



1666 K Street NW  
Washington, DC 20006

Office: 202-207-9100  
Fax: 202-862-8430

[www.pcaobus.org](http://www.pcaobus.org)

Public Notice of Disapproval of  
Registration Application

*In re Registration Application of  
NG Associates CPA LLC*

PCAOB Release No. 102-2023-001

July 28, 2023

The Public Company Accounting Oversight Board (“the Board”) has disapproved the registration application of NG Associates CPA LLC (“NG Associates”), 100 24th Street West #12114, Billings, Montana 59102. Pursuant to section 105(d)(1)(C) of the Sarbanes-Oxley Act of 2002 (“the Act”) the Board hereby makes public the disapproval determination and the basis for that determination.

The grounds supporting the Board’s disapproval determination are described in the Notice of Hearing attached as an appendix to this release, which the Board issued to NG Associates on May 23, 2023, pursuant to PCAOB Rule 2106(b)(2)(ii). By its terms, the Notice of Hearing became the Board’s written notice of disapproval, effective as of May 23, 2023, when NG Associates failed to request a hearing by June 6, 2023. Because NG Associates failed to seek Securities and Exchange Commission review of the Board’s determination within the period specified by the Commission’s rules, the stay described in section 105(e) of the Act does not operate to delay public notice of the disapproval.

ISSUED BY THE BOARD.

/s/ Phoebe W. Brown

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Phoebe W. Brown  
Secretary

July 28, 2023



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*In re Registration Application of  
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NOTICE OF HEARING

PCAOB No. 102-2023-001

### Background

1. The Public Company Accounting Oversight Board (“the Board”) has received an application for registration with the Board from NG Associates CPA LLC (“NG Associates” or “firm”).
2. Section 102(c)(1) of the Sarbanes-Oxley Act of 2002 (“the Act”) provides that the Board shall  
  
approve a completed application for registration not later than 45 days after the date of receipt of the application, in accordance with the rules of the Board, unless the Board, prior to such date, issues a written notice of disapproval to, or requests more information from, the prospective registrant.  
  
Pursuant to the Act, the Board has adopted rules related to the registration process, and the Securities and Exchange Commission (“the Commission”) has approved those rules.
3. Under PCAOB Rule 2102, the date of receipt of NG Associates’ application was February 28, 2022.
4. The Board’s rules provide that the Board will, with respect to an application,  
  
determine whether approval of the application for registration is consistent with the Board’s responsibilities under the Act to protect the interests of investors and to further the public interest in the preparation of informative, accurate, and independent audit reports.

PCAOB Rule 2106(a).

5. If, after reviewing the application, the Board is unable to make the determination described in paragraph 4 above within 45 days of receipt of the application, the Board will either request additional information from the applicant or provide the applicant with a written notice of a hearing to determine whether to approve or disapprove the application. PCAOB Rule 2106(b).

6. The Board requested additional information from NG Associates in a letter dated April 5, 2022 (“information request”) pursuant to PCAOB Rule 2106(b)(2)(i). The firm resubmitted its updated application on Form 1 on April 6, 2021, April 15, 2022, May 1, 2022, June 11, 2022, August 21, 2022, October 18, 2022, October 27, 2022, and January 20, 2023, respectively. NG Associates also provided additional information in correspondence dated April 6, 2022, April 20, 2022, May 1, 2022, June 11, 2022, October 27, 2022, and January 20, 2023, respectively. However, NG Associates has not, to date, provided a complete response to the information request, and the information the firm has provided regarding the location of the firm and its associated persons appears inconsistent and contradictory in certain respects.

7. When an applicant submits additional information in response to a Board request, the Board will treat the application, as supplemented by the requested information, as if it were a new application for purposes of PCAOB Rule 2106(b). If such firm declines to provide the requested information, or fails to do so within a reasonable amount of time, the Board may deem the application incomplete, may deem the application not to have been received, or may take such other action as the Board deems appropriate. PCAOB Rule 2106(c).

#### Notice of Hearing Procedure

8. Pursuant to PCAOB Rule 2106(b)(2)(ii), the Board has determined to provide NG Associates an opportunity for a hearing under PCAOB Rule 5500 to determine whether to approve or disapprove NG Associates’ application for registration. Under the Act and Board rules, NG Associates has the following two options with respect to this notice:

a. NG Associates may elect to have a hearing before a Board hearing officer pursuant to the Board’s rules; or

b. NG Associates may decline to have a hearing and may instead elect to treat this notice as a written notice of disapproval of NG Associates’ application for purposes of Section 102(c) of the Act.

