

moneris



Get a better view,
to go further.

- accounting and reporting •
- tax •
- human resources •
- corporate finance •
- risk and compliance •
- insurance •
- training •

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'Our growth and development have been marked by our constant capacity to adapt and innovate. We follow international market trends and anticipate the needs of our customers.'

Rui Pedro Almeida
CEO | Director | Chairman of the Executive Committee

moneris

We share your vision of the future.

Who we are Moneris has a customer-focused approach with an integrated offering of services and solutions that delivers 360-degree management support to organisations, promoting excellence in financial information and improving decision-making processes that are critical for their success.

We are the largest national accounting and management support group, present from the north to the south of Portugal, with a network of 20 offices supported by some 300 consultants.

Our services are provided by teams with a deep knowledge of all industry sectors, meaning that each client benefits from the support of professionals who understand their challenges and help them to overcome every obstacle. Knowing our customers well is essential to us so that we can actively respond to their needs.

Over the years we have built strong, close and lasting relationships with our customers, who demonstrate their appreciation of us with their trust and loyalty.

At Moneris we believe in best practices, and we promote them in the market and in society. We organise various initiatives that aim to decode the complexity of business world issues and consider their impact on the social context, contributing to their dissemination to the public and creating value in organisations.

Our values

At Moneris we share a set of core values that define our identity and guide our employees' actions and behaviours. Our values consist of a set of principles and standards of conduct that determine how we deliver our services and how we present solutions to our customers:

- Integrity
- Value creation
- Rigour
- Sharing



International Presence

We are part of one of the world's largest networks of auditing, accounting and legal firms - MSI Global Alliance - with a presence in more than 100 countries worldwide and more than 10,000 professionals. By joining MSI, we have expanded our ability to provide specialist support, together with leading partners, to Portuguese companies seeking internationalisation in its most varied forms or looking to identify and study other markets in order to develop their activity.

Quality

We are aware of our corporate responsibility and therefore consider quality and risk management to be key factors in our group culture. All our services, departments, processes and methodologies are therefore covered by ISO 9001 certification, guaranteeing our customers service excellence.



'We have developed services and solutions that today position us as a broad spectrum accounting and consulting firm.'

Rui Pedro Almeida
CEO | Director
Chairman of the Executive Committee



Knowledge Centres

We continually promote technical excellence and technological innovation through Knowledge Centres, where we bring together the organisation's most experienced specialists in each area, who identify trends and disseminate them throughout the organisation, enabling the continuous updating and cutting-edge solutions presented by our consultants. We currently have:

- Accounting Technical Committee
- Tax Technical Committee
- Employment Technical Committee
- IRDF (Innovation, Research and Development Forum)

Competence Centres

Our Competence Centres allow us to think proactively about the most varied markets and their trends and challenges. We bring together a group of experienced and qualified industry and sector professionals with a view to developing specialised integrated solutions that will meet these challenges. Our Competence Centres at Moneris are:

- Agriculture
- Education
- Social Sector
- Tourism

International Desks

We have professionals who are experienced in various languages. Conforming to what we perceive to be market needs and expectations, we have developed a German desk and a French desk, focused on investors and clients in German- and French-speaking countries, respectively. English and Spanish are also spread throughout the Moneris universe. We have hundreds of clients who feel comfortable interacting with us in their native languages.

Local knowledge, global reach, universal perspective.

Where we reach

Moneris is present from the north to the south of Portugal, with more than 20 offices and 300 highly experienced and qualified professionals. Our extensive presence within the country allows close monitoring of economic operators and awareness of their needs and specificities. We are part of one of the world's largest networks of accounting and legal services firms - MSI Global Alliance - with a presence in more than 100 countries worldwide and more than 10,000 professionals. By joining MSI, we have expanded our ability to provide specialist support, together with leading partners, to Portuguese companies seeking internationalisation in its most varied forms or looking to identify and study other markets in order to develop their activity.

portugal lisbon
porto
faro
aveiro
bragança

leiria
santarém
setúbal
vila real
viseu



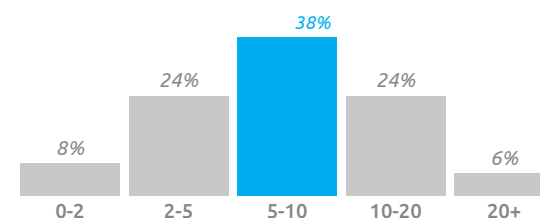
europa
africa
america
asia
oceania

Our people

Moneris' DNA is a set of specialised professionals and a technological base that sets them apart. In this way, we invest in and emphasise integrated management of our talent, seeking to attract, develop and retain diverse and distinctive profiles.

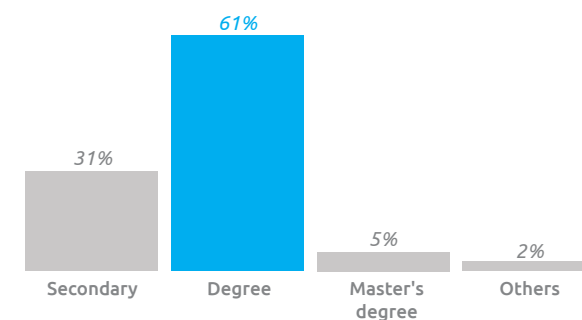
Professional experience

Our team is comprised of experienced professionals in the areas of accounting, tax and consulting.



Academic level

Our team is made up of professionals with a high level of academic education. We invest heavily in staff training in order to ensure that we have competent and qualified resources. Our employees' continuing improvement and development, along with higher education standards, is an integral part of the Moneris career path.



Initiatives

At Moneris, we believe that knowledge management contributes directly to the success of an organisation. As a knowledge leader in our areas of expertise, we contribute to a range of activities in order to promote the application of best practices. Some of the methods we use to link people and customers to the content we produce are as follows:

TSF – Moneris

TSF is the largest business radio station in Portugal. Moneris broadcasts a weekly programme in which our professionals offer competent advice in areas such as accounting, tax, corporate management and other business-related topics.

