

COMPANIES REGULATIONS (REGISTER OF AUDITORS) RULES 2015

PART 1 GENERAL INTRODUCTORY PROVISIONS

The Registrar, in exercise of the powers conferred by section 1039 of the Companies Regulations 2015, hereby makes the following Rules:-

1. Citation, commencement and interpretation

- (1) These Rules may be cited as the Companies Regulations (Register of Auditors) Rules 2015.
- (2) These Rules shall come into force on the date of their publication.
- (3) In these Rules, the “Companies Regulations” means the Companies Regulations 2015.
- (4) Defined terms used in these Rules and their meanings are contained in Schedule 1.
- (5) Unless the context otherwise requires-
 - (a) references to sections are to sections of the Companies Regulations,
 - (i) a reference to a “Rule” or “Rules” is a reference to these Rules and a reference to a numbered Rule, Part or Schedule is to the Rule, Part or Schedule, and
 - (ii) words in the singular include the plural and vice versa and a reference to a gender includes a reference to all genders.

2. Application of these Rules

These Rules apply in respect of any persons eligible and willing to be appointed as auditors of any company formed or registered under the Companies Regulations.

3. Definitions and general interpretation

- (2) Unless the context otherwise requires-
 - (a) references to sections are to sections of the Companies Regulations;
 - (b) a reference to a “Rule” or “Rules” is a reference to these Rules and a reference to a numbered Rule, Part or Schedule is to the Rule, Part or Schedule;
 - (c) words in the singular include the plural and vice versa and a reference to a gender includes a reference to all genders.

- (3) Material or information referred to in these Rules as being specified, described accessible or available on or through the website is included in and forms part of these Rules.

PART 2
APPLICATION FOR INCLUSION ON REGISTER OF ELIGIBLE AUDITORS

1. Contents of application

(1) Persons eligible and willing to be appointed as an auditor in the Abu Dhabi Global Market (“eligible auditor”) may apply to the Registrar for recognition. Such application shall include-

- a) the firm’s name and address;
- b) the address of each of the offices of the firm from which it carries out audit work in the Abu Dhabi Global Market;
- c) information as to how the firm is to be contacted, the primary contact person and, if it has a website, its address;
- d) the name and business address of each individual responsible for audit work in the Abu Dhabi Global Market on behalf of the firm;
- e) the firm’s legal form:
 - i. in the case of a limited liability partnership the name and business address of each member of the partnership,
 - ii. in the case of a body corporate, other than a limited liability partnership, the name and business address of each person who is a director of the body or holds any shares in it,
 - iii. in the case of a legal entity consisting of a single incorporated office occupied by a single person (a corporation sole) the name and address of the individual for the time being holding the office by the name of which he is the corporation sole,
 - iv. in the case of a partnership, the name and business address of each partner; andreferences in this paragraph to a limited liability partnership, a body corporate, a corporation sole or a partnership include references to any comparable undertaking incorporated in or formed under the law of any country or territory outside the Abu Dhabi Global Market;
- f) the name and address of the recognised professional body under whose rules the firm is eligible for appointment as an auditor and any registration number which such body has allocated to it; and
- g) in the case of a firm which is a member of a network:
 - i. the name of the network; and

- ii. a list of the names and addresses of the other members of that network and of the affiliates of all the members of that network or a reference to the address of a website or any other place where that information is available to the public; and
 - h) the prescribed initial registration fee of US\$1,200 (or such other amount as may be set by the Registrar from time to time).
- (2) Each person applying for recognition as an eligible auditor pursuant to these Rules shall provide such other information as the Registrar may require to demonstrate such applicant's eligibility and suitability to be an eligible auditor.
- (3) Each person applying for recognition as an eligible auditor pursuant to these Rules shall send to the Registrar (in electronic form prescribed by the Registrar from time to time) the information specified in paragraphs (1) and (2) above.

PART 3
REGISTER OF ELIGIBLE AUDITORS

5. Registrar to keep a register of persons eligible for appointment as auditors in the Abu Dhabi Global Market

In accordance with section 1039, the Registrar shall keep a register of eligible auditors in electronic form in accordance with the following regulations of these Rules.

