



**International  
Accounting Standards  
Board**

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*This document is provided as a convenience to observers at IASB meetings, to assist them in following the Board's discussion. It does not represent an official position of the IASB. Board positions are set out in Standards.*

*These notes are based on the staff papers prepared for the IASB. Paragraph numbers correspond to paragraph numbers used in the IASB papers. However, because these notes are less detailed, some paragraph numbers are not used.*

### **INFORMATION FOR OBSERVERS**

**Board Meeting:**        **January 2009, London**

**Project:**                **Ratification of IFRIC Interpretation**

**Subject:**                **IFRIC X *Transfers of Assets from Customers*: Near-final draft -  
12 December 2008 (Agenda paper 17A)**

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The near-final draft Interpretation IFRIC X *Transfers of Assets from Customers* was published on the IASB Website on 12 December 2008. This near-final draft is included in this paper marked up for changes made as a result of comments received, together with the basis for conclusions and the illustrative examples.

# IFRIC Interpretation X

## *Transfers of Assets from Customers*

### References

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- *Framework for the Preparation and Presentation of Financial Statements*
- IFRS 1 *First-time Adoption of International Financial Reporting Standards* (as revised in 2008)
- IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*
- IAS 16 *Property, Plant and Equipment*
- IAS 18 *Revenue*
- IAS 20 *Accounting for Government Grants and Disclosure of Government Assistance*
- IFRIC 12 *Service Concession Arrangements*

### Background

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- 1 In the utilities industry, an entity may receive items of property, plant and equipment from its customers that must be used to connect those customers to a network and provide them with ongoing access to a supply of commodities such as electricity, gas or water. Alternatively, an entity may receive cash from customers for the acquisition or construction of such items of property, plant and equipment. Customers are typically required to pay additional amounts for the purchase of goods or services based on usage.
- 2 Transfers of assets from customers may also occur in industries other than utilities. For example, an entity outsourcing its information technology functions may transfer its existing items of property, plant and equipment to the outsourcing provider.
- 3 In some cases, the transferor of the asset will not be the entity that will eventually have access to the supply and will use those goods or services. However, for convenience this Interpretation refers to the entity transferring the asset as the customer.

### Scope

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- 4 This Interpretation applies to the accounting for transfers of items of property, plant and equipment by entities that receive such transfers from their customers.
- 5 Agreements in the scope of this Interpretation are agreements in which an entity receives an item of property, plant and equipment from a customer that the entity must then use to connect the customer to a network, to provide the customer with ongoing access to a supply of goods or services, or both.
- 6 This Interpretation also applies to agreements in which an entity receives cash from a customer when that amount of cash must be used only to construct or acquire an item of property, plant and equipment and the entity then must then use the item of property, plant and equipment to connect the customer to a network, to provide the customer with ongoing access to a supply of goods or services, or both.

- 7 This Interpretation does not apply to agreements in which the transfer is either a government grant as defined in IAS 20 or infrastructure used in a service concession arrangement that is in the scope of IFRIC 12.

## Issues

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- 8 The Interpretation addresses the following issues:
- (a) Is the definition of an asset met?
  - (b) If the definition of an asset is met, how should the transferred item of property, plant and equipment be measured on initial recognition?
  - (c) If the item of property, plant and equipment is measured at fair value on initial recognition, how should the resulting credit be accounted for?
  - (d) How should the entity account for a transfer of cash from its customer?

## Consensus

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### Is the definition of an asset met?

- 9 When an entity receives a transfer from a customer in the form of an item of property, plant and equipment, it shall assess whether the transferred item meets the definition of an asset set out in the *Framework*. Paragraph 49(a) of the *Framework* states that ‘an asset is a resource controlled by the entity as a result of past events and from which future economic benefits are expected to flow to the entity.’ In most circumstances, the entity obtains the right of ownership of the transferred item of property, plant and equipment. However, in determining whether an asset exists, the right of ownership is not essential. Therefore, if the customer continues to control the transferred item, the asset definition would not be met despite a transfer of ownership.
- 10 An entity that controls an asset can generally deal with that asset as it pleases. For example, the entity can exchange that asset for other assets, employ it to produce goods or services, charge a price for others to use it, use it to settle liabilities, hold it, or distribute it to owners. The entity that receives a transfer from a customer shall consider all relevant facts and circumstances when assessing control. For example, although the entity must use the transferred item of property, plant and equipment to provide one or more services to the customer, it may have the ability to decide how the transferred item of property, plant and equipment is used and maintained and when it is replaced. In this case, the entity would normally conclude that it controls the transferred item of property, plant and equipment.

