REGISTERED AUDITOR APPLICATION FORM

Notes on completing the application form

This form is used when a firm wishes to apply for audit registration:

1. Guidance notes are given at the back of the form. General guidance throughout the form is in italics. Please complete the application form in BLOCK CAPITALS.

2. If there is inadequate space for an answer, please attach additional sheets.

3. References in these notes to the "Act" are to the Companies Act 2006.

4. If you have any questions concerning your application, please contact us at regulatoryauthorisations@icas.com.

5. For firms not currently audit registered with ICAS, the following forms need to be completed:

- This application form; and
- An RI Application Form (Section 1 to be completed by the firm, Section 2 by each RI applicant); and
- For any RI applicants:
    - who have not been an RI before; or
    - who have not been an RI in the last three months, or
    - are RIs but have not had any audit clients in the last 12 months;

  an Audit Experience Form for each such applicant RI; and
- If your firm includes principals who are not members of ICAS, the Institute of Chartered Accountants in England & Wales (ICAEW), Chartered Accountants Ireland (CAI)), the Association of Chartered Certified Accountants (ACCA) or the Association of International Accountants (AIA) you will also need to complete an application for each of those principals to be an Audit Affiliate. There are separate application forms for individuals and corporate entities.

6. If this application arises from a re-organisation or a change in legal status of a firm already ICAS audit registered, you may only require to complete this form (including Appendix 1) without completing additional RI Application Forms or Audit Affiliate Forms, depending on the full circumstances. Please provide us with the details at regulatoryauthorisations@icas.com so we can advise.

Please email completed form to regulatoryauthorisations@icas.org.uk or send to:
Regulatory Authorisations
ICAS
CA House
21 Haymarket Yards
Edinburgh, EH12 5BH

Data Protection
The personal data requested in this form is being collected to allow ICAS to fulfil its legitimate interests as a professional body and regulatory of accountants. It is also required for the performance of tasks which are carried out in the public interest. It will be shared only so far as required to meet these purposes. ICAS is fully committed to handling personal data in accordance with data protection legislation and best data protection practices. Please review our privacy notice for more information: https://www.icas.com/privacy.

1. Firm Details

Firm Name:	
Firm Number (*if known*):	

(*Please tick the category which best describes the firm*)

New firm	☐	Firm change in legal status*	☐
Firm resulting from merger*	☐	Existing firm	☐
Firm resulting from dissolution*	☐	Change of firm name	☐
Re-application*	☐		

** Please provide full details below or on an additional sheet. In the case of a merger please supply the name and ICAS firm number of each firm involved in the merger. Please explain any change in legal status (e.g. partnership to ltd.co).*

Please provide details of all other audit registrations in any country other than the UK including:

- *Name of Registration Body*
- *Country of Registration*
- *Registration number*

2. Type of Practice

(*Please tick one*)

Sole Practice	☐	Partnership	☐
Limited Liability Partnership (LLP)	☐	Corporate Practice (limited co.)	☐

(*Please tick*)

If your firm is a corporate practice, please confirm that the model article has been incorporated into the firm's Articles of Association to comply with the requirements of the ICAS Audit Regulations. See attached Guidance Sheet. Yes ☐

3. Details of Audit Compliance Principal

Audit Compliance Principal:			
Address (*including postcode*):			
Telephone No.:		E-mail address:	

4. Principal Office

The office to which all communications related to audit registration will be sent by ICAS and ICAS Audit Monitoring.

Key contact:			
Address:			
Telephone:		Email address:	
Website:		Company Number (if applicable)	
Have you provided a copy of the firm's proposed letterhead? (Please tick)		Yes ☐	

5. Trading Names

If your firm operates under more than one name and you require to sign audit reports in a name, other than the firm name, then this is a trading name which will need to be registered with ICAS. You must ensure that no audit reports are signed in that trading name until audit registration is confirmed. Please note that limited company names cannot be used as trading names.

