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## IASB® meeting

Date	<b>May 2026</b>
Project	<b>Business Combinations—Disclosures, Goodwill and Impairment</b>
Topic	<b>Cover Paper</b>
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This paper has been prepared for discussion at a public meeting of the International Accounting Standards Board (IASB). This paper does not represent the views of the IASB or any individual IASB member. Any comments in the paper do not purport to set out what would be an acceptable or unacceptable application of IFRS® Accounting Standards. The IASB's technical decisions are made in public and are reported in the IASB® *Update*.

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## Introduction and purpose

1. The Exposure Draft [\*Business Combinations—Disclosures, Goodwill and Impairment\*](#) (Exposure Draft) included proposals to amend IFRS 3 *Business Combinations* to require entities to disclose performance and expected synergy information. The Exposure Draft also proposed targeted amendments to IAS 36 *Impairment of Assets* to improve the effectiveness and reduce the cost and complexity of the impairment test.
2. The purpose of this meeting is to provide the International Accounting Standards Board (IASB) with our views on the package of performance and expected synergy information disclosures.
3. Agenda Paper 18A analyses and presents our views on the package of performance and expected synergy information disclosures. Agenda Paper 18A asks if the IASB agrees with:
  - (a) our view that the benefits of the package we suggest in that paper would justify the costs; and
  - (b) our planned next steps to finalise that package.
4. Agenda Papers 18B–18E provide our updated analysis for some aspects of the package, specifically:

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- (a) Agenda Paper 18B—Auditability and expectation gap;
  - (b) Agenda Paper 18C—Population for expected synergy information;
  - (c) Agenda Paper 18D—Revising the scope of performance information; and
  - (d) Agenda Paper 18E—Other matters which includes:
    - (i) suggested additions to address auditability and expectation gap concerns about disclosing performance and expected synergy information;
    - (ii) the qualitative statement of whether actual performance is meeting or has met the acquisition-date key objectives and related targets; and
    - (iii) other matters not previously analysed.
5. Agenda Papers 18B–18E do not have any questions for the IASB. Agenda Paper 18A asks whether IASB members have any questions or comments on all of the agenda papers for this meeting.
6. Appendix A to this paper summarises the Exposure Draft proposals, respondents’ feedback and the IASB’s discussions and tentative decisions to date.

## Appendix A—Summary of discussions and tentative decisions

A1. This table summarises the Exposure Draft proposals, respondents’ feedback and the IASB’s discussions and tentative decisions to date.

Topic	Exposure Draft proposals	Feedback	Discussions and tentative decisions
(a) Objective	The project’s objective is to explore whether an entity can, at a reasonable cost, provide users with more useful information about business combinations.	Although not specifically asked, some respondents provided feedback on the objective, of which most agreed, and some expressed concerns about whether the proposals go far enough.	<a href="#">February 2025</a> : the IASB tentatively decided to retain the project objective but to adjust its wording to reflect the stage of the project.
(b) Whether to require performance and expected synergies information	Disclose performance and expected synergies information in financial statements.  The specific information proposed is shown in rows below.	There were divergent views. In particular, almost all users confirmed the need for the information and most preparers continued to disagree with requiring the information in financial statements.  Respondents who disagreed	<a href="#">September 2025</a> : the IASB discussed usefulness of performance and expected synergy information.  The IASB also discussed:  (a) conceptual reasons—the IASB discussed conceptual reasons in <a href="#">March 2025</a> . The IASB tentatively decided to continue to redeliberate the proposed requirements for an entity to disclose

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		<p>generally gave the following common reasons:</p> <ul style="list-style-type: none"> <li>(a) conceptual reasons;</li> <li>(b) auditability and expectation gap;</li> <li>(c) commercial sensitivity and litigation risks arising from disclosure of forward-looking information; and</li> <li>(d) monetary costs and other concerns.</li> </ul>	<p>performance and expected synergy information.</p> <ul style="list-style-type: none"> <li>(b) commercial sensitivity and litigation risks—the IASB had an initial discussion in <a href="#">June 2025</a> but did not make any tentative decisions. The staff will consult on specific aspects before asking the IASB for tentative decisions.</li> <li>(c) auditability and expectation gap— the IASB had an initial discussion in <a href="#">July 2025</a>. The staff will consult on specific aspects before asking the IASB for tentative decisions.</li> <li>(d) monetary costs and other concerns—the IASB had an initial discussion in <a href="#">September 2025</a> but did not make any tentative decisions. The staff will consider costs as part of the cost-benefit trade-off.</li> </ul>

