

Agenda Item 1-B

Inducements – Proposed Text (Mark-up Version)

This document contains revisions to each of the proposed inducements provisions (Sections 250, 240, 420 and 906) marked up to the most recent versions circulated to the Board as stated below:

1. Section 250 – Mark up from March 27, 2018 version (Agenda Item 5B.2)
2. Section 340 – Mark up from March 2018 Board posted version (Agenda Item 5B)
3. Section 420 – Mark up from March 27, 2018 version (Agenda Item 5B.2)
4. Section 906 – Mark up from March 2018 Board posted version (Agenda Item 5B)

PART 2 – PROFESSIONAL ACCOUNTANTS IN BUSINESS

Section 250

Inducements, Including Gifts and Hospitality

Introduction

- 250.1 Professional accountants are required to comply with the fundamental principles and apply the conceptual framework set out in Section 120 to identify, evaluate and address threats.
- 250.2 Offering or accepting inducements might create a self-interest, familiarity or intimidation threat to compliance with the fundamental principles, particularly the principles of integrity, objectivity and professional behavior.
- 250.3 This section sets out requirements and application material relevant to applying the conceptual framework in relation to the offering and accepting of inducements when undertaking professional activities that does not constitute non-compliance with laws and regulations. This section also requires a professional accountant to comply with relevant laws and regulations when offering or accepting inducements.

Commented [IESBA1]: New paragraph

Commented [IESBA2]: 350.2

Commented [IESBA3]: New paragraph

Requirements and Application Material

General

- 250.4 A1 An inducement is an object, situation, or action that is used as a means to influence another individual's behavior, but not necessarily with the intent to improperly influence that individual's behavior. Inducements can range from minor acts of hospitality between business colleagues to acts that result in non-compliance with laws and regulations. An inducement can take many different forms, for example:
- Gifts.

Commented [IESBA4]: 350.1

- Hospitality.
- Entertainment.
- Political or charitable donations.
- Appeals to friendship and loyalty.
- Employment or other commercial opportunities.
- Preferential treatment, rights or privileges.

Inducements Prohibited by Laws and Regulations

R250.5 In many jurisdictions, there are laws and regulations, such as those related to bribery and corruption, that prohibit the offering or accepting of inducements in certain circumstances. The professional accountant shall obtain an understanding of relevant laws and regulations and comply with them when the accountant encounters such circumstances.

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Inducements Not Prohibited by Laws and Regulations

250.6 A1 The offering or accepting of inducements that is not prohibited by laws and regulations might still create threats to compliance with the fundamental principles.

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Inducements with Intent to Improperly Influence Behavior

R250.7 A professional accountant shall not offer, or encourage others to offer, any inducement that is made, or which the accountant considers a reasonable and informed third party would be likely to conclude is made, with the intent to improperly influence the behavior of the recipient or of another individual.

Commented [IESBA7]: 350.7

R250.8 A professional accountant shall not accept, or encourage others to accept, any inducement that the accountant concludes is made, or considers a reasonable and informed third party would be likely to conclude is made, with the intent to improperly influence the behavior of the recipient or of another individual.

Commented [IESBA8]: New paragraph

250.9 A1 An inducement is considered as improperly influencing an individual's behavior if it causes the individual to act in an unethical manner. Such improper influence can be directed either towards the recipient or towards another individual who has some relationship with the recipient. The fundamental principles are an appropriate frame of reference for the professional accountant in considering what constitutes unethical behavior on the part of the professional accountants and, if necessary by analogy, other individuals.

Commented [IESBA9]: New paragraph

250.9 A2 A breach of the fundamental principle of integrity arises when a professional accountant offersing or acceptsing, or encouragessing others to offer or accept, an inducement where the intent is to improperly influence the behavior of the recipientaccountant or of another individual is a breach of the fundamental principle of integrity.

