



Dear Assignment / News / Business Section Editor

Hong Kong Institute of Certified Public Accountants takes disciplinary action against a certified public accountant (practising) and a corporate practice

(HONG KONG, 29 September 2014) — A Disciplinary Committee of the Hong Kong Institute of Certified Public Accountants reprimanded Tang Wai Hung (membership number A10201) and W.H. Tang & Partners CPA Limited (corporate practice number M053) (collectively "respondents") on 11 September 2014 for their failure or neglect to observe, maintain or otherwise apply a professional standard issued by the Institute, and ordered them to pay a penalty of HK\$50,000 to the Institute. In addition, the respondents were ordered to pay costs of the disciplinary proceedings of HK\$23,273.40, which should be shared equally by them.

The corporate practice audited the financial statements of a listed company in Hong Kong for the year ended 31 December 2008 and expressed an unmodified auditor's opinion on the financial statements. Tang is one of the practising directors of the corporate practice and responsible for the audit engagement.

The Institute received information from the Financial Reporting Council about non-compliance with the requirements of an accounting standard in relation to the measurement of the revalued plant and machinery in the financial statements. It was also noted that there had been no disclosure of a reconciliation of the carrying amount at the beginning and end of the period showing depreciation, and the carrying amount of the revalued plant and machinery under the cost model in the financial statements. After considering the information available, the Institute lodged a complaint against the respondents under section 34(1)(a)(vi) of the Professional Accountants Ordinance.

The respondents admitted the complaint against them. The Disciplinary Committee found that the respondents failed or neglected to observe, maintain or otherwise apply section 130 "*Professional Competence and Due Care*" of the *Code of Ethics for Professional Accountants* for their failure to act diligently in accordance with the requirements of Hong Kong Accounting Standard 16 "*Property, Plant and Equipment*" in the audit of the financial statements.

Having taken into account the circumstances of the case, the Disciplinary Committee made the above order against the respondents under section 35(1) of the ordinance.

Under the ordinance, if the respondents are aggrieved by the order, they may give notice of an appeal to the Court of Appeal within 30 days after he is served the order.

The order and findings of the Disciplinary Committee are available at the Institute's website under the "Compliance" section at www.hkicpa.org.hk.

Disciplinary proceedings of the Institute are conducted in accordance with Part V of the ordinance by a five-member Disciplinary Committee. The majority (three members) of each committee, including the chairman, are non-accountants chosen from a panel appointed by the Chief Executive of the HKSAR, and the other two members are CPAs.

Disciplinary hearings are held in public unless the Disciplinary Committee directs otherwise in the interests of justice. A hearing schedule is available at the Institute's website. A CPA who feels aggrieved by an order made by a Disciplinary Committee may appeal to the Court of Appeal, which may confirm, vary or reverse the order.

The Disciplinary Committees have the power to sanction members, member practices and registered students. Sanctions include temporary or permanent removal from membership or cancellation of a practising certificate, a reprimand, a penalty of up to \$500,000, and payment of costs and expenses of the proceedings.

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About the Hong Kong Institute of Certified Public Accountants

The Hong Kong Institute of CPAs is the only body authorized by law to register and grant practising certificates to certified public accountants in Hong Kong. The Institute has more than 37,000 members and more than 18,000 registered students. Members of the Institute are entitled to the description *certified public accountant* and to the designation CPA.

The Hong Kong Institute of CPAs evolved from the Hong Kong Society of Accountants, which was established on 1 January 1973.

The Institute operates under the Professional Accountants Ordinance and works in the public interest. The Institute has wide-ranging responsibilities, including assuring the quality of entry into the profession through its postgraduate qualification programme and promulgating financial reporting, auditing and ethical standards in Hong Kong. The Institute has responsibility for regulating and promoting efficient accounting practices in Hong Kong to safeguard its leadership as an international financial centre.

The Hong Kong Institute of CPAs is a member of the Global Accounting Alliance – an alliance of the world's leading professional accountancy bodies, which was formed in 2005. The GAA promotes quality services, collaborates on important international issues and works with national regulators, governments and stakeholders.

