



Introducing

The Directors' Office

19 seasoned **independent** professionals with:

- Over 550 years of **combined experience**, average per Partner 30 years
- A history of **seniority** in banks, asset management firms, operational entities, law and audit
- A vast **international exposure** with work experience and clients from across the globe
- A range of **nationalities and language skills** including English, French, German, Italian, Spanish, Dutch and Luxembourgish, with some working knowledge or exposure to Russian and Korean
- **Hundreds of mandates** in large and small investment funds, management companies, banks, insurance companies, but also industrials, not-for-profit organisations and special purpose vehicles.
- A **recognised involvement** in our community (ILA, ALFI, Business Chambers, Government and CSSF consultative committees and working groups)

What we do

We are:

- **Independent directors/managers**
- **Conducting officers**
- And
 - ✓ Liquidators
 - ✓ Trainers (ILA, Luxembourg House of Training...)
 - ✓ Speakers (ILA, ALFI...)
 - ✓ Coaches/mentors (MDO...)
 - ✓ Committee participants (ALFI...)

We Serve:

- More than 200 international clients

Good Corporate Governance and Best Practice are our DNA

The Directors' Office set the standards for good Corporate Governance and Best Practice through initiatives such as:

- Setting or improving the board agenda and frequency
- Drafting and implementing board policies
- Including related (service) parties in their oversight
- Implementation of committees where required
- Improving standards of risk management
- Initiate board assessments/evaluations
- Advocate appropriate remuneration for a serious job

What sets us apart

We practice what we preach

- Partners, while independent, are governed by agreements
 - ✓ Governing their relationship and conduct
 - ✓ Governing the services provided to the Partners

- All Partners formally adhere to their Code of Conduct

- Partners benefit from infrastructural, secretarial and general support
 - ✓ Full-fledged, equipped and operational office space
 - ✓ CSSF compliant IT infrastructure, including support, off-site back up and security
 - ✓ Secretary (mail handling, calendar management etc.)
 - ✓ Finance and administration (invoicing, account management, VAT Administration etc.)
 - ✓ Direct access to
 - Legal department
 - Compliance officers
 - Host of well equipped and experienced risk officers
 - Marketing and Sales

Why do you need us

Independent Director – a serious profession

Serious profession exercised by serious people

- Knowledge and expertise
- Administrative services
- Office facility
- Legal & compliance support
- D&O
- Impeccable reputation

Where we came from, our history



The first professional Independent Directors organisation of its kind

2003 The Directors' Office PSF

Founded by Messrs. Zurstrassen, Wagner, Denormandie and Spinnler with the objective to combine knowledge, expertise and network while sharing the cost of infrastructure, to empower them to perform and discharge their oversight and governance duties.

2007 TDO Manco

Third-party management company was established, expanding corporate governance and services. Partners are shareholders of the 'Group'.

2008 Merger with Mercuria – MDO Services, MDO Manco

Merger with Mercuria adding quantitative data on risk management, thereby supporting the Conducting Officers and boards in their oversight. Restructuring of company.

2009 Change in Group ownership structure

External CEO recruited with the aim to expand. The Director's Office continues to benefit from deepened support functions of MDO Manco.

