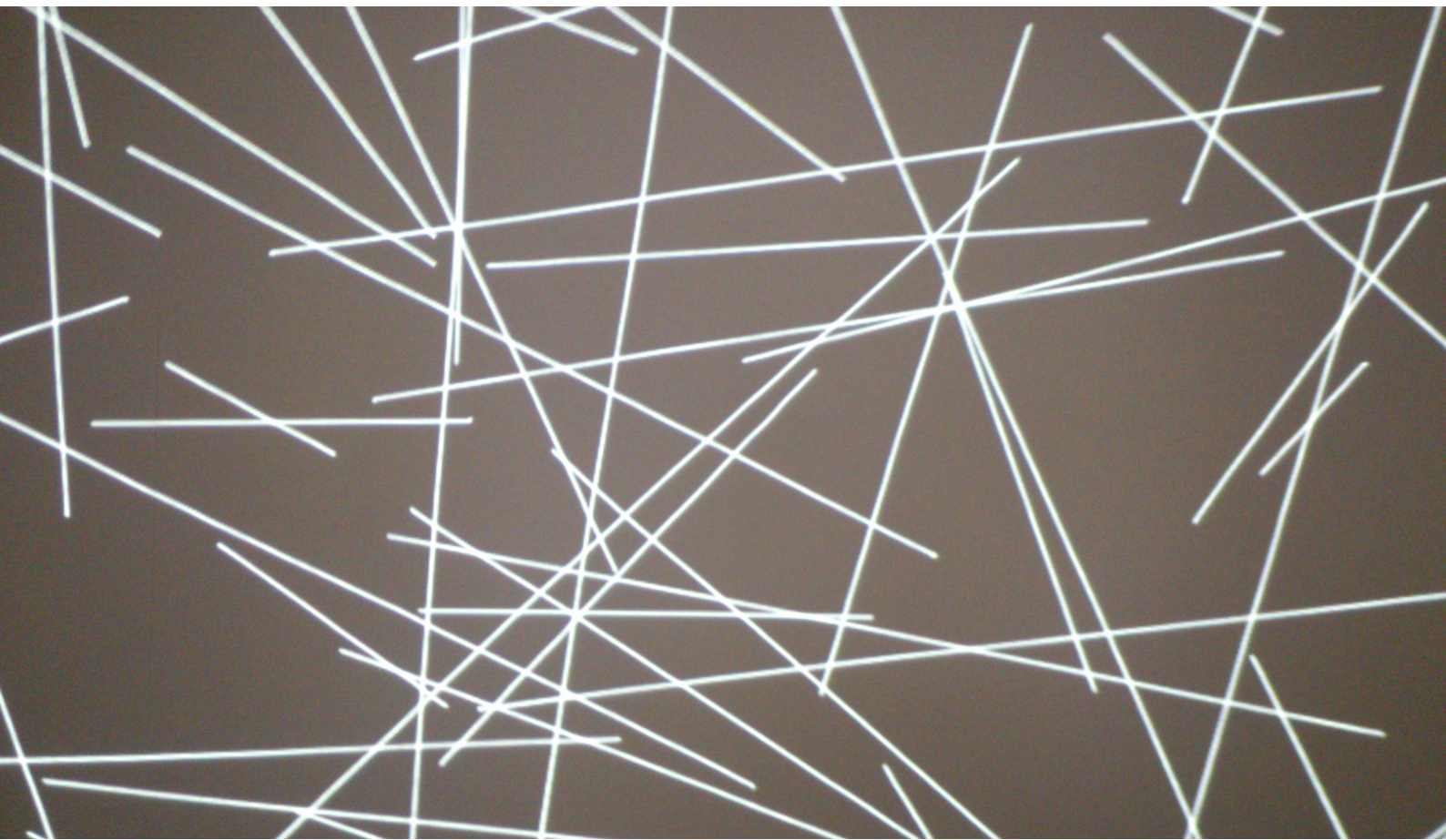


Transparency Report

For the year ended 30 September 2016



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Foreword

This transparency report has been prepared in accordance with the clause 33.1 of the Act on Certified Auditors of the Republic of Latvia and this is our fifth report of such kind.

This transparency report is a public statement to clients, audit committees, regulators and the wider public of our commitment and ability to provide quality audit services. It briefly explains how the firm is run, how we ensure that we perform audits of the highest quality and describes the expertise of our firm.

This transparency report describes policies and procedures which are effective as at 30 September 2016.

Riga, 8 December 2016

Edvards Merhels

Managing partner



Non-financial information

Value proposition

We offer personal and technically sound services at fees competitive with those of Big 4. For audit services this means that we:

- dig deep into the issues
- take additional mile or two to address issues which matter to clients
- keep our teams compact and experienced
- are strict about business ethics, independence and objectivity, by putting reputation first.

We do not perceive audit as a commodity. On the contrary, we perceive each engagement as unique and requiring bespoke approach.

Legal structure and ownership

Merhels Revidenti Konsultanti SIA (hereafter Merhels or the Firm) is a limited liability company incorporated on 10 August 1998 under the laws of the Republic of Latvia. The Firm is licensed by the Latvian Association of Certified Auditors (LACA) to carry on with the audit business.

The Firm's ownership structure is as follows:

- 45% of shares are held by Edvards Merhels
- 30% of shares are held by Dace Merhele
- 25% of shares are held by Marija Smirnova.

