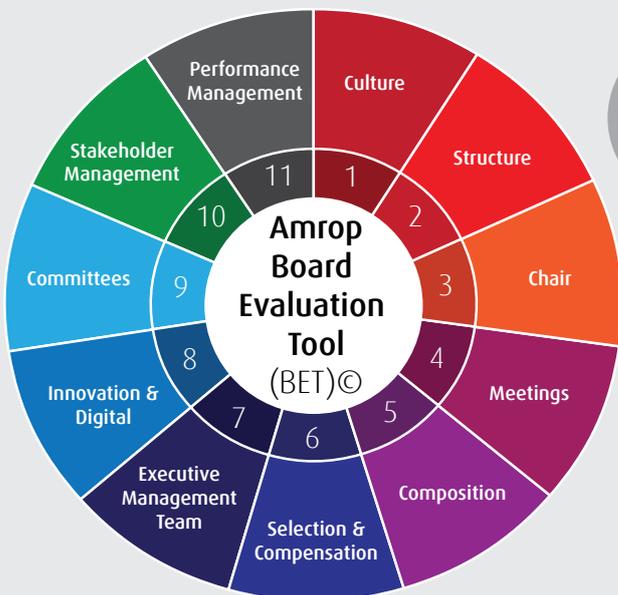


The Amrop Board Evaluation Tool BET©

The Amrop Board Evaluation Tool (BET©) is based on over 40 years' trusted advisorship to boards worldwide, and is grounded in international governance codes and legislation.

It has been designed by the Amrop Global Board Practice, in collaboration with the software provider Cubiks.

A pragmatic tool to optimize board performance and governance



- 11 Performance Areas and 53 Statements selected and developed by the Amrop Global Board Practice
- Online questionnaire answered using a 5-point Likert scale
- Each Area contains a free text feedback option for Reviewers, allowing supplementary/deeper analysis
- Possibility to include >1 Evaluator Group (e.g. Board Members + Executive Management Team Members)
- A straightforward, appealing report, rankings by Areas and Statements, level of agreement per Area and Statement (Low, Medium or High), gap analysis between Reviewer groups (if applicable).

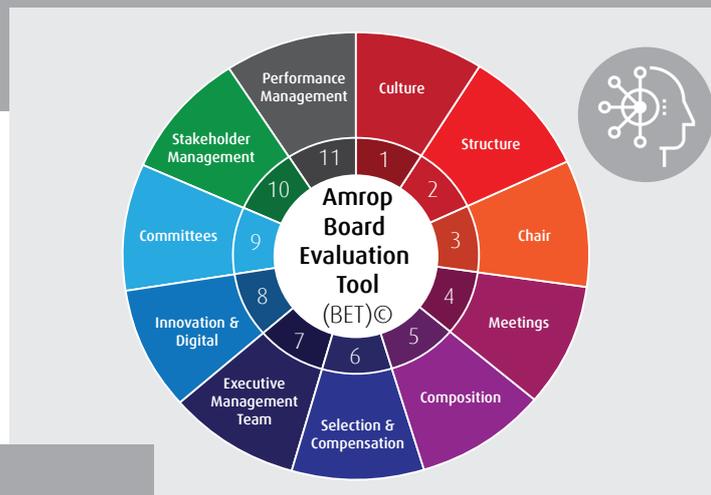


Amrop

Leaders For What's Next

A confidential, comprehensive and practical self-evaluation of your Board by its Members.

The Questionnaire on which the Evaluation is based is designed around a proprietary Amrop model consisting of 11 Performance Areas and 53 Statements. These have been carefully selected and developed by the Amrop Board Services Practice Group.



Sample Questions by Performance Area

Culture

- There is a strong team spirit in the Board
- The rules of cooperation are accepted and lived by Board members

Structure

- The Board ensures alignment between strategy and organizational structure
- The Board is of an optimal size to deliver on its obligations

Chair

- The Chair acts as a role model
- The Chair leads and manages Board meetings effectively and efficiently

Meetings

- The number, and frequency, of the Board meetings permit effective oversight of the company
- In general, the quality of Board meetings permits effective oversight of the company

Composition

- The Board has an optimal composition in terms of diversity
- The Board has an optimal composition in terms of required leadership and management competencies

Selection and Compensation

- The selection process for Board members is nuanced, objective and competency based
- Board members are fairly remunerated

Executive Management Team

- There is a constructive and qualified dialogue between the Board and Executive Management on matters which may be contentious or controversial
- There is open and transparent communication between the Board and Executive Management

Innovation & Digital

- There is a positive and curious attitude towards innovation and the development of products/ services in the Board
- There is sufficient and relevant experience on the board regarding innovation and digital transformation

Committees

- The Board ensures that committees are given sufficient support to properly deliver on their obligations
- The Board has members with competencies to properly head Audit, Risk, Remuneration and Nominations committees

