

PN 810.1 (Revised)  
Revised April 2013; February 2016, September 2017;  
Issued [ ] 2019 January 2018

Effective on [23 September 2019 upon issue]

*Practice Note 810.1 (Revised)*

**Licensed Insurance Brokers  
Broker Companies –  
Compliance with the Insurance  
(Financial and Other  
Requirements for Licensed  
Insurance Broker Companies)  
Rules Minimum Requirements  
Specified by the Insurance  
Authority under Sections 69(2)  
and 70(2) of the Insurance  
Ordinance**



Hong Kong Institute of  
Certified Public Accountants  
香港會計師公會

**PRACTICE NOTE  
810.1 (REVISED)**

**LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES~~INSURANCE BROKERS –  
COMPLIANCE WITH THE MINIMUM REQUIREMENTS  
SPECIFIED BY THE INSURANCE AUTHORITY  
UNDER SECTIONS 69(2) AND 70(2) OF THE  
INSURANCE ORDINANCE~~**

*(Issued [ ] 2019, June 1997; revised September 2004 (name change), April 2013, February 2016,  
January 2018  
Effective on [upon issue] 23 September 2019)*

Contents	Paragraphs
<b>Introduction</b>	<b>1 - 6</b>
<b>Reporting requirements</b>	<b>7 – 8</b>
<b>Scope</b>	<b><u>8 - 13</u> – 14</b>
<b><u>Minimum Requirements for compliance by <del>authorized insurance brokers and constituent members of approved bodies of insurance brokers</del> licensed insurance broker companies</u></b>	<b><u>12 - 23</u></b>
<u>Capital and net assets</u>	<u>14 - 15</u>
<u>Professional indemnity insurance</u>	<u>16 - 22</u>
<u>Keeping of separate client accounts</u>	<u>23 - 35</u>
<u>Keeping of proper books and accounts</u>	<u>36 - 39</u>
<b>Submission of annual audited financial statements and reports by the auditor on compliance with the <u>Minimum R</u> requirements</b>	<b><u>40 - 49</u> – 32</b>
<b><u>Transitional arrangements</u></b>	<b><u>50 - 54</u></b>
<b>Appendix 1 Objectives and recommended procedures for the purpose of reporting on compliance with <u>the Rule</u><del>the</del> <u>Minimum Requirements</u>.</b>	
<b>Appendix 2 Examples of <del>an</del> unmodified limited assurance report for a <u>licensed insurance broker company on compliance with the Rules</u><del>an unincorporated/ incorporated insurance broker authorized by the Insurance Authority on compliance with the Minimum Requirements</del>.</b>	
<b><del>Appendix 3 Example of an unmodified limited assurance report for an incorporated insurance broker which is a member of an approved body of insurance brokers on compliance with the Minimum Requirements.</del></b>	

INSURANCE BROKERS – COMPLIANCE WITH  
THE MINIMUM REQUIREMENTS SPECIFIED BY THE INSURANCE AUTHORITY  
UNDER SECTIONS 69(2) AND 70(2) OF THE INSURANCE ORDINANCE

~~Appendix 4 – Example of a report of factual findings for an approved body of insurance brokers on compliance with the Minimum Requirements by its constituent members.~~

Appendix 53 Examples of suggested modified wording for a report by an auditor where a licensed insurance broker company~~an insurance broker~~ has not complied with the Rules~~Minimum Requirements~~.

Practice Note (PN) 810.1 (Revised), Licensed Insurance Broker Companies - Compliance with the Insurance (Financial and Other Requirements for Licensed Insurance Broker Companies) Rules~~Insurance Brokers – Compliance with the Minimum Requirements specified by the Insurance Authority under Sections 69(2) and 70(2) of the Insurance Ordinance~~ should be read in the context of the “Amended Preface to Hong Kong Quality Control, Auditing, Review, Other Assurance, and Related Services Pronouncements” which sets out the application and authority of PNs.

**PRACTICE NOTE  
810.1 (REVISED)**

**LICENSED INSURANCE BROKERS-BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULESMINIMUM REQUIREMENTS  
SPECIFIED BY THE INSURANCE AUTHORITY  
UNDER SECTIONS 69(2) AND 70(2) OF THE  
INSURANCE ORDINANCE**

*The purpose of Practice Notes issued by the Hong Kong Institute of Certified Public Accountants (HKICPA) is to assist the auditor in applying Hong Kong Engagement Standards of general application to particular circumstances and industries.*

*Practice Notes are persuasive rather than prescriptive. However they are indicative of good practice and have similar status to the explanatory material in Hong Kong Engagement Standards. This Practice Note provides guidance to assist the auditor to fulfill the objectives of the engagement. The auditor should be prepared to explain departures when called upon to do so.*

## **Introduction**

1. In this Practice Note ("PN") all the sections mentioned below are in respect of the Hong Kong Insurance Ordinance ("the Ordinance") unless otherwise stated. ~~The Insurance Companies Ordinance (Cap. 41) has been renamed as the "Insurance Ordinance" since section 4 of the Insurance Companies (Amendment) Ordinance 2015 came into operation on 26 June 2017.~~The relevant provisions of the Insurance Companies (Amendment) Ordinance 2015 ("Amendment Ordinance") came into operation on 26 June 2017 and is implemented in three stages. In line with the overhaul of the insurance intermediaries regulatory framework effected by the passing of the Amendment Ordinance, the Insurance Authority ("IA") has taken over the regulation of insurance broker companies from The Hong Kong Confederation of Insurance Brokers and Professional Insurance Brokers Association and becomes the sole regulator to license and regulate all insurance intermediaries in Hong Kong. The corresponding provisions of the Amendment Ordinance [will take][took] effect on 23 September 2019 ("commencement date"). Under the new regime for insurance intermediaries, any company which wishes to apply to the IA for an insurance broker company licence, or to renew such licence, among other things, will have to be able to demonstrate its ability to comply, or continue to comply, with the rules made by the IA under section 129 of the Ordinance.
2. The Insurance (Financial and Other Requirements for Licensed Insurance Broker Companies) Rules ("Rules") were made by the IA under section 129 of the Ordinance and the main objective of these Rules is, for the purposes of the new sections 53F(4), 64T(2), 64ZA(4)(d), 64ZV(8)(e) and 73(1) ("new sections") of the Ordinance, to prescribe the financial and other requirements for licensed insurance broker companies in relation to (a) capital and net assets; (b) professional indemnity insurance; (c) keeping of separate client accounts; (d) keeping of proper books and accounts; and (e) submission of audit and related information. The Rules [will take][took] effect on the commencement date (i.e. 23 September 2019), replacing the relevant provisions in the Guideline on Minimum Requirements for Insurance Brokers ("Guideline") issued by the IA under the outgoing self-regulatory regime for insurance intermediaries. The Ordinance provides a framework for the supervision of the self-regulation by the insurance industry of insurance agents and brokers. Apart from the provisions dealing with the self-regulatory system of insurance agents, the Ordinance empowers the Insurance Authority ("IA") under sections 69 and 70 to authorize/approve an insurance broker/a body of insurance brokers.

INSURANCE BROKERS – COMPLIANCE WITH  
THE MINIMUM REQUIREMENTS SPECIFIED BY THE INSURANCE AUTHORITY  
UNDER SECTIONS 69(2) AND 70(2) OF THE INSURANCE ORDINANCE

3. ~~Under section 2 of the Ordinance, an insurance broker means a person who carries on the business of negotiating or arranging contracts of insurance in or from Hong Kong as the agent of the policyholder or potential policyholder or advising on matters related to insurance. In the light of the above definition, it is the interpretation of the IA that any business which involves the carrying on of the activities of an insurance broker as defined would be construed as insurance broking business. A contract of insurance is a contract which contains an element of insurance. Generally, unless stated otherwise any person acting as the agent of the policyholder or potential policyholder in advising on or arranging any contract which contains an element of insurance, irrespective of the extent of such insurance element, is deemed to carry on insurance broking business and is required either to obtain authorization from the IA under section 69 or become a member of a body of insurance brokers approved by the IA under section 70. There are at present two approved bodies of insurance brokers in Hong Kong namely, the Hong Kong Confederation of Insurance Brokers ("HKCIB") and Professional Insurance Brokers Association ("PIBA"). The majority of insurance brokers in Hong Kong are members of either HKCIB or PIBA. a licensed insurance broker company means a company which is granted a licence under section 64ZA to carry on:~~
- (a) regulated activities specified in section 1(a) of Part 1 of Schedule 1A to the Ordinance in one or more lines of business, as an agent of any policy holder or potential policy holder; and
- (b) regulated activities specified in section 1(b), (c) and (d) of Part 1 of Schedule 1A to the Ordinance in one or more lines of business.

INSURANCE BROKERS – COMPLIANCE WITH  
THE MINIMUM REQUIREMENTS SPECIFIED BY THE INSURANCE AUTHORITY  
UNDER SECTIONS 69(2) AND 70(2) OF THE INSURANCE ORDINANCE

Section 1 of Part 1 of Schedule 1A to the Ordinance specifies the following as an act of regulated activity:

- (a) the act of negotiating or arranging a contract of insurance;
- (b) the act of inviting or inducing, or attempting to invite or induce, a person to enter into a contract of insurance;
- (c) the act of inviting or inducing, or attempting to invite or induce, a person to make a material decision;
- the act of giving regulated advice.
- (d) \_\_\_\_\_

4. Under the Ordinance, a licensed insurance broker company, among other things, is subject to specified rules made by the IA under section 129 of the Ordinance that set out the requirements ("requirements") in relation to:

- (i) the capital and net assets of a licensed insurance broker company;
- (ii) the professional indemnity insurance ("PII") taken out by a licensed insurance broker company;
- (iii) the keeping of separate client accounts by a licensed insurance broker company; and
- (iv) the keeping of proper books and accounts by a licensed insurance broker company.

