

# STAFF PAPER

April 2018

## IASB® Meeting

Project	Primary Financial Statements			
Paper topic	Cover note			
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### Purpose of the meeting

- 1. At this meeting we will discuss the following topics:
  - (a) clarifying the requirements for management performance measures (MPMs); and
  - (b) requirements for management-defined adjusted earnings per share (adjusted EPS) in the financial statements.

### Papers for this meeting

- 2. Agenda papers for this meeting:
  - (a) **Agenda Paper 21** this agenda paper provides an index of papers for this meeting and sets out our planned next steps. It also provides:
    - (i) a summary of the March 2018 Capital Markets Advisory Committee (CMAC) and Global Preparers Forum (GPF) discussions on the topics for this meeting; and
    - (ii) a summary of the Board's tentative decisions to date in the project.

- (b) **Agenda Paper 21A** sets out the staff's proposals for clarifying the requirements for MPMs.
- (c) **Agenda Paper 21B** sets out the staff's proposals for adjusted EPS.

### **Next steps**

- 3. At future Board meetings, we plan to discuss:
  - (a) how to develop our proposed structure for the statement(s) of financial performance further to address more complex scenarios, for example entities providing financial services.
  - (b) further development of principles of aggregation and disaggregation, including considering thresholds and the need for additional minimum line items.
  - (c) ways to address the feedback received on Section 5—Use of performance measures in the financial statements of the Discussion Paper Disclosure Initiative—Principles of Disclosure.
  - (d) development of illustrative examples/templates for the primary financial statements for a few industries.

# Appendix A: Extracts from the March 2018 CMAC and GPF meeting notes on the topics for this meeting

### Extract from CMAC meeting notes

Management performance measures

- A1. Some CMAC members supported the overall approach of introducing management performance measures into the financial statements with the aim of:
  - enhancing the transparency of such measures through presentation and disclosure requirements such as a reconciliation to the most appropriate subtotal or total required by IFRS Standards; and
  - (b) making management performance measures subject to external audit.

- A2. However, a few CMAC members were concerned that including management performance measures in financial statements could be misleading. They said users could wrongly assume that management performance measures are comparable across entities if different entities use the same labels for their management performance measures.
- A3. In response to this concern, one CMAC member suggested that the Board define some commonly used adjustments, such as 'restructuring expenses'. This member also questioned whether management performance measures would be auditable without such definitions. However, another CMAC member said that if management performance measures are meant to represent management's true view of performance, the Board should not provide any definitions for management performance measures. In this member's view, management performance measures can be audited without the Board providing definitions—for example auditors can assess whether management's definition of management performance measures has been consistently applied over time.
- A4. With regard to reconciling an entity's management performance measure to the most appropriate subtotal or total required by IFRS Standards:
  - (a) a few CMAC members said a separate reconciliation should always be presented in the notes, even when the management performance measure meets the requirements to be presented as a subtotal in the statement(s) of financial performance. One of these members expressed the view that some reconciliations would be too complex to be provided in the statement(s) of financial performance. They also said they prefer having a consistent location—i.e. the notes—for the reconciliation across all entities, because it would facilitate mass processing of data.
  - (b) a few CMAC members said that such a reconciliation should be presented below the statement(s) of financial performance, rather than in the notes, so it is easier for users to find.
  - (c) one CMAC member suggested entities should be required to disclose the allocation of the reconciling items to the entity's segments.

### Adjusted EPS

- A5. Some CMAC members supported staff proposals for:
  - (a) providing an adjusted EPS that is calculated consistently with the entity's management performance measures; and
  - (b) an accompanying reconciliation showing the tax effect and the share of non-controlling interests (NCI) of adjustments made in calculating adjusted EPS.
- A6. One CMAC member said these proposals would be useful because many users focus on EPS. A few CMAC members said the tax effect should be disclosed separately from the share of NCI.

