BIS | Department for Business Innovation & Skills

Consultation on audit exemptions and change of accounting framework

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 29 December 2011.

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Please state YES in the box from the list of options that best describes you as a respondent. This allows views to be presented by group type.

Preparer: Large business (over 250 staff)	Yes
Preparer: Medium business (50 to 250 staff)	
Preparer: Small business (10 to 49 staff)	
Preparer: Micro business (up to 9 staff)	
Preparer representative body	
Accountants: over 500 UK Partners	
Accountants: 200 – 500 UK Partners	
Accountants: 100 – 199 UK Partners	
Accountants: 50 - 99 UK Partners	
Accountants: under 50 UK Partners	
Accounting bodies	

Legal representative or professional legal bodies	
User representative bodies	
Academics	
Regulators and Government bodies	
Individuals	
Other (please describe)	

Question 1 (para 25)

What are your views on the overall principle of reducing audit requirements for unlisted companies?
Comments:

Yes, we support the principle.

Question 2 (para 29)

A Do you agree with the underlying assumptions in our Impact Assessment that at least 60% of small companies now eligible will take up the audit exemption?
B Do you agree that the whole of the audit fee will be saved?
C Do you agree that there is no saving of management time for small companies taking up the audit exemption?

A	☐ Yes	☐ No	☒ Not sure
B	☐ Yes	☒ No	☐ Not sure
C	☒ Yes	☐ No	☐ Not sure

Comments:

The whole audit fee would not be saved as audit procedures may be necessary to the audit of the parent's consolidated accounts. Although we would save management time by not speaking to the auditors on a subsidiary audit, there would be additional internal review procedures required of management.

Question 3 (para 33)

Do you agree that the audit and accounting exemption for small companies should be aligned and a small company should be able to obtain the audit exemption if it meets two out of the three criteria?

☒ Yes ☐ No ☐ Not sure
Comments:

Yes, we agree that the audit and accounting exemption for small companies should be aligned with Article 51 (2) of the 4th Council Directive.

Question 4 (para 36)

Do you agree with option B to exempt qualifying non-dormant subsidiaries from mandatory audit of their accounts?

☒ Yes ☐ No ☐ Not sure
Comments:

Yes, we would support the flexibility in reducing the scope of audits where we chose to do so. Non-audited accounts would still need to be prepared for filing with the HMRC.

Question 5 (para 36)

Under Option C, what would be the effect of exempting qualifying non-dormant subsidiaries from mandatory preparation of accounts, mandatory filing of accounts and mandatory audit of accounts?

Comments:

All entities would still need to prepare accounts for good governance practice and for XBRL tax filings.

Question 6 (para 38)

Do you agree that the Government should exempt qualifying dormant subsidiaries of whatever size from mandatory preparation, mandatory filing and mandatory audit of accounts? What difference would this make to your business and to the wider economy?

☒ Yes ☐ No ☐ Not sure
Comments:

Yes, we agree that qualifying dormant subsidiaries should be exempt from mandatory preparation, mandatory filing and mandatory audit of accounts.

Question 7 (para 40)

A Do you agree that in addition to the Article 57 exemptions, in order to qualify, a subsidiary company should be unquoted, not involved in financial services or insurance and not fall into the category of certain other companies under industrial relations legislation, in line with the existing exclusions from the audit exemption in UK company law?

B Why? What difference would this make to your business and to the wider economy?

A ☒ Yes ☐ No ☐ Not sure

B Comments: There would be an overall audit cost saving. Response is based on BT subsidiaries.

Question 8 (para 40)

What would be the consequences (e.g. to investors, depositors or lenders or to the wider economy) of allowing financial services subsidiaries to take advantage of this exemption?

Comments:

N/A

Question 9 (para 41)

Do you agree that the same rules on exemptions for qualifying subsidiaries should broadly apply to Limited Liability Partnerships and unregistered companies?

☒ Yes ☐ No ☐ Not sure

Comments:

Question 10 (para 46)

Do you agree with our estimate of the savings of the cost of the audit as detailed in the impact assessment, and in particular the underlying assumptions:

A That the average cost of the audit is in the range of £8,000 to £83,000 per subsidiary?

B That 75% to 100% of qualifying subsidiaries will take up the exemption?

C That 10% to 25% of the audit cost of each qualifying subsidiary will be saved?

A	☒ Yes	☐ No	☐ Not sure
B	☒ Yes	☐ No	☐ Not sure
C	☒ Yes	☐ No	☐ Not sure

Comments:

Although there will be external audit cost savings for the BT subsidiaries, the costs will be partly replaced by additional internal costs.

Responses to A, B and C are based on BT subsidiaries only.

Question 11 (para 46)

Do you agree with our estimate of the saving of management time interacting with the auditor and in particular, with our underlying assumptions that for subsidiary companies the saving will be 5 hours of senior management time, which gives rise to £60 to £273 saving per company, depending on size of company?

☐ Yes ☐ No ☒ Not sure

Comments:

While we believe there will be a reduction in time if the exemptions are taken up, we can not quantify the amount saved.

Question 12 (para 46)

Do you agree with our estimate of the saving of the cost of management time to prepare and file qualifying dormant subsidiary accounts and in particular the underlying assumption of the £280 per dormant subsidiary?