Studies

Moneris is involved in the publication of studies and documents reflecting current thinking in the realm of corporate finance leadership, including:

- **Business Financing Solutions**
- **Mergers and Acquisitions in Portugal**
- **Financial Training Standards (with IAPMEI)**

Publications and Reports

We regularly publish a series of books and reports on various management issues, such as:

- **Accounting Standards for Non-Profit Sector Entities**
- **Tax Benefits Statute - commented**
- **Accounting Standards for Micro-Entities**
- **Tourism Analysis Reports**
- **Tourism Barometer**

Workshops / Seminars

We regularly hold workshops and lectures on various subjects, such as:

- **Artificial Intelligence, Robotics and Crowdsourcing in Professional Business Services**
- **Start-up Reviews**
- **How to draw up a Business Plan**
- **The Portuguese Mergers & Acquisitions Market**



Partnerships Moneris partners with several institutions in order to promote access to:

- **Financing (working with some of the major financial institutions),**
- **Entrepreneurship (interacting closely with business incubators and factories),**
- **Market consolidation and corporate development (in conjunction with associations with a footprint in different industries and sectors); and**
- **Cross-border transactions (joining forces side by side with Chambers of Commerce and Industry)**

Banks

- Banco BIC
- Banco Popular
- Millennium BCP
- Novo Banco
- Bankinter
- Others

Entrepreneurship

- EDP Starter
- DNA Cascais
- Ericeira Business Factory
- Mafra Business Factory
- Startup Portimão
- Others

Associations

- AAPI
- ACILIS
- AHRESP
- AIP
- Others

Chambers of Commerce and Industry

- British-Portuguese Chamber of Commerce (BPCC)
- Portuguese-Mexican Chamber of Commerce and Industry (CCILM)
- Portuguese-Belgian-Luxembourg Chamber of Commerce (CCLBL)
- Others

Proud to serve

Moneris continually invests in the development of industry-focused expertise. Our commitment of time and resources enables us to anticipate market needs and / or trends and develop a clear view of relevant industry issues.

Our professionals can provide valuable information on diverse management issues, such as accounting, tax and consultancy, across a range of economic sectors.

Agriculture and Agribusiness	Automotive and Components	Construction and Property
Distribution, Retail and Consumer Products	Education	Energy and Renewable Resources
State, Local Authority and Social Sector	Franchising	Health
Financial Services and Insurance	Technology, Media and Telecommunications	Tourism

moneris
What we do

Services and Solutions

- accounting and reporting
- tax consultancy
- human resources
- corporate finance
- risk and compliance
- insurance
- training



Accounting and reporting

Outsourcing financial accounting and reporting services is a growing global trend. By outsourcing their financial and administrative processes, companies reduce costs and make their structures more flexible, improving their financial indicators and economic ratios; essentially, their overall performance.

At Moneris we aim to provide an integrated, high-quality response that will ensure a continuous and integrated business management support service and provide decision makers and managers with greater certainty and speed in the decision-making process.

Our teams are focused on helping our customers meet their daily challenges and enabling managers and entrepreneurs to focus their active efforts on growing their business and on the areas truly critical to their operation.

We take a flexible approach and can provide accounting services at the customer's premises or in our offices.

Our value proposition stands out due to the integration of the many attributes present in our organisation and the degree of competence and commitment which we aim to embed in everything we do.

Moneris' structural support and the specialisation of our accountants and consultants can bring numerous benefits to your business, from access to the most rapid and reliable information to enhanced control over the company's monthly accounts and annual financial statements.

You will have at your disposal a set of experienced and highly specialised professionals, who will ensure that your business is always up-to-date and implementing best practices.

Discover our accounting and reporting services:



Accounting

- General and analytical accounting;
- Preparation of accounting by cost centres;
- Accounting recovery.



Accounting and tax compliance

- Responsibility as a Certified Accountant;
- Preparation, filing and review of tax returns;
- Closing work and calculation of results
- Monthly presentation of trial balances and balance sheets;
- Supervision and monitoring of accounting performed by customer services.



Financial Reporting

- Preparation of financial statements in accordance with applicable regulations;
- Preparation of statutory annual accounts;
- Interim financial statements;
- Consolidation of group or subgroup accounts.



Management Support

- Monitoring of financial indicators and management support;
- Analysis and preparation of regular management support reports;
- Budgetary control, financial analysis, preparation of financial models;
- Reporting from management and to supervisory entities.



Process management and outsourcing control

- Analysis and reconciliation of current accounts;
- Control of tangible and intangible fixed assets in individual files;
- Stock-taking and reconciliation of tangible fixed assets and inventories;
- Preparation of bank account reconciliations;
- Outsourcing of accounts payable processes/suppliers; accounts receivable/customers and invoicing; cash/payments and collections.

Tax

The tax aspect is nowadays a major factor for companies, both in terms of proper compliance with tax obligations and in terms of tax planning and optimisation of management decisions in accordance with the law.

Moneris' tax services seek to provide clients with the essential tools for forecasting and managing the tax effects of their activity. Our holistic approach to tax management comprehensively encompasses (re)design of the tax function and compliance with statutory, tax and accounting obligations.

Within the scope of tax advice and consultancy, we deliver a set of services and solutions that make us your company's partner of choice, thus contributing to the success of your projects and business.

The scope and depth of the services we provide result from the combination of our professionals' technical skills and a thorough knowledge of the various industry sectors.



Corporate Taxes

- Regular tax advice and monitoring;
- Review of Tax Returns;
- Tax diagnosis, planning and avoidance;
- Support and monitoring of inspection actions by the Tax Administration;
- Representation in the non-contentious phase of the tax procedure;
- Management of the use and recovery of tax losses;
- Analysis and quantification of deferred taxes and contingencies;
- Tax optimisation of groups at national and international level;
- Tax structuring of investments in Portugal and abroad;
- Tax optimisation of the structure of creation, ownership, management and exploitation of intellectual property;
- Tax management of financing, debt restructuring and treasury operations;
- Calculation and tax estimate of closing accounts;
- Structuring of salary framework;
- Impact analysis of anti-abuse provisions.