Stakeholder Management

- The Board has a solid understanding of owner interest
- The Board has a solid understanding of key client interests

Performance Management

- There is an effective evaluation of owner/shareholder reporting and relations
- There is an effective evaluation of internal controlling

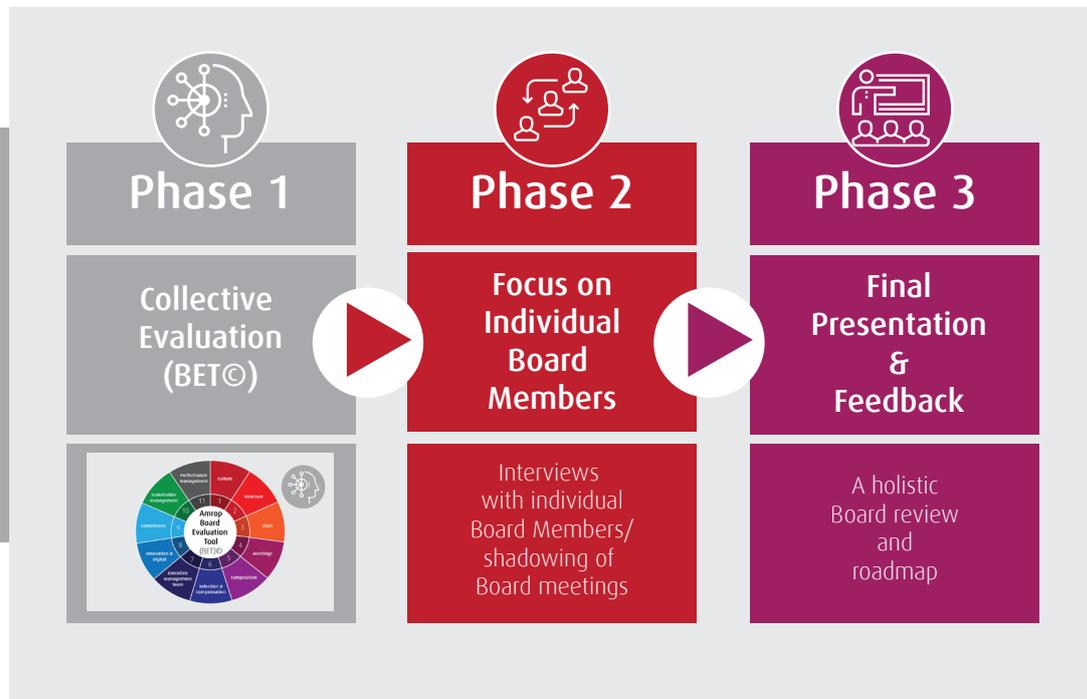


Amrop

Board Evaluation | Full Process

A holistic approach

The BET© can be performed as a stand-alone of the full Board Evaluation process, or supplemented by Phases 2 and 3 (recommended).



The Amrop BET© In a Nutshell

- 1. Comprehensive coverage:** 11 critical Performance Areas, 53 Statements
- 2. Deeper dives:** Open fields to allow additional Reviewer input and insights
- 3. A simple, logical construction:** easy to understand, answer and interpret
- 4. No-fuss, clear delivery of data:** graphics enable clear-sighted analysis and insights
- 5. A reliable platform:** designed by senior Amrop Partners based on interactions with Boards, on international governance codes and legislation, and on the Cubiks engine
- 6. Insight into the overall alignment of perceptions:** a view on the distribution of scores by individual Board Members
- 7. Cross comparisons:** the inclusion of different stakeholders/stakeholder groups, checking alignment of their perceptions
- 8. Strategic focus:** rankings give instant visibility into the biggest strengths, gaps, and areas of attention
- 9. Security and confidentiality:** anonymous completion, compliance with GDPR and data protection norms
- 10. Operational streamlining:** centralized, professional administration.



Amrop

About Amrop

With over 70 offices over the world, Amrop is a trusted advisor in Executive Search, Board and Leadership Services. It is the largest partnership of its kind.

Amrop advises the world's most dynamic organizations on finding and positioning Leaders For What's Next: top talent, adept at working across borders in markets around the world.

Amrop's mission: shaping sustainable success through inspiring leaders.

www.amrop.com/offices

Amrop Board Services

Redefining Boards as a Critical Extension of the Leadership Team

Composed of Amrop Global Board Members and Managing Partners, Amrop's Global Board Services Practice Group acts as a trusted center of excellence for our clients and member firms. We transmit trends, innovations and thought leadership throughout our 47 operating markets.

3 Service Areas: Board Search, Evaluation and Advisory.

We advise our clients on Board effectiveness, including analysis of:

- Board composition
- Culture, professionalism and personality
- Structure, role of Chair and committee heads
- Communication and meeting effectiveness
- Selection and performance measurement/management
- Cooperation with executive team and stakeholder management

www.amrop.com/board-services



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