### How should the transferred item of property, plant and equipment be measured on initial recognition?

- 11 If the entity concludes that the definition of an asset is met, it shall recognise the transferred asset as an item of property, plant and equipment in accordance with paragraph 7 of IAS 16 and measure its cost on initial recognition at its fair value in accordance with paragraph 24 of that Standard.

## How should the credit be accounted for?

- 12 The following discussion assumes that the entity receiving an item of property, plant and equipment has concluded that the transferred item should be recognised and measured in accordance with paragraphs 9 to 11.
- 13 Paragraph 12 of IAS 18 states that ‘when goods are sold or services are rendered in exchange for dissimilar goods or services, the exchange is regarded as a transaction which generates revenue.’ According to the terms of the agreements within the scope of this Interpretation, a transfer of an item of property, plant and equipment would be an exchange for dissimilar goods or services. Consequently, the entity shall recognise revenue in accordance with IAS 18.

### *Identifying the separately identifiable services*

- 14 An entity may agree to deliver one or more services in exchange for the transferred item of property, plant and equipment, such as connecting the customer to a network, providing the customer with ongoing access to a supply of goods or services, or both. In accordance with paragraph 13 of IAS 18, the entity shall identify the separately identifiable services ~~of included in the agreement~~ (separately identifiable services).
- 15 Features that indicate that connecting the customer to a network is a separately identifiable service ~~of the agreement~~ include:
- (a) a service connection is delivered to the customer and represents value for that customer;
  - (b) the fair value of the service connection can be measured reliably.
- 16 A feature that indicates that providing the customer with ongoing access to a supply of goods or services is a separately identifiable service ~~of the agreement~~ is that the goods or services are delivered to the customer in the future at a price lower than would ~~otherwise~~ be charged without the transfer of the item of property, plant and equipment.
- 17 Conversely, a feature that indicates that the obligation to provide the customer with ongoing access to a supply of goods or services arises from the terms of the entity’s operating license or other regulation rather than from the agreement relating to the transfer of an item of property, plant and equipment is that customers that make a transfer pay the same price for the ongoing access as those that do not. In these circumstances, providing the customer with ongoing access to a supply of goods or services is not a separately identifiable service ~~of the agreement~~.

### *Revenue recognition*

- 18 If only one service is identified, the entity shall recognise revenue when the service is performed in accordance with paragraph 20 of IAS 18.
- 19 If more than one service is identified, paragraph 13 of IAS 18 requires the fair value of the total consideration received or receivable for the agreement to be allocated to each service and the recognition criteria of IAS 18 are then applied to each service.
- 20 If an ongoing service is identified as part of the agreement, the period over which revenue shall be recognised for that service is generally determined by the terms of the agreement with the customer. If the agreement does not specify a period term, the revenue shall be recognised over a period no longer than the useful life of the transferred asset used to provide the ongoing service.

### **How should the entity account for a transfer of cash from its customer?**

- 21 When an entity receives a transfer of cash from a customer, it shall assess whether the agreement is in the scope of this Interpretation in accordance with paragraph 6. If it is, the entity shall assess whether the constructed or acquired item of property, plant and equipment meets the definition of an asset in accordance with paragraphs 9 and 10. If the definition of an asset is met, the entity shall recognise the item of property, plant and equipment at its cost in accordance with IAS 16 and shall recognise revenue in accordance with paragraphs 13–20 at the amount of cash received from the customer.

### **Effective date and transition**

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- 22 An entity shall apply this Interpretation prospectively to transfers of assets from customers received on or after [date to be set]. Earlier application is permitted. If an entity applies this Interpretation to transfers of assets from customers received before [date to be set], it shall disclose that fact.