Taxes on People and Property

- Tax regime for non-habitual residents and similar regimes;
- Copyright and similar rights;
- Tax management of the acquisition, accumulation, holding and transfer of property, in Portugal or abroad;
- Transfer of property and assets;
- Foundations, trusts and charitable vehicles;
- Family businesses;
- Design, analysis, implementation and monitoring of remuneration policies, secondment policies and suchlike;
- Analysis and framing of remuneration elements and their taxation;
- Anticipating and maximising benefits arising from legally applicable contributory schemes;
- Tax representations;
- Preparation of IRS and other statements.



Transaction taxes

- Mergers, acquisitions and reorganisations of corporate groups, including cross-border operations;
- Tax structuring of investment vehicles and funds;
- Tax structuring of interim and final financing;
- Conducting buy-side due diligences, vendor due diligences and vendor assistance;
- Structuring tax efficient acquisition or sales alternatives;
- Tax support for the negotiation and review of purchase and sale contracts;
- Calculation and management of tax risks arising from a sale, acquisition or reorganisation;
- Support for implementation of the tax-efficient solutions adopted, after the conclusion of the acquisition and monitoring of their impacts;
- Preparation of the activity of the company or group to maximise the return from divestment;
- Multinational group tax report (CbCR).



Indirect Taxes

- Regular tax advice and monitoring;
- Support and monitoring of inspection actions by the Tax Administration;
- Tax optimisation projects in the area of VAT and other indirect taxes;
- VAT recovery for debts in arrears and bad debts;
- Support for implementation of electronic invoicing processes, invoice reporting and transport documents;
- VAT, IEC and Customs Duty refunds;
- International VAT Recovery;
- Monthly VAT Repayment Claims (private charitable institutions).



Transfer Pricing

- Review and diagnosis of transfer pricing policy;
- Support for the definition and implementation of transfer pricing policies;
- Preparation of comparability analyses to identify market terms and conditions
- Group value chain analysis for tax optimisation and effective global tax rate management;
- Preparation, request, negotiation and implementation of Preliminary Transfer Price Agreements (PTPA);
- Preparation, organisation, updating and review of transfer pricing documentation;
- Analysis and implementation of 'Country by Country' reports.



Tax risk management

- Identification and management of risks and challenges arising from change;
- Solution to the need to increase tax function transparency;
- Conducting detailed reviews of tax function risk management;
- Development and implementation of detailed schedules for tax function transformation;
- Improved effectiveness and efficiency of tax function processes and controls;
- Tax disputes.

Human Resources

Human Capital management and compliance with employer's obligations are focal points for companies today. Market change in itself compels companies to view their employees as a key area for development. Companies are increasingly reliant on their human capital to pursue a path of continuous innovation and thus ensure new forms of value creation.

Outsourcing the Human Resources administrative component allows companies to focus on their critical success factors and thus possess a critical analysis of their strategy. This outsourcing of administrative processes increasingly results in a more efficient strategy and alignment of human resource management with an organisation's core business.

Our methodology encompasses three dimensions. A support and compliance dimension, comprising payroll processing and compliance with employer's obligations. A technical dimension that seeks to attract, develop, enhance and motivate your organisation's human capital. And a strategic dimension where we promote employee engagement by implementing tailor-made solutions.

This approach allows us to adjust the needs of each organisation, in an integrated philosophy that allows us to reduce costs, make structures more flexible, achieve high service levels and, consequently, increase the competitiveness of businesses and companies.

Our 360-degree monitoring of human resource management allows us to design a value proposition tailored to the needs and distinctive characteristics of each business.

Dimensions of human resource management



Support and Compliance Dimension	Technical Dimension	Strategic Dimension
HR Classic	HR Recruit	HR 360°
HR Plus	HR Qualify	HR Interim Management
HR Compliance	HR Optimise	
HR Boost		





HR Classic and Plus

Our team ensures the administrative management of your human resources, especially in the performance of payroll processing and compliance with related legal reporting obligations.

In addition, we undertake monitoring of compliance with employment obligations related to management of holidays, employment contracts, training and occupational medicine, as well as intermediation with the client's external partners.

Scope	Classic	Plus
Notification of admission and termination of workers to Official Bodies	•	•
Maintenance of the computerised staff register	•	•
Payroll processing and issue of the respective pay slips	•	•
Simulation of pay calculation for new employees and calculation of compensation for termination of employment	•	•
Monthly issue of payroll processing support schedules	•	•
Monthly issue of bank transfer schedule for payment to employees	•	•
Issue and emailing of receipts	•	•
Monthly submission of Social Security return and notification of payment amount due from TSU	•	•
Issue of compensation funds payment document and preparation of repayment requests	•	•
Monthly submission of the Monthly Remuneration Statement (DMR) to the tax authority and issue of the respective payment	•	•
Issue of annual statement of income (IRS) for each employee	•	•
Issue of wages and salaries schedule to the insurer for the purposes of occupational accident insurance	•	•
Annual preparation of the Single Report (by specific budget)	•	•
Preparation of management reports and responses to human resources surveys	•	•
Monitoring compliance with legal requirements applicable to staff holiday management		•
Monitoring compliance with legal deadlines for the hiring and termination of employees with individual fixed-term employment contracts		•
Monitoring compliance with legal requirements applicable to professional training		•
Monitoring compliance with prescribed occupational medical examinations (on admission, periodical and occasional)		•
Support for response to statistical surveys from competent official bodies		•
Liaison with the client's external partners (health, hygiene and safety at work, lawyers, financial advisors, among others)		•
Procedural support within the scope of employee secondment		•
Nominations for internship programmes and other employment incentives		•



HR Compliance

In order to assess the suitability of their processes and procedures in the light of applicable law, our specialist technicians perform an audit of the area responsible for human resource management in order to identify opportunities for improvement and submit proposals to limit the risk of fines and ancillary penalties being imposed by the competent official bodies.

