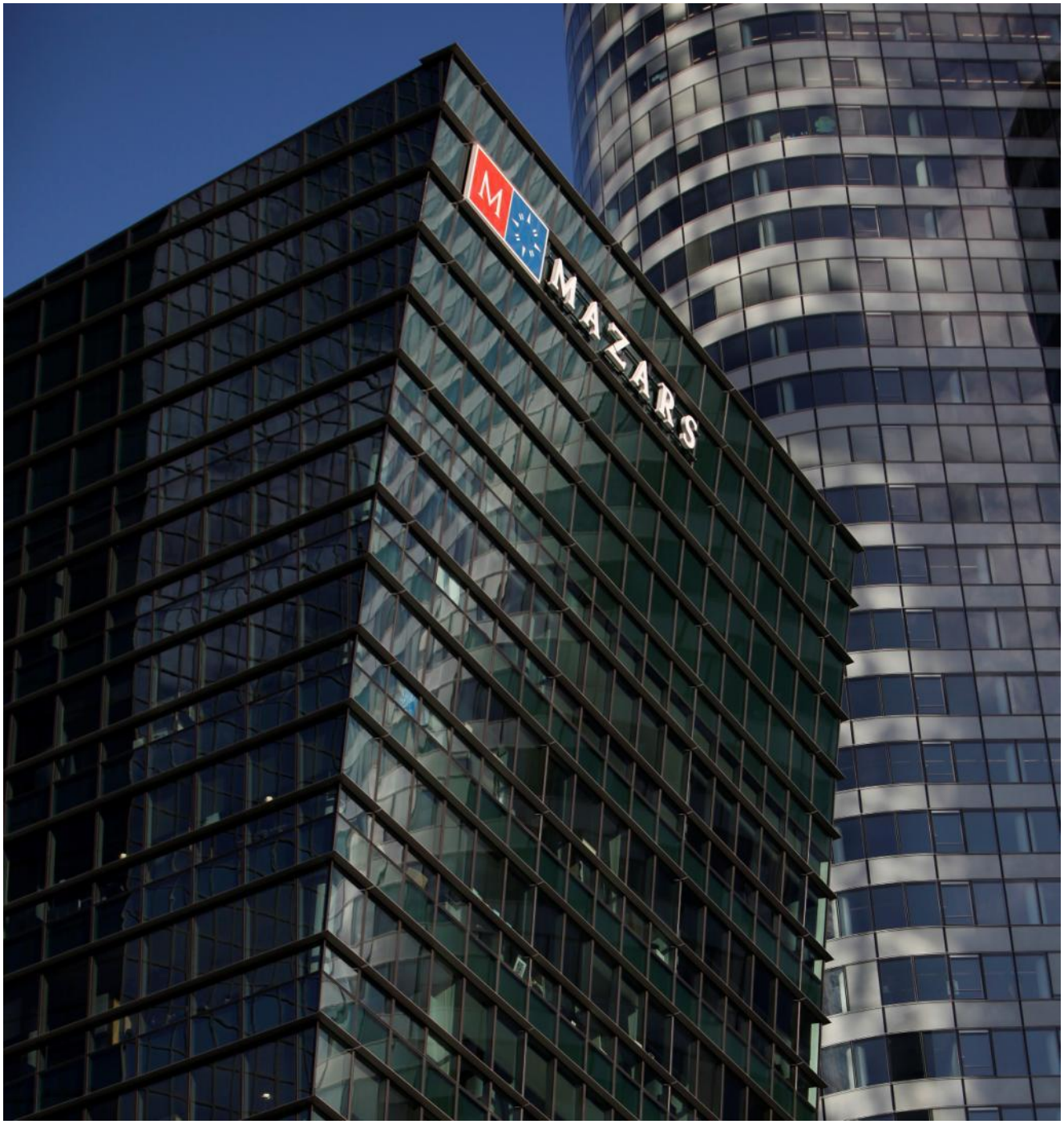
TRANSPARENCY REPORT

2012 - 2013

Slovakia



MAZARS

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INTRODUCTION

Paving new ways together

We are pleased to introduce the 2012/2013 transparency report for Mazars in Slovakia.

Specializing in audit, advisory, accountancy, tax and legal services, Mazars is a leading integrated and independent organization whose international dimensions are expanding every year. As of August 31, 2013, Mazars is present in 71 countries around the world, with more than 13,500 highly qualified professionals. Our consolidated turnover for the year 2012-2013 is €1,013M, an increase of 5.9% over last year's result, at a constant exchange rate.

Since its origins, Mazars has constantly been focused on developing the right added value to support its clients wherever they are.

In that context, we make our best to contribute actively to all the debates relating to our professional environment or the standards ruling our activity.
Besides we are committed to:

- *Playing an active role in the works conducted by international professional bodies and contributing to evolve standards that rule our activity (IFAC, IESBA …),*
- *Recruiting and growing the right talents internally to work in synergy with those of our clients,*
- *Continuously evolving our methodologies and service offering to better answer and anticipate our clients needs,*
- *Being a responsible player in our society and demonstrating everyday the value of our "Partnership Social Responsibility" strategy. As an example, we do support several projects around the world focusing on protecting our environment or promoting diversity of people and cultures, such as carbon print projects and the creation of a diversity committee.*

We also have the will to bring our contribution in terms of transparency. First of all with the voluntary publication of a Group's annual report including consolidated IFRS financial statements certified by independent auditors since 2004/2005.

Bratislava, 30 November 2013

Mickaël Compagnon
Managing Partner
Procurist of audit company Mazars Slovensko, s.r.o.

