

Amending Standard for Sustainability Assurance and Reporting and the use of External Experts

July 2025

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CODE OF ETHICS FOR PROFESSIONAL ACCOUNTANTS (INCLUDING INDEPENDENCE STANDARDS)

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SCOPE AND APPLICATION

1.1 Accounting Professional & Ethical Standards Board Limited (APESB) issues APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (**this Code**). This **Code** is operative from 1 January 2020 and supersedes APES 110 *Code of Ethics for Professional Accountants* (issued in December 2010 and subsequently amended in December 2011, May 2013, November 2013, May 2017 and April 2018). Earlier adoption of this **Code** is permitted. Transitional provisions relating to **Key Audit Partner** rotation, revisions to Part 4B, the role and mindset expected of **Members** provisions, the objectivity of **Engagement Quality Reviewers** and other appropriate reviewers, the fee-related provisions, the quality management-related conforming amendments, the non-assurance services provisions, the revisions to the definition of **Engagement Team** and **Group Audit**, the definitions of listed entity, **Publicly Traded Entity** and **Public Interest Entity**, technology-related revisions, tax planning and related services revisions, revisions for sustainability assurance and reporting, and using the work of an **External Expert** apply as specified in the respective transitional provisions on pages 303 to 304.

[Paragraphs R1.2 to 1.8 of the extant Code's Scope and Application remain unchanged.]

GLOSSARY

[AUST] AASB	The Australian statutory body called the Australian Accounting Standards Board that was established under section 226 of the <i>Australian Securities and Investments Commission Act 1989</i> and is continued in existence by section 261 of the <i>Australian Securities and Investments Commission Act 2001</i> .
Acceptable Level	A level at which a Member or Sustainability Assurance Practitioner using the reasonable and informed third party test would likely conclude that the Member or the practitioner complies with the fundamental principles.
[AUST] Administration	An appointment under either the <i>Bankruptcy Act 1966</i> , the <i>Corporations Act 2001</i> or any other legislation. Where appropriate, the term Administration applies to a solvent administration under Chapter 5 of the <i>Corporations Act 2001</i> .
Advertising	The communication to the public of information as to the services or skills provided by Members in Public Practice or Sustainability Assurance Practitioners with a view to procuring professional business.
Another Practitioner	A Firm , other than the Sustainability Assurance Practitioner's Firm , that performs work that the Sustainability Assurance Practitioner intends to use for the purposes of the Sustainability Assurance Engagement , and the Sustainability Assurance Practitioner is unable to be sufficiently and appropriately involved in that work. <i>An individual from Another Practitioner who performs the work is neither a member of the Engagement Team nor a practitioner's Expert.</i>

Appropriate reviewer	<p><i>An appropriate reviewer is a professional with the necessary knowledge, skills, experience and authority to review, in an objective manner, the relevant work performed or service provided. Such an individual might be a Member or a Sustainability Assurance Practitioner.</i></p> <p><i>This term is described in paragraphs 300.8 A4 and 5300.8 A4.</i></p>
[AUST] ASQM 1	<p><i>Auditing Standard ASQM 1 Quality Management for Firms that Perform Audits or Reviews of Financial Reports and Other Financial Information, or Other Assurance or Related Services Engagements</i> issued by the AUASB.</p>
Assurance Client	<p>The Responsible Party and also, in an Attestation Engagement, the party taking responsibility for the Subject Matter Information (who might be the same as the Responsible Party).</p> <p><i>In the case of a Sustainability Assurance Engagement addressed in Part 5, see the definition of “Sustainability Assurance Client.”</i></p>
Assurance Engagement	<p>An engagement in which a Member in Public Practice aims to obtain sufficient appropriate evidence in order to express a conclusion designed to enhance the degree of confidence of the intended users other than the Responsible Party about the Subject Matter Information.</p> <p>This includes an engagement in accordance with the <i>Framework for Assurance Engagements</i> issued by the AUASB or in accordance with specific relevant standards, such as International Standards on Auditing, for Assurance Engagements.</p> <p>(For guidance on Assurance Engagements, see the <i>Framework for Assurance Engagements</i> issued by the AUASB. The <i>Framework for Assurance Engagements</i> describes the elements and objectives of an Assurance Engagement and identifies engagements to which <i>Australian Auditing Standards</i> (ASAs), <i>Standards on Review Engagements</i> (ASREs), <i>Standards on Assurance Engagements</i> (ASAEs) and <i>Australian Standards on Sustainability Assurance</i> (ASSAs) apply.)</p> <p><i>In Part 4B, the term “Assurance Engagement” addresses Assurance Engagements other than Audit Engagements, Review Engagements, or Sustainability Assurance Engagements addressed in Part 5.</i></p>
Assurance Team	<p>(a) All members of the Engagement Team for the Assurance Engagement;</p> <p>(b) All others within, or engaged by, the Firm who can directly influence the outcome of the Assurance Engagement, including:</p> <p class="list-item-l1">(i) Those who recommend the compensation of, or who provide direct supervisory, management or other oversight of the Assurance Engagement Partner in connection with the performance of the Assurance Engagement;</p> <p class="list-item-l1">(ii) Those who provide consultation regarding technical or industry-specific issues, transactions or events for the Assurance Engagement; and</p> <p class="list-item-l1">(iii) Those who perform an Engagement Quality Review, or a review consistent with the objective of an Engagement Quality Review, for the engagement.</p>

In the case of a [Sustainability Assurance Engagement](#) addressed in Part 5, see the definition of “[Sustainability Assurance Team](#).”

Attestation Engagement

An [Assurance Engagement](#) in which a party other than the [Member in Public Practice](#) or the [Sustainability Assurance Practitioner](#), as applicable, measures or evaluates the [Underlying Subject Matter](#) against the [Criteria](#).

A party other than the [Member](#) or the practitioner also often presents the resulting [Subject Matter Information](#) in a report or statement. In some cases, however, the [Subject Matter Information](#) may be presented by the [Member](#) or the practitioner in the assurance report. In an Attestation Engagement, the [Member’s](#) or the practitioner’s conclusion addresses whether the [Subject Matter Information](#) is free from material misstatement.

The [Member’s](#) or the practitioner’s conclusion may be phrased in terms of:

- (i) The [Underlying Subject Matter](#) and the applicable [Criteria](#);
- (ii) The [Subject Matter Information](#) and the applicable [Criteria](#); or
- (iii) A statement made by the appropriate party.

[AUST] AUASB

The Australian statutory body called the Auditing and Assurance Standards Board established under section 227A of the *Australian Securities and Investments Commission Act 2001*.

Audit

In Part 4A, the term “audit” applies equally to “review.”

Audit Client

An entity in respect of which a [Firm](#) conducts an [Audit Engagement](#). When the client is a [Publicly Traded Entity](#), in accordance with paragraphs R400.22 and R400.23, Audit Client will always include its [Related Entities](#). When the Audit Client is not a [Publicly Traded Entity](#), Audit Client includes those [Related Entities](#) over which the client has direct or indirect control. (See also paragraph R400.27.)

In Part 4A, the term “Audit Client” applies equally to “Review Client.” In the case of a [Group Audit](#), see the definition of [Group Audit Client](#).

Audit Engagement

A reasonable [Assurance Engagement](#) in which a [Member in Public Practice](#) expresses an opinion whether [Financial Statements](#) are prepared, in all material respects (or give a true and fair view or are presented fairly, in all material respects), in accordance with an applicable financial reporting framework, such as an engagement conducted in accordance with [Auditing and Assurance Standards](#). This includes a statutory audit, which is an audit required by legislation or other regulation.

In Part 4A, the term “Audit Engagement” applies equally to “Review Engagement.”

Audit report

In Part 4A, the term “audit report” applies equally to “review report.”

Audit Team	<ul style="list-style-type: none"> (a) All members of the Engagement Team for the Audit Engagement; (b) All others within, or engaged by, the Firm who can directly influence the outcome of the Audit Engagement, including: <ul style="list-style-type: none"> (i) Those who recommend the compensation of, or who provide direct supervisory, management or other oversight of the Engagement Partner in connection with the performance of the Audit Engagement, including those at all successively senior levels above the Engagement Partner through to the individual who is the Firm's senior or managing partner (chief executive or equivalent); (ii) Those who provide consultation regarding technical or industry-specific issues, transactions or events for the engagement; and (iii) Those who perform an Engagement Quality Review, or a review consistent with the objective of an Engagement Quality Review, for the engagement; and (c) Any other individuals within a Network Firm who can directly influence the outcome of the Audit Engagement. <p><i>In Part 4A, the term “Audit Team” applies equally to “Review Team.” In the case of a Group Audit, see the definition of Group Audit Team.</i></p>
[AUST] Auditing and Assurance Standards	The AUASB standards, as described in <i>ASA 100 Preamble to AUASB Standards</i> , <i>ASA 101 Preamble to AUASB Standards</i> and the <i>Foreword to AUASB Pronouncements</i> , issued by the AUASB , and operative from the date specified in each standard.
[AUST] Australian Accounting Standards	The Accounting Standards (including AASB Interpretations) promulgated by the AASB .
Close Family	A parent, child or sibling who is not an Immediate Family member.
Component (Audit and Review Engagements)	For a Group Audit , an entity, business unit, function or business activity, or some combination thereof, determined by the Group auditor for purposes of planning and performing audit procedures in the Group Audit .
Component (Sustainability Assurance Engagements Addressed in Part 5)	For a Group Sustainability Assurance Engagement , an entity, business unit, function or business activity, or some combination thereof, within the Reporting Boundary , determined by the Group Sustainability Assurance Firm for purposes of planning and performing the Group Sustainability Assurance Engagement . A Component is either a Group Component or a Value Chain Component .
	<i>Group Component – in the context of a Sustainability Assurance Engagement in Part 5, see separate definition.</i>
	<i>Value Chain Component – in the context of a Sustainability Assurance Engagement in Part 5, see separate definition.</i>

Component Audit Client	A Component in respect of which a Group Auditor Firm or Component Auditor Firm performs audit work for purposes of a Group Audit . When a Component is:
	(a) A legal entity, the Component Audit Client is the entity and any Related Entities over which the entity has direct or indirect control; or
	(b) A business unit, function or business activity (or some combination thereof), the Component Audit Client is the legal entity or entities to which the business unit belongs or in which the function or business activity is being performed.
Component Auditor Firm	A Firm performing audit work related to a Component for purposes of a Group Audit .
Component Practitioner	A Firm that performs assurance work related to a Component for purposes of the Group Sustainability Assurance Engagement , and the Group Sustainability Assurance Firm is able to be sufficiently and appropriately involved in that work. The individuals from a Component Practitioner who perform the assurance work are members of the Engagement Team .
<i>Conceptual framework</i>	<i>This term is described in Sections 120 and 5120.</i>
Confidential Information	Any information, data or other material in whatever form or medium (including written, electronic, visual or oral) that is not publicly available.
Contingent Fee	A fee calculated on a predetermined basis relating to the outcome of a transaction or the result of the services performed by the Firm . A fee that is established by a court or other public authority is not a Contingent Fee.
<i>Cooling-off period</i>	<i>This term is described in paragraphs R540.7 and R5540.7 for the purposes of paragraphs R540.13 to AUST R540.22.1 and R5540.13 to R5540.21.</i>
Criteria	In an Assurance Engagement , including a Sustainability Assurance Engagement , the benchmarks used to measure or evaluate the Underlying Subject Matter . The “applicable Criteria” are the Criteria used for the particular engagement.
Direct Engagement	An Assurance Engagement in which the Member in Public Practice measures or evaluates the Underlying Subject Matter against the applicable Criteria and the Member presents the resulting Subject Matter Information as part of, or accompanying, the assurance report. In a Direct Engagement, the Member's conclusion addresses the reported outcome of the measurement or evaluation of the Underlying Subject Matter against the Criteria .
Direct Financial Interest	A Financial Interest :
	(a) Owned directly by and under the control of an individual or entity (including those managed on a discretionary basis by others); or
	(b) Beneficially owned through a collective investment vehicle, estate, trust or other intermediary over which the individual or entity has control, or the ability to influence investment decisions.

Director or Officer	Those charged with the governance of an entity, or acting in an equivalent capacity, regardless of their title.
	This includes a Director or Officer as defined in Section 9 of the <i>Corporations Act 2001</i> .
Eligible Audit Engagement	<i>This term is described in paragraph 800.2 for the purposes of Section 800.</i>
Eligible Assurance Engagement	<i>This term is described in paragraph 990.2 for the purposes of Section 990.</i>
Engagement Leader	An individual, appointed by the Firm , who is responsible for the Sustainability Assurance Engagement and its performance, and for the sustainability assurance report that is issued on behalf of the Firm , and who, where required, has the appropriate authority from a professional, legal or regulatory body. “Engagement Leader” should be read as referring to its public sector equivalent where relevant. <i>In the case of Audit and Review Engagements, see the definition of “Engagement Partner.”</i>
Engagement Partner	The partner or other person in the Firm who is responsible for the engagement and its performance, and for the report that is issued on behalf of the Firm , and who, where required, has the appropriate authority from a professional, legal or regulatory body. <i>In the case of a Sustainability Assurance Engagement addressed in Part 5, see the definition of “Engagement Leader.”</i>
Engagement Period (Audit and Review Engagements)	The Engagement Period starts when the Audit Team begins to perform the audit. The Engagement Period ends when the audit report is issued. When the engagement is of a recurring nature, it ends at the later of the notification by either party that the professional relationship has ended or the issuance of the final audit report.
Engagement Period (Sustainability Assurance Engagements Addressed in Part 5)	The Engagement Period starts when the Sustainability Assurance Team begins to perform the Sustainability Assurance Engagement . The Engagement Period ends when the sustainability assurance report is issued. When the engagement is of a recurring nature, it ends at the later of the notification by either party that the professional relationship has ended or the issuance of the final sustainability assurance report.
Engagement Period (Assurance Engagements Other than Audit Engagements, Review Engagements, and Sustainability Assurance Engagements Addressed in Part 5)	The Engagement Period starts when the Assurance Team begins to perform assurance services with respect to the particular engagement. The Engagement Period ends when the assurance report is issued. When the engagement is of a recurring nature, it ends at the later of the notification by either party that the professional relationship has ended or the issuance of the final assurance report.
Engagement Quality Review	An objective evaluation of the significant judgements made by the Engagement Team and the conclusions reached thereon, performed by the Engagement Quality Reviewer and completed on or before the date of the engagement report.

Engagement Quality Reviewer	A leader or partner, other individual in the Firm , or an external individual, appointed by the Firm to perform the Engagement Quality Review .
Engagement Team ¹	<p>All leaders or partners and staff performing the engagement, and any other individuals who perform procedures on the engagement, excluding External Experts.</p> <p><i>In Part 3, the term "Engagement Team" refers to individuals performing procedures on assurance or non-assurance engagements.</i></p> <p><i>In Part 4A, the term "Engagement Team" refers to individuals performing audit or review procedures on the Audit or Review Engagement, respectively. This term is further described in paragraph 400.9.</i></p> <p><i>ASA 220 Quality Management for an Audit of a Financial Report and Other Historical Financial Information (Compiled 2023) provides further guidance on the definition of Engagement Team in the context of an audit of Financial Statements.</i></p> <p><i>ASA 620 Using the Work of an Auditor's Expert (Compiled 2022) defines an auditor's Expert as an individual or organisation possessing Expertise in a field other than accounting or auditing, whose work in that field is used by the auditor to assist the auditor in obtaining sufficient appropriate audit evidence. ASA 620 deals with the auditor's responsibilities relating to the work of such Experts.</i></p> <p><i>ASA 610 Using the Work of Internal Auditors (Compiled 2022) deals with the auditor's responsibilities if using the work of internal auditors.</i></p> <p><i>In Part 4B, the term "Engagement Team" refers to individuals performing assurance procedures on the Assurance Engagement.</i></p> <p><i>In Part 5, the term "Engagement Team" refers to individuals performing assurance procedures on the Sustainability Assurance Engagement. This excludes individuals whose work the Sustainability Assurance Practitioner is not able to be sufficiently and appropriately involved in (e.g., individuals from "Another Practitioner"). This term is further described in paragraph 5400.10a in Part 5.</i></p>
Existing Accountant	A Member in Public Practice currently holding an audit appointment or carrying out accounting, tax, consulting or similar Professional Services for a client.
Existing Practitioner	An individual or an entity currently holding an appointment to perform a Sustainability Assurance Engagement or carrying out other Professional Services for a Sustainability Assurance Client .
Expert	An individual possessing Expertise that is outside the Member's or Sustainability Assurance Practitioner's competence. Where appropriate, the term also refers to the individual's organisation.
Expertise	Skills, knowledge and experience in a particular field.

¹ The definition of **Engagement Team** in APES 110 has been amended from the International equivalent to remove the reference to individuals within the client's internal audit function who perform procedures on an **Audit Engagement** as the **AUASB** has prohibited the use of direct assistance in **Auditing and Assurance Standards** ASA 610 *Using the Work of Internal Auditors (Compiled)* (April 2022) and **ASSA 5000 General Requirements for Sustainability Assurance Engagements** (January 2025).

External Expert	<p>An Expert engaged by a Member, Member's employing organisation or Firm, or by a Sustainability Assurance Practitioner.</p> <p><i>In the context of Audit Engagements, an Expert (who is not a partner or a member of the professional staff, including temporary staff, of the Firm or a Network Firm) possessing Expertise in a field other than accounting or auditing, whose work in that field is used to assist the Member in obtaining sufficient appropriate audit evidence.</i></p> <p><i>In the context of other assurance engagements, including Sustainability Assurance Engagements, an Expert (who is not an Engagement Leader, a partner or a member of the professional staff, including temporary staff, of the Firm or a Network Firm) possessing Expertise in a field other than assurance, whose work in that field is used to assist the Member or Sustainability Assurance Practitioner in obtaining sufficient appropriate evidence.</i></p> <p><i>In the context of Audit and other assurance engagements, External Experts are not members of the Engagement Team, Audit Team, Review Team, Assurance Team, or Sustainability Assurance Team.</i></p> <p>Sections 290, 390 and 5390 set out the requirements and application material addressing the use of the work of an External Expert.</p>
Financial Interest	An interest in an equity or other security, debenture, loan or other debt instrument of an entity, including rights and obligations to acquire such an interest and derivatives directly related to such interest.
Financial Statements	A structured representation of Historical Financial Information , including related notes, intended to communicate an entity's economic resources or obligations at a point in time or the changes therein for a period of time in accordance with a financial reporting framework. The related notes ordinarily comprise a summary of significant accounting policies and other explanatory information. The term can relate to a complete set of Financial Statements, but it can also refer to a single Financial Statement, for example, a balance sheet, or a statement of revenues and expenses, and related explanatory notes. The requirements of the financial reporting framework determine the form and content of the Financial Statements and what constitutes a complete set of Financial Statements. For the purposes of this Code , financial report is considered to be an equivalent term to Financial Statements.
Financial Statements on which the Firm will express an Opinion	<i>The term does not refer to specific elements, accounts or items of a Financial Statement.</i> In the case of a single entity, the Financial Statements of that entity. In the case of consolidated Financial Statements , also referred to as Group Financial Statements , the consolidated Financial Statements .

Firm	<ul style="list-style-type: none"> (a) A sole practitioner, partnership, corporation or other entity of professional accountants or Sustainability Assurance Practitioners; (b) An entity that controls such parties, through ownership, management or other means; (c) An entity controlled by such parties, through ownership, management or other means; or (d) An Auditor-General's office or department. 										
	<i>Paragraphs 400.4 and 900.3 explain how the word “Firm” is used to address the responsibility of Members and Firms for compliance with Parts 4A and 4B, respectively.</i>										
	<i>Paragraph 5400.4 explains how the word “Firm” is used to address the responsibility of individual Sustainability Assurance Practitioners and Firms for compliance with Part 5.</i>										
Fundamental principles	<i>This term is described in paragraphs 110.1 A1 and 5110.1 A1. Each of the fundamental principles is, in turn, described in the following paragraphs:</i>										
	<table border="0"> <tr> <td><i>Integrity</i></td><td><i>R111.1 and R5111.1</i></td></tr> <tr> <td><i>Objectivity</i></td><td><i>R112.1 and R5112.1</i></td></tr> <tr> <td><i>Professional competence and due care</i></td><td><i>R113.1 and R5113.1</i></td></tr> <tr> <td><i>Confidentiality</i></td><td><i>R114.1 to AUST R114.3 and R5114.1 to AUST R5114.3</i></td></tr> <tr> <td><i>Professional behaviour</i></td><td><i>R115.1 and R5115.1</i></td></tr> </table>	<i>Integrity</i>	<i>R111.1 and R5111.1</i>	<i>Objectivity</i>	<i>R112.1 and R5112.1</i>	<i>Professional competence and due care</i>	<i>R113.1 and R5113.1</i>	<i>Confidentiality</i>	<i>R114.1 to AUST R114.3 and R5114.1 to AUST R5114.3</i>	<i>Professional behaviour</i>	<i>R115.1 and R5115.1</i>
<i>Integrity</i>	<i>R111.1 and R5111.1</i>										
<i>Objectivity</i>	<i>R112.1 and R5112.1</i>										
<i>Professional competence and due care</i>	<i>R113.1 and R5113.1</i>										
<i>Confidentiality</i>	<i>R114.1 to AUST R114.3 and R5114.1 to AUST R5114.3</i>										
<i>Professional behaviour</i>	<i>R115.1 and R5115.1</i>										
General Purpose Framework	<i>A reporting framework designed to meet the common information needs of a wide range of users. The framework may be a fair presentation framework or a compliance framework.</i>										
	<i>The term “fair presentation framework” is used to refer to a reporting framework that requires compliance with the requirements of the framework and:</i>										
	<ul style="list-style-type: none"> (a) Acknowledges explicitly or implicitly that, to achieve fair presentation of the reported information, it may be necessary for management to provide disclosures beyond those specifically required by the framework; or (b) Acknowledges explicitly that it may be necessary for management to depart from a requirement of the framework to achieve fair presentation of the reported information. Such departures are expected to be necessary only in extremely rare circumstances. 										
	<i>The term “compliance framework” is used to refer to a reporting framework that requires compliance with the requirements of the framework, but does not contain the acknowledgements in (a) or (b) above.</i>										
	<i>In Part 5, General Purpose Framework refers to general purpose sustainability reporting frameworks.</i>										
Group	<i>A reporting entity for which Group Financial Statements or Group Sustainability Information is prepared.</i>										

Group Audit	The audit of Group Financial Statements .
Group Audit Client	The entity on whose Group Financial Statements the Group Auditor Firm conducts an Audit Engagement . When the entity is a Publicly Traded Entity , the Group Audit Client will always include its Related Entities and any other Components at which audit work is performed. When the entity is not a Publicly Traded Entity , the Group Audit Client includes Related Entities over which such entity has direct or indirect control and any other Components at which audit work is performed.
	<i>See also paragraph R400.27.</i>
Group Auditor Firm	The Firm that expresses the opinion on the Group Financial Statements .
Group Audit Team	<ul style="list-style-type: none"> (a) All members of the Engagement Team for the Group Audit, including individuals within, or engaged by, Component Auditor Firms who perform audit procedures related to Components for purposes of the Group Audit; (b) All others within, or engaged by, the Group Auditor Firm who can directly influence the outcome of the Group Audit, including: <ul style="list-style-type: none"> (i) Those who recommend the compensation of, or who provide direct supervisory, management or other oversight of the Group Engagement Partner in connection with the performance of the Group Audit, including those at all successively senior levels above the Group Engagement Partner through to the individual who is the Firm's senior or managing partner (chief executive or equivalent); (ii) Those who provide consultation regarding technical or industry-specific issues, transactions or events for the Group Audit; and (iii) Those who perform an Engagement Quality Review, or a review consistent with the objective of an Engagement Quality Review, for the Group Audit; (c) Any other individuals within a Network Firm of the Group Auditor Firm's Network who can directly influence the outcome of the Group Audit; and (d) Any other individuals within a Component Auditor Firm outside the Group Auditor Firm's Network who can directly influence the outcome of the Group Audit.
Group Component (for a Sustainability Assurance Engagement)	<p>A Group Component is a Component required to be included in the reporting entity's Group Financial Statements.</p> <p>If the Group Component is:</p> <ul style="list-style-type: none"> (a) A legal entity, it is the entity and any Related Entities within the Reporting Boundary over which the entity has direct or indirect control; or (b) A business unit, function or business activity (or some combination thereof), it is the legal entity or entities to which the business unit belongs or in which the function or business activity is being performed.

Group Engagement Leader	The Engagement Leader who is responsible for the Group Sustainability Assurance Engagement.
Group Engagement Partner	The Engagement Partner who is responsible for the Group Audit.
Group Financial Statements	Financial Statements that include the financial information of more than one entity or business unit through a consolidation process.
Group Sustainability Assurance Client	The entity on whose Group Sustainability Information the Group Sustainability Assurance Firm conducts a Sustainability Assurance Engagement. When the entity is a Publicly Traded Entity, the Group Sustainability Assurance Client will always include its Related Entities and any other Group Components at which assurance work is performed. When the entity is not a Publicly Traded Entity, the Group Sustainability Assurance Client includes Related Entities over which such entity has direct or indirect control and any other Group Components at which assurance work is performed.
	<i>See also paragraph R5400.27.</i>
Group Sustainability Assurance Engagement	An Assurance Engagement on Group Sustainability Information.
Group Sustainability Assurance Firm	The Firm that expresses the opinion on the Group Sustainability Information.
Group Sustainability Assurance Team	<p>(a) All members of the Engagement Team for the Group Sustainability Assurance Engagement, including individuals within, or engaged by, Component Practitioners who perform assurance procedures related to Components for purposes of the Group Sustainability Assurance Engagement;</p> <p>(b) All others within, or engaged by, the Group Sustainability Assurance Firm who can directly influence the outcome of the Group Sustainability Assurance Engagement, including:</p> <ul style="list-style-type: none"> (i) Those who recommend the compensation of, or who provide direct supervisory, management or other oversight of the Group Engagement Leader in connection with the performance of the Group Sustainability Assurance Engagement, including those at all successively senior levels above the Group Engagement Leader through to the individual who is the Firm's chief executive or equivalent; (ii) Those who provide consultation regarding technical or industry-specific issues, transactions or events for the Group Sustainability Assurance Engagement; and (iii) Those who perform an Engagement Quality Review, or a review consistent with the objective of an Engagement Quality Review, for the Group Sustainability Assurance Engagement; <p>(c) Any other individuals within a Network Firm of the Group Sustainability Assurance Firm's Network who can directly influence the outcome of the Group Sustainability Assurance Engagement; and</p>

	(d) Any other individuals within a Component Practitioner outside the Group Sustainability Assurance Firm's Network who can directly influence the outcome of the Group Sustainability Assurance Engagement .
Group Sustainability Information	Sustainability Information that includes the Sustainability Information of more than one entity or business unit.
Historical Financial Information	Information expressed in financial terms in relation to a particular entity, derived primarily from that entity's accounting system, about economic events occurring in past time periods or about economic conditions or circumstances at points in time in the past.
Immediate Family	A spouse (or equivalent) or dependant.
Independence	Independence comprises: <ul style="list-style-type: none"> (a) Independence of mind – the state of mind that permits the expression of a conclusion without being affected by influences that compromise professional judgement, thereby allowing an individual to act with integrity, and exercise objectivity and professional scepticism. (b) Independence in appearance – the avoidance of facts and circumstances that are so significant that a reasonable and informed third party would be likely to conclude that a Firm's, or an Audit, Assurance, or Sustainability Assurance Team member's, integrity, objectivity or professional scepticism has been compromised. <p><i>As set out in paragraphs 400.5, 900.4 and 5400.5, references to an individual or Firm being "independent" mean that the individual or Firm has complied with Parts 4A, 4B and 5, as applicable.</i></p>
Indirect Financial Interest	A Financial Interest beneficially owned through a collective investment vehicle, estate, trust or other intermediary over which the individual or entity has no control or ability to influence investment decisions.
Inducement	An object, situation, or action that is used as a means to influence another individual's behaviour, but not necessarily with the intent to improperly influence that individual's behaviour. <p><i>Inducements can range from minor acts of hospitality between business colleagues (for Members in Business), between Members and existing or prospective clients (for Members in Public Practice), or between Sustainability Assurance Practitioners and existing or prospective Sustainability Assurance Clients, to acts that result in non-compliance with laws and regulations ("NOCLAR"). An Inducement can take many different forms, for example:</i></p> <ul style="list-style-type: none"> • <i>Gifts.</i> • <i>Hospitality.</i> • <i>Entertainment.</i> • <i>Political or charitable donations.</i> • <i>Appeals to friendship and loyalty.</i> • <i>Employment or other commercial opportunities.</i> • <i>Preferential treatment, rights or privileges.</i>

Key Audit Partner	The Engagement Partner , the individual responsible for the Engagement Quality Review , and other audit partners, if any, on the Engagement Team who make key decisions or judgements on significant matters with respect to the audit of the Financial Statements on which the Firm will express an Opinion . Depending upon the circumstances and the role of the individuals on the audit, “other audit partners” might include, for example, Engagement Partners for certain Components in a Group Audit such as significant subsidiaries or divisions.
Key Sustainability Assurance Leader	The Engagement Leader , the individual responsible for the Engagement Quality Review , and other Leaders , if any, on the Engagement Team who make key decisions or judgements on significant matters with respect to the Sustainability Assurance Engagement . Depending upon the circumstances and the role of the individuals on the Sustainability Assurance Engagement , “other Leaders ” might include, for example, Engagement Leaders for certain Group Components in a Group Sustainability Assurance Engagement such as significant subsidiaries or divisions.
	<i>A sustainability assurance leader performing assurance work at a Value Chain Component is not, as a result of that role, a Key Sustainability Assurance Leader for purposes of the Group Sustainability Assurance Engagement.</i>
Leader	Any individual with authority to bind a Firm with respect to the performance of a Professional Service .
	<i>This term is used in the context of Sustainability Assurance Engagements in Part 5.</i>
May	<i>This term is used in the Code to denote permission to take a particular action in certain circumstances, including as an exception to a requirement. It is not used to denote possibility.</i>
[AUST] Member	A member of a Professional Body that has adopted this Code as applicable to their membership, as defined by that Professional Body .
	<i>In Part 1, the term “Member” refers to individual Members in Business and to Members in Public Practice and their Firms.</i>
	<i>In Part 2, the term “Member” refers to Members in Business, and also to Members in Public Practice when performing Professional Activities pursuant to their relationship with the Firm, whether as a contractor, employee or owner.</i>
	<i>In Parts 3, 4A and 4B, the term “Member” refers to Members in Public Practice and their Firms.</i>
Member in Business	A Member working in areas such as commerce, industry, service, the public sector, education, the not-for-profit sector, or in regulatory or professional bodies, who might be an employee, contractor, partner, Director (executive or non-executive), owner-manager or volunteer.
Member in Public Practice	A Member , irrespective of functional classification (for example, audit, tax or consulting) in a Firm that provides Professional Services . This term is also used to refer to a Firm of Members in Public Practice and means a practice entity and a participant in that practice entity as defined by the applicable Professional Body .

Might	<i>This term is used in the Code to denote the possibility of a matter arising, an event occurring or a course of action being taken. The term does not ascribe any particular level of possibility or likelihood when used in conjunction with a threat, as the evaluation of the level of a threat depends on the facts and circumstances of any particular matter, event or course of action.</i>
Network	A larger structure: <ul style="list-style-type: none"> (a) That is aimed at cooperation; and (b) That is clearly aimed at profit or cost sharing or shares common ownership, control or management, common quality management policies and procedures, common business strategy, the use of a common brand-name, or a significant part of professional resources.
Network Firm	A Firm or entity that belongs to a Network . <i>For further information, see paragraphs 400.50 A1 to 400.54 A1 in Part 4A and paragraphs 5400.50 A1 to 5400.54 A1 in Part 5.</i>
Non-compliance with laws and regulations (Members in Business)	<i>Non-compliance with laws and regulations (“NOCLAR”) comprises acts of omission or commission, intentional or unintentional, which are contrary to the prevailing laws or regulations committed by the following parties:</i> <ul style="list-style-type: none"> (a) <i>The Member’s employing organisation;</i> (b) <i>Those Charged with Governance of the employing organisation;</i> (c) <i>Management of the employing organisation; or</i> (d) <i>Other individuals working for or under the direction of the employing organisation.</i>
	<i>This term is described in paragraph 260.5 A1.</i>
Non-compliance with laws and regulations (Members in Public Practice)	<i>Non-compliance with laws and regulations (“NOCLAR”) comprises acts of omission or commission, intentional or unintentional, which are contrary to the prevailing laws or regulations committed by the following parties:</i> <ul style="list-style-type: none"> (a) <i>A client;</i> (b) <i>Those Charged with Governance of a client;</i> (c) <i>Management of a client; or</i> (d) <i>Other individuals working for or under the direction of a client.</i>
	<i>This term is described in paragraph 360.5 A1.</i>

<i>Non-compliance with laws and regulations</i> <i>(Sustainability Assurance Practitioners)</i>	<p><i>Non-compliance with laws and regulations ("NOCLAR") comprises acts of omission or commission, intentional or unintentional, which are contrary to the prevailing laws or regulations committed by the following parties:</i></p> <p class="list-item-l1">(a) A <i>Sustainability Assurance Client</i>;</p> <p class="list-item-l1">(b) <i>Those Charged with Governance of a Sustainability Assurance Client</i>;</p> <p class="list-item-l1">(c) <i>Management of a Sustainability Assurance Client</i>; or</p> <p class="list-item-l1">(d) <i>Other individuals working for or under the direction of a Sustainability Assurance Client</i>.</p> <p><i>This term is described in paragraph 5360.5 A1.</i></p>
Office	A distinct sub-group, whether organised on geographical or practice lines.
Predecessor Accountant	A <i>Member in Public Practice</i> who most recently held an audit appointment or carried out accounting, tax, consulting or similar <i>Professional Services</i> for a client, where there is no <i>Existing Accountant</i> .
Predecessor Practitioner	An individual or an entity who most recently held an appointment to perform a <i>Sustainability Assurance Engagement</i> or carried out other <i>Professional Services</i> for a <i>Sustainability Assurance Client</i> , where there is no <i>Existing Practitioner</i> .
Professional Activity	An activity requiring professional skills undertaken by a <i>Member</i> or a <i>Sustainability Assurance Practitioner</i> , including accounting, auditing, sustainability reporting or assurance, tax, consulting, and financial management.
[AUST] Professional Bodies	Chartered Accountants Australia and New Zealand, CPA Australia and the Institute of Public Accountants.
<i>Professional judgement</i>	<i>Professional judgement involves the application of relevant training, professional knowledge, skill and experience commensurate with the facts and circumstances, taking into account the nature and scope of the particular Professional Activities, and the interests and relationships involved.</i>
	<i>This term is described in paragraphs 120.5 A4 and 5120.5 A4.</i>
Professional Services	<i>Professional Activities</i> performed for clients.
[AUST] Professional Standards	All standards issued by Accounting Professional & Ethical Standards Board Limited and all professional and ethical requirements of the applicable <i>Professional Body</i> .
Proposed Accountant	A <i>Member in Public Practice</i> who is considering accepting an audit appointment or an engagement to perform accounting, tax, consulting or similar <i>Professional Services</i> for a prospective client (or in some cases, an existing client).
Proposed Practitioner	A <i>Sustainability Assurance Practitioner</i> who is considering accepting an appointment to perform a <i>Sustainability Assurance Engagement</i> or carry out other <i>Professional Services</i> for a prospective <i>Sustainability Assurance Client</i> (or in some cases, an existing <i>Sustainability Assurance Client</i>).

Public Interest Entity	<p>For the purposes of Part 4A, an entity is a Public Interest Entity when it falls within any of the following categories:</p> <ul style="list-style-type: none"> (a) A Publicly Traded Entity*; (b) An entity one of whose main functions is to take deposits from the public; (c) An entity one of whose main functions is to provide insurance to the public; or (d) An entity specified as such by law, regulation or professional standards to meet the purpose described in paragraph 400.15.
	<p>* Includes an entity that is listed, as defined in Section 9 of the <i>Corporations Act 2001</i>.</p>
	<p>The Code provides for the categories to be more explicitly defined or added to as described in paragraphs 400.23 A1 and 400.23 A2.</p>
Publicly Traded Entity	<p>An entity that issues financial instruments that are transferrable and traded through a publicly accessible market mechanism, including through listing on a stock exchange.</p> <p><i>A listed entity as defined by relevant securities law or regulation is an example of a Publicly Traded Entity.</i></p>
<i>Reasonable and informed third party</i>	<p><i>The reasonable and informed third party test is a consideration by the Member or the Sustainability Assurance Practitioner about whether the same conclusions would likely be reached by another party. Such consideration is made from the perspective of a reasonable and informed third party, who weighs all the relevant facts and circumstances that the Member or the Sustainability Assurance Practitioner knows, or could reasonably be expected to know, at the time that the conclusions are made. The reasonable and informed third party does not need to be a Member or a Sustainability Assurance Practitioner, but would possess the relevant knowledge and experience to understand and evaluate the appropriateness of the Member's or Sustainability Assurance Practitioner's conclusions in an impartial manner.</i></p>
<i>Reasonable and informed third party test</i>	<p><i>These terms are described in paragraphs 120.5 A9 and 5120.5 A9.</i></p>
Related Entity	<p>An entity that has any of the following relationships with the client:</p> <ul style="list-style-type: none"> (a) An entity that has direct or indirect control over the client if the client is material to such entity; (b) An entity with a Direct Financial Interest in the client if that entity has significant influence over the client and the interest in the client is material to such entity; (c) An entity over which the client has direct or indirect control; (d) An entity in which the client, or an entity related to the client under (c), has a Direct Financial Interest that gives it significant influence over such entity and the interest is material to the client and its related entity in (c); and (e) An entity which is under common control with the client (a "sister entity") if the sister entity and the client are both material to the entity that controls both the client and sister entity.

Reporting Boundary	Activities, operations, relationships or resources to be included in the entity's Sustainability Information .
Responsible Party	In an Assurance Engagement , the party responsible for the Underlying Subject Matter .
Review Client	An entity in respect of which a Firm conducts a Review Engagement .
Review Engagement	An Assurance Engagement , conducted in accordance with Auditing and Assurance Standards on Review Engagements or equivalent, in which a Member in Public Practice expresses a conclusion on whether, on the basis of the procedures which do not provide all the evidence that would be required in an audit, anything has come to the Member's attention that causes the Member to believe that the Historical Financial Information is not prepared, in all material respects, in accordance with an applicable financial reporting framework.
Review Team	<p>(a) All members of the Engagement Team for the Review Engagement; and</p> <p>(b) All others within, or engaged by, the Firm who can directly influence the outcome of the Review Engagement, including:</p> <ul style="list-style-type: none"> (i) Those who recommend the compensation of, or who provide direct supervisory, management or other oversight of the Engagement Partner in connection with the performance of the Review Engagement, including those at all successively senior levels above the Engagement Partner through to the individual who is the Firm's senior or managing partner (chief executive or equivalent); (ii) Those who provide consultation regarding technical or industry-specific issues, transactions or events for the engagement; and (iii) Those who perform an Engagement Quality Review, or a review consistent with the objective of an Engagement Quality Review, for the engagement; and <p>(c) Any other individuals within a Network Firm who can directly influence the outcome of the Review Engagement.</p>
Safeguards	<i>Safeguards are actions, individually or in combination, that the Member or the Sustainability Assurance Practitioner takes that effectively reduce threats to compliance with the fundamental principles to an Acceptable Level.</i>
	<i>This term is described in paragraphs 120.10 A2 and 5120.10 A2.</i>
Senior Member in Business	<i>Senior Members in Business are Directors, Officers or senior employees able to exert significant influence over, and make decisions regarding, the acquisition, deployment and control of the employing organisation's human, financial, technological, physical and intangible resources.</i>
	<i>This term is described in paragraph 260.11 A1.</i>
Special Purpose Financial Statements	Financial Statements prepared in accordance with a financial reporting framework designed to meet the financial information needs of specified users.

Subject Matter Information	The outcome of the measurement or evaluation of the Underlying Subject Matter against the Criteria , i.e., the information that results from applying the Criteria to the Underlying Subject Matter .
<i>Substantial harm</i>	<i>This term is described in paragraphs 260.5 A3, 360.5 A3 and 5360.5 A3.</i>
Sustainability Assurance Client	An entity in respect of which a Firm conducts a Sustainability Assurance Engagement . When the client is a Publicly Traded Entity , Sustainability Assurance Client will always include its Related Entities . When the Sustainability Assurance Client is not a Publicly Traded Entity , Sustainability Assurance Client includes those Related Entities over which the client has direct or indirect control. (See also paragraph R5400.27.)
Sustainability Assurance Engagement	An engagement in which a Sustainability Assurance Practitioner aims to obtain sufficient appropriate evidence in order to express a conclusion designed to enhance the degree of confidence of the intended users about the Sustainability Information . A Sustainability Assurance Engagement can be either a:
	<ul style="list-style-type: none"> • Reasonable Assurance Engagement – An Assurance Engagement in which the practitioner reduces engagement risk to an acceptably low level in the circumstances of the engagement as the basis for the practitioner's conclusion. The practitioner's conclusion is expressed in a form that conveys the practitioner's opinion on the outcome of the measurement or evaluation, including presentation and disclosure, of the Underlying Subject Matter against applicable Criteria; or • Limited Assurance Engagement – An Assurance Engagement in which the practitioner reduces engagement risk to a level that is acceptable in the circumstances of the engagement but where that risk is greater than for a reasonable Assurance Engagement as the basis for expressing a conclusion in a form that conveys whether, based on the procedures performed and evidence obtained, a matter(s) has come to the practitioner's attention to cause the practitioner to believe the Sustainability Information is materially misstated. The nature, timing and extent of procedures performed in a limited Assurance Engagement is limited compared with that necessary in a reasonable Assurance Engagement but is planned to obtain a level of assurance that is, in the practitioner's professional judgement, meaningful. To be meaningful, the level of assurance obtained by the practitioner is likely to enhance the intended users' confidence about the Sustainability Information to a degree that is clearly more than inconsequential.
Sustainability Assurance Practitioner	The individual(s) conducting a Sustainability Assurance Engagement (usually the Engagement Leader or other members of the Engagement Team , or, as applicable, the Firm).

Sustainability Assurance Team	<p>(a) All members of the Engagement Team for the Sustainability Assurance Engagement;</p> <p>(b) All others within, or engaged by, the Firm who can directly influence the outcome of the Sustainability Assurance Engagement, including:</p> <ul style="list-style-type: none"> (i) Those who recommend the compensation of, or who provide direct supervisory, management or other oversight of the Engagement Leader in connection with the performance of the Sustainability Assurance Engagement, including those at all successively senior levels above the Engagement Leader through to the individual who is the Firm's chief executive; (ii) Those who provide consultation regarding technical or industry-specific issues, transactions or events for the engagement; and (iii) Those who perform an Engagement Quality Review, or a review consistent with the objective of an Engagement Quality Review, for the engagement; and <p>(c) Any other individuals within a Network Firm who can directly influence the outcome of the Sustainability Assurance Engagement.</p>
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Sustainability Information

Information about sustainability matters.

Sustainability matters are environmental, social, governance or other sustainability-related matters as defined or described in law or regulation or relevant sustainability reporting frameworks, or as determined by the entity for purposes of preparing or presenting Sustainability Information.

Sustainability Information includes information that may be:

- *Expressed in financial or non-financial terms.*
- *Historical or forward-looking.*
- *Prepared for internal purposes or for mandatory or voluntary disclosure.*
- *Obtained from an entity or its **Value Chain**.*
- *Related to the quantitative or qualitative evaluation of an entity's past or expected performance over the short, medium or long term.*
- *Described in an entity's governance structure, policies, plans, goals, commitments or representations.*
- *About the effects (including risks and opportunities) of environmental, social, governance or other sustainability-related matters on an entity's business model, activities, services or products.*
- *About the effects of an entity's business model, activities, services or products on the environment, society or economy.*

Those Charged with Governance	The person(s) or organisation(s) (for example, a corporate trustee) with responsibility for overseeing the strategic direction of the entity and obligations related to the accountability of the entity. This includes overseeing the financial reporting process or the sustainability reporting process, as applicable. For some entities in some jurisdictions, Those Charged with Governance might include management personnel, for example, executive members of a governance board of a private or public sector entity, or an owner-manager.
<i>Threats</i>	<i>This term is described in paragraphs 120.6 A3 and 5120.6 A3 and includes the following categories:</i>
	<i>Self-interest</i> 120.6 A3(a) and 5120.6 A3(a)
	<i>Self-review</i> 120.6 A3(b) and 5120.6 A3(b)
	<i>Advocacy</i> 120.6 A3(c) and 5120.6 A3(c)
	<i>Familiarity</i> 120.6 A3(d) and 5120.6 A3(d)
	<i>Intimidation</i> 120.6 A3(e) and 5120.6 A3(e)
<i>Time-on period</i>	<i>This term is described in paragraphs R540.7 in Part 4A and R5540.7 in Part 5.</i>
Underlying Subject Matter	The phenomenon that is measured or evaluated by applying Criteria .
Value Chain	The Value Chain is a reporting concept that is defined, described or otherwise specified in the applicable sustainability reporting framework. <i>The Value Chain might include, for example, certain Sustainability Assurance Client's customers and suppliers for sustainability reporting purposes.</i>
Value Chain Component (for a Sustainability Assurance Engagement)	A Value Chain Component is a Component within the reporting entity's Value Chain that is not included in the Group Financial Statements . If the Value Chain Component is: (a) A legal entity, it is the entity; or (b) A business unit, function or business activity (or some combination thereof), it is the legal entity or entities to which the business unit belongs or in which the function or business activity is being performed.

PART 1 – COMPLYING WITH THE CODE, FUNDAMENTAL PRINCIPLES AND CONCEPTUAL FRAMEWORK

SECTION 100

COMPLYING WITH THE CODE

Introduction

[Paragraph 100.1 of extant Section 100 remains unchanged.]

100.2 Confidence in the accountancy profession is a reason why businesses, governments and other organisations involve **Members** in a broad range of areas, including financial, non-financial and corporate reporting, assurance and other **Professional Activities**. **Members** understand and acknowledge that such confidence is based on the skills and values that **Members** bring to the **Professional Activities** they undertake, including:

- (a) Adherence to ethical principles and professional standards;
- (b) Use of business acumen;
- (c) Application of **Expertise** on technical and other matters; and
- (d) Exercise of professional judgement.

The application of these skills and values enables **Members** to provide advice or other output that meets the purpose for which it was provided, and which can be relied upon by the intended users of such output.

[Paragraphs 100.3 to 100.4 of extant Section 100 remain unchanged.]

Requirements and Application Material

[Paragraphs 100.5 A1 to 100.7 A1 of extant Section 100 remain unchanged.]

Breaches of the Code

R100.8 Paragraphs R400.80 to R400.89, 405.22 A1 to R405.29, R900.50 to R900.55, R5400.80 to R5400.89 and 5405.22 A1 to R5405.29 address a breach of *Independence Standards*. A **Member** who identifies a breach of any other provision of the **Code** shall evaluate the significance of the breach and its impact on the **Member's** ability to comply with the fundamental principles. The **Member** shall also:

- (a) Take whatever actions might be available, as soon as possible, to address the consequences of the breach satisfactorily; and
- (b) Determine whether to report the breach to the relevant parties.

[Paragraph 100.8 A1 of extant Section 100 remains unchanged.]

SECTION 120

THE CONCEPTUAL FRAMEWORK

Introduction

[Paragraphs 120.1 to 120.2 of extant Section 120 remain unchanged.]

Requirements and Application Material

General

[Paragraph R120.3 of extant Section 120 remains unchanged.]

120.3 A1 Additional requirements and application material that are relevant to the application of the conceptual framework are set out in:

- (a) Part 2 – *Members in Business (including employment relationships of Members in Public Practice)*;
- (b) Part 3 – *Members in Public Practice*;
- (c) *Independence Standards*, as follows:
 - (i) Part 4A – *Independence for Audit and Review Engagements*; and
 - (ii) Part 4B – *Independence for Assurance Engagements Other than Audit Engagements, Review Engagements and Sustainability Assurance Engagement Addressed in Part 5*; and
- (d) Part 5 – *Australian Ethics Standards for Sustainability Assurance (including Independence Standards)*.

[Paragraphs R120.4 to R120.5 of extant Section 120 remain unchanged.]

Having an Inquiring Mind

[Paragraphs 120.5 A1 to 120.5 A3 of extant Section 120 remain unchanged.]

Exercising Professional Judgement

[Paragraph 120.5 A4 of extant Section 120 remains unchanged.]

120.5 A5 Professional judgement is required when the **Member** applies the conceptual framework in order to make informed decisions about the courses of actions available, and to determine whether such decisions are appropriate in the circumstances. In making this determination, the **Member** might consider matters such as whether:

- The **Member's Expertise** is sufficient to reach a conclusion.
- There is a need to consult with others with relevant **Expertise**.
- The **Member's** own preconception or bias might be affecting the **Member's** exercise of professional judgement.

[Paragraphs 120.5 A6 to 120.16 A2 of extant Section 120 remain unchanged.]

PART 2 – MEMBERS IN BUSINESS (INCLUDING EMPLOYMENT RELATIONSHIPS OF MEMBERS IN PUBLIC PRACTICE)

SECTION 200

APPLYING THE CONCEPTUAL FRAMEWORK – MEMBERS IN BUSINESS

Introduction

[Paragraph 200.1 of extant Section 200 remains unchanged.]

200.2 Investors, creditors, employing organisations and other sectors of the business community, as well as governments and the general public, might rely on the work of **Members in Business**. **Members in Business** might be solely or jointly responsible for the preparation and reporting of financial and non-financial, including sustainability, information, on which both their employing organisations and third parties might rely. They might also be responsible for providing effective financial management and competent advice on a variety of business-related matters.

[Paragraphs 200.3 to 200.4 of extant Section 200 remain unchanged.]

Requirements and Application Material

General

[Paragraphs R200.5 to 200.5 A3 of extant Section 200 remain unchanged.]

Identifying Threats

200.6 A1 Threats to compliance with the fundamental principles might be created by a broad range of facts and circumstances. The categories of threats are described in paragraph 120.6 A3. The following are examples of facts and circumstances within each of those categories that might create threats for a **Member** when undertaking a **Professional Activity**:

(a) Self-interest Threats:

- A **Member** holding a **Financial Interest** in, or receiving a loan or guarantee from, the employing organisation.
- A **Member** participating in incentive compensation arrangements offered by the employing organisation.
- A **Member** having access to corporate assets for personal use.
- A **Member** being offered a gift or special treatment from a supplier of the employing organisation.

(b) Self-review Threats:

- A **Member** determining the appropriate accounting treatment for a business combination after performing the feasibility study supporting the purchase decision.

- A **Member** determining the appropriate methodology to calculate emission reductions after performing the feasibility study supporting a capital project to reduce emissions.

(c) Advocacy Threats:

- A **Member** having the opportunity to manipulate information in a prospectus, including in relation to a sustainability or sustainability-linked bond, in order to obtain favourable financing.

(ci) Familiarity Threats:

- A **Member** being responsible for the financial or non-financial, including sustainability, reporting of the employing organisation when an **Immediate** or **Close Family** member employed by the organisation makes decisions that affect the financial or non-financial reporting of the organisation.

- A **Member** having a long association with individuals influencing business decisions.

(cii) Intimidation Threats:

- A **Member** or **Immediate** or **Close Family** member facing the threat of dismissal or replacement over a disagreement about:

- The application of an accounting principle or a sustainability reporting principle.

- The determination of measurement methods, metrics, targets, estimation criteria or assumptions for **Sustainability Information**.

- The way in which financial or non-financial information is to be reported.

- An individual attempting to influence the decision-making process of the **Member**, for example with regard to the awarding of contracts or the application of an accounting principle or a sustainability reporting principle.

Identifying Threats Associated with the Use of Technology

200.6 A2 The following are examples of facts and circumstances relating to the use of technology that might create threats for a **Member** when undertaking a **Professional Activity**:

- Self-interest Threats

- The data available might not be sufficient for the effective use of the technology.
- The technology might not be appropriate for the purpose for which it is to be used.
- The **Member** might not have sufficient information and **Expertise**, or access to an **Expert** with sufficient understanding, to use and explain the technology and its appropriateness for the purpose intended.

(Ref: Para. 230.2).

- Self-review Threats

- The technology was designed or developed using the knowledge, **Expertise** or judgement of the **Member** or employing organisation.

Evaluating Threats

[Paragraphs 200.7 A1 to 200.7 A2 of extant Section 200 remain unchanged.]

200.7 A3 The **Member's** evaluation of the level of a threat might be impacted by the work environment within the employing organisation and its operating environment. For example:

- Leadership that stresses the importance of ethical behaviour and the expectation that employees will act in an ethical manner.
- Policies and procedures to empower and encourage employees to communicate ethics issues that concern them to senior levels of management without fear of retribution.
- Policies and procedures to implement and monitor the quality of employee performance.
- Systems of corporate oversight or other oversight structures and strong internal controls over financial and non-financial, including sustainability, information and their interconnection.
- Recruitment procedures emphasising the importance of employing high calibre competent personnel.
- Timely communication of policies and procedures, including any changes to them, to all employees, and appropriate training and education on such policies and procedures.
- Ethics and code of conduct policies.

[Paragraphs 200.7 A4 to 200.7 A5 of extant Section 200 remain unchanged.]

Addressing Threats

[Paragraphs 200.8 A1 to 200.8 A2 of extant Section 200 remain unchanged.]

Communicating with Those Charged with Governance

[Paragraphs R200.9 to 200.9 A1 of extant Section 200 remain unchanged.]

200.9 A2 Examples of a subgroup of **Those Charged with Governance** include an audit committee, another committee tasked with oversight of **Sustainability Information**, or an individual member of **Those Charged with Governance**.

[Paragraphs R200.10 to 200.10 A1 of extant Section 200 remain unchanged.]

SECTION 210

CONFLICTS OF INTEREST

Introduction

[Paragraphs 210.1 to 210.3 of extant Section 210 remain unchanged.]

Requirements and Application Material

General

[Paragraph R210.4 of extant Section 210 remains unchanged.]

210.4 A1 Examples of circumstances that might create a conflict of interest include:

- Serving in a management or governance position for two employing organisations and acquiring **Confidential Information** from one organisation that might be used by the **Member** to the advantage or disadvantage of the other organisation.
- Undertaking a **Professional Activity** for each of two parties in a partnership, where both parties are employing the **Member** to assist them to dissolve their partnership.
- Preparing financial or non-financial information for certain members of management of the **Member's** employing organisation who are seeking to undertake a management buy-out.
- Being responsible for selecting a vendor for the employing organisation when an **Immediate Family** member of the **Member** might benefit financially from the transaction.
- Serving in a governance capacity in an employing organisation that is approving certain investments for the company where one of those investments will increase the value of the investment portfolio of the **Member** or an **Immediate Family** member.

[Paragraphs R210.5 to 210.9 A1 of extant Section 210 remain unchanged.]

SECTION 220

PREPARATION AND PRESENTATION OF INFORMATION

Introduction

[Paragraphs 220.1 to 220.2 of extant Section 220 remain unchanged.]

Requirements and Application Material

General

[Paragraph 220.3 A1 of extant Section 220 remains unchanged.]

220.3 A2 Stakeholders to whom, or for whom, such information is prepared or presented, include:

- Management and [Those Charged with Governance](#).
- Investors and lenders or other creditors.
- Regulatory bodies.

This information might assist stakeholders in understanding and evaluating aspects of the employing organisation's activities and state of affairs and in making decisions concerning the organisation. Information can include financial and non-financial information that might be made public or used for internal purposes.

Examples include:

- Operating and performance reports.
- Decision support analyses.
- Budgets and forecasts.
- Information provided to the internal and external auditors.
- [Sustainability Information](#), including information on the organisation's business model, services, products, or other relevant activities, provided to the [Sustainability Assurance Practitioner](#).
- Risk and impact analyses.
- General and [Special Purpose Financial Statements](#).
- Tax returns.
- Reports filed with regulatory bodies for legal and compliance purposes.

220.3 A3 For the purposes of this section, preparing or presenting information includes collecting, recording, measuring, maintaining and approving information.

R220.4 When preparing or presenting information, a [Member](#) shall:

- (a) **Prepare or present the information in accordance with a relevant reporting framework, where applicable;**
- (b) **Prepare or present the information in a manner that is intended neither to mislead others nor to influence contractual or regulatory outcomes inappropriately;**

- (c) **Exercise professional judgement to:**
 - (i) **Represent the facts accurately and completely in all material respects;**
 - (ii) **Describe clearly the true nature and impacts of business transactions or activities; and**
 - (iii) **Collect, classify, record or measure information in a timely and proper manner;**
- (d) **Not omit anything with the intention of rendering the information misleading or of influencing contractual or regulatory outcomes inappropriately;**
- (e) **Avoid undue influence of, or undue reliance on, individuals, organisations or technology; and**
- (f) **Be aware of the risk of bias.**

220.4 A1 An example of preparing or presenting the information in a manner that is intended to mislead others is deliberately giving a false impression in **Sustainability Information** about how well an organisation or an investment is aligned with or achieving its sustainability goals, through practices such as:

- Omitting relevant information to misrepresent the nature and impacts of business activities.
- Including false information.
- Inappropriately applying or reporting metrics.
- Placing excessive emphasis on certain information while understating other information.

[Paragraph 220.4 A1 of extant Section 220 remains unchanged but renumbered as paragraph 220.4 A2.]

220.4 A3 An example of failing to exercise professional judgement to represent the facts accurately and completely in all material respects is placing undue weight on information that corroborates an organisation's achievement of its targets or insufficient weight on other information which contradicts such achievement.

220.4 A4 An example of placing undue reliance on an organisation is using the data provided by a large supplier within the entity's **Value Chain** to prepare or present the entity's **Sustainability Information**, without considering the source, relevance and sufficiency of that supplier's data.

Use of Discretion in Preparing or Presenting Information

[Paragraph R220.5 of extant Section 220 remains unchanged.]

220.5 A1 Examples of ways in which discretion might be misused to achieve inappropriate outcomes include:

- Determining estimates, for example, determining fair value estimates in order to misrepresent profit or loss.
- Selecting or changing an accounting policy or method among two or more alternatives permitted under the applicable financial reporting framework, for example, selecting a policy for accounting for long-term contracts in order to misrepresent profit or loss.

- Selecting or changing measurement methods among two or more alternatives permitted under the applicable sustainability reporting framework in order to misrepresent information.
- Selecting, omitting or obscuring opportunities, risks or impacts as part of a materiality assessment in order to misrepresent **Sustainability Information**.
- Determining the timing of transactions, for example, timing the sale of an asset near the end of the fiscal year in order to mislead.
- Determining the timing of disclosures of **Sustainability Information** to achieve a more favourable presentation or outcome in order to mislead.
- Determining the structuring of transactions, for example, structuring financing transactions in order to misrepresent assets and liabilities or classification of cash flows.
- Selecting disclosures, for example, omitting or obscuring information relating to financial, sustainability or operating risk in order to mislead.
- Preparing forward-looking information by relying on assumptions that are unrealistic or inconsistent with management's decisions or objectives in order to mislead.

[Paragraph R220.6 of extant Section 220 remains unchanged.]

220.6 A1 For example, when preparing or presenting pro forma reports, budgets or forecasts, or **Sustainability Information**, the inclusion of relevant estimates, approximations and assumptions, where appropriate, would enable those who might rely on such information to form their own judgements.

[Paragraph 220.6 A2 of extant Section 220 remains unchanged.]

Using the Work of Others

R220.7 A **Member** who intends to use the work of others (whether internal or external to the employing organisation) or other organisations, other than **External Experts**, shall exercise professional judgement to determine the appropriate steps to take, if any, in order to fulfil the responsibilities set out in paragraph R220.4.

220.7 A1 When a **Member** intends to use the work of an **External Expert**, the requirements and application material set out in Section 290 apply.

220.7 A2 Factors to consider when a **Member** intends to use the work of others include:

- The reputation and **Expertise** of, and resources available to, the other individual or organisation.
- Whether the other individual is subject to applicable professional and ethics standards.

Such information might be gained from prior association with, or from consulting others about, the other individual or organisation.

Using the Output of Technology

[Paragraph R220.8 of extant Section 220 remains unchanged.]

220.8 A1 Factors to consider when a **Member** intends to use the output of technology include:

- The nature of the activity to be performed by the technology.

- The expected use of, or extent of reliance on, the output of the technology.
- Whether the **Member** has the ability, or has access to an **Expert** with the ability, to understand, use and explain the technology and its appropriateness for the purpose intended.
- Whether the technology used has been appropriately tested and evaluated for the purpose intended.
- Prior experience with the technology and whether its use for specific purposes is generally accepted.
- The employing organisation's oversight of the design, development, implementation, operation, maintenance, monitoring, updating or upgrading of the technology.
- The controls relating to the use of the technology, including procedures for authorising user access to the technology and overseeing such use.
- The appropriateness of the inputs to the technology, including data and any related decisions, and decisions made by individuals in the course of using the technology.

Addressing Information that Is or Might be Misleading

[Paragraphs R220.9 to 220.9 A1 of extant Section 220 remain unchanged.]

220.9 A2 The **Member** might determine that the employing organisation has not taken appropriate action. If the **Member** continues to have reason to believe that the information is misleading, the following further actions might be appropriate provided that the **Member** remains alert to the principle of confidentiality:

- Consulting with:
 - A relevant **Professional Body**.
 - The internal or external auditor or **Sustainability Assurance Practitioner** of the employing organisation.
 - Legal counsel.
- Determining whether any requirements exist to communicate to:
 - Third parties, including users of the information.
 - Regulatory and oversight authorities.

[Paragraphs AUST R220.9.1 to 220.10 A1 of extant Section 220 remain unchanged.]

Documentation

220.11 A1 The **Member** is encouraged to document:

- The facts.
- The accounting or reporting principles or other relevant professional standards involved.
- The communications and parties with whom matters were discussed.
- The **Member's** analysis, assumptions, courses of action considered, and judgements and decisions made in preparing or presenting the information.
- How the **Member** attempted to address the matter(s).

Other Considerations

220.12 A1 Where threats to compliance with the fundamental principles relating to the preparation or presentation of information arise from a [Financial Interest](#), including compensation and incentives linked to financial or non-financial, including sustainability, reporting and decision making, the requirements and application material set out in Section 240 apply.

[Paragraphs 220.12 A2 to 220.12 A4 of extant Section 220 remain unchanged.]

SECTION 230

ACTING WITH SUFFICIENT EXPERTISE

Introduction

[Paragraph 230.1 of extant Section 230 remains unchanged.]

230.2 Acting without sufficient **Expertise** creates a self-interest threat to compliance with the principle of professional competence and due care. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

R230.3 A Member shall not intentionally mislead an employing organisation as to the level of Expertise possessed.

[Paragraphs 230.3 A1 to 230.3 A3 of extant Section 230 remain unchanged.]

230.3 A4 Examples of actions that might be safeguards to address such a self-interest threat include:

- Obtaining assistance or training from someone with the necessary **Expertise**.
- Ensuring that there is adequate time available for performing the relevant duties.

[Paragraphs R230.4 to 230.5 A1 of extant Section 230 remain unchanged.]

SECTION 240

FINANCIAL INTERESTS, COMPENSATION AND INCENTIVES LINKED TO FINANCIAL OR NON-FINANCIAL REPORTING AND DECISION MAKING

Introduction

[Paragraphs 240.1 to 240.2 of extant Section 240 remain unchanged.]

Requirements and Application Material

General

[Paragraph R240.3 of extant Section 240 remains unchanged.]

240.3 A1 Members might have **Financial Interests** or might know of **Financial Interests** of **Immediate** or **Close Family** members that, in certain circumstances, might create threats to compliance with the fundamental principles. **Financial Interests** include those arising from compensation or incentive arrangements linked to financial or non-financial, including sustainability, reporting and decision making.

240.3 A2 Examples of circumstances that might create a self-interest threat include situations in which the **Member** or an **Immediate** or **Close Family** member:

- Has a motive and opportunity to manipulate price-sensitive information in order to gain financially.
- Holds a **Direct** or **Indirect Financial Interest** in the employing organisation and the value of that **Financial Interest** might be directly affected by decisions made by the **Member**.
- Is eligible for a bonus or incentive based on financial or non-financial performance goals and the value of that bonus or incentive might be directly affected by decisions made by the **Member**.
- Holds, directly or indirectly, deferred bonus share rights or share options in the employing organisation, the value of which might be affected by decisions made by the **Member**.
- Participates in compensation arrangements which provide incentives to achieve targets or to support efforts to maximise the value of the employing organisation's shares. An example of such an arrangement might be through participation in incentive plans which are linked to certain financial or non-financial performance conditions being met.

[Paragraphs 240.3 A3 to 240.3 A4 of extant Section 240 remain unchanged.]

SECTION 260

RESPONDING TO NON-COMPLIANCE WITH LAWS AND REGULATIONS

Introduction

[Paragraphs 260.1 to 260.2 of extant Section 260 remain unchanged.]

260.3 A **Member** might encounter or be made aware of NOCLAR or suspected NOCLAR in the course of carrying out **Professional Activities**. This section guides the **Member** in assessing the implications of the matter and the possible courses of action when responding to NOCLAR or suspected NOCLAR with:

- (a) Laws and regulations generally recognised to have a direct effect on the determination of material amounts and disclosures in the employing organisation's **Financial Statements** or **Sustainability Information**; and
- (b) Other laws and regulations that do not have a direct effect on the determination of the amounts and disclosures in the employing organisation's **Financial Statements** or **Sustainability Information**, but compliance with which might be fundamental to the operating aspects of the employing organisation's business, to its ability to continue its business, or to avoid material penalties.

Objectives of the Member in Relation to NOCLAR

[Paragraph 260.4 of extant Section 260 remains unchanged.]

Requirements and Application Material

General

[Paragraph 260.5 A1 of extant Section 260 remains unchanged.]

260.5 A2 Examples of laws and regulations which this section addresses include those that deal with:

- Fraud, corruption and bribery.
- Money laundering, terrorist financing and proceeds of crime.
- Securities markets and trading.
- Banking and other financial products and services.
- Data protection.
- Tax and pension liabilities and payments.
- Environmental protection.
- Public health and safety.
- Protection of human rights.
- Labor conditions and rights of employees.
- Consumer rights.

260.5 A3 NOCLAR might result in fines, litigation or other consequences for the employing organisation, potentially materially affecting its **Financial Statements** or **Sustainability Information**. Importantly, such NOCLAR might have wider public interest implications in terms of potentially substantial harm to investors, creditors, employees or the general public. For the purposes of this section, NOCLAR that causes substantial harm is one that results in serious adverse consequences to any of these parties in financial or non-financial terms. Examples include the perpetration of a fraud resulting in significant financial losses to investors, and breaches of environmental laws and regulations endangering the health or safety of employees or the public.

[Paragraphs R260.6 to 260.7 A3 of extant Section 260 remain unchanged.]

Responsibilities of the Employing Organisation's Management and Those Charged with Governance

[Paragraph 260.8 A1 of extant Section 260 remains unchanged.]

Responsibilities of All Members

[Paragraphs R260.9 to R260.10 of extant Section 260 remain unchanged.]

Responsibilities of Senior Members in Business

[Paragraph 260.11 A1 of extant Section 260 remains unchanged.]

Obtaining an Understanding of the Matter

[Paragraphs R260.12 to 260.12 A2 of extant Section 260 remain unchanged.]

Addressing the Matter

[Paragraphs R260.13 to 260.14 A2 of extant Section 260 remain unchanged.]

R260.15 In addition to responding to the matter in accordance with the provisions of this section, the senior **Member in Business** shall determine whether disclosure of the matter to the employing organisation's external auditor and/or **Sustainability Assurance Practitioner** performing a **Sustainability Assurance Engagement** that is within the scope of the Independence Standards in Part 5, if any, is needed.

260.15 A1 Such disclosure would be pursuant to the senior **Member in Business**' duty and legal obligation to provide all information necessary to enable the auditor to perform the audit or the **Sustainability Assurance Practitioner** to perform the **Sustainability Assurance Engagement** that is within the scope of the Independence Standards in Part 5.

[Paragraphs R260.16 to 260.27 A1 of extant Section 260 remain unchanged.]

SECTION 270

PRESSURE TO BREACH THE FUNDAMENTAL PRINCIPLES

Introduction

[Paragraphs 270.1 to 270.2 of extant Section 270 remain unchanged.]

Requirements and Application Material

General

[Paragraphs R270.3 to 270.3 A1 of extant Section 270 remain unchanged.]

270.3 A2 Examples of pressure that might result in threats to compliance with the fundamental principles include:

- Pressure related to conflicts of interest:
 - Pressure from a family member bidding to act as a vendor to the **Member's** employing organisation to select the family member over another prospective vendor.

See also Section 210, *Conflicts of Interest*.

- Pressure to influence preparation or presentation of information:
 - Pressure to report misleading financial or non-financial results to meet investor, analyst, lender or other stakeholder expectations.
 - Pressure from elected officials on public sector accountants to misrepresent programs or projects to voters.
 - Pressure to misrepresent, through labelling or otherwise, how certain programs, projects or products are aligned to or achieving sustainability goals.
 - Pressure from colleagues to misstate income, expenditure, rates of return or **Sustainability Information** to bias decision making on capital projects and acquisitions.
 - Pressure from superiors to approve or process expenditures that are not legitimate business expenses.
 - Pressure to suppress internal audit reports containing adverse findings.

See also Section 220, *Preparation and Presentation of Information*.

- Pressure to act without sufficient **Expertise** or due care:
 - Pressure from superiors to inappropriately reduce the extent of work performed.
 - Pressure from superiors to perform a task without sufficient skills or training or within unrealistic deadlines.
 - Pressure from superiors to prepare **Sustainability Information** with insufficient data or deficiencies in the quality and accuracy of data available.

See also Section 230, *Acting with Sufficient Expertise*.

- Pressure related to **Financial Interests**:
 - Pressure from superiors, colleagues or others, for example, those who might benefit from participation in compensation or incentive arrangements to manipulate financial or non-financial performance indicators.

See also Section 240, *Financial Interests, Compensation and Incentives Linked to Financial or Non-Financial Reporting and Decision Making*.

- Pressure related to **Inducements**:
 - Pressure from others, either internal or external to the employing organisation, to offer **Inducements** to influence inappropriately the judgement or decision making process of an individual or organisation.
 - Pressure from colleagues to accept a bribe or other **Inducement**, for example to accept inappropriate gifts or entertainment from potential vendors in a bidding process.

See also Section 250, *Inducements, Including Gifts and Hospitality*.

- Pressure related to non-compliance with laws and regulations (“NOCLAR”):
 - Pressure to structure a transaction to evade tax.
 - Pressure to manipulate **Sustainability Information** to avoid fines for breaches of environmental laws and regulations.

See also Section 260, *Responding to Non-compliance with Laws and Regulations*.

- Pressure related to level of fees:
 - Pressure exerted by a **Member** on another **Member** to provide **Professional Services** at a fee level that does not allow for sufficient and appropriate resources (including human, technological and intellectual resources) to perform the services in accordance with technical and professional standards.

See also Section 330, *Fees and Other Types of Remuneration*.

[Paragraph 270.3 A3 of extant Section 270 remains unchanged.]

270.3 A4 Discussing the circumstances creating the pressure and consulting with others about those circumstances might assist the **Member** to evaluate the level of the threat. Such discussion and consultation, which requires being alert to the principle of confidentiality, might include:

- Discussing the matter with the individual who is exerting the pressure to seek to resolve it.
- Discussing the matter with the **Member's** superior, if the superior is not the individual exerting the pressure.
- Escalating the matter within the employing organisation, including when appropriate, explaining any consequential risks to the organisation, for example with:
 - Higher levels of management.
 - Internal or external auditors or the **Sustainability Assurance Practitioner**.
 - **Those Charged with Governance**.

- Disclosing the matter in line with the employing organisation's policies, including ethics and whistleblowing policies, using any established mechanism, such as a confidential ethics hotline.
- Consulting with:
 - A colleague, superior, human resources personnel, or another **Member**;
 - Relevant professional or regulatory bodies or industry associations; or
 - Legal counsel.

[Paragraphs 270.3 A5 to 270.4 A1 of extant Section 270 remain unchanged.]

SECTION 280

TAX PLANNING ACTIVITIES

Introduction

[Paragraphs 280.1 to 280.3 of extant Section 280 remain unchanged.]

Requirements and Application Material

General

Members' Public Interest Role in Relation to Tax Planning Activities

280.4 A1 Members play an important role in tax planning by contributing their *Expertise* to assist employing organisations in meeting their tax planning goals while complying with tax laws and regulations. In doing so, *Members* help to facilitate a more efficient and effective operation of a jurisdiction's tax system, which is in the public interest.

280.4 A2 Employing organisations are entitled to organise their affairs for tax planning purposes. While there are a variety of ways to achieve such purposes, employing organisations have a responsibility to pay taxes as determined by the relevant tax laws and regulations. In this regard, *Members*' role is to use their *Expertise* to assist their employing organisations in achieving their tax planning goals and meeting their tax obligations. However, when *Members* provide such assistance, it might involve certain tax minimisation arrangements that, although not prohibited by tax laws and regulations, might create threats to compliance with the fundamental principles.

[Paragraph 280.4 A3 of extant Section 280 remains unchanged.]

Description of Tax Planning Activities

[Paragraphs 280.5 A1 to 280.5 A4 of extant Section 280 remain unchanged.]

Related Activities

[Paragraphs 280.6 A1 to 280.6 A2 of extant Section 280 remain unchanged.]

Compliance with Laws and Regulations

[Paragraph 280.7 A1 of extant Section 280 remains unchanged.]

