



Department  
for Business  
Innovation & Skills

**UK IMPLEMENTATION OF EU  
ACCOUNTING DIRECTIVE**

Chapters 1-9: Annual financial  
statements, consolidated  
financial statements, related  
reports of certain types of  
undertakings and general  
requirements for audit

**RESPONSE FORM**

AUGUST 2014

## UK Implementation of the EU Accounting Directive – Chapters 1-9: Annual financial statements, consolidated financial statements, related reports of certain types of undertakings and general requirements for audit

### Consultation response form

The Department may, in accordance with the Code of Practice on Access to Government Information, make available, on public request, individual responses.

The closing date for this consultation is 24 October 2014

Name:

Organisation (if applicable):

Address:

Please return completed forms to:

John Conway

Corporate Frameworks, Accountability and Governance

Department of Business, Innovation and Skills

3<sup>rd</sup> Floor, Spur 2

1 Victoria Street

London SW1H 0ET

Telephone: 020 7215 6402

Email: [Accounting\\_Directive@bis.gsi.gov.uk](mailto:Accounting_Directive@bis.gsi.gov.uk)

Please tick a box from the list below that best describes you as a respondent.

✓	Business representative organisation/trade body
	Non-government standard setting/regulatory body
	Charity or social enterprise
	Individual
	Large business (over 250 staff)
	Legal representative
	Local Government
	Medium business (50 to 250 staff)
	Micro business (up to 9 staff)
	Small business (10 to 49 staff)

	Trade union or staff association
	Other (please describe)

## SECTION 6. The Government's Approach to Implementation

Question 1: Do you agree that the Government should maintain the UK's existing approach to financial reporting and only introduce changes where imposed by the Directive or where new options have been introduced? (*Paras 6.3-6.4*)

☐ Yes ☒ No ☐ Not sure

Please provide information in support of your answer:

The Government has an opportunity to consider its position in respect of legislation for small and medium size companies to file abridged accounts. In the positive environment of "Open Data" and "Transparency", with the focus on lending to SMEs, it is a contradiction to make less information available that prevents organisations to form more positive and accurate views about a business which facilitates free flow trade credit and new lending opportunities.

Question 2: Do you agree that the Government should maintain the current position of providing discrete regulations for small companies and for large and medium-sized companies? (*Para 6.7*)

☐ Yes ☐ No ☒ Not sure

Please provide information in support of your answer:

BIPA would welcome a consolidation of regulations where it would result in the availability of more information on organisations; BIPA strongly disagrees with any consolidation which would result in less data being made available on UK companies.

Question 3: Do you agree it would be helpful to have a new set of Small Companies and Group Regulations which set out the new small company regime and incorporate both the small companies' exemption and the micro-entities exemptions clearly and in one place? (*Para 6.8*)

☐ Yes ☐ No ☒ Not sure

Please provide information in support of your answer:

It may be simpler for businesses to have all small company regulations in one place, however any regulations that minimise data availability has the potential to negatively impact organisations forming accurate views about a business to enable free flow trade credit and new lending opportunities.

Question 4: Do you have suggestions for other regulations that might reasonably be consolidated as part of the implementation of this Directive? If so, please provide references to the relevant regulations with an explanation for your proposal and the benefits you expect this would deliver. *(Para 6.8)*

☐ Yes ☒ No ☐ Not sure

Please provide information in support of your answer:

## SECTION 7. Timetable for implementation

Question 5: Do you agree that the new regulations should apply to financial statements for financial years commencing on or after 1 January 2016? *(Para 7.1)*

☐ Yes ☒ No ☐ Not sure

Please provide information in support of your answer:

If changes are to take place then sufficient time to plan for changes should be allowed to ensure an effective transition. Many businesses that support the creation and preparation of financial statements and consume the information, such as Credit Reference Agencies (CRAs), require adequate time to update systems and provide notice to customers on changes.

Question 6: Should companies be able to access the new financial reporting regime (increased thresholds and revised reporting requirements) ahead of the mandatory application date of 1 January 2016? *(Para 7.2)*

☐ Yes ☒ No ☐ Not sure

Please provide an explanation for your position. In particular, we would welcome information about the costs/benefits associated with your preferred option:

BIPA do not support the implementation of the new financial reporting regime. If it is implemented then BIPA would recommend a simple transition that can be easily implemented; managing multiple financial reporting regimes could introduce unnecessary confusion and complexity.