Trading Name/s (*if applicable*):		
	Yes	No
Do you intend to use the trading name/s when signing audit reports?	☐	☐

6. Offices

All offices should be listed. "Market day offices" are offices which are used only for meetings, at which no staff are located and no records are maintained. For billing purposes, the ICAS will disregard "market day offices". Please use additional sheets if the firm has more than five additional offices. Number of additional sheets ____________

Office Number	Office Address	Telephone No.	Authorised training office?	Market day office?

7. Regulation and Supervision

Audit Registration

Has the firm ever applied to a supervisory body to be a Registered Auditor or been granted Registered Auditor status by another supervisory body?

(*Please tick one*)

Yes ☐ No ☐

If Yes", please provide the following details:

Name of registration authority:		Country of registration authority:	

Registration number:		Current registration: Yes ☐ No ☐

Period of registration	From:		To:	

Investment Business

Is the firm licensed to carry on investment business under the Designated Professional Body arrangements?

Yes ☐ No ☐ If "Yes", which body: ICAS ☐ ICAEW ☐

ACCA ☐ ICAI ☐

Other (please specify) ☐

Is the firm authorised to carry on investment business by the Financial Conduct Authority?

Yes ☐ No ☐

8. Principals – Sole Practitioner/Partner/Director of Limited Company/LLP Member

Please use additional sheets if necessary. Number of additional sheets _____.

Member No. (*if known/ relevant*)	Full Name	Office	Date of birth	RI Yes /No	PC Held Yes /No	Body granting appropriate audit qualification	Year AQ granted	EEA Audit Qualification Registered Auditor or EEA Registered Auditor Y/N

9. Employee RIs

Please use additional sheets if necessary. Number of additional sheets _____.

Member No (*if known/ relevant*)	Full Name	Office	Date of birth	RI Yes/ No	PC Held Yes/ No	Body granting appropriate audit qualification (AQ)	Year AQ granted	EEA Audit Qualification Registered Auditor or EEA Registered Auditor

Additional information required for Principal and Employee Responsible Individuals:
Details of any other Audit Registration held other than UK

- Name of Responsible Individual:
- Name of Registration Authority:
- Country of Registration Authority:
- Registration number:

10. Control of the Firm

This section should be completed by those with responsibility for setting and directing the implementation of firm policies. Under the Audit Regulations (Regulation 2.03), there must be a majority control held by UK AQ, EEA AQ, EEA statutory auditors, other registered auditors.

% of voting rights held by Holders of UK AQ Qualification	
% of voting rights held by Holders of EEA AQ	
% of voting rights held by UK Registered Auditors	
% of voting rights held by EEA Statutory Auditors	
% of voting rights held by Others	
Total	*100%*

11. Shareholders of a Corporate Practice (Voting & Non-Voting)

This section is for listing all the shareholder of the corporate practice. Please detail all shareholders, voting and non-voting. Under the Audit Regulations (Regulation 2.03), there must be a majority control held by UK AQ, EEA AQ, EEA statutory auditors, other registered auditors. Director is used in terms of the Act (rather than a purely functional title). Please use additional sheets if necessary. Number of additional sheets _____.

Member/Firm Number	Full Name of Shareholders (*and address if not a Director*)	Number Of Shares	% of Total Voting Rights	Director, Employee or other	Appropriate Qualification Held YES/NO

12. Management Board Details

This section is for supplying details of a Management Board, where there is one. Details should be included of those who are able to direct policy or undertake other consultations. Management Committee Members will have their names and addresses displayed on the Joint Audit Register. Please use additional sheets if necessary. Number of additional sheets _____.

Member Number (*if known*)/ Registered Auditor Number	Full Name	Appropriate Qualification: UK AQ, EEA AQ, Registered Auditor, EEA Statutory Auditor	Flags	Name of Body Granting Appropriate Qualification/Audit Registration	% of Voting Rights on Board	Office Location

13. Practice Income

Fee income for this purpose excludes the re-charge of out of pocket expenses and Value Added Tax. If the firm has not started trading, please give a forecast of the first year's trading figures. Otherwise, please provide: (If not GBP, please specify currency)

Your firm's financial year end (mm/yy)	
Your firm's total fee income from all sources, including audit	£
Your firm's audit fee income – where this figure is not readily available, please provide your best estimate	£

14. Professional Indemnity Insurance

To be eligible for registration a firm must have in place professional indemnity insurance or other appropriate arrangements as required by the Public Practice Regulations.