Anti-avoidance Laws and Regulations

[Paragraph R280.8 of extant Section 280 remains unchanged.]

Non-compliance with Tax Laws and Regulations

[Paragraph 280.8 A1 of extant Section 280 remains unchanged.]

Responsibilities of Management and Those Charged with Governance of the Employing Organisation

[Paragraph 280.9 A1 of extant Section 280 remains unchanged.]

Responsibilities of All Members

[Paragraphs R280.10 to 280.11 A1 of extant Section 280 remain unchanged.]

Basis for Recommending or Otherwise Advising on a Tax Planning Arrangement

[Paragraphs R280.12 to 280.12 A1 of extant Section 280 remain unchanged.]

AUST 280.12 A1.1 For tax planning arrangements that require advice or recommendations in respect of Australian tax laws and regulations, a credible basis means a reasonably arguable position as defined in section 284-15 of the *Taxation Administration Act 1953*.

[Paragraphs 280.12 A2 to R280.13 of extant Section 280 remain unchanged.]

Consideration of the Overall Tax Planning Recommendation or Advice

[Paragraphs R280.14 to R280.15 of extant Section 280 remain unchanged.]

Tax Planning Arrangements Involving Multiple Jurisdictions

[Paragraphs 280.16 A1 to 280.16 A2 of extant Section 280 remain unchanged.]

Circumstances of Uncertainty

[Paragraphs 280.17 A1 to 280.18 A1 of extant Section 280 remain unchanged.]

Potential Threats Arising from Performing a Tax Planning Activity

[Paragraph 280.19 A1 of extant Section 280 remains unchanged.]

280.19 A2 Factors that are relevant in evaluating the level of such threats include:

- The degree of transparency regarding the underlying business transaction or circumstances, including, where applicable, the identity of the ultimate beneficiaries.
- Whether the tax planning arrangement has a clear economic purpose and substance based on the underlying business transaction or circumstances.
- The nature and complexity of the underlying business transaction or circumstances.
- The complexity or clarity of the relevant tax laws and regulations.
- Whether the **Member** knows, or has reason to believe, that the tax planning arrangement would be contrary to the intent of the relevant tax legislation.
- The number of jurisdictions involved and the nature of their tax regimes.
- The extent of the **Member's Expertise** in the relevant tax areas.
- The significance of the potential tax savings.
- The nature and significance of any incentives offered to the **Member** to develop the arrangement.
- The extent to which the **Member** is aware that the tax planning arrangement reflects an established practice that has not been challenged by the relevant tax authorities.
- Whether there is pressure being exerted on the **Member**.
- The degree of urgency in implementing the tax planning arrangement.

- Whether it is a tax planning arrangement used for multiple clients with little modification for the employing organisation's specific circumstances.
- The organisational culture of the employing organisation.

[Paragraphs 280.19 A3 to 280.23 A2 of extant Section 280 remain unchanged.]

SECTION 290

USING THE WORK OF AN EXTERNAL EXPERT

Introduction

290.1 Members are required to comply with the fundamental principles and apply the conceptual framework set out in Section 120 to identify, evaluate and address threats.

290.2 A Member might use the work of an External Expert in the performance of a Professional Activity for their employing organisation. Using the work of such an External Expert might create threats to compliance with the fundamental principles, particularly the principles of integrity, objectivity and professional competence and due care.

290.3 This section sets out requirements and application material relevant to applying the conceptual framework in relation to using the work of an External Expert.

Requirements and Application Material

General

290.4 A1 A self-interest threat to compliance with the principles of integrity and professional competence and due care is created if a Member performs a Professional Activity for which the Member has insufficient Expertise.

290.4 A2 An action that might be a safeguard to address such a threat is to use the work of an External Expert for the Professional Activity who has the competence, capabilities and objectivity to deliver the work needed for such activity.

290.4 A3 An External Expert might be used to undertake specific work to support a Professional Activity performed by a Member. Such work can be in a field that is well-established or emerging. Examples of such work include:

- The valuation of assets such as complex financial instruments, land and buildings, plant and machinery, jewellery, works of art, antiques, intangible assets, assets acquired in business combinations, and assets that may have been impaired.
- The valuation of liabilities such as those assumed in business combinations, those from actual or threatened litigation, environmental liabilities, complex financial instruments, site clean-up liabilities, and those associated with insurance contracts or employee benefit plans.
- The calculation of greenhouse gas emissions.
- The measurement of pollutants emitted to air, water and soil.
- The assessment of forward-looking information about the decarbonisation plans of an entity.
- The assessment of the application of offsetting mechanisms for an entity, such as for carbon or biodiversity.
- The valuation of products and materials designed along principles for a sustainable economy.

- The estimation of oil and gas reserves.
- The interpretation of contracts, laws and regulations, including tax and labour laws and regulations.
- The assessment and evaluation of IT systems, including those related to cybersecurity.

290.4 A4 This section does not apply to:

- (a) The use of the work of individuals or organisations that are engaged by the **Member** and are under the **Member's** direction, supervision and review, for example, subcontractors; and
- (b) The use of information provided by individuals or organisations that are external information sources for general use. Examples of those information sources include those that provide industry or other benchmarking data or studies, such as information about employment statistics including hours worked and compensation per week by geographical area, real estate prices, carbon emissions by vehicle type, mortality tables, or other datasets for general use.

Agreeing the Terms of Engagement with an External Expert

R290.5 If the **Member** has determined to use an **External Expert** for a **Professional Activity** and, having regard to the employing organisation's policies and procedures, has identified an **External Expert** for such purpose, the **Member** shall agree the terms of engagement with the **External Expert**, including the nature, scope and objectives of the work to be performed by the **External Expert**.

290.5 A1 In agreeing the terms of engagement, matters that the **Member** might discuss with the **External Expert** include:

- The intended use and timing of the **External Expert's** work.
- The **External Expert's** planned approach to the work.
- Expectations regarding:
 - The confidentiality of the **External Expert's** work and the inputs to that work.
 - The information to be provided by the **External Expert** and the nature of such information.
 - The content and format of the **External Expert's** completed work, including any assumptions made and limitations to that work.
 - The fees for the **External Expert's** work.
 - The **External Expert's** communication of any non-compliance or suspected non-compliance with laws and regulations committed by the **Member's** employing organisation, or by **Those Charged with Governance**, management or others working for or under the direction of the employing organisation, of which the **External Expert** becomes aware when performing the work.

290.5 A2 A self-interest, self-review, familiarity or advocacy threat to compliance with the principles of integrity, objectivity and professional competence and due care might be created if a **Member** uses an **External Expert** who does not have the necessary competence, capabilities or objectivity to deliver the work needed for the particular **Professional Activity**.

Evaluating the External Expert's Competence, Capabilities, and Objectivity

R290.6 The Member shall evaluate whether the External Expert has the necessary competence for the Member's purpose.

290.6 A1 Competence relates to the nature and level of Expertise of the External Expert.

290.6 A2 Factors that are relevant in evaluating whether the External Expert has the necessary competence include:

- Whether the External Expert's credentials, education, training, experience and reputation are relevant to, or consistent with, the nature of the work to be performed.
- Whether the External Expert belongs to a relevant professional body or is subject to oversight by a regulatory body or other authority, and, if so, whether the External Expert is in good standing.
- Whether any disciplinary actions have been published by a regulatory body or other authority relating to the External Expert's competence.
- Whether the External Expert's work is subject to legal and regulatory requirements or professional standards issued by a recognised body, or follows generally accepted principles or practices in the External Expert's field or area of Expertise.
- Whether the External Expert can explain their work, including the inputs, assumptions and methodologies used.
- Whether the External Expert has a history of performing similar work.

R290.7 The Member shall evaluate whether the External Expert has the necessary capabilities for the Member's purpose.

290.7 A1 Capabilities relates to the ability of the External Expert to exercise their competence in the circumstances of the Professional Activity.

290.7 A2 Factors that are relevant in evaluating whether the External Expert has the necessary capabilities include:

- The resources available to the External Expert.
- Whether the External Expert has sufficient time to perform the work.

R290.8 The Member shall evaluate whether the External Expert has the necessary objectivity for the Member's purpose.

290.8 A1 Objectivity relates to the possible effects that bias, conflict of interest, or the undue influence of, or undue reliance on, others might have on the professional or business judgement of the External Expert.

290.8 A2 Factors that are relevant in identifying threats to the objectivity of the External Expert for the period during which the External Expert is performing the work include:

- Whether the External Expert or their employing organisation has an actual or potential conflict of interest or other interests in relation to the work the External Expert is performing at the entity.
- Whether the Member is aware of any potential bias that might affect the External Expert's work.

- Whether the **External Expert** is charging a contingent fee, and if so, the basis for such fee.
- Whether the **External Expert** will evaluate or rely on any previous judgements made or activities performed by the **External Expert** or their employing organisation in relation to the subject matter of the **External Expert's** work.

290.8 A3 The **External Expert's** employing organisation is the entity that directly employs the **Expert**, regardless of the legal form of the employment, and does not extend to other entities that might control, or are otherwise related to, the employing organisation.

290.8 A4 Other interests that might impact the level of threat to an **External Expert's** objectivity include significant **Financial Interests** such as those arising from compensation, fees or incentive arrangements linked to financial and non-financial information and decision-making.

290.8 A5 Examples of previous judgements made or activities performed by an **External Expert** or their employing organisation that might create a self-review threat to the **External Expert's** objectivity include:

- Having advised the entity on the matter for which the **External Expert** is performing the work.
- Having produced data or other information, or having designed, developed, implemented, operated, maintained, monitored, updated or upgraded an IT system, for the entity which is then used by the **External Expert** in performing the work or is the subject of that work.

290.8 A6 Factors that are relevant in evaluating the level of such threats to the **External Expert's** objectivity include:

- The existence of conditions, policies and procedures established by the **External Expert's** profession, legislation, regulation, or the **External Expert's** employing organisation, including whether the **External Expert** is subject to ethics standards issued by a body responsible for issuing such standards in the **External Expert's** field of **Expertise**.
- The nature and scope of the **External Expert's** work.
- The existence and adequacy of any quality management system employed by the **External Expert**.

290.8 A7 Examples of actions that might be safeguards to address threats to an **External Expert's** objectivity include:

- Consulting with qualified personnel, or a professional outside the **Member's** employing organisation, who have the necessary **Expertise** to evaluate the **External Expert's** work for the intended purpose.
- Requesting the **External Expert** to take steps to address a conflict of interest, for example, implementing measures to segregate the work from such conflict of interest.
- Restructuring or reassigning the part of the **External Expert's** work giving rise to the threat to another **External Expert**.

Sources of Information

290.9 A1 Information about the **External Expert's** competence, capabilities and objectivity might be obtained from various sources, including:

- Personal association or experience with previous work undertaken by the **External Expert**.
- Inquiry of others within or outside the **Member's** employing organisation who are familiar with the **External Expert's** work.
- Discussion with the **External Expert** about their background, including their field of **Expertise** and business activities.
- Inquiry of the **External Expert's** professional body or industry association.
- Articles, papers or books written by the **External Expert** and published by a recognised publisher or in a recognised journal or other medium.
- Published records, such as legal proceedings involving the **External Expert**.
- Inquiry of management of the **Member's** employing organisation and, if different, the entity at which the **External Expert** is performing the work regarding any interests and relationships between the **External Expert** and the employing organisation or the entity.
- The internal controls, policies and procedures of the **Member's** employing organisation.

Additional Considerations when Evaluating Competence, Capabilities and Objectivity

290.10 A1 Evaluating whether an **External Expert** has the necessary competence, capabilities and objectivity for the **Member's** purpose involves exercising professional judgement and using the reasonable and informed third party test.

290.10 A2 A **Member** might face pressure to breach the fundamental principles if the **Member** encounters difficulties in concluding, or is unable to conclude, that the **External Expert** has the necessary competence, capabilities and objectivity for the **Member's** purpose when the **External Expert** has already performed a significant portion of their work. In such circumstances, Section 270 is relevant in considering how to address such pressure.

Consideration of New Information or Changes in Facts or Circumstances

R290.11 The **Member** shall re-evaluate whether the **External Expert** has the necessary competence, capabilities and objectivity for the **Member's** purpose when new information or changes in facts and circumstances arise.

Concluding on the External Expert's Competence, Capabilities and Objectivity

R290.12 The **Member in Business** shall not use the work of the **External Expert** if the **Member**:

- Is unable to determine whether the **External Expert** has the necessary competence or capabilities, or is objective;
- Determines that the **External Expert** does not have the necessary competence or capabilities for the **Member's** purpose; or

(c) **Determines that there are threats to the *External Expert's* objectivity that cannot be eliminated or reduced to an *Acceptable Level*.**

290.12 A1 If a *Member* uses the work of such *External Expert*, this creates threats to the *Member's* compliance with the principles of integrity, objectivity and professional competence and due care that cannot be eliminated or reduced to an *Acceptable Level* by the application of safeguards.

Potential Threats Arising from Using the Work of an External Expert

290.13 A1 Threats to compliance with the fundamental principles might still be created from using the work of an *External Expert* even if a *Member* has satisfactorily concluded that the *External Expert* has the necessary competence, capabilities and objectivity for the *Member's* purpose.

Identifying Threats

290.14 A1 Examples of facts and circumstances that might create threats to a *Member's* compliance with the fundamental principles when using an *External Expert's* work include:

- (a) **Self-interest threats**
 - A *Member* has insufficient *Expertise* to understand and explain the *External Expert's* conclusions and findings.
 - A *Member* has undue influence from, or undue reliance on, the *External Expert* or multiple *External Experts* when performing a *Professional Activity*.
 - A *Member* has insufficient time or resources to evaluate the *External Expert's* work.
- (b) **Self-review threats**
 - A *Member* uses the work of an *External Expert* who relies on previous judgements made by the *Member* and provided to the *External Expert* for the purposes of their work.
- (c) **Advocacy threats**
 - A *Member* promotes the use of an *External Expert* who has known bias towards conclusions potentially advantaging or disadvantaging the *Member's* employing organisation.
- (d) **Familiarity threats**
 - A *Member* has a close personal relationship with the *External Expert*.
- (e) **Intimidation threats**
 - A *Member* feels pressure to defer to the *External Expert's* opinion due to the *External Expert's* perceived authority.
 - A *Member* feels pressure to use the work of a particular *External Expert* in order to meet internal or external targets and expectations.

Evaluating Threats

290.15 A1 Factors that are relevant in evaluating the level of such threats include:

- The scope and purpose of the **External Expert's** work.
- The impact of the **External Expert's** work on the **Member's** activity.
- The nature of the **Professional Activity** for which the **External Expert's** work is intended to be used.
- The **Member's** oversight relating to the use of the **External Expert** and the **External Expert's** work.
- The appropriateness of, and transparency over, the data, assumptions and other inputs and methods used by the **External Expert**.
- The **Member's** ability to understand and explain the **External Expert's** work and its appropriateness for the intended purpose.
- Whether the **External Expert's** work is subject to technical performance standards or other professional or industry generally accepted practices, or law or regulation.
- Whether the **External Expert's** work, if it were to be performed by two or more parties, is not likely to be materially different.
- The consistency of the **External Expert's** work, including the **External Expert's** conclusions or findings, with other information.
- The availability of other evidence, including peer-reviewed academic research, to support the **External Expert's** approach.
- Whether there is pressure being exerted by the **Member's** employing organisation to accept the **External Expert's** conclusions or findings due to the time or cost spent by the **External Expert** in performing the work.

Addressing Threats

290.16 A1 An example of an action that might eliminate a familiarity threat is identifying a different **External Expert** to use.

290.16 A2 Examples of actions that might be safeguards to address threats include:

- Consulting with qualified personnel, or a professional outside the **Member's** employing organisation, who have the necessary **Expertise** to evaluate the **External Expert's** work, obtaining additional input, or challenging the appropriateness of the **External Expert's** work for the intended purpose.
- Using another **External Expert** to reperform the **External Expert's** work.
- Agreeing with management of the **Member's** employing organisation additional time or resources to complete the activity.

Other Matters

External Experts in Emerging Fields or Areas

290.17 A1 **Expertise** in emerging fields or areas might evolve depending on how laws, regulations and generally accepted practices develop. Emerging fields might also involve multiple areas of **Expertise**. There might therefore be limited availability of **External Experts** in emerging fields or areas.

290.17 A2 Information relating to some of the factors relevant to evaluating the competence of an **External Expert** in paragraph 290.6 A2 might not be available in an emerging field or area. For example, there might not be public recognition of the **External Expert**, professional standards might not have been developed, or professional bodies might not have been established in the emerging field. In such circumstances, a factor that might assist the **Member** in evaluating an **External Expert's** competence is the **External Expert's** experience in a similar field to the emerging field, or in an established field, that provides a reasonable basis for the **External Expert's** work in the emerging field.

Communicating with Management and Those Charged with Governance When Using the Work of an External Expert

290.18 A1 Where appropriate, the **Member** is encouraged to communicate with management and **Those Charged with Governance**:

- The purpose of using an **External Expert** and the scope of the **External Expert's** work.
- The respective roles and responsibilities of the **Member** and the **External Expert** in the performance of the **Professional Activity**.
- Any threats to the **Member's** compliance with the fundamental principles created by using the **External Expert's** work and how they have been addressed.

Documentation

290.19 A1 The **Member** is encouraged to document:

- The steps taken by the **Member** to evaluate the **External Expert's** competence, capabilities and objectivity, and the resulting conclusions.
- Any significant threats identified by the **Member** in using the **External Expert's** work and the actions taken to address the threats.
- The results of any significant discussions with the **External Expert**.

PART 3 – MEMBERS IN PUBLIC PRACTICE

SECTION 300

APPLYING THE CONCEPTUAL FRAMEWORK – MEMBERS IN PUBLIC PRACTICE

Introduction

[Paragraph 300.1 of extant Section 300 remains unchanged.]

300.2 The requirements and application material that apply to **Members in Public Practice** are set out in:

- Part 3 – *Members in Public Practice*, Sections 300 to 399, which applies to all **Members in Public Practice**, whether they provide assurance services or not.
- *Independence Standards* as follows:
 - Part 4A – *Independence for Audit and Review Engagements*, Sections 400 to 899, which applies to **Members in Public Practice** when performing **Audit** and **Review Engagements**.
 - Part 4B – *Independence for Assurance Engagements Other than Audit Engagements, Review Engagements, and Sustainability Assurance Engagements Addressed in Part 5*, Sections 900 to 999, which applies to **Members in Public Practice** when performing **Assurance Engagements** other than **Audit Engagements**, **Review Engagements**, or **Sustainability Assurance Engagements** that are within the scope of the *Independence Standards* in Part 5.
- Part 5 – *Australian Ethics Standards for Sustainability Assurance (including Independence Standards)*, Sections 5100 to 5600, which applies to **Members in Public Practice** when performing **Sustainability Assurance Engagements**.

[Paragraph 300.3 of extant Section 300 remains unchanged.]

Requirements and Application Material

General

[Paragraphs R300.4 to R300.5 of extant Section 300 remain unchanged.]

300.5 A1 Examples of situations in which the provisions in Part 2 apply to a **Member in Public Practice** include:

- Facing a conflict of interest when being responsible for selecting a vendor for the **Firm** when an **Immediate Family** member of the **Member** might benefit financially from the contract. The requirements and application material set out in Section 210 apply in these circumstances.
- Preparing or presenting financial or non-financial, including sustainability, information for the **Member's** client or **Firm**. The requirements and application material set out in Section 220 apply in these circumstances.

- Being offered an **Inducement** such as being regularly offered complimentary tickets to attend sporting events by a supplier of the **Firm**. The requirements and application material set out in Section 250 apply in these circumstances.
- Facing pressure from an **Engagement Partner** to report chargeable hours inaccurately for a client engagement. The requirements and application material set out in Section 270 apply in these circumstances.

[Paragraph 300.5 A2 of extant Section 300 remains unchanged.]

Identifying Threats

300.6 A1 Threats to compliance with the fundamental principles might be created by a broad range of facts and circumstances. The categories of threats are described in paragraph 120.6 A3. The following are examples of facts and circumstances within each of those categories of threats that might create threats for a **Member in Public Practice** when undertaking a **Professional Service**:

- (a) Self-interest Threats:
 - A **Member** having a **Direct Financial Interest** in a client.
 - A **Member** quoting a low fee to obtain a new engagement and the fee is so low that it might be difficult to perform the **Professional Service** in accordance with applicable technical and professional standards for that price.
 - A **Member** having a close business relationship with a client.
 - A **Member** having access to **Confidential Information** that might be used for personal gain.
 - A **Member** discovering a significant error when evaluating the results of a previous **Professional Service** performed by a member of the **Member's Firm**.
 - A **Member** having incentives linked to the outcome of a **Professional Service** to prepare **Sustainability Information**.
- (b) Self-review Threats:
 - A **Member** issuing an assurance report on the effectiveness of the operation of financial systems after implementing the systems.
 - A **Member** having contributed to the preparation of the original data used to generate records that are the subject matter of the **Assurance Engagement**.
- (c) Advocacy Threats:
 - A **Member** promoting the interests of, or shares in, a client.
 - A **Member** acting as an advocate on behalf of a client in litigation or disputes with third parties.
 - A **Member** lobbying in favour of legislation on behalf of a client.
 - A **Member** promoting a particular sustainability-related initiative, product or service on behalf of a client.

- (d) Familiarity Threats:
 - A **Member** having a **Close** or **Immediate Family** member who is a **Director** or **Officer** of the client.
 - A **Director** or **Officer** of the client, or an employee in a position to exert significant influence over the subject matter of the engagement, having recently served as the **Engagement Partner**.
 - An **Audit Team** member having a long association with the **Audit Client**.
 - An individual who is being considered to serve as an appropriate reviewer, as a safeguard to address a threat, having a close relationship with an individual who performed the work.
- (e) Intimidation Threats:
 - A **Member** being threatened with dismissal from a client engagement or the **Firm** because of a disagreement about a professional matter.
 - A **Member** feeling pressured to agree with the judgement of a client because the client has more **Expertise** on the matter in question.
 - A **Member** being informed that a planned promotion will not occur unless the **Member** agrees with an inappropriate accounting treatment or sustainability-related analysis.
 - A **Member** having accepted a significant gift from a client and being threatened that acceptance of this gift will be made public.

Identifying Threats Associated with the Use of Technology

300.6 A2 The following are examples of facts and circumstances relating to the use of technology that might create threats for a **Member in Public Practice** when undertaking a **Professional Activity**:

- Self-interest Threats
 - The data available might not be sufficient for the effective use of the technology.
 - The technology might not be appropriate for the purpose for which it is to be used.
 - The **Member** might not have sufficient information and **Expertise**, or access to an **Expert** with sufficient understanding, to use and explain the technology and its appropriateness for the purpose intended.
- (Ref: Para. 230.2).
- Self-review Threats
 - The technology was designed or developed using the knowledge, **Expertise** or judgement of the **Member** or the **Firm**.

Evaluating Threats

[Paragraphs 300.7 A1 to 300.7 A2 of extant Section 300 remain unchanged.]

The Client and its Operating Environment

300.7 A3 The **Member in Public Practice's** evaluation of the level of a threat might be impacted by whether the client is:

- (a) An **Audit Client** or a **Sustainability Assurance Client** for whom the **Member** performs a **Sustainability Assurance Engagement** within the scope of the Independence Standards in Part 5, and whether that client is a **Public Interest Entity**;
- (b) An **Assurance Client** that is not an **Audit Client** or for whom the **Member** does not perform a **Sustainability Assurance Engagement** within the scope of the Independence Standards in Part 5; or
- (c) A client to whom non-assurance services are provided.

For example, providing a non-assurance service to an **Audit Client** that is a **Public Interest Entity** might be perceived to result in a higher level of threat to compliance with the principle of objectivity with respect to the audit.

[Paragraph 300.7 A4 of extant Section 300 remains unchanged.]

300.7 A4a When preparing or presenting **Sustainability Information**, the **Member's** evaluation of the level of a threat might be impacted by the quantitative and qualitative characteristics of a client's **Value Chain**. For example, the evaluation of a threat to compliance with the principle of professional competence and due care might be impacted if the **Sustainability Information** the **Member** is preparing or presenting comes from multiple suppliers that are geographically dispersed or is prepared in accordance with different reporting frameworks.

The Firm and its Operating Environment

[Paragraphs 300.7 A5 to 300.7 A6 of extant Section 300 remain unchanged.]

Consideration of New Information or Changes in Facts and Circumstances

[Paragraphs 300.7 A7 to 300.7 A8 of extant Section 300 remain unchanged.]

Addressing Threats

[Paragraph 300.8 A1 of extant Section 300 remains unchanged.]

Examples of Safeguards

[Paragraphs 300.8 A2 to 300.8 A3 of extant Section 300 remain unchanged.]

Appropriate Reviewer

[Paragraph 300.8 A4 of extant Section 300 remains unchanged.]

Communicating with Those Charged with Governance

[Paragraphs R300.9 to 300.9 A1 of extant Section 300 remain unchanged.]

300.9 A2 Examples of a subgroup of **Those Charged with Governance** include an audit committee, another committee tasked with oversight of **Sustainability Information**, or an individual member of **Those Charged with Governance**.

[Paragraphs R300.10 to 300.10 A1 of extant Section 300 remain unchanged.]

SECTION 310

CONFLICTS OF INTEREST

Introduction

[Paragraphs 310.1 to 310.3 of extant Section 310 remain unchanged.]

Requirements and Application Material

General

R310.4 A Member in Public Practice shall not allow a conflict of interest to compromise professional or business judgement.

310.4 A1 Examples of circumstances that might create a conflict of interest include:

- Providing a transaction advisory service to a client seeking to acquire an **Audit Client**, where the **Firm** has obtained **Confidential Information** during the course of the audit that might be relevant to the transaction.
- Providing advice to two clients at the same time where the clients are competing to acquire the same company and the advice might be relevant to the parties' competitive positions.
- Providing services to a seller and a buyer in relation to the same transaction.
- Preparing valuations of assets for two parties who are in an adversarial position with respect to the assets.
- Representing two clients in the same matter who are in a legal dispute with each other, such as during divorce proceedings, or the dissolution of a partnership.
- In relation to a license agreement, providing an assurance report for a licensor on the royalties due while advising the licensee on the amounts payable.
- Advising a client to invest in a business in which, for example, the spouse of the **Member in Public Practice** has a **Financial Interest**.
- Providing strategic advice to a client on its competitive position while having a joint venture or similar interest with a major competitor of the client.
- Advising a client on acquiring a business which the **Firm** is also interested in acquiring.
- Advising a client on buying a product or service while having a royalty or commission agreement with a potential seller of that product or service.
- Preparing or presenting **Sustainability Information** for a client while also being in a leadership position at a sustainability advocacy group that publicly challenges the client's sustainability targets or practices.

[Paragraphs R310.5 to R310.13 of extant Section 310 remain unchanged.]

SECTION 320

PROFESSIONAL APPOINTMENTS

Introduction

[Paragraphs 320.1 to AUST 320.2.1 of extant Section 320 remain unchanged.]

Requirements and Application Material

Client and Engagement Acceptance

General

320.3 A1 Threats to compliance with the principles of integrity or professional behaviour might be created, for example, from questionable issues associated with the client (its owners, management or activities). Issues that, if known, might create such a threat include client involvement in illegal activities, dishonesty, questionable financial or non-financial, including sustainability, reporting practices or other unethical behaviour.

[Paragraphs 320.3 A2 to 320.3 A3 of extant Section 320 remain unchanged.]

320.3 A4 Factors that are relevant in evaluating the level of such a threat include:

- An appropriate understanding of:
 - The nature of the client's business;
 - The complexity of its operations;
 - The quantitative and qualitative characteristics of the client's **Value Chain**, where applicable;
 - The requirements of the engagement; and
 - The purpose, nature and scope of the work to be performed.
- Knowledge of relevant industries or subject matter.
- Experience with relevant regulatory or reporting requirements.
- Policies and procedures that the **Firm** has implemented, as part of a system of quality management in accordance with quality management standards such as APES 320 *Quality Management for Firms that provide Non-Assurance Services* or **ASQM 1**, that respond to quality risks relating to the **Firm's** ability to perform the engagement in accordance with professional standards and applicable legal and regulatory requirements.
- The level of fees and the extent to which they have regard to the resources required, taking into account the **Member's** commercial and market priorities.

[Paragraph 320.3 A5 of extant Section 320 remains unchanged.]

Changes in a Professional Appointment

General

[Paragraphs R320.4 to 320.4 A4 of extant Section 320 remain unchanged.]

Communicating with the Existing or Predecessor Accountant

[Paragraphs 320.5 A1 to R320.6 of extant Section 320 remain unchanged.]

Communicating with the Proposed Accountant

[Paragraphs R320.7 to 320.7 A2 of extant Section 320 remain unchanged.]

Changes in Audit or Review Appointments

[Paragraph R320.8 of extant Section 320 remains unchanged.]

Client and Engagement Continuance

R320.9 For a recurring client engagement, a Member in Public Practice shall periodically review whether to continue with the engagement.

320.9 A1 Potential threats to compliance with the fundamental principles might be created after acceptance which, had they been known earlier, would have caused the Member in Public Practice to decline the engagement. For example, a self-interest threat to compliance with the principle of integrity might be created by improper earnings management, balance sheet valuations or sustainability materiality assessments.

Using the Work of an Expert

R320.10 When a Member in Public Practice intends to use the work of an expert in the course of undertaking a Professional Activity, the Member shall determine whether the use is appropriate for the intended purpose.

320.10 A1 For the purposes of this section, the work of an External Expert is excluded. When a Member in Public Practice intends to use the work of an External Expert, the requirements and application material set out in Section 390 apply.

320.10 A2 Factors to consider when a Member in Public Practice intends to use the work of an expert include:

- The reputation and Expertise of, and the resources available to, the expert.
- Whether the expert is subject to applicable professional and ethics standards.

Such information might be gained from prior association with, or from consulting others about, the expert.

Using the Output of Technology

[Paragraph R320.11 of extant Section 320 remains unchanged.]

320.11 A1 Factors to consider when a Member in Public Practice intends to use the output of technology include:

- The nature of the activity to be performed by the technology.
- The expected use of, or extent of reliance on, the output of the technology.
- Whether the Member has the ability, or access to an Expert with the ability, to understand, use and explain the technology and its appropriateness for the purpose intended.
- Whether the technology used has been appropriately tested and evaluated for the purpose intended.

- Prior experience with the technology and whether its use for specific purposes is generally accepted.
- The **Firm's** oversight of the design, development, implementation, operation, maintenance, monitoring, updating or upgrading of the technology.
- The controls relating to the use of the technology, including procedures authorising user access to the technology and overseeing such use.
- The appropriateness of the inputs to the technology, including data and any related decisions, and decisions made by individuals in the course of using the technology.

Other Considerations

320.12 A1 When a **Member in Public Practice** is considering using the work of experts or the output of technology, a consideration is whether the **Member** is in a position within the **Firm** to obtain information in relation to the factors necessary to determine whether such use is appropriate.

SECTION 330

FEES AND OTHER TYPES OF REMUNERATION

Introduction

[Paragraphs 330.1 to 330.2 of extant Section 330 remain unchanged.]

Requirements and Application Material

Level of Fees

[Paragraphs 330.3 A1 to 330.3 A4 of extant Section 330 remain unchanged.]

Contingent Fees

[Paragraph 330.4 A1 of extant Section 330 remains unchanged.]

330.4 A2 Factors that are relevant in evaluating the level of such threats include:

- The nature of the engagement.
- The range of possible fee amounts.
- The basis or metrics for determining the fee.
- Disclosure to intended users of the work performed by the [Member in Public Practice](#) and the basis of remuneration.
- Quality management policies and procedures.
- Whether an independent third party is to review the outcome or result of the transaction.
- Whether the level of the fee is set by an independent third party such as a regulatory body.

[Paragraphs 330.4 A3 to 330.6 A1 of extant Section 330 remain unchanged.]

SECTION 360

RESPONDING TO NON-COMPLIANCE WITH LAWS AND REGULATIONS

Introduction

[Paragraphs 360.1 to 360.2 of extant Section 360 remain unchanged.]

360.3 A [Member in Public Practice](#) might encounter or be made aware of NOCLAR or suspected NOCLAR in the course of providing a [Professional Service](#) to a client. This section guides the [Member](#) in assessing the implications of the matter and the possible courses of action when responding to NOCLAR or suspected NOCLAR with:

- (a) Laws and regulations generally recognised to have a direct effect on the determination of material amounts and disclosures in the client's [Financial Statements](#) or [Sustainability Information](#); and
- (b) Other laws and regulations that do not have a direct effect on the determination of the amounts and disclosures in the client's [Financial Statements](#) or [Sustainability Information](#), but compliance with which might be fundamental to the operating aspects of the client's business, to its ability to continue its business, or to avoid material penalties.

Objectives of the Member in Public Practice in Relation to NOCLAR

[Paragraph 360.4 of extant Section 360 remains unchanged.]

Requirements and Application Material

General

[Paragraph 360.5 A1 of extant Section 360 remains unchanged.]

360.5 A2 Examples of laws and regulations which this section addresses include those that deal with:

- Fraud, corruption and bribery.
- Money laundering, terrorist financing and proceeds of crime.
- Securities markets and trading.
- Banking and other financial products and services.
- Data protection.
- Tax and pension liabilities and payments.
- Environmental protection.
- Public health and safety.
- Protection of human rights.
- Labor conditions and rights of employees.
- Consumer rights.

360.5 A3 NOCLAR might result in fines, litigation or other consequences for the client, potentially materially affecting its **Financial Statements** or **Sustainability Information**. Importantly, such NOCLAR might have wider public interest implications in terms of potentially substantial harm to investors, creditors, employees or the general public. For the purposes of this section, an act that causes substantial harm is one that results in serious adverse consequences to any of these parties in financial or non-financial terms. Examples include the perpetration of a fraud resulting in significant financial losses to investors, and breaches of environmental laws and regulations endangering the health or safety of employees or the public.

[Paragraphs R360.6 to 360.7 A3 of extant Section 360 remain unchanged.]

Responsibilities of Management and Those Charged with Governance

[Paragraph 360.8 A1 of extant Section 360 remains unchanged.]

Responsibilities of All Members in Public Practice

[Paragraph R360.9 of extant Section 360 remains unchanged.]

Audits of Financial Statements

Obtaining an Understanding of the Matter

[Paragraphs R360.10 to R360.12 of extant Section 360 remain unchanged.]

Addressing the Matter

[Paragraphs R360.13 to 360.15 A1 of extant Section 360 remain unchanged.]

Communication with Respect to Groups

[Paragraphs R360.16 to 360.18 A1 of extant Section 360 remain unchanged.]

Communicating the Matter to the Client's Sustainability Assurance Practitioner

R360.18a Unless prohibited from doing so by law or regulation, the **Member** shall communicate the **NOCLAR** or suspected **NOCLAR** to the client's **Sustainability Assurance Practitioner(s)** performing a **Sustainability Assurance Engagement** that is within the scope of the Independence Standards in Part 5, when the client is also:

- (a) **A Sustainability Assurance Client of the Firm**; or
- (b) **A Group Component of a Sustainability Assurance Client of the Firm**.

The communication shall be made in accordance with the **Firm's** protocols or procedures. In the absence of such protocols and procedures, it shall be made directly to the **Engagement Leader** responsible for the **Sustainability Assurance Engagement**.²

² In Australia, the *Corporations Act 2001* specifies that a **Sustainability Assurance Engagement** performed to meet Chapter 2M requirements is required to be performed by the entity's auditor (who also performs the audit of the entity's **Financial Statements**).

R360.18b The **Member** shall consider whether to communicate the NOCLAR or suspected NOCLAR to the client's **Sustainability Assurance Practitioner(s)** performing a **Sustainability Assurance Engagement** that is within the scope of the Independence Standards in Part 5, when the client is:

- (a) Also a **Sustainability Assurance Client**, or a **Group Component of a Sustainability Assurance Client**, of a **Network Firm**. Where the communication is made, it shall be made in accordance with the **Network's** protocols or procedures. In the absence of such protocols and procedures, it shall be made directly to the **Engagement Leader** responsible for the **Sustainability Assurance Engagement**; or
- (b) Not a **Sustainability Assurance Client**, or a **Group Component of a Sustainability Assurance Client**, of the **Firm** or a **Network Firm**.

Relevant Factors to Consider

360.18b A1 Factors relevant to considering the communication in accordance with paragraph R360.18b include:

- Whether doing so would be contrary to law or regulation.
- Whether there are restrictions about disclosure imposed by a regulatory agency or prosecutor in an ongoing investigation into the NOCLAR or suspected NOCLAR.
- Whether management or **Those Charged with Governance** have already informed the client's **Sustainability Assurance Practitioner(s)** about the matter.

Purpose of Communication

360.18b A2 In the circumstances addressed in paragraphs R360.18a and R360.18b, the purpose of the communication is to enable:

- (a) The **Engagement Leader** to be informed about the NOCLAR or suspected NOCLAR and to determine whether and, if so, how to address it in accordance with the provisions of Part 5; and
- (b) The **Engagement Partner** and the **Sustainability Assurance Practitioner** to discuss and coordinate to the extent necessary relevant actions pursuant to the provisions in this section and Section 5360, respectively.

[Paragraphs R360.19 to 360.40 A1 of extant Section 360 remain unchanged.]

SECTION 380

TAX PLANNING SERVICES

Introduction

[Paragraphs 380.1 to 380.3 of extant Section 380 remain unchanged.]

Requirements and Application Material

General

Members in Public Practices' Public Interest Role in Relation to Tax Planning Services

380.4 A1 **Members in Public Practice** play an important role in tax planning by contributing their **Expertise** to assist clients in meeting their tax planning goals while complying with tax laws and regulations. In doing so, **Members** help to facilitate a more efficient and effective operation of a jurisdiction's tax system, which is in the public interest.

380.4 A2 Clients are entitled to organise their affairs for tax planning purposes. While there are a variety of ways to achieve such purposes, clients have a responsibility to pay taxes as determined by the relevant tax laws and regulations. In this regard, **Members in Public Practice's** role is to use their **Expertise** to assist their clients in achieving their tax planning goals and meeting their tax obligations. However, when **Members** provide such assistance, it might involve certain tax minimisation arrangements that, although not prohibited by tax laws and regulations, might create threats to compliance with the fundamental principles.

[Paragraph 380.4 A3 of extant Section 380 remains unchanged.]

Description of Tax Planning Services

[Paragraphs 380.5 A1 to 380.5 A4 of extant Section 380 remain unchanged.]

Related Services

[Paragraphs 380.6 A1 to 380.6 A2 of extant Section 380 remain unchanged.]

Compliance with Laws and Regulations

[Paragraph 380.7 A1 of extant Section 380 remains unchanged.]

Anti-avoidance Laws and Regulations

[Paragraph R380.8 of extant Section 380 remains unchanged.]

Non-compliance with Tax Laws and Regulations

[Paragraph 380.8 A1 of extant Section 380 remains unchanged.]

Responsibilities of Management and Those Charged with Governance

[Paragraph 380.9 A1 of extant Section 380 remains unchanged.]

Responsibilities of All Members in Public Practice

[Paragraphs R380.10 to 380.11 A1 of extant Section 380 remain unchanged.]

Basis for Recommending or otherwise Advising on a Tax Planning Arrangement

[Paragraphs R380.12 to 380.12 A1 of extant Section 380 remain unchanged.]

AUST 380.12 A1.1 For tax planning arrangements that require advice or recommendations in respect of Australian tax laws and regulations, a credible basis means a reasonably arguable position as defined in section 284-15 of the *Taxation Administration Act 1953*.

[Paragraphs 380.12 A2 to R380.13 of extant Section 380 remain unchanged.]

Consideration of the Overall Tax Planning Recommendation or Advice

[Paragraphs R380.14 to R380.15 of extant Section 380 remain unchanged.]

Tax Planning Arrangements Involving Multiple Jurisdictions

[Paragraphs 380.16 A1 to 380.16 A2 of extant Section 380 remain unchanged.]

Circumstances of Uncertainty

[Paragraphs 380.17 A1 to 380.18 A1 of extant Section 380 remain unchanged.]

Potential Threats Arising from Providing a Tax Planning Service

[Paragraph 380.19 A1 of extant Section 380 remains unchanged.]

380.19 A2 Factors that are relevant in evaluating the level of such threats include:

- The degree of transparency of the client, including, where applicable, the identity of the ultimate beneficiaries.
- Whether the tax planning arrangement has a clear economic purpose and substance based on the underlying business transaction or circumstances.
- The nature and complexity of the underlying business transaction or circumstances.
- The complexity or clarity of the relevant tax laws and regulations.
- Whether the **Member in Public Practice** knows, or has reason to believe, that the tax planning arrangement would be contrary to the intent of the relevant tax legislation.
- The number of jurisdictions involved and the nature of their tax regimes.
- The extent of the **Member in Public Practice's Expertise** in the relevant tax areas.
- The significance of the potential tax savings.
- The nature and amount of the fee for the tax planning service.
- The extent to which the **Member in Public Practice** is aware that the tax planning arrangement reflects an established practice that has not been challenged by the relevant tax authorities.
- Whether there is pressure being exerted by the client or another party on the **Member in Public Practice**.
- The degree of urgency in implementing the tax planning arrangement.

- Whether it is a tax planning arrangement used for multiple clients with little modification for the client's specific circumstances.
- The known previous behaviour or reputation of the client, including its organisational culture.

380.19 A3 Examples of actions that might eliminate such threats include:

- Referring the client to an expert outside the **Member in Public Practice's Firm** who has the necessary **Expertise** to advise the client on the tax planning arrangement.
- Advising the client to structure the tax planning arrangement so that it is consistent with an existing interpretation or ruling issued by the relevant tax authorities.
- Obtaining an advance ruling from the relevant tax or other authorities, where possible.
- Advising the client not to pursue the tax planning arrangement.

[Paragraphs 380.19 A4 to 380.26 A2 of extant Section 380 remain unchanged.]

SECTION 390

USING THE WORK OF AN EXTERNAL EXPERT

Introduction

390.1 **Members in Public Practice** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 120 to identify, evaluate and address threats.

390.2 A **Member in Public Practice** might use the work of an **External Expert** in the performance of a **Professional Service**. Using the work of such an **External Expert** might create threats to compliance with the fundamental principles, particularly the principles of integrity, objectivity and professional competence and due care.

390.3 This section sets out requirements and application material relevant to applying the conceptual framework in relation to using the work of an **External Expert**. Section 5390 addresses using the work of an **External Expert** in **Sustainability Assurance Engagements** or other **Professional Services** provided to the same **Sustainability Assurance Client**. Other professional standards might address the competence, capabilities and objectivity of an **External Expert** as factors that significantly affect whether the work of the **External Expert** will be adequate for the **Member in Public Practice's** purposes.

Requirements and Application Material

General

390.4 A1 A self-interest threat to compliance with the principles of integrity and professional competence and due care is created if a **Member in Public Practice** performs a **Professional Service** for which the **Member** has insufficient **Expertise**.

390.4 A2 An action that might be a safeguard to address such a threat is to use the work of an **External Expert** for the **Professional Service** who has the competence, capabilities and objectivity to deliver the work needed for such service.

390.4 A3 An **External Expert** might be used to undertake specific work to support a **Professional Service** provided by a **Member in Public Practice**. Such work can be in a field that is well-established or emerging. Examples of such work include:

- The valuation of assets such as complex financial instruments, land and buildings, plant and machinery, jewellery, works of art, antiques, intangible assets, assets acquired in business combinations, and assets that may have been impaired.
- The valuation of liabilities such as those assumed in business combinations, those from actual or threatened litigation, environmental liabilities, complex financial instruments, site clean-up liabilities, and those associated with insurance contracts or employee benefit plans.
- The calculation of greenhouse gas emissions.
- The measurement of pollutants emitted to air, water and soil.
- The assessment of forward-looking information about the decarbonisation plans of an entity.
- The assessment of the application of offsetting mechanisms for an entity, such as for carbon or biodiversity.

- The valuation of products and materials designed along principles for a sustainable economy.
- The estimation of oil and gas reserves.
- The interpretation of contracts, laws and regulations, including tax and labour laws and regulations.
- The assessment and evaluation of IT systems, including those related to cybersecurity.

390.4 A4 This section does not apply to:

- (a) The use of the work of an **Expert** employed or engaged by the client to assist the client in preparing the financial or non-financial information. Such work is deemed to be information provided by management;
- (b) The use of the work of individuals or organisations that are engaged by the **Member in Public Practice** and are under the **Member's** direction, supervision and review, for example, subcontractors; and
- (c) The use of information provided by individuals or organisations that are external information sources for general use. Examples of those information sources include those that provide industry or other benchmarking data or studies, such as information about employment statistics including hours worked and compensation per week by geographical area, real estate prices, carbon emissions by vehicle type, mortality tables, or other datasets for general use.

390.4 A5 This section does not address a **Member in Public Practice's** evaluation of the adequacy of an **External Expert's** work for purposes of a **Professional Service** undertaken by the **Member**, and the implications for the engagement if the **Member** determines that such work is not adequate. Such implications might be addressed in other professional standards.

Agreeing the Terms of Engagement with an External Expert

All Professional Services

R390.5 If the **Member in Public Practice** has determined to use an **External Expert** for a **Professional Service** and has identified an **External Expert** for such purpose, the **Member** shall, to the extent not otherwise addressed by law, regulation or other professional standards, agree the terms of engagement with the **External Expert**, including:

- (a) The nature, scope and objectives of the work to be performed by the **External Expert**; and
- (b) In the context of **Audit, Review** or other assurance engagements:
 - (i) The provision of information in writing for purposes of assisting the **Member's** evaluation of the **External Expert's** objectivity; and
 - (ii) A commitment from the **External Expert** to communicate any changes to the information provided during the period covered by the audit, review or other assurance report through to the issuance of that report.

390.5 A1 In agreeing the terms of engagement, matters that the **Member in Public Practice** might discuss with the **External Expert** include:

- The intended use and timing of the **External Expert's** work.
- The **External Expert's** planned approach to the work.

- Expectations regarding:
 - The confidentiality of the **External Expert's** work and the inputs to that work.
 - The information to be provided by the **External Expert** and the nature of such information.
 - The content and format of the **External Expert's** completed work, including any assumptions made and limitations to that work.
 - The fees for the **External Expert's** work.
 - The **External Expert's** communication of any non-compliance or suspected non-compliance with laws and regulations committed by the client, or by **Those Charged with Governance**, management or others working for or under the direction of the client, of which the **External Expert** becomes aware when performing the work.

390.5 A2 A self-interest, self-review, familiarity or advocacy threat to compliance with the principles of integrity, objectivity and professional competence and due care might be created if a **Member in Public Practice** uses an **External Expert** who does not have the necessary competence, capabilities or objectivity to deliver the work needed for the particular **Professional Service**.

Evaluating the External Expert's Competence, Capabilities, and Objectivity

All Professional Services

R390.6 **The Member in Public Practice shall evaluate whether the External Expert has the necessary competence for the Member's purpose.**

390.6 A1 Competence relates to the nature and level of **Expertise** of the **External Expert**.

390.6 A2 Factors that are relevant in evaluating whether the **External Expert** has the necessary competence include:

- Whether the **External Expert's** credentials, education, training, experience and reputation are relevant to, or consistent with, the nature of the work to be performed.
- Whether the **External Expert** belongs to a relevant professional body or is subject to oversight by a regulatory body or other authority, and, if so, whether the **External Expert** is in good standing.
- Whether any disciplinary actions have been published by a regulatory body or other authority relating to the **External Expert's** competence.
- Whether the **External Expert's** work is subject to legal and regulatory requirements or professional standards issued by a recognised body, or follows generally accepted principles or practices in the **External Expert's** field or area of **Expertise**.
- Whether the **External Expert** can explain their work, including the inputs, assumptions and methodologies used.
- Whether the **External Expert** has a history of performing similar work.

R390.7 **The Member in Public Practice shall evaluate whether the External Expert has the necessary capabilities for the Member's purpose.**

390.7 A1 Capabilities relates to the ability of the **External Expert** to exercise their competence in the circumstances of the **Professional Service**.

390.7 A2 Factors that are relevant in evaluating whether the **External Expert** has the necessary capabilities include:

- The resources available to the **External Expert**.
- Whether the **External Expert** has sufficient time to perform the work.

R390.8 **The Member in Public Practice shall evaluate whether the External Expert has the necessary objectivity for the Member's purpose.**

390.8 A1 Objectivity relates to the possible effects that bias, conflict of interest, or the undue influence of, or undue reliance on, others might have on the professional or business judgement of the **External Expert**.

390.8 A2 Factors that are relevant in identifying threats to the objectivity of the **External Expert** for the period during which the **External Expert** is performing the work include:

- Whether the **External Expert** or their employing organisation has an actual or potential conflict of interest in relation to the work the **External Expert** is performing at the entity.
- Whether the **Member in Public Practice** is aware of any potential bias that might affect the **External Expert's** work.
- Whether the **External Expert** is charging a **Contingent Fee**, and if so, the basis for such fee.³
- Whether the **External Expert** will evaluate or rely on any previous judgements made or activities performed by the **External Expert** or their employing organisation in relation to the subject matter of the **External Expert's** work.

390.8 A3 The **External Expert's** employing organisation is the entity that directly employs the **Expert**, regardless of the legal form of the employment, and does not extend to other entities that might control, or are otherwise related to, the employing organisation.

390.8 A4 Examples of previous judgements made or activities performed by an **External Expert** or their employing organisation that might create a self-review threat to the **External Expert's** objectivity include:

- Having advised the entity on the matter for which the **External Expert** is performing the work.
- Having produced data or other information, or having designed, developed, implemented, operated, maintained, monitored, updated or upgraded an IT system, for the entity which is then used by the **External Expert** in performing the work or is the subject of that work.

390.8 A5 Factors that are relevant in evaluating the level of such threats to the **External Expert's** objectivity include:

- The existence of conditions, policies and procedures established by the **External Expert's** profession, legislation, regulation, or the **External Expert's** employing organisation, including whether the **External Expert** is subject to ethics standards issued by a body responsible for issuing such standards in the **External Expert's** field of **Expertise**.
- The nature and scope of the **External Expert's** work.
- The existence and adequacy of any quality management system employed by the **External Expert**.

³ **Members in Public Practice** are prohibited from receiving a **Contingent Fee** or entering into a **Contingent Fee** arrangement in specific engagement circumstances as outlined in paragraph AUST R330.4.1 of the **Code**.

390.8 A6 Examples of actions that might be safeguards to address threats to an **External Expert's** objectivity include:

- Consulting with qualified personnel, or a professional outside the **Member in Public Practice's Firm**, who have the necessary **Expertise** to evaluate the **External Expert's** work for the intended purpose.
- Requesting the **External Expert** to take steps to address a conflict of interest, for example, implementing measures to segregate the work from such conflict of interest.
- Restructuring or reassigning the part of the **External Expert's** work giving rise to the threat to another **External Expert**.

Sources of Information

390.9 A1 Information about the **External Expert's** competence, capabilities and objectivity might be obtained from various sources, including:

- Personal association or experience with previous work undertaken by the **External Expert**.
- Inquiry of others within or outside the **Member in Public Practice's Firm** who are familiar with the **External Expert's** work.
- Discussion with the **External Expert** about their background, including their field of **Expertise** and business activities.
- Inquiry of the **External Expert's** professional body or industry association.
- Articles, papers or books written by the **External Expert** and published by a recognised publisher or in a recognised journal or other medium.
- Published records, such as legal proceedings involving the **External Expert**.
- Inquiry of the client and, if different, the entity at which the **External Expert** is performing the work regarding any interests and relationships between the **External Expert** and the client or the entity.
- The system of quality management of the **Member in Public Practice's Firm**.

Additional Considerations when Evaluating Competence, Capabilities and Objectivity

390.10 A1 Evaluating whether an **External Expert** has the necessary competence, capabilities and objectivity for the **Member in Public Practice's** purpose involves exercising professional judgement and using the reasonable and informed third party test.

390.10 A2 A **Member in Public Practice** might face pressure to breach the fundamental principles if the **Member** encounters difficulties in concluding, or is unable to conclude, that the **External Expert** has the necessary competence, capabilities and objectivity for the **Member's** purpose when the **External Expert** has already performed a significant portion of their work. In such circumstances, Section 270 is relevant in considering how to address such pressure.

Additional Objectivity Considerations for Audit Engagements, Review Engagements and Other Assurance Engagements Outside the Scope of Part 5

390.11 A1 Stakeholders have heightened expectations regarding the objectivity of an **External Expert** whose work is used in an **Audit Engagement**, **Review Engagement** or other assurance engagement outside the scope of Part 5. Therefore, paragraphs R390.12 to R390.19 set out further actions in evaluating the objectivity of an **External Expert** in such engagements, pursuant to paragraph R390.8.

Audit and Review Engagements for Clients that are Not Public Interest Entities and All Other Assurance Engagements Outside the Scope of Part 5

R390.12 The Member in Public Practice shall request the External Expert to provide in writing:

- (A) To the best of their knowledge and belief;
- (B) In relation to the entity at which the External Expert is performing the work; and
- (C) From the beginning of the period covered by the audit, review or other assurance report until the completion of the External Expert's work,

information about:

- (a) Any Direct Financial Interest or material Indirect Financial Interest in the entity held by the External Expert, their Immediate Family, or the External Expert's employing organisation;
- (b) Any actual or potential conflict of interest the External Expert, their Immediate Family or the External Expert's employing organisation might have in relation to the work the External Expert is performing at the entity; and
- (c) Any previous or current engagements between the External Expert or their employing organisation and the entity.

R390.13 The Member in Public Practice shall also consider requesting the External Expert to provide in writing:

- (a) To the best of their knowledge and belief; and
- (b) From the beginning of the period covered by the audit, review or other assurance report until the completion of the External Expert's work,

information about any additional interests, relationships or circumstances between the External Expert, their Immediate Family or the External Expert's employing organisation and the entity at which the External Expert is performing the work.

390.13 A1 In addition to the interests, relationships or circumstances in paragraph R390.13, paragraph R390.14 sets out other interests, relationships or circumstances between the External Expert, their Immediate Family or the External Expert's employing organisation and the entity at which the External Expert is performing the work.

390.13 A2 Factors that are relevant in determining whether to request information about any additional interests, relationships or circumstances from the External Expert include:

- The scale of the External Expert's practice.
- The range of services offered by the External Expert.
- How long the External Expert has been practicing.
- The complexity of the External Expert's work.
- The impact of the External Expert's work on the Member in Public Practice's engagement.

For example, the larger the External Expert's practice, the broader its range of services, or the longer it has been practicing, the greater the possibility that there might be additional interests, relationships or circumstances between the External Expert or their employing organisation and the entity.

R390.14 The **Member in Public Practice** shall request the **External Expert** to provide in writing:

- (A) To the best of their knowledge and belief;
- (B) In relation to the entity at which the **External Expert** is performing the work; and
- (C) From the beginning of the period covered by the audit or review report until the completion of the **External Expert's** work,

information about:

- (a) Any **Direct Financial Interest** or material **Indirect Financial Interest** in the entity held by the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation;
- (b) Any loan, or guarantee of a loan, made to the entity by the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation, other than where the loan or guarantee is immaterial to the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation, as applicable, and the entity;
- (c) Any loan, or guarantee of a loan, accepted by the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation from the entity if it is a bank or similar institution, other than where the loan or guarantee is made under normal lending procedures, terms and conditions;
- (d) Any loan, or guarantee of a loan, accepted by the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation from the entity if it is not a bank or similar institution, other than where the loan or guarantee is immaterial to the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation, as applicable, and the entity;
- (e) Any close business relationship between the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation and the entity or its management, other than where the **Financial Interest**, if any, is immaterial and the business relationship is insignificant to the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation, as applicable, and the entity or its management;
- (f) Any previous or current engagements between the **External Expert** or their employing organisation and the entity;
- (g) Any fee or **Contingent Fee**⁴ or dependency on fees or other types of remuneration due to or recently received by the **External Expert** or their employing organisation from the entity;
- (h) Any gifts or other benefits accepted by the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation from the entity other than those that are trivial and inconsequential;
- (i) Any actual or potential litigation between the **External Expert** or their employing organisation and the entity;
- (j) Any position currently or previously held by the **External Expert** as a **Director**, **Officer** or employee of the entity;

⁴ Members in Public Practice are prohibited from receiving a **Contingent Fee** or entering into a **Contingent Fee** arrangement in specific engagement circumstances as outlined in paragraph AUST R330.4.1 of the **Code**.

- (k) Any position currently or previously held by the **External Expert's Immediate Family** or by management of the **External Expert's employing organisation** as a **Director** or **Officer** of the entity, or an employee in a position to exert significant influence over the preparation of the entity's financial or non-financial information on which the **Member** will express an opinion or conclusion, or the records underlying such information;
- (l) Any previous public statements by the **External Expert** or their employing organisation which advocated for the entity;
- (m) The nature and extent of any interests and relationships between the controlling owners, if any, of the **External Expert's employing organisation** and the entity; and
- (n) Any actual or potential conflict of interest the **External Expert**, their **Immediate Family** or the **External Expert's employing organisation** might have in relation to the work the **External Expert** is performing at the entity; and

with respect to the length of the relationship of the **External Expert** and their employing organisation with the entity:

- (o) How long the association has been.

Considerations Relating to an External Expert's Team and Where the Client is Not the Entity at Which the External Expert is Performing the Work

All audit engagements, review engagements, and other assurance engagements outside the scope of Part 5

R390.15 Where the **External Expert** uses a team to carry out the work, the **Member in Public Practice** shall request the **External Expert** to have all members of the **External Expert's team** provide in writing the information set out in paragraphs R390.12 to R390.14, as applicable, in relation to the entity at which the **External Expert** is performing the work.

R390.16 Where the **Member in Public Practice's** client is not the entity at which the **External Expert** is performing the work, the **Member** shall also request the **External Expert** to provide in writing:

- (A) To the best of their knowledge and belief;
- (B) In relation to the client; and
- (C) From the beginning of the period covered by the audit, review or other assurance report until the completion of the **External Expert's** work,

information about:

- (a) Any **Direct Financial Interest** or material **Indirect Financial Interest** in the client held by the **External Expert**, their **Immediate Family**, or the **External Expert's employing organisation**;
- (b) Any actual or potential conflict of interest the **External Expert**, their **Immediate Family** or the **External Expert's employing organisation** might have with the client; and
- (c) Any previous or current engagements between the **External Expert** or their employing organisation and the client.

R390.17 The Member in Public Practice shall also consider requesting the External Expert to provide in writing:

- (a) To the best of their knowledge and belief; and
- (b) From the beginning of the period covered by the audit, review or other assurance report until the completion of the External Expert's work,

information about any additional interests, relationships or circumstances between the External Expert, their Immediate Family or the External Expert's employing organisation and the client.

390.17 A1 In addition to the interests, relationships or circumstances in paragraph R390.17, paragraph R390.14 sets out other interests, relationships or circumstances between the External Expert, their Immediate Family or the External Expert's employing organisation and the client.

390.17 A2 Factors that are relevant in determining whether to request information about any additional interests, relationships or circumstances from the External Expert include:

- The scale of the External Expert's practice.
- The range of services offered by the External Expert.
- How long the External Expert has been practicing.
- Whether the client is a Public Interest Entity.
- The nature of the relationship between the client and the entity at which the External Expert is performing the work.
- The scale and complexity of the client's operations.
- The complexity of the External Expert's work.
- The impact of the External Expert's work on the Member in Public Practice's engagement.

For example, the larger the External Expert's practice, the broader its range of services, or the longer it has been practicing, the greater the possibility that there might be additional interests, relationships or circumstances between the External Expert or their employing organisation and the entity.

390.17 A3 Information about interests, relationships or circumstances between the External Expert or their employing organisation and the client might be obtained from inquiry of the client, if the circumstances of the engagement permit disclosure of the use of the External Expert to the client.

Potential Threats to the External Expert's Objectivity

390.18 A1 Self-interest, familiarity or intimidation threats to the External Expert's objectivity might be created by the interests, relationships or circumstances disclosed pursuant to paragraphs R390.12 to R390.17, as applicable.

390.18 A2 Factors that are relevant in evaluating the level of such threats to the External Expert's objectivity include, in addition to those set out in paragraph 390.8 A5:

- Whether the Financial Interest is direct or indirect, and whether such Financial Interest is material to the External Expert, their Immediate Family, or the External Expert's employing organisation, as applicable.
- Whether the Financial Interest allows the External Expert, their Immediate Family, or the External Expert's employing organisation, as applicable, to control or significantly influence the entity at which the External Expert is performing the work.

- The materiality or significance of the close business relationship between the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation, as applicable, and the entity or its management.
- The significance of any fees due to or recently received by the **External Expert** or their employing organisation from the entity.
- The role of the individual within the **External Expert's** team.
- The nature and value of the gifts or other benefits to the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation.
- The materiality or significance of the litigation and whether the litigation relates to prior work performed by the **External Expert** at the entity.
- The length of time since the **External Expert** left the entity as a **Director**, **Officer** or employee of the entity.
- The position in the entity held by the **External Expert's** **Immediate Family** or the management of the **External Expert's** employing organisation.
- The nature of any advocacy for the entity if the **External Expert** or their employing organisation made any previous statement advocating for the entity.

390.18 A3 Examples of actions that might eliminate the threats to the **External Expert's** objectivity include requesting the **External Expert** to:

- End the close business relationship.
- Remove the individual concerned from the **External Expert's** team.
- Decline the gifts or other benefits offered by the entity.

390.18 A4 Examples of actions that might be safeguards to address the threats to the **External Expert's** objectivity include, in addition to those set out in paragraph 390.8 A6, requesting the **External Expert** to:

- Dispose of enough of the **Financial Interest** so that the remaining interest is no longer material.
- Reduce the significance of the close business relationship.
- Structure the responsibilities of the individual concerned so that they do not deal with matters that are within the responsibility of the **Immediate Family** member who is serving as a **Director** or **Officer** of the entity, or an employee in a position to exert significant influence over the preparation of the entity's financial or non-financial information on which the **Member in Public Practice** will express an opinion or conclusion, or the records underlying such information.
- Returning the gifts or other benefits to the entity as soon as possible after they were accepted.

Consideration of New Information or Changes in Facts or Circumstances

All Professional Services

R390.19 The **Member in Public Practice** shall re-evaluate whether the **External Expert** has the necessary competence, capabilities and objectivity for the **Member's** purpose when new information or changes in facts and circumstances arise.

Audit, Review and Other Assurance Engagements

R390.20 The **Member in Public Practice** shall re-evaluate whether the **External Expert** has the necessary objectivity for the **Member's** purpose when there are any changes communicated pursuant to paragraph R390.5(b)(ii) that might arise during the period covered by the audit, review or other assurance report through to the issuance of that report.

Concluding on the External Expert's Competence, Capabilities and Objectivity

All Professional Services

R390.21 The **Member in Public Practice** shall not use the work of the **External Expert** if the **Member**:

- (a) Is unable to determine whether the **External Expert** has the necessary competence or capabilities, or is objective;
- (b) Determines that the **External Expert** does not have the necessary competence or capabilities for the **Member's** purpose; or
- (c) Determines that there are threats to the **External Expert's** objectivity that cannot be eliminated or reduced to an **Acceptable Level**.

390.21 A1 Circumstances in which a **Member in Public Practice** would be unable to determine whether the **External Expert** has the necessary competence or capabilities, or is objective, include where:

- The **External Expert** is unable to provide any of the information requested in paragraphs R390.12 to R390.17 because of a confidentiality restriction in law or regulation.
- In relation to specific information requested in paragraphs R390.12 to R390.17 concerning the **External Expert's Immediate Family** member or employing organisation, the **External Expert** is unable to obtain their consent to such disclosure.

390.21 A2 If a **Member in Public Practice** uses the work of such **External Expert**, this creates threats to the **Member's** compliance with the principles of integrity, objectivity and professional competence and due care that cannot be eliminated or reduced to an **Acceptable Level** by the application of safeguards.

Potential Threats Arising from Using the Work of an External Expert

All Professional Services

390.22 A1 Threats to compliance with the fundamental principles might still be created from using the work of an **External Expert** even if a **Member in Public Practice** has satisfactorily concluded that the **External Expert** has the necessary competence, capabilities and objectivity for the **Member's** purpose.

Identifying Threats

390.23 A1 Examples of facts and circumstances that might create threats to a **Member in Public Practice's** compliance with the fundamental principles when using an **External Expert's** work include:

- (a) Self-interest threats
 - A **Member** has insufficient **Expertise** to understand and explain the **External Expert's** conclusions and findings.
 - A **Member** has undue influence from, or undue reliance on, the **External Expert** or multiple **External Experts** when providing a **Professional Service**.
 - A **Member** has insufficient time or resources to evaluate the **External Expert's** work.
- (b) Self-review threats
 - A **Member** uses the work of an **External Expert** who relies on previous judgements made by the **Member** and provided to the **External Expert** for the purposes of their work.
- (c) Advocacy threats
 - A **Member** promotes the use of an **External Expert** who has known bias towards conclusions potentially advantaging or disadvantaging the client.
- (d) Familiarity threats
 - A **Member** has a close personal relationship with the **External Expert**.
- (e) Intimidation threats
 - A **Member** feels pressure to defer to the **External Expert's** opinion due to the **External Expert's** perceived authority.
 - A **Member** feels pressure to use the work of a particular **External Expert** in order to meet internal or external targets and expectations.

Evaluating Threats

390.24 A1 Factors that are relevant in evaluating the level of such threats include:

- The scope and purpose of the **External Expert's** work.
- The impact of the **External Expert's** work on the **Member in Public Practice's** engagement.
- The nature of the **Professional Service** for which the **External Expert's** work is intended to be used.
- The **Member in Public Practice's** oversight relating to the use of the **External Expert** and the **External Expert's** work.
- The appropriateness of, and transparency over, the data, assumptions and other inputs and methods used by the **External Expert**.
- The **Member in Public Practice's** ability to understand and explain the **External Expert's** work and its appropriateness for the intended purpose.
- Whether the **External Expert's** work is subject to technical performance standards or other professional or industry generally accepted practices, or law or regulation.
- Whether the **External Expert's** work, if it were to be performed by two or more parties, is not likely to be materially different.

- The consistency of the **External Expert's** work, including the **External Expert's** conclusions or findings, with other information.
- The availability of other evidence, including peer-reviewed academic research, to support the **External Expert's** approach.
- Whether there is pressure being exerted by the **Member in Public Practice's Firm** to accept the **External Expert's** conclusions or findings due to the time or cost spent by the **External Expert** in performing the work.

Addressing Threats

390.25 A1 An example of an action that might eliminate a familiarity threat is identifying a different **External Expert** to use.

390.25 A2 Examples of actions that might be safeguards to address threats include:

- Consulting with qualified personnel, or a professional outside the **Member in Public Practice's Firm**, who have the necessary **Expertise** to evaluate the **External Expert's** work, obtaining additional input, or challenging the appropriateness of the **External Expert's** work for the intended purpose.
- Using another **External Expert** to reperform the **External Expert's** work.
- Agreeing with the client additional time or resources to complete the engagement.

Other Matters

External Experts in Emerging Fields or Areas

390.26 A1 **Expertise** in emerging fields or areas might evolve depending on how laws, regulations and generally accepted practices develop. Emerging fields might also involve multiple areas of **Expertise**. There might therefore be limited availability of **External Experts** in emerging fields or areas.

390.26 A2 Information relating to some of the factors relevant to evaluating the competence of an **External Expert** in paragraph 390.6 A2 might not be available in an emerging field or area. For example, there might not be public recognition of the **External Expert**, professional standards might not have been developed, or professional bodies might not have been established in the emerging field. In such circumstances, a factor that might assist the **Member in Public Practice** in evaluating an **External Expert's** competence is the **External Expert's** experience in a similar field to the emerging field, or in an established field, that provides a reasonable basis for the **External Expert's** work in the emerging field.

Communicating with Management and Those Charged with Governance When Using the Work of an External Expert

390.27 A1 Where appropriate, the **Member in Public Practice** is encouraged to communicate with management and **Those Charged with Governance**:

- The purpose of using an **External Expert** and the scope of the **External Expert's** work.
- The respective roles and responsibilities of the **Member** and the **External Expert** in the performance of the **Professional Service**.
- Any threats to the **Member's** compliance with the fundamental principles created by using the **External Expert's** work and how they have been addressed.

Documentation

R390.28 The **Member in Public Practice** shall obtain the information set out in paragraphs R390.12 to R390.17, as applicable, in writing from the **External Expert**.

390.29 A1 The **Member in Public Practice** is encouraged to document:

- The steps taken by the **Member** to evaluate the **External Expert's** competence, capabilities and objectivity, and the resulting conclusions.
- Any significant threats identified by the **Member** in using the **External Expert's** work and the actions taken to address the threats.
- The results of any significant discussions with the **External Expert**.

PART 4A – INDEPENDENCE FOR AUDIT AND REVIEW ENGAGEMENTS

SECTION 400

APPLYING THE CONCEPTUAL FRAMEWORK TO INDEPENDENCE FOR AUDIT AND REVIEW ENGAGEMENTS

Introduction

General

[Paragraphs 400.1 to 400.7 of extant Section 400 remain unchanged.]

Engagement Team and Audit Team

[Paragraphs 400.8 to 400.10 of extant Section 400 remain unchanged.]

400.11 An **Audit Engagement** might involve experts within, or engaged by, the **Firm**, a **Network Firm**, or a **Component Auditor Firm** outside a **Group Auditor Firm's Network**, who assist in the engagement. Depending on the role of the individuals, they might be **Engagement Team** or **Audit Team** members. For example:

- Individuals with **Expertise** in a specialised area of accounting or auditing who perform audit procedures are **Engagement Team** members. These include, for example, individuals with **Expertise** in accounting for income taxes or in analysing complex information produced by automated tools and techniques for the purpose of identifying unusual or unexpected relationships.
- Individuals within, or engaged by, the **Firm** who have direct influence over the outcome of the **Audit Engagement** through consultation regarding technical or industry-specific issues, transactions or events for the engagement are **Audit Team** members but not **Engagement Team** members.

However, individuals who are **External Experts** are neither **Engagement Team** nor **Audit Team** members.

[Paragraph 400.12 of extant Section 400 remains unchanged.]

Public Interest Entities

[Paragraphs 400.13 to 400.15 of extant Section 400 remain unchanged.]

Reports that Include a Restriction on Use and Distribution

[Paragraph 400.16 of extant Section 400 remains unchanged.]

Assurance Engagements Other than Audit and Review Engagements

400.17 Independence standards for Assurance Engagements that are not Audit or Review Engagements are set out in:

- Part 4B – *Independence for Assurance Engagements Other than Audit Engagements, Review Engagements, and Sustainability Assurance Engagements Addressed in Part 5.*
- Part 5 – *Australian Ethics Standards for Sustainability Assurance (including Independence Standards).*

Requirements and Application Material

General

[Paragraphs R400.18 to AUST R400.19.1 of extant Section 400 remain unchanged.]

Prohibition on Assuming Management Responsibilities

[Paragraphs R400.20 to 400.20.A4 of extant Section 400 remain unchanged.]

R400.21 When performing a **Professional Activity** for an **Audit Client**, the **Firm** shall be satisfied that client management makes all judgements and decisions that are the proper responsibility of management. This includes ensuring that the client's management:

- (a) Designates an individual who possesses suitable skill, knowledge and experience to be responsible at all times for the client's decisions and to oversee the activities. Such an individual, preferably within senior management, would understand:
 - (i) The objectives, nature and results of the activities; and
 - (ii) The respective client and **Firm** or **Network Firm** responsibilities.However, the individual is not required to possess the **Expertise** to perform or re-perform the activities.

- (b) Provides oversight of the activities and evaluates the adequacy of the results of the activities performed for the client's purpose.
- (c) Accepts responsibility for the actions, if any, to be taken arising from the results of the activities.

[Paragraph 400.21 A1 of extant Section 400 remains unchanged.]

Public Interest Entities

[Paragraphs R400.22 to AUST R400.24 of extant Section 400 remain unchanged.]

Public Disclosure – Application of Independence Requirements for Public Interest Entities

[Paragraphs R400.25 to R400.26 of extant Section 400 remain unchanged.]

Related Entities

[Paragraph R400.27 of extant Section 400 remains unchanged.]

[Paragraphs 400.28 to 400.29 are intentionally left blank.]

Period During which Independence is Required

All Audit Clients

[Paragraphs R400.30 to 400.31 A4 of extant Section 400 remain unchanged.]

Audit Clients that are Public Interest Entities

[Paragraphs R400.32 to 400.32 A1 of extant Section 400 remain unchanged.]

[Paragraphs 400.33 to 400.39 are intentionally left blank.]

Communication with Those Charged with Governance

[Paragraphs 400.40 A1 to 400.40 A2 of extant Section 400 remain unchanged.]

[Paragraphs 400.41 to 400.49 are intentionally left blank.]

Network Firms

[Paragraphs 400.50 A1 to 400.53 A9 of extant Section 400 remain unchanged.]

R400.54 If a **Firm** or a **Network** sells a part of its practice, and that part continues to use wholly or partly the **Firm's** or **Network's** name for a limited time, the relevant entities shall determine how to disclose that they are not **Network Firms** when presenting themselves to outside parties.

400.54 A1 The agreement for the sale of a part of a practice might provide that, for a limited period of time, that part can continue to use wholly or partly the name of the **Firm** or the **Network**, even though it is no longer connected to the **Firm** or the **Network**. In such circumstances, while the two entities might be practising under a common name, the facts are such that they do not belong to a larger structure aimed at cooperation. The two entities are therefore not **Network Firms**.

[Paragraphs 400.55 to 400.59 are intentionally left blank.]

[Paragraphs R400.60 to R400.89 of extant Section 400 remain unchanged.]

