

HKFRS / IFRS UPDATE 2015/10

IFRS INTERPRETATIONS COMMITTEE - AGENDA REJECTIONS (SEPTEMBER 2015)



Background

This Update summarises issues that the IFRS Interpretations Committee (the Interpretations Committee) decided not to take onto its agenda at its September 2015 meeting, which were reported in its public newsletter (the IFRIC Update). Although these agenda rejections do not represent authoritative guidance issued by the International Accounting Standards Board (IASB), in practice they are regarded as being highly persuasive. All entities that report in accordance with IFRS need to be aware of these agenda rejections, and may need to modify their accounting approach. More detailed background about agenda rejections is set out below.

The Interpretations Committee is the interpretative body of the IASB. The role of the Interpretations Committee is to provide guidance on financial reporting issues which have been identified and which are not specifically addressed in IFRS, or where unsatisfactory or conflicting interpretations either have developed, or appear likely to develop.

Any party which has an interest in financial reporting is encouraged to submit issues to the Interpretations Committee when it is considered to be important that the issue is addressed by either the Interpretations Committee itself, or by the IASB. When issues are raised, the Interpretations Committee normally consults a range of other parties, including national accounting standard setting bodies, other organisations involved with accounting standard setting, and securities regulators.

At each of its meetings, the Interpretations Committee considers new issues that have been raised, and decides whether they should be added to its agenda. For those issues that are not added to the agenda, a tentative agenda decision is published in the IFRIC Update newsletter which is issued shortly after each of the Interpretations Committee's meetings. These tentative agenda decisions are open to public comment for a period of 60 days, after which point they are taken back to the Interpretations Committee for further consideration in the light of any comment letters which have been received and further analysis carried out by the Staff. The tentative agenda decision is then either confirmed and reported in the next IFRIC Update, or the issue is either subjected to further consideration by the Interpretations Committee's agenda or referred to the IASB.

Interpretations Committee agenda decisions do not represent authoritative guidance. However, they do set out the Interpretations Committee's rationale for not taking an issue onto its agenda (or referring it to the IASB). It is noted on the IFRS Foundation's website that they 'should be seen as helpful, informative and persuasive'. In practice, it is expected that

STATUS

Final

EFFECTIVE DATE

Immediate

ACCOUNTING IMPACT

Clarification of IFRS requirements.

May lead to changes in practice.

entities reporting in accordance with IFRS will take account of and follow the agenda decisions and this is the approach which is followed by securities regulators worldwide.

Given that HKFRS is fully converged with IFRS, these agenda decisions are also informative and persuasive to HKFRS financial statements preparers. HKFRS has identical financial reporting standard and paragraph references as IFRS. For example, if a reference is made to "IFRS 10.B86(c)" the equivalent HKFRS paragraph is "HKFRS 10.B86(c)".

Agenda decisions that were finalised at the September 2015 meeting

No agenda decisions were finalised at the September 2015 meeting.

Tentative agenda decisions at the September 2015 meeting

- IFRS 5 Non-current Assets Held for Sale and Discontinued Operations – To what extent can an impairment loss be allocated to non-current assets within a disposal group?*
- IFRS 5 Non-current Assets Held for Sale and Discontinued Operations – How to present intragroup transactions between continuing and discontinued operations*
- IFRS 5 Non-current Assets Held for Sale and Discontinued Operations – Various IFRS 5-related issues*
- IFRS 9 Financial Instruments - Transition for hedge accounting*
- IFRS 11 Joint Arrangements – Remeasurement of previously held interests: Various transactions*
- IAS 32 Financial Instruments: Presentation – Classification of the liability for a prepaid card in the issuer's financial statements*
- IAS 39 Financial Instruments: Recognition and Measurement – Separation of an embedded interest rate floor from a floating rate host contract in a negative interest rate environment*

Each of these is discussed below, split between those which are expected to have wide application and those which are narrower in focus.

Tentative agenda decisions at the September 2015 meeting – wide application

IFRS 5 Non-current Assets Held for Sale and Discontinued Operations – To what extent can an impairment loss be allocated to non-current assets within a disposal group?

The question received by the Interpretations Committee related to a measurement requirement of IFRS 5. Specifically, the Interpretations Committee was asked to clarify whether the allocation of an impairment loss recognised for a disposal group can reduce the carrying amount of non-current assets in the disposal group (that are within the scope of measurement requirements of IFRS 5) to an amount that is lower than their fair value less costs of disposal or their value in use.

