
2022 Inspection

Navarro Amper & Co.

(Headquartered in Taguig, Republic of the
Philippines)

May 23, 2024

THIS IS A PUBLIC VERSION OF A PCAOB INSPECTION REPORT

PORTIONS OF THE COMPLETE REPORT ARE OMITTED FROM THIS
DOCUMENT IN ORDER TO COMPLY WITH SECTIONS 104(g)(2) AND
105(b)(5)(A) OF THE SARBANES-OXLEY ACT OF 2002

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2022 INSPECTION

In the 2022 inspection of Navarro Amper & Co., the Public Company Accounting Oversight Board (PCAOB) assessed the firm's compliance with laws, rules, and professional standards applicable to the audits of public companies.

We selected for review three audits of issuers with fiscal years ending in 2021. For each issuer audit selected, we reviewed a portion of the audit. We also evaluated elements of the firm's system of quality control.

2022 Inspection Approach

In selecting issuer audits for review, we use a risk-based method of selection. We make selections based on (1) our internal evaluation of audits we believe have a heightened risk of material misstatement, including those with challenging audit areas, and (2) other risk-based characteristics, including issuer and firm considerations. In certain situations, we may select all of the firm's issuer audits for review.

When we review an audit, we do not review every aspect of the audit. Rather, we generally focus our attention on audit areas we believe to be of greater complexity, areas of greater significance or with a heightened risk of material misstatement to the issuer's financial statements, and areas of recurring deficiencies. We may also select some audit areas for review in a manner designed to incorporate unpredictability.

Our selection of audits for review does not necessarily constitute a representative sample of the firm's total population of issuer audits. Additionally, our inspection findings are specific to the particular portions of the issuer audits reviewed. They are not an assessment of all of the firm's audit work or of all of the audit procedures performed for the audits reviewed.

View the details on the [scope of our inspections and our inspections procedures](#).

OVERVIEW OF THE 2022 INSPECTION

The following information provides an overview of our 2022 inspection. We use a risk-based method to select audits for review and to identify areas on which we focus our review. Because our inspection process evolves over time, it can, and often does, focus on a different mix of audits and audit areas from inspection to inspection and firm to firm. Further, a firm's business, the applicable auditing standards, or other factors can change from the time of one inspection to the next. As a result of these variations, we caution that our inspection results are not necessarily comparable over time or among firms.

Firm Data and Audits Selected for Review

	2022
Firm data	
Total issuer audit clients in which the firm was the principal auditor	1
Total issuer audits in which the firm was not the principal auditor	7
Total engagement partners on issuer audit work ¹	5
Audits reviewed	
Total audits reviewed ²	3
Audits in which the firm was the principal auditor	0
Audits in which the firm was not the principal auditor	3
Integrated audits of financial statements and internal control over financial reporting (ICFR)	2
Audits with Part I.A deficiencies	2
Percentage of audits with Part I.A deficiencies	67%

If we include a deficiency in Part I.A of our report, it does not necessarily mean that the firm has not addressed the deficiency. In many cases, the firm has performed remedial actions after the deficiency was identified. Depending on the circumstances, remedial actions may include performing additional

¹ The number of engagement partners on issuer audit work represents the total number of firm personnel (not necessarily limited to personnel with an ownership interest) who had primary responsibility for an issuer audit (as defined in AS 1201, *Supervision of the Audit Engagement*) or for the firm's role in an issuer audit during the twelve-month period preceding the outset of the inspection.

² The population from which audits are selected for review includes both audits for which the firm was the principal auditor and those where the firm was not the principal auditor but played a role in the audit.

audit procedures, informing management of the issuer of the need for changes to the financial statements or reporting on ICFR, or taking steps to prevent reliance on prior audit reports.

Our inspection may include a review, on a sample basis, of the adequacy of a firm’s remedial actions, either with respect to previously identified deficiencies or deficiencies identified during the current inspection. If a firm does not take appropriate actions to address deficiencies, we may criticize its system of quality control or pursue a disciplinary action.