SECTION 405

GROUP AUDITS

Introduction

[Paragraph 405.1 of extant Section 405 remains unchanged.]

Requirements and Application Material

General

[Paragraphs 405.2 A1 to 405.2 A2 of extant Section 405 remain unchanged.]

Communication Between a Group Auditor Firm and a Component Auditor Firm

[Paragraphs R405.3 to 405.4 A1 of extant Section 405 remain unchanged.]

Independence Considerations Applicable to Individuals

Members of the Group Audit Team Within, or Engaged by, a Group Auditor Firm and Its Network Firms

[Paragraph R405.5 of extant Section 405 remains unchanged.]

Other Members of the Group Audit Team

[Paragraphs R405.6 to R405.8 of extant Section 405 remain unchanged.]

Independence Considerations Applicable to a Group Auditor Firm

[Paragraph R405.9 of extant Section 405 remains unchanged.]

Independence Considerations Applicable to Network Firms of a Group Auditor Firm

[Paragraph R405.10 of extant Section 405 remains unchanged.]

Independence Considerations Applicable to Component Auditor Firms outside a Group Auditor Firm's Network

All Group Audit Clients

[Paragraphs R405.11 to R405.13 of extant Section 405 remain unchanged.]

Period During which Independence is Required

[Paragraph 405.14 A1 of extant Section 405 remains unchanged.]

Group Audit Clients that are Not Public Interest Entities

[Paragraphs R405.15 to 405.15 A1 of extant Section 405 remain unchanged.]

Group Audit Clients that are Public Interest Entities

Non-Assurance Services

[Paragraphs R405.16 to R405.17 of extant Section 405 remain unchanged.]

Key Audit Partners

R405.18 The **Group Engagement Partner** shall determine whether an audit partner who performs audit work at a **Component** for purposes of the **Group Audit** is a **Key Audit Partner** for the **Group Audit**. If so, the **Group Engagement Partner** shall:

- (a) Communicate that determination to that individual; and
- (b) Indicate:
 - (i) In the case of all **Group Audit Clients**, that the individual is subject to paragraph AUST R411.4, and
 - (ii) In the case of **Group Audit Clients** that are **Public Interest Entities**, that the individual is also subject to paragraphs R524.6, R540.7(c) and R540.23.

[Paragraphs 405.18 A1 to R405.29 of extant Section 405 remain unchanged.]

SECTION 410

FEES

Introduction

[Paragraphs 410.1 to 410.2 of extant Section 410 remain unchanged.]

Requirements and Application Material

General

[Paragraphs 410.3 A1 to 410.3 A3 of extant Section 410 remain unchanged.]

Fees Paid by an Audit Client

[Paragraphs 410.4 A1 to 410.4 A5 of extant Section 410 remain unchanged.]

Level of Audit Fees

[Paragraphs 410.5 A1 to 410.5 A3 of extant Section 410 remain unchanged.]

Impact of Other Services Provided to an Audit Client

[Paragraphs R410.6 to R410.7 of extant Section 410 remain unchanged.]

Contingent Fees

[Paragraphs 410.8 A1 to 410.10 A3 of extant Section 410 remain unchanged.]

Total Fees – Proportion of Fees for Services Other than Audit to Audit Fee

[Paragraphs 410.11 A1 to 410.11 A2 of extant Section 410 remain unchanged.]

410.11 A2a Where a **Firm** or a **Network Firm** provides a **Sustainability Assurance Engagement** addressed in the Independence Standards in Part 5, the fee for that **Sustainability Assurance Engagement** does not impact the level of the self-interest threat or intimidation threat created by the proportion of fees for services other than audit to the audit fee.

[Paragraphs 410.11 A3 to R410.33 of extant Section 410 remain unchanged.]

SECTION 540

LONG ASSOCIATION OF PERSONNEL (INCLUDING PARTNER ROTATION) WITH AN AUDIT CLIENT

Introduction

[Paragraph 540.1 of extant Section 540 remains unchanged.]

540.2 When an individual is involved in an **Audit Engagement**, or a combination of **Audit** and **Sustainability Assurance Engagements** for the same client, over a long period of time, familiarity and self-interest threats might be created. This section sets out requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

540.3 A1 References in this section to **Key Sustainability Assurance Leader**, **Sustainability Assurance Team** and **Sustainability Assurance Engagement** are in the context of **Sustainability Assurance Engagements** within the scope of the Independence Standards in Part 5.

All Audit Clients

540.4 A1 Although an understanding of an **Audit Client** and its environment is fundamental to audit quality, a familiarity threat might be created as a result of an individual's long association as an **Audit Team** member or **Sustainability Assurance Team** member 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**.

[Paragraph 540.3 A2 of extant Section 540 remains unchanged but renumbered as paragraph 540.4 A2.]

540.4 A3 Factors that are relevant to evaluating the level of such familiarity or self-interest threats include:

- (a) In relation to the individual:
 - The overall length of the individual's relationship with the client, including if such relationship existed while the individual was at a prior **Firm**.
 - How long the individual has been an **Engagement Team** member for the **Audit Engagement** or **Sustainability Assurance Engagement**, and the nature of the roles performed.
 - The extent to which the work of the individual is directed, reviewed and supervised by more senior personnel.
 - 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 **Engagement Team** members.

- The closeness of the individual's personal relationship with senior management or **Those Charged with Governance**.
- The nature, frequency and extent of the interaction between the individual and senior management or **Those Charged with Governance**.

(b) In relation to the **Audit Client**:

- The nature or complexity of the client's accounting and financial reporting issues and whether they have changed.
- Whether there have been any recent changes in senior management or **Those Charged with Governance**.
- Whether there have been any structural changes in the client's organisation which impact the nature, frequency and extent of interactions the individual might have with senior management or **Those Charged with Governance**.

[Paragraph 540.3 A4 of extant Section 540 remains unchanged but renumbered as paragraph 540.4 A4.]

540.4 A5 An example of an action that might eliminate the familiarity and self-interest threats created by an individual being involved in an **Audit Engagement**, or a combination of **Audit** and **Sustainability Assurance Engagements** for the same client, over a long period of time would be rotating the individual off the **Audit Team**.

[Paragraph 540.3 A6 of extant Section 540 remains unchanged but renumbered as paragraph 540.4 A6.]

R540.5 If a **Firm** decides that the level of the threats created can only be addressed by rotating the individual off the **Audit Team**, the **Firm** shall determine an appropriate period during which the individual shall not:

- (a) Be a member of the **Engagement Team** for the **Audit Engagement**;
- (b) Perform an **Engagement Quality Review**, or a review consistent with the objective of an **Engagement Quality Review**, for the engagement; or
- (c) 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 be addressed. In the case of a **Public Interest Entity**, paragraphs R540.7 to R540.23 also apply.

R540.6 Where an individual is a member of both the **Audit Team** and the **Sustainability Assurance Team** for the same client and the **Firm** decides that the level of the threats created can only be addressed by rotating the individual off both the **Audit Team** and the **Sustainability Assurance Team**, the **Firm** shall, in addition to complying with paragraph R540.5, determine an appropriate period during which the individual shall not:

- (a) Be a member of the **Engagement Team** for the **Sustainability Assurance Engagement**;
- (b) Perform an **Engagement Quality Review**, or a review consistent with the objective of an **Engagement Quality Review**, for the **Sustainability Assurance Engagement**; or
- (c) Exert direct influence on the outcome of the **Sustainability Assurance Engagement**.

The period shall be of sufficient duration to allow the familiarity and self-interest threats to be addressed. In the case of a **Public Interest Entity**, paragraphs R540.7 to R540.23 also apply.

Audit Clients that are Public Interest Entities

R540.7 **Subject to paragraphs R540.9 to R540.11, 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 years⁵ (the “time-on” period):**

- (a) **The **Engagement Partner**;**
- (b) **The individual appointed as responsible for performing the **Engagement Quality Review**;**
- (c) **Any other **Key Audit Partner** role; or**
- (d) **A **Key Sustainability Assurance Leader**.**

After the time-on period, the individual shall serve a “cooling-off” period in accordance with the provisions in paragraphs R540.13 to AUST R540.22.1.

R540.8 **In calculating the time-on period, the count of years shall not be restarted unless the individual ceases to act in any one of the roles in paragraph R540.7(a) to (d) for a minimum period. This minimum period is a consecutive period equal to at least the cooling-off period determined in accordance with paragraphs R540.13 to R540.15 as applicable to the role in which the individual served in the year immediately before ceasing such involvement.**

540.8 A1 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 years⁶). Thereafter, that individual is required to cool off in accordance with paragraph R540.17.
- An individual who served as **Engagement Partner** for two years for the **Audit** of the **Sustainability Assurance Client's Financial Statements** might be appointed as the individual responsible for performing the **Engagement Quality Review** for the **Sustainability Assurance Engagement** for five further years.⁷ Thereafter, that individual is required to cool off in accordance with paragraph R540.18.

R540.9 **As an exception to paragraph R540.7, **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**.**

[Paragraph 540.7 A1 of extant Section 540 remains unchanged but renumbered as paragraph 540.9 A1.]

⁵ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

⁶ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

⁷ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

R540.10 If an **Audit Client** becomes a **Public Interest Entity**, a **Firm** shall take into account the length of time⁸ an individual has served the **Audit Client** as a **Key Audit Partner** or a **Key Sustainability Assurance Leader** before the client becomes a **Public Interest Entity** in determining the timing of the rotation. If the individual has served the **Audit Client** as a **Key Audit Partner** or a **Key Sustainability Assurance Leader** 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 the capacity of a **Key Audit Partner** before rotating off the **Audit Engagement** is seven years less the number of years already served. As an exception to paragraph R540.7, if the individual has served the **Audit Client** as a **Key Audit Partner** or a **Key Sustainability Assurance Leader** for a period of six or more cumulative years when the client becomes a **Public Interest Entity**, the individual may continue to serve in the capacity of a **Key Audit Partner** with the concurrence of **Those Charged with Governance** for a maximum of two additional years before rotating off the **Audit Engagement**.

R540.11 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** might not be possible. As an exception to paragraph R540.7, if an independent regulatory body⁹ 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 exemption. This is provided that the independent regulatory body 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.

Other Considerations Relating to the Time-on Period

R540.12 In evaluating the threats created by an individual's long association with an **Audit Engagement**, a **Firm** shall give particular consideration to the roles undertaken and the length of an individual's association with the **Audit Engagement** or the **Sustainability Assurance Engagement** for the same client prior to the individual becoming a **Key Audit Partner**.

[Paragraph 540.10 A1 of extant Section 540 remains unchanged but renumbered as paragraph 540.12 A1.]

Cooling-off Period

R540.13 If the individual acted as the **Engagement Partner** for seven cumulative years,¹⁰ the cooling-off period shall be five consecutive years.

R540.14 Where the individual has been appointed as responsible for the **Engagement Quality Review** and has acted in that capacity for seven cumulative years,¹¹ the cooling-off period shall be three consecutive years.

8 Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registrable superannuation entities in Australia. The *Corporations Act 2001* restricts the number of years that an **Engagement Partner** can serve a listed **Audit Client** (which includes all the years served by the **Engagement Partner** on that entity).

9 Refer to s342A of the *Corporations Act 2001* which specifies that the Australian Securities and Investments Commission may grant extensions.

10 Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registrable superannuation entities in Australia.

11 Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registrable superannuation entities in Australia.

R540.15 If the individual has acted as a **Key Audit Partner** other than in the capacities set out in paragraphs R540.13 and R540.14 for seven cumulative years, the cooling-off period shall be two consecutive years.

[Paragraph 540.14 A1 of extant Section 540 remains unchanged but renumbered as paragraph 540.16 A1.]

Service in a combination of Key Audit Partner or Key Sustainability Assurance Leader roles

R540.17 If the individual acted in a combination of **Key Audit Partner** or **Key Sustainability Assurance Leader** roles and served as the **Engagement Partner** or **Engagement Leader** for four or more cumulative years, the cooling-off period shall be five consecutive years.

R540.18 Subject to paragraph R540.19(a), if the individual acted in a combination of **Key Audit Partner** or **Key Sustainability Assurance Leader** roles and served as the **Key Audit Partner** or **Key Sustainability Assurance Leader** responsible for the **Engagement Quality Review** for four or more cumulative years, the cooling-off period shall be three consecutive years.

R540.19 If an individual has acted in a combination of **Engagement Partner**, **Engagement Leader** and **Engagement Quality Review** roles¹² for four or more cumulative years during the time-on period, the cooling-off period shall:

- (a) As an exception to paragraph R540.18, be five consecutive years where the individual has been the **Engagement Partner** or **Engagement Leader** for three or more years; or
- (b) Be three consecutive years in the case of any other combination.

R540.20 If the individual acted in any combination of **Key Audit Partner** or **Key Sustainability Assurance Leader** roles other than those addressed in paragraphs R540.17 to R540.19, the cooling-off period shall be two consecutive years.

Service at a Prior Firm

R540.21 In determining the number of years that an individual has been a **Key Audit Partner** or a **Key Sustainability Assurance Leader** as set out in paragraph R540.7, the length of the relationship shall, where relevant, include time while the individual was a **Key Audit Partner** on the **Audit Engagement** or a **Key Sustainability Assurance Leader** on the **Sustainability Assurance Engagement** for the same client at a prior **Firm**.

Shorter Cooling-off Period Established by Law or Regulation [Not applicable for periods beginning after 31 December 2023]

R540.22 Where a legislative or regulatory body (or organisation authorised or recognised by such legislative or regulatory body) has established a cooling-off period for an **Engagement Partner** of less than five consecutive years, the higher of that period or three years may be substituted for the cooling-off period of five consecutive years specified in paragraphs R540.13, R540.17 and R540.19(a) provided that the applicable time-on period does not exceed seven years.¹³

12 Members should refer to the requirement in ASQM 2 for Members to undertake a two-year cooling-off period between the time they finish being an **Engagement Partner** for an **Audit Client** and then assuming the role of **Engagement Quality Reviewer** for the same **Audit Client**.

13 Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

AUST R540.22.1 In Australia, where laws or regulations require a two year cooling-off period for **Engagement Partners** for audits of **Public Interest Entities**,¹⁴ the cooling-off period shall be three years for periods beginning prior to 31 December 2023 provided that the applicable time-on period does not exceed seven years.¹⁵

Restrictions on Activities During the Cooling-off Period

R540.23 For the duration of the relevant cooling-off period, the individual shall not:

- (a) Be an **Engagement Team** member or perform an **Engagement Quality Review**, or a review consistent with the objective of an **Engagement Quality Review** for the **Audit Engagement** or the **Sustainability Assurance Engagement**;
- (b) Consult with the **Engagement Team** or the client regarding technical or industry-specific issues, transactions or events affecting the **Audit Engagement** or **Sustainability Assurance 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 Engagement** or **Sustainability Assurance Engagement**);
- (c) Be responsible for leading or coordinating the **Professional Services** provided by the **Firm** or a **Network Firm** to the **Audit Client**, or overseeing the relationship of the **Firm** or a **Network Firm** 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** or **Sustainability Assurance Engagement**.

540.23 A1 The provisions of paragraph R540.23 are not intended to prevent the individual from assuming a leadership role in the **Firm** or a **Network Firm**, such as that of the senior or managing partner (chief executive or equivalent).

¹⁴ For example, s324DA of the *Corporations Act 2001* requires a minimum two year cooling-off period for the rotation of audit partners of listed companies, listed registered schemes or registrable superannuation entities in Australia.

¹⁵ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registrable superannuation entities in Australia.

SECTION 600

PROVISION OF NON-ASSURANCE SERVICES TO AN AUDIT CLIENT

Introduction

[Paragraph 600.1 of extant Section 600 remains unchanged.]

600.2 **Firms** and **Network Firms** might provide a range of non-assurance services to their **Audit Clients**, consistent with their **Expertise**. Providing non-assurance services to **Audit Clients** might create threats to compliance with the fundamental principles and threats to **Independence**.

[Paragraphs 600.3 to 600.6 of extant Section 600 remain unchanged.]

Requirements and Application Material

General

Non-Assurance Services Provisions in Laws or Regulations

[Paragraph 600.7 A1 of extant Section 600 remains unchanged.]

Risk of Assuming Management Responsibilities when Providing a Non-Assurance Service

[Paragraph 600.8 A1 of extant Section 600 remains unchanged.]

Accepting an Engagement to Provide a Non-Assurance Service

[Paragraph R600.9 of extant Section 600 remains unchanged.]

Identifying and Evaluating Threats

All Audit Clients

[Paragraph 600.10 A1 of extant Section 600 remains unchanged.]

600.10 A2 Factors that are relevant in identifying the different threats that might be created by providing a non-assurance service to an **Audit Client**, and evaluating the level of such threats include:

- The nature, scope, intended use and purpose of the service.
- The manner in which the service will be provided, such as the personnel to be involved and their location.
- The client's dependency on the service, including the frequency with which the service will be provided.
- The legal and regulatory environment in which the service is provided.
- Whether the client is a **Public Interest Entity**.
- The level of **Expertise** of the client's management and employees with respect to the type of service provided.
- The extent to which the client determines significant matters of judgement. (Ref: Para. R400.20 to R400.21).

- Whether the outcome of the service will affect the accounting records or matters reflected in the [Financial Statements on which the Firm will express an Opinion](#), and, if so:
 - The extent to which the outcome of the service will have a material effect on the [Financial Statements](#).
 - The degree of subjectivity involved in determining the appropriate amounts or treatment for those matters reflected in the [Financial Statements](#).
- The nature and extent of the impact of the service, if any, on the systems that generate information that forms a significant part of the client's:
 - Accounting records or [Financial Statements on which the Firm will express an Opinion](#).
 - Internal controls over financial reporting.
- The degree of reliance that will be placed on the outcome of the service as part of the audit.
- The fee relating to the provision of the non-assurance service.

[Paragraphs 600.10 A3 to 600.28 A1 of extant Section 600 remain unchanged.]

SUBSECTION 601 – ACCOUNTING AND BOOKKEEPING SERVICES

Introduction

[Paragraph 601.1 of extant Subsection 601 remains unchanged.]

Requirements and Application Material

General

[Paragraph 601.2 A1 of extant Subsection 601 remains unchanged.]

Description of Service

[Paragraph 601.3 A1 of extant Subsection 601 remains unchanged.]

Potential Threats Arising from the Provision of Accounting and Bookkeeping Services

All Audit Clients

[Paragraph 601.4 A1 of extant Subsection 601 remains unchanged.]

Audit Clients that are Not Public Interest Entities

[Paragraphs R601.5 to 601.5 A1 of extant Subsection 601 remain unchanged.]

601.5 A2 Accounting and bookkeeping services can either be manual or automated. In determining whether an automated service is routine or mechanical, factors to be considered include the activities performed by, and the output of, the technology, and whether the technology provides an automated service that is based on or requires the [Expertise](#) or judgement of the [Firm](#) or [Network Firm](#).

[Paragraphs 601.5 A3 to R601.7 of extant Subsection 601 remain unchanged.]

SUBSECTION 604 – TAX SERVICES

Introduction

[Paragraph 604.1 of extant Subsection 604 remains unchanged.]

Requirements and Application Material

Description of Service

[Paragraphs 604.2 A1 to 604.2 A2 of extant Subsection 604 remain unchanged.]

Potential Threats Arising from the Provision of Tax Services

[Paragraph 604.3 A1 of extant Subsection 604 remains unchanged.]

604.3 A2 Factors that are relevant in identifying self-review or advocacy threats created by providing any tax service to an [Audit Client](#), and evaluating the level of such threats include:

- The particular characteristics of the engagement.
- The level of tax [Expertise](#) of the client's employees.
- The system by which the tax authorities assess and administer the tax in question and the role of the [Firm](#) or [Network Firm](#) in that process.
- The complexity of the relevant tax regime and the degree of judgement necessary in applying it.

[Paragraphs AUST R604.4 to 604.27 A2 of extant Subsection 604 remain unchanged.]

SUBSECTION 607 – LITIGATION SUPPORT SERVICES

Introduction

[Paragraph 607.1 of extant Subsection 607 remains unchanged.]

Requirements and Application Material

Description of Service

[Paragraph 607.2 A1 of extant Subsection 607 remains unchanged.]

Potential Threats Arising from the Provision of Litigation Support Services

All Audit Clients

[Paragraphs 607.3 A1 to 607.4 A2 of extant Subsection 607 remain unchanged.]

Audit Clients that are Not Public Interest Entities

[Paragraph 607.5 A1 of extant Subsection 607 remains unchanged.]

Audit Clients that are Public Interest Entities

Self-review Threats

[Paragraphs R607.6 to 607.6 A1 of extant Subsection 607 remain unchanged.]

Advocacy Threats

[Paragraph 607.6 A2 of extant Subsection 607 remains unchanged.]

Acting as a Witness

All Audit Clients

607.7 A1 A professional within the **Firm** or the **Network Firm** might give evidence to a tribunal or court as a witness of fact or as an expert witness.

- (a) A witness of fact is an individual who gives evidence to a tribunal or court based on his or her direct knowledge of facts or events.
- (b) An expert witness is an individual who gives evidence, including opinions on matters, to a tribunal or court based on that individual's **Expertise**.

607.7 A2 A threat to **Independence** is not created when an individual, in relation to a matter that involves an **Audit Client**, acts as a witness of fact and in the course of doing so provides an opinion within the individual's area of **Expertise** in response to a question asked in the course of giving factual evidence.

[Paragraphs 607.7 A3 to R607.9 of extant Subsection 607 remain unchanged.]

PART 4B – INDEPENDENCE FOR ASSURANCE ENGAGEMENTS OTHER THAN AUDIT ENGAGEMENTS, REVIEW ENGAGEMENTS, AND SUSTAINABILITY ASSURANCE ENGAGEMENTS ADDRESSED IN PART 5

SECTION 900

APPLYING THE CONCEPTUAL FRAMEWORK TO INDEPENDENCE FOR ASSURANCE ENGAGEMENTS OTHER THAN AUDIT ENGAGEMENTS, REVIEW ENGAGEMENTS, AND SUSTAINABILITY ASSURANCE ENGAGEMENTS WITHIN THE SCOPE OF THE INDEPENDENCE STANDARDS IN PART 5

Introduction

General

900.1 This Part applies to **Assurance Engagements** other than **Audit Engagements**, **Review Engagements**, and **Sustainability Assurance Engagements** within the scope of the Independence Standards in Part 5. Examples of such engagements include:

- Assurance on an entity's key performance indicators.
- Assurance on an entity's compliance with law or regulation.
- Assurance on performance **Criteria**, such as value for money, achieved by a public sector body.
- Assurance on the effectiveness of an entity's system of internal control.
- Assurance on an entity's non-financial information, other than assurance on **Sustainability Information** within the scope of the Independence Standards in Part 5.
- An audit of specific elements, accounts or items of a **Financial Statement**.
- A **Sustainability Assurance Engagement** that is not within the scope of the Independence Standards in Part 5, for example:
 - A **Sustainability Assurance Engagement** where the **Sustainability Information** on which the **Sustainability Assurance Practitioner** expresses an opinion is reported in accordance with a framework designed to meet the information needs of specified users.
 - A **Sustainability Assurance Engagement** where the **Sustainability Information** on which the **Sustainability Assurance Practitioner** expresses an opinion is reported in accordance with entity-developed **Criteria**.
 - A **Sustainability Assurance Engagement** for which the sustainability assurance report is a restricted use and distribution report.

[Paragraphs 900.2 to 900.6 of extant Section 900 remain unchanged.]

Description of Assurance Engagements

[Paragraphs 900.7 to AUST 900.8.1 of extant Section 900 remain unchanged.]

Reports that Include a Restriction on Use and Distribution

[Paragraph 900.9 of extant Section 900 remains unchanged.]

Audit and Review Engagements

900.10 **Independence** standards for **Audit** and **Review Engagements** are set out in Part 4A – *Independence for Audit and Review Engagements*. If a **Firm** performs both an **Assurance Engagement** and an **Audit** or **Review Engagement** for the same client, the requirements in Part 4A continue to apply to the **Firm**, a **Network Firm** and the **Audit** or **Review Team** members.

Sustainability Assurance Engagements Addressed in Part 5

900.11 Part 5 sets out **Independence** standards for certain **Sustainability Assurance Engagements**. If a **Firm** performs both a **Sustainability Assurance Engagement** within the scope of the **Independence Standards** in Part 5 and another **Assurance Engagement** within the scope of this Part for the same client, the requirements in Part 5 continue to apply to the **Firm**, a **Network Firm** and the **Sustainability Assurance Team** members.

Requirements and Application Material

General

[Paragraphs R900.11 to 900.13 A5 of extant Section 900 remain unchanged but renumbered as paragraphs R900.12 to 900.14 A5.]

900.14 A6 Subject to compliance with paragraph R900.15, providing advice and recommendations to assist the management of an **Assurance Client** in discharging its responsibilities is not assuming a management responsibility.

R900.15 When performing a **Professional Activity** for an **Assurance Client** that is related to the **Underlying Subject Matter** and, in an **Attestation Engagement**, the **Subject Matter Information** of the **Assurance Engagement**, the **Firm** shall be satisfied that client management makes all related judgements and decisions that are the proper responsibility of management. This includes ensuring that the client's management:

(a) Designates an individual who possesses suitable skill, knowledge and experience to be responsible at all times for the client's decisions and to oversee the activities. Such an individual, preferably within senior management, would understand:

- (i) The objectives, nature and results of the activities; and
- (ii) The respective client and **Firm** responsibilities.

However, the individual is not required to possess the **Expertise** to perform or re-perform the activities.

(b) Provides oversight of the activities and evaluates the adequacy of the results of the activity performed for the client's purpose; and

(c) Accepts responsibility for the actions, if any, to be taken arising from the results of the activities.

900.15 A1 When technology is used in performing a **Professional Activity** for an **Assurance Client**, the requirements in paragraphs R900.14 and R900.15 apply regardless of the nature or extent of such use of the technology.

[Paragraphs 900.15 A1 to R900.17 of extant Section 900 remain unchanged but renumbered as paragraphs 900.16 A1 to R900.18.]

[Paragraphs 900.19 to 900.29 are intentionally left blank]

[Paragraphs R900.30 to R900.55 of extant Section 900 remain unchanged.]

SECTION 950

PROVISION OF NON-ASSURANCE SERVICES TO ASSURANCE CLIENTS

Introduction

[Paragraph 950.1 of extant Section 950 remains unchanged.]

950.2 Firms might provide a range of non-assurance services to their Assurance Clients, consistent with their Expertise. Providing certain non-assurance services to Assurance Clients might create threats to compliance with the fundamental principles and threats to Independence.

[Paragraphs 950.3 to 950.5 of extant Section 950 remain unchanged.]

Requirements and Application Material

General

Risk of Assuming Management Responsibilities When Providing a Non-Assurance Service

950.6 A1 When a Firm provides a non-assurance service to an Assurance Client, there is a risk that a Firm will assume a management responsibility in relation to the Underlying Subject Matter and, in an Attestation Engagement, the Subject Matter Information of the Assurance Engagement unless the Firm is satisfied that the requirements in paragraphs R900.14 and R900.15 have been complied with.

Accepting an Engagement to Provide a Non-Assurance Service

[Paragraph 950.7 of extant Section 950 remains unchanged.]

Identifying and Evaluating Threats

[Paragraph 950.8 A1 of extant Section 950 remains unchanged.]

950.8 A2 Factors that are relevant in identifying and evaluating the different threats that might be created by providing a non-assurance service to an Assurance Client include:

- The nature, scope, intended use and purpose of the service.
- The manner in which the service will be provided, such as the personnel to be involved and their location.
- The client's dependency on the service, including the frequency with which the service will be provided.
- The legal and regulatory environment in which the service is provided.
- Whether the client is a Public Interest Entity.
- The level of Expertise of the client's management and employees with respect to the type of service provided.

- Whether the outcome of the service will affect the **Underlying Subject Matter** and, in an **Attestation Engagement**, matters reflected in the **Subject Matter Information** of the **Assurance Engagement**, and, if so:
 - The extent to which the outcome of the service will have a material effect on the **Underlying Subject Matter** and, in an **Attestation Engagement**, the **Subject Matter Information** of the **Assurance Engagement**.
 - The extent to which the **Assurance Client** determines significant matters of judgement. (Ref: Para. R900.14 to R900.15).
- The degree of reliance that will be placed on the outcome of the service as part of the **Assurance Engagement**.
- The fee relating to the provision of the non-assurance service.

[Paragraphs 950.9 A1 to 950.13 A4 of extant Section 950 remain unchanged.]

PART 5 – AUSTRALIAN ETHICS STANDARDS FOR SUSTAINABILITY ASSURANCE (INCLUDING INDEPENDENCE STANDARDS)

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PART 5 – AUSTRALIAN ETHICS STANDARDS FOR SUSTAINABILITY ASSURANCE (INCLUDING INDEPENDENCE STANDARDS)

SECTION 5100

COMPLYING WITH PART 5

Introduction

General

5100.1 It is in the public interest that **Sustainability Assurance Practitioners** act ethically in order to maintain public trust and confidence in **Sustainability Information** that is subject to assurance. High-quality ethics and **Independence** standards alongside other high-quality, globally accepted reporting and assurance standards will help users of **Sustainability Information** such as investors, customers, employees, suppliers, regulators and governments to confidently rely on such information in their decision-making.

5100.1a **Sustainability Assurance Practitioners** are expected to have relevant skills, knowledge and experience to perform **Sustainability Assurance Engagements** and have appropriate training to ensure their assurance skills are continually up to date with relevant developments.

5100.2 This Part sets out ethics (including **Independence**) standards for **Sustainability Assurance Practitioners** and comprises:

- (a) Sections 5100 to 5390 which set out ethics standards for all **Sustainability Assurance Engagements** (including those within the scope of the Independence Standards in this Part) and other **Professional Services** performed for **Sustainability Assurance Clients**; and
- (b) Sections 5400 to 5600 which set out **Independence** standards for **Sustainability Assurance Engagements** that are within the scope of the Independence Standards in this Part as set out in paragraphs 5400.3a and 5400.3b.

5100.2a When a **Sustainability Assurance Practitioner** performs a **Sustainability Assurance Engagement** that is not within the scope of the Independence Standards in this Part, Part 4B of the **Code** sets out the applicable **Independence** standards as set out in paragraph 5400.3e.

5100.2b **Sustainability Assurance Practitioners** might perform **Professional Activities** and have professional and business relationships that are not covered by this Part, in which case:

- (a) Parts 1 to 4B of the **Code** apply to a practitioner who is a **Member**.
- (b) A practitioner who is not a **Member** is encouraged to apply Parts 1 to 4B of the **Code** to guide the practitioner's general conduct. Adhering to the ethics (including **Independence**) standards set out in the **Code** (or other ethics standards at least as demanding as the **Code**) in all **Professional Activities** contributes to public trust in **Sustainability Information** that is subject to assurance. This includes circumstances where the practitioner:
 - (i) Prepares or presents financial or non-financial, including sustainability, information for a client, the **Firm** or others.

	<ul style="list-style-type: none"> (ii) Faces conflicts of interest when providing Professional Services to entities that are not Sustainability Assurance Clients. (iii) Is offered an Inducement by a supplier of the Firm or by entities that are not Sustainability Assurance Clients. (iv) Encounters suspected non-compliance with laws and regulations ("NOCLAR"), such as fraud, by management, Those Charged with Governance or other individuals at the Firm. (v) Is asked by an entity that is not an existing Sustainability Assurance Client to provide a second opinion on the preparation of Sustainability Information or the application of other standards or principles to specific circumstances. (vi) Provides tax planning services to entities that are not Sustainability Assurance Clients.
5100.3	<p>This Part sets out high quality standards of ethical behaviour expected of Sustainability Assurance Practitioners for:</p> <ul style="list-style-type: none"> (a) Adoption by those responsible for setting ethics (including Independence) standards for Sustainability Assurance Practitioners in particular sectors or jurisdictions. (b) Use by Firms in developing their ethics and Independence policies.
5100.4	<p>This Part establishes five fundamental principles to be complied with by all Sustainability Assurance Practitioners. It also includes a conceptual framework that sets out the approach to be taken to identify, evaluate and address threats to compliance with those fundamental principles and threats to Independence. This Part also applies the fundamental principles and the conceptual framework to a range of facts and circumstances that Sustainability Assurance Practitioners might encounter.</p>

Sustainability Information Subject to Assurance

5100.4a	<p>Sustainability Information might include comprehensive disclosures about many different topics or aspects of topics as required by the sustainability reporting framework or by law or regulation, or that an entity chooses to prepare in accordance with other criteria. Alternatively, the Sustainability Information prepared by an entity might be limited to certain matters, such as metrics, targets or key performance indicators.</p>
5100.4b	<p>The Criteria used for the reporting of Sustainability Information on which the Sustainability Assurance Practitioner expresses an opinion might be framework Criteria, entity-developed Criteria or a combination of both. Framework Criteria might be embodied in law or regulation or issued by authorised or recognised bodies that follow a transparent due process.</p>
5100.4c	<p>Depending on the Criteria used, the Sustainability Information might be prepared on a single entity or Group basis, and might include information from other entities in the reporting entity's Value Chain.</p>
5100.4d	<p>Sustainability Information might be presented in different ways, for example, in a separate sustainability report¹⁶ issued by the entity, as part of the entity's annual report (e.g., a separately identified report within the annual report, or presented as part of the management report or management commentary), or in an integrated report.</p>

¹⁶ In Australia, the *Corporations Act 2001* sets out requirements that **Sustainability Assurance Practitioners** must comply with when performing **Sustainability Assurance Engagements** in accordance with the Act.

Requirements and Application Material

5100.5 A1 The requirements in this Part, designated with the letter “R” and denoted in bold-type, impose obligations.

5100.5 A2 Application material, designated with the letter “A,” provides context, explanations, suggestions for actions or matters to consider, illustrations and other guidance relevant to a proper understanding of this Part. In particular, the application material is intended to help a **Sustainability Assurance Practitioner** to understand how to apply the conceptual framework to a particular set of circumstances and to understand and comply with a specific requirement. While such application material does not of itself impose a requirement, consideration of the material is necessary to the proper application of the requirements of this Part, including application of the conceptual framework.

R5100.6 **A Sustainability Assurance Practitioner shall comply with this Part when providing a Professional Service described in paragraph 5100.2.**

5100.6 A1 Upholding the fundamental principles and compliance with the specific requirements of this Part enable **Sustainability Assurance Practitioners** to act in the public interest when providing sustainability assurance.

5100.6 A2 Complying with this Part includes giving appropriate regard to the aim and intent of the specific requirements.

5100.6 A3 There might be unusual or exceptional circumstances in which a **Sustainability Assurance Practitioner** believes that complying with a requirement or requirements in this Part might not be in the public interest when providing sustainability assurance or would lead to a disproportionate outcome. In those circumstances, the practitioner is encouraged to consult with an appropriate body such as a professional or regulatory body, or obtain legal or other expert advice, as appropriate.

5100.6 A4 In acting in the public interest, a **Sustainability Assurance Practitioner** considers not only the preferences or requirements of an individual **Sustainability Assurance Client**, but also the interests of other stakeholders when performing **Professional Services** for **Sustainability Assurance Clients**.

5100.6 A5 When providing a **Professional Service** described in paragraph 5100.2(a), a **Sustainability Assurance Practitioner** may be subject to certain professional and ethics standards as part of the practitioner’s profession or professional affiliation. Those standards might comprise provisions on topics also addressed in this Part. In that case, this Part and those other professional and ethics standards both apply to the practitioner.

R5100.7 **If there are circumstances where laws or regulations preclude a Sustainability Assurance Practitioner from complying with certain provisions in this Part, those laws and regulations prevail, and the practitioner shall comply with all other provisions in this Part.**

5100.7 A1 The principle of professional behaviour requires a **Sustainability Assurance Practitioner** to comply with relevant laws and regulations. Some jurisdictions might have provisions that differ from or go beyond those set out in this Part. Practitioners in those jurisdictions need to be aware of those differences and comply with the more stringent provisions unless prohibited by law or regulation.

Breaches of Part 5

R5100.8 Paragraphs R5400.80 to R5400.89 and 5405.22 A1 to R5405.29 address a breach of **Independence** requirements in this Part. A **Sustainability Assurance Practitioner** who identifies a breach of any other provision in this Part shall evaluate the significance of the breach and its impact on the practitioner's ability to comply with the fundamental principles. The practitioner shall also:

- (a) Take whatever actions might be available, as soon as possible, to address the consequences of the breach satisfactorily; and
- (b) Determine whether to report the breach to the relevant parties.

5100.8 A1 Relevant parties to whom such a breach might be reported include those who might have been affected by it, a professional or regulatory body or an oversight authority.

SECTION 5110

THE FUNDAMENTAL PRINCIPLES

General

5110.1 A1 There are five fundamental principles of ethics for **Sustainability Assurance Practitioners**:

- (a) Integrity – to be straightforward and honest in all professional and business relationships.
- (b) Objectivity – to exercise professional or business judgement without being compromised by:
 - (i) Bias;
 - (ii) Conflict of interest; or
 - (iii) Undue influence of, or undue reliance on, individuals, organisations, technology or other factors.
- (c) Professional Competence and Due Care – to:
 - (i) Attain and maintain professional knowledge and skill at the level required to ensure that a **Sustainability Assurance Client** receives competent **Professional Service**, based on current technical and professional standards and relevant legislation; and
 - (ii) Act diligently and in accordance with applicable technical and professional standards.
- (d) Confidentiality – to respect the confidentiality of information acquired as a result of professional and business relationships.
- (e) Professional Behaviour – to:
 - (i) Comply with relevant laws and regulations;
 - (ii) Behave in a manner consistent with acting in the public interest in all **Professional Activities** and business relationships relating to **Sustainability Assurance Clients**; and
 - (iii) Avoid any conduct that the **Sustainability Assurance Practitioner** knows or should know might affect public trust in **Sustainability Information** that is subject to assurance.

R5110.2 A **Sustainability Assurance Practitioner shall comply with each of the fundamental principles.**

5110.2 A1 The fundamental principles of ethics establish the standard of behaviour expected of a **Sustainability Assurance Practitioner**. The conceptual framework establishes the approach which a practitioner is required to apply in complying with those fundamental principles. Subsections 5111 to 5115 set out requirements and application material in this Part related to each of the fundamental principles.

5110.2 A2 A **Sustainability Assurance Practitioner** might face a situation in which complying with one fundamental principle conflicts with complying with one or more other fundamental principles. In such a situation, the practitioner might consider consulting, on an anonymous basis if necessary, with:

- Others within the **Firm**.
- **Those Charged with Governance**.
- A professional body.
- A regulatory body.
- Legal counsel.

However, such consultation does not relieve the practitioner from the responsibility to exercise professional judgement to resolve the conflict or, if necessary, and unless prohibited by law or regulation, disassociate from the matter creating the conflict.

5110.2 A3 The **Sustainability Assurance Practitioner** is encouraged to document the substance of the issue, the details of any discussions, the decisions made and the rationale for those decisions.

SUBSECTION 5111 – INTEGRITY

R5111.1 A Sustainability Assurance Practitioner shall comply with the principle of integrity, which requires a practitioner to be straightforward and honest in all professional and business relationships.

5111.1 A1 Integrity involves fair dealing, truthfulness and having the strength of character to act appropriately, even when facing pressure to do otherwise or when doing so might create potential adverse personal or organisational consequences.

5111.1 A2 Acting appropriately involves:
(a) Standing one's ground when confronted by dilemmas and difficult situations; or
(b) Challenging others as and when circumstances warrant,
in a manner appropriate to the circumstances.

R5111.2 A Sustainability Assurance Practitioner shall not knowingly be associated with reports, returns, communications or other information where the practitioner believes that the information:

- (a) Contains a materially false or misleading statement;
- (b) Contains statements or information provided recklessly; or
- (c) Omits or obscures required information where such omission or obscurity would be misleading.

5111.2 A1 If a **Sustainability Assurance Practitioner** provides a modified report in respect of such a report, return, communication or other information, the practitioner is not in breach of paragraph R5111.2.

R5111.3 When a Sustainability Assurance Practitioner becomes aware of having been associated with information described in paragraph R5111.2, the practitioner shall take steps to be disassociated from that information.

SUBSECTION 5112 – OBJECTIVITY

R5112.1 A **Sustainability Assurance Practitioner** shall comply with the principle of objectivity, which requires a practitioner to exercise professional or business judgement without being compromised by:

- (a) Bias;
- (b) Conflict of interest; or
- (c) Undue influence of, or undue reliance on, individuals, organisations, technology or other factors.

R5112.2 A **Sustainability Assurance Practitioner** shall not undertake a **Professional Activity** for a **Sustainability Assurance Client** if a circumstance or relationship unduly influences the practitioner's professional judgement regarding that activity.

SUBSECTION 5113 – PROFESSIONAL COMPETENCE AND DUE CARE

R5113.1 A **Sustainability Assurance Practitioner** shall comply with the principle of professional competence and due care, which requires a practitioner to:

- (a) Attain and maintain professional knowledge and skills at the level required to ensure that a **Sustainability Assurance Client** receives competent **Professional Service**, based on current technical and professional standards and relevant legislation; and
- (b) Act diligently and in accordance with applicable technical and professional standards.

5113.1 A1 Serving **Sustainability Assurance Clients** with professional competence involves the exercise of sound judgement in applying professional knowledge and skill when undertaking **Professional Activities**.

5113.1 A2 The knowledge and skills necessary for a **Professional Activity** vary depending on the nature of the activity being undertaken. For example, in addition to the application of any technical knowledge relevant to the **Professional Activity**, interpersonal, communication and organisational skills facilitate the practitioner's interaction with entities and individuals with whom the practitioner interacts.

5113.1 A3 Maintaining professional competence requires a **Sustainability Assurance Practitioner** to have a continuing awareness and understanding of technical, professional, business and technology-related developments relevant to the **Professional Activities** undertaken by the practitioner. Continuing professional development enables a practitioner to develop and maintain the capabilities to perform competently within the professional environment.

5113.1 A4 Diligence encompasses the responsibility to act in accordance with the requirements of an assignment, carefully, thoroughly and on a timely basis.

R5113.2 In complying with the principle of professional competence and due care, a **Sustainability Assurance Practitioner** shall take reasonable steps to ensure that those working in a professional capacity under the practitioner's authority have appropriate training and supervision.

R5113.3 Where appropriate, a **Sustainability Assurance Practitioner** shall make **Sustainability Assurance Clients** or other users of the practitioner's **Professional Activities**, aware of the limitations inherent in the activities and explain the implications of those limitations.

SUBSECTION 5114 – CONFIDENTIALITY

R5114.1 A **Sustainability Assurance Practitioner** shall comply with the principle of confidentiality, which requires a practitioner to respect the confidentiality of information acquired in the course of professional and business relationships. A practitioner shall:

- (a) Be alert to the possibility of inadvertent disclosure, including in a social environment, and particularly to a close business associate or an **Immediate or a Close Family member**;
- (b) Maintain confidentiality of information within the **Firm**;
- (c) Maintain confidentiality of information disclosed by a prospective **Sustainability Assurance Client**; and
- (d) Take reasonable steps to ensure that personnel under the practitioner's control, and individuals from whom advice and assistance are obtained, comply with the practitioner's duty of confidentiality.

5114.1 A1 Maintaining the confidentiality of information acquired in the course of professional and business relationships involves the **Sustainability Assurance Practitioner** taking appropriate action to protect the confidentiality of such information in the course of its collection, use, transfer, storage or retention, dissemination and lawful destruction.

R5114.2 Subject to paragraph AUST R5114.3, a **Sustainability Assurance Practitioner** shall not:

- (a) Disclose **Confidential Information** acquired in the course of professional and business relationships;
- (b) Use **Confidential Information** acquired in the course of professional and business relationships for the advantage of the practitioner, the **Firm** or a third party;
- (c) Use or disclose any **Confidential Information**, either acquired or received in the course of a professional or business relationship, after that relationship has ended; and
- (d) Use or disclose information in respect of which the duty of confidentiality applies notwithstanding that the information has become publicly available, whether properly or improperly.

AUST R5114.3 As an exception to paragraph R5114.2, a **Sustainability Assurance Practitioner** may disclose or use **Confidential Information**, or information in respect of which the duty of confidentiality applies, where:

- (a) There is a legal or professional duty or right to do so; or
- (b) This is authorised by the **Sustainability Assurance Client** or any person with the authority to permit disclosure or use of the **Confidential Information** and this is not prohibited by law or regulation.

5114.3 A1 Confidentiality serves the public interest because it facilitates the free flow of information from the [Sustainability Assurance Client](#) to the [Sustainability Assurance Practitioner](#) in the knowledge that the information will not be disclosed to a third party. Nevertheless, the following are circumstances where [Sustainability Assurance Practitioners](#) might be required or have the duty or right to disclose [Confidential Information](#):

- (a) Disclosure is required by law or regulation, for example:
 - (i) Production of documents or other provision of evidence in the course of legal proceedings; or
 - (ii) Disclosure to the appropriate public authorities of infringements of the law that come to light; and
- (b) There is a professional duty or right to disclose or use, when not prohibited by law or regulation:
 - (i) To comply with the quality review, practice assessment or equivalent monitoring activity of a professional body;
 - (ii) To respond to an inquiry or investigation by a professional or regulatory body;
 - (iii) To protect the professional interests of a practitioner in legal proceedings; or
 - (iv) To comply with technical and professional standards, including ethics requirements.

AUST 5114.3 A1.1 The circumstances described in paragraph 5114.3 A1 do not take into account Australian legal and regulatory requirements. A [Sustainability Assurance Practitioner](#) considering disclosing [Confidential Information](#) about a client or employer without their consent is advised to first obtain legal advice.

5114.3 A2 In deciding whether to disclose or use [Confidential Information](#), factors to consider, depending on the circumstances, include:

- Whether the interests of any parties, including third parties whose interests might be affected, could be harmed if the [Sustainability Assurance Client](#) authorises the disclosure or use of information by the [Sustainability Assurance Practitioner](#).
- Whether all the relevant information is known and substantiated, to the extent practicable. Factors affecting the decision to disclose or use, the information include:
 - Unsubstantiated facts.
 - Incomplete information.
 - Unsubstantiated conclusions.
- The proposed means of communicating the information.
- Whether the parties to whom the information is to be provided or access is to be granted are appropriate recipients.
- Any applicable law or regulation (including those governing privacy) in a jurisdiction where disclosure might take place and, if different, the jurisdiction where the [Confidential Information](#) originates.

5114.3 A3 The circumstances in which a [Firm](#) seeks authorisation to use or disclose [Confidential Information](#), include where the information is to be used for training purposes, in the development of products or technology, in research or as source material for industry or other benchmarking data or studies. Such authorisation might be general in its application (for example, in relation to use of the information for internal training purposes or quality

enhancement initiatives). When obtaining the authorisation of the individual or entity that provided such information for use in specific circumstances, relevant considerations to be communicated (preferably in writing) might include:

- The nature of the information to be used or disclosed.
- The purpose for which the information is to be used or disclosed (for example, technology development, research or benchmarking data or studies).
- The individual or entity who will undertake the activity for which the information is to be used or disclosed.
- Whether the identity of the individual or entity that provided such information or any individuals or entities to which such information relates will be identifiable from the output of the activity for which the information is to be used or disclosed.

R5114.4 A **Sustainability Assurance Practitioner** shall continue to comply with the principle of confidentiality even after the end of the relationship between the practitioner and a **Sustainability Assurance Client**. When acquiring a new **Sustainability Assurance Client**, the practitioner is entitled to use prior experience but shall not use or disclose any **Confidential Information** acquired or received in the course of a professional or business relationship.

SUBSECTION 5115 – PROFESSIONAL BEHAVIOUR

R5115.1 A **Sustainability Assurance Practitioner** shall comply with the principle of professional behaviour, which requires a practitioner to:

- (a) Comply with relevant laws and regulations;
- (b) Behave in a manner consistent with acting in the public interest in all **Professional Activities** and business relationships relating to **Sustainability Assurance Clients**; and
- (c) Avoid any conduct that the practitioner knows or should know might affect public trust in **Sustainability Information** that is subject to assurance.

A **Sustainability Assurance Practitioner** shall not knowingly engage in any business, occupation or activity that impairs or might impair public trust in **Sustainability Information** that is subject to assurance, and as a result would be incompatible with the fundamental principles.

5115.1 A1 Conduct that might adversely affect public trust in **Sustainability Information** that is subject to assurance includes conduct that a reasonable and informed third party would be likely to conclude has such an effect.

R5115.2 When undertaking marketing or promotional activities, a **Sustainability Assurance Practitioner** shall be honest and truthful and shall not make:

- (a) Exaggerated claims for the services offered by, or the qualifications or experience of, the practitioner; or
- (b) Disparaging references or unsubstantiated comparisons to the work of others.

5115.2 A1 If a **Sustainability Assurance Practitioner** is in doubt about whether a form of **Advertising** or marketing is appropriate, the practitioner is encouraged to consult with an appropriate body, for example a relevant professional or regulatory body, or obtain legal or other expert advice, as appropriate.

SECTION 5120

THE CONCEPTUAL FRAMEWORK

Introduction

5120.1 The circumstances in which **Sustainability Assurance Practitioners** operate might create threats to compliance with the fundamental principles. Section 5120 sets out requirements and application material, including a conceptual framework, to assist practitioners in complying with the fundamental principles and acting in the public interest when performing **Sustainability Assurance Engagements**. Such requirements and application material accommodate the wide range of facts and circumstances, including the various **Professional Activities**, interests and relationships, that create threats to compliance with the fundamental principles. In addition, they deter practitioners from concluding that a situation is permitted solely because that situation is not specifically prohibited by this Part.

5120.2 The conceptual framework specifies an approach for a **Sustainability Assurance Practitioner** to:

- Identify threats to compliance with the fundamental principles;
- Evaluate the threats identified; and
- Address the threats by eliminating or reducing them to an **Acceptable Level**.

Requirements and Application Material

General

R5120.3 The **Sustainability Assurance Practitioner** shall apply the conceptual framework to identify, evaluate and address threats to compliance with the fundamental principles set out in Section 5110.

[Paragraphs 5120.3 A1 and R5120.4 are intentionally left blank]

R5120.5 When applying the conceptual framework, the **Sustainability Assurance Practitioner** shall:

- Have an inquiring mind;**
- Exercise professional judgement; and**
- Use the reasonable and informed third party test described in paragraph 5120.5 A9.**

Having an Inquiring Mind

5120.5 A1 An inquiring mind is a prerequisite to obtaining an understanding of known facts and circumstances necessary for the proper application of the conceptual framework. Having an inquiring mind involves:

- Considering the source, relevance and sufficiency of information obtained, taking into account the nature, scope and outputs of the **Professional Activity** being undertaken; and
- Being open and alert to a need for further investigation or other action.

5120.5 A2 When considering the source, relevance and sufficiency of information obtained, the **Sustainability Assurance Practitioner** might consider, among other matters, whether:

- New information has emerged or there have been changes in facts and circumstances.
- The information or its source might be influenced by bias or self-interest.
- There is reason to be concerned that potentially relevant information might be missing from the facts and circumstances known to the practitioner.
- There is an inconsistency between the known facts and circumstances and the practitioner's expectations.
- The information provides a reasonable basis on which to reach a conclusion.
- There might be other reasonable conclusions that could be reached from the information obtained.

5120.5 A3 Paragraph R5120.5 requires all **Sustainability Assurance Practitioners** to have an inquiring mind when identifying, evaluating and addressing threats to the fundamental principles. This prerequisite for applying the conceptual framework applies to all practitioners regardless of the **Professional Activity** undertaken. Under sustainability assurance standards, including those issued by the **AUASB**, practitioners are also required to exercise professional scepticism, which includes a critical assessment of evidence.

Exercising Professional Judgement

5120.5 A4 Professional judgement involves the application of relevant training, professional knowledge, skill and experience commensurate with the facts and circumstances, taking into account the nature and scope of the particular **Professional Activities**, and the interests and relationships involved. For example, application of knowledge of certain location-specific environmental, social, economic, cultural or other sustainability-related issues might be relevant when performing **Sustainability Assurance Engagements**.

5120.5 A5 Professional judgement is required when the **Sustainability Assurance Practitioner** applies the conceptual framework in order to make informed decisions about the courses of actions available, and to determine whether such decisions are appropriate in the circumstances. In making this determination, the practitioner might consider matters such as whether:

- The practitioner's **Expertise** is sufficient to reach a conclusion.
- There is a need to consult with others with relevant **Expertise**.
- The practitioner's own preconception or bias might be affecting the practitioner's exercise of professional judgement.

5120.5 A6 The circumstances in which **Sustainability Assurance Practitioners** carry out **Professional Activities** and the factors involved vary considerably in their range and complexity. The professional judgement exercised by practitioners might need to take into account the complexity arising from the compounding effect of the interaction between, and changes in, elements of the facts and circumstances that are uncertain and variables and assumptions that are interconnected or interdependent.

5120.5 A7 Managing complexity involves:

- Making the **Firm** and, if appropriate, relevant stakeholders aware of the inherent uncertainties or difficulties arising from the facts and circumstances. (Ref: Para. R5113.3)
- Being alert to any developments or changes in the facts and circumstances and assessing whether they might impact any judgements the **Sustainability Assurance Practitioner** has made. (Ref: Para. R5120.5 to 5120.5 A3, and R5120.9 to 5120.9 A2)

5120.5 A8 Managing complexity might also involve:

- Analysing and investigating as relevant, any uncertain elements, the variables and assumptions and how they are connected or interdependent.
- Using technology to analyse relevant data to inform the **Sustainability Assurance Practitioner's** judgement.
- Consulting with others, including experts, to ensure appropriate challenge and additional input as part of the evaluation process.

Reasonable and Informed Third Party

5120.5 A9 The reasonable and informed third party test is a consideration by the **Sustainability Assurance Practitioner** about whether the same conclusions would likely be reached by another party. Such consideration is made from the perspective of a reasonable and informed third party, who weighs all the relevant facts and circumstances that the practitioner knows, or could reasonably be expected to know, at the time the conclusions are made. The reasonable and informed third party does not need to be a **Sustainability Assurance Practitioner**, but would possess the relevant knowledge and experience to understand and evaluate the appropriateness of the practitioner's conclusions in an impartial manner.

Identifying Threats

R5120.6 The **Sustainability Assurance Practitioner** shall identify threats to compliance with the fundamental principles.

5120.6 A1 An understanding of the facts and circumstances, including any **Professional Activities**, interests and relationships that might compromise compliance with the fundamental principles, is a prerequisite to the **Sustainability Assurance Practitioner's** identification of threats to such compliance. The existence of certain conditions, policies and procedures established by the practitioner's profession, legislation, regulation, or the **Firm** that can enhance the practitioner acting ethically might also help identify threats to compliance with the fundamental principles. Paragraph 5120.8 A2 includes general examples of such conditions, policies and procedures which are also factors that are relevant in evaluating the level of threats.

5120.6 A2 Threats to compliance with the fundamental principles might be created by a broad range of facts and circumstances. It is not possible to define every situation that creates threats. In addition, the nature of engagements and work assignments might differ and, consequently, different types of threats might be created.

5120.6 A3 Threats to compliance with the fundamental principles fall into one or more of the following categories:

- (a) Self-interest threat – the threat that a financial or other interest will inappropriately influence a **Sustainability Assurance Practitioner's** judgement or behaviour;
- (b) Self-review threat – the threat that a **Sustainability Assurance Practitioner** will not appropriately evaluate the results of a previous judgement made, or an activity performed by the practitioner or by another individual within the practitioner's **Firm**, on which the practitioner will rely when forming a judgement as part of performing a current activity;
- (c) Advocacy threat – the threat that a **Sustainability Assurance Practitioner** will promote a **Sustainability Assurance Client's** position to the point that the practitioner's objectivity is compromised;
- (d) Familiarity threat – the threat that due to a long or close relationship with a **Sustainability Assurance Client**, a **Sustainability Assurance Practitioner** will be too sympathetic to their interests or too accepting of their work; and
- (e) Intimidation threat – the threat that a **Sustainability Assurance Practitioner** will be deterred from acting objectively because of actual or perceived pressures, including attempts to exercise undue influence over the practitioner.

5120.6 A4 A circumstance might create more than one threat, and a threat might affect compliance with more than one fundamental principle.

Evaluating Threats

R5120.7 When the **Sustainability Assurance Practitioner identifies a threat to compliance with the fundamental principles, the practitioner shall evaluate whether such a threat is at an **Acceptable Level**.**

Acceptable Level

5120.7 A1 An **Acceptable Level** is a level at which a **Sustainability Assurance Practitioner** using the reasonable and informed third party test would likely conclude that the practitioner complies with the fundamental principles.

Factors Relevant in Evaluating the Level of Threats

5120.8 A1 The consideration of qualitative as well as quantitative factors is relevant in the **Sustainability Assurance Practitioner's** evaluation of threats, as is the combined effect of multiple threats, if applicable.

5120.8 A2 The existence of conditions, policies and procedures described in paragraph 5120.6 A1 might also be factors that are relevant in evaluating the level of threats to compliance with the fundamental principles. Examples of such conditions, policies and procedures include:

- Corporate governance requirements.
- Educational, training and experience requirements.
- Effective complaint systems which enable the **Sustainability Assurance Practitioner** and the general public to draw attention to unethical behaviour.
- An explicitly stated duty to report breaches of ethics requirements.
- Professional or regulatory monitoring and disciplinary procedures.

Consideration of New Information or Changes in Facts and Circumstances

R5120.9 If the **Sustainability Assurance Practitioner** becomes aware of new information or changes in facts and circumstances that might impact whether a threat has been eliminated or reduced to an **Acceptable Level**, the practitioner shall re-evaluate and address that threat accordingly.

5120.9 A1 Remaining alert throughout the **Professional Activity** assists the **Sustainability Assurance Practitioner** in determining whether new information has emerged or changes in facts and circumstances have occurred that:

- (a) Impact the level of a threat; or
- (b) Affect the practitioner's conclusions about whether safeguards applied continue to be appropriate to address identified threats.

5120.9 A2 If new information results in the identification of a new threat, the **Sustainability Assurance Practitioner** is required to evaluate and, as appropriate, address this threat. (Ref: Paras. R5120.7 and R5120.10).

Addressing Threats

R5120.10 If the **Sustainability Assurance Practitioner** determines that the identified threats to compliance with the fundamental principles are not at an **Acceptable Level**, the practitioner shall address the threats by eliminating them or reducing them to an **Acceptable Level**. The practitioner shall do so by:

- (a) **Eliminating the circumstances, including interests or relationships, that are creating the threats;**
- (b) **Applying safeguards, where available and capable of being applied, to reduce the threats to an **Acceptable Level**; or**
- (c) **Declining or ending the specific **Professional Activity**.**

Actions to Eliminate Threats

5120.10 A1 Depending on the facts and circumstances, a threat might be addressed by eliminating the circumstance creating the threat. However, there are some situations in which threats can only be addressed by declining or ending the specific **Professional Activity**. This is because the circumstances that created the threats cannot be eliminated and safeguards are not capable of being applied to reduce the threat to an **Acceptable Level**.

Safeguards

5120.10 A2 Safeguards are actions, individually or in combination, that the **Sustainability Assurance Practitioner** takes that effectively reduce threats to compliance with the fundamental principles to an **Acceptable Level**.

Consideration of Significant Judgements Made and Overall Conclusions Reached

R5120.11 The **Sustainability Assurance Practitioner** shall form an overall conclusion about whether the actions that the practitioner takes, or intends to take, to address the threats created will eliminate those threats or reduce them to an **Acceptable Level**. In forming the overall conclusion, the practitioner shall:

- (a) **Review any significant judgements made or conclusions reached; and**
- (b) **Use the reasonable and informed third party test.**

Other Considerations when Applying the Conceptual Framework

Bias

5120.12 A1 Conscious or unconscious bias affects the exercise of professional judgement when identifying, evaluating and addressing threats to compliance with the fundamental principles.

5120.12 A2 Examples of potential bias to be aware of when exercising professional judgement include:

- Anchoring bias, which is a tendency to use an initial piece of information as an anchor against which subsequent information is inadequately assessed.
- Automation bias, which is a tendency to favour output generated from automated systems, even when human reasoning or contradictory information raises questions as to whether such output is reliable or fit for purpose.
- Availability bias, which is a tendency to place more weight on events or experiences that immediately come to mind or are readily available than on those that are not.
- Confirmation bias, which is a tendency to place more weight on information that corroborates an existing belief than information that contradicts or casts doubt on that belief.
- Groupthink, which is a tendency for a group of individuals to discourage individual creativity and responsibility and as a result reach a decision without critical reasoning or consideration of alternatives.
- Overconfidence bias, which is a tendency to overestimate one's own ability to make accurate assessments of risk or other judgements or decisions.
- Representation bias, which is a tendency to base an understanding on a pattern of experiences, events or beliefs that is assumed to be representative.
- Selective perception, which is a tendency for a person's expectations to influence how the person views a particular matter or person.

5120.12 A3 Actions that might mitigate the effect of bias include:

- Seeking advice from experts to obtain additional input.
- Consulting with others to ensure appropriate challenge as part of the evaluation process.
- Receiving training related to the identification of bias as part of professional development.

Firm Culture

5120.13 A1 The effective application of the conceptual framework by a **Sustainability Assurance Practitioner** is enhanced when the importance of ethical values that align with the fundamental principles and other provisions set out in this Part is promoted through the internal culture of the **Firm**.

5120.13 A2 The promotion of an ethical culture within a **Firm** is most effective when:

- (a) **Leaders** and those in managerial roles promote the importance of, and hold themselves and others accountable for demonstrating, the ethical values of the **Firm**;

- (b) Appropriate education and training programs, management processes, and performance evaluation and reward criteria that promote an ethical culture are in place;
- (c) Effective policies and procedures are in place to encourage and protect those who report actual or suspected illegal or unethical behaviour, including whistle-blowers; and
- (d) The **Firm** adheres to ethical values in its dealings with third parties.

5120.13 A3 **Sustainability Assurance Practitioners** are expected to:

- (a) Encourage and promote an ethics-based culture in their **Firm**, taking into account their position and seniority; and
- (b) Exhibit ethical behaviour in dealings with individuals with whom, and entities with which, the practitioners or the **Firm** has a professional or business relationship.

AUST 5120.14 A1 Quality management standards might address **Firm** culture in the context of a **Firm's** responsibilities to design, implement and operate a system of quality management for sustainability assurance. For example, APES 320 *Quality Management for Firms that provide Non-Assurance Services* and **ASQM 1** requires the **Firm** to establish a quality objective that the **Firm** demonstrates a commitment to quality through its culture, which recognises and reinforces, among others, the importance of professional ethics, values and attitudes.

Considerations for Sustainability Assurance Engagements

Independence

5120.15 A1 **Sustainability Assurance Practitioners** are required by Sections 5400 to 5600 and Part 4B, as applicable, to be independent when performing **Sustainability Assurance Engagements**. **Independence** is linked to the fundamental principles of objectivity and integrity. It comprises:

- (a) Independence of mind – the state of mind that permits the expression of a conclusion without being affected by influences that compromise professional judgement, thereby allowing an individual to act with integrity, and exercise objectivity and professional scepticism.
- (b) Independence in appearance – the avoidance of facts and circumstances that are so significant that a reasonable and informed third party would be likely to conclude that a **Firm's**, or a **Sustainability Assurance Team** member's, integrity, objectivity or professional scepticism has been compromised.

5120.15 A2 Sections 5400 to 5600 and Part 4B set out requirements and application material on how to apply the conceptual framework to maintain **Independence** when performing **Sustainability Assurance Engagements**.¹⁷ **Sustainability Assurance Practitioners** and **Firms** are required to comply with these requirements and application material in order to be independent when conducting such engagements. The conceptual framework to identify, evaluate and address threats to compliance with the fundamental principles applies in the same way to compliance with **Independence** requirements. The categories of threats to compliance with the fundamental principles described in paragraph 5120.6 A3 are also the categories of threats to compliance with **Independence** requirements.

¹⁷ The *Corporations Act 2001* contains independence obligations that **Sustainability Assurance Practitioners** must also comply with when **Sustainability Assurance Engagements** are performed in accordance with the Act.

5120.15 A3 Conditions, policies and procedures described in paragraphs 5120.6 A1 and 5120.8 A2 that might assist in identifying and evaluating threats to compliance with the fundamental principles might also be factors relevant to identifying and evaluating threats to **Independence**. In the context of **Sustainability Assurance Engagements**, a system of quality management designed, implemented and operated by a **Firm** in accordance with the quality management standards issued by the **AUASB** is an example of such conditions, policies and procedures.

Professional Scepticism

5120.16 A1 Under sustainability assurance standards, including those issued by the **AUASB**, **Sustainability Assurance Practitioners** are required to exercise professional scepticism when planning and performing **Sustainability Assurance Engagements**. Professional scepticism and the fundamental principles that are described in Section 5110 are inter-related concepts.

5120.16 A2 In a **Sustainability Assurance Engagement** that is within the scope of the Independence Standards in this Part, compliance with the fundamental principles, individually and collectively, supports the exercise of professional scepticism, as shown in the following examples:

- *Integrity* requires the Sustainability Assurance Practitioner to be straightforward and honest. For example, the practitioner complies with the principle of integrity by:
 - Being straightforward and honest when raising concerns about a position taken by a **Sustainability Assurance Client**.
 - Pursuing inquiries about inconsistent information and seeking further evidence to address concerns about statements that might be materially false or misleading in order to make informed decisions about the appropriate course of action in the circumstances.
 - Having the strength of character to act appropriately, even when facing pressure to do otherwise or when doing so might create potential adverse personal or organisational consequences. Acting appropriately involves:
 - (a) Standing one's ground when confronted by dilemmas and difficult situations; or
 - (b) Challenging others as and when circumstances warrant, in a manner appropriate to the circumstances.

In doing so, the practitioner demonstrates the critical assessment of evidence that contributes to the exercise of professional scepticism.

- *Objectivity* requires the **Sustainability Assurance Practitioner** to exercise professional or business judgement without being compromised by:
 - (a) Bias;
 - (b) Conflict of interest; or
 - (c) Undue influence of, or undue reliance on, individuals, organisations, technology or other factors.

For example, the practitioner complies with the principle of objectivity by:

- (a) Recognising circumstances or relationships such as familiarity with the **Sustainability Assurance Client**, that might compromise the practitioner's professional or business judgement; and

- (b) Considering the impact of such circumstances and relationships on the practitioner's judgement when evaluating the sufficiency and appropriateness of evidence related to a matter material to the client's **Sustainability Information**.
- In doing so, the practitioner behaves in a manner that contributes to the exercise of professional scepticism.
- *Professional competence and due care* requires the **Sustainability Assurance Practitioner** to have professional knowledge and skill at the level required to ensure the provision of competent **Professional Service**, and to act diligently in accordance with applicable standards, laws and regulations. For example, the practitioner complies with the principle of professional competence and due care by:

 - (a) Applying knowledge that is relevant to a particular **Sustainability Assurance Client's** industry and business activities in order to properly identify risks of material misstatement;
 - (b) Designing and performing appropriate assurance procedures; and
 - (c) Applying relevant knowledge when critically assessing whether evidence is sufficient and appropriate in the circumstances.

In doing so, the practitioner behaves in a manner that contributes to the exercise of professional scepticism.

SECTION 5270

PRESSURE TO BREACH THE FUNDAMENTAL PRINCIPLES

Introduction

5270.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5270.2 Pressure exerted on, or by, a **Sustainability Assurance Practitioner** might create an intimidation or other threat to compliance with one or more of the fundamental principles. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

R5270.3 **A Sustainability Assurance Practitioner** shall not:

- (a) **Allow pressure from others to result in a breach of compliance with the fundamental principles; or**
- (b) **Place pressure on others that the practitioner knows, or has reason to believe, would result in the other individuals breaching the fundamental principles.**

5270.3 A1 A **Sustainability Assurance Practitioner** might face pressure that creates threats to compliance with the fundamental principles, for example an intimidation threat, when undertaking a **Professional Activity** for a **Sustainability Assurance Client**. Pressure might be explicit or implicit and might come from:

- The **Sustainability Assurance Client**.
- Within the **Firm**, for example, from a colleague or superior.
- Another external organisation or individual such as a supplier, customer or lender of the **Sustainability Assurance Client** or of the **Firm**.
- Internal or external targets and expectations.

5270.3 A2 Examples of pressure that might result in threats to compliance with the fundamental principles include:

- Pressure related to conflicts of interest:
 - Pressure from a family member bidding to act as a counterparty to a transaction involving a **Sustainability Assurance Client** to select the family member over other counterparties.
- Pressure to act without sufficient **Expertise** or due care:
 - Pressure from a **Sustainability Assurance Client** to express an opinion on **Sustainability Information** that is not supported by the evidence obtained from the assurance procedures performed.

See also Section 5310, *Conflicts of Interest*.

- Pressure from a **Sustainability Assurance Client** to inappropriately alter the scope of the **Sustainability Assurance Engagement** to influence how the client's sustainability goals or practices are perceived.
- Pressure from a **Sustainability Assurance Client** to deviate from the recommended approach when setting the scope of a voluntary **Sustainability Assurance Engagement**.
- Pressure from a **Sustainability Assurance Client** not to inquire about strategy-related assumptions used in the forward-looking information prepared by the client and subject to assurance procedures.
- Pressure from superiors to inappropriately reduce the extent of work performed.
- Pressure from superiors to perform a task without sufficient skills or training or within unrealistic deadlines.
- Pressure related to **Inducements**:
 - Pressure from colleagues to accept a bribe or other **Inducement**, for example to accept inappropriate gifts or entertainment from potential or existing **Sustainability Assurance Clients**.

See also Section 5340, *Inducements, Including Gifts and Hospitality*.

- Pressure related to non-compliance with laws and regulations ("NOCLAR"):
 - Pressure to overlook potential breaches of environmental or safety regulations applicable to a **Sustainability Assurance Client**.

See also Section 5360, *Responding to Non-compliance with Laws and Regulations*.

- Pressure related to level of fees:
 - Pressure exerted by a superior or a colleague of a **Sustainability Assurance Practitioner** to provide **Professional Services** at a fee level that does not allow for sufficient and appropriate resources (including human, technological and intellectual resources) to perform the services in accordance with technical and professional standards.

See also Section 5330, *Fees and Other Types of Remuneration*.

5270.3 A3 Factors that are relevant in evaluating the level of threats created by pressure include:

- The intent of the individual who is exerting the pressure and the nature and extent of the pressure.
- The application of laws, regulations, and professional standards to the circumstances.
- The culture and leadership of the **Firm** including the extent to which they reflect or emphasise the importance of ethical behaviour and the expectation that personnel will act ethically. For example, a corporate culture that tolerates unethical behaviour might increase the likelihood that the pressure would result in a threat to compliance with the fundamental principles.
- Policies and procedures, if any, that the **Firm** has established, such as ethics or human resources policies that address pressure.

5270.3 A4 Discussing the circumstances creating the pressure and consulting with others about those circumstances might assist the **Sustainability Assurance Practitioner** to evaluate the level of the threat. Such discussion and consultation, which requires being alert to the principle of confidentiality, might include:

- Discussing the matter with the individual who is exerting the pressure to seek to resolve it.
- Discussing the matter with the practitioner's superior, if the superior is not the individual exerting the pressure.
- Escalating the matter within the **Firm**, including when appropriate, explaining any consequential risks to the **Firm**, for example with:
 - Higher levels of management.
 - Internal or external auditors.
 - **Those Charged with Governance**.
- Disclosing the matter in line with the **Firm's** policies, including ethics and whistleblowing policies, using any established mechanism, such as a confidential ethics hotline.
- Consulting with:
 - A colleague, superior, human resources personnel, or another **Sustainability Assurance Practitioner**;
 - Relevant professional or regulatory bodies or industry associations; or
 - Legal counsel.

5270.3 A5 An example of an action that might eliminate threats created by pressure is the **Sustainability Assurance Practitioner's** request for a restructure of, or segregation of, certain responsibilities and duties relating to the **Professional Services** performed for a **Sustainability Assurance Client** so that the practitioner is no longer involved with the individual or entity exerting the pressure.

Documentation

5270.4 A1 The **Sustainability Assurance Practitioner** is encouraged to document:

- The facts.
- The communications and parties with whom these matters were discussed.
- The courses of action considered.
- How the matter was addressed.

SECTION 5300

APPLYING THE CONCEPTUAL FRAMEWORK

Introduction

5300.1 Sections 5300 to 5390 set out requirements and application material for **Sustainability Assurance Practitioners** when applying the conceptual framework set out in Section 5120. They do not describe all of the facts and circumstances, including **Professional Activities**, interests and relationships, that could be encountered by practitioners, which create or might create threats to compliance with the fundamental principles. Therefore, the conceptual framework requires **Sustainability Assurance Practitioners** to be alert for such facts and circumstances.

[Paragraphs 5300.2 and 5300.3 are intentionally left blank]

Requirements and Application Material

General

R5300.4 A **Sustainability Assurance Practitioner** shall comply with the fundamental principles set out in Section 5110 and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to compliance with the fundamental principles.

[Paragraphs R5300.5 and 5300.5 A1 are intentionally left blank]

5300.5 A2 The more senior the position of a **Sustainability Assurance Practitioner**, the greater will be the ability and opportunity to access information, and to influence policies, decisions made and actions taken by others involved with the **Firm**. To the extent that they are able to do so, taking into account their position and seniority in the **Firm**, practitioners are expected to encourage and promote an ethics-based culture in the **Firm** and exhibit ethical behaviour in dealings with individuals with whom, and entities with which, the practitioner or the **Firm** has a professional or business relationship in accordance with paragraph 5120.13 A3. Examples of actions that might be taken include the introduction, implementation and oversight of:

- Ethics education and training programs.
- **Firm** processes and performance evaluation and reward criteria that promote an ethical culture.
- Ethics and whistle-blowing policies.
- Policies and procedures designed to prevent non-compliance with laws and regulations (“NOCLAR”).