Have you enclosed a copy of your firm's Professional Indemnity Insurance policy schedule with this application? Yes ☐

Cover arranged with (name of insurer):

Period of cover:	From (dd/mm/yy)		to (dd/mm/yy)	

Declaration of Compliance returned to ICAS? Yes ☐ No ☐ (Please tick one)

15. Connected Firms

Affiliates

Affiliate of a registered auditor means an entity, regardless of its legal form, which is connected to the registered auditor by means of common ownership, control or management. Please use additional sheets if necessary. Number of additional sheets _____.

Affiliate Name	Address (*including postcode*):	Relationship with applicant firm	Where registered for audit:	Name and address of registering body:	Reg. number of entity	Website address where affiliate names and addresses available OR Address where affiliate names and addresses available:

Network

Means the larger structure:

- *aimed at co-operation and to which a registered auditor belongs, and*
- *which is clearly aimed at profit or cost sharing, or*
- *shares common ownership, control or management, and has*
- *common quality control policies and procedures, a common business strategy, the use of common brand name or a significant part of professional resources.*

Name of network	Head Office Address (*including postcode*	National (N) or International (I) – please select one	Website address where affiliate names and addresses available: Or Address where affiliate names and addresses available

Does the firm have any contractual or other arrangements with another entity that may allow that other entity to have any influence that might affect, or could be perceived as affecting, the integrity or independence or audit work. If there are such arrangements, please attach details of any safeguards designed to prevent such influence.

Yes ☐ No ☐

16. NUMBER OF AUDIT CLIENTS (or best estimates thereof)

Listed Companies

1	Full Listing – London Stock Exchange	
2	Quoted on Alternative Investment Market (AIM) or ISDX (PLUS) with >£100m market capitalisation	
3	Quoted on the AIM or ISDX (PLUS) with <£100m market capitalisation	
4	Listing on Irish Stock Exchange	
5	Other (please state listing)	

Specialist Clients: where an audit report on financial statements is required by legislation or regulation.

1	Banks and building societies	
2	Credit Unions	
3	Insurance Companies (but not insurance brokers)	
4	Entities authorised for investment business (please also include companies audited under companies legislation)	
5	Charities	
6	Friendly Societies	
7	Industrial and Provident Societies	
8	Limited Liability Partnerships	
9	Pension Schemes	
10	Open ended investment companies	
11	Unit Trusts	
12	Lloyds syndicates	
13	Mutual Life offices	
14	Partnerships (audit clients only)	

Other Non Specialist including limited companies	
Grand Total	
Of the above, how many audit clients are incorporated in the Republic of Ireland?	

17. Fit and Proper

A sole practitioner or a sole director or a sole shareholder of a corporate practice should answer these questions in a personal capacity as well as for the firm. Where the word "firm" is used below it refers to all principals and previous practices. The questions should be answered "Yes" or "No", but a "Yes" answer will need further explanation.

(*Please tick one)*

	YES	NO
Financial Integrity and Reliability		
(1) In the last ten years, has the firm or any principal of the firm or any shareholder made any compromise or arrangement with its creditors, or otherwise failed to satisfy creditors in full?	☐	☐
Civil Liabilities		
(2) In the last five years has the firm or any principal of the firm or any shareholder been the subject of any civil action relating to its professional or business activities which resulted in a finding against it by a court, or a settlement being agreed?	☐	☐
Good Reputation and Character		
(3) In the last ten years, has the firm or any principal of the firm or any shareholder been:		
• refused/restricted from carrying on any trade, business or profession for which a specific licence, registration or other authority is required?	☐	☐
• refused entry to any professional body or trade association, or decided not to continue with an application?	☐	☐
• reprimanded, warned about conduct, disciplined, or publicly criticised by any professional or regulatory body?	☐	☐
• made the subject of a court order at the instigation of any professional or regulatory body?	☐	☐
• investigated on allegations of misconduct or malpractice in connection with its professional or business activities which resulted in a formal complaint being proved but no disciplinary order being made?	☐	☐

