CFA Society United Kingdom

20 July 2018

FAO: European Commission
(via electronic submission)

RE: Consultation Document: Fitness Check on the EU Framework for Public reporting by Companies

The CFA Society of the UK ("CFA UK") is pleased to have the opportunity to respond to the Consultation Document: Fitness Check on the EU Framework for Public reporting by Companies. We have filed our responses to the on-line questionnaire, but in addition wished to document a brief statement of the fundamental principles which underpin our responses to the on-line questionnaire. A brief outline of the mission, history and purpose of CFA UK and the CFA Institute is provided as an annexe to this letter.

1. CFA UK's strong support for IFRS and the aim of global accounting standards and the EU continuing to play its active role

CFA UK's mission is *'to build a better investment profession in order to serve society's best interests'*. Today investment activity is a global activity. Hence, corporate transparency and company reporting needs to follow a consistent format and single rulebook to enable an investment professional to best carry out this mission.

With origins dating back to 1973 and adopted by the EU since 2005, IFRS has, supported by its robust review and governance process, developed into a highly-valued accounting framework by our membership.

Today IFRS is a common global accounting language that provides a level playing field. It enables a fair comparison of companies in different jurisdictions and facilitates a true consolidation of group accounts at a global level.

CFA UK believes that the EU would best continue to influence the future direction of accounting in its own interests by continuing to be actively engaged with the IFRS Foundation.

2. CFA UK's firm opposition to carve-ins and carve-outs and to an EU conceptual framework

By extension, each move by the EU away from full adoption of IFRS (either by the development of a separate conceptual framework or by the adoption of specific carve-ins or carve-outs to IFRS), becomes a new impediment to professional investors. Each EU departure away from IFRS will require professional investors to make an adjustment to their accounting model for each EU-based company.

Furthermore, it is easily conceivable that some of these adjustments will need to be based on judgement and not facts, so leaving scope for error.

A retreat backwards to a polyglot of national GAAPs could force many professional investors to cease or significantly reduce their investment activity in those EU domiciled companies which cease to adopt IFRS standards. In turn this would have a direct and negative impact on these companies' cost of capital.

For the same reason, CFA UK believes that the creation of a European conceptual accounting framework, to the extent that if it differed from IFRS, would also be unwelcome and negatively impact the cost of capital of EU domiciled companies.

3. CFA UK's strong support for the IFRS insurance standard

A global accounting standard for insurers is long overdue. The IAD as currently applied within the EU is simply not fit-for-purpose. The group accounts of European insurers compiled through a simple consolidation of subsidiary accounts drawn up under different national GAAPs are completely unreliable.

Many investors simply avoid the sector as they do not trust the numbers they are presented with. This leads the sector to trade at a discount, thereby increasing its cost of capital.

We advocate strongly for a rapid endorsement and adoption of IFRS17 by the EU and see this as an essential step to re-build investor confidence in insurer reporting, which currently is very low.

Yours sincerely,

Will Goodhart,
Chief Executive
CFA Society of the UK

Andrew Burton
Professionalism Adviser
CFA Society of the UK

With thanks to contributions from:

Paul Lee
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CFA UK Professionalism Steering Committee

CFA Society United Kingdom

Annexe: About CFA UK & the CFA Institute

CFA UK: serves nearly 12,000 leading members of the UK investment profession.

- Its mission is to build a better investment profession and to do this through the promotion of the highest standards of ethics, education and professional excellence in order to serve society's best interests.

- Founded in 1955, CFA UK is one of the largest member societies of CFA Institute (see below) and provides continuing education, advocacy, information and career support on behalf of its members.

- Most CFA UK members have earned the Chartered Financial Analyst® (CFA®) designation, or are candidates registered in CFA Institute's CFA Program. Both members and candidates attest to adhere to CFA Institute's Code of Ethics and Standards of Professional Conduct.

CFA Institute: is the global association for investment professionals.

- Its mission is to lead the investment profession globally by promoting the highest standards of ethics, education, and professional excellence for the ultimate benefit of society.

- It administers the Chartered Financial Analyst ("CFA"), CFA Institute's Investment Foundations Program and the CFA Institute's Certificate of Investment Performance Measurement ("CIPM") curriculum and exam programs worldwide; publishes research; conducts professional development programs; and sets voluntary, ethics-based professional and performance-reporting standards for the investment industry.

- As of 1st June 2018, CFA Institute has more than 160,000 members in 159 countries, of which more than 155,000 hold the Chartered Financial Analyst (CFA) designation.

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Public consultation: Fitness check on the EU framework for public reporting by companies

Fields marked with * are mandatory.

Introduction

UPDATE: Due to numerous requests, the public consultation on the EU framework for public reporting by companies will remain open till end of July 2018.

This consultation is also available in German and French.

Public reporting by companies[1] is based on a number of EU Directives, Regulations and Recommendations that were adopted at different points in time over the last 40 years. The current body of EU law (the "acquis") comprises a range of requirements applying to listed and non-listed companies, sector specific requirements (banks and insurers), as well as additional disclosure requirements applicable to listed companies. The initial Directive on annual accounts aimed at harmonising financial information to capital providers and for creditor protection. More recently, public reporting requirements have been expanded to non-financial reporting for a much broader audience.

The Commission is now conducting a comprehensive check of the fitness of the EU framework on public reporting by companies. The objectives of this fitness check are:

1. to assess whether the EU public reporting framework is overall still relevant for meeting the intended objectives, adds value at the European level, is effective, internally consistent, coherent with other EU policies, efficient and not unnecessarily burdensome;

2. to review specific aspects of the existing legislation as required by EU law[2]; and

3. to assess whether the EU public reporting framework is fit for new challenges (such as sustainability and digitalisation).

