

December 17, 2012.  
Ref.: SEC/160/12 – DN

**Mr. Jan Munro**

Technical Director  
International Ethics Standards Board for Accountants - **IESBA**  
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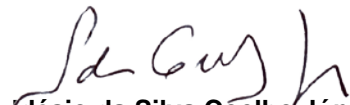
Dear Sir,

The “Ibracon - Instituto dos Auditores Independentes do Brasil” (Brazilian Institute of Independent Auditors) appreciate this opportunity to comment on the Exposure Draft of the Proposed Change to the Definition of “Those Charged with Governance”, as developed by the International Ethics Standards Board for Accountants (“IESBA”).

Our comments presented in the attachment represent the responses to the Exposure Draft:

Proposed Change to the Definition of “Those Charged with Governance”.

Yours sincerely,



**Idésio da Silva Coelho Júnior**  
National Technical Director  
Ibracon – Instituto dos Auditores Independentes do Brasil

**EXPOSURE DRAFT – PROPOSED CHANGE TO THE DEFINITION OF “THOSE CHARGED WITH GOVERNANCE”**

**Question 1:**

Do respondents agree with the proposed change to more closely align the definition of “those charged with governance” to the definition contained in ISA 260, *Communication with Those Charged with Governance*?

**Answer to Question 1:**

**Yes**

**Question 2:**

Do respondents agree that in each case as noted in the Exposure Draft, communication to “those charged with governance or a subgroup thereof” would be appropriate?

**Answer to Question 2:**

**Yes**