9. If NG Associates elects a hearing:
  - a. NG Associates will be deemed to have waived any right to have a Board determination on its application within the time period provided in Section 102(c)(1) of the Act;
  - b. the Board shall appoint a hearing officer to hear evidence concerning the proposed grounds for disapproval described in paragraph 15 below, to hear other relevant evidence offered by NG Associates or the Board staff, and to prepare an initial decision (*see* PCAOB Rules 5200(b), 5204(b)); and
  - c. the Board's Secretary shall serve the parties with a Notice of Assignment of Hearing Officer, the date of which shall constitute the date of the institution and commencement of the proceeding.
10. To elect a hearing, NG Associates must, on or before June 6, 2023, file with the Board's Secretary a written request for a hearing date and a notice of appearance (*see* PCAOB Rules 5500, 5401(c)). NG Associates must include with the request:
  - a. a statement that NG Associates has elected not to treat this notice as a written notice of disapproval for purposes of Section 102(c) of the Act; and
  - b. a statement describing with specificity why NG Associates believes that the Board should not issue a written notice of disapproval.
11. If NG Associates elects to forego a hearing and instead chooses to treat this notice as a notice of disapproval for purposes of Section 102(c) of the Act, NG Associates should notify the Board's Secretary of its election by June 6, 2023.
12. If NG Associates fails to take the steps described in paragraph 10 above and fails to take the step described in paragraph 11 above, NG Associates will be deemed to have elected to treat this notice as a notice of disapproval for purposes of Section 102(c) of the Act.
13. If this notice is treated as a notice of disapproval, whether by NG Associates' election or by NG Associates' failure to make an election by June 6, 2023:
  - a. the date of this notice shall constitute the date of the Board's disapproval, and the proposed grounds described in paragraph 15 below shall constitute the final grounds of the Board's disapproval;

- b. as provided by Section 102(c)(2) of the Act, this notice of disapproval shall be treated as a disciplinary sanction for purposes of Sections 105(d) and 107(c) of the Act;
- c. as provided by Section 105(d) of the Act, the Board shall report this sanction to:
  - (i) the Commission;
  - (ii) any appropriate state regulatory authority or any foreign accountancy licensing board with which NG Associates is licensed or certified; and
  - (iii) the public (once any stay on the imposition of such sanction has been lifted).

#### Basis of Disapproval

14. The Board has considered the following information, which includes information obtained by the Board in connection with NG Associates' application:

- a. **Summary.** With respect to several items in the information request, including Item 1.2 (Applicant Contact Information); Item 1.3.1 (Primary Contact Information); and Item 7.2 (Number of Firm Personnel), the firm has provided different information in the various resubmissions of its application.<sup>1</sup> As a result, information provided by the firm in its application and in correspondence with the staff regarding the physical location of its headquarters office and primary contact raises doubts about the credibility of the information provided, and the actual location of the firm and its personnel. In addition, Item 7.2 is inaccurate or incomplete (because the current version of the application discloses that the firm has no accountants), and it appears that the firm may have associated entities that have not been disclosed in the firm's application. This includes Accorp Partners, an accounting firm that appears to provide audit services to certain clients, among other services, and has the same address and phone number as disclosed by NG Associates in the latest version of its application. NG Associates has failed to respond to the staff's email requests that the firm contact the staff by phone to discuss the firm's registration application and instead has only communicated with the staff in writing, calling into question the firm's willingness to engage with the staff on regulatory matters. More than a year has elapsed since the date of the information request; however, the firm's application remains inconsistent and the firm's responses to the

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<sup>1</sup> The updated information in the firm's most recent application resubmission is responsive to the remaining items listed in the information request, including Item 1.6 (Associated Entities); Item 1.7 (Applicant's Licenses); and Item 4.1 (Exhibit 4.1 – Quality Control Policies).

information request raise questions about the credibility of some of the information provided.

b. **Inconsistent, inaccurate, and incomplete information.** NG Associates submitted an initial application that was received by the Board on February 28, 2022 (“initial application”). The initial application disclosed that the firm had a physical headquarters address in Billings, Montana and a mailing address in Kalispell, Montana, and was licensed in Montana. The initial application also disclosed, however, that the firm’s phone number was in India, and that the physical and mailing address for the firm’s primary contact and owner, Ms. Mishra, was in New Delhi, India. The information request asked NG Associates to explain where the firm’s offices and personnel are located, and the location of the firm’s principal place of business. NG Associates subsequently made eight resubmissions of its application, the latest of which was submitted on January 20, 2023 (“latest application”). The resubmissions provide different information to the Board.