5. The IA, before granting an insurance broker company licence under section 64ZA of the Ordinance, or renew such licence under section 64ZV of the Ordinance, is required to satisfy himself that, among other things, (a) the applicant is a fit and proper person to carry on regulated activities in the lines of business concerned; (b) each director of the applicant and the controller in relation to the applicant (if any) are fit and proper persons to be associated with the carrying on of regulated activities in those lines of business; and (c) the applicant will be able to comply with the rules made by the IA under section 129 of the Ordinance. authorizing an insurance broker under section 69, is required to satisfy himself that the applicant broker complies at least with the minimum requirements specified under section 69(2) ("Minimum Requirements") and that he is a fit and proper person to be an insurance broker. Similarly, the IA, before approving a body of insurance brokers under section 70, is required to satisfy himself that the applicant body has adequate provisions in its regulations for members of the body to comply with the minimum requirements specified under section 70(2) ("Minimum Requirements") and that its constituent members are fit and proper persons to be insurance brokers. The Minimum Requirements are for:

- a. \_\_\_\_\_ qualifications and experience;
- b. \_\_\_\_\_ capital and net assets;
- c. \_\_\_\_\_ professional indemnity insurance;
- d. \_\_\_\_\_ keeping of separate client accounts; and
- e. \_\_\_\_\_ keeping proper books and accounts.

5. ~~On 26 June 2017, a Guideline on Minimum Requirements for Insurance Brokers ("the Guideline") was issued by the IA to replace the Minimum Requirements for Insurance Brokers specified by the former authority (i.e. the Insurance Authority appointed under the former Insurance Companies Ordinance), which ceased to be effective on the same day, for giving~~

~~guidance to insurance brokers or bodies of insurance brokers for compliance with the Ordinance. Failure to comply with the Minimum Requirements may result in an insurance broker or a body of insurance brokers not being authorized or approved or having his/its authorization/approval withdrawn, as the case may be.~~

6. In respect of the handling of client monies, a licensed insurance broker company is also required to comply with the requirements under section 71 of the Ordinance, separating client monies from the broker company's monies and pay client monies into the client account as soon as practicable after receiving them.

Under section 81(1) of the Ordinance, the IA may exercise disciplinary powers against a person if the IA is of the opinion that, at the time when the person is or was a regulated person, the person is or was not a fit and proper person or is or was guilty of misconduct (including a contravention of a provision of the Ordinance). Under the Guideline on "Fit and Proper" Criteria For Licensed Insurance Intermediaries issued by the IA<sup>1</sup>, the IA will consider the fitness and properness of a licensed insurance broker company with regard to the compliance of the requirements in relation to capital, net assets, professional indemnity insurance, and keeping of separate client accounts and proper books and accounts as set out in the Ordinance and any rules made under section 129 of the Ordinance. The disciplinary powers available to the IA are provided in section 81(4) of the Ordinance, including revoking licenses, suspending licenses or imposing pecuniary penalty.

The auditor should read and understand the Ordinance, rules, guidelines, circulars and other regulatory instruments, such as a series of "Frequently Asked Questions"<sup>2</sup> relating to the Rules on the IA's website before commencing work.

~~The auditor of authorized insurance brokers or insurance brokers who are members of HKCIB or PIBA should make reference to the Minimum Requirements and where appropriate, to the membership rules and regulations of HKCIB and PIBA which may be amended from time to time.~~

## Reporting requirements

7. Section 73(1) of the Ordinance requires a licensed insurance broker company within 6 months after the end of each financial year to provide the IA with all of the following:
- (a) a copy of the audited profit and loss account for that year;
  - (b) a copy of the audited income and expenditure account for that year;
  - (c) a copy of the audited balance sheet as at the end of that year;
  - (d) an auditor's report on the financial statements;
  - (e) an auditor's report stating whether the auditor is of the opinion that the company has continued to comply with rules made under section 129 that set out the requirements—
    - (i) in relation to the capital and net assets of a licensed insurance broker company;
    - (ii) in relation to the PII taken out by a licensed insurance broker company;
    - (iii) in relation to the keeping of separate client accounts by a licensed insurance broker company; and
    - (iv) in relation to the keeping of proper books and accounts by a licensed insurance broker company;
  - (f) any other information that is prescribed by rules made under section 129.

<sup>1</sup> Available at: [Link pending from IA]

<sup>2</sup> Available at: [Link pending from IA]

~~Section 73 requires the auditor of insurance brokers to report on the financial statements to its proprietor in the case of an unincorporated broker or its shareholders in the case of an incorporated broker. The auditor is also required to report on an insurance broker's compliance with the Minimum Requirements regarding:~~

- ~~a. capital and net assets;~~
- ~~b. professional indemnity insurance;~~
- ~~c. keeping of separate client accounts; and~~
- ~~d. keeping proper books and accounts.~~

~~In the case of an insurance broker authorized by the IA, the report by the auditor on compliance with the Minimum Requirements is addressed to its proprietor or directors as appropriate. The insurance broker concerned is required to file a copy of the above report by the auditor together with a copy of the audited financial statements with the IA.~~

~~In the case of an insurance broker who is a member of an approved body of insurance brokers, the report by the auditor on compliance with the Minimum Requirements is addressed to its proprietor or directors as appropriate. The insurance broker concerned is required to file a copy of the above report by the auditor together with a copy of the audited financial statements with the approved body of insurance brokers to which he belongs.~~

~~8. The auditor of an approved body of insurance brokers is required to report on the financial statements of the body to its Management Committee. The auditor is also required to report:~~

- ~~a. whether the body of insurance brokers has received from each of its members the audited financial statements and a report by the auditor on compliance with the Minimum Requirements in accordance with its membership rules and regulations; and~~
- ~~b. that the auditor has reviewed all the members' auditor's reports on the financial statements and reports by the auditor on compliance with the Minimum Requirements, and none contained any adverse statement or qualification except those listed by the auditor in the report.~~

~~The above report together with a copy of its audited financial statements are required to be filed by the approved body of insurance brokers with the IA.~~

## Scope

8. The purpose of this PN is to provide guidance on the report by the auditor referred to in paragraph 7(e) above which [will come][has come] into operation on 23 September 2019. Key revisions to the requirements as a result of the corresponding provisions of the Ordinance under the statutory licensing regime for insurance intermediaries and Rules are double underlined in the respective parts of this PN for ease of reference.

9. For cross-over financial years beginning before 23 September 2019 and ending on or after 23 September 2019 (e.g. financial year ended on 30 September 2019, 31 December 2019, 31 March 2020 or 30 June 2020), the licensed insurance broker company should comply with:

- For the period up to 22 September 2019, (i) the pre-amended Ordinance before the new sections, (ii) the Guideline and (iii) the applicable membership regulations, codes or guidelines issued by the approved body of insurance brokers with which the insurance broker is registered; and
- For the period from 23 September 2019, (i) the Ordinance as amended by the new sections and (ii) the Rules.

10. When carrying out engagements on licensed insurance broker companies' compliance with the requirements on capital and net assets, PII, keeping of separate client accounts and keeping of proper books and accounts specified by the IA, auditors should refer to the following for requirements and guidance:

- For the reporting period up to 22 September 2019:



INSURANCE BROKERS – COMPLIANCE WITH  
THE MINIMUM REQUIREMENTS SPECIFIED BY THE INSURANCE AUTHORITY  
UNDER SECTIONS 69(2) AND 70(2) OF THE INSURANCE ORDINANCE

- (i) the pre-amended Ordinance before the new sections;
- (ii) the Guideline;
- (iii) Practice Note 810.1 (Revised), *Insurance Brokers – Compliance with the Minimum Requirements Specified by the Insurance Authority under Sections 69(2) and 70(2) of the Insurance Ordinance* issued by the HKICPA.

- For the reporting period from 23 September 2019:
  - (i) the Ordinance as amended by the new sections;
  - (ii) the Rules; and
  - (iii) this PN.

~~9. The purpose of this PN is to provide guidance on the reports by the auditor referred to in paragraphs 7 and 8, which are required to be issued under section 73 on compliance with the Minimum Requirements by authorized insurance brokers and constituent members of approved bodies of insurance brokers.~~

~~4011.~~ It is emphasised that this PN does not cover audits of financial statements of ~~licensed~~authorized insurance broker ~~companies, insurance brokers who are members of approved bodies of insurance brokers or approved bodies of insurance brokers,~~ and the auditor should ensure that audits of financial statements ~~of these entities~~ should be conducted in accordance with Hong Kong Standards on Auditing (HKSA) issued by the HKICPA. An auditor should refer to the guidance in paragraph 542 of PN 620.2 *Communication between the Auditor and the Insurance Authority* on sending a written request to the ~~Insurance Authority~~IA to ~~confirm~~enquire whether it has any matter to ~~report to~~inform the auditor.

~~412.~~ An auditor undertaking an engagement with reference to this PN would undertake a limited assurance engagement in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* ("HKSAE 3000 (Revised)") to enable the auditor to express a conclusion whether, on the basis of the work undertaken, anything has come to the auditor's attention that causes the auditor to believe that the matters in respect of which the auditor is required to report (as further explained in this PN) have not been complied with.

~~13. As set out in paragraph 4 above, a licensed insurance broker company is subject to specified rules made by the IA under section 129 of the Ordinance. Details of these requirements are set out in paragraphs 14 to 54. If any breaches of the requirements in the Rules or Ordinance are noted by the auditor, either on the dates chosen for testing or on other dates, wording of the report by the auditor would be modified to give a specified report on whether or not they complied on the dates tested, and a statement that based on information provided to the auditor he/she is aware of breaches on other dates during the year. Examples of suggested modified wording where a licensed insurance broker company has not complied with the requirements are provided in Appendix 3. Where a practitioner is engaged to prepare a report of factual findings for an approved body of insurance brokers on compliance with the Minimum Requirements by its constituent members, the engagement should be conducted in accordance with Hong Kong Standard on Related Services 4400 "Engagements to Perform Agreed-Upon Procedures Regarding Financial Information" and with reference to this PN.~~

### Requirements for compliance by licensed insurance broker companies~~Minimum Requirements for compliance by authorized insurance brokers and constituent members of approved bodies of insurance brokers~~

~~12. An insurance broker is required to continually comply with the Minimum Requirements. Full details of the Minimum Requirements may be obtained from the Ordinance and the Guideline issued by the IA. The auditor should read and understand these Ordinance and Guideline before commencing work.~~

#### **Capital and net assets**

~~14. Subject to the transitional arrangements of the Rules set out in paragraph 51 below, a licensed insurance broker company must at all times:~~

- (a) maintain a paid-up share capital of not less than \$500,000 (Rule 3 of the Rules).