Scope
Audit of human resource management processes and procedures performed by an independent team of Moneris HR consultants with extensive experience in human resource management
Formal processes and procedures are audited in an interview with those responsible for human resource management
On-site document analysis of employment, contributory and tax documents, as well as a site visit
Production of an audit report with findings from the consultant team
Preparation of proposals adjusted to the reality of each project that aim to correct any situations that may lead to employment, social security and tax infringements, as well as improve human resource management processes



HR Boost

We help start-ups and young companies set up their human resources departments and, consequently, the design and implementation of key HR policies and practices, customised to business circumstances and context, ensuring human resources management compliance with employment regulations from the outset.

Scope
Mandatory Social Security notifications and Compensation Fund registration
HR administrative management procedures and records
Competency profiles
Support for the organisation of occupational safety and health services
Training in relation to key legal obligations



HR Recruit

Recruitment and selection tasks present one of the greatest difficulties and one of the most costly risks for management functions. We invest in knowledge of your business and new hiring objectives so as to ensure an efficient selection process that undergoes a rigorous set of methodologies and processes.

Scope
Job specification and profile tailored to customer needs
Obtain knowledge of the organisational culture
Identify competencies
Select recruitment sources
Review applications
Implement candidate selection tests
Draw up candidate short list
Validate references
Support finalisation of agreement
Monitor induction of the selected person(s)



HR Qualify

In support of training management in companies, we deliver a differentiated and customised value proposition, which extends from planning and execution of the training plan to evaluation of its results.

Scope
Identify and prioritise training needs
Describe actions, identify recipients and goals to achieve
Budget and schedule the training plan
Document training actions
Support assessment of trainee satisfaction
Support assessment of training effectiveness



HR Optimise

In order to optimise your company's compensation and benefits plan, we deliver a specialised consulting solution with proposals for improvement, whether financial, savings-related or through internal and external equity promotion.

Scope
Study the current compensation and benefits plan
Submit proposals for improvement, whether financial, savings-related or through internal and external equity promotion
Evaluate the expected quantitative and qualitative impact due to implementation of the stated measures in relation to the current compensation and benefits plan



HR Interim Management

The Interim Management solution is used especially in supporting or top management roles to fill critical gaps in competencies existing within your organisations during times of change, crisis and growth.

Organisations must ensure that they have access to all the talent potential they need for the sustainability and growth of their business, enabling them to keep up with challenges such as implementing new processes, systems or departments, managing crises or changes, managing mergers, acquisitions or restructuring, and managing international expansions, among other temporary and immediate motivating factors for organisations.



HR 360°

With an integrated response of services and solutions, our specialists design a solution tailored to each challenge, ensuring compliance with the 3 major dimensions of HR management (Support and Compliance, Technical and Strategic).

The HR 360° solution provides total support for management, covering all services described in the following programmes:

- HR Classic
- HR Plus
- HR Compliance
- HR Boost
- HR Recruit
- HR Qualify
- HR Optimise
- HR Interim Management



Exclusions

- Preparation and conduct of disciplinary proceedings
- Technical and legal opinions
- Employment, tax, civil or criminal litigation
- Drafting of employment contracts, other agreements, complaints and other standard employment-related communications
- Legalisation related to foreign employees

The above services may be provided through partners outside the Moneris group, through an intermediation system, at the request of the client

Corporate Finance

Our Corporate Finance solutions offer an instrument for supporting business development and shareholder value creation. Our value proposition is based on identifying and accessing financial resources and supporting strategic decision making, assisting the development of businesses and companies at different stages, with services and solutions in the areas of:

- Support and Incentives;
- Assessments;
- Mergers and acquisitions;
- Restructuring.

Support and Incentives

The growing challenges to corporate competitiveness in an increasingly global marketplace and the need to secure the best financing conditions to support their growth and development have brought the theme of investment support and incentives to the top of organisations' priorities.

In Portugal, various investment incentive systems are available at Community and extra-Community level, which allow companies to obtain public support in financing their projects, whether from an Internationalisation, Innovation, Technological Development or Qualification perspective.

We work on the various strategic aspects of Support and Incentives to create value for organisations, ensuring integrated consultancy and full monitoring of their needs, with a multidisciplinary team specialising in three dynamics: Community Incentives, Tax Incentives and Internationalisation.

We have developed a unique set of skills in the field of innovation and entrepreneurship financing, innovation management and research and technological development projects, combining expertise in these fields with a thorough knowledge of different sectors of economic activity.

Our investment consultancy and fundraising services for business development cut across all support programmes and measures, ensuring a response that addresses a diverse range of business needs and maximises available funding.

Summary table - Support and Incentives

Programme	Measure	Support for the internationalisation process	Support for organisational development	Support for R&D activities	Support for productive investment	Start-Up Support
PT2020 Compete	SI Qualification					
PT2020 Compete	SI TR&D					
PT2020 Compete	SI Innovation					
PT2020 Compete	SI Qualified and Creative Entrepreneurship					
PT2020 Compete	SI Internationalisation					
Consultancy	Internationalisation Consultancy					
Tax Incentives	Investment Support Tax Scheme (RFAI)					
Tax Incentives	SIFIDE					
European Incentives	H2020					

Mergers and Acquisitions

The need to bring together diverse skills and knowledge, access to economies of scale and the need to be able to respond to the most demanding customers have led many companies to look for Mergers and Acquisitions as a way to stimulate their growth and sustainability, and thus be able to compete in an increasingly global market.

Organic growth is essential in all organisations, but in many cases it presents itself as an insufficient solution in the urgent pursuit of business development and even as a guarantee of maintaining competitiveness in the markets in which the company operates.