01

"A unique integrated partnership model"

MAZARS

I. MAZARS' DESCRIPTION

Mazars is an international, integrated and independent organization specializing in audit, advisory, accounting, tax and legal services. As at 1st January 2013, the Group operates in 71 countries, and draws on the expertise of 13,500 professionals to assist companies – major international groups, SMEs, private investors – and public bodies, at every stage in their development. Mazars also has correspondents and representative offices that give the capacity to serve clients to the same high quality standards in a further 14 countries. Based on an innovative, personalized reading of their expectations and their challenges, Mazars offers clients a range of services guaranteeing reliability thanks to our recognized technical expertise. We also provide the benefit of creating value and optimizing their performance. In a multipolar world, Mazars believes that collective intelligence is the source of the most appropriate solutions, and we harness the talents of all our teams in driving a dynamic of progress which, beyond our clients, is a benefit for all.

1.1 Mazars in Slovakia

Mazars has opened its office in Slovakia in 2000. Mazars operates in Slovakia through 3 legal entities, all of them fully integrated into Mazars:

- Mazars Accounting s.r.o. offers accounting services,
- Mazars Slovensko, s.r.o specialises in audit services,
- and Mazars Tax k.s. offers tax advisory.

1.1.1 Legal structure and ownership of Mazars Slovensko, s.r.o.

Mazars Slovensko, s.r.o. (later also „audit company"), IN: 35 793 813 is Limited Liability Company, established in line with the Slovak legislation and headquartered in Europeum Business Center on Suché mýto 1, 811 03 Bratislava, Slovakia, registered in the Commercial Registry of the District Court of Bratislava I, Section Sro, Item No. 22257/B.

The audit company is owned by Mazars SA, with its headquarters at 61 rue Henri Regnault, 92 400 Courbevoie, France. Mazars SA has also 100% of voting rights in the audit company.

The statutory body of the audit company is the executive, Ing. Alena Sermeková, who is enlisted in the auditors list of Úrad pre dohľad nad výkonom auditu (Audit Oversight Authority in Slovakia).

1.1.3 Governance structure of Mazars Slovensko, s.r.o.

The company is managed by 2 CARL partners, based on an agreement with Mazars Scrl (for more information refer to 1.2 Mazars at an international level):

- Mickaël Compagnon, Managing Partner, French Certified Accountant is the Procurist of the audit company,
- Ing. Alena Sermeková, Certified Auditor is the company's executive.

1.2 Mazars at an international level

Since 1995, Mazars has been building a unique form of integrated partnership that is the basis of a truly democratic organization and remains faithful to the values and beliefs professed and defended by its founders.

Our democratic partnership gives each partner the right to vote on strategic decisions involving the future of the partnership, an idea central to Mazars' principles and practices.

We established an integrated international partnership with the principal objective of guaranteeing consistency in the quality of our service to clients.

1.2.1 Presentation of Mazars SCRL

Institutional integration

The Mazars organization is comprised of all the member entities who have signed a cooperation agreement with Mazars Scrl, a Limited Responsibility Cooperative Company headquartered in Belgium, which itself has no professional activity, and whose shareholders are partners in the member entities. In this respect, they are the only owners of Mazars' capital. The mission of Mazars Scrl is to define the strategic objectives of the organization and to coordinate the implementation of these objectives at

the member firm level. The organization also has the specific responsibility of promoting and protecting the Mazars brand throughout the world.

Once appointed, all Mazars partners sign a contract that allows them to transfer their interests only to parties approved or designated by Mazars Scrl. The shares in member entities can, in principle, only be owned by the partners of Mazars Scrl. The consolidated financial results of Mazars Scrl include those of the member entities and are prepared in compliance with IFRS standards (IFRSs) and are jointly audited by two independent auditors, BDO and Crowe Clark Whitehill.

The Group Executive Board (GEB), elected directly by the partners, assumes ultimate responsibility for the framework of the Mazars organization. Mazars is not simply a collection of national firms, but an integrated organization of professionals sharing growth goals, commitments to investment and technical excellence, bearing risks and sharing profits.

Operational integration

In order to serve our clients globally and in the best way possible, Mazars has developed an international, homogenous and integrated approach to the markets in which the Group operates.

To this end, Mazars is structured internationally around two main market sectors - Public Interest Entities (PIE) and Owner Managed Businesses (OMB) as well as two other professional service lines dedicated to Tax and Law respectively, and four Global Support Units (GSUs), which help develop the group's activities. All four PIE, OMB, Tax and Law business units, as well as the four support units, are represented at the Group level through Global Business Units (GBUs) and Global Support Units (GSUs), and at the national level through Country Business Units (CBUs) and Country Support Units (CSUs).

The main responsibility of the GBUs is to define the overall strategic market vision, to monitor and support implementation at country level and to ensure the Group's operational efficiency. In this sense, the GBUs are accountable for overall strategic delivery (i.e. growth and profitability). The GSUs collaboratively support our business for the benefit of our clients in areas such as policies, information systems, and talent management.

Mazars is structured in such a way as to ensure the alignment of the countries, the GBUs, the GSUs and the Group. All our integrated entities' Senior Partners or Managers and global unit leaders come together in periodic meetings, which take place at least three times a year.

The integrated international partnership permeates every aspect of the Mazars organization:

- Each global or international assignment is managed and carried out by an integrated team and coordinated by an engagement partner in charge who takes final responsibility for reporting to the client.

- Every global business unit is represented in each country where the organization operates in order to optimize the coordination of assignments and cross border relations between teams.

- Partners and the national member entities in which they work are linked by a series of agreements intended to achieve maximum consistency within the Group. They all report to the elected representatives of the Group.