(b) maintain net assets of not less than \$500,000. The amount of net assets must be calculated in accordance with applicable accounting standards, and must—

(i) exclude intangible assets from the aggregate of the company's assets; and

(ii) exclude from the aggregate of the company's liabilities, on-balance sheet liabilities arising from a lease agreement entered into by the licensed insurance broker company in respect of any premises, up to an amount capped by the maximum value of its intangible assets arising from the same lease agreement.

(Rule 4 of the Rules)

15. Under Rule 2(1) of the Rules, applicable accounting standards, in relation to a licensed insurance broker company, means –

(a) if the company is incorporated in Hong Kong, the accounting standards generally accepted in Hong Kong; and

(b) if the company is a non-Hong Kong company as defined by section 2(1) of the Companies Ordinance (Cap. 622), the accounting standards generally accepted in Hong Kong or in the jurisdiction of the place of incorporation of the company, as the company may elect.<sup>13</sup> An unincorporated insurance broker shall maintain in his insurance broking business a minimum net assets value of HK\$100,000 at all times. An incorporated insurance broker shall maintain a minimum net assets value and a minimum paid up share capital of HK\$100,000 at all times (refer paragraph 3 (B) of the Guideline issued by the IA).

14. The minimum net assets value is to be determined by excluding all intangible assets and in accordance with accounting principles generally accepted in Hong Kong (refer paragraph 3 (B) of the Guideline issued by the IA).

### **Professional indemnity insurance**

1516. An A licensed insurance broker company is required to must maintain a professional indemnity insurance PII policy that provides coverage for claims made against the company for liabilities arising from breaches of duty in the course of carrying on its regulated activities. The PII policy must have the following limit of indemnity for any one claim and in any one policy period of 12 months; with a minimum limit of indemnity for any one claim and in any one insurance period of twelve months. The minimum limit of indemnity shall be:

(a) Must not be less than the greater of:

a. a sum equal to:

(i) i. ~~two~~2 times the aggregate amount of the licensed insurance broker company's insurance brokerage income in the 12 consecutive relating to ~~twelve~~ months immediately preceding before the date of commencement date of the policy period under its PII policy, up to a maximum of \$75,000,000; or

— professional indemnity insurance cover (applicable to insurance broker who has been in business for more than one year);

— ii. two times the projected insurance brokerage income for twelve months for the period of the professional indemnity insurance cover (applicable to insurance broker who has been in business for less than one year); or

(ii) b. a sum of HK\$3,000,000.

(b) In relation to a licensed insurance broker company which is in its first 12 months of operation as a licensed insurance broker company, the limit of indemnity must not be

less than \$3,000,000.

(Rules 5(1), (2) and (3) of the Rules)

17. The PII policy referred to in paragraph 16 above must include a provision for at least one automatic reinstatement which, in the event of the limit of indemnity under the policy being reduced by losses or claims, operates to reinstate the limit of indemnity to an amount not less than the amount determined in accordance with paragraph 16(a) or (b) above (Rule 5(4) of the Rules).

18. Subject to the transitional arrangements of the Rules set out in paragraph 52 below, the deductible amount under the PII policy referred to in paragraph 16 above must not be more than 50% of the company's net assets as at the end of its financial year immediately before the commencement date of the policy period under the policy (Rule 5(5) of the Rules).

19. In relation to a licensed insurance broker company referred to in paragraph 16(b) above, the deductible amount under the PII policy referred to in paragraph 16 above must not be more than 50% of the company's paid-up share capital as at the commencement date of the policy period under the policy (Rule 5(6) of the Rules).

~~whichever sum shall be greater, up to a maximum of HK\$75,000,000. Cover in excess of this prescribed amount may, of course, be arranged to meet the requirements of individual broker. If as a result of a claim(s), the indemnity available shall fall below the amount determined in 15(a) above, the broker shall effect a reinstatement of cover up to not less than such minimum determined amount. Where the limit of indemnity has been determined in accordance with 15(b) above, the policy shall include provision for one automatic reinstatement to a limit of indemnity of not less than HK\$3,000,000 (refer paragraph 3 (C) of the Guideline issued by the IA).~~

1620. The auditor might find it difficult to report whether a licensed an insurance broker company has maintained a professional indemnity insurance PII policy with a minimum limit of indemnity and maximum deductible, for example, :-

a. in the case of paragraph 16(a)(i) above 15(a)(i), where the twelve 12 consecutive months immediately preceding before the commencement date of commencement of the professional indemnity insurance the policy period under its PII insurance cover do not fall within a financial year; and

b. in the case of 15(a)(ii), where the auditor is unable to report on the projected insurance brokerage income prepared by an insurance broker.

1721. An auditor faced with the above difficulty may request a copy of the calculation of the historical or projected insurance brokerage income under review from the licensed insurance broker company and perform procedures over the insurance broker company's calculation. In carrying out the procedures, the auditor may wish to consider the following:

a. whether the calculation of historical insurance brokerage income is based on management accounts regularly prepared for the purpose of management and how reliable are these management accounts and whether the management accounts can be reconciled to historical audited financial information;

b. whether the calculation of historical insurance brokerage income is based on accounting policies consistent with the basis used in the audited financial statements;

c. whether the calculation of historical insurance brokerage income under review has been prepared on a basis consistent with that of prior years; and

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

- ~~d. whether the calculation of projected insurance brokerage income under review represents the insurance broker's estimate of income which the auditor reasonably believes can and will be achieved as distinct from targets which the insurance broker has set as desirable;~~
  - ~~e. the extent to which the calculation of projected insurance brokerage income are supported by reliable interim management accounts;~~
  - ~~f. whether the calculation of projected insurance brokerage income is consistent with and has been prepared on the basis of appropriate assumptions made by the insurance broker;~~
  - ~~g. whether the board, management, or those charged with governance, have prepared projections, budgets or otherwise that provide contradictory evidence to the appropriateness of the assumptions about projected insurance brokerage income applied by the insurance broker; and~~
- hd. the arithmetical accuracy of the calculation and the supporting information.

4822. Under Rule 2(1) of the Rules, ~~insurance insurance~~ brokerage income, in relation to a licensed insurance broker company ~~this context~~, means ~~brokerage the gross~~ income derived from the business of carrying on regulated activities by the company ~~advising on or arranging any contract which contains an element of insurance, irrespective of the extent of such insurance element (refer paragraph 3 (C) of the Guideline issued by the IA).~~

**Keeping of separate client accounts**

- 23. A licensed insurance broker company that receives or holds client monies must maintain at least one client account (Rule 6(1) of the Rules).
- 24. The client account must be an account maintained with an authorized institution in the name of the licensed insurance broker company in the title of which the word "client" appears (Rule 6(2) of the Rules).
- 25. A licensed insurance broker company must give written notice to the authorized institution with which the client account is maintained as referred to in paragraph 23 above, stating that the client account is maintained by the company pursuant to section 71 of the Ordinance (Rule 6(3) of the Rules).
- 26. A licensed insurance broker company must keep proper records of the notice referred to in paragraph 25 above (Rule 6(4) of the Rules).
- 27. The monies specified in section 71(2) of the Ordinance, which a licensed insurance broker company is required to pay into a client account as soon as practicable after receiving them include –
  - (a) monies received by the company from or on behalf of a policy holder or potential policy holder as premium payable to an insurer under a contract of insurance arranged by the company;
  - (b) monies received by the company from an insurer, a reinsurer, an insurance intermediary or any other party for the purpose of or relating to the settlement of a claim under a contract of insurance;
  - (c) monies received by the company from or on behalf of a policy holder or potential policy holder for any purposes which are incidental to the carrying on of regulated activities by the company in relation to the policy holder or potential policy holder; and

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES

(d) other monies arising from the ordinary transactions of its business of carrying on regulated activities as specified in paragraph 31 below.

(Rule 6(5) of the Rules)

28. A licensed insurance broker company may, for the purpose of complying with paragraph 23 above, pay into a client account such monies as may be necessary for the opening or maintenance of the account and such monies are taken to be client monies for this purpose (Rule 6(6) of the Rules).

29. No monies other than monies described under paragraphs 27 and 28 above may be paid into a client account maintained by a licensed insurance broker company (Rule 6(7) of the Rules).

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES

30. A licensed insurance broker company may only make the following withdrawals from a client account –

- (a) monies required to be paid to an insurer, a reinsurer or an insurance intermediary as premium under a contract of insurance arranged by the company;
- (b) monies required to be paid to a policy holder, potential policy holder, a claimant or any other party who is entitled to receive the monies for the purpose of or relating to the settlement of a claim under a contract of insurance;
- (c) monies drawn in accordance with written authority of a policy holder or potential policy holder;
- (d) monies required to be paid by or on behalf of a policy holder or potential policy holder for any purposes which are incidental to the carrying on of regulated activities by the company in relation to the policy holder or potential policy holder;
- (e) interest earned on monies in the client account in accordance with section 71(5) of the Ordinance;
- (f) monies which are paid into the client account by mistake or accident and any interest earned on those monies; and
- (g) other monies arising from the ordinary transactions of its business of carrying on regulated activities specified in paragraph 31 below.

(Rule 6(8) of the Rules)

31. The other monies arising from the ordinary transactions of the licensed insurance broker company's business of carrying on regulated activities referred to in paragraphs 27(d) and 30(g) above are –

- (a) premiums, renewal premiums, additional premiums and return premiums of all kinds;
- (b) claims and other monies due under contracts of insurance;
- (c) refunds to policy holders;
- (d) policy loans and associated interests;
- (e) fees, charges and levies relating to contracts of insurance; and
- (f) premium discounts, commissions and brokerage.

(Rule 6(9) of the Rules)

32. Paragraph 29 above does not apply to monies which are paid by mistake or accident into a client account provided that the licensed insurance broker company takes remedial action promptly on discovery of the payment which was made by mistake or accident (Rule 6(10) of the Rules).

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

33. A licensed insurance broker company which holds or receives client monies must –

- (a) at least once a calendar month compare the total of the ledger balances of client monies with the total of –
  - (i) the balances shown on the bank statements and passbooks (after allowing for all unrepresented items) of all client accounts; and
  - (ii) any client monies held by the company that have not been deposited into a client account; and
- (b) as at the same date when a comparison is made pursuant to paragraph 33(a) above, prepare a reconciliation statement, which must show the cause of the difference, if any.