### Extract from GPF meeting notes

Management performance measures

- A7. GPF members were generally supportive of the overall approach of introducing MPMs into the financial statements, but they had some concerns about the location of MPMs in the financial statements.
- A8. The staff introduced the following suggestion for the location of MPMs:
  - (a) if an MPM fits in the Board's proposed structure for the statement(s) of financial performance and satisfies the requirements in IAS 1 *Presentation of Financial Statements* for subtotals, it should be presented as a subtotal in the statement(s) of financial performance; and
  - (b) if an MPM does not fit in the statement(s) of financial performance, the notes should disclose a separate reconciliation between the MPM and the most appropriate measure specified or defined in IFRS Standards.
- A9. One GPF member said that if the Board's aim is to improve the relevance of the statement(s) of financial performance, it should allow or require MPMs to be presented always in, or adjacent to, the statement(s) of financial performance, even if the measures do not meet the requirements described in paragraph A8(a). However, another GPF member disagreed and said that MPMs should always be

- presented in the notes, because MPMs are management-defined and would be less prominent in the notes.
- A10. Whilst some GPF members were supportive of the staff proposal to have the reconciliation in the notes, as described in paragraph A8(b), a few GPF members encouraged the Board to require the reconciliation to be provided in a columnar format in the statement(s) of financial performance. They provided the following reasons:
  - (a) such a format would clearly show the effect of adjustments on each line item and subtotal in the statement(s) of financial performance.
  - (b) more MPMs would fit in the statement(s) of financial performance under a columnar approach than in a linear reconciliation under the requirements in paragraph A8(a)A8.
- A11. One GPF member said no specific format should be required for the reconciliation.

  \*\*Adjusted EPS\*\*
- A12. GPF members expressed mixed views on staff suggestions for entities to provide:
  - (a) an adjusted EPS that is calculated consistently with the entity's MPMs; and
  - (b) an accompanying reconciliation showing the tax effect, and the share of non-controlling interests (NCI), of adjustments made in calculating adjusted EPS.
- A13. A few GPF members were supportive of the suggestions. They said they already provided an adjusted EPS as well as the accompanying reconciliation. In their view, users find such information useful. One GPF member said that the information in the reconciliation is needed as an input for calculating the adjusted EPS anyway, so disclosing the reconciliation would not lead to significant additional costs or effort. This GPF member also said the tax effect should be disclosed separately from the share of NCI.
- A14. However, some other GPF members said they currently do not present adjusted EPS. For example, they provide only an 'adjusted operating profit', but do not provide a post-financing, post-tax and post-NCI version of this measure. They said that providing adjusted EPS and the reconciliation would require significant additional

effort for them. These GPF members suggested that an adjusted EPS and the accompanying reconciliation should be required only if management uses adjusted EPS in its internal reporting.

Appendix B: Summary of the Board's tentative decisions to date in the project

Topic General	Tentative decisions  December 2016	AP ref.
	The Board tentatively decided to focus on targeted improvements to the statement(s) of financial performance and to the statement of cash flows.  All 11 Board members agreed with this decision.	21
	The Board will decide at a later stage of the project whether it will issue a Discussion Paper or an Exposure Draft as the first due process output of the project. All 11 Board members agreed with this decision.	
Statement(s)	December 2016	
of financial performance—general	Board members tentatively decided, by consensus, to explore the following topics:  a. requiring additional subtotal(s) in the statement(s) of financial performance—earnings before interest and tax (EBIT) and/or operating profit;  b. removing some of the options for presentation of income and expenses in existing IFRS Standards (eg presentation of net interest cost on the net defined benefit liability);  c. providing guidance on the use of performance measures, including separate presentation of non-recurring, unusual or infrequently occurring items; and  d. better ways to communicate information about other comprehensive income (OCI).	21A
	September 2017	
	The Board tentatively decided to prioritise introducing into the statement(s) of financial performance subtotals that facilitate comparisons between entities, such as EBIT, over introducing a management-performance measure subtotal. At a future meeting, the Board will discuss how a management-performance measure could be included in the financial statements. All Board members agreed with this decision.	21A
Statement(s)	March 2017	Ļ
of financial performance— EBIT and finance income and expenses	The Board agreed (by consensus) that the staff should continue to explore:     a. requiring the presentation of an EBIT subtotal in the statement(s) of financial performance;     b. defining EBIT as profit before finance income/expenses and tax; and     c. describing finance income/expenses as income/expenses related to the entity's capital structure.  The Board asked the staff to consider:     a. how to define an entity's capital structure; and     b. whether additional guidance would be needed on the treatment of particular items of income and expense (for example, the net interest on net defined benefit liabilities and income/expenses from investments).	21A