All the entities of the Mazars integrated international partnership are thus committed to enhancing the quality of services provided to large, cross-border groups in an increasingly complex and global environment.

1.2.2 Governance of Mazars Scrl

During the Annual Partners Conference in December 2012, the Group elected for a four-year term its governance platform. Based on a combination of experience and the balanced allocation of responsibilities, the governance platform provides a stable foundation for the long-term implementation of the Group's strategy, thus meeting the major internal and external challenges identified by Mazars:

- strengthening the Group's organic growth and managing cross-disciplinary operations with the Group Executive Board (GEB)

- dedicating experienced resources to strategic issues with the Global Strategic Committee (GSC)

- introducing independent members within the Group Governance Council (GGC) in order to

meet the most demanding standards in terms of supervision

- organizing succession to a new generation of leaders.

The management of the member entities of the Mazars organization is the responsibility of their respective Country Executives.

Group Executive Board (GEB)

The Group Executive Board (GEB), directly elected by the partners, assumes ultimate responsibility for the framework of the Mazars organization. The GEB works under the supervision of the Group Governance Council (GGC), which decides on the remuneration of the GEB members. It is comprised of 3 to 9 members appointed by the General Assembly of Partners for a four-year term, according to a 2 step process: the election of the Chairman; then the Election of the other members on the basis of the elected Chairman's proposition.

The Group Executive Board, whose term expires at the end of 2016, is currently comprised of six members:

- Philippe Castagnac, Group CEO, Chairman of the GEB
- Antonio Bover, co-CEO
- Hervé Hélias, co-CEO
- Hilton Saven, co-CEO
- Phil Verity, co-CEO
- Victor Wahba, co-CEO

And four Senior Advisors (former GEB members):

- Frédéric Allilaire, in charge of Americas, Middle-East and North Africa
- David Evans, Sponsor of GSU Talents
- John Mellows, in charge of the Asia-Pacific region
- Jos van Huut, Chairman of the Praxity Alliance.

The GEB meets two to three times per year and meets with Country Executives at the Country Forums. The GEB is supported in its day-to-day tasks by the leaders of the Global Business Units (GBU) and Global Support Units (GSU).

Global Strategic Committee (GSC)

In a demanding environment that requires a global player like Mazars to strengthen the strategic tools that are key to its long-term growth objectives, Mazars calls on the expertise of the Global Strategic Committee (GSC). The Group Executive Board and Group Governance Council have delegated responsibility to this committee for strategic issues related to the Group's development. Its role is to identify and oversee merger and external growth operations that fulfill the policy of expanding the Group's international coverage and service offerings, as well as making an active contribution on behalf of Mazars to the profession and the market. Its proposals are discussed with the GEB and submitted for decision to both the GEB and GGC, then ratified by the General Assembly of partners.

The GSC reinforces Mazars' governance platform as it is comprised of the most experienced resources in the Group. It has four members:

- Patrick de Cambourg, Chairman of the GSC and the GGC
- Douglas A. Phillips, Vice-Chairman of the GSC and the GGC
- Philippe Castagnac, Group CEO
- Michel Barbet-Massin.

Other internal and external contributors will be invited gradually to participate in the work of the Global Strategic Committee.

Group Governance Council (GGC)

The Group Governance Council (GGC) exercises a general supervisory function over the management actions of the GEB, decides or jointly decides on certain matters (for example: validating merger, acquisition or sales operations, or projects with significant impact on the Group…), and reports to the General Assembly of partners. The GGC meets at least once every four months. It is composed of 8 to 16 members appointed by the General Assembly of partners for a four-year mandate, with the introduction in December 2011 of two external independent members. One GGC member also chairs the Audit Committee.

The GGC, elected in December 2012, is currently comprised of 14 members:

- Patrick de Cambourg, Chairman of the GGC
- Kenneth Morrison, Vice-Chairman of the GGC
- Douglas A. Phillips, Vice-Chairman of the GGC
- Thierry Blanchetier
- Kathryn Byrne

- François de Carbonnel*
- Anita de Casparis
- Simone Del Bianco
- Mohamed Ali Elaouani Cherif
- Denise K. Fletcher*
- Patrice de Folleville
- Tim Hudson
- Jean-Louis Simon
- Kathleen Robison

**External members*

Country Executive Committees

Country Executive Committees have the responsibility of managing the member entities and leading local business on a daily basis, within the framework established by the Organization and in terms of the strategic and operational coordination they provide. They are elected by the partners of the member entity, their candidacy being subject to the agreement of the GEB.

Partners General Assembly

The General Assembly of partners is held at least once a year within six months following the closing of the accounting period and is a pivotal point in the governance and decision making processes of Mazars Scrl. It is at this meeting that, collectively, the Mazars partners elect the governing bodies (every four years) and approve the major strategic directions and operations of the Group, the admission of new partners and the Group's yearly audited financial statements.

1.2.3 Mazars' worldwide presence as of August 31, 2013

Mazars serves its clients throughout the world via:

- integrated member entities in 71 countries

- non-integrated entities in 14 countries.

Non-integrated entities are correspondents of Mazars SCRL or country local correspondents. Representative desks/offices are often limited in terms of the scope of services offered.

While the member entities constitute the integrated partnership, the non-integrated entities constitute the Mazars network. They are all committed to the risk management policy described in Section 2 of this report.

Furthermore, Mazars (including all its integrated entities) is one of the founding members of Praxity, an international alliance of Independent Firms created in 2007 as a non-profit-making International Association regulated under Belgium law (AISBL). Praxity is present in 89 countries. Chosen after a thorough self-evaluation process, participating Praxity firm delivers state of the art accounting services and in-depth local knowledge as well as a collective commitment to quality and ethical accounting solutions. In line with the Praxity vision that one size does not fit all, firms join the alliance under one of three classifications: member firm, associate firm and correspondent firm. Mazars is a member firm of Praxity.