(Rule 6(11) of the Rules)

~~19.—An insurance broker is required to keep client monies in a client account separate from his own monies. He is not allowed to use client monies for any purpose other than for the purposes of the client. The "client account" shall be designated as such and held by the insurance broker for his client:~~

~~a.—A "client account" means a current or deposit account maintained with a financial institution duly authorized under the Banking Ordinance (Cap. 155) in the name of the insurance broker in the title of which the word "client" appears.~~

~~b.—An insurance broker shall keep at least one client account and may keep as many such accounts as he thinks fit.~~

~~c.—An insurance broker who receives or holds monies on behalf of his clients in relation to insurance broking business shall, without delay, deposit such monies into the client account (refer paragraph 3 (D) of the Guideline issued by the IA).~~

~~There should also be evidence that the provisions of section 71 have been notified to and acknowledged by the financial institution with which the "client account" is maintained. In circumstances where the financial institution has not acknowledged the receipt of the provisions of section 71, evidence that the provisions of section 71 have been notified should still be maintained. In addition there should be evidence that the financial institution has provided the insurance broker with the following information (as evidence that the financial institution has acted on the provisions of section 71):~~

- ~~•—Name of the financial institution~~
- ~~•—Name of the insurance broker~~
- ~~•—Names and account number of client accounts maintained at the financial institution with word "client account" clearly stated~~

34. These requirements are designed to prevent a licensed an insurance broker company from improperly handling client monies entrusted to it. In performing the engagement, the auditor should have a sufficient understanding of the internal controls relating to client monies.

The auditor would, in the course of conducting the limited assurance engagement, exercise professional judgment in determining whether there is undue delay by a licenseda insurance broker company in depositing client monies into the client account.

The auditor should exercise professional judgment in considering whether additional procedures in addition to those set out in Appendix 1 are necessary for checking of client accounts and client monies.

~~20.—Without limiting the generality of the above requirements, the following are to give brief guidance on the circumstances under which monies shall be deposited into or withdrawn from a client account.~~

~~a.—Deposit into client account~~

~~There shall be paid into a client account:~~



LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

- ~~i. monies received from clients for the purpose of purchasing contracts of insurance;~~
- ~~ii. monies received on behalf of clients from insurers, reinsurers, insurance intermediaries and any other third parties relating to the settlement of insurance claims;~~
- ~~iii. monies received for the purposes of the client which are incidental to the ordinary transactions of insurance broking business; and~~
- ~~iv. monies required to be deposited for settlement of bank charges incurred on a client account.~~

~~b. *Withdrawal from client account*~~

~~Withdrawals from a client account shall be restricted to:~~

- ~~i. premium monies required to be paid on behalf of clients to insurers, reinsurers or other insurance intermediaries for the purchase of contracts of insurance;~~
- ~~ii. claim monies received on behalf of clients and required to be paid to the claimant or the person entitled to receive them;~~
- ~~iii. payments made for the purposes of the client which are incidental to the ordinary transactions of insurance broking business;~~
- ~~iv. monies drawn on a client's written authority;~~
- ~~v. interest received from deposits placed in a client account;~~
- ~~vi. monies required to be withdrawn for settlement of bank charges incurred on a client account; and~~
- ~~vii. monies which may by mistake or accident have been paid into the account in contravention of paragraph 20(a) (refer paragraph 3 (D) of the Guideline issued by the IA).~~

2135. It should be noted that, ~~based on the legal advice obtained by the IA,~~ section 71(1) of the Ordinance ~~only~~ requires the licensed insurance broker company to keep client monies in a bank-client account separate from his own monies and, under section 71(4), a licensed insurance broker may use client monies relating to a client only not to use client monies for any purpose other than for the purposes of the that clients; the law does not require a licensed insurance broker company to keep separate accounts for individual clients. Although the Ordinance does not require licensed insurance broker companies to keep separate accounts for individual clients, it is of utmost importance that the company broker maintains records of the balances due from/to individual clients and reconciles these balances (on a client by client basis) sufficiently regularly to ensure client monies are properly kept in client accounts and client monies relating to a client are used only for the purposes of that client (see section 3 "Keeping of separate client accounts" of Appendix 1). While it is management's responsibility to ensure that balances due from/to individual clients are reconciled sufficiently regularly, the auditor should base on the size and complexity of the licensed insurance broker company's/broker's operations and use professional judgement when assessing this.

~~22. For the avoidance of doubt, monies incidental to ordinary insurance broking business, as referred to in paragraph 20(a)(iii) and paragraph 20(b)(iii) above, are:~~

- ~~a. premiums, renewal premiums, additional premiums and return premiums of all kinds;~~

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

- ~~b. — claims and other monies due under contracts of insurance;~~
- ~~c. — refunds to clients;~~
- ~~d. — policy loans and associated interest;~~
- ~~e. — fees, charges, levies relating to contracts of insurance; and~~
- ~~f. — discounts, commission and brokerage (refer paragraph 3 (D) of the Guideline issued by the IA).~~

**Keeping of proper books and accounts**

36. A licensed insurance broker company must, in relation to its business which constitutes the carrying on of regulated activities –

(a) keep, where applicable, such accounting and other records (including records relating to the assets or affairs of the company's clients) as are sufficient to –

- (i) explain, and reflect the financial position and operation of, such business;
- (ii) enable financial statements that give a true and fair view of its financial position and financial performance to be prepared from time to time;
- (iii) account for all client monies that it receives or holds; and
- (iv) demonstrate –

(A) compliance by it with the Rules; and

(B) that there is no contravention of section 71(1), (3), (4), (5) and (6) of the Ordinance;

(b) keep those records in such manner as will enable an audit to be conveniently and properly carried out; and

(c) make entries in those records in accordance with applicable accounting standards.

(Rule 7(1) of the Rules)

37. A licensed insurance broker company must keep all records in writing in the Chinese or English language or in such a manner as to enable them to be readily accessible and readily converted into written form in the Chinese or English language (Rule 7(2) of the Rules).

38. A licensed insurance broker company must retain the records that are required to be kept under the Rules for at least 7 years (Rule 7(3) of the Rules).

~~39. 23. a. i. an unincorporated insurance broker shall cause to be kept such accounting and other records as will sufficiently explain the transactions, and reflect the financial position of the insurance broking business carried on by him, and will enable financial statements of such insurance broking business to be prepared from time to time which give a true and fair view of the financial position and results of the insurance broker;~~

~~ii. an incorporated insurance broker shall cause to be kept such accounting and other records as will sufficiently explain the transactions, and reflect the financial position of the insurance broker, and will enable financial statements to be prepared from time to time which give a true and fair view of the financial position and results of the insurance broker; and~~

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

~~iii. — an insurance broker, whether incorporated or unincorporated, shall cause those records to be kept in such a manner as will enable them to be conveniently and properly audited.~~

~~b. — The records referred to in paragraph 23(a) above shall be kept:~~

~~i. — in writing or in such a manner as to enable them to be readily accessible and readily converted into written form; and~~

~~ii. — in sufficient detail to show separately particulars of:~~

~~• — all transactions by the broker with, or for the account of:~~

~~— insurers and reinsurers;~~

~~— clients of the insurance broker; and~~

~~— the insurance broker himself;~~

~~• — all income received from brokerage, commissions, interest and other sources, and all expenses, commissions and interest paid by the insurance broker; and~~

~~• — all the assets and liabilities (including contingent liabilities) of the insurance broker.~~

~~c. — An insurance broker shall retain for a period of not less than seven years the records referred to in paragraph 23(a) above (refer paragraph 3 (E) of the Guideline issued by the IA).~~

It should be noted that the relevant provisions of the Companies Ordinance (Cap. 622) and the Ordinance also require books of account to be kept for a period of seven-7 years.

**Submission of annual audited financial statements and reports by the auditor on compliance with the Minimum Requirements**

**Authorized insurance brokers**

40. A licensed insurance broker company must prepare the financial statements to be provided to the IA under section 73(1) of the Ordinance in accordance with applicable accounting standards (Rule 8(1) of the Rules).

41. The financial statements provided by a licensed insurance broker company under section 73(1) of the Ordinance in relation to a financial year must include the company's—

(a) insurance brokerage income for the financial year distinguishing between general business and long term business;

(b) aggregate balances of cash held in its client accounts as at the end of the financial year; and

(c) insurance premiums payable as at the end of the financial year.

(Rule 8(2) of the Rules)

42. Any document (except an auditor's report) provided by a licensed insurance broker company under section 73(1) of the Ordinance must be—

(a) approved by the directors of the company; and

(b) signed —

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

- (i) by 2 directors of the company on its directors' behalf; or
- (ii) in the case of the company having only one director, by the director.

(Rule 8(3) of the Rules)

43. The auditor's report on the financial statements provided by a licensed insurance broker company under section 73(1)(d) of the Ordinance in relation to a financial year must contain statements stating whether the financial statements, in the auditor's opinion, give a true and fair view of -

- (a) the financial position of the company as at the end of the financial year; and
- (b) the financial performance of the company for the financial year.

(Rule 9(1) of the Rules)

44. The auditor's report provided by a licensed insurance broker company under section 73(1)(e) of the Ordinance in relation to a financial year must contain statements stating whether, in the auditor's opinion, the company has continued to comply with the requirements under the Rules and the relevant provisions of the Ordinance in relation to –

- (a) the capital and net assets of the company;
- (b) the PII taken out by the company;
- (c) the keeping of separate client accounts by the company; and
- (d) the keeping of proper books and accounts by the company,

as at the end of the financial year and 2 such other dates in the financial year as the auditor may elect, provided that the intervening period between those 2 dates must not be shorter than 3 months.

(Rule 9(2) of the Rules)

45. A licensed insurance broker company must, within 6 months after the end of each financial year, provide the IA with the items as set out in paragraph 7 of this PN.~~24. In accordance with section 73(1):~~

- ~~a. an unincorporated insurance broker is required to submit to the IA audited financial statements for the financial year in respect of the insurance broking business carried on by the insurance broker;~~
- ~~b. an incorporated insurance broker is required to submit to the IA audited financial statements for the financial year; and~~
- ~~c. an insurance broker, whether incorporated or unincorporated, is required to submit a report by an auditor on compliance with the Minimum Requirements regarding capital and net assets, professional indemnity insurance, keeping of separate client accounts and keeping proper books and accounts.~~

2546. An A licensed insurance broker company is required to continually comply with the Minimum Requirements requirements. In order to provide limited assurance, the auditor should obtain sufficient, appropriate evidence, as set out in paragraphs 48 to 60 in HKSAE 3000 (Revised), that the Minimum Requirements requirements have been met on a continuous basis.

