

# *IFRS pocket guide*

## 2013



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## ***Introduction***

This pocket guide provides a summary of the recognition, measurement and presentation requirements of International Financial Reporting Standards (IFRS) issued up to August 2013. It does not address in detail the disclosure requirements; these can be found in the PwC publication 'IFRS disclosure checklist 2013'.

The information in this guide is arranged in six sections:

- Accounting principles.
- Income statement and related notes.
- Balance sheet and related notes.
- Consolidated and separate financial statements.
- Other subjects.
- Industry-specific topics.

The IASB is still debating major aspects of the Conceptual Framework that underpins IFRS and IFRS is continually changing with new standards and requirements being introduced regularly. Hence, this guide is up to date as of the publication date. More detailed guidance and information on these topics can be found in the 'IFRS manual of accounting 2014' and other PwC publications. A list of PwC's IFRS publications is provided on the inside front cover. Our website [inform.pwc.com](http://inform.pwc.com) includes up to date guidance on all of these areas of IFRS.

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## ***Accounting rules and principles***

### ***1 Introduction***

There have been major changes in financial reporting in recent years. Most obvious is the continuing adoption of IFRS worldwide. Many territories have been using IFRS for some years, and more are planning to come on stream from 2012. For the latest information on countries' transition to IFRS, visit [pwc.com/usifrs](http://pwc.com/usifrs) and see 'Interactive IFRS adoption by country map'.

An important recent development is the extent to which IFRS is affected by politics. The issues with Greek debt, the problems in the banking sector and the attempts of politicians to resolve these questions have resulted in pressure on standard-setters to amend their standards, primarily those on financial instruments. This pressure is unlikely to disappear, at least in the short term. The IASB is working hard to respond to this; we can therefore expect a continued stream of changes to the standards in the next few months and years.

### ***2 Accounting principles and applicability of IFRS***

The IASB has the authority to set IFRSs and to approve interpretations of those standards.

IFRSs are intended to be applied by profit-orientated entities. These entities' financial statements give information about performance, position and cash flow that is useful to a range of users in making financial decisions. These users include shareholders, creditors, employees and the general public. A complete set of financial statements includes a:

- balance sheet (statement of financial position);
- statement of comprehensive income;
- statement of cash flows;
- description of accounting policies; and
- notes to the financial statements.

The concepts underlying accounting practices under IFRS are set out in the IASB's 'Conceptual Framework for Financial Reporting' issued in September 2010 (the

Framework). It supersedes the ‘Framework for the preparation and presentation of financial statements’ (the Framework (1989)). The Conceptual Framework covers:

- Objectives of general purpose financial reporting, including information about a reporting entity’s economic resources and claims.
- The reporting entity (in the process of being updated).
- Qualitative characteristics of useful financial information of relevance and faithful representation and the enhancing qualitative characteristics of comparability, verifiability, timeliness and understandability.

The remaining text of the 1989 Framework (in the process of being updated), which includes:

- Underlying assumption, the going concern convention.
- Elements of financial statements, including financial position (assets, liabilities and equity) and performance (income and expenses).
- Recognition of elements, including probability of future benefit, reliability of measurement and recognition of assets, liabilities, income and expenses.
- Measurement of elements, including a discussion on historical cost and its alternatives.

Concepts of capital and its maintenance. For the areas of the Conceptual Framework that are being updated, the IASB has published an exposure draft on the reporting entity and a discussion paper of the remaining sections; including elements of financial statements, recognition and derecognition, the distinction between equity and liabilities, measurement, presentation and disclosure, and fundamental concepts (including business model, unit of account, going concern and capital maintenance).

### ***3 First-time adoption of IFRS – IFRS 1***

An entity moving from national GAAP to IFRS should apply the requirements of IFRS 1. It applies to an entity’s first IFRS financial statements and the interim reports presented under IAS 34, ‘Interim financial reporting’, that are part of that period. It also applies to entities under ‘repeated first-time application’. The basic requirement is for full retrospective application of all IFRSs effective at the

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reporting date. However, there are a number of optional exemptions and mandatory exceptions to the requirement for retrospective application.

The exemptions cover standards for which the IASB considers that retrospective application could prove too difficult or could result in a cost likely to exceed any benefits to users. The exemptions are optional. Any, all or none of the exemptions may be applied.

The optional exemptions relate to:

- business combinations;
- deemed cost;
- cumulative translation differences;
- compound financial instruments;
- assets and liabilities of subsidiaries, associates and joint ventures;
- designation of previously recognised financial instruments;
- share-based payment transactions;
- fair value measurement of financial assets or financial liabilities at initial recognition;
- insurance contracts;
- decommissioning liabilities included in the cost of property, plant and equipment;
- leases;
- service concession arrangements;
- borrowing costs;
- investments in subsidiaries, jointly controlled entities and associates;
- transfers of assets from customer;
- extinguishing financial liabilities with equity instruments;
- severe hyperinflation;
- joint arrangements; and
- stripping costs.

The exceptions cover areas in which retrospective application of the IFRS requirements is considered inappropriate. The following exceptions are mandatory, not optional:

- hedge accounting;
- estimates;
- derecognition of financial assets and liabilities;
- non-controlling interests;
- classification and measurement of financial assets;
- embedded derivatives; and
- government loans.

Comparative information is prepared and presented on the basis of IFRS. Almost all adjustments arising from the first-time application of IFRS are against opening retained earnings of the first period that is presented on an IFRS basis.

Certain reconciliations from previous GAAP to IFRS are also required.

#### ***4 Presentation of financial statements – IAS 1***

##### *Overview*

The objective of financial statements is to provide information that is useful in making economic decisions. IAS 1's objective is to ensure comparability of presentation of that information with the entity's financial statements of previous periods and with the financial statements of other entities.

Financial statements are prepared on a going concern basis unless management intends either to liquidate the entity or to cease trading, or has no realistic alternative but to do so. Management prepares its financial statements, except for cash flow information, under the accrual basis of accounting.

There is no prescribed format for the financial statements. However, there are minimum disclosures to be made in the financial statements as well as in the notes. The implementation guidance to IAS 1 contains illustrative examples of acceptable formats.

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Financial statements disclose corresponding information for the preceding period (comparatives), unless a standard or interpretation permits or requires otherwise.

### *Statement of financial position (balance sheet)*

The statement of financial position presents an entity's financial position at a specific point in time. Subject to meeting certain minimum presentation and disclosure requirements, management may use its judgement regarding the form of presentation, such as whether to use a vertical or a horizontal format, which sub-classifications to present and which information to disclose on the face of the statement or in the notes.

The following items, as a minimum, are presented on the face of the balance sheet:

- Assets – property, plant and equipment; investment property; intangible assets; financial assets; investments accounted for using the equity method; biological assets; deferred tax assets; current tax assets; inventories; trade and other receivables; and cash and cash equivalents.
- Equity – issued capital and reserves attributable to the parent's owners; and non-controlling interest.
- Liabilities – deferred tax liabilities; current tax liabilities; financial liabilities; provisions; and trade and other payables.
- Assets and liabilities held for sale – the total of assets classified as held for sale and assets included in disposal groups classified as held for sale; and liabilities included in disposal groups classified as held for sale in accordance with IFRS 5, 'Non-current assets held for sale and discontinued operations'.

Current and non-current assets and current and non-current liabilities are presented as separate classifications in the statement, unless presentation based on liquidity provides information that is reliable and more relevant.

### *Statement of comprehensive income*

The statement of comprehensive income presents an entity's performance over a specific period. Entities have a choice of presenting this in a single statement or as two statements. The statement of comprehensive income under the single-statement approach includes all items of income and expense and includes each

component of other comprehensive income classified by nature. Under the two statement approach, all components of profit or loss are presented in a statement of profit or loss (income statement), followed immediately by a statement of other comprehensive income. This begins with the total profit or loss for the period and displays all components of other comprehensive income.

#### *Items to be presented in statement of profit or loss and other comprehensive income*

The following items, as a minimum, are presented in the profit or loss section of the statement of comprehensive income:

- Revenue.
- Finance costs.
- Share of the profit or loss of associates and joint ventures accounted for using the equity method.
- Tax expense.
- A single figure for the total of discontinued operations representing the post-tax profit or loss of discontinued operations aggregated with any post-tax gain or loss recognised on the measurement to fair value less costs to sell (or on the disposal) of the assets or disposal group(s) constituting the discontinued operation.

Additional line items or sub-headings are presented in this statement when such presentation is relevant to an understanding of the entity's financial performance.

#### *Material items*

The nature and amount of items of income and expense are disclosed separately where they are material. Disclosure may be in the statement or in the notes. Such income/expenses might include restructuring costs; write-downs of inventories or property, plant and equipment; litigation settlements; and gains or losses on disposals of non-current assets.

#### *Other comprehensive income*

The IASB issued 'Presentation of items of other comprehensive income (Amendments to IAS 1)' in June 2011. An entity shall present items of other comprehensive income to be grouped into those that will be reclassified

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subsequently to profit or loss and those that will not be reclassified. The amendment is effective for annual periods beginning on or after 1 July 2012.

An entity shall disclose reclassification adjustments relating to components of other comprehensive income.

An entity presents each component of other comprehensive income in the statement either (i) net of its related tax effects, or (ii) before its related tax effects, with the aggregate tax effect of these components shown separately.

### *Statement of changes in equity*

The following items are presented in the statement of changes in equity:

- Total comprehensive income for the period, showing separately the total amounts attributable to the parent's owners and to non-controlling interest.
- For each component of equity, the effects of retrospective application or retrospective restatement recognised in accordance with IAS 8, 'Accounting policies, changes in accounting estimates, and errors'.
- For each component of equity, a reconciliation between the carrying amount at the beginning and the end of the period, separately disclosing changes resulting from:
  - profit or loss;
  - other comprehensive income; and
  - transactions with owners in their capacity as owners, showing separately contributions by and distributions to owners and changes in ownership interests in subsidiaries that do not result in a loss of control.

The amounts of dividends recognised as distributions to owners during the period, and amounts per share, shall be disclosed.

### *Statement of cash flows*

Cash flow statements are addressed in a separate summary dealing with the requirements of IAS 7.

### *Notes to the financial statements*

The notes are an integral part of the financial statements. Notes provide information additional to the amounts disclosed in the ‘primary’ statements. They also include accounting policies, critical accounting estimates and judgements, disclosures on capital and puttable financial instruments classified as equity.

## **5 Accounting policies, accounting estimates and errors – IAS 8**

An entity follows the accounting policies required by IFRS that are relevant to the particular circumstances of the entity. However, for some situations, standards offer a choice; there are other situations where no guidance is given by IFRSs. In these situations, management should select appropriate accounting policies.

Management uses its judgement in developing and applying an accounting policy that results in information that is relevant and reliable. Reliable information demonstrates the following qualities: faithful representation, substance over form, neutrality, prudence and completeness. If there is no IFRS standard or interpretation that is specifically applicable, management should consider the applicability of the requirements in IFRS on similar and related issues, and then the definitions, recognition criteria and measurement concepts for assets, liabilities, income and expenses in the Framework. Management may also consider the most recent pronouncements of other standard-setting bodies, other accounting literature and accepted industry practices, where these do not conflict with IFRS.

Accounting policies should be applied consistently to similar transactions and events (unless a standard permits or requires otherwise).

### *Changes in accounting policies*

Changes in accounting policies made on adoption of a new standard are accounted for in accordance with the transition provisions (if any) within that standard. If specific transition provisions do not exist, a change in policy (whether required or voluntary) is accounted for retrospectively (that is, by restating all comparative figures presented) unless this is impracticable.

