Public companies are required by law to comply with the Sarbanes-Oxley Act Of 2002, a regulatory requirement that creates additional responsibility for public company management, external auditors and boards of directors. Sarbanes-Oxley provides specific guidance on the creation and maintenance of internal controls over financial reporting.

MorganFranklin Consulting are the experts in helping companies establish and execute sustainable SOX compliance programs

• We are experienced professionals with an in depth understanding of US GAAP, business processes, IT systems, financial reporting risks and internal controls
• We are unconstrained from independence rules—we are not auditors; we leverage this freedom to collaborate exceptionally well with our clients’ auditors.
• We assess, recommend and operationalize the right suite of internal controls day one laying the foundation for an efficient internal control environment
• We leverage the depth and breadth of MorganFranklin Consulting to advance process efficiency and optimize internal controls, drawing on expertise in business process design, system automation, RPA and intelligent automation, and cyber security
• We utilize and provide access to Workiva Wdesk to deliver SOX readiness and compliance services at no cost to our clients

MorganFranklin Delivery Model

1. Our clients’ priorities always stay top of mind
2. We ensure all stakeholders are successful in meeting engagement priorities
3. Every client deserves the same high-quality service

BENEFITS OF MORGANFRANKLIN SOX READINESS SERVICES

○ Smart and sustainable SOX compliance programs
○ Reduced risk of fraud
○ Reduced risk of loss due to mistake or error
○ Consistent and standardized processes
○ More efficient processes supporting growth strategies
○ Improved accuracy and reliability of corporate disclosures
○ Long term value creation
Our Approach to SOX Readiness and Compliance

Our approach to Sarbanes-Oxley Readiness and Compliance Services is risk based resulting in smart controls and an efficient internal control environment.

### About MorganFranklin Consulting

We are a management and technology consulting firm that works with leading businesses and government to address critical finance, technology, and business objectives. Organizations of all sizes turn to MorganFranklin Consulting because we bring experienced, engaged professionals who are highly energetic and motivated to work with our clients in challenging, high-stakes environments. We hit the ground running and achieve results through what we deliver, and in how we deliver it.

### MorganFranklin Activities

<table>
<thead>
<tr>
<th>ESTABLISH SOX COMPLIANCE PROGRAM</th>
<th>INTERNAL CONTROL DOCUMENTATION &amp; GAP ASSESSMENT</th>
<th>OPERATING EFFECTIVENESS TESTING</th>
<th>MANAGEMENT REPORTING</th>
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<tbody>
<tr>
<td><strong>PLANNING AND SCOPING</strong></td>
<td><strong>DESIGN EFFECTIVENESS TESTING</strong></td>
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<tr>
<td>• Draft SOX charter, governance structure and reporting timeline</td>
<td>• Facilitate meetings with key process and internal control owners to understand current processes and internal controls.</td>
<td>• Develop test plans for all key controls including nature, timing and extent of testing procedures.</td>
<td>• Facilitate management’s evaluation and assessment of un-remediated control deficiencies at year end on the financial statements (individually and in the aggregate).</td>
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<tr>
<td>• Perform and document risk assessment and scoping:</td>
<td>• Leverage existing process and internal controls documentation, if any, to document current process flows and risk and controls matrices</td>
<td>• Facilitate requests for populations and selection of samples for testing</td>
<td>• Prepare SOX compliance conclusions memo including mitigating controls and explanations as to severity (i.e. deficiency, significant deficiency or material weakness)</td>
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<tr>
<td>• Identify entities, business processes and information systems</td>
<td>• Gather example control documentation to support key controls identified</td>
<td>• Perform testing for operating effectiveness of key controls</td>
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<tr>
<td>• Identify materiality</td>
<td>• Identify control design gaps and provide remediation recommendations</td>
<td>• Identify control operating effectiveness gaps and provide remediation recommendations</td>
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<tr>
<td>• Identify key disclosures</td>
<td>• Facilitate remediation of control gaps</td>
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<tr>
<td>• Conduct resource planning (identifying independent SOX testing team)</td>
<td>• Coordinate all SOX program activities including alignment with external auditors</td>
<td>• Files—SOX Conclusion Memo</td>
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<tr>
<td>• Coordinate all SOX program activities</td>
<td>• Prepare executive and program status reporting</td>
<td>• Files—Audit Committee Presentations</td>
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### Workiva Wdesk Document Integration

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<tr>
<th>Files—Risk Assessment and Scoping Memo</th>
<th>Files—Flowcharts</th>
<th>PBC Requests</th>
<th>Files—SOX Conclusion Memo</th>
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<tbody>
<tr>
<td>Files—Risk and Controls Matrices</td>
<td>Internal Gap Assessment Report</td>
<td>Testing—Tests of Operating Effectiveness</td>
<td>Files—Audit Committee Presentations</td>
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<tr>
<td>Reports—Exception Log</td>
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### BUSINESS FACTS

- Founded in 1998
- Headquartered in the Washington, D.C., area
- Offices also located in New York, Atlanta, San Francisco, and Los Angeles.
- National presence and international reach

### CONSULTING EXCELLENCE

Our professionals know that our success is truly tied to your success. We take ownership of our work.

Diverse full-time workforce comprised of industry, global consulting, Big Four, former military, and government professionals.

morganfranklin.com