18. Control of Audit Work

**ISQC1 prohibits engagements partners from performing cold file reviews on their own files. Therefore, sole practitioners and firms with one RI should obtain an external cold file review at least every 3 years*

Please confirm that the firm will ensure that it has appropriate policies and procedures to deal with (please tick each):

	Yes		Yes
Fit and proper, independence and confidentiality & ethical compliance		Ensuring RIs and audit staff maintain audit competence & maintain CPD records	
HR: recruitment, performance development, appraisals & discipline		Client acceptance, continuance, anti-money laundering & bribery act compliance	
Compliance with auditing standards, including usage of up to date audit procedures		Financial reporting compliance, including up to date accounts disclosure checklists	
RI review, & review and supervision arrangements		Consultation arrangements and hot file review arrangements where necessary	
Annual Compliance Reviews: including cold file reviews and whole firm review *		Complaints handling & PII compliance	

19. Confirmations & Declarations

I confirm that this firm has professional indemnity insurance or other appropriate arrangements as required by the Public Practice Regulations. ☐

I confirm that the ownership and control of this firm is in accordance with the Audit Regulations. I confirm that we/I have taken steps to ensure that all principals and employees involved in audit work are fit and proper and competent persons. ☐

I confirm that, if this application has arisen due to a change in legal status or re-organisation, and RIs and affiliates are being transferred into the new firm without an additional application process, that the firm confirms that these RIs and affiliates in the new firm will abide in the new firm, by the same terms conditions, confirmations and undertakings as applied in the previous firm. ☐

Corporate Practices Only I confirm that under the Articles of Association of the firm the Board of Directors will undertake the approval of any transfer of shares which gives rise to any shareholder having an interest in shares representing more than 3% of the aggregate in nominal value of the issued share capital. ☐

Should this application be approved:

(1) I undertake that this firm agrees to be bound by the Audit Regulations and will at all times comply with the Audit Regulations; and

(2) I undertake that the firm will deal with ICAS in an open and cooperative manner and will inform ICAS promptly about anything concerning the firm that the Audit Regulations require;

(3) I undertake that none of ICAS, its officers, staff, members of its Council, Regulation Board or Committees, or staff of the Public Disciplinary Scheme can be held liable in damages for anything done or not done in dealing with any of the functions connected with the granting of registration or enforcing the terms and conditions of audit registration or the monitoring of compliance with those terms and in any respect, unless the act or omission is shown to have been in bad faith; and

(4) I acknowledge that this firm is not able to accept or conduct audit work until formal notification of registration is received from ICAS.

I certify that, to the best of my knowledge and belief, the information in, or provided with, this application is a true and accurate statement of my circumstances (*to be signed by Sole Practitioner/Audit Compliance Principal with overall responsibility for making sure the firm complies with the Audit Regulations*).

Name in BLOCK CAPITALS: ______________________________

Signature: ______________________________ Date: ______________

20. Licence Fee

Please do not make any payment until we have confirmed your application has been approved. Please tick one of the following to indicate how payment of the application fee will be made.

☐ I will arrange BACS payment directly to the following bank account, with “Audit Registration” in the transaction reference field:

Bank name: Royal Bank of Scotland
Sort code: 83-51-00
Account code:10633841
Account name: The Institute of Chartered Accountants of Scotland

OR

☐ I will send a cheque made payable to ICAS.

21. Completion Checklist

Before returning the completed application form, please go through this checklist:

(1) check that you have completed **all** questions (or explained the reasons for not responding)
(2) keep a copy of this form for your records
(3) ensure that you have given details of your professional indemnity insurance
(4) make sure any additional sheets are included with the form
(5) make sure the form is signed

Your application will be acknowledged on receipt at ICAS

APPENDIX 1: ADDITIONAL DECLARATION FOR FIRMS CHANGING LEGAL STATUS/RE-ORGANISATION

If this application arises from a re-organisation or a change in legal status in your firm, which is already ICAS audit registered, and you have been informed by ICAS that existing ICAS approved Responsible Individuals and Audit Affiliates can be transferred across to the new firm without any additional Responsible Individual Application Forms or Audit Affiliate Forms then please ensure that every Principal and Employee Responsible Individual signs the declarations below.