### *Issue of new/revised standards not yet effective*

Standards are normally published in advance of the required implementation date. In the intervening period, where a new/revised standard that is relevant to an entity has been issued but is not yet effective, management discloses this fact. It also provides the known or reasonably estimable information relevant to assessing the impact that the application of the standard might have on the entity's financial statements in the period of initial recognition.

### *Changes in accounting estimates*

An entity recognises prospectively changes in accounting estimates by including the effects in profit or loss in the period that is affected (the period of the change and future periods), except if the change in estimate gives rise to changes in assets, liabilities or equity. In this case, it is recognised by adjusting the carrying amount of the related asset, liability or equity in the period of the change.

### *Errors*

Errors may arise from mistakes and oversights or misinterpretation of information.

Errors that are discovered in a subsequent period are prior-period errors. Material prior-period errors are adjusted retrospectively (that is, by restating comparative figures) unless this is impracticable.

## **6 Financial instruments**

### *Introduction, objectives and scope*

Financial instruments are addressed in five standards:

- IFRS 7, 'Financial instruments: Disclosure', which deals with disclosures;
- IFRS 9, Financial instruments;
- IFRS 13, 'Fair value measurement', which gives fair value measurement and related disclosure requirements for financial and non-financial items;
- IAS 32, 'Financial instruments: Presentation', which deals with distinguishing debt from equity and with netting; and
- IAS 39, 'Financial instruments: Recognition and measurement', which contains requirements for recognition and measurement.

The objective of the five standards is to establish requirements for all aspects of accounting for financial instruments, including distinguishing debt from equity, netting, recognition, derecognition, measurement, hedge accounting and disclosure.

The standards' scope is broad. The standards cover all types of financial instrument, for example including receivables, payables, investments in bonds and shares (except for interests in subsidiaries, associates and joint ventures), borrowings and derivatives. They also apply to certain contracts to buy or sell non-financial assets (such as commodities) that can be net-settled in cash or another financial instrument.

### *Classification of financial assets and financial liabilities*

The way that financial instruments are classified under IAS 39 drives how they are subsequently measured and where changes in measurement are accounted for.

Under financial instruments accounting, prior to the impact of IFRS 9, there are four classes of financial asset (under IAS 39): fair value through profit or loss, held to maturity, loans and receivables and available for sale. The factors to take into account when classifying financial assets include:

- Are the cash flows arising from the instrument fixed or determinable? Does the instrument have a maturity date?
- Are the assets held for trading? Does management intend to hold the instruments to maturity?
- Is the instrument a derivative or, does it contain an embedded derivative?
- Is the instrument quoted on an active market?
- Has management designated the instrument into a particular classification at inception?

Financial liabilities are at fair value through profit or loss if they are designated at initial recognition as such (subject to various conditions), if they are held for trading or if they are derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument). They are otherwise classified as 'other financial liabilities'.

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Financial assets and liabilities are measured either at fair value or at amortised cost, depending on their classification. Changes are taken to either the income statement or to other comprehensive income.

Reclassification of financial assets from one category to another is permitted under limited circumstances. Various disclosures are required where a reclassification has been made. Derivatives and assets designated as 'at fair value through profit or loss' under the fair value option are not eligible for this reclassification.

### *Nature and characteristics*

Financial instruments include a wide range of assets and liabilities, such as trade debtors, trade creditors, loans, finance lease receivables and derivatives. They are recognised and measured according to IAS 39's requirements and are disclosed in accordance with IFRS 7 and, for fair value disclosures, IFRS 13.

Financial instruments represent contractual rights or obligations to receive or pay cash or other financial assets. Non-financial items have a more indirect, non-contractual relationship to future cash flows.

A financial asset is cash; a contractual right to receive cash or another financial asset; a contractual right to exchange financial assets or liabilities with another entity under conditions that are potentially favourable; or an equity instrument of another entity.

A financial liability is a contractual obligation to deliver cash or another financial asset; or to exchange financial instruments with another entity under conditions that are potentially unfavourable.

An equity instrument is any contract that evidences a residual interest in the entity's assets after deducting all of its liabilities.

A derivative is a financial instrument that derives its value from an underlying price or index; requires little or no initial net investment; and is settled at a future date.

### *Financial liabilities and equity*

The classification of a financial instrument by the issuer as either a liability (debt) or equity can have a significant impact on an entity's gearing (debt-to-equity ratio) and reported earnings. It could also affect the entity's debt covenants.

The critical feature of a liability is that under the terms of the instrument, the issuer is or can be required to deliver either cash or another financial asset to the holder; it cannot avoid this obligation. For example, a debenture under which the issuer is required to make interest payments and redeem the debenture for cash is a financial liability.

An instrument is classified as equity when it represents a residual interest in the issuer's assets after deducting all its liabilities; or, put another way, when the issuer has no obligation under the terms of the instrument to deliver cash or other financial assets to another entity. Ordinary shares or common stock where all the payments are at the discretion of the issuer are examples of equity of the issuer.

In addition, the following types of financial instrument are accounted for as equity, provided they have particular features and meet specific conditions:

- Puttable financial instruments (for example, some shares issued by co-operative entities and some partnership interests).
- Instruments or components of instruments that impose on the entity an obligation to deliver to another party a pro rata share of the net assets of the entity only on liquidation (for example, some shares issued by limited life entities).

The classification of the financial instrument as either debt or equity is based on the substance of the contractual arrangement of the instrument rather than its legal form. This means, for example, that a redeemable preference share, which is economically the same as a bond, is accounted for in the same way as a bond. The redeemable preference share is therefore treated as a liability rather than equity, even though legally it is a share of the issuer.

Other instruments may not be as straightforward. An analysis of the terms of each instrument in light of the detailed classification requirements is necessary, particularly as some financial instruments contain both liability and equity

features. Such instruments, for example, bonds that are convertible into a fixed number of equity shares, are accounted for as separate liability and equity (being the option to convert if all the criteria for equity are met) components.

The treatment of interest, dividends, losses and gains in the income statement follows the classification of the related instrument. If a preference share is classified as a liability, its coupon is shown as interest. However, the discretionary coupon on an instrument that is treated as equity is shown as a distribution within equity.

### *Recognition and derecognition*

#### **Recognition**

Recognition for financial assets and financial liabilities tend to be straightforward. An entity recognises a financial asset or a financial liability at the time it becomes a party to a contract.

#### **Derecognition**

Derecognition is the term used for ceasing to recognise a financial asset or financial liability on an entity's statement of financial position. These rules are more complex.

#### **Assets**

An entity that holds a financial asset may raise finance using the asset as security for the finance, or as the primary source of cash flows from which to repay the finance. The derecognition requirements of IAS 39 determine whether the transaction is a sale of the financial assets (and therefore the entity ceases to recognise the assets) or whether finance has been secured on the assets (and the entity recognises a liability for any proceeds received). This evaluation might be straightforward. For example, it is clear with little or no analysis that a financial asset is derecognised in an unconditional transfer of it to an unconsolidated third party, with no risks and rewards of the asset being retained. Conversely, derecognition is not allowed where an asset has been transferred, but substantially all the risks and rewards of the asset have been retained through the terms of the agreement. However, the analysis may be more complex in other cases. Securitisation and debt factoring are examples of more complex transactions where derecognition will need careful consideration.

## Liabilities

An entity may only cease to recognise (derecognise) a financial liability when it is extinguished – that is, when the obligation is discharged, cancelled or expired, or when the debtor is legally released from the liability by law or by the creditor agreeing to such a release.

### *Measurement of financial assets and financial liabilities*

All financial assets and financial liabilities are measured initially at fair value under IAS 39 (plus transaction costs, for financial assets and liabilities not at fair value through profit or loss). The fair value of a financial instrument is normally the transaction price – that is, the fair value of the consideration given or received. However, in some circumstances, the transaction price may not be indicative of fair value. In such a situation, an appropriate fair value is determined using a quoted price in an active market for an identical instrument or based on a valuation technique whose variables include only data from observable markets.

The measurement of financial instruments after initial recognition depends on their initial classification. All financial assets are subsequently measured at fair value except for loans and receivables, held-to-maturity assets and, in rare circumstances, unquoted equity instruments whose fair values cannot be measured reliably, or derivatives linked to and that must be settled by the delivery of such unquoted equity instruments that cannot be measured reliably.

Loans and receivables and held-to-maturity investments are measured at amortised cost. The amortised cost of a financial asset or financial liability is measured using the ‘effective interest method’.

Available-for-sale financial assets are measured at fair value, with changes in fair value recognised in other comprehensive income. For available-for-sale debt instruments, interest is recognised in income using the ‘effective interest method’. Dividends on available-for-sale equity securities are recognised in profit or loss as the holder becomes entitled to them.

Derivatives (including separated embedded derivatives) are measured at fair value. All fair value gains and losses are recognised in profit or loss except where the derivatives qualify as hedging instruments in cash flow hedges or net investment hedges.

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Financial liabilities are measured at amortised cost using the effective interest method unless they are classified at fair value through profit or loss. There are some exceptions such as loan commitments and financial guarantee contracts.

Financial assets and financial liabilities that are designated as hedged items may require further adjustments under the hedge accounting requirements. *See section on hedge accounting.*

All financial assets are subject to review for impairment, except those measured at fair value through profit or loss. Where there is objective evidence that such a financial asset may be impaired, the impairment loss is calculated and recognised in profit or loss.

### *Embedded derivatives*

Some financial instruments and other contracts combine a derivative and a non-derivative in a single contract. The derivative part of the contract is referred to as an ‘embedded derivative’. Its effect is that some of the contract’s cash flows vary in a similar way to a stand-alone derivative. For example, the principal amount of a bond may vary with changes in a stock market index. In this case, the embedded derivative is an equity derivative on the relevant stock market index.

Embedded derivatives that are not ‘closely related’ to the rest of the contract are separated and accounted for as stand-alone derivatives (that is, measured at fair value, with changes in fair value recognised in profit or loss). An embedded derivative is not ‘closely related’ if its economic characteristics and risks are different from those of the rest of the contract. IAS 39 sets out many examples to help determine when this test is (and is not) met.

Analysing contracts for potential embedded derivatives is one of the more challenging aspects of IAS 39.

### *Hedge accounting*

‘Hedging’ is the process of using a financial instrument (usually a derivative) to mitigate all or some of the risk of a hedged item. ‘Hedge accounting’ changes the timing of recognition of gains and losses on either the hedged item or the hedging instrument so that both are recognised in profit or loss in the same accounting period in order to record the economic substance of the combination of the hedged item and instrument.

To qualify for hedge accounting, an entity must (a) formally designate and document a hedge relationship between a qualifying hedging instrument and a qualifying hedged item at the inception of the hedge; and (b) both at inception and on an ongoing basis, demonstrate that the hedge is highly effective.

There are three types of hedge relationship:

- Fair value hedge – a hedge of the exposure to changes in the fair value of a recognised asset or liability, or a firm commitment.
- Cash flow hedge – a hedge of the exposure to variability in cash flows of a recognised asset or liability, a firm commitment or a highly probable forecast transaction.
- Net investment hedge – a hedge of the foreign currency risk on a net investment in a foreign operation.

For a fair value hedge, the hedged item is adjusted for the gain or loss attributable to the hedged risk. That element is included in the income statement where it will offset the gain or loss on the hedging instrument.

