



bringing together legal, tax, regulatory, advisory, fund and corporate services

Corporate Governance Centre



A sound **corporate governance framework** is a key element for efficient management and control and the long-term success of companies. In recent years, **new rules and regulations** have called for **a recalibration of the organisation** of the relationship between management and shareholders and between management and executive management.

Organisation

- Finding a balanced distribution of powers between shareholders and management, both non-executive and executive, taking into account the size and the nature of the company, the complexity of its business and the regulatory environment on the one hand and the strategy, objectives and values on the other hand.
- Adopting a one-tier or rather a two-tier management structure. Assessing the benefits of the establishment of committees, whether at board or executive level, and determining their respective role and attributions so as to enable the committees to achieve their goals.
- Organising the relationship and decision-making processes between companies of the same group or in the context of a joint venture.
- Setting up a proper documentation process for rules and charters of corporate governance. Establishing state-of-the-art corporate governance reports and remuneration policies.

Roles & Responsibilities of the management

- Organising an efficient but transparent decision-making process. Conflicts of interest may suddenly arise and, in the same way as unplanned vacancies, may paralyse management bodies. We anticipate these situations, understand and deal with them if they arise.
- Determining the need for the implication of the general meeting or executive management in the global policy of the business or the involvement of the board in day-to-day affairs.
- Knowing your responsibilities while still being aware of your inherent liability.

Board composition

This needs careful consideration. Board members must be competent and qualified but some of them might need to be independent. All this is achieved taking into account diversity, professional ethics or your corporate social responsibility (CSR) requirements.

a unique approach in Luxembourg

With our Corporate Governance Centre, we are able to offer **comprehensive solutions** in one place for every aspect of the corporate governance of businesses **in any industry or sector**, whether acting **locally or globally**.

High-end legal, tax and regulatory advice

Industry specific corporate governance focused know-how of a leading law firm, paired with business and regulatory consultancy services. We are able to draw upon a broad range of skills and expertise from legal, regulatory, tax, accounting, IT and PR backgrounds.

Tools & Training

We are able to deliver innovative tools allowing for the automation of tasks and processes. These tools can also serve in the hopefully unlikely event that a forensic analysis becomes necessary.

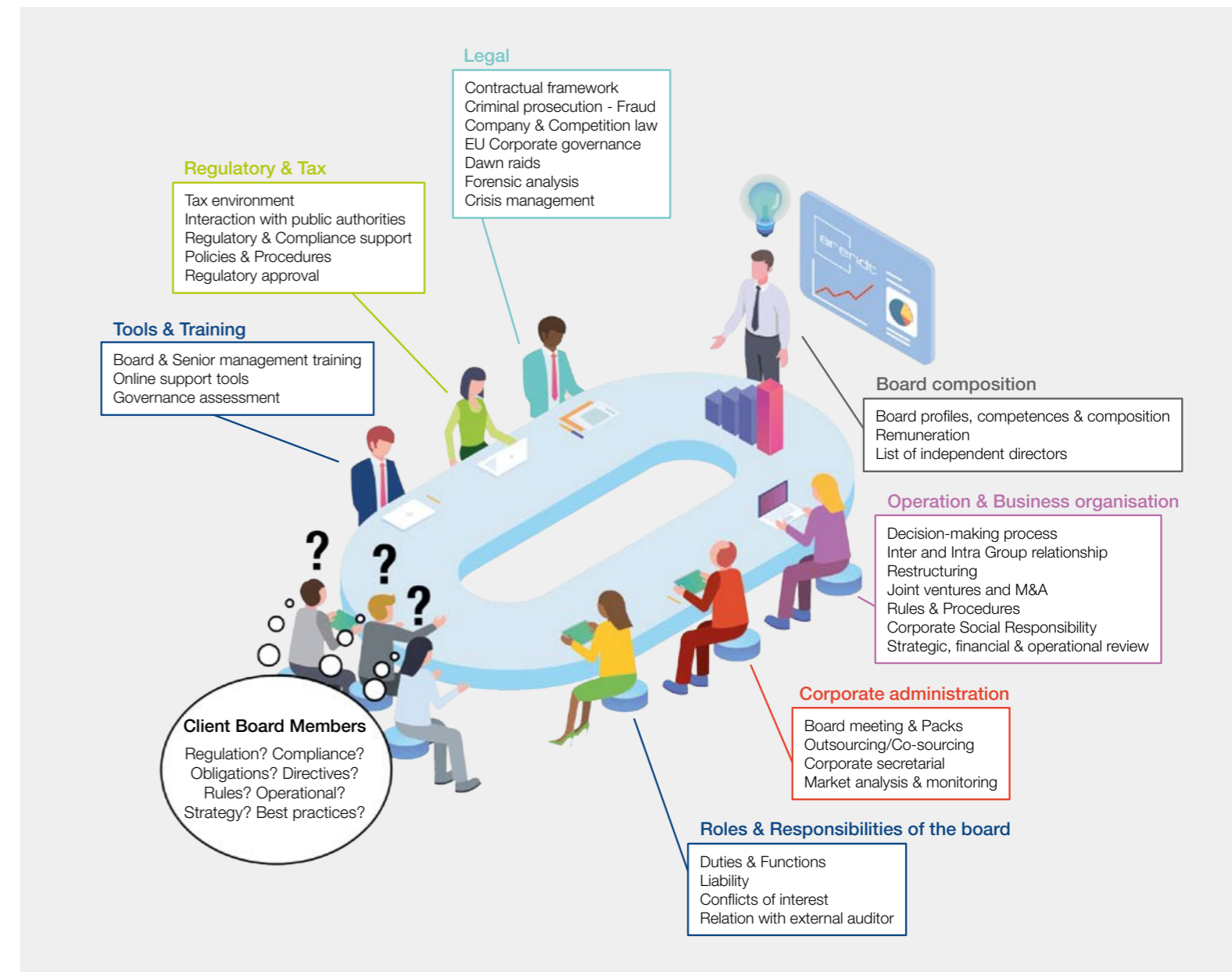
We also run our own training institute (Arendt Institute) and make available requisite training programmes for board members.

Corporate administration and staffing

We provide access to one of the largest pools of paralegal teams in Luxembourg with over 60 professionals, which enables us to help you organise your shareholders or board meetings, and to offer complementary add-on services, such as secondments of experienced staff.

Arendt offers clients access to a pool of resources in Luxembourg with board member profiles from completely independent individuals.

your corporate governance centre



- Assess the practical impact of new regulation on existing governance.
- Manage and mitigate risks.
- Organise governance in complex group structures or multi-national companies.
- Ensure full compliance of corporate governance with regulatory requirements.

about

Corporate Governance Centre

You are a business in any sector, in Luxembourg or worldwide, a director, a chairman, a board member within a regulated or unregulated business.

Optimise your activity with a comprehensive set of solutions to deal with every aspect facing a board, be it legal, tax, regulatory or compliance.

about

Arendt

We are lawyers, regulatory consultants, business and tax advisors, corporate and funds services experts.

We bridge the gap between legal advice and its implementation.

We adopt an integrated approach to solving your business issues.

We are Arendt - the leading legal, tax and business services firm in Luxembourg.

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This publication is intended to provide general information and does not cover every aspect of the topics with which it deals. It was not designed to provide legal or other advice and it does not substitute for the consultation with legal counsel before any actual undertakings.

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