(Ref: Paras. 5120.13 A1 to 5120.13 A3).

Identifying Threats

5300.6 A1 Threats to compliance with the fundamental principles might be created by a broad range of facts and circumstances. The categories of threats are described in paragraph 5120.6 A3. The following are examples of facts and circumstances within each of those categories of threats that might create threats for a **Sustainability Assurance Practitioner** when undertaking a **Professional Service** for a **Sustainability Assurance Client**:

- (a) Self-interest Threats
 - A Sustainability Assurance Practitioner having a Direct Financial Interest in a Sustainability Assurance Client.
 - A Sustainability Assurance Practitioner quoting a low fee to obtain a new engagement and the fee is so low that it might be difficult to perform the Professional Service in accordance with applicable technical and professional standards for that price.
 - A Sustainability Assurance Practitioner having a close business relationship with a Sustainability Assurance Client.
 - A Sustainability Assurance Practitioner having incentives linked to the outcome of a Sustainability Assurance Engagement.
 - A Sustainability Assurance Practitioner discovering a significant error when evaluating the results of a previous Professional Service performed by a member of the practitioner's Firm.
- (b) Self-review Threats
 - A Sustainability Assurance Practitioner issuing an assurance report on the effectiveness of the operation of systems that generate Sustainability Information after designing or implementing the systems.
 - A Sustainability Assurance Practitioner having contributed to the preparation of data used to generate information that is subject to procedures in the Sustainability Assurance Engagement.
 - A Sustainability Assurance Practitioner having provided sustainability-related services other than Sustainability Assurance Engagements for an entity in a Sustainability Assurance Client's Value Chain, the outcome of which is subject to procedures in the Sustainability Assurance Engagement for the client.
 - A Sustainability Assurance Practitioner having provided a valuation or forecasting service the outcome of which is subject to procedures in the Sustainability Assurance Engagement for the Sustainability Assurance Client.
- (c) Advocacy Threats
 - A Sustainability Assurance Practitioner promoting the interests of a Sustainability Assurance Client.
 - A Sustainability Assurance Practitioner acting as an advocate on behalf of a Sustainability Assurance Client in litigation or disputes with third parties.
 - A Sustainability Assurance Practitioner lobbying in favour of legislation on behalf of a Sustainability Assurance Client.
 - A Sustainability Assurance Practitioner promoting a particular sustainability-related initiative, product or service on behalf of a Sustainability Assurance Client.
- (d) Familiarity Threats
 - A Sustainability Assurance Practitioner having a Close or Immediate Family member who is a Director or Officer of the Sustainability Assurance Client.
 - A Director or Officer of the Sustainability Assurance Client, or an employee in a position to exert significant influence over the subject matter of the engagement, having recently served as the Engagement Leader.

- A Sustainability Assurance Team member having a long association with the Sustainability Assurance Client.
- An individual who is being considered to serve as an appropriate reviewer, as a safeguard to address a threat, having a close relationship with an individual who performed the work.

(e) Intimidation Threats

- A Sustainability Assurance Practitioner being threatened with dismissal from a Professional Service performed for a Sustainability Assurance Client or the Firm because of a disagreement about a professional matter.
- A Sustainability Assurance Practitioner feeling pressured to agree with the judgement of a Sustainability Assurance Client because the client has more Expertise on the matter in question.
- A Sustainability Assurance Practitioner being informed that a planned promotion will not occur unless the practitioner agrees with an inappropriate sustainability-related analysis or conclusion.
- A Sustainability Assurance Practitioner having accepted a significant gift from a Sustainability Assurance Client and being threatened that acceptance of this gift will be made public.

Identifying Threats Associated with the Use of Technology

5300.6 A2 The following are examples of facts and circumstances relating to the use of technology that might create threats for a Sustainability Assurance Practitioner when undertaking a Professional Activity for a Sustainability Assurance Client:

- Self-interest Threats
 - The data available might not be sufficient for the effective use of the technology.
 - The technology might not be appropriate for the purpose for which it is to be used.
 - The practitioner might not have sufficient information and Expertise, or access to an Expert with sufficient understanding, to use and explain the technology and its appropriateness for the purpose intended.
- Self-review Threats
 - The technology was designed or developed using the knowledge, Expertise or judgement of the practitioner or Firm.

Evaluating Threats

5300.7 A1 The conditions, policies and procedures described in paragraphs 5120.6 A1 and 5120.8 A2 might impact the evaluation of whether a threat to compliance with the fundamental principles is at an Acceptable Level. Such conditions, policies and procedures might relate to:

- (a) The Sustainability Assurance Client and its operating environment; and
- (b) The Firm and its operating environment.

5300.7 A2 The Sustainability Assurance Practitioner's evaluation of the level of a threat is also impacted by the nature and scope of the Professional Service.

The Sustainability Assurance Client and its Operating Environment

5300.7 A3 The **Sustainability Assurance Practitioner's** evaluation of the level of a threat might be impacted by whether the client is a **Sustainability Assurance Client**:

- (a) For which the practitioner performs a **Sustainability Assurance Engagement** within the scope of the Independence Standards in this Part;
- (b) For which the practitioner also performs an **Audit Engagement**;
- (c) For which other assurance or non-assurance services are also provided and, if so, the nature of those services; or
- (d) Which is a **Public Interest Entity**.

For example, providing a non-assurance service to a **Sustainability Assurance Client** that is a **Public Interest Entity** might be perceived to result in a higher level of threat to compliance with the principle of objectivity with respect to the **Sustainability Assurance Engagement**.

5300.7 A4 The corporate governance structure, including the leadership of a **Sustainability Assurance Client**, might promote compliance with the fundamental principles. Accordingly, a **Sustainability Assurance Practitioner's** evaluation of the level of a threat might also be impacted by a client's operating environment. For example:

- The client requires appropriate individuals other than management to ratify or approve the appointment of a **Firm** to perform an engagement.
- The client has competent employees with experience and seniority to make managerial decisions.
- The client has implemented internal procedures that facilitate objective choices in tendering non-assurance engagements.
- The client has a corporate governance structure that provides appropriate oversight and communications regarding the **Firm's** services.

5300.7 A4a The **Sustainability Assurance Practitioner's** evaluation of the level of a threat might be impacted by the quantitative and qualitative characteristics of a **Sustainability Assurance Client's Value Chain**. For example, the evaluation of a threat to compliance with the principle of professional competence and due care might be impacted if the **Sustainability Information** that is subject to assurance comes from multiple suppliers that are geographically dispersed or is prepared in accordance with different reporting frameworks.

The Firm and its Operating Environment

5300.7 A5 A **Sustainability Assurance Practitioner's** evaluation of the level of a threat might be impacted by the work environment within the practitioner's **Firm** and its operating environment. For example:

- Leadership of the **Firm** that promotes compliance with the fundamental principles and establishes the expectation that **Sustainability Assurance Team** members will act in the public interest when providing sustainability assurance.
- Policies or procedures for establishing and monitoring compliance with the fundamental principles by all personnel.
- Compensation, performance appraisal and disciplinary policies and procedures that promote compliance with the fundamental principles.
- Management of the reliance on revenue received from a single **Sustainability Assurance Client**.

- The **Engagement Leader** having authority within the **Firm** for decisions concerning compliance with the fundamental principles, including any decisions about accepting or providing services to a **Sustainability Assurance Client**.
- Educational, training and experience requirements.
- Processes to facilitate and address internal and external concerns or complaints.

5300.7 A6 The **Sustainability Assurance Practitioner's** evaluation of the level of a threat associated with the use of technology might also be impacted by the work environment within the practitioner's **Firm** and its operating environment. For example:

- Level of corporate oversight and internal controls over the technology.
- Assessments of the quality and functionality of technology that are undertaken by a third-party.
- Training that is provided regularly to all relevant employees so they obtain and maintain the professional competence to sufficiently understand, use and explain the technology and its appropriateness for the purpose intended.

Consideration of New Information or Changes in Facts and Circumstances

5300.7 A7 New information or changes in facts and circumstances might:

- (a) Impact the level of a threat; or
- (b) Affect the **Sustainability Assurance Practitioner's** conclusions about whether safeguards applied continue to address identified threats as intended.

In these situations, actions that were already implemented as safeguards might no longer be effective in addressing threats. Accordingly, the application of the conceptual framework requires that the **Sustainability Assurance Practitioner** re-evaluate and address the threats accordingly. (Ref: Paras. R5120.9 and R5120.10).

5300.7 A8 Examples of new information or changes in facts and circumstances that might impact the level of a threat include:

- When the scope of a **Professional Service** is expanded.
- When the **Sustainability Assurance Client** becomes a **Publicly Traded Entity** or acquires another business unit.
- When the **Firm** merges with another **Firm**.
- When the **Sustainability Assurance Practitioner** is jointly engaged by a **Sustainability Assurance Client** and another client and a dispute emerges between the two clients.
- When there is a change in the **Sustainability Assurance Practitioner's** personal or **Immediate Family** relationships.

Addressing Threats

5300.8 A1 Paragraphs R5120.10 to 5120.10 A2 set out requirements and application material for addressing threats that are not at an **Acceptable Level**.

Examples of Safeguards

5300.8 A2 Safeguards vary depending on the facts and circumstances. Examples of actions that in certain circumstances might be safeguards to address threats include:

- Assigning additional time and qualified personnel to required tasks when an engagement has been accepted might address a self-interest threat.
- Having an appropriate reviewer who was not a member of the team review the work performed or advise as necessary might address a self-review threat.
- Using different **Leaders** and **Engagement Teams** with separate reporting lines for the provision of non-assurance services to a **Sustainability Assurance Client** might address self-review, advocacy or familiarity threats.
- Involving another **Firm** to perform or re-perform part of the engagement might address self-interest, self-review, advocacy, familiarity or intimidation threats.
- Disclosing to **Sustainability Assurance Clients** any referral fees or commission arrangements received for recommending services or products might address a self-interest threat.
- Separating teams when dealing with matters of a confidential nature might address a self-interest threat.

5300.8 A3 The remaining sections of this Part describe certain threats that might arise during the course of performing **Professional Services** for **Sustainability Assurance Clients** and include examples of actions that might address threats.

Appropriate Reviewer

5300.8 A4 An appropriate reviewer is a professional with the necessary knowledge, skills, experience and authority to review, in an objective manner, the relevant work performed or service provided to a **Sustainability Assurance Client**. Such an individual might be a **Sustainability Assurance Practitioner**.

Communicating with Those Charged with Governance

R5300.9 When communicating with **Those Charged with Governance** in accordance with this Part, a **Sustainability Assurance Practitioner** shall determine the appropriate individual(s) within the **Sustainability Assurance Client's** governance structure with whom to communicate. If the practitioner communicates with a subgroup of **Those Charged with Governance**, the practitioner shall determine whether communication with all of **Those Charged with Governance** is also necessary so that they are adequately informed.

5300.9 A1 In determining with whom to communicate, a **Sustainability Assurance Practitioner** might consider:

- (a) The nature and importance of the circumstances; and
- (b) The matter to be communicated.

5300.9 A2 Examples of a subgroup of **Those Charged with Governance** include an audit committee or another committee tasked with oversight of **Sustainability Information**, or an individual member of **Those Charged with Governance**.

R5300.10 If a **Sustainability Assurance Practitioner** communicates with individuals who have management responsibilities as well as governance responsibilities, the practitioner shall be satisfied that communication with those individuals adequately informs all of those in a governance role with whom the practitioner would otherwise communicate.

5300.10 A1 In some circumstances, all of **Those Charged with Governance** are involved in managing the **Sustainability Assurance Client**, for example, a small business where a single owner manages the entity and no one else has a governance role. In these cases, if matters are communicated to individual(s) with management responsibilities, and those individual(s) also have governance responsibilities, the **Sustainability Assurance Practitioner** has satisfied the requirement to communicate with **Those Charged with Governance**.

Using Non-Assurance Work of Another Practitioner

R5300.11 A **Sustainability Assurance Practitioner** who intends to use non-assurance work performed by **Another Practitioner** for the purposes of a **Sustainability Assurance Engagement** shall exercise professional judgement to determine the appropriate steps to take, if any, in order to fulfil the **Sustainability Assurance Practitioner's** responsibilities to comply with the fundamental principles of integrity, objectivity and professional competence and due care.

5300.11 A1 For the purposes of this section, the non-assurance work performed by **Another Practitioner** excludes the work of an **External Expert**. When a **Sustainability Assurance Practitioner** intends to use the work of an **External Expert**, the requirements and application material set out in Section 5390 apply. When a **Sustainability Assurance Practitioner** intends to use assurance work performed by **Another Practitioner** for purposes of a **Sustainability Assurance Engagement**, the requirements and application material set out in Section 5406 apply.

5300.11 A2 Factors to consider in determining the appropriate steps to take, if any, when a **Sustainability Assurance Practitioner** intends to use the non-assurance work of **Another Practitioner** include:

- The reputation and competence of, and resources available to, that other practitioner.
- Whether that other practitioner is subject to applicable professional and ethics standards.

Such information might be gained from prior association with, or from consulting others about, that other practitioner.

SECTION 5310

CONFLICTS OF INTEREST

Introduction

5310.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5310.2 A conflict of interest creates threats to compliance with the principle of objectivity and might create threats to compliance with the other fundamental principles. Such threats might be created when:

- (a) A **Sustainability Assurance Practitioner** provides a **Professional Service** related to a particular matter for a **Sustainability Assurance Client** and another client whose interests with respect to that matter are in conflict; or
- (b) The interests of a **Sustainability Assurance Practitioner** with respect to a particular matter and the interests of the **Sustainability Assurance Client** for whom the practitioner provides a **Professional Service** related to that matter are in conflict.

5310.3 This section sets out specific requirements and application material relevant to applying the conceptual framework to conflicts of interest. When a **Sustainability Assurance Practitioner** performs a **Sustainability Assurance Engagement**, **Independence** is also required in accordance with this Part or Part 4B, as applicable.

Requirements and Application Material

General

R5310.4 **A Sustainability Assurance Practitioner shall not allow a conflict of interest to compromise professional or business judgement.**

5310.4 A1 Examples of circumstances that might create a conflict of interest include:

- Providing a transaction advisory service to a client seeking to acquire a **Sustainability Assurance Client**, where the **Firm** has obtained **Confidential Information** during the course of the **Sustainability Assurance Engagement** that might be relevant to the transaction.
- Providing advice to a **Sustainability Assurance Client** and another client at the same time where the clients are competing to acquire the same company and the advice might be relevant to the parties' competitive positions.
- Representing a **Sustainability Assurance Client** and another client in the same matter who are in a legal dispute with each other.
- Advising a **Sustainability Assurance Client** to invest in a business in which, for example, the spouse of the practitioner has a **Financial Interest**.
- Providing strategic advice to a **Sustainability Assurance Client** on its competitive position while having a joint venture or similar interest with a major competitor of the client.
- Advising a **Sustainability Assurance Client** on acquiring a business which the **Firm** is also interested in acquiring.

- Advising a **Sustainability Assurance Client** on buying a product or service while having a royalty or commission agreement with a potential seller of that product or service.

Conflict Identification

General

R5310.5 Before accepting a new **Sustainability Assurance Client** relationship, engagement, or business relationship, a **Sustainability Assurance Practitioner** shall take reasonable steps to identify circumstances that might create a conflict of interest, and therefore a threat to compliance with one or more of the fundamental principles. Such steps shall include identifying:

- (a) The nature of the relevant interests and relationships between the parties involved; and
- (b) The service and its implication for relevant parties.

5310.5 A1 An effective conflict identification process assists a **Sustainability Assurance Practitioner** when taking reasonable steps to identify interests and relationships that might create an actual or potential conflict of interest, both before determining whether to accept an engagement and throughout the engagement. Such a process includes considering matters identified by external parties, for example clients or potential clients. The earlier an actual or potential conflict of interest is identified, the greater the likelihood of the practitioner being able to address threats created by the conflict of interest.

5310.5 A2 An effective process to identify actual or potential conflicts of interest will take into account factors such as:

- The nature of the **Professional Services** provided.
- The size of the **Firm**.
- The size and nature of the client base.
- The structure of the **Firm**, for example, the number and geographic location of **Offices**.

5310.5 A3 More information on client acceptance is set out in Section 5320, *Professional Appointments*.

Changes in Circumstances

R5310.6 A **Sustainability Assurance Practitioner** shall remain alert to changes over time in the nature of services, interests and relationships that might create a conflict of interest while performing an engagement.

5310.6 A1 The nature of services, interests and relationships might change during the engagement. This is particularly true when a **Sustainability Assurance Practitioner** is asked to conduct an engagement in a situation that might become adversarial, even though the parties who engage the practitioner initially might not be involved in a dispute.

Network Firms

R5310.7 If the **Firm** is a member of a **Network**, a **Sustainability Assurance Practitioner** shall consider conflicts of interest that the practitioner has reason to believe might exist or arise due to interests and relationships of a **Network Firm**.

5310.7 A1 Factors to consider when identifying interests and relationships involving a **Network Firm** include:

- The nature of the **Professional Services** provided.
- The clients served by the **Network**.
- The geographic locations of all relevant parties.

Threats Created by Conflicts of Interest

5310.8 A1 In general, the more direct the connection between the **Professional Service** and the matter on which the parties' interests conflict, the more likely the level of the threat is not at an **Acceptable Level**.

5310.8 A2 Factors that are relevant in evaluating the level of a threat created by a conflict of interest include measures that prevent unauthorised disclosure of **Confidential Information** when performing **Professional Services** related to a particular matter for a **Sustainability Assurance Client** and another client whose interests with respect to that matter are in conflict. These measures include:

- The existence of separate practice areas for specialty functions within the **Firm**, which might act as a barrier to the passing of confidential client information between practice areas.
- Policies and procedures to limit access to client files.
- Confidentiality agreements signed by personnel and **Leaders of the Firm**.
- Separation of **Confidential Information** physically and electronically.
- Specific and dedicated training and communication.

5310.8 A3 Examples of actions that might be safeguards to address threats created by a conflict of interest include:

- Having separate teams who are provided with clear policies and procedures on maintaining confidentiality.
- Having an appropriate reviewer, who is not involved in providing the service or otherwise affected by the conflict, review the work performed to assess whether the key judgements and conclusions are appropriate.

Disclosure and Consent

General

R5310.9 **A Sustainability Assurance Practitioner** shall exercise professional judgement to determine whether the nature and significance of a conflict of interest are such that specific disclosure and explicit consent are necessary when addressing the threat created by the conflict of interest.

5310.9 A1 Factors to consider when determining whether specific disclosure and explicit consent are necessary include:

- The circumstances creating the conflict of interest.
- The parties that might be affected.
- The nature of the issues that might arise.
- The potential for the particular matter to develop in an unexpected manner.

5310.9 A2 Disclosure and consent might take different forms, for example:

- General disclosure to clients of circumstances where, as is common commercial practice, the **Sustainability Assurance Practitioner** does not provide **Professional Services** exclusively to any one client (for example, in a particular **Professional Service** and market sector). This enables the client to provide general consent accordingly. For example, a practitioner might make general disclosure in the standard terms and conditions for the engagement.
- Specific disclosure to affected clients of the circumstances of the particular conflict in sufficient detail to enable the client to make an informed decision about the matter and to provide explicit consent accordingly. Such disclosure might include a detailed presentation of the circumstances and a comprehensive explanation of any planned safeguards and the risks involved.
- Consent might be implied by clients' conduct in circumstances where the **Sustainability Assurance Practitioner** has sufficient evidence to conclude that clients know the circumstances at the outset and have accepted the conflict of interest if they do not raise an objection to the existence of the conflict.

5310.9 A3 It is generally necessary:

- (a) To disclose the nature of the conflict of interest and how any threats created were addressed to clients affected by a conflict of interest; and
- (b) To obtain consent of the affected clients to perform the **Professional Services** when safeguards are applied to address the threat.

5310.9 A4 If such disclosure or consent is not in writing, the **Sustainability Assurance Practitioner** is encouraged to document:

- (a) The nature of the circumstances giving rise to the conflict of interest;
- (b) The safeguards applied to address the threats when applicable; and
- (c) The consent obtained.

When Explicit Consent is Refused

R5310.10 If a **Sustainability Assurance Practitioner** has determined that explicit consent is necessary in accordance with paragraph R5310.9 and the **Sustainability Assurance Client** has refused to provide consent, the practitioner shall either:

- (a) End or decline to perform **Professional Services** that would result in the conflict of interest; or
- (b) End relevant relationships or dispose of relevant interests to eliminate the threat or reduce it to an **Acceptable Level**.

Confidentiality

General

R5310.11 A **Sustainability Assurance Practitioner** shall remain alert to the principle of confidentiality, including when making disclosures or sharing information within the **Firm** or **Network** and seeking guidance from third parties.

5310.11 A1 Subsection 5114 sets out requirements and application material relevant to situations that might create a threat to compliance with the principle of confidentiality.

When Disclosure to Obtain Consent would Breach Confidentiality

R5310.12 When making specific disclosure for the purpose of obtaining explicit consent would result in a breach of confidentiality, and such consent cannot therefore be obtained, the **Firm** shall only accept or continue an engagement if:

- (a) The **Firm** does not act in an advocacy role for a **Sustainability Assurance Client** in an adversarial position against another client in the same matter;
- (b) Specific measures are in place to prevent disclosure of **Confidential Information** between the teams serving the **Sustainability Assurance Client** and the other client; and
- (c) The **Firm** is satisfied that a reasonable and informed third party would be likely to conclude that it is appropriate for the **Firm** to accept or continue the engagement because a restriction on the **Firm's** ability to provide the **Professional Service** would produce a disproportionate adverse outcome for the clients or other relevant third parties.

5310.12 A1 A breach of confidentiality might arise, for example, when seeking consent to perform:

- A transaction-related service for a **Sustainability Assurance Client** in a hostile takeover of another client of the **Firm**.
- A forensic investigation for a client regarding a suspected fraud, where the **Firm** has **Confidential Information** from its work for a **Sustainability Assurance Client** who might be involved in the fraud.

Documentation

R5310.13 In the circumstances set out in paragraph R5310.12, the **Sustainability Assurance Practitioner** shall document:

- (a) The nature of the circumstances, including the role that the practitioner is to undertake;
- (b) The specific measures in place to prevent disclosure of information between the teams serving the **Sustainability Assurance Client** and the other client; and
- (c) Why it is appropriate to accept or continue the engagement.

SECTION 5320

PROFESSIONAL APPOINTMENTS

Introduction

5320.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5320.2 Acceptance of a new **Sustainability Assurance Client** relationship or changes in an existing engagement might create a threat to compliance with one or more of the fundamental principles. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

AUST 5320.2.1 The requirements of Section 5320 also apply where a **Sustainability Assurance Practitioner** is replacing or being replaced by a practitioner who is not a **Member**.

Requirements and Application Material

Client and Engagement Acceptance

General

5320.3 A1 Threats to compliance with the principles of integrity or professional behaviour might be created, for example, from questionable issues associated with the **Sustainability Assurance Client** (its owners, management or activities). Issues that, if known, might create such a threat include client involvement in illegal activities, dishonesty, questionable financial or non-financial, including sustainability, reporting practices or other unethical behaviour.

5320.3 A2 Factors that are relevant in evaluating the level of such a threat include:

- Knowledge and understanding of the **Sustainability Assurance Client**, its owners, management and **Those Charged with Governance** and business activities.
- The **Sustainability Assurance Client's** commitment to address questionable issues, for example, through improving corporate governance practices or internal controls.

5320.3 A3 A self-interest threat to compliance with the principle of professional competence and due care is created if the team does not possess, or cannot acquire, the competencies to perform the **Professional Services**.

5320.3 A4 Factors that are relevant in evaluating the level of such a threat include:

- An appropriate understanding of:
 - The nature of the **Sustainability Assurance Client's** business;
 - The complexity of its operations;
 - The quantitative and qualitative characteristics of the **Sustainability Assurance Client's Value Chain**;
 - The requirements of the engagement; and
 - The purpose, nature and scope of the work to be performed.

- Knowledge of relevant industries or subject matter.
- Experience with relevant regulatory or reporting requirements.
- Policies and procedures that the **Firm** has implemented, as part of a system of quality management in accordance with quality management standards such as APES 320 *Quality Management for Firms that provide Non-Assurance Services* or **ASQM 1**, that respond to quality risks relating to the **Firm's** ability to perform the engagement in accordance with professional standards and applicable legal and regulatory requirements.
- The level of fees and the extent to which they have regard to the resources required, taking into account the **Sustainability Assurance Practitioner's** commercial and market priorities.

5320.3 A5 Examples of actions that might be safeguards to address a self-interest threat include:

- Assigning sufficient engagement personnel with the necessary competencies.
- Agreeing on a realistic time frame for the performance of the engagement.
- Using experts where necessary.

Changes in a Professional Appointment

General

R5320.4 A **Sustainability Assurance Practitioner** shall determine whether there are any reasons for not accepting an engagement when the practitioner:

- (a) Is asked by a potential **Sustainability Assurance Client** to replace another **Sustainability Assurance Practitioner**;
- (b) Considers tendering for an engagement held by a different practitioner for a **Sustainability Assurance Client**; or
- (c) Considers undertaking work for a **Sustainability Assurance Client** that is complementary or additional to that of a different practitioner.

5320.4 A1 There might be reasons for not accepting an engagement. One such reason might be if a threat created by the facts and circumstances cannot be addressed by applying safeguards. For example, there might be a self-interest threat to compliance with the principle of professional competence and due care if a **Sustainability Assurance Practitioner** accepts the engagement before knowing all the relevant facts.

5320.4 A2 If a **Sustainability Assurance Practitioner** is asked by a **Sustainability Assurance Client** to undertake work that is complementary or additional to the work of an **Existing** or **Predecessor Practitioner**, a self-interest threat to compliance with the principle of professional competence and due care might be created, for example, as a result of incomplete information.

5320.4 A3 A factor that is relevant in evaluating the level of such a threat is whether tenders state that, before accepting the engagement, contact with the **Existing** or **Predecessor Practitioner** will be requested. This contact gives the **Proposed Practitioner** the opportunity to inquire whether there are any reasons why the engagement should not be accepted.

5320.4 A4 Examples of actions that might be safeguards to address such a self-interest threat include:

- Asking the **Existing or Predecessor Practitioner** to provide any known information of which, in the **Existing or Predecessor Practitioner's** opinion, the **Proposed Practitioner** needs to be aware before deciding whether to accept the engagement. For example, inquiry might reveal previously undisclosed pertinent facts and might indicate disagreements with the **Existing or Predecessor Practitioner** that might influence the decision to accept the appointment.
- Obtaining information from other sources such as through inquiries of third parties or background investigations regarding senior management or **Those Charged with Governance** of the **Sustainability Assurance Client**.

Communicating with the Existing or Predecessor Practitioner

5320.5 A1 A **Proposed Practitioner** will usually need the **Sustainability Assurance Client's** permission, preferably in writing, to initiate discussions with the **Existing or Predecessor Practitioner**.

R5320.6 If unable to communicate with the **Existing or Predecessor Practitioner**, the **Proposed Practitioner** shall take other reasonable steps to obtain information about any possible threats.

Communicating with the Proposed Practitioner

R5320.7 When an **Existing or Predecessor Practitioner** is asked to respond to a communication from a **Proposed Practitioner**, the **Existing or Predecessor Practitioner** shall:

- (a) Comply with relevant laws and regulations governing the request; and
- (b) Provide any information honestly and unambiguously.

5320.7 A1 An **Existing or Predecessor Practitioner** is bound by confidentiality. Whether the **Existing or Predecessor Practitioner** is permitted or required to discuss the affairs of a **Sustainability Assurance Client** with a **Proposed Practitioner** will depend on the nature of the engagement and:

- (a) Whether the **Existing or Predecessor Practitioner** has permission from the **Sustainability Assurance Client** for the discussion; and
- (b) The legal and ethics requirements relating to such communications and disclosure, which might vary by jurisdiction.

5320.7 A2 Circumstances where a **Sustainability Assurance Practitioner** is or might be required to disclose **Confidential Information**, or when disclosure might be appropriate, are set out in paragraph 5114.3 A1.

Changes in Sustainability Assurance Appointments

R5320.8 In the case of a **Sustainability Assurance Engagement** within the scope of the **Independence Standards in this Part**, a **Sustainability Assurance Practitioner** shall request the **Existing or Predecessor Practitioner** to provide known information regarding any facts or other information of which, in the **Existing or Predecessor Practitioner's** opinion, the **Proposed Practitioner** needs to be aware before deciding whether to accept the engagement. Except for the circumstances involving non-compliance or suspected non-compliance with laws and regulations ("NOCLAR") set out in paragraphs R5360.21 and R5360.22:

- (a) If the **Sustainability Assurance Client** consents to the **Existing or Predecessor Practitioner** disclosing any such facts or other information, the **Existing or Predecessor Practitioner** shall provide the information honestly and unambiguously; and
- (b) If the **Sustainability Assurance Client** fails or refuses to grant the **Existing or Predecessor Practitioner** permission to discuss the client's affairs with the **Proposed Practitioner**, the **Existing or Predecessor Practitioner** shall disclose this fact to the **Proposed Practitioner**, who shall carefully consider such failure or refusal when determining whether to accept the appointment.

Client and Engagement Continuance

R5320.9 For a recurring engagement for a **Sustainability Assurance Client**, a **Sustainability Assurance Practitioner** shall periodically review whether to continue with the engagement.

5320.9 A1 Potential threats to compliance with the fundamental principles might be created after acceptance which, had they been known earlier, would have caused the **Sustainability Assurance Practitioner** to decline the engagement. For example, a self-interest threat to compliance with the principle of integrity might be created by improper sustainability reporting, such as changes in measurement methodology to create the appearance of a positive trend in a key performance indicator.

Using the Work of an Expert

R5320.10 When a **Sustainability Assurance Practitioner** intends to use the work of an expert in the course of undertaking a **Professional Activity**, the practitioner shall determine whether the use is appropriate for the intended purpose.

5320.10 A1 For the purposes of this section, the work of an **External Expert** is excluded. When a **Sustainability Assurance Practitioner** intends to use the work of an **External Expert**, the requirements and application material set out in Section 5390 apply.

5320.10 A2 Factors to consider when a **Sustainability Assurance Practitioner** intends to use the work of an expert include:

- The reputation and **Expertise** of, and the resources available to, the expert.
- Whether the expert is subject to applicable professional and ethics standards.

Such information might be gained from prior association with, or from consulting others about, the expert.

Using the Output of Technology

R5320.11 When a **Sustainability Assurance Practitioner** intends to use the output of technology in the course of undertaking a **Professional Activity** for a **Sustainability Assurance Client**, the practitioner shall determine whether the use is appropriate for the intended purpose.

5320.11 A1 Factors to consider when a **Sustainability Assurance Practitioner** intends to use the output of technology include:

- The nature of the activity to be performed by the technology.
- The expected use of, or extent of reliance on, the output of the technology.

- Whether the practitioner has the ability, or access to an **Expert** with the ability, to understand, use and explain the technology and its appropriateness for the purpose intended.
- Whether the technology used has been appropriately tested and evaluated for the purpose intended.
- Prior experience with the technology and whether its use for specific purposes is generally accepted.
- The **Firm's** oversight of the design, development, implementation, operation, maintenance, monitoring, updating or upgrading of the technology.
- The controls relating to the use of the technology, including procedures for authorising user access to the technology and overseeing such use.
- The appropriateness of the inputs to the technology, including data and any related decisions, and decisions made by individuals in the course of using the technology.

Other Considerations

5320.12 A1 When a **Sustainability Assurance Practitioner** is considering using the work of **Experts** or the output of technology, a consideration is whether the practitioner is in a position within the **Firm** to obtain information in relation to the factors necessary to determine whether such use is appropriate.

SECTION 5325

OBJECTIVITY OF AN ENGAGEMENT QUALITY REVIEWER AND OTHER APPROPRIATE REVIEWERS

Introduction

5325.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5325.2 Appointing an **Engagement Quality Reviewer** who has involvement in the work being reviewed or close relationships with those responsible for performing that work might create threats to compliance with the principle of objectivity.

5325.3 This section sets out specific application material relevant to applying the conceptual framework in relation to the objectivity of an **Engagement Quality Reviewer** for a **Sustainability Assurance Client**.

5325.4 An **Engagement Quality Reviewer** is also an example of an appropriate reviewer as described in paragraph 5300.8 A4. Therefore, the application material in this section might apply in circumstances where a **Sustainability Assurance Practitioner** appoints an appropriate reviewer to review work performed as a safeguard to address identified threats.

Application Material

General

5325.5 A1 Quality engagements are achieved through planning and performing engagements and reporting on them in accordance with professional standards and applicable legal and regulatory requirements. For example, APES 320 *Quality Management for Firms that provide Non-Assurance Services* (APES 320) and **ASQM 1** establishes the **Firm's** responsibilities for its system of quality management and requires the **Firm** to design and implement responses to address quality risks related to engagement performance. Such responses include establishing policies or procedures addressing **Engagement Quality Reviews** in accordance with ASQM 2 *Engagement Quality Reviews* (ASQM 2).

5325.5 A2 An **Engagement Quality Reviewer** is a **Leader**, partner, or other individual in the **Firm**, or an external individual, appointed by the **Firm** to perform the **Engagement Quality Review**.

Identifying Threats

5325.6 A1 The following are examples of circumstances where threats to the objectivity of an individual appointed as an **Engagement Quality Reviewer** might be created:

(a) Self-interest threat

- Two **Engagement Leaders** each serving as an **Engagement Quality Reviewer** for the other's engagement.

- (b) Self-review threat
 - An individual serving as an **Engagement Quality Reviewer** on a **Sustainability Assurance Engagement** after previously serving as the **Engagement Leader**.
- (c) Familiarity threat
 - An individual serving as an **Engagement Quality Reviewer** has a close relationship with or is an **Immediate Family** member of another individual who is involved in the engagement.
- (d) Intimidation threat
 - An individual serving as an **Engagement Quality Reviewer** for an engagement has a direct reporting line to the **Leader** responsible for the engagement.

Evaluating Threats

5325.7 A1 Factors that are relevant in evaluating the level of threats to the objectivity of an individual appointed as an **Engagement Quality Reviewer** include:

- The role and seniority of the individual.
- The nature of the individual's relationship with others involved on the engagement.
- The length of time the individual was previously involved with the engagement and the individual's role.
- When the individual was last involved in the engagement prior to being appointed as **Engagement Quality Reviewer** and any subsequent relevant changes to the circumstances of the engagement.
- The nature and complexity of issues that required significant judgement from the individual in any previous involvement in the engagement.

Addressing Threats

5325.8 A1 An example of an action that might eliminate an intimidation threat is reassigning reporting responsibilities within the **Firm**.

5325.8 A2 An example of an action that might be a safeguard to address a self-review threat is implementing a period of sufficient duration (a cooling-off period) before the individual who was on the engagement is appointed as an **Engagement Quality Reviewer**.

Cooling-off Period

5325.8 A3 Quality management standards might require the **Firm** to establish policies or procedures that specify, as a condition for eligibility, a cooling-off period before the **Engagement Leader** can assume the role of **Engagement Quality Reviewer**. This serves to enable compliance with the principle of objectivity and the consistent performance of quality engagements. For example, ASQM 2 requires a cooling-off period of two years.

SECTION 5330

FEES AND OTHER TYPES OF REMUNERATION

Introduction

5330.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5330.2 The level and nature of fee and other remuneration arrangements might create a self-interest threat to compliance with one or more of the fundamental principles. This section sets out specific application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

Level of Fees

5330.3 A1 The level of fees might impact a **Sustainability Assurance Practitioner's** ability to perform **Professional Services** for **Sustainability Assurance Clients** in accordance with technical and professional standards.

5330.3 A2 A **Sustainability Assurance Practitioner** might quote whatever fee is considered appropriate. Quoting a fee lower than a different practitioner is not in itself unethical. However, the level of fees quoted creates a self-interest threat to compliance with the principle of professional competence and due care if the fee quoted is so low that it might be difficult to perform the engagement in accordance with applicable technical and professional standards.

5330.3 A3 Factors that are relevant in evaluating the level of such a threat include:

- Whether the **Sustainability Assurance Client** is aware of the terms of the engagement and, in particular, the basis on which fees are determined and which **Professional Services** are covered.
- Whether the level of the fee is set by an independent third party such as a regulatory body.

5330.3 A4 Examples of actions that might be safeguards to address such a self-interest threat include:

- Adjusting the level of fees or the scope of the engagement.
- Having an appropriate reviewer review the work performed.

Contingent Fees

5330.4 A1 **Contingent Fees** are used for certain types of non-assurance services. However, **Contingent Fees** might create threats to compliance with the fundamental principles, particularly a self-interest threat to compliance with the principle of objectivity, in certain circumstances.

5330.4 A2 Factors that are relevant in evaluating the level of such threats include:

- The nature of the engagement.
- The range of possible fee amounts.
- The basis or metrics for determining the fee.
- Disclosure to intended users of the work performed by the **Sustainability Assurance Practitioner** and the basis of remuneration.
- Quality management policies and procedures.
- Whether an independent third party is to review the outcome or result of the work.
- Whether the level of the fee is set by an independent third party such as a regulatory body.

5330.4 A3 Examples of actions that might be safeguards to address such a self-interest threat include:

- Having an appropriate reviewer who was not involved in performing the service review the work performed by the **Sustainability Assurance Practitioner**.
- Obtaining an advance written agreement with the **Sustainability Assurance Client** on the basis of remuneration.

AUST R5330.4.1 A **Sustainability Assurance Practitioner** shall not enter into a **Contingent Fee** arrangement or receive a **Contingent Fee** in specific engagement circumstances as prohibited in:

- **APES 215 Forensic Accounting Services;**
- **APES 225 Valuation Services;**
- **APES 330 Insolvency Services;**
- **APES 345 Reporting on Prospective Financial Information Prepared in connection with a Public Document;** and
- **APES 350 Participation by Members in Public Practice in Due Diligence Committees in connection with a Public Document.**

5330.4 A4 Requirements and application material related to **Contingent Fees** for services provided to **Sustainability Assurance Clients** are set out in Section 5410 and Section 905.

Referral Fees or Commissions

5330.5 A1 A self-interest threat to compliance with the principles of objectivity and professional competence and due care is created if a **Sustainability Assurance Practitioner** pays or receives a referral fee or receives a commission relating to a **Sustainability Assurance Client**. Such referral fees or commissions include, for example:

- A fee paid to a third party for that party referring a **Sustainability Assurance Client** to the practitioner.
- A fee received from a third party for the practitioner referring a continuing **Sustainability Assurance Client** to that party.
- A commission received from a third party (for example, a software vendor) in connection with the sale of goods or services to a **Sustainability Assurance Client**.

5330.5 A2 Examples of actions that might be safeguards to address such a self-interest threat include:

- Obtaining an advance agreement from the **Sustainability Assurance Client** for commission arrangements in connection with the sale by another party of goods or services to the client might address a self-interest threat.
- Disclosing to **Sustainability Assurance Clients** any referral fees or commission arrangements paid to, or received from, another **Sustainability Assurance Practitioner** or third party for recommending services or products might address a self-interest threat.

AUST R5330.5.1 A **Sustainability Assurance Practitioner** who is undertaking an engagement in Australia and receives a referral fee or commission shall inform the client in writing of:

- the existence of such arrangement;
- the identity of the other party or parties; and
- the method of calculation of the referral fee, commission or other benefit accruing directly or indirectly to the **Sustainability Assurance Practitioner**.

AUST R5330.5.2 A **Sustainability Assurance Practitioner** shall not receive commissions or other similar benefits in connection with a **Sustainability Assurance Engagement**.

AUST 5330.5.2 A1 The receipt of commissions or other similar benefits in connection with a **Sustainability Assurance Engagement** creates a threat to **Independence** that no safeguards could reduce to an **Acceptable Level**.

Purchase or Sale of a Firm

5330.6 A1 A **Sustainability Assurance Practitioner** may purchase all or part of another **Firm** on the basis that payments will be made to individuals formerly owning the **Firm** or to their heirs or estates. Such payments are not referral fees or commissions for the purposes of this section.

SECTION 5340

INDUCEMENTS, INCLUDING GIFTS AND HOSPITALITY

Introduction

5340.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5340.2 Offering or accepting **Inducements** might create a self-interest, familiarity or intimidation threat to compliance with the fundamental principles, particularly the principles of integrity, objectivity and professional behaviour.

5340.3 This section sets out requirements and application material relevant to applying the conceptual framework in relation to the offering and accepting of **Inducements** when performing **Professional Services** for **Sustainability Assurance Clients** that does not constitute non-compliance with laws and regulations ("NOCLAR"). This section also requires a **Sustainability Assurance Practitioner** to comply with relevant laws and regulations when offering or accepting **Inducements**.

Requirements and Application Material

General

5340.4 A1 An **Inducement** is an object, situation, or action that is used as a means to influence another individual's behaviour, but not necessarily with the intent to improperly influence that individual's behaviour. **Inducements** can range from minor acts of hospitality between **Sustainability Assurance Practitioners** and existing or prospective **Sustainability Assurance Clients** to acts that result in non-compliance with laws and regulations ("NOCLAR"). An **Inducement** can take many different forms, for example:

- Gifts.
- Hospitality.
- Entertainment.
- Political or charitable donations.
- Appeals to friendship and loyalty.
- Employment or other commercial opportunities.
- Preferential treatment, rights or privileges.

Inducements Prohibited by Laws and Regulations

R5340.5 In many jurisdictions, there are laws and regulations, such as those related to bribery and corruption, that prohibit the offering or accepting of **Inducements** in certain circumstances. The **Sustainability Assurance Practitioner** shall obtain an understanding of relevant laws and regulations and comply with them when the practitioner encounters such circumstances.

Inducements Not Prohibited by Laws and Regulations

5340.6 A1 The offering or accepting of **Inducements** that is not prohibited by laws and regulations might still create threats to compliance with the fundamental principles.

Inducements with Intent to Improperly Influence Behaviour

R5340.7 **A Sustainability Assurance Practitioner** shall not offer, or encourage others to offer, any **Inducement** that is made, or which the practitioner considers a reasonable and informed third party would be likely to conclude is made, with the intent to improperly influence the behaviour of the recipient or of another individual.

R5340.8 **A Sustainability Assurance Practitioner** shall not accept, or encourage others to accept, any **Inducement** that the practitioner concludes is made, or considers a reasonable and informed third party would be likely to conclude is made, with the intent to improperly influence the behaviour of the recipient or of another individual.

5340.9 A1 An **Inducement** is considered as improperly influencing an individual's behaviour if it causes the individual to act in an unethical manner. Such improper influence can be directed either towards the recipient or towards another individual who has some relationship with the recipient. The fundamental principles are an appropriate frame of reference for a **Sustainability Assurance Practitioner** in considering what constitutes unethical behaviour on the part of the practitioner and, if necessary by analogy, other individuals.

5340.9 A2 A breach of the fundamental principle of integrity arises when a **Sustainability Assurance Practitioner** offers or accepts, or encourages others to offer or accept, an **Inducement** where the intent is to improperly influence the behaviour of the recipient or of another individual.

5340.9 A3 The determination of whether there is actual or perceived intent to improperly influence behaviour requires the exercise of professional judgement. Relevant factors to consider might include:

- The nature, frequency, value and cumulative effect of the **Inducement**.
- Timing of when the **Inducement** is offered relative to any action or decision that it might influence.
- Whether the **Inducement** is a customary or cultural practice in the circumstances, for example, offering a gift on the occasion of a religious holiday or wedding.
- Whether the **Inducement** is an ancillary part of a **Professional Service**, for example, offering or accepting lunch in connection with a business meeting.
- Whether the offer of the **Inducement** is limited to an individual recipient or available to a broader group. The broader group might be internal or external to the **Firm**, such as other suppliers to the **Sustainability Assurance Client**.
- The roles and positions of the individuals at the **Firm** or the **Sustainability Assurance Client** offering or being offered the **Inducement**.
- Whether the **Sustainability Assurance Practitioner** knows, or has reason to believe, that accepting the **Inducement** would breach the policies and procedures of the **Sustainability Assurance Client**.
- The degree of transparency with which the **Inducement** is offered.
- Whether the **Inducement** was required or requested by the recipient.
- The known previous behaviour or reputation of the offeror.

Consideration of Further Actions

5340.10 A1 If the **Sustainability Assurance Practitioner** becomes aware of an **Inducement** offered with actual or perceived intent to improperly influence behaviour, threats to compliance with the fundamental principles might still be created even if the requirements in paragraphs R5340.7 and R5340.8 are met.

5340.10 A2 Examples of actions that might be safeguards to address such threats include:

- Informing senior management of the **Firm** or **Those Charged with Governance** of the **Sustainability Assurance Client** regarding the offer.
- Amending or terminating the business relationship with the **Sustainability Assurance Client**.

Inducements with No Intent to Improperly Influence Behaviour

5340.11 A1 The requirements and application material set out in the conceptual framework apply when a **Sustainability Assurance Practitioner** has concluded there is no actual or perceived intent to improperly influence the behaviour of the recipient or of another individual.

5340.11 A2 If such an **Inducement** is trivial and inconsequential, any threats created will be at an **Acceptable Level**.

5340.11 A3 Examples of circumstances where offering or accepting such an **Inducement** might create threats even if the **Sustainability Assurance Practitioner** has concluded there is no actual or perceived intent to improperly influence behaviour include:

- Self-interest threats
 - A **Sustainability Assurance Practitioner** is offered hospitality from the prospective acquirer of a **Sustainability Assurance Client** while providing corporate finance services to the client.
- Familiarity threats
 - A **Sustainability Assurance Practitioner** regularly takes an existing or prospective **Sustainability Assurance Client** to sporting events.
- Intimidation threats
 - A **Sustainability Assurance Practitioner** accepts hospitality from a **Sustainability Assurance Client**, the nature of which could be perceived to be inappropriate were it to be publicly disclosed.

5340.11 A4 Relevant factors in evaluating the level of such threats created by offering or accepting such an **Inducement** include the same factors set out in paragraph 5340.9 A3 for determining intent.

5340.11 A5 Examples of actions that might eliminate threats created by offering or accepting such an **Inducement** include:

- Declining or not offering the **Inducement**.
- Transferring responsibility for the provision of any **Professional Services** to the **Sustainability Assurance Client** to another individual who the **Sustainability Assurance Practitioner** has no reason to believe would be, or would be perceived to be, improperly influenced when providing the services.

5340.11 A6 Examples of actions that might be safeguards to address such threats created by offering or accepting such an **Inducement** include:

- Being transparent with senior management of the **Firm** or of the **Sustainability Assurance Client** about offering or accepting an **Inducement**.
- Registering the **Inducement** in a log monitored by senior management of the **Firm** or another individual responsible for the **Firm's** ethics compliance or maintained by the **Sustainability Assurance Client**.
- Having an appropriate reviewer, who is not otherwise involved in providing the **Professional Service** to the **Sustainability Assurance Client**, review any work performed or decisions made by the **Sustainability Assurance Practitioner** with respect to the client from which the practitioner accepted the **Inducement**.
- Donating the **Inducement** to charity after receipt and appropriately disclosing the donation, for example, to a member of senior management of the **Firm** or the individual who offered the **Inducement**.
- Reimbursing the cost of the **Inducement**, such as hospitality, received.
- As soon as possible, returning the **Inducement**, such as a gift, after it was initially accepted.

Immediate or Close Family Members

R5340.12 **A Sustainability Assurance Practitioner shall remain alert to potential threats to the practitioner's compliance with the fundamental principles created by the offering of an Inducement:**

- (a) **By an Immediate or Close Family member of the practitioner to an existing or prospective Sustainability Assurance Client.**
- (b) **To an Immediate or Close Family member of the practitioner by an existing or prospective Sustainability Assurance Client.**

R5340.13 **Where the Sustainability Assurance Practitioner becomes aware of an Inducement being offered to or made by an Immediate or Close Family member and concludes there is intent to improperly influence the behaviour of the practitioner or of an existing or prospective Sustainability Assurance Client, or considers a reasonable and informed third party would be likely to conclude such intent exists, the practitioner shall advise the Immediate or Close Family member not to offer or accept the Inducement.**

5340.13 A1 The factors set out in paragraph 5340.9 A3 are relevant in determining whether there is actual or perceived intent to improperly influence the behaviour of the **Sustainability Assurance Practitioner** or of the existing or prospective **Sustainability Assurance Client**. Another factor that is relevant is the nature or closeness of the relationship, between:

- (a) The practitioner and the **Immediate or Close Family** member;
- (b) The **Immediate or Close Family** member and the existing or prospective client; and
- (c) The practitioner and the existing or prospective client.

For example, the offer of employment, outside of the normal recruitment process, to the spouse of the practitioner by a client for whom the practitioner is performing a **Sustainability Assurance Engagement** might indicate such intent.

5340.13 A2 The application material in paragraph 5340.10 A2 is also relevant in addressing threats that might be created when there is actual or perceived intent to improperly influence the behaviour of the **Sustainability Assurance Practitioner**, or of the existing or prospective **Sustainability Assurance Client** even if the **Immediate** or **Close Family** member has followed the advice given pursuant to paragraph R5340.13.

Application of the Conceptual Framework

5340.14 A1 Where the **Sustainability Assurance Practitioner** becomes aware of an **Inducement** offered in the circumstances addressed in paragraph R5340.12, threats to compliance with the fundamental principles might be created where:

- (a) The **Immediate** or **Close Family** member offers or accepts the **Inducement** contrary to the advice of the practitioner pursuant to paragraph R5340.13; or
- (b) The practitioner does not have reason to believe an actual or perceived intent to improperly influence the behaviour of the practitioner or of the existing or prospective **Sustainability Assurance Client** exists.

5340.14 A2 The application material in paragraphs 5340.11 A1 to 5340.11 A6 is relevant for the purposes of identifying, evaluating and addressing such threats. Factors that are relevant in evaluating the level of threats in these circumstances also include the nature or closeness of the relationships set out in paragraph 5340.13 A1.

Other Considerations

5340.15 A1 If a **Sustainability Assurance Practitioner** encounters or is made aware of **Inducements** that might result in NOCLAR or suspected NOCLAR by a **Sustainability Assurance Client** or individuals working for or under the direction of the **Sustainability Assurance Client**, the requirements and application material in Section 5360 apply.

5340.15 A2 If a **Firm**, **Network Firm** or a **Sustainability Assurance Team** member is being offered gifts or hospitality from a **Sustainability Assurance Client**, the requirement and application material set out in Section 5420 apply.

[Paragraph 5340.15 A3 is intentionally left blank]

SECTION 5350

CUSTODY OF CLIENT ASSETS

Introduction

5350.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5350.2 Holding client assets creates a self-interest or other threat to compliance with the principles of professional behaviour and objectivity. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.¹⁸

Requirements and Application Material

Before Taking Custody

R5350.3 A **Sustainability Assurance Practitioner** shall not assume custody of money or other assets belonging to a **Sustainability Assurance Client** unless permitted to do so by law and in accordance with any conditions under which such custody may be taken.

R5350.4 As part of client and engagement acceptance procedures related to assuming custody of money or assets belonging to a **Sustainability Assurance Client**, a **Sustainability Assurance Practitioner** shall:

- (a) Make inquiries about the source of the assets; and
- (b) Consider related legal and regulatory obligations.

5350.4 A1 Inquiries about the source of assets belonging to a **Sustainability Assurance Client** might reveal, for example, that the assets were derived from illegal activities, such as money laundering. In such circumstances, a threat would be created and the provisions of Section 5360 would apply.

After Taking Custody

R5350.5 A **Sustainability Assurance Practitioner** entrusted with money or other assets belonging to a **Sustainability Assurance Client** shall:

- (a) Comply with the laws and regulations relevant to holding and accounting for the assets;
- (b) Keep the assets separately from personal or **Firm** assets;
- (c) Use the assets only for the purpose for which they are intended; and
- (d) Be ready at all times to account for the assets and any income, dividends, or gains generated, to any individuals entitled to that accounting.

¹⁸ APESB has issued APES 310 *Client Monies* which mandates requirements and provides guidance for **Sustainability Assurance Practitioners** when they deal with client monies.

SECTION 5360

RESPONDING TO NON-COMPLIANCE WITH LAWS AND REGULATIONS

Introduction

5360.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5360.2 A self-interest or intimidation threat to compliance with the principles of integrity and professional behaviour is created when a **Sustainability Assurance Practitioner** becomes aware of non-compliance or suspected non-compliance with laws and regulations (“NOCLAR”).

5360.3 A **Sustainability Assurance Practitioner** might encounter or be made aware of NOCLAR or suspected NOCLAR in the course of providing a **Professional Service** to a **Sustainability Assurance Client**. This section guides the practitioner in assessing the implications of the matter and the possible courses of action when responding to NOCLAR or suspected NOCLAR with:

- (a) Laws and regulations generally recognised to have a direct effect on the determination of material amounts and disclosures in the client's **Financial Statements** or **Sustainability Information**; and
- (b) Other laws and regulations that do not have a direct effect on the determination of the amounts and disclosures in the client's **Financial Statements** or **Sustainability Information**, but compliance with which might be fundamental to the operating aspects of the client's business, to its ability to continue its business, or to avoid material penalties.

Objectives of the Sustainability Assurance Practitioner in Relation to NOCLAR

5360.4 It is in the public interest that **Sustainability Assurance Practitioners** act ethically in order to maintain public trust and confidence in **Sustainability Information** that is subject to assurance. When responding to NOCLAR or suspected NOCLAR, the objectives of the practitioner are:

- (a) To comply with the principles of integrity and professional behaviour;
- (b) By alerting management or, where appropriate, **Those Charged with Governance** of the **Sustainability Assurance Client**, to seek to:
 - (i) Enable them to rectify, remediate or mitigate the consequences of the identified or suspected NOCLAR; or
 - (ii) Deter the commission of the NOCLAR where it has not yet occurred; and
- (c) To take such further action as appropriate in the public interest.

Requirements and Application Material

General

5360.5 A1 NOCLAR comprises acts of omission or commission, intentional or unintentional, which are contrary to the prevailing laws or regulations committed by the following parties:

- (a) A [Sustainability Assurance Client](#);
- (b) [Those Charged with Governance](#) of a [Sustainability Assurance Client](#);
- (c) Management of a [Sustainability Assurance Client](#); or
- (d) Other individuals working for or under the direction of a [Sustainability Assurance Client](#).

5360.5 A2 Examples of laws and regulations which this section addresses include those that deal with:

- Environmental protection.
- Public health and safety.
- Protection of human rights.
- Labor conditions and rights of employees.
- Consumer rights.
- Data protection.
- Fraud, corruption and bribery.
- Money laundering, terrorist financing and proceeds of crime.
- Securities markets and trading.
- Banking and other financial products and services.
- Tax and pension liabilities and payments.

5360.5 A3 NOCLAR might result in fines, litigation or other consequences for the [Sustainability Assurance Client](#), potentially materially affecting its [Financial Statements](#) or [Sustainability Information](#). Importantly, such NOCLAR might have wider public interest implications in terms of potentially substantial harm to investors, creditors, employees or the general public. For the purposes of this section, an act that causes substantial harm is one that results in serious adverse consequences to any of these parties in financial or non-financial terms. Examples include the perpetration of a fraud resulting in significant financial losses to investors, and breaches of environmental laws and regulations endangering the health or safety of employees or the public.

R5360.6 **In some jurisdictions, there are legal or regulatory provisions governing how [Sustainability Assurance Practitioners](#) should address NOCLAR or suspected NOCLAR. These legal or regulatory provisions might differ from or go beyond the provisions in this section. When encountering such NOCLAR or suspected NOCLAR, the practitioner shall obtain an understanding of those legal or regulatory provisions and comply with them, including:**

- (a) **Any requirement to report the matter to an appropriate authority; and**
- (b) **Any prohibition on alerting the [Sustainability Assurance Client](#).**

5360.6 A1 A prohibition on alerting the client might arise, for example, pursuant to anti-money laundering legislation.

5360.7 A1 This section applies regardless of the nature of the Sustainability Assurance Client, including whether or not it is a **Public Interest Entity**.

5360.7 A2 A **Sustainability Assurance Practitioner** who encounters or is made aware of matters that are clearly inconsequential is not required to comply with this section. Whether a matter is clearly inconsequential is to be judged with respect to its nature and its impact, financial or otherwise, on the **Sustainability Assurance Client**, its stakeholders and the general public.

5360.7 A3 This section does not address:

- (a) Personal misconduct unrelated to the business activities of the **Sustainability Assurance Client**; and
- (b) NOCLAR by parties other than those specified in paragraph 5360.5 A1. This includes, for example, when the identified or suspected NOCLAR has been committed by an entity in the **Sustainability Assurance Client's Value Chain**.

The **Sustainability Assurance Practitioner** might nevertheless find the guidance in this section helpful in considering how to respond in these situations.

Responsibilities of Management and Those Charged with Governance

5360.8 A1 Management, with the oversight of **Those Charged with Governance**, is responsible for ensuring that the **Sustainability Assurance Client's** business activities are conducted in accordance with laws and regulations. Management and **Those Charged with Governance** are also responsible for identifying and addressing any NOCLAR by:

- (a) The **Sustainability Assurance Client**;
- (b) An individual charged with governance of the **Sustainability Assurance Client**;
- (c) A member of management of the **Sustainability Assurance Client**; or
- (d) Other individuals working for or under the direction of the **Sustainability Assurance Client**.

Responsibilities of Sustainability Assurance Practitioners

R5360.9 Where a **Sustainability Assurance Practitioner** becomes aware of a matter to which this section applies, the steps that the practitioner takes to comply with this section shall be taken on a timely basis while remaining alert to the principle of confidentiality. In taking these steps, the practitioner shall have regard to the nature of the matter and the potential harm to the interests of the **Sustainability Assurance Client**, investors, creditors, employees or the general public.

Sustainability Assurance Engagements Within the Scope of the Independence Standards in this Part

Obtaining an Understanding of the Matter

R5360.10 If a **Sustainability Assurance Practitioner** engaged to perform a **Sustainability Assurance Engagement** that is within the scope of the Independence Standards in this Part becomes aware of information concerning NOCLAR or suspected NOCLAR, the practitioner shall obtain an understanding of the matter. This understanding shall include the nature of the NOCLAR or suspected NOCLAR and the circumstances in which it has occurred or might occur.

5360.10 A1 The **Sustainability Assurance Practitioner** might become aware of the NOCLAR or suspected NOCLAR in the course of performing the **Sustainability Assurance Engagement** or through information provided by other parties.

5360.10 A2 The **Sustainability Assurance Practitioner** is expected to apply knowledge and **Expertise**, and exercise professional judgement. However, the practitioner is not expected to have a level of knowledge of laws and regulations greater than that which is required to undertake the **Sustainability Assurance Engagement**. Whether an act constitutes NOCLAR is ultimately a matter to be determined by a court or other appropriate adjudicative body.

5360.10 A3 Depending on the nature and significance of the matter, the **Sustainability Assurance Practitioner** might consult on a confidential basis with others within the **Firm**, a **Network Firm** or a professional body, or with legal counsel.

R5360.11 **If the Sustainability Assurance Practitioner identifies or suspects that NOCLAR has occurred or might occur, the practitioner shall discuss the matter with the appropriate level of management and, where appropriate, Those Charged with Governance.**

5360.11 A1 The purpose of the discussion is to:

- Clarify the **Sustainability Assurance Practitioner's** understanding of the facts and circumstances relevant to the matter and its potential consequences. The discussion also might prompt management or **Those Charged with Governance** to investigate the matter; and
- Consider any relevant parties that need to be informed about the matter by management or **Those Charged with Governance**. Such parties might include the external auditor and/or any other **Sustainability Assurance Practitioner(s)** performing a **Sustainability Assurance Engagement** within the scope of the Independence Standards in this Part.

5360.11 A2 The appropriate level of management with whom to discuss the matter is a question of professional judgement. Relevant factors to consider include:

- The nature and circumstances of the matter.
- The individuals actually or potentially involved.
- The likelihood of collusion.
- The potential consequences of the matter.
- Whether that level of management is able to investigate the matter and take appropriate action.

5360.11 A3 The appropriate level of management is usually at least one level above the individual or individuals involved or potentially involved in the matter. In the context of a **Group**, the appropriate level might be management at an entity that controls the **Sustainability Assurance Client**.

5360.11 A4 The **Sustainability Assurance Practitioner** might also consider discussing the matter with internal auditors, where applicable.

R5360.12 **If the Sustainability Assurance Practitioner believes that management is involved in the NOCLAR or suspected NOCLAR, the practitioner shall discuss the matter with Those Charged with Governance.**

Addressing the Matter

R5360.13 In discussing the NOCLAR or suspected NOCLAR with management and, where appropriate, **Those Charged with Governance**, the **Sustainability Assurance Practitioner** shall advise them to take appropriate and timely actions, if they have not already done so, to:

- (a) Rectify, remediate or mitigate the consequences of the NOCLAR;
- (b) Deter the commission of the NOCLAR where it has not yet occurred; or
- (c) Disclose the matter to an appropriate authority where required by law or regulation or where considered necessary in the public interest.

R5360.14 The **Sustainability Assurance Practitioner** shall consider whether management and **Those Charged with Governance** understand their legal or regulatory responsibilities with respect to the NOCLAR or suspected NOCLAR.

5360.14 A1 If management and **Those Charged with Governance** do not understand their legal or regulatory responsibilities with respect to the matter, the **Sustainability Assurance Practitioner** might suggest appropriate sources of information or recommend that they obtain legal advice.

R5360.15 The **Sustainability Assurance Practitioner** shall comply with applicable:

- (a) Laws and regulations, including legal or regulatory provisions governing the reporting of NOCLAR or suspected NOCLAR to an appropriate authority; and
- (b) Requirements under sustainability assurance standards, including those relating to:
 - Identifying and responding to NOCLAR, including fraud.
 - Communicating with **Those Charged with Governance**.
 - Considering the implications of the NOCLAR or suspected NOCLAR for the sustainability assurance report.

5360.15 A1 Some laws and regulations might stipulate a period within which reports of NOCLAR or suspected NOCLAR are to be made to an appropriate authority.

Communication with Respect to Groups

R5360.16 Where the **Sustainability Assurance Practitioner** becomes aware of NOCLAR or suspected NOCLAR in either of the following two situations in the context of a **Group**, the practitioner shall communicate the matter to the **Group Engagement Leader** unless prohibited from doing so by law or regulation:

- (a) The practitioner performs sustainability assurance work related to a **Group Component** for purposes of the **Group's Sustainability Assurance Engagement**; or
- (b) The practitioner is engaged to perform a **Sustainability Assurance Engagement** for the **Sustainability Information** of a legal entity or business unit that is part of a **Group** for purposes other than the **Group's Sustainability Assurance Engagement**.

The communication to the **Group Engagement Leader** shall be in addition to responding to the matter in accordance with the provisions of this section.

5360.16 A1 The purpose of the communication is to enable the **Group Engagement Leader** to be informed about the matter and to determine, in the context of the **Group's Sustainability Assurance Engagement**, whether and, if so, how to address it in accordance with the provisions in this section. The communication requirement in paragraph R5360.16 applies regardless of whether the **Group Engagement Leader's Firm** or **Network** is the same as or different from the **Sustainability Assurance Practitioner's Firm** or **Network**.

R5360.17 **Where the Group Engagement Leader becomes aware of NOCLAR or suspected NOCLAR in the course of a Group's Sustainability Assurance Engagement, the Group Engagement Leader shall consider whether the matter might be relevant to:**

- (a) **One or more Group Components subject to sustainability assurance work for purposes of the Group's Sustainability Assurance Engagement; or**
- (b) **One or more legal entities or business units that are part of the Group and whose Sustainability Information is subject to assurance for purposes other than the Group's Sustainability Assurance Engagement.**

This consideration shall be in addition to responding to the matter in the context of the Group's Sustainability Assurance Engagement in accordance with the provisions of this section.

R5360.18 If the NOCLAR or suspected NOCLAR might be relevant to one or more of the **Group Components** specified in paragraph R5360.17(a) and legal entities or business units specified in paragraph R5360.17(b), the **Group Engagement Leader** shall take steps to have the matter communicated to those performing sustainability assurance work at the **Group Components**, legal entities or business units, unless prohibited from doing so by law or regulation. If necessary, the **Group Engagement Leader** shall arrange for appropriate inquiries to be made (either of management or from publicly available information) as to whether the relevant legal entities or business units specified in paragraph R5360.17(b) are subject to sustainability assurance and, if so, to ascertain to the extent practicable the identity of the practitioners.

5360.18 A1 The purpose of the communication is to enable those responsible for sustainability assurance work at the **Group Components**, legal entities or business units to be informed about the matter and to determine whether and, if so, how to address it in accordance with the provisions in this section. The communication requirement applies regardless of whether the **Group Engagement Leader's Firm** or **Network** is the same as or different from the **Firms** or **Networks** of those performing sustainability assurance work at the **Group Components**, legal entities or business units.

Communicating the Matter to the Sustainability Assurance Client's External Auditor

R5360.18a **Unless prohibited from doing so by law or regulation, the Sustainability Assurance Practitioner shall communicate the NOCLAR or suspected NOCLAR to the Sustainability Assurance Client's external auditor, when the Sustainability Assurance Client is also:**

- (a) **An Audit Client of the Firm; or**
- (b) **A Component of an Audit Client of the Firm.**

The communication shall be made in accordance with the Firm's protocols or procedures. In the absence of such protocols and procedures, it shall be made directly to the Engagement Partner.¹⁹

¹⁹ In Australia, the *Corporations Act 2001* specifies that a **Sustainability Assurance Engagement** performed to meet Chapter 2M requirements is required to be performed by the entity's auditor (who also performs the audit of the entity's **Financial Statements**).

R5360.18b The **Sustainability Assurance Practitioner** shall consider whether to communicate the NOCLAR or suspected NOCLAR to the **Sustainability Assurance Client's** external auditor, when the **Sustainability Assurance Client** is:

- (a) Also an **Audit Client**, or a **Component** of an **Audit Client**, of a **Network Firm**. Where the communication is made, it shall be made in accordance with the **Network's** protocols or procedures. In the absence of such protocols and procedures, it shall be made directly to the **Engagement Partner**; or
- (b) Not an **Audit Client**, or a **Component** of an **Audit Client**, of the **Firm** or a **Network Firm**.

Relevant Factors to Consider

5360.18b A1 Factors relevant to considering the communication in accordance with paragraph R5360.18b include:

- Whether doing so would be contrary to law or regulation.
- Whether there are restrictions about disclosure imposed by a regulatory agency or prosecutor in an ongoing investigation into the NOCLAR or suspected NOCLAR.
- Whether management or **Those Charged with Governance** have already informed the **Sustainability Assurance Client's** external auditor about the matter.

Purpose of Communication

5360.18b A2 In the circumstances addressed in paragraphs R5360.18a and R5360.18b, the purpose of the communication is to enable:

- (a) The **Engagement Partner** to be informed about the NOCLAR or suspected NOCLAR and to determine whether and, if so, how to address it in accordance with the provisions of the **Code**; and
- (b) The **Sustainability Assurance Practitioner** and the **Engagement Partner** to discuss and coordinate to the extent necessary relevant actions pursuant to the provisions in this section and Section 360, respectively.

Determining Whether Further Action Is Needed

R5360.19 The **Sustainability Assurance Practitioner** shall assess the appropriateness of the response of management and, where applicable, **Those Charged with Governance**.

5360.19 A1 Relevant factors to consider in assessing the appropriateness of the response of management and, where applicable, **Those Charged with Governance** include whether:

- The response is timely.
- The NOCLAR or suspected NOCLAR has been adequately investigated.
- Action has been, or is being, taken to rectify, remediate or mitigate the consequences of any NOCLAR.
- Action has been, or is being, taken to deter the commission of any NOCLAR where it has not yet occurred.
- Appropriate steps have been, or are being, taken to reduce the risk of re-occurrence, for example, additional controls or training.
- The NOCLAR or suspected NOCLAR has been disclosed to an appropriate authority where appropriate and, if so, whether the disclosure appears adequate.

R5360.20 **In light of the response of management and, where applicable, Those Charged with Governance, the Sustainability Assurance Practitioner shall determine if further action is needed in the public interest.**

5360.20 A1 The determination of whether further action is needed, and the nature and extent of it, will depend on various factors, including:

- The legal and regulatory framework.
- The urgency of the situation.
- The pervasiveness of the matter throughout the Sustainability Assurance Client.
- Whether the Sustainability Assurance Practitioner continues to have confidence in the integrity of management and, where applicable, Those Charged with Governance.
- Whether the NOCLAR or suspected NOCLAR is likely to recur.
- Whether there is credible evidence of actual or potential substantial harm to the interests of the Sustainability Assurance Client, investors, creditors, employees or the general public.

5360.20 A2 Examples of circumstances that might cause the Sustainability Assurance Practitioner no longer to have confidence in the integrity of management and, where applicable, Those Charged with Governance include situations where:

- The practitioner suspects or has evidence of their involvement or intended involvement in any NOCLAR.
- The practitioner is aware that they have knowledge of such NOCLAR and, contrary to legal or regulatory requirements, have not reported, or authorised the reporting of, the matter to an appropriate authority within a reasonable period.

R5360.21 **The Sustainability Assurance Practitioner shall exercise professional judgement in determining the need for, and nature and extent of, further action. In making this determination, the practitioner shall take into account whether a reasonable and informed third party would be likely to conclude that the practitioner has acted appropriately in the public interest.**

5360.21 A1 Further action that the Sustainability Assurance Practitioner might take includes:

- Disclosing the matter to an appropriate authority even when there is no legal or regulatory requirement to do so.²⁰
- Withdrawing from the engagement and the professional relationship where permitted by law or regulation.

5360.21 A2 Withdrawing from the engagement and the professional relationship is not a substitute for taking other actions that might be needed to achieve the Sustainability Assurance Practitioner's objectives under this section. In some jurisdictions, however, there might be limitations as to the further actions available to the practitioner. In such circumstances, withdrawal might be the only available course of action.

20 In Australia, whistleblower protection is addressed in the *Corporations Act 2001* and the *Taxation Administration Act 1953* (for the private sector) and in other legislation in place federally and in states and territories (for the public sector). All public companies, large proprietary companies, and public companies and proprietary companies that are trustees of registrable superannuation entities are required under legislation to have a whistleblower policy. Charities or not-for-profits structured as public companies limited by guarantee with annual (consolidated) revenue of \$1 million or more are also required to have a whistleblower policy.

R5360.22 Where the **Sustainability Assurance Practitioner** has withdrawn from the professional relationship pursuant to paragraphs R5360.20 and 5360.21 A1, the practitioner shall, on request by the **Proposed Practitioner** pursuant to paragraph R5320.8, provide all relevant facts and other information concerning the identified or suspected NOCLAR to the **Proposed Practitioner**. The **Predecessor Practitioner** shall do so, even in the circumstances addressed in paragraph R5320.8(b) where the **Sustainability Assurance Client** fails or refuses to grant the **Predecessor Practitioner** permission to discuss the client's affairs with the **Proposed Practitioner**, unless prohibited by law or regulation.

5360.22 A1 The facts and other information to be provided are those that, in the **Predecessor Practitioner's** opinion, the **Proposed Practitioner** needs to be aware of before deciding whether to accept the appointment. Section 5320 addresses communications from **Proposed Practitioners**.

R5360.23 If the **Proposed Practitioner** is unable to communicate with the **Predecessor Practitioner**, the **Proposed Practitioner** shall take reasonable steps to obtain information about the circumstances of the change of appointment by other means.

5360.23 A1 Other means to obtain information about the circumstances of the change of appointment include inquiries of third parties or background investigations of management or **Those Charged with Governance**.

5360.24 A1 As assessment of the matter might involve complex analysis and judgements, the practitioner might consider:

- Consulting internally.
- Obtaining legal advice to understand the practitioner's options and the professional or legal implications of taking any particular course of action.
- Consulting on a confidential basis with a regulatory or professional body.

Determining Whether to Disclose the Matter to an Appropriate Authority

5360.25 A1 Disclosure of the matter to an appropriate authority would be precluded if doing so would be contrary to law or regulation. Otherwise, the purpose of making disclosure is to enable an appropriate authority to cause the matter to be investigated and action to be taken in the public interest.

5360.25 A2 The determination of whether to make such a disclosure depends in particular on the nature and extent of the actual or potential harm that is or might be caused by the matter to investors, creditors, employees or the general public. For example, the **Sustainability Assurance Practitioner** might determine that disclosure of the matter to an appropriate authority is an appropriate course of action if:

- The **Sustainability Assurance Client** is engaged in bribery (for example, of local or foreign government officials for purposes of securing large contracts).
- The **Sustainability Assurance Client** is regulated and the matter is of such significance as to threaten its license to operate.
- The **Sustainability Assurance Client** is listed on a securities exchange and the matter might result in adverse consequences to the fair and orderly market in the client's securities or pose a systemic risk to the financial markets.
- It is likely that the **Sustainability Assurance Client** would sell products that are harmful to public health or safety.
- The **Sustainability Assurance Client** is promoting a scheme to its clients to assist them in evading taxes.

5360.25 A3 The determination of whether to make such a disclosure will also depend on external factors such as:

- Whether there is an appropriate authority that is able to receive the information, and cause the matter to be investigated and action to be taken. The appropriate authority will depend on the nature of the matter. For example, the appropriate authority would be a securities regulator in the case of fraudulent financial reporting or an environmental protection agency in the case of a breach of environmental laws and regulations.
- Whether there exists robust and credible protection from civil, criminal or professional liability or retaliation afforded by legislation or regulation, such as under whistle-blowing legislation or regulation.²¹
- Whether there are actual or potential threats to the physical safety of the **Sustainability Assurance Practitioner** or other individuals.