# Appendix

*This appendix is an integral part of the IFRS.*

## **Amendment to IFRS 1 *First-time Adoption of International Financial Reporting Standards* (as revised in 2008) Appendix D**

Paragraph D1 is amended as follows.

- D1 An entity may elect to use one or more of the following exemptions:
- (a) share-based payment transactions (paragraphs D2 and D3);
  - ...
  - (m) financial assets or intangible assets accounted for in accordance with IFRIC 12 *Service Concession Arrangements* (paragraph D22); ~~and~~
  - (n) borrowing costs (paragraph D23); and
  - (o) transfers of assets from customers (paragraph D24).

Paragraph D24 is added together with the following heading.

### **Transfers of assets from customers**

- D24 A first-time adopter may apply the transitional provisions set out in paragraph 22 of IFRIC X *Transfers of Assets from Customers*. In that paragraph, reference to the effective date shall be interpreted as [date to be set—same as effective date of IFRIC X] or the date of transition to IFRSs, whichever is later. In addition, a first-time adopter may designate any date before the date of transition to IFRSs and apply IFRIC X to all transfers of assets from customers received on or after that date.

# Basis for Conclusions

*This Basis for Conclusions accompanies, but is not part of, IFRIC X.*

## Introduction

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- BC1 This Basis for Conclusions summarises the IFRIC's considerations in reaching its consensus. Individual IFRIC members gave greater weight to some factors than to others.
- BC2 The IFRIC released draft Interpretation D24 *Customer Contributions* for public comment in January 2008 and received 59 comment letters in response.

## Background

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- BC3 The IFRIC received a request to issue guidance on the accounting for transfers of items of property, plant and equipment by entities that receive such transfers from their customers. Divergence had arisen in practice with some entities recognising the transferred item at fair value and others recognising it at a cost of nil. Among those that recorded the item at fair value, some recognised the resulting credit as revenue immediately, while others recognised it over some longer service period. The IFRIC decided to develop an Interpretation in response to that divergence in practice.

## Scope

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- BC4 This Interpretation applies to the accounting for transfers of items of property, plant and equipment by entities that receive such transfers from their customers. In developing the Interpretation, the IFRIC decided that it would not address how the customers should account for the transfers because the main issue is how the entity receiving the asset should recognise revenue.
- BC5 Some respondents questioned whether transfers of assets other than those in the scope of this Interpretation, ie transfers of intangible assets from customers, would lead to the same answer. In its redeliberations, the IFRIC decided not to expand the scope to assets other than those already considered in D24 but did not prohibit application by analogy in accordance with IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.
- BC6 In its redeliberations, the IFRIC clarified in paragraph 3 that, for convenience, this Interpretation refers to the entity transferring the item of property, plant and equipment as the customer even though that entity may not be the ultimate recipient of the service(s). The IFRIC also added an example to illustrate such a situation.
- BC7 Some respondents commented that, in practice, customers often transfer cash instead of transferring an item of property, plant and equipment. The IFRIC reaffirmed its view that transfers of cash should be in the scope of the Interpretation (see also BC24).
- BC8 Many respondents were concerned that D24 could create unintended overlaps with existing IFRSs such as IFRIC 12 *Service Concession Arrangements* and IAS 20 *Accounting for Government Grants and Disclosure of Government Assistance*. In its redeliberations, the IFRIC noted that, in a public-to-private service concession

arrangement in the scope of IFRIC 12, the grantor controls the infrastructure, not the operator. Therefore, the IFRIC concluded that this Interpretation does not apply to agreements in which the transfer is an item of infrastructure used in a service concession arrangement that is in the scope of IFRIC 12. The IFRIC also clarified that IAS 20 does not apply because transfers of assets from customers do not meet the definition of a government grant in accordance with paragraph 3 of IAS 20.