Topic	Tentative decisions	AP ref.
	September 2017	
	The Board tentatively decided that, if it introduces both an investing category and an EBIT (or profit before financing and income tax) subtotal, finance income or expenses should consist of the following separate line items in the statement(s) of financial performance:  a. 'income related to capital structure';  b. 'expenses related to capital structure';  c. 'interest income on a net defined benefit asset or a net asset that arises when a liability not part of an entity's capital structure qualifies for offset with an asset'; and  d. 'interest expenses on liabilities not part of an entity's capital structure'.  Ten of 14 Board members agreed and four disagreed with this decision	21A
	November 2017	
	The Board tentatively decided to:     a. use 'cash and cash equivalents' in the definition of 'finance income/expenses' as a proxy for cash and temporary investments of excess cash. Ten Board members agreed and four members disagreed with this decision.  b. require that 'finance income/expenses' consist of the following five line items:     i. 'interest income from cash and cash equivalents calculated using the effective interest method';     ii. 'other income from cash, cash equivalents and financing activities';     iv. 'other finance income'; and     v. 'other finance expenses'.  Twelve Board members agreed and two members disagreed with this decision. Some Board members made some drafting suggestions for the line items. The Board also noted that a separate line item for impairment of cash and cash equivalents may be needed, if material.  c. clarify the current description of 'financing activities' in IAS 7 Statement of Cash Flows by indicating that a financing activity involves:     i. the receipt or use of a resource from a provider of finance (or provision of credit).     ii. the expectation that the resource will be returned to the provider of finance.     iii. the expectation that the provider of finance will be appropriately compensated through the payment of a finance charge. The finance charge is dependent on both the amount of the credit and its duration.  All fourteen Board members agreed. Some Board members made drafting suggestions.	21B

Topic	Tentative decisions	AP ref.
Statement(s)	March 2017	
of financial performance— Management performance measure	The Board agreed (by consensus) that the staff should continue to explore:  a. requiring the presentation of a management operating performance measure, rather than seeking to define operating profit, in the statement(s) of financial performance;  b. allowing items to be excluded from the management operating performance measure as long as the subtotal meets the requirements in existing paragraphs 85, 85A and 85B of IAS 1 <i>Presentation of Financial Statements</i> ; and  c. requiring additional disclosures to provide transparency around presentation of the management operating performance measure.	21B
	December 2017	
	The Board tentatively decided that entities should be required to identify a management performance measure and:  a. present that measure as a subtotal in the statement(s) of financial performance, if it fits in the Board-proposed structure for the statement(s) and satisfies the requirements in IAS 1 for subtotals.  b. otherwise provide the management performance measure in a separate reconciliation of that measure with a measure that is defined in IFRS Standards.  Thirteen Board members agreed with this decision. One member was absent.  The Board will continue its discussions about targeted improvements to the statement(s) of financial performance at a future meeting, including discussing:  a. the circumstances in which a management performance measure would be required; and  b. whether the reconciliation of the management performance measure with the IFRS defined measure should be presented below the statement of financial performance or disclosed in the notes.	21A
	January 2018	
	<ul> <li>The Board tentatively decided that: <ul> <li>a. all entities should specify their key performance measure(s) in the financial statements;</li> <li>b. if any of these measures are not specified or defined in IFRS Standards, an entity should identify such measures as management performance measures; and</li> <li>c. the key performance measures identified in the financial statements should include, as a minimum, the key performance measures communicated in the annual report.</li> </ul> </li> <li>All 14 Board members agreed with this decision subject to the staff further clarifying when a measure is 'specified or defined in IFRS Standards' and which types of measures would be considered 'key performance measures'.</li> </ul>	21A

Topic Tentative decisions AP ref.

In December 2017 the Board tentatively decided that entities should present a management performance measure as a subtotal in the statement(s) of financial performance, if it fits in the Board's proposed structure for the statement(s) and satisfies the requirements in IAS 1 Presentation of Financial Statements for subtotals. At this Board meeting the Board tentatively decided:

- a. that if a management performance measure does not fit in the statement(s) of financial performance, a separate reconciliation should be disclosed in the notes between the management performance measure and the most appropriate measure specified or defined in IFRS Standards. Eleven Board members agreed and three Board members disagreed with this decision.
- b. that there should be no specific constraints on management performance measures provided in a separate reconciliation. Thirteen Board members agreed and one Board member disagreed with this decision.
- c. that the following disclosures should be required for each management performance measure (including a management performance measure presented as a subtotal in the statement(s) of financial performance):
  - i. a description of why the management performance measure provides management's view of performance, including an explanation of how the management performance measure has been calculated and why. Thirteen Board members agreed and one Board member disagreed with this decision.
  - ii. sufficient explanation, if there is a change in how the management performance measure is calculated during the year, to help users understand the reasons for and effect of the change. Thirteen Board members agreed and one Board member disagreed with this decision

The Board decided not to require a five-year historical summary showing, for each year, the calculation of the management performance measure. Eight Board members agreed and six Board members disagreed with this decision.