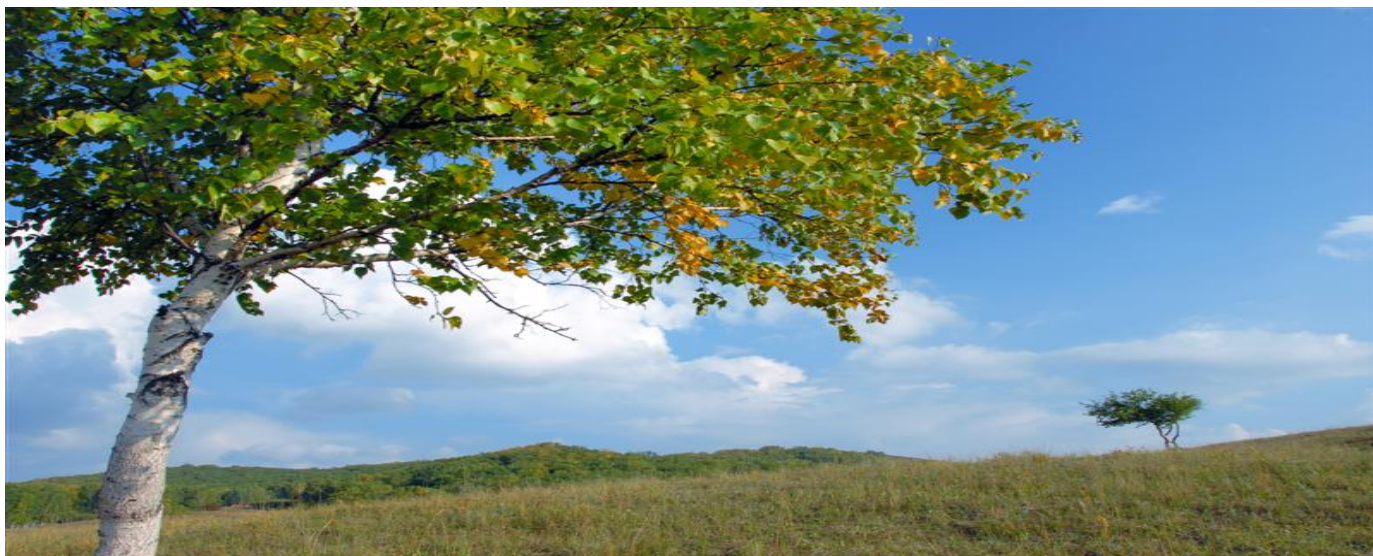
The Interpretations Committee noted that the recognition of impairment for a disposal group is addressed in paragraph 23 of IFRS 5, and refers only to paragraphs 104 and 122 of IAS 36 Impairment of Assets which contain guidance for the order of allocation of impairment losses to non-current assets. The Interpretations Committee also observed that the restriction in paragraph 105 of IAS 36, not to reduce the carrying amount of an asset below the higher of its fair value less costs of disposal, its value in use and zero, does not apply when allocating an impairment loss for a disposal group to the non-current assets that are within the scope of the measurement requirements of IFRS 5.

Therefore the Interpretations Committee took this to mean that the amount of an impairment that should be recognised for a disposal group would not be restricted by the fair value less costs of disposal or value in use of those non-current assets that are within the measurement requirements of IFRS 5.

While the Interpretations Committee has observed that some diversity in practice currently exists, the above analysis shows that there is sufficient guidance in IFRS. Consequently, the Interpretations Committee tentatively decided not to take the item onto its agenda.

BDO comment

If finalised, the tentative agenda decision would clarify that the 'higher of test' in paragraph 105 of IAS 36 does not apply when allocating an impairment loss to the non-current assets of a disposal group classified as held for sale in accordance with IFRS 5.



IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations – How to present intragroup transactions between continuing and discontinued operations*

The request received by the Interpretations Committee referred to the presentation of intragroup transactions between continuing and discontinued operations.

Paragraph 30 of IFRS 5 requires an entity to present and disclose information that enables users of financial statements to evaluate the financial effects of discontinued operations and disposals of non-current assets (or disposal groups), but IFRS 5 does not contain guidance setting out how intragroup transactions between continuing and discontinued operations should be eliminated.

The Interpretations Committee noted that there are no requirements or guidance in IFRS 5 or IAS 1 *Presentation of Financial Statements* in relation to the presentation of discontinued operations that override the consolidation requirements in IFRS 10 *Consolidated Financial Statements*.

