

Auditing and Related Professional Practice Standards

美国公众公司会计监管委员会 审计及相关专业实务准则

(中英对照本・第一辑)





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ZETA-CIA 研究中心 译



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译者的话

《2002 年萨班斯 - 奥克斯利法案》(以下简称《法案》)第 101 条 授权设立美国公众公司会计监管委员会(The Public Company Accounting Oversight Board,简称 PCAOB);第 102 条规定只有在该委员会登记备案的注册会计师事务所(即"在册会计师事务所")才允许编制和签发公众公司的审计报告,并且必须遵守该委员会的有关规定;第 103 条要求该委员会为在册会计师事务所在编制和签发上述审计报告时制订审计、质量控制和职业道德等准则,并报经美国证券和交易委员会(简称 SEC)批准生效。

PCAOB 在成立之后,将美国注册会计师协会(简称 AICPA)通过审计准则公告(Statement on Auditing Standards,简称 SAS)形式发布的审计准则(Auditing Standard,简称 AU)作为过渡准则,并根据《法案》的要求着手制定自己的准则。AICPA 审计准则通常以"AU sec."后面加数字序号的形式出现,文中译作"审计准则第某某条";而 PCAOB 的准则译作"审计准则第某号"。

截至2007年6月12日,PCAOB已经制定了5个专业准则和相关规则,并经SEC批准生效。这些准则和规则对于美国公众公司的审计业务,尤其是财务报告内部控制审计业务,具有强制性,并且起到了规范和指导的作用。

- 《审计准则第1号 在审计报告中援引公众公司会计监管委员会的准则》于 2004 年 5 月 14 日经 SEC 批准生效,并于当日实施。
- 《审计准则第2号 与财务报表审计合并执行的财务报告内部控制审计》于2004年6月17日经SEC批准生效,适用于2007年11月15

日之后(包括当日)结束的会计年度。该准则于2007年7月25日被审计准则第5号所替代。因此,本辑不再收录。

- 《审计准则第3号 审计文档》于2004年8月25日经SEC批准生效,适用于2004年11月15日之后(包括当日)结束的会计年度。
- 《审计准则第 4 号 对以前报告的实质性弱点是否依然存在进行报告》于 2006 年 2 月 6 日经 SEC 批准生效,并于当日实施。
- 《审计准则第 5 号 与财务报表审计合并执行的财务报告内部控制审计》于 2007 年 7 月 25 日经 SEC 批准生效,适用于 2007 年 11 月 15 日之后(包括当日)结束的会计年度。

每当 PCAOB 发布新的审计准则,都可能对原有审计准则和相关过渡准则和规则做出一致性修订。为此,我们翻译了 PCAOB 于 2007 年 6 月 12 日发布的《颁行审计准则第 5 号所引起的对 PCAOB 审计准则的一致性修订》(节选)。该文件逐条列出了审计准则第 5 号所引起的对审计准则第 4 号的一致性修订。

本辑包括审计准则第 1、3、4、5 号和对第 4 号的一致性修订。今后,我们会在适当的时候继续出版 PCAOB 的后续准则。

在本书出版过程中,法律出版社和励德爱思唯尔(Reed Elsevier) 集团旗下的 LexisNexis 律商联讯的责任编辑给予了悉心的指导和无私的 帮助,我们在此表示衷心感谢。本书译文虽经反复讨论、修改,其翻译 不当之处在所难免,敬请广大读者谅解。

本书的顺利出版是一次成功的团队合作、一次集体智慧的结晶。为 其付出辛劳的有:杨峻(CIA、CGA)、邰先宇(CIA、CCSA)、邵林(CIA、MBA)、王刚(CIA)、卢其顺(CIA、CISA)和涂子鸣。

北京兆泰投资顾问有限公司 CIA 研究中心 2007 年 11 月

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May 14, 2004 2004年5月14日

AUDITING AND RELATED PROFESSIONAL PRACTICE STANDARDS 审计及相关专业实务准则

Auditing Standard No. 1 - 审计准则第 1 号 —

References In Auditors' Reports To The
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在审计报告中援引公众公司
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PCAOB

Public Company Accounting Oversight Board

公众公司会计监管委员会

[Effective pursuant to SEC Release No. 34 - 49707; File No. PCAOB - 2003 - 10, May 14, 2004] [按照 SEC 第 34 - 49707 号公告于 2004 年 5 月 14 日生效; 文件号: PCAOB - 2003 - 10]