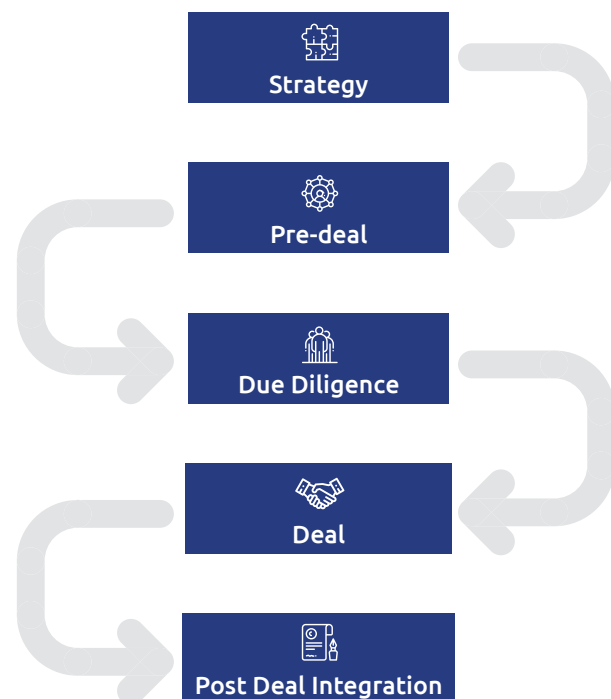
However, in any geography, industry or size, Mergers and Acquisitions present exciting challenges and great opportunities.

With financial investors in its shareholder structure, Moneris has grown through a buy-and-build process, having acquired more than 25 organisations in its development and expansion process.

Consequently, from an early stage we developed skills which enable us to guide M&A (Mergers and Acquisitions) processes throughout the entire transaction cycle, from design to implementation of value-added solutions.

In the DNA of our expert team is a vocation for guiding build up processes, and it can help companies and entrepreneurs identify, evaluate and benchmark potential target companies according to properly defined criteria, objectives and requirements.

We guide the full cycle of a transaction



Strategy

- We rigorously and assertively identify the objectives and motivations inherent in the M&A process, ensuring correct quantification of the expected value drivers and deliverables in order to align the company's M&A strategy with its business strategy.
- Our approach ensures that shareholder value and investor return is maximised for each process and/or transaction.
- We set the guidelines for planning and conducting the process based on the size of the business and the sophistication of the parties, so it is crucial to correctly measure the characteristics and scope of the transaction at this early stage.
- By means of specific criteria, we identify the entities to be approached and prepare a blind profile to stimulate interest in the transaction, during this phase providing information with complete confidentiality.



Pre-deal

- We ensure the signing of a Non-Disclosure Agreement (NDA) prior to submission of any information that exposes the investor or target, in order to ensure the necessary confidentiality for the interested parties and protection of the deal.
- With the preparation of the Information Memorandum we provide the investor with a comprehensive amount of information, including the transaction summary, sector analysis, historical operating, economic and financial indicators, forecast data, valuation and transaction guidelines.
- We support all negotiation of adjustment mechanisms and revision of the Share Purchase Agreement, which documents the most relevant aspects associated with the transaction, safeguarding the interests of the buyer/seller.



Due Diligence

- *Buy-side due diligence*
We support buyers in identifying and understanding the tax risks to which the target is exposed, so that adequate guarantees may be demanded in order to counter the risks to which the company is exposed. We improve the buyer's understanding of the target, allowing the possibility of submitting a more appropriate offer.
- *Vendordue diligence*
We ensure that the sales management team is provided with timely information on the risks to which it is exposed, so that any corrective measures may be taken, giving sellers greater control over the sales process and timing.



Deal

- We assist our clients in negotiating, reviewing purchase and sale agreements and structuring the acquisition /sale.
- We provide support for the structuring and organisation of the best financing solution from an immediate and medium-term perspective, working in conjunction with banks, venture capital companies, private equity funds and business angel networks, thus meeting the requirements of each transaction.
- We assist in structuring the transaction by determining the immediate and long term tax impact of the transaction and creating tax efficiencies within the deal. Understanding and planning the tax implications of each transaction can reduce risks and improve opportunities.



Post Deal Integration

- In this phase, decisive for the deal's success, we provide support for the structuring of reorganisation operations, implementation of tax structures and divestment structuring.
- We ensure smoothness and stability during the transition period, focusing on key integration success factors: increased profits, cash flow improvements, synergy capture and risk mitigation.
- We develop action plans that ensure integration of the target into the procedures outlined and monitor the latter's implementation.

Restructuring

Corporate restructuring processes are times of structural reorganisation in the life of companies, with the goal of improving operational and financial performance.

The volatile market environment, exposure to various risks and increasing complexity of organisational management models pose daily challenges to business management.

Often associated with corporate ownership changes or significant business changes, corporate restructuring aims to make these changes more profitable or better organised, taking account of current and future needs.

At Moneris we are aware that the success of restructuring processes involves the company's strategic realignment, improvement of its operational processes, proper management of human resources and development of new value chain solutions, minimising, whenever possible, any need for equity capital increases or recourse to additional debt.

Corporate Restructuring Processes

Aiming to make the company more competitive, the corporate restructuring processes focus on the economic aspect. They may arise as a result of transaction processes, aiming at a strategic repositioning of the company in accordance with the objectives of the new corporate structure, and often they are the basis of economic turnaround processes, as a result of a significant market contraction or change with strong economic impact on the company's activity.

In this context, Moneris supports the entrepreneur by providing the following services:

- Preparation of financial restructuring plans, including the preparation of business plans;
- Credit negotiation and credit control;
- Business recovery plans;
- Preparation of files to attract institutional partners, venture capital, investors or lenders;
- Promotion of specific legal and financial mechanisms.

That's why we have put together a team of trained professionals to guide your company through the various stages that make up a restructuring process.

Moneris has consultants specialising in the diagnosis, assessment and implementation of the tools necessary to assist corporate restructuring, with the goal of making processes more efficient and improving profitability levels, as well as consultants focusing on financial restructuring, based on debt renegotiation that allows the company to balance its cash commitments over a critical period.

Financial Restructuring Processes

Financial restructuring processes aim to achieve a balanced financial structure through debt service adjustment.