It was also noted that paragraph B86(c) of IFRS 10 requires the elimination of income/expenses of intragroup transactions and not only intragroup profit. Accordingly, an entity would be required to eliminate intragroup sales and purchases in their entirety.

In light of the above analysis and the requirements of paragraph 30 of IFRS 5, the Interpretations Committee observed that entities may have to provide additional disclosures in the notes to their financial statements so users are capable of evaluating the financial effects of discontinued operations.

In light of the existing IFRS requirements, the Interpretations Committee tentatively decided that sufficient guidance exists and that this item should not be taken onto its agenda.

BDO comment

The tentative decision illustrates the importance of providing useful disclosures in financial statements to enable users to evaluate the financial effects of transactions.

IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations – Various IFRS 5 related issues*

The following issues relating to the application of IFRS 5 requirements were discussed by the Interpretations Committee:

Scope

- a. The issue relates to whether certain types of planned loss of control events, other than loss of control through sale or distribution, can result in a held-for-sale classification in accordance with IFRS. For example, loss of control of a subsidiary due to dilution of the shares held by the entity, or call options held by a non-controlling shareholder or a modification of a shareholders' agreement.
- b. The issue relates to whether IFRS 5 applies to a disposal group that consists mainly, or entirely, of financial instruments that are within the scope of IFRS 9 *Financial Instruments*.

Measurement

- c. The issue relates to a situation where the difference between the carrying amount and the fair value less costs to sell of a disposal group exceeds the carrying amount of the non-current assets in the disposal group. In this situation, should the amount of impairment losses be limited to the carrying amount of:
- Non-current assets within the scope of the measurement requirements of IFRS 5
 - The net assets of a disposal group
 - The total assets of a disposal group; or
 - The non-current assets with a liability being recognised for the excess, if any?
- d. The issue relates to the reversal of an impairment loss of goodwill in a disposal group. Specifically, should the allocation of all or part of a previous impairment loss to goodwill limit the amount of an impairment reversal that can be recognised against other assets in the disposal group?

Presentation

- e. The issue relates to how the definition of 'discontinued operation' should be interpreted, especially with regard to the notion of 'separate major line of business or geographical area of operations'.
- f. The issue relates to a situation where there has been a change to a plan to dispose of a disposal group, which consists of both a subsidiary and other non-current assets, resulting in the disposal group no longer being classified as held for sale. The issue that arises relates to paragraph 28 of IFRS 5, which indicates that the remeasurement adjustments relating to the subsidiary and the other non-current assets should be recognised in different accounting periods. A related issue is whether any retrospective amendment should apply to presentation as well as to measurement.

Given that IFRS 5 has been described as a possible research project in the *Request for Views 2015 Agenda Consultation*, the Interpretations Committee tentatively concluded that it was better to wait until the *2015 Agenda Consultation* is completed before further discussing the issues described above.

IFRS 11 *Joint Arrangements – Remeasurement of previously held interests: Various transactions*

The Interpretations Committee was asked to clarify whether an entity should remeasure previously held interests in the assets and liabilities of a joint operation when the asset or group of assets involved in such transactions do not meet

the definition of a business in accordance with IFRS 3 *Business Combinations*, for the following transactions:

- Obtaining control of a joint operation, through either holding joint control in, or being a party to a joint operation prior to the transaction, and
- A change of ownership interests that results in a party to a joint operation obtaining joint control over the joint operation. Prior to the transaction taking place, the party to the joint operation would have had rights to the assets and obligations for the liabilities.

The Interpretations Committee noted that guidance on accounting for an asset acquisition, where the asset or group of assets do not meet the definition of a business, is included in paragraph 2(b) of IFRS 3.

The Interpretations Committee observed that it was not aware of significant diversity in practice, and tentatively decided not to take this item onto its agenda.

BDO comment

The tentative decision illustrates that any transaction that results in an entity gaining control of an entity that was previously a joint operation and where the assets or groups of assets involved do not constitute a business should be accounted for as an asset acquisition at their relative fair values on acquisition date.

Tentative agenda decisions at the September 2015 meeting – narrow application

IFRS 9 *Financial Instruments - Transition for hedge accounting*

The request for guidance received by the Interpretations Committee relates to the transition from IAS 39 *Financial Instruments: Recognition and Measurement* to IFRS 9 *Financial Instruments* and consists of the following two issues:

Issue 1 – Can an entity treat a hedging relationship as a continuing hedge relationship upon transition to IFRS 9 when the designation of a non-financial item changes?

