



Borderless Markets Boundless Opportunities

# **Our Governance Structure**

To provide high-quality services across the globe, KPMG recognizes the critical importance of good governance in promoting our values and performance. Professional services organizations play a central role in the capital markets and we believe this demands a high level of quality, integrity, and transparency. We also believe KPMG should not only talk about high standards of good corporate governance but also demonstrate high standards in everything we do.

## How we operate

KPMG International is a Swiss cooperative with which member firms of the KPMG network of independent firms are affiliated. KPMG International performs a coordinating role but provides no services to clients. All services are provided to clients by member firms or by other independent firms licensed to use the KPMG name. Each KPMG firm is separate and legally distinct.

The membership agreement signed by each member firm includes a clear commitment to provide quality service for all clients, regardless of where they are in the world.

Our global values and global code of conduct define a common culture within KPMG, including a collective commitment to the highest principles of personal and professional conduct.

## Our governance

The Board of KPMG International comprises 20 members, including the KPMG International Chairman, the International CEO, the three Regional Chairmen, representatives drawn from the seven largest member firms by revenue, and representatives from other member firms nominated by the Board and the International Council on the recommendation of the Chairman. The Board reviews and endorses the policies and procedures of KPMG International and monitors their implementation. The Board delegates authority to the International Management Committee to oversee the management of KPMG International through the International Executive Team. It also makes recommendations to the Council on membership and strategic matters.

The Council consists of the KPMG International Chairman, the senior partners from the 25 largest member firms, and members nominated by the Board and the Council on the recommendation of the Chairman. Its role is to approve common goals, direction and policies. It also approves membership matters, the annual international budget and other financial decisions, as well as recommends the annual financial statements of KPMG International for approval by the General Meeting.

#### **International Council Members**

Tim Flynn (International Chairman/U.S.)

**Hubert Achermann** (Switzerland)

Michael Andrew (Australia)

David Bunce (Brazil)

Jan Dawson (New Zealand)

Jean-Luc Decornoy (France)

Frantisek Dostalek (CEE)

Theo Erauw (Belgium)

Arne Frogner (Norway)

Guillermo García Naranjo (Mexico)

John Griffith-Jones (United Kingdom)

Renato Guerini (Italy)

John Harrison (China and Hong Kong)

Jesper Koefoed (Denmark)

Moses Kgosana (Africa)

John Li (Luxembourg)

Ulyos Maa (Taiwan)

Bill MacKinnon (Canada)

Vijay Malhotra (MESA)

David McGarry (The Offshore Group)

Rolf Nonnenmacher (Germany)

Terence O'Rourke (Ireland)

Roger Munnings (CIS)

Kaisri Nuengsigkapian (Thailand)

Sixten Nyman (Finland)

Russell Parera (India)

Masanori Sato (Japan)

Alberto Schuster (Argentina)

John Scott (Spain)

Sikander Satar (Portugal)

Yoolin Seow (Malaysia)

Gad Somekh (Israel)

Danny Teoh (Singapore)

Thomas Thiel (Sweden)

Ben van der Veer (Netherlands)

Francisco Vázquez (Venezuela)

Martin Wagner (Austria)

Ken Yun (Korea)



KPMG INTERNATIONAL BOARD

SEATED, FROM LEFT: John Veihmeyer, John Harrison, Tim Flynn, Ben van der Veer, Mike Wareing
STANDING, FROM LEFT: Danny Teoh, Guillermo Garcia Naranjo, David Bunce, Terence O'Rourke, Rolf Nonnenmacher, John Griffith-Jones,
Jean-Luc Decornoy, Renato Guerini, Moses Kgosana, William MacKinnon, Michael Andrew, Masanori Sato
(Not pictured: Hubert Achermann, Frantisek Dostalek, Thomas Thiel)

## **International Board Members**

Tim Flynn (International Chairman/U.S.)

Hubert Achermann (Switzerland)

Michael Andrew (Australia)

David Bunce (Brazil)

Jean-Luc Decornoy (France)

 $\textbf{Frantisek Dostalek} \; (\texttt{CEE})$ 

Guillermo García Naranjo (Mexico)

John Griffith-Jones (United Kingdom)

Renato Guerini (Italy)

John Harrison (Regional Chairman of ASPAC/

China & Hong Kong)

Moses Kgosana (Africa)

William MacKinnon (Canada)

Rolf Nonnenmacher (Germany)

Terence O'Rourke (Ireland)

Masanori Sato (Japan)

Danny Teoh (Singapore)

Thomas Thiel (Sweden)

Ben van der Veer (Regional Chairman of

EMA/Netherlands)

John Veihmeyer (Regional Chairman of

the Americas)

Mike Wareing (International CEO)

## **International Executive Team Members**

Mike Wareing (International CEO)

Neil Austin (Global Markets)

Graeme K. Bailey (COO ASPAC)

Stuart Campbell (CIO)

Loughlin Hickey (Tax)

Doug Jukes (People, Performance & Culture)

Henry Keizer (Audit)

Larry Leva (Risk Management)

Thomas Löhmer (CFO)

Bernd Schmid (Advisory)

Jack Taylor (COO Americas)

Jean-Paul Thill (CEO EMA)

## KPMG sub-region definitions:

ASPAC Asia-Pacific

CEE Central and Eastern Europe

MESA Middle East and South Asia

CIS Commonwealth of Independent States

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