

# EFRAG

European Financial Reporting Advisory Group

**EFRAG/DI/FSR Joint outreach event  
on Principles of Disclosure**

**Copenhagen – 14 June 2017**



# Background and summary of EFRAG's (draft) position

# Brief history of the 'disclosure problem'



2005

- Europe moves to IFRS Standards
- Significant increase in disclosures and length of F/S for most European entities

2005+

- Newer standards bring increased disclosures, e.g. IFRS 7, IFRS 13
- Other trends also add to length of overall annual report

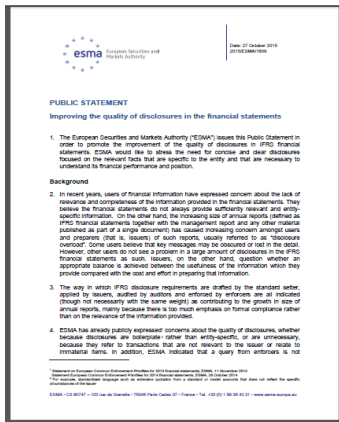
2011+

- Several studies/initiatives target the 'disclosure problem'
- EFRAG/ANC/FRC DP 'Towards a Disclosure Framework for the Notes' 2012

2013

- IASB's Discussion Forum 'Disclosures in Financial Reporting'
- IASB adds 'Disclosure Initiative' to its agenda

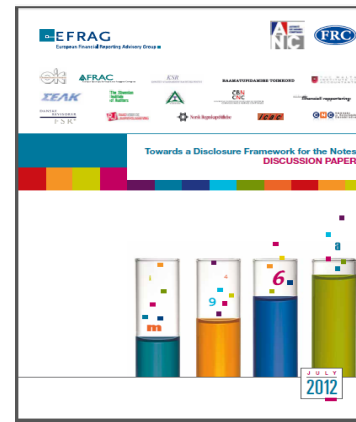
# Some of the European initiatives



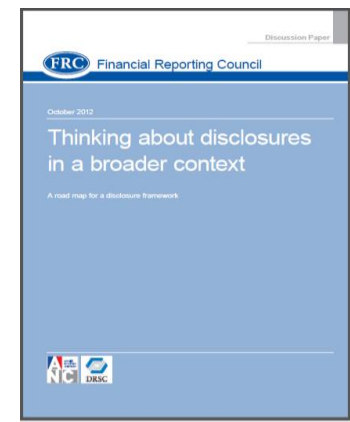
ESMA - 2011



ICAS & NZICA - 2011



EFRAG - 2012



FRC - 2012



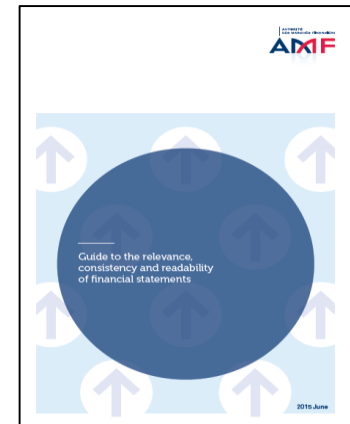
ICAEW - 2013



'Christmas letter' from the DBA - 2013



AFM - 2014



AMF - 2015



European Financial Reporting Advisory Group

# What has the IASB done to date?



Completed standard-setting projects		Materiality guidance	Research projects
<b>Amendments to IAS 1 (2014)</b>  To remove barriers to the exercise of judgement	<b>Amendments to IAS 7 (2016)</b>  To improve disclosure of liabilities from financing activities	<b>Practice Statement on application of materiality (expected June 2017)</b>	<b>Principles of Disclosure Discussion Paper (March 2017)</b>

## Definition of Material

- Now separate from the Principles of Disclosure project
- ED expected late June 2017

# Key recommendations from *Towards a Disclosure Framework for the Notes*



## ■ EFRAG/ANC/FRC 2012 recommendations

- Define the **purpose of the notes** and their boundary
- Disclosures should be **principle-based**, set consistently across standards, proportionate and achieve reasonable cost-benefit trade-off
- Consider **how disclosure requirements** are drafted as this may influence behaviour
- Strengthen the application of **materiality**
- Articulate key features of **effective communication** (communication not just compliance exercise)
- Preparers, auditors and regulators, each in their specific role, have a **shared interest** in fostering the improvement of disclosures

