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Appendix 1: Firms located in EU/EEA member states that performed statutory audits and were members of MSIL during the period 01/01/2018 – 31/12/2018

1 Introduction

MOORE STEPHENS Audit S.A. is an approved audit firm (“cabinet de révision agréé”) that carries out, among other engagements, statutory audits of public interest entities.

In accordance with the Article 13 of the Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements regarding statutory audit of public- interest entities and repealing Commission Decision 2005/909/EC (the “Regulation”), we have established and made public on our website this transparency report for the financial year ending on 31 December 2018.

2 Legal structure and ownership

MOORE STEPHENS Audit S.A., 2-4, Rue du Château d’Eau, L-3364 Leudelange, is a joint stock company (“Société Anonyme”) established under Luxembourg law and is registered with the Luxembourg Trade and Companies Register under number B 165.462. The share capital amounts to EUR 51.000,00.

The shareholders of MOORE STEPHENS Audit S.A. are Raphael Loschetter (50,00%), H.S. S.à r.l. SPF (33,33%) and Horst Schneider (16,67%). The shares owned by Réviseurs d’Entreprises Agréés, whether they are owned directly or indirectly, represent 74,16%. No shareholder owns the majority of shares.

The company is member of the IRE (“Institut des Réviseurs d’Entreprises”).

3 Network

MOORE STEPHENS Audit S.A. is an independent member firm of Moore Stephens International Limited which is a global accounting and consulting network represented in 102 countries with 30.126 staff worldwide.

Moore Stephens International Limited member firms have a combined global revenue of \$3.06 billion. Membership of Moore Stephens International Limited is regulated by contractual agreement.

Moore Stephens International Limited’s objective is to always be a top 10 network, through innovation, entrepreneurship and collaboration, enabling member firms to profitably grow and differentiate in both local and global markets.

A strategic plan developed by the member firms, led by the global board sets the goals for the network over the next three years. The key areas of focus are:

- A global growth strategy supported by a business plan bringing clear, defined and focused objectives;
- Alignment of member firms with the same core values and quality obligations to include a programme of learning and development;

- Increased value through collaboration, communication and transparency;
- A revised structure and governance to help deliver the goals.

The values of Moore Stephens International Limited are closely aligned with those of MOORE STEPHENS Audit S.A. and concentrate on being collaborative through working and growing together to identify and service client needs, pursuit of change and innovation to create new ways to meet client needs on a global scale, excellent communication in an open style, and respect for multi-cultural differences in doing values of trust through honesty and integrity which is at the heart of what Moore Stephens International stands for.

4 Governance structure of MOORE STEPHENS Audit S.A.

MOORE STEPHENS Audit S.A. is governed by a Board of Directors having the responsibility for the business. The Board members are approved statutory auditors (“Réviseur d’entreprises agréé”) by the “Commission de Surveillance du Secteur Financier (CSSF)”.

The day-to-day business of the firm is run by the partners within defined operational roles and responsibilities, appropriate coordination and communication is ensured by monthly (in case ad hoc) partner meetings.

5 The internal quality control system of MOORE STEPHENS Audit S.A.

5.1 General Policy Statement

The main target of the internal control system of MOORE STEPHENS Audit S.A. is to ensure consistency of firms, partners and staff compliance with professional standards and regulatory and legal requirements, performing a high standard of work.

The Quality of our work and the personal connections with our clients has always been our main priority. Integrity, respectability, reliability and the confidence in our work are some of the many reasons for our at times long-standing client-auditor relationships.

MOORE STEPHENS Audit S.A. has formulated the required principles and measures for quality control in an appropriate handbook (“Quality Control Manual” (QCM)).

5.2 Leadership Responsibilities for Quality within the Firm

The ultimate responsibility for the firm's system of quality lies with the Managing Partners.

The firm, and the individuals with responsibility for various aspects of quality control, ensure that the overriding requirements for quality in everything that the firm does is reinforced by clear, consistent and frequent messages and supported by the firm's actions.

The organisational structure of the firm determines the different levels of responsibility of the management and is the basis of the Quality Control System.

The partners ensure the audit quality within the firm; they are responsible for the following:

- Leading and promoting a quality assurance culture within the firm,
- Providing and maintaining the QCM and all other practical aids and guidance to support engagement quality,
- The firm's operating and reporting structure,
- Consulting with partners and other professionals seeking technical advice,
- Supervision of the firm's technical professional education programmes.

The overall responsibility for the operation of the Quality Control System is delegated to the Office Management Partner (OMP).

Any individuals who take on specific responsibilities and duties will be assessed regarding sufficient and appropriate experience and ability to carry out their responsibilities.