- 1. The Sarbanes Oxley Act of 2002 authorized the Public Company Accounting Oversight Board ("PCAOB") to establish auditing and related professional practice standards to be used by registered public accounting firms. PCAOB Rule 3100, Compliance with Auditing and Related Professional Practice Standards, requires the auditor to comply with all applicable auditing and related professional practice standards of the PCAOB.
- 2. The Board has adopted as interim standards, on an initial, transitional basis, the generally accepted auditing standards, described in the American Institute of Certified Public Accountants' ("AICPA") Auditing Standards Board's Statement on Auditing Standards No. 95, Generally Accepted Auditing Standards, in existence on April 16, 2003.
- 3. Accordingly, in connection with any engagement performed in accordance with the auditing and related professional practice standards of the PCAOB, whenever the auditor is required by the interim standards to make reference in a report to generally accepted auditing standards, U. S. generally accepted auditing standards, auditing standards.

- 1. 《2002 年萨班斯 奥克斯利法》授权公众公司会计监管委员会(简称PCAOB)为在册的会计师事务所制定审计及相关专业实务准则。PCAOB第3100号规则《遵守审计及相关专业实务准则要求》审计师遵守PCAOB制定的所有适用的审计及相关专业实务准则。
- 2. 本委员会采纳了截至 2003 年 4 月 16 日仍然生效的由美国注册会计师协会 (简称 AICPA) 审计准则委员会第 95 号审计准则公告《公认审计准则》所指的公认审计准则》作为初始过渡基础。
- 3. 相应地,在遵照 PCAOB 的审计及相关专业实务准则执行任何业务时,当上述过渡准则要求审计师在报告中援引公认审计准则、美国公认审计准则、在美国公认的审计准则或美国注册会计师协会制定

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ards generally accepted in the United States of America, or standards established by the AICPA, the auditor must instead refer to "the standards of the Public Company Accounting Oversight Board (United States)." An auditor must also include the city and state (or city and country, in the case of non—U. S. auditors) from which the auditor's report has been issued.

- 4. This auditing standard is effective for auditors' reports issued or reissued on or after the 10th day following approval of this auditing standard by the Securities and Exchange Commission.
- 5. Audit reports issued prior to the effective date of this standard were required to state that the audits that supported those reports were performed in accordance with generally accepted auditing standards. The PCAOB adopted those generally accepted auditing standards, including their respective effective dates, as they existed on April 16, 2003, as interim standards. Therefore, reference to "the standards of the Public Company Accounting Oversight Board (United States)" with respect to audits of financial statements performed prior to the effective date of this standard is equivalent to the previously re-

的准则时,审计人员必须 采用"(美国)公众公司 会计监管委员会的准则" 这样的措辞。审计师也必 须在审计报告中包括出具 报告所在的城市和州的名 字(在由非美国审计师出 具的情况下,为城市和国 家)。

- 4. 本审计准则适用于在 (美国)证券和交易委员 会(简称 SEC)批准本准 则第 10 天及其之后出具 或再次出具的审计报告。

quired reference to generally accepted auditing standards. Accordingly, upon adoption of this standard, a reference to generally accepted auditing standards in auditors' reports is no longer appropriate or necessary.

采纳本准则之后,就不应 继续在审计报告中援引公 认审计准则。

Note: The term "auditor" in this standard is intended to include both registered public accounting firms and associated persons thereof.

注释:本准则所指的"审计师"同时包括注册会计师事务所和从业人员。

APPENDIX 附录

Illustrative Reports 报告示例

The following is an illustrative report on an audit of financial statements.

Report of Independent Registered Public Accounting Firm

We have audited the accompanying balance sheets of X Company as of December 31, 20X3 and 20X2, and the related statements

以下是财务报表审计报告 的一个示例:

独立的在册会计师事务所 的报告

我们审计了后附的 X 公司 20 × 3 年和 20 × 2 年 12 月 31 日的资产负债表,

of operations, stockholders' equity, and cash flows for each of the three years in the period ended December 31, 20X3. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Company as of [at] December 31, 20 X 3 and

以及相关的 20 × 3 年 12 月 31 日之前的三个会计年度的利润表、股东权益表和现金流量表。编制这些财务报表是贵公司管理层的责任。我们的责任是在审计基础上对这些会计报表发表意见。

我们认为,上述财务报表 在所有重大方面公允地反 映了贵公司20×3年和20 ×2年12月31日的财务 20X2, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 20X3, in conformity with U.S. generally accepted accounting principles.