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

2647. The nature, timing and extent of procedures to be carried out are determined by the auditor's professional judgment in each individual case. It should be borne in mind when carrying out the tests that omissions from the books may be just as important as items included in them. The auditor may obtain evidence by performing procedures recommended in Appendix 1.

For the purposes of the auditor's reporting on compliance with the Minimum Requirements by a licensed an insurance broker company, the auditor needs to perform procedures as of three-3 dates at the minimum. These three-3 dates are as at the end of the financial year and two-2 such other dates in the financial year as the auditor may elect, provided that the intervening period between those 2 dates must not be shorter than 3 months. The auditor may elect more than two-2 other dates in the financial year if the auditor considers it necessary in order to ensure compliance throughout the financial year.

~~27. An authorized insurance broker is required to submit the report by the auditor on compliance with the Minimum Requirements and the audited financial statements to the IA within six months after the close of the period to which the statements relate.~~

248. If anything is discovered which indicates that the Minimum Requirements are not being complied with by the licensed an insurance broker company, the auditor's responsibilities extend no further than stating in the auditor's report that the Minimum Requirements have not been complied with. Examples of suggested modified wording for the report by the auditor are attached as-in Appendix 53.

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

The auditor is not expected to give details of the breaches nor to state the period over which the breach occurred. To report such additional information with any degree of completeness and accuracy would require considerable additional work by the auditor. If the IA requires such information, this should be considered a separate assignment.

2949. Paragraph 78 of HKSAE 3000 (Revised) requires the auditor to consider, whether any matter has come to the attention of the auditor that is to be communicated to those charged with governance. Accordingly, the auditor should consider reporting the breaches noted from procedures performed to those charged with governance.

### Transitional arrangements

50. Transitional arrangements in paragraphs 51 to 54 below only apply to "specified insurance broker company", i.e. a company which was immediately before the commencement date, registered with an approved broker body as a member, and regarded as having been granted an insurance broker company licence under section 66 of Schedule 11 to the Ordinance on the commencement date. A licensed insurance broker company, other than a specified insurance broker company, is subject to the minimum amount of paid-up share capital and net assets of HK\$500,000 from the commencement date.

#### Share capital and net assets

51. For the period from the commencement date to 31 December 2023, the amount of paid-up share capital and net assets which a specified insurance broker company must maintain at all times pursuant to paragraph 14 of this PN respectively are –
- (a) for the period that begins on the commencement date and ends on 31 December 2021, not less than \$100,000; and
- (b) for the period that begins on 1 January 2022 and ends on 31 December 2023, not less than \$300,000.

(Rule 2 of the Schedule to the Rules)

#### Professional indemnity insurance

52. Paragraph 18 of this PN does not apply to a specified insurance broker company for the period that begins on the commencement date and ends on 31 December 2023 (Rule 3 of the Schedule to the Rules).

#### Client monies reconciliation

53. Paragraph 33 of this PN does not apply to a specified insurance broker company for 6 months beginning on the commencement date (Rule 4 of the Schedule to the Rules).

#### Audited financial statements

54. Paragraph 41 of this PN does not apply to the audited financial statements of a specified insurance broker company for a financial year beginning before 1 January 2021 (Rule 5 of the Schedule to the Rules). **Approved bodies of insurance brokers**

- ~~30. A body of insurance brokers approved under section 70 shall include in its membership rules and regulations a requirement that each of its members shall submit to it annually, within six months following the end of the financial year of the member, the audited financial statements and a report by the auditor on the insurance brokers' compliance with the Minimum Requirements regarding capital and net assets, professional indemnity insurance, keeping of separate client accounts and keeping proper books and accounts. An illustrative example of an unmodified limited assurance report to be submitted to an approved body of insurance~~

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES

~~brokers is attached as Appendix 3. Guidance on the recommended procedures to be performed by the auditor of insurance brokers is set out in paragraphs 25 to 29.~~

- ~~31. A body of insurance brokers approved under section 70 shall in accordance with section 73(2), provide the IA a report by its auditor stating:~~
- ~~a. whether the body of insurance brokers has received from each of its members the audited financial statements and a limited assurance report by the auditor on the insurance broker's compliance with the Minimum Requirements in accordance with its membership rules and regulations; and~~
  - ~~b. that the auditor has reviewed all the members' auditor's reports on the financial statements and reports by the auditor on compliance with the Minimum Requirements, and none contained any adverse statement or qualification except those listed by the auditor in the report.~~
- ~~32. The above report, together with the audited financial statements of the approved body of insurance brokers, shall be submitted to the IA within six months after the close of the period to which the approved body's audited financial statements relate. An illustrative example of a report of factual findings for an approved body of insurance brokers is attached as Appendix 4.~~

## Appendix 1

### Objectives and recommended procedures for the purpose of reporting on compliance with the Minimum Requirements Rules

The nature and extent of procedures to be carried out for the purposes of reporting on compliance by an a licensed insurance broker company with the Minimum Requirements Rules are determined by the auditor's professional judgement in each individual case. The list given in this appendix is not exhaustive, nor is it intended that all the procedures suggested apply to every reporting engagement.

When conducting these suggested or other procedures pursuant to reporting on the licensed insurance broker company's broker's compliance with the Rules Minimum Requirements, it is recommended that the auditor is guided by HKSAE 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information*. In accordance with HKSAE 3000 (Revised), the auditor determines the nature, timing and extent of procedures to be carried out and carry out those procedures so as to ensure sufficient appropriate evidence is obtained on which to base the conclusions, and document matters which are important to providing evidence to support that conclusion. For the purposes of the auditor's reporting on the compliance with the Rules Minimum Requirements by an the licensed insurance broker company, the auditor needs to perform procedures as of three-3 dates at the minimum. These three-3 dates are as at the end of the company's financial year and two-2 such other dates in the company's financial year as the auditor may elect, provided that the intervening period between those 2 dates must not be shorter than 3 months. The auditor may elect more than two-2 other dates in the company's financial year if the auditor considers it necessary in order to ensure compliance throughout the financial year.

If, after applying the recommended or other procedures, the auditor becomes aware of non-compliance with the Minimum Requirement Rules, the auditor's responsibility, after considering the reporting requirements to those charged with governance discussed in paragraph 2848 of this PN, extends no further than stating in the report that the auditor is aware of non-compliance by the broker company with the Minimum Requirements Rules. For examples of suggested modified wording for the report by the auditor, refer to Appendix 5-3 to the this PN.

The Minimum Requirements Rules are in respect of:

1. share capital and net assets;
2. net assets;
3. professional indemnity insurance PII;
34. keeping of separate client accounts; and
45. keeping of proper books and accounts.



LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

**1. Capital and net assets**

<b>Objective</b>	<b>Recommended procedure</b>
i) To establish whether <del>paid</del> <u>paid-up</u> share capital meets the <u>requirements under the Rules Minimum Requirements (incorporated brokers only)</u> .	Obtain share register, annual return or returns of allotment and inspect whether <del>paid-up</del> share capital <u>met the required amount<sup>3</sup> throughout the reporting period is at least HK\$100,000.</u>
ii) To establish whether net assets meet the <u>requirements under the Rules Minimum Requirements. (Note)</u>	a) Obtain the opening and closing balances of net assets in the financial statements and inspect whether the <u>licensed insurance broker company met the required amount<sup>3</sup> throughout the reporting period had net assets of at least HK\$100,000.</u>
	b) Where either the opening or closing net asset value is close to the minimum <u>required amount</u> , consider checking management accounts during the period to establish whether the <u>licensed insurance broker company</u> has breached the requirements.
	c) Where the management accounts are used as a source of audit evidence as to whether the net assets <u>meet the required amount exceed the minimum</u> , consideration should be given to the method of preparation of those accounts and any adjustments necessary to reflect <u>the accounting standards Hong Kong generally accepted accounting principles in Hong Kong</u> , before deciding to rely on them.

Guidance on capital and net assets requirements under the Rules is set out in paragraphs 14 and 15 of this PN. Note: The minimum net assets values are to be determined by excluding all intangible assets and in accordance with accounting principles generally accepted in Hong Kong.

<sup>3</sup> For the period from the commencement date (i.e. 23 September 2019) to 31 December 2023, a specified insurance broker company (i.e. a company which was immediately before the commencement date, registered with an approved broker body as a member, and regarded as having been granted an insurance broker company licence under section 66 of Schedule 11 to the Ordinance on the commencement date) must maintain at all times the following minimum amount of paid-up share capital and net assets:

- From the commencement date to 31 December 2021: HK\$100,000
- From 1 January 2022 to 31 December 2023: HK\$300,000
- From 1 January 2024 onwards: HK\$500,000

A licensed insurance broker company, other than a specified insurance broker company, is subject to the minimum amount of paid-up share capital and net assets of HK\$500,000 from the commencement date.

## 2. Professional indemnity insurance

<b>Objective</b>	<b>Recommended procedure</b>
<p>i) To establish whether the <u>professional indemnity insurance PII</u> cover meets the <u>requirements under the Rules, Minimum Requirements. (Notes 1 and 2)</u></p>	<p>a) Physically inspect the <u>professional indemnity insurance PII</u> policy noting in particular the commencement date <u>of the policy</u><sup>4</sup> and the limit of cover afforded. Determine whether the policy was in force throughout the period under review.</p> <p>b) Obtain details of the relevant insurance brokerage income<sup>5</sup> and thereby determine the minimum level of <u>professional indemnity insurance PII</u> required. Compare this with the actual cover to determine whether the level of cover is adequate. <del>Further guidance is provided in paragraph 17 of this PN. (Notes 3 and 4)</del></p> <p><u>Where only one policy is in effect during the year the procedures need only be carried out once. However, if more than one policy has been in effect during the year, for example where the period of cover does not coincide with the financial year, or where the licensed insurance broker company changes insurer during the financial year, it may be necessary to carry out the recommended procedures more than once, so that evidence is obtained in respect of the adequacy of the PII cover in force throughout the period under review.</u></p>
<p>ii) To establish whether the policy provides for <u>at least one automatic reinstatement which, in the event of the limit of indemnity under the policy being reduced by losses or claims, operates to reinstate the limit of indemnity not less than the required amount, where the minimum limit is maintained at HK\$3,000,000 or, where the limit of indemnity has been determined according to brokerage income, whether the broker has effected a reinstatement of cover up to not less than the minimum determined amount if, as a result of a claim(s), the indemnity available falls below the limit.</u></p>	<p>Inspect the policy document to establish whether <u>at least one an</u> automatic reinstatement is included in the terms of the policy <u>according to the requirements under the Rules, where this is required.</u> Where there have been any material claims during the year, obtain written evidence of any required reinstatement.</p>

<sup>4</sup> The commencement date of the policy includes the annual renewal of the PII cover maintained by the licensed insurance broker company.