Hong Kong Institute of CPAs' contact information:

Stella To

Deputy Director, Communications

Phone: 2287 7209

Mobile: 9027 7323

Email: stella@hkicpa.org.hk



致：編採主任／新聞／財經版編輯

香港會計師公會對一名執業會計師作出紀律處分

(香港，二零一四年九月二十九日) — 香港會計師公會轄下紀律委員會於二零一四年九月十一日就吳永鏗先生(會員編號：A00933)沒有或忽略遵守、維持或以其他方式應用公會頒布的專業準則，對吳先生作出譴責，並命令他須繳付罰款七萬港元予公會。此外，吳先生須支付紀律程序的費用共港幣二萬三千一百五十七元四角。

吳先生為吳永鏗會計師行的獨資經營者。該會計師行審核了一間香港上市公司截至2006年12月31日及2007年12月31日的財務報表，並對該等報表發出無保留意見的核數師報告。

公會收到財務匯報局的資料，指該上市公司的財務報表就重估廠房及機器的計量沒有遵守會計準則的要求。財務匯報局同時發現該等財務報表並沒有披露折舊於期初及期末的帳面值與根據成本模式該重估廠房及機器的帳面值之間的對賬。公會經考慮所得資料，根據《專業會計師條例》第34(1)(a)(vi)條對吳先生作出投訴。

吳先生承認投訴中的指控屬實。紀律委員會裁定吳先生沒有或忽略遵守、維持或以其他方式應用公會的專業準則 - Hong Kong Standard on Auditing 700 "*Forming an Opinion and Reporting on Financial Statements*"，因為該上市公司在編制財務報表時沒有遵守 Hong Kong Accounting Standard 16 "*Property, Plant and Equipment*" 的要求但吳先生沒有因此發出保留意見的核數師報告。

經考慮有關情況後，紀律委員會根據《專業會計師條例》第35(1)條向吳先生作出上述的命令。

根據《專業會計師條例》，如吳先生不服紀律委員會對他作出的命令，可於命令文本送達後30天內向上訴法庭提出上訴。

紀律委員會的書面判決可於公會網頁內Compliance部份查閱，網頁為 <http://www.hkicpa.org.hk>.

公會的紀律程序是根據《專業會計師條例》第V部份，由五位成員組成的紀律委員會執行。每個紀律委員會的大多數成員，即包括主席在內的三名成員，是由香港特別行政區行政長官從業外人士組成的紀律小組中選派委任，另外兩名成員由專業會計師出任。

除非負責的紀律委員會因公平理由認為不恰當，否則紀律聆訊一般以公開形式進行。紀律聆訊的時間表可於公會網頁查閱。如當事人不服紀律委員會的裁判，可向上訴法庭提出上訴，上訴法庭可確定、修改或推翻紀律委員會的裁判。

紀律委員會有權向公會會員、執業會計師事務所會員及註冊學生作出處分。紀律處分範圍包括永久或有限期地將違規者從會計師註冊紀錄冊中除名或吊銷其執業證書、對其作出譴責、下令罰款不多於五十萬港元，以及支付紀律程序的費用。

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關於香港會計師公會

香港會計師公會是香港唯一獲法例授權負責專業會計師註冊兼頒授執業證書的組織，會員人數超過三萬七千，註冊學生人數逾一萬八千。公會會員可採用「會計師」稱銜（英文為 **certified public accountant**，簡稱 **CPA**）。

公會(**Hong Kong Institute of Certified Public Accountants**)於一九七三年一月一日成立，當時的英文名稱為 **Hong Kong Society of Accountants**。

公會根據《專業會計師條例》履行職責，以公眾利益為依歸。其職能廣泛，包括開辦專業資格課程(**Qualification Programme**)以確保會計師的人職質素，以及頒布香港的財務報告、審計及專業操守準則。此外，公會亦負責在香港監管和推動優良而有效的會計實務，以鞏固香港作為國際金融中心的領導地位。

