

**Submission by Tony Shearer (dated 17th April 2013) on the Provisional Findings of the
Competition Commission into the Statutory Audit Services for Large Companies
Enquiry**

Much of the Provisional Findings make sense. However the Commission's Provisional Findings do not seem to recognize that:

- a. The quality of too many of the audits carried out by the Big 4 is very poor;
- b. Their work is often compromised by significant conflicts of interest;
- c. The remuneration of the partners of the Big 4 is excessive; and
- d. No worthwhile sanctions have been applied against the Big 4, nor even have any criticisms made of their work even when it is been blatantly poor.

Good examples of their very poor work are the so-called audits of RBS by Deloitte and of HBoS, Kaupthing Singer & Friedlander, and Kaupthing by KPMG.

In my opinion the Commissions should address these issues directly. If it does so now, I believe that it would find that:

1. The Big 4 have so expanded their practices that they have lost focus on audit, even though that function is strategically important to the UK and is a protected monopoly service;
2. The Big 4 have, and continue to, exercise undue influence on Government, the Treasury, legislators, the Financial Reporting Council ("FRC"), and other regulatory bodies. For example, it is impossible for those who have a different view to the Big 4 to have their views even listened to by these bodies; and this compares with the easy access that the Big 4 have to those bodies;
3. There is as a matter of fact a lack of competition in respect of audit services for the larger companies and particular for those in the financial sector.

Accordingly the Competition Commission would in my view find that:

1. there is an Anti-Competitive Practice that exists and has existed for a number of years; and
2. this Practice is getting stronger; and
3. the members of the Big 4 are acting against the public interest.

I attach the submissions that I made to the Commissions on 29th August 2012 and 13th April 2103 as I believe that these are still valid.

Tony Shearer

17th April 2013

Submission by Tony Shearer (dated 29th August 2012)

on the paper “Development of the statutory financial audit”

prepared for the Competition Commission’s enquiry into the Audit Market

1. For some years the requirement has been that financial statements give a “true and fair view”. The development of Accounting and Auditing Standards has resulted in detailed interpretations of accounting policies and practices in preparing financial statements.
2. As a result auditors have increasingly avoided using their judgement, and have adopted a box ticking mentality. This has meant that if a detailed part of the accounts has been prepared in accordance with an accounting standard, auditors have ignored whether the accounts as a whole give a “true and fair view”: They have over-ridden their duty to report on whether the accounts give a “true and fair view” in favour of ticking all the boxes of the detailed interpretations.
3. Since the late 1970s Company Law has adopted a definition of “distributable profits”. This has placed greater emphasis on the adoption of accounting standards at the expense of the true and fair view.
4. The reduction in the number of the large auditing firms through mergers and the dissolution of Arthur Andersen has created an elite of four large auditing firms. These four firms have enormous influence over the accounting profession and also over the Government. In my submission of 13th April 2012 I explain how the growth of this elite into non-audit areas has resulted in a reduction in their focus on audit and in the importance of doing quality audits. For example, how many of their best people are auditing or providing other services?
5. The greed of the big auditing firms and their dominance of the City and of Governments has resulted in them becoming very large suppliers of services to successive Governments, and suppliers of free or below cost people and services to the political parties. This has resulted in them having undue influence generally, and specifically over policy and law.
6. Notwithstanding their massive and evident failings in their audits of the banks, the elite auditing firms carry massive influence with the regulators. The FSA uses them to carry out investigations for it, and their people are appointed to senior positions within the regulatory structure, and within the regulated firms.
7. Conflicts of interest between the large firms of auditors and the regulators, the City of London and Government have resulted in all of them losing their objectivity and independence. For example, why have no partners or firms been prosecuted or even disciplined over the failures of the “Bank Audits”? Can the profession “afford” the collapse of one or more of the four elite firms? These firms have now become “too big to fail (or to be disciplined)”; they are also “too big to manage”.

Submission by Tony Shearer

on the Competition Commission's enquiry into the Audit Market

13th April 2012

- 1) Audits of the accounts of businesses are strategically important to the UK.
 - a) Reliable financial information is essential to trading and investing activities, as well as to others such as regulators. Suppliers and customers as well as investors need information about the ability of businesses to repay their debts and their ability to survive.
 - b) Audited financial information is not the only source of such assurances or information, but an important part.
 - c) Even if all the "interested parties" do not read the financial information themselves, they acquire the information through "osmosis".
- 2) The firms of auditors have frequently failed to carry out their work with proper diligence.
 - a) Inappropriate accounting policies (for example those set out by International Financial Reporting Standards "IFRS") played an important part in the banking failures.
 - b) Auditors measured the requirement for financial statements to give a "true and fair view" against inappropriate reporting standards, such as IFRS. In addition auditors performed poor audit work, and also allowed a "box-ticking mentality" through compliance with detailed requirements (for instance under Company law) to override the requirement that accounts give a "true and fair view".
 - c) The drive to introduce IFRS in the mid-2000s came from the auditing firms seeing the extra revenues that actuaries had generated through the adoption of Financial Reporting Standards on accounting for pension funds in the accounts of the employing company, and seeking to generate extra revenues for themselves. In doing this they focused on the theoretical, rather than the practical, impacts of IFRS.
- 3) Over the past 30 years the major auditing firms have diversified their businesses, and their auditing business are now smaller than their non-audit activities.
 - a) These non-audit services are not of strategic importance to the UK.
 - b) The senior management of many of the large auditing firms now come from backgrounds other than audit.
 - c) The major auditing firms have lost their focus, and audit is no longer the most important aspect of their businesses.
 - d) The strategically important issue of auditing is no longer sufficiently important to the auditing firms.
- 4) The Competition Commission should in my opinion, require:

- a) Firms that seek to audit the accounts of “major businesses” to ensure that their focus is on audit. To do this they should require those firms to divest themselves of all non-audit services; and
 - b) All firms of auditors to improve their audit work, and to ensure that Financial Reporting Standards are appropriate, and not introduced as a means of generating extra revenues for the auditing firms and in a futile search for international harmony.
- 5) This submission summarises the specific issues without attempting to repeat the mass of evidence that is available to support the conclusions.

Tony Shearer, 13th April 2012.

Tony Shearer started his career as a chartered accountant, and has held senior executive roles in investment management, banking, insurance, and technology. He is a former partner in Deloitte Haskins & Sells, former Finance Director and Chief Operating Officer of M&G Group, former Finance Director and Chief Executive of Singer & Friedlander, and for the last 6 years has developed a portfolio of non-executive directorships.

Tony is Non-Executive Chairman of Abbey Protection plc (AIM listed specialist insurance and consultancy), Triple Plate Junction (AIM listed gold explorer), and Updata (financial software company), and a Non-Executive director of Harvard International (AIM listed consumer electrical group) and Sanctuary Partners (mineral trader). He has been chairman of Uruguay Mineral Exploration Inc (the AIM listed gold producer), Gees Haulage, UK Wealth Management, and Caxton FX (foreign exchange broker).

Tony has written numerous articles, appeared on BBC Television, BBC Radio, Channel 4 and Skye commenting on the “Banking crisis” and, in his earlier career, on accounting and Company Law issues. He has also given written and oral evidence to the Treasury Select Committee on his experiences of the FSA’s regulatory failures.