# Outline of the Discussion Paper



Principles of effective communication in preparing financial statements



Principles on where to disclose information

Roles of the primary financial statements and the notes

Location of information



Principles to address specific disclosure concerns of users of financial statements

Use of performance measures

Disclosure of accounting policies

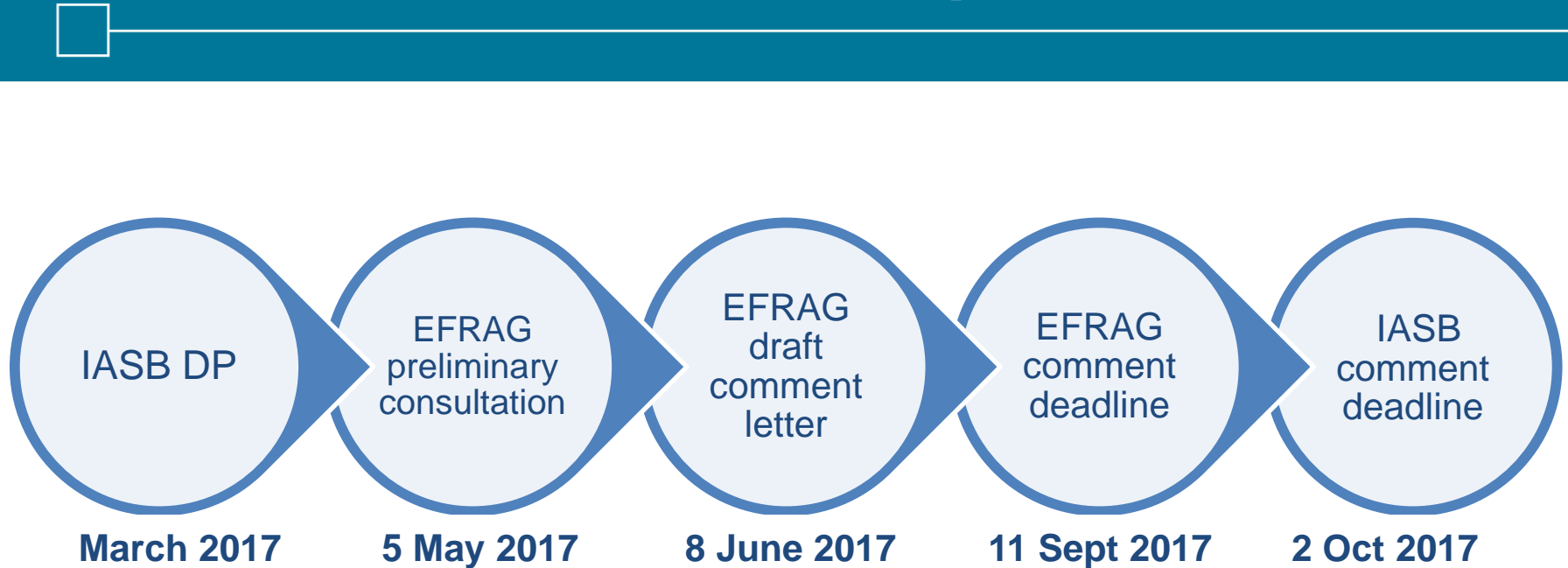


Principles for improving disclosure objectives and requirements

Centralised disclosure objectives

Drafting disclosure requirements

# EFRAG's comment letter process



EFRAG's objective at the comment letter stage is the best possible outcome from a European perspective



# Main messages in EFRAG's DCL



## EFRAG's main messages:

- The IASB's primary focus for the next phases of this project should be to tackle **disclosure overload**
- This requires a holistic **standards-level review** to:
  - develop a coherent and comprehensive but concise package of disclosure requirements
  - remove any disproportionate/redundant requirements
- Only limited benefit in developing more **non-mandatory guidance** on effective communication and formatting
- Clarify **interactions** between IASB DP and other IASB projects (e.g. Primary Financial Statements)
- Consider in more depth the **impact of technology** on the disclosure problem
- Explore further how disclosure requirements could be focused on the entity's activities and business model. The '**tiered disclosure**' approach proposed by the NZASB staff is worth further developing.