- BC9 Some respondents to D24 questioned the application by analogy to situations other than utility entities providing connection and access to their networks (eg electricity, gas, water or telecom networks). In its redeliberations, the IFRIC noted that this Interpretation might also be relevant to industries other than utilities. The IFRIC also clarified the background section of the Interpretation adding an example of an information technology outsourcing agreement.

## Issues

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- BC10 When an entity receives an item of property, plant and equipment from a customer, it should assess whether the transferred item meets the definition of an asset.
- BC11 If the entity concludes that the transferred item of property, plant and equipment meets the definition of an asset, it should recognise the transferred item in accordance with paragraph 7 of IAS 16. In that case, the next issues are at what amount it should be recognised on initial recognition and how the resulting credit should be accounted for.
- BC12 The last issue the IFRIC considered is how the entity should account for the receipt of cash instead of a transfer of an item of property, plant and equipment.

## Consensus

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### Is the definition of an asset met?

- BC13 In its redeliberations, the IFRIC discussed the different steps that D24 required an entity to follow to determine whether an asset should be recognised, including the consideration of IFRIC 4 *Determining whether an Arrangement contains a Lease* and IAS 17 *Leases*. The IFRIC decided to simplify the proposals by focusing on who controls the asset. The Interpretation provides guidance based on the definition of an asset set out in paragraph 49(a) of the *Framework* and the additional guidance in paragraphs 55 and 57 of the *Framework*.

### How should the transferred item of property, plant and equipment be measured on initial recognition?

- BC14 The IFRIC concluded that, in a normal trading transaction, the item of property, plant and equipment is received in exchange for something, ie the provision of services such as connection to a network, provision of ongoing access to a supply of goods or services, or both.
- BC15 The IFRIC noted that both paragraph 24 of IAS 16 *Property, Plant and Equipment* and paragraph 12 of IAS 18 *Revenue* lead to the same measurement attribute for such exchange transactions, ie the item received should be measured at fair value on initial recognition. Therefore, if the entity concludes that the definition of an asset is met, it



should recognise the transferred asset as an item of property, plant and equipment in accordance with paragraph 7 of IAS 16 and measure it on initial recognition at its fair value in accordance with paragraph 24 of that Standard. The IFRIC also noted that respondents to D24 generally agreed with that conclusion.

### **How should the credit be accounted for?**

- BC16 The following discussion assumes that the entity receiving an item of property, plant and equipment from a customer has concluded that the transferred item should be recognised and measured at fair value. It also assumes that the services to be provided in exchange for the transferred item are part of the ordinary activities of the entity.

#### *Identifying the separately identifiable services*

- BC17 D24 identified only one service to be delivered in exchange for the transferred item of property, plant and equipment: the provision of ongoing access to a supply of goods or services. Many respondents, including utility entities, questioned whether an entity receiving an asset from a customer *always* has an obligation to provide ongoing access to a supply of goods or services as a result of the transfer. For example, some respondents argued that, when a utility company is required by law or regulation to provide access to a supply of a commodity to all customers at the same price, it may have no further obligation once connection to the service has been made. They also argued that an obligation to provide ongoing services to the customer who transferred the asset may exist only if the customer obtains in exchange some exclusive right of access to a supply of goods or services, eg a reduced price. Overall, these respondents asked the IFRIC to reconsider the revenue recognition issue based on an IAS 18 approach.
- BC18 In its redeliberations, the IFRIC noted that an entity may agree to deliver one or two services in exchange for the transferred item of property, plant and equipment, such as connecting the customer to a network, providing the customer with ongoing access to a supply of goods or services, or both. The IFRIC concluded that identifying the separately identifiable services of a single agreement depends on facts and circumstances and that judgement is required. The IFRIC also acknowledged that a practical weakness of IAS 18 is that it gives insufficient guidance on agreements that deliver more than one good or service to the customer. Therefore, the IFRIC decided to develop guidance based on paragraph 13 of IAS 18 to help identify the services to be delivered in exchange for the transferred asset. This decision resulted in the indicators in paragraphs 15-17 of the Interpretation and the examples illustrating their application.

