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ACCOUNTANTS ACT (CHAPTER 2)

ACCOUNTANTS (PUBLIC ACCOUNTANTS) (AMENDMENT) RULES 2018

In exercise of the powers conferred by section 64 of the Accountants Act, the Accounting and Corporate Regulatory Authority, with the approval of the Minister for Finance, makes the following Rules:

Citation and commencement

1. These Rules are the Accountants (Public Accountants) (Amendment) Rules 2018 and come into operation on 15 December 2018.

Amendment of Fourth Schedule

2. The Fourth Schedule to the Accountants (Public Accountants) Rules (R 1) is amended —

- (a) by deleting the word “Senior” in the heading opposite paragraph 290.148 under the “CONTENTS” of Section 290;
- (b) by deleting the word “**Senior**” in the heading immediately before paragraph 290.148;
- (c) by deleting paragraphs 290.148 to 290.153 and substituting the following paragraphs:

“290.148 Familiarity and self-interest threats, which may impact an individual’s objectivity and professional scepticism, may be created and may increase in significance when an individual is involved in an audit engagement over a long period of time.

Although an understanding of an audit client and its environment is fundamental to audit quality, a

familiarity threat may be created as a result of an individual's long association as a member of the audit team with:

- (a) The audit client and its operations;
- (b) The audit client's senior management; or
- (c) The financial statements on which the firm will express an opinion or the financial information which forms the basis of the financial statements.

A self-interest threat may be created as a result of an individual's concern about losing a longstanding client or an interest in maintaining a close personal relationship with a member of senior management or those charged with governance, and which may inappropriately influence the individual's judgment.

290.148A The significance of the threats will depend on factors, individually or in combination, relating to both the individual and the audit client.

- (a) Factors relating to the individual include:
 - (i) The overall length of the individual's relationship with the client, including if such relationship existed while the individual was at a prior firm;
 - (ii) How long the individual has been a member of the engagement team, and the nature of the roles performed;
 - (iii) The extent to which the work of the individual is directed, reviewed and supervised by more senior personnel;
 - (iv) The extent to which the individual, due to the individual's seniority, has the ability to influence the outcome of the audit, for example, by making key decisions or directing the work of other members of the engagement team;
 - (v) The closeness of the individual's personal relationship with senior management or those charged with governance;

(vi) The nature, frequency and extent of the interaction between the individual and senior management or those charged with governance.

(b) Factors relating to the audit client include:

(i) The nature or complexity of the client's accounting and financial reporting issues and whether they have changed;

(ii) Whether there have been any recent changes in senior management or those charged with governance;

(iii) Whether there have been any structural changes in the client's organisation which impact the nature, frequency and extent of interactions the individual may have with senior management or those charged with governance.

290.148B The combination of two or more factors may increase or reduce the significance of the threats. For example, familiarity threats created over time by the increasingly close relationship between an individual and a member of the client's senior management would be reduced by the departure of that member of the client's senior management and the start of a new relationship.

290.148C The significance of any threat shall be evaluated and safeguards applied when necessary to eliminate the threat or reduce it to an acceptable level. Examples of such safeguards include:

(a) Rotating the individual off the audit team;

(b) Changing the role of the individual on the audit team or the nature and extent of the tasks the individual performs;

(c) Having a professional accountant who was not a member of the audit team review the work of the individual;

(d) Performing regular independent internal or external quality reviews of the engagement;

(e) Performing an engagement quality control review.

290.148D If a firm decides that the threats are so significant that rotation of an individual is a necessary safeguard, the firm shall determine an appropriate period during which the individual shall not be a member of the engagement team or provide quality control for the audit engagement or exert direct influence on the outcome of the audit engagement. The period shall be of sufficient duration to allow the familiarity and self-interest threats to independence to be eliminated or reduced to an acceptable level. In the case of a public interest entity, paragraphs 290.149 to 290.153 also apply.

Audits of Public Interest Entities

290.149 In respect of an audit of a public interest entity, an individual shall not act in any of the following roles, or a combination of such roles, for a period of more than seven cumulative years (the “time-on” period):

- (a) The engagement partner;
- (b) The individual appointed as responsible for the engagement quality control review; or
- (c) Any other key audit partner role.

After the time-on period, the individual shall serve a “cooling-off” period in accordance with the provisions in paragraphs 290.149B to 290.149I and 290.153A.