These are processes that are frequently associated with legal environments, such as the Special Revitalisation Process (PER) and the Insolvency Process with Recovery, and also with non-legal environments, such as SIREVE.

In this context, Moneris supports the entrepreneur by providing the following services:

- Business viability analysis from a financial perspective;
- Preparation of the Revitalisation Plan for economically viable companies that are going through periods of financial stress;
- Preparation of the Recovery Plan for companies going through Insolvency Proceedings;
- Negotiation of the Plan with the main creditors;
- Monitoring implementation of the Plan at operational, accounting and tax levels.

Risk and Compliance

Today's constantly changing business environment requires thinking differently about risk and compliance. Taking an innovative approach to improving your business processes, both corporate governance and risk management and compliance, ensures a constant commitment to continuous improvement.

This organisational design and proactivity ensures improved business performance by anticipating and mitigating risks, fostering an internal control environment that maximises opportunities, and contributing to better financial performance.

At Moneris we use our solid knowledge in organisational processes to ensure the efficiency and effectiveness of key business operations, as well as improving financial performance and cash flow management.

We are ready to assist your company in defining models and processes for the areas of risk and compliance, across all components and dimensions

We also aim to maximise the return on investment in any operation or process by providing necessary and appropriate advice that creates value for shareholders and other stakeholders.



Corporate Governance

The area of Governance, or Corporate Governance, is the set of processes, customs, policies, laws, regulations and institutions that govern the way a company is run, managed or controlled. One of the main concerns in this area is to ensure the adherence of key stakeholders - shareholders, senior management and the board of directors - to internal codes of conduct and regulations, through mechanisms that attempt to reduce or eliminate conflicts of interest and breaches of fiduciary duty.

Thus, Corporate Governance consists of the set of mechanisms and rules by which forms of management control of publicly traded companies are established, and includes instruments for monitoring and the possibility of holding managers accountable for their decisions or management acts.

At Moneris we believe that the definition of a structured and transparent governance policy is an indispensable instrument for promoting the economic efficiency, sustainable growth and financial stability of an organisation.

Risk and Compliance Components and dimensions



Definition of the risk management and regulatory compliance framework.



Identification, assessment and monitoring of the risk profile.



Implementation of risk management solutions.



Diagnosis, definition and implementation of the risk management function.



Characterisation and validation of the organisation's risk profile.



Definition and assessment of risk mitigation strategies.



Development and implementation of risk monitoring and compliance processes.



Definition of information technology support requirements for risk management and compliance processes.



Selection and implementation of risk management software.



Design and implementation of loss quantification processes.



Preparation and performance of risk management and compliance training.

Therefore, we share a vision of self-regulation, which aims to promote the dissemination of good company practices through:

- Risk strategy and performance alignment.
- Internal risk management and compliance policies, processes and workflows
- Definition and support in risk management committee implementation.
- Creation, implementation and maintenance of management programmes that facilitate governance and proactive risk management.
- Identification, assessment and management of risk appetite and tolerance.
- Policy redesign and realignment within the scope of risk management, internal audit and compliance.
- Definition and design of processes and competencies for the compliance function.
- Definition and design of operational workflows, from risk management to reporting to the competent authorities.



Prevention and Suppression of Money Laundering

The legislative framework related to money laundering and the financing of terrorism, as well as the new beneficial owner registration regime, have practical implications and adaptations to be taken into account.

More extensive and complex, the legislation now in force lays down new measures to combat money laundering and the financing of terrorism, introduces new concepts in order to make it easier to understand applicable regulatory commands, broadens the scope of entities subject to the imposed measures, and legitimises access to anti-money laundering information by tax authorities.

In this dossier, our expert advisors assist organisations with the following specific obligations:

- Establishment of formal systems and processes for capturing, processing and archiving, including information on analysis and decision making regarding the examination of potential suspicions;
- Establishment of mechanisms to regularly test its quality, adequacy and effectiveness, including through an independent audit function, where applicable;
- Identification, assessment, definition and adoption of procedures to control the concrete risks of money laundering and the financing of terrorism inherent to the organisation's specific operational circumstances;
- Creation of a specific, independent and anonymous channel that allows employees to report possible violations and risk situations (whistleblowing);
- Implementation of tools or information systems necessary for the effective management of risk, namely in the context of identification and monitoring of clients and operations and allowing the early detection of risk events;
- Framework of reporting obligations related to the Beneficial Owner;
- Application of the Politically Exposed Persons concept;
- Written record of all risk management policies, as well as their periodic review and update;
- Diagnosis, definition and implementation of anti-fraud and anti-corruption programmes;
- Design, implementation and optimisation of systems and processes for reporting to authorities;
- Money laundering risk assessment and definition of control mechanisms to be instituted.

In addition to providing the authorities with access to tax information, legislation related to the prevention and suppression of money laundering and the financing of terrorism provides for the imposition of significant fines, forcing organisations to structure and improve their internal processes and procedures, promoting a comprehensive and specialised risk management culture.

In the areas of Risk Management and Compliance there are numerous challenges in which Moneris can be an asset, assisting its clients in the essential definition of new internal control policies and procedures and in the adoption of risk management practices:

- Compliance programmes.
- Reporting solutions.
- Ethics and conduct.
- Interpretation and understanding of industry regulatory requirements.
- Evaluation, design, construction, implementation and monitoring of compliance programmes.
- Review of the effectiveness of compliance management policies, structure, controls and processes.
- Diagnosis, development and implementation of internal control systems.
- Selection and implementation of compliance and reporting software.
- Development and implementation of training programmes.



Process re-engineering and continuous improvement

The current business environment poses numerous challenges and opportunities for companies and entrepreneurs. In an ever-changing and increasingly complex scenario, in order to reach their potential organisations must focus on continuous improvement and challenge their business processes at all times.

To help organisations meet this challenge, we use multidisciplinary teams to analyse their business, helping our customers react quickly to opportunities and threats, providing a perspective that aims to continually improve performance while leveraging their competitive advantages.