Through Praxity, Mazars is able to serve clients in 18 additional countries.

02

"High quality standards throughout the world"

MAZARS

II. MAZARS' QUALITY ASSURANCE AND RISK MANAGEMENT POLICY

The Group Executive Board of Mazars takes overall responsibility for internal quality control and the carrying out of a periodic review of its effectiveness. The GEB is supported by the Technique and Innovation Global Support Unit (T&I GSU).

This Technique and Innovation Global Support Unit:

- defines the quality assurance system and procedures that all business and management units must implement in order to meet the defined principles. These standards are presented in the Mazars Quality Assurance Manual and Risk Management Manual, both of which constitute the benchmark for all integrated entities

- supervises the monitoring of the quality assurance system alongside the GEB. This monitoring is organized by an International Quality Control Committee (IQCC), which relies on globally coordinated inspections to monitor the firm's compliance with the International Standards on Auditing (ISAs), the IFAC Code of Ethics and the International Standard on Quality Control (ISQC1). Each year there is a follow-up of the action plans that have been drawn up jointly with the Mazars firm's Risk Management and Quality Leaders and approved by the Managing Partners. There is also a review of each member firm's own annual self-assessment and of the results of their internal and national external quality assurance reviews.

Each member entity's management is responsible for the implementation of the quality assurance system. They must promote the Mazars' internal culture of quality and reinforce this culture with clear, consistent and frequent messages and initiatives. They must remind all levels of the existence of the quality assurance system and underline the importance of respecting legal and regulatory obligations, particularly with regards to the professional code of ethics and professional standards of practice when accepting and carrying out new assignments.

The Mazars quality assurance and risk management policies are based on the standards of the International Federation of Accountants (IFAC). The Mazars policies are available online and regularly updated to reflect changes in regulations.

Mazars is a member of the Forum of Firms and, since 2007, has annually declared that the organization meets the membership criteria set forth by the Forum. These criteria are as follows: the implementation of a global quality control program and the application of the IFAC Code of Ethics and ISAs to all transnational audits.

Formally established in 2002, the Forum of Firms quality label, borne by international networks of accounting firms that perform audits of financial statements that are or may be used across national borders, and that commit themselves to promote worldwide auditing best practices in order to raise the standards of the international practice of auditing in the interest of users of the profession's services. The Forum of Firms' positive and structured role is regularly recognized by international stakeholder organizations and national and international regulatory bodies.

Mazars is actively involved in the IFAC with a strong presence on three of its boards and committees:

- The International Ethics Standards Board for Accountants (IESBA)

- The Small and Medium Practices Committee (SMP)

- The Transnational Auditors Committee (TAC), executive committee of the Forum of Firms.

2.1. Independence

As of August 31, 2013, Mazars is the legal auditor of approximately 500 listed companies in the 71 integrated and 14 non-integrated countries where Mazars serves its clients.

Maintaining independence is of the utmost importance to audit firms.

2.1.1 Mazars' independence practices

The Mazars' Code of Conduct for Objectivity and Independence

In order to form a basis for the widespread adoption of the Group's core values, Mazars has adopted a Code of Conduct for Objectivity and Independence (CCOI), which is in compliance with the revised IESBA Code, effective since January 1, 2011.

Each Mazars entity must compare its country's national rules with the measures contained in the CCOI, and communicate to the other member firms any national measures which are more restrictive. These measures are then documented as Country Specific Provisions (CSP).

Ethics form an integral part of the entities' professional training programs and the Code is distributed to all partners and staff.

Mazars reinforces its multi-disciplinary strategy through the observance of the regulation in terms of financial communications and identifies clearly any other services that may be provided to audit clients.

Systems to safeguard independence

These systems involve the following:

- A procedure for acceptance and continuance of clients and engagements that enables an evaluation of the client's related risks, the entity's ability to perform the engagement and any ethical risks in terms of independence and global conflicts of interest. The provision of additional services to an audit client is subject to prior authorization from the lead group audit partner and, in some cases, the head of ethics. This provision is also subject to authorization by the client's audit committee, when required by auditing standards or when the client has put in place procedures for the prior approval of such services

A complete list of non-audit services rendered to audit clients. For group audits, this list must be contained in the audit instructions sent out by the coordination team. These non-audit services are subject to a priori communication and a posteriori inventory and confirmation of independence by the group audit engagement team and the partner who signs the client group accounts.

- An annual declaration of independence by partners and staff and a thorough review of any situations that could compromise independence. In this respect, neither Mazars partners nor their immediate family can hold a direct or indirect financial interest in a listed assurance client of the organization. Personal or family relationships between a member of the audit team and a member of either the audited company's management or any person holding a key position in the audit are also prohibited. Lastly, all firms, partners and staff working on the audit engagement must not have any financial or commercial relations with an audit client beyond normal financial relations with a banking client

- Access for all in-house professionals to a list of clients subjected to specific ethical requirements

- Training for technical staff on ethical rules and the organization's ethical procedures

- Consultation with experts on technical matters, ethics and other areas

- Limits on client fees in order to avoid financial dependence on one or several clients

- Clear rules regarding conflicts of interest. When there is a potential threat, either the assignment is refused, or appropriate safeguards are implemented

- A method of remunerating partners that takes into consideration the quality of the engagement and not only the level of fees billed, number of clients obtained, additional engagements performed, or financial performance.

The Ethics and Acceptance Committee, under the supervision of the T&I GSU Board, is responsible for considering any potential problems that are brought to its attention, reviewing any proposed departures from the CCOI by country and verifying that all changes in international ethical standards are taken into account by the organization.