As indicated below, the firm has provided information that has changed between submissions and appears inconsistent and contradictory in certain respects. For example, the firm initially indicated that its physical headquarters was located in Billings, Montana; however, the firm’s mailing address was in Kalispell, Montana, and its phone number was in India. The firm subsequently indicated that its physical headquarters was in India; however, its mailing address was in Montana, and its phone number was in New York.<sup>2</sup> The firm has also, at various times, indicated that Ms. Mishra is located in India, Montana, or California,<sup>3</sup> and the firm has provided phone numbers that do not appear to be consistent with those locations, including, for example, the phone number in New York, where the firm has not indicated that it has an office. The staff has had correspondence with the firm regarding the information request, but has been unable to get a consistent response regarding the location and contact information for the firm and Ms. Mishra.

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<sup>2</sup> The staff called the New York phone number and found the number had been disconnected.

<sup>3</sup> The staff called the California phone number, which was answered by an individual who said the staff had called a consulting firm, but that individual refused to give the name of the firm. Based on an internet search, it appears to the staff that the California phone number and address belong to a separate accounting firm named Accorp Partners. Accorp Partners’ website states that Accorp Partners is “a professional CPA firm with over 31 years of Global experience with Global focus.” Accorp Partners is not listed in NG Associates’ application as an associated entity, and Accorp Partners has not submitted a registration application with the Board.

Of specific concern is the accuracy and completeness of the physical location and contact details provided for the firm and Ms. Mishra. Specifically, the firm's initial application disclosed a headquarters physical address in Billings, Montana; a headquarters mailing address in Kalispell, Montana; and a telephone number in India. The staff's research indicates that the address provided for the Billings location may be the address for a mail drop box, and the address for the Kalispell location appears to be the address for NG Associates' registered agent. Neither address appears to be the physical location where the firm's principal office, operations, and personnel are located. The initial application also disclosed that Ms. Mishra's physical address and mailing address were in India, and that Ms. Mishra's phone number was the same as the firm's phone number in India. As a result of the changing contact details that NG Associates has provided in various submissions of the firm's application, it is not apparent whether the information disclosed by the firm in its application is materially accurate and complete.

*Applicant Contact Information (Item 1.2):*

- (i) NG Associates provided different applicant contact information in the firm's initial application and in subsequent resubmissions. Specifically:

<b>Item 1.2</b>	<b>Applicant Country</b>	<b>Headquarters Physical Address</b>	<b>Headquarters Mailing Address</b>	<b>Firm's Phone Number<sup>4</sup></b>
Initial Application	United States	Billings, Montana	Kalispell, Montana	India Phone Number
Resubmission #1	United States	Billings, Montana	Kalispell, Montana	India Phone Number
Resubmission #2	United States	Billings, Montana	Kalispell, Montana	New York Phone Number
Resubmission #3	United States	Billings, Montana	Kalispell, Montana	India Phone Number
Resubmission #4	United States	New Delhi, India	Kalispell, Montana	New York Phone Number

<sup>4</sup> The India, New York, and California phone numbers NG Associates provided for the firm under Item 1.2 are the same phone numbers provided for the firm's primary contact under Item 1.3.1.

Item 1.2	Applicant Country	Headquarters Physical Address	Headquarters Mailing Address	Firm's Phone Number <sup>4</sup>
Resubmission #5	India	New Delhi, India	Kalispell, Montana	New York Phone Number
Resubmission #6	United States	Kalispell, Montana	Kalispell, Montana	None Provided
Resubmission #7	United States	North Hollywood, California	Billings, Montana	New York Phone Number
Resubmission #8	United States	North Hollywood, California	Billings, Montana	California Phone Number

Primary Contact Information (Item 1.3.1):

- (ii) NG Associates provided different contact information for its primary contact (Ms. Mishra) in the firm's initial application and in subsequent resubmissions. Specifically:

Item 1.3.1	Primary Contact Physical Address	Primary Contact Mailing Address	Primary Contact Phone Number
Initial Application	New Delhi, India	New Delhi, India	India Phone Number
Resubmission #1	Billings, Montana	Kalispell, Montana	India Phone Number
Resubmission #2	Billings, Montana	Kalispell, Montana	New York Phone Number
Resubmission #3	New Delhi, India	Kalispell, Montana	New York Phone Number
Resubmission #4	New Delhi, India	Kalispell, Montana	New York Phone Number
Resubmission #5	New Delhi, India	Kalispell, Montana	New York Phone Number
Resubmission #6	Kalispell, Montana	Kalispell, Montana	None Provided