香港會計師公會是全球會計聯盟(**Global Accounting Alliance, GAA**)的成員之一。全球會計聯盟於二零零五年成立，聯合了全球頂尖的專業會計團體，推動優質服務，並積極與各地監管機構、政府及關連人士就國際重要議題共同合作。

香港會計師公會聯絡資料

杜幼儀

副傳訊總監

直線電話：2287 7209

手提電話：9027 7323

電子郵箱：stella@hkcipa.org.hk

IN THE MATTER OF

A Complaint made under section 34(1)(a) and 34(1A) of the Professional Accountants Ordinance (Cap. 50) (“PAO”) and referred to the Disciplinary Committee under section 33(3) of the PAO

BETWEEN

The Registrar of the
Hong Kong Institute of
Certified Public Accountants

COMPLAINANT

AND

Mr. Tang Wai Hung
(Membership No. A10201)

FIRST
RESPONDENT

W. H. Tang & Partners CPA Limited
(Corporate Practice No. M053)

SECOND
RESPONDENT

Members: Ms. Lee Fen Brenda (Chairman)
Mr. Hui Ching Yu
Ms. Hui Ming Ming Cindi
Mr. Yeung Chi Wai Edwin
Mr. Tang Kwai Chang Alfred

REASONS FOR DECISION

1. This is a complaint made by the Registrar of the Hong Kong Institute of Certified Public Accountants (**the “Institute”**) as Complainant against the Respondents, Mr. Tang Wai Hung, a certified public accountant (practising) and W. H. Tang & Partners CPA Limited, a corporate practice. Section 34(1)(a)(vi) of the PAO applied to the Respondents.
2. The particulars of the Complaint as set out in a letter dated 8 October 2013 (**the “Complaint”**) from the Registrar of the Institute to the Council of the Institute for consideration of the Complaint for referral to the Disciplinary Panels were as follows:-

- (1) Luxey International (Holdings) Limited (also known as China Post E-Commerce (Holdings) Limited and Intcera High Tech Group Limited) (**the "Company"**) was incorporated in the Cayman Islands and its shares are listed on the Growth Enterprise Market of the Stock Exchange of Hong Kong (Stock Code 8041).
- (2) The financial statements for the Company and its subsidiaries (**the "Group"**) for the year ended 31 December 2008 (**the "2008 Financial Statements"**) were stated to have been prepared in accordance with the Hong Kong Financial Reporting Standards ("**HKFRS**") issued by the Hong Kong Institute of Certified Public Accountants.
- (3) The Second Respondent (the Corporate Practice) audited the 2008 Financial Statements. The First Respondent was the director of the Corporate Practice responsible for the performance of the audit engagement.
- (4) The Corporate Practice's audit report on the 2008 Financial Statements (signed by the First Respondent in the name of the Corporate Practice and dated 24 March 2009) stated that the audit was conducted in accordance with the Hong Kong Standards on Auditing.
- (5) The consolidated loss and the consolidated net assets of the Group stated in the 2008 Financial Statements were HK\$24.2 million and HK\$114 million respectively. The Corporate Practice expressed an unmodified opinion on the 2008 Financial Statements.
- (6) The Financial Reporting Council (**the "FRC"**) received a complaint of possible noncompliance and auditing irregularity in respect of inter alia the 2008 Financial Statements. The complaint related to, among others, non-compliances with accounting standards when measuring revalued plant and machinery in the 2008 Financial Statements which were subsequently corrected by retrospective restatements in the Group's financial statements for the year ended 31 December 2010.
- (7) In carrying out its investigation of the complaint, the FRC noted that no depreciation had been charged on the revalued plant and machinery in the 2008 Financial Statements. This led to understatements of depreciation charges of approximately HK\$ 10.1 million.
- (8) The FRC further noted that there had been no disclosure of a reconciliation of the carrying amount at the beginning and end of the period showing depreciation, and the carrying amount of the revalued plant and machinery under the cost model in the 2008 Financial Statements. Therefore, the FRC concluded that there was non-compliance with paragraphs 31, 35, 52, 73 and 77 of Hong Kong Accounting Standard 16 Property, Plant and Equipment ("**HKAS 16**").