For an effective cash flow hedge, gains and losses on the hedging instrument are initially included in other comprehensive income. The amount included in other comprehensive income is the lesser of the fair value of the hedging instrument and hedge item. Where the hedging instrument has a fair value greater than the hedged item, the excess is recorded within the profit or loss as ineffectiveness. Gains or losses deferred in other comprehensive income are reclassified to profit or loss when the hedged item affects the income statement. If the hedged item is the forecast acquisition of a non-financial asset or liability, the entity may choose an accounting policy of adjusting the carrying amount of the non-financial asset or liability for the hedging gain or loss at acquisition, or leaving the hedging gains or losses deferred in equity and reclassifying them to profit and loss when the hedged item affects profit or loss.

Hedges of a net investment in a foreign operation are accounted for similarly to cash flow hedges.

#### *Disclosure*

There have been significant developments in risk management concepts and practices in recent years. New techniques have evolved for measuring and

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managing exposures to risks arising from financial instruments. This, coupled with the significant volatility experienced in the financial markets, has increased the need for more relevant information and greater transparency about an entity's exposures arising from financial instruments and how those risks are managed. Financial statement users and other investors need such information to make more informed judgements about risks that entities run from the use of financial instruments and their associated returns.

IFRS 7 and IFRS 13 set out disclosure requirements that are intended to enable users to evaluate the significance of financial instruments for an entity's financial position and performance, and to understand the nature and extent of risks arising from those financial instruments to which the entity is exposed. These risks include credit risk, liquidity risk and market risk. IFRS 13 requires disclosure of a three-level hierarchy for fair value measurement and requires some specific quantitative disclosures for financial instruments at the lowest level in the hierarchy.

The disclosure requirements do not just apply to banks and financial institutions. All entities that have financial instruments are affected – even simple instruments such as borrowings, accounts payable and receivable, cash and investments.

### ***IFRS 9***

In November 2009, the IASB published the first part of its three stage project to replace IAS 39, in the form of a new standard IFRS 9, 'Financial Instruments'. This first phase deals with the classification and measurement of financial assets and financial liabilities.

In December 2011, the Board amended IFRS 9 to defer the mandatory effective date from 1 January 2013 to annual periods beginning on or after 1 January 2015. But in July 2013, the Board tentatively decided to again defer the mandatory effective date of IFRS 9 and that the mandatory effective date should be left open pending the finalisation of the impairment and classification and measurement requirements. Early application of IFRS 9 will continue to be permitted. IFRS 9 has not yet been endorsed for use in the EU. The Board also amended the transitional provisions to provide relief from restating comparative information and introduced new disclosures to help users of financial statements understand the effect of moving to the IFRS 9 classification and measurement model.

The summary below reflects the main requirements of IFRS 9 (as currently issued).

IFRS 9 replaces the multiple classification and measurement models for financial assets in IAS 39 with a single model that has currently only two classification categories: amortised cost and fair value. Classification under IFRS 9 is driven by the entity's business model for managing the financial assets and the contractual characteristics of the financial assets.

A financial asset is measured at amortised cost if two criteria are met:

- the objective of the business model is to hold the financial asset for the collection of the contractual cash flows; and
- the contractual cash flows under the instrument solely represent payments of principal and interest.

The new standard removes the requirement to separate embedded derivatives from financial asset hosts. It requires a hybrid contract to be classified in its entirety at either amortised cost or fair value if the contractual cash flows do not represent solely payments of principal and interest.

Two of the existing three fair value option criteria become obsolete under IFRS 9, as a fair value driven business model requires fair value accounting, and hybrid contracts that fail the contractual cash flow test are classified in their entirety at fair value. The remaining fair value option condition in IAS 39 is carried forward to the new standard – that is, management may still designate a financial asset as at fair value through profit or loss on initial recognition if this significantly reduces an accounting mismatch. The designation at fair value through profit or loss will continue to be irrevocable.

IFRS 9 prohibits reclassifications except in rare circumstances when the entity's business model changes.

There is specific guidance for contractually linked instruments that leverage credit-risk, which is often the case with investment tranches in a securitisation.

IFRS 9's classification principles indicate that all equity investments should be measured at fair value. However, management has an option to present in other comprehensive income unrealised and realised fair value gains and losses on equity investments that are not held-for-trading.

IFRS 9 removes the cost exemption for unquoted equities and derivatives on unquoted equities, but provides guidance on when cost may be an appropriate estimate of fair value.

The classification and measurement of financial liabilities under IFRS 9 remains the same as in IAS 39 except where an entity has chosen to measure a financial liability at fair value through profit or loss. For such liabilities, changes in fair value related to changes in own credit risk are presented separately in OCI.

Amounts in OCI relating to own credit are not recycled to the income statement even when the liability is derecognised and the amounts are realised. However, the standard does allow transfers within equity.

Entities are still required to separate derivatives embedded in financial liabilities where they are not closely related to the host contract.

## **7 Foreign currencies – IAS 21, IAS 29**

Many entities do business with overseas suppliers or customers, or have overseas operations. This gives rise to two main accounting issues:

- Some transactions (for example, those with overseas suppliers or customers) may be denominated in foreign currencies. These transactions are expressed in the entity's own currency ('functional currency') for financial reporting purposes.
- A parent entity may have foreign operations such as overseas subsidiaries, branches or associates. The functional currency of these foreign operations may be different to the parent entity's functional currency and therefore the accounting records may be maintained in different currencies. Because it is not possible to combine transactions measured in different currencies, the foreign operation's results and financial position are translated into a single currency, namely that in which the group's consolidated financial statements are reported ('presentation currency').

The methods required for each of the above circumstances are summarised below.

### *Expressing foreign currency transactions in the entity's functional currency*

A foreign currency transaction is expressed in the functional currency using the exchange rate at the transaction date. Foreign currency balances representing

cash or amounts to be received or paid in cash ('monetary items') are reported at the end of the reporting period using the exchange rate on that date. Exchange differences on such monetary items are recognised as income or expense for the period. Non-monetary balances that are not re-measured at fair value and are denominated in a foreign currency are expressed in the functional currency using the exchange rate at the transaction date. Where a non-monetary item is re-measured at fair value in the financial statements, the exchange rate at the date when fair value was determined is used.

#### *Translating functional currency financial statements into a presentation currency*

Assets and liabilities are translated from the functional currency to the presentation currency at the closing rate at the end of the reporting period. The income statement is translated at exchange rates at the dates of the transactions or at the average rate if that approximates the actual rates. All resulting exchange differences are recognised in other comprehensive income.

The financial statements of a foreign operation that has the currency of a hyperinflationary economy as its functional currency are first restated in accordance with IAS 29, 'Financial reporting in hyperinflationary economies'. All components are then translated to the presentation currency at the closing rate at the end of the reporting period.

## **8 Insurance contracts – IFRS 4**

Insurance contracts are contracts where an entity accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholder if the insured event adversely affects the policyholder. The risk transferred in the contract must be insurance risk, which is any risk except for financial risk.

IFRS 4, 'Insurance contracts', applies to all issuers of insurance contracts whether or not the entity is legally an insurance company. It does not apply to accounting for insurance contracts by policyholders.

IFRS 4 is an interim standard pending completion of Phase II of the IASB's project on insurance contracts. It allows entities to continue with their existing accounting policies for insurance contracts if those policies meet certain minimum criteria. One of the minimum criteria is that the amount of the

insurance liability is subject to a liability adequacy test. This test considers current estimates of all contractual and related cash flows. If the liability adequacy test identifies that the insurance liability is inadequate, the entire deficiency is recognised in the income statement.

Accounting policies modelled on IAS 37, ‘Provisions, contingent liabilities and contingent assets’, are appropriate in cases where the issuer is not an insurance company and where there is no specific local GAAP for insurance contracts (or the local GAAP is only directed at insurance companies).

Disclosure is particularly important for information relating to insurance contracts, as entities can continue to use local GAAP accounting policies for measurement.

IFRS 4 has two main principles for disclosure. Entities should disclose:

- information that identifies and explains the amounts in its financial statements arising from insurance contracts.
- information that enables users of its financial statements to evaluate the nature and extent of risks arising from insurance contracts.

## ***9 Revenue and construction contracts – IAS 18, IAS 11 and IAS 20***

Revenue is measured at the fair value of the consideration received or receivable. When the substance of a single transaction indicates that it includes separately identifiable components, revenue is allocated to these components generally by reference to their fair values. It is recognised for each component separately by applying the recognition criteria below.

For example, when a product is sold with a subsequent service, revenue is allocated initially to the product component and the service component; it is recognised separately thereafter when the criteria for revenue recognition are met for each component.

### ***Revenue – IAS 18***

Revenue arising from the sale of goods is recognised when an entity transfers the significant risks and rewards of ownership and gives up managerial involvement usually associated with ownership or control, if it is probable that economic benefits will flow to the entity and the amount of revenue and costs can be measured reliably.

Revenue from the rendering of services is recognised when the outcome of the transaction can be estimated reliably. This is done by reference to the stage of completion of the transaction at the balance sheet date, using requirements similar to those for construction contracts. The outcome of a transaction can be estimated reliably when: the amount of revenue can be measured reliably; it is probable that economic benefits will flow to the entity; the stage of completion can be measured reliably; and the costs incurred and costs to complete can be reliably measured.

Examples of transactions where the entity retains significant risks and rewards of ownership and revenue is not recognised are when:

- the entity retains an obligation for unsatisfactory performance not covered by normal warranty provisions;
- the buyer has the power to rescind the purchase for a reason specified in the sales contract and the entity is uncertain about the probability of return; and
- when the goods are shipped subject to installation and that installation is a significant part of the contract.

Interest income is recognised using the effective interest rate method. Royalties are recognised on an accruals basis in accordance with the substance of the relevant agreement. Dividends are recognised when the shareholder's right to receive payment is established.

IFRIC 13, 'Customer loyalty programmes', clarifies the accounting for award credits granted to customers when they purchase goods or services, for example under frequent-flyer or supermarket loyalty schemes. The fair value of the consideration received or receivable in respect of the initial sale is allocated between the award credits and the other components of the sale.

IFRIC 18, 'Transfers of assets from customers', clarifies the accounting for arrangements where an item of property, plant and equipment is transferred by a customer in return for connection to a network and/or ongoing access to goods or services. IFRIC 18 will be most relevant to the utility industry, but it may also apply to other transactions, such as when a customer transfers ownership of property, plant and equipment as part of an outsourcing agreement.

### *Construction contracts – IAS 11*

A construction contract is a contract specifically negotiated for the construction of an asset or combination of assets, including contracts for the rendering of services directly related to the construction of the asset (such as project managers and architects services). Such contracts are typically fixed-price or cost-plus contracts.

Revenue and expenses on construction contracts are recognised using the percentage-of-completion method. This means that revenue, expenses and therefore profit are recognised gradually as contract activity occurs.

When the outcome of the contract cannot be estimated reliably, revenue is recognised only to the extent of costs incurred that it is probable will be recovered; contract costs are recognised as an expense as incurred. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

IFRIC 15, ‘Agreements for construction of real estate’, clarifies which standard (IAS 18, ‘Revenue’, or IAS 11, ‘Construction contracts’) should be applied to particular transactions.

### *Government grants – IAS 20*

Government grants are recognised when there is reasonable assurance that the entity will comply with the conditions related to them and that the grants will be received.

Grants related to income are recognised in profit or loss over the periods necessary to match them with the related costs that they are intended to compensate. They are either offset against the related expense or presented as separate income. The timing of such recognition in profit or loss will depend on the fulfilment of any conditions or obligations attaching to the grant.

Grants related to assets are either offset against the carrying amount of the relevant asset or presented as deferred income in the balance sheet. Profit or loss will be affected either by a reduced depreciation charge or by deferred income being recognised as income systematically over the useful life of the related asset.