<b>Item 1.3.1</b>	<b>Primary Contact Physical Address</b>	<b>Primary Contact Mailing Address</b>	<b>Primary Contact Phone Number</b>
Resubmission #7	North Hollywood, California	Billings, Montana	New York Phone Number
Resubmission #8	North Hollywood, California	Billings, Montana	California Phone Number

Associated Entities (Item 1.6):

- (iii) The initial application submitted by NG Associates, and each of the eight resubmissions, disclosed no entities associated with NG Associates.
- (iv) Information provided by NG Associates, including a physical headquarters address in North Hollywood, California, and a phone number in California, are the same contact details disclosed on the website of an accounting firm named Accorp Partners. Information on that website indicates that NG Associates' primary contact, Ms. Mishra, may be associated with Accorp Partners as a member of its leadership team.

Number of Accountants (Item 7.2):

- (v) The initial application submitted by NG Associates discloses, among other things, that NG Associates employs no certified public accountants or accountants with comparable licenses from non-U.S. jurisdictions, and has no other personnel. The information request asked NG Associates to explain why the firm is applying for registration if it has no certified public accountants or accountants with comparable licenses.
  - (vi) NG Associates informed the staff that the firm has two personnel, including Ms. Mishra, who is a certified public accountant licensed in Montana, and another individual who is a Chartered Accountant in India. Yet the latest application discloses, among other things, that the total number of accountants employed by the firm is zero, and that the total number of certified public accountants, or accountants with comparable licenses from non-U.S. jurisdictions, is two. As such, it appears that the information disclosed in the latest application regarding the total number of accountants is not accurate or complete.
- c. Based on the different information provided by NG Associates in its initial application, in subsequent resubmissions, and in correspondence with the staff, and

given the multiple changes in disclosures in the firm's application between February 28, 2022 and January 30, 2023, it does not appear that the firm has provided information to the Board that is materially accurate and complete.

15. As provided in PCAOB Rules 2106(b)(2)(ii) and 5201(c), and on the basis of the information described in paragraph 14, the Board identifies the following proposed grounds for disapproving NG Associates' registration application:

a. **Materially inaccurate and/or incomplete information in the last-submitted registration application.** NG Associates has submitted a registration application to the Board that is materially inaccurate and incomplete. In particular,

- i. The applicant country in Item 1.2 of the firm's last-submitted registration application is materially inaccurate.
- ii. The headquarters physical address identified in Item 1.2 of the firm's last-submitted registration application is materially inaccurate.
- iii. The headquarters mailing address identified in Item 1.2 of the firm's last-submitted registration application is materially inaccurate.
- iv. The phone number identified in Item 1.2 of the firm's last-submitted registration application is materially inaccurate.
- v. The primary contact physical address identified in Item 1.3.1 of the firm's last-submitted registration application is materially inaccurate.
- vi. The primary contact mailing address identified in Item 1.3.1 of the firm's last-submitted registration application is materially inaccurate.
- vii. The primary contact phone number identified in Item 1.3.1 of the firm's last-submitted registration application is materially inaccurate.
- viii. The information regarding associated entities in Item 1.6 of the firm's last-submitted registration application is materially inaccurate and incomplete.
- ix. The number of accountants identified in Item 7.2 of the firm's last-submitted registration application is materially inaccurate and incomplete.

b. **Failure to respond appropriately to the information request.**

- i. NG Associates failed to provide a materially accurate, complete response to the Board's information request within a reasonable amount of time.
- ii. NG Associates failed to respond to the staff's email requests that the firm contact the staff by phone regarding the firm's registration application and instead has only communicated with the staff in writing, calling into question the firm's willingness to engage with the staff on regulatory matters.

- c. **Other conduct bearing upon the approval standard.**
- i. NG Associates' registration application submissions contain inconsistent and/or contradictory information that calls into question the firm's candor and forthrightness with the Board and its staff.
  - ii. NG Associates' registration application submissions contain inconsistent and/or contradictory information that calls into question the firm's diligence and exercise of reasonable care.

16. On the basis of the grounds described in paragraph 15, the Board is unable to determine that approval of the application would be consistent with the Board's responsibilities under the Sarbanes-Oxley Act of 2002 to protect the interests of investors and to further the public interest in the preparation of informative, accurate, and independent audit reports.

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ISSUED BY THE BOARD



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Phoebe W. Brown  
Secretary

May 23, 2023