<sup>5</sup> Under Rule 2 of the Rules, insurance brokerage income in relation to a licensed insurance broker company means the gross income derived from the business of carrying on regulated activities by the company.

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

<p>iii) To establish whether the deductible <u>is</u>:</p> <ul style="list-style-type: none"><li>- <u>not more than 50% of the company's net assets as at the end of its financial year immediately before the commencement date of the policy period under the policy; or</u></li><li>- <u>not more than 50% of the company's paid-up share capital as at the commencement date of the policy period under the policy if the company is in its first 12 months of operation as a licensed insurance broker company, exceed the broker's net asset value</u></li></ul>	<p>Obtain the latest audited financial statements and determine whether the deductible exceeds <u>the broker's net asset value requirements</u>.</p>
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Guidance on PII requirements under the Rules is set out in paragraphs 16 to 22 of this PN. Notes:

1. Adequate cover is defined as the greater of:

- two times the relevant insurance brokerage income; and
  - HK\$3,000,000
- up to a maximum of HK\$75,000,000.

2. The "relevant insurance brokerage income" is defined as follows:

- for brokers in business for **more than** one year: the aggregate insurance brokerage income relating to 12 months immediately preceding the commencement date of the cover ("the commencement date"); or
- for brokers in business for **less than** one year: the projected insurance brokerage income for the 12 months from the commencement date.

It should be noted that the commencement date includes the annual renewal of the professional indemnity insurance cover maintained by an insurance broker.

3. Where only one policy is in effect during the year the procedures need only be carried out once. However, if more than one policy has been in effect during the year, for example where the period of cover does not coincide with the financial year, or where the broker changes insurer during the financial year, it may be necessary to carry out the recommended procedures more than once, so that evidence is obtained in respect of the adequacy of the insurance cover in force throughout the period under review.

4. In cases where an insurance broker has been in business for more than one year but not for the full twelve months preceding the commencement date of professional indemnity insurance cover at the end of the financial year (in which there is no basis for the insurance cover. Refer (2) above), it should be noted that the insurance broker's minimum limit of indemnity should be calculated on the basis as if the insurance broker had been in business for less than one year and therefore his professional indemnity insurance cover should be based on projected insurance brokerage income.

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

**3. Keeping of separate client accounts**

<b>Objective</b>	<b>Recommended procedure</b>
<p>i) To establish whether the <u>licensed insurance broker company</u> maintained at least one "client account" <u>with an authorized institution in the name of the licensed insurance broker company in the title of which the word "client" appears designated as such.</u> (Note)</p>	<p>Obtain documentary evidence such as bank statements to determine whether there is in existence at least one "client account" <u>in accordance with the requirements under the Rules.</u></p>
<p>ii) To establish whether the provisions of section 71 of the <u>Insurance Ordinance</u> have been notified to <u>and acknowledged by</u> an authorized institution with which the "client account" is maintained.</p>	<p>Obtain documentary evidence of the notification <u>and acknowledgement</u> to determine whether it is sufficient for the provisions of section 71 <u>of the Ordinance.</u></p> <p><del>In circumstances where the financial institution has not acknowledged the receipt of the provisions of section 71, evidence that the provisions of section 71 have been notified should still be maintained. In addition there should be evidence that the financial institution has provided the insurance broker with the following information (as evidence that the financial institution has acted on the provisions of section 71):</del></p> <ul style="list-style-type: none"> <li><del>• Name of the financial institution</del></li> <li><del>• Name of the insurance broker</del></li> <li><del>• Names and account number of client accounts maintained at the financial institution with word "client account" clearly stated</del></li> </ul>
<p>iii) To establish whether the <u>licensed insurance broker company</u> keeps client monies in a separate account from his own monies, performs reconciliations with sufficient regularity and whether client monies <u>relating to a client</u> are used <u>only for any purpose other than</u> for the purposes of <u>that the</u> client.</p>	<p>a) Enquire with management procedures in place to ensure that client monies are kept separately from the <u>licensed insurance broker company's</u> <del>broker's</del> own monies and <u>client monies relating to a client</u> are <u>not used only for any purpose other than</u> for the purposes of <u>the that</u> client. Perform sample testing to establish whether the controls and procedures are operating effectively and consider the adequacy of such procedures and controls. While it is management's responsibility to ensure that balances due from/to individual clients are reconciled sufficiently regularly, the auditor should base on the size and complexity of the broker's operations and use professional judgement when assessing this.</p> <p>In a situation where the management represents that there is no insurance brokerage activity in the reporting period, perform necessary procedures to corroborate management's representation (e.g. scan records of receipts and/or payments; obtain understanding of client's business).</p> <p>b) On a sample basis, test reconciliations between the monies</p>

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

	<p>in the client account and the insurance broking debtors and creditors (at an individual client level) to determine whether there is any deficiency in the client account which would indicate that client monies <u>relating to a client</u> are <u>being not used for purpose other than only</u> for the purposes of <u>the that</u> client.</p> <p>c) For a sample of transactions selected both from the bank statements and from the insurance broking ledgers, check to establish whether those transactions made through the client account fall within the scope of the permitted deposits and withdrawals and whether transactions recorded in the insurance broking ledgers, which relate to client monies and should be reflected in the client account, are included therein. Refer to paragraphs <u>27 to 32</u><del>19 to 22</del> of the PN for additional guidance.</p> <p>d) Scan client accounts for the whole period for potentially unusual items, e.g. round sum transfers, regular frequent transfers and individually large deposits or transfers. Where unusual items are detected, perform follow up procedures as deemed necessary to determine whether a breach of the <u>minimum</u> requirements has occurred.</p>
<p>iv) To establish whether the <u>licensed insurance broker company</u> deposits monies received or held on behalf of his clients in relation to insurance broking business into the client account <u>as soon as practicable after its receipt</u><del>without delay</del>.</p>	<p>For a sample of transactions selected both from the bank statements and from the insurance broking ledgers, check to determine whether monies received or held on behalf of clients in relation to insurance broking business are being deposited into the client account <u>as soon as practicable after its receipt</u><del>without delay</del>.</p>
<p>v) <u>To establish whether the licensed insurance broker company which holds or receives client monies:</u></p> <p><u>(a) at least once a calendar month compare the total of the ledger balances of client monies with the total of (i) the balances shown on the bank statements and passbooks (after allowing for all unrepresented items) of all client accounts; and (ii) any client monies held by the company that have not been deposited into a client account; and</u></p> <p><u>(b) as at the same date when a comparison is made,</u></p>	<p>a) <u>On a sample basis, test the reconciliation statements and relevant supporting documents to determine whether comparison and reconciliation of client monies were performed in accordance with the requirements.</u></p> <p>b) <u>For the samples selected, evaluate causes of the differences stated in the reconciliation statements to determine whether client monies were deposited, used or withdrawn in accordance with the requirements.</u></p> <p>c) <u>If the management represents that there is no insurance brokerage activity in the reporting period, perform necessary procedures to corroborate management's representation (e.g. scan records of receipts and/or payments; obtain understanding of client's business).</u></p>

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES

<u>prepare a reconciliation statement which must show the cause of the difference, if any.</u>	
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*Guidance on keeping of separate client accounts under the Rules is set out in paragraphs 23 to 35 of this PN. Note:—A "client account" means a current or deposit account with an authorized institution as defined under the Banking Ordinance in the name of the insurance broker in the title of which the word "client" appears.*

**4. Keeping proper books and accounts**

<b>Objective</b>	<b>Recommended procedure</b>
<p>i) To establish whether the <u>licensed insurance broker company</u> maintains <u>sufficient and</u> proper accounting and other records which:</p> <ul style="list-style-type: none"> <li>• <del>will sufficiently explain the transactions</del> and reflect the financial position <u>and operation of, such of the insurance broking business;</u></li> <li>• <del>will enable financial statements of such business to be prepared which that</del> give a true and fair view of <del>its the</del> financial position and <u>financial performance to be prepared from time to time results of the broker;</u></li> <li>• <u>account for all client monies that it receives or holds;</u></li> <li>• <u>demonstrate compliance by it with the Rules; and</u></li> <li>• <u>demonstrate there is no contravention of sections 71(1), (3), (4), (5) and (6) of the Ordinance;</u></li> <li>• are kept in such a manner as will enable <del>an audit them</del> to be conveniently and properly <u>carried out audited;</u></li> <li>• <u>entries are made in those records in accordance with applicable accounting standards; and</u></li> <li>• are kept in writing <u>in the Chinese or English language</u> or in such <u>a</u> manner as to enable them to be readily accessible and <u>readily</u> converted into written form <u>in the Chinese or English language;</u> <del>and</del></li> <li>• <del>are in sufficient detail to show separately particulars as set out in paragraph 23(b)(ii) of the PN.</del></li> </ul>	<p>In planning and performing the audit of the <u>licensed insurance broker company's broker's</u> financial statements, the auditor should be aware of the requirements for the <u>licensed insurance broker company</u> to maintain, and the auditor to give an opinion on whether the <u>licensed insurance broker company</u> has maintained, adequate books and records during the year.</p> <p>In general, the auditor, on the basis of the audit of the <u>licensed insurance broker company's broker's</u> financial statements, should be able to reach a conclusion in respect of whether proper accounting and other records have been maintained. Therefore further checking in this respect should not normally be necessary.</p>
<p>ii) To establish whether the <u>licensed insurance broker company</u> retains the books and records for <del>a period of not less than at least seven</del> <u>at least seven</u> years.</p>	<p>Enquire with the client the procedures in place for safeguarding the books and records for <u>at least 7 a period of not less than seven</u> years and consider these for adequacy.</p> <p>Validate the physical existence for a sample of items.</p>

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES

*Guidance on keeping of proper books and accounts under the Rules is set out in paragraphs 36 to 39 of this PN.*



## Appendix 2

**Examples of unmodified limited assurance report  
for a licensed insurance broker company  
on compliance with the RulesEXAMPLE OF AN UNMODIFIED LIMITED  
ASSURANCE REPORT  
FOR AN UNINCORPORATED/ INCORPORATED INSURANCE BROKER  
AUTHORIZED BY THE INSURANCE AUTHORITY ON COMPLIANCE WITH THE  
MINIMUM REQUIREMENTS**

### Illustration 1

For purposes of this illustrative auditor's report, the following circumstances are assumed:

- The reporting period began before 23 September 2019 and ended on or after 23 September 2019; and
- The auditor has concluded an unmodified (i.e., "clean") opinion is appropriate based on the evidence obtained.