If we include a deficiency in our report — other than those deficiencies for audits with incorrect opinions on the financial statements and/or ICFR — it does not necessarily mean that the issuer’s financial statements are materially misstated or that undisclosed material weaknesses in ICFR exist. It is often not possible for us to reach a conclusion on those points based on our inspection procedures and related findings because, for example, we have only the information that the auditor retained and the issuer’s public disclosures. We do not have direct access to the issuer’s management, underlying books and records, and other information.

Audit Areas Most Frequently Reviewed

This table reflects the audit areas we have selected most frequently for review in the 2022 inspection. For the issuer audits selected for review, we selected these areas because they were generally significant to the issuer’s financial statements, may have included complex issues for auditors, and/or involved complex judgments in (1) estimating and auditing the reported value of related accounts and disclosures and (2) implementing and auditing the related controls.

2022	
Audit area	Audits reviewed
Revenue and related accounts	3
Long-lived assets	3
Cash and cash equivalents	1

PART I: INSPECTION OBSERVATIONS

Part I.A of our report discusses deficiencies, if any, that were of such significance that we believe the firm, (1) at the time it issued its audit report(s), had not obtained sufficient appropriate audit evidence to support its opinion(s) on the issuer's financial statements and/or ICFR or (2) in audit(s) in which it was not the principal auditor, had not obtained sufficient appropriate audit evidence to fulfill the objectives of its role in the audit.

Part I.B discusses certain deficiencies, if any, that relate to instances of non-compliance with PCAOB standards or rules other than those where the firm had not obtained sufficient appropriate audit evidence to support its opinion(s) or fulfill the objectives of its role in the audit(s). This section does not discuss instances of potential non-compliance with SEC rules or instances of non-compliance with PCAOB rules related to maintaining independence.

Part I.C discusses instances of potential non-compliance with SEC rules or instances of non-compliance with PCAOB rules, if any, related to maintaining independence.

Consistent with the Sarbanes-Oxley Act ("Act"), it is the Board's assessment that nothing in Part I of this report deals with a criticism of, or potential defect in, the firm's quality control system. We discuss any such criticisms or potential defects in Part II. Further, you should not infer from any Part I deficiency, or combination of deficiencies, that we identified a quality control finding in Part II. Section 104(g)(2) of the Act restricts us from publicly disclosing Part II deficiencies unless the firm does not address the criticisms or potential defects to the Board's satisfaction no later than 12 months after the issuance of this report.

Classification of Audits with Part I.A Deficiencies

Within Part I.A of this report, we classify each issuer audit in one of the categories discussed below based on the Part I.A deficiency or deficiencies identified in our review.

The purpose of this classification system is to group and present issuer audits by the number of Part I.A deficiencies we identified within the audit as well as to highlight audits with an incorrect opinion on the financial statements and/or ICFR.

Audits with an Incorrect Opinion on the Financial Statements and/or ICFR

This classification includes audits where a deficiency was identified in connection with our inspection and, as a result, an issuer's financial statements were determined to be materially misstated, and the issuer restated its financial statements. It also includes audits where a deficiency was identified in connection with our inspection and, as a result, an issuer's ICFR was determined to be ineffective, or there were additional material weaknesses that the firm did not identify, and the firm withdrew its opinion, or revised its report, on ICFR.

This classification does not include audits where, unrelated to our review, an issuer restated its financial statements and/or an issuer's ICFR was determined to be ineffective. We include any deficiencies identified in connection with our reviews of these audits in the audits with multiple deficiencies or audits with a single deficiency classification below.

Audits with Multiple Deficiencies

This classification includes audits where multiple deficiencies were identified that related to a combination of one or more financial statement accounts, disclosures, and/or important controls in an ICFR audit.

Audits with a Single Deficiency

This classification includes audits where a single deficiency was identified that related to a financial statement account or disclosure or to an important control in an ICFR audit.

