

# TERMS OF REFERENCE FOR THE AUDIT COMMITTEE



KGL. HOFLEVERANDØR

*Harboe*

HARBOES BRYGGERI

# TERMS OF REFERENCE FOR THE AUDIT COMMITTEE

## 1. Purpose and constitution

In accordance with paragraph 6.1 of the rules of procedure for the Board of Directors of Harboes Bryggeri A/S, the Board of Directors has established an Audit Committee.

The work of the Audit Committee is based on the relevant legislation and recommendations from the Committee on Corporate Governance.

Members of the committee are elected at the first ordinary board meeting immediately following the annual general meeting.

## 2. Composition of the Audit Committee

The Audit Committee consists of three or more members appointed by the Board of Directors among its members. The Audit Committee is elected for one year at a time.

The Chair of the Audit Committee is elected by the Board of Directors – also for one year at a time.

At least one member of the committee must have qualifications in accounting or auditing.

## 3. Meetings

The Audit Committee shall meet at least three times a year, two of which shall be prior to the consideration of half-yearly and full-year reporting.

The Audit Committee determines the annual meetings and establishes an annual plan for the Audit Committee.

In addition to the members of the Audit Committee attending the meetings, the Executive Board generally also attends the meetings. Further, the committee may at any time invite employees, the company's auditors and any external consultants to attend the meetings.

The company's auditors attend pre-arranged meetings. Any member of the Audit Committee may request a meeting to be held.

At least once a year, the Audit Committee meets with the auditors alone to focus on processes, internal controls and risk management. In addition, this shall contribute to an assessment of whether the organizational structure ensures transparency in the financial reporting.

## 4. Tasks of the Audit Committee

- Inform the most senior governing body of the outcome of the statutory audit, including the financial reporting process
- Monitoring the financial reporting process and making recommendations or suggestions to ensure its integrity

- Monitoring whether the company's internal control systems, internal audit, if any, and risk management systems are operating effectively with respect to the financial reporting of the company
- Monitoring the statutory audit of the annual accounts etc., taking into account the results of the most recent quality control of the audit firm
- Monitoring and control of the auditor's independence, including approval of the auditor's provision of non-audit services
- Be responsible for the procedure for selection and nomination of the auditor for election
- Oversee the accuracy of published financial information, including significant accounting policies, significant accounting estimates and related party transactions
- Review the internal control and risk areas to ensure management of the most significant risks, including in relation to announced expectations
- Assess the need for internal audit
- Conduct evaluation of the auditor elected by the general meeting
- Review the audit fee for the auditor elected by the general meeting
- Oversee the limits for non-audit services performed by the auditor appointed by the general meeting
- Ensure regular dialogue between the auditor elected by the general meeting and the Board of Directors, e.g. by the Board of Directors and the Audit Committee having a meeting with the auditor at least once a year without the Executive Board being present.
- Monitor whether sustainability and ESG reporting in the annual report is accurate, including whether the reporting standards and reporting practices used provide a balanced presentation of the company's circumstances, and ensure compliance with CSRD and the statements made herein

## 5. Meeting notice and minutes

The Chair of the Audit Committee ensures that the agenda for the meetings is prepared and that the necessary material is available well in advance of a meeting. Minutes are prepared for all meetings. The approved minutes are subsequently sent to the Board of Directors.

## 6. Reporting

The Audit Committee informs the Board of Directors about the discussions in the Audit Committee and presents the committee's recommendations.

**Harboes Bryggeri A/S**

Spegerborgvej 34

DK-4230 Skælskør

Tel. +45 58 16 88 88

CRN (CVR): 43 91 05 15

[post@harboe.com](mailto:post@harboe.com)

[harboe.com](http://harboe.com)



KGL. HOFLEVERANDØR

**Harboe**

HARBOES BRYGGERI