Gouvernance

**-Riskmanagement
-Control definition objectives**

**Internal control and riskmanagement**

The internal control system relies on the riskmanagement system to identify the main risks that need to be controlled. The riskmanagement system includes controls that are part of the internal control system.

**Riskmanagement and internal control system components**

*Introduction*

Control environment, values and Code of Conduct

The control environment is a fundamental component of riskmanagement and internal control systems and forms the common basis of the systems.

**Helpdesk4U values**

* The Company internal control system is based on five core values: Recognition, Integrity, Unity, Commitment and Way of Working (WOW).
* The Company values are brought to the attention of all Helpdesk4U personnel. It places great emphasis on its managers’ ability to live up to these values daily.
* Helpdesk4U’s Code of conduct is a fundamental reference in terms of ethics, social, and environmental responsibility and in terms of financial and legal compliance. The management is responsible for ensuring that the Code is strictly and consistently respected across the Company.

**Organization and responsibilities**

The Executive Committee’s role mainly consists in validating strategic decisions and policies. Members of the Executive committee are in charge of implementing decisions taken.

**Information systems**

Company   management and the Information Systems Department determine the Company’s strategic directions for production tools and information systems for subsidiaries. They ensure that the development of information systems is consistent with Company   objectives.

**Management and industry procedures**

* The internal control system also depends on subsidiaries implementing the “WOW” (Way Of Working) operating model. It defines a homogeneous vision of the way Helpdesk4U does business: a consistent global framework tailored locally to country culture and client needs.
* The implementation and application of procedures and standards enable the Company to make its global network more consistent, while providing greater control over operations.

**Riskmanagement system**

Definition

In the operation of its business, the Company is exposed to a variety of risks that could affect the Company’s personnel, assets, environment, objectives or reputation.

Riskmanagement is a lever for anticipating the main potential threats to Helpdesk4U, whether internal or external.

**Control activities**

**Centralized control procedures**

The internal control procedures centralized at headquarters cover areas common to all companies within the Company. These procedures involve in particular finance, legal, IT.

**Financial procedures**

* Company central finance and accounting department includes Company   financial control, Consolidation & Cash, and Global Performance.
* Company’s financial information is prepared and monitored using key software applications.
* The Company prepares quarterly reporting for its financing banks, as required by its financing agreements. Management also issues a more complete and comprehensive report at financial year ends. The reporting pack reports on key financial statement items and aggregates.
* The Company   has a policy for managing foreign exchange and interest rate risks, which aims to limit these risks, preserve sales margins and control interest charges.

**Legal procedures**

* As part of its responsibilities, the Company   Legal and Compliance Department oversees the Company’s compliance with applicable laws and regulations in the countries where it operates, through its local network of lawyers. It also plays a central role in monitoring changes in laws and regulations and advising the various Company   entities.
* The Company Legal Department is centralized at the Almere headquarters.
* The Company Legal and Compliance Department has issued the Code of Conduct and related trainings. The Code of Conduct is regularly updated and is completed by several procedures in the compliance matters.

**IT and security procedures**

* The Company has streamlined its security technology to reflect best market practices. Introduce of technology required contractually by its clients or pursuant to applicable regulations.
* All personal data is collected and processed in accordance with applicable laws and the Company’s Policies applicable at each Helpdesk4U site, both from a Controller and a Processor responsibility point of view, specifically designed to prevent potential acts of fraud or breaches of security standards.
* The third-party certifications requested by clients and audits conducted by clients also serve as a guarantee that the application of strict control procedures will be verified in order to ensure compliance with security and/or quality standards and processes.

**Information**

* The Company has a policy of internally releasing all relevant financial or operating information enabling employees to perform their job. The Company   relies on several internal communication systems.
* Company information and procedures are regularly communicated to the managers. These rules are also reiterated at Company Board meetings. All Executives are expected to communicate instructions from Company   management to their employees.

**Oversight internal control operations**

**Senior management**

The Committee monitors the control system to ensure that the system is relevant and suited to the Board objectives.

This includes regular reviews on the part of management and supervisory staff. Within the scope of their day-to-day activities and ensures that each organizational process is consistent with vision and strategy.

As part of the monitoring, internal audits are performed with the assistance of an external audit firm. Those audits aim at ensuring that internal rules are known, and internal control is consistent within the Company.