PART I.A: AUDITS WITH UNSUPPORTED OPINIONS

This section of our report discusses the deficiencies identified, by specific issuer audit reviewed, in the audit work in audit(s) in which it was not the principal auditor, to fulfill the objectives of its role in the audit.

We identify each issuer by a letter (e.g., Issuer A). Each deficiency could relate to several auditing standards, but we reference the PCAOB standard that most directly relates to the requirement with which the firm did not comply.

We present issuer audits below within their respective deficiency classifications (as discussed previously). Within the classifications, we generally present the audits based on our assessment as to the relative significance of the identified deficiencies, taking into account the significance of the financial statement accounts and/or disclosures affected, and/or the nature or extent of the deficiencies.

Audits with an Incorrect Opinion on the Financial Statements and/or ICFR

None

Audits with Multiple Deficiencies

Issuer A – Materials

Type of audit and related areas affected

In our review of an audit in which the firm played a role but was not the principal auditor, we identified deficiencies in connection with the firm's role in the financial statement and ICFR audits related to **Long-Lived Assets** and **Revenue**.

Description of the deficiencies identified

With respect to **Long-Lived assets** and **Revenue**:

The issuer used multiple information-technology (IT) systems to initiate, process, and record transactions related to long-lived assets and revenue, including two instances of its enterprise resource planning (“ERP”) system. In its testing of controls over long-lived assets and revenue, the firm tested various automated controls over long-lived assets and IT-dependent manual controls over revenue that used data and reports generated or maintained by certain of these IT systems. As a result of the following deficiencies in the firm’s testing of IT general controls (ITGCs), the firm’s testing of these automated and IT-dependent manual controls was not sufficient. (AS 2201.46)

- With respect to change management, the firm selected for testing a control that consisted of the issuer’s testing and approval of application changes before their migration into the production environment. The firm did not test the design and operating effectiveness of this control over one of the instances of the issuer’s ERP system. (AS 2201.42 and .44)
- With respect to logical access, the firm selected for testing controls that consisted of password configurations and the periodic review of user access. The firm did not test the design and operating effectiveness of these controls over one of the instances of the issuer’s ERP system. (AS 2201.42 and .44)

With respect to **Long-Lived Assets**:

For long-lived assets, which were affected by the audit deficiency discussed above related to change management, the following additional deficiency was identified:

The firm selected for testing certain automated controls over the purchase of long-lived assets that consisted of the (1) matching of invoices, approved purchase orders, and receiving/inspection reports related to acquired long-lived assets, (2) recording of liabilities through unbilled payables for all goods and services received through the system, and (3) approval of purchase orders in accordance with an approved authorization matrix. The firm did not test the design and operating effectiveness of these controls over one of the instances of the issuer’s ERP system. (AS 2201.42 and .44)

With respect to **Revenue**:

For revenue, which was affected by the audit deficiencies discussed above related to change management and logical access, the following additional deficiency was identified:

The firm’s approach for testing revenue included performing tests of details for a sample of revenue transactions. The firm did not perform sufficient procedures to verify that each individual revenue transaction had an opportunity to be selected for testing because it did not establish a basis to support the sampling interval used to select transactions for testing and, as a result, did not select a sample that could be expected to be representative of the population. (AS 2315.24)

Issuer B

Type of audit and related area affected

In our review of an audit in which the firm played a role but was not the principal auditor, we identified deficiencies in connection with the firm's role in the financial statement and ICFR audits related to **Revenue**, for which the firm identified a fraud risk.