#### *Revenue recognition*

- BC19 In accordance with paragraph 13 of IAS 18, the IFRIC decided that the Interpretation should require that, when more than one service is identified, the fair value of the total consideration received or receivable for the agreement should be allocated to each service and that the recognition criteria of IAS 18 should be applied to each service. The IFRIC noted that IFRIC 12 *Service Concession Arrangements* and IFRIC 13 *Customer Loyalty Programmes* already provide guidance on how to allocate the fair value of the total consideration received or receivable for the agreement to each component (see paragraph 13 of IFRIC 12 and paragraphs 5–7 of IFRIC 13). Therefore, the IFRIC

concluded that this Interpretation should include only a reminder in paragraph 19 that such allocation is required if more than one service is identified.

- BC20 If a separately identifiable ongoing service is part of the agreement, the entity must identify the period over which revenue should be recognised. Paragraph 20 of D24 stated that ‘although the period over which an entity has an obligation to provide access to a supply of goods or services using a contributed asset may be shorter than the useful economic life of the asset, it cannot be longer.’ Some respondents asked the IFRIC to clarify whether that period may be determined by the terms of the agreement and why that period cannot be longer than the economic life of the contributed asset.
- BC21 The IFRIC agreed with respondents and clarified that the period over which revenue should be recognised for the ongoing service is generally determined by the terms of the agreement with the customer. If the arrangement does not specify a term, the IFRIC reaffirmed its view that the revenue should be recognised over a period no longer than the useful life of the transferred asset used to provide the ongoing service. This is because the entity can only use the transferred asset to provide ongoing access to a supply of goods or services during its useful life. Any obligation that exists after the asset is replaced does not arise from the original transfer but from the terms of the entity’s operating license or other regulation.
- BC22 Almost all respondents disagreed with paragraph BC22 of D24 that the time value of money should be taken into account when measuring revenue. The IFRIC agreed with respondents and noted that paragraph 11 of IAS 18 requires taking the time value of money into account only when payments are deferred.

### **How should the entity account for a transfer of cash from its customer?**

- BC23 Respondents were generally supportive of the IFRIC’s proposals related to transfers of cash. However, some respondents asked the IFRIC to clarify the circumstances in which a cash transfer would be in the scope of the Interpretation.
- BC24 In its redeliberations, the IFRIC discussed the accounting for agreements in which an entity receives a transfer of cash from a customer instead of an item of property, plant and equipment. The IFRIC reaffirmed its view in D24: when that amount of cash must be used only to construct or acquire an item of property, plant and equipment and the entity must then use the item of property, plant and equipment to deliver goods or services to the customer, the economic effect of the transfer of cash is similar to that of a transfer of an item of property, plant and equipment.

### **Transition**

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- BC25 The IFRIC noted that applying the change in accounting policy retrospectively would require entities to establish a carrying value for assets that had been transferred in the past. That carrying value would be based on historical fair values. Those fair values may not be based on an observable price or observable inputs. The IFRIC therefore concluded that it would be impracticable to apply the proposed Interpretation retrospectively and that the Interpretation should require prospective application to transfers received after its effective date.

## Changes from draft Interpretation D24

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BC26 The most significant changes made from D24 in the light of comments received relate to:

- (a) *Recognition of transferred assets.* As stated in BC13, the IFRIC decided to simplify the requirements and to address the issue of which entity controls the asset by giving guidance based on the definition of an asset set out in the *Framework*.
- (b) *Revenue recognition.* The IFRIC agreed with respondents that an entity receiving an item of property, plant and equipment from a customer may not always have an obligation to provide ongoing access to a supply of goods or services as a result of the transfer. Therefore, the IFRIC decided to develop guidance based on paragraph 13 of IAS 18 to help identify the separately identifiable services to be delivered in exchange for the transferred asset.
- (c) *Title of the Interpretation.* The IFRIC noted that in some jurisdictions, the term ‘contribution’ has the implication of a donation rather than an exchange transaction. In addition, IFRIC noted that this term might be difficult to translate into some languages. For that reason, the IFRIC decided to use the term ‘transfer’ and redrafted the Interpretation accordingly.
- (d) *Illustrative examples.* The IFRIC decided that illustrative examples should accompany, but not be part of, the Interpretation to help entities apply the Interpretation.