Commented [IESBA10]: New paragraph

250.9 A3 The determination of whether there is actual or perceived intent to improperly influence behavior requires the exercise of professional judgment. Relevant factors to consider might include:

Commented [IESBA11]: New paragraph

- The nature, frequency, value and cumulative effect of the inducement.
- Timing of when the inducement is offered relative to any action or decision that it might influence.
- Whether the inducement is a customary or cultural practice in the circumstances, for example, offering a gift on the occasion of a religious holiday or wedding.
- Whether the inducement is an ancillary part of a professional activity, for example, [offering or](#) accepting lunch in connection with a business meeting.
- Whether the offer of the inducement is limited to [an](#)the individual recipient or available to a broader group. The broader group might be internal or external to the employing organization, such as other customers or vendors.
- The roles and positions of the individuals offering or being offered the inducement.
- Whether the professional accountant knows, or has reason to believe, that accepting the inducement would breach the policies and procedures of the counterparty's employing organization.
- The degree of transparency with which the inducement is offered.
- Whether the inducement was required or requested by the recipient.
- The known previous behavior or reputation of the offeror.

Consideration of Further Actions

250.10 A1 [If](#) the professional accountant becomes aware of an inducement offered with actual or perceived intent to improperly influence behavior, [then](#)—threats to compliance with the fundamental principles might still be created even if the requirements in paragraphs R250.7 and R250.8 are met.

Commented [IESBA12]: New paragraph

250.10 A2 [Examples](#) of actions that might be safeguards to address such threats include:

Commented [IESBA13]: New paragraph

- Informing senior management or those charged with governance of the employing organization of the professional accountant or the offeror regarding the offer.
- Amending or terminating the [ongoing](#)-business relationship with the offeror.

Inducements with No Intent to Improperly Influence Behavior

250.11 A1 [The](#) requirements and application material set out in the conceptual framework apply when a professional accountant has concluded there is no actual or perceived intent to improperly influence the behavior of the recipient or [of](#) another individual.

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250.11 A2 [If](#) such an inducement is trivial and inconsequential, any threats created will be at an acceptable level.

Commented [IESBA15]: New paragraph

250.11 A3 [Examples](#) of circumstances where offering or accepting such an inducement might create threats even if the professional accountant has concluded there is no actual or perceived intent to improperly influence behavior include:

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- Self-interest threats
 - A professional accountant is offered part-time employment by a vendor.
- Familiarity threats
 - A professional accountant regularly takes a customer or supplier to sporting events.
- Intimidation threats
 - A professional accountant accepts hospitality, the nature of which could be perceived to be inappropriate were it to be publicly disclosed.

250.11 A4 Relevant factors in evaluating the level of such threats created by offering or accepting such an inducement include the same factors set out in paragraph 250.9 A3 for determining intent.

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250.11 A5 Examples of actions that might eliminate threats created by offering or accepting such an inducement include:

Commented [IESBA18]: New paragraph

- Declining or not offering the inducement.
- Transferring responsibility for any business-related decision involving the counterparty to another individual who the professional accountant has no reason to believe would be, or would be perceived to be, improperly influenced in making the decision.

250.11 A6 Examples of actions that might be safeguards to address such threats created by offering or accepting such an inducement include:

Commented [IESBA19]: 350.4

- Being transparent with senior management or those charged with governance of the employing organization of the professional accountant or of the counterparty about offering or accepting an inducement.
- Registering the inducement in a log [maintained by the employing organization of the accountant or the counterparty monitored by senior management](#).
- Having an appropriate reviewer, who is not otherwise involved in undertaking the professional activity, review any work performed or decisions made by the professional accountant with respect to the individual or organization from which the accountant accepted the inducement.
- Donating the inducement to charity after receipt and appropriately disclosing the donation, for example, to those charged with governance or the individual who offered the inducement.
- Reimbursing the cost of the inducement, such as hospitality, received.
- As soon as possible, returning the inducement, such as a gift, after it was initially accepted.

Immediate or Close Family Members

R250.12 A professional accountant shall remain alert to potential threats to the accountant's compliance with the fundamental principles created by the offering of an inducement:

Commented [IESBA20]: New paragraph

- (a) By an immediate or close family member of the accountant to a counterparty with whom the accountant has a professional relationship; or
- (b) To an immediate or close family member of the accountant by a counterparty with whom the accountant has a professional relationship.