I confirm that the present application is made as a consequence of a change of legal status or re-organisation of an existing ICAS audit registered Firm and that I will continue to be a Principal, Responsible Individual or Affiliate of the new audit registered Firm. I hereby reaffirm that in respect of the new entity I will continue to abide by the ICAS Rules and Regulations and any terms, conditions, confirmations and undertakings applicable to Firms, Principals, Responsible Individuals or Affiliates.

***The new entity will continue to abide by any orders, conditions or restrictions applied by the Audit Registration Committee to the previous entity in terms of the Audit Regulations & Guidance*.**

I confirm that there have been no changes to my fit and proper status and that I remain fit and proper.

These declarations are to be signed by every Principal and Employee RI in the new firm:

Name	***Signature***	***Date***

APPLICATION TO BECOME A REGISTERED AUDITOR - GUIDANCE NOTES

Section 8 - Principals
All principals in a firm registered for audit with the ICAS must be either be:

1. members of one of the three Institutes of Chartered Accountants;
2. members of the Association of Chartered Certified Accountants;
3. members of the Association of International Accountants;

or

3. audit affiliates of ICAS (individual or corporate).

The firm is required to complete an affiliate application for each principal who is not a member of 1, 2 or 3 above.

Please note that individuals to be designated as Responsible Individuals must have completed a separate RI application form and have been approved by ICAS. Unless this application results from a reorganisation or change of legal status of an existing ICAS registered audit firm – in which case please confirm with ICAS whether the additional RI applications are needed.

Sections 8 & 9 Principals and Employee RIs
Section 8 is for listing all the principals of the firm and Section 9 for employees who have been/or are to be subject to approval) designated as responsible individuals.

For "Office" details, please insert the location of the office from which the principal or employee normally practises. If more than one office is used, please indicate the office which is regarded as the main one. Please use the office number if you know it.

For "Responsible Individual" details, please indicate which principals are authorised to/or are applying to sign company audit reports on behalf of the firm. List employees who are authorised to act as /applying to act as responsible individuals in Section 9. The Act requires this information to be made publicly available. Only principals and employees (not consultants or sub-contractors) holding an appropriate qualification for audit may be responsible individuals.

For "Appropriate Qualification" details, please indicate from which Recognised Qualifying Body (RQB), that is, ICAS, ICAEW, CAI, ACCA, AIA each responsible individual derives their "appropriate qualification" as defined by the Act. Under the Act, a person who was a member of one of these bodies on both 31 December 1989 and 30 September 1991 holds an appropriate qualification (for audit). For a person admitted as a member after 31 December 1989, different arrangements apply. Please contact us at regulatoryauthorisations@icas.com if you have any queries on your status.

Schedule 1 to chapter 1 of the Audit Regulations gives further explanation of the appropriate qualification.

For "Year AQ Granted" details, for a principal or employee who was a member of one of the RQBs on 31 December 1989, please insert 1989. In other cases please indicate the year in which the appropriate qualification for audit was established.

Section 16 – Number of Audit Clients
"Audit Client" means any client on which a Registered Auditor gives an audit report as defined in schedule 1 to the Audit Regulations. Please ignore all companies taking advantage of the Audit Exemption Arrangements.

Companies under common control should be treated as a single client in answering this section.

Please put the number, or a best estimate, of each category of client in the appropriate space. Do not include companies registered outside the UK or ROI.

For "Listed Companies" details, this means any company registered in the UK whose shares are listed on a recognised Investment Exchange in the UK.

Section 17 – Fit and Proper

The Act requires auditors to be “fit and proper” to carry out audit work. Under the Audit Regulations, any firm seeking registration must satisfy ICAS that it is fit and proper. It is for each firm to ensure that all of its principals and those employees involved directly or indirectly with audit work are fit and proper. The fit and proper requirement would not normally extend to administrative/secretarial staff but would cover practice support staff such as computer specialists.

Where a firm has merged in the last 10 years, the questions relate to every constituent part of the merged firm.