# Key questions for today's outreach



What is the problem now?	What are the main root causes?	What should the IASB focus on?	Impact of technology
<ul style="list-style-type: none"><li>• disclosure overload, or</li><li>• disclosure effectiveness?</li></ul>	<ul style="list-style-type: none"><li>• requirements in IFRS Standards, and/or</li><li>• application (behaviour)?</li></ul>	<ul style="list-style-type: none"><li>• promoting better communication/ 'behaviour', and/or</li><li>• standards-level disclosure requirements</li></ul>	<ul style="list-style-type: none"><li>• enabler, or</li><li>• game changer?</li></ul>

**European Single Electronic Format (ESEF)**

**Is the Disclosure Initiative 'on track'?**



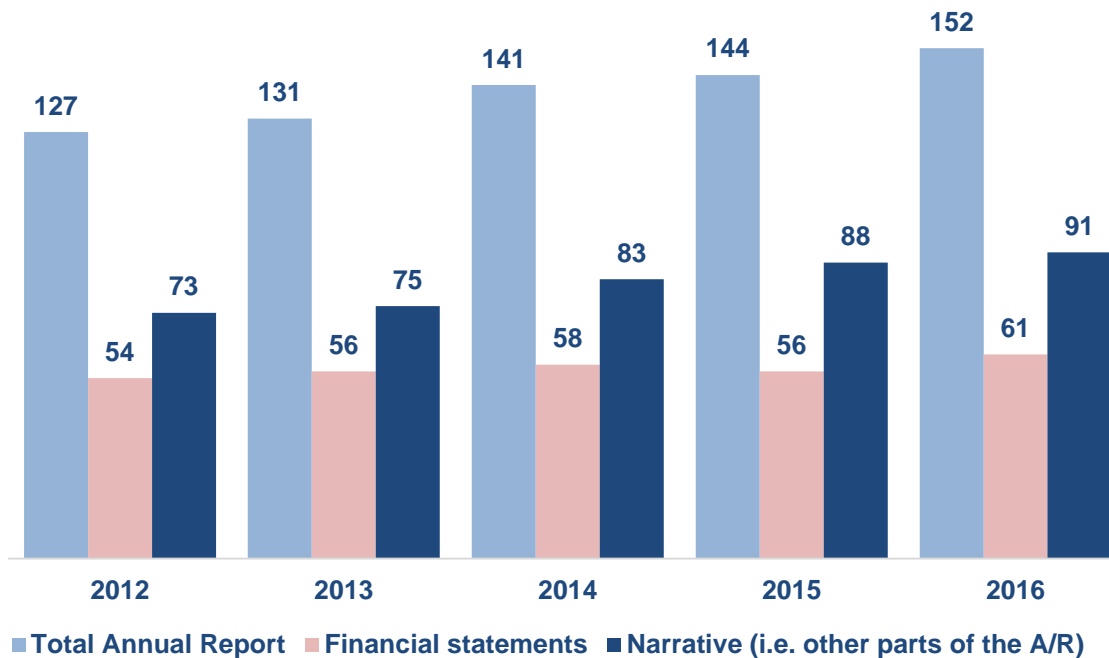
## EFRAG's tentative views on the DP: what is the problem?

