2021 Inspection KPMG Cardenas Dosal, S.C.

(Headquartered in Mexico City, United Mexican States)

October 6, 2022

PCAOB
PUBLIC COMPANY ACCOUNTING OVERSIGHT BOARD

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2021 INSPECTION

In the 2021 inspection of KPMG Cardenas Dosal, S.C., the Public Company Accounting Oversight Board (PCAOB) assessed the firm's compliance with laws, rules, and professional standards applicable to the audits of public companies.

We selected for review three audits of issuers with fiscal years ending in 2020. For each issuer audit selected, we reviewed a portion of the audit. We also evaluated elements of the firm's system of quality control.

2021 Inspection Approach

In selecting issuer audits for review, we use a risk-based method of selection. We make selections based on (1) our internal evaluation of audits we believe have a heightened risk of material misstatement, including those with challenging audit areas, and (2) other risk-based characteristics, including issuer and firm considerations. In certain situations, we may select all of the firm's issuer audits for review.

When we review an audit, we do not review every aspect of the audit. Rather, we generally focus our attention on audit areas we believe to be of greater complexity, areas of greater significance or with a heightened risk of material misstatement to the issuer's financial statements, and areas of recurring deficiencies. We may also select some audit areas for review in a manner designed to incorporate unpredictability.

Our selection of audits for review does not necessarily constitute a representative sample of the firm's total population of issuer audits. Additionally, our inspection findings are specific to the particular portions of the issuer audits reviewed. They are not an assessment of all of the firm's audit work nor of all of the audit procedures performed for the audits reviewed.

View the details on the scope of our inspections and our inspections procedures.

OVERVIEW OF THE 2021 INSPECTION AND HISTORICAL DATA BY INSPECTION YEAR

The following information provides an overview of our 2021 inspection as well as data from the previous inspection. We use a risk-based method to select audits for review and to identify areas on which we focus our review. Because our inspection process evolves over time, it can, and often does, focus on a different mix of audits and audit areas from inspection to inspection and firm to firm. Further, a firm's business, the applicable auditing standards, or other factors can change from the time of one inspection to the next. As a result of these variations, we caution that our inspection results are not necessarily comparable over time or among firms.

Firm Data and Audits Selected for Review

	2021	2018
Firm data		
Total issuer audit clients for which the firm was the principal auditor at the outset of the inspection procedures	4	2
Total issuer audits in which the firm was not the principal auditor	37	42
Total engagement partners on issuer audit work[1]	47	40
Audits reviewed		
Total audits reviewed[2]	3	3
Audits in which the firm was the principal auditor	2	2
Audits in which the firm was not the principal auditor	1	1
Integrated audits of financial statements and internal control over financial reporting (ICFR)	2	3
Audits with Part I.A deficiencies	2	3

[1] The number of engagement partners on issuer audit work represents the total number of firm personnel (not necessarily limited to personnel with an ownership interest) who had primary responsibility for an issuer audit (as defined in AS 1201, *Supervision of the Audit Engagement*) or for the firm's role in an issuer audit during the twelve-month period preceding the outset of the inspection.

[2] The population from which audits are selected for review includes both audits for which the firm was the principal auditor and those where the firm was not the principal auditor but played a role in the audit. The population of issuer audits from which audits are selected for review may differ from the issuer audits at the outset of the inspection procedures due to variations such as new issuer audit clients for which the firm has not yet issued an audit report or issuer audit clients lost prior to the outset of the inspection.

If we include a deficiency in Part I.A of our report, it does not necessarily mean that the firm has not addressed the deficiency. In many cases, the firm has performed remedial actions after the deficiency was identified. Depending on the circumstances, remedial actions may include performing additional audit procedures, informing management of the issuer of the need for changes to the financial statements or reporting on ICFR, or taking steps to prevent reliance on prior audit reports.

Our inspection may include a review, on a sample basis, of the adequacy of a firm's remedial actions, either with respect to previously identified deficiencies or deficiencies identified during the current inspection. If a firm does not take appropriate actions to address deficiencies, we may criticize its system of quality control or pursue a disciplinary action.

If we include a deficiency in our report — other than those deficiencies for audits with incorrect opinions on the financial statements and/or ICFR — it does not necessarily mean that the issuer's financial statements are materially misstated or that undisclosed material weaknesses in ICFR exist. It is often not possible for us to reach a conclusion on those points based on our inspection procedures and related findings because, for example, we have only the information that the auditor retained and the issuer's public disclosures. We do not have direct access to the issuer's management, underlying books and records, and other information.