The T&I GSU Board ensure that risk management procedures are in place and are monitored by each member entity.

Two-partner teams and rotation to strengthen both independence and services quality

Except in specific situations which are approved by the entity's Executive Committee, large engagements are placed under the responsibility at least two partners, one of whom naturally assumes leadership of the engagement.

Having a team of partners strengthens independence and brings broader technical expertise to the engagement. The responsible partners assist with key stages of the engagement and remain the key contacts for all parties and professional staff, whether internal or external.

Within Mazars, rotation is applied to Public Interest Entity engagements on which key audit partners rotate after seven years (in Slovakia after 5 years) and do not return to the audit team for at least two years, in compliance with the European Directive on Statutory Audit and the IESBA Code of Ethics. This rotation reduces the risk of "closeness" to the audited company which may impair independence. It enables the auditor to have greater independence of mind in dealing with client issues and in expressing opinions on financial statements. The allocation of partner responsibilities on recurring audit engagements and major special engagements is decided by the entity's Executive Committee and ensures that partners have the ability to effectively conduct and supervise engagements under their responsibility. This allocation is reviewed annually as well as when there are any changes in the partner's situation or when any difficulties have been encountered.

In the rare case of disagreements with the technical department's positions, the Executive Committee is called upon to arbitrate. The two-partner team in charge remains the final decision maker within the context of the organization's quality assurance and procedures. This point is of paramount importance in preserving each partner's personal commitment and sense of responsibility as well as in responding effectively to each client's specificities.

2.1.2 Statement on the effectiveness of the independence safeguard systems of Mazars Slovensko, s.r.o.

The independence practices and systems to safeguard independence described above were established to identify circumstances where Mazars Slovensko, s.r.o. independence could be impaired and to ensure appropriate safeguards were implemented. The operation and effectiveness of these procedures form part of the quality control system review. Based on all the evidence collected, the management of Mazars Slovensko, s.r.o. confirms, with a reasonable level of assurance, that the independence procedures and practices have been implemented and the system is effective in the maintenance of independence. Furthermore, management confirm that the practices have been subjected to internal review.

2.2. Quality control system

The policies and procedures adopted by Mazars are in compliance with the IFAC's quality control standards: ISQC1 "Quality control for firms that perform audits and reviews of financial statements and other assurance and related services engagements" and Revised ISA 220 "Quality control for an audit of financial statements." These procedures are documented in a Quality Assurance Manual available in electronic format.

These policies and procedures are complemented by audit methodology and support techniques which are shared among members of the Organization and by joint training initiatives. Specific audit software is in place, which has been developed to allow a structured audit approach in accordance with the most recent and comprehensive auditing standards (IFAC clarified standards, supplemented by national requirements).

Compliance with the organization's policies and procedures is regularly monitored through reports by the entities on the results of their internal and external quality control and through periodic quality assurance reviews by trained and experienced reviewers from other countries.

2.2.1 Internal quality control system

Maintaining quality

Quality of people: Our high standards require that we recruit highly talented individuals with the ability to take on ever-increasing responsibilities. Our ability to attract and retain talent is one of the key elements in maintaining these standards.

Mazars' strategy in terms of training (refer to section 4.4), counseling and compensation strongly emphasizes this high standard of audit quality.

As explained in our Quality Assurance Manual; the Quality Control System includes **policies and procedures** in the following areas:

- responsibility and leadership
- independence and objectivity
- audit policies and methodology
- acceptance and continuance of engagements
- human resources
- engagement performance, including
  - planning and supervision of engagements
  - technical consultation
  - audit documentation
  - independent review
- confidentiality
- quality control system supervision
- managing cross-border engagements
- complaints and allegations.

In order to improve the effectiveness and the relevance of the Quality Control System, these processes are regularly updated to encompass changes in international standards and the suggestions of users.

A Global Assurance Programme and internal inspections

Mazars has developed an International Quality Control System that applies to all the organization's entities, regardless of whether they are integrated members or correspondents.

Operationally, quality control at Mazars is managed by an International Quality Control Committee (IQCC) which reports to both the Group Executive Board and the T&I GSU Board.

Two types of quality assurance reviews are in place:

- a report including a self-assessment by the countries on their compliance with IFAC standards, supported by the results of internal and external quality control, and an action plan regarding the areas which have been identified for improvement. This report, which is called ReQAR (Report on Quality Assurance Review), covers aspects relating to audit methodology, ethics and the internal Quality Assurance and Control System;
- a periodic inspection called IQAR (International Quality Assurance Review), which is performed by trained and experienced Mazars reviewers from various countries.

Each reviewer prepares an action plan addressing the findings of the IQAR or the ReQAR. The action plan is submitted for approval to the entity's Executive Committee and the partners in charge of monitoring geographical zones are then informed of these action plans. Then, with the help of the IQCC, the partners follow up the implementation of the action plans.

Each year, Mazars entities critically assess their Quality Control System through a monitoring program involving an assessment of the adequacy and effectiveness of the entity's procedures and a review of the entity's engagement files. Each partner is reviewed at least every three years. The results of the engagement file reviews are taken into account when determining the partners' compensation.

Once a year, the entity communicates the results of the internal and external quality control reviews (ReQAR/IQAR/national oversights and peer reviews) to partners and managers as well as the entity's Executive Committee. This communication is detailed enough to enable any necessary corrective measures, both at the entity level and with the partners in question.

As a minimum, this summary includes:

- a description of the procedures applied and of the scope of the quality control review
- conclusions of the reviews of the entity's procedures and audit engagements
- action plans, if required.