2014 Supermanco

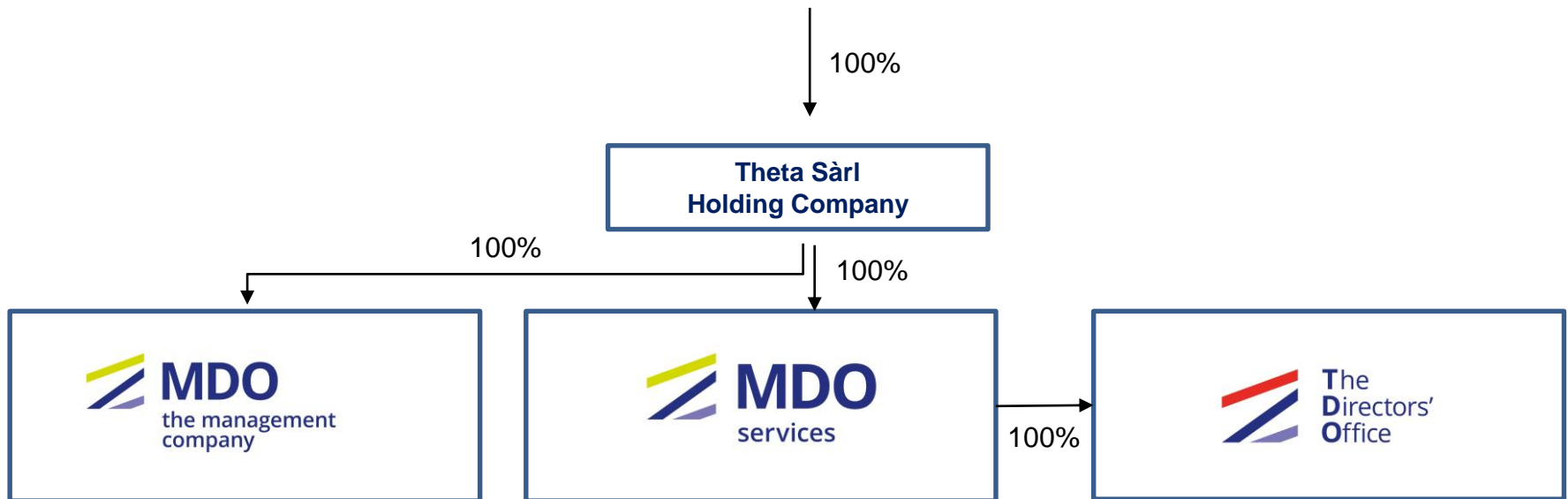
MDO Manco was granted the AIFM licence.

2019 Still going strong

The partnership consists of 19 Partners and remains the leading practice of independent directors in Luxembourg

How are we structured

Privately owned, Partners (and selected MDO senior employees)



- Third party management company services
- Risk Management Services
- “Supermanco” (UCITS, AIFMD)
- Over 56 clients, €30 bln AuM, and 65 staff

- PSF
- Corporate services, infrastructure and resources
- Professional and administrative support to funds, companies and their conducting persons

- Independent Directorships
- Conducting Officers
- Liquidators

How are we organised

The Collège des Associés

- Self-governing body of The Directors' Office consists of 5 or more members elected by the Partners every 3 years. The Collège chooses a lead Partner.
- Amongst others it manages the relationship with The Directors' Office service providers, vets candidates, organises 'Best Practice Meetings' and other relevant presentations.
- Hosts a **Mandate Advisory Committee** advising on the acceptance of mandates by the Partners.
- Reviews documentation annually but in particular its **Code of Conduct**.
- Collates quarterly and annual information provided by the Partners of mandates, issues and educational updating.
- Organises monthly 'Practice Meetings' where common issues are discussed.
- Organises frequent meetings whereby speakers are invited for closed-door educational sessions and/or updates on matters of interest.
- Is represented in the board of the MDO Group of companies.
- Liaises with and provides feedback on a regular basis to the local Regulator (CSSF)

How you can recognise us



David
ARENDR



Marc
DE LEYE



Paul
de QUANT



Roberto
DI CARLO



Arnaud
DUBOIS



Richard
GODDARD



Sheenagh
GORDON-HART



Bernard
HERMAN



John
LI



Carlo
MONTAGNA



Charles
MULLER



Garry
PIETERS



Alan
RIDGWAY



Monica
TIÚBA



Javier
VALLS



Dominique
VALSCHAERTS



Eduard
VAN WIJK



Martin
VOGEL



Yves
WAGNER

Contact Details

Please also visit our website www.thedirectorsoffice.com

Partners CV page <http://www.thedirectorsoffice.com/our-services/our-team>

For any further question you may have, please contact:

Carlo A. Montagna (Lead Partner)

+352 26 00 21 326

carlo.montagna@thedirectorsoffice.com