# Trends in length of annual report (1)

... increasing on average



Changes in length of Annual Report and Financial Statements 2012 - 2016



On average length of financial statements have increased by **13%** (+7 pages) over the last 4 years

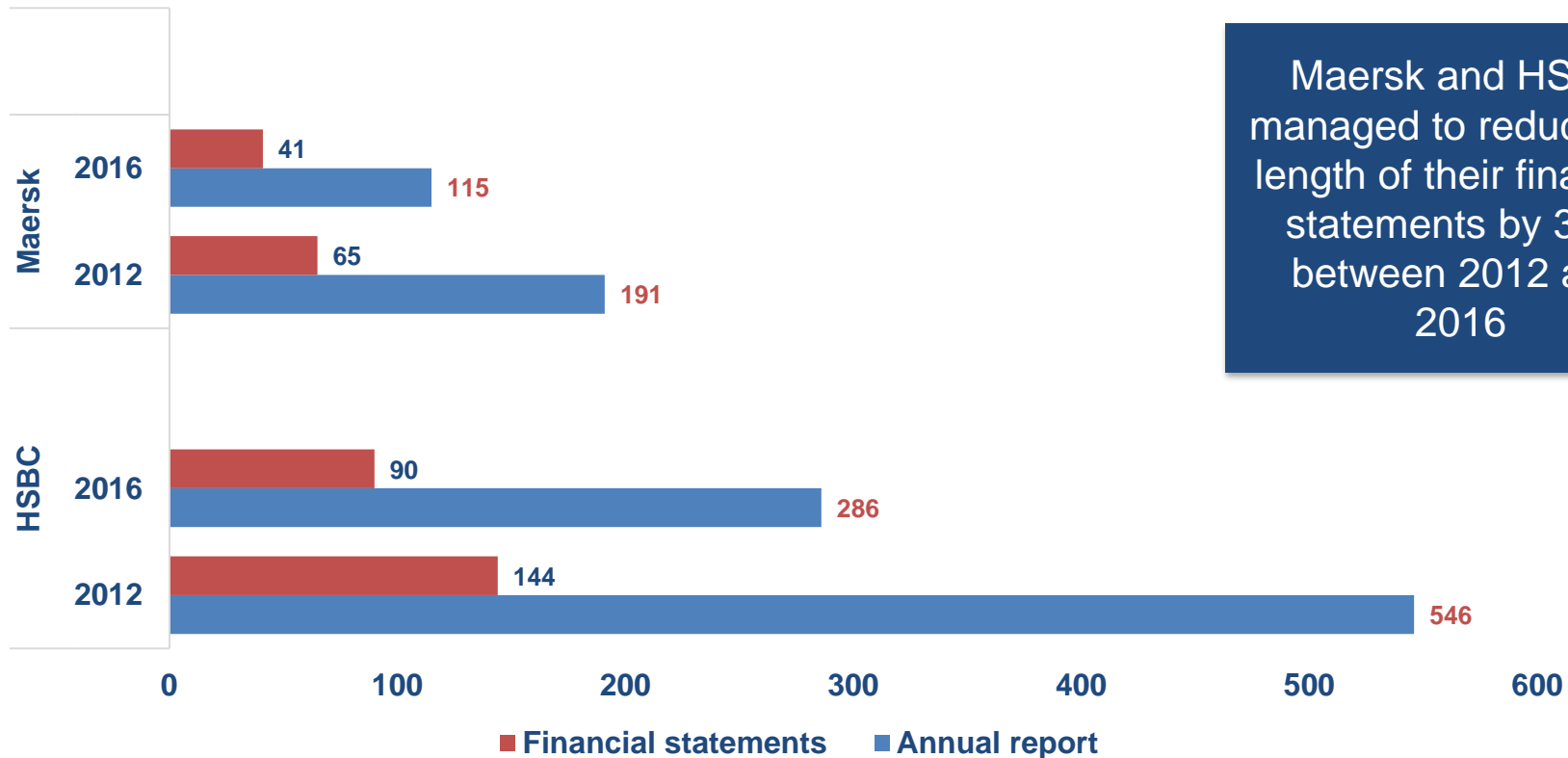
Source: Deloitte UK Annual Reporting Insights – Surveys 2014 to 2016  
Based on the Annual Reports of 100 listed UK companies surveyed for current practices

# Trends in length of annual report (2)

... but some companies have bucked the trend



### Length of the Annual Report and Financial Statements 2012 vs 2016



Maersk and HSBC managed to reduce the length of their financial statements by 37% between 2012 and 2016

Source: Annual Reports of HSBC and Maersk

# IASB's description of the disclosure problem



The IASB DP identifies three main concerns about disclosures :