# Illustrative examples

*These examples accompany, but are not part of, IFRIC X*

## Example 1

- IE1 A real estate company is building a residential development in an area that is not connected to the electricity network. In order to have access to the electricity network, the real estate company is required to construct an electricity substation that is then transferred to the network company responsible for the transmission of electricity. It is assumed in this example that the network company concludes that the transferred substation meets the definition of an asset. The network company then uses the substation to connect each house of the residential development to its electricity network. In this case, it is the homeowners that will eventually use the network to access the supply of electricity, although they did not initially transfer the substation. By regulation, the network company has an obligation to provide on-going access to the network to all users of the network at the same price, regardless of whether they transferred an asset. Therefore, users of the network that transfer an asset to the network company pay the same price for the use of the network as those that do not. Users of the network can choose to purchase their electricity from distributors other than the network company but must use the company's network to access the supply of electricity.
- IE2 Alternatively, the network company could have constructed the substation and received a transfer of amount of cash from the real estate company that had to be used only for the construction of the substation. It is assumed that the substation remains an asset of the network company.
- IE3 In this example, the Interpretation applies to the network company that receives the electricity substation from the real estate company. The network company recognises the substation as an item of property, plant and equipment and measures its cost on initial recognition at its fair value (or at its construction cost in the circumstances described in IE2) in accordance with IAS 16. The fact that users of the network that transfer an asset to the network company pay the same price for the use of the electricity network as those that do not indicates that the obligation to provide on-going access to the network is not a separately identifiable service of the transaction. Rather, connecting the house to the network is the only service to be delivered in exchange for the substation. Therefore, the network company should recognise revenue from the exchange transaction at the fair value of the substation (or at the amount of the cash received from the real estate company in the circumstances described in IE2) when the houses are connected to the network in accordance with in paragraph 20 of IAS 18.

## Example 2

- IE4 A house builder constructs a house on a redeveloped site in a major city. As part of constructing the house, the house builder installs a pipe from the house to the water main in front of the house. Because the pipe is on the house's land, the owner of the house can restrict access to the pipe. The owner is also responsible for the maintenance of the pipe. In this example, the facts indicate that the definition of an asset would not be met for the water company.
- IE5 Alternatively, a house builder constructs multiple houses and installs a pipe on the commonly owned or public land to connect the houses to the water main. The house builder transfers ownership of the pipe to the water company that will be responsible for its maintenance. In this example, the facts indicate that the water company controls the pipe and should recognise it.

## Example 3

- IE6 An entity enters into an agreement with a customer involving the outsourcing of the customer's information technology (IT) functions. As part of the agreement, the customer transfers ownership of its existing IT equipment to the entity. Initially, the entity must use the equipment to provide the service required by the outsourcing agreement. The entity is responsible for maintaining the equipment and for replacing it when it decides to do so. The useful life of the equipment is estimated to be 3 years. The outsourcing agreement requires service to be provided for 10 years for a fixed price that is lower than the price the entity would have charged if the IT equipment had not been transferred.
- IE7 In this example, the facts indicate that the IT equipment is an asset of the entity. Therefore, the entity should recognise and measure the equipment on initial recognition at its fair value in accordance with paragraph 24 of IAS 16 *Property, Plant and Equipment*. The fact that the price charged for the service to be provided under the outsourcing agreement is lower than the price the entity would charge without the transfer of the IT equipment indicates that this service is a separately identifiable service included in the agreement. The facts also indicate that it is the only service to be provided in exchange for the transfer of the IT equipment. Therefore, the entity should recognise revenue arising from the exchange transaction when the service is performed, ie over the 10 year term of the outsourcing agreement.
- IE8 Alternatively, assume that after the first 3 years, the price the entity charges under the outsourcing agreement increases to reflect the fact that it will then be replacing the equipment the customer transferred.
- IE9 In this case, the reduced price for the services provided under the outsourcing agreement reflects the useful life of the transferred equipment. For this reason, the entity should recognise revenue from the exchange transaction over the first 3 years of the agreement.