Audit Areas Most Frequently Reviewed

This table reflects the audit areas we have selected most frequently for review in the 2021 inspection and the previous inspection. For the issuer audits selected for review, we selected these areas because they were generally significant to the issuer's financial statements, may have included complex issues for auditors, and/or involved complex judgments in (1) estimating and auditing the reported value of related accounts and disclosures and (2) implementing and auditing the related controls.

2021		2018	
Audit area	**Audits reviewed**	**Audit area**	**Audits reviewed**
Revenue and related accounts	3	**Revenue and related accounts**	3
Cash and cash equivalents	3	**Cash and cash equivalents**	2
Goodwill and intangible assets	1	**Goodwill and intangible assets**	2
Long-lived assets	1	**Long-lived assets**	2
		Use of other auditors	1

PART I: INSPECTION OBSERVATIONS

Part I.A of our report discusses deficiencies, if any, that were of such significance that we believe the firm, (1) at the time it issued its audit report(s), had not obtained sufficient appropriate audit evidence to support its opinion on the issuer's financial statements and/or ICFR or (2) in audit(s) in which it was not the principal auditor, had not obtained sufficient appropriate audit evidence to fulfill the objectives of its role in the audit.

Part I.B discusses deficiencies, if any, that do not relate directly to the sufficiency or appropriateness of evidence the firm obtained to support its opinion(s) or fulfill the objectives of its role in the audit(s) but nevertheless relate to instances of non-compliance with PCAOB standards or rules.

Consistent with the Sarbanes-Oxley Act ("Act"), it is the Board's assessment that nothing in Part I of this report deals with a criticism of, or potential defect in, the firm's quality control system. We discuss any such criticisms or potential defects in Part II. Further, you should not infer from any Part I deficiency, or combination of deficiencies, that we identified a quality control finding in Part II. Section 104(g)(2) of the Act restricts us from publicly disclosing Part II deficiencies unless the firm does not address the criticisms or potential defects to the Board's satisfaction no later than 12 months after the issuance of this report.

Classification of Audits with Part I.A Deficiencies

Within Part I.A of this report, we classify each issuer audit in one of the categories discussed below based on the Part I.A deficiency or deficiencies identified in our review.

The purpose of this classification system is to group and present issuer audits by the number of Part I.A deficiencies we identified within the audit as well as to highlight audits with an incorrect opinion on the financial statements and/or ICFR.

Audits with an Incorrect Opinion on the Financial Statements and/or ICFR

This classification includes instances where a deficiency was identified in connection with our inspection and, as a result, an issuer's financial statements were determined to be materially misstated, and the issuer restated its financial statements. It also includes instances where a deficiency was identified in connection with our inspection and, as a result, an issuer's ICFR was determined to be ineffective, or there were additional material weaknesses that the firm did not identify, and the firm withdrew its opinion, or revised its report, on ICFR. This classification does not include instances where, unrelated to our review, an issuer restated its financial statements and/or an issuer's ICFR was determined to be ineffective. We include any deficiencies identified in connection with our reviews of these audits in the audits with multiple deficiencies or audits with a single deficiency classification below.

Audits with Multiple Deficiencies

This classification includes instances where multiple deficiencies were identified that related to a combination of one or more financial statement accounts, disclosures, and/or important controls in an ICFR audit.

Audits with a Single Deficiency

This classification includes instances where a single deficiency was identified that related to a financial statement account or disclosure or to an important control in an ICFR audit.

PART I.A: AUDITS WITH UNSUPPORTED OPINIONS

This section of our report discusses the deficiencies identified, by specific issuer audit reviewed, in the audit work supporting the firm's opinion on the issuer's financial statements and/or ICFR.

We identify each issuer by a letter (e.g., Issuer A). Each deficiency could relate to several auditing standards, but we reference the PCAOB standard(s) that most directly relates to the requirement with which the firm did not comply.

We present issuer audits below within their respective deficiency classifications (as discussed previously). Within the classifications, we generally present the audits based on our assessment as to the relative significance of the identified deficiencies, taking into account the significance of the financial statement accounts and/or disclosures affected, and/or the nature or extent of the deficiencies.

Audits with an Incorrect Opinion on the Financial Statements and/or ICFR

None

Audits with Multiple Deficiencies

Issuer A

Type of audit and related areas affected

In our review, we identified deficiencies in the financial statement and ICFR audits related to **Intangible Assets**, **Goodwill**, and **Revenue**.