Description of the deficiencies identified

The following deficiencies were identified:

- The firm selected for testing certain controls over revenue that consisted of (1) the issuer's verification of certain information used to recognize revenue, (2) customer approval of draft invoices, (3) management's review and approval of revenue accruals, and (4) management's approval of invoice adjustments. The firm did not identify and test any controls over the accuracy and completeness of certain information used in the operation of these controls. (AS 2201.39)
- The sample sizes the firm used in certain of its substantive procedures to test revenue were too small to provide sufficient appropriate audit evidence because these procedures were designed based on a level of control reliance that was not supported due to the deficiency in the firm's control testing discussed above. (AS 2301.16, .18, and .37; AS 2315.19, .23, and .23A)
- The firm used certain information in its substantive testing of revenue but did not test, or (as discussed above) test controls over, the accuracy and completeness of this information. (AS 1105.10)
- The firm used certain information in its testing of revenue that was obtained by the issuer from its customers but it did not perform any procedures to evaluate the reliability of this information. (AS 1105.04 and .06)

Audits with a Single Deficiency

None

PART I.B: OTHER INSTANCES OF NON-COMPLIANCE WITH PCAOB STANDARDS OR RULES

In the 2022 inspection, we did not identify any deficiencies related to other instances of non-compliance with PCAOB standards or rules.

PART I.C: INDEPENDENCE

This section of our report discusses instances of potential non-compliance with SEC rules or instances of non-compliance with PCAOB rules related to maintaining independence. An instance of potential non-compliance with SEC rules or an instance of non-compliance with PCAOB rules does not necessarily mean that the Board has concluded the firm was not objective and impartial throughout the audit and professional engagement period. Although this section includes instances of potential non-compliance that we identified and the firm brought to our attention, there may be other instances of non-compliance with SEC or PCAOB rules related to independence that were not identified through our procedures or the firm's monitoring activities.

PCAOB-Identified

We identified the following instances of potential non-compliance with SEC rules or instances of non-compliance with PCAOB rules related to maintaining independence:

An audit client's agreement to indemnify its auditor with respect to certain liabilities is inconsistent with the general standard of independence set out in Rule 2-01(b) of Regulation S-X and impairs the accountant's independence with respect to an audit client. In three audits reviewed, we identified two instances across two issuers in which this circumstance appears to have occurred.

Firm-Identified

During the inspection, the firm brought to our attention that it had identified, through its independence monitoring activities, eight instances across five issuers³ in which the firm or its personnel appeared to have impaired the firm's independence because it may not have complied with Rule 2-01(b) or Rule 2-01(c) of Regulation S-X related to maintaining independence.

While we have not evaluated the underlying reasons for the instances of potential non-compliance, the number, large or small, of firm-identified instances of potential non-compliance may be reflective of the size of the firm, including any associated firms; the design and effectiveness of the firm's independence monitoring activities; and the size and/or complexity of the issuers it audits, including the number of affiliates of those issuers. Therefore, we caution against making any comparison of these firm-identified instances of potential non-compliance across firms.

The instances of potential non-compliance related to indemnification clauses in engagement letters and financial relationships:

- The firm reported six instances of potential non-compliance regarding indemnification clauses that appear to be inconsistent with the general standard of independence set out in Rule 2-01(b) of Regulation S-X. These instances related to the firm including clauses in its engagement letters with subsidiaries of issuer audit clients that may have resulted in the subsidiaries agreeing to indemnify the firm with respect to certain liabilities for the audits.

³ The firm-identified instances of potential non-compliance do not necessarily relate to the issuer audits that we selected for review.

- The firm reported two instances of potential non-compliance with Rule 2-01(c)(1) of Regulation S-X regarding financial relationships, which occurred at the firm or involved its personnel. Both instances related to other financial relationships with an audit client by a member of an engagement team.

The firm reported to us that it has communicated these instances of potential non-compliance to the respective principal auditor and that the principal auditor determined in all instances that its objectivity and impartiality were not impaired.

PART II: OBSERVATIONS RELATED TO QUALITY CONTROL

Part II of our report discusses criticisms of, and potential defects in, the firm's system of quality control.

We include deficiencies in Part II if an analysis of the inspection results, including the results of the reviews of individual audits, indicates that the firm's system of quality control does not provide reasonable assurance that firm personnel will comply with applicable professional standards and requirements. Generally, the report's description of quality control criticisms is based on observations from our inspection procedures.