R250.13 Where the professional accountant becomes aware of an inducement being offered to or made by an immediate or close family member and concludes there is intent to improperly influence the behavior of the accountant or of the counterparty, or considers a reasonable and informed third party would be likely to conclude such intent exists, the accountant shall advise the immediate or close family member not to offer or accept the inducement.

Commented [IESBA21]: 350.4

250.13 A1 The factors set out in paragraph 250.9 A3 are relevant in determining whether there is actual or perceived intent to improperly influence the behavior of the professional accountant or of the counterparty. Another factor that is relevant is the nature or closeness of the relationship, between:

Commented [IESBA22]: New paragraph

- (a) The professional accountant and the immediate or close family member;
- (b) The immediate or close family member and the counterparty; and
- (c) The accountant and the counterparty.

For example, the offer of employment, outside of the normal recruitment process, to the spouse of the professional accountant by a counterparty with whom the accountant is negotiating a significant contract might indicate such intent.

250.13 A2 The application material in paragraph 250.10 A2 is also relevant in addressing threats that might arise when there is actual or perceived intent to improperly influence the behavior of the professional accountant or of the counterparty even if the immediate or close family member has followed the advice given pursuant to paragraph R250.13.

Commented [IESBA23]: New paragraph

Application of the Conceptual Framework

250.14 A1 Where the professional accountant becomes aware of an inducement offered in the circumstances addressed in paragraph R250.12, threats to compliance with the fundamental principles might be created where:

Commented [IESBA24]: New paragraph

- (a) The immediate or close family member offers or accepts the inducement contrary to the advice of the professional accountant pursuant to in accordance with paragraph R250.13; or
- (b) The accountant does not have reason to believe an actual or perceived intent to improperly influence the behavior of the accountant or of the counterparty exists.

250.14 A2 The application material in paragraphs 250.11 A1 to 250.11 A6 is relevant for the purposes of identifying, evaluating and addressing such threats. Factors that are relevant in evaluating the level of threats in these circumstances also include the nature or closeness of the relationships set out in paragraph 250.13 A1.

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Other Considerations

250.15 A1 If a professional accountant is offered an inducement by the employing organization relating to financial interests, compensation and incentives linked to performance, the requirements and application material set out in Section 240 apply.

Commented [IESBA26]: New paragraph

250.15 A2 If a professional accountant encounters or is made aware of inducements that might result in non-compliance or suspected non-compliance with laws and regulations by other individuals working for or under the direction of the employing organization, the requirements and application material set out in Section 260 apply.

Commented [IESBA27]: New paragraph

250.15 A3 If a professional accountant faces pressure to offer or accept inducements that might create threats to compliance with the fundamental principles, the requirements and application material set out in Section 270 apply.

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PART 3 – PROFESSIONAL ACCOUNTANTS IN PUBLIC PRACTICE

Section 340

Inducements, Including Gifts and Hospitality

Introduction

- 340.1 Professional accountants are required to comply with the fundamental principles and apply the conceptual framework set out in Section 120 to identify, evaluate and address threats.
- 340.2 Offering or accepting inducements might create a self-interest, familiarity or intimidation threat to compliance with the fundamental principles, particularly the principles of integrity, objectivity and professional behavior.
- 340.3 This section Section 340 sets out requirements and application material relevant to applying the conceptual framework in relation to the offering and accepting of inducements when performing professional services that does not constitute non-compliance with laws and regulations. This section also requires a professional accountant to comply with relevant laws and regulations when offering or accepting inducements.

Commented [IESBA29]: New paragraph

Commented [IESBA30]: 260.1

Commented [IESBA31]: New paragraph

Requirements and Application Material

General

- 340.4 A1 An inducement is an object, situation, or action that is used as a means to influence, ~~either positively or negatively,~~ another individual's behavior, ~~but not necessarily with the intent to improperly influence that individual's behavior.~~ Inducements can range from minor acts of hospitality between professional accountants and existing or prospective clients to acts that result in non-compliance with laws and regulations. An inducement can take many different forms, for example:

Commented [IESBA32]: New paragraph

- Gifts.
- Hospitality.
- Entertainment.
- Political or charitable donations.
- Appeals to friendship and loyalty.
- Employment or other commercial opportunities.
- Preferential treatment, rights or privileges.
- ~~Facilitation payments.~~

- ~~340.4 A2 An inducement is considered as improperly influencing an individual's behavior if it causes the individual, whether a professional accountant or not, to act in a manner that breaches the fundamental principles.~~

Inducements Prohibited by Laws and Regulations

R340.5 In many jurisdictions, there are laws and regulations, such as those related to bribery and corruption, that prohibit the offering or accepting of inducements in certain circumstances. The professional accountant shall obtain an understanding of relevant laws and regulations and comply with them when the accountant encounters such circumstances.

Commented [IESBA33]: New paragraph

Inducements Not Prohibited by Laws and Regulations

340.6 A1 The offering or accepting of inducements that is not prohibited by laws and regulations might still create threats to compliance with the fundamental principles.

Commented [IESBA34]: New paragraph

Inducements with Intent to Improperly Influence Behavior

R340.7 A professional accountant shall not offer, or encourage others to offer, any inducement that is made, or which the accountant considers a reasonable and informed third party would be likely to conclude is made, with the intent to improperly influence the behavior of the recipient or of another individual.

Commented [IESBA35]: New paragraph

R340.8 A professional accountant shall not accept, or encourage others to accept, any inducement that the accountant concludes is made, or considers a reasonable and informed third party would be likely to conclude is made, with the intent to improperly influence the behavior of the recipient or of another individual.

Commented [IESBA36]: New paragraph

340.9 A1 An inducement is considered as improperly influencing an individual's behavior if it causes the individual to act in an unethical manner. Such improper influence can be directed either towards the recipient or towards another individual who has some relationship with the recipient. The fundamental principles are an appropriate frame of reference for a professional accountant in considering what constitutes unethical behavior on the part of the accountant and, if necessary by analogy, other individuals.

Commented [IESBA37]: New paragraph

340.9 A2~~4~~ A breach of the fundamental principle of integrity arises when a professional accountant ~~Accepting or offering or accepts, or encourages others to offer or accept,~~ an inducement by a professional accountant where the intent is to improperly influence the behavior of the recipient accountant or of another individual ~~is a breach of the fundamental principle of integrity.~~

Commented [IESBA38]: New paragraph

340.9 A3~~4~~ The determination of whether there is actual or perceived intent to improperly influence behavior requires the exercise of professional judgment. Relevant factors to consider might include:

Commented [IESBA39]: New paragraph

- The nature, frequency, and value and cumulative effect of the inducement.
- Timing of when the inducement is offered relative to any action or decision that it might influence.
- Whether the inducement is a customary or cultural practice in the circumstances, for example, offering a gift on the occasion of a religious holiday or wedding.
- Whether the inducement is an ancillary part of a professional service, for example, offering or accepting lunch in connection with a business meeting.

- Whether the offer of the inducement is limited to ~~an~~the individual recipient or available to a broader group. The broader group might be internal or external to the firm, such as other suppliers to the client.
- The roles and positions of the individuals at the firm or the client offering or being offered the inducement.
- Whether the professional accountant knows, or has reason to believe, that accepting the inducement would breach the policies and procedures of the client.
- The degree of transparency with which the inducement is offered.
- ~~The cumulative effect of inducements offered or received.~~
- Whether the inducement was required or requested by the recipient.
- The known previous behavior or reputation of the offeror.

Consideration of Further Actions

~~R-340.104~~ A1 If the professional accountant becomes aware of an inducement offered with actual or perceived intent to improperly influence behavior, threats to compliance with the fundamental principles might still be created even if~~then the accountant shall consider what other actions might be taken in addition to complying with~~ the requirements ~~set out~~ in paragraphs R340.7 and R340.8 are met.

Commented [IESBA40]: New paragraph

340.104 A24 Examples of ~~other~~ actions that might be safeguards to address such threats taken by a professional accountant include:

Commented [IESBA41]: New paragraph

- Informing senior management of the firm or those charged with governance of the client's employing organization ~~of the professional accountant or the client~~ regarding the offer.
- Amending or terminating ~~Considering the implications for~~ the business relationship with the existing or prospective client.