Entities that are candidates for admission into the Mazars partnership undergo a technical review by the IQCC. The quality control review report is included in the admission file submitted for approval to the GEB and the GGC before the partner vote. The report can be accompanied by an action plan which is monitored by the IQCC and the head of monitoring of the geographical region to which the new member entity belongs.

2.2.2 Statement on the effectiveness of the quality control system

Mazars became one of the first full members of the IFAC's Forum of Firms in January 2008 after reporting that it had implemented a globally coordinated quality assurance program and was committed to the use of International Standards on Auditing (ISAs) along with other specific ethical requirements.

Commitment to the obligations of membership in the Forum of Firms contributes to raising the standards of the international practice of auditing in the interest of users of the profession's services. In this respect, Mazars is committed to:

- maintaining quality control standards in accordance with the IFAC International Auditing and Assurance Standards Board's (IAASB) International Standards on Quality Control , relevant national quality control standards and, to the extent not prohibited by national regulation, regular globally coordinated internal quality assurance reviews

- implementing policies and methodologies based, as far as practicable, on the ISAs concerning the conduct of transnational audit assignments

- implementing policies and methodologies which comply with the IFAC Code of Ethics for Professional Accountants and applicable national ethical codes.

On the basis of its Quality Control monitoring conclusions, Mazars confirmed in December 2012 that it met the membership obligations of the Forum of Firms in all material respects.

2.2.3 Quality control as prescribed by the National Oversight in Slovakia (the § 31 of the Act 540/2007 Coll.)

Auditors and audit companies are obliged to abide the quality standards based on requirements of Slovak Chamber of Auditors (later also „the Chamber of Auditors") and Audit Oversight Authority (Úrad pre dohľad nad výkonom auditu) later also „ Authority".

The Chamber of Auditors performed a quality control in Mazars Slovensko, s.r.o. on 3rd October 2011.
The Authority completed the oversight over 1 audit file of Mazars Slovensko, s.r.o. on 9th February 2012.

2.3. Our contribution to the standard setting process

We believe that the voice of the audit profession brings value to the standard setting debate. As a consequence, at the level of the Group, we are committed to the improvement of financial reporting, corporate governance and overall confidence in the capital markets on a global level. For example:

- Mazars has an ongoing participation in the European Commission (EC) debate following the Green Paper on Audit Policy: Lessons from the Crisis of October 2010. This debate covers a wide variety of audit and audit related topics. Mazars contribution to the Green Paper can be accessed at: http://www.mazars.com/Home/News-Media/Latest-news2/Mazars-contribution-to-the-Green-Paper

- Mazars responds to consultations on a variety of topics including auditing, corporate governance, financial reporting and relevant regulation changes issued by professional bodies such as the European Commission, IFAC and its committees and boards, FEE, EAIG, PCAOB, IASB

- as stated above, Mazars takes part directly in international professional bodies such as the IFAC, FEE, ESMA, EFRAG, IASB.

Our professional staff receives regular training in both actual and potential regulation developments. This helps our audit teams to anticipate these changes and better serve their clients.

03

"Listed clients audited by Mazars across all continents, spread across more than 60 markets"

MAZARS

III. CLIENTS

3.1. Service offering and turnover

3.1.1 Global service offering

As previously mentioned, Mazars' services fall into four global business units, two of which are focused on clients and two of which are defined by services. This structure is mirrored by each member entity.

The four Global Business Units are:

- **GBU PIE (Public Interest Entities)** covers statutory and contractual auditing as well as other advisory or compliance services mainly targeted to listed companies

- **GBU OMB (Owner Managed Businesses)** covers advisory and audit services for privately-owned companies of all sizes

- **GBU Tax** covers a complete range of tax advisory services

- **GBU Law** covers legal counseling in some countries.

The consolidated accounts of Mazars Scrl for the year ending August 31, 2013 will be submitted for approval at the General Assembly of partners on December 14, 2013. Once published, these accounts will be available on the Group website (www.mazars.com).

Turnover per Global Business Unit (€ million)		
	2012/2013	2011/2012
PIE	XXX	503.7
OMB	XXX	385.7
Tax	XXX	110.5
Law	XXX	13.5
TOTAL	**XXX**	**1,013.4**

3.1.2 Turnover of Mazars in Slovakia

The turnover of Mazars in Slovakia is 3203 thousand euros for the year ended August 31, 2013 (3 052 thousand euros for year ending August 31, 2012).

Mazars Turnover in Slovakia

	2012/2013	2011/2012
Audit including statutory audit & compatible services and other assurance services	1558	1522
Accounting & financial support	1177	1093
Specialized services*	468	437
Total	3203	3052

*"Specialized services" include the following: Transaction Services, Risk Management and Internal Control, Organization and IT Services and Actuarial Services.

3.2. List of public interest entities for which the firm has issued an audit report during the preceding financial year

3.2.1 Companies that have issued transferable securities admitted to trading on a regulated market

The list of engagements for which statutory audit reports have been issued during the Transparency Report period (from September 1, 2012 to August 31, 2013):

- ESIN group, a.s.

3.2.2 Credit Institutions (other than already stated in §3.2.1, when applicable according to local transposition of the directive)

The list of engagements for which statutory audit reports have been issued during the Transparency Report period (from September 1, 2012 to August 31, 2013):

- Exportno-importná banka Slovenskej republiky, skrátene EXIMBANKA SR

3.2.3. Insurance companies (other than already stated in §3.2.1, when applicable according to local transposition of the directive)

The list of engagements for which statutory audit reports have been issued during the Transparency Report period (from September 1, 2012 to August 31, 2013):

- AXA pojišťovna a.s., pobočka poisťovne z iného členského štátu
- AXA životní pojišťovna a.s., pobočka poisťovne z iného členského štátu
- Poisťovňa Cardif Slovakia, a.s.