This report does not reflect changes or improvements to the firm's system of quality control that the firm may have made subsequent to the period covered by our inspection. The Board does consider such changes or improvements in assessing whether the firm has satisfactorily addressed the quality control criticisms or defects no later than 12 months after the issuance of this report.

When we issue our reports, we do not make public criticisms of, and potential defects in, the firm's system of quality control, to the extent any are identified. If a firm does not address to the Board's satisfaction any criticism of, or potential defect in, the firm's system of quality control within 12 months after the issuance of our report, we will make public any such deficiency.

APPENDIX A: FIRM'S RESPONSE TO THE DRAFT INSPECTION REPORT

Pursuant to Section 104(f) of the Act, 15 U.S.C. § 7214(f), and PCAOB Rule 4007(a), the firm provided a written response to a draft of this report. Pursuant to Section 104(f) of the Act and PCAOB Rule 4007(b), the firm's response, excluding any portion granted confidential treatment, is attached hereto and made part of this final inspection report.

The Board does not make public any of a firm's comments that address a nonpublic portion of the report unless a firm specifically requests otherwise. In some cases, the result may be that none of a firm's response is made publicly available.

In addition, pursuant to Section 104(f) of the Act, 15 U.S.C. § 7214(f), and PCAOB Rule 4007(b), if a firm requests, and the Board grants, confidential treatment for any of the firm's comments on a draft report, the Board does not include those comments in the final report. The Board routinely grants confidential treatment, if requested, for any portion of a firm's response that addresses any point in the draft that the Board omits from, or any inaccurate statement in the draft that the Board corrects in, the final report.

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April 5, 2024

Ms. Christine Gunia
Acting Director
Division of Registration and Inspections
Public Company Accounting Oversight Board
1666 K Street NW
Washington, DC 20006

Re: Navarro Amper & Co. – Response to Part I of Draft Report on 2022 Inspection (PUBLIC)

Dear Ms. Gunia:

Navarro Amper & Co. (“Deloitte” or the “Firm”) is pleased to submit this response to Part I of the Public Company Accounting Oversight Board’s (the PCAOB) draft report on the 2022 Inspection of the Firm (the Draft Report). We believe that the PCAOB’s inspection process serves an important role in improving audit quality and serving investors and the public interest. We are committed to our shared objective to protect investors and further the public interest in the preparation of informative, accurate, and independent audit reports.

We have evaluated the matters identified by the PCAOB’s inspection team for each of the issuer audits described in Part I.A of the Draft Report and have taken actions as appropriate in accordance with PCAOB standards to comply with our professional responsibilities under AS 2901, *Consideration of Omitted Procedures After the Report Date*, and AS 2905, *Subsequent Discovery of Facts Existing at the Date of the Auditor’s Report*.

We acknowledge the independence matters described in Part I.C of the Draft Report. In each instance, the matter was evaluated and appropriate actions, including communication with and obtaining the concurrence of the audit committee, were taken in concluding that there was no impact to integrity, objectivity, impartiality and professional skepticism. Independence is a cornerstone of the audit profession, and we are committed to maintaining compliance with relevant rules and requirements.

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Our ability to protect investors and enable the capital markets is based in large measure on our steadfast commitment to integrity and ethical behavior. Our pursuit of audit quality is at the center of our culture of continuous improvement. In order to drive continuous improvements, we are digitizing the audit, transforming the way we work, and fostering the development of our people, to fulfill our role of providing high-quality audit and assurance services to the capital markets. Our quality is underpinned by a strong system of quality control that has been even further enhanced by the implementation of International Standard on Quality Management (ISQM) 1. We are confident that our ongoing transformation, inclusive of the investments we are making in our audit and assurance processes, our people, and our technology, is resulting in significant, sustainable enhancements to our audit quality.

Sincerely,



Navarro Amper & Co.