## SECTION 8. The Proposal

Question 7: Do you agree with the Government's proposal to maximise the small company thresholds and provide as many eligible companies as possible with the opportunity to access the small company regime? *(Para 8.10)*

☐ Yes ☒ No ☐ Not sure

Please provide information in support of your answer:

BIPA believes that the continued reduction of accounts filing in the UK is a backward step. The transparency of accounts in the UK is envied by many other global jurisdictions and the seeming desire to allow companies' information to be less transparent is a concerning trend. It also allows fraudsters to take advantage of less information being publicly available and is counter to the positive trends being made in compliance and anti-money laundering.

Question 8: We have been able to draw on academic studies and responses to earlier consultations but we would welcome any additional information/evidence you are able to provide to support your response. What benefits or costs do you think will arise from raising the company size thresholds? (Information may relate to both monetised and non-monetised benefits and costs.) (Para 8.10)

Recent work done by BIPA in support of the release of VAT identification data in the public domain supports the HMRC view that more comprehensive and accurate data available for smaller businesses increases the availability of trade credit and provides a strong platform for greater lending opportunities.

[https://www.gov.uk/government/uploads/system/uploads/attachment\\_data/file/323121/Non-financial\\_VAT\\_registration\\_data\\_research\\_project\\_report.pdf](https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/323121/Non-financial_VAT_registration_data_research_project_report.pdf)

Question 9: Do you agree that the Government should continue to measure a company's size by reference to its balance sheet total, net turnover and average number of employees? (Para 8.12)

☒ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

Using three indicators to measure a company's size: balance sheet total, net turnover and average number of employees, allows size to be determined by multiple dimensions to account for variance in different company types.

Question 10: Do you consider that there are circumstances where the Government should include other sources of income as net turnover for the purposes of determining company size? (Para 8.12)

☒ Yes ☐ No ☐ Not sure

Please provide details of the circumstances in which you consider the option should be applied, indicating the problem to be addressed and the costs/benefits that would arise. Information about the number of companies affected would be useful in assessing the impact of any change:

For Charities donations would be a good source to determine size.

Question 11: Do you consider that there are circumstances (beyond those already in the UK accounting framework) where it would be appropriate to require:

- (a) parent undertakings to calculate their thresholds on a consolidated basis rather than an individual basis; or  
 (b) “affiliated undertakings” to calculate their thresholds on a consolidated or aggregated basis?

☐ Yes ☐ No ☐ Not sure

Please provide details of the circumstances to which the option should be applied, indicating the problem to be addressed and the costs/benefits that would arise:

No comment

Question 12: Do you consider that there are circumstances where the Government should adopt either or both of the above provisions? (*Para 8.13*)

☐ Yes ☐ No ☐ Not sure

Please provide details of the circumstances to which the option should be applied, indicating the problem to be addressed and the costs/benefits that would arise:

No comment

Question 13: The Accounting Directive offers an option to reduce from 13 to 8 the number of mandatory notes required from small companies. Do you agree with the Government position to continue to require the five notes listed at paragraph 8.18? (*Para 8.19*)

☒ Yes ☐ No ☐ Not sure

If no, please provide an explanation, indicating which, if any, of the five notes you believe should be mandatory for small companies:

BIPA agree that companies need to provide this information in order to ensure that their accounts give a true and fair view of their financial position. Greater transparency and availability of company information enables fairer and better business decisions.

Question 14: Should the requirement for these additional notes be set out in regulations or should the need for additional notes be set out in accounting standards? (*Para 8.19*)

☒ Yes ☐ No ☐ Not sure

Please provide any information to support your views:

BIPA's preference would be for additional notes to be set out in regulations to provide the legal mandate for enforcement and also referenced in applicable accounting standards.

The question is an either/or question with a yes/no answer.

Question 15: Do you agree that small companies should have the choice of preparing an abbreviated balance sheet and profit and loss account if they wish? (*Para 8.21*)

☐ Yes ☒ No ☐ Not sure

Please provide information in support of your answer:

BIPA's view is that small companies should file a full balance sheet and profit and loss account to increase data availability on this important group. The unintended consequence of less information being in the Public domain, and consequently passed through to CRAs, is that it makes it more difficult to provide comprehensive and accurate credit risk scores and credit limit recommendations on small companies. Whilst other sources of data are used by CRAs to continuously improve these scores, financial accounts data is still a significant element to help make predictions of what a business can afford in terms of credit and the likelihood for it to keep up with its payments.

Question 16: If small companies were permitted to prepare an abbreviated balance sheet and profit and loss account, please indicate if there are any line items which you would consider it essential to retain to support the presentation of a true and fair view of a company's financial position? Please explain. (*Para 8.21*)

The following line items are considered as essential Sales Turnover, Dividends, Pre-Tax Profit and Number of Employees; however BIPA recommends that small companies are encouraged to file full accounts.