A “Yes” answer to any of the questions on this part of the application form will not automatically result in a firm being refused registration. The Audit Registration Committee may, however, wish to make further enquiries before reaching a decision.

If the Audit Registration Committee finds out about any matters which a firm did not disclose this will be viewed very seriously. It could jeopardise the firm’s application or continuing registration.

APPENDIX 1

MODEL ARTICLE FOR THE PURPOSE OF THE AUDIT REGULATIONS PRIVATE COMPANY

The Audit Regulations require a registered auditor to be controlled in a certain way (see chapter 2 of the Audit Regulations). If the registered auditor is a company it is possible that persons other than the named shareholder may have interests in the company's shares which could mean that the company is no longer controlled in accordance with the Audit Regulations. Therefore the directors need the appropriate powers to call for information about interests in shares and disenfranchise shares if necessary so that the registered auditor would continue to be controlled in accordance with the Audit Regulations.

The following model article has been drafted to assist firms to achieve the above objectives.

X Disclosure of Interest in Shares

1. (1) A member shall make notification to the Company in writing of any interest held by any other person in some or all of the Company's shares that the member holds; or of any change in any interest held, including cessation of any interest.
   (2) A person who acquires any interest in the shares of the Company shall make notification to the Company in writing of that interest and of any subsequent change in that interest, including cessation of an interest.
   (3) Notification under paragraphs (a) or (b) must be made within the period of 2 days next following the day on which the obligation to notify arises.
   (4) The notification must identify the member who holds the shares, the number of shares held by that member, the number of shares in which the interest is held, the identity of the person holding the interest and the nature of the interest.
   (5) where the notification is of the cessation of an interest in the shares, the notification shall state the identity of any new holder of an interest in those shares.

2. The Company may by notice in writing require a member or any other person appearing to it hold or to have held an interest in the shares of the Company, within such reasonable time as may be specified in the notice, to:

   (1) provide details of any interest held currently and/or held within the previous three years;
   (2) provide, where a person has previously held an interest in the Company's shares, particulars of the identity of any person who subsequently held that interest.

3. Where:

   (1) notice is served by the Company under Article X(2) on a member or any other person appearing to it to be interested in shares held by a member and that member (or other person) fails to give the Company any information requested by the notice within the time specified in it; and/or
   (2)) an application for audit registration is refused or audit registration is proposed to be, or has been, withdrawn by the Recognised Supervisory Body and the Company is notified that the grounds upon which such decision was made consisted of or included any matters relating to any person who holds shares in the Company or who has an interest in shares,

   then the Directors may, by resolution, direct that the holder of the shares in question shall not be entitled in respect of any shares held by him to vote either personally or by proxy at a General Meeting of the Company or at a meeting of the holders of any class of shares of the Company or to exercise any other right conferred by membership in relation to General Meetings of the Company or meetings of the holders of any class of shares of the Company.

4. The Directors may, by resolution, revoke a direction:

   (1) made under Article X(3)(a) if they are satisfied that the relevant facts about the shares in question have been disclosed to the Company;

(2) made under Article X(3)(b) if the decision therein referred to has been rescinded, revoked or has otherwise ceased to have effect;

(3) made under either Article X(3)(a) or (b) if they are satisfied that the shares in question are to be transferred for valuable consideration and the Directors have approved the transfer.

Please note that the following does not form part of the model article

1. Chapter 2 of the Audit Regulations requires the directors, under the Articles of Association of the firm, to approve any transfer of shares which results in a shareholder having an interest in more than 3% of the practice's nominal issued share capital. To achieve this would normally require the inclusion in the firm's Articles of Association of an article empowering the directors, in their absolute discretion, to decline to register any share transfers. This would necessitate an amendment to any standard Articles where these have been adopted. You should check that your Articles meet this requirement.

   Firms may have adopted the previous model article which contained references to the Companies Act 1985. That Act has now been repealed and the model article has been redrafted to avoid the need for numerous references to the Companies Act 2006. There is no need for firms using the previous model article but they may find the new version easier to understand.

   A model article for the purpose of the Audit Regulations: Public Company is also available. Please e-mail us at regulatoryauthorisations@icas.com.