[Signature]

[City and State or Country]

[Date]

The following is an illustrative report on a review of interim financial information:

Report of Independent Registered Public Accounting Firm

We have reviewed the accompanying [describe the interim financial information or statements reviewed] of X Company as of September 30, 20X3 and 20X2, and for the three-month and nine-month periods then ended. This (these) interim financial information (statements) is (are) the responsibility of the Company's management.

We conducted our review in accordance with

状况,以及 20 × 3 年 12 月 31 日之前的三个会计年度的经营成果和现金流量,符合美国公认会计准则。

签字

城市和州或国家

日期

以下是中期财务信息审阅 报告的一个示例:

独立的在册会计师事务所 的报告

我们审阅了后附的 X 公 年 9 月 30 日的 [描述 取 表] 中期财务信息证明表] 小月和九个月的信息或期的证据 表 明 的中期财务信息或 中期财务信息或 中期财务信息或 中期财务信息(报表)。 是 6 包 管理层的责任。

我们遵照 (美国)公众

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the standards of the Public Company Accounting Oversight Board (United States). A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with the standards of the Public Company Accounting Oversight Board, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim financial (statements) for it (them) to be in conformity with U. S. generally accepted accounting principles. 基于我们的审阅,我们没有发现为了符合美国公认会计准则而需要对后附的中期财务信息(报表)做出任何重大修改。

[Signature]

[City and State or Country]

[Date]

签名

城市和州或国家

日期

June 9, 2004 2004 年 6 月 9 日

AUDITING AND RELATED PROFESSIONAL PRACTICE STANDARDS

审计及相关专业实务准则

Auditing Standard No. 3 - 审计准则第3号—

Audit Documentation 审计文档

PCAOB

Public Company Accounting Oversight Board

公众公司会计监管委员会

[Effective pursuant to SEC Release No. 34 - 50253; File No. PCAOB - 2004 - 05, August 25, 2004]

[按照 SEC 第 34 - 50253 号公告于 2004 年 8 月 25 日生效; 文件号: PCAOB - 2004 - 05]

[supersedes SAS No. 96, Audit Documentation]

[代替审计准则公告第96号《审计文档》]

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Introduction 引 言

- 1. This standard establishes general requirements for documentation the auditor should prepare and retain in connection with engagements conducted pursuant to the standards of the Public Company Accounting Oversight Board ("PCAOB"). Such engagements include an audit of financial statements, an audit of internal control over financial reporting, and a review of interim financial information. This standard does not replace specific documentation requirements of other standards of the PCAOB.
- 1. 本准则制定了审计师根据公众公司会计监管委员会(PCAOB)准则实施业务应该编制和保存的文档的一般要求。这些业务包括财务报表审计、以及对中期财务信息的审阅。本准则不能替代 PCAOB 其他准则的特殊文档要求。

Objectives of Audit Documentation 审计文档的目标

- 2. Audit documentation is the written record of the basis for the auditor's conclusions that provides the support for the auditor's representations, whether those representations are contained in the auditor's report or other-
- 2. 审计文档是审计师结 论所依据的书面记录,这 些结论为审计师的声明提 供了支持,而不论这些声 明是否包括在审计报告

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wise. Audit documentation also facilitates the planning, performance, and supervision of the engagement, and is the basis for the review of the quality of the work because it provides the reviewer with written documentation of the evidence supporting the auditor's significant conclusions. Among other things, audit documentation includes records of the planning and performance of the work, the procedures performed, evidence obtained, and conclusions reached by the auditor. Audit documentation also may be referred to as work papers or working papers.

Note: An auditor's representations to a company's board of directors or audit committee, stockholders, investors, or other interested parties are usually included in the auditor's report accompanying the financial statements of the company. The auditor also might make oral representations to the company or others, either on a voluntary basis or if necessary to comply with professional standards, including in connection with an engagement for which an auditor's report is not issued. For example, although an auditor might not issue a report in connection with an engagement to review interim financial information, he or she ordinarily would make oral representations about the results of the review.

中。审计文档还为审计业务的计划、执行和监督提供便利;并且,由于它为原体人员提供了支持审计师重大结论的书面查的是工作质量审查的是工作质量审查的是工作质量的记录,实施的程序、获得的记录、实施的程序、获得的证据和计文档也称做工作底稿。