## 10 Operating segments – IFRS 8

Segment guidance requires an entity to disclose information that enables users of the financial statements to evaluate the nature and financial effects of the business activities and the economic environments through the eyes of management ('management approach').

Though many entities manage their business using some level of 'segmented' data, the disclosure requirements are limited to (a) entities with listed or quoted equity or debt instruments and (b) entities that are in the process of obtaining a listing or quotation of debt or equity instruments in a public market. To the extent an entity not meeting either of these criteria chooses to disclose segmented data in financial statements, the information can only be referred to as 'segment information' if it complies with the segment guidance described below.

The identification of an entity's operating segments is the core determinant for the level of information included in the segment disclosures. Operating segments are components of an entity, identified based on the breakout of information contained in the internal reports that are regularly used by the entity's chief operating decision-maker (CODM) to allocate resources and to assess performance.

Reportable segments are individual operating segments or a group of operating segments for which segment information must be separately reported (that is, disclosed). Aggregation of one or more operating segments into a single reportable segment is permitted (but not required) where certain conditions are met, the principal condition being that the operating segments should have similar economic characteristics (for example, profit margin, spreads, sales growth rates, etc). Whether multiple operating segments can be aggregated into a single reportable segment is a matter of significant judgement.

For each segment disclosed, entities are required to provide a measure of profit or loss in the format viewed by the CODM, as well as a measure of assets and liabilities if such amounts are regularly provided to the CODM. Other segment disclosures include the revenue from customers for each group of similar products and services, revenue by geography and dependence on major customers. Additional detailed disclosures of performance and resources are

required if the CODM reviews these amounts. A reconciliation of the total amount disclosed for all segments to the primary financial statements is required for revenue, profit and loss, and other material items reviewed by the CODM.

## **11 Employee benefits – IAS 19**

The accounting for employee benefits, for pensions in particular, is complex. The liabilities in defined benefit pension plans are frequently material. They are long-term and difficult to measure, and this gives rise to difficulty in measuring the cost attributable to each year.

Employee benefits are all forms of consideration given or promised by an entity in exchange for services rendered by its employees. These benefits include salary-related benefits (such as wages, profit-sharing, bonuses and compensated absences, such as paid holiday and long-service leave), termination benefits (such as severance and redundancy pay) and post-employment benefits (such as retirement benefit plans). Share-based payments are addressed in IFRS 2.

Post-employment benefits include pensions, post-employment life insurance and medical care. Pensions are provided to employees either through defined contribution plans or defined benefit plans.

Recognition and measurement for short-term benefits is relatively straightforward, because actuarial assumptions are not required and the obligations are not discounted. However, long-term benefits, particularly post-employment benefits, give rise to more complicated measurement issues.

### *Defined contribution plans*

Accounting for defined contribution plans is straightforward: the cost of defined contribution plans is the contribution payable by the employer for that accounting period.

### *Defined benefit plans*

Accounting for defined benefit plans is complex because actuarial assumptions and valuation methods are required to measure the balance sheet obligation and the expense. The expense recognised generally differs from the contributions made in the period.

Subject to certain conditions, the amount recognised on the balance sheet is the difference between the defined benefit obligation and the plan assets.

To calculate the defined benefit obligation, estimates (actuarial assumptions) regarding demographic variables (such as employee turnover and mortality) and financial variables (such as future increases in salaries and medical costs) are made and included in a valuation model. The resulting benefit obligation is then discounted to present value. This normally requires the expertise of an actuary.

Where defined benefit plans are funded, the plan assets are measured at fair value. Where no market price is available, the fair value of plan assets is estimated, for example, by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity of those assets. Plan assets are tightly defined, and only assets that meet a strict definition may be offset against the plan's defined benefit obligations, resulting in a net surplus or deficit that is shown on the balance sheet.

At each balance sheet date the plan assets and the defined benefit obligation are re-measured. The income statement reflects the change in the surplus or deficit except for the following; contributions to the plan and benefits paid by the plan, along with business combinations and re-measurement gains and losses.

Re-measurement gains and losses comprise actuarial gains and losses, return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability or asset). Re-measurements are recognised in other comprehensive income.

The amount of pension expense (income) to be recognised in profit or loss is comprised of the following individual components unless they are required or permitted to be included in the costs of an asset:

- service cost (the present value of the benefits earned by active employees); and
- net interest cost (the unwinding of the discount on the defined benefit obligation and a theoretical return on plan assets).

Service costs comprises the 'current service costs', which is the increase in the present value of the defined benefit obligation resulting from employee services in the current period, 'past-service costs' (as defined below and including any gain or loss on curtailment) and any gain or loss on settlement.

Net interest on the net defined benefit liability (asset) is defined as “the change during the period in the net defined benefit liability (asset) that arises from the passage of time”. *[IAS 19 para 8]*. The net interest cost can be viewed as comprising theoretical interest income on plan assets, interest cost on the defined benefit obligation (that is, representing the unwinding of the discount on the plan obligation) and interest on the effect of the asset ceiling. *[IAS 19 para 124]*.

Net interest on the net defined benefit liability (asset) is calculated by multiplying the net defined benefit liability (asset) by the discount rate, both as determined at the start of the annual reporting period, taking account of any changes in the net defined benefit liability (asset) during the period as a result of contribution and benefit payments. *[IAS 19 para 123]*. The discount rate applicable to any financial year is an appropriate high quality corporate bond rate (or government bond rate if appropriate). Net interest on the net defined benefit liability (asset) can be viewed as effectively including theoretical interest income on plan assets.

Past-service costs are defined as a change in the present value of the defined benefit obligation for employee services in prior periods, resulting from a plan amendment (the introduction or withdrawal of, or changes to, a defined benefit plan) or a curtailment (a significant reduction by the entity in the number of employees covered by a plan). Past-service costs need to be recognised as an expense generally when a plan amendment or curtailment occurs. Settlement gains or losses are recognised in the income statement when the settlement occurs.

IFRIC 14, ‘IAS 19 – The limit on a defined benefit asset, minimum funding requirements and their interaction’, provides guidance on assessing the amount that can be recognised as an asset when plan assets exceed the defined benefit obligation creating a net surplus. It also explains how the pension asset or liability may be affected by a statutory or contractual minimum funding requirement.

## 12 Share-based payment – IFRS 2

IFRS 2 applies to all share-based payment arrangements. A share-based payment arrangement is defined as:

*“an agreement between the entity (or another group entity or any shareholder of any group entity) and another party (including an employee) that entitles the other party to receive:*

*(a) cash or other assets of the entity for amounts that are based on the price (or value) of equity instruments (including shares or share options) of the entity or another group entity, or*

*(b) equity instruments (including shares or share options) of the entity or another group entity.”*

The most common application is to employee share schemes, such as share option schemes. However, entities sometimes also pay for other expenses – such as professional fees, and for the purchase of assets by means of share-based payment.

The accounting treatment under IFRS 2 is based on the fair value of the instruments. Both the valuation of and the accounting for awards can be difficult, due to the complex models that need to be used to calculate the fair value of options, and also due to the variety and complexity of schemes. In addition, the standard requires extensive disclosures. The result generally is reduced reported profits, especially in entities that use share-based payment extensively as part of their remuneration strategy.

All transactions involving share-based payment are recognised as expenses or assets over any vesting period.

Equity-settled share-based payment transactions are measured at the grant date fair value for employee services; and, for non-employee transactions, at the fair value of the goods or services received at the date on which the entity recognises the goods or services. If the fair value of the goods or services cannot be estimated reliably – such as employee services and circumstances in which the goods or services cannot be specifically identified – the entity uses the fair value of the

equity instruments granted. Additionally, management needs to consider if there are any unidentifiable goods or services received or to be received by the entity, as these also have to be recognised and measured in accordance with IFRS 2.

Equity-settled share-based payment transactions are not re-measured once the grant date fair value has been determined.

The treatment is different for cash-settled share-based payment transactions: cash-settled awards are measured at the fair value of the liability. The liability is re-measured at each balance sheet date and at the date of settlement, with changes in fair value recognised in the income statement.

### **13 Taxation – IAS 12**

IAS 12 only deals with taxes on income, comprising current and deferred tax.

Current tax expense for a period is based on the taxable and deductible amounts that will be shown on the tax return for the current year. An entity recognises a liability in the balance sheet in respect of current tax expense for the current and prior periods to the extent unpaid. It recognises an asset if current tax has been overpaid.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Tax payable based on taxable profit seldom matches the tax expense that might be expected based on pre-tax accounting profit. The mismatch can occur because IFRS recognition criteria for items of income and expense are different from the treatment of items under tax law.

Deferred tax accounting seeks to deal with this mismatch. It is based on the temporary differences between the tax base of an asset or liability and its carrying amount in the financial statements. For example, a property is revalued upwards but not sold, the revaluation creates a temporary difference (the carrying amount of the asset in the financial statements is greater than the tax base of the asset), and the tax consequence is a deferred tax liability.

Deferred tax is provided in full for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, except when the temporary difference arises from:

- initial recognition of goodwill (for deferred tax liabilities only);
- initial recognition of an asset or liability in a transaction that is not a business combination and that affects neither accounting profit nor taxable profit; and
- investments in subsidiaries, branches, associates and joint ventures, but only where certain criteria apply.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The discounting of deferred tax assets and liabilities is not permitted.

Generally, the measurement of deferred tax liabilities and deferred tax assets reflects the tax consequences that would follow from the manner in which the entity expects, at the balance sheet date, to recover or settle the carrying amount of its assets and liabilities. The expected manner of recovery for land with an unlimited life is always through sale. For other assets, the manner in which management expects to recover the asset (that is, through use or through sale or through a combination of both) is considered at each balance sheet date. An exception is being introduced for investment property measured using the fair value model in IAS 40, with a rebuttable presumption that such investment property is recovered entirely through sale.

Management only recognises a deferred tax asset for deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. This also applies to deferred tax assets for unused tax losses carried forward.

Current and deferred tax is recognised in profit or loss for the period, unless the tax arises from a business combination or a transaction or event that is recognised outside profit or loss, either in other comprehensive income or directly in equity in the same or different period. The tax consequences that accompany, for example, a change in tax rates or tax laws, a reassessment of the recoverability

of deferred tax assets or a change in the expected manner of recovery of an asset are recognised in profit or loss, except to the extent that they relate to items previously charged or credited outside profit or loss.

#### ***14 Earnings per share – IAS 33***

Earnings per share (EPS) is a ratio that is widely used by financial analysts, investors and others to gauge an entity's profitability and to value its shares. EPS is normally calculated in the context of ordinary shares of the entity. Earnings attributable to ordinary shareholders are therefore determined by deducting from net income the earnings attributable to holders of more senior equity instruments.

An entity whose ordinary shares are listed on a recognised stock exchange or are otherwise publicly traded is required to disclose both basic and diluted EPS with equal prominence in its separate or individual financial statements, or in its consolidated financial statements if it is a parent. Furthermore, entities that file or are in the process of filing financial statements with a securities commission or other regulatory body for the purposes of issuing ordinary shares (that is, not a private placement) are also required to comply with IAS 33.

Basic EPS is calculated by dividing the profit or loss for the period attributable to the equity holders of the parent by the weighted average number of ordinary shares outstanding (including adjustments for bonus and rights issues).

Diluted EPS is calculated by adjusting the profit or loss and the weighted average number of ordinary shares by taking into account the conversion of any dilutive potential ordinary shares. Potential ordinary shares are those financial instruments and contracts that may result in issuing ordinary shares such as convertible bonds and options (including employee share options).

Basic and diluted EPS for both continuing and total operations are presented with equal prominence in the statement of comprehensive income – or in the separate income statement where one is presented – for each class of ordinary shares. Separate EPS figures for discontinued operations are disclosed in the same statements or in the notes.