Description of the deficiencies identified

With respect to **Intangible Assets**:

The issuer acquired certain intangible assets through business combinations. The following deficiencies were identified:

- The firm did not test any controls over the determination of the estimated useful lives assigned to these intangible assets. (AS 2201.39)

- The firm did not identify, and evaluate the significance to the financial statements of, the issuer's recording of these assets as indefinite lived intangible assets rather than finite lived intangible assets, with estimated useful lives based on their remaining contractual terms, in conformity with International Accounting Standard (IAS) 38, *Intangible Assets*. (AS 2810.30 and .31)

With respect to **Goodwill**:

The issuer estimated the value-in-use (VIU) of its cash-generating units ("CGUs") to evaluate goodwill for impairment. For two of the issuer's CGUs, the firm did not evaluate the significance to the financial statements of the issuer's use of estimated post-tax future cash flows and a post-tax discount rate to estimate the VIU of the CGUs rather than using estimated pre-tax future cash flows and a pre-tax discount rate in the VIU calculations, in conformity with IAS 36, *Impairment of Assets* ("IAS 36"). (AS 2810.30)

With respect to **Revenue**:

The firm sent positive confirmation requests to the issuer's customers for a sample of certain revenue transactions. For positive confirmations that were not returned, the firm did not perform alternative procedures that provided sufficient appropriate audit evidence that the delivery of services had occurred for those selections. (AS 2310.31)

Issuer B

Type of audit and related area affected

In our review, we identified deficiencies in the financial statement audit related to **Long-Lived Assets**.

Description of the deficiencies identified

The issuer calculated depreciation and amortization ("D&A") of its long-lived assets based on their economic lives without consideration of any legal or other limits on the use of the assets. The firm did not identify, and evaluate the significance to the financial statements of, the issuer's use of the economic life of certain long-lived assets to calculate D&A rather than using the contractual terms of the assets which, for certain properties, were shorter in duration than their respective economic lives, in conformity with IAS 16, *Property, Plant and Equipment*. (AS 2810.30 and .31)

The issuer estimated the VIU of its CGUs to evaluate long-lived assets for impairment. For certain CGUs, the firm did not identify, and evaluate the significance to the financial statements of, the issuer's:

- Exclusion of the valuation of land associated with the CGUs in the determination of their carrying amounts rather than including such amounts in the determination, in conformity with IAS 36. (AS 2810.30)

- Exclusion of the estimated net cash flows, if any, to be received (or paid) from the disposal of the CGUs at the end of their useful life when estimating their VIU rather than including such amounts in the VIU calculations, in conformity with IAS 36. (AS 2810.30)

- Use of a 25-year remaining life of the assets of the CGUs in estimating their future cash flows for purposes of estimating their VIU rather than using the shorter of the economic life or contractual term of the assets in the VIU calculations, in conformity with IAS 36. (AS 2810.30)

- Inclusion, in its estimation of the CGUs' VIU, of estimated future cash flows related to planned major maintenance that would result in improvements or enhancements to the CGUs' performance rather than excluding such cash flows from the VIU calculations, in conformity with IAS 36. (AS 2810.30)

For certain CGUs, the firm also did not perform procedures to evaluate whether:

- The estimated future cash outflows related to corporate expenses the issuer allocated to the CGUs, and used to estimate their VIU, could be attributed directly, or were appropriately allocated on a reasonable and consistent basis, to the use of the CGUs' assets, in conformity with IAS 36. (AS 2810.30)

- The estimated future cash outflows related to certain duties should be included in the issuer's estimation of the CGUs' VIU, in conformity with IAS 36 (AS 2810.30).

For certain CGUs, the firm did not sufficiently test the accuracy and completeness of certain data used by the issuer to estimate the CGUs' VIU, because its procedures were limited to agreeing the data to certain systems for which the firm did not test information technology general controls. (AS 1105.10) In addition, the firm did not test, or in the alternative, identify and test controls over, the accuracy and completeness of certain issuer-produced data used by company-employed specialists to develop certain inputs used in the D&A and VIU calculations. (AS 1105.A8a)

The firm did not perform any procedures to identify the significant assumptions used by the issuer in its VIU calculations of certain CGUs. (AS 2501.15) In addition, the firm did not perform sufficient procedures to evaluate the reasonableness of certain assumptions included in the VIU calculations, including taking into account the issuer's ability to carry out its stated intentions regarding the assumptions, because its procedures were limited to comparing those assumptions to historical information. (AS 2501.16 and .17)

Audits with a Single Deficiency

None

PART I.B: OTHER INSTANCES OF NON-COMPLIANCE WITH PCAOB STANDARDS OR RULES

This section of our report discusses any deficiencies we identified that do not relate directly to the sufficiency or appropriateness of evidence the firm obtained to support its opinion(s) or fulfill the objectives of its role in the audit(s) but nevertheless relate to instances of non-compliance with PCAOB standards or rules.