Throughout this consultation, certain concepts should be understood as follows:

- **Effectiveness** – whether an intended objective is met;
- **Relevance** – whether a requirement is necessary and appropriate for the intended objectives;
- **Efficiency** – whether the costs associated with the intervention are proportionate to the benefits it has generated;
- **Coherence** – whether requirements are consistent across the board;
- **Added value** – whether the EU level adds more benefits than would have been the case if the requirements were only introduced at the national level.

The Commission published an action plan on financing sustainable growth that builds on the recommendations of the High Level Expert Group (HLEG) on sustainable finance. This fitness check on the EU framework for public reporting by companies is one of the actions announced in the Action plan. Several questions in this fitness check, in particular in the section on non-financial reporting, should be considered also in the context of the HLEG recommendations on sustainability.

The replies to this consultation will feed into a Staff Working Document on the fitness of the EU framework for public reporting by companies, to be published in 2019.

[1]For this consultation "companies" mean limited liability companies of the types listed in the accounting Directive, companies that have issued securities on an EU regulated market, and banks or insurance companies including cooperatives and mutual structures.

[2]According to legislation, a series of reviews will have to be performed by the Commission:

- A report on the implementation of Non-Financial Reporting Directive 2014/95/EU, addressing its scope, particularly as regards large non-listed undertakings, its effectiveness and the level of guidance and methods provided.
- A report on the situation of micro-undertakings having regard to the number of micro-companies and the reduction of administrative burdens resulting from the simplifications introduced in 2013.

- A report on the implementation and effectiveness of the Country-By-Country Reporting by extractive and logging industries, including examining the case for an extension of the Country-By-Country reporting to other sectors.
- A report on the 2013 Amendments to the Transparency Directive, considering the impact on small and medium-sized issuers and the application of sanctions.

Please note: In order to ensure a fair and transparent consultation process **only responses received through our online questionnaire will be taken into account** and included in the report summarising the responses. Should you have a problem completing this questionnaire or if you require particular assistance, please contact fisma-public-reporting-by-companies@ec.europa.eu.

More information:

- on this consultation
- on the protection of personal data regime for this consultation

1. Information about you

*Are you replying as:

- ○ a private individual
- ◉ an organisation or a company
- ○ a public authority or an international organisation

*Name of your organisation:

The CFA Society of the UK ("CFA UK")

Contact email address:

The information you provide here is for administrative purposes only and will not be published

aburton@cfauk.org

*Is your organisation included in the Transparency Register?
(If your organisation is not registered, we invite you to register here, although it is not compulsory to be registered to reply to this consultation. Why a transparency register?)

- ○ Yes
- ◉ No

*Type of organisation:

- ○ Academic institution
- ○ Company, SME, micro-enterprise, sole trader
- ○ Consultancy, law firm
- ○ Consumer organisation
- ○ Industry association
- ○ Media
- ○ Non-governmental organisation
- ○ Think tank
- ○ Trade union
- ◉ Other

* Please specify the type of organisation:

Professional body (for investment professionals)

* In what category do you classify your company? (if applicable)

- ○ Group with cross-border subsidiaries
- ○ Group without cross-border subsidiaries
- ○ An individual company
- ◉ Not applicable

* Where are you based and/or where do you carry out your activity?

United Kingdom

* Field of activity or sector (*if applicable*):

at least 1 choice(s)

- [ ] Accommodation and food service activities
- [ ] Accounting
- [ ] Administrative and support service activities
- [ ] Agriculture, forestry and fishing
- [ ] Arts, entertainment and recreation
- [ ] Auditing
- [ ] Banking
- [ ] Construction
- [ ] Consumer protection
- [ ] Credit rating agencies
- [ ] Digital
- [ ] Electricity, gas, steam and air conditioning supply
- [ ] Human health and social work activities
- [ ] Information and communication
- [ ] Insurance
- [ ] Investment management (e.g. UCITS, hedge funds, private equity funds, venture capital funds, money market funds)
- [ ] Manufacturing
- [ ] Market infrastructure / operators (e.g. CCPs, CSDs, Stock exchanges)
- [ ] Mining and quarrying
- [ ] Pensions
- [x] Professional, scientific and technical activities
- [ ] Real estate activities
- [ ] Service provider
- [ ] Transportation and storage
- [ ] Water supply, sewerage, waste management and remediation activities
- [ ] Wholesale and retail trade, repair of motor vehicles and motorcycles
- [ ] Other
- [ ] Not applicable

Important notice on the publication of responses

* Contributions received are intended for publication on the Commission's website. Do you agree to your contribution being published?
(see specific privacy statement)

- [x] Yes, I agree to my response being published under the name I indicate (*name of your organisation /company/public authority or your name if your reply as an individual*)
- [ ] No, I do not want my response to be published

2. Your opinion

This consultation seeks stakeholder views on whether the EU framework for public reporting by companies is fit for purpose.

Considering the size of this public consultation please feel free to respond only to sections or questions of interest to you.

The questionnaire is structured as follows:

- Assessing the fitness of the EU public reporting framework overall (Section I; Questions 1-7)
- The EU financial reporting framework applicable to all companies (Accounting Directive: companies with cross border activities, SMEs, and content of the information) (Section II; Questions 8-18)
- The EU financial reporting framework for listed companies (IAS regulation, Transparency Directive) (Section III; Questions 19-29)
- The EU financial reporting framework for banks and insurance companies (Sectoral Accounting Directives) (Section IV; Questions 30-39)
- Non-financial reporting framework (Non-Financial Reporting Directive, Country-by-Country Reporting

I. Assessing the fitness of the EU public reporting framework overall

Depending on its type, activity or situation, a company has a number of public reporting obligations under EU law. The current EU level public reporting framework considered for this consultation consists of the following:

- **Publication of individual and consolidated financial statements in accordance with national GAAP (Generally Accepted Accounting Principles)** by any limited liability company established in the EU. By virtue of the Accounting Directive 2013/34/EU Member States must ensure that any company in their jurisdiction with a legal form that limits its liability must prepare financial statements and a management report. These shall be audited / checked by a statutory auditor and published in the relevant business register according to national law that is compliant with this Directive. For companies other than a public-interest entity (bank, insurance company or company with securities listed), EU requirements are proportionate to the company's size.
- **Publication of consolidated financial statements in accordance with the International Financial Reporting Standard (IFRS) adopted** by the EU and other specific items by any company established in the EU that has securities (e.g. shares, bonds) listed on an EU regulated market by virtue of the IAS Regulation (EC) No 1606/2002, the Transparency Directive 2004/109/EC and the Market Abuse Regulation (EU) No 596/2014. The use of IFRS makes company accounts comparable within the single market and globally. Companies established in third countries may use their national standards (e.g. US GAAP) if these are accepted on the basis of EU equivalence decisions. The Transparency Directive (2004/109/EC) makes the issuers' activities more transparent, thanks to regular publication of yearly and half-yearly financial reports, as well as the publication of major changes in the holding of voting rights and ad hoc inside information which could affect the price of securities. Issuers have to file such information with the national Officially Appointed Mechanisms (OAMs).

- **Publication of individual and consolidated financial statements in accordance with sectoral layouts and principles** by any bank or insurance company in the EU by virtue of the Bank Accounting Directive (86/635/EEC) and the Insurance Accounting Directive (91/674/EEC). Unless they prepare IFRS financial statements, any bank or insurance company in the EU must publish financial statements in compliance with national accounting rules that are in line with these sectoral Accounting Directives. Specific sectoral rules provide for, inter alia, layouts (balance sheet and Profit and Loss Account) and accounting treatments for e.g. loans, repurchase agreements or technical provisions.

- **Publication of non-financial information by any public-interest entity (bank, insurance company or listed company) with more than 500 employees** by virtue of Directive 2014/95/EU. The information should be part of the management report, or published in a separate report. Non-binding guidance was issued in 2017 in order to assist companies – Commission Communication C /2017/4234.

- **Publication of country-by-country reports on payments to governments by any large company that is active in extraction or logging** by virtue of Chapter 10 of Accounting Directive 2013/34/EU and Article 6 of Transparency Directive 2004/109/EC. This fosters transparency on payments to governments, including third country governments, made in relation to these activities.

The table below provides an overview of the different objectives of the current EU framework mapped to individual legal instruments in the field of public reporting by companies:

MAIN OBJECTIVES	OPERATIONAL OBJECTIVES	EU LEGAL INSTRUMENTS *				
		AD	IAS	TD	BAD	IAD
Stakeholder protection	→ Shareholder protection	X	X	X		
	→ Creditor protection	X				
	→ Depositor protection				X	
	→ Policy holder protection					X
Internal market	**Facilitate:**					
	→ Cross border investments	X	X	X	X	X
	→ Cross border establishment	X			X	X

Integrated EU capital markets	**Market efficiency:**					
	→ Access to capital	X	X	X		
	→ Capital allocation		X	X		
	→ Integrated securities market		X	X		
Financial stability	→ Public confidence in company reporting	X	X	X		
	→ Trust in the resilience of specific sectors (banking and insurance)				X	X
Sustainability	→ Enhanced corporate responsibilities / accountability/ good corporate governance	X		X		
	→ Empower stakeholders	X		X		
	→ Foster globally sustainable activities	X				
	→ Foster long term investments	X				
	→ Fight corruption	X		X		

* Accounting Directive (AD); IAS regulation / IFRS (IAS); Transparency Directive (TD); Bank accounts Directive (BAD); Insurance Accounts Directives (IAD)

General questions

Question 1. Do you think that the EU public reporting requirements for companies, taken as a whole, have been **effective** in achieving the intended objectives?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Ensuring stakeholder protection	○	○	○	●	○	○

Developing the internal market	○	○	○	○	●	○
Promoting integrated EU capital markets	○	○	○	○	●	○
Ensuring financial stability	○	○	○	●	○	○
Promoting sustainability	○	○	○	●	○	○

Please explain your response to question 1 and substantiate it with evidence or concrete examples:

> European financial markets have notably come together and grown over the time since the advent of the IAS Regulation. Access to finance for companies around Europe has increased as investor confidence in financial reporting has increased, reflecting the greater protection that higher quality reporting affords. The clearest and simplest evidence of this is the way in which earnings multiples across the markets have become markedly more consistent over time. The resultant freer availability of finance for businesses across the EU has supported financial stability and economic success. This has been all the more important in the wake of the financial crisis, which constrained bank lending.

Question 2. Do you think that the EU public reporting requirements for companies, taken as a whole, are **relevant** (necessary and appropriate) for achieving the intended objectives?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Ensuring stakeholder protection	○	○	○	●	○	○
Developing the internal market	○	○	○	○	●	○
Promoting integrated EU capital markets	○	○	○	○	●	○

Ensuring financial stability	◯	◯	◯	◉	◯	◯
Promoting sustainability	◯	◯	◯	◉	◯	◯

Please explain your response to question 2 and substantiate it with evidence or concrete examples of any requirement that you think is not relevant:

> The suite of European rules is robust and relevant to the objectives. The reporting standards have proven both necessary and appropriate over time. With regard to financial stability, that is the prime responsibility of prudential regulators, which have access to (and can call for) further information from the institutions in addition to the audited, publicly available financial statements.

Question 3. Companies would normally maintain and prepare a level of information that is fit for their own purposes, in a "business as usual situation". Legislation and standards tend to frame this information up to a more demanding level.

With regards to the objectives pursued, do you think that the EU legislation and standards on public reporting are **efficient** (i.e. costs are proportionate to the benefits generated)?

- ◯ 1 - totally disagree
- ◯ 2 - mostly disagree
- ◯ 3 - partially disagree and partially agree
- ◯ 4 - mostly agree
- ◉ 5 - totally agree
- ◯ Don’t know / no opinion / not relevant

Please explain your response to question 3 and substantiate it with evidence or concrete examples of requirements that you consider most burdensome:

> There is a burden from applying EU standards and legislation, but the costs of the reporting standards are not markedly higher than those that would arise from domestic standards being applied in each market. However, the benefit of having the same reporting standards applied across Europe as a whole (as discussed above) is very significant, and so the costs are wholly proportionate – indeed, they are low in comparison to the scale of the benefits.