### **INDEPENDENT AUDITOR'S ASSURANCE REPORT**

To the Director[s] ~~{Proprietor of XYZ Insurance Brokers/ Directors of XYZ Insurance Brokers Limited}~~

Pursuant to section 73(1)(e)<sup>6</sup> of the Hong Kong Insurance Ordinance ("the Ordinance"), we have been engaged to perform a limited assurance engagement on the compliance of ~~the proprietor of XYZ Insurance Brokers Limited ("the Business")/ directors of XYZ Insurance Brokers Limited ("the Company")~~ with the minimum requirements for ~~{capital and}~~ net assets, professional indemnity insurance, keeping of separate clients accounts and keeping of proper books and accounts specified in section 70(2) of the pre-amended Ordinance from [Date] to 22 September 2019 and section 64ZA(4)(d) of the Ordinance from 23 September 2019 to [Date] ~~by the Insurance Authority ("IA") in section 69(2) of the Ordinance for the [year ended [Date]/ period from [Date] to [Date]]~~.

#### Director[s] ~~{Proprietor's/ Directors}~~<sup>7</sup> Responsibilities

The ~~{proprietor is/ director[s-are]} are~~ responsible for the ~~{Business's/ Company's}~~ compliance with the minimum requirements specified under section 70(2) of the pre-amended Ordinance and the guidance provided in "Guideline on Minimum Requirements for Insurance Brokers" ("Guideline") issued by the Insurance Authority ("IA") from [Date] to 22 September 2019; and section 64ZA(4)(d) of the Ordinance and "Insurance (Financial and Other Requirements for Licensed Insurance Broker Companies) Rules" ("Rules") from 23 September 2019 to [Date] ~~by the IA pursuant to section 69(2) of the Ordinance and the guidance provided in "Guideline on Minimum Requirements for Insurance Brokers" issued by the IA (the "Guideline")~~.

#### *Our Independence and Quality Control*

We have complied with the independence and other ethical requirement of the *Code of Ethics for Professional Accountants* issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The firm applies Hong Kong Standard on Quality Control 1<sup>7</sup> and accordingly maintains a

<sup>6</sup> In case a licensed insurance broker company ceases to carry on regulated activities, the applicable reference of auditor's reporting requirement should be replaced by section 64T(2)(b).

<sup>7</sup> HKSQC 1, *Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements*

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

#### *Auditor's Responsibilities*

Our responsibility, pursuant to section 73(1)(e)<sup>6</sup> of the Ordinance, is to evaluate information from the ~~[Business/ Company]~~ and report whether we are aware of any non-compliance with the ~~minimum~~ requirements for (a) ~~[capital and]~~<sup>3</sup> net assets, (b) professional indemnity insurance, (c) keeping of separate client accounts and (d) keeping of proper books and accounts specified in section 70(2) of the pre-amended Ordinance and Guideline from [Date] to 22 September 2019 and section 64ZA(4)(d) of the Ordinance and Rules from 23 September 2019 to [Date], by the IA in section 69(2) of the Ordinance and the Guideline (the "Minimum Requirements").

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* and with reference to Practice Note 810.1 (Revised), *Insurance Brokers – Compliance with the Minimum Requirements Specified by the Insurance Authority Under Sections 69(2) and 70(2) of the Insurance Ordinance* ("pre-amended PN 810.1 (Revised)") issued by the HKICPA for the reporting period from [Date] to 22 September 2019; and Practice Note 810.1 (Revised), Licensed Insurance Broker Companies – Compliance with the Insurance (Financial and Other Requirements for Licensed Insurance Broker Companies) Rules ("PN 810.1 (Revised)") issued by the HKICPA for the reporting period from 23 September 2019 to [Date]. We have planned and performed our work to obtain limited assurance for giving our conclusion below.

We have planned and performed such procedures as we considered necessary with reference to the procedures recommended in pre-amended PN 810.1 (Revised) and PN 810.1 (Revised) as appropriate, which included reviewing, on a test basis, evidence obtained from the ~~[Business/ Company]~~ regarding the ~~[Business's/ Company's]~~ compliance with the ~~minimum~~ requirements specified under section 70(2) of the pre-amended Ordinance from [Date] to 22 September 2019 and section 64ZA(4)(d) of the Ordinance from 23 September 2019 to [Date] by the IA under section 69(2) of the Ordinance [for the year ended [Date]/ period from [Date] to [Date]]. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material non-compliance of ~~[capital and]~~<sup>3</sup> net assets, professional indemnity insurance, keeping of separate client accounts and keeping of proper books and accounts with the Guideline and Rules as appropriate.

~~Minimum Requirements~~–The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

#### *Conclusion*

Based on the foregoing,

- a. nothing has come to our attention that causes us to believe that the ~~[Business/ Company]~~ has failed to maintain ~~[paid-up share capital or]~~<sup>3</sup> ~~minimum~~ net assets of less than HK\$~~[insert amount]~~<sup>8</sup> from [Date] to [Date] specified under the pre-amended Ordinance and Guideline, the Ordinance and Rules as appropriate; 100,000 as defined by the IA;

<sup>8</sup> For the period from the commencement date (i.e. 23 September 2019) to 31 December 2023, a specified insurance broker company (i.e. a company which was immediately before the commencement date registered with an approved broker body as a member, and regarded as having been granted an insurance broker company licence under section 66 of Schedule 11 to the Ordinance on the commencement date) must maintain at all times the following minimum amount of paid-up share capital and net assets:

- From the commencement date to 31 December 2021: HK\$100,000
- From 1 January 2022 to 31 December 2023: HK\$300,000
- From 1 January 2024 onwards: HK\$500,000

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

- b. nothing has come to our attention that causes us to believe that the [Business/ Company] has failed to comply with the requirements in relation to the maintain a professional indemnity insurance specified under the pre-amended Ordinance and Guideline, the Ordinance and Rules as appropriate; policy in accordance with the minimum requirements specified by the IA under section 69(2) of the Ordinance;
- c. nothing has come to our attention that causes us to believe that the [Business/ Company] has failed to comply with the requirements in relation to the keeping of maintain separate client accounts specified under the pre-amended Ordinance and Guideline, the Ordinance and Rules as appropriate; in accordance with the minimum requirements specified by the IA under section 69(2) of the Ordinance; and
- d. nothing has come to our attention that causes us to believe that the [Business/ Company] has failed to comply with the requirements in relation to the keeping of proper books and accounts specified under the pre-amended Ordinance and Guideline, the Ordinance and Rules as appropriate; not maintained proper accounting records to reflect the transactions of its business.

*Intended Users and Purpose*

Our report is intended solely for the use of the [Business/ Company] in connection with the requirements for filing with the IA under section 73(1)(e)<sup>6</sup> of the Ordinance and may not be suitable for any other purpose. This report is not intended to be, and should not be distributed to or used for any other purpose except a copy of this report may be provided to the IA without further comment from us.

ABC & Co.

Certified Public Accountants (Practising) [or Certified Public Accountants]

[Auditor's Address]

Date

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A licensed insurance broker company, other than a specified insurance broker company, is subject to the minimum amount of paid-up share capital and net assets of HK\$500,000 from the commencement date.

Illustration 2

For purposes of this illustrative auditor's report, the following circumstances are assumed:

- The reporting period begins on or after 23 September 2019; and
- The auditor has concluded an unmodified (i.e., "clean") opinion is appropriate based on the evidence obtained.

**INDEPENDENT AUDITOR'S ASSURANCE REPORT**

**Appendix 3**

**EXAMPLE OF AN UNMODIFIED LIMITED ASSURANCE REPORT  
FOR AN INCORPORATED INSURANCE BROKER WHICH IS A  
MEMBER OF AN APPROVED BODY OF INSURANCE BROKERS  
ON COMPLIANCE WITH THE MINIMUM REQUIREMENTS**

**INDEPENDENT AUDITOR'S ASSURANCE REPORT**

To the Director[s] of XYZ Insurance Brokers Limited

Pursuant to section 73(1)(e)<sup>9</sup> of the Insurance Ordinance (the "Ordinance")~~the Membership Regulations of [the Hong Kong Confederation of Insurance Brokers ("HKCIB")/Professional Insurance Brokers Association ("PIBA")]~~, we have been engaged to perform a limited assurance engagement on the compliance of ~~the directors of~~ XYZ Insurance Brokers Limited ("the Company") with the minimum requirements for capital and net assets, professional indemnity insurance, keeping of separate clients accounts and keeping of proper books and accounts specified in section 64ZA(4)(d) of the Ordinance by the Insurance Authority ("IA") in section 70(2) of the Hong Kong Insurance Ordinance ("the Ordinance") for the [year ended [Date]/ period from [Date] to [Date]].

*Director[s]' Responsibilities*

The director[s] ~~[is/are]s are~~ responsible for the Company's compliance with the minimum requirements specified under section 64ZA(4)(d) of the Ordinance and the "Insurance (Financial and Other Requirements for Licensed Insurance Broker Companies) Rules" ("Rules")~~by the IA pursuant to section 70(2) of the Ordinance and the guidance provided in "Guideline on Minimum Requirements for Insurance Brokers" issued by the IA (the "Guideline")~~.

*Our Independence and Quality Control*

We have complied with the independence and other ethical requirement of the *Code of Ethics for Professional Accountants* issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The firm applies Hong Kong Standard on Quality Control 1<sup>10</sup> and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

<sup>9</sup> In case a licensed insurance broker company ceases to carry on regulated activities, the applicable reference of auditor's reporting requirement should be replaced by section 64T(2)(b).