At Moneris we specialise in strategic business definition, customer relationship model optimisation, product and supply analysis and business and procedural transformation, as well as operational and economic-financial analysis.

We consider the operational and organisational model to be a competitive advantage at the disposal of management, given the innumerable challenges an organisation may face:

- Strategy change, which may be driven by changes in the value proposition, changes to customers and sales or segmentation and product strategies, new regulatory and capital requirements, global expansion and growth in emerging markets, or even by new management and acquisition or merger processes.
- Performance change, which may be an indicator of lack of coordination and/or organisational integration, lack of accountability, slow decision making and responsiveness, destructive internal conflict, implementation of new systems/ processes, or changes in technology strategy.
- Need to reduce costs arising from waste and inefficient resource allocation, or through downsizing, rightsizing, streamlining and outsourcing.

Continuous improvement, that is, the unremitting pursuit of ever-better results, is a growing practice in organisations across all industry sectors, as it ensures a correct and timely adaptation to the challenges and changes that the market demands.

Surround yourself with the right professionals to reorganise your internal processes with the most appropriate methodologies and organisational best practices.



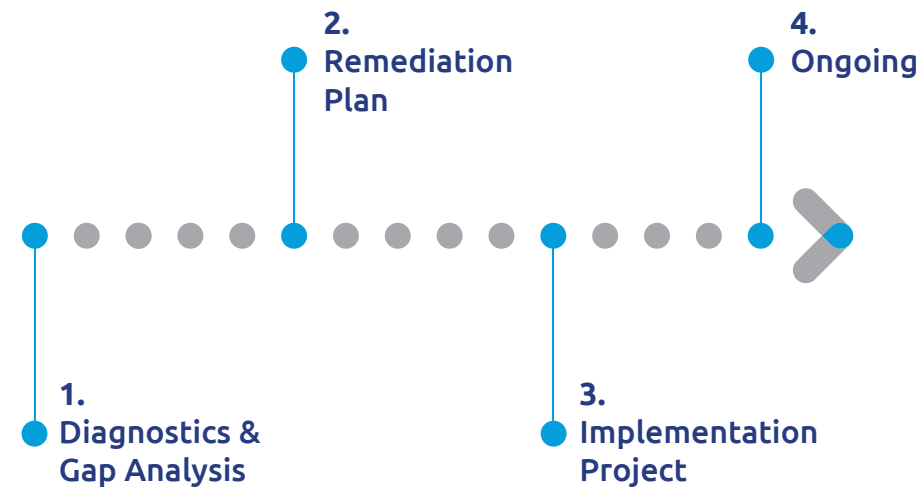
Internal Audit

The Internal Audit aims to add value and improve the operations and results of an organisation by adopting a systematic and disciplined approach to the assessment and improvement of risk management processes' effectiveness.

We believe that implementation of the Internal Audit minimises risks and improves decision making by providing decision makers with an unbiased assessment of the activities analysed, with recommendations and objective comments.

Our team brings together skills in project management, process improvement and auditing, with the aim of developing different spheres of action alongside the client:

- Definition of methodologies and implementation of solutions.
- Control optimisation.
- Diagnosis, definition and implementation of the internal audit function.
- Outsourcing the internal audit function.
- Definition and implementation of internal audit methodologies.
- Development and implementation of internal audit training programmes.
- Selection and implementation of internal audit software (remote or continuous).
- Evaluation of performance and results obtained by internal audit teams.
- Optimisation of existing controls and/or definition of new controls.



In recent years, the European Union has begun the major process of modernising the regulatory framework in the areas of Privacy and Data Protection.

With the General Data Protection Regulation (GDPR), in force since 2016 and with direct application since May 2018, the protection of individuals with regard to the processing of personal data and the free movement of such data has become regulated.

Also under discussion is a new e-Privacy regulation, which will update current legislation in line with new challenges arising from constant digital developments and exponential growth of new commercial technologies - Digital Single Market.

The new regulation is somewhat complex, posing a challenge for all companies and organisations, public and private, that will have to implement specific control tools and procedures for the management and protection of their customers' and employees' data.

However, adapting an organisation to the GDPR may involve much more than applying the new Privacy and Data Protection rules. With the right mindset and a tailor-made process, it is possible to move towards a consolidated view of risk management and the subsequent quality of internal processes; a view that we advocate for all organisations.

To support you in this aspiration, Moneris has brought together a group of experts and partners with experience and know-how in the Privacy and Data Protection area so as to make this complex process simpler, supporting your organisation throughout the entire procedure with a turnkey package, summarised here in four project phases.

1. Diagnostics & Gap Analysis

The audit for impact analysis and gaps in compliance with the GDPR should be based on two key focal vectors. The first line of work to be developed includes a survey, analysis and evaluation phase, followed by a second phase of execution and implementation enhancement.

In the first phase of analysis, it is essential to be familiar with the organisation, its information flows and existing tools in order to identify the repositories of information covered and the security controls applied to them.

Collection and analysis will be followed by identification of any gaps in meeting Privacy requirements, in 4 distinct steps:

Organisational context – in this phase, the organisation's external and internal context in relation to personal data protection is analysed.

Information mapping – in this phase, all the organisation's business processes are analysed, as well as the respective computer applications and business support data repositories, in order to identify areas for collecting, processing and safeguarding personal data.

Privacy Impact Assessment – in this phase, business processes and their support systems are analysed with a view to validating compliance with privacy principles.

Gap Analysis and Warnings – *in this phase, the organisation's areas of exposure to the highest risk of non-compliance are identified and risk mitigation actions are proposed.*

2. Remediation Plan

The Gap Analysis report should include detailed timing for the implementation phase, depending on the findings and gaps identified, namely:

- Scheduled and planned measures and recommendations for risk elimination and mitigation, classified by their criticality and urgency, aligned with the organisation's information security policy, but also with its business models, organisational culture and budgetary availability.
- Governance policy recommendations for the organisation, including Codes of Conduct, training plans, follow-up structure and support for the Data Protection Officer, including role profile, definition of support tools and training.
- Suggested implementation of necessary contractual and documentary processes, based on recommended risk elimination and mitigation measures, and legal and regulatory requirements identified in the audit process.