- d. that the reconciliation between the management performance measure and the most appropriate measure specified or defined in IFRS Standards should be provided separately from the operating segment information disclosed in accordance with IFRS 8 Operating Segments. However, entities would not be prohibited from also including management performance measures within the operating segment information. Furthermore, the following disclosures would be required:
  - i. an explanation of how the management performance measure differs from the total of the measures of profit or loss for the reportable segments; and
  - ii. if none of the management performance measures fits into the operating segment information, an explanation of why this is the case.

Eleven Board members agreed and three Board members disagreed with this decision.

e. not to specify in IFRS Standards that the management performance measures are not measures specified or defined in IFRS Standards. All 14 Board members agreed with this decision.

#### February 2018

The Board continued its discussion from the January 2018 Board meeting about proposals for management performance measures. At the meeting the Board asked the staff to develop a simplified approach to management performance measures for a future meeting. No decisions were made.

21A

ment(s)	Tentative decisions September 2017	AF
ncial mance—	The Board agreed without voting to explore the introduction of an investing category into the statement(s) of financial performance.	21
	November 2017	
Investing category	The Board tentatively decided:	21
	January 2018	
	The Board tentatively decided that:  a. entities should be required to present the results of 'integral' associates and joint ventures separately from those of 'non-integral' associates and joint ventures. Twelve Board members agreed and two Board members disagreed with this decision.  b. the project's first due-process document should:  i. use the Board's proposed definition of 'income/expenses from investments' (from the November 2017 Board meeting) as the basis for the split between integral and non-integral investments in associates or joint ventures, and include a non-exhaustive list of indicators that could be used in making this distinction. Nine Board members agreed and five Board members disagreed with this decision.  ii. propose the presentation in the statement(s) of financial performance of the share of profit or loss of integral associates or joint ventures as a line item above the 'income/expenses from investments' category and require a new subtotal above that line item. Twelve Board members agreed and two Board members disagreed with this decision.	21

Topic	Tentative decisions  iii. discuss the alternative approaches considered by the Board for presenting the share of the profit or loss of integral associates and joint	AP re
	ventures, both within and outside the 'income/expenses from investments' category, and the Board's reasons for rejecting those approaches. All 14 Board members agreed.	
Statement(s)	November 2017	
of financial performance— OCI	The Board tentatively decided to rename the two categories in the OCI section of the statement(s) of financial performance as follows:  a. 'remeasurements reported outside profit or loss' (currently 'OCI items that will not be reclassified subsequently to profit or loss'); and  b. 'income and expenses to be included in profit or loss in the future' (currently 'OCI items that will be reclassified subsequently to profit or loss').  Eight of fourteen Board members agreed and six disagreed with this decision.	21C
	The Board tentatively decided not to introduce a new subtotal between the two categories in the OCI section of the statement(s) of financial performance called 'income after remeasurements reported outside profit or loss'. Twelve of fourteen Board members agreed with this decision and two disagreed.	
	The Board tentatively decided:	
	<ul> <li>a. that the staff should explore whether there is a demand to remove the following presentation options in IAS 1 for OCI:</li> <li>i. presenting items of OCI either net of related tax effects, or before related tax effects (paragraph 91 of IAS 1); and</li> <li>ii. presenting reclassification adjustments in the statement(s) of financial performance or in the notes (paragraph 94 of IAS 1).</li> </ul>	
	All Board members agreed with this decision.	
	<ul> <li>not to develop separate guidance or educational material on the presentation of other comprehensive income for entities, but to consider both profit or loss and OCI when developing proposals for better aggregation/disaggregation and additional minimum line items. Thirteen of fourteen Board members agreed with this decision and one abstained.</li> </ul>	
	<ul> <li>c. not to develop educational material for investors in the form of case studies that illustrate why it is important for users of financial statements to consider items of OCI in their analysis of companies. All Board members agreed with this decision.</li> </ul>	
Statement of	December 2016	
cash flows	The Board tentatively decided to explore the following topics:  a. elimination of options for the classification of the cash effects of interest and dividends in the statement of cash flows. All 11 Board members agreed with this decision.	21B
	<ul> <li>alignment of the operating section across the statement of cash flows and the statement(s) of financial performance. All 11 Board members agreed with this decision.</li> </ul>	
	c. requiring a consistent starting point for the indirect reconciliation of cash flows. All 11 Board members agreed with this decision.	