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			May 2026: to be discussed at this meeting.
(c) Performance information—subset	Disclose performance information for only a subset of material business combinations—referred to as strategic business combinations—identified by quantitative and qualitative thresholds.	<p>Respondents generally supported a subset approach. However:</p> <ul style="list-style-type: none"> <li>(a) many agreed with a threshold approach but many others suggested a principles-based approach;</li> <li>(b) most disagreed with at least one of the proposed thresholds; and</li> <li>(c) some expressed concerns about the term ‘strategic’.</li> </ul>	<p><a href="#">April 2025</a>: the IASB had an initial discussion.</p> <p><a href="#">April 2026</a>: the IASB tentatively decided to retain the proposal to require an entity to disclose performance information for only a subset of business combinations.</p> <p>The IASB tentatively decided to retain a threshold approach to identify the subset and:</p> <ul style="list-style-type: none"> <li>(a) to retain the proposed revenue and asset thresholds;</li> <li>(b) to remove the proposed operating profit threshold;</li> <li>(c) to retain the proposal to set the quantitative thresholds at 10%; and</li> <li>(d) to remove the proposed qualitative thresholds.</li> </ul>

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(d) Performance information—management approach and other feedback	<p>Disclose performance information based on the information reviewed by the entity’s key management personnel (KMP), including:</p> <ul style="list-style-type: none"> <li>(a) acquisition-date key objectives and related targets (KOTs); and</li> <li>(b) the extent to which those KOTs are being met in subsequent periods, for as long as KMP review that information.</li> </ul>	<ul style="list-style-type: none"> <li>(a) Most respondents agreed with disclosing KOTs based on the information reviewed by KMP and some respondents disagreed; and</li> <li>(b) many respondents agreed with disclosing information for as long as KMP review, some respondents disagreed and some did not comment.</li> </ul>	<p><a href="#">October 2025</a>: the IASB had an initial discussion but did not make any tentative decisions.</p> <p>The staff will consult on specific aspects before asking the IASB for tentative decisions.</p>
(e) Expected synergy information	<p>Information about expected synergies for each business combination including:</p> <ul style="list-style-type: none"> <li>(a) a description of expected synergies by category; and</li> <li>(b) for each category: <ul style="list-style-type: none"> <li>(i) the estimated amounts;</li> <li>(ii) the estimated costs; and</li> <li>(iii) the expected timing.</li> </ul> </li> </ul>	<p>Some respondents (including most users and user groups) agreed but most respondents (including almost all preparers and preparer groups and accounting firms) disagreed.</p>	<p><a href="#">October 2025</a>: the IASB had an initial discussion but did not make any tentative decisions.</p> <p>The staff will consult on specific aspects before asking the IASB for tentative decisions.</p> <p>May 2026: the population for expected synergy information to be discussed at this meeting.</p>

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<p>(f) Exemption from some disclosure requirements</p>	<p>An entity would be exempt from disclosing expected synergy information and some aspects of performance information if doing so can be expected to prejudice seriously the achievement of any of the entity's acquisition-date key objectives for the business combination. The Exposure Draft also proposed application guidance to accompany the exemption.</p>	<p>Almost all respondents agreed with having an exemption but many said the exemption should be expanded to cover other situations in which information would be so commercially sensitive that it should not be disclosed in financial statements.</p>	<p><a href="#">June 2025</a>: the IASB had an initial discussion.</p> <p><a href="#">December 2025</a>: the IASB had an initial discussion of which items of information the exemption applies to and some related clarification requests but did not make any tentative decisions.</p> <p><a href="#">April 2026</a>: the IASB tentatively decided:</p> <ul style="list-style-type: none"> <li>(a) to continue to exempt entities from disclosing some information in specific situations;</li> <li>(b) to refine the exemption to exempt entities from disclosing information that would result in a breach of legal or regulatory requirements;</li> <li>(c) to remove the proposal to require entities to disclose the reason for applying the exemption; and</li> </ul>