290.149A In calculating the time-on period, the count of years cannot be restarted unless the individual ceases to act in any one of the above roles for a consecutive period equal to at least the cooling-off period determined in accordance with paragraphs 290.149B to 290.149D as applicable to the role in which the individual served in the year immediately before ceasing such involvement. For example, an individual who served as engagement partner for four years followed by three years off can only act thereafter as a key audit partner on the same audit engagement for three further years (making a total of seven cumulative years). Thereafter, that individual is required to cool off in accordance with paragraph 290.149E.

Cooling-off Period

- 290.149B If the individual acted as the engagement partner for seven cumulative years, the cooling-off period shall be five consecutive years.
- 290.149C Where the individual has been appointed as responsible for the engagement quality control review and has acted in that capacity for seven cumulative years, the cooling-off period shall be three consecutive years.
- 290.149D If the individual has acted in any other capacity as a key audit partner for seven cumulative years, the cooling-off period shall be two consecutive years.

Service in a combination of key audit partner roles

- 290.149E If the individual acted in a combination of key audit partner roles and served as the engagement partner for four or more cumulative years, the cooling-off period shall be five consecutive years.
- 290.149F If the individual acted in a combination of key audit partner roles and served as the key audit partner responsible for the engagement quality control review for four or more cumulative years, the cooling-off period shall, subject to paragraph 290.149G(a), be three consecutive years.
- 290.149G If an individual has acted in a combination of engagement partner and engagement quality control review roles for four or more cumulative years during the time-on period, the cooling-off period shall be:
- (a) Five consecutive years where the individual has been the engagement partner for three or more years; or
 - (b) Three consecutive years in the case of any other combination.
- 290.149H If the individual acted in any other combination of key audit partner roles, the cooling-off period shall be two consecutive years.

Service at a Prior Firm

290.149I In determining the number of years that an individual has been a key audit partner under paragraphs 290.149 to 290.149A, the length of the relationship shall, where relevant, include time while the individual was a key audit partner on that engagement at a prior firm.

Restrictions on Activities During the Cooling-off Period

- 290.149J For the duration of the relevant cooling-off period, the individual shall not:
- (a) Be a member of the engagement team or provide quality control for the audit engagement;
 - (b) Consult with the engagement team or the client regarding technical or industry-specific issues, transactions or events affecting the audit engagement (other than discussions with the engagement team limited to work undertaken or conclusions reached in the last year of the individual's time-on period where this remains relevant to the audit);
 - (c) Be responsible for leading or coordinating the firm's professional services to the audit client or overseeing the firm's relationship with the audit client; or
 - (d) Undertake any other role or activity not referred to above with respect to the audit client, including the provision of non-assurance services, that would result in the individual:
 - (i) Having significant or frequent interaction with senior management or those charged with governance; or
 - (ii) Exerting direct influence on the outcome of the audit engagement.

The provisions of this paragraph are not intended to prevent the individual from assuming a leadership role in the firm, such as that of the Senior or Managing Partner.

Other Matters

- 290.150 There may be situations where a firm, based on an evaluation of threats in accordance with the general provisions above, concludes that it is not appropriate for an individual who is a key audit partner to continue in that role even though the length of time served as a key audit partner is less than seven years. In evaluating the threats, particular consideration shall be given to the roles undertaken and the length of the individual's association with the audit engagement prior to an individual becoming a key audit partner.
- 290.151 Despite paragraphs 290.149 to 290.149H, key audit partners whose continuity is especially important to audit quality may, in rare cases due to unforeseen circumstances outside the firm's control, and with the concurrence of those charged with governance, be permitted to serve an additional year as a key audit partner as long as the threat to independence can be eliminated or reduced to an acceptable level by applying safeguards. For example, a key audit partner may remain in that role on the audit team for up to one additional year in circumstances where, due to unforeseen events, a required rotation was not possible, as might be the case due to serious illness of the intended engagement partner. The firm shall discuss with those charged with governance the reasons why the planned rotation cannot take place and the need for any safeguards to reduce any threat created.
- 290.152 When an audit client becomes a public interest entity, the length of time the individual has served the audit client as a key audit partner before the client becomes a public interest entity shall be taken into account in determining the timing of the rotation. If the individual has served the audit client as a key audit partner for a period of five cumulative years or less when the client becomes a public interest entity, the number of years the individual may continue to serve the client in that capacity before rotating off the engagement is seven years less the number of years already served. If the individual has served the audit client as a key audit partner for a period of six or more cumulative years when the client becomes a public interest entity, the

partner may continue to serve in that capacity with the concurrence of those charged with governance for a maximum of two additional years before rotating off the engagement.