☐ Yes ☐ No ☒ Not sure

Comments:

Question 13 (para 47)

Do you agree with our estimate of the cost of taking legal advice of £110 per subsidiary in the first year only, but that if the Government provided guidance on an acceptable form of the guarantee, this cost of legal advice would be zero?

☐ Yes ☐ No ☒ Not sure

Comments:

Costs should be minimal for holding and investment subsidiaries but trading subsidiaries would need to be closely reviewed and the costs in doing so would likely be higher.

Question 14 (para 49)

Have views of stakeholders expressed to the Company Law Review changed since 2000?

☐ Yes ☒ No ☐ Not sure

Comments:

We feel the reasons outlined in 2000 have unlikely changed. However, in the context of wholly owned subsidiaries this provides transparency as part of the group numbers and has limited value as the stakeholders are mainly HMRC.

Question 15 (para 49)

Do you agree with the Government's conclusions on the likely impacts that would have been involved in exempting non-dormant qualifying subsidiaries from either preparation or filing of accounts and that the costs of such a proposal would likely exceed the benefits?

☒ Yes ☐ No ☐ Not sure

Comments:

We feel there is limited benefit in filing accounts for wholly owned subsidiaries but they would still need to be prepared for HMRC tax filing purposes.

Question 16 (para 51)

Do you agree with the assumption that it is unlikely that the Government's proposals will have a significantly adverse impact on the number of small audit firms?

☐ Yes ☐ No ☐ Not sure

Comments:

N/A

Question 17 (para 55)

Do you agree with the Government's assessment of the risks of the proposal?

☒ Yes ☐ No ☐ Not sure

Comments:

Question 18 (para 59)

Do you agree that the guarantee should be irrevocable and in respect of all debts in respect of that financial year? Until an audited set of accounts for the subsidiary is filed it will also be in respect of future debts incurred by the subsidiary

☒ Yes ☐ No ☐ Not sure

Comments:

Question 19 (para 60)

Do you agree that the guarantee should cover the "debts" of the subsidiary and not extend to its "liabilities"?

☐ Yes ☐ No ☒ Not sure

Comments:

BIS needs to issue additional guidance in this respect.

Question 20 (para 63) –

A Do you agree with the proposals for the Guarantee?
B Do you think the form of the proposed guarantee will encourage its take-up in line with our assumptions above (75-90%)? If not, why not?
C Do you have alternative proposals that would not gold plate the Directive, provide adequate protection for those to whom the subsidiary owes a debt, but do not make it unlikely that the parent would issue such a guarantee?

A	☒ Yes	☐ No	☐ Not sure
B	☐ Yes	☐ No	☒ Not sure
C	☐ Yes	☒ No	☐ Not sure

Comments:

Question 21 (para 65)

Do you agree that no new penalties should be proposed in conjunction with the introduction of these proposals?

☒ Yes ☐ No ☐ Not sure

Comments:

No new penalties should be introduced in line with the commitment not to gold plate.

Question 22 (para 76)

Do you agree that the Government should impose restrictions on companies' ability to move from IFRS to UK GAAP?

☒ Yes ☐ No ☐ Not sure

Comments:

Within the group context, if we acquired an IFRS reporter then there should be the option of aligning to the group reporting policy of UK GAAP.

Question 23 (para 76)

How frequently should a company be able to move from IFRS to UK GAAP, unless there is a relevant change in circumstances?

☐ Every year ☐ Once every 3 years ☐ Once every 5 years ☐ Never ☐ Not sure

Comments:

Only if there is a relevant change in the business should a company be able to move from IFRS to UK GAAP.

Question 24 (para 78)

A Do you agree with the Government's estimate that 90% of eligible subsidiary companies will take up the option?

B Do you agree that the saving for each company will be £569?

A	☐ Yes	☒ No	☐ Not sure
B	☐ Yes	☒ No	☐ Not sure

Comments:

The BT subsidiaries are currently reporting under UK GAAP so we would not be taking advantage of this option.

The response to A and B is based on BT subsidiaries.

Question 25 (para 82)

Do you agree that the one-off cost per company will be £390?

☐ Yes ☐ No ☐ Not sure

Comments:

N/A

Question 26 (para 86)

Do the proposed changes in any way increase the risk of financial irregularities? If so, what would you estimate the potential impact to be on investors?

☐ Yes ☒ No ☐ Not sure

Comments:

The proposed changes for switching accounting framework from IFRS to UK GAAP would not increase the risk of financial irregularities since we would expect fewer differences between IFRS and UK GAAP in the future.

Question 27 (para 27)

What is the risk that investors will be misled or confused by a company switching between accounting frameworks?

☐ High risk ☒ Low risk ☐ Not sure

Comments:

There is low risk subject to appropriate disclosure of reconciliation between IFRS and UK GAAP.

Question 28 (para 86)

Do you agree with the Government's assessment of the risks of this proposal?

☒ Yes ☐ No ☐ Not sure

Comments:

Question 29 (para 87)

Do you agree that the proposals should apply to entities for financial years ending on or after 1 October 2012?

☐ Yes ☒ No ☐ Not sure

Comments:

This timeframe is inadequate to make decisions on whether or not to have the subsidiaries audited.

Do you have any other comments that might aid the consultation process as a whole?

Please use this space for any general comments that you may have, comments on the layout of this consultation would also be welcomed.

The next steps would be helpful for the decision making process.

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, could we contact you again from time to time either for research or to send through consultation documents?
☒ Yes ☐ No

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