- (9) On 18 September 2012, the FRC referred an extract of its complaint assessment report (**the "Report"**) and annexures to the Institute, pursuant to s.9(f) of the FRC Ordinance. In making the referral, the FRC considered that the Corporate Practice had failed or neglected to observe, maintain or otherwise apply a professional standard pursuant to section 34(1)(a)(vi) of the Professional Accountants Ordinance, Cap 50 ("**PAO**").

SUMMARY OF PRINCIPAL ISSUES

- (10) The principal issues relate to the failures by the Group to comply with paragraphs 31, 35, 52, 73 and 77 of HKAS 16 in that:
- a. no depreciation had been charged on the revalued plant and machinery in the 2008 Financial Statements; and
 - b. there was no disclosure of a reconciliation of the carrying amount at the beginning and end of the period showing depreciation, and the carrying amount of the revalued plant and machinery under the cost model in the 2008 Financial Statements.
- (11) The associated reduction of profits arising from the undercharged depreciation on the overall consolidated loss for the year, of approximately 9%, was considered material to the financial statements.
- (12) In the circumstances, the Corporate Practice failed to express a modified auditor's opinion on the 2008 Financial Statements regarding the non-compliance with HKAS 16 and/or the Corporate Practice failed to comply with the requirements of professional standards.
- (13) The principal issues are explained in the Report, which should be referred to for details.

RELEVANT PROFESSIONAL STANDARDS

- (14) Hong Kong Standard on Auditing 700 "The Independent Auditor's Report on a Complete Set of General Purpose Financial Statements" ("**HKSA 700**")

"11. The auditor should evaluate the conclusions drawn from the audit evidence obtained as the basis for forming an opinion on the financial statements."

"13. Forming an opinion as to whether the financial statements give a true and fair view or are presented fairly, in all material respects, in accordance with the applicable financial reporting framework involves evaluating whether the financial statements have been prepared and presented in accordance with the specific requirements of the applicable financial reporting framework for particular classes of transactions, account balances and disclosures...."

- (15) Section 130 "Professional Competence and Due Care" of the Code of Ethics for Professional Accountants ("**Code**")

"130.1 The principle of professional competence and due care imposes the following obligations on professional accountants:

(b) To act diligently in accordance with applicable technical and professional standards when providing professional services.

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

- (16) HKAS 16:

"31. After recognition as an asset, an item of property, plant and equipment whose fair value can be measured reliably shall be carried at a revalued amount, being its fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.... "

"35. When an item of property, plant and equipment is revalued, any accumulated depreciation at the date of the revaluation is treated in one of the following ways:

... (b) eliminated against the gross carrying amount of the asset and the net amount restated to the revalued amount of the asset. This method is often used for buildings."

"52. Depreciation is recognized even if the fair value of the asset exceeds its carrying amount...."

"73. The financial statements shall disclose, for each class of property, plant and equipment:

... (e) a reconciliation of the carrying amount at the beginning and end of the period showing:... (vii) depreciation'

77. If items of property, plant and equipment are stated at revalued amounts, the following shall be disclosed:

... (e) for each revalued class of property, plant and equipment, the carrying amount that would have been recognized had the assets been carried under the cost model"

THE COMPLAINTS

The First Complaint

- (17) Section 34(1)(a)(vi) of the PAO applies to the Respondents in that they have failed or neglected to observe, maintain or otherwise apply a professional standard namely paragraphs 11 and 13 of HKSA 700 for failure to express a modified auditor's opinion in respect of the Group's non-compliance with HKAS 16 in the 2008 Financial Statements.