R5360.26 If the **Sustainability Assurance Practitioner** determines that disclosure of the NOCLAR or suspected NOCLAR to an appropriate authority is an appropriate course of action in the circumstances, that disclosure is permitted pursuant to paragraph AUST R5114.3. When making such disclosure, the practitioner shall act in good faith and exercise caution when making statements and assertions. The practitioner shall also consider whether it is appropriate to inform the **Sustainability Assurance Client** of the practitioner's intentions before disclosing the matter.

Imminent Breach

R5360.27 In exceptional circumstances, the **Sustainability Assurance Practitioner** might become aware of actual or intended conduct that the practitioner has reason to believe would constitute an imminent breach of a law or regulation that would cause substantial harm to investors, creditors, employees or the general public. Having first considered whether it would be appropriate to discuss the matter with management or **Those Charged with Governance** of the **Sustainability Assurance Client**, the practitioner shall exercise professional judgement and determine whether to disclose the matter immediately to an appropriate authority in order to prevent or mitigate the consequences of such imminent breach. If disclosure is made, that disclosure is permitted pursuant to paragraph AUST R5114.3.

Documentation

R5360.28 In relation to NOCLAR or suspected NOCLAR that falls within the scope of this section, the **Sustainability Assurance Practitioner** shall document:

- How management and, where applicable, **Those Charged with Governance** have responded to the matter.
- The courses of action the practitioner considered, the judgements made and the decisions that were taken, having regard to the reasonable and informed third party test.
- How the practitioner is satisfied that the practitioner has fulfilled the responsibility set out in paragraph R5360.20.

21 In Australia, whistleblower protection is addressed in the *Corporations Act 2001* and the *Taxation Administration Act 1953* (for the private sector) and in other legislation in place federally and in states and territories (for the public sector). All public companies, large proprietary companies, and public companies and proprietary companies that are trustees of registrable superannuation entities are required under legislation to have a whistleblower policy. Charities or not-for-profits structured as public companies limited by guarantee with annual (consolidated) revenue of \$1 million or more are also required to have a whistleblower policy.

5360.28 A1 This documentation is in addition to complying with the documentation requirements in relation to NOCLAR or suspected NOCLAR under applicable sustainability assurance standards.

Sustainability Assurance Engagements Not Within the Scope of the Independence Standards in this Part and Other Professional Services

Obtaining an Understanding of the Matter and Addressing It with Management and Those Charged with Governance

R5360.29 If a **Sustainability Assurance Practitioner** engaged to perform a **Sustainability Assurance Engagement** that is not within the scope of the Independence Standards in this Part or another **Professional Service** for a **Sustainability Assurance Client** becomes aware of information concerning NOCLAR or suspected NOCLAR, the practitioner shall seek to obtain an understanding of the matter. This understanding shall include the nature of the NOCLAR or suspected NOCLAR and the circumstances in which it has occurred or might be about to occur.

5360.29 A1 The **Sustainability Assurance Practitioner** is expected to apply knowledge and **Expertise**, and exercise professional judgement. However, the practitioner is not expected to have a level of understanding of laws and regulations beyond that which is required for the **Professional Service** for which the practitioner was engaged. Whether an act constitutes actual NOCLAR is ultimately a matter to be determined by a court or other appropriate adjudicative body.

5360.29 A2 Depending on the nature and significance of the matter, the **Sustainability Assurance Practitioner** might consult on a confidential basis with others within the **Firm**, a **Network Firm** or a professional body, or with legal counsel.

R5360.30 If the **Sustainability Assurance Practitioner** identifies or suspects that NOCLAR has occurred or might occur, the practitioner shall discuss the matter with the appropriate level of management. If the practitioner has access to **Those Charged with Governance**, the practitioner shall also discuss the matter with them where appropriate.

5360.30 A1 The purpose of the discussion is to clarify the **Sustainability Assurance Practitioner**'s understanding of the facts and circumstances relevant to the matter and its potential consequences. The discussion also might prompt management or **Those Charged with Governance** to investigate the matter.

5360.30 A2 The appropriate level of management with whom to discuss the matter is a question of professional judgement. Relevant factors to consider include:

- The nature and circumstances of the matter.
- The individuals actually or potentially involved.
- The likelihood of collusion.
- The potential consequences of the matter.
- Whether that level of management is able to investigate the matter and take appropriate action.

Communicating the Matter to the Sustainability Assurance Client's External Auditor

R5360.31 If the **Sustainability Assurance Practitioner** is performing a **Sustainability Assurance Engagement** that is not within the scope of the Independence Standards in this Part or another **Professional Service** for a **Sustainability Assurance Client** that is:

- (a) An **Audit Client** of the **Firm**; or
- (b) A **Component** of an **Audit Client** of the **Firm**,

the practitioner shall communicate the NOCLAR or suspected NOCLAR within the **Firm**, unless prohibited from doing so by law or regulation. The communication shall be made in accordance with the **Firm's** protocols or procedures. In the absence of such protocols and procedures, it shall be made directly to the **Engagement Partner**.

R5360.32 If the **Sustainability Assurance Practitioner** is performing a **Sustainability Assurance Engagement** that is not within the scope of the Independence Standards in this Part or another **Professional Service** for a **Sustainability Assurance Client** that is:

- (a) An **Audit Client** of a **Network Firm**; or
- (b) A **Component** of an **Audit Client** of a **Network Firm**,

the practitioner shall consider whether to communicate the NOCLAR or suspected NOCLAR to the **Network Firm**. Where the communication is made, it shall be made in accordance with the **Network's** protocols or procedures. In the absence of such protocols and procedures, it shall be made directly to the **Engagement Partner**.

R5360.33 If the **Sustainability Assurance Practitioner** is performing a **Sustainability Assurance Engagement** that is not within the scope of the Independence Standards in this Part or another **Professional Service** for a **Sustainability Assurance Client** that is not:

- (a) An **Audit Client** of the **Firm** or a **Network Firm**; or
- (b) A **Component** of an **Audit Client** of the **Firm** or a **Network Firm**,

the practitioner shall consider whether to communicate the NOCLAR or suspected NOCLAR to the **Firm** that is the **Sustainability Assurance Client's** external auditor, if any.

Relevant Factors to Consider

5360.34 A1 Factors relevant to considering the communication in accordance with paragraphs R5360.31 to R5360.33 include:

- Whether doing so would be contrary to law or regulation.
- Whether there are restrictions about disclosure imposed by a regulatory agency or prosecutor in an ongoing investigation into the NOCLAR or suspected NOCLAR.
- Whether the purpose of the engagement is to investigate potential NOCLAR within the **Sustainability Assurance Client** to enable it to take appropriate action.
- Whether management or **Those Charged with Governance** have already informed the entity's external auditor about the matter.

Purpose of Communication

5360.35 A1 In the circumstances addressed in paragraphs R5360.31 to R5360.33, the purpose of the communication is to enable the **Engagement Partner** to be informed about the NOCLAR or suspected NOCLAR and to determine whether and, if so, how to address it in accordance with the provisions of the **Code**.

Considering Whether Further Action Is Needed

R5360.36 The **Sustainability Assurance Practitioner** shall also consider whether further action is needed in the public interest.

5360.36 A1 Whether further action is needed, and the nature and extent of it, will depend on factors such as:

- The legal and regulatory framework.
- The appropriateness and timeliness of the response of management and, where applicable, **Those Charged with Governance**.
- The urgency of the situation.
- The involvement of management or **Those Charged with Governance** in the matter.
- The likelihood of substantial harm to the interests of the **Sustainability Assurance Client**, investors, creditors, employees or the general public.

5360.36 A2 Further action by the **Sustainability Assurance Practitioner** might include:

- Disclosing the matter to an appropriate authority even when there is no legal or regulatory requirement to do so.
- Withdrawing from the engagement and the professional relationship where permitted by law or regulation.

5360.36 A3 In considering whether to disclose to an appropriate authority, relevant factors to take into account include:

- Whether doing so would be contrary to law or regulation.
- Whether there are restrictions about disclosure imposed by a regulatory agency or prosecutor in an ongoing investigation into the NOCLAR or suspected NOCLAR.
- Whether the purpose of the engagement is to investigate potential NOCLAR within the **Sustainability Assurance Client** to enable it to take appropriate action.

R5360.37 If the **Sustainability Assurance Practitioner** determines that disclosure of the NOCLAR or suspected NOCLAR to an appropriate authority is an appropriate course of action in the circumstances, that disclosure is permitted pursuant to paragraph AUST R5114.3. When making such disclosure, the practitioner shall act in good faith and exercise caution when making statements and assertions. The practitioner shall also consider whether it is appropriate to inform the **Sustainability Assurance Client** of the practitioner's intentions before disclosing the matter.

Imminent Breach

R5360.38 In exceptional circumstances, the **Sustainability Assurance Practitioner** might become aware of actual or intended conduct that the practitioner has reason to believe would constitute an imminent breach of a law or regulation that would cause substantial harm to investors, creditors, employees or the general public. Having first considered whether it would be appropriate to discuss the matter with management or **Those Charged with Governance** of the **Sustainability Assurance Client**, the practitioner shall exercise professional judgement and determine whether to disclose the matter immediately to an appropriate authority in order to prevent or mitigate the consequences of such imminent breach of law or regulation. If disclosure is made, that disclosure is permitted pursuant to paragraph AUST R5114.3.

Seeking Advice

5360.39 A1 The **Sustainability Assurance Practitioner** might consider:

- Consulting internally.
- Obtaining legal advice to understand the professional or legal implications of taking any particular course of action.
- Consulting on a confidential basis with a regulatory or professional body.

Documentation

5360.40 A1 In relation to NOCLAR or suspected NOCLAR that falls within the scope of this section, the **Sustainability Assurance Practitioner** is encouraged to document:

- The matter.
- The results of discussion with management and, where applicable, **Those Charged with Governance** and other parties.
- How management and, where applicable, **Those Charged with Governance** have responded to the matter.
- The courses of action the practitioner considered, the judgements made and the decisions that were taken.
- How the practitioner is satisfied that the practitioner has fulfilled the responsibility set out in paragraph R5360.36.

SECTION 5380

TAX PLANNING SERVICES

Introduction

5380.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5380.2 Providing tax planning services might create self-interest, self-review, advocacy, or intimidation threats to compliance with the fundamental principles.

5380.3 This section sets out requirements and application material relevant to applying the conceptual framework in relation to the provision of tax planning services to a **Sustainability Assurance Client**. This section also requires a **Sustainability Assurance Practitioner** to comply with relevant tax laws and regulations when providing such services.²²

Requirements and Application Material

General

Public Interest Role of Sustainability Assurance Practitioners in Relation to Tax Planning Services

5380.4 A1 **Sustainability Assurance Practitioners** providing tax planning services to **Sustainability Assurance Clients** play an important role by contributing their **Expertise** to assist those clients in meeting their tax planning goals while complying with tax laws and regulations. In doing so, practitioners help to facilitate a more efficient and effective operation of a jurisdiction's tax system, which is in the public interest.

5380.4 A2 Clients are entitled to organise their affairs for tax planning purposes. While there are a variety of ways to achieve such purposes, clients have a responsibility to pay taxes as determined by the relevant tax laws and regulations. In this regard, **Sustainability Assurance Practitioners'** role is to use their **Expertise** to assist their **Sustainability Assurance Clients** in achieving their tax planning goals and meeting their tax obligations. However, when practitioners provide such assistance, it might involve certain tax minimisation arrangements that, although not prohibited by tax laws and regulations, might create threats to compliance with the fundamental principles.

5380.4 A3 It is ultimately for a tribunal, court or other appropriate adjudicative body to determine whether a tax planning arrangement complies with the relevant tax laws and regulations.

Description of Tax Planning Services

5380.5 A1 Tax planning services are advisory services designed to assist a **Sustainability Assurance Client**, in planning or structuring the client's affairs in a tax-efficient manner.

22 **Sustainability Assurance Practitioners** who are registered tax practitioners need to consider their obligations under the *Tax Agent Services Act 2009*, the *Tax Agent Services Regulations 2022* and the *Tax Agent Services (Code of Professional Conduct) Determination 2024* when providing a tax planning or related service.

5380.5 A2 Tax planning services cover a broad range of topics or areas. Examples of such services include:

- Advising an entity to structure its tax affairs to achieve investment goals.
- Advising an entity on structuring its ownership of, and income from, separate businesses to minimise its overall taxes.
- Advising an entity on structuring its international operations to minimise its overall taxes.
- Advising on the structuring of transfer pricing arrangements, taking into account tax-related transfer pricing guidelines.
- Advising on the utilisation of losses in a tax-efficient manner.
- Advising an entity on the structuring of its capital distribution strategy in a tax-efficient manner.
- Advising an entity on structuring its compensation strategy for senior executives to optimise the tax benefits.

5380.5 A3 Tax planning services do not include services that are generally referred to as tax compliance or tax preparation, which are services to assist the **Sustainability Assurance Client** in fulfilling the client's filing, reporting, payment and other obligations under tax laws and regulations. However, if a tax service comprises both tax planning and tax compliance, the portion that relates to tax planning is covered by this section.

5380.5 A4 This section applies regardless of the nature of the **Sustainability Assurance Client**, including whether it is a **Public Interest Entity**.

Related Services

5380.6 A1 There might be circumstances where a **Sustainability Assurance Practitioner** is engaged to provide a related service to a **Sustainability Assurance Client** that is based on or linked to a tax planning arrangement developed by the client or a third-party provider. In such circumstances, the provisions of this section apply to the underlying tax planning arrangement.

5380.6 A2 Examples of such related services include:

- Assisting the **Sustainability Assurance Client** in resolving a dispute with the tax authority on the tax planning arrangement.
- Representing the **Sustainability Assurance Client** in administrative or court proceedings regarding the tax planning arrangement.
- Implementing the tax planning arrangement for the **Sustainability Assurance Client**.
- Advising the **Sustainability Assurance Client** on an acquisition where the valuation depends on the tax planning arrangement established by the target.

Compliance with Laws and Regulations

5380.7 A1 This section does not address tax evasion, which is illegal.

Anti-avoidance Laws and Regulations

R5380.8 Where there are laws and regulations, including those that might be referred to as anti-avoidance rules, that limit or prohibit certain tax planning arrangements, a **Sustainability Assurance Practitioner** shall obtain an understanding of those laws and regulations and advise the **Sustainability Assurance Client** to comply with them when providing tax planning services.

Non-compliance with Tax Laws and Regulations

5380.8 A1 If, in the course of providing tax planning services, a **Sustainability Assurance Practitioner** becomes aware of tax evasion or suspected tax evasion, or other non-compliance or suspected non-compliance with tax laws and regulations by a **Sustainability Assurance Client**, management, **Those Charged with Governance** or other individuals working for or under the direction of the client, the requirements and application material set out in Section 5360 apply.

Responsibilities of Management and Those Charged with Governance

5380.9 A1 In relation to tax planning, management, with the oversight of **Those Charged with Governance**, has a number of responsibilities, including:

- Ensuring that the **Sustainability Assurance Client's** tax affairs are conducted in accordance with the relevant tax laws and regulations.
- Maintaining all the books and records and implementing the systems of internal control necessary to enable the **Sustainability Assurance Client** to fulfill its tax compliance obligations.
- Making available all the facts and other relevant information needed to enable the **Sustainability Assurance Practitioner** to perform the tax planning service.
- Engaging experts to advise on relevant aspects of the tax planning arrangement.
- Deciding whether to accept and implement the **Sustainability Assurance Practitioner's** recommendation or advice on a tax planning arrangement.
- Authorising the submission of the **Sustainability Assurance Client's** tax returns and ensuring that any matters raised by the relevant tax authorities are addressed in a timely manner.
- Making such disclosures to the relevant tax authorities as might be required by tax laws and regulations or as might be necessary to support a tax position, including details of any tax planning arrangements.
- Making appropriate disclosure of tax strategy, policies or other tax-related matters in the **Financial Statements**, sustainability disclosures or other relevant public documents in accordance with applicable reporting requirements.
- Ensuring that the **Sustainability Assurance Client's** tax planning arrangements are consistent with any publicly disclosed tax strategy or policies.

Responsibilities of All Sustainability Assurance Practitioners

R5380.10 As part of providing a tax planning service, a **Sustainability Assurance Practitioner** shall obtain an understanding of the nature of the engagement, including:

- (a) Knowledge and understanding of the **Sustainability Assurance Client**, its owners, management and **Those Charged with Governance**, and its business activities;
- (b) The purpose, facts and circumstances of the tax planning arrangement; and
- (c) The relevant tax laws and regulations.

5380.10 A1 The requirements and application material in Section 5320 apply with respect to client and engagement acceptance.

[Paragraph 5380.10 A2 is intentionally left blank]

5380.11 A1 A **Sustainability Assurance Practitioner** is expected to apply professional competence and due care in accordance with Subsection 5113 when providing a tax planning service. The practitioner is also expected to have an inquiring mind and exercise professional judgement in accordance with Section 5120 when considering the specific facts and circumstances relating to the tax planning service.

Basis for Recommending or otherwise Advising on a Tax Planning Arrangement

R5380.12 A **Sustainability Assurance Practitioner** shall recommend or otherwise advise on a tax planning arrangement to a **Sustainability Assurance Client** only if the practitioner has determined that there is a credible basis in laws and regulations²³ for the arrangement.

5380.12 A1 The determination of whether there is a credible basis involves the exercise of professional judgement by the **Sustainability Assurance Practitioner**. This determination will vary from jurisdiction to jurisdiction based on the relevant laws and regulations at the time.

AUST 5380.12 A1.1 For tax planning arrangements that require advice or recommendations in respect of Australian tax laws and regulations, a credible basis means a reasonably arguable position as defined in section 284-15 of the *Taxation Administration Act 1953*.

5380.12 A2 If the **Sustainability Assurance Practitioner** determines that the tax planning arrangement does not have a credible basis in laws and regulations, paragraph R5380.12 does not preclude the practitioner from explaining to the **Sustainability Assurance Client** the practitioner's rationale for the determination or advising on an alternative arrangement that has a credible basis.

²³ **Sustainability Assurance Practitioners** should consider applicable legal precedents, in addition to the laws and regulations relating to the promoter penalty regime in Division 290 of Schedule 1 to the *Taxation Administration Act 1953*.

5380.12 A3 Paragraph R5380.12 also does not preclude the **Sustainability Assurance Practitioner** from being engaged by the **Sustainability Assurance Client**, or otherwise assisting the client, to remediate or rectify a tax planning arrangement which lacks a credible basis. Such type of service is a related service as described in paragraphs 5380.6 A1 and A2. This includes, for example:

- Assisting the client to restructure a tax planning arrangement to achieve a credible basis as part of a tax dispute resolution service.
- Agreeing with the client appropriate changes to the tax planning arrangement to achieve a credible basis as part of representing the client in administrative or court proceedings.

5380.12 A4 Examples of actions that a **Sustainability Assurance Practitioner** might take to determine that there is a credible basis in relation to a particular tax planning arrangement include:

- Reviewing the relevant facts and circumstances, including the economic purpose and substance of the arrangement.
- Assessing the reasonableness of any assumptions.
- Reviewing the relevant tax legislation.
- Reviewing legislative proceedings that discuss the intent of the relevant tax legislation.
- Reviewing relevant literature such as court decisions, professional or industry journals, and tax authority rulings or guidance.
- Considering whether the basis used for the proposed arrangement is an established practice that has not been challenged by the relevant tax authorities.
- Considering how likely the proposed arrangement would be accepted by the relevant tax authorities if all the relevant facts and circumstances were disclosed.
- Consulting with legal counsel or other **Experts** within or outside the **Sustainability Assurance Practitioner's Firm** regarding what a reasonable interpretation of the relevant laws and regulations might be.
- Consulting with the relevant tax authorities, where applicable.

R5380.13 **If, during the course of the engagement, the Sustainability Assurance Practitioner becomes aware of circumstances that might impact the previous determination of the credible basis, the practitioner shall re-assess the validity of that basis.**

Consideration of the Overall Tax Planning Recommendation or Advice

R5380.14 **In addition to determining that there is a credible basis for the tax planning arrangement, the Sustainability Assurance Practitioner shall exercise professional judgement and consider the reputational, commercial and wider economic consequences that could arise from the way stakeholders might view the arrangement.**

5380.14 A1 The reputational and commercial consequences might relate to business implications to the **Sustainability Assurance Client** or implications to the reputation of the client or a relevant profession or a group of practitioners to which the **Sustainability Assurance Practitioner** might belong from a prolonged dispute with the relevant tax or other authorities. The implications to the client might involve adverse publicity, costs, fines or penalties, loss of management time over a significant period, and potential adverse consequences for the client's business.

5380.14 A2 An awareness of the wider economic consequences might take into account the **Sustainability Assurance Practitioner's** general understanding of the current economic environment and the impact of the tax planning arrangement on the tax base of the jurisdiction, or the relative impacts of the arrangement on the tax bases of multiple jurisdictions, where the **Sustainability Assurance Client** operates.

R5380.15 **If, having considered the matters set out in paragraph R5380.14, the Sustainability Assurance Practitioner decides not to recommend or otherwise advise on a tax planning arrangement that the Sustainability Assurance Client would like to pursue, the practitioner shall inform the client of this and explain the basis for the practitioner's conclusion.**

Tax Planning Arrangements Involving Multiple Jurisdictions

5380.16 A1 There might be circumstances where a **Sustainability Assurance Practitioner** becomes aware that a **Sustainability Assurance Client** is obtaining a tax benefit from accounting for the same transaction in more than one jurisdiction, especially if there is no tax treaty between the jurisdictions. In such circumstances, while the client might be in compliance with the tax laws and regulations of each jurisdiction, the practitioner might advise the client to disclose to the relevant tax authorities the particular facts and circumstances and the tax benefits derived from the transaction in the different jurisdictions.

5380.16 A2 Relevant factors the **Sustainability Assurance Practitioner** might consider in determining whether to advise the **Sustainability Assurance Client** to make such disclosure include:

- The significance of the tax benefits in the relevant jurisdictions.
- Stakeholders' perceptions of the client if the facts and circumstances were known to the stakeholders.
- Whether there are globally or nationally accepted principles or practices regarding disclosure of similar situations to the tax authorities in the relevant jurisdictions.

Circumstances of Uncertainty

5380.17 A1 In determining whether there is a credible basis for the tax planning arrangement, a **Sustainability Assurance Practitioner** might encounter circumstances giving rise to uncertainty as to whether a proposed tax planning arrangement will be in compliance with the relevant tax laws and regulations. Such uncertainty makes it more challenging for the practitioner to determine that there is a credible basis in laws and regulations for the tax planning arrangement and might, therefore, create threats to compliance with the fundamental principles.

5380.17 A2 Circumstances that might give rise to uncertainty include:

- Difficulty in establishing an adequate factual basis.
- Difficulty in establishing an adequate basis of assumptions.
- Lack of clarity in the tax laws and regulations and their interpretation, including:
 - Gaps in the tax laws and regulations.
 - Challenges to previous court rulings.
 - Conflicting tax laws and regulations in different jurisdictions in circumstances involving cross-border transactions.
 - Innovative business models not addressed by the current tax laws and regulations.
 - Recent court or tax authority rulings or positions that cast doubt on similar tax planning arrangements.

- Complexity in interpreting or applying the tax laws and regulations from a technical or legal point of view.
- Lack of a legal precedent, ruling or position.
- Lack of clarity regarding the economic purpose and substance of the tax planning arrangement.
- Lack of clarity about the ultimate beneficiaries of the tax planning arrangement.

R5380.18 **Where there is uncertainty as to whether a tax planning arrangement is or will be in compliance with the relevant tax laws and regulations, a Sustainability Assurance Practitioner shall discuss the uncertainty with the Sustainability Assurance Client.**

5380.18 A1 The discussion serves a number of purposes, including:

- Explaining the **Sustainability Assurance Practitioner's** assessment about how likely the relevant tax authorities are to have a view that supports the tax planning arrangement where there is a lack of clarity in the interpretation of the relevant tax laws and regulations.
- Considering any assumptions made when establishing the basis on which the tax planning advice is provided.
- Obtaining any additional information from the **Sustainability Assurance Client** that might reduce the uncertainty.
- Discussing any reputational, commercial or wider economic consequences in pursuing the tax planning arrangement.
- Discussing potential courses of action to mitigate the possibility of adverse consequences for the **Sustainability Assurance Client**, including consideration of disclosure to the relevant tax authorities.

Potential Threats Arising from Providing a Tax Planning Service

5380.19 A1 Providing a tax planning service to a **Sustainability Assurance Client** might create a self-interest, self-review, advocacy or intimidation threat. For example:

- A self-review threat might be created when a **Sustainability Assurance Practitioner** has recently provided a valuation service to a client for tax purposes, the output of which is then relied upon or is a key input to a tax planning service for the client.
- A self-interest threat might be created when a **Sustainability Assurance Practitioner** has a **Direct Financial Interest** in a client and the **Member** is involved in designing a tax planning arrangement that has an impact on the client's financial situation.
- Self-interest and advocacy threats might be created when a **Sustainability Assurance Practitioner** actively promotes a particular tax position a client should adopt.
- A self-interest threat might be created when a **Sustainability Assurance Practitioner** is in possession of **Confidential Information** obtained from the practitioner's involvement in formulating or drafting tax policy, laws or regulations for a government agency and the **Confidential Information** would be valuable to the practitioner in advising other clients on their tax planning arrangements.

- A self-interest threat might be created when a **Sustainability Assurance Practitioner** accepts a fee that might be perceived to be excessive for an engagement to develop a tax planning arrangement for which the interpretation of the relevant tax laws and regulations is uncertain or unclear.
- Self-interest and advocacy threats might be created when a **Sustainability Assurance Practitioner** advocates a client's position in a tax planning arrangement which the practitioner previously advised on before a tax authority when there are indications that the arrangement might not have a credible basis in laws and regulations.
- Self-interest and intimidation threats might be created when a **Sustainability Assurance Practitioner** provides services to a client who exerts significant influence over the design of a particular tax arrangement, in a way that might influence the practitioner's determination that there is a credible basis for the arrangement in laws and regulations.
- Self-interest and intimidation threats might be created when a **Sustainability Assurance Practitioner** is threatened with dismissal from the engagement or the practitioner's **Firm** concerning the position a client is insisting on pursuing regarding a tax planning arrangement.

5380.19 A2 Factors that are relevant in evaluating the level of such threats include:

- The degree of transparency of the **Sustainability Assurance Client**, including, where applicable, the identity of the ultimate beneficiaries.
- Whether the tax planning arrangement has a clear economic purpose and substance based on the underlying business transaction or circumstances.
- The nature and complexity of the underlying business transaction or circumstances.
- The complexity or clarity of the relevant tax laws and regulations.
- Whether the **Sustainability Assurance Practitioner** knows, or has reason to believe, that the tax planning arrangement would be contrary to the intent of the relevant tax legislation.
- The number of jurisdictions involved and the nature of their tax regimes.
- The extent of the **Sustainability Assurance Practitioner's Expertise** in the relevant tax areas.
- The significance of the potential tax savings.
- The nature and amount of the fee for the tax planning service.
- The extent to which the **Sustainability Assurance Practitioner** is aware that the tax planning arrangement reflects an established practice that has not been challenged by the relevant tax authorities.
- Whether there is pressure being exerted by the **Sustainability Assurance Client** or another party on the **Sustainability Assurance Practitioner**.
- The degree of urgency in implementing the tax planning arrangement.
- Whether it is a tax planning arrangement used for multiple **Sustainability Assurance Clients** with little modification for the client's specific circumstances.
- The known previous behaviour or reputation of the **Sustainability Assurance Client**, including its organisational culture.

5380.19 A3 Examples of actions that might eliminate such threats include:

- Referring the **Sustainability Assurance Client** to an expert outside the **Sustainability Assurance Practitioner's Firm** who has the necessary **Expertise** to advise the client on the tax planning arrangement.
- Advising the **Sustainability Assurance Client** to structure the tax planning arrangement so that it is consistent with an existing interpretation or ruling issued by the relevant tax authorities.
- Obtaining an advance ruling from the relevant tax or other authorities, where possible.
- Advising the **Sustainability Assurance Client** not to pursue the tax planning arrangement.

5380.19 A4 Examples of actions that might be safeguards to address such threats include:

- Establishing the identity of the ultimate beneficiaries.
- Advising the **Sustainability Assurance Client** to structure the tax planning arrangement so that it better aligns with the underlying economic purpose and substance.
- Advising the **Sustainability Assurance Client** to structure the tax planning arrangement based on an established practice that is currently not subject to challenge by the relevant tax authorities or is known to have been accepted by the relevant tax authorities.
- Consulting with a legal counsel or other expert within or outside the **Sustainability Assurance Practitioner's Firm** in the relevant tax areas.
- Obtaining an opinion from an appropriately qualified professional (such as legal counsel or a **Member**) regarding the interpretation of the relevant tax laws and regulations as applied to the particular circumstances.
- Having an appropriate reviewer, who is not otherwise involved in providing the tax planning service, review any work performed or conclusions reached by the **Sustainability Assurance Practitioner** with respect to the tax planning arrangement.
- Having the **Sustainability Assurance Client** provide full transparency about the tax planning arrangement to the relevant tax authorities, including the goals, business and legal aspects, and ultimate beneficiaries of the tax planning arrangement.

5380.19 A5 Examples of steps a **Sustainability Assurance Practitioner** might take to establish the identity of the ultimate beneficiaries include:

- Making inquiries of management and others within the **Sustainability Assurance Client**.
- Making inquiries of others within or outside the **Firm** who have dealt with the **Sustainability Assurance Client**, having regard to the principle of confidentiality.
- Reviewing the **Sustainability Assurance Client's** tax records, **Financial Statements** and other relevant corporate records.
- Making inquiries of registrars where the **Sustainability Assurance Client** or entities within its legal structure are incorporated concerning the relevant shareholders.
- Researching relevant public records.

Communication of Basis of the Tax Planning Recommendation or Advice

R5380.20 A **Sustainability Assurance Practitioner** shall explain the basis on which the practitioner recommended or otherwise advised on a tax planning arrangement to the **Sustainability Assurance Client**.

Disagreement with the Sustainability Assurance Client

R5380.21 If the **Sustainability Assurance Practitioner** disagrees that a tax planning arrangement that a **Sustainability Assurance Client** would like to pursue has a credible basis, the practitioner shall:

- (a) Inform the client of the basis of the practitioner's assessment;
- (b) Communicate to the client the potential consequences of pursuing the arrangement; and
- (c) Advise the client not to pursue the arrangement.

R5380.22 If the **Sustainability Assurance Client** decides to pursue the tax planning arrangement despite the **Sustainability Assurance Practitioner's** advice to the contrary, the practitioner shall advise the client to:

- (a) Communicate internally to the appropriate level of management the details of the arrangement and the difference of views;
- (b) Consider making full disclosure of the arrangement to the relevant tax authorities; and
- (c) Consider communicating the details of the arrangement and the difference of views to the external auditor, if any.

5380.22 A1 As part of communicating the matters set out in paragraphs R5380.21 and R5380.22, a **Sustainability Assurance Practitioner** might consider it appropriate to raise the relevant matters with **Those Charged with Governance** of the **Sustainability Assurance Client**.

R5380.23 In light of the **Sustainability Assurance Client's** response to the **Sustainability Assurance Practitioner's** advice, the practitioner shall consider whether there is a need to withdraw from the engagement and the professional relationship.

Tax Planning Products or Arrangements Developed by a Third Party

R5380.24 If a **Sustainability Assurance Client** engages a **Sustainability Assurance Practitioner** to advise on a tax planning product or arrangement developed by a third party, the practitioner shall:

- (a) Inform the client of any professional or business relationship the **Sustainability Assurance Practitioner** has with the third-party provider; and
- (b) Apply the provisions in this section with respect to the tax planning product or arrangement.

R5380.25 If a **Sustainability Assurance Practitioner** recommends or refers a **Sustainability Assurance Client** to a third-party provider of tax planning services, the practitioner shall inform the client of any professional or business relationship the practitioner has with the third-party provider.

5380.25 A1 Where the **Sustainability Assurance Practitioner** only recommends or refers a **Sustainability Assurance Client** to a third-party provider of tax planning services, the provisions of this section do not apply.

5380.25 A2 If a **Sustainability Assurance Practitioner** receives a referral fee or commission from the third-party provider, the provisions in Section 5330 apply.

Documentation

AUST R5380.26 When providing a tax planning service, a **Sustainability Assurance Practitioner** shall document the work performed in accordance with the requirement in paragraph 11.1 of APES 220 *Taxation Services* on a timely basis.

AUST 5380.26 A1 In complying with paragraph AUST R5380.26, a **Sustainability Assurance Practitioner** might consider documenting the following matters:

- The purpose, circumstances and substance of the tax planning arrangement.
- The identity of the ultimate beneficiaries.
- The nature of any uncertainties.
- The practitioner's analysis, the courses of action considered, the judgements made, and the conclusions reached in advising the **Sustainability Assurance Client** on the tax planning arrangement.
- The results of discussions with the **Sustainability Assurance Client** and other parties.
- The **Sustainability Assurance Client**'s response to the practitioner's advice.
- Any disagreement with the **Sustainability Assurance Client**.

5380.26 A2 Preparing such documentation assists the **Sustainability Assurance Practitioner** to:

- Consider the reputational, commercial and wider economic consequences that could arise from the way stakeholders might view the arrangement.
- Develop the practitioner's analysis of the facts, circumstances, relevant tax laws and regulations and any assumptions made or changed.
- Record the basis of the professional judgements at the time they were made or changed.
- Support the position if the tax planning arrangement is challenged by the relevant tax authorities.
- Demonstrate that the practitioner has complied with the provisions in this section.

SECTION 5390

USING THE WORK OF AN EXTERNAL EXPERT

Introduction

5390.1 **Sustainability Assurance Practitioners** are required to comply with the fundamental principles and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats.

5390.2 A **Sustainability Assurance Practitioner** might use the work of an **External Expert** in the performance of a **Professional Service**. Using the work of such an **External Expert** might create threats to compliance with the fundamental principles, particularly the principles of integrity, objectivity and professional competence and due care.

5390.3 This section sets out requirements and application material relevant to applying the conceptual framework in relation to using the work of an **External Expert**. Other professional standards might address the competence, capabilities and objectivity of an **External Expert** as factors that significantly affect whether the work of the **External Expert** will be adequate for the **Sustainability Assurance Practitioner's** purposes.

Requirements and Application Material

General

5390.4 A1 A self-interest threat to compliance with the principles of integrity and professional competence and due care is created if a **Sustainability Assurance Practitioner** performs a **Professional Service** for which the practitioner has insufficient **Expertise**.

5390.4 A2 An action that might be a safeguard to address such a threat is to use the work of an **External Expert** for the **Professional Service** who has the competence, capabilities and objectivity to deliver the work needed for such service.

5390.4 A3 An **External Expert** might be used to undertake specific work to support a **Professional Service** provided by a **Sustainability Assurance Practitioner**. Such work can be in a field that is well-established or emerging. Examples of such work include:

- The valuation of assets such as complex financial instruments, land and buildings, plant and machinery, jewellery, works of art, antiques, intangible assets, assets acquired in business combinations, and assets that may have been impaired.
- The valuation of liabilities such as those assumed in business combinations, those from actual or threatened litigation, environmental liabilities, complex financial instruments, site clean-up liabilities, and those associated with insurance contracts or employee benefit plans.
- The calculation of greenhouse gas emissions.
- The measurement of pollutants emitted to air, water and soil.
- The assessment of forward-looking information about the decarbonisation plans of an entity.
- The assessment of the application of offsetting mechanisms for an entity, such as for carbon or biodiversity.

- The valuation of products and materials designed along principles for a sustainable economy.
- The estimation of oil and gas reserves.
- The interpretation of contracts, laws and regulations, including tax and labour laws and regulations.
- The assessment and evaluation of IT systems, including those related to cybersecurity.
- The accounting for specific matters such as financial instruments or carbon credits.
- Consideration of the methodologies or classification systems used to measure a product's impact on the environment.
- Assessment or measurement of impacts of activities, products or services on the environment, economy and social or cultural conditions.

5390.4 A4 This section does not apply to:

- (a) The use of the work of an **Expert** employed or engaged by the **Sustainability Assurance Client** to assist the client in preparing the financial or non-financial information. Such work is deemed to be information provided by management;
- (b) The use of the work of individuals or organisations that are engaged by the **Sustainability Assurance Practitioner** and are under the practitioner's direction, supervision and review, for example, subcontractors; and
- (c) The use of information provided by individuals or organisations that are external information sources for general use. Examples of those information sources include those that provide industry or other benchmarking data or studies, such as information about employment statistics including hours worked and compensation per week by geographical area, real estate prices, carbon emissions by vehicle type, mortality tables, or other datasets for general use.

5390.4 A5 This section does not address a **Sustainability Assurance Practitioner's** evaluation of the adequacy of an **External Expert's** work for purposes of a **Professional Service** undertaken by the practitioner, and the implications for the engagement if the practitioner determines that such work is not adequate. Such implications might be addressed in other professional standards.

Agreeing the Terms of Engagement with an External Expert

All Professional Services

R5390.5 If the **Sustainability Assurance Practitioner** has determined to use an **External Expert** for a **Professional Service** and has identified an **External Expert** for such purpose, the practitioner shall, to the extent not otherwise addressed by law, regulation or other professional standards, agree the terms of engagement with the **External Expert**, including:

- (a) The nature, scope and objectives of the work to be performed by the **External Expert**; and
- (b) In the context of sustainability or other assurance engagements for the same **Sustainability Assurance Client**:
 - (i) The provision of information in writing for purposes of assisting the practitioner's evaluation of the **External Expert's** objectivity; and

(ii) A commitment from the **External Expert** to communicate any changes to the information provided during the period covered by the sustainability assurance or other assurance report for the same **Sustainability Assurance Client** through to the issuance of that report.

5390.5 A1 In agreeing the terms of engagement, matters that the **Sustainability Assurance Practitioner** might discuss with the **External Expert** include:

- The intended use and timing of the **External Expert's** work.
- The **External Expert's** planned approach to the work.
- Expectations regarding:
 - The confidentiality of the **External Expert's** work and the inputs to that work.
 - The information to be provided by the **External Expert** and the nature of such information.
 - The content and format of the **External Expert's** completed work, including any assumptions made and limitations to that work.
 - The fees for the **External Expert's** work.
 - The **External Expert's** communication of any non-compliance or suspected non-compliance with laws and regulations committed by the **Sustainability Assurance Client**, or by **Those Charged with Governance**, management or others working for or under the direction of the client, of which the **External Expert** becomes aware when performing the work.

5390.5 A2 A self-interest, self-review, familiarity or advocacy threat to compliance with the principles of integrity, objectivity and professional competence and due care might be created if a **Sustainability Assurance Practitioner** uses an **External Expert** who does not have the necessary competence, capabilities or objectivity to deliver the work needed for the particular **Professional Service**.

Evaluating the External Expert's Competence, Capabilities, and Objectivity

All Professional Services

R5390.6 The **Sustainability Assurance Practitioner** shall evaluate whether the **External Expert** has the necessary competence for the practitioner's purpose.

5390.6 A1 Competence relates to the nature and level of **Expertise** of the **External Expert**.

5390.6 A2 Factors that are relevant in evaluating whether the **External Expert** has the necessary competence include:

- Whether the **External Expert's** credentials, education, training, experience and reputation are relevant to, or consistent with, the nature of the work to be performed.
- Whether the **External Expert** belongs to a relevant professional body or is subject to oversight by a regulatory body or other authority, and, if so, whether the **External Expert** is in good standing.
- Whether any disciplinary actions have been published by a regulatory body or other authority relating to the **External Expert's** competence.

- Whether the [External Expert's](#) work is subject to legal and regulatory requirements or professional standards issued by a recognised body, or follows generally accepted principles or practices, in the [External Expert's](#) field or area of [Expertise](#).
- Whether the [External Expert](#) can explain their work, including the inputs, assumptions and methodologies used.
- Whether the [External Expert](#) has a history of performing similar work.

R5390.7 [The Sustainability Assurance Practitioner shall evaluate whether the External Expert has the necessary capabilities for the practitioner's purpose.](#)

5390.7 A1 Capabilities relates to the ability of the [External Expert](#) to exercise their competence in the circumstances of the [Professional Service](#).

5390.7 A2 Factors that are relevant in evaluating whether the [External Expert](#) has the necessary capabilities include:

- The resources available to the [External Expert](#).
- Whether the [External Expert](#) has sufficient time to perform the work.

R5390.8 [The Sustainability Assurance Practitioner shall evaluate whether the External Expert has the necessary objectivity for the practitioner's purpose.](#)

5390.8 A1 Objectivity relates to the possible effects that bias, conflict of interest, or the undue influence of, or undue reliance on, others might have on the professional or business judgement of the [External Expert](#).

5390.8 A2 Factors that are relevant in identifying threats to the objectivity of the [External Expert](#) for the period during which the [External Expert](#) is performing the work include:

- Whether the [External Expert](#) or their employing organisation has an actual or potential conflict of interest in relation to the work the [External Expert](#) is performing at the entity.
- Whether the [Sustainability Assurance Practitioner](#) is aware of any potential bias that might affect the [External Expert's](#) work.
- Whether the [External Expert](#) is charging a [Contingent Fee](#), and if so, the basis for such fee.²⁴
- Whether the [External Expert](#) will evaluate or rely on any previous judgements made or activities performed by the [External Expert](#) or their employing organisation in relation to the subject matter of the [External Expert's](#) work.

5390.8 A3 The [External Expert's](#) employing organisation is the entity that directly employs the [Expert](#), regardless of the legal form of the employment, and does not extend to other entities that might control, or are otherwise related to, the employing organisation.

5390.8 A4 Examples of previous judgements made or activities performed by an [External Expert](#) or their employing organisation that might create a self-review threat to the [External Expert's](#) objectivity include:

- Having advised the entity on the matter for which the [External Expert](#) is performing the work.

²⁴ [Members in Public Practice](#) are prohibited from receiving a [Contingent Fee](#) or entering into a [Contingent Fee](#) arrangement in specific engagement circumstances as outlined in paragraph AUST R330.4.1 of the [Code](#).

- Having produced data or other information, or having designed, developed, implemented, operated, maintained, monitored, updated or upgraded an IT system, for the entity which is then used by the **External Expert** in performing the work or is the subject of that work.

5390.8 A5 Factors that are relevant in evaluating the level of such threats to the **External Expert's** objectivity include:

- The existence of conditions, policies and procedures established by the **External Expert's** profession, legislation, regulation, or the **External Expert's** employing organisation, including whether the **External Expert** is subject to ethics standards issued by a body responsible for issuing such standards in the **External Expert's** field of **Expertise**.
- The nature and scope of the **External Expert's** work.
- The existence and adequacy of any quality management system employed by the **External Expert**.

5390.8 A6 Examples of actions that might be safeguards to address threats to an **External Expert's** objectivity include:

- Consulting with qualified personnel, or a professional outside the **Sustainability Assurance Practitioner's Firm**, who have the necessary **Expertise** to evaluate the **External Expert's** work for the intended purpose.
- Requesting the **External Expert** to take steps to address a conflict of interest, for example, implementing measures to segregate the work from such conflict of interest.
- Restructuring or reassigning the part of the **External Expert's** work giving rise to the threat to another **External Expert**.

Sources of Information

5390.9 A1 Information about the **External Expert's** competence, capabilities and objectivity might be obtained from various sources, including:

- Personal association or experience with previous work undertaken by the **External Expert**.
- Inquiry of others within or outside the **Sustainability Assurance Practitioner's Firm** who are familiar with the **External Expert's** work.
- Discussion with the **External Expert** about their background, including their field of **Expertise** and business activities.
- Inquiry of the **External Expert's** professional body or industry association.
- Articles, papers or books written by the **External Expert** and published by a recognised publisher or in a recognised journal or other medium.
- Published records, such as legal proceedings involving the **External Expert**.
- Inquiry of the **Sustainability Assurance Client** and, if different, the entity at which the **External Expert** is performing the work regarding any interests and relationships between the **External Expert** and the client or the entity.
- The system of quality management of the **Sustainability Assurance Practitioner's Firm**.

Additional Considerations when Evaluating Competence, Capabilities and Objectivity

5390.10 A1 Evaluating whether an **External Expert** has the necessary competence, capabilities and objectivity for the **Sustainability Assurance Practitioner's** purpose involves exercising professional judgement and using the reasonable and informed third party test.

5390.10 A2 A **Sustainability Assurance Practitioner** might face pressure to breach the fundamental principles if the practitioner encounters difficulties in concluding, or is unable to conclude, that the **External Expert** has the necessary competence, capabilities and objectivity for the practitioner's purpose when the **External Expert** has already performed a significant portion of their work. In such circumstances, Section 270 is relevant in considering how to address such pressure.

Additional Objectivity Considerations for Sustainability or Other Assurance Engagements for the Same Sustainability Assurance Client

5390.11 A1 Stakeholders have heightened expectations regarding the objectivity of an **External Expert** whose work is used in a sustainability or other assurance engagement for the same **Sustainability Assurance Client**. Therefore, paragraphs R5390.12 to R5390.19 set out further actions in evaluating the objectivity of an **External Expert** in such engagement pursuant to paragraph R5390.8.

Sustainability or Other Assurance Engagements for the Same Sustainability Assurance Client that is Not a Public Interest Entity

R5390.12 The **Sustainability Assurance Practitioner** shall request the **External Expert** to provide in writing:

- (A) To the best of their knowledge and belief;
- (B) In relation to the entity at which the **External Expert** is performing the work; and
- (C) From the beginning of the period covered by the assurance report until the completion of the **External Expert's** work,

information about:

- (a) Any **Direct Financial Interest** or material **Indirect Financial Interest** in the entity held by the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation;
- (b) Any actual or potential conflict of interest the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation might have in relation to the work the **External Expert** is performing at the entity; and
- (c) Any previous or current engagements between the **External Expert** or their employing organisation and the entity.

R5390.13 The **Sustainability Assurance Practitioner** shall also consider requesting the **External Expert** to provide in writing:

- (a) To the best of their knowledge and belief; and
- (b) From the beginning of the period covered by the assurance report until the completion of the **External Expert's** work,

information about any additional interests, relationships or circumstances between the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation and the entity at which the **External Expert** is performing the work.

5390.13 A1 In addition to the interests, relationships or circumstances in paragraph R5390.13, paragraph R5390.14 sets out other interests, relationships or circumstances between the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation and the entity at which the **External Expert** is performing the work.

5390.13 A2 Factors that are relevant in determining whether to request information about any additional interests, relationships or circumstances from the **External Expert** include:

- The scale of the **External Expert's** practice.
- The range of services offered by the **External Expert**.
- How long the **External Expert** has been practicing.
- The complexity of the **External Expert's** work.
- The impact of the **External Expert's** work on the **Sustainability Assurance Practitioner's** engagement.

For example, the larger the **External Expert's** practice, the broader its range of services, or the longer it has been practicing, the greater the possibility that there might be additional interests, relationships or circumstances between the **External Expert** or their employing organisation and the entity.

Sustainability or Other Assurance Engagements for the Same Sustainability Assurance Client that is a Public Interest Entity

R5390.14 **The Sustainability Assurance Practitioner shall request the External Expert to provide in writing:**

- (A) **To the best of their knowledge and belief;**
- (B) **In relation to the entity at which the External Expert is performing the work; and**
- (C) **From the beginning of the period covered by the assurance report until the completion of the External Expert's work,**

information about:

- (a) **Any Direct Financial Interest or material Indirect Financial Interest in the entity held by the External Expert, their Immediate Family, or the External Expert's employing organisation;**
- (b) **Any loan, or guarantee of a loan, made to the entity by the External Expert, their Immediate Family, or the External Expert's employing organisation, other than where the loan or guarantee is immaterial to the External Expert, their Immediate Family or the External Expert's employing organisation, as applicable, and the entity;**
- (c) **Any loan, or guarantee of a loan, accepted by the External Expert, their Immediate Family, or the External Expert's employing organisation from the entity if it is a bank or similar institution, other than where the loan or guarantee is made under normal lending procedures, terms and conditions;**
- (d) **Any loan, or guarantee of a loan, accepted by the External Expert, their Immediate Family, or the External Expert's employing organisation from the entity if it is not a bank or similar institution, other than where the loan or guarantee is immaterial to the External Expert, their Immediate Family or the External Expert's employing organisation, as applicable, and the entity;**

- (e) Any close business relationship between the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation and the entity or its management, other than where the **Financial Interest**, if any, is immaterial and the business relationship is insignificant to the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation, as applicable, and the entity or its management;
- (f) Any previous or current engagements between the **External Expert** or their employing organisation and the entity;
- (g) Any fee or **Contingent Fee**²⁵ or dependency on fees or other types of remuneration due to or recently received by the **External Expert** or their employing organisation from the entity;
- (h) Any gifts or other benefits accepted by the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation from the entity other than those that are trivial and inconsequential;
- (i) Any actual or potential litigation between the **External Expert** or their employing organisation and the entity;
- (j) Any position currently or previously held by the **External Expert** as a **Director**, **Officer** or employee of the entity;
- (k) Any position currently or previously held by the **External Expert's** **Immediate Family** or by management of the **External Expert's** employing organisation as a **Director** or **Officer** of the entity, or an employee in a position to exert significant influence over the preparation of the entity's financial or non-financial information on which the **Sustainability Assurance Practitioner** will express an opinion or conclusion, or the records underlying such information.
- (l) Any previous public statements by the **External Expert** or their employing organisation which advocated for the entity;
- (m) The nature and extent of any interests and relationships between the controlling owners, if any, of the **External Expert's** employing organisation and the entity; and
- (n) Any actual or potential conflict of interest the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation might have in relation to the work the **External Expert** is performing at the entity; and

with respect to the length of the relationship of the **External Expert** and their employing organisation with the entity:

- (o) How long the association has been.

Considerations Relating to an External Expert's Team and Where the Client is Not the Entity at Which the External Expert is Performing the Work

All sustainability or other assurance engagements for the same Sustainability Assurance Client

R5390.15 Where the **External Expert** uses a team to carry out the work, the **Sustainability Assurance Practitioner** shall request the **External Expert** to have all members of the **External Expert's** team provide in writing the information set out in paragraphs R5390.12 to R5390.14, as applicable, in relation to the entity at which the **External Expert** is performing the work.

²⁵ Members in Public Practice are prohibited from receiving a **Contingent Fee** or entering into a **Contingent Fee** arrangement in specific engagement circumstances as outlined in paragraph AUST R330.4.1 in the **Code**.

R5390.16 Where the Sustainability Assurance Practitioner's client is not the entity at which the External Expert is performing the work, the Sustainability Assurance Practitioner shall also request the External Expert to provide in writing:

- (A) To the best of their knowledge and belief;
- (B) In relation to the client; and
- (C) From the beginning of the period covered by the assurance report until the completion of the External Expert's work,

information about:

- (a) Any Direct Financial Interest or material Indirect Financial Interest in the Sustainability Assurance Client held by the External Expert, their Immediate Family, or the External Expert's employing organisation;
- (b) Any actual or potential conflict of interest the External Expert, their Immediate Family or the External Expert's employing organisation might have with the Sustainability Assurance Client; and
- (c) Any previous or current engagements between the External Expert or their employing organisation and the client.

R5390.17 The Sustainability Assurance Practitioner shall also consider requesting the External Expert to provide in writing:

- (a) To the best of their knowledge and belief; and
- (b) From the beginning of the period covered by the assurance report until the completion of the External Expert's work,

information about any additional interests, relationships or circumstances between the External Expert, their Immediate Family or the External Expert's employing organisation and the client.

5390.17 A1 In addition to the interests, relationships or circumstances in paragraph R5390.17, paragraph R5390.14 sets out other interests, relationships or circumstances between the External Expert, their Immediate Family or the External Expert's employing organisation and the client.

5390.17 A2 Factors that are relevant in determining whether to request information about any additional interests, relationships or circumstances from the External Expert include:

- The scale of the External Expert's practice.
- The range of services offered by the External Expert.
- How long the External Expert has been practicing.
- Whether the client is a Public Interest Entity.
- The nature of the relationship between the client and the entity at which the External Expert is performing the work.
- The scale and complexity of the client's operations.
- The complexity of the External Expert's work.
- The impact of the External Expert's work on the Sustainability Assurance Practitioner's engagement.

For example, the larger the External Expert's practice, the broader its range of services, or the longer it has been practicing, the greater the possibility that there might be additional interests, relationships or circumstances between the External Expert or their employing organisation and the entity.

5390.17 A3 Information about interests, relationships or circumstances between the **External Expert** or their employing organisation and the **Sustainability Assurance Client** might be obtained from inquiry of the client, if the circumstances of the engagement permit disclosure of the use of the **External Expert** to the client.

Potential Threats to the External Expert's Objectivity

5390.18 A1 Self-interest, familiarity or intimidation threats to the **External Expert's** objectivity might be created by the interests, relationships or circumstances disclosed pursuant to paragraphs R5390.12 to R5390.17, as applicable.

5390.18 A2 Factors that are relevant in evaluating the level of such threats to the **External Expert's** objectivity include, in addition to those set out in paragraph 5390.8 A5:

- Whether the **Financial Interest** is direct or indirect, and whether such **Financial Interest** is material to the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation, as applicable.
- Whether the **Financial Interest** allows the **External Expert**, their **Immediate Family**, or the **External Expert's** employing organisation, as applicable, to control or significantly influence the entity at which the **External Expert** is performing the work.
- The materiality or significance of the close business relationship between the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation, as applicable, and the entity or its management.
- The significance of any fees due to or recently received by the **External Expert** or their employing organisation from the entity.
- The role of the individual within the **External Expert's** team.
- The nature and value of the gifts or other benefits to the **External Expert**, their **Immediate Family** or the **External Expert's** employing organisation.
- The materiality or significance of the litigation and whether the litigation relates to prior work performed by the **External Expert** at the entity.
- The length of time since the **External Expert** left the entity as a **Director**, **Officer** or employee of the entity.
- The position in the entity held by the **External Expert's** **Immediate Family** or the management of the **External Expert's** employing organisation.
- The nature of any advocacy for the entity if the **External Expert** or their employing organisation made any previous statement advocating for the entity.

5390.18 A3 Examples of actions that might eliminate the threats to the **External Expert's** objectivity include requesting the **External Expert** to:

- End the close business relationship.
- Remove the individual concerned from the **External Expert's** team.
- Decline the gifts or other benefits offered by the entity.

5390.18 A4 Examples of actions that might be safeguards to address the threats to the **External Expert's** objectivity include, in addition to those set out in paragraph 5390.8 A6, requesting the **External Expert** to:

- Dispose of enough of the **Financial Interest** so that the remaining interest is no longer material.
- Reduce the significance of the close business relationship.

- Structure the responsibilities of the individual concerned so that they do not deal with matters that are within the responsibility of the **Immediate Family** member who is serving as a **Director** or **Officer** of the entity, or an employee in a position to exert significant influence over the preparation of the entity's financial or non-financial information on which the **Sustainability Assurance Practitioner** will express an opinion or conclusion, or the records underlying such information.
- Returning the gifts or other benefits to the entity as soon as possible after they were accepted.

Consideration of New Information or Changes in Facts or Circumstances

All Professional Services

R5390.19 The **Sustainability Assurance Practitioner** shall re-evaluate whether the **External Expert** has the necessary competence, capabilities and objectivity for the practitioner's purpose when new information or changes in facts and circumstances arise.

R5390.20 The **Sustainability Assurance Practitioner** shall re-evaluate whether the **External Expert** has the necessary objectivity for the practitioner's purpose when there are any changes communicated pursuant to paragraph R5390.5(b)(ii) that might arise during the period covered by the assurance report through to the issuance of that report.

Concluding on the External Expert's Competence, Capabilities and Objectivity

All Professional Services

R5390.21 The **Sustainability Assurance Practitioner** shall not use the work of the **External Expert** if the practitioner:

- (a) Is unable to determine whether the **External Expert** has the necessary competence or capabilities, or is objective;
- (b) Determines that the **External Expert** does not have the necessary competence, or capabilities for the practitioner's purpose; or
- (c) Determines that there are threats to the **External Expert's** objectivity that cannot be eliminated or reduced to an **Acceptable Level**.

5390.21 A1 Circumstances in which a **Sustainability Assurance Practitioner** would be unable to determine whether the **External Expert** has the necessary competence or capabilities, or is objective, include where:

- The **External Expert** is unable to provide any of the information requested in paragraphs R5390.12 to R5390.17 because of a confidentiality restriction in law or regulation.
- In relation to specific information requested in paragraphs R5390.12 to R5390.17 concerning the **External Expert's** **Immediate Family** member or employing organisation, the **External Expert** is unable to obtain their consent to such disclosure.

5390.21 A2 If a **Sustainability Assurance Practitioner** uses the work of such **External Expert**, this creates threats to the practitioner's compliance with the principles of integrity, objectivity and professional competence and due care that cannot be eliminated or reduced to an **Acceptable Level** by the application of safeguards.

Potential Threats Arising from Using the Work of an External Expert

All Professional Services

5390.22 A1 Threats to compliance with the fundamental principles might still be created from using the work of an **External Expert** even if a **Sustainability Assurance Practitioner** has satisfactorily concluded that the **External Expert** has the necessary competence, capabilities and objectivity for the practitioner's purpose.

Identifying Threats

5390.23 A1 Examples of facts and circumstances that might create threats to a **Sustainability Assurance Practitioner's** compliance with the fundamental principles when using an **External Expert's** work include:

- (a) Self-interest threats
 - A **Sustainability Assurance Practitioner** has insufficient **Expertise** to understand and explain the **External Expert's** conclusions and findings.
 - A **Sustainability Assurance Practitioner** has undue influence from, or undue reliance on, the **External Expert** or multiple **External Experts** when providing a **Professional Service**.
 - A **Sustainability Assurance Practitioner** has insufficient time or resources to evaluate the **External Expert's** work.
- (b) Self-review threats
 - A **Sustainability Assurance Practitioner** uses the work of an **External Expert** who relies on previous judgements made by the practitioner and provided to the **External Expert** for the purposes of their work.
- (c) Advocacy threats
 - A **Sustainability Assurance Practitioner** promotes the use of an **External Expert** who has known bias towards conclusions potentially advantaging or disadvantaging the **Sustainability Assurance Client**.
- (d) Familiarity threats
 - A **Sustainability Assurance Practitioner** has a close personal relationship with the **External Expert**.
- (e) Intimidation threats
 - A **Sustainability Assurance Practitioner** feels pressure to defer to the **External Expert's** opinion due to the **External Expert's** perceived authority.
 - A **Sustainability Assurance Practitioner** feels pressure to use the work of a particular **External Expert** in order to meet internal or external targets and expectations.

Evaluating Threats

5390.24 A1 Factors that are relevant in evaluating the level of such threats include:

- The scope and purpose of the **External Expert's** work.
- The impact of the **External Expert's** work on the **Sustainability Assurance Practitioner's** engagement.
- The nature of the **Professional Service** for which the **External Expert's** work is intended to be used.

- The **Sustainability Assurance Practitioner's** oversight relating to the use of the **External Expert** and the **External Expert's** work.
- The appropriateness of, and transparency over, the data, assumptions and other inputs and methods used by the **External Expert**.
- The **Sustainability Assurance Practitioner's** ability to understand and explain the **External Expert's** work and its appropriateness for the intended purpose.
- Whether the **External Expert's** work is subject to technical performance standards or other professional or industry generally accepted practices, or law or regulation.
- Whether the **External Expert's** work, if it were to be performed by two or more parties, is not likely to be materially different.
- The consistency of the **External Expert's** work, including the **External Expert's** conclusions or findings, with other information.
- The availability of other evidence, including peer-reviewed academic research, to support the **External Expert's** approach.
- Whether there is pressure being exerted by the **Sustainability Assurance Practitioner's Firm** to accept the **External Expert's** conclusions or findings due to the time or cost spent by the **External Expert** in performing the work.

Addressing Threats

5390.25 A1 An example of an action that might eliminate a familiarity threat is identifying a different **External Expert** to use.

5390.25 A2 Examples of actions that might be safeguards to address threats include:

- Consulting with qualified personnel, or a professional outside the **Sustainability Assurance Practitioner's Firm**, who have the necessary **Expertise** to evaluate the **External Expert's** work, obtaining additional input, or challenging the appropriateness of the **External Expert's** work for the intended purpose.
- Using another **External Expert** to reperform the **External Expert's** work.
- Agreeing with the **Sustainability Assurance Client** additional time or resources to complete the engagement.

Other Matters

External Experts in Emerging Fields or Areas

5390.26 A1 **Expertise** in emerging fields or areas might evolve depending on how laws, regulations and generally accepted practices develop. Emerging fields might also involve multiple areas of **Expertise**. There might therefore be limited availability of **External Experts** in emerging fields or areas.

5390.26 A2 Information relating to some of the factors relevant to evaluating the competence of an **External Expert** in paragraph 5390.6 A2 might not be available in an emerging field or area. For example, there might not be public recognition of the **External Expert**, professional standards might not have been developed, or professional bodies might not have been established in the emerging field. In such circumstances, a factor that might assist the **Sustainability Assurance Practitioner** in evaluating an **External Expert's** competence is the **External Expert's** experience in a similar field to the emerging field, or in an established field, that provides a reasonable basis for the **External Expert's** work in the emerging field.

Communicating with Management and Those Charged with Governance When Using the Work of an External Expert

5390.27 A1 Where appropriate, the **Sustainability Assurance Practitioner** is encouraged to communicate with management and **Those Charged with Governance**:

- The purpose of using an **External Expert** and the scope of the **External Expert's** work.
- The respective roles and responsibilities of the practitioner and the **External Expert** in the performance of the **Professional Service**.
- Any threats to the practitioner's compliance with the fundamental principles created by using the **External Expert's** work and how they have been addressed.

Documentation

R5390.28 The **Sustainability Assurance Practitioner** shall obtain the information set out in paragraphs R5390.12 to R5390.17, as applicable, in writing from the **External Expert**.

5390.29 A1 The **Sustainability Assurance Practitioner** is encouraged to document:

- The steps taken by the practitioner to evaluate the **External Expert's** competence, capabilities and objectivity, and the resulting conclusions.
- Any significant threats identified by the practitioner in using the **External Expert's** work and the actions taken to address the threats.
- The results of any significant discussions with the **External Expert**.

INDEPENDENCE STANDARDS FOR SUSTAINABILITY ASSURANCE ENGAGEMENTS

SECTION 5400

APPLYING THE CONCEPTUAL FRAMEWORK TO INDEPENDENCE FOR SUSTAINABILITY ASSURANCE ENGAGEMENTS

Introduction

General

5400.1 It is in the public interest and required by the [Code](#) that [Sustainability Assurance Practitioners](#) be independent when performing [Sustainability Assurance Engagements](#).

[Paragraph 5400.2 is intentionally left blank]

5400.3 In the Independence Standards in this Part, the term “[Sustainability Assurance Practitioner](#)” refers to individuals conducting [Sustainability Assurance Engagements](#) or, as applicable, their [Firms](#).

5400.3a The Independence Standards in this Part apply to both reasonable assurance and limited assurance [Sustainability Assurance Engagements](#). In this Part, references are made to a [Firm](#) expressing an opinion on the [Sustainability Information](#) in the context of a reasonable assurance [Sustainability Assurance Engagement](#). In the context of a limited [Assurance Engagement](#), those references mean a [Firm](#) expressing a conclusion on the [Sustainability Information](#).

Scope of the Independence Standards in Part 5

5400.3b The Independence Standards in this Part only apply to a [Sustainability Assurance Engagement](#) where the [Sustainability Information](#) on which the [Sustainability Assurance Practitioner](#) expresses an opinion:

- (a) Is reported in accordance with a [General Purpose Framework](#); and
- (b) Is
 - (i) Required to be provided in accordance with law or regulation; or
 - (ii) Publicly disclosed to support decision-making by investors or other users.

5400.3c Law or regulation might also require the application of the Independence Standards in Part 5 to [Sustainability Assurance Engagements](#) other than those described in paragraph 5400.3b.

5400.3d An [Assurance Engagement](#) might be either an [Attestation Engagement](#) or a [Direct Engagement](#). The Independence Standards in this Part cover only [Sustainability Assurance Engagements](#) that are [Attestation Engagements](#).

5400.3e Part 4B of the [Code](#) sets out Independence Standards for other [Sustainability Assurance Engagements](#) that are not within the scope of the Independence Standards in this Part. These include, for example:

- A [Sustainability Assurance Engagement](#) where the [Sustainability Information](#) on which the [Sustainability Assurance Practitioner](#) expresses an opinion is reported solely in accordance with:
 - A framework designed to meet the information needs of specified users; or
 - Entity-developed [Criteria](#).
- A [Sustainability Assurance Engagement](#) for which the sustainability assurance report is a restricted use and distribution report.

Quality Management

5400.3f Quality management within [Firms](#) that perform [Sustainability Assurance Engagements](#) is an integral part of high-quality [Sustainability Assurance Engagements](#). Sustainability assurance standards are based on an expectation that the [Sustainability Assurance Practitioner](#) has a system of quality management designed, implemented and operated in accordance with applicable quality management standards. For example, ASSA 5000 *General Requirements for Sustainability Assurance Engagements* (ASSA 5000) requires compliance with [ASQM 1](#) or professional requirements, or requirements in law or regulation, that an appropriate authority has determined to be at least as demanding as [ASQM 1](#).

5400.4 Legal, regulatory or professional requirements that deal with the [Firm's](#) responsibilities to design, implement, and operate a system of quality management might require the [Firm](#) to address the fulfilment of responsibilities in accordance with relevant ethical requirements, including those related to [Independence](#). Relevant ethical requirements are those related to the [Firm](#), its personnel and, when applicable, others subject to the [Independence](#) requirements to which the [Firm](#) and the [Firm's](#) engagements are subject. The allocation of responsibilities within a [Firm](#) will depend on its size, structure and organisation. Many of the provisions of the Independence Standards in this Part do not prescribe the specific responsibilities of individuals within the [Firm](#) for actions related to [Independence](#), instead referring to “[Firm](#)” for ease of reference.

5400.5 [Independence](#) is linked to the principles of objectivity and integrity. It comprises:

- (a) Independence of mind – the state of mind that permits the expression of a conclusion without being affected by influences that compromise professional judgement, thereby allowing an individual to act with integrity, and exercise objectivity and professional scepticism.
- (b) Independence in appearance – the avoidance of facts and circumstances that are so significant that a reasonable and informed third party would be likely to conclude that a [Firm's](#), or a [Sustainability Assurance Team](#) member's, integrity, objectivity, or professional scepticism has been compromised.

In the Independence Standards in this Part, references to an individual or [Firm](#) being “independent” mean that the individual or [Firm](#) has complied with the provisions of this Part.

5400.6 When performing **Sustainability Assurance Engagements**, the **Code** requires **Firms** to comply with the fundamental principles and be independent. This Part sets out specific requirements and application material on how to apply the conceptual framework to maintain **Independence** when performing such engagements. The conceptual framework set out in Section 5120 applies to **Independence** as it does to the fundamental principles set out in Section 5110. Section 5405 sets out specific requirements and application material applicable in a **Group Sustainability Assurance Engagement**.

5400.7 The Independence Standards in this Part describe:

- (a) Facts and circumstances, including **Professional Activities**, interests and relationships, that create or might create threats to **Independence**;
- (b) Potential actions, including safeguards, that might be appropriate to address any such threats; and
- (c) Some situations where the threats cannot be eliminated or there can be no safeguards to reduce them to an **Acceptable Level**.

Engagement Team and Sustainability Assurance Team

5400.8 The Independence Standards in this Part apply to all **Sustainability Assurance Team** members, including **Engagement Team** members.

5400.9 An **Engagement Team** for a **Sustainability Assurance Engagement** includes all **Leaders** and staff in the **Firm** who perform assurance procedures on the engagement, and any other individuals who perform such procedures who are from within or outside the **Firm's Network**.

[Paragraph 5400.10 is intentionally left blank]

5400.10a If the **Firm** intends to use the assurance work of another **Sustainability Assurance Practitioner** and the **Firm** is able to be sufficiently and appropriately involved in the practitioner's work, that practitioner is a member of the **Engagement Team**. For example, an individual from a **Component Practitioner** who performs assurance procedures on the **Sustainability Information** of a **Component** for purposes of a **Group Sustainability Assurance Engagement** is a member of the **Engagement Team** for the **Group Sustainability Assurance Engagement**.

5400.11 **Sustainability Assurance Engagements** might be performed on a wide range of sustainability matters that require specialised skills and knowledge beyond those possessed by the **Engagement Team**. A **Sustainability Assurance Engagement** might therefore involve **Experts** within, or engaged by, the **Firm**, a **Network Firm**, or a **Component Practitioner** who assist in the engagement. Depending on the role of the individuals, they might be **Engagement Team** or **Sustainability Assurance Team** members. For example:

- Individuals with **Expertise** in a specialised area of sustainability reporting or assurance who perform assurance procedures are **Engagement Team** members. These include, for example, individuals with **Expertise** in the measurement of specific sustainability matters or in analysing complex information produced by automated tools and techniques for the purpose of identifying unusual or unexpected relationships.
- Individuals within, or engaged by, the **Firm** who have direct influence over the outcome of the **Sustainability Assurance Engagement** through consultation regarding technical or industry-specific issues, transactions or events for the engagement are **Sustainability Assurance Team** members but not **Engagement Team** members.

However, individuals who are **External Experts** are neither **Engagement Team** nor **Sustainability Assurance Team** members. [Ref.: Section 5390]

5400.12 If the **Sustainability Assurance Engagement** is subject to an **Engagement Quality Review**, the **Engagement Quality Reviewer** and any other individuals performing the **Engagement Quality Review** are **Sustainability Assurance Team** members but not **Engagement Team** members.

Involvement of Another Practitioner in a Sustainability Assurance Engagement

5400.12a In performing a **Sustainability Assurance Engagement**, a **Firm** might intend to use the assurance work of another **Sustainability Assurance Practitioner** but is not able to be sufficiently and appropriately involved in that work. For example:

- The **Sustainability Assurance Client** might have chosen to engage the other practitioner in relation to certain **Sustainability Information** and that other practitioner might already have completed its engagement, or might be unable to cooperate with the **Firm** because there are restrictions on access to information or people due to law, regulation or other conditions.
- The work might be performed at a **Value Chain Component**.

5400.12b When the **Firm** intends to use the assurance work of another **Sustainability Assurance Practitioner** but is not able to be sufficiently and appropriately involved in the work, that other **Sustainability Assurance Practitioner** is “**Another Practitioner**” for the purposes of this Part. The individuals from **Another Practitioner** are not members of the **Engagement Team**. Section 5406 of this Part sets out specific requirements and application material when a **Firm** intends to use the assurance work of **Another Practitioner**.

Public Interest Entities

5400.13 Some of the requirements and application material set out in this Part are applicable only to the **Sustainability Assurance Engagements** of **Public Interest Entities**. An entity is a **Public Interest Entity** in this Part if it has been determined as such for the purposes of the audit of its **Financial Statements** in accordance with the relevant provisions in Part 4A.²⁶

5400.13a A **Firm** performing the audit of an entity’s **Financial Statements** might decide to voluntarily treat the entity as a **Public Interest Entity**. In such circumstances, this does not mean that another **Firm** performing a **Sustainability Assurance Engagement** for that entity is required to treat that entity as a **Public Interest Entity** for the purposes of the **Sustainability Assurance Engagement**.

5400.13b Laws and regulations might also determine an entity to be a **Public Interest Entity** for the purposes of a **Sustainability Assurance Engagement**.

[Paragraph 5400.14 is intentionally left blank]

5400.15 Stakeholders have heightened expectations regarding the **Independence** of a **Firm** performing a **Sustainability Assurance Engagement** for a **Public Interest Entity**. The purpose of the requirements and application material for **Public Interest Entities** is to meet these expectations, thereby enhancing stakeholders’ confidence in the entity’s **Sustainability Information** that can be used for their decision-making purposes.

[Paragraph 5400.16 is intentionally left blank]

²⁶ Refer to paragraphs R400.22 to AUST R400.24 in Part 4A for requirements and application material applicable to determining **Audit Clients** that are **Public Interest Entities**.

Firms Performing Both Audit and Sustainability Assurance Engagements

5400.16a Independence standards for **Audit** and **Review Engagements** are set out in Part 4A – *Independence for Audit and Review Engagements*. If a **Firm** performs both a **Sustainability Assurance Engagement** and an **Audit** or **Review Engagement** for the same client, the provisions in the **Code** applicable to **Audit** and **Review Engagements**, including Part 4A, and this Part apply to the **Firm**, a **Network Firm** and the **Audit Team** members.²⁷

[Paragraph 5400.17 is intentionally left blank]

Requirements and Application Material

General

R5400.18 A **Firm** performing a **Sustainability Assurance Engagement** shall be independent.

R5400.19 A **Firm** shall apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to **Independence** in relation to a **Sustainability Assurance Engagement**.

AUST R5400.19.1 Where a **Sustainability Assurance Practitioner** identifies multiple threats to **Independence**, which individually might not be significant, the **Sustainability Assurance Practitioner** shall evaluate the significance of those threats in aggregate and the safeguards applied or in place to eliminate some or all of the threats or reduce them to an **Acceptable Level** in aggregate.

Prohibition on Assuming Management Responsibilities

R5400.20 A **Firm** or a **Network Firm** shall not assume a management responsibility for a **Sustainability Assurance Client**.

5400.20 A1 Management responsibilities involve controlling, leading and directing an entity, including making decisions regarding the acquisition, deployment and control of human, financial, technological, physical and intangible resources.