5.3 Relevant Ethical Requirements

Professionalism, ethics and independence take precedence over all aspects of the firm's work. Responsibility for the firm's policies and procedures lies with the Ethical Partner, who also provides confidential advice and guidance to other partners and members of staff on professional ethics.

The firm's policies and procedures meet or exceed the requirements or the Code of Ethics set by the International Ethics Standards Board of Accountants and adopted for Luxembourg by the Commission de Surveillance du Secteur Financier ("CSSF").

Inductions training for all new partners and staff includes as well as further training on the firm's policies and procedures in relation to professional ethics is provided regularly, and always when rules or policies and procedures change significantly. The Code of Ethics and further guidance are available to all staff on the firm's intranet.

The firm obtains confirmation of compliance with independence requirements from all partners and staff both when they join the firm and at least annually thereafter.

Compliance with the firm's independence procedures is covered with the annual review of the firm's compliance with applicable regulatory requirements.

5.4 Acceptance and Continuance of Client Relationships and Specific Engagements

For new assignments, a thorough client engagement process is conducted that covers anti-money laundering, ethical issues and other professional risk assessment measures.

Every potential audit client is considered in relation of:

- The potential client's business and the risk associated with the industry or area within it operates,
- The management and ownership of the potential client, including confirming the identity of the individuals,
- Potential independence risks and possible conflicts of interest,
- The firm's resources and experience, to ensure that the firm will be able to complete the assignment to the highest professional standards,
- The reasons for the proposed change in auditor, and through making enquiries of the predecessor auditor.

Similar safeguards apply to ongoing client relationships and the firm's independence in relation to audit clients is reassessed at both the commencement and the conclusion of each audit.

5.5 Human Resources

The firm's systems, policies and procedures are designed to enable us to provide the highest quality of professional services, but a professional service firm is only ever as good as the people within it. To ensure partners and staff have the capacities, competences and ethical standards to provide the quality of audit work required, the firm has established clear policies and procedures covering the following areas:

- Recruitment and retention,
- Continuing professional development,
- Assignment of engagement teams,
- Enforcement of Quality Control policies (discipline),
- Rewarding compliance.

The firm seeks to recruit individuals with integrity, intelligence, motivation and the ability to progress.

Staff is evaluated regularly, taking into account their performance in the period under review, and aiming to identify any ways the firm can assist in ensuring that they continue to progress to be able to meet their full potential. The frequency of evaluation varies between 3-6 months (in case of a trial period) and an evaluation on annual basis for regular staff.

5.6 Engagement Performance

All audit engagements are undertaken using the firm's common audit methodology, which has been developed internally. This methodology bases itself on the MOORE STEPHENS Audit Methodology and is fully compliant with international Audit Standards.

The methodology covers all aspects of the audit process including:

- Risk assessment and audit planning,
- Briefing of the audit staff,
- Performance of audit fieldwork,
- Documentation of audit fieldwork,
- Supervision of staff and review of work performed,
- Consultation,
- Reporting in accordance with applicable legal and regulatory requirements.

Audits of public interest entities and other high-risk assignments are subject to an engagement quality control review by an experienced audit partner with no other involvement in the provision of services to the client.

5.7 Monitoring

In addition to monitoring of active files by an engagement quality control reviewer, the firm also operates a system of "cold" audit file reviews throughout the year.

Monitoring of the firm's quality control system will be completed on a period basis. The selection of individual engagements for inspection will be conducted annually, with each partner's files being inspected on a cyclical basis. Apart from all engagements with public interest entities and/or of high risk, which will be monitored every year, at least one engagement from each partner will be monitored by selected internal reviewers on a yearly basis.

A designated partner is responsible for monitoring and documenting the implementation of and compliance with any corrective actions.

All partners and staff will be provided with information on the monitoring process's results annually, including a detailed description of the monitoring process and its conclusions on the firm's overall compliance and effectiveness.

6 Monitoring of Quality Control

According to article 39 of the Law on the Audit Profession of 23 July 2016 quality control has been conducted by the *Commission de Surveillance du Secteur Financier* (CSSF) in between February and May 2017.

The last quality assurance review of the firm by MOORE STEPHENS International took place in December 2017.

According to article 62 c) and d) of the Law on the Audit Profession of 23 July 2016 quality control has been conducted by the Institut des réviseurs d'entreprises (IRE) in between October and December 2018.

The management of MOORE STEPHENS Audit S.A. has considered:

- The design and operation of the quality control system as described in this report, and
- The findings from regulatory inspections and subsequent follow-up and/or remedial actions.

Taking all of this evidence together, the management of MOORE STEPHENS Audit S.A. confirms with a reasonable level assurance that the Quality Control system has operated effectively in the maintenance and improvement of audit quality in the year 2018.