## ***Balance sheet and related notes***

### ***15 Intangible assets – IAS 38***

An intangible asset is an identifiable non-monetary asset without physical substance. The identifiable criterion is met when the intangible asset is separable (that is, when it can be sold, transferred or licensed) or where it arises from contractual or other legal rights.

#### ***Separately acquired intangible assets***

Separately acquired intangible assets are recognised initially at cost. Cost comprises the purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of preparing the asset for its intended use. The purchase price of a separately acquired intangible asset incorporates assumptions about the probable economic future benefits that may be generated by the asset.

#### ***Internally generated intangible assets***

The process of generating an intangible asset is divided into a research phase and a development phase. No intangible assets arising from the research phase may be recognised. Intangible assets arising from the development phase are recognised when the entity can demonstrate:

- its technical feasibility;
- its intention to complete the developments;
- its ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits (for example, the existence of a market for the output of the intangible asset or for the intangible asset itself);
- the availability of resources to complete the development; and
- its ability to measure the attributable expenditure reliably.

Any expenditure written off during the research or development phase cannot subsequently be capitalised if the project meets the criteria for recognition at a later date.

The costs relating to many internally generated intangible items cannot be capitalised and are expensed as incurred. This includes research, start-up and advertising costs. Expenditure on internally generated brands, mastheads, customer lists, publishing titles and goodwill are not recognised as intangible assets.

#### *Intangible assets acquired in a business combination*

If an intangible asset is acquired in a business combination, both the probability and measurement criterion are always considered to be met. An intangible asset will therefore always be recognised, regardless of whether it has been previously recognised in the acquiree's financial statements.

#### *Subsequent measurement*

Intangible assets are amortised unless they have an indefinite useful life. Amortisation is carried out on a systematic basis over the useful life of the intangible asset. An intangible asset has an indefinite useful life when, based on an analysis of all the relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the entity.

Intangible assets with finite useful lives are considered for impairment when there is an indication that the asset has been impaired. Intangible assets with indefinite useful lives and intangible assets not yet in use are tested annually for impairment and whenever there is an indication of impairment.

### **16 Property, plant and equipment – IAS 16**

Property, plant and equipment (PPE) is recognised when the cost of an asset can be reliably measured and it is probable that the entity will obtain future economic benefits from the asset.

PPE is measured initially at cost. Cost includes the fair value of the consideration given to acquire the asset (net of discounts and rebates) and any directly attributable cost of bringing the asset to working condition for its intended use (inclusive of import duties and non-refundable purchase taxes).

Directly attributable costs include the cost of site preparation, delivery, installation costs, relevant professional fees and the estimated cost of dismantling and removing the asset and restoring the site (to the extent that such a cost is

recognised as a provision). Classes of PPE are carried at historical cost less accumulated depreciation and any accumulated impairment losses (the cost model), or at a revalued amount less any accumulated depreciation and subsequent accumulated impairment losses (the revaluation model). The depreciable amount of PPE (being the gross carrying value less the estimated residual value) is depreciated on a systematic basis over its useful life.

Subsequent expenditure relating to an item of PPE is capitalised if it meets the recognition criteria.

PPE may comprise parts with different useful lives. Depreciation is calculated based on each individual part's life. In case of replacement of one part, the new part is capitalised to the extent that it meets the recognition criteria of an asset, and the carrying amount of the parts replaced is derecognised.

The cost of a major inspection or overhaul of an item occurring at regular intervals over the useful life of the item is capitalised to the extent that it meets the recognition criteria of an asset. The carrying amounts of the parts replaced are derecognised.

The IFRIC published IFRIC 18, 'Transfer of assets from customers', which clarifies the accounting for arrangements where an item of PPE that is provided by the customer is used to provide an ongoing service.

#### *Borrowing costs*

Under IAS 23, 'Borrowing costs', entities are required to capitalise borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset to be capitalised.

### **17 Investment property – IAS 40**

Certain properties are classified as investment properties for financial reporting purposes in accordance with IAS 40, 'Investment property', as the characteristics of these properties differ significantly from owner-occupied properties. It is the current value of such properties and changes to those values that are relevant to users of financial statements.

Investment property is property (land or a building, or part of a building or both) held by an entity to earn rentals and/or for capital appreciation. This category includes such property in the course of construction or development. Any other properties are accounted for as property, plant and equipment (PPE) or inventory in accordance with:

- IAS 16, 'Property, plant and equipment', if they are held for use in the production or supply of goods or services; or
- IAS 2, 'Inventories', as inventory, if they are held for sale in the ordinary course of business.

Initial measurement of an investment property is at cost. Subsequent to initial measurement, management may choose as its accounting policy either to carry investment properties at fair value or at cost. The policy chosen is applied consistently to all the investment properties that the entity owns.

If the fair value option is chosen, investment properties in the course of construction or development are measured at fair value if this can be reliably measured; otherwise, they are measured at cost.

Fair value is defined as 'the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date'. Guidance on fair value measurement is given in IFRS 13.

Changes in fair value are recognised in profit or loss in the period in which they arise.

The cost model requires investment properties to be carried at cost less accumulated depreciation and any accumulated impairment losses; the fair values of these properties is disclosed in the notes.

## ***18 Impairment of assets – IAS 36***

Nearly all assets – current and non-current – are subject to an impairment test to ensure that they are not overstated on balance sheets.

The basic principle of impairment is that an asset may not be carried on the balance sheet above its recoverable amount. Recoverable amount is defined as the higher of the asset's fair value less costs of disposal and its value in use. Fair value less costs of disposal is the price that would be received to sell an asset in an

orderly transaction between market participants at the measurement date, less costs of disposal. Guidance on fair valuing is given in IFRS 13, 'Fair value measurement'. Value in use requires management to estimate the future pre-tax cash flows to be derived from the asset and discount them using a pre-tax market rate that reflects current assessments of the time value of money and the risks specific to the asset.

All assets subject to the impairment guidance are tested for impairment where there is an indication that the asset may be impaired. Certain assets (goodwill, indefinite lived intangible assets and intangible assets that are not yet available for use) are also tested for impairment annually even if there is no impairment indicator.

When considering whether an asset is impaired, both external indicators (for example, significant adverse changes in the technological, market, economic or legal environment or increases in market interest rates) and internal indicators (for example, evidence of obsolescence or physical damage of an asset or evidence from internal reporting that the economic performance of an asset is, or will be, worse than expected) are considered.

Recoverable amount is calculated at the individual asset level. However, an asset seldom generates cash flows independently of other assets, and most assets are tested for impairment in groups of assets described as cash-generating units (CGUs). A CGU is the smallest identifiable group of assets that generates inflows that are largely independent from the cash flows from other CGUs.

The carrying value of an asset is compared to the recoverable amount (being the higher of value in use or fair value less costs to sell). An asset or CGU is impaired when its carrying amount exceeds its recoverable amount. Any impairment is allocated to the asset or assets of the CGU, with the impairment loss recognised in profit or loss.

Goodwill acquired in a business combination is allocated to the acquirer's CGUs or groups of CGUs that are expected to benefit from the synergies of the business combination. However, the largest group of CGUs permitted for goodwill impairment testing is an operating segment before aggregation.

## 19 Lease accounting – IAS 17

A lease gives one party (the lessee) the right to use an asset over an agreed period of time in return for payment to the lessor. Leasing is an important source of medium and long-term financing; accounting for leases can have a significant impact on lessees' and lessors' financial statements.

Leases are classified as finance or operating leases at inception, depending on whether substantially all the risks and rewards of ownership transfer to the lessee. Under a finance lease, the lessee has substantially all of the risks and reward of ownership. All other leases are operating leases. Leases of land and buildings are considered separately under IFRS.

Under a finance lease, the lessee recognises an asset held under a finance lease and a corresponding obligation to pay rentals. The lessee depreciates the asset.

The lessor recognises the leased asset as a receivable. The receivable is measured at the 'net investment' in the lease – the minimum lease payments receivable, discounted at the internal rate of return of the lease, plus the unguaranteed residual which accrues to the lessor.

Under an operating lease, the lessee does not recognise an asset and lease obligation. The lessor continues to recognise the leased asset and depreciates it. The rentals paid are normally charged to the income statement of the lessee and credited to that of the lessor on a straight-line basis.

Linked transactions with the legal form of a lease are accounted for on the basis of their substance – for example, a sale and leaseback where the seller is committed to repurchase the asset may not be a lease in substance if the 'seller' retains the risks and rewards of ownership and substantially the same rights of use as before the transaction.

Equally, some transactions that do not have the legal form of a lease are in substance leases if they are dependent on a particular asset that the purchaser can control physically or economically.

## 20 Inventories – IAS 2

Inventories are initially recognised at the lower of cost and net realisable value (NRV). Cost of inventories includes import duties, non-refundable taxes, transport and handling costs and any other directly attributable costs less trade discounts, rebates and similar items. NRV is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated selling expenses.

IAS 2, ‘Inventories’, requires the cost for items that are not interchangeable or that have been segregated for specific contracts to be determined on an individual-item basis. The cost of other items of inventory used is assigned by using either the first-in, first-out (FIFO) or weighted average cost formula. Last-in, first-out (LIFO) is not permitted. An entity uses the same cost formula for all inventories that have a similar nature and use to the entity. A different cost formula may be justified where inventories have a different nature or use. The cost formula used is applied on a consistent basis from period to period.

## 21 Provisions and contingencies – IAS 37

A liability is a ‘present obligation of the entity arising from past events, the settlement of which is expected to result in an outflow from the entity of resources embodying economic benefits’. A provision falls within the category of liabilities and is defined as ‘a liability of uncertain timing or amount’.

### *Recognition and initial measurement*

A provision is recognised when: the entity has a present obligation to transfer economic benefits as a result of past events; it is probable (more likely than not) that such a transfer will be required to settle the obligation; and a reliable estimate of the amount of the obligation can be made.

The amount recognised as a provision is the best estimate of the expenditure required to settle the obligation at the balance sheet date, measured at the expected cash flows discounted for the time value of money. Provisions are not recognised for future operating losses.

A present obligation arises from an obligating event and may take the form of either a legal obligation or a constructive obligation. An obligating event leaves the entity no realistic alternative to settling the obligation. If the entity can avoid the future expenditure by its future actions, it has no present obligation, and no provision is required. For example, an entity cannot recognise a provision based solely on the intent to incur expenditure at some future date or the expectation of future operating losses (unless these losses relate to an onerous contract).

An obligation does not generally have to take the form of a 'legal' obligation before a provision is recognised. An entity may have an established pattern of past practice that indicates to other parties that it will accept certain responsibilities and as a result has created a valid expectation on the part of those other parties that it will discharge those responsibilities (that is, the entity is under a constructive obligation).

If an entity has an onerous contract (the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it), the present obligation under the contract is recognised as a provision. Impairments of any assets dedicated to the contract are recognised before making a provision.

#### *Restructuring provisions*

There are specific requirements for restructuring provisions. A provision is recognised when there is: (a) a detailed formal plan identifying the main features of the restructuring; and (b) a valid expectation in those affected that the entity will carry out the restructuring by starting to implement the plan or by announcing its main features to those affected.

A restructuring plan does not create a present obligation at the balance sheet date if it is announced after that date, even if it is announced before the financial statements are approved. No obligation arises for the sale of an operation until the entity is committed to the sale (that is, there is a binding sale agreement).

The provision includes only incremental costs resulting from the restructuring and not those associated with the entity's ongoing activities. Any expected gains on the sale of assets are not considered in measuring a restructuring provision.