Question 4. If you are a preparer company, could you please indicate the **annual recurring costs** (in € and in relation to the total operational cost) incurred for the preparation, audit (if any) and publication of mandatory public reporting:

Total amount in Euros of annual recurring costs for mandatory public reporting:

Amount as a % of total operating costs of annual recurring costs for mandatory public reporting:

%

Coherence

Question 5. Do you agree that the intrinsic coherence of the EU public reporting framework is fine, having regard to each component of that reporting?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Financial statements (preparation, audit and publication)	○	○	○	●	○	○
Management report (preparation, consistency check by a statutory auditor, publication)	○	○	○	●	○	○
Non-financial information (preparation, auditor's check and publication)	○	○	○	●	○	○
Country-by-country reporting by extractive / logging industries (preparation, publication)	○	○	○	●	○	○

Please explain your response to question 5 and substantiate it with evidence or concrete examples:

There is largely good practice. However, more progress still could be made in ensuring both greater cohesion in commentary and reported numbers and in greater consistency with IFRS. For example, until the new IFRS 17 standard is implemented, insurance reporting is not consistent and any comparisons are extremely difficult across insurers

Question 6. Depending on circumstances, a company may have public reporting obligations on top of those being examined here. Such legislation may have been developed at the EU[3], national or regional level. Should you have views on the interplay of these additional reporting obligations with the policies examined in this consultation, please comment below and substantiate it with evidence or concrete examples.

[3] For example, under the Shareholders' Rights Directive 2007/36/EC, companies must publicly announce material transactions with related parties, establish remuneration policy and draw up a remuneration report for the attention of the shareholders, etc. Under the Directive on Capital Requirements for banks (2013/36/EU, Art. 96) banks must maintain a website explaining how they comply with corporate governance requirements, country by country reporting and remuneration requirements. The Solvency II Directive (2009/138/EC) requires Insurance and reinsurance undertakings to publish their Solvency and Financial Condition Report. A prospectus, regulated by the Prospectus Directive (2003/71/EC) and Regulation ((EU) 2017/1129) is a legal document that describes a company's main line of business, its finances and shareholding structure. As regards Market Abuse Directive and Regulation, see specific questions further down.

We are firm supporters of the transparent disclosure of related party transactions and welcome the greater visibility of these issues under the Shareholder Rights Directive. This is an important further element of investor confidence; we need to be confident that value is not being eroded through some covert contracts.

In a similar way, we regard the Prospectus Directive requirements of transparency ahead of public listing as a key element of investor confidence in the European capital markets and the companies that come to those markets for finance.

EU Added value

Question 7. Do you think that, for each respective objective, the EU is the right level to design policies in order to obtain **valuable results**, compared to unilateral and non-coordinated action by each Member State?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Ensuring stakeholder protection	○	○	○	○	●	○
Developing the internal market	○	○	○	○	●	○
Promoting integrated EU capital markets	○	○	○	○	●	○
Ensuring financial stability	○	○	○	○	●	○
Promoting sustainability	○	○	○	●	○	○

Please explain your response to question 7 and substantiate it with evidence or concrete examples:

At the core of market confidence in financial reporting and integrity of the markets is the consistency and transparency offered by a single set of standards. In areas beyond the financials (beyond the standards of IFRS), there is bound to be some diversity of narrative reporting. Within this, new approaches can be tested and improvements discovered As regards the fourth objective of Ensuring Financial Stability we would note that this is the central role of the prudential regulator or central bank in each jurisdiction.

II. The financial reporting framework applicable to all EU companies

The financial reporting framework for any EU company is broadly shaped by the Accounting Directive. Member States' accounting laws, regulations and standards for the preparation of annual accounts (national GAAP) must incorporate the provisions of the Accounting Directive. The Accounting Directive includes financial statements (balance sheet, profit or loss statement, and notes to the accounts) as well as a management report, depending on the size of the company. Several Member States allow or require the use of IFRS instead of national GAAP for the preparation of annual financial statements. But even when a company prepares financial statements using IFRS, many requirements from the Accounting Directive still apply such as the management report, statutory audit or publication (for further details, see the guidance on Interaction between IFRS reporting and other EU accounting rules).

Companies operating cross-border

Companies often structure their cross-border business activities within the EU by establishing local entities in a host Member State controlled by a parent established in the home Member State. Together they form a group of controlled entities. Even though a group usually acts and is seen as a single economic entity, EU law does not recognise the legal personality of a group. Nevertheless, EU law addresses certain specific group situations, for instance, by requiring the preparation of consolidated financial statements as if the group were a single entity (Accounting Directive 2013/34/EU, IAS Regulation (EC) No 1606/2002), structuring bankruptcy (Regulation (EU) 2015/848 on insolvency proceedings) or implementing sectoral regulatory supervision (Capital Requirement Directive and Capital Requirement Regulation (banks), Solvency Directive (Insurance).).

When doing cross border business, a group usually faces a variety of business, tax and legal environments. These differences tend to hinder the application of consistent policies and procedures within a group and weaken the comparability of financial statements for users.

Some of these differences arise from options or lacunas in the Accounting Directive or the way in which Member States have complemented the minimum European accounting requirements. For example, the Accounting Directive does not address some economically important transactions such as lease contracts, foreign currency transactions, government grants, cash flows statements, income recognition or deferred taxes. These lacunas are addressed by each Member States in their own way.

More recently the Commission has proposed to harmonise the basis for the taxation of corporate profits for certain groups by ways of a proposal for a Directive on a Common Corporate Tax Base (CCTB) (COM (2016)685 final). It also seeks to organise the free flow of non-personal data by ways of a proposal for a Regulation on a framework for the free flow of non-personal data in the European Union (COM(2017)495), which would legally enable centralised storage and processing of the group's non-personal data by removing unjustified data localisation restrictions within the EU.

