

*Note on translation:*

*This is an English translation of a document drawn up in Dutch. Every effort has been made to convey the source text as literally as possible without compromising continuity. In the event of any disparity between the Dutch original and this translation, the Dutch text will prevail.*

*In this translation, Dutch legal concepts are expressed in English terms and may not necessarily be identical to the concepts described by those English terms as understood under the laws of other jurisdictions.*

## Charter of Independence

As most recently amended and adopted on 9 May 2022 by the Board of the Nederlandse Orde van Belastingadviseurs ('NOB', being the Dutch Association of Tax Advisers) pursuant to Article 6(2) and Article 12(3) of its Charter.

### Preliminary provisions

NOB members are permitted to work with other professional practitioners if the NOB members are able to practise their profession freely and independently and do not act in conflict with the honour and dignity of the profession. When members are working with other practitioners, situations may arise in which the NOB may demand explicit guarantees with regard to NOB members' ability to practise their profession freely and independently.

This Charter applies to:

- a. an NOB-recognised tax consultancy that is part of a multidisciplinary collaborative partnership in which other professional groups are employed in addition to tax advisers; and
- b. an enterprise, not being a tax consultancy, that employs one or more NOB members (whether on an occasional basis or otherwise) to perform external advisory activities with respect to the tax position of the enterprise's clients.

In these situations, the collaborative partnership of which the NOB-recognised tax consultancy is part, or the enterprise employing NOB members, must issue a written declaration of its awareness of and agreement with this Charter of Independence or ensure that guarantees of its compliance with the principles included



in this Charter are recorded within its internal organisation in another manner and to the satisfaction of the Admission Committee.

The aim of this Charter is to explicitly ensure that:

1. NOB members practise their profession independently of the other disciplines within the collaborative partnership and the enterprise's management;
2. NOB members can practise their profession in accordance with the obligations arising from membership of the NOB and the applicable professional rules and codes of conduct contained *inter alia* in the Charter of the NOB, the Code of Professional Conduct and this Charter of Independence.

## Article 1 Independence

1. NOB members must be able to practise the profession of tax adviser freely and independently of other disciplines they collaborate with or of the management of the enterprise employing them. This means, in any case, that NOB members:
  - a. are free to be able to accept or refuse assignments;
  - b. have complete and exclusive responsibility for the professional work they carry out in the performance of assignments, and that NOB members are not accountable to practitioners of other disciplines for the manner in which the members practise their profession;
  - c. working under supervision must be under the supervision of one or more other NOB members with regard to the substantive performance of their work as tax advisers;
  - d. are free to perform assignments in accordance with their own professional standards and practices, all in accordance with Article 1 of the Code of Professional Conduct and the explanatory notes;
  - e. perform assignments in accordance with the professional rules and rules of conduct applicable to NOB members, including the duty of confidentiality, and that NOB members will ensure that the applicable professional rules and rules of conduct are sufficiently known within the collaborative partnership, practice or enterprise;
  - f. (for NOB members who are not employees) are free to choose partners, fellow directors or employees in the tax consultancy. Practitioners of other disciplines cannot therefore appoint a partner, co-director or employee within an NOB-recognised tax consultancy against the will of an NOB member.





2. NOB members are not permitted to perform work that is incompatible with a tax adviser's independence.

## **Article 2**

### **Professional rules and rules of conduct**

NOB members must be able to practise their profession in accordance with the obligations arising from membership of the NOB and the applicable professional rules and codes of conduct contained *inter alia* in the Charter of the NOB, the Professional Code of Conduct and this Charter of Independence.

## **Article 3**

### **Training and supervision**

If the NOB member is a prospective member:

- a. the prospective member must be given the opportunity to follow the training courses required to be admitted to full membership as referred to in Article 7 of the Charter;
- b. the NOB Board may oblige prospective members working in an environment where no other experienced NOB members are working to nominate an extraordinary or full NOB member as a supervisor to guide them during their prospective membership. The supervisor will help and advise the prospective member and supervise the quality of professional performance and the acquiring and maintaining of the necessary professional knowledge. The collaborative partnership or enterprise will enable the prospective member and the supervisor to ensure satisfactory supervision.

## **Article 4**

### **Contradictory provisions**

1. Provisions in the collaboration agreement, in the enterprise's charter or articles of association or in any bylaws or rules of the collaborative partnership, or in the employment contract or other employment rules and conditions that contravene this Charter of Independence or the obligations arising from membership of the NOB or from the applicable professional rules and rules of conduct contained in the NOB Charter, the Professional Code of Conduct, the related NOB Tax Principles or this Charter of Independence cannot be invoked against NOB members.





2. The employer of NOB members in an employment relationship must not issue instructions that contravene this Charter of Independence.