### ***Reimbursements***

An obligation and any anticipated recovery are presented separately as a liability and an asset respectively; however, an asset can only be recognised if it is virtually certain that settlement of the obligation will result in a reimbursement, and the amount recognised for the reimbursement should not exceed the amount of the provision. The amount of any expected reimbursement is disclosed. Net presentation is permitted only in the income statement.

### ***Subsequent measurement***

Management performs an exercise at each balance sheet date to identify the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The increase in provision due to the passage of time (that is, as a consequence of the discount rate) is recognised as interest expense.

### ***Contingent liabilities***

Contingent liabilities are possible obligations whose existence will be confirmed only on the occurrence or non-occurrence of uncertain future events outside the entity's control, or present obligations that are not recognised because: (a) it is not probable that an outflow of economic benefits will be required to settle the obligation; or (b) the amount cannot be measured reliably.

Contingent liabilities are not recognised but are disclosed and described in the notes to the financial statements, including an estimate of their potential financial effect and uncertainties relating to the amount or timing of any outflow, unless the possibility of settlement is remote.

### ***Contingent assets***

Contingent assets are possible assets whose existence will be confirmed only on the occurrence or non-occurrence of uncertain future events outside the entity's control. Contingent assets are not recognised. When the realisation of income is virtually certain, the related asset is not a contingent asset; it is recognised as an asset.

Contingent assets are disclosed and described in the notes to the financial statements, including an estimate of their potential financial effect if the inflow of economic benefits is probable.

## ***22 Events after the reporting period and financial commitments – IAS 10***

It is not generally practicable for preparers to finalise financial statements without a period of time elapsing between the balance sheet date and the date on which the financial statements are authorised for issue. The question therefore arises as to the extent to which events occurring between the balance sheet date and the date of approval (that is, ‘events after the reporting period’) should be reflected in the financial statements.

Events after the reporting period are either adjusting events or non-adjusting events. Adjusting events provide further evidence of conditions that existed at the balance sheet date – for example, determining after the year end the consideration for assets sold before the year end. Non-adjusting events relate to conditions that arose after the balance sheet date – for example, announcing a plan to discontinue an operation after the year end.

The carrying amounts of assets and liabilities at the balance sheet date are adjusted only for adjusting events or events that indicate that the going-concern assumption in relation to the whole entity is not appropriate. Significant non-adjusting post-balance-sheet events, such as the issue of shares or major business combinations, are disclosed.

Dividends proposed or declared after the balance sheet date but before the financial statements have been authorised for issue are not recognised as a liability at the balance sheet date. Details of these dividends are, however, disclosed.

An entity discloses the date on which the financial statements were authorised for issue and the persons authorising the issue and, where necessary, the fact that the owners or other persons have the ability to amend the financial statements after issue.

## ***23 Share capital and reserves***

Equity, along with assets and liabilities, is one of the three elements used to portray an entity’s financial position. Equity is defined in the IASB’s Framework as the residual interest in the entity’s assets after deducting all its liabilities. The term ‘equity’ is often used to encompass an entity’s equity instruments and

reserves. Equity is given various descriptions in the financial statements. Corporate entities may refer to it as owners' equity, shareholders' equity, capital and reserves, shareholders' funds and proprietorship. Equity includes various components with different characteristics.

Determining what constitutes an equity instrument for the purpose of IFRS and how it should be accounted for falls within the scope of the financial instrument standard IAS 32, 'Financial instruments: Presentation'.

Equity instruments (for example, issued, non-redeemable ordinary shares) are generally recorded at the proceeds of issue, being the fair value of the consideration received, net of transaction costs. Equity instruments are not re-measured after initial recognition.

Reserves include retained earnings, together with fair value reserves, hedging reserves, asset revaluation reserves and foreign currency translation reserves and other statutory reserves.

### *Treasury shares*

Treasury shares are deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of an entity's own equity instruments.

### *Non-controlling interests*

Non-controlling interests (previously termed 'minority interests') in consolidated financial statements are presented as a component of equity, separately from the parent shareholders' equity.

### *Disclosures*

IAS 1, 'Presentation of financial statements', requires various disclosures. These include the total issued share capital and reserves, presentation of a statement of changes in equity, capital management policies and dividend information.

## ***Consolidated and separate financial statements***

### ***24 Consolidated and separate financial statements – IAS 27***

For entities outside the EU see section on Consolidated and separate financial statements IFRS 10.

IAS 27, ‘Consolidated and separate financial statements’, requires consolidated financial statements to be prepared in respect of a group, subject to certain exceptions. All subsidiaries should be consolidated. A subsidiary is an entity that is controlled by the parent. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

It is presumed to exist when the investor directly or indirectly holds more than 50 per cent of the investee’s voting power; this presumption may be rebutted if there is clear evidence to the contrary. Control may also exist where less than 50 per cent of the investee’s voting power is held and the parent has the power to control through, for example, control of the board of directors.

Consolidation of a subsidiary takes place from the date of acquisition; this is the date on which control of the acquiree’s net assets and operations is effectively transferred to the acquirer. A consolidated financial statement is prepared to show the effect as if the parent and all the subsidiaries were one entity.

Transactions within the group (for example, sales from one subsidiary to another) are eliminated.

An entity with one or more subsidiaries (a parent) presents consolidated financial statements, unless all the following conditions are met:

- It is itself a subsidiary (subject to no objection from any shareholder).
- Its debt or equity are not publicly traded.
- It is not in the process of issuing securities to the public.
- The ultimate or intermediate parent of the entity publishes IFRS consolidated financial statements.

There are no exemptions if the group is small or if certain subsidiaries are in a different line of business.

From the date of acquisition, the parent (the acquirer) incorporates into the consolidated statement of comprehensive income the financial performance of the acquiree and recognises in the consolidated balance sheet the acquired assets and liabilities (at fair value), including any goodwill arising on the acquisition (see Section 25, 'Business combinations – IFRS 3').

In the separate financial statements of a parent entity, the investments in subsidiaries, jointly controlled entities and associates should be carried at cost or as financial assets in accordance with IAS 39, 'Financial instruments: Recognition and measurement'.

A parent entity recognises dividends received from its subsidiary as income in its separate financial statements when it has a right to receive the dividend. There is no need to assess whether the dividend was paid out of pre or post-acquisition profits of the subsidiary. The receipt of a dividend from a subsidiary may be an internal indicator that the related investment could be impaired.

### *Special purpose entities*

A special purpose entity (SPE) is an entity created to accomplish a narrow, well-defined objective. It may operate in a pre-determined way so that no other party has explicit decision-making authority over its activities after formation. An entity should consolidate an SPE when the substance of the relationship between the entity and the SPE indicates that the SPE is controlled by the entity. Control may arise at the outset through the pre-determination of the activities of the SPE or otherwise. An entity may be deemed to control an SPE if it is exposed to the majority of risks and rewards incidental to its activities or its assets.

## **24A Consolidated financial statements – IFRS 10**

The principles concerning consolidated financial statements under IFRS are set out in IFRS 10, 'Consolidated financial statements'. IFRS 10 has a single definition of control and supersedes the principles of control and consolidation included within the original IAS 27, 'Consolidated and separate financial statements' and SIC 12, 'Consolidation – Special purpose entities'.

IFRS 10 sets out the requirements for when an entity should prepare consolidated financial statements, defines the principles of control, explains how to apply the principles of control and explains the accounting requirements for preparing consolidated financial statements. [IFRS 10 para 2].

The key principle in the new standard is that control exists, and consolidation is required, only if the investor possesses power over the investee, has exposure to variable returns from its involvement with the investee and has the ability to use its power over the investee to affect its returns.

Under IAS 27 control was determined through the power to govern an entity and under SIC-12 it is through the level of exposure to risks and rewards. IFRS 10 brings these two concepts together with a new definition of control and the concept of exposure to variable returns. The core principle that a consolidated entity presents a parent and its subsidiaries as if they are a single economic entity remains unchanged, as do the mechanics of consolidation.

IFRS 10 provides guidance on the following issues when determining who has control:

- Assessment of the purpose and design of an investee.
- Nature of rights – whether substantive or merely protective in nature.
- Impact of exposure to variable returns.
- Assessment of voting rights and potential voting rights.
- Whether an investor is a principal or an agent when exercising its controlling power.
- Relationships between investors and how they affect control.
- Existence of power over specified assets only.

The new standard will affect some entities more than others. The consolidation conclusion is not expected to change for most straightforward entities. However, changes can result where there are complex group structures or where structured entities are involved in a transaction. Those most likely to be affected potentially include investors in the following entities:

- Entities with a dominant investor that does not possess a majority voting interest, where the remaining votes are held by widely-dispersed shareholders (*de facto* control).

- Structured entities, also known as special purpose entities.
- Entities that issue or hold significant potential voting rights.

In difficult situations, the precise facts and circumstances will affect the analysis under IFRS 10. IFRS 10 does not provide ‘bright lines’ and requires consideration of many factors, such as the existence of contractual arrangements and rights held by other parties, in order to assess control.

The new standard is available for early adoption, with mandatory application required from 1 January 2013. (1 January 2014 within the EU).

IFRS 10 does not contain any disclosure requirements; these are included within IFRS 12 which has greatly increased the amount of disclosures required.

Reporting entities should plan for, and implement, the processes and controls that will be required to gather the additional information. This may involve a preliminary consideration of IFRS 12 issues such as the level of disaggregation required.

The IASB amended IFRS 10 in October 2012 (effective 1 January 2014 subject to EU endorsement) to incorporate changes to how investment entities account for entities they control. Entities that meet the definition of an investment entity are exempt from consolidating underlying investees that they control; instead, they are required to account for these subsidiaries at fair value through profit or loss under IFRS 9.

## ***25 Business combinations – IFRS 3***

A business combination is a transaction or event in which an entity – ('acquirer') obtains control of one or more businesses ('acquiree(s)'). Control is defined in IAS 27 as 'the power to govern the financial and operating policies of an entity or business so as to obtain benefits from its activities'. (Under IFRS 10, an investor controls an investee when the investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.) A number of factors may influence which entity has control, including: equity shareholding, control of the board and control agreements. There is a presumption of control if an entity owns more than 50% of the equity shareholding in another entity.

Business combinations occur in a variety of structures. IFRS 3, ‘Business combinations’, focuses on the substance of the transaction, rather than the legal form. The overall result of a series of transactions is considered if there are a number of transactions among the parties involved. For example, any transaction contingent on the completion of another transaction may be considered linked. Judgement is required to determine when transactions should be linked.

All business combinations, excluding those involving businesses under common control, are accounted for using the acquisition method. The acquisition method can be summarised in the following steps:

- Identify the acquirer.
- Determine the acquisition date.
- Recognise and measure the identifiable assets acquired, liabilities assumed and any non-controlling interest in the acquiree.
- Recognise and measure the consideration transferred for the acquiree.
- Recognise and measure goodwill or a gain from a bargain purchase.

The acquiree’s identifiable assets (including intangible assets not previously recognised), liabilities and contingent liabilities are generally recognised at their fair value. Fair value is in accordance with IFRS 13. If the acquisition is for less than 100% of the acquiree, there is a non-controlling interest. The non-controlling interest represents the equity in a subsidiary that is not attributable, directly or indirectly to the parent. The acquirer can elect to measure the non-controlling interest at its fair value or at its proportionate share of the identifiable net assets.

The consideration for the combination includes cash and cash equivalents and the fair value of any non-cash consideration given. Any equity instruments issued as part of the consideration are fair valued. If any of the consideration is deferred, it is discounted to reflect its present value at the acquisition date, if the effect of discounting is material. Consideration includes only those amounts paid to the seller in exchange for control of the entity. Consideration excludes amounts paid to settle pre-existing relationships, payments that are contingent on future employee services and acquisition-related costs.