Tentative decisions	AP ref.
December 2017	
For non-financial entities, the Board tentatively decided to:  a. remove from IAS 7 options for the classification of interest and dividends paid and of interest and dividends received and prescribe a single classification for each of these items. Thirteen Board members agreed with this decision. One member was absent.  b. clarify that:  i. cash flows arising from interest incurred on financing activities should be classified as financing cash flows. Thirteen Board	21C
members agreed with this decision. One member was absent.  ii. cash flows arising from interest paid that is capitalised as part of the cost of an asset should be classified as financing cash flows.  Thirteen Board members agreed with this decision. One member was absent.	
<ul> <li>iii. cash flows arising from dividends paid should be classified as financing cash flows. Thirteen Board members agreed with this decision. One member was absent.</li> <li>c. amend the definition of 'investing activities' in IAS 7 to clarify that interest and dividends received should be classified as investing cash flows. Twelve Board members agreed and one Board member disagreed with this decision. One member was absent.</li> <li>The Board will consider the classification in the statement of cash flows of dividends received from investments in associates and joint ventures when it discusses whether the profit or loss of integral associates and joint ventures should be part of the income or expenses from investments in the statement(s) of financial performance.</li> </ul>	
<ul> <li>The Board tentatively decided:</li> <li>a. to require a consistent subtotal as the starting point for the indirect reconciliation of cash flows from operating activities. This subtotal should be 'profit before investing, financing and income tax'. Thirteen Board members agreed with this decision. One member was absent.</li> <li>b. not to align the operating section of the statement of cash flows with a corresponding section in the statement(s) of financial performance. Thirteen Board members agreed with this decision. One member was absent.</li> <li>c. not to make any other further improvements to the statement of cash flows, besides the improvements mentioned in (a) and (b) above. Ten Board members agreed and three Board members disagreed with this decision. One member was absent.</li> </ul>	21D
February 2018	1
<ul> <li>The Board tentatively decided to propose:</li> <li>a. separate presentation of (i) the investing cash flows that arise between an entity and its 'integral' associates and joint ventures and (ii) the cash flows that arise between an entity and its 'non-integral' associates and joint ventures. The split between 'integral' and 'non-integral' associates and joint ventures would be the same for the statement of cash flows as for the statement(s) of financial performance. Eleven Board members agreed and two disagreed with this decision. One Board member was absent.</li> <li>b. the separate presentation of the investing cash flows of 'integral' and 'non-integral' associates and joint ventures should be within the 'investing activities' section of the statement of cash flows. Ten Board members agreed and three disagreed with this decision. One Board member was absent.</li> </ul>	21C

Topic	Tentative decisions	AP ref.
Principles of aggregation and development of templates	December 2016	
	<ul> <li>The Board tentatively decided to explore the following topics:</li> <li>a. development of templates for the statement(s) of financial performance, the statement of cash flows and the statement of financial position for a small number of industries. Eight of 11 Board members agreed and three members disagreed with this decision.</li> <li>b. development of a principle for aggregating and disaggregating items in the primary financial statements. All 11 Board members agreed with this decision.</li> <li>The Board tentatively decided not to consider targeted improvements to the statement of financial position unless work on other areas of the primary financial statements identifies possible improvements to that statement. All 11 Board members agreed with this decision.</li> <li>Additionally, the Board tentatively decided that segment reporting or the presentation of discontinued operations should not be part of the scope of the project. All 11 Board members agreed with this decision.</li> </ul>	21B
	March 2017	
	The Board tentatively decided to develop, along the lines suggested in Agenda Paper 21C:  a. principles for aggregation and disaggregation in the financial statements;  b. definitions of the notions 'classification', 'aggregation' and 'disaggregation; and  c. guidance on the steps involved in applying 'classification', 'aggregation' and 'disaggregation' when preparing financial statements.	21C
	Ten Board members agreed and two disagreed with this decision.	
	The Board tentatively decided to explore providing more guidance on aggregation characteristics. Eleven Board members agreed and one disagreed.	
	September 2017	L

Topic Tentat	ive decisions	AP ref.
	most useful information to users. Twelve of 14 Board members agreed with this decision and one member disagreed. One member was absent. develop criteria that entities could follow to determine whether a by-function or by-nature methodology provides the most useful information to users. One of those criteria would be that a function of expense analysis would not be appropriate if an entity is unable to allocate natural components to the functions presented on a consistent and non-arbitrary basis. Ten of 14 Board members agreed with this decision and three members disagreed. One member was absent. provide no requirement for entities that use the 'nature of expense' method to provide additional information using the 'function of expense' method. Thirteen of 14 Board members agreed with this decision and one member disagreed.	21B