Question 8. In your view, to what extent do the addition of, and differences in, national reporting rules hinder the ability of companies to do cross border business within the EU single market?

- ○ Differences seriously hinder the ability to do business within the EU
- ○ Differences hinder to some extent
- ● Differences do not hinder the ability to do business within the EU / are not significant
- ○ Don't know / no opinion / not relevant

Please explain your response to question 8 and substantiate it with evidence or concrete examples:

As far as we know, there are no readily apparent issues arising from reporting standards that substantively hinder cross-border business.

Question 9. To what extent to you think that the following differences, because they affect public reporting by companies, are significant impediments to cross-border establishment in the EU?

Areas covered by EU requirements

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Differences and lacunas in accounting standards or principles	◉	○	○	○	○	○
Differences in corporate governance standards	○	○	○	○	○	○
Differences and overlaps arising from the presentation of the financial statements (balance sheet, etc.)	◉	○	○	○	○	○
Differences arising from publication rules / filing with business registers (publication deadlines, publication channels, specifications)	◉	○	○	○	○	○
Differences arising from audit requirements	◉	○	○	○	○	○
Differences arising from dividends distribution rules or capital maintenance rules	◉	○	○	○	○	○

Areas not covered by EU requirements

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Differences arising from specific bookkeeping requirements such as charts of accounts, audit trail requirements, data storage and accessibility	●	○	○	○	○	○
Differences arising from language requirements (Bookkeeping documentation, publication of financial statements)	○	●	○	○	○	○
Differences arising from the determination of taxable profit	●	○	○	○	○	○
Differences arising from digital filing requirements (for instance taxonomies used)	●	○	○	○	○	○
Differences arising from software specifications	●	○	○	○	○	○
Other differences (please rate here and specify below)	○	○	○	○	○	○

Please specify what other differences are significant impediments to cross-border establishment in the EU:

Please explain your response to question 9 and substantiate it with evidence or concrete examples:

We are not aware of any of these issues creating significant impediments to cross-border establishment.

Question 10. How do you evaluate the impact of any hindrances to cross border business on costs relating to public reporting by companies?

- (x) The impact of hindrances on costs are negligible or not significant
- ( ) The impact of hindrances on costs are somehow significant
- ( ) The impact of hindrances on costs are very significant
- ( ) Don't know / no opinion / not relevant

Please explain your response to question 10 and substantiate it with evidence or concrete examples:

The impact of hindrances on costs are negligible or not significant

Question 11. On top of differences in national accounting rules, national tax laws will usually require the submission of a tax return in compliance with self-standing national tax rules, adding another layer of reporting standard.

Once a Common Corporate Tax Base is adopted at the EU level, would you consider that the profit before tax reported in the Profit or Loss statement and the determination of the taxable profit should be further aligned across EU Member States?

- (x) 1 - totally disagree
- ( ) 2 - mostly disagree
- ( ) 3 - partially disagree and partially agree
- ( ) 4 - mostly agree
- ( ) 5 - totally agree
- ( ) Don't know / no opinion / not relevant

Please explain your response to question 11 and substantiate it with evidence or concrete examples:

We take no view on the question of aligning taxable profit across the EU.

We only take a view on the transparency of tax reporting in P&L and cash flow statements in the accounts. We believe that this needs to remain consistent with IFRS reporting to allow stakeholders to benefit from the consistency of reporting, transparency and market confidence that IFRS brings. This should not be influenced by local concerns about taxation.

Question 12. As regards the **preparation of consolidated and individual financial statements** how do you assess the ability of the following approaches to reduce barriers to doing business cross-borders?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
The EU should reduce the variability of standards from one Member State to another through more converged national GAAPs, possibly by removing options currently available in the EU accounting legislation			X			
The EU should reduce the variability of standards from one Member State to another by converging national GAAPs on the basis of a European Conceptual Framework	X					
The EU should reduce the variability of standards from one Member State to another by converging national GAAPs and in addition by addressing current lacunas in the Accounting Directive (leases, deferred taxes, etc.)			X			

The EU should reduce the variability of standards from one Member State to another by establishing a "pan-EU GAAP" available to any company that belongs to a group. Such "pan-EU GAAP" may be the IFRS, IFRS for SMEs, or another standard commonly agreed at the EU level.	○	○	●	○	○	○
Do nothing (status quo)	○	○	●	○	○	○
Other approaches (please rate here and specify below)	○	○	○	○	○	○

Please explain your response to question 12 and substantiate it with evidence or concrete examples:

While we are strong supporters of convergence to high quality accounting standards – and we regard IFRS (and where relevant IFRS for SMEs) as delivering high quality reporting – we recognise that there is a level of company scale that makes convergence impracticable. We would welcome convergence on IFRS for larger companies, but recognise that there is always likely to be a need for national GAAP for smaller companies (often this national GAAP will be based on IFRS or IFRS for SMEs). We advocate strongly against the development of a European Conceptual Framework as this would be a move away from the existing universal global framework of IFRS.

Question 13. As regards the publication of individual financial statements, the Accounting Directive (Article 37) allows any Member State to exempt the subsidiaries of a group from the **publication of their individual financial statements** if certain conditions are met (inter alia, the parent must declare that it guarantees the commitments of the subsidiary). Would you see a need for the extension of such exemption from a Member State option to an EU wide company option?

- ○ Yes
- ● No
- ○ Don’t know / no opinion / not relevant

Please explain your response to question 13 and substantiate it with evidence or concrete examples:

We see no value in extending the current approach from the Member State option.