7 Public interest entities

During the financial year ended on 31 December 2018 the following public interest entities as referred to in article 1 (20) of the Law on the Audit Profession of 23 July 2016 were audited by the firm:

- Covea Lux S.A.
- d'Amico International Shipping S.A.

8 Independence

The securing of independence, impartiality and avoidance of conflict of interest has been formulated in the quality control handbook.

Compliance with the policies and procedures in relation to independence and objectivity are ensured by a series of monitoring and review activities.

These activities include among other:

- An annual declaration undertaken by all partners and staff,
- An independence confirmation by the audit team and experts involved on each engagement,

- An annual declaration by all partners and staff in respect of financial interests and board memberships outside the Moore Stephens network (including those of close family members),
- Non assurance services are declared systematically by the non-audit partner in charge (Moore Stephens S.à r.l.) and assessed by the audit partner as to potential independence threats,
- Other monitoring and review activities targeting specific aspects of the audit independence.

MOORE STEPHENS maintains a worldwide database named “Copernicus” that identifies potential client conflicts of interest across all services offerings of member firms, including listed companies and other public interest entities. The database is populated by member firms by way of reports held in the MSIL intranet.

Prior to accepting any new clients or assurance engagement, member firms perform specific checks to identify potential conflicts of interest and threats to auditor independence. International conflicts of interest and independence checks throughout the MOORE STEPHENS Network are made through the web-based tool Copernicus.

9 Continuing professional education

The firm has created and maintains a policy of facilitating and encouraging continuing education to ensure the quality of its services and of motivating and retaining its staff members.

The firm’s internal training programme provides a broad range of technical solutions, as well as business and personal skills programmes.

In terms of ongoing training and professional developments the firm insists that:

- Team members attend relevant external and internal professional education courses,
- A training and development record is maintained by the firm for each professional team member. This is discussed at the staff member’s annual review. The effectiveness of each course achieving its objectives is assessed and monitored,
- Coaching and on-the-job training occurs while gaining experience from completing work,
- Practical issues identified while completing assignments are incorporated into internal training sessions,
- Matters arising through the monitoring process are communicated back to the appropriate staff members,
- Independence education is provided for all staff required to be independent.

All staff members are personally responsible for the training programmes to enable them to have the knowledge, skills and professional competence, which they will need to carry out the roles effectively to which they are assigned.

Partners and staff must meet the minimum continuing professional development requirements as defined in Article 10 of the Law of 23 July 2016 about the audit profession.

10 Partner Remuneration

The partners' remuneration package consists of a fixed income amount (salary) and a variable part (bonus). The variable bonus includes a firm component (result and development of the firm) and a personal component (partner's role in the firm, quality of work and performance).

The final allocation and distribution of profit to individual partners is made once their performance has been assessed and the annual accounts have been approved by the partners.

Audit partner remuneration does not take any account of the selling of non-audit services to audit clients.

11 Policy concerning the rotation of key audit partners and staff

The partners and staff must follow CSSF regulation 18-02 regarding mandatory rotation of engagement partners, the person responsible for engagement quality control review, and any other partners, if any, on the engagement team who make key decisions or judgements on significant matters with respect to the audit on all audit engagements for public interest entities.

When the audit client is a public interest entity, the key audit partners responsible for carrying out the statutory audit shall cease their participation in the statutory audit of the audited entity not later than ten years from the date of their appointment. The maximum term of a statutory audit of a public interest entity can be extended to twenty years if a public call for tender is organized in accordance with article 16, paragraph 2 to 5 of EU regulation No537/2014. They shall not participate again in the statutory audit of the audited entity before three years have elapsed following that cessation.

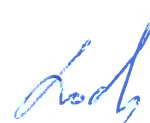
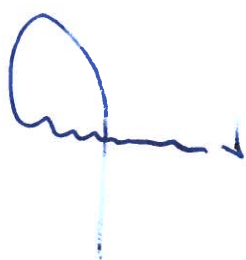
12 Financial information

The audited financial statements of MOORE STEPHENS Audit S.A. for the year ending December 31, 2018 show a total turnover for the financial year 2018 (01.01. – 31.12.2018) of EUR 1.939.187,98, which can be split as follows:

Audit clients	Turnover for the year 2018 (in EUR)
Revenues from the statutory audit of the annual and consolidated financial statements of public-interest entities	65.817
Revenues from the statutory audit of annual and consolidated financial statements of other entities	1.454.858
Revenues from permitted non-audit services to entities that are audited by the audit firm	32.400
Revenues from non-audit services to other entities	386.113
Total	1.939.188

The Board of MOORE STEPHENS Audit S.A.

