



February 28, 2022

Office of the Secretary
Public Company Accounting Oversight Board
1666 K Street, N.W.
Washington, DC 20006-2803

RE: No. 2022-001, Request for Public Comment, Advisory Groups - Draft Governance Frameworks

Dear Madam Secretary:

We appreciate the opportunity to comment on the Public Company Accounting Oversight Board's (PCAOB or the "Board") *Advisory Groups - Draft Governance Frameworks*. We commend the PCAOB for its plans to establish the Investor Advisory Group and the Standards and Emerging Issues Advisory Group, and for undertaking a transparent approach to developing appropriate governance frameworks for them.

We agree with the PCAOB's view that these advisory groups will enable the Board to obtain essential input and insights from investors and other stakeholders on a wide variety of matters related to improving audit quality. External engagement can help to inform the Board's standard-setting activities and its related research agenda by bringing timely, relevant, and useful perspectives from a wide range of stakeholders - including investors, audit committees, preparers, registered public accounting firms, academics, and others. We believe the draft governance frameworks set out a useful structure to facilitate the PCAOB's ability to gather external input incremental to the due process that the Board follows through its public comment process. We also support the Board's plan to invite others who have important roles in promoting audit quality and reliable financial reporting, such as representatives of the SEC, FASB, and IAASB, to participate as non-voting attendees.

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We appreciate the opportunity to provide input on the draft governance frameworks and would be pleased to continue a dialogue with the Board and its staff. Please contact Brian Croteau at brian.t.croteau@pwc.com or Heidi Schuetze at heidi.schuetze@pwc.com regarding our submission.

Sincerely,

PricewaterhouseCoopers LLP