SMEs

Since 2016, EU law requires small companies to prepare and publish **only** a balance sheet, a profit or loss statement and a few notes, thanks to the harmonisation agreed at the EU level. Each Member State may fine-tune this regime as regards the level of detail in the balance sheet or profit and loss, and as regards the need for an audit or for a management report. In addition Member State can simplify even further the regime of micro companies and bring it down to only a super simplified balance sheet, a super simplified profit or loss statement and lightweight publication regime. The Member States have used these possibilities to varying extents. The Commission has commissioned a consortium led by the Centre for European Policy Studies (CEPS) to conduct a study on the accounting regime of micro companies with limited liability (FISMA/2017/046/B)). These simplifications are not available to banks, insurance companies or listed companies which are considered as public-interest entities.

Question 14. Do you agree that the EU approach is striking the right balance between preparers' costs and users' needs, considering the following types of companies?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Medium-sized	○	○	○	●	○	○
Small	○	○	○	●	○	○
Micro	○	○	○	●	○	○

Please explain your response to question 14 and substantiate it with evidence or concrete examples:

The current approach strikes a reasonable balance of costs and benefits. The lower disclosures expected of small and micro companies reflects the fact that they will rarely be seeking external sources of financing; where they do begin to do so, private negotiation will lead to greater transparency as appropriate.

Question 15. EU laws usually define size categories of companies (micro, small, medium-sized or large) according to financial thresholds. Yet definitions may vary across EU pieces of legislation. For instance, the metrics of size-criteria for a micro-company in the Accounting Directive (for the financial statements) differ from those in the Commission Recommendation 2003/361/EC (Commission Recommendation of 6 May 2003 concerning the definition of micro, small and medium-sized enterprises (for the support by certain EU business-support programmes). For instance, the turnover may not exceed €700,000 for micro-companies in the Directive whereas it may not exceed €2,000,000 in the Recommendation).

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
In general, should the EU strive to use a single definition and unified metrics to identify SMEs across all the EU policy areas?	○	○	○	○	●	○
In particular, should the EU strive to align the SME definition metrics in the Accounting Directive with those in Recommendation 2003/361/EC?	●	○	○	○	○	○

Please explain your response to question 15 and substantiate it with evidence or concrete examples:

The value of a consistent approach across the European legal regime is clear. However, we firmly believe that the Accounting Directive standard of turnover of €700,000 is a more appropriate level than the €2 million in the Recommendation for determining when a company qualifies for the significant exemptions extended to micro-companies.

Relevance of the content of financial reporting

A company's financial statement, together with the management report and related documents (corporate governance report, non-financial information) aim to provide a reliable picture of a company's performance and financial position at the reporting date. However, certain users argue that financial statements give only an image of the (recent) past and lack forward-looking information (see for instance Conference Shaping the future of corporate reporting, panel 5 – Matching expectations with propositions, investors' views). The financial statements may also fail to provide a complete picture of the long term value creation, business model, cash flows (non-IFRS financial statements) and internally generated intangible assets (See for instance expert group's report on Intellectual Property Valuation, 2013). There is also only scarce information required at the EU level on dividend distribution policies and risks (see for instance the UK FRC Lab). The search for other sources of information to remedy this situation may increase costs for users and undermine the level playing field.

Question 16. How do you think that the current EU framework as regards the content of financial reporting is relevant (necessary and appropriate), having regards to the following information:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
A company's or group's **strategy, business model, value creation**	○	○	○	●	○	○
A company's or group's **intangible assets**, including goodwill,						

irrespective of whether these appear on the balance sheet or not	○	○	○	●	○	○
A company's or group's **policies and risks on dividends**, including amounts available for distribution	○	○	●	○	○	○
A company's or group's **cash flows**	○	○	○	○	●	○

Please explain your response to question 24 and substantiate it with evidence or concrete examples:

> In those areas covered by IFRS standards, there is greater consistency and quality of reporting (though, naturally, individual examples can always be subject to improvement). In areas further away from those covered specifically in IFRS standards there is a greater diversity of reporting quality.

Please explain, including if in your view additional financial information should be provided:

Question 17. Is there any other information that you would find useful but which is not currently published by companies?

- ○ Yes
- ○ No
- ● Don't know / no opinion / not relevant

Question 18. Financial statements often contain alternative performance measures such as the EBITDA. (An APM is a financial measure of historical or future financial performance, financial position, or cash flows, other than a financial measure defined or specified in the applicable financial reporting framework.)

Do you think that the EU framework should define and require the disclosure of the most commonly used alternative performance measures?

- [x] 1 - totally disagree
- [ ] 2 - mostly disagree
- [ ] 3 - partially disagree and partially agree
- [ ] 4 - mostly agree
- [ ] 5 - totally agree
- [ ] Don’t know / no opinion / not relevant

Please explain your response to question 18 and substantiate it with evidence or concrete examples:

> We do not believe that the EU should move out of step with the IFRS process. We are well aware of the IASB’s current work on performance reporting, which we believe is moving in a positive direction to deliver appropriate transparency of APMs and full reconciliations as necessary. The EU should look to endorse these standards promptly, but should not move out of step with them. Helpfully, the IASB’s work has been informed by the positive efforts of ESMA, and EU enforcement of the standards by securities regulators will form an important part of ensuring proper disclosure and transparency to the market. One possible area for further consultation is in the arena of Alternative Performance Measures (APMs) e.g. sales/per square metre which are partially non-financial, not covered by IFRS and yet are calculated in many different ways with no transparency on how they are calculated.

III. The EU financial reporting framework for listed companies

The IAS Regulation and International Financial Reporting Standards (IFRS)

The IAS Regulation adopted in 2005 made the use of IFRS mandatory for the consolidated accounts of listed companies. The Commission Evaluation of the IAS Regulation in 2015 found that the use of IFRS had led to greater transparency and comparability of financial reporting within the single market, but that complexity had increased. It also concluded that the use of IFRS in the EU has significantly increased the credibility of IFRS and its use worldwide.

However, the current level of commitment to IFRS by third country jurisdictions differs significantly. Very few of the major capital markets and large jurisdictions have made the use of IFRS as issued by the IASB mandatory[4]. As a result, the level of global convergence achieved is sub-optimal compared to the initial objective on global use.