Not enough  
relevant  
information



Can lead to  
inappropriate  
investing or lending  
decisions

Too much  
irrelevant  
information



Can obscure relevant  
information and reduce  
understandability of  
financial statements

Ineffective  
communication



Can reduce  
understandability of  
financial statements

Cause roots are multiple

- Behavioural
- Difficulty in applying materiality judgement
- The way disclosure requirements are drafted

# EFRAG's tentative views

## Description of the disclosure problem



- Acknowledge that the problem is **multifaceted**
  - requirements in IFRS Standards are not the only root cause
  - but stakeholders have already undertaken extensive efforts and initiatives to address behavioural issues (application of materiality and communication)
- IASB DP's description **lacks sufficient emphasis or focus** to provide a clear direction forward:
  - primary focus should be on **disclosure overload**
  - requires prioritisation of a **comprehensive review** of standards-level requirements aimed at:
    - developing a clear, effective, coherent and comprehensive but concise package of disclosure requirements
    - removing any requirements that are disproportionate/redundant

# EFRAG's tentative views

## Principles of effective communication



Information in financial statements should be



### ■ EFRAG's tentative Views

- EFRAG takes no issue with the particular principles proposed in the IASB DP
- But EFRAG is not convinced that additional non-mandatory guidance of this type brings substantial new insights
- Further work needed to determine whether some of these principles could be developed into requirements to be included in a general disclosure standard
- Similar concerns on the effectiveness development of non-mandatory guidance on formatting





## EFRAG's tentative views on the DP: role of the notes, placement and linkage

# Roles of the primary financial statements and of the notes



Component of financial statements	Role
<b>Primary financial statements</b> are statements of: <ul style="list-style-type: none"><li>• financial position</li><li>• financial performance</li><li>• changes in equity</li><li>• cash flows</li></ul>	To provide a structured and comparable summary of an entity's recognised assets, liabilities, equity, income and expenses
<b>Notes</b>	To explain and supplement the primary financial statements

## ■ EFRAG's tentative Views

- EFRAG would have preferred a broader discussion about the relevance of the distinction between the primary financial statements and the notes
- The proposed role of the primary financial statements focuses too much on assets, liabilities etc and too little on the objective of providing summarised financial information
- The proposed role of the notes does not clarify the boundary of financial statements

# Location of information



## Principles for the location of information

Information necessary to comply with IFRS Standards can be placed outside financial statements but within the annual report, providing the following are met

- annual report more understandable;
- financial statements understandable; and
- information faithfully represented, clearly identified and cross-referenced.



Information labelled as 'non-IFRS' can be placed inside the financial statements if it is

- listed, together with a statement of compliance with IFRS Standards;
- identified as not in accordance with IFRS Standards and, if applicable, as unaudited; and
- accompanied by explanation of why it is useful.

## ■ EFRAG's tentative views

### Cross referencing

EFRAG welcomes guidance on cross-referencing, but:

- The IASB should first identify the issues associated with the use of cross-references
- Further work needed with audit authorities and regulators, to assess the audit, legal and regulatory implications of the proposed guidance across a range of jurisdictions
- Guidance should remain principles-based rather than referring to specific documents:
  - source document should be available on the same terms, at the same time and for the same duration as the financial statements
  - question the practicality of the proposed test that cross-referencing is allowed only if 'it makes the annual report as a whole more understandable'