Inducements with No Intent to Improperly Influence Behavior

~~R340.112~~ A1 The requirements and application material set out in the conceptual framework apply when~~In circumstances where~~ a professional accountant has concluded there is no actual or perceived intent to improperly influence the behavior of the recipient or of another individual, ~~the accountant shall then apply the conceptual framework set out in Section 120 to the offering or accepting of an inducement.~~

Commented [IESBA42]: New paragraph

340.112 A24 If such an inducement is trivial and inconsequential, ~~it does not usually create~~ any threats created will be ~~are~~ at ~~not~~ an acceptable level.

Commented [IESBA43]: New paragraph

340.112 A32 Examples of circumstances where offering or accepting such an inducement might create threats even if the professional accountant has concluded there is no actual or perceived intent to improperly influence behavior include:

Commented [IESBA44]: New paragraph

- (a) Self-interest threats

- A professional accountant is offered hospitality from the prospective acquirer of a client while providing corporate finance services to the client.

(b) Familiarity threats

- A professional accountant regularly takes an existing or prospective client to sporting events.

(c) Intimidation threats

- A professional accountant accepts hospitality from a client, the nature of which could be perceived to be inappropriate were it to be publicly disclosed.

340.112 A43 Relevant factors in evaluating the level of such threats created by offering or accepting such an inducement include the same factors set out in paragraph ~~340.10-A13~~340.9 A3 for determining intent.

Commented [IESBA45]: New paragraph

340.112 A54 Examples of actions that might eliminate threats created by offering or accepting such an inducement include:

Commented [IESBA46]: New paragraph

- Declining or not offering the inducement.
- Transferring responsibility for the provision of any professional services ~~for to~~ the client to another individual who the professional accountant has no reason to believe would be, or would be perceived to be, improperly influenced when providing the services.

340.112 A65 Examples of actions that might be safeguards to address such threats created by offering or accepting such an inducement include:

Commented [IESBA47]: New paragraph

- Being transparent with senior management of the firm or of the ~~counterparty's employing organization~~client about offering or accepting an inducement.
- ~~for example, r~~Registering the inducement in a log monitored by senior management of the firm or another individual responsible for the firm's ethics compliance or maintained by the client.
- Having an appropriate reviewer, who is not otherwise involved in providing the professional service, review any work performed or decisions made by the professional accountant with respect to the client from which the accountant accepted the inducement.
- Donating the inducement to charity after receipt and appropriately disclosing the donation, for example, to a member of senior management of the firm or the individual who offered the inducement.
- Reimbursing the cost of the inducement, such as hospitality, received.
- As soon as possible, Returning the inducement, such as a gift, ~~to the offeror~~ after it was initially accepted.

Immediate or Close Family Members

R340.123 A professional accountant shall remain alert to potential threats to the accountant's compliance with the fundamental principles created by the offering of an inducement:

Commented [IESBA48]: New paragraph

(a) By an immediate or close family member of the accountant to an existing or prospective client of the accountant.

(b) To an immediate or close family member of the accountant by an existing or prospective client of the accountant.

R340.134 Where the professional accountant becomes aware of an inducement being offered to or made by an immediate or close family member and concludes there is intent to improperly influence the behavior of the accountant, or of an existing or prospective client of the accountant, or considers a reasonable and informed third party would be likely to conclude such intent exists, the accountant shall advise the immediate or close family member not to offer or accept the inducement.

Commented [IESBA49]: New paragraph

340.134 A1 The factors set out in paragraph 340.910 A31 are relevant in determining whether there is actual or perceived intent to improperly influence the behavior of the professional accountant, or of the existing or prospective client. Another factor that is relevant is the nature or closeness of the relationship, between:

Commented [IESBA50]: New paragraph

(a) The professional accountant and the immediate or close family member;

(b) The immediate or close family member and the existing or prospective client; and

(c) The accountant and the existing or prospective client.

For example, the offer of employment, outside of the normal recruitment process, to athe spouse of the professional accountant by a client for whom the accountant is providing a business valuation for a prospective sale might indicate such intent.