Before becoming EU law IFRSs have to be endorsed to ensure that they meet certain technical criteria, are not contrary to the true and fair view principle, and are conducive to the European public good[5]. The current endorsement process prevents the Union from modifying the content of the standards issued by the IASB. Some stakeholders, as mentioned in the final report of the High-Level Expert Group (HLEG), are concerned that this lack of flexibility would prevent the EU from reacting if these standards were to pose an obstacle to broader EU policy goals such as long-term investments and sustainability.

The IASB is addressing the complexity of the standards and the volume of disclosure requirements as part of its Better Communication" project. In addition, the Commission will continue to monitor progress on IASB commitment to improve disclosure, usability and accessibility of IFRS (see the Communication on the Mid-Term Review of the Capital markets Union Action Plan). This initiative is one of the actions set in motion by the Commission in order to make it easier for companies to enter and raise capital on public markets, notably on SME Growth Markets.

[4] As per the Pocket guide to IFRS standards 2017 published by the IFRS Foundation: Very few of the major capital markets and large jurisdictions require the use of IFRS as issued by the IASB. Some allow the use of IFRS by any listed company, or restrict the option to third country issuers. Many others have transposed IFRS into national GAAP which then become "substantially converged" with IFRS issued by the IASB. Several jurisdictions require IFRS as issued by the IASB albeit often relabelled as national GAAP.

[5] The IAS Regulation does not define the criterion "European public good". As a result the Commission has so far followed a pragmatic approach that allows identification of key matters of concern on a case by case basis.

Question 19. Given the different levels of commitment to require IFRS as issued by the IASB around the globe, is it still appropriate that the IAS Regulation prevents the Commission from modifying the content of IFRS?

- (x) Yes
- ( ) No, due to the risk of uneven level playing field for EU companies vis-à-vis companies established in third countries that do not require the use of IFRS as issued by the IASB.
- ( ) No, due to the risk that specific EU needs may not properly be addressed during the IASB standard setting process.
- ( ) No, due to other reasons.
- ( ) Don't know / no opinion / not relevant

Question 20. Since the adoption of IFRS by the EU in 2005, topics such as sustainability and long-term investment have come to the forefront of the regulatory agenda. Is the EU endorsement process appropriate to ensure that IFRS do not pose an obstacle to broader EU policy objectives such as sustainability and long-term investments?

- (x) Yes
- ( ) No
- ( ) Don't know / no opinion / not relevant

Question 21. How could the EU ensure that IFRS do not pose an obstacle to sustainability and long-term investments:

- ( ) By retaining the power to modify the IFRS standards in well-defined circumstances;
- ( ) By making explicit in the EU regulatory framework that in order to endorse IFRS that are conducive to the European public good, sustainability and long term investment must be considered;
- (x) Other
- ( ) Don't know / no opinion / not relevant

Please specify in what other ways could the EU ensure that IFRS do not pose an obstacle to sustainability and long-term investments:

> The existing public good criterion is sufficient. We do not believe that IFRS poses an obstacle to any business's sustainability or to long-term investment. Indeed, it aids the latter by providing the information necessary to make and review long-term investment decisions.

Question 22. The True and Fair view principle should be understood in the light of the general accounting principles set out in the Accounting Directive . By requiring that, in order to be endorsed, any IFRS should not to be contrary to the true and fair view principle, a link has been established between IFRS and the Accounting Directive. However, the principle of true and fair view is not laid down in great detail in the Accounting Directive, nor is it underpinned by e.g. a European Conceptual Framework that would translate these principles into more concrete accounting concepts such as recognition and measurement, measurement of performance, prudence, etc. Do you think that an EU conceptual framework should underpin the IFRS endorsement process?

- ○ Yes
- ◉ No
- ○ Don't know / no opinion / not relevant

If you answered no to question 22, please explain your position:

> We firmly believe that all accounting standards should be based on the same conceptual framework, such that global accounting standards remain consistent and the world economy can continue to benefit from the investor confidence that flows from this. The existence of multiple conceptual frameworks would only serve to confuse the users of accounts as they would need to be experts in each of them to be able to understand the reported information and compare it across companies and jurisdictions. This would also be inefficient for preparers of accounts operating multi-nationally.
>
> By being an active participant in the IASB's development of its conceptual framework, the EU has been influential in the direction of travel of the standards that derive from the conceptual framework. We firmly believe that the EU's involvement has helped lead to the IASB's development of a high-quality conceptual framework. We advocate most strongly against the development of a European Conceptual Framework as this would be a move away from the existing universal global framework of IFRS. CFA UK believes that the creation of a European conceptual accounting framework, to the extent that it differed from IFRS, would also be unwelcome and negatively impact the cost of capital of EU domiciled companies.

Question 23. The EU has not endorsed the IASB Conceptual Framework for Financial Reporting. The conceptual framework is a set of concepts used to develop IFRSs but can also be helpful in interpreting how IFRS standards have to be understood and applied in specific circumstances. This could enhance a common application of IFRSs within the EU.

Should the EU endorse the IASB Conceptual Framework for Financial Reporting?

- ○ 1 - totally disagree
- ○ 2 - mostly disagree
- ○ 3 - partially disagree and partially agree
- ○ 4 - mostly agree
- ◉ 5 - totally agree
- ○ Don't know / no opinion / not relevant

Please explain your response to question 23 and substantiate it with evidence or concrete examples:

> We believe that, with the input of EU institutions, the IASB's process for developing its conceptual framework has been robust, and that it has resulted in a framework that is fit for purpose and contributes to the development of high-quality IFRS standards. We firmly agree that EU endorsement of the conceptual framework would help with the local interpretation and application of IFRS standards, leading to an immediate positive benefit.