6. What the register is to contain

- (1) The register must contain in relation to an eligible auditor –
- a) its name and the address of its principal place of business;
 - b) its registered number;
 - c) the address of each of its offices from which it carries out audit work in the Abu Dhabi Global Market;
 - d) information as to how the firm is to be contacted, the primary contact person and, if it has a website, its address;
 - e) the name and business address of each individual responsible for audit work in the Abu Dhabi Global Market on behalf of the firm;
 - f) the name and address of the recognised professional body under whose rules it is eligible for appointment as an auditor and any registration number which such body has allocated to it;
 - g) in the case of a firm which is a member of a network:
 - i. the name of the network;
 - ii. a list of the names and addresses of the other members of that network and of the affiliates of all the members of that network or a reference to the address of a website or any other place where that information is available to the public.

7. How the register is to be maintained and inspected

- (1) The Registrar shall be the body responsible for the keeping of the register and making it available for inspection by electronic means.
- (2) The Registrar shall ensure that the information contained in the register may be inspected in each of the following ways –
- (a) alphabetically by name of eligible auditor;
 - (b) by reference to registration numbers;
 - (c) by reference to recognised professional bodies; and

(d) by business address.

8. Obligations of eligible auditors with respect to maintenance of the register

- (1) Each eligible auditor shall co-operate with the Registrar for the purpose of ensuring that the Registrar enters on the register the information required by these Rules in respect of each person eligible and willing to be appointed as an auditor in the Abu Dhabi Global Market.
- (2) It is the duty of each eligible auditor to send to the Registrar (in electronic form prescribed by the Registrar from time to time) for entry on the register any changes to that information set out in paragraph 6, including that relating to persons who became eligible for appointment as auditors on or after the date on which it was first filed.
- (3) It is the duty of each eligible auditor to take reasonable care to ensure that the information sent by it under these Rules is accurate and correct and that, in the case of information required under paragraph (2), it is sent to the Registrar within the period of 10 business days beginning with the day on which the body becomes aware of the relevant change.

9. Duty of Registrar to provide access to the register

- (1) The Registrar shall provide facilities by which any person may inspect the register by electronic means, at any reasonable time during a business day.
- (2) Any person inspecting the register through the facilities referred to in paragraph (1) may require a copy of any entry on the register relating to a particular individual or firm.
- (3) The Registrar providing the facilities referred to in paragraph (1) may charge a person not exceeding US\$100 for a copy of an entry on the register.

10. Annual renewal of recognition as eligible auditor

- (1) Each eligible auditor shall send to the Registrar each year (in electronic form prescribed by the Registrar from time to time) an application for renewal of recognition as an eligible auditor.
- (2) Each person applying for renewal of recognition as an eligible auditor pursuant to these Rules shall provide such other information as the Registrar may require to demonstrate such applicant's continued eligibility and suitability to be an eligible auditor.
- (3) Each eligible auditors shall pay the prescribed renewal fee of US\$1,200 (or such other amount as may be set by the Registrar from time to time).

11. Removal from register of eligible auditors

- (1) In the circumstances specified below the Registrar may remove an individual or a firm from the register of eligible auditors.

- (2) An eligible auditor may be removed by the Registrar on the following grounds –
- (a) where any individual responsible for audit work is convicted of a criminal offence in the United Arab Emirates, or the jurisdiction of the relevant professional body (if any) under whose rules it is eligible for appointment as an auditor;
 - (b) where the eligible auditor fails to submit an annual renewal application or pay the prescribed renewal fee in accordance with the terms of Rule 10;
 - (c) the Registrar is satisfied that he has been persistently in default in relation to provisions of any law or regulation in the Abu Dhabi Global Market applicable to auditors; or
 - (d) the Registrar is satisfied that his conduct makes him unfit to be concerned in the performance of audit work in the Abu Dhabi Global Market.
- (3) If the Registrar proposes to remove an eligible auditor, it must give him a warning notice which must –
- (a) state the action which the Registrar proposes to take;
 - (b) be in writing;
 - (c) give reasons for the proposed action; and
 - (d) specify a reasonable period (which may not be less than 14 days) within which the person to whom it is given may make representations to the Registrar.
- (4) The Registrar must then decide, within a reasonable period, whether to give the eligible auditor receiving the warning notice a removal notice which must –
- (a) be issued without delay;
 - (b) be in writing; and
 - (c) state the reasons of the Registrar for the decision to take the action to which the notice relates.
- (5) Upon issuance of a removal notice, the firm will be removed from the register of eligible auditors.

SCHEDULE 1
DEFINITIONS

“auditor” means a person appointed as auditor under Part 15 of the Companies Regulations and the expressions “audit” and “audit work” are to be construed accordingly;

“Companies Regulations” means the Companies Regulations 2015;

“company” has the meaning given to it in the Companies Regulations;

“recognised professional body” has the meaning given to it by section 1032; and

“working day” has the meaning given to it by section 1028.