- 290.153 When a firm has only a few people with the necessary knowledge and experience to serve as a key audit partner on the audit of a public interest entity, rotation of key audit partners may not be an available safeguard. If an independent regulator in the relevant jurisdiction has provided an exemption from partner rotation in such circumstances, an individual may remain a key audit partner for more than seven years, in accordance with such regulation, provided that the independent regulator has specified other requirements which are to be applied, such as the length of time that the key audit partner may be exempted from rotation or a regular independent external review.

Effective Date and Transitional Provision

- 290.153A Subject to the transitional provision below, paragraphs 290.148 to 290.153 are effective for audits of financial statements for periods beginning on or after 15 December 2018.

For audits of financial statements for periods beginning prior to 15 December 2023, three consecutive years is substituted for the cooling-off period of five consecutive years specified in paragraphs 290.149B, 290.149E and 290.149G(a) provided that the applicable time-on period does not exceed seven years.

For audits of financial statements for periods beginning on or after 15 December 2023, three consecutive years is substituted for the cooling-off period of five consecutive years specified in paragraphs 290.149B, 290.149E and 290.149G(a) provided that the applicable cooling-off period starts prior to 15 December 2023 and the applicable time-on period does not exceed seven years.”;

- (d) by deleting the word “Senior” in the heading opposite paragraph 291.137 under the “CONTENTS” of Section 291;

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- (e) by deleting the word “**Senior**” in the heading immediately before paragraph 291.137; and
- (f) by deleting paragraph 291.137 and substituting the following paragraphs:

“291.137 Familiarity and self-interest threats, which may impact an individual’s objectivity and professional scepticism, may be created and may increase in significance when an individual is involved on an assurance engagement of a recurring nature over a long period of time.

A familiarity threat may be created as a result of an individual’s long association with:

- (a) The assurance client; or
- (b) The subject matter and subject matter information of the assurance engagement.

A self-interest threat may be created as a result of an individual’s concern about losing a longstanding assurance client or an interest in maintaining a close personal relationship with the assurance client or a member of senior management and which may inappropriately influence the individual’s judgment.

291.137A The significance of the threats will depend on factors, considered individually or in combination, such as:

- (a) The nature of the assurance engagement;
- (b) How long the individual has been a member of the assurance team, the individual’s seniority on the team, and the nature of the roles performed, including if such a relationship existed while the individual was at a prior firm;
- (c) The extent to which the work of the individual is directed, reviewed and supervised by more senior personnel;
- (d) The extent to which the individual, due to the individual’s seniority, has the ability to influence the outcome of the assurance engagement, for example, by making key

decisions or directing the work of other members of the engagement team;

- (e) The closeness of the individual's personal relationship with the assurance client or, if relevant, senior management;
- (f) The nature, frequency and extent of interaction between the individual and the assurance client;
- (g) Whether the nature or complexity of the subject matter or subject matter information has changed;
- (h) Whether there have been any recent changes in the individual or individuals who are the responsible party or, if relevant, senior management.

291.137B The combination of two or more factors may increase or reduce the significance of the threats. For example, familiarity threats created over time by the increasingly close relationship between an individual and the assurance client would be reduced by the departure of the person who is the responsible party and the start of a new relationship.

291.137C The significance of any threats shall be evaluated and safeguards applied when necessary to eliminate the threat or reduce it to an acceptable level. Examples of such safeguards in relation to a specific engagement include:

- (a) Rotating the individual off the assurance team;
- (b) Changing the role of the individual on the assurance team or the nature and extent of the tasks the individual performs;
- (c) Having a professional accountant who is not a member of the assurance team review the work of the individual;
- (d) Performing regular independent internal or external quality reviews of the engagement;
- (e) Performing an engagement quality control review.

291.137D If a firm decides that the threats are so significant that rotation of an individual is a necessary safeguard, the firm shall determine an appropriate period during which the individual shall not be a member of the engagement team or provide quality control for the assurance engagement or exert direct influence on the outcome of the assurance engagement. The period shall be of sufficient duration to allow the familiarity and self-interest threats to be eliminated or reduced to an acceptable level.”.

*[G.N. Nos. S 615/2007; S 251/2009; S 383/2010;
S 211/2012; S 395/2013; S 25/2015; S 51/2015;
S 840/2015; S 443/2016; S 118/2017; S 332/2017;
S 680/2017]*

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