Edvards Merhels and Dace Merhele are Latvian certified auditors and they are members of the Firm's Board. Starting from October 2016 Marija Smirnova as well is the member of the Firm's Board.

Governance and management

The Firm's daily activities are managed by the Board.

Service lines are managed by service lines leaders:

- Audit and advisory services - by Edvards Merhels, simultaneously the managing partner
- Tax advisory services - by Dace Merhele, senior partner
- Financial outsourcing and tax compliance services - by Marija Smirnova, financial outsourcing partner
- Financial advisory and internal audit services (BRS) - by Mārtiņš Zutis, associate partner.

Quality control

Our quality control system rests upon the following standards issued by the International Federation of Accountants (IFAC):

- International Standard on Quality Control 1: Quality Control for Firms that Perform Audits and Review of Historical Financial Information, and Other Assurance and Related Services Engagements.
- International Standard on Auditing 220: Quality Control for Audits of Historical Financial Information.
- International Ethics Standards Board for Accountants Code of Ethics.

The Firm's quality control practices are documented in the Ethics and Quality Control Manual. This manual describes procedures for:

- Ethical requirements
- Acceptance and continuance of client relationships and engagements
- Human resources, assignment of engagement teams, engagement performance
- Consultation, difference of opinion, complaints and allegations
- Engagement quality control review
- Monitoring.

International affiliation

During the period from 2000 until 2015 Merhels has been affiliated with leading international mid-tier audit networks (Moore Rowland International, Grant

Thornton International, RSM International). Due to change of its strategy, starting from 2015 Merhels is an independent national professional services firm focusing on financial advisory and outsourcing.

External monitoring

The Firm is obliged to submit itself to an inspection of its audit practice by the LACA. Such inspections as a minimum are carried out once in 5 years. The inspection process includes high level evaluation of policies and procedures applicable to the firm's audit practice. The inspection team reviews select financial statements, audit reports and engagement files. The inspection team also interviews partners in-charge for select audit engagements. Upon completion of work inspectors may attribute the following grades to a firm:

- A - no significant issues noted or up to 5 insignificant issues noted
- B – one significant and up to 9 insignificant issues noted or up to 12 insignificant issues noted
- C – 2 or more significant issues noted or one significant and more than 9 insignificant issues noted.

The Firm has been subject to LACA's inspections in 2008 and 2013. In both cases the Firm was assigned grade "A".

Independence practices

Maintaining the independence of the Firm, audit teams and other professionals is critical to sustaining public confidence in the audit profession. Merhels is committed to ensuring that its independence policies and procedures are robust and provide clients and other users of audit reports with confidence that the Firm and their professionals are independent and objective.

Our independence policies and procedures are based on the IFAC Code of Ethics. The key elements thereof are:

- providing staff with relevant training
- obtaining annual confirmations from staff as to their independence from audit clients
- maintaining robust client acceptance and reacceptance policies.

Continued professional education

Professional education needs are determined by means of self-assessments, appraisals performed by the Firm's leadership team and monitoring changes in regulations which affect our operations. Education needs are addressed via structured, unstructured and on the job training. Structured training is comprised of attending external or internal courses, seminars and workshops. It may as well include preparing courses and/ or articles to professional magazines. Unstructured learning is comprised of reading professional magazines, books and other professional literature. The Firm requires that staff documents learning activities.

Our people hold such professional qualifications as:

- LCA: Latvian Certified Auditor
- FCCA: Fellow of Association of Chartered Certified Accountants (UK)
- CIA: Certified Internal Auditor by the Institute of Internal Auditors (USA).

Partner remuneration

Equity partners are remunerated with reference to their share of the Firm's profits. Associate partner is remunerated with reference to his share of qualifying revenues.

Public interest companies

For the year ended 30 September 2016 we have audited the financial statements of Acme Corporation SIA. The bonds issued by Acme Corporation SIA are traded on the OMX NASDAQ Riga.

Memorable client work experience accumulated during the year

During the year ended 30 September 2016 we worked on more than 150 projects. On the top of traditional work in terms of type of engagements and industries, we had a chance during the year to work with more diverse range of projects and industries as usual. For example, we had a chance to dig into aviation business, assess business value of an insurance business, help a legal firm to come up with profit sharing model, assist a telecom company with implementing accelerated closing processes, help a listed company to draft insider list procedure and start maintaining accounts of a financial institution.

Awards

During the year 2016 Merhels got hold of the following awards:

- 'Finance Monthly' announced Merhels as the 'Strategic Business Consultant of the Year Latvia'
- 'Wealth & Finance INTL' gave us the '2016 Tax Excellence Award'



- 'Corporate Vision' announced Merhels as the 'Finest in Audit Services'.



Financial information

Revenues

	Y/E 30.09.2016 EUR'000	Y/E 30.09.2015 EUR'000	Y/E 30.09.2014 EUR'000
Accounting	324	266	213
Audit	96	129	92
Corporate finance	104	65	35
Other	53	62	107
Total fee income	577	522	447

Corporate finance primarily consists of financial due diligence and valuation work.

Other services primarily consist of forensic analysis, management advisory and internal audit.

Other select information

	30.09.2016	30.09.2015	30.09.2014
Net assets (EUR'000)	331	243	127
Number of partners	4	4	4
Number of staff	7	6	5

TALK TO US
DISCOVER HOW WE CAN GROW TOGETHER

Merhels Revidenti Konsultanti SIA

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