3.2.4. Other Public Interest Entities

The list of engagements for which statutory audit reports have been issued during the Transparency Report period (from September 1, 2012 to August 31, 2013):

- AXA d.d.s., a.s.
- AXA d.s.s., a.s.
- AXA investiční společnost a.s., organizačná zložka Slovensko
- PCA Slovakia, s.r.o.
- Inžinierske stavby, a.s.

04

"Building sustainable success requires a talent management policy across the whole Group"

MAZARS

IV. HUMAN RESOURCES

4.1. Quality through talent

We believe that the quality we bring to our clients and to the market is dependent upon the talent of our people. Several key areas form the backbone of our strategy for talent development:

- our culture
- our sense of commitment
- our diversity of talents;
- our transparent and effective assessment system

Based on our common values, management principles and fulfilling work environment, our talent management policy centers around three main principles:

- recruiting the most talented individuals

- developing long-term training, on both technical and managerial issues (refer to § 4.4. continuing education)

- offering attractive career opportunities, particularly internationally, within our fast-growing organization

All our professionals have clear objectives, receive feedback and regularly review their performance. Our Global Talent and Performance Management Program monitors our employees' development at all levels and in all Mazars countries. This program provides us with qualitative information on the expectations and competencies of our professionals which in turn allows us to gauge our progress towards our long-term development ambitions.

Every employee has their own role and their own chance to play a defining part in our success.

Mazars is strongly committed to enforcing the objectivity of our teams and the ethical conduct of our individuals. Recent studies have shown that traditional approaches to ethics training do not address the root causes of unethical behavior. Therefore, at Mazars, we strive to fully understand these issues and implement effective strategies that will place our firm on a morally sound path towards sustainable growth.

As a global organization, we recognize the importance of cultural interconnectivity and support the international development of our teams and firm leaders. Employees wishing to enhance their careers with an international experience may choose from a range of exchange programs, including strategic mobility opportunities, in which qualified Senior Managers are placed on high-level projects ranging from three to five years in length, as well as permanent transfers. Short-term assignments are also available through the MOVE program, in which high-potential Seniors and Managers can work abroad on two to sixth month long projects. Both our short-term and long-term programs are essential to the flow of ideas between our 71 Mazars countries and support the firm's future global growth.

4.2. Professional and support staff

4.2.1 International staff

As of August 31, 2013, Mazars employs more than 13,500 people across 71 countries. This includes the 1,700 recruits that joined Mazars in 2012/2013.

4.2.2 Personnel in Slovakia

During the year 2012/2013, the average number of Mazars personnel in Slovakia amounted to 64 people (full-time staff).

4.2.3 Personnel dedicated to statutory audit in Slovakia

During the year 2012/2013, 23 professionals from all of the Mazars' offices in Slovakia and within all of the service lines were assigned to audit services.

4.3. Partners

4.3.1 Our partners on an international level

As of August 31, 2013, Mazars Scrl had a total of 727 partners in 71 countries.

4.3.2. CARL partners in Slovakia

For the year 2012/2013, there were 2 CARL partners in Slovakia.

4.3.3. CARL partners dedicated to statutory audit in Slovakia

As stated at §1.1.1 Ing. Alena Sermekova is enrolled in the List of auditors of Úrad pre dohľad nad výkonom auditu v Slovenskej republike (Audit Oversight Authority).

4.3.4. Information concerning the basis for partner remuneration

Partners are remunerated in equal proportion according to the performance of the national member entity to which they contribute, and to the overall performance of the Mazars organization.

At Group level, the partner remuneration measure is the "operational performance," after the deduction of any unforeseen expenses such as litigation, which remains the sole responsibility of the national entity concerned.

Profits are shared between partners in proportion to the number of shares (or "base points") they hold. Financing business activity depends exclusively on each national member entity and follows the same proportionality as the division of profits.

Several countries have also opted for a bonus system based on individual performance, the awards being withdrawn from a pot representing up to 12% of the profits of the country concerned.

Ratified by the Governance Council on advice from the Group Executive Board, base points are allocated every three years to partners according to the collective performance of their country and individual performance of each partner. This performance is assessed through various criteria: professionalism and technical contribution, importance and complexity of assignments, contribution to the general development of local entities and the Group, level of managerial responsibility, performance in financial management and partnership spirit. None of the criteria listed above is evaluated in isolation, but the greatest weight is placed on technical competence and partnership spirit.

4.4. Mazars' policy regarding the continuing education of statutory auditors

The Group considers its internal training program to be of strategic importance, not only due to its content (experience sharing and the updating of technical knowledge), but also because it is a key means of communicating professional conduct and ethics requirements to staff.

Each Group entity keeps a record of all the training courses attended by each partner and member of staff. This is done in order to ensure that each individual benefits from the complete training program and that the training received is in line with their responsibilities and work.

Each member entity's training program must include a general syllabus to be followed by all staff and at each level. The objective of this program is to encourage each staff member's development and expertise in auditing standards, accounting standards, auditing techniques and engagement management principles.

The program also includes a sector-specific syllabus, particularly for insurance, banking, the public sector and technology.

Audit professionals involved in transnational audits learn about the following subject areas concerning the local environment where the transnational audit is conducted:

- financial information and auditing standards
- group audit coordination of multiple locations
- the standards relevant to companies listed on the stock market
- corporate governance standards
- local and international economic and business environments.

The internal training program is enhanced with complementary external seminars which focus on client requirements or specific economic environments.