When we review an audit, we do not review every aspect of the audit. As a result, the area below was not necessarily reviewed on every audit. In some cases, we assess the firm's compliance with specific

PCAOB standards or rules on other audits that were not reviewed and include any instances of non-compliance below.

We identified the following deficiencies:

In two audits reviewed, the engagement team performed procedures to determine whether or not matters were critical audit matters but did not include in those procedures certain matters that were communicated to the issuer's audit committee and that related to accounts or disclosures that were material to the financial statements. In these instances, the firm was non-compliant with AS 3101, *The Auditor's Report on an Audit of Financial Statements When the Auditor Expresses an Unqualified Opinion*. These instances of non-compliance do not necessarily mean that other critical audit matters should have been communicated in the auditor's report.

PART II: OBSERVATIONS RELATED TO QUALITY CONTROL

Part II of our report discusses criticisms of, and potential defects in, the firm's system of quality control.

We include deficiencies in Part II if an analysis of the inspection results, including the results of the reviews of individual audits, indicates that the firm's system of quality control does not provide reasonable assurance that firm personnel will comply with applicable professional standards and requirements. Generally, the report's description of quality control criticisms is based on observations from our inspection procedures.

This report does not reflect changes or improvements to the firm's system of quality control that the firm may have made subsequent to the period covered by our inspection. The Board does consider such changes or improvements in assessing whether the firm has satisfactorily addressed the quality control criticisms or defects no later than 12 months after the issuance of this report.

When we issue our reports, we do not make public criticisms of, and potential defects in, the firm's system of quality control, to the extent any are identified. If a firm does not address to the Board's satisfaction any criticism of, or potential defect in, the firm's system of quality control within 12 months after the issuance of our report, we will make public any such deficiency.

APPENDIX A: FIRM'S RESPONSE TO THE DRAFT INSPECTION REPORT

Pursuant to Section 104(f) of the Act, 15 U.S.C. § 7214(f), and PCAOB Rule 4007(a), the firm provided a written response to a draft of this report. Pursuant to Section 104(f) of the Act and PCAOB Rule 4007(b), the firm's response, excluding any portion granted confidential treatment, is attached hereto and made part of this final inspection report.

The Board does not make public any of a firm's comments that address a nonpublic portion of the report unless a firm specifically requests otherwise. In some cases, the result may be that none of a firm's response is made publicly available.

In addition, pursuant to Section 104(f) of the Act, 15 U.S.C. § 7214(f), and PCAOB Rule 4007(b), if a firm requests, and the Board grants, confidential treatment for any of the firm's comments on a draft report, the Board does not include those comments in the final report. The Board routinely grants confidential treatment, if requested, for any portion of a firm's response that addresses any point in the draft that the Board omits from, or any inaccurate statement in the draft that the Board corrects in, the final report.

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July 22nd, 2022

Mr. George Botic
Director - Division of Registration and Inspections
Public Company Accounting Oversight Board (PCAOB)
1666 K Street, N.W.
Washington D.C. 20006

RE: Response to Part 1 of the Draft Report on the 2021 Inspection of KPMG Cardenas Dosal, S.C. (KPMG Mexico).

Dear Mr Botic,

We are pleased to provide our response to Part I of the Public Company Accounting Oversight Board´s (PCAOB) Draft Report on the 2021 Inspection of our Firm dated June 22, 2022 ("Draft Report").

Consistently executing high-quality audits is our top priority. We take the findings from the PCAOB inspection process seriously and believe it helps us improve the quality of our audits. We remain committed to full cooperation with the PCAOB, appreciate the professionalism and commitment of the PCAOB staff and value the important role the PCAOB plays in improving audit quality.

We conducted an investigation of the matters identified in Part I of the Draft Report and have taken appropriate actions to address the engagement-specific findings in a manner consistent with PCAOB auditing standards and KPMG policies and procedures.

We remain dedicated to evaluating and improving our system of quality control, including monitoring audit quality and implementing changes to our policies and practices in order to enhance audit quality. We understand our responsibility to investors and our stakeholders and are committed to continuing to work constructively with the PCAOB to improve quality and build confidence in the auditing profession.

Very truly yours,

KPMG Cardenas Dosal, S.C.

Maria del Carmen Montemayor S.
Country Risk Management Partner