3. Implementation Project

Support and follow-up in the implementation of actions towards compliance with the GDPR includes:

- Definition and drafting of internal privacy policies.
- Formalisation of Governance issues (policy and procedure manuals, action codes, articles, etc.).
- Definition of consent mechanisms.
- Revision of contracts with subcontractors.
- Monitoring and control systems.
- Definition of DPO responsibilities and roles.

4. Ongoing

Follow-up and monitoring of GDPR compliance is critical in order to ensure a continuous process management and improvement mechanism:

- Exercise of external DPO function.
- Regular audits of GDPR compliance (compliance audit).
- Assess impact of new types of data processing.
- Regularly test and identify data access and intrusion vulnerabilities to gauge prevention mechanisms.

Risk and its unpredictability are part of everyday life. Because each person or company has different protection needs, we analyse, design, implement and manage tailor-made insurance solutions - from traditional to emerging risks.

The complexity of the current context in which companies operate brings constant challenges that require a global and integrated response in order to manage and mitigate the risks to which these companies are exposed, and which may threaten not only their competitiveness but also their continued existence.

Whatever your business challenges, or the economic climate in which you operate, we guarantee the most advanced protection for your business. We have a personalised approach. We understand your business and assess each client's risk on a case-by-case basis. This is the only way we can design tailored protection solutions that address the multiple risks you face - financial, legal, operational and environmental.

Whatever your size or industry, we assess the risks of your operations and ensure the best coverage for your assets, employees and liability.

How can Moneris Seguros be relevant to your business?



Monitoring the entire risk management cycle, from risk identification and analysis to definition of measures that mitigate their impact, and design and customisation of insurance programme coverage.



Ensuring the protection of your assets, results and responsibilities (including those of directors and officers).

With its origins in Moneris and its network of offices located in different regions of Portugal, Moneris Seguros is part of the MDS Group. Moneris Seguros is based on Moneris' deep knowledge of companies of all sizes with diverse economic activities, combined with MDS's 35 years of experience in the Portuguese insurance market.

Relying on a team that analyses each client's protection needs, Moneris Seguros understands their challenges from an integrated perspective and, consequently, the solutions and services it presents respond appropriately to the inherent risks, ensuring the necessary protection systems.

About MDS

A multinational that operates in the area of insurance and reinsurance brokerage and risk consulting. Directly present in eight countries, it operates worldwide through its subsidiary Brokerslink, a global insurance brokerage company present in close to 100 countries.

Our value proposition

Companies

- Travel
- Health
- Work Accidents
- Environmental Responsibility
- Civil Liability
- Cyber Risks
- Credit & Factoring
- Car

Individuals

- Car
- Health
- Personal Accident
- Pet
- Travel
- Work Accidents - Domestic Employees
- Retirement Savings Plans
- Life

At Moneris we believe that human capital is an organisation's most important resource. Maintaining a high degree of human resource motivation and constant updating is therefore a key factor in keeping your organisation competitive, and following best practices and technical and behavioural trends.

Our deep knowledge of the Portuguese business world and, above all, the constant adaptation of our offer to market needs, make Moneris Academy a partner of choice when it comes to training, as we rely on a wide range of trainers with strong technical expertise and pedagogical aptitude.

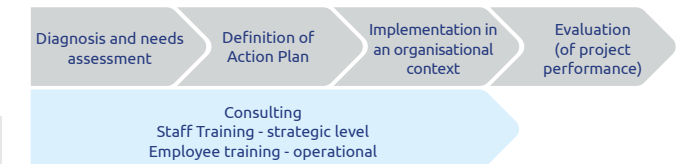
We actively respond to the training needs of the market, presenting relevant content for the development of companies and businesses and promoting specialisation of their employees, in subjects designed according to each company's specific needs. We have a wide range of CCP - Certificate of Pedagogical Skills - trainers who, in addition to being experienced technicians and professionals, possess certified pedagogical aptitude, ensuring that trainees gain an effective understanding of the subjects.

Executive Academy

The Moneris Executive Academy is geared towards entrepreneurs and senior company management, with the goal of developing distinctive training activities that promote the acquisition of knowledge, skills and creativity, enhancing human capacity and activity. It therefore aims to develop skilled and entrepreneurial leaders capable of meeting the challenges of today's globalised economy.

Action training

The main objective of action training projects is to undertake a training dynamic that enables participation with learning in an organisational context, which mobilises and internalises competences in pursuit of results, supported by a strategy of organisational change, designed for each company's circumstances. Thus, the development methodology of this type of project is based on the following model, which incorporates, in very general terms, consulting and tailor-made training.



Certifications

We develop the training activity in accordance with the best quality parameters, also allowing clients to integrate the training provided under the respective Employment Law obligation, thus Moneris Academy is now certified by DGERT - Directorate General for Employment and Labour Relations, in the following areas:

- Finance, Banking and Insurance
- Accounting and Taxation
- Management and Administration
- Commercial Marketing
- IT

Moneris Academy is also recognised by the largest Portuguese professional association - the Association of Certified Accountants (OCC).



Tailor-made Training

Aware that each organisation has specific and particular training needs, we build a modular solution, characterised by its flexibility and adaptability to each business context. This solution has a unique and innovative methodology in the area of training, characterised by:

- A modular construction managed by the client, according to the training areas best fitted to their needs;
- A workload combination for each module tailored to the client's training objectives.

This programme aims to meet not only general training needs, but also the legal obligation to train employees (35 hours per year for each employee), with the objective of developing participants' skills and knowledge:

- In terms of behavioural and interpersonal skills, central to excellent teamwork, planning and development of technical work;
- In terms of elevating the company's role alongside its employees, according to a philosophy of social responsibility;
- In terms of the obligations concerning health and safety at work.



moneris

- accounting and reporting
- tax
- human resources
- corporate finance
- risk and compliance
- insurance
- training

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