Question 17: What benefits or costs might a small company see from deciding to prepare an abbreviated balance sheet and P&L? Evidence in support of your views would be helpful (*Para 8.21*)

There are no additional costs for a small company to prepare an abbreviated balance sheet and P&L as it does not ease the administrative burdens on SMEs as they are required to prepare and produce fully detailed statutory accounts to file with HMRC for Corporation Tax purposes. Companies that choose to file an abbreviated balance sheet and P&L may be at a disadvantage as the limited financial accounts data available causes issues when formulating credit opinions. The result of this could be limited access to trade credit for SMEs which goes directly against the Government's objective of removing barriers for SMEs in accessing credit on affordable terms.

Question 18: What benefits do you believe exempting small groups from consolidation will offer to small groups of companies? Evidence in support of your views would be helpful (*Para 8.22*)

This change will provide very limited benefit and could have an impact on CRAs formulating accurate credit scores and limits for small business, which could limit access to trade credit which goes directly against the Government's objective of removing barriers for SMEs in accessing credit on affordable terms.

Question 19: Should the Government only exclude from the small company accounting regime those public companies whose securities are traded on a regulated market? (*Para 8.24*)

☐ Yes ☒ No ☐ Not sure

Please explain. If no, are there any types of public companies (other than those whose trading securities are traded on a regulated market) which should be allowed to access the small company regime (and why)?

BIPA promotes greater corporate transparency and increased data availability to facilitate fair and accurate business decisions enabling economic growth. Hence BIPA do not support any public company from being able to claim small company exemption i.e. a public company no matter how small must file full accounts.

Question 20: Should the Government allow small companies who are members of a group which includes a public company to access the small companies regime? (*Para 8.25*)

☐ Yes ☒ No ☐ Not sure

Please explain. If no, are there any circumstances in which other small companies within a group which includes a public company should be allowed to access the small company regime (and why)?

BIPA promotes greater corporate transparency and increased data availability to facilitate fair and accurate business decisions enabling economic growth. Hence BIPA do not support any public company from being able to claim small company exemption i.e. a public company no matter how small must file full accounts.

Question 21: Should the Government only exclude from the medium-sized company regime those public companies whose securities are traded on a regulated market? (*Para 8.26*)

☐ Yes ☒ No ☐ Not sure

Please explain. If no, are there any types of public companies (other than those whose securities are traded on a regulated market) who should be allowed to access the medium-sized companies regime (and why)?

BIPA promotes greater corporate transparency and increased data availability to facilitate fair and accurate business decisions enabling economic growth. Hence BIPA do not support any public company from being able to claim medium company exemption i.e. a public company no matter how small must file full accounts.

Question 22: Should the Government allow companies who are members of a group which includes a public company to access the medium-sized companies' regime? (*Para 8.26*)

☐ Yes ☒ No ☐ Not sure

Please provide information in support of your answer:

BIPA promotes greater corporate transparency and increased data availability to facilitate fair and accurate business decisions enabling economic growth. Hence BIPA do not support any public company from being able to claim medium company exemption i.e. a public company no matter how small must file full accounts.

Question 23: Do you consider that the exclusions from the dormant subsidiaries accounting exemptions (where the subsidiary has a parent company guarantee) should be amended so that:

- a) Companies are excluded because they have securities traded on a regulated market rather than because they are quoted companies? (*Para 8.27*)



☐ Yes ☒ No ☐ Not sure

Please provide information in support of your answer:

BIPA promotes greater corporate transparency and increased data availability to facilitate fair and accurate business decisions enabling economic growth.

b) Companies are excluded if they are part of an “ineligible group” under that definition as amended for the purposes of the small companies accounting regime? (Para 8.27)

☐ Yes ☒ No ☐ Not sure

Please provide any information in support of your answer:

BIPA promotes greater corporate transparency and increased data availability to facilitate fair and accurate business decisions enabling economic growth.

Question 24: Do you agree that only permitting Formats 1 and 2 of the P&L should not impact significantly on UK companies? (Para 8.29)

☒ Yes ☐ No ☐ Not sure

If no, please provide an explanation for the impact (for example, which companies and in what circumstances) and what its effects might be. Any evidence of the cost of the impact would be welcome.

Question 25: Should the UK take advantage of this option to provide greater flexibility in the layout(s)? (Para 8.30)

☐ Yes ☐ No ☒ Not sure

Please provide any information in support of your views here including any cost and benefits of providing greater flexibility in the use layouts.