A portion of the consideration may be contingent on the outcome of future events or the acquired entity's performance ('contingent consideration'). Contingent consideration is also recognised at its fair value at the date of acquisition. The accounting for contingent consideration after the date of acquisition depends on whether it is classified as a liability (re-measured to fair value each reporting period through profit and loss) or as equity (no subsequent remeasurement). The classification as either a liability or equity is determined with reference to the guidance in IAS 32, 'Financial instruments: Presentation'.

Goodwill is recognised for the future economic benefits arising from assets acquired that are not individually identified and separately recognised. Goodwill is the difference between the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired. If the non-controlling interest is measured at its fair value, goodwill includes amounts attributable to the non-controlling interest. If the non-controlling interest is measured at its proportionate share of identifiable net assets, goodwill includes only amounts attributable to the controlling interest – that is the parent.

Goodwill is recognised as an asset and tested annually for impairment, or more frequently if there is an indication of impairment.

In rare situations – for example, a bargain purchase as a result of a distressed sale – it is possible that no goodwill will result from the transaction. Rather, a gain will be recognised.

## ***26 Disposal of subsidiaries, businesses and non-current assets – IFRS 5***

IFRS 5, 'Non-current assets held for sale and discontinued operations', is relevant when any disposal occurs or is planned including distribution of non-current assets to shareholders. The held-for-sale criteria in IFRS 5 apply to non-current assets (or disposal groups) whose value will be recovered principally through sale rather than through continuing use. The criteria do not apply to assets that are being scrapped, wound down or abandoned.

IFRS 5 defines a disposal group as a group of assets to be disposed of, by sale or otherwise, together as a group in a single transaction, and liabilities directly associated with those assets that will be transferred in the transaction.

The non-current asset (or disposal group) is classified as ‘held for sale’ if it is available for immediate sale in its present condition and its sale is highly probable. A sale is ‘highly probable’ where: there is evidence of management commitment; there is an active programme to locate a buyer and complete the plan; the asset is actively marketed for sale at a reasonable price compared to its fair value; the sale is expected to be completed within 12 months of the date of classification; and actions required to complete the plan indicate that it is unlikely that there will be significant changes to the plan or that it will be withdrawn.

Non-current assets (or disposal groups) classified as held for sale are:

- measured at the lower of the carrying amount and fair value less costs to sell;
- not depreciated or amortised; and
- presented separately in the balance sheet (assets and liabilities should not be offset).

A discontinued operation is a component of an entity that can be distinguished operationally and financially for financial reporting purposes from the rest of the entity and:

- represents a separate major line of business or major geographical area of operation;
- is part of a single co-ordinated plan to dispose of a separate major line of business or major geographical area of operation; or
- is a subsidiary acquired exclusively with a view for resale.

An operation is classified as discontinued only at the date on which the operation meets the criteria to be classified as held for sale or when the entity has disposed of the operation. Although balance sheet information is neither restated nor remeasured for discontinued operations, the statement of comprehensive income information does have to be restated for the comparative period.

Discontinued operations are presented separately in the income statement and the cash flow statement. There are additional disclosure requirements in relation to discontinued operations.

The date of disposal of a subsidiary or disposal group is the date on which control passes. The consolidated income statement includes the results of a subsidiary or disposal group up to the date of disposal; the gain or loss on disposal is the difference between (a) the carrying amount of the net assets plus any attributable goodwill and amounts accumulated in other comprehensive income (for example, foreign translation adjustments and available-for-sale reserves); and (b) the proceeds of sale.

## **27 Equity accounting – IAS 28**

IAS 28, ‘Investments in associates and joint ventures’, requires that interests in such entities are accounted for using the equity method of accounting. An associate is an entity in which the investor has significant influence, but which is neither a subsidiary nor a joint venture of the investor. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but not to control those policies. It is presumed to exist when the investor holds at least 20% of the investee’s voting power. It is presumed not to exist when less than 20% is held. These presumptions may be rebutted. A revised version of IAS 28 was issued following the publication of IFRS 10, ‘Consolidated financial statements’, IFRS 11, ‘Joint arrangements’, and IFRS 12, ‘Disclosure of interests in other entities’, also includes the requirement to equity account interests in joint ventures. A joint venture is a joint arrangement where the parties that have joint control and have rights to the arrangement’s net assets. These revisions apply from 1 January 2013 (1 January 2014 for EU entities).

Associates and joint ventures are accounted for using the equity method unless they meet the criteria to be classified as ‘held for sale’ under IFRS 5, ‘Non-current assets held for sale and discontinued operations’. Under the equity method, the investment in the associate or joint venture is initially carried at cost. It is increased or decreased to recognise the investor’s share of the profit or loss of the associate or joint venture after the date of acquisition.

Investments in associates or joint ventures are classified as non-current assets and presented as one line item in the balance sheet (inclusive of goodwill arising on acquisition). Investments in associates or joint ventures are tested for impairment in accordance with IAS 36, ‘Impairment of assets’, as single assets if there are impairment indicators under IAS 39, ‘Financial instruments: Recognition and measurement’.

If an investor's share of its associate's or joint venture's losses exceeds the carrying amount of the investment, the carrying amount of the investment is reduced to nil. Recognition of further losses are discontinued, unless the investor has an obligation to fund the associate or joint venture or the investor has guaranteed to support the associate or joint venture.

In the separate (non-consolidated) financial statements of the investor, the investments in associates or joint venture are carried at cost or as financial assets in accordance with IAS 39.

## ***28 Joint ventures – IAS 31***

For entities outside the EU see section on Joint arrangements – IFRS 11.

Joint ventures are contractual arrangements between two or more parties where strategic financial and operating decisions for a joint economic activity are made unanimously by the entities that share control.

An entity may enter into a joint venture with another party for many reasons, and the venture may appear in an unincorporated or incorporated form. In its simplest form, a joint venture need not result in the creation of a separate entity at all. For example, 'strategic alliances' in which companies agree to work together to promote each other's products or services may also be considered joint ventures.

The key to identifying joint ventures is identifying the existence of a contractual relationship to establish joint control between two or more parties. Joint ventures fall into three categories:

- Jointly controlled operations.
- Jointly controlled assets.
- Jointly controlled entities.

The accounting treatment for the arrangement depends on the type of joint venture.

### ***Jointly controlled operations***

A jointly controlled operation involves the use of the venturers' assets and other resources rather than setting up a separate corporation, partnership or other entity. [IAS 31 para 13].

A venturer recognises in its financial statements:

- The assets that it controls and the liabilities that it incurs.
- The expenses that it incurs and its share of the income that it earns from the sale of goods and services by the joint operation.

#### *Jointly controlled assets*

Some joint ventures involve the joint control by the venturers of assets contributed to or acquired for the purposes of the joint venture. Similar to jointly controlled operations, these joint ventures do not involve establishing a separate corporation, partnership or other entity. Each venturer has control over its share of future economic benefits through its share in the jointly controlled asset. [IAS 31 paras 18, 19].

A venturer recognises in its financial statements in respect of its interests in jointly controlled assets:

- Its share of jointly controlled assets, classified according to the assets' nature.
- Any liabilities that it has incurred.
- Its share of liabilities incurred jointly with other venturers.
- Any income from the sale or use of its share of the output of the joint venture, together with its share of any expenses incurred by the joint venture.
- Any expenses that it has incurred in respect of its interest in the jointly controlled asset.

#### *Jointly controlled entities*

A jointly controlled entity involves the establishment of a separate entity, for example a corporation or partnership. Venturers contribute assets or capital to the separate entity in exchange for their interest and typically appoint members of a Board or governing committee to oversee operations. The level of contribution provided or interest obtained is not always indicative of the control in the entity. For example if two parties contribute 40% and 60% of the start-up capital for a jointly controlled entity and agree to share profits in proportion to their contributions, a joint venture will exist if the entities have a contractual agreement to establish joint control over the entity's economic activity.

Jointly controlled entities are accounted for using either proportionate consolidation or equity method accounting. Specific guidance is provided for instances where a party contributes a non-monetary asset to a jointly controlled entity in exchange for an equity interest.

*Other parties to joint ventures*

There may be parties to the contractual agreement who are not part of the exercise of joint control. These parties are investors and account for their interests under the relevant guidance for their investment.

## **28A Joint arrangements – IFRS 11**

A joint arrangement is a contractual arrangement where at least two parties agree to share control over the activities of the arrangement. Unanimous consent towards decisions about relevant activities between the parties sharing control is a requirement in order to meet the definition of joint control.

Joint arrangements can be joint operations or joint ventures. The classification is principle based and depends on the parties' exposure in relation to the arrangement.

When the parties' exposure to the arrangement only extends to the net assets of the arrangement, the arrangement is a joint venture.

Joint operators have rights to assets and obligations for liabilities. Joint operations are often not structured through separate vehicles.

When a joint arrangement is separated from the parties and included in a separate vehicle, it can be either a joint operation or a joint venture. In such cases, further analysis is required on the legal form of the separate vehicle, the terms and conditions included in the contractual agreement and sometimes, other facts and circumstances. This is because in practice, the latter two can override the principles derived from the legal form of the separate vehicle.

Joint operators account for their rights to assets and obligations for liabilities. Joint ventures account for their interest by using the equity method of accounting.

## ***Other subjects***

### ***29 Related-party disclosures – IAS 24***

Under IAS 24 disclosures of an entity's transactions with related parties are required. Related parties include:

- parents;
- subsidiaries;
- fellow subsidiaries;
- associates of the entity and other members of the group;
- joint ventures of the entity and other members of the group;
- members of key management personnel of the entity or of a parent of the entity (and close members of their families);
- persons with control, joint control or significant influence over the entity (and close members of their families); and
- post-employment benefit plans.

Finance providers are not related parties simply because of their normal dealings with the entity.

Management discloses the name of the entity's parent and, if different, the ultimate controlling party (which could be a person). Relationships between a parent and its subsidiaries are disclosed irrespective of whether there have been transactions with them.

Where there have been related-party transactions during the period, management discloses the nature of the relationship and information about the transactions and outstanding balances – including commitments – necessary for users to understand the potential impact of the relationship on the financial statements. Disclosure is made by category of related party and by major type of transaction. Items of a similar nature may be disclosed in aggregate, except when separate disclosure is necessary for an understanding of the effects of related-party transactions on the entity's financial statements.

Management only discloses that related-party transactions were made on terms equivalent to those that prevail in arm's length transactions if such terms can be substantiated.

An entity is exempt from the disclosure of transactions (and outstanding balances) with a related party that is either a government that has control, joint control or significant influence over the entity, or is another entity that is under the control, joint control or significant influence of the same government as the entity. Where the entity applies the exemption, it discloses the name of the government and the nature of its relationship with the entity. It also discloses the nature and amount of each individually significant transaction and the qualitative or quantitative extent of any collectively significant transactions.

### ***30 Cash flow statements – IAS 7***

The statement of cash flows (cash flow statement) is one of the primary statements in financial reporting (along with the statement of comprehensive income, the balance sheet and the statement of changes in equity). It presents the generation and use of 'cash and cash equivalents' by category (operating, investing and finance) over a specific period of time. It provides users with a basis to assess the entity's ability to generate and utilise its cash.

Operating activities are the entity's revenue-producing activities. Investing activities are the acquisition and disposal of long-term assets (including business combinations) and investments that are not cash equivalents. Financing activities are changes in equity and borrowings.