Leudelange, 30.04.2019



Appendix 1:

Firms located in EU/EEA member states that performed statutory audits and were members of MSIL during the period 1/1/18-31/12/18

Austria	Inter Wirtschaftsprüfungs GmbH
Austria	Moore Stephens Advisa Wirtschaftsprüfung GmbH
Austria	Moore Stephens SSK
Austria	Moore Stephens Alpen-Adria Wirtschaftsprüfungs GmbH
Austria	Moore Stephens Interaudit Wirtschaftsprüfung GmbH
Austria	Moore Stephens Schwarz Kallinger Zwettler
Austria	Moore Stephens City Treuhand GmbH
Austria	Moore Stephens Kroiss & Partner
Austria	FISCHER Steuerberatung GmbH
Belgium	Moore Stephens Belgium
Bulgaria	Moore Stephens Bulgaria - Audit OOD
Channel Islands	Moore Stephens (Guernsey)
Channel Islands	Moore Stephens (Jersey)
Croatia	Moore Stephens Audit Zagreb
Croatia	Moore Stephens Revidens Croatia
Cyprus	Moore Stephens (Limassol) Limited
Cyprus	Moore Stephens (Nicosia)
Czech Republic	Moore Stephens, s.r.o.
Denmark	Moore Stephens Danmark (Brandt)
Denmark	Moore Stephens Danmark (Buus Jensen)
Finland	Moore Stephens Rewinet OY
France	Coffra
Germany	Moore Stephens Turnbull & Irrgang GmbH□
Germany	S&P GmbH
Germany	Mader & Peters GmbH
Germany	Moore Stephens Westfalen AG□
Germany	Moore Stephens Rhein-Emscher GmbH
Germany	Moore Stephens Frankfurt AG
Germany	Peters & Partner GmbH□
Germany	Moore Stephens Karlsruhe GmbH
Germany	Moore Stephens Ludwig AG
Germany	Moore Stephens Koblenz GmbH□
Germany	Moore Stephens Treuhand Kurpfalz GmbH
Germany	Moore Stephens KPWT AG
Germany	BW Partner
Germany	Moore Stephens Ulm GmbH
Gibraltar	Moore Stephens Limited, Gibraltar
Greece	Moore Stephens Chartered Accountants S.A.
Hungary	Moore Stephens Wagner KFT□
Hungary	Moore Stephens Hunaudit 2000 KFT□
Hungary	Moore Stephens Hezicomp KFT□
Hungary	Moore Stephens K-E-S Audit
Ireland	Moore Stephens (Dublin)
Ireland	Moore Stephens Patrick McNamara
Isle of Man	Moore Stephens Chartered Accountants (Douglas)
Italy	Reviprof S.p.A.
Italy	Moore Stephens Sicilia□
Italy	Axis S.r.l.□
Italy	Bureau Plattner□

Italy	DF Audit S.p.A.
Latvia	Moore Stephens (Riga) Limited
Lithuania	Moore Stephens Vilnius UAB
Luxembourg	Moore Stephens Audit S.A.
Malta	Moore Stephens (Birkirkara)
Moldova	Moore Stephens KSC
Netherlands	Moore Stephens MTH B.V.□
Netherlands	Moore Stephens Witlox Van den Boomen B.V.
Netherlands	DRV Accountants & Adviseurs
Norway	Moore Stephens DA
Poland	Moore Stephens Central Audit Sp. z o. o.
Portugal	Moore Stephens & Associados SROC SA
Romania	Moore Stephens KSC
Romania	Audit One SRL
Slovakia	BDR, spol. s r.o.
Spain	Moore Stephens Hispania, S.L.
Spain	Moore Stephens AMS, S.L.
Spain	Moore Stephens Hispania, S.L.
Spain	Moore Stephens Fidelitas Auditores, S.L.
Spain	Moore Stephens JMC, S.L.
Spain	Moore Stephens Ibergrup, S.A.P.
Spain	Moore Stephens LP, S.L.
Sweden	Moore Stephens KLN AB□
Sweden	Moore Stephens Ranby AB
Sweden	Moore Stephens Allegretto AB□
Sweden	Moore Stephens Malmö AB
United Kingdom	Mitten Clarke
United Kingdom	Moore Stephens (Bath)
United Kingdom	Moore Stephens (South) LLP□
United Kingdom	Moore Stephens (North West) LLP
United Kingdom	Moore Stephens (Scarborough)
United Kingdom	Moore Stephens (NI) LLP□
United Kingdom	Scott-Moncrieff□
United Kingdom	Moore Stephens (Northern Home Counties)
United Kingdom	Moore Stephens LLP□
United Kingdom	MA Partners LLP
United Kingdom	Moore Stephens (Stoke on Trent)
United Kingdom	Moore Stephens (East Midlands)

Total statutory audit fee turnover as at 31/12/18 in Euros €180.61m