5400.20 A2 When a **Firm** or a **Network Firm** assumes a management responsibility for a **Sustainability Assurance Client**, self-review, self-interest and familiarity threats are created. Assuming a management responsibility might also create an advocacy threat because the **Firm** or **Network Firm** becomes too closely aligned with the views and interests of management.

5400.20 A3 Determining whether an activity is a management responsibility depends on the circumstances and requires the exercise of professional judgement. Examples of activities that would be considered a management responsibility include:

- Setting policies and strategic direction, for example, setting sustainability policies and goals.
- Hiring or dismissing employees.
- Directing and taking responsibility for the actions of employees in relation to the employees' work for the entity.
- Authorising transactions.

²⁷ In Australia, the *Corporations Act 2001* specifies that a **Sustainability Assurance Engagement** performed to meet Chapter 2M requirements is required to be performed by the entity's auditor (who also performs the audit of the entity's **Financial Statements**).

- Deciding which recommendations of the **Firm** or **Network Firm** or other third parties to implement.
- Reporting to **Those Charged with Governance** on behalf of management.
- Taking responsibility for:
 - Developing criteria used by the client for reporting **Sustainability Information**.
 - The preparation and presentation of the **Sustainability Information** in accordance with the applicable sustainability reporting framework, including identifying material sustainability matters to be reported.
 - Designing, implementing, monitoring or maintaining internal control.
 - Supply chain management.
 - Designing or implementing software to collect or produce sustainability data for the client.
 - Reporting on environmental credits or offsets.
 - Resource allocation for sustainability initiatives.
- Controlling or managing bank accounts or investments.

5400.20 A4 Subject to compliance with paragraph R5400.21, providing advice and recommendations to assist the management of a **Sustainability Assurance Client** in discharging its responsibilities is not assuming a management responsibility. The provision of advice and recommendations to a **Sustainability Assurance Client** might create a self-review threat and is addressed in Section 5600.

R5400.21 When performing a **Professional Activity** for a **Sustainability Assurance Client**, the **Firm** shall be satisfied that client management makes all judgements and decisions that are the proper responsibility of management. This includes ensuring that the client's management:

- (a) Designates an individual who possesses suitable skill, knowledge and experience to be responsible at all times for the client's decisions and to oversee the activities. Such an individual, preferably within senior management, would understand:
 - (i) The objectives, nature and results of the activities; and
 - (ii) The respective client and **Firm** or **Network Firm** responsibilities.

However, the individual is not required to possess the **Expertise** to perform or re-perform the activities.
- (b) Provides oversight of the activities and evaluates the adequacy of the results of the activities performed for the client's purpose.
- (c) Accepts responsibility for the actions, if any, to be taken arising from the results of the activities.

5400.21 A1 When technology is used in performing a **Professional Activity** for a **Sustainability Assurance Client**, the requirements in paragraphs R5400.20 and R5400.21 apply regardless of the nature or extent of such use of the technology.

Public Interest Entities

[Paragraphs R5400.22 to 5400.24 A1 are intentionally left blank]

R5400.25 Subject to paragraph R5400.26, when a **Firm** has applied the **Independence** requirements for **Public Interest Entities** as described in paragraph 5400.13 in performing a **Sustainability Assurance Engagement**, the **Firm** shall publicly disclose that fact in a manner deemed appropriate, taking into account the timing and accessibility of the information to stakeholders.

R5400.26 As an exception to paragraph R5400.25, a **Firm** may not make such a disclosure if doing so will result in disclosing confidential future plans of the entity.

Related Entities

R5400.27 As defined, a **Sustainability Assurance Client** that is a **Publicly Traded Entity** includes all of its **Related Entities**. For all other entities, references to a **Sustainability Assurance Client** in this Part include **Related Entities** over which the client has direct or indirect control. When the **Sustainability Assurance Team** knows, or has reason to believe, that a relationship or circumstance involving any other **Related Entity** of the client is relevant to the evaluation of the **Firm's Independence** from the client, the **Sustainability Assurance Team** shall include that **Related Entity** when identifying, evaluating and addressing threats to **Independence**.

[Paragraphs 5400.28 to 5400.29 are intentionally left blank]

Period During which Independence is Required

R5400.30 **Independence**, as required by the **Independence Standards** in this Part, shall be maintained during both:

- The Engagement Period**; and
- The reporting period for the engagement**.

5400.30 A1 The **Engagement Period** starts when the **Engagement Team** begins to perform the **Sustainability Assurance Engagement**. The **Engagement Period** ends when the sustainability assurance report is issued. When the engagement is of a recurring nature, it ends at the later of the notification by either party that the professional relationship has ended or the issuance of the final sustainability assurance report.

5400.30 A2 The reporting period for the engagement might be the same as the period covered by the **Financial Statements**. The reporting period for the engagement does not refer to the period covered by the **Sustainability Information** from the start of historical information to the end of any forward-looking information.

R5400.31 If an entity becomes a **Sustainability Assurance Client** during or after the reporting period for the engagement, the **Firm** shall determine whether any threats to **Independence** are created by:

- Financial or business relationships with the **Sustainability Assurance Client** during or after the reporting period for the engagement but before accepting the **Sustainability Assurance Engagement**; or
- Previous services provided to the **Sustainability Assurance Client** by the **Firm** or a **Network Firm**.

5400.31 A1 Threats to **Independence** are created if a non-assurance service was provided to a **Sustainability Assurance Client** during, or after the reporting period for the engagement, but before the **Engagement Team** begins to perform the **Sustainability Assurance Engagement**, and the service would not be permitted during the **Engagement Period**.

5400.31 A2 A factor to be considered in such circumstances is whether the results of the service provided might form part of or affect the **Sustainability Information** on which the **Firm** will express an opinion, the records underlying that information, or the internal controls over sustainability reporting.

5400.31 A3 Examples of actions that might be safeguards to address threats to **Independence** include:

- Not assigning professionals who performed the non-assurance service to be members of the **Engagement Team**.
- Having an appropriate reviewer review the sustainability assurance work or non-assurance service as appropriate.
- Engaging another **Firm** outside of the **Network** to evaluate the results of the non-assurance service or having another **Firm** outside of the **Network** re-perform the non-assurance service to the extent necessary to enable the other **Firm** to take responsibility for the service.

5400.31 A4 A threat to **Independence** created by the provision of a non-assurance service by a **Firm** or a **Network Firm** prior to the **Sustainability Assurance Engagement** period or prior to the reporting period for the engagement is eliminated or reduced to an **Acceptable Level** if the results of such service have been used or implemented in a period for which a **Sustainability Assurance Engagement** has been undertaken by another **Firm**.

Sustainability Assurance Clients that are Public Interest Entities

R5400.32 A **Firm** shall not accept an appointment to perform a **Sustainability Assurance Engagement** for a **Public Interest Entity** to which the **Firm** or the **Network Firm** has provided a non-assurance service prior to such appointment that might create a self-review threat in relation to the **Sustainability Information** on which the **Firm** will express an opinion unless:

- (a) The provision of such a service ceases before the commencement of the **Sustainability Assurance Engagement Period**;
- (b) The **Firm** takes action to address any threats to its **Independence**; and
- (c) The **Firm** determines that, in the view of a reasonable and informed third party, any threats to the **Firm's Independence** have been or will be eliminated or reduced to an **Acceptable Level**.

5400.32 A1 Actions that might be regarded by a reasonable and informed third party as eliminating or reducing to an **Acceptable Level** any threats to **Independence** created by the provision of non-assurance services to a **Public Interest Entity** prior to appointment to perform a **Sustainability Assurance Engagement** to that entity include:

- The results of the service had been subject to sustainability assurance procedures in the course of the **Sustainability Assurance Engagement** of the prior period's **Sustainability Information** by a predecessor **Firm**.
- The **Firm** engages a practitioner, who is not a member of the **Firm** expressing the opinion on the **Sustainability Information**, to perform a review of the first **Sustainability Assurance Engagement** affected by the self-review threat consistent with the objective of an **Engagement Quality Review**.

- The **Public Interest Entity** engages another **Firm** outside of the **Network** to:
 - Evaluate the results of the non-assurance service; or
 - Re-perform the service,
 to the extent necessary to enable the other **Firm** to take responsibility for the result of the service.

[Paragraphs 5400.33 to 5400.39 are intentionally left blank]

Communication with Those Charged with Governance

5400.40 A1 Paragraphs R5300.9 and R5300.10 set out requirements with respect to communicating with **Those Charged with Governance**.

5400.40 A2 Even when not required by the **Code**, applicable professional standards, laws or regulations, regular communication is encouraged between a **Firm** and **Those Charged with Governance** of the client regarding relationships and other matters that might, in the **Firm's** opinion, reasonably bear on **Independence**. Such communication enables **Those Charged with Governance** to:

- Consider the **Firm's** judgements in identifying and evaluating threats;
- Consider how threats have been addressed including the appropriateness of safeguards when they are available and capable of being applied; and
- Take appropriate action.

Such an approach can be particularly helpful with respect to intimidation and familiarity threats.

[Paragraphs 5400.41 to 5400.49 are intentionally left blank]

Network Firms

5400.50 A1 **Firms** frequently form larger structures with other **Firms** and entities to enhance their ability to provide **Professional Services**. Whether these larger structures create a **Network** depends on the particular facts and circumstances. It does not depend on whether the **Firms** and entities are legally separate and distinct.

R5400.51 **A Network Firm shall be independent of the Sustainability Assurance Clients of the other Firms within the Network as required by this Part.**

5400.51 A1 The **Independence** requirements in this Part that apply to a **Network Firm** apply to any entity that meets the definition of a **Network Firm**. It is not necessary for the entity also to meet the definition of a **Firm**. For example, a consulting practice or professional law practice might be a **Network Firm** but not a **Firm**.

R5400.52 **When associated with a larger structure of other Firms and entities, a Firm shall:**

- Exercise professional judgement to determine whether a Network is created by such a larger structure;**
- Consider whether a reasonable and informed third party would be likely to conclude that the other Firms and entities in the larger structure are associated in such a way that a Network exists; and**
- Apply such judgement consistently throughout such a larger structure.**

R5400.53 When determining whether a **Network is created by a larger structure of **Firms** and other entities, a **Firm** shall conclude that a **Network** exists when such a larger structure is aimed at co-operation and:**

- (a) It is clearly aimed at profit or cost sharing among the entities within the structure. (Ref: Para. 5400.53 A2);**
- (b) The entities within the structure share common ownership, control or management. (Ref: Para. 5400.53 A3);**
- (c) The entities within the structure share common quality management policies and procedures. (Ref: Para. 5400.53 A4);**
- (d) The entities within the structure share a common business strategy. (Ref: Para. 5400.53 A5);**
- (e) The entities within the structure share the use of a common brand name. (Ref: Para. 5400.53 A6, 5400.53 A7); or**
- (f) The entities within the structure share a significant part of professional resources. (Ref: Para 5400.53 A8, 5400.53 A9).**

5400.53 A1 There might be other arrangements between **Firms** and entities within a larger structure that constitute a **Network**, in addition to those arrangements described in paragraph R5400.53. However, a larger structure might be aimed only at facilitating the referral of work, which in itself does not meet the criteria necessary to constitute a **Network**.

5400.53 A2 The sharing of immaterial costs does not in itself create a **Network**. In addition, if the sharing of costs is limited only to those costs related to the development of sustainability assurance methodologies, manuals or training courses, this would not in itself create a **Network**. Further, an association between a **Firm** and an otherwise unrelated entity jointly to provide a service or develop a product does not in itself create a **Network**. (Ref: Para. R5400.53(a)).

5400.53 A3 Common ownership, control or management might be achieved by contract or other means. (Ref: Para. R5400.53(b)).

5400.53 A4 Common quality management policies and procedures are those designed, implemented and operated across the larger structure. (Ref: Para. R5400.53(c)).

5400.53 A5 Sharing a common business strategy involves an agreement by the entities to achieve common strategic objectives. An entity is not a **Network Firm** merely because it co-operates with another entity solely to respond jointly to a request for a proposal for the provision of a **Professional Service**. (Ref: Para. R5400.53(d)).

5400.53 A6 A common brand name includes common initials or a common name. A **Firm** is using a common brand name if it includes, for example, the common brand name as part of, or along with, its **Firm** name when a **Leader** of the **Firm** signs a sustainability assurance report. (Ref: Para. R5400.53(e)).

5400.53 A7 Even if a **Firm** does not belong to a **Network** and does not use a common brand name as part of its **Firm** name, it might appear to belong to a **Network** if its stationery or promotional materials refer to the **Firm** being a member of an association of **Firms**. Accordingly, if care is not taken in how a **Firm** describes such membership, a perception might be created that the **Firm** belongs to a **Network**. (Ref: Para. R5400.53(e)).

5400.53 A8 Professional resources include:

- Common systems that enable **Firms** to exchange information such as client data, billing and time records.
- **Leaders** and other personnel.
- Technical departments that consult on technical or industry specific issues, transactions or events for **Assurance Engagements**.
- Sustainability assurance methodology or sustainability assurance manuals.
- Training courses and facilities. (Ref: Para. R5400.53(f)).

5400.53 A9 Whether the shared professional resources are significant depends on the circumstances. For example:

- The shared resources might be limited to common sustainability assurance methodology or sustainability assurance manuals, with no exchange of personnel or client or market information. In such circumstances, it is unlikely that the shared resources would be significant. The same applies to a common training endeavour.
- The shared resources might involve the exchange of personnel or information, such as where personnel are drawn from a shared pool, or where a common technical department is created within the larger structure to provide participating **Firms** with technical advice that the **Firms** are required to follow. In such circumstances, a reasonable and informed third party is more likely to conclude that the shared resources are significant. (Ref: Para. R5400.53(f)).

R5400.54 If a **Firm** or a **Network** sells a part of its practice, and that part continues to use wholly or partly the **Firm's** or **Network's** name for a limited time, the relevant entities shall determine how to disclose that they are not **Network Firms** when presenting themselves to outside parties.

5400.54 A1 The agreement for the sale of a part of a practice might provide that, for a limited period of time, that part can continue to use wholly or partly the name of the **Firm** or the **Network**, even though it is no longer connected to the **Firm** or the **Network**. In such circumstances, while the two entities might be practising under a common name, the facts are such that they do not belong to a larger structure aimed at cooperation. The two entities are therefore not **Network Firms**.

[Paragraphs 5400.55 to 5400.59 are intentionally left blank]

General Documentation of Independence for Sustainability Assurance Engagements

R5400.60 A **Firm** shall document conclusions regarding compliance with the Independence Standards in this Part, and the substance of any relevant discussions that support those conclusions. In particular:

- (a) When safeguards are applied to address a threat, the **Firm** shall document the nature of the threat and the safeguards in place or applied; and
- (b) When a threat required significant analysis and the **Firm** concluded that the threat was already at an **Acceptable Level**, the **Firm** shall document the nature of the threat and the rationale for the conclusion.

5400.60 A1 Documentation provides evidence of the **Firm's** judgements in forming conclusions regarding compliance with the Independence Standards in this Part. However, a lack of documentation does not determine whether a **Firm** considered a particular matter or whether the **Firm** is independent.

[Paragraphs 5400.61 to 5400.69 are intentionally left blank]

Mergers and Acquisitions

When a Client Merger Creates a Threat

5400.70 A1 An entity might become a **Related Entity** of a **Sustainability Assurance Client** because of a merger or acquisition. A threat to **Independence** and, therefore, to the ability of a **Firm** to continue a **Sustainability Assurance Engagement** might be created by previous or current interests or relationships between a **Firm** or **Network Firm** and such a **Related Entity**.

R5400.71 In the circumstances set out in paragraph 5400.70 A1,

- (a) The **Firm** shall identify and evaluate previous and current interests and relationships with the **Related Entity** that, taking into account any actions taken to address the threat, might affect its **Independence** and therefore its ability to continue the **Sustainability Assurance Engagement** after the effective date of the merger or acquisition; and
- (b) Subject to paragraph R5400.72, the **Firm** shall take steps to end any interests or relationships that are not permitted by the **Code** by the effective date of the merger or acquisition.

R5400.72 As an exception to paragraph R5400.71(b), if the interest or relationship cannot reasonably be ended by the effective date of the merger or acquisition, the **Firm** shall:

- (a) Evaluate the threat that is created by the interest or relationship; and
- (b) Discuss with **Those Charged with Governance** the reasons why the interest or relationship cannot reasonably be ended by the effective date and the evaluation of the level of the threat.

5400.72 A1 In some circumstances, it might not be reasonably possible to end an interest or relationship creating a threat by the effective date of the merger or acquisition. This might be because the **Firm** provides a non-assurance service to the **Related Entity**, which the entity is not able to transition in an orderly manner to another provider by that date.

5400.72 A2 Factors that are relevant in evaluating the level of a threat created by mergers and acquisitions when there are interests and relationships that cannot reasonably be ended include:

- The nature and significance of the interest or relationship.
- The nature and significance of the **Related Entity** relationship (for example, whether the **Related Entity** is a subsidiary or parent).
- The length of time until the interest or relationship can reasonably be ended.

R5400.73 If, following the discussion set out in paragraph R5400.72(b), **Those Charged with Governance** request the **Firm** to continue the **Sustainability Assurance Engagement**, the **Firm** shall do so only if:

- (a) The interest or relationship will be ended as soon as reasonably possible but no later than six months after the effective date of the merger or acquisition;
- (b) Any individual who has such an interest or relationship, including one that has arisen through performing a non-assurance service that would not be permitted by Section 5600 and its subsections, will not be a member of the **Engagement Team** for the **Sustainability Assurance Engagement** or the individual responsible for the **Engagement Quality Review**; and

(c) **Transitional measures will be applied, as necessary, and discussed with Those Charged with Governance.**

5400.73 A1 Examples of such transitional measures include:

- Having a **Sustainability Assurance Practitioner** review the sustainability assurance or non-assurance work as appropriate.
- Having a **Sustainability Assurance Practitioner**, who is not a member of the **Firm** expressing the opinion on the **Sustainability Information**, perform a review that is consistent with the objective of an **Engagement Quality Review**.
- Engaging another **Firm** to evaluate the results of the non-assurance service or having another **Firm** re-perform the non-assurance service to the extent necessary to enable the other **Firm** to take responsibility for the service.

R5400.74 The **Firm** might have completed a significant amount of work on the **Sustainability Assurance Engagement** prior to the effective date of the merger or acquisition and might be able to complete the remaining assurance procedures within a short period of time. In such circumstances, if **Those Charged with Governance** request the **Firm** to complete the **Sustainability Assurance Engagement** while continuing with an interest or relationship identified in paragraph 5400.70 A1, the **Firm** shall only do so if it:

- (a) Has evaluated the level of the threat and discussed the results with **Those Charged with Governance**;
- (b) Complies with the requirements of paragraph R5400.73(b) to (c); and
- (c) Ceases to perform the **Sustainability Assurance Engagement** no later than the date that the sustainability assurance report is issued.

If Objectivity Remains Compromised

R5400.75 Even if all the requirements of paragraphs R5400.71 to R5400.74 could be met, the **Firm** shall determine whether the circumstances identified in paragraph 5400.70 A1 create a threat that cannot be addressed such that objectivity would be compromised. If so, the **Firm** shall cease to perform the **Sustainability Assurance Engagement**.

Documentation

R5400.76 The **Firm** shall document:

- (a) Any interests or relationships identified in paragraph 5400.70 A1 that will not be ended by the effective date of the merger or acquisition and the reasons why they will not be ended;
- (b) The transitional measures applied;
- (c) The results of the discussion with **Those Charged with Governance**; and
- (d) The reasons why the previous and current interests and relationships do not create a threat such that objectivity would be compromised.

[Paragraphs 5400.77 to 5400.79 are intentionally left blank.]

Breach of an Independence Provision for Sustainability Assurance Engagements

When a Firm Identifies a Breach

R5400.80 If a **Firm** concludes that a breach of an **Independence** requirement in this Part has occurred, the **Firm** shall:

- (a) End, suspend or eliminate the interest or relationship that created the breach and address the consequences of the breach;
- (b) Consider whether any legal or regulatory requirements apply to the breach and, if so:
 - (i) Comply with those requirements; and
 - (ii) Consider reporting the breach to a professional or regulatory body or oversight authority if such reporting is common practice or expected in the relevant jurisdiction;
- (c) Promptly communicate the breach in accordance with its policies and procedures to:
 - (i) The **Engagement Leader**;
 - (ii) The individual with operational responsibility for compliance with **Independence** requirements;
 - (iii) Other relevant personnel in the **Firm** and, where appropriate, the **Network**; and
 - (iv) Those subject to the **Independence** requirements in Part 5 who need to take appropriate action;
- (d) Evaluate the significance of the breach and its impact on the **Firm's** objectivity and ability to issue a sustainability assurance report; and
- (e) Depending on the significance of the breach, determine:
 - (i) Whether to end the **Sustainability Assurance Engagement**; or
 - (ii) Whether it is possible to take action that satisfactorily addresses the consequences of the breach and whether such action can be taken and is appropriate in the circumstances.

In making this determination, the **Firm** shall exercise professional judgement and take into account whether a reasonable and informed third party would be likely to conclude that the **Firm's** objectivity would be compromised, and therefore, the **Firm** would be unable to issue a sustainability assurance report.

5400.80 A1 A breach of an **Independence** provision of this Part might occur despite the **Firm** having a system of quality management designed to address **Independence** requirements. It might be necessary to end the **Sustainability Assurance Engagement** because of the breach.

5400.80 A2 The significance and impact of a breach on the **Firm's** objectivity and ability to issue a sustainability assurance report will depend on factors such as:

- The nature and duration of the breach.
- The number and nature of any previous breaches with respect to the current **Sustainability Assurance Engagement**.
- Whether a **Sustainability Assurance Team** member had knowledge of the interest or relationship that created the breach.
- Whether the individual who created the breach is a **Sustainability Assurance Team** member or another individual for whom there are **Independence** requirements.

- If the breach relates to a **Sustainability Assurance Team** member, the role of that individual.
- If the breach was created by providing a **Professional Service**, the impact of that service, if any, on the records underlying, or data comprising, the **Sustainability Information** on which the **Firm** will express an opinion.
- The extent of the self-interest, advocacy, intimidation or other threats created by the breach.

5400.80 A3 Depending upon the significance of the breach, examples of actions that the **Firm** might consider to address the breach satisfactorily include:

- Removing the relevant individual from the **Sustainability Assurance Team**.
- Using different individuals to conduct an additional review of the affected assurance work or to re-perform that work to the extent necessary.
- Recommending that the **Sustainability Assurance Client** engage another **Firm** to review or re-perform the affected assurance work to the extent necessary.
- If the breach relates to a non-assurance service that affects the records underlying, or data comprising, the **Sustainability Information** on which the **Firm** will express an opinion, engaging another **Firm** to evaluate the results of the non-assurance service or having another **Firm** re-perform the non-assurance service to the extent necessary to enable the other **Firm** to take responsibility for the service.

R5400.81 If the **Firm** determines that action cannot be taken to address the consequences of the breach satisfactorily, the **Firm** shall inform **Those Charged with Governance** as soon as possible and take the steps necessary to end the **Sustainability Assurance Engagement** in compliance with any applicable legal or regulatory requirements. Where ending the engagement is not permitted by laws or regulations, the **Firm** shall comply with any reporting or disclosure requirements.

R5400.82 If the **Firm** determines that action can be taken to address the consequences of the breach satisfactorily, the **Firm** shall discuss with **Those Charged with Governance**:

- (a) The significance of the breach, including its nature and duration;
- (b) How the breach occurred and how it was identified;
- (c) The action proposed or taken and why the action will satisfactorily address the consequences of the breach and enable the **Firm** to issue a sustainability assurance report;
- (d) The conclusion that, in the **Firm's** professional judgement, objectivity has not been compromised and the rationale for that conclusion; and
- (e) Any steps proposed or taken by the **Firm** to reduce or avoid the risk of further breaches occurring.

Such discussion shall take place as soon as possible unless an alternative timing is specified by **Those Charged with Governance** for reporting less significant breaches.

Communication of Breaches to Those Charged with Governance

5400.83 A1 Paragraphs R5300.9 and R5300.10 set out requirements with respect to communicating with **Those Charged with Governance**.

R5400.84 With respect to breaches, the **Firm** shall communicate in writing to **Those Charged with Governance**:

- (a) All matters discussed in accordance with paragraph R5400.82 and obtain the concurrence of **Those Charged with Governance** that action can be, or has been, taken to satisfactorily address the consequences of the breach; and
- (b) A description of:
 - (i) The **Firm's** policies and procedures relevant to the breach designed to provide it with reasonable assurance that **Independence** is maintained; and
 - (ii) Any steps that the **Firm** has taken, or proposes to take, to reduce or avoid the risk of further breaches occurring.

R5400.85 If **Those Charged with Governance** do not concur that the action proposed by the **Firm** in accordance with paragraph R5400.80(e)(ii) satisfactorily addresses the consequences of the breach, the **Firm** shall take the steps necessary to end the **Sustainability Assurance Engagement** in accordance with paragraph R5400.81.

Breaches Before the Previous Sustainability Assurance Report Was Issued

R5400.86 If the breach occurred prior to the issuance of the previous sustainability assurance report, the **Firm** shall comply with the **Independence** provisions of this Part in evaluating the significance of the breach and its impact on the **Firm's** objectivity and its ability to issue a sustainability assurance report in the current period.

R5400.87 The **Firm** shall also:

- (a) Consider the impact of the breach, if any, on the **Firm's** objectivity in relation to any previously issued sustainability assurance reports, and the possibility of withdrawing such reports; and
- (b) Discuss the matter with **Those Charged with Governance**.

Documentation

R5400.88 In complying with the requirements in paragraphs R5400.80 to R5400.87, the **Firm** shall document:

- (a) The breach;
- (b) The actions taken;
- (c) The key decisions made;
- (d) All the matters discussed with **Those Charged with Governance**; and
- (e) Any discussions with a professional or regulatory body or oversight authority.

R5400.89 If the **Firm** continues with the **Sustainability Assurance Engagement**, it shall document:

- (a) The conclusion that, in the **Firm's** professional judgement, objectivity has not been compromised; and
- (b) The rationale for why the action taken satisfactorily addressed the consequences of the breach so that the **Firm** could issue a sustainability assurance report.

SECTION 5405

GROUP SUSTAINABILITY ASSURANCE ENGAGEMENTS

Introduction

5405.1 Section 5400 requires a **Firm** to be independent when performing a **Sustainability Assurance Engagement**, and to apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to **Independence**. This section sets out specific requirements and application material relevant to applying the conceptual framework when performing a **Group Sustainability Assurance Engagement**.

Requirements and Application Material

General

5405.2 A1 Depending on the sustainability reporting framework, the **Firm** might express an opinion on **Group Sustainability Information** that includes information about **Components** required to be included in the **Group Financial Statements (Group Components)**. The applicable sustainability reporting framework might also require the **Sustainability Information** to be extended to include information from other entities (for example, **Value Chain Components**). Such **Sustainability Information**, including information from the **Value Chain**, constitutes **Group Sustainability Information** for the purposes of this Part.

5405.2 A1a The **Firm** might perform assurance work, or use the assurance work of another **Sustainability Assurance Practitioner** performed, at the **Sustainability Assurance Client** or at a **Value Chain Component**, for purposes of the **Group Sustainability Assurance Engagement**. That other **Sustainability Assurance Practitioner** is a **Component Practitioner** where the **Group Sustainability Assurance Firm** is able to be sufficiently and appropriately involved in the assurance work of that other practitioner.

5405.2 A1b Subsection A below sets out **Independence** requirements and application material that are applicable to the **Group Sustainability Assurance Firm**, **Component Practitioners** and members of the **Group Sustainability Assurance Team** when assurance work is performed at a **Group Sustainability Assurance Client** or a **Group Component**.

5405.2 A1c Subsection B below sets out **Independence** requirements and application material that are applicable to the **Group Sustainability Assurance Firm**, **Component Practitioners** and members of the **Group Sustainability Assurance Team** when assurance work is performed at a **Value Chain Component** for purposes of the **Group Sustainability Assurance Engagement**.

5405.2 A1d Where the **Group Sustainability Assurance Firm** intends to use the assurance work of **Another Practitioner** for purposes of the **Group Sustainability Assurance Engagement** and the **Group Sustainability Assurance Firm** is unable to be sufficiently and appropriately involved in the assurance work of that practitioner, Section 5406 applies.

5405.2 A2 A **Component Practitioner** that participates in a **Group Sustainability Assurance Engagement** might separately issue an assurance opinion on the **Sustainability Information** of the **Component**. Depending on the circumstances, the **Component Practitioners** might need to comply with different **Independence** requirements when performing assurance work for a **Group Sustainability Assurance Engagement** and separately issuing an assurance opinion on the **Sustainability Information** of the **Component** for statutory, regulatory or other reasons.

5405.2 A3 This section sets out **Independence** requirements applicable when the **Group Sustainability Assurance Firm** or a **Component Practitioner** performs assurance work at a **Component**. These requirements apply when the **Group Sustainability Assurance Firm** has determined that, to obtain evidence for purposes of the **Group Sustainability Assurance Engagement**, assurance procedures need to be performed on the data or information maintained by the **Component** which underlies the **Component's Sustainability Information**. Accordingly:

- If the **Group Sustainability Assurance Firm** or a **Component Practitioner** performs assurance procedures on the underlying data or information maintained by the **Component** to identify and assess or to respond to risks of material misstatement of the **Component's Sustainability Information**, the **Group Sustainability Assurance Firm** or the **Component Practitioner** is subject to the **Independence** requirements in this section with respect to that **Component**.
- If the **Group Sustainability Assurance Firm** performs planning procedures at the **Group** level solely to determine whether an entity or a business unit is a **Value Chain Component** at which assurance work will be performed for purposes of the **Group Sustainability Assurance Engagement**, the **Group Sustainability Assurance Firm** is not subject to the **Independence** requirements in this section with respect to that entity or business unit.
- If the **Group Sustainability Assurance Firm** obtains evidence about a **Value Chain Component's Sustainability Information** without performing procedures on the underlying data or information maintained by the **Component**, the **Group Sustainability Assurance Firm** is not subject to the **Independence** requirements in this section with respect to that **Component**.

Communication Between a Group Sustainability Assurance Firm and a Component Practitioner

R5405.3 The **Group Engagement Leader** shall take responsibility to make a **Component Practitioner** aware of the relevant ethics, including **Independence**, provisions in this Part that are applicable given the nature and the circumstances of the **Group Sustainability Assurance Engagement**. When making the **Component Practitioner** aware of the relevant ethics, including **Independence**, provisions, the **Group Sustainability Assurance Firm** shall communicate at appropriate times the necessary information to enable the **Component Practitioner** to meet its responsibilities under this section.

5405.3 A1 Examples of matters the **Group Sustainability Assurance Firm** might communicate include:

- Whether the **Group Sustainability Assurance Client** is a **Public Interest Entity** and the relevant ethics, including **Independence**, provisions applicable to the **Group Sustainability Assurance Engagement**.
- The **Related Entities** and other **Group Components** within the **Group Sustainability Assurance Client** that are relevant to the **Independence** considerations applicable to the **Component Practitioner** and the **Group Sustainability Assurance Team** members within, or engaged by, that practitioner.
- The period during which the **Component Practitioner** is required to be independent.
- Whether a sustainability assurance **Leader** who performs work at a **Group Component** for purposes of the **Group Sustainability Assurance Engagement** is a **Key Sustainability Assurance Leader** for the **Group Sustainability Assurance Engagement**.

R5405.4 The **Group Engagement Leader** shall take responsibility for requesting the **Component Practitioner** to confirm whether it understands and will comply with the relevant provisions of this Part that apply to the **Group Sustainability Assurance Engagement**. The **Group Engagement Leader** shall also request the **Component Practitioner** to communicate:

- (a) Any **Independence** matters that require significant judgement; and
- (b) In relation to those matters, the **Component Practitioner's** conclusion whether the threats to its **Independence** are at an **Acceptable Level**, and the rationale for that conclusion.

R5405a If a matter comes to the attention of the **Group Engagement Leader** that indicates that a threat to **Independence** exists, the **Group Engagement Leader** shall evaluate the threat and take appropriate action.

A – Requirements and Application Material When Assurance Work is Performed at a Group Sustainability Assurance Client or a Group Component

Independence Considerations Applicable to Individuals

Members of the Group Sustainability Assurance Team Within, or Engaged by, a Group Sustainability Assurance Firm and Its Network Firms

R5405.5 Members of the **Group Sustainability Assurance Team** within, or engaged by, the **Group Sustainability Assurance Firm** and its **Network Firms** shall be independent of the **Group Sustainability Assurance Client** in accordance with the requirements of this Part that are applicable to the **Sustainability Assurance Team**.

Other Members of the Group Sustainability Assurance Team

R5405.6 If a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performs assurance work at a **Group Component** for purposes of the **Group Sustainability Assurance Engagement**, members of the **Group Sustainability Assurance Team** within, or engaged by, that **Component Practitioner** shall be independent of:

- (a) The **Group Component**;
- (b) The entity on whose **Group Sustainability Information** the **Group Sustainability Assurance Firm** expresses an opinion; and
- (c) Any entity over which the entity in subparagraph (b) has direct or indirect control, provided that such entity has direct or indirect control over the **Group Component**,

in accordance with the requirements of this Part that are applicable to the **Sustainability Assurance Team**.

R5405.7 In relation to **Related Entities** or other **Group Components** within the **Group Sustainability Assurance Client** other than those covered in paragraph R5405.6, if a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performs assurance work at a **Group Component** for purposes of the **Group Sustainability Assurance Engagement**, a member of the **Group Sustainability Assurance Team** within, or engaged by, that **Component Practitioner** shall notify the **Component Practitioner** about any relationship or circumstance the individual knows, or has reason to believe, might create a threat to the individual's **Independence** in the context of the **Group Sustainability Assurance Engagement**.

5405.7 A1 Examples of relationships or circumstances involving the individual or any of the individual's **Immediate Family** members, as applicable, that are relevant to the individual's consideration when complying with paragraph R5405.7 include:

- A **Direct** or material **Indirect Financial Interest** in an entity that has control over the **Group Sustainability Assurance Client** if the **Group Sustainability Assurance Client** is material to that entity (see Section 5510).
- A loan or guarantee involving: (see Section 5511)
 - An entity that is not a bank or similar institution unless the loan or guarantee is immaterial; or
 - A bank or similar institution unless the loan or guarantee is made under normal lending procedures, terms and conditions.
- A business relationship that is significant or involves a material **Financial Interest** (see Section 5520).
- An **Immediate Family** member who is: (see Section 5521)
 - A **Director** or **Officer** of an entity; or
 - An employee in a position to exert significant influence over the preparation of an entity's **Sustainability Information** data or records or **Sustainability Information**.
- The individual serving as, or having recently served as: (see Section 5522 and Section 5523)
 - A **Director** or **Officer** of an entity; or
 - An employee in a position to exert significant influence over the preparation of an entity's **Sustainability Information** data or records or **Sustainability Information**.

R5405.8 Upon receiving the notification as set out in paragraph R5405.7, the **Component Practitioner** shall evaluate and address any threats to **Independence** created by the individual's relationship or circumstance.

Independence Considerations Applicable to a Group Sustainability Assurance Firm

R5405.9 A **Group Sustainability Assurance Firm** shall be independent of the **Group Sustainability Assurance Client** in accordance with the requirements of this Part that are applicable to a **Firm**.

Independence Considerations Applicable to Network Firms of a Group Sustainability Assurance Firm

R5405.10 A **Network Firm** of the **Group Sustainability Assurance Firm** shall be independent of the **Group Sustainability Assurance Client** in accordance with the requirements of this Part that are applicable to a **Network Firm**.

Independence Considerations Applicable to Component Practitioners outside a Group Sustainability Assurance Firm's Network

All Group Sustainability Assurance Clients

R5405.11 A **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network**, performing assurance work at a **Group Component**, shall:

- (a) Be independent of the **Group Component** in accordance with the requirements of this Part that are applicable to a **Firm** with respect to all **Sustainability Assurance Clients**;
- (b) Apply the relevant requirements in paragraphs R5510.4(a), R5510.7 and R5510.9 with respect to **Financial Interests** in the entity on whose **Group Sustainability Information** the **Group Sustainability Assurance Firm** expresses an opinion; and
- (c) Apply the relevant requirements in Section 5511 with respect to loans and guarantees involving the entity on whose **Group Sustainability Information** the **Group Sustainability Assurance Firm** expresses an opinion.

R5405.12 When a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network**, performing assurance work at a **Group Component**, knows, or has reason to believe, that a relationship or circumstance involving the **Group Sustainability Assurance Client**, beyond those addressed in paragraph R5405.11(b) and (c), is relevant to the evaluation of the **Component Practitioner's Independence** from the **Group Component**, the **Component Practitioner** shall include that relationship or circumstance when identifying, evaluating and addressing threats to **Independence**.

R5405.13 When a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network**, performing assurance work at a **Group Component**, knows, or has reason to believe, that a relationship or circumstance of a **Firm** within the **Component Practitioner's Network** with the **Group Component** or the **Group Sustainability Assurance Client** creates a threat to the **Component Practitioner's Independence**, the **Component Practitioner** shall evaluate and address any such threat.

[Paragraph 5405.14 A1 is intentionally left blank]

Group Sustainability Assurance Clients that are Not Public Interest Entities

R5405.15 When the **Group Sustainability Assurance Client** is not a **Public Interest Entity**, a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performing assurance work at a **Group Component** for purposes of the **Group Sustainability Assurance Engagement** shall be independent of the **Group Component** in accordance with the requirements set out in this Part that are applicable to **Sustainability Assurance Clients** that are not **Public Interest Entities**.

5405.15 A1 Where a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** also performs a **Sustainability Assurance Engagement** for a **Group Component** that is a **Public Interest Entity** for reasons other than the **Group Sustainability Assurance Engagement**, for example, a statutory **Sustainability Assurance Engagement**, the **Independence** requirements that are relevant to **Sustainability Assurance Clients** that are **Public Interest Entities** apply to that engagement.

Group Sustainability Assurance Clients that are Public Interest Entities

Non-Assurance Services

R5405.16 **Subject to paragraph R5405.17, when the **Group Sustainability Assurance Client** is a **Public Interest Entity**, a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performing assurance work at a **Group Component** shall comply with the provisions in Section 5600 that are applicable to **Public Interest Entities** with respect to the provision of non-assurance services to the **Group Component**.**

5405.16 A1 Where the **Group Sustainability Assurance Client** is a **Public Interest Entity** and the **Group Component** at which assurance work is performed is not a **Public Interest Entity**, the **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performing assurance work at that **Group Component** is prohibited from, for example:

- Providing to the **Group Component**, sustainability data and information services that might affect the **Sustainability Information** on which the **Component Practitioner** will perform assurance work (see Subsection 5601).
- Designing the information technology system, or an aspect of it, for the **Group Component** where such information technology system generates information for the **Group Component's Sustainability Information**, or the sustainability records underlying that information, on which the **Component Practitioner** will perform assurance work (see Subsection 5606).
- Acting in an advocacy role for the **Group Component** in resolving a dispute or litigation before a tribunal or court (see Subsection 5608).

5405.16 A2 The **Sustainability Information** on which a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performs assurance procedures is relevant to the evaluation of the self-review threat that might be created by the **Component Practitioner's** provision of a non-assurance service, and therefore the application of Section 5600. For example, if the **Component Practitioner's** assurance procedures are limited to a specific item such as greenhouse gas emissions, the results of any non-assurance service that form part of or affect the sustainability records or the **Sustainability Information** related to the reporting on, or the internal controls over, greenhouse gas emissions are relevant to the evaluation of the self-review threat.

R5405.17 **As an exception to paragraph R5405.16, a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** may provide a non-assurance service that is not prohibited under Section 5600 to a **Group Component** without communicating information about the proposed non-assurance service to **Those Charged with Governance** of the **Group Sustainability Assurance Client** or obtaining their concurrence regarding the provision of that service as addressed by paragraphs R5600.22 to R5600.25.**

Key Sustainability Assurance Leaders

R5405.18 **The **Group Engagement Leader** shall determine whether a sustainability assurance Leader who performs assurance work at a **Group Component** for purposes of the **Group Sustainability Assurance Engagement** is a **Key Sustainability Assurance Leader** for the **Group Sustainability Assurance Engagement**. If so, the **Group Engagement Leader** shall:**

- (a) Communicate that determination to that individual; and**

(b) Indicate:

- (i) In the case of all **Group Sustainability Assurance Clients**, that the individual is subject to paragraph AUST R5411.4; and
- (ii) In the case of **Group Sustainability Assurance Clients** that are **Public Interest Entities**, that the individual is also subject to paragraphs R5524.6, R5540.7(c) and R5540.23.

5405.18 A1 A **Key Sustainability Assurance Leader** makes key decisions or judgements on significant matters with respect to the **Group Sustainability Information** on which the **Group Sustainability Assurance Firm** expresses an opinion in the **Group Sustainability Assurance Engagement**.

Changes in Group Components

R5405.19 When an entity that is not a **Related Entity** becomes a **Group Component** within the **Group Sustainability Assurance Client**, the **Group Sustainability Assurance Firm** shall apply the requirements in paragraphs R5400.71 to R5400.76 with respect to the change regarding the **Group Component** for purposes of the **Sustainability Assurance Engagement**.

Changes in Component Practitioners that Perform Assurance Work at Group Components

All Group Sustainability Assurance Clients

5405.20 A1 There might be circumstances in which the **Group Sustainability Assurance Firm** requests another **Firm** to perform assurance work as a **Component Practitioner** at a **Group Component** during or after the reporting period for the engagement, for example, due to a client merger or acquisition. A threat to the **Component Practitioner's Independence** might be created by:

- (a) Financial or business relationships of the **Component Practitioner** with the **Group Component** during or after the reporting period for the engagement but before the **Component Practitioner** agrees to perform the assurance work; or
- (b) Previous services provided to the **Group Component** by the **Component Practitioner**.

5405.20 A2 Paragraphs 5400.31 A1 to A3 set out application material that is applicable for a **Component Practitioner's** assessment of threats to **Independence** if a non-assurance service was provided by the **Component Practitioner** to the **Group Component** during or after the reporting period for the engagement, but before the **Component Practitioner** begins to perform the assurance work for purposes of the **Group Sustainability Assurance Engagement**, and the service would not be permitted during the **Engagement Period**.

5405.20 A3 Paragraph 5400.31 A4 sets out application material that is applicable for a **Component Practitioner's** assessment of threats to **Independence** if a non-assurance service was provided by the **Component Practitioner** to the **Group Component** prior to the reporting period for the engagement.

Group Sustainability Assurance Clients that are Public Interest Entities

5405.21 A1 Paragraphs R5400.32 and 5400.32 A1 are applicable when a **Component Practitioner** agrees to perform assurance work for **Group** sustainability assurance purposes in relation to a **Group Sustainability Assurance Client** that is a **Public Interest Entity** if the **Component Practitioner** has previously provided a non-assurance service to the **Group Component**.

5405.21 A2 Paragraphs R5600.26 and 5600.26 A1 are applicable in relation to a non-assurance service provided, either currently or previously, by a **Component Practitioner** to a **Group Component** when the **Group Sustainability Assurance Client** subsequently becomes a **Public Interest Entity**.

Breach of an Independence Provision at a Component Practitioner

5405.22 A1 A breach of a provision of this section might occur despite a **Component Practitioner** having a system of quality management designed to address **Independence** requirements. Paragraphs R5405.23 to R5405.29 are relevant to a **Group Sustainability Assurance Firm's** determination as to whether it would be able to use a **Component Practitioner's** work if a breach has occurred at the **Component Practitioner**.

5405.22 A2 In the case of a breach at a **Component Practitioner** within the **Group Sustainability Assurance Firm's Network**, paragraphs R5400.80 to R5400.89 also apply to the **Group Sustainability Assurance Firm** in relation to the **Group Sustainability Assurance Engagement**, as applicable.

When a Component Practitioner Identifies a Breach

R5405.23 If a **Component Practitioner** concludes that a breach of this section has occurred, the **Component Practitioner** shall:

- (a) End, suspend or eliminate the interest or relationship that created the breach and address the consequences of the breach;
- (b) Evaluate the significance of the breach and its impact on the **Component Practitioner's** objectivity and ability to perform assurance work for purposes of the **Group Sustainability Assurance Engagement**;
- (c) Depending on the significance of the breach, determine whether it is possible to take action that satisfactorily addresses the consequences of the breach and whether such action can be taken and is appropriate in the circumstances; and
- (d) Promptly communicate in writing the breach to the **Group Engagement Leader**, including the **Component Practitioner's** assessment of the significance of the breach and any actions proposed or taken to address the consequences of the breach.

5405.23 A1 Paragraphs 5400.80 A2 and A3 set out application material relevant to the **Component Practitioner's** evaluation of the significance and impact of the breach on the **Component Practitioner's** objectivity and ability to issue an opinion or conclusion on the assurance work performed at the **Group Component** for purposes of the **Group Sustainability Assurance Engagement**, and its consideration of any actions that might be taken to address the consequences of the breach satisfactorily.

R5405.24 Upon receipt of the **Component Practitioner's** communication of the breach, the **Group Engagement Leader** shall:

- (a) Review the **Component Practitioner's** assessment of the significance of the breach and its impact on the **Component Practitioner's** objectivity, and any action that can be or has been taken to address the consequences of the breach;
- (b) Evaluate the **Group Sustainability Assurance Firm's** ability to use the work of the **Component Practitioner** for purposes of the **Group Sustainability Assurance Engagement**; and
- (c) Determine the need for any further action.

R5405.25 In applying paragraph R5405.24, the **Group Engagement Leader** shall exercise professional judgement and take into account whether a reasonable and informed third party would be likely to conclude that the **Component Practitioner's** objectivity is compromised and, therefore, the **Group Sustainability Assurance Firm** is unable to use the work of the **Component Practitioner** for purposes of the **Group Sustainability Assurance Engagement**.

5405.25 A1 If the **Group Engagement Leader** determines that the consequences of the breach have been satisfactorily addressed by the **Component Practitioner** and does not compromise the **Component Practitioner's** objectivity, the **Group Sustainability Assurance Firm** may continue to use the work of the **Component Practitioner** for the **Group Sustainability Assurance Engagement**. In certain circumstances, the **Group Engagement Leader** might determine that additional actions are needed to satisfactorily address the breach in order to use the **Component Practitioner's** work. Examples of such action include the **Group Sustainability Assurance Firm** performing specific procedures on the areas impacted by the breach or requesting the **Component Practitioner** to perform appropriate remedial work on the affected areas.

5405.25 A2 If there has been a breach by a **Component Practitioner** and the breach has not been satisfactorily addressed, the **Group Sustainability Assurance Firm** cannot use the work of that **Component Practitioner**. In those circumstances, the **Group Engagement Leader** might find other means to obtain the necessary assurance evidence on the **Group Component's Sustainability Information**. Examples of such means include the **Group Sustainability Assurance Firm** performing the necessary assurance work at the **Group Component** or requesting another **Component Practitioner** to perform such assurance work.

Discussion with Those Charged with Governance of the Group Sustainability Assurance Client

5405.26 A1 With respect to breaches by a **Component Practitioner** within the **Group Sustainability Assurance Firm's Network**, paragraph R5400.84 applies.

R5405.27 With respect to breaches by a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network**, the **Group Sustainability Assurance Firm** shall discuss with **Those Charged with Governance of the Group Sustainability Assurance Client**:

- (a) The **Component Practitioner's** assessment of the significance and impact of the breach on the **Component Practitioner's** objectivity, including the nature and duration of the breach, and the action that can be or has been taken; and
- (b) Whether
 - (i) The action will satisfactorily address, or has addressed, the consequences of the breach; or
 - (ii) The **Group Sustainability Assurance Firm** will use other means to obtain the necessary assurance evidence on the **Group Component's Sustainability Information**.

Such discussion shall take place as soon as possible unless an alternative timing is specified by **Those Charged with Governance** for reporting less significant breaches.

R5405.28 The **Group Sustainability Assurance Firm** shall communicate in writing to **Those Charged with Governance of the Group Sustainability Assurance Client** all matters discussed in accordance with paragraph R5405.27 and obtain the concurrence of **Those Charged with Governance** that the action can be or has been taken to satisfactorily address the consequences of the breach.

R5405.29 If **Those Charged with Governance** do not concur that the action that can be or has been taken would satisfactorily address the consequences of the breach at the **Component Practitioner**, the **Group Sustainability Assurance Firm** shall not use the work performed by the **Component Practitioner** for purposes of the **Group Sustainability Assurance Engagement**.

B – Requirements and Application Material When Assurance Work is Performed at a Value Chain Component

Independence Considerations Applicable to Individuals

Members of the Group Sustainability Assurance Team Within, or Engaged by, a Group Sustainability Assurance Firm

R5405.30A If a **Group Sustainability Assurance Firm** performs assurance work at a **Value Chain Component** for purposes of the **Group Sustainability Assurance Engagement**, members of the **Group Sustainability Assurance Team** within, or engaged by, the **Group Sustainability Assurance Firm** shall be independent of that **Value Chain Component** in accordance with the requirements of this Part that are applicable to the **Sustainability Assurance Team**.

5405.30A A1 When the **Group Sustainability Assurance Client** is a **Public Interest Entity**, members of the **Group Sustainability Assurance Team** within, or engaged by, the **Group Sustainability Assurance Firm** performing assurance work at a **Value Chain Component** are not required to comply with the provisions that are applicable to **Public Interest Entities**.

5405.30A A2 If the **Group Sustainability Assurance Firm** performs assurance work at a **Value Chain Component**, members of the **Group Sustainability Assurance Team** within, or engaged by, **Firms** within the **Group Sustainability Assurance Firm's Network** are not subject to the **Independence** requirements of this Part with respect to that **Value Chain Component**.

Members of the Group Sustainability Assurance Team Within, or Engaged by, a Component Practitioner Within the Group Sustainability Assurance Firm's Network

R5405.30B If a **Component Practitioner** within the **Group Sustainability Assurance Firm's Network** performs assurance work at a **Value Chain Component** for purposes of the **Group Sustainability Assurance Engagement**, members of the **Group Sustainability Assurance Team** within, or engaged by, the **Component Practitioner** shall be independent of that **Value Chain Component** in accordance with the requirements of this Part that are applicable to the **Sustainability Assurance Team**.

5405.30B A1 When the **Group Sustainability Assurance Client** is a **Public Interest Entity**, members of the **Group Sustainability Assurance Team** within, or engaged by, the **Component Practitioner** within the **Group Sustainability Assurance Firm's Network** performing assurance work at a **Value Chain Component** are not required to comply with the provisions that are applicable to **Public Interest Entities**.

5405.30B A2 If a **Component Practitioner** within the **Group Sustainability Assurance Firm's Network** performs assurance work at a **Value Chain Component**, members of the **Group Sustainability Assurance Team** within, or engaged by, the **Group Sustainability Assurance Firm** or other **Network Firms** are not subject to the **Independence** requirements of this Part with respect to that **Value Chain Component**.

Other Members of the Group Sustainability Assurance Team

R5405.31 If a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performs assurance work at a **Value Chain Component** for purposes of the

Group Sustainability Assurance Engagement, members of the **Group Sustainability Assurance Team** within, or engaged by, that **Component Practitioner** shall be independent of the **Value Chain Component** in accordance with the requirements of this Part that are applicable to a **Sustainability Assurance Team**.

5405.31 A1 When the **Group Sustainability Assurance Client** is a **Public Interest Entity**, members of the **Group Sustainability Assurance Team** within, or engaged by, the **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performing assurance work at a **Value Chain Component** are not required to comply with the provisions that are applicable to **Public Interest Entities**.

5405.31 A2 If a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performs assurance work at a **Value Chain Component**, members of the **Group Sustainability Assurance Team** members within, or engaged by, the **Group Sustainability Assurance Firm** or its **Network Firms** are not subject to the **Independence** requirements of this Part with respect to that **Value Chain Component**.

Independence Considerations Applicable to a Group Sustainability Assurance Firm

R5405.32 A **Group Sustainability Assurance Firm** shall be independent of a **Value Chain Component** at which the **Group Sustainability Assurance Firm** performs assurance work for purposes of the **Group Sustainability Assurance Engagement**, in accordance with the requirements of this Part that are applicable to a **Firm**.

5405.32 A1 When the **Group Sustainability Assurance Client** is a **Public Interest Entity**, the **Group Sustainability Assurance Firm** performing assurance work at a **Value Chain Component** is not required to comply with the provisions that are applicable to **Public Interest Entities** with respect to that **Value Chain Component**.

5405.32 A2 If the **Group Sustainability Assurance Firm** performs assurance work at a **Value Chain Component**, **Network Firms** of the **Group Sustainability Assurance Firm** are not subject to the **Independence** requirements of this Part with respect to that **Value Chain Component**.

Independence Considerations Applicable to Component Practitioners Within the Group Sustainability Assurance Firm's Network

R5405.33 A **Component Practitioner** within the **Group Sustainability Assurance Firm's Network** shall be independent of a **Value Chain Component** at which the **Component Practitioner** performs assurance work for purposes of the **Group Sustainability Assurance Engagement**, in accordance with the requirements of this Part that are applicable to a **Firm**.

5405.33 A1 When the **Group Sustainability Assurance Client** is a **Public Interest Entity**, a **Component Practitioner** within the **Group Sustainability Assurance Firm's Network** performing assurance work at a **Value Chain Component** is not required to comply with the provisions that are applicable to **Public Interest Entities** with respect to that **Value Chain Component**.

5405.33 A2 If a **Component Practitioner** within the **Group Sustainability Assurance Firm's Network** performs assurance work at a **Value Chain Component**, the **Group Sustainability Assurance Firm** and other **Network Firms** are not subject to the **Independence** requirements of this Part with respect to that **Value Chain Component**.

Independence Considerations Applicable to Component Practitioners outside a Group Sustainability Assurance Firm's Network

R5405.34 A **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performing assurance work at a **Value Chain Component** for purposes of

the **Group Sustainability Assurance Engagement** shall be independent of the **Value Chain Component** in accordance with the requirements of this Part that are applicable to a **Firm**.

5405.34 A1 When the **Group Sustainability Assurance Client** is a **Public Interest Entity**, a **Component Practitioner** outside the **Group Sustainability Assurance Firm's Network** performing assurance work at a **Value Chain Component** is not required to comply with the provisions that are applicable to **Public Interest Entities** with respect to that **Value Chain Component**.

5405.34 A2 If a **Component Practitioner** outside a **Group Sustainability Assurance Firm's Network** performs assurance work at a **Value Chain Component**, the **Group Sustainability Assurance Firm** and its **Network Firms** are not subject to the **Independence** requirements of this Part with respect to that **Value Chain Component**.

Changes in Value Chain Components

R5405.35 When an entity becomes a **Value Chain Component** during the reporting period for the engagement and the **Group Sustainability Assurance Firm** performs assurance work at the **Value Chain Component** for purposes of the **Group Sustainability Assurance Engagement**, the **Group Sustainability Assurance Firm** shall apply paragraph R5400.31 with respect to the change regarding the **Value Chain Component**.

Changes in Component Practitioners that Perform Assurance Work at Value Chain Components

5405.36 A1 There might be circumstances in which the **Group Sustainability Assurance Firm** requests another **Firm** to perform assurance work as a **Component Practitioner** at a **Value Chain Component** during or after the reporting period for the engagement. A threat to the **Component Practitioner's Independence** might be created by:

- (a) Financial or business relationships of the **Component Practitioner** with the **Value Chain Component** during or after the reporting period for the engagement but before the **Component Practitioner** agrees to perform the assurance work; or
- (b) Previous services provided to the **Value Chain Component** by the **Component Practitioner**.

5405.36 A2 Paragraphs 5400.31 A1 to A3 set out application material that is applicable for a **Component Practitioner's** assessment of threats to **Independence** if a non-assurance service was provided by the **Component Practitioner** to the **Value Chain Component** during or after the reporting period for the engagement, but before the **Component Practitioner** begins to perform the assurance work for purposes of the **Group Sustainability Assurance Engagement**, and the service would not be permitted during the **Engagement Period**.

5405.36 A3 Paragraph 5400.31 A4 sets out application material that is applicable to a **Component Practitioner's** assessment of threats to **Independence** if a non-assurance service was provided by the **Component Practitioner** to the **Value Chain Component** prior to the reporting period for the engagement.

Breach of an Independence Provision at a Component Practitioner

R5405.37 If a **Component Practitioner** performing assurance work at a **Value Chain Component** concludes that a breach of this section has occurred, the **Group Sustainability Assurance Firm** and the **Component Practitioner** shall apply, with respect to the **Value Chain Component**, paragraphs 5405.22 A1 to R5405.29 of subsection A applicable to a **Group Component**.

SECTION 5406

ANOTHER PRACTITIONER WHOSE ASSURANCE WORK IS USED IN A SUSTAINABILITY ASSURANCE ENGAGEMENT

Introduction

5406.1 Section 5400 requires a **Firm** to be independent when performing a **Sustainability Assurance Engagement**, and to apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to **Independence**. This section sets out specific requirements and application material relevant to applying the conceptual framework when a **Firm** intends to use the assurance work of another **Sustainability Assurance Practitioner** performed at the **Firm's Sustainability Assurance Client** or a **Value Chain Component**, and the **Firm** is unable to be sufficiently and appropriately involved in that assurance work. Such a practitioner is referred to in this section as “**Another Practitioner**.” The individuals from **Another Practitioner** are not members of the **Engagement Team**.

5406.2 This section does not apply if the **Firm** intends to use non-assurance work performed by **Another Practitioner** at the **Firm's Sustainability Assurance Client** or a **Value Chain Component**. In such circumstances, the requirement in paragraph R5300.11 applies.

Requirements and Application Material

General

5406.3 A1 The **Sustainability Information**, prepared on a standalone or **Group** basis, might include information that has been or will be assured by **Another Practitioner**. Examples of such circumstance are where the client chooses to engage **Another Practitioner** in relation to certain **Sustainability Information**, or where **Another Practitioner** performs assurance work at a **Value Chain Component**.

5406.3 A2 As a **Firm** may use the work of **Another Practitioner** for standalone or **Group Sustainability Assurance Engagement**, the references in this section to **Firm**, **Engagement Leader**, **Sustainability Assurance Engagement**, **Sustainability Assurance Team** and **Sustainability Assurance Client** also mean **Group Sustainability Assurance Firm**, **Group Engagement Leader**, **Group Sustainability Assurance Engagement**, **Group Sustainability Assurance Team** and **Group Sustainability Assurance Client**, as applicable.

Using the Assurance Work of Another Practitioner Related to a Sustainability Assurance Client

Communication Between the Firm and Another Practitioner

R5406.4 If the **Firm** determines to use the assurance work of **Another Practitioner** relating to the **Sustainability Information** of a **Sustainability Assurance Client** for purposes of the **Sustainability Assurance Engagement**, the **Engagement Leader** shall take responsibility to make that practitioner aware of the relevant ethics, including **Independence**, provisions in this Part that are applicable to the **Sustainability Assurance Client** given the nature and the circumstances of the **Sustainability Assurance Engagement**. When making **Another Practitioner** aware of the relevant provisions in this Part, the **Firm** shall communicate at appropriate times the necessary information to enable that practitioner to confirm their compliance with those provisions.

5406.4 A1 Examples of matters the **Firm** might communicate include:

- Whether the **Sustainability Assurance Client** is a **Public Interest Entity** and the relevant provisions applicable to the **Sustainability Assurance Engagement**.
- The **Related Entities** within the **Sustainability Assurance Client** that are relevant to the **Independence** considerations applicable to **Another Practitioner**.
- The period during which **Independence** is required.

Independence Considerations When the Firm Intends to Use the Assurance Work of Another Practitioner Performed at the Firm's Sustainability Assurance Client

R5406.5 If the **Firm** intends to use the assurance work of **Another Practitioner** performed at the **Firm's Sustainability Assurance Client**, the **Firm** shall request that practitioner to confirm that:

- (a) The practitioner meets the **Independence** requirements in this Part applicable to a **Firm** with respect to the entity at which the other practitioner performs assurance work; and
- (b) The individuals from that other practitioner who perform the assurance work meet the **Independence** requirements in this Part applicable to a member of a **Sustainability Assurance Team** with respect to that entity.

5406.5 A1 If the **Firm** is not able to obtain **Another Practitioner's** confirmation of **Independence** in accordance with paragraph R5406.5, the **Firm** cannot conclude that the other practitioner is independent in accordance with the requirements of this Part.

Using the Assurance Work of Another Practitioner Related to a Value Chain Component

R5406.6 If the **Firm** intends to use the assurance work of **Another Practitioner** relating to the **Sustainability Information** of a **Value Chain Component**, the **Firm** shall be satisfied that the other practitioner meets the **Independence** requirements in this Part applicable to a **Firm** with respect to that **Value Chain Component**.

5406.6 A1 Examples of ways to meet the requirement in paragraph R5406.6 include the **Firm**:

- Reviewing a statement of **Independence** issued by the other practitioner in relation to the assurance work performed at the **Value Chain Component**.
- Requesting the other practitioner to confirm that the practitioner meets the **Independence** requirements of this Part applicable to a **Firm** with respect to the **Value Chain Component**.

5406.6 A2 If the **Firm** is not able to be satisfied that the other practitioner meets the **Independence** requirements as set out in paragraph R5406.6, the **Firm** cannot conclude that the other practitioner is independent in accordance with the requirements of this Part for purposes of the **Sustainability Assurance Engagement**.

5406.6 A3 If a **Firm** intends to use the assurance work of **Another Practitioner** relating to the **Sustainability Information** of a **Value Chain Component** for the purposes of the **Sustainability Assurance Engagement**, the **Firm** is not subject to the **Independence** requirements of this Part with respect to that **Value Chain Component**.

SECTION 5410

FEES

Introduction

5410.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5410.2 Section 5330 sets out application material relevant to applying the conceptual framework where the level and nature of fee and other remuneration arrangements might create a self-interest threat to compliance with one or more of the fundamental principles. This section sets out specific requirements and application material relevant to applying the conceptual framework to identify, evaluate and address threats to Independence arising from fees charged to Sustainability Assurance Clients.

Requirements and Application Material

General

5410.3 A1 Fees for Professional Services are usually negotiated with and paid by a Sustainability Assurance Client and might create threats to Independence. This practice is generally recognised and accepted by intended users of Sustainability Information.

5410.3 A2 When the Sustainability Assurance Client is a Public Interest Entity, stakeholders have heightened expectations regarding the Firm's Independence. As transparency can serve to better inform the views and decisions of Those Charged with Governance and a wide range of stakeholders, this section provides for disclosure of fee-related information to both Those Charged with Governance and stakeholders more generally for Sustainability Assurance Clients that are Public Interest Entities.

5410.3 A3 For the purposes of this section, sustainability assurance fees comprise fees or other types of remuneration for a Sustainability Assurance Engagement.

5410.3 A4 If the Firm also performs the Audit Engagement for the same client, the audit fees and fees for the Sustainability Assurance Engagement are a matter for the Firm and the client to agree. If the Sustainability Assurance Engagement is a separate engagement, the provisions in this Part apply, in addition to the relevant provisions in Part 4A that apply to the separate Audit Engagement.

Fees Paid by a Sustainability Assurance Client

5410.4 A1 When fees are negotiated with and paid by a Sustainability Assurance Client, this creates a self-interest threat and might create an intimidation threat to Independence.

5410.4 A2 The application of the conceptual framework requires that before a Firm or Network Firm accepts a Sustainability Assurance Engagement, or any other engagement for a Sustainability Assurance Client, the Firm determines whether the threats to Independence created by the fees proposed to the client are at an Acceptable Level. The application of the conceptual framework also requires the Firm to re-evaluate such threats when facts and circumstances change during the Engagement Period for the Sustainability Assurance Engagement.

5410.4 A3 Factors that are relevant in evaluating the level of threats created when fees for a **Sustainability Assurance Engagement**, or any other engagement, are paid by the **Sustainability Assurance Client** include:

- The level of the fees and the extent to which they have regard to the resources required, taking into account the **Firm's** commercial and market priorities.
- Any linkage between fees for the **Sustainability Assurance Engagement** and those for services other than the **Sustainability Assurance Engagement** and the relative size of both elements.
- The extent of any dependency between the level of the fee for, and the outcome of, the service.
- Whether the fee is for services to be provided by the **Firm** or a **Network Firm**.
- The level of the fee in the context of the service to be provided by the **Firm** or a **Network Firm**.
- The operating structure and the compensation arrangements of the **Firm** and **Network Firms**.
- The significance of the client, or a third party referring the client, to the **Firm**, **Network Firm**, **Engagement Leader** or **Office**.
- The nature of the client, for example whether the client is a **Public Interest Entity**.
- The relationship of the client to the **Related Entities** to which the services other than the **Sustainability Assurance Engagement** are provided, for example when the **Related Entity** is a sister entity.
- The involvement of **Those Charged with Governance** in appointing the **Firm** providing the sustainability assurance service and agreeing fees, and the apparent emphasis they and client management place on the quality of the **Sustainability Assurance Engagement** and the overall level of the fees.
- Whether the level of the fee is set by an independent third party, such as a regulatory body.
- Whether the quality of the **Firm's** sustainability assurance work is subject to the review of an independent third party, such as an oversight body.

5410.4 A4 The conditions, policies and procedures described in paragraph 5120.15 A3 (particularly a system of quality management designed, implemented and operated by the **Firm** in accordance with applicable quality management standards) might also impact the evaluation of whether the threats to **Independence** are at an **Acceptable Level**.

5410.4 A5 The requirements and application material that follow identify circumstances which might need to be further evaluated when determining whether the threats are at an **Acceptable Level**. For those circumstances, application material includes examples of additional factors that might be relevant in evaluating the threats.

Level of Sustainability Assurance Fees

5410.5 A1 Determining the fees to be charged to a **Sustainability Assurance Client**, whether for the **Sustainability Assurance Engagement** or other services, is a business decision of the **Firm** taking into account the facts and circumstances relevant to that specific engagement, including the requirements of technical and professional standards.

5410.5 A2 Factors that are relevant in evaluating the level of self-interest and intimidation threats created by the level of the sustainability assurance fee paid by the **Sustainability Assurance Client** include:

- The **Firm's** commercial rationale for the sustainability assurance fee.
- Whether undue pressure has been, or is being, applied by the client to reduce the sustainability assurance fee.

5410.5 A3 Examples of actions that might be safeguards to address such threats include:

- Having an appropriate reviewer who does not take part in the **Sustainability Assurance Engagement** assess the reasonableness of the fee proposed, having regard to the scope and complexity of the engagement.
- Having an appropriate reviewer who did not take part in the **Sustainability Assurance Engagement** review the work performed.

Impact of Other Services Provided to a Sustainability Assurance Client

R5410.6 **Subject to paragraph R5410.7, a Firm shall not allow the sustainability assurance fee to be influenced by the provision of services other than the Sustainability Assurance Engagement to a Sustainability Assurance Client by the Firm or a Network Firm.**

5410.6 A1 The sustainability assurance fee ordinarily reflects a combination of matters, such as those identified in paragraph 5410.23 A1. However, the provision of other services to a **Sustainability Assurance Client** is not an appropriate consideration in determining the sustainability assurance fee.

R5410.7 **As an exception to paragraph R5410.6, when determining the sustainability assurance fee, the Firm may take into consideration the cost savings achieved as a result of experience derived from the provision of services other than the Sustainability Assurance Engagement to a Sustainability Assurance Client.**

Contingent Fees

5410.8 A1 **Contingent Fees** are fees calculated on a predetermined basis relating to the outcome of a transaction or the result of the services performed. A **Contingent Fee** charged through an intermediary is an example of an indirect **Contingent Fee**. In this section, a fee is not regarded as being contingent if established by a court or other public authority.

R5410.9 **A Firm shall not charge directly or indirectly a Contingent Fee for a Sustainability Assurance Engagement.**

R5410.10 **A Firm or Network Firm shall not charge directly or indirectly a Contingent Fee for a non-assurance service provided to a Sustainability Assurance Client, if:**

- (a) **The fee is charged by the Firm expressing the opinion on the Sustainability Information and the fee is material or expected to be material to that Firm;**
- (b) **The fee is charged by a Network Firm that participates in a significant part of the Sustainability Assurance Engagement and the fee is material or expected to be material to that Firm; or**
- (c) **The outcome of the non-assurance service, and therefore the amount of the fee, is dependent on a future or contemporary judgement related to the assurance of material information in the Sustainability Information on which the Firm will express an opinion.**

5410.10 A1 Paragraphs R5410.9 and R5410.10 preclude a **Firm** or a **Network Firm** from entering into certain **Contingent Fee** arrangements with a **Sustainability Assurance Client**. Even if a **Contingent Fee** arrangement is not precluded when providing a non-assurance service to a **Sustainability Assurance Client**, it might still impact the level of the self-interest threat.

5410.10 A2 Factors that are relevant in evaluating the level of such a threat include:

- The range of possible fee amounts.
- Whether an appropriate authority determines the outcome on which the **Contingent Fee** depends.
- Disclosure to intended users of the work performed by the **Firm** and the basis of remuneration.
- The nature of the service.
- The effect of the event or transaction on the **Sustainability Information** on which the **Firm** will express an opinion.

5410.10 A3 Examples of actions that might be safeguards to address such a self-interest threat include:

- Having an appropriate reviewer who was not involved in performing the non-assurance service review the work performed.
- Obtaining an advance written agreement with the client on the basis of remuneration.

Total Fees – Proportion of Fees for Services Other than Sustainability Assurance to Sustainability Assurance Fee

5410.11 A0 Where a **Firm** performs both an **Audit Engagement** and a **Sustainability Assurance Engagement** for a **Sustainability Assurance Client**, paragraphs 410.11 A1 to 410.11 A3 in Part 4A apply in the context of the fees charged by the **Firm** and **Network Firms** to the **Sustainability Assurance Client**. Where the **Firm** is not engaged to perform an **Audit Engagement** for the client, paragraphs 5410.11 A1 to A3 apply.

5410.11 A1 The level of the self-interest threat might be impacted when a large proportion of fees charged by the **Firm** or **Network Firms** to a **Sustainability Assurance Client** is generated by providing services other than the **Sustainability Assurance Engagement** to the client, due to concerns about the potential loss of either the **Sustainability Assurance Engagement** or other services. Such circumstances might also create an intimidation threat. A further consideration is a perception that the **Firm** or **Network Firm** focuses on the non-sustainability assurance relationship, which might create a threat to the **Sustainability Assurance Practitioner's Independence**.

5410.11 A2 Factors that are relevant in evaluating the level of such threats include:

- The ratio of fees for services other than the **Sustainability Assurance Engagement** to the sustainability assurance fee.
- The length of time during which a large proportion of fees for services other than the **Sustainability Assurance Engagement** to the sustainability assurance fee has existed.
- The nature, scope and purposes of the services other than the **Sustainability Assurance Engagement**, including:
 - Whether they are recurring services.
 - Whether law or regulation mandates the services to be performed by the **Firm**.

5410.11 A3 Examples of actions that might be safeguards to address such self-interest or intimidation threats include:

- Having an appropriate reviewer who was not involved in the Sustainability Assurance Engagement or the service other than the Sustainability Assurance Engagement review the relevant sustainability assurance work.
- Reducing the extent of services other than the Sustainability Assurance Engagement provided to the Sustainability Assurance Client.

Total Fees – Overdue Fees

5410.12 A1 The level of the self-interest threat might be impacted if fees payable by a Sustainability Assurance Client for the Sustainability Assurance Engagement or services other than the Sustainability Assurance Engagement are overdue during the period of the Sustainability Assurance Engagement.

5410.12 A2 It is generally expected that the Firm will obtain payment of such fees before the sustainability assurance report is issued.

5410.12 A3 Factors that are relevant in evaluating the level of such a self-interest threat include:

- The significance of the overdue fees to the Firm.
- The length of time the fees have been overdue.
- The Firm's assessment of the ability and willingness of the Sustainability Assurance Client to pay the overdue fees.

5410.12 A4 Examples of actions that might be safeguards to address such a threat include:

- Obtaining partial payment of overdue fees.
- Having an appropriate reviewer who did not take part in the Sustainability Assurance Engagement review the sustainability assurance work.

R5410.13 When a significant part of the fees due from a Sustainability Assurance Client remains unpaid for a long time, the Firm shall determine:

- (a) Whether the overdue fees might be equivalent to a loan to the client, in which case the requirements and application material set out in Section 5511 are applicable; and
- (b) Whether it is appropriate for the Firm to be re-appointed or continue the Sustainability Assurance Engagement.

Total Fees – Fee Dependency

All Sustainability Assurance Clients

5410.14 A1 When the total fees generated from a Sustainability Assurance Client by the Firm expressing the sustainability assurance opinion represent a large proportion of the total fees of that Firm, the dependence on, and concern about the potential loss of, fees from the Sustainability Assurance Engagement and other services from that client impact the level of the self-interest threat and create an intimidation threat.

5410.14 A2 In calculating the total fees of the Firm, the Firm might use financial information available from the previous financial year and estimate the proportion based on that information if appropriate.

5410.14 A3 Factors that are relevant in evaluating the level of such self-interest and intimidation threats include:

- The operating structure of the **Firm**.
- Whether the **Firm** is expected to diversify such that any dependence on the **Sustainability Assurance Client** is reduced.

5410.14 A4 Examples of actions that might be safeguards to address such threats include:

- Having an appropriate reviewer who is not a member of the **Firm** review the sustainability assurance work.
- Reducing the extent of services other than the **Sustainability Assurance Engagement** provided to the **Sustainability Assurance Client**.
- Increasing the client base of the **Firm** to reduce dependence on the client.
- Increasing the extent of services provided to other clients.

5410.14 A5 A self-interest or intimidation threat is created when the fees generated by a **Firm** from a **Sustainability Assurance Client** represent a large proportion of the revenue of one **Leader** or one **Office** of the **Firm**.