Management may present operating cash flows by using either the direct method (gross cash receipts/payments) or the indirect method (adjusting net profit or loss for non-operating and non-cash transactions, and for changes in working capital).

Cash flows from investing and financing activities are reported separately gross (that is, gross cash receipts and gross cash payments) unless they meet certain specified criteria.

The cash flows arising from dividends and interest receipts and payments are classified on a consistent basis and are separately disclosed under the activity appropriate to their nature. Cash flows relating to taxation on income are classified and separately disclosed under operating activities unless they can be specifically attributed to investing or financing activities.

The total that summarises the effect of the operating, investing and financing cash flows is the movement in the balance of cash and cash equivalents for the period.

Separate disclosure is made of significant non-cash transactions (such as the issue of equity for the acquisition of a subsidiary or the acquisition of an asset through a finance lease). Non-cash transactions include impairment losses/reversals; depreciation; amortisation; fair value gains/losses; and income statement charges for provisions.

### ***31 Interim reports – IAS 34***

There is no IFRS requirement for an entity to publish interim financial statements. However, a number of countries either require or recommend their publication, in particular for public companies.

The AIM Rules do not mandate the use of IAS 34 in half-yearly reports. AIM companies, therefore, have the choice of whether to prepare half-yearly reports under IAS 34 or to comply with the minimum disclosures in the AIM rule 18. IAS 34, ‘Interim financial reporting’, applies where an entity publishes an interim financial report in accordance with IFRS. IAS 34 sets out the minimum content that an interim financial report should contain and the principles that should be used in recognising and measuring the transactions and balances included in that report.

Entities may either prepare full IFRS financial statements (conforming to the requirements of IAS 1, ‘Presentation of financial statements’) or condensed financial statements. Condensed reporting is the more common approach. Condensed financial statements include a condensed statement of financial position (balance sheet), a condensed statement or statements of profit or loss and other comprehensive income (income statement and statement of other comprehensive income, if presented separately), a condensed statement of cash flows, a condensed statement of changes in equity and selected explanatory notes.

An entity generally uses the same accounting policies for recognising and measuring assets, liabilities, revenues, expenses and gains and losses at interim dates as those to be used in the current year annual financial statements.

There are special measurement requirements for certain costs that can only be determined on an annual basis (for example, items such as tax that is calculated based on an estimated full-year effective rate), and the use of estimates in the interim financial statements. An impairment loss recognised in a previous interim period in respect of goodwill, or an investment in either an equity instrument or a financial asset carried at cost, is not reversed.

As a minimum, current period and comparative figures (condensed or complete) are disclosed as follows:

- Statement of financial position (balance sheet) – as of the current interim period end with comparatives for the immediately preceding year end.
- Statement of profit or loss and other comprehensive income (or, if presented separately, income statement and statement of other comprehensive income) – current interim period, financial year to date and comparatives for the same preceding periods (interim and year to date).
- Cash flow statement and statement of changes in equity – financial year to date with comparatives for the same year to date period of the preceding year.
- Explanatory notes.

IAS 34 sets out some criteria to determine what information should be disclosed in the interim financial statements. These include:

- materiality to the overall interim financial statements;
- unusual or irregular items;
- changes since previous reporting periods that have a significant effect on the interim financial statements (of the current or previous reporting financial year);
- relevance to the understanding of estimates used in the interim financial statements; and
- the overriding objective is to ensure that an interim financial report includes all information that is relevant to understanding an entity's financial position and performance during the interim period.

## **32 Service concession arrangements – SIC 29 and IFRIC 12**

There is no specific IFRS that applies to public-to-private service concession arrangements for delivery of public services. IFRIC 12 ‘Service concession arrangements’ interprets various standards in setting out the accounting requirements for service concession arrangements while SIC 29 ‘Services concession arrangements: Disclosures’ contains disclosure requirements.

IFRIC 12 applies to public-to-private service concession arrangements in which the public sector body (the grantor) controls and/or regulates the services provided with the infrastructure by the private sector entity (the operator).

The concession arrangement also addresses to whom the operator should provide the services and at what price. The grantor controls any significant residual interest in the infrastructure.

As the infrastructure is controlled by the grantor, the operator does not recognise the infrastructure as its property, plant and equipment; nor does the operator recognise a finance lease receivable for leasing the public service infrastructure to the grantor, regardless of the extent to which the operator bears the risk and rewards incidental to ownership of the assets.

The operator recognises a financial asset to the extent that it has an unconditional contractual right to receive cash irrespective of the usage of the infrastructure.

The operator recognises an intangible asset to the extent that it receives a right (a licence) to charge users of the public service.

Under both the financial asset and the intangible asset models, the operator accounts for revenue and costs relating to construction or upgrade services in accordance with IAS 11, ‘Construction contracts’. The operator recognises revenue and costs relating to operation services in accordance with IAS 18, ‘Revenue’. Any contractual obligation to maintain or restore infrastructure, except for upgrade services, is recognised in accordance with IAS 37, ‘Provisions, contingent liabilities and contingent assets’.

### **33 Retirement benefit plans – IAS 26**

Financial statements for retirement benefit plans prepared in accordance with IFRS should comply with IAS 26, 'Accounting and reporting by retirement benefit plans'. All other standards apply to the financial statements of retirement benefit plans to the extent that they are not superseded by IAS 26.

IAS 26 requires the report for a defined contribution plan to include:

- a statement of net assets available for benefits;
- a statement of changes in net assets available for benefits;
- a summary of significant accounting policies;
- a description of the plan and the effect of any changes in the plan during the period; and
- a description of the funding policy.

IAS 26 requires the report for a defined benefit plan to include:

- either a statement that shows the net assets available for benefits, the actuarial present value of promised retirement benefits and the resulting excess or deficit, or a reference to this information in an accompanying actuarial report;
- a statement of changes in net assets available for benefits;
- a summary of significant accounting policies; and
- a description of the plan and the effect of any changes in the plan during the period.

The report also explains the relationship between the actuarial present value of promised retirement benefits, the net assets available for benefits and the policy for the funding of promised benefits. Investments held by all retirement plans (whether defined benefit or defined contribution) are carried at fair value.

### 34 Fair value measurement – IFRS 13

The IASB issued IFRS 13 as a common framework for measuring fair value when required or permitted by another IFRS.

IFRS 13 defines fair value as “*The price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.*” [IFRS 13 para 9]. The key principle is that fair value is the exit price from the perspective of market participants who hold the asset or owe the liability at the measurement date. It is based on the perspective of market participants rather than the entity itself, so fair value is not affected by an entity’s intentions towards the asset, liability or equity item that is being fair valued.

A fair value measurement requires management to determine four things: the particular asset or liability that is the subject of the measurement (consistent with its unit of account); the highest and best use for a non-financial asset; the principal (or most advantageous) market; and the valuation technique. [IFRS 13 para B2].

In our view, many of the requirements in IFRS 13 are largely consistent with valuation practices that already operate today. As such, IFRS 13 is unlikely to result in substantial change in many cases. However, IFRS 13 introduces a few changes:

- A fair value hierarchy for non-financial assets and liabilities, similar to what IFRS 7 currently prescribes for financial instruments;
- A requirement for the fair value of all liabilities, including derivative liabilities, to be determined based on the assumption that the liability will be transferred to another party rather than otherwise settled or extinguished;
- The removal of the requirement to use bid and ask prices for actively-quoted financial assets and financial liabilities respectively. Instead, the most representative price within the bid-ask spread should be used; and
- The introduction of additional disclosures related to fair value.

IFRS 13 addresses how to measure fair value but does not stipulate when fair value can or should be used.

### **35 Management commentary**

The IFRS Practice Statement (PS) provides non-mandatory guidance for the presentation of management commentary. The PS is not an IFRS.

Management commentary is a narrative report that relates to a set of financial statements and describes the entity's objectives and strategies for achieving those objectives. Management commentary provides historical explanations of the financial position, performance and cash flows of the entity and provides commentary on the entity's prospects.

The PS sets out the principles, qualitative characteristics and elements of management commentary that are necessary to provide users of financial reports with useful information. Entities are free to adapt the suggested disclosures according to their individual circumstances.

## ***Industry-specific topics***

### ***36 Agriculture – IAS 41***

Agricultural activity is defined as the managed biological transformation and harvest of biological assets (living animals and plants) for sale or for conversion into agricultural produce (harvested product of biological assets) or into additional biological assets.

All biological assets are measured at fair value less costs to sell, with the change in the carrying amount reported as part of profit or loss from operating activities. Agricultural produce harvested from an entity's biological assets is measured at fair value less costs to sell at the point of harvest.

Costs to sell include commissions to brokers and dealers, levies by regulatory agencies and commodity exchanges and transfer taxes and duties. Costs to sell exclude transport and other costs necessary to get assets to market as these are generally reflected in the fair value measurement (see para 2.7 below).

The fair value is measured in terms of IFRS 13.

One of the most significant changes with regard to the fair value measurement of biological assets as a result of the introduction of IFRS 13 is the market to which the entity should look when measuring fair value. Before IFRS 13, IAS 41 required the use of entity-specific measures when measuring fair value. IFRS 13 looks to the principal market for the asset. The fair value measurement should represent the price in that market (whether that price is directly observable or estimated using another valuation technique), even if the price in a different market is potentially more advantageous at the measurement date. [IFRS 13 para 18]. In the absence of a principal market, the entity should use the price in the most advantageous market for the relevant asset.

### ***37 Extractive industries – IFRS 6***

IFRS 6, 'Exploration for and evaluation of mineral resources', addresses the financial reporting for the exploration for and evaluation of mineral resources. It does not address other aspects of accounting by entities engaged in the exploration for and evaluation of mineral reserves (such as activities before an entity has acquired the legal right to explore or after the technical feasibility and commercial viability to extract resources have been demonstrated).

Activities outside the scope of IFRS 6 are accounted for according to the applicable standards (such as IAS 16, ‘Property, plant and equipment’, IAS 37, ‘Provisions, contingent liabilities and contingent assets’, and IAS 38, ‘Intangible assets’).

The accounting policy adopted for the recognition of exploration and evaluation assets should result in information that is relevant and reliable. As a concession, certain further rules in IAS 8, ‘Accounting policies, changes in accounting estimates and errors’, need not be applied. This permits companies in this sector to continue, for the time being, to apply policies that were followed under national GAAP that would not comply with the requirements of IFRS. The accounting policy may be changed only if the change makes the financial statements more relevant and no less reliable, or more reliable and no less relevant – in other words, if the new accounting policy takes it closer to the requirements in the IASB’s Framework.

Exploration and evaluation assets are initially measured at cost. They are classified as tangible or intangible assets, according to the nature of the assets acquired. Management applies that classification consistently. After recognition, management applies either the cost model or the revaluation model to the exploration and evaluation assets, based on IAS 16, ‘Property, plant and equipment’, or IAS 38, ‘Intangible assets’, according to nature of the assets. As soon as technical feasibility and commercial viability are determined, the assets are no longer classified as exploration and evaluation assets.

The exploration and evaluation assets are tested for impairment when facts and circumstances suggest that the carrying amounts may not be recovered. The assets are also tested for impairment before reclassification out of exploration and evaluation. The impairment is measured, presented and disclosed according to IAS 36, ‘Impairment of assets’, except that exploration and evaluation assets are allocated to cash-generating units or groups of cash-generating units no larger than a segment. Management discloses the accounting policy adopted, as well as the amount of assets, liabilities, income and expense and investing cash flows arising from the exploration and evaluation of mineral resources.

IFRIC 20, ‘Stripping costs in the production phase of a surface mine’, applies to waste removal costs incurred in surface mining activity during the production phase.



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