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			(d) to not otherwise change which situations the exemption applies to or the application guidance / examples.
(g) Other IFRS 3 disclosures	<p>Amendments including:</p> <ul style="list-style-type: none"> <li>(a) to add two new disclosure objectives;</li> <li>(b) to require disclosure of the ‘strategic rationale’ instead of ‘primary reasons’ for a business combination; and</li> <li>(c) to specify that for the information about the contribution of an acquired business: <ul style="list-style-type: none"> <li>(i) the amount of profit or loss is the amount of ‘operating’ profit or loss;</li> <li>(ii) application guidance would not be provided; and</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>(a) Almost all respondents agreed;</li> <li>(b) almost all respondents agreed; and</li> <li>(c) for the contribution of an acquired business: <ul style="list-style-type: none"> <li>(i) most respondents agreed;</li> <li>(ii) most respondents agreed; and</li> <li>(iii) many agreed but many disagreed.</li> </ul> </li> </ul>	<p><a href="#">May 2025</a>: the IASB tentatively decided:</p> <ul style="list-style-type: none"> <li>(a) to retain the proposed disclosure objectives to guide its redeliberations;</li> <li>(b) to retain the proposal; and</li> <li>(c) for the contribution of an acquired business: <ul style="list-style-type: none"> <li>(i)–(ii) to retain the proposals; and</li> <li>(iii) to instead require an entity to disclose the basis on which it prepared combined entity information.</li> </ul> </li> </ul> <p>The <a href="#">May 2025 IASB Update</a> reports the IASB’s tentative decisions on other IFRS 3 disclosures which are not reproduced here.</p>

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	(iii) the basis for preparing the information is an accounting policy.		
(h) Restructuring and asset enhancement cash flows	Remove the requirement to exclude restructuring and asset enhancement cash flows when calculating value in use (VIU) of an asset or a cash-generating unit (CGU).	Many respondents agreed but many others disagreed.	<p><a href="#">July 2025</a>: the IASB had an initial discussion.</p> <p><a href="#">April 2026</a>: the IASB tentatively decided:</p> <ul style="list-style-type: none"> <li>(a) to retain the proposal; and</li> <li>(b) to not add any additional requirements, clarifications or illustrative examples.</li> </ul>
(i) Allocating goodwill to CGUs	Targeted changes to IAS 36 to improve how entities allocate goodwill to CGUs and therefore reduce shielding.	Many respondents agreed but many others disagreed (including almost all respondents who suggest reintroducing amortisation of goodwill).	<p><a href="#">December 2025</a>: the IASB tentatively decided:</p> <ul style="list-style-type: none"> <li>(a) to retain the proposal to replace the phrase ‘goodwill is monitored’ in paragraph 80(a) with ‘business associated with the goodwill is monitored’;</li> <li>(b) to retain the proposal to clarify that paragraph 80(b) acts as a ceiling to the</li> </ul>

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			<p>level an entity determines by applying paragraph 80(a);</p> <p>(c) to retain proposed paragraph 80A(b) with some wording changes; and</p> <p>(d) to make no other changes to the proposed amendments.</p>
(j) Segment disclosure	Disclose in which reportable segment a CGU (or group of CGUs) containing goodwill is included.	Most respondents agreed and some disagreed.	<p><a href="#">July 2025</a>: the IASB tentatively decided to require an entity to disclose the reportable segment in which a cash-generating unit or group of cash-generating units containing goodwill is included.</p>
(k) Post-tax cash flows and discount rates	Remove the requirement to use pre-tax cash flows and discount rate when calculating VIU.	Almost all respondents agreed and a few disagreed.	<p><a href="#">July 2025</a>: The IASB tentatively decided:</p> <p>(a) to remove the requirement for an entity to use pre-tax cash flows and a pre-tax discount rate for calculating value in use; and</p>

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			(b) to require an entity to disclose whether the discount rate used in calculating value in use is pre-tax or post-tax.
(l) Subsidiaries without public accountability	To require an eligible subsidiary to disclose: (a) expected synergy information; (b) the strategic rationale for a business combination; (c) information about the contribution of the acquired business; and (d) whether the discount rate used in an impairment test is pre-tax or post-tax.	(a) Many respondents agreed but many others disagreed. Most of the respondents who disagreed also disagreed with disclosing expected synergy information more generally for all entities.  (b–d) most respondents agreed.	To be discussed at a future meeting.
(m) Transition	(a) To require entities already applying IFRS Accounting Standards to apply the amendments prospectively with earlier application permitted; and	(a) Most respondents agreed and some disagreed, particularly with the proposed transition requirements for IAS 36; and	To be discussed at a future meeting.

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	(b) no transition relief for first-time adopters.	(b) most respondents agreed and some disagreed.	