



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): Equifax Limited

Address: Capital House,

Please return completed forms to:

John Conway

Corporate Frameworks, Accountability and Governance

Department of Business, Innovation and Skills

3rd Floor, Spur 2

1 Victoria Street

London SW1H 0ET

Telephone: 020 7215 6402

Email: Accounting_Directive@bis.gsi.gov.uk

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

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

	Trade union or staff association
X	Other (please describe) Credit reference agency

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:

Yes, we agree that the Government should only make changes where these are required by the Directive.

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:

Yes, we agree that there is merit in having separate regulations for small companies and for large and medium-sized companies due to the typically significant disparity in the scale of operations between these two types of entities.

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:

Yes, it would make sense in the interests of clarity and transparency to have all the regulations in one place.

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:

Yes, the suggested date appears reasonable in terms of allowing all interested parties sufficient preparation time for the 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:

We believe this would not be appropriate as it would have the potential to cause confusion for businesses and reduce user confidence in the financial data provided. It would be far cleaner to have a single implementation date for all changes.

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:

In principle we do not agree with any measure which reduces the amount of financial data which companies are required to file at Companies House. This has the perverse effect of actually making it more difficult for SMEs to obtain credit, especially from sources which utilise the services of credit reference agencies that are heavily dependent on this type of data to support their scoring and credit information services.

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)

As per response to Q7 the primary impact of such changes is to increase what are effectively transaction costs for SMEs by increasing the degree of difficulty they face in obtaining credit when there is little financial data publicly available on them. We would cite the work undertaken by the industry representative body, Business Information Providers Association (BIPA), in this respect.

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:

The three items identified appear to be the logical ones to best determine a company's "size".

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:

Where there is significant other operating income relative to the size of a company's turnover, this should be included in assessing what exemptions a company can use.

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 particular view on this issue.

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 particular view on this issue.

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:

Yes, we agree with the Government position to continue to require the five notes concerned, as they are essential to provide an understanding of the overall business activities of a company. In particular we would view disclosure of the name and registered office of the undertaking drawing up the consolidated financial statements of the smallest body of undertakings (of which the undertaking forms part) as essential.

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:

We believe that the requirement for these notes should be set out in regulations in addition to forming part of the relevant accounting standards.

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:

We do not understand what real benefit to a small company it would be not to prepare detailed accounts or how it would be less time consuming or costly as the underlying data will still have to be prepared even for abbreviated accounts. We also believe that the reduced information now filed at Companies House, have already gone too far in terms of reducing the amount of data publicly available on small companies, making it more difficult for them to obtain credit (see response to Q7).

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)

We do not support the principle as per response to Q15. However, at a minimum the following:

- Turnover / Sales
- Pre-tax profit / surplus
- Post-tax profit / surplus
- Dividends
- Tangible Fixed Assets
- Intangible Fixed Assets
- Fixed Asset Investments
- Stock
- Debtors
- Cash
- Total Current Assets
- Current Liabilities
- Long Term Liabilities
- Reserves (including breakdown)
- Shareholders' Funds

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)

We would see a cost in terms of doing business due to greater difficulty in obtaining trade and other forms of credit and less confidence on the part of potential trading partners, as they will have less data on which to make an informed business decision to transact with the SME.

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)

We believe that any marginal cost benefit in terms of accounts preparation will be more than outweighed by increased costs of doing business due to the greater effort which will need to be expended to obtain trade and other forms of credit.

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)?

We do not believe it is appropriate for any public companies to be allowed to access the small company regime as it further reduces the amount of financial data in the public domain and hinders rather than assists economic activity.

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)?

We do not believe it is appropriate in any circumstances for small companies within a group which includes a public company to be allowed to access the small company regime.

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)?

We do not believe that there should be any further reduction in the amount of data which any type of public company should be required to place in the public domain.

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:

We do not believe it is appropriate in any circumstances for companies who are members of a group which includes a public company to be allowed to access the medium-sized companies' regime.

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:

We believe that neither category company should be permitted to avail of the dormant subsidiaries accounting exemptions.

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:

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.

We believe that in general the greater the degree of standardisation of layouts the better, as this aids the comparability of financial 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:

In principle we believe that all such requirements should form part of the applicable regulations in addition to the 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 particular view on this issue.

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 particular view on this issue.

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 particular view on this issue.

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:

The information required to be provided in a Directors' Report could in no way be viewed as onerous and its removal would have the effect of further reducing the data available to credit reference agencies and other data users on which to form a view of the company for credit or other trading purposes.

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:

Yes, we are opposed to any further reduction in what data is required to be provided to Companies House and believe the existing regime has already gone too far in this respect.

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.

- 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.

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:

- 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:

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:

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:

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:

Yes, it would make sense in terms of clarity for users for both changes to be made at the same time.

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:

Question 37: Do you agree that the regulations¹ 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

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

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?

We believe the fees for non-audit services should continue to be disclosed.

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?

We believe the fees for non-audit services should continue to be disclosed.

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?

We believe the fees for non-audit services should continue to be disclosed.

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:

We believe the fees for non-audit services should continue to be disclosed.

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:

In the interests of maximum transparency where there are different auditors involved, the non-audit fees paid to each should be shown separately.

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:

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:

Yes, we believe this is appropriate given the particular nature of the activities of such companies compared to standard trading companies.

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:

Yes, we believe that such an approach would be more in line with the particular nature of the activities of such companies.

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

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This publication is available from 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

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BIS/14/1025RF