If sector-specific layouts are suggested, please can you provide information on the need for such a layout within the sector, the issues the standard layouts currently present to that sector and the nature and value of any benefits greater flexibility might bring.

BIPA supports initiatives that promote greater corporate transparency and increased data availability, however unnecessary complexity should be discouraged as it could increase the administrative and financial burden on consumers of this information.

Question 26: If the UK took up this option, should flexibilities be dealt with in the regulations or in accounting standards and why? (Para 8.30)

☒ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

BIPA's preference would be for flexibilities to be set out in regulations to provide the legal mandate for enforcement and also referenced in applicable accounting standards.

Question 27: Do you agree that the legislation should enable participating interests to be accounted for using the equity method in individual company financial statements? (*Para 8.33*)

☐ Yes ☐ No ☒ Not sure

Please provide any information in support of your views, including any costs and benefits of allowing this option:

No comment

Question 28: Do you agree that the Government should provide for the 10 year maximum period for write-off offered in the Accounting Directive? (*Para 8.36*)

☐ Yes ☐ No ☒ Not sure

Please provide any information in support of your views, including any reasons that the period should be kept to 5 years, or to any alternative period:

No comment

Question 29: Do you agree that the removal of this option should take effect alongside other changes to the UK's financial reporting framework? (*Para 8.38*)

☐ Yes ☐ No ☒ Not sure

If no, please provide an explanation and indicate when the change should be effective and what the reasons are for this:

No comment

Question 30: Do you agree that the companies eligible to take advantage of the micro-entity regime should be relieved of the obligation to prepare a Directors' Report? What costs or benefits would result from this change? (*Para 8.42*)

☐ Yes ☒ No ☐ Not sure

If no, please provide information in support of your view and the value that the Directors' Report offers to a micro-entity company:

BIPA endorses full disclosure of information to facilitate corporate transparency and support important compliance issues such as Know Your Customer and Anti Money Laundering.

## SECTION 9: Implications for the UK's Approach to Statutory Audit

Question 31: Do you agree that the thresholds for the small companies audit exemption should remain unchanged for the time being i.e that the thresholds for the audit exemption should not be increased in line with thresholds for the small company regime for accounting purposes at this time? (*Para 9.5*)

☒ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

BIPA supports rigorous audit of company information to ensure the integrity and accuracy of the information provided to the official UK Company Register.

Question 32: Do you consider that the exclusions from the small companies audit exemption should be amended so that:

a) Small companies are no longer excluded simply because they are public companies, though they are excluded if they have securities admitted to trading on a regulated market? (*Para 9.10*)

☐ Yes ☐ No ☐ Not sure

If no, are there any types of public company (other than those with securities admitted to trading on a regulated market) which should be allowed to access the small companies audit exemption?

No comment

b) Small companies are only excluded if they are part of an “ineligible group” under this definition as amended for the purpose of implementing changes to the small companies accounting regime? (*Para 9.10*)

☐ Yes ☐ No ☐ Not sure

If no, are there any circumstances in which small companies that are part of an “ineligible group” (as amended) should be allowed to access the small companies audit exemption?

No comment

Question 33: Do you consider that the exclusions from the subsidiaries audit exemption (where the subsidiary has a parent company guarantee) should be amended so that:

a) Companies are excluded because they have securities admitted to trading on a regulated market rather than because they are quoted companies? (*Para 9.10*)

☐ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

[No comment](#)

b) Companies are excluded if they are part of an “ineligible group” under that definition as amended for the purpose of implementing changes to the small companies accounting regime? (*Para 9.10*)

☐ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

[No comment](#)

Question 34: Do you consider that the exclusions from the dormant companies audit exemption should be amended so that:

a) Companies are excluded if their securities are traded on a regulated market? (*Para 9.11*)

☐ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

[No comment](#)

b) Companies are excluded if they are part of an “ineligible group” under that definition as amended for the purpose of implementing the small companies accounting regime? (*Para 9.11*)

☐ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

[No comment](#)

Question 35: Do you agree that Article 28 (2)(e) of the Audit Directive, as inserted by Article 1 paragraph 23 of the Audit Directive 2014/56/EU, should be implemented with the changes included in the new Audit Directive? (*Para 9.15*)

☐ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

[No comment](#)

Question 36: Are there any other changes made to Article 28 of the Audit Directive under Directive 2014/56/EU that you consider should be implemented at the same time as the changes introduced with the insertion of Article 28 of the Audit Directive by Article 35 of the Accounting Directive? (*Para 9.15*)

☐ Yes ☐ No ☐ Not sure

Please provide information in support of your answer:

[No comment](#)

Question 37: Do you agree that the regulations<sup>1</sup> should be amended to revoke the current requirement for disclosure of fees paid to auditors of medium sized companies for non-audit services? (*Para 9.16*)

☐ Yes ☐ No ☐ Not sure

If no, are there any types of medium sized company (other than banks or insurers or those with securities traded on a regulated market) who should be required to disclose the fees paid to their auditor for non-audit services?

