

COMMITTEE MEETINGReport

Profession / ISE / FRC.

Narrower circle of funders.

Decision may relate to what he comes up with, or enforcement, practice.

Report those who appointed us. Code of Practice would need to be passed.  
Need for action.Range of work, discussion but gap between Corp. govt & a/cg.  
How make auditor's resp to shld's more real.Look at range not currently addressed  
Pull together into authority.

Can he cover the ground? Focus on areas where he can be effective.

Financial reporting aspects.

Provision of info.

Run 1) &amp; 2) together 'financial performance'.

Pub communications in context of this

'interested parties'

responsibilities of Board, exec. &amp; non-exec. dirs.

to produce code of rec. practice  
on financial ability

How carried forward &amp; renewed

public interest.

Focus on co's. wider than listed co's (not medium/small shld's)

Compare intention with result

Mechanism for med. to do their job  
Special action.

Encourage people to,

Structure

Look how terms of refer. — what issues?

Areas included? ~~Gaps~~. <sup>i.e. audits</sup> Initial work but not enough.

For new / end product / enforcement / continuing review.

Code of Conduct lowest level. — enforcement

Look at bodies...

## Mike Sandland ISC.

- Financial aspects.
- Complement FRC A&B. Clean up basis.
- ISE. channel/forum. Institutional shareholders & Rose with <sup>ing</sup> to communicate.
- Clear rules, universally applied.
- Auditors duty of care, whole professional responsibility.
- ISE. all investing bodies put its name  
S/Hldrs.  
Deal with matters of S/Hldrs' right  
Protect posn. as fund mgos', houses.
- Higher degree of voting.

Audit criticisms. Brandon Gough, Coopers & Lybrand  
Mass of papers, clarification of resp.

Board posn. on code of conduct, ethical.

Appropriate systems, otherwise info unreliable  
But control ensure im properly. Internal control mgt. resp.

Resps. of S/Hldrs. Resps. of directors, Resps. of auditors.

Overall assessment useful to lay board, no problems could be made  
arise to S/Hldrs.

Margorie Mowlem.  
Gordon Brown.  
Austin Mitchell.