<sup>10</sup> HKSQC 1, *Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements*

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

*Auditor's Responsibilities*

Our responsibility, pursuant to section 73(1)(e)<sup>9</sup> of the Ordinance~~the Membership Regulations of [HKCIB/PIBA]~~, is to evaluate information from the Company and report whether we are aware of any non-compliance with the ~~minimum~~ requirements for (a) capital and net assets, (b) professional indemnity insurance, (c) keeping of separate client accounts and (d) keeping of proper books and accounts specified in section 64ZA(4)(d) of the Ordinance and Rules~~by the IA in section 70(2) of the Ordinance and the Guideline (the "Minimum Requirements")~~.

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* and with reference to Practice Note 810.1 (Revised), *Licensed Insurance Broker Companies – Compliance with the Insurance (Financial and Other Requirements for Licensed Insurance Broker Companies) Rules*~~*Insurance Brokers – Compliance with the Minimum Requirements Specified by the Insurance Authority Under Sections 69(2) and 70(2) of the Insurance Ordinance*~~ ("PN 810.1 (Revised)") issued by the HKICPA. We have planned and performed our work to obtain limited assurance for giving our conclusion below.

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

We have planned and performed such procedures as we considered necessary, with reference to the procedures recommended in PN 810.1 (Revised), which included reviewing, on a test basis, evidence obtained from the Company regarding the Company's compliance with the ~~minimum~~ requirements specified ~~by the IA~~ under section 64ZA(4)(d)70(2) of the Ordinance ~~{for the [year ended [Date]/ period from [Date] to [Date]].~~ The procedures selected depend on the auditor's judgment, including the assessment of the risks of material non-compliance of capital and net assets, professional indemnity insurance, keeping of separate client accounts and keeping of proper books and accounts with the Minimum Requirements Rules.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

*Conclusion*

Based on the foregoing,

- a. nothing has come to our attention that causes us to believe that the Company has failed to maintain paid-up share capital or ~~minimum~~ net assets ~~of less than HK\$[insert amount]<sup>11</sup> for the [year ended [Date]/ period from [Date] to [Date]] specified under the Ordinance and Rules 100,000 as defined by the IA;~~
- b. nothing has come to our attention that causes us to believe that the Company has failed to comply with the requirements in relation to the maintain a professional indemnity insurance ~~specified under the Ordinance and Rules in accordance with the minimum requirements specified by the IA under section 70(2) of the Ordinance;~~
- c. nothing has come to our attention that causes us to believe that the Company has failed to comply with the requirements in relation to the keeping of maintain separate client accounts ~~specified under the Ordinance and Rules in accordance with the minimum requirements specified by the IA under section 70(2) of the Ordinance;~~ and
- d. nothing has come to our attention that causes us to believe that the Company has failed to comply with the requirements in relation to the keeping of proper books and accounts specified under the Ordinance and Rules ~~not maintained proper accounting records to reflect the transactions of its business.~~

*Intended Users and Purpose*

Our report is intended solely for the use of the ~~company Company~~ in connection with the requirements for filing with the IA under section 73(1)(e)<sup>9</sup>(2) of the Ordinance and may not be suitable for any other purpose. This report is not intended to be, and should not be distributed to or used for any other purpose except a copy of this report may be provided to ~~the [HKCIB/PIBA] and~~ the IA without further comment from us.

ABC & Co.

Certified Public Accountants (Practising) [or Certified Public Accountants]

<sup>11</sup> For the period from the commencement date (i.e. 23 September 2019) to 31 December 2023, a specified insurance broker company (i.e. a company which was immediately before the commencement date registered with an approved broker body as a member, and regarded as having been granted an insurance broker company licence under section 66 of Schedule 11 to the Ordinance on the commencement date) must maintain at all times the following minimum amount of paid-up share capital and net assets:

- From the commencement date to 31 December 2021: HK\$100,000
- From 1 January 2022 to 31 December 2023: HK\$300,000
- From 1 January 2024 onwards: HK\$500,000

A licensed insurance broker company, other than a specified insurance broker company, is subject to the minimum amount of paid-up share capital and net assets of HK\$500,000 from the commencement date.

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES

[Auditor's Address]  
Date

## Appendix 53

### ~~EXAMPLES OF SUGGESTED MODIFIED WORDING FOR A REPORT BY AN AUDITOR WHERE AN INSURANCE BROKER HAS NOT COMPLIED WITH THE MINIMUM REQUIREMENTS~~Examples of suggested modified wording for a report by an auditor where a licensed insurance broker company has not complied with the Rules

If any breaches of the ~~requirements~~Minimum Requirements are noted by the auditor, either on the dates chosen for testing or on other dates, the wording of the report by the auditor would be modified to give a specific report on whether or not they complied on the dates tested, and a statement that based on information given to the auditor he/she is aware of breaches on other dates during the year. Note that in respect of reporting on share capital and net assets the report may need to be split into two separate points (in ~~Appendix 2~~the Appendices 2 and 3 they are one combined point ~~for incorporated insurance brokers~~).

In the circumstances where the auditor expresses a qualified conclusion or a disclaimer of conclusion or adverse conclusion, the auditor's report is to be modified accordingly as required in paragraph 69(l)(v) of HKSAE 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* ("HKSAE 3000 (Revised)"). Further guidance is set out in paragraphs 74 to 77, ~~A183, A189 to A192~~A182, A188 to A194 of HKSAE 3000 (Revised).

Examples:

1. The licensed insurance broker company met the requirements on at least one date tested in the sample, but not for the whole period:

.....

#### *Basis for Qualified Conclusion*

- a. The net assets held by the Company enabled the Company to meet the ~~minimum~~-net assets requirements of HK\$[insert amount]<sup>12</sup> specified by the Ordinance and Rules~~HK\$100,000 as defined by the IA~~ as at [the year end date] [and] [one][some]\* of the dates selected by us but not as at the other dates selected by us in our sample. From information and explanations supplied to us we are aware that the Company failed to maintain ~~minimum~~-net assets of HK\$[insert amount]<sup>12</sup> specified under the Ordinance and Rules~~100,000 as defined by the IA~~ at other times during the period;

- b. as at [the year-year-end date] [and] [one][some]\* of the dates selected by us but not as at the other dates selected by us in our sample the Company complied with the requirements in relation to the keeping of separate client accounts specified under the Ordinance and Rules~~maintained client accounts in accordance with the minimum requirements specified by the IA under section [69(2)/ 70(2)] of the Ordinance~~. From information and explanations supplied to us we are aware that the Company failed to comply with the requirements in relation to the keeping of separate ~~maintain~~ client accounts ~~in accordance with the minimum requirements specified by the IA under~~

<sup>12</sup> For the period from the commencement date (i.e. 23 September 2019) to 31 December 2023, a specified insurance broker company (i.e. a company which was immediately before the commencement date registered with an approved broker body as a member, and regarded as having been granted an insurance broker company licence under section 66 of Schedule 11 to the Ordinance on the commencement date) must maintain at all times the following minimum amount of paid-up share capital and net assets:

- From the commencement date to 31 December 2021: HK\$100,000
- From 1 January 2022 to 31 December 2023: HK\$300,000
- From 1 January 2024 onwards: HK\$500,000

A licensed insurance broker company, other than a specified insurance broker company, is subject to the minimum amount of paid-up share capital and net assets of HK\$500,000 from the commencement date.



LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICENSED INSURANCE  
BROKER COMPANIES) RULES

~~section [69(2)/ 70(2)] of the Ordinance specified under the Ordinance and Rules at other times during the period. [Describe details of the non-compliance against the Ordinance/Rules.]~~

~~b.~~

*Qualified Conclusion*

Based on the foregoing, except for the effects of the matters described in the Basis for Qualified Conclusion paragraph:

- a. nothing has come to our attention that causes us to believe that the Company has failed to ~~comply with the requirements in relation to the~~ maintain a professional indemnity insurance ~~specified under the Ordinance and Rules~~ policy in accordance with the ~~minimum requirements specified by the IA under section [69(2)/70(2)] of the Ordinance;~~
- b. nothing has come to our attention that causes us to believe that the ~~[Business/ Company]~~ has ~~failed to comply with the requirements in relation to the keeping of proper books and accounts specified under the Ordinance and Rules. not maintained proper accounting records to reflect the transactions of its business.~~

2. The ~~Company insurance broker~~ did not meet the requirements on any of the dates tested in the sample:

.....

*Basis for Adverse Conclusion*

- a. the ~~net~~ assets held by the Company did not enable the Company to meet the ~~minimum~~ net assets requirements of HK\$~~[insert amount]<sup>12</sup> specified by the Ordinance and Rules~~ 100,000 as defined by the IA as at the year-end date nor as at the other date[s] selected by us in our sample. From information and explanations supplied to us we are aware that the Company failed to maintain ~~minimum~~ net assets of HK\$~~[insert amount]<sup>12</sup> specified by the Ordinance and Rules~~ 100,000 as defined by the IA at other times during the period;  
.  
.  
.
- d. the Company did not maintain client accounts in accordance with the ~~minimum~~ requirements ~~in relation to the keeping of separate client accounts specified under the Ordinance and Rules~~ specified by the IA under section ~~[69(2)/ 70(2)] of the Ordinance~~ as at the ~~year-year~~ end date nor as at the other date[s] selected by us in our sample. From information and explanations supplied to us we are aware that the ~~company~~ Company failed to ~~comply with the requirements in relation to the keeping of separate client accounts specified under the Ordinance and Rules~~ maintain client accounts in accordance with the ~~minimum requirements specified by the IA under section [69(2)/ 70(2)] of the Ordinance~~ at other times during the period. ~~[Describe details of the non-compliance against the Ordinance/Rules.]~~

*Adverse Conclusion*

Based on the foregoing, due to the significance of the matters discussed in the Basis for Adverse Conclusion paragraph, the Company has failed to ~~comply with~~ maintain the ~~minimum~~

LICENSED INSURANCE BROKER COMPANIES –  
COMPLIANCE WITH THE INSURANCE (FINANCIAL AND  
OTHER REQUIREMENTS FOR LICNESED INSURANCE  
BROKER COMPANIES) RULES

requirements specified ~~by the IA under section [69(2)/70(2)] of~~under the Ordinance and Rules  
as at the ~~year-year~~-end date and at the other date[s] selected by us.

*\*Delete as appropriate*