[No comment](#)

Question 38: Do you agree that the current requirement for disclosure by large companies of fees they have paid to auditors for non-audit services should no longer be extended to public companies unless they have securities traded on a regulated market? (*Para 9.16*)

☐ Yes ☐ No ☐ Not sure

If no, are there any types of public companies (other than banks or insurers or those with securities traded on a regulated market) who should be required to disclose the fees paid to their auditor for non-audit services?

---

<sup>1</sup> The Companies (Disclosure of Auditor Remuneration and Liability Limitation Agreements) Regulations 2008 (SI 2008/489)

No comment

Question 39: Do you agree that the current requirement for disclosure by large companies of fees they have paid to auditors for non-audit services should no longer be extended to companies in the same group as a public company? (*Para 9.16*)

☐ Yes ☐ No ☐ Not sure

If no, are there any circumstances in which other small or medium sized companies within a group which includes a public company should be required to disclose the fees paid to their auditor for non-audit services?

No comment

Question 40: Do you consider that the current requirement for disclosure by large companies of fees they have paid to auditors for non-audit services should continue to be extended to medium sized and small companies that are members of ineligible groups? (*Para 9.17*)

☐ Yes ☐ No ☐ Not sure

Please provide information in support of your response:

No comment

Question 41: Do you:

- (a) agree that the regulation should be amended so that the current exemption from the disclosure of non-audit fees paid by subsidiaries is no longer available to a subsidiary whose auditor is not the group auditor; or
- (b) think the exemption should be available to these subsidiaries where the total non-audit service fees paid to their auditor by all the companies in the group is disclosed in the notes to the consolidated accounts? (*Para 9.20*)

☐ a ☐ b ☐ Not sure

Please provide information in support of your response:

No comment

## SECTION 10: Application to Charitable Companies

Question 42: Do you agree that there would be merit in specifically stating in regulations made under company law that the information provided in the notes to the financial statements of a

company charity is not limited to the information required by the Accounting Directive? (*Para 10.6*)

☒ Yes ☐ No ☐ Not sure

Please provide information in support of your view:

[BIPA supports increasing the availability of business information in the public domain.](#)

Question 43: Do you agree that the current flexibility in presentation of financial statements of charities, in particular the requirement for an income and expenditure account and to adapt the arrangement, headings and sub-heading of financial statements to reflect the special nature of the company's activities, should be retained? (*Para 10.7*)

☒ Yes ☐ No ☐ Not sure

Please provide information in support of your view:

[BIPA would welcome charities conforming to accounting standards.](#)

Question 44: Do you agree that a threshold based on gross income is more appropriate than its turnover for company charities? (*Para 10.8*)

☒ Yes ☐ No ☐ Not sure

Please provide information in support of your view:

Thank you for taking the time to let us have your views. We do not intend to acknowledge receipt of individual responses unless you tick the box below.

Please acknowledge this reply ☒

At BIS we carry out our research on many different topics and consultations. As your views are valuable to us, would it be okay if we were to contact you again from time to time either for research or to send through consultation documents?

☒ Yes ☐ No

© Crown copyright 2014

You may re-use this information (not including logos) free of charge in any format or medium, under the terms of the Open Government Licence. Visit [www.nationalarchives.gov.uk/doc/open-government-licence](http://www.nationalarchives.gov.uk/doc/open-government-licence), write to the Information Policy Team, The National Archives, Kew, London TW9 4DU, or email [psi@nationalarchives.gsi.gov.uk](mailto:psi@nationalarchives.gsi.gov.uk).

This publication is available from [www.gov.uk/bis](http://www.gov.uk/bis)

Any enquiries regarding this publication should be sent to:

Department for Business, Innovation and Skills  
1 Victoria Street  
London SW1H 0ET  
Tel: 020 7215 5000

If you require this publication in an alternative format, email [enquiries@bis.gsi.gov.uk](mailto:enquiries@bis.gsi.gov.uk), or call 020 7215 5000.

**BIS/14/1025RF**