340.13 A2 The application material in paragraph 340.10 A2 is also relevant in addressing threats that might arise when there is actual or perceived intent to improperly influence the behavior of the professional accountant, or of the existing or prospective client even if the immediate or close family member has followed the advice given pursuant to paragraph R340.13.

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Application of the Conceptual Framework

340.145 A1 Where the professional accountant becomes aware of an inducement offered in the circumstances addressed in paragraph R340.12, threats to compliance with the fundamental principles might be created. The application material in paragraphs 340.12 A1 to 340.12 A5 is relevant for the purposes of identifying, evaluating and addressing threats where:

Commented [IESBA52]: New paragraph

(a) The immediate or close family member offers or accepts the inducement contrary to the advice of the professional accountant pursuant to in accordance with paragraph R340.134; or

(b) The accountant does not have reason to believe an actual or perceived intent to improperly influence the behavior of the accountant, or of the existing or prospective client exists.

340.145 A2 The application material in paragraphs 340.11 A1 to 340.11 A6 is relevant for the purposes of identifying, evaluating and addressing such threats. Factors that are relevant in evaluating the level of threats in these circumstances also include the nature or closeness of the relationships set out in paragraph 340.134 A1.

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Other Considerations

340.156 A1 If a professional accountant encounters or is made aware of inducements that might result in non-compliance or suspected non-compliance with laws and regulations by a client or individuals working for or under the direction of the client, the requirements and application material in Section 360 apply.

Commented [IESBA54]: New paragraph

340.156 A2 If a firm, network firm or an audit team member is being offered gifts or hospitality from an audit client, the ~~additional~~-requirement and application material set out in Section 420 applies.

Commented [IESBA55]: New paragraph

340.156 A3 If a firm or an assurance team member is being offered gifts or hospitality from an assurance client, the ~~additional~~-requirement and application material set out in Section 906 applies.

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PART 4A – INDEPENDENCE FOR AUDITS AND REVIEWS

Section 420

Gifts and Hospitality

Introduction

420.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 120 to identify, evaluate and address threats to independence.

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420.2 Accepting gifts and hospitality from an audit client might create a self-interest, familiarity or intimidation threat. This section sets out a specific requirement and application material relevant to applying the conceptual framework in such circumstances.

Commented [IESBA58]: 290.225

Commented [IESBA59]: New paragraph

Requirement and Application Material

R420.3 A firm, network firm or an audit team member shall not accept gifts and hospitality from an audit client, unless the value is trivial and inconsequential.

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420.3 A1 Where a firm, network firm or audit team member is offering or accepting an inducement to or from an audit client, the requirements and application material set out in Section 340 apply and non-compliance with these requirements might create threats to independence.

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420.3 A2 The requirements set out in Section 340 relating to offering or accepting inducements do not allow a firm, network firm or audit team member to accept gifts and hospitality where the intent is to improperly influence behavior even if the value is trivial and inconsequential.

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Part 4B – INDEPENDENCE FOR OTHER ASSURANCE ENGAGEMENTS

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Section 906

Gifts and Hospitality

Introduction

906.1 Firms are required to comply with the fundamental principles, be independent and apply the conceptual framework set out in Section 120 to identify, evaluate and address threats to independence.

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906.2 Accepting gifts and hospitality from an assurance client might create a self-interest, familiarity or intimidation threat. This section sets out a specific requirement and application material relevant to applying the conceptual framework in such circumstances.

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Requirement and Application Material

R906.3 A firm or an assurance team member shall not accept gifts and hospitality from an assurance client, unless the value is trivial and inconsequential.

Commented [IESBA66]: 291.155

906.34 A1 Where a firm or assurance team member is offering or accepting an inducement to or from an assurance client, the requirements and application material set out in Section 340 apply and non-compliance with these requirements might create threats to affect independence.

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906.3 A21 The requirements set out in Section 340 relating to offering or accepting inducements would do not allow a firm or assurance team member to accept gifts and hospitality where the intent is to improperly influence behavior even if the value is trivial and inconsequential.

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Other Considerations