5410.14 A6 Factors that are relevant in evaluating the level of such threats include:

- The qualitative and quantitative significance of the **Sustainability Assurance Client** to the **Leader** or **Office**.
- The extent to which the compensation of the **Leader**, or the **Leaders** in the **Office**, is dependent upon the fees generated from the client.

5410.14 A7 Examples of actions that might be safeguards to address such self-interest or intimidation threats include:

- Having an appropriate reviewer who was not involved in the **Sustainability Assurance Engagement** review the sustainability assurance work.
- Ensuring that the compensation of the **Leader** is not significantly influenced by the fees generated from the client.
- Reducing the extent of services other than the **Sustainability Assurance Engagement** provided by the **Leader** or **Office** to the **Sustainability Assurance Client**.
- Increasing the client base of the **Leader** or the **Office** to reduce dependence on the client.
- Increasing the extent of services provided by the **Leader** or the **Office** to other clients.

Sustainability Assurance Clients that are Not Public Interest Entities

R5410.15 When for each of five consecutive years total fees from a **Sustainability Assurance Client** that is not a **Public Interest Entity** represent, or are likely to represent, more than 30% of the total fees received by the **Firm**, the **Firm** shall determine whether either of the following actions might be a safeguard to reduce the threats created to an **Acceptable Level**, and if so, apply it:

(a) Prior to the assurance opinion being issued on the fifth year's **Sustainability Information**, have a **Sustainability Assurance Practitioner**, who is not a member of the **Firm** expressing the opinion on the **Sustainability Information**, review the fifth year's sustainability assurance work; or

- (b) After the assurance opinion on the fifth year's **Sustainability Information** has been issued, and before the assurance opinion is issued on the sixth year's **Sustainability Information**, have a **Sustainability Assurance Practitioner**, who is not a member of the **Firm** expressing the opinion on the **Sustainability Information**, or a professional body review the fifth year's sustainability assurance work.

R5410.16 If the total fees described in paragraph R5410.15 continue to exceed 30%, the **Firm** shall each year determine whether either of the actions in paragraph R5410.15 applied to the relevant year's engagement might be a safeguard to address the threats created by the total fees received by the **Firm** from the client, and if so, apply it.

R5410.17 When two or more **Firms** are engaged to conduct a **Sustainability Assurance Engagement** with respect to the client's **Sustainability Information**, the involvement of the other **Firm** in the **Sustainability Assurance Engagement** may be regarded each year as an action equivalent to that in paragraph R5410.15 (a), if:

- (a) The circumstances addressed by paragraph R5410.15 apply to only one of the **Firms** expressing the assurance opinion; and
- (b) Each **Firm** performs sufficient work to take full individual responsibility for the assurance opinion.

Sustainability Assurance Clients that are Public Interest Entities

R5410.18 When for each of two consecutive years the total fees from a **Sustainability Assurance Client** that is a **Public Interest Entity** represent, or are likely to represent, more than 15% of the total fees received by the **Firm**, the **Firm** shall determine whether, prior to the assurance opinion being issued on the second year's **Sustainability Information**, a review, consistent with the objective of an **Engagement Quality Review**, performed by a **Sustainability Assurance Practitioner** who is not a member of the **Firm** expressing the opinion on the **Sustainability Information** ("pre-issuance review") might be a safeguard to reduce the threats to an **Acceptable Level**, and if so, apply it.

R5410.19 When two or more **Firms** are engaged to conduct a **Sustainability Assurance Engagement** with respect to the client's **Sustainability Information**, the involvement of the other **Firm** in the **Sustainability Assurance Engagement** may be regarded each year as an action equivalent to that in paragraph R5410.18, if:

- (a) The circumstances addressed by paragraph R5410.18 apply to only one of the **Firms** expressing the assurance opinion; and
- (b) Each **Firm** performs sufficient work to take full individual responsibility for the assurance opinion.

R5410.20 Subject to paragraph R5410.21, if the circumstances described in paragraph R5410.18 continue for five consecutive years, the **Firm** shall cease to be the **Sustainability Assurance Practitioner** after the assurance opinion for the fifth year is issued.

R5410.21 As an exception to paragraph R5410.20, the **Firm** may continue to be the **Sustainability Assurance Practitioner** after five consecutive years if there is a compelling reason to do so having regard to the public interest, provided that:

- (a) (i) Where there is a designated regulatory or professional body in the relevant jurisdiction, the **Firm** consults with that body and that body concurs that having the **Firm** continue to provide the sustainability assurance service would be in the public interest; or
- (ii) Where there is no designated regulatory or professional body in the relevant jurisdiction, the **Firm** consults with and obtains concurrence from **Those Charged with Governance** of the **Sustainability Assurance Client** that having the **Firm** continue to provide the sustainability assurance service would be in the public interest; and
- (b) Before the assurance opinion on the sixth and any subsequent year's **Sustainability Information** is issued, the **Firm** engages a **Sustainability Assurance Practitioner**, who is not a member of the **Firm** expressing the opinion on the **Sustainability Information**, to perform a pre-issuance review.

5410.21 A1 A factor which might give rise to a compelling reason is the lack of viable alternative **Firms** to carry out the **Sustainability Assurance Engagement**, having regard to the nature and location of the client's business.

Transparency of Information Regarding Fees for Sustainability Assurance Clients that are Public Interest Entities

Communication About Fee-related Information with Those Charged with Governance

5410.22 A1 Communication by the **Firm** of fee-related information (for both the **Sustainability Assurance Engagement** and services other than the **Sustainability Assurance Engagement**) with **Those Charged with Governance** assists in their assessment of the **Firm's Independence**. Effective communication in this regard also allows for a two-way open exchange of views and information about, for example, the expectations that **Those Charged with Governance** might have regarding the scope and extent of sustainability assurance work and impact on the sustainability assurance fee.

Fees for the Sustainability Assurance Engagement

R5410.23 Subject to paragraph R5410.24, the **Firm** shall communicate in a timely manner with **Those Charged with Governance** of a **Sustainability Assurance Client** that is a **Public Interest Entity**:

- (a) **Fees paid or payable to the Firm or Network Firms for the Sustainability Assurance Engagement**; and
- (b) **Whether the threats created by the level of those fees are at an Acceptable Level**, and if not, any actions the **Firm** has taken or proposes to take to reduce such threats to an **Acceptable Level**.

5410.23 A1 The objective of such communication is to provide the background and context to the fees for the **Sustainability Assurance Engagement** to enable **Those Charged with Governance** to consider the **Independence** of the **Firm**. The nature and extent of matters to be communicated will depend on the facts and circumstances and might include for example:

- Considerations affecting the level of the fees such as:
 - The scale, complexity and geographic spread of the **Sustainability Assurance Client's** operations.
 - The time spent or expected to be spent commensurate with the scope and complexity of the **Sustainability Assurance Engagement**.
 - The cost of other resources utilised or expended in performing the **Sustainability Assurance Engagement**.
 - The quality of record keeping and processes for **Sustainability Information** preparation.
- Adjustments to the fees quoted or charged during the period of the **Sustainability Assurance Engagement**, and the reasons for any such adjustments.
- Changes to laws and regulations and professional standards relevant to the **Sustainability Assurance Engagement** that impacted the fees.

5410.23 A2 The **Firm** is encouraged to provide such information as soon as practicable and communicate proposed adjustments as appropriate.

R5410.24 As an exception to paragraph R5410.23, the **Firm** may determine not to communicate the information set out in paragraph R5410.23 to **Those Charged with Governance** of an entity that is (directly or indirectly) wholly-owned by another **Public Interest Entity** provided that:

- (a) The entity is consolidated into **Group Sustainability Information** prepared by that other **Public Interest Entity**; and
- (b) The **Firm** or a **Network Firm** expresses an opinion on that **Group Sustainability Information**.

Fees for Other Services

R5410.25 Subject to paragraph R5410.27, the **Firm** shall communicate in a timely manner with **Those Charged with Governance** of a **Sustainability Assurance Client** that is a **Public Interest Entity**:

- (a) The fees, other than those disclosed under paragraph R5410.23(a), charged to the client for the provision of services by the **Firm** or a **Network Firm** during the reporting period for the engagement. For this purpose, such fees shall only include fees charged to the client and its **Related Entities** over which the client has direct or indirect control that are consolidated in the **Sustainability Information** on which the **Firm** will express an opinion; and
- (b) As set out in paragraph 5410.11 A1, where the **Firm** has identified that there is an impact on the level of the self-interest threat or that there is an intimidation threat to **Independence** created by the proportion of fees for services other than the **Sustainability Assurance Engagement** relative to the sustainability assurance fee:
 - (i) Whether such threats are at an **Acceptable Level**; and
 - (ii) If not, any actions that the **Firm** has taken or proposes to take to reduce such threats to an **Acceptable Level**.

5410.25 A1 The objective of such communication is to provide the background and context to the fees for other services to enable **Those Charged with Governance** to consider the **Independence** of the **Firm**.²⁸ The nature and extent of matters to be communicated will depend on the facts and circumstances and might include for example:

- The amount of fees for other services that are required by law or regulation.
- The nature of other services provided and their associated fees.
- Information on the nature of the services provided under a general policy approved by **Those Charged with Governance** and associated fees.
- The proportion of fees referred to in paragraph R5410.25(a) to the aggregate of the fees charged by the **Firm** and **Network Firms** for the **Sustainability Assurance Engagement**.

R5410.26 The **Firm** shall include in the communication required by paragraph R5410.25(a) the fees, other than those disclosed under paragraph R5410.23(a), charged to any other **Related Entities** over which the **Sustainability Assurance Client** has direct or indirect control for the provision of services by the **Firm** or a **Network Firm**, when the **Firm** knows, or has reason to believe, that such fees are relevant to the evaluation of the **Firm's Independence**.

5410.26 A1 Factors the **Firm** might consider when determining whether the fees, other than those disclosed under paragraph R5410.23(a), charged to such other **Related Entities**, individually and in the aggregate, for the provision of services by the **Firm** or a **Network Firm** are relevant to the evaluation of the **Firm's Independence** include:

- The extent of the **Sustainability Assurance Client's** involvement in the appointment of the **Firm** or **Network Firm** for the provision of such services, including the negotiation of fees.
- The significance of the fees paid by the other **Related Entities** to the **Firm** or a **Network Firm**.
- The proportion of fees from the other **Related Entities** to the fees paid by the client.

R5410.27 As an exception to paragraph R5410.25, the **Firm** may determine not to communicate the information set out in paragraph R5410.25 to **Those Charged with Governance** of an entity that is (directly or indirectly) wholly-owned by another **Public Interest Entity** provided that:

- (a) The entity's **Sustainability Information** is consolidated into **Group Sustainability Information** prepared by that other **Public Interest Entity**; and
- (b) The **Firm** or a **Network Firm** expresses an opinion on that **Group Sustainability Information**.

Fee Dependency

R5410.28 Where the total fees from a **Sustainability Assurance Client** that is a **Public Interest Entity** represent, or are likely to represent, more than 15% of the total fees received by the **Firm**, the **Firm** shall communicate with **Those Charged with Governance**:

- (a) That fact and whether this situation is likely to continue;
- (b) The safeguards applied to address the threats created, including, where relevant, the use of a pre-issuance review (Ref: Para R5410.18); and

²⁸ Refer to sections 300 (11B) to (11E) of the *Corporations Act 2001* for requirements imposed on **Those Charged with Governance** in Australia in relation to disclosure relating to fees and auditor **Independence**. In addition, AASB 1054 *Australian Additional Disclosures* and AASB 1060 *General Purpose Financial Statements – Simplified Disclosures for For-Profit and Not-for-Profit Tier 2 Entities* also set out requirements in relation to the disclosure of audit fee information.

(c) Any proposal to continue the **Sustainability Assurance Engagement** under paragraph R5410.21.

Public Disclosure of Fee-related Information

5410.29 A1 In view of the public interest in the assurance of **Sustainability Information** disclosed by **Public Interest Entities**, it is beneficial for stakeholders to have visibility about the professional relationships between the **Firm** and the **Sustainability Assurance Client** which might reasonably be thought to be relevant to the evaluation of the **Firm's Independence**.

R5410.30 If laws and regulations do not require a **Sustainability Assurance Client** to disclose sustainability assurance fees,²⁹ fees for services other than the **Sustainability Assurance Engagement** paid or payable to the **Firm** and **Network Firms** and information about fee dependency, the **Firm** shall discuss with **Those Charged with Governance** of a **Sustainability Assurance Client** that is a **Public Interest Entity**:

- (a) The benefit to the client's stakeholders of the client making such disclosures that are not required by laws and regulations in a manner deemed appropriate, taking into account the timing and accessibility of the information; and
- (b) The information that might enhance the users' understanding of the fees paid or payable and their impact on the **Firm's Independence**.

5410.30 A1 Examples of information relating to fees that might enhance the users' understanding of the fees paid or payable and their impact on the **Firm's Independence** include:

- Comparative information of the prior year's fees for sustainability assurance and services other than the **Sustainability Assurance Engagement**.
- The nature of services and their associated fees as disclosed under paragraph R5410.31(b).
- Safeguards applied when the total fees from the client represent or are likely to represent more than 15% of the total fees received by the **Firm**.

R5410.31 After the discussion with **Those Charged with Governance** as set out in paragraph R5410.30, to the extent that the **Sustainability Assurance Client** that is a **Public Interest Entity** does not make the relevant disclosure, subject to paragraph R5410.32, the **Firm** shall publicly disclose:

- (a) Fees paid or payable to the **Firm** and **Network Firms** for the **Sustainability Assurance Engagement**;
- (b) Fees, other than those disclosed under (a), charged to the client for the provision of services by the **Firm** or a **Network Firm** during the reporting period for the engagement. For this purpose, such fees shall only include fees charged to the client and its **Related Entities** over which the client has direct or indirect control where the **Sustainability Information** of those entities is consolidated in the **Sustainability Information** on which the **Firm** will express an opinion;
- (c) Any fees, other than those disclosed under (a) and (b), charged to any other **Related Entities** over which the **Sustainability Assurance Client** has direct or indirect control for the provision of services by the **Firm** or a **Network Firm** when the **Firm** knows, or has reason to believe, that such fees are relevant to the evaluation of the **Firm's Independence**; and

²⁹ Refer to sections 300 (11B) to (11E) of the *Corporations Act 2001* for requirements imposed on **Those Charged with Governance** in Australia in relation to disclosure relating to fees and auditor **Independence**. In addition, AASB 1054 *Australian Additional Disclosures* and AASB 1060 *General Purpose Financial Statements – Simplified Disclosures for For-Profit and Not-for-Profit Tier 2 Entities* also set out requirements in relation to the disclosure of audit fee information.

(d) If applicable, the fact that the total fees received by the **Firm** from the **Sustainability Assurance Client** represent, or are likely to represent, more than 15% of the total fees received by the **Firm** for two consecutive years, and the year that this situation first arose.

5410.31 A1 The **Firm** might also disclose other information relating to fees that will enhance the users' understanding of the fees paid or payable and the **Firm's Independence**, such as the examples described in paragraph 5410.30 A1.

5410.31 A2 Factors the **Firm** might consider when making the determination required by paragraph R5410.31(c) are set out in paragraph 5410.26 A1.

5410.31 A3 When disclosing fee-related information in compliance with paragraph R5410.31, the **Firm** might disclose the information in a manner deemed appropriate taking into account the timing and accessibility of the information to stakeholders, for example:

- On the **Firm's** website.
- In the **Firm's** transparency report.
- Through targeted communication to specific stakeholders, for example a letter to the shareholders.
- In the sustainability assurance report.

R5410.32 As an exception to paragraph R5410.31, the **Firm** may determine not to publicly disclose the information set out in paragraph R5410.31 relating to:

- (a) A parent entity that also prepares **Group Sustainability Information** provided that the **Firm** or a **Network Firm** expresses an opinion on the **Group Sustainability Information**; or
- (b) An entity (directly or indirectly) wholly-owned by another **Public Interest Entity** provided that:
 - (i) That entity's **Sustainability Information** is consolidated into **Group Sustainability Information** prepared by that other **Public Interest Entity**; and
 - (ii) The **Firm** or a **Network Firm** expresses an opinion on that **Group Sustainability Information**.

[Paragraph R5410.33 is intentionally left blank]

SECTION 5411

COMPENSATION AND EVALUATION POLICIES

Introduction

5411.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5411.2 A Firm's evaluation or compensation policies might create a self-interest threat. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

5411.3 A1 When a Sustainability Assurance Team member for a particular Sustainability Assurance Client is evaluated on or compensated for selling non-assurance services to that Sustainability Assurance Client, the level of the self-interest threat will depend on:

- What proportion of the compensation or evaluation is based on the sale of such services;
- The role of the individual on the Sustainability Assurance Team; and
- Whether the sale of such non-assurance services influences promotion decisions.

5411.3 A2 Examples of actions that might eliminate such a self-interest threat include:

- Revising the compensation plan or evaluation process for that individual.
- Removing that individual from the Sustainability Assurance Team.

5411.3 A3 An example of an action that might be a safeguard to address such a self-interest threat is having an appropriate reviewer review the work of the Sustainability Assurance Team member.

AUST R5411.4 A Firm shall not evaluate or compensate a Key Sustainability Assurance Leader, either directly or indirectly, based on that partner's success in selling non-assurance services to any of the Sustainability Assurance Clients of the Firm. A Firm shall take reasonable steps to ensure that any profit-sharing arrangement of a Key Sustainability Assurance Leader is not a cross-subsidisation of the Sustainability Assurance Engagement by other service lines of the Firm or a mechanism for distributing indirect incentives to Key Sustainability Assurance Leaders based on their ability to sell non-assurance services to the Firm's Sustainability Assurance Clients. This requirement does not preclude normal profit-sharing arrangements between partners of a Firm.

SECTION 5420

GIFTS AND HOSPITALITY

Introduction

5420.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5420.2 Accepting gifts and hospitality from a Sustainability Assurance Client might create a self-interest, familiarity or intimidation threat. This section sets out a specific requirement and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

R5420.3 A Firm, Network Firm or a Sustainability Assurance Team member shall not accept gifts and hospitality from a Sustainability Assurance Client, unless the value is trivial and inconsequential.

5420.3 A1 Where a Firm, Network Firm or Sustainability Assurance Team member is offering or accepting an Inducement to or from a Sustainability Assurance Client, the requirements and application material set out in Section 5340 apply and non-compliance with these requirements might create threats to Independence.

5420.3 A2 The requirements set out in Section 5340 relating to offering or accepting Inducements do not allow a Firm, Network Firm or Sustainability Assurance Team member to accept gifts and hospitality where the intent is to improperly influence behaviour even if the value is trivial and inconsequential.

SECTION 5430

ACTUAL OR THREATENED LITIGATION

Introduction

5430.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5430.2 When litigation with a Sustainability Assurance Client occurs, or appears likely, self-interest and intimidation threats are created. This section sets out specific application material relevant to applying the conceptual framework in such circumstances.

Application Material

General

5430.3 A1 The relationship between client management and Sustainability Assurance Team members must be characterised by complete candour and full disclosure regarding all aspects of a client's operations. Adversarial positions might result from actual or threatened litigation between a Sustainability Assurance Client and the Firm, a Network Firm or a Sustainability Assurance Team member. Such adversarial positions might affect management's willingness to make complete disclosures and create self-interest and intimidation threats.

5430.3 A2 Factors that are relevant in evaluating the level of such threats include:

- The materiality of the litigation.
- Whether the litigation relates to a prior Sustainability Assurance Engagement.

5430.3 A3 If the litigation involves a Sustainability Assurance Team member, an example of an action that might eliminate such self-interest and intimidation threats is removing that individual from the Sustainability Assurance Team.

5430.3 A4 An example of an action that might be a safeguard to address such self-interest and intimidation threats is to have an appropriate reviewer review the work performed.

SECTION 5510

FINANCIAL INTERESTS

Introduction

5510.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5510.2 Holding a Financial Interest in a Sustainability Assurance Client might create a self-interest threat. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

5510.3 A1 A Financial Interest might be held directly or indirectly through an intermediary such as a collective investment vehicle, an estate or a trust. When a beneficial owner has control over the intermediary or ability to influence its investment decisions, the Code defines that Financial Interest to be direct. Conversely, when a beneficial owner has no control over the intermediary or ability to influence its investment decisions, the Code defines that Financial Interest to be indirect.

5510.3 A2 This section contains references to the “materiality” of a Financial Interest. In determining whether such an interest is material to an individual, the combined net worth of the individual and the individual’s Immediate Family members may be taken into account.

5510.3 A3 Factors that are relevant in evaluating the level of a self-interest threat created by holding a Financial Interest in a Sustainability Assurance Client include:

- The role of the individual holding the Financial Interest.
- Whether the Financial Interest is direct or indirect.
- The materiality of the Financial Interest.

Financial Interests in a Sustainability Assurance Client Held by the Firm, a Network Firm, Sustainability Assurance Team Members and Others

R5510.4 Subject to paragraph R5510.5, a Direct Financial Interest or a material Indirect Financial Interest in the Sustainability Assurance Client shall not be held by:

- (a) The Firm or a Network Firm;
- (b) A Sustainability Assurance Team member, or any of that individual’s Immediate Family;
- (c) Any other Leader in the Office in which an Engagement Leader practices in connection with the Sustainability Assurance Engagement, or any of that other Leader’s Immediate Family; or
- (d) Any other Leader or managerial employee who provides services other than sustainability assurance to the Sustainability Assurance Client, except for any whose involvement is minimal, or any of that individual’s Immediate Family.

5510.4 A1 The **Office** in which the **Engagement Leader** practices in connection with a **Sustainability Assurance Engagement** is not necessarily the **Office** to which that **Engagement Leader** is assigned. When the **Engagement Leader** is located in a different **Office** from that of the other **Sustainability Assurance Team** members, professional judgement is needed to determine the **Office** in which the **Engagement Leader** practices in connection with the engagement.

R5510.5 **As an exception to paragraph R5510.4, an Immediate Family member identified in subparagraphs R5510.4(c) or (d) may hold a Direct or material Indirect Financial Interest in a Sustainability Assurance Client, provided that:**

- (a) The family member received the **Financial Interest** because of employment rights, for example through pension or share option plans, and, when necessary, the **Firm** addresses the threat created by the **Financial Interest**; and
- (b) The family member disposes of or forfeits the **Financial Interest** as soon as practicable when the family member has or obtains the right to do so, or in the case of a stock option, when the family member obtains the right to exercise the option.

Financial Interests in an Entity Controlling a Sustainability Assurance Client

R5510.6 **When an entity has a controlling interest in a Sustainability Assurance Client and the client is material to the entity, neither the Firm, nor a Network Firm, nor a Sustainability Assurance Team member, nor any of that individual's Immediate Family shall hold a Direct or material Indirect Financial Interest in that entity.**

Financial Interests in a Sustainability Assurance Client Held as Trustee

R5510.7 **Paragraph R5510.4 shall also apply to a Financial Interest in a Sustainability Assurance Client held in a trust for which the Firm, Network Firm or individual acts as trustee, unless:**

- (a) **None of the following is a beneficiary of the trust: the trustee, the Sustainability Assurance Team member or any of that individual's Immediate Family, the Firm or a Network Firm;**
- (b) **The interest in the Sustainability Assurance Client held by the trust is not material to the trust;**
- (c) **The trust is not able to exercise significant influence over the Sustainability Assurance Client; and**
- (d) **None of the following can significantly influence any investment decision involving a Financial Interest in the Sustainability Assurance Client: the trustee, the Sustainability Assurance Team member or any of that individual's Immediate Family, the Firm or a Network Firm.**

Financial Interests in Common with the Sustainability Assurance Client

R5510.8 (a) A Firm, or a Network Firm, or a Sustainability Assurance Team member, or any of that individual's Immediate Family shall not hold a Financial Interest in an entity when a Sustainability Assurance Client also has a Financial Interest in that entity, unless:

- (i) The Financial Interests are immaterial to the Firm, the Network Firm, the Sustainability Assurance Team member and that individual's Immediate Family member and the Sustainability Assurance Client, as applicable; or
- (ii) The Sustainability Assurance Client cannot exercise significant influence over the entity.

(b) Before an individual who has a Financial Interest described in paragraph R5510.8(a) can become a Sustainability Assurance Team member, the individual or that individual's Immediate Family member shall either:

- (i) Dispose of the interest; or
- (ii) Dispose of enough of the interest so that the remaining interest is no longer material.

Financial Interests in a Sustainability Assurance Client Received Unintentionally

R5510.9 If a Firm, a Network Firm or a Leader or employee of the Firm or a Network Firm, or any of that individual's Immediate Family, receives a Direct Financial Interest or a material Indirect Financial Interest in a Sustainability Assurance Client by way of an inheritance, gift, as a result of a merger or in similar circumstances and the interest would not otherwise be permitted to be held under this section, then:

- (a) If the interest is received by the Firm or a Network Firm, or a Sustainability Assurance Team member or any of that individual's Immediate Family, the Financial Interest shall be disposed of immediately, or enough of an Indirect Financial Interest shall be disposed of so that the remaining interest is no longer material; or
- (b) (i) If the interest is received by an individual who is not a Sustainability Assurance Team member, or by any of that individual's Immediate Family, the Financial Interest shall be disposed of as soon as possible, or enough of an Indirect Financial Interest shall be disposed of so that the remaining interest is no longer material; and
- (ii) Pending the disposal of the Financial Interest, when necessary the Firm shall address the threat created.

Financial Interests – Other Circumstances

Immediate Family

5510.10 A1 A self-interest, familiarity, or intimidation threat might be created if a Sustainability Assurance Team member, or any of that individual's Immediate Family, or the Firm or a Network Firm has a Financial Interest in an entity when a Director or Officer or controlling owner of the Sustainability Assurance Client is also known to have a Financial Interest in that entity.

5510.10 A2 Factors that are relevant in evaluating the level of such threats include:

- The role of the individual on the **Sustainability Assurance Team**.
- Whether ownership of the entity is closely or widely held.
- Whether the interest allows the investor to control or significantly influence the entity.
- The materiality of the **Financial Interest**.

5510.10 A3 An example of an action that might eliminate such a self-interest, familiarity, or intimidation threat is removing the **Sustainability Assurance Team** member with the **Financial Interest** from the **Sustainability Assurance Team**.

5510.10 A4 An example of an action that might be a safeguard to address such a self-interest threat is having an appropriate reviewer review the work of the **Sustainability Assurance Team** member.

Close Family

5510.10 A5 A self-interest threat might be created if a **Sustainability Assurance Team** member knows that a **Close Family** member has a **Direct Financial Interest** or a material **Indirect Financial Interest** in the **Sustainability Assurance Client**.

5510.10 A6 Factors that are relevant in evaluating the level of such a threat include:

- The nature of the relationship between the **Sustainability Assurance Team** member and the **Close Family** member.
- Whether the **Financial Interest** is direct or indirect.
- The materiality of the **Financial Interest** to the **Close Family** member.

5510.10 A7 Examples of actions that might eliminate such a self-interest threat include:

- Having the **Close Family** member dispose, as soon as practicable, of all of the **Financial Interest** or dispose of enough of an **Indirect Financial Interest** so that the remaining interest is no longer material.
- Removing the individual from the **Sustainability Assurance Team**.

5510.10 A8 An example of an action that might be a safeguard to address such a self-interest threat is having an appropriate reviewer review the work of the **Sustainability Assurance Team** member.

Other Individuals

5510.10 A9 A self-interest threat might be created if a **Sustainability Assurance Team** member knows that a **Financial Interest** in the **Sustainability Assurance Client** is held by individuals such as:

- **Leaders** and professional employees of the **Firm** or **Network Firm**, apart from those who are specifically not permitted to hold such **Financial Interests** by paragraph R5510.4, or their **Immediate Family** members.
- Individuals with a close personal relationship with a **Sustainability Assurance Team** member.

5510.10 A10 Factors that are relevant in evaluating the level of such a threat include:

- The Firm's organisational, operating and reporting structure.
- The nature of the relationship between the individual and the Sustainability Assurance Team member.

5510.10 A11 An example of an action that might eliminate such a self-interest threat is removing the Sustainability Assurance Team member with the personal relationship from the Sustainability Assurance Team.

5510.10 A12 Examples of actions that might be safeguards to address such a self-interest threat include:

- Excluding the Sustainability Assurance Team member from any significant decision-making concerning the Sustainability Assurance Engagement.
- Having an appropriate reviewer review the work of the Sustainability Assurance Team member.

Retirement Benefit Plan of a Firm or Network Firm

5510.10 A13 A self-interest threat might be created if a retirement benefit plan of a Firm or a Network Firm holds a Direct or material Indirect Financial Interest in a Sustainability Assurance Client.³⁰

³⁰ Refer to s324CH(1) Items 10-12 of the *Corporations Act 2001* which prohibits this arrangement in respect of audits performed in accordance with the Act.

SECTION 5511

LOANS AND GUARANTEES

Introduction

5511.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5511.2 A loan or a guarantee of a loan with a Sustainability Assurance Client might create a self-interest threat. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

5511.3 A1 This section contains references to the “materiality” of a loan or guarantee. In determining whether such a loan or guarantee is material to an individual, the combined net worth of the individual and the individual’s Immediate Family members may be taken into account.

Loans and Guarantees with a Sustainability Assurance Client

R5511.4 A Firm, a Network Firm, a Sustainability Assurance Team member, or any of that individual’s Immediate Family shall not make or guarantee a loan to a Sustainability Assurance Client unless the loan or guarantee is immaterial to:

- The Firm, the Network Firm or the individual making the loan or guarantee, as applicable; and
- The client.³¹

Loans and Guarantees with a Sustainability Assurance Client that is a Bank or Similar Institution

R5511.5 A Firm, a Network Firm, a Sustainability Assurance Team member, or any of that individual’s Immediate Family shall not accept a loan, or a guarantee of a loan, from a Sustainability Assurance Client that is a bank or a similar institution unless the loan or guarantee is made under normal lending procedures, terms and conditions.

5511.5 A1 Examples of loans include mortgages, bank overdrafts, car loans, and credit card balances.

5511.5 A2 Even if a Firm or Network Firm receives a loan from a Sustainability Assurance Client that is a bank or similar institution under normal lending procedures, terms and conditions, the loan might create a self-interest threat if it is material to the Sustainability Assurance Client or Firm receiving the loan.

5511.5 A3 An example of an action that might be a safeguard to address such a self-interest threat is having the work reviewed by an appropriate reviewer, who is not a Sustainability Assurance Team, from a Network Firm that is not a beneficiary of the loan.

³¹ Refer to s324CH(1) Items 15,16, 17 & 19 of the Corporations Act 2001 which prohibit making or guaranteeing loans irrespective of materiality for audits performed in accordance with the Act.

Deposits or Brokerage Accounts

R5511.6 A Firm, a Network Firm, a Sustainability Assurance Team member, or any of that individual's Immediate Family shall not have deposits or a brokerage account with a Sustainability Assurance Client that is a bank, broker or similar institution, unless the deposit or account is held under normal commercial terms.

Loans and Guarantees with a Sustainability Assurance Client that is Not a Bank or Similar Institution

R5511.7 A Firm, a Network Firm, a Sustainability Assurance Team member, or any of that individual's Immediate Family shall not accept a loan from, or have a borrowing guaranteed by, a Sustainability Assurance Client that is not a bank or similar institution, unless the loan or guarantee is immaterial to:

- (a) The Firm, the Network Firm, or the individual receiving the loan or guarantee, as applicable; and
- (b) The client.

SECTION 5520

BUSINESS RELATIONSHIPS

Introduction

5520.1 **Firms** are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to **Independence**.

5520.2 A close business relationship with a **Sustainability Assurance Client** or its management might create a self-interest or intimidation threat. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

5520.3 A1 This section contains references to the “materiality” of a **Financial Interest** and the “significance” of a business relationship. In determining whether such a **Financial Interest** is material to an individual, the combined net worth of the individual and the individual’s **Immediate Family** members may be taken into account.

5520.3 A2 Examples of a close business relationship arising from a commercial relationship or common **Financial Interest** include:

- Having a **Financial Interest** in a joint venture with either the client or a controlling owner, **Director** or **Officer** or other individual who performs senior managerial activities for that client.
- Arrangements to combine one or more services or products of the **Firm** or a **Network Firm** with one or more services or products of the client and to market the package with reference to both parties.
- Arrangements under which the **Firm** or a **Network Firm** sells, resells, distributes or markets the client’s products or services, or the client sells, resells, distributes or markets the **Firm’s** or a **Network Firm’s** products or services.
- Arrangements under which the **Firm** or **Network Firm** develops jointly with the client, products or services which one or both parties sell or license to third parties.

5520.3 A3 An example that might create a close business relationship, depending on the facts and circumstances, is an arrangement under which the **Firm** or a **Network Firm** licenses products or solutions to or from a client.

Firm, Network Firm, Sustainability Assurance Team Member or Immediate Family Business Relationships with a Sustainability Assurance Client

R5520.4 A Firm, a Network Firm or a Sustainability Assurance Team member shall not have a close business relationship³² with a Sustainability Assurance Client or its management unless any Financial Interest is immaterial and the business relationship is insignificant to the client or its management and the Firm, the Network Firm or the Sustainability Assurance Team member, as applicable.

5520.4 A1 A self-interest or intimidation threat might be created if there is a close business relationship between the Sustainability Assurance Client or its management and the Immediate Family of a Sustainability Assurance Team member.

Common Interests in Closely-Held Entities

R5520.5 A Firm, a Network Firm, a Sustainability Assurance Team member, or any of that individual's Immediate Family shall not have a business relationship³³ involving the holding of an interest in a closely-held entity when a Sustainability Assurance Client or a Director or Officer of the client, or any group thereof, also holds an interest in that entity, unless:

- (a) The business relationship is insignificant to the Firm, the Network Firm, or the individual as applicable, and the client;
- (b) The Financial Interest is immaterial to the investor or group of investors; and
- (c) The Financial Interest does not give the investor, or group of investors, the ability to control the closely-held entity.

Buying Goods or Services

5520.6 A1 The purchase of goods and services, including the licensing of technology, from a Sustainability Assurance Client by a Firm, a Network Firm, a Sustainability Assurance Team member, or any of that individual's Immediate Family does not usually create a threat to Independence if the transaction is in the normal course of business and at arm's length. However, such transactions might be of such a nature and magnitude that they create a self-interest threat.

5520.6 A2 Examples of actions that might eliminate such a self-interest threat include:

- Eliminating or reducing the magnitude of the transaction.
- Removing the individual from the Sustainability Assurance Team.

Providing, Selling, Reselling or Licensing Technology

5520.7 A1 Where a Firm or a Network Firm provides, sells, resells or licenses technology:

- (a) To a Sustainability Assurance Client; or
- (b) To an entity that provides services using such technology to Sustainability Assurance Client of the Firm or Network Firm,

depending on the facts and circumstances, the requirements and application material in Section 5600 apply.

32 Refer to s324CH(1) of the *Corporations Act 2001* which prohibits certain relationships between a person or the Firm and the audited body irrespective of materiality or the significance of the relationship or Financial Interest.

33 Refer to s 324CH(1) of the *Corporations Act 2001* which prohibits certain relationships between a person or the Firm and the audited body irrespective of materiality or the significance of the relationships or Financial Interest.

SECTION 5521

FAMILY AND PERSONAL RELATIONSHIPS

Introduction

5521.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5521.2 Family or personal relationships with client personnel might create a self-interest, familiarity or intimidation threat. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

5521.3 A1 A self-interest, familiarity or intimidation threat might be created by family and personal relationships between a Sustainability Assurance Team member and a Director or Officer or, depending on their role, certain employees of the Sustainability Assurance Client.

5521.3 A2 Factors that are relevant in evaluating the level of such threats include:

- The individual's responsibilities on the Sustainability Assurance Team.
- The role of the family member or other individual within the client, and the closeness of the relationship.

Immediate Family of a Sustainability Assurance Team Member

5521.4 A1 A self-interest, familiarity or intimidation threat is created when an Immediate Family member of a Sustainability Assurance Team member is an employee in a position to exert significant influence over the client's Sustainability Information on which the Firm will express an opinion.

5521.4 A2 Factors that are relevant in evaluating the level of such threats include:

- The position held by the Immediate Family member.
- The role of the Sustainability Assurance Team member.

5521.4 A3 An example of an action that might eliminate such a self-interest, familiarity or intimidation threat is removing the individual from the Sustainability Assurance Team.

5521.4 A4 An example of an action that might be a safeguard to address such a self-interest, familiarity or intimidation threat is structuring the responsibilities of the Sustainability Assurance Team so that the Sustainability Assurance Team member does not deal with matters that are within the responsibility of the Immediate Family member.

R5521.5 An individual shall not participate as a **Sustainability Assurance Team** member when any of that individual's **Immediate Family**:

- (a) Is a **Director or Officer** of the **Sustainability Assurance Client**;
- (b) Is an employee in a position to exert significant influence over the preparation of the client's **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information; or
- (c) Was in such position during any period covered by the engagement or the reporting period for the engagement.

Close Family of a Sustainability Assurance Team Member

5521.6 A1 A self-interest, familiarity or intimidation threat is created when a **Close Family** member of a **Sustainability Assurance Team** member is:

- (a) A **Director or Officer** of the **Sustainability Assurance Client**; or
- (b) An employee in a position to exert significant influence over the preparation of the client's **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information.

5521.6 A2 Factors that are relevant in evaluating the level of such threats include:

- The nature of the relationship between the **Sustainability Assurance Team** member and the **Close Family** member.
- The position held by the **Close Family** member.
- The role of the **Sustainability Assurance Team** member.

5521.6 A3 An example of an action that might eliminate such a self-interest, familiarity or intimidation threat is removing the individual from the **Sustainability Assurance Team**.

5521.6 A4 An example of an action that might be a safeguard to address such a self-interest, familiarity or intimidation threat is structuring the responsibilities of the **Sustainability Assurance Team** so that the **Sustainability Assurance Team** member does not deal with matters that are within the responsibility of the **Close Family** member.

Other Close Relationships of a Sustainability Assurance Team Member

R5521.7 A **Sustainability Assurance Team** member shall consult in accordance with **Firm** policies and procedures if the **Sustainability Assurance Team** member has a close relationship with an individual who is not an **Immediate or Close Family** member, but who is:

- (a) A **Director or Officer** of the **Sustainability Assurance Client**; or
- (b) An employee in a position to exert significant influence over the preparation of the client's **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information.

5521.7 A1 Factors that are relevant in evaluating the level of a self-interest, familiarity or intimidation threat created by such a relationship include:

- The nature of the relationship between the individual and the **Sustainability Assurance Team** member.
- The position the individual holds with the client.
- The role of the **Sustainability Assurance Team** member.

5521.7 A2 An example of an action that might eliminate such a self-interest, familiarity or intimidation threat is removing the individual from the **Sustainability Assurance Team**.

5521.7 A3 An example of an action that might be a safeguard to address such a self-interest, familiarity or intimidation threat is structuring the responsibilities of the **Sustainability Assurance Team** so that the **Sustainability Assurance Team** member does not deal with matters that are within the responsibility of the individual with whom the **Sustainability Assurance Team** member has a close relationship.

Relationships of Leaders and Employees of the Firm

R5521.8 Leaders and employees of the Firm shall consult in accordance with Firm policies and procedures if they are aware of a personal or family relationship between:

- (a) **A Leader or employee of the Firm or Network Firm who is not a Sustainability Assurance Team member; and**
- (b) **A Director or Officer of the Sustainability Assurance Client or an employee of the Sustainability Assurance Client in a position to exert significant influence over the preparation of the client's Sustainability Information on which the Firm will express an opinion, or the records underlying that information.**

5521.8 A1 Factors that are relevant in evaluating the level of a self-interest, familiarity or intimidation threat created by such a relationship include:

- The nature of the relationship between the **Leader** or employee of the **Firm** and the **Director** or **Officer** or employee of the client.
- The degree of interaction of the **Leader** or employee of the **Firm** with the **Sustainability Assurance Team**.
- The position of the **Leader** or employee within the **Firm**.
- The position the individual holds with the client.

5521.8 A2 Examples of actions that might be safeguards to address such self-interest, familiarity or intimidation threats include:

- Structuring the **Leader's** or employee's responsibilities to reduce any potential influence over the **Sustainability Assurance Engagement**.
- Having an appropriate reviewer review the relevant sustainability assurance work performed.

SECTION 5522

RECENT SERVICE WITH A SUSTAINABILITY ASSURANCE CLIENT

Introduction

5522.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5522.2 If a Sustainability Assurance Team member has recently served as a Director or Officer, or employee of the Sustainability Assurance Client, a self-interest, self-review or familiarity threat might be created. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

Service During Period Covered by the Sustainability Assurance Report

R5522.3 The Sustainability Assurance Team shall not include an individual who, during the period covered by the sustainability assurance report:

- (a) Had served as a Director or Officer of the Sustainability Assurance Client; or
- (b) Was an employee in a position to exert significant influence³⁴ over the preparation of the client's Sustainability Information on which the Firm will express an opinion, or the records underlying that information.

Service Prior to Period Covered by the Sustainability Assurance Report

5522.4 A1 A self-interest, self-review or familiarity threat might be created if, before the period covered by the sustainability assurance report, a Sustainability Assurance Team member:

- (a) Had served as a Director or Officer of the Sustainability Assurance Client; or
- (b) Was an employee in a position to exert significant influence over the preparation of the client's Sustainability Information on which the Firm will express an opinion, or the records underlying that information.³⁵

For example, a threat would be created if a decision made or work performed by the individual in the prior period, while employed by the client, is to be evaluated in the current period as part of the current Sustainability Assurance Engagement.

5522.4 A2 Factors that are relevant in evaluating the level of such threats include:

- The position the individual held with the client.
- The length of time since the individual left the client.
- The role of the Sustainability Assurance Team member.

5522.4 A3 An example of an action that might be a safeguard to address such a self-interest, self-review or familiarity threat is having an appropriate reviewer review the work performed by the Sustainability Assurance Team member.

34 Refer to s9 of the Corporations Act 2001 for the definition of 'audit-critical employee'.

35 Refer to s324CH(1) Items 8 & 9 and s324CF(5) Items 3,4,5 & 9 of the Corporations Act 2001 regarding a cooling-off period of 12 months immediately preceding the beginning of the audited period for an audited body.

SECTION 5523

SERVING AS A DIRECTOR OR OFFICER OF A SUSTAINABILITY ASSURANCE CLIENT

Introduction

5523.1 **Firms** are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to **Independence**.

5523.2 Serving as a **Director** or **Officer** of a **Sustainability Assurance Client** creates self-review and self-interest threats. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

Service as Director or Officer

R5523.3 **A Leader or employee of the Firm or a Network Firm shall not serve as a Director or Officer of a Sustainability Assurance Client of the Firm.**³⁶

AUST R5523.3.1 **A Firm shall refuse to perform, or shall withdraw from, the Sustainability Assurance Engagement if a partner or employee of the Firm were to serve as an Officer (including management of an Administration) or as a Director of a Sustainability Assurance Client, or as an employee in a position to exert direct and significant influence over the subject matter of the Sustainability Assurance Engagement.**³⁷

Service as Company Secretary

R5523.4 **A Leader or employee of the Firm or a Network Firm shall not serve as company secretary for a Sustainability Assurance Client of the Firm, unless:**

- (a) **This practice is specifically permitted under local law, professional rules or practice;**
- (b) **Management makes all relevant decisions; and**
- (c) **The duties and activities performed are limited to those of a routine and administrative nature, such as preparing minutes and maintaining statutory returns.**

5523.4 A1 The position of company secretary has different implications in different jurisdictions. Duties might range from: administrative duties (such as personnel management and the maintenance of company records and registers) to duties as diverse as ensuring that the company complies with regulations or providing advice on corporate governance matters. Usually this position is seen to imply a close association with the entity. Therefore, a threat is created if a **Leader or employee of the Firm or a Network Firm** serves as company secretary for a **Sustainability Assurance Client**. (More information on providing non-

36 Refer to s324CI of the *Corporations Act 2001* regarding prohibitions on partners or employees serving as a **Director** or **Officer** of an audited body.

37 The *Corporations Act 2001* sets out specific independence requirements for audit companies (refer to s324CF) and audit **Firms** (refer to s324CG) in relation to relevant relationships set out in s324CH(1), such as partners or employees acting as a **Director** or **Officer** of an **Audit Client**.

assurance services to a Sustainability Assurance Client is set out in Section 5600, *Provision of Non-assurance Services to a Sustainability Assurance Client.*)

AUST R5523.5 **As the company secretary of a company incorporated in Australia is an Officer under the Corporations Act 2001, no partner or employee of a Firm shall act in the position of company secretary of a Sustainability Assurance Client.** If an individual were to accept such a position the Firm shall comply with the requirements of paragraph AUST R5523.3.1.

SECTION 5524

EMPLOYMENT WITH A SUSTAINABILITY ASSURANCE CLIENT

Introduction

5524.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5524.2 Employment relationships with a Sustainability Assurance Client might create a self-interest, familiarity or intimidation threat. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

All Sustainability Assurance Clients

5524.3 A1 A familiarity or intimidation threat might be created if any of the following individuals have been a Sustainability Assurance Team member or Leader of the Firm or a Network Firm:

- A Director or Officer of the Sustainability Assurance Client.³⁸
- An employee in a position to exert significant influence over the preparation of the client's Sustainability Information on which the Firm will express an opinion, or the records underlying that information.

Former Leader or Sustainability Assurance Team Member Restrictions

R5524.4 The Firm shall ensure that no significant connection remains between the Firm or a Network Firm and:

- (a) A former Leader³⁹ who has joined a Sustainability Assurance Client of the Firm; or
- (b) A former Sustainability Assurance Team member who has joined the Sustainability Assurance Client, if either has joined the Sustainability Assurance Client as:
 - (i) A Director or Officer; or
 - (ii) An employee in a position to exert significant influence over the preparation of the client's Sustainability Information on which the Firm will express an opinion, or the records underlying that information.

A significant connection remains between the Firm or a Network Firm and the individual, unless:

- (a) The individual is not entitled to any benefits or payments from the Firm or Network Firm that are not made in accordance with fixed pre-determined arrangements;

³⁸ Refer to s324CI of the Corporations Act 2001 regarding prohibitions on partners or employees serving as a Director or Officer of an audited body.

³⁹ Refer to s324CK of the Corporations Act 2001 regarding the 5 year cooling-off period before a former Audit Engagement Partner can be appointed as a Director or Officer of an audited body in circumstances where another former partner of the Firm is already a Director or Officer of the audited body.

- (b) Any amount owed to the individual is not material to the Firm or the Network Firm; and
- (c) The individual does not continue to participate or appear to participate in the Firm's or the Network Firm's business or Professional Activities.

5524.4 A1 Even if the requirements of paragraph R5524.4 are met, a familiarity or intimidation threat might still be created.

5524.4 A2 A familiarity or intimidation threat might also be created if a former Leader of the Firm or Network Firm has joined an entity in one of the positions described in paragraph 5524.3 A1 and the entity subsequently becomes a Sustainability Assurance Client of the Firm.

5524.4 A3 Factors that are relevant in evaluating the level of such threats include:

- The position the individual has taken at the client.
- Any involvement the individual will have with the Sustainability Assurance Team.
- The length of time since the individual was a Sustainability Assurance Team member or Leader of the Firm or Network Firm.
- The former position of the individual within the Sustainability Assurance Team, Firm or Network Firm. An example is whether the individual was responsible for maintaining regular contact with the client's management or Those Charged with Governance.

5524.4 A4 Examples of actions that might be safeguards to address such familiarity or intimidation threats include:

- Modifying the plan for the Sustainability Assurance Engagement.
- Assigning to the Sustainability Assurance Team individuals who have sufficient experience relative to the individual who has joined the client.
- Having an appropriate reviewer review the work of the former Sustainability Assurance Team member.

Sustainability Assurance Team Members Entering Employment with a Client

R5524.5 A Firm or Network Firm shall have policies and procedures that require Sustainability Assurance Team members to notify the Firm or Network Firm when entering employment negotiations with a Sustainability Assurance Client.

5524.5 A1 A self-interest threat is created when a Sustainability Assurance Team member participates in the Sustainability Assurance Engagement while knowing that the Sustainability Assurance Team member will, or might, join the client at some time in the future.

5524.5 A2 An example of an action that might eliminate such a self-interest threat is removing the individual from the Sustainability Assurance Team.

5524.5 A3 An example of an action that might be a safeguard to address such a self-interest threat is having an appropriate reviewer review any significant judgements made by that individual while on the team.

Sustainability Assurance Clients that are Public Interest Entities

Key Sustainability Assurance Leaders

R5524.6 Subject to paragraph R5524.8, if an individual who was a **Key Sustainability Assurance Leader** with respect to a **Sustainability Assurance Client** that is a **Public Interest Entity** joins the client as:

- (a) **A Director or Officer**; or
- (b) An employee in a position to exert significant influence over the preparation of the client's **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information,

Independence is compromised unless, subsequent to the individual ceasing to be a **Key Sustainability Assurance Leader**:

- (i) The **Sustainability Assurance Client** has issued assured **Sustainability Information** covering a period of not less than twelve months; and
- (ii) The individual was not a **Sustainability Assurance Team** member with respect to the assurance of that **Sustainability Information**.⁴⁰

Chief Executive or Equivalent of the Firm

R5524.7 Subject to paragraph R5524.8, if an individual who was the chief executive or equivalent of the **Firm** joins a **Sustainability Assurance Client** that is a **Public Interest Entity** as:

- (a) **A Director or Officer**; or
- (b) An employee in a position to exert significant influence over the preparation of the client's **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information,

Independence is compromised, unless twelve months have passed since the individual was the chief executive or equivalent of the **Firm**.⁴¹

Business Combinations

R5524.8 As an exception to paragraphs R5524.6 and R5524.7, **Independence** is not compromised if the circumstances set out in those paragraphs arise as a result of a business combination and:

- (a) The position was not taken in contemplation of the business combination;
- (b) Any benefits or payments due to the former **Key Sustainability Assurance Leader** or chief executive from the **Firm** or a **Network Firm** have been settled in full, unless made in accordance with fixed pre-determined arrangements and any amount owed to the **Key Sustainability Assurance Leader** or chief executive is not material to the **Firm** or **Network Firm** as applicable;
- (c) The former **Key Sustainability Assurance Leader** or chief executive does not continue to participate or appear to participate in the **Firm's** or **Network Firm's** business or **Professional Activities**; and
- (d) The **Firm** discusses the former **Key Sustainability Assurance Leader's** or chief executive's position held with the **Sustainability Assurance Client** with **Those Charged with Governance**.

⁴⁰ Refer to s324Cl of the *Corporations Act 2001* for additional prohibitions on former audit partners joining an audited body.

⁴¹ Refer to s324Cl of the *Corporations Act 2001* for additional prohibitions on former audit partners joining an audited body.

SECTION 5525

TEMPORARY PERSONNEL ASSIGNMENTS

Introduction

5525.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5525.2 The loan of personnel to a Sustainability Assurance Client might create a self-review, advocacy or familiarity threat. This section sets out specific requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

5525.3 A1 Examples of actions that might be safeguards to address threats created by the loan of personnel by a Firm or a Network Firm to a Sustainability Assurance Client include:

- Conducting an additional review of the work performed by the loaned personnel might address a self-review threat.
- Not including the loaned personnel as a Sustainability Assurance Team member might address a familiarity or advocacy threat.
- Not giving the loaned personnel sustainability assurance responsibility for any function or activity that the personnel performed during the loaned personnel assignment might address a self-review threat.

5525.3 A2 When familiarity and advocacy threats are created by the loan of personnel by a Firm or a Network Firm to a Sustainability Assurance Client, such that the Firm or the Network Firm becomes too closely aligned with the views and interests of management, safeguards are often not available.

R5525.4 A Firm or Network Firm shall not loan personnel to a Sustainability Assurance Client unless the Firm or Network Firm is satisfied that:

- (a) Such assistance is provided only for a short period of time;
- (b) Such personnel will not assume management responsibilities and the Sustainability Assurance Client will be responsible for directing and supervising the activities of the personnel;
- (c) Any threat to the Independence of the Firm or Network Firm arising from the Professional Services undertaken by such personnel is eliminated or safeguards are applied to reduce such threat to an Acceptable Level; and
- (d) Such personnel will not undertake or be involved in Professional Services that the Firm or Network Firm is prohibited from performing by the Code.

SECTION 5540

LONG ASSOCIATION OF PERSONNEL (INCLUDING LEADER ROTATION) WITH A SUSTAINABILITY ASSURANCE CLIENT

Introduction

5540.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to Independence.

5540.2 When an individual is involved in a Sustainability Assurance Engagement, or a combination of sustainability assurance and Audit Engagements for the same client, over a long period of time, familiarity and self-interest threats might be created. This section sets out requirements and application material relevant to applying the conceptual framework in such circumstances.

Requirements and Application Material

General

[Paragraph 5540.3 A1 is intentionally left blank]

All Sustainability Assurance Clients

5540.4 A1 Although an understanding of a Sustainability Assurance Client and its environment is fundamental to assurance quality, a familiarity threat might be created as a result of an individual's long association as a Sustainability Assurance Team member or Audit Team member with:

- The Sustainability Assurance Client and its operations;
- The Sustainability Assurance Client's senior management; or
- The Sustainability Information on which the Firm will express an opinion or the financial or non-financial information which forms the basis of the Sustainability Information.

5540.4 A2 A self-interest threat might 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. Such a threat might influence the individual's judgement inappropriately.

5540.4 A3 Factors that are relevant to evaluating the level of such familiarity or self-interest threats include:

- In relation to the individual:
 - The overall length of the individual's relationship with the client, including if such relationship existed while the individual was at a prior Firm.
 - How long the individual has been an Engagement Team member for the Sustainability Assurance Engagement or the Audit Engagement, and the nature of the roles performed.
 - The extent to which the work of the individual is directed, reviewed and supervised by more senior personnel.

- The extent to which the individual, due to the individual's seniority, has the ability to influence the outcome of the **Sustainability Assurance Engagement**, for example, by making key decisions or directing the work of other **Engagement Team** members.

- The closeness of the individual's personal relationship with senior management or **Those Charged with Governance**.
- The nature, frequency and extent of the interaction between the individual and senior management or **Those Charged with Governance**.

(b) In relation to the **Sustainability Assurance Client**:

- The nature or complexity of the client's sustainability reporting issues and whether they have changed.
- Whether there have been any recent changes in senior management or **Those Charged with Governance**.
- Whether there have been any structural changes in the client's organisation which impact the nature, frequency and extent of interactions the individual might have with senior management or **Those Charged with Governance**.

5540.4 A4 The combination of two or more factors might increase or reduce the level 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.

5540.4 A5 An example of an action that might eliminate the familiarity and self-interest threats created by an individual being involved in a **Sustainability Assurance Engagement**, or a combination of sustainability assurance and **Audit Engagements** for the same client, over a long period of time would be rotating the individual off the **Sustainability Assurance Team**.

5540.4 A6 Examples of actions that might be safeguards to address such familiarity or self-interest threats include:

- Changing the role of the individual on the **Sustainability Assurance Team** or the nature and extent of the tasks the individual performs.
- Having an appropriate reviewer who was not a **Sustainability Assurance Team** member review the work of the individual.
- Performing regular independent internal, or external, quality reviews of the engagement.

R5540.5 If a **Firm** decides that the level of the threats created can only be addressed by rotating the individual off the **Sustainability Assurance Team**, the **Firm** shall determine an appropriate period during which the individual shall not:

- (a) Be a member of the **Engagement Team** for the **Sustainability Assurance Engagement**;
- (b) Perform an **Engagement Quality Review**, or a review consistent with the objective of an **Engagement Quality Review**, for the engagement; or
- (c) Exert direct influence on the outcome of the **Sustainability Assurance Engagement**.

The period shall be of sufficient duration to allow the familiarity and self-interest threats to be addressed. In the case of a **Public Interest Entity**, paragraphs R5540.7 to R5540.23 also apply.

R5540.6 Where an individual is a member of both the **Sustainability Assurance Team** and the **Audit Team** for the same client and the **Firm** decides that the level of the threats created can only be addressed by rotating the individual off both the **Sustainability Assurance Team** and the **Audit Team**, the **Firm** shall, in addition to complying with paragraph R5540.5, determine an appropriate period during which the individual shall not:

- (a) Be a member of the **Engagement Team** for the **Audit Engagement**;
- (b) Perform an **Engagement Quality Review**, or a review consistent with the objective of an **Engagement Quality Review**, for the **Audit Engagement**; or
- (c) 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 be addressed. In the case of a **Public Interest Entity**, paragraphs R5540.7 to R5540.23 also apply.

Sustainability Assurance Clients that are Public Interest Entities

R5540.7 Subject to paragraphs R5540.9 to R5540.11, in respect of a **Sustainability Assurance Engagement** 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 years⁴² (the “time-on” period):

- (a) The **Engagement Leader**;
- (b) The individual appointed as responsible for performing the **Engagement Quality Review**;
- (c) Any other **Key Sustainability Assurance Leader** role; or
- (d) A **Key Audit Partner**.

After the time-on period, the individual shall serve a “cooling-off” period in accordance with the provisions in paragraphs R5540.13 to R5540.21.

R5540.8 In calculating the time-on period, the count of years shall not be restarted unless the individual ceases to act in any one of the roles in paragraph R5540.7(a) to (d) for a minimum period. This minimum period is a consecutive period equal to at least the cooling-off period determined in accordance with paragraphs R5540.13 to R5540.15 as applicable to the role in which the individual served in the year immediately before ceasing such involvement.

5540.8 A1 For example:

- An individual who served as **Engagement Leader** for four years followed by three years off can only act thereafter as a **Key Sustainability Assurance Leader** on the same **Sustainability Assurance Engagement** for three further years (making a total of seven cumulative years⁴³). Thereafter, that individual is required to cool off in accordance with paragraph R5540.17.
- An individual who served as **Engagement Partner** for two years for the audit of the **Sustainability Assurance Client’s Financial Statements** might be appointed as the individual responsible for performing the **Engagement Quality Review** for the **Sustainability Assurance Engagement** for five further years. Thereafter, that individual is required to cool off in accordance with paragraph R5540.18.

42 Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

43 Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

R5540.9 As an exception to paragraph R5540.7, Key Sustainability Assurance Leaders whose continuity is especially important to assurance 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 Sustainability Assurance Leader as long as the threat to Independence can be eliminated or reduced to an Acceptable Level.

5540.9 A1 For example, a Key Sustainability Assurance Leader may remain in that role on the Sustainability Assurance 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 Leader. In such circumstances, this will involve the Firm discussing 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.

R5540.10 If a Sustainability Assurance Client becomes a Public Interest Entity, a Firm shall take into account the length of time⁴⁴ an individual has served the Sustainability Assurance Client as a Key Sustainability Assurance Leader or Key Audit Partner before the client becomes a Public Interest Entity in determining the timing of the rotation. If the individual has served the Sustainability Assurance Client as a Key Sustainability Assurance Leader or 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 the capacity of a Key Sustainability Assurance Leader before rotating off the Sustainability Assurance Engagement is seven years less the number of years already served. As an exception to paragraph R5540.7, if the individual has served the Sustainability Assurance Client as a Key Sustainability Assurance Leader or Key Audit Partner for a period of six or more cumulative years when the client becomes a Public Interest Entity, the individual may continue to serve in the capacity of a Key Sustainability Assurance Leader with the concurrence of Those Charged with Governance for a maximum of two additional years before rotating off the Sustainability Assurance Engagement.

R5540.10a If a Firm has previously performed Sustainability Assurance Engagements for a Sustainability Assurance Client that is a Public Interest Entity and these engagements were not within the scope of the Independence Standards in this Part, the Firm shall take into account the length of time⁴⁵ an individual has served the Sustainability Assurance Client as a Key Sustainability Assurance Leader or Key Audit Partner before the Firm begins to undertake Sustainability Assurance Engagements within the scope of the Independence Standards in this Part in determining the timing of the rotation. If the individual has served the Sustainability Assurance Client as a Key Sustainability Assurance Leader or Key Audit Partner for a period of five cumulative years or less when the Firm first undertakes a Sustainability Assurance Engagement within the scope of the Independence Standards in this Part, the number of years the individual may continue to serve the client in the capacity of a Key Sustainability Assurance Leader before rotating off the Sustainability Assurance Engagement is seven years less the number of years already served. As an exception to paragraph R5540.7, if the individual has served the Sustainability Assurance Client as a Key Sustainability Assurance Leader or Key Audit Partner for a period of six or more cumulative years before the

⁴⁴ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registrable superannuation entities in Australia. The *Corporations Act 2001* restricts the number of years that an Engagement Partner can serve a listed Audit Client (which includes all the years served by the Engagement Partner on that entity).

⁴⁵ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registrable superannuation entities in Australia. The *Corporations Act 2001* restricts the number of years that an Engagement Partner can serve a listed Audit Client (which includes all the years served by the Engagement Partner on that entity).

Firm first undertakes a **Sustainability Assurance Engagement** within the scope of the Independence Standards in this Part, the individual may continue to serve in the capacity of a **Key Sustainability Assurance Leader** with the concurrence of **Those Charged with Governance** for a maximum of two additional years before rotating off the **Sustainability Assurance Engagement**.⁴⁶

R5540.11 When a **Firm** has only a few people with the necessary knowledge and experience to serve as a **Key Sustainability Assurance Leader** on the **Sustainability Assurance Engagement** of a **Public Interest Entity**, rotation of **Key Sustainability Assurance Leaders** might not be possible. As an exception to paragraph R5540.7, if an independent regulatory body⁴⁷ in the relevant jurisdiction has provided an exemption from **Leader** rotation in such circumstances, an individual may remain a **Key Sustainability Assurance Leader** for more than seven years, in accordance with such exemption. This is provided that the independent regulatory body has specified other requirements which are to be applied, such as the length of time that the **Key Sustainability Assurance Leader** may be exempted from rotation or a regular independent external review.

Other Considerations Relating to the Time-on Period

R5540.12 In evaluating the threats created by an individual's long association with a **Sustainability Assurance Engagement**, a **Firm** shall give particular consideration to the roles undertaken and the length of an individual's association with the **Sustainability Assurance Engagement** or the **Audit Engagement** for the same client prior to the individual becoming a **Key Sustainability Assurance Leader**.

5540.12 A1 There might be situations where the **Firm**, in applying the conceptual framework, concludes that it is not appropriate for an individual who is a **Key Sustainability Assurance Leader** to continue in that role even though the length of time served as a **Key Sustainability Assurance Leader** is less than seven years.

Cooling-off Period

R5540.13 If the individual acted as the **Engagement Leader** for seven cumulative years,⁴⁸ the cooling-off period shall be five consecutive years.

R5540.14 Where the individual has been appointed as responsible for the **Engagement Quality Review** and has acted in that capacity for seven cumulative years,⁴⁹ the cooling-off period shall be three consecutive years.

R5540.15 If the individual has acted as a **Key Sustainability Assurance Leader** other than in the capacities set out in paragraphs R5540.13 and R5540.14 for seven cumulative years, the cooling-off period shall be two consecutive years.

5540.16 A1 The **Leader** rotation requirements in this section are distinct from, and do not modify, the cooling-off period required by ASQM 2 *Engagement Quality Reviews* as a condition for eligibility before the **Engagement Leader** can assume the role of **Engagement Quality Reviewer**.

⁴⁶ Refer to s324DA of the *Corporations Act 2001* which specifies that the Australian Securities and Investments Commission may grant extensions.

⁴⁷ Refer to s324DA of the *Corporations Act 2001* which specifies that the Australian Securities and Investments Commission may grant extensions.

⁴⁸ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

⁴⁹ Refer to s324DA of the *Corporations Act 2001* which has more restrictive time-on requirements for audit partners of listed companies, listed registered schemes or registerable superannuation entities in Australia.

Service in a combination of Key Sustainability Assurance Leader or Key Audit Partner roles

R5540.17 If the individual acted in a combination of **Key Sustainability Assurance Leader** or **Key Audit Partner** roles and served as the **Engagement Leader** or **Engagement Partner** for four or more cumulative years, the cooling-off period shall be five consecutive years.

R5540.18 Subject to paragraph R5540.19(a), if the individual acted in a combination of **Key Sustainability Assurance Leader** or **Key Audit Partner** roles and served as the **Key Sustainability Assurance Leader** or **Key Audit Partner** responsible for the **Engagement Quality Review** for four or more cumulative years, the cooling-off period shall be three consecutive years.

R5540.19 If an individual has acted in a combination of **Engagement Leader**, **Engagement Partner** and **Engagement Quality Reviewer** roles⁵⁰ for four or more cumulative years during the time-on period, the cooling-off period shall:

- (a) As an exception to paragraph R5540.18, be five consecutive years where the individual has been the **Engagement Leader** or **Engagement Partner** for three or more years; or
- (b) Be three consecutive years in the case of any other combination.

R5540.20 If the individual acted in any combination of **Key Sustainability Assurance Leader** and **Key Audit Partner** roles other than those addressed in paragraphs R5540.17 to R5540.19, the cooling-off period shall be two consecutive years.

Service at a Prior Firm

R5540.21 In determining the number of years that an individual has been a **Key Sustainability Assurance Leader** or a **Key Audit Partner** as set out in paragraph R5540.7, the length of the relationship shall, where relevant, include time while the individual was a **Key Sustainability Assurance Leader** on the **Sustainability Assurance Engagement** or a **Key Audit Partner** on the **Audit Engagement** for the same client at a prior Firm.

[Paragraph 5540.22 is intentionally left blank]

Restrictions on Activities During the Cooling-off Period

R5540.23 For the duration of the relevant cooling-off period, the individual shall not:

- (a) Be an **Engagement Team** member or perform an **Engagement Quality Review**, or a review consistent with the objective of an **Engagement Quality Review**, for the **Sustainability Assurance Engagement** or the **Audit Engagement**;
- (b) Consult with the **Engagement Team** or the client regarding technical or industry-specific issues, transactions or events affecting the **Sustainability Assurance Engagement** or 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 **Sustainability Assurance Engagement** or the **Audit Engagement**);

50 Sustainability Assurance Practitioners should refer to the requirement in ASQM 2 for Sustainability Assurance Practitioners to undertake a two-year cooling-off period between the time they finish being an **Engagement Leader** for a **Sustainability Assurance Client** and then assuming the role of **Engagement Quality Reviewer** for the same **Sustainability Assurance Client**.

- (c) **Be responsible for leading or coordinating the Professional Services provided by the Firm or a Network Firm to the Sustainability Assurance Client, or overseeing the relationship of the Firm or a Network Firm with the Sustainability Assurance Client; or**
- (d) **Undertake any other role or activity not referred to above with respect to the Sustainability Assurance 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 Sustainability Assurance Engagement or the Audit Engagement.**

5540.23 A1 The provisions of paragraph R5540.23 are not intended to prevent the individual from assuming a leadership role in the Firm or a Network Firm, such as that of the chief executive or equivalent.

SECTION 5600

PROVISION OF NON-ASSURANCE SERVICES TO A SUSTAINABILITY ASSURANCE CLIENT

Introduction

5600.1 **Firms** are required to comply with the fundamental principles, be independent, and apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to **Independence**.

5600.2 **Firms** and **Network Firms** might provide a range of non-assurance services to their **Sustainability Assurance Clients**, consistent with their **Expertise**. Providing non-assurance services to **Sustainability Assurance Clients** might create threats to compliance with the fundamental principles and threats to **Independence**.

5600.3 This section sets out requirements and application material relevant to applying the conceptual framework to identify, evaluate and address threats to **Independence** when providing non-assurance services to **Sustainability Assurance Clients**. The subsections that follow set out specific requirements and application material that are relevant when a **Firm** or a **Network Firm** provides certain types of non-assurance services to **Sustainability Assurance Clients** and indicate the types of threats that might be created as a result.

5600.4 Some subsections include requirements that expressly prohibit a **Firm** or a **Network Firm** from providing certain services to a **Sustainability Assurance Client** because the threats created cannot be eliminated and safeguards are not capable of being applied to reduce the threats to an **Acceptable Level**.

5600.5 New business practices, the developing sustainability landscape, the evolution of financial markets and sustainability reporting, and changes in technology are some developments that make it impossible to draw up an all-inclusive list of non-assurance services that **Firms** and **Network Firms** might provide to a **Sustainability Assurance Client**. The conceptual framework and the general provisions in this section apply when a **Firm** proposes to a client to provide a non-assurance service for which there are no specific requirements and application material.

5600.5a The requirements and application material in this section apply where a **Firm** or a **Network Firm** provides non-assurance services to a **Sustainability Assurance Client** and:

- (a) The results of the services will affect, or there is a risk that they will affect, the **Sustainability Information** on which the **Firm** will express an assurance opinion, the records underlying that information, or the internal controls over sustainability reporting; or
- (b) The services might create an advocacy, self-interest, familiarity or intimidation threat.

5600.6 Circumstances involving non-assurance services that might affect the **Sustainability Information** on which the **Firm** will express an assurance opinion or the records underlying that information, include where a **Firm** or **Network Firm**:

- (a) Uses technology to provide a non-assurance service to a **Sustainability Assurance Client**; or

- (b) Provides, sells, resells or licenses technology resulting in the provision of a non-assurance service by the **Firm** or a **Network Firm**:
 - (i) To a **Sustainability Assurance Client**; or
 - (ii) To an entity that provides services using such technology to **Sustainability Assurance Clients** of the **Firm** or **Network Firm**.

5600.6a Where the **Firm** is also the entity's auditor, the requirements and application material in Section 600 apply with respect to identifying, evaluating and addressing threats to the **Firm's Independence**, in relation to the **Audit Engagement**, that might be created by the provision of non-assurance services to the **Audit Client**. A non-assurance service related to **Sustainability Information** that does not affect the accounting records, the internal controls over financial reporting, or the **Financial Statements on which the Firm will express an Opinion** does not create a self-review or advocacy threat to **Independence** for the audit. However, such a service might create threats to **Independence** in relation to performing a **Sustainability Assurance Engagement** for the same client where the provision of that service affects the **Sustainability Information** on which the **Firm** will express an opinion, the records underlying that information, or the internal controls over sustainability reporting.

Requirements and Application Material

General

Non-Assurance Services Provisions in Laws or Regulations

5600.7 A1 Paragraphs R5100.6 to 5100.7 A1 set out requirements and application material relating to compliance with the **Code**. If there are laws and regulations in a jurisdiction relating to the provision of non-assurance services to **Sustainability Assurance Clients** that differ from or go beyond those set out in this section, **Firms** providing non-assurance services to which such provisions apply need to be aware of those differences and comply with the more stringent provisions.

Risk of Assuming Management Responsibilities when Providing a Non-Assurance Service

5600.8 A1 When a **Firm** or a **Network Firm** provides a non-assurance service to a **Sustainability Assurance Client**, there is a risk that the **Firm** or **Network Firm** will assume a management responsibility unless the **Firm** or **Network Firm** is satisfied that the requirements in paragraph R5400.21 have been complied with.

Accepting an Engagement to Provide a Non-Assurance Service

R5600.9 **Before a Firm or a Network Firm accepts an engagement to provide a non-assurance service to a Sustainability Assurance Client, the Firm shall apply the conceptual framework to identify, evaluate and address any threat to Independence that might be created by providing that service.**

Identifying and Evaluating Threats

All Sustainability Assurance Clients

5600.10 A1 A description of the categories of threats that might arise when a **Firm** or a **Network Firm** provides a non-assurance service to a **Sustainability Assurance Client** is set out in paragraph 5120.6 A3.

5600.10 A2 Factors that are relevant in identifying the different threats that might be created by providing a non-assurance service to a **Sustainability Assurance Client**, and evaluating the level of such threats include:

- The nature, scope, intended use and purpose of the service.
- The manner in which the service will be provided, such as the personnel to be involved and their location.
- The client's dependency on the service, including the frequency with which the service will be provided.
- The legal and regulatory environment in which the service is provided.
- Whether the client is a **Public Interest Entity**.
- The level of **Expertise** of the client's management and employees with respect to the type of service provided.
- The extent to which the client determines significant matters of judgement. (Ref: Para. R5400.20 to R5400.21).
- Whether the outcome of the service will affect the matters reflected in the **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information, and, if so:
 - The extent to which the outcome of the service will have a material effect on the **Sustainability Information**.
 - The degree of subjectivity involved in determining the appropriate amounts, disclosures or treatment for those matters reflected in the **Sustainability Information**.
- The nature and extent of the impact of the service, if any, on the systems that generate information that forms a significant part of the client's:
 - **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information.
 - Internal controls over sustainability reporting.
- The degree of reliance that will be placed on the outcome of the service as part of the **Sustainability Assurance Engagement**.
- The fee relating to the provision of the non-assurance service.

5600.10 A3 Subsections 5601 to 5610 include examples of additional factors that are relevant in identifying threats to **Independence** created by providing certain non-assurance services, and evaluating the level of such threats.

Materiality in relation to sustainability information

5600.11 A1 Materiality is a factor that is relevant in evaluating threats created by providing a non-assurance service to a **Sustainability Assurance Client**. Subsections 5601 to 5610 refer to materiality in relation to a **Sustainability Assurance Client's Sustainability Information** on which the **Firm** will express an opinion. The concept of materiality in relation to **Sustainability Assurance Engagement** is addressed in the relevant reporting and assurance frameworks. The determination of materiality involves the exercise of professional judgement and is impacted by both quantitative and qualitative factors. It is also affected by perceptions of the **Sustainability Information** needs of users. The applicable reporting and assurance frameworks might include principles or guidance to assist the **Sustainability Assurance Client** in identifying information that might be material to users.

5600.11 A2 Where the **Code** expressly prohibits the provision of a non-assurance service to a **Sustainability Assurance Client**, a **Firm** or a **Network Firm** is not permitted to provide that service, regardless of the materiality of the outcome or results of the non-assurance service on the **Sustainability Information** on which the **Firm** will express an opinion.