# Location of information (continued)



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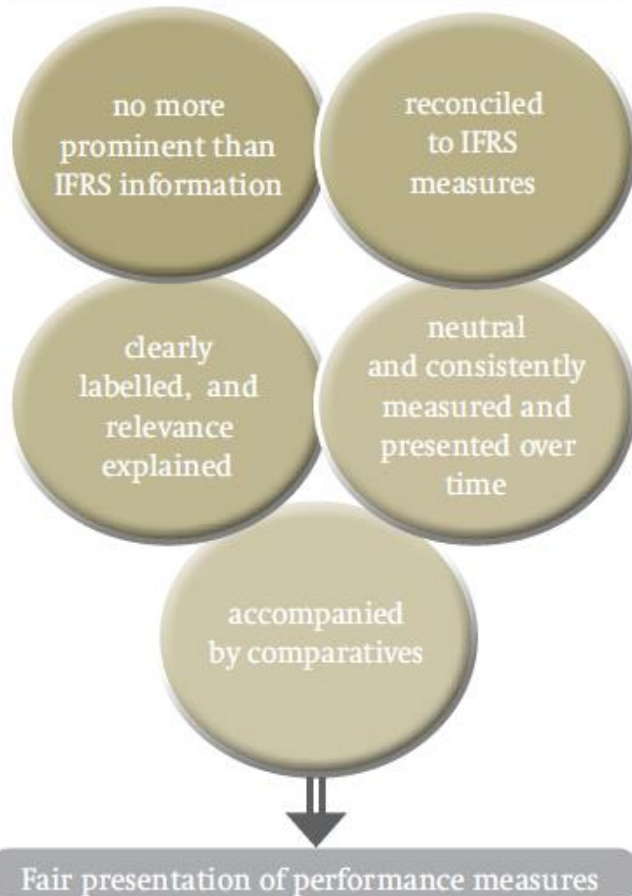
## ■ EFRAG's tentative views (continued)

### Non-IFRS information:

- EFRAG is concerned that the proposed guidance on identifying non-IFRS information will lead to clutter unless targeted better
- The primary focus should be on financial information that supplements IFRS information or provides an alternative depiction of some type. For this type of information EFRAG supports the approach proposed in the IASB DP
- Non-IFRS information should be prohibited if it is so inconsistent or in conflict with IFRS Standards to that it misleads or detracts from understandability

# Use of performance measures in the financial statements

Performance measures should be



## ■ EFRAG's tentative views

- EFRAG is concerned about the significant overlap between the Disclosure Initiative and the Materiality and Primary Financial Statements projects
- EFRAG would have preferred a more holistic and comprehensive discussion:
  - on the use of metrics such as EBIT/EBITDA,
  - on unusual or infrequently occurring items in the context of the Primary Financial Statements project, which would look at all aspects of the issue, potentially including other adjustments made to performance figure.

which would better be addressed in the Primary Financial Statements project



# EFRAG's tentative views on the DP: other topics

# Disclosure of accounting policies



## Three categories of accounting policies

### Category 1—always necessary to understand the financial statements

The accounting policy relates to material items, transactions or events and:

- is selected from alternatives in IFRS Standards;
- reflects a change from a previous period;
- is developed by the entity in the absence of specific requirements; and/or
- requires use of significant judgements or assumptions.

### Category 2—not in Category 1 but necessary to understand the financial statements

The accounting policy is not in Category 1 but relates to material items, transactions and events.

### Category 3—not in Categories 1 and 2 but is used in preparing the financial statements

This category includes all other accounting policies used in preparing the financial statements.

## ■ EFRAG's tentative views

- EFRAG does not support prescriptive requirements as entities should have some flexibility on how best to meet users' needs
- Focus should be on disclosure of those accounting policies that relate to items, transactions or events that are material to the financial statements without always being necessary (Category 2), where judgement is most needed
- The IASB should not provide guidance on information that is not required by IFRS Standards (Category 3)

# Centralised disclosure objectives and drafting disclosure requirements



	Method A	Method B
Basis for developing	Type of information focus	Entity's activity focus
Standards-level objectives	Developing disclosure objectives of individual standards	Not developing disclosure objectives of individual standards
Disclosure requirements in Standards	Developed on the basis of the <i>disclosure objectives of an individual standard</i>	Developed on the basis of <i>centralised disclosure objectives</i>

## ■ EFRAG's tentative views

- Support exploring how to achieve a more holistic and unified approach in developing disclosure objectives/requirements
- Support further analysis of how disclosure requirements could be focused on the entity's activities and business model (Method B in the IASB DP) as this has the potential to provide improved information for users but we are not yet to assess its practicality and outcomes
- Location of the disclosure requirements is not the primary issue





# Thank you for your attention!

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