The first issue the Interpretations Committee was asked to clarify was whether an entity is able to treat a hedging relationship as a continuing hedging relationship on transition from IAS 39 to IFRS 9 if that entity changes the hedged item in a hedging relationship from a non-financial item in its entirety (the designation permitted by IAS 39) to a component of the non-financial item (as permitted by IFRS 9), in order to align the hedge with the entity's risk management objective.



The Interpretation Committee noted that if, on transition to IFRS 9, an entity changes the hedged item in a hedging relationship from an entirely non-financial item to a component of the non-financial item this must be performed on a prospective basis. It also observed that IFRS 9 prohibits (except in the limited circumstances described in paragraph 7.2.26 of IFRS 9) an entity from changing the hedged item while continuing the original hedging relationship since this would be equivalent to the retrospective application of the hedging accounting requirements .

Issue 2 – Can an entity continue with the original hedge designation of the entire non-financial item under IFRS 9?

The second issue the Interpretations Committee was asked to consider was whether an entity can continue with its original hedge designation of the non-financial item in its entirety when it transitions from IAS 39 to IFRS 9. The Interpretation committee noted that IFRS 9:

- Supports the use of hedge designations that are not exact copies of actual risk management ('proxy hedging') so long as they reflect risk management. In order for the 'proxy hedging' to reflect risk management it must relate to the same type of risk that is being managed as well as the same type of instruments that are being used for that purpose
- Does not appear to restrict the use of proxy hedging to cases where IFRS 9 prohibits an entity from designating hedged items in accordance with its actual risk management.

As a result, the Interpretations Committee concluded that when an entity transitions to IFRS 9 a hedge designation of a non-financial item in its entirety could continue as long as it meets the qualifying criteria in IFRS 9.

In the light of existing guidance in IFRS, the Interpretations Committee tentatively decided not to take this item onto its agenda.

IAS 32 Financial Instruments: Presentation – Classification of the liability for a prepaid card in the issuer's financial statements

The Interpretations Committee discussed how an entity would classify a liability arising from the issue of a prepaid card, and how the entity should account for any unspent balance on a card with the following terms:

- No expiry date
- Cannot be refunded, redeemed or exchanged for cash
- Redeemable only for goods or services
- Redeemable only at selected merchants (including with the entity itself), and depending upon the card programme, ranges from a single merchant to all merchants that accept a specific card network
- No back-end fees
- Is not issued as part of a customer loyalty programme.

The Interpretations Committee observed that a financial liability arises when the prepaid card is issued because:

- The entity has a contractual obligation to deliver cash to one of the selected merchants on behalf of the cardholder if the prepaid card is used to purchase items from one of those merchants
- Even though it is possible for the prepaid card to be redeemed with the entity itself, this is only one possibility and the entity does not have an unconditional right to avoid delivering cash to settle the obligation if the card is used at one of the third party merchants.

The entity would subsequently apply IFRS 9 (or IAS 39) to determine whether and when to derecognise the liability for a prepaid card.

In light of the existing guidance in IFRS, the Interpretations Committee tentatively decided not to take this item onto its agenda.

IAS 39 *Financial Instruments: Recognition and Measurement – separation of an embedded interest rate floor from a floating rate host contract in a negative interest rate environment*

The Interpretations Committee was asked to clarify the application of the embedded derivative requirements in IAS 39 (ie determining whether an embedded derivative is closely related to the host contract) when an entity is operating in a negative interest rate environment.

As part of its analysis, the Interpretations Committee considered whether paragraph AG33(b) of IAS 39 should apply to the above issue and, if so, how to determine the 'market rate of interest' referred to in that paragraph.

The Interpretations Committee observed that the IAS 39 does not make any distinction between negative or positive interest rates. For this reason an entity should apply

paragraph AG33(b) of IAS 39 when determining whether to separate an embedded interest rate floor from a floating rate host contract when the entity is operating in a negative interest rate environment in the same way that it would be applied if the entity was operating in a positive interest rate environment. The Interpretations Committee also observed that an entity applying paragraph AG33(b) of IAS 39 should determine the 'market rate of interest' by considering the specific terms of the contract, including the relevant credit or other spreads appropriate for the counterparty and the market in which it is operating. This is because the term 'market rate of interest' is linked to the concept of fair value as defined in IFRS 13 Fair Value Measurement and is described in paragraph AG64 of IAS 39 as the rate of interest 'for a similar instrument with a similar credit rating'.

In light of the existing guidance in IFRS, the Interpretations Committee tentatively decided not to take this item onto its agenda.

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