Internal technical meetings are held on a regular basis in order to raise awareness, share experiences on specific assignments and discuss topical issues.

Mazars University was created in 2008, with a threefold objective:

- to position Mazars as one of the key players in future markets
- to instill a focus on the Mazars values (Mazars Way)

- to strengthen Mazars' commitment to social issues.

Mazars University coordinates all the Group-wide training and promotes the sharing of professional knowledge experience and best practices.

4.4.1. Statement of compliance with the professional training obligations in Slovakia

Mazars in Slovakia complies with IES 7. Partners and all audit personnel have to make an annual declaration that they have complied with the relevant requirements.

Registered statutory auditors have to complete at least 120 hours or equivalent learning units of relevant professional development activity in each rolling three-year period, of which 60 hours or equivalent units should be verifiable. They also have to complete at least 20 hours or equivalent learning units of relevant professional development activity each year.

Mazars has established a professional education program which includes the organization and delivery of technical in-house and external seminars, the active involvement of professional staff in major national and international professional accounting and auditing organizations and the development of extensive opportunities for staff to attend technical seminars and conferences.

On the basis of these CPE requirements described above, Mazars Slovensko, s.r.o. has the ability to ascertain, at any given time, that all of its partners and professional staffs meet the CPE requirements as defined by §29 "Continuing education" of the Act 540/2007 Coll.

05

"Serving in the public interest across the five continents"

MAZARS

V.COMPANY PRESENCE IN SLOVAKIA AT 31 AUGUST 2013

MAZARS GLOBAL PRESENCE
AS OF AUGUST 31, 2013

AMERICAS

Argentina, Bermuda, Brazil, Canada, Chile, Dutch West Indies, Mexico, Peru, United States (including representative office in Grand Cayman), Uruguay, Venezuela

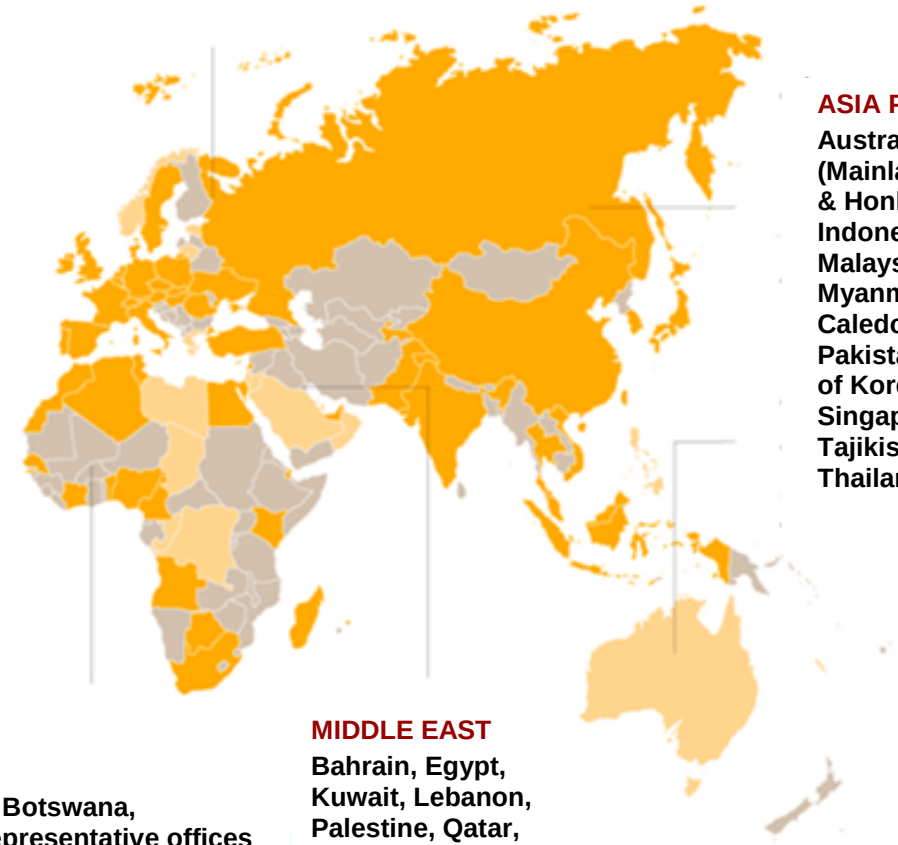
Integrated countries

Non integrated countries:
Mazars correspondents and representative offices

MAZARS

EUROPE

Albania, Austria, Belgium, Croatia, Cyprus, Czech Republic, Denmark, France, Greece, Germany, Hungary, Ireland, Israel, Italy, Luxemburg, Malta, Netherlands, Norway, Poland, Portugal, Romania, Russia, Slovakia, Spain, Sweden, Switzerland, Turkey, Ukraine, United Kingdom and Channel Islands (including a representative office in Gibraltar)



ASIA PACIFIC

Australia, China (Mainland & Honkong), India, Indonesia, Japan, Malaysia, Myanmar, New Caledonia, Pakistan, Republic of Korea, Singapore, Tajikistan, Thailand, Vietnam

MIDDLE EAST

Bahrain, Egypt, Kuwait, Lebanon, Palestine, Qatar, Saudi Arabia, Sultanate of Oman, the United Arab Emirates

AFRICA

Algeria, Angola, Benin, Botswana, Cameroon (including representative offices in Chad and Democratic Republic of the Congo), Congo-Brazzaville, Djibouti, Ghana, Ivory Coast, Kenya, Libya, Madagascar (including representative offices in the Union of the Comoros), Mauritius, Morocco, Namibia, Nigeria, Senegal, South Africa, Tunisia

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www.mazars.sk

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MAZARS