Providing advice and recommendations

5600.12 A1 Providing advice and recommendations might create a self-review threat. Whether providing advice and recommendations creates a self-review threat involves making the determination set out in paragraph R5600.15. Where the **Sustainability Assurance Client** is not a **Public Interest Entity** and a self-review threat is identified, the **Firm** is required to apply the conceptual framework to evaluate and address the threat. If the **Sustainability Assurance Client** is a **Public Interest Entity**, paragraphs R5600.17 and R5600.18 apply.

Multiple non-assurance services provided to the same sustainability assurance client

R5600.13 When a **Firm** or a **Network Firm** provides multiple non-assurance services to a **Sustainability Assurance Client**, the **Firm** shall consider whether, in addition to the threats created by each service individually, the combined effect of such services creates or impacts threats to **Independence**.

5600.13 A1 In addition to paragraph 5600.10 A2, factors that are relevant in a **Firm's** evaluation of the level of threats to **Independence** created where multiple non-assurance services are provided to a **Sustainability Assurance Client** might include whether:

- The combined effect of providing multiple services increases the level of threat created by each service assessed individually.
- The combined effect of providing multiple services increases the level of any threat arising from the overall relationship with the **Sustainability Assurance Client**.

5600.13 A2 When the **Sustainability Assurance Practitioner** is also the auditor, paragraphs R600.13 and 600.13 A1 in Part 4A apply in relation to multiple non-assurance services provided to the same client.

Self-review threats

5600.14 A1 When a **Firm** or a **Network Firm** provides a non-assurance service to a **Sustainability Assurance Client**, there might be a risk of the **Firm** carrying out assurance procedures on its own or the **Network Firm's** work, thereby giving rise to a self-review threat. A self-review threat is the threat that a **Firm** or a **Network Firm** will not appropriately evaluate the results of a previous judgement made or an activity performed by an individual within the **Firm** or **Network Firm** as part of a non-assurance service on which the **Sustainability Assurance Team** will rely when forming a judgement as part of a **Sustainability Assurance Engagement**.

R5600.15 Before providing a non-assurance service to a **Sustainability Assurance Client**, a **Firm** or a **Network Firm** shall determine whether the provision of that service might create a self-review threat by evaluating whether there is a risk that:

- (a) The results of the service will form part of or affect the **Sustainability Information** on which the **Firm** will express an opinion, the records underlying that information, or the internal controls over sustainability reporting; and
- (b) In the course of performing assurance work on the **Sustainability Information** on which the **Firm** will express an opinion, the **Sustainability Assurance Team** will evaluate or rely on any judgements made or activities performed by the **Firm** or **Network Firm** when providing the service.

Sustainability Assurance Clients that are Public Interest Entities

5600.16 A1 When the **Sustainability Assurance Client** is a **Public Interest Entity**, stakeholders have heightened expectations regarding the **Firm's Independence**. These heightened expectations are relevant to the reasonable and informed third party test used to evaluate a self-review threat created by providing a non-assurance service to a **Sustainability Assurance Client** that is a **Public Interest Entity**.

5600.16 A2 Where the provision of a non-assurance service to a **Sustainability Assurance Client** that is a **Public Interest Entity** creates a self-review threat, that threat cannot be eliminated, and safeguards are not capable of being applied to reduce that threat to an **Acceptable Level**.

Self-review threats

R5600.17 A **Firm or a Network Firm** shall not provide a non-assurance service to a **Sustainability Assurance Client** that is a **Public Interest Entity** if the provision of that service might create a self-review threat in relation to the assurance work on the **Sustainability Information** on which the **Firm** will express an opinion. (Ref: Para. 5600.14 A1 and R5600.15).

Providing advice and recommendations

R5600.18 As an exception to paragraph R5600.17, a **Firm or a Network Firm** may provide advice and recommendations to a **Sustainability Assurance Client** that is a **Public Interest Entity** in relation to information or matters arising in the course of a **Sustainability Assurance Engagement** provided that the **Firm**:

- (a) Does not assume a management responsibility (Ref: Para. R5400.20 and R5400.21); and
- (b) Applies the conceptual framework to identify, evaluate and address threats, other than self-review threats, to **Independence** that might be created by the provision of that advice.

5600.18 A1 Examples of advice and recommendations that might be provided in relation to information or matters arising in the course of a **Sustainability Assurance Engagement** include:

- Advising on sustainability reporting standards or policies and **Sustainability Information** disclosure requirements.
- Advising on the appropriateness of controls related to **Sustainability Information** and the methods used in determining or establishing the **Sustainability Information** to be reported.
- Proposing an adjustment to **Sustainability Information** arising from the **Sustainability Assurance Engagement** findings.
- Discussing findings on internal controls over sustainability reporting and processes and recommending improvements.
- Advising on compliance with **Group** sustainability reporting policies.

Addressing Threats

All Sustainability Assurance Clients

5600.19 A1 Paragraphs R5120.10 to 5120.10 A2 include a requirement and application material that are relevant when addressing threats to **Independence**, including a description of safeguards.

5600.19 A2 Threats to **Independence** created by providing a non-assurance service or multiple services to a **Sustainability Assurance Client** vary depending on the facts and circumstances of the **Sustainability Assurance Engagement** and the nature of the service. Such threats might be addressed by applying safeguards or by adjusting the scope of the proposed service.

5600.19 A3 Examples of actions that might be safeguards to address such threats include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or service performed.
- Obtaining pre-clearance of the outcome of the service from an appropriate authority (for example, a tax authority).

5600.19 A4 Safeguards might not be available to reduce the threats created by providing a non-assurance service to a **Sustainability Assurance Client** to an **Acceptable Level**. In such a situation, the application of the conceptual framework requires the **Firm** or **Network Firm** to:

- (a) Adjust the scope of the proposed service to eliminate the circumstances that are creating the threats;
- (b) Decline or end the service that creates the threats that cannot be eliminated or reduced to an **Acceptable Level**; or
- (c) End the **Sustainability Assurance Engagement**.

Communication with Those Charged With Governance Regarding Non-Assurance Services

All Sustainability Assurance Clients

5600.20 A1 Paragraphs 5400.40 A1 and 5400.40 A2 are relevant to a **Firm's** communication with **Those Charged with Governance** in relation to the provision of non-assurance services.

Sustainability Assurance Clients that are Public Interest Entities

5600.21 A1 Paragraphs R5600.22 to R5600.24 require a **Firm** to communicate with **Those Charged with Governance** of a **Public Interest Entity** before the **Firm** or **Network Firm** provides non-assurance services to entities within the corporate structure of which the **Public Interest Entity** forms part that might create threats to the **Firm's Independence** from the **Public Interest Entity**. The purpose of the communication is to enable **Those Charged with Governance** of the **Public Interest Entity** to have effective oversight of the **Independence** of the **Firm** that assures the **Sustainability Information** of that **Public Interest Entity**.

5600.21 A2 To facilitate compliance with such requirements, a **Firm** might agree with **Those Charged with Governance** of the **Public Interest Entity** a process that addresses when and with whom the **Firm** is to communicate. Such a process might:

- Establish the procedure for the provision of information about a proposed non-assurance service which might be on an individual engagement basis, under a general policy, or on any other agreed basis.
- Identify the entities to which the process would apply, which might include other **Public Interest Entities** within the corporate structure.

- Identify any services that can be provided to the entities identified in paragraph R5600.22 without specific approval of **Those Charged with Governance** if they agree as a general policy that these services are not prohibited under this section and would not create threats to the **Firm's Independence** or, if any such threats are created, they would be at an **Acceptable Level**.
- Establish how **Those Charged with Governance** of multiple **Public Interest Entities** within the same corporate structure have determined that authority for approving services is to be allocated.
- Establish a procedure to be followed where the provision of information necessary for **Those Charged with Governance** to evaluate whether a proposed service might create a threat to the **Firm's Independence** is prohibited or limited by professional standards, laws or regulations, or might result in the disclosure of sensitive or **Confidential Information**.
- Specify how any issues not covered by the process might be resolved.

R5600.22 Before a **Firm** that undertakes assurance work on the **Sustainability Information** of a **Public Interest Entity** or a **Network Firm** accepts an engagement to provide a non-assurance service to:

- (A) **That Public Interest Entity**;
- (B) **Any entity that controls, directly or indirectly, that Public Interest Entity**; or
- (C) **Any entity that is controlled directly or indirectly by that Public Interest Entity**,

the **Firm** shall, unless already addressed when establishing a process agreed with **Those Charged with Governance**:

- (a) Inform **Those Charged with Governance** of the **Public Interest Entity** that the **Firm** has determined that the provision of the service:
 - (i) Is not prohibited; and
 - (ii) Will not create a threat to the **Firm's Independence as Sustainability Assurance Practitioner** of the **Public Interest Entity** or that any identified threat is at an **Acceptable Level** or, if not, will be eliminated or reduced to an **Acceptable Level**; and
- (b) Provide **Those Charged with Governance** of the **Public Interest Entity** with information to enable them to make an informed assessment about the impact of the provision of the service on the **Firm's Independence**.

5600.22 A1 Examples of information that might be provided to **Those Charged with Governance** of the **Public Interest Entity** in relation to a particular non-assurance service include:

- The nature and scope of the service to be provided.
- The basis and amount of the proposed fee.
- Where the **Firm** has identified any threats to **Independence** that might be created by the provision of the proposed service, the basis for the **Firm's** assessment that the threats are at an **Acceptable Level** or, if not, the actions the **Firm** or **Network Firm** will take to eliminate or reduce any threats to **Independence** to an **Acceptable Level**.
- Whether the combined effect of providing multiple services creates threats to **Independence** or changes the level of previously identified threats.

R5600.23 A **Firm** or a **Network Firm** shall not provide a non-assurance service to any of the entities referred to in paragraph R5600.22 unless **Those Charged with Governance** of the **Public Interest Entity** have concurred either under a process agreed with **Those Charged with Governance** or in relation to a specific service with:

- (a) The **Firm's** conclusion that the provision of the service will not create a threat to the **Firm's Independence** in providing the sustainability assurance service to the **Public Interest Entity**, or that any identified threat is at an **Acceptable Level** or, if not, will be eliminated, or reduced to an **Acceptable Level**; and
- (b) The provision of that service.

R5600.24 As an exception to paragraphs R5600.22 and R5600.23, where a **Firm** is prohibited by applicable professional standards, laws or regulations from providing information about the proposed non-assurance service to **Those Charged with Governance** of the **Public Interest Entity**, or where the provision of such information would result in disclosure of sensitive or **Confidential Information**, the **Firm** may provide the proposed service provided that:

- (a) The **Firm** provides such information as it is able without breaching its legal or professional obligations;
- (b) The **Firm** informs **Those Charged with Governance** of the **Public Interest Entity** that the provision of the service will not create a threat to the **Firm's Independence** from the **Public Interest Entity**, or that any identified threat is at an **Acceptable Level** or, if not, will be eliminated or reduced to an **Acceptable Level**; and
- (c) **Those Charged with Governance** do not disagree with the **Firm's** conclusion in (b).

R5600.25 The **Firm** or the **Network Firm**, having taken into account any matters raised by **Those Charged with Governance** of the **Sustainability Assurance Client** that is a **Public Interest Entity** or by the entity referred to in paragraph R5600.22 that is the recipient of the proposed service, shall decline the non-assurance service or the **Firm** shall end the **Sustainability Assurance Engagement** if:

- (a) The **Firm** or the **Network Firm** is not permitted to provide any information to **Those Charged with Governance** of the **Sustainability Assurance Client** that is a **Public Interest Entity**, unless such a situation is addressed in a process agreed in advance with **Those Charged with Governance**; or
- (b) **Those Charged with Governance** of a **Sustainability Assurance Client** that is a **Public Interest Entity** disagree with the **Firm's** conclusion that the provision of the service will not create a threat to the **Firm's Independence** from the client or that any identified threat is at an **Acceptable Level** or, if not, will be eliminated or reduced to an **Acceptable Level**.

Sustainability Assurance Client that Later Becomes a Public Interest Entity

R5600.26 A non-assurance service provided, either currently or previously, by a **Firm** or a **Network Firm** to a **Sustainability Assurance Client** compromises the **Firm's Independence** when the client becomes a **Public Interest Entity** unless:

- (a) The previous non-assurance service complies with the provisions of this section that relate to **Sustainability Assurance Clients** that are not **Public Interest Entities**;
- (b) Non-assurance services currently in progress that are not permitted under this section for **Sustainability Assurance Clients** that are **Public Interest Entities** are ended before or, if that is not possible, as soon as practicable after, the client becomes a **Public Interest Entity**; and

(c) The **Firm** and **Those Charged with Governance** of the client that becomes a **Public Interest Entity** agree and take further actions to address any threats to **Independence** that are not at an **Acceptable Level**.

5600.26 A1 Examples of actions that the **Firm** might recommend to the **Sustainability Assurance Client** include engaging another **Firm** to:

- Review or re-perform the affected sustainability assurance work to the extent necessary.
- Evaluate the results of the non-assurance service or re-perform the non-assurance service to the extent necessary to enable the other **Firm** to take responsibility for the service.

Considerations for Certain Related Entities

R5600.27 This section includes requirements that prohibit **Firms** and **Network Firms** from providing certain non-assurance services to **Sustainability Assurance Clients**. As an exception to those requirements and the requirement in paragraph R5400.20, a **Firm** or a **Network Firm** may assume management responsibilities or provide certain non-assurance services that would otherwise be prohibited to the following **Related Entities** of the client on whose **Sustainability Information** the **Firm** will express an opinion:

- (a) An entity that has direct or indirect control over the client;
- (b) An entity with a **Direct Financial Interest** in the client if that entity has significant influence over the client and the interest in the client is material to such entity; or
- (c) An entity which is under common control with the client,
provided that all of the following conditions are met:
 - (i) The **Firm** or a **Network Firm** does not express an opinion on the **Sustainability Information** of the **Related Entity**;
 - (ii) The **Firm** or a **Network Firm** does not assume a management responsibility, directly or indirectly, for the entity on whose **Sustainability Information** the **Firm** will express an opinion;
 - (iii) The services do not create a self-review threat; and
 - (iv) The **Firm** addresses other threats created by providing such services that are not at an **Acceptable Level**.

Documentation

5600.28 A1 Documentation of the **Firm's** conclusions regarding compliance with this section in accordance with paragraphs R5400.60 and 5400.60 A1 might include:

- Key elements of the **Firm's** understanding of the nature of the non-assurance service to be provided and whether and how the service might impact the **Sustainability Information** on which the **Firm** will express an opinion.
- The nature of any threat to **Independence** that is created by providing the service to the **Sustainability Assurance Client**, including whether the results of the service will be subject to sustainability assurance procedures.
- The extent of management's involvement in the provision and oversight of the proposed non-assurance service.
- Any safeguards that are applied, or other actions taken to address a threat to **Independence**.

- The **Firm's** rationale for determining that the service is not prohibited and that any identified threat to **Independence** is at an **Acceptable Level**.
- In relation to the provision of a proposed non-assurance service to the entities referred to in paragraph R5600.22, the steps taken to comply with paragraphs R5600.22 to R5600.24.

SUBSECTION 5601 – SUSTAINABILITY DATA AND INFORMATION SERVICES

Introduction

5601.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing sustainability data and information services for the preparation or maintenance of sustainability data, records or information to a **Sustainability Assurance Client**.

Requirements and Application Material

General

5601.2 A1 Management is responsible for the preparation and presentation of the **Sustainability Information** in accordance with the applicable sustainability reporting framework. These responsibilities include:

- Determining sustainability reporting policies and the reporting treatment in accordance with those policies.
- Preparing or changing source documents or originating data, in electronic or other form, evidencing the occurrence of a transaction, event or other matter included in the **Sustainability Information**.
- Originating or changing sustainability data entries or records.
- Determining or approving **Sustainability Information** classifications.

Paragraph R5400.20 prohibits a **Firm** or a **Network Firm** from assuming a management responsibility.

Description of Service

5601.3 A1 Sustainability data and information services comprise a broad range of services including:

- Preparing sustainability data records or **Sustainability Information** that is reported.
- Recording data, events or other matters included in the **Sustainability Information**.
- Resolving **Sustainability Information** inaccuracies.
- Converting existing **Sustainability Information** from one sustainability reporting framework to another.
- Accounting and bookkeeping services that might affect the **Sustainability Information** on which the **Firm** expresses an opinion.

Potential Threats Arising from the Provision of Sustainability Data and Information Services

All Sustainability Assurance Clients

5601.4 A1 Providing sustainability data and information services to a **Sustainability Assurance Client** creates a self-review threat when there is a risk that the results of the services will affect the **Sustainability Information** on which the **Firm** will express an opinion, or the sustainability data or information records underlying that information.

Sustainability Assurance Clients that are Not Public Interest Entities

R5601.5 **A Firm or a Network Firm shall not provide to a Sustainability Assurance Client that is not a Public Interest Entity sustainability data and information services that might affect the Sustainability Information on which the Firm expresses an opinion, unless:**

- (a) **The services are of a routine or mechanical nature; and**
- (b) **The Firm addresses any threats that are not at an Acceptable Level.**

5601.5 A1 Sustainability data and information services that are routine or mechanical:

- (a) Involve information, data or material in relation to which the client has made any judgements or decisions that might be necessary; and
- (b) Require little or no professional judgement.

5601.5 A2 Sustainability data and information services can either be manual or automated. In determining whether an automated service is routine or mechanical, factors to be considered include the activities performed by, and the output of, the technology, and whether the technology provides an automated service that is based on or requires the **Expertise** or judgement of the **Firm** or **Network Firm**.

5601.5 A3 Examples of services, whether manual or automated, that might be regarded as routine or mechanical include:

- Preparing calculations or reports based on client or third party-originated data for approval by the client.
- Recording recurring data which are easily determinable from source documents, where the client has determined or approved the appropriate classification.
- Posting data coded by the client or received from third parties to the **Sustainability Information** records.
- Preparing **Sustainability Information** to be reported based on information in the client-approved records and preparing related notes based on client-approved records.
- Compiling and presenting factual sustainability data from client or third-party identified sources for comparative purposes.

The **Firm** or a **Network Firm** may provide such services to **Sustainability Assurance Clients** that are not **Public Interest Entities** provided that the **Firm** or **Network Firm** complies with the requirements of paragraph R5400.21 to ensure that it does not assume a management responsibility in connection with the service and with the requirement in paragraph R5601.5(b).

5601.5 A4 Examples of actions that might be safeguards to address a self-review threat created when providing sustainability data and information services of a routine or mechanical nature to a **Sustainability Assurance Client** that is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or service performed.

Sustainability Assurance Clients that are Public Interest Entities

R5601.6 A **Firm** or a **Network Firm** shall not provide sustainability data and information services that might affect the **Sustainability Information** on which the **Firm** expresses an opinion to a **Sustainability Assurance Client** that is a **Public Interest Entity**.

[Paragraph R5601.7 is intentionally left blank]

SUBSECTION 5602 – ADMINISTRATIVE SERVICES

Introduction

5602.1 In addition to the specific application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing administrative services.

Application Material

Description of Service

5602.2 A1 Administrative services involve assisting clients with their routine or mechanical tasks within the normal course of operations.

5602.2 A2 Examples of administrative services include:

- Word processing or document formatting.
- Preparing administrative or statutory forms for client approval.
- Submitting such forms as instructed by the client.
- Monitoring statutory filing dates and advising a **Sustainability Assurance Client** of those dates.

Potential Threats Arising from the Provision of Administrative Services

All Sustainability Assurance Clients

5602.3 A1 Providing administrative services to a **Sustainability Assurance Client** does not usually create a threat when such services are clerical in nature and require little to no professional judgement.

SUBSECTION 5603 – VALUATIONS AND ADVISORY SERVICES ON FORWARD-LOOKING INFORMATION

Introduction

5603.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing valuations or advisory services on forward-looking information to a [Sustainability Assurance Client](#).

Requirements and Application Material

Description of Service

5603.2 A1 Valuations and advisory services on forward-looking information, including forecasting, include the making of assumptions with regard to future developments, the application of appropriate methodologies and techniques and the combination of both to compute a certain value, or range of values, for an asset, a liability or for the whole or part of an entity. For such services, the values might be non-monetary, for example, forecasting estimates of materials reserves or the amounts of hazardous substances produced by a manufacturing process.

5603.2 A2 If a [Firm](#) or a [Network Firm](#) is requested to perform a valuation or an advisory service on forward-looking information to assist a [Sustainability Assurance Client](#) with its tax reporting obligations or for tax planning purposes and the results of the service have no effect on the [Sustainability Information](#) on which the [Firm](#) will express an opinion, or the records underlying that information, other than through entries related to tax, the requirements and application material set out in paragraphs 5604.17 A1 to 5604.19 A1, relating to such services, apply.

Potential Threats Arising from the Provision of Valuations and Advisory Services on Forward-looking Information

All Sustainability Assurance Clients

5603.3 A1 Providing a valuation or an advisory service on forward-looking information to a [Sustainability Assurance Client](#) might create a self-review threat when there is a risk that the results of the service will affect the [Sustainability Information](#) on which the [Firm](#) will express an opinion or the records underlying that information. Such a service might also create an advocacy threat.

5603.3 A2 Factors that are relevant in identifying self-review or advocacy threats created by providing a valuation or an advisory service on forward-looking information to a [Sustainability Assurance Client](#), and evaluating the level of such threats include:

- The use and purpose of the results of the service or its inclusion in a report.
- Whether the results of the service will be made public.
- The extent to which the service methodology is supported by law or regulation, other precedent or established practice.
- The extent of the client's involvement in determining and approving the service methodology and other significant matters of judgement.
- The degree of subjectivity inherent in the item for the service involving standard or established methodologies.
- Whether the service will have a material effect on the [Sustainability Information](#).

- The extent of the disclosures related to the item covered by the service in the **Sustainability Information**.
- The volatility of the values involved as a result of dependence on future events.

When a self-review threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** has been identified, paragraph R5603.5 applies.

Sustainability Assurance Clients that are Not Public Interest Entities

5603.3 A3 Examples of actions that might be safeguards to address self-review or advocacy threats created by providing a valuation or an advisory service on forward-looking information to a **Sustainability Assurance Client** that is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service might address self-review or advocacy threats.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or service performed might address a self-review threat.

R5603.4 A Firm or a Network Firm shall not provide a valuation or an advisory service on forward looking information to a Sustainability Assurance Client that is not a Public Interest Entity if:

- (a) **The service involves a significant degree of subjectivity; and**
- (b) **The service will have a material effect on the Sustainability Information on which the Firm will express an opinion.**

5603.4 A1 Certain valuations and advisory services on forward-looking information do not involve a significant degree of subjectivity. This is likely to be the case when the underlying assumptions are established by law or regulation or when the techniques and methodologies to be used are based on generally accepted standards or prescribed by law or regulation. In such circumstances, the results of a valuation or an advisory service on forward-looking information performed by two or more parties are not likely to be materially different.

Sustainability Assurance Clients that are Public Interest Entities

Self-review Threats

R5603.5 A Firm or a Network Firm shall not provide a valuation or an advisory service on forward-looking information to a Sustainability Assurance Client that is a Public Interest Entity if the provision of the service might create a self-review threat. (Ref: Para. R5600.15 and R5600.17).

Advocacy Threats

5603.5 A1 An example of an action that might be a safeguard to address an advocacy threat created by providing a valuation or an advisory service on forward looking information to a **Sustainability Assurance Client** that is a **Public Interest Entity** is using professionals who are not **Sustainability Assurance Team** members to perform the service.

SUBSECTION 5604 – TAX SERVICES

Introduction

5604.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing a tax service to a [Sustainability Assurance Client](#).

Requirements and Application Material

Description of Service

5604.2 A1 Tax services comprise a broad range of services. This subsection deals specifically with:

- Tax return preparation.
- Tax calculations for the purpose of preparing accounting entries or [Sustainability Information](#).
- Tax advisory services.
- Tax planning services.
- Tax services involving valuations.
- Assistance in the resolution of tax disputes.

5604.2 A2 It is possible to consider tax services under broad headings, such as tax planning or compliance. However, such services are often interrelated in practice and might be combined with other types of non-assurance services provided by the [Firm](#) such as corporate finance services. It is, therefore, impracticable to categorise generically the threats to which specific tax services give rise.

5604.2 A3 While tax services are generally relevant to financial information and accounting entries, such services can also be relevant to sustainability and, where they are, might affect the [Sustainability Information](#) on which the [Firm](#) will express an opinion or the records underlying that information.

Potential Threats Arising from the Provision of Tax Services

5604.3 A1 Providing tax services to a [Sustainability Assurance Client](#) might create a self-review threat when there is a risk that the results of the services will affect the [Sustainability Information](#) on which the [Firm](#) will express an opinion or the records underlying that information. Such services might also create an advocacy threat.

5604.3 A2 Factors that are relevant in identifying self-review or advocacy threats created by providing any tax service to a [Sustainability Assurance Client](#), and evaluating the level of such threats include:

- The particular characteristics of the engagement.
- The level of tax [Expertise](#) of the client's employees.
- The system by which the tax authorities assess and administer the tax in question and the role of the [Firm](#) or [Network Firm](#) in that process.
- The complexity of the relevant tax regime and the degree of judgement necessary in applying it.

All Sustainability Assurance Clients

AUST R5604.4 A **Firm** or a **Network Firm** shall not provide a tax service or recommend a transaction to a **Sustainability Assurance Client** if the service or transaction relates to marketing, planning, or opining in favour of a tax treatment that was initially recommended, directly or indirectly, by the **Firm** or **Network Firm**, unless the **Firm** is confident that the proposed treatment has a basis in applicable tax law or regulation that is likely to prevail.

5604.4 A1 Unless the tax treatment has a basis in applicable tax law or regulation that the **Firm** is confident is likely to prevail, providing the non-assurance service described in paragraph AUST R5604.4 creates self-interest, self-review and advocacy threats that cannot be eliminated and safeguards are not capable of being applied to reduce such threats to an **Acceptable Level**.

AUST 5604.4 A1.1 The **Firm** will need a high level of confidence that the tax treatment has a basis in tax law that is likely to prevail to satisfy paragraph AUST R5604.4. The **Firm** will gain that confidence if there is a high probability, if viewed objectively by applying the reasonable and informed third party test, that the tax treatment will be likely to prevail.

AUST R5604.4.1 The **Firm** shall document the factors considered and conclusions reached in determining that the tax treatment satisfies the conditions described in paragraph AUST R5604.4.

A. Tax Return Preparation

Description of Service

5604.5 A1 Tax return preparation services include:

- Assisting clients with their tax reporting obligations by drafting and compiling information, including the amount of tax due (usually on standardised forms) required to be submitted to the applicable tax authorities.
- Advising on the tax return treatment of past transactions.
- Responding on behalf of the **Sustainability Assurance Client** to the tax authorities' requests for additional information and analysis (for example, providing explanations of and technical support for the approach being taken).

Potential Threats Arising from the Provision of Tax Return Preparation Services

All Sustainability Assurance Clients

5604.6 A1 Providing tax return preparation services does not usually create a threat because:

- (a) Tax return preparation services are based on historical information and principally involve analysis and presentation of such historical information under existing tax law, including precedents and established practice; and
- (b) Tax returns are subject to whatever review or approval process the tax authority considers appropriate.

B. Tax Calculations That Affect Sustainability Information

Description of Service

5604.7 A1 Tax calculation services involve the preparation of calculations of current and deferred tax liabilities or assets for the purpose of preparing accounting entries supporting tax assets or liabilities in the **Financial Statements** of the **Sustainability Assurance Client**. In some cases, those services might also affect the **Sustainability Information** of the client.

Potential Threats Arising from the Provision of Tax Calculation Services

All Sustainability Assurance Clients

5604.8 A1 Preparing tax calculations of current and deferred tax liabilities (or assets) for a **Sustainability Assurance Client** for the purpose of preparing accounting entries that support such balances creates a self-review threat where the results of those calculations affect the **Sustainability Information** on which the **Firm** expresses an opinion.

Sustainability Assurance Clients that are Not Public Interest Entities

5604.9 A1 In addition to the factors in paragraph 5604.3 A2, a factor that is relevant in evaluating the level of self-review threat created when preparing such calculations for a **Sustainability Assurance Client** is whether the calculation might have a material effect on the **Sustainability Information** on which the **Firm** will express an opinion.

5604.9 A2 Examples of actions that might be safeguards to address such a self-review threat when the **Sustainability Assurance Client** is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or service performed.

Sustainability Assurance Clients that are Public Interest Entities

R5604.10 A **Firm** or a **Network Firm** shall not prepare tax calculations of current and deferred tax liabilities (or assets) for a **Sustainability Assurance Client** that is a **Public Interest Entity** if the results of the services will affect the **Sustainability Information** on which the **Firm** will express an opinion. (Ref: Para. R5600.15 and R5600.17).

C. Tax Advisory and Tax Planning Services

Description of Service

5604.11 A1 Tax advisory and tax planning services comprise a broad range of services, such as advising the **Sustainability Assurance Client** how to structure its affairs in a tax efficient manner or advising on the application of a tax law or regulation.

Potential Threats Arising from the Provision of Tax Advisory and Tax Planning Services

All Sustainability Assurance Clients

5604.12 A1 Providing tax advisory and tax planning services to a **Sustainability Assurance Client** might create a self-review threat when there is a risk that the results of the services will affect the **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information. Such services might also create an advocacy threat.

5604.12 A2 Providing tax advisory and tax planning services will not create a self-review threat if such services:

- (a) Are supported by a tax authority or other precedent;
- (b) Are based on an established practice (being a practice that has been commonly used and has not been challenged by the relevant tax authority); or
- (c) Have a basis in tax law that the **Firm** is confident is likely to prevail.

AUST 5604.12 A2.1 The **Firm** will need a high level of confidence that the tax advisory and tax planning services have a basis in tax law that is likely to prevail to satisfy subparagraph 5604.12 A2(c). The **Firm** will gain that confidence if there is a high probability, if viewed objectively by applying the reasonable and informed third party test, that the tax advisory and tax planning services will be likely to prevail.

AUST R5604.12.1 The **Firm** shall document the factors considered and conclusions reached in determining that the tax advisory and tax planning service satisfies one or more of the conditions described in paragraph 5604.12 A2.

5604.12 A3 In addition to paragraph 5604.3 A2, factors that are relevant in identifying self-review or advocacy threats created by providing tax advisory and tax planning services to **Sustainability Assurance Clients**, and evaluating the level of such threats include:

- The degree of subjectivity involved in determining the appropriate treatment for the tax advice in the **Sustainability Information** on which the **Firm** will express an opinion.
- Whether the tax treatment is supported by a ruling or has otherwise been cleared by the tax authority before the preparation of the **Sustainability Information** on which the **Firm** will express an opinion.
- The extent to which the outcome of the tax advice might have a material effect on the **Sustainability Information** on which the **Firm** will express an opinion.

When a self-review threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** has been identified, paragraph R5604.15 applies.

When Effectiveness of Tax Advice Is Dependent on a Particular Accounting Treatment or Presentation

R5604.13 A **Firm** or a **Network Firm** shall not provide tax advisory and tax planning services to a **Sustainability Assurance Client** when:

- (a) The effectiveness of the tax advice depends on a particular treatment or presentation in the **Sustainability Information** on which the **Firm** will express an opinion; and
- (b) The **Sustainability Assurance Team** has doubt as to the appropriateness of the related treatment or presentation under the relevant sustainability reporting framework.

Sustainability Assurance Clients that are Not Public Interest Entities

5604.14 A1 Examples of actions that might be safeguards to address self-review or advocacy threats created by providing tax advisory and tax planning services to a **Sustainability Assurance Client** that is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service might address self-review or advocacy threats.
- Having an appropriate reviewer, who was not involved in providing the service, review the sustainability assurance work or service performed might address a self-review threat.

- Obtaining pre-clearance from the tax authorities might address self-review or advocacy threats.

Sustainability Assurance Clients that are Public Interest Entities

Self-review Threats

R5604.15 A **Firm** or a **Network Firm** shall not provide tax advisory and tax planning services to a **Sustainability Assurance Client** that is a **Public Interest Entity** if the provision of such services might create a self-review threat. (Ref: Para. R5600.15, R5600.17, 5604.12 A2).

Advocacy Threats

5604.15 A1 Examples of actions that might be safeguards to address an advocacy threat created by providing tax advisory and tax planning services to a **Sustainability Assurance Client** that is a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service.
- Obtaining pre-clearance from the tax authorities.

D. Tax Services Involving Valuations

Description of Service

5604.16 A1 The provision of tax services involving valuations might arise in a range of circumstances including:

- Merger and acquisition transactions.
- Group restructurings and corporate reorganisations.
- Transfer pricing studies.
- Stock-based compensation arrangements.

Potential Threats Arising from the Provision of Tax Services involving Valuations

All Sustainability Assurance Clients

5604.17 A1 Providing a valuation for tax purposes to a **Sustainability Assurance Client** might create a self-review threat when there is a risk that the results of the service will affect the **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information. Such a service might also create an advocacy threat.

5604.17 A2 When a **Firm** or a **Network Firm** performs a valuation for tax purposes to assist a **Sustainability Assurance Client** with its tax reporting obligations or for tax planning purposes, the result of the valuation might:

- (a) Have no effect on the **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information, other than through accounting entries related to tax. In such situations, the requirements and application material set out in this subsection apply.
- (b) Affect the **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information, in ways not limited to accounting entries related to tax, for example, if the valuation leads to a revaluation of assets. In such situations, the requirements and application material set out in subsection 5603 relating to valuation services apply.

5604.17 A3 Performing a valuation for tax purposes for a **Sustainability Assurance Client** will not create a self-review threat if:

- (a) The underlying assumptions are either established by law or regulation, or are widely accepted; or
- (b) The techniques and methodologies to be used are based on generally accepted standards or prescribed by law or regulation, and the valuation is subject to external review by a tax authority or similar regulatory authority.

Sustainability Assurance Clients that are Not Public Interest Entities

5604.18 A1 A **Firm** or a **Network Firm** might perform a valuation for tax purposes for a **Sustainability Assurance Client** that is not a **Public Interest Entity** where the result of the valuation only affects the **Sustainability Information** on which the **Firm** will express an opinion, or the records underlying that information, through adjustments related to tax. This would not usually create threats if the effect on the **Sustainability Information** is immaterial or the valuation, as incorporated in a tax return or other filing, is subject to external review by a tax authority or similar regulatory authority.

5604.18 A2 If the valuation that is performed for tax purposes is not subject to an external review and the effect is material to the **Sustainability Information** on which the **Firm** expresses an opinion, in addition to paragraph 5604.3 A2, the following factors are relevant in identifying self-review or advocacy threats created by providing those services to a **Sustainability Assurance Client** that is not a **Public Interest Entity**, and evaluating the level of such threats:

- The extent to which the valuation methodology is supported by tax law or regulation, other precedent or established practice.
- The degree of subjectivity inherent in the valuation.
- The reliability and extent of the underlying data.

5604.18 A3 Examples of actions that might be safeguards to address such threats for a **Sustainability Assurance Client** that is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service might address self-review or advocacy threats.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or service performed might address a self-review threat.
- Obtaining pre-clearance from the tax authorities might address self-review or advocacy threats.

Sustainability Assurance Clients that are Public Interest Entities

Self-review Threats

R5604.19 A **Firm** or a **Network Firm** shall not perform a valuation for tax purposes for a **Sustainability Assurance Client** that is a **Public Interest Entity** if the provision of that service might create a self-review threat. (Ref: Para. R5600.15, R5600.17, 5604.17 A3).

Advocacy Threats

5604.19 A1 Examples of actions that might be safeguards to address an advocacy threat created by providing a valuation for tax purposes for a **Sustainability Assurance Client** that is a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service.
- Obtaining pre-clearance from the tax authorities.

E. Assistance in the Resolution of Tax Disputes

Description of Service

5604.20 A1 A non-assurance service to provide assistance to a **Sustainability Assurance Client** in the resolution of tax disputes might arise from a tax authority's consideration of tax calculations and treatments. Such a service might include, for example, providing assistance when the tax authorities have notified the client that arguments on a particular issue have been rejected and either the tax authority or the client refers the matter for determination in a formal proceeding before a tribunal or court.

Potential Threats Arising from the Provision of Assistance in the Resolution of Tax Disputes

All Sustainability Assurance Clients

5604.21 A1 Providing assistance in the resolution of a tax dispute to a **Sustainability Assurance Client** might create a self-review threat when there is a risk that the results of the service will affect the **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information. Such a service might also create an advocacy threat.

5604.22 A1 In addition to those identified in paragraph 5604.3 A2, factors that are relevant in identifying self-review or advocacy threats created by assisting a **Sustainability Assurance Client** in the resolution of tax disputes, and evaluating the level of such threats include:

- The role management plays in the resolution of the dispute.
- The extent to which the outcome of the dispute will have a material effect on the **Sustainability Information** on which the **Firm** will express an opinion.
- Whether the **Firm** or **Network Firm** provided the advice that is the subject of the tax dispute.
- The extent to which the matter is supported by tax law or regulation, other precedent, or established practice.
- Whether the proceedings are conducted in public.

When a self-review threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** has been identified, paragraph R5604.24 applies.

Sustainability Assurance Clients that are Not Public Interest Entities

5604.23 A1 Examples of actions that might be safeguards to address self-review or advocacy threats created by assisting a **Sustainability Assurance Client** that is not a **Public Interest Entity** in the resolution of tax disputes include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service might address self-review or advocacy threats.

- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or the service performed might address a self-review threat.

Sustainability Assurance Clients that are Public Interest Entities

Self-review Threats

R5604.24 A **Firm** or a **Network Firm** shall not provide assistance in the resolution of tax disputes to a **Sustainability Assurance Client** that is a **Public Interest Entity** if the provision of that assistance might create a self-review threat. (Ref: Para. R5600.15 and R5600.17).

Advocacy Threats

5604.24 A1 An example of an action that might be a safeguard to address an advocacy threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** is using professionals who are not **Sustainability Assurance Team** members to perform the service.

Resolution of Tax Matters Including Acting as an Advocate Before a Tribunal or Court

Sustainability Assurance Clients that are Not Public Interest Entities

R5604.25 A **Firm** or a **Network Firm** shall not provide tax services that involve assisting in the resolution of tax disputes to a **Sustainability Assurance Client** that is not a **Public Interest Entity** if:

- (a) The services involve acting as an advocate for the **Sustainability Assurance Client** before a tribunal or court in the resolution of a tax matter; and
- (b) The amounts involved are material to the **Sustainability Information** on which the **Firm** will express an opinion.

Sustainability Assurance Clients that are Public Interest Entities

R5604.26 A **Firm** or a **Network Firm** shall not provide tax services that involve assisting in the resolution of tax disputes to a **Sustainability Assurance Client** that is a **Public Interest Entity** if the services involve acting as an advocate for the **Sustainability Assurance Client** before a tribunal or court.

All Sustainability Assurance Clients

5604.27 A1 Paragraphs R5604.25 and R5604.26 do not preclude a **Firm** or a **Network Firm** from having a continuing advisory role in relation to the matter that is being heard before a tribunal or court, for example:

- Responding to specific requests for information.
- Providing factual accounts or testimony about the work performed.
- Assisting the client in analysing the tax issues related to the matter.

5604.27 A2 What constitutes a “tribunal or court” depends on how tax proceedings are heard in the particular jurisdiction.

SUBSECTION 5605 – INTERNAL AUDIT SERVICES

Introduction

5605.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing an internal audit service to a **Sustainability Assurance Client**.⁵¹

Requirements and Application Material

Description of Service

5605.2 A1 Internal audit services comprise a broad range of activities and might involve assisting the **Sustainability Assurance Client** in the performance of one or more aspects of its internal audit activities. Internal audit activities might include:

- Monitoring of internal control – reviewing controls, monitoring their operation and recommending improvements to them.
- Examining financial and operating information relevant to sustainability by:
 - Reviewing the means used to identify, measure, classify and report that financial and operating information.
 - Inquiring specifically into individual items including detailed testing of transactions, balances and procedures.
- Reviewing the economy, efficiency and effectiveness of operating activities relevant to sustainability including non-financial activities of an entity.
- Reviewing compliance with:
 - Laws, regulations and other external requirements.
 - Management policies, directives and other internal requirements.

5605.2 A2 The scope and objectives of internal audit activities vary widely and depend on the size and structure of the entity and the requirements of **Those Charged with Governance** as well as the needs and expectations of management. They might involve matters that are operational in nature that will be subject to consideration in relation to the assurance of **Sustainability Information**.

Risk of Assuming Management Responsibility When Providing an Internal Audit Service

R5605.3 Paragraph R5400.20 precludes a **Firm** or a **Network Firm** from assuming a management responsibility. When providing an internal audit service to a **Sustainability Assurance Client**, the **Firm** shall be satisfied that:

- (a) The client designates an appropriate and competent resource, who reports to **Those Charged with Governance** to:
 - (i) Be responsible at all times for internal audit activities; and
 - (ii) Acknowledge responsibility for designing, implementing, monitoring and maintaining internal control;
- (b) The client reviews, assesses and approves the scope, risk and frequency of the internal audit services;

⁵¹ The AUASB has prohibited the use of direct assistance from individuals within the client's internal audit function in **Auditing and Assurance Standard ASSA 5000 General Requirements for Sustainability Assurance Engagements**.

- (c) The client evaluates the adequacy of the internal audit services and the findings resulting from their performance;
- (d) The client evaluates and determines which recommendations resulting from internal audit services to implement and manages the implementation process; and
- (e) The client reports to **Those Charged with Governance** the significant findings and recommendations resulting from the internal audit services.

5605.3 A1 Performing part of the client's internal audit activities increases the possibility that individuals within the **Firm** or the **Network Firm** providing internal audit services will assume a management responsibility.

5605.3 A2 Examples of internal audit services that involve assuming management responsibilities include:

- Setting internal audit policies or the strategic direction of internal audit activities.
- Directing and taking responsibility for the actions of the entity's internal audit employees.
- Deciding which recommendations resulting from internal audit activities to implement.
- Reporting the results of the internal audit activities to **Those Charged with Governance** on behalf of management.
- Performing procedures that form part of the internal control, such as reviewing and approving changes to employee data access privileges.
- Taking responsibility for designing, implementing, monitoring and maintaining internal control.
- Performing outsourced internal audit services, comprising all or a substantial portion of the internal audit function, where the **Firm** or **Network Firm** is responsible for determining the scope of the internal audit work; and might have responsibility for one or more of the matters noted above.

Potential Threats Arising from the Provision of Internal Audit Services

All Sustainability Assurance Clients

5605.4 A1 Providing internal audit services to a **Sustainability Assurance Client** might create a self-review threat when there is a risk that the results of the services impact the assurance of the **Sustainability Information** on which the **Firm** will express an opinion.

5605.4 A2 When a **Firm** uses the work of an internal audit function in a **Sustainability Assurance Engagement**, the applicable assurance standards ordinarily require the performance of procedures to evaluate the adequacy of that work. Similarly, when a **Firm** or a **Network Firm** accepts an engagement to provide internal audit services to a **Sustainability Assurance Client**, the results of those services might be used in conducting the external assurance of **Sustainability Information**. This might create a self-review threat because it is possible that the **Engagement Team** will use the results of the internal audit service for purposes of the **Sustainability Assurance Engagement** without:

- (a) Appropriately evaluating those results; or
- (b) Exercising the same level of professional scepticism as would be exercised when the internal audit work is performed by individuals who are not members of the **Firm**.

5605.4 A3 Factors that are relevant in identifying a self-review threat created by providing internal audit services to a **Sustainability Assurance Client**, and evaluating the level of such a threat include:

- The materiality of the related **Sustainability Information**.
- The risk of misstatement of the assertions related to that **Sustainability Information**.
- The degree of reliance that the **Engagement Team** will place on the work of the internal audit service.

When a self-review threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** has been identified, paragraph R5605.6 applies.

Sustainability Assurance Clients that are Not Public Interest Entities

5605.5 A1 An example of an action that might be a safeguard to address a self-review threat created by the provision of an internal audit service to a **Sustainability Assurance Client** that is not a **Public Interest Entity** is using professionals who are not **Sustainability Assurance Team** members to perform the service.

Sustainability Assurance Clients that are Public Interest Entities

R5605.6 **A Firm or a Network Firm shall not provide internal audit services to a Sustainability Assurance Client that is a Public Interest Entity if the provision of such services might create a self-review threat. (Ref: Para. R5600.15 and R5600.17).**

5605.6 A1 Examples of the services that are prohibited under paragraph R5605.6 include internal audit services that relate to:

- The internal controls over sustainability reporting.
- **Sustainability Information** systems that generate information for the client's **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information.
- Amounts or disclosures that relate to the **Sustainability Information** on which the **Firm** will express an opinion.

SUBSECTION 5606 – INFORMATION TECHNOLOGY SYSTEMS SERVICES

Introduction

5606.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing an information technology (IT) systems service to a **Sustainability Assurance Client**.

Requirements and Application Material

Description of Service

5606.2 A1 IT systems services comprise a broad range of services including:

- Designing or developing hardware or software IT systems.
- Implementing IT systems, including installation, configuration, interfacing, or customisation.

- Operating, maintaining, monitoring, updating or upgrading IT systems.
- Collecting or storing data or managing (directly or indirectly) the hosting of data.

5606.2 A2 The IT systems might:

- (a) Aggregate source data;
- (b) Form part of the internal control over sustainability reporting; or
- (c) Generate information that affects the **Sustainability Information** records or **Sustainability Information** reported, including related disclosures.

However, the IT systems might also involve matters that are unrelated to the **Sustainability Assurance Client's** records underlying the **Sustainability Information** or the internal control over sustainability reporting.

Risk of Assuming Management Responsibility When Providing an IT Systems Service

R5606.3 Paragraph R5400.20 precludes a **Firm** or a **Network Firm** from assuming a management responsibility. When providing IT systems services to a **Sustainability Assurance Client**, the **Firm** or **Network Firm** shall be satisfied that:

- (a) The client acknowledges its responsibility for establishing and monitoring a system of internal controls;
- (b) The client, through a competent individual (or individuals), preferably within senior management, makes all management decisions that are the proper responsibility of management with respect to the design, development, implementation, operation, maintenance, monitoring, updating or upgrading of the IT systems;
- (c) The client evaluates the adequacy and results of the design, development, implementation, operation, maintenance, monitoring, updating or upgrading of the IT system; and
- (d) The client is responsible for operating the IT system and for the data it generates and uses.

5606.3 A1 Examples of IT systems services that result in the assumption of a management responsibility include where a **Firm** or a **Network Firm**:

- Stores data or manages (directly or indirectly) the hosting of data on behalf of the **Sustainability Assurance Client**. Such services include:
 - Acting as the only access to a financial or non-financial information system of the **Sustainability Assurance Client**.
 - Taking custody of or storing the **Sustainability Assurance Client's** data or records such that the **Sustainability Assurance Client's** data or records are otherwise incomplete.
 - Providing electronic security or back-up services, such as business continuity or a disaster recovery function, for the **Sustainability Assurance Client's** data or records.
- Operates, maintains, or monitors the **Sustainability Assurance Client's** IT systems, network or website.

5606.3 A2 The collection, receipt, transmission and retention of data provided by a **Sustainability Assurance Client** in the course of a **Sustainability Assurance Engagement** or to enable the provision of a permissible service to that client does not result in an assumption of management responsibility.

Potential Threats Arising from the Provision of IT Systems Services

Sustainability Assurance Clients

5606.4 A1 Providing IT systems services to a **Sustainability Assurance Client** might create a self-review threat when there is a risk that the results of the services will affect the assurance of the **Sustainability Information** on which the **Firm** will express an opinion.

5606.4 A2 Factors that are relevant in identifying a self-review threat created by providing an IT systems service to a **Sustainability Assurance Client**, and evaluating the level of such a threat include:

- The nature of the service.
- The nature of the client's IT systems and the extent to which the IT systems service impacts or interacts with the client's **Sustainability Information** on which the **Firm** will express an opinion, the records underlying that information, or internal controls over sustainability reporting.
- The degree of reliance that will be placed on the particular IT systems as part of the **Sustainability Assurance Engagement**.

When a self-review threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** has been identified, paragraph R5606.6 applies.

5606.4 A3 Examples of IT systems services that create a self-review threat when they form part of or affect a **Sustainability Assurance Client's Sustainability Information** records or system of internal control over sustainability reporting include:

- Designing, developing, implementing, operating, maintaining, monitoring, updating or upgrading IT systems, including those related to cybersecurity.
- Supporting a **Sustainability Assurance Client's** IT systems, including network and software applications.
- Implementing **Sustainability Information** management systems or **Sustainability Information** reporting software, whether or not it was developed by the **Firm** or a **Network Firm**.

Sustainability Assurance Clients that are Not Public Interest Entities

5606.5 A1 An example of an action that might be a safeguard to address a self-review threat created by the provision of an IT systems service to a **Sustainability Assurance Client** that is not a **Public Interest Entity** is using professionals who are not **Sustainability Assurance Team** members to perform the service.

Sustainability Assurance Clients that are Public Interest Entities

R5606.6 **A Firm or a Network Firm shall not provide IT systems services to a Sustainability Assurance Client that is a Public Interest Entity if the provision of such services might create a self-review threat (Ref: Para. R5600.15 and R5600.17).**

SUBSECTION 5607 – LITIGATION SUPPORT SERVICES

Introduction

5607.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing a litigation support service to a *Sustainability Assurance Client*.

Requirements and Application Material

Description of Service

5607.2 A1 Litigation support services might include activities such as:

- Assisting with document management and retrieval.
- Acting as a witness, including an expert witness.
- Calculating estimated damages or other amounts that might become receivable or payable as the result of litigation or other legal dispute.
- Forensic or investigative services.

Potential Threats Arising from the Provision of Litigation Support Services

All Sustainability Assurance Clients

5607.3 A1 Providing litigation support services to a *Sustainability Assurance Client* might create a self-review threat when there is a risk that the results of the services will affect the *Sustainability Information* on which the *Firm* will express an opinion or the records underlying that information. Such services might also create an advocacy threat.

5607.4 A1 Factors that are relevant in identifying self-review or advocacy threats created by providing litigation support services to a *Sustainability Assurance Client*, and evaluating the level of such threats include:

- The legal and regulatory environment in which the service is provided.
- The nature and characteristics of the service.
- The extent to which the outcome of the litigation support service might involve estimating, or might affect the estimation of, damages or other amounts that might have a material effect on the *Sustainability Information* on which the *Firm* will express an opinion.

When a self-review threat for a *Sustainability Assurance Client* that is a *Public Interest Entity* has been identified, paragraph R5607.6 applies.

5607.4 A2 If a *Firm* or a *Network Firm* provides a litigation support service to a *Sustainability Assurance Client* and the service might involve estimating, or might affect the estimation of, damages or other amounts that affect the *Sustainability Information* on which the *Firm* will express an opinion, the requirements and application material set out in Subsection 5603 related to valuation services apply.

Sustainability Assurance Clients that are Not Public Interest Entities

5607.5 A1 An example of an action that might be a safeguard to address a self-review or advocacy threat created by providing a litigation support service to a **Sustainability Assurance Client** that is not a **Public Interest Entity** is using a professional who was not a **Sustainability Assurance Team** member to perform the service.

Sustainability Assurance Clients that are Public Interest Entities

Self-review Threats

R5607.6 **A Firm or a Network Firm shall not provide litigation support services to a Sustainability Assurance Client that is a Public Interest Entity if the provision of such services might create a self-review threat.** (Ref: Para. R5600.15 and R5600.17).

5607.6 A1 An example of a service that is prohibited because it might create a self-review threat is providing advice in connection with a legal proceeding where there is a risk that the outcome of the service affects the quantification of any provision or other amount in the **Sustainability Information** on which the **Firm** will express an opinion.

Advocacy Threats

5607.6 A2 An example of an action that might be a safeguard to address an advocacy threat created by providing a litigation support service to a **Sustainability Assurance Client** that is a **Public Interest Entity** is using a professional who was not a **Sustainability Assurance Team** member to perform the service.

Acting as a Witness

Sustainability Assurance Clients

5607.7 A1 A professional within the **Firm** or the **Network Firm** might give evidence to a tribunal or court as a witness of fact or as an expert witness.

- (a) A witness of fact is an individual who gives evidence to a tribunal or court based on his or her direct knowledge of facts or events.
- (b) An expert witness is an individual who gives evidence, including opinions on matters, to a tribunal or court based on that individual's **Expertise**.

5607.7 A2 A threat to **Independence** is not created when an individual, in relation to a matter that involves a **Sustainability Assurance Client**, acts as a witness of fact and in the course of doing so provides an opinion within the individual's area of **Expertise** in response to a question asked in the course of giving factual evidence.

5607.7 A3 The advocacy threat created when acting as an expert witness on behalf of a **Sustainability Assurance Client** is at an **Acceptable Level** if a **Firm** or a **Network Firm** is:

- (a) Appointed by a tribunal or court to act as an expert witness in a matter involving a client; or
- (b) Engaged to advise or act as an expert witness in relation to a class action (or an equivalent group representative action) provided that:
 - (i) The **Firm's Sustainability Assurance Clients** constitute less than 20% of the members of the class or group (in number and in value);
 - (ii) No **Sustainability Assurance Client** is designated to lead the class or group; and

(iii) No **Sustainability Assurance Client** is authorised by the class or group to determine the nature and scope of the services to be provided by the Firm or the terms on which such services are to be provided.

Sustainability Assurance Clients that are Not Public Interest Entities

5607.8 A1 An example of an action that might be a safeguard to address an advocacy threat for a **Sustainability Assurance Client** that is not a **Public Interest Entity** is using a professional to perform the service who is not, and has not been, a **Sustainability Assurance Team member**.

Sustainability Assurance Clients that are Public Interest Entities

R5607.9 A **Firm** or a **Network Firm**, or an individual within a **Firm** or a **Network Firm**, shall not act for a **Sustainability Assurance Client** that is a **Public Interest Entity** as an expert witness in a matter unless the circumstances set out in paragraph 5607.7 A3 apply.

SUBSECTION 5608 – LEGAL SERVICES

Introduction

5608.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing a legal service to a **Sustainability Assurance Client**.

Requirements and Application Material

Description of Service

5608.2 A1 Legal services are defined as any services for which the individual providing the services must either:

- (a) Have the required legal training to practice law; or
- (b) Be admitted to practice law before the courts of the jurisdiction in which such services are to be provided.

5608.2 A2 This subsection deals specifically with:

- Providing legal advice.
- Acting as general counsel.
- Acting in an advocacy role.

Potential Threats Arising from Providing Legal Services

All Sustainability Assurance Clients

5608.3 A1 Providing legal services to a **Sustainability Assurance Client** might create a self-review threat when there is a risk that the results of the services will affect the **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information. Such services might also create an advocacy threat.

A. Providing Legal Advice

Description of Service

5608.4 A1 Depending on the jurisdiction, providing legal advice might include a wide and diversified range of service areas including both corporate and commercial services to **Sustainability Assurance Clients**, such as:

- Contract support.
- Supporting a **Sustainability Assurance Client** in executing a transaction.
- Mergers and acquisitions.
- Supporting and assisting a **Sustainability Assurance Client's** internal legal department.
- Legal due diligence and restructuring.

Potential Threats Arising from Providing Legal Advice

All Sustainability Assurance Clients

5608.5 A1 Factors that are relevant in identifying self-review or advocacy threats created by providing legal advice to a **Sustainability Assurance Client**, and evaluating the level of such threats include:

- The materiality of the specific matter in relation to the client's **Sustainability Information** reported.
- The complexity of the legal matter and the degree of judgement necessary to provide the service.

When a self-review threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** has been identified, paragraph R5608.7 applies.

5608.5 A2 Examples of legal advice that might create a self-review threat include:

- Estimating a potential loss arising from a lawsuit that will be disclosed in the **Sustainability Information** on which the **Firm** will express an opinion.
- Interpreting provisions in contracts that might affect information disclosed in the **Sustainability Information** on which the **Firm** will express an opinion.

5608.5 A3 Negotiating on behalf of a **Sustainability Assurance Client** might create an advocacy threat or might result in the **Firm** or **Network Firm** assuming a management responsibility.

Sustainability Assurance Clients that are Not Public Interest Entities

5608.6 A1 Examples of actions that might be safeguards to address self-review or advocacy threats created by providing legal advice to a **Sustainability Assurance Client** that is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service might address a self-review or advocacy threat.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or the service performed might address a self-review threat.

Sustainability Assurance Clients that are Public Interest Entities

Self-review Threats

R5608.7 **A Firm or a Network Firm shall not provide legal advice to a Sustainability Assurance Client that is a Public Interest Entity if the provision of such a service might create a self-review threat.** (Ref: Para. R5600.15 and R5600.17).

Advocacy Threats

5608.8 A1 The considerations in paragraphs 5608.5 A1 and 5608.5 A3 to 5608.6 A1 are also relevant to evaluating and addressing advocacy threats that might be created by providing legal advice to a **Sustainability Assurance Client** that is a **Public Interest Entity**.

B. Acting as General Counsel

All Sustainability Assurance Clients

R5608.9 **An Engagement Leader or employee of the Firm or the Network Firm shall not serve as general counsel of a Sustainability Assurance Client.**

5608.9 A1 The position of general counsel is usually a senior management position with broad responsibility for the legal affairs of a company.

C. Acting in an Advocacy Role

Potential Threats Arising from Acting in an Advocacy Role Before a Tribunal or Court

Sustainability Assurance Clients that are Not Public Interest Entities

R5608.10 **A Firm or a Network Firm shall not act in an advocacy role for a Sustainability Assurance Client that is not a Public Interest Entity in resolving a dispute or litigation before a tribunal or court when the amounts or the information involved are material to the Sustainability Information on which the Firm will express an opinion.**

5608.10 A1 Examples of actions that might be safeguards to address a self-review or advocacy threat created when acting in an advocacy role for a **Sustainability Assurance Client** that is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or the service performed.

Sustainability Assurance Clients that are Public Interest Entities

R5608.11 **A Firm or a Network Firm shall not act in an advocacy role for a Sustainability Assurance Client that is a Public Interest Entity in resolving a dispute or litigation before a tribunal or court.**

SUBSECTION 5609 – RECRUITING SERVICES

Introduction

5609.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing a recruiting service to a [Sustainability Assurance Client](#).

Requirements and Application Material

Description of Service

5609.2 A1 Recruiting services might include activities such as:

- Developing a job description.
- Developing a process for identifying and selecting potential candidates.
- Searching for or seeking out candidates.
- Screening potential candidates for the role by:
 - Reviewing the professional qualifications or competence of applicants and determining their suitability for the position.
 - Undertaking reference checks of prospective candidates.
 - Interviewing and selecting suitable candidates and advising on candidates' competence.
- Determining employment terms and negotiating details, such as salary, hours and other compensation.

Risk of Assuming Management Responsibility When Providing a Recruiting Service

R5609.3 Paragraph R5400.20 precludes a [Firm](#) or a [Network Firm](#) from assuming a management responsibility. When providing a recruiting service to a [Sustainability Assurance Client](#), the [Firm](#) shall be satisfied that:

- (a) The client assigns the responsibility to make all management decisions with respect to hiring the candidate for the position to a competent employee, preferably within senior management; and
- (b) The client makes all management decisions with respect to the hiring process, including:
 - Determining the suitability of prospective candidates and selecting suitable candidates for the position.
 - Determining employment terms and negotiating details, such as salary, hours and other compensation.

Potential Threats Arising from Providing Recruiting Services

All Sustainability Assurance Clients

5609.4 A1 Providing recruiting services to a [Sustainability Assurance Client](#) might create a self-interest, familiarity or intimidation threat.

5609.4 A2 Providing the following services does not usually create a threat as long as individuals within the **Firm** or the **Network Firm** do not assume a management responsibility:

- Reviewing the professional qualifications of a number of applicants and providing advice on their suitability for the position.
- Interviewing candidates and advising on a candidate's competence for sustainability reporting, administrative or control positions.

5609.4 A3 Factors that are relevant in identifying self-interest, familiarity or intimidation threats created by providing recruiting services to a **Sustainability Assurance Client**, and evaluating the level of such threats include:

- The nature of the requested assistance.
- The role of the individual to be recruited.
- Any conflicts of interest or relationships that might exist between the candidates and the **Firm** providing the advice or service.

5609.4 A4 An example of an action that might be a safeguard to address such a self-interest, familiarity or intimidation threat is using professionals who are not **Sustainability Assurance Team** members to perform the service.

Recruiting Services that are Prohibited

R5609.5 When providing recruiting services to a **Sustainability Assurance Client**, the **Firm** or the **Network Firm** shall not act as a negotiator on the client's behalf.

R5609.6 A **Firm** or a **Network Firm** shall not provide a recruiting service to a **Sustainability Assurance Client** if the service relates to:

- (a) Searching for or seeking out candidates;
- (b) Undertaking reference checks of prospective candidates;
- (c) Recommending the person to be appointed; or
- (d) Advising on the terms of employment, remuneration or related benefits of a particular candidate,

with respect to the following positions:

- (i) A **Director** or **Officer** of the entity; or
- (ii) A member of senior management in a position to exert significant influence over the preparation of the client's **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information.

SUBSECTION 5610 – CORPORATE FINANCE SERVICES

Introduction

5610.1 In addition to the specific requirements and application material in this subsection, the requirements and application material in paragraphs 5600.1 to 5600.28 A1 are relevant to applying the conceptual framework when providing a corporate finance service to a **Sustainability Assurance Client**.

Requirements and Application Material

Description of Service

5610.2 A1 Examples of corporate finance services include:

- Assisting a **Sustainability Assurance Client** in developing corporate strategies.
- Identifying possible targets for the **Sustainability Assurance Client** to acquire.
- Advising on the potential purchase or disposal price of an asset.
- Assisting in finance raising transactions.
- Providing structuring advice.
- Providing advice on the structuring of a corporate finance transaction or on financing arrangements.

Potential Threats Arising from the Provision of Corporate Finance Services

All Sustainability Assurance Clients

5610.3 A1 Providing corporate finance services to a **Sustainability Assurance Client** might create a self-review threat when there is a risk that the results of the services will affect the **Sustainability Information** on which the **Firm** will express an opinion or the records underlying that information. Such services might also create an advocacy threat.

5610.4 A1 Factors that are relevant in identifying self-review or advocacy threats created by providing corporate finance services to a **Sustainability Assurance Client**, and evaluating the level of such threats include:

- The degree of subjectivity involved in determining the appropriate treatment for the outcome or consequences of the corporate finance advice in the **Sustainability Information** on which the **Firm** will express an opinion.
- The extent to which:
 - The outcome of the corporate finance advice will directly affect amounts recorded in the **Sustainability Information** on which the **Firm** will express an opinion.
 - The outcome of the corporate finance service might have a material effect on the **Sustainability Information** on which the **Firm** will express an opinion.

When a self-review threat for a **Sustainability Assurance Client** that is a **Public Interest Entity** has been identified, paragraph R5610.8 applies.

Corporate Finance Services that are Prohibited

R5610.5 **A Firm or a Network Firm shall not provide corporate finance services that involve promoting, dealing in, or underwriting the shares, debt or other financial instruments issued by the Sustainability Assurance Client or providing advice on investment in such shares, debt or other financial instruments.**

R5610.6 **A Firm or a Network Firm shall not provide advice in relation to corporate finance services to a Sustainability Assurance Client where:**

(a) The effectiveness of such advice depends on a particular method of measurement or presentation in the Sustainability Information on which the Firm will express an opinion; and

(b) The **Sustainability Assurance Team** has doubt as to the appropriateness of the related method of measurement or presentation under the relevant financial or sustainability reporting framework.

Sustainability Assurance Clients that are Not Public Interest Entities

5610.7 A1 Examples of actions that might be safeguards to address self-review or advocacy threats created by providing corporate finance services to a **Sustainability Assurance Client** that is not a **Public Interest Entity** include:

- Using professionals who are not **Sustainability Assurance Team** members to perform the service might address self-review or advocacy threats.
- Having an appropriate reviewer who was not involved in providing the service review the sustainability assurance work or service performed might address a self-review threat.

Sustainability Assurance Clients that are Public Interest Entities

Self-review Threats

R5610.8 A **Firm** or a **Network Firm** shall not provide corporate finance services to a **Sustainability Assurance Client** that is a **Public Interest Entity** if the provision of such services might create a self-review threat. (Ref: Para. R5600.15 and R5600.17).

Advocacy Threats

5610.8 A1 An example of an action that might be a safeguard to address advocacy threats created by providing corporate finance services to a **Sustainability Assurance Client** that is a **Public Interest Entity** is using professionals who are not **Sustainability Assurance Team** members to perform the service.

OTHER CONSEQUENTIAL AND CONFORMING AMENDMENTS

[The table below sets out the proposed changes to the text of specific paragraphs within Sections 520, 522, 523, 524 and 540 of the extant [Code](#) to reflect the revised term used in the footnotes.]

Paragraph number	Proposed change to paragraph text
R520.4 – Footnote 23	<ul style="list-style-type: none"> The term “corporate Audit Client” to change to “audited body.”
R520.5 – Footnote 24	<ul style="list-style-type: none"> The term “corporate Audit Client” to change to “audited body.”
522.4 A1 – Footnote 26	<ul style="list-style-type: none"> The term “corporate Audit Client” to change to “audited body.”
R523.3 – Footnote 27	<ul style="list-style-type: none"> The term “corporate Audit Client” to change to “audited body.”
524.3 A1 – Footnote 29	<ul style="list-style-type: none"> The term “corporate Audit Client” to change to “audited body.”
R524.4 – Footnote 30	<ul style="list-style-type: none"> The term “corporate Audit Client” to change to “audited body.”
R524.6 – Footnote 31	<ul style="list-style-type: none"> The term “corporate Audit Clients” to change to “audited bodies.”
R524.7 – Footnote 32	<ul style="list-style-type: none"> The term “corporate Audit Clients” to change to “audited bodies.”
R540.5 – Footnote 33	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”
540.6 A1 – Footnote 34	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”
R540.8 – Footnote 35	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”
R540.11 – Footnote 37	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”
R540.12 – Footnote 38	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”
R540.20 – Footnote 40	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”
AUST R540.20.1 – Footnote 41	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”
AUST R540.20.1 – Footnote 42	<ul style="list-style-type: none"> The term of “listed entities” to change to “listed companies, listed registered schemes or registrable superannuation entities.”

TRANSITIONAL PROVISIONS

The **Code** is subject to the following transitional provisions:

Long Association of Personnel with an Audit or Assurance Client

1. Paragraph R540.22 shall have effect only for audits of **Financial Statements** for periods beginning prior to 31 December 2023. This will facilitate the transition to the required cooling-off period of five consecutive years for **Engagement Partners** where legislation or regulation has specified a cooling-off period of less than five consecutive years.

[Paragraphs 2 to 11 of the transitional provisions in the extant Code and Amending Standards remain unchanged.]

Revisions to the Code for the Australian Ethics Standards for Sustainability Assurance (including Independence Standards) and Other Revisions to the Code Relating to Sustainability Assurance and Reporting

12. The Australian Ethics Standards for Sustainability Assurance (including Independence Standards) (AEssa) and Other Revisions to the Code Relating to Sustainability Assurance and Reporting has the effective dates as set out below.
 - Except for the provisions in Sections 5405 and 5406 applicable to assurance work performed at **Value Chain Components**, the provisions in the Glossary, Section 120, Section 260, Section 300, Section 360, Part 4A and 4B, and Part 5 will be effective for **Sustainability Assurance Engagements** on **Sustainability Information** for periods beginning on or after 1 January 2026, or as at a specific date on or after 1 January 2026.
 - The revisions in Sections 100, 200, 210, 220, 240, 270, 300, 310, 320 and 330 will be effective as of 1 January 2026.

The provisions in Sections 5405 and 5406 applicable when assurance work is performed at a **Value Chain Component** will be effective for **Sustainability Assurance Engagements** on **Sustainability Information** for periods beginning on or after 1 July 2028, or as at a specific date on or after 1 July 2028.

Early adoption is permitted and encouraged.

Transitional Provisions

For **Sustainability Assurance Engagements** on **Sustainability Information** for periods beginning, or as at a specific date, prior to 1 July 2028, that involve assurance work performed at a **Value Chain Component**:

- (a) A **Group Sustainability Assurance Firm** or **Component Practitioner** that performs assurance work at a **Value Chain Component** shall apply the conceptual framework set out in Section 5120 to identify, evaluate and address threats to **Independence** in relation to such assurance work;
- (b) If the **Group Sustainability Assurance Firm** intends to use the assurance work of **Another Practitioner**, the **Group Sustainability Assurance Firm** shall be satisfied that the other practitioner is independent, and in that regard may rely on a statement of **Independence** in accordance with Part 4B or other professional requirements relating to **Independence**; and
- (c) The **Group Sustainability Assurance Firm** shall publicly disclose that **Independence** provisions applicable to assurance work performed at **Value Chain Components** under the AEssa have not been applied, pursuant to a deferred effective date for such provisions as specified in the AEssa.

If a **Firm** has not served as the auditor of the **Financial Statements**, the requirement in paragraph R5540.10a also applies where the **Firm** will perform a **Sustainability Assurance Engagement** on **Sustainability Information** for a period beginning prior to 1 January 2026.

For non-assurance services engagements a **Firm** or **Network Firm** has entered into with a **Sustainability Assurance Client** before 1 January 2026, which would be prohibited under Section 5600 and its subsections but for which work has already commenced, the **Firm** or **Network Firm** may continue such engagements in accordance with the original engagement terms for no more than one reporting cycle.

A **Firm** might apply the provisions in the AEssa before their effective date. In such a case, if the **Firm** intends to use the assurance work of **Another Practitioner** performed for a standalone or **Group Sustainability Assurance Engagement** and the other practitioner has complied with the **Independence** provisions of Part 4B in relation to that work, the **Firm** may treat a confirmation or statement of such compliance from the other practitioner as satisfying the requirements of Section 5406 of Part 5.

Revisions to the Code addressing Using the Work of an External Expert

13. Revisions to the **Code** addressing **Using the Work of an External Expert** have effective dates as set out below.
 - The provisions in Part 2 will be effective as of 1 January 2027.
 - The provisions in Part 3 will be effective for:
 - **Audit Engagements**, **Review Engagements**, and other assurance engagements outside the scope of Part 5 for periods beginning on or after 1 January 2027, or as at a specific date on or after 1 January 2027.
 - Other Professional Services as of 1 January 2027.
 - The provisions in Part 5 will be effective for **Sustainability Assurance Engagements** on **Sustainability Information** for periods beginning on or after 1 January 2026, or as at a specific date on or after 1 January 2026.

Early adoption is permitted and encouraged.

Transitional Provisions for Sustainability Assurance Engagements

For **External Expert** engagements that a **Firm** or **Network Firm** has entered into for a **Sustainability Assurance Client** for a period ending before 31 December 2027, or as at a specific date before 1 January 2027:

- For **Sustainability Assurance Engagements** that are within the scope of paragraph 5400.3b of the **Code**, the **Firm's Sustainability Assurance Practitioner** may either:
 - apply paragraphs R5390.12 to 5390.13 A2 for **Sustainability Assurance Engagements on Sustainability Information**; or
 - undertake such engagements under the extant provisions of the **Code**.
- For all other **External Expert** engagements, the **Firm** or **Network Firm** may undertake such engagements under the extant provisions of the **Code**.

Transparency requirement when transitional relief provisions have been utilised

Where the relief allowed by a transitional provision is used, the **Firm** or **Network Firm** shall disclose to **Those Charged with Governance** of the **Sustainability Assurance Client** the use of the provision for the relevant **External Expert(s)**.

CONFORMITY WITH INTERNATIONAL PRONOUNCEMENTS

APES 110 and the IESBA Code

APES 110 incorporates the *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code) issued by the International Ethics Standards Board for Accountants (IESBA) in April 2018 and incorporating amendments up to January 2025.

Compliance with the IESBA Code

The principles and requirements of APES 110 and the IESBA Code are consistent except for the following:

- The definition of **Engagement Team** in APES 110 does not exclude individuals within the client's internal audit function who provide direct assistance on an **Audit Engagement** as the **AUASB** has prohibited the use of direct assistance in **Auditing and Assurance Standards ASA 610 Using the Work of Internal Auditors (Compiled)** (April 2022) and **ASSA 5000 General Requirements for Sustainability Assurance Engagements** (January 2025);
- APES 110 does not include paragraphs 325.8 A4 and 5325.8 A4 of the IESBA Code to eliminate any confusion on the application of the cooling-off periods required by Sections 540 and 5540 of the **Code** and **ASQM 2 Engagement Quality Reviews**;
- The international requirements for audit partners and **Key Sustainability Assurance Leaders** not to be incentivised for selling non-assurance services to their **Audit and Sustainability Assurance Clients** has been broadened in paragraphs AUST R411.4 and AUST R5411.4 of APES 110 to ensure that audit partners and **Key Sustainability Assurance Leaders** are not incentivised for selling non-assurance services to any **Audit or Sustainability Assurance Client** of the **Firm**; and
- Subsections 604 and 5604 of APES 110 mandates the documentation of factors considered and conclusions reached in determining that a tax service (including a tax advisory and tax planning service) provided by the **Firm** that performs the **Audit Engagement** or **Sustainability Assurance Engagement** is permissible (paragraphs AUST R604.4.1, AUST R604.12.1, AUST R5604.4.1 and AUST R5604.12.1) and provides guidance that the **Firm** will need a high level of confidence that the tax treatment has a basis in tax law that is likely to prevail (paragraphs AUST 604.4 A1.1, AUST 604.12 A2.1, AUST 5604.4 A1.1 and AUST 5604.12 A2.1).

[All other items on the extant list of compliance with the IESBA Code in the extant Code and Amending Standards remain unchanged.]