The Second Complaint (in the alternative to the First Complaint)

- (18) Section 34(1)(a)(vi) of the PAO applies to the Respondents in that they have failed or neglected to observe, maintain or otherwise apply a professional standard namely section 130 of the Code for failure to act diligently in accordance with HKAS 16 in the audit of the 2008 Financial Statements.
3. The Respondents admitted the Second Complaint against them. They did not dispute the facts as set out in the Complaint. On 11 November 2013, the parties made a joint application to the Disciplinary Committee and they agreed that the steps set out in rules 17 to 30 of the Disciplinary Committee Proceedings Rules be dispensed with.
 4. On 29 April 2014, the Disciplinary Committee issued a Notice of Commencement of Proceedings, enclosing a procedural timetable and a full set of the complaint documents to the parties. The parties were requested to make written submissions to the Disciplinary Committee on sanctions and costs and that the Disciplinary Committee would not hold a hearing on sanctions and costs unless otherwise requested by the parties.
 5. Undoubtedly, the breach committed by the Respondents is very serious. In considering the proper order to be made in this case, the Disciplinary Committee has had regard to all the aforesaid matters, including the Respondents' admission to the Complaint, the particulars in support of the Complaint, the breach concerned one auditors' report, the parties' submissions on sanctions and costs and their conduct throughout the proceedings.
 6. In relation to costs, the Disciplinary Committee considers that the costs and expenses totalling HK\$23,273.40 as assessed in the Complainant's Statement of Costs dated 20 May 2014 are reasonable and therefore should be allowed.

7. The Disciplinary Committee ORDERS that:-
- (a) the Respondents be reprimanded under section 35(1)(b) of the PAO;
 - (b) the Respondents pay a penalty of HK\$50,000 under section 35(1)(c) of the PAO;
 - (c) the Respondents are jointly and severally liable to pay the costs and expenses of and incidental to the proceedings of the Complainant in the sum of HK\$23,273.40 under section 35(1)(iii) of the PAO.

Dated the 11th day of September 2014

IN THE MATTER OF

A Complaint made under section 34(1)(a) and 34(1A) of the Professional Accountants Ordinance (Cap. 50) ("PAO") and referred to the Disciplinary Committee under section 33(3) of the PAO

BETWEEN

The Registrar of the
Hong Kong Institute of
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COMPLAINANT

AND

Mr. Tang Wai Hung
(Membership No. A10201)

FIRST
RESPONDENT

W. H. Tang & Partners CPA Limited
(Corporate Practice No. M053)

SECOND
RESPONDENT

Members: Ms. Lee Fen Brenda (Chairman)
Mr. Hui Ching Yu
Ms. Hui Ming Ming Cindi
Mr. Yeung Chi Wai Edwin
Mr. Tang Kwai Chang Alfred

ORDER

Upon reading the complaint against MR. TANG WAI HUNG, a certified public accountant (practising) and W. H. TANG & PARTNERS CPA LIMITED, a corporate practice, as set out in a letter from the Registrar of the Institute ("the Complainant") dated 8 October 2013, the written submissions of the Complainant dated 20 May 2014 and the Respondents dated 19 May 2014, and other relevant documents, the Disciplinary Committee is satisfied by the admission of the Respondents and the evidence adduced before it that the following complaint is proved:

Section 34(1)(a)(vi) of the PAO applies to the Respondents in that they have failed or neglected to observe, maintain or otherwise apply a professional standard namely section 130 of the Code of Ethics for Professional Accountants for failure to act diligently in accordance with Hong Kong Accounting Standard 16 in the audit of the 2008 Financial Statements.

The Disciplinary Committee ORDERS that:-

- 1) the Respondents be reprimanded under section 35(1)(b) of the PAO;
- 2) the Respondents pay a penalty of HK\$50,000 under section 35(1)(c) of the PAO; and
- 3) the Respondents are jointly and severally liable to pay the costs and expenses of and incidental to the proceedings of the Complainant in the sum of HK\$23,273.40 under section 35(1)(iii) of the PAO.

Dated the 11th day of September 2014