Question 24. Contrary to the Accounting Directives the EU endorsed IFRSs do not require companies to present financial information using a prescribed (minimum) lay-out for the balance sheet and income statement. Mandatory use of minimum layouts could enhance comparability of human readable financial statements (Electronic structured data reporting based on the IFRS taxonomy have an implicit layout as relationships between elements for which amounts shall be presented are defined).

Do you agree that prescribed (minimum) layouts enhance comparability of financial statements for users and should therefore be introduced for companies using IFRS.

- ○ 1 - totally disagree
- ○ 2 - mostly disagree
- ◉ 3 - partially disagree and partially agree
- ○ 4 - mostly agree
- ○ 5 - totally agree
- ○ Don't know / no opinion / not relevant

Please explain your response to question 24 and substantiate it with evidence or concrete examples:

> While there can be some benefits from consistency of presentation, great care is needed that consistent formatting does not obscure as much about the specific circumstances and performance of individual companies as it reveals. There is a very real danger that individual nuance would be lost through a move to a single format. The IASB is currently working on this issue in its performance reporting project, and we

believe it is managing to tread this fine line with care and some success. We would welcome the EU institutions continuing to work with the IASB to make this project successful.

Transparency Directive

The Transparency Directive requires issuers of securities traded on regulated markets within the EU to ensure appropriate transparency through a regular flow of information to the markets. The Transparency Directive was last amended in 2013 in order:

- To reduce the administrative burden on smaller issuers and promote long-term investment by abolishing the requirement to publish quarterly financial reports and,
- To strengthen investor protection by improving the efficiency of the disclosure regime of major holdings of voting rights, particularly regarding voting rights held through derivatives.

Question 25. Do you agree that the Transparency Directive requirements are **effective** in meeting the following objectives, notably in light of increased integration of EU securities markets?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Protect investors	○	○	○	●	○	○
Contribute to integrated EU capital markets	○	○	○	●	○	○
Facilitate cross border investments	○	○	○	●	○	○

Please explain your response to question 25 and substantiate it with evidence or concrete examples:

We believe that the Transparency Directive has played a helpful part in improving the quality of reporting across the EU and in promoting consistency. There are still areas of improvement, not least consistency and toughness of enforcement, but overall there has been positive progress.

Question 26. Do you agree that abolishing the quarterly reporting requirement in 2013 by issuers contributed to the following?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Reducing administrative burden, notably for SMEs	○	○	○	○	●	○
Promoting long-term investment (i.e. discouraging the culture of short-termism on financial markets).	○	○	●	○	○	○
Promoting long-term and sustainable value creation and corporate strategies	○	○	●	○	○	○
Maintaining an adequate level of transparency in the market and investors' protection	○	○	●	○	○	○

Please explain your response to question 26 and substantiate it with evidence or concrete examples:

The key point is the timely delivery of any information that might influence investment decisions. The expectation that the market will be informed about material changes at companies, outside the normal cycle of corporate reporting, needs to be more fully and consistently enforced across Europe.

Question 27. Do you consider that the notifications of major holdings of voting rights in their current form is **effective** in achieving the following?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Strengthening investor protection	○	◉	○	○	○	○
Preventing possible market abuse situations	○	○	◉	○	○	○

Please explain your response to question 27 and substantiate it with evidence or concrete examples:

The overall regime is reasonably fit for purpose, though we would encourage consideration being given to including asset exposures which can rapidly be turned into voting rights, in particular contracts for difference (CFDs). The tendency by companies in some markets to apply their own disclosure standards leads to real practical challenges for investors in maintaining oversight of their disclosure obligations and can on occasions lead to honest errors. Greater consistency across the EU, or at least across markets, would ease administration and so make disclosure more consistently correct. If the price of the consistency were lower disclosure thresholds we would support this as a price worth paying.

Question 28. Do you agree that the disclosure and notification regime of major holdings of voting rights in the Transparency Directive is overall **coherent** with the following EU legislation?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Coherent with EU company law	○	○	○	○	●	○
Coherent with the shareholders' rights directive	○	○	○	○	●	○
Coherent with the obligation to disclose managers' transactions under Article 19 of the Market Abuse Regulation (Article 19(3) of MAR sets out the following disclosure obligations: The issuer (…) shall ensure that the information [on transactions carried out by managers or persons closely associated to the managers] is made public promptly and no later than three business days after the transaction in a manner which enables fast access to this information on a non-discriminatory basis)	○	○	○	○	●	○
Coherent with other EU legislation	○	○	○	○	●	○

Please specify with what other EU legislation the disclosure and notification regime of major holdings of voting rights is overall coherent:

Please explain your response to question 28 and substantiate it with evidence or concrete examples:

The issues mentioned above – relating to CFDs and to disclosure thresholds set at an individual company level – are the areas of concern we perceive in this area.

Question 29. As regards the following areas, did you identify a lack of coherence of legislation from one Member State to another that could jeopardise to some extent the objectives of investor protection, integrated capital markets and cross-border investment?

- [ ] Yearly and half-yearly financial information
- [ ] On-going information on major holdings of voting rights
- [ ] Ad hoc information disclosed pursuant to the Market Abuse Directive
- [ ] Administrative sanctions and measures in case of breaches of the Transparency Directive requirements
- [x] Don’t know / no opinion / not relevant

Please explain your response to question 29 and substantiate it with evidence or concrete examples:

No particular concerns in this respect.

Question 30. Should anything be done to improve public reporting by listed companies (documents, information, frequency, access, harmonisation, simplification)?

More consistent enforcement of the existing regime by the securities regulators would be welcome.

IV. The EU financial reporting framework for banks and insurance companies

Bank Accounts Directive (BAD)

All banks (credit institutions) and groups of banks established in the EU - irrespective of their legal form - have to prepare and publish annual financial statements in order to achieve comparability of financial statements. Member State accounting laws, regulations and standards for the preparation of banks' financial statements must incorporate EU law on bank accounting: the Bank Accounts Directive (BAD) adopted in 1986.

Following the endorsement of IFRS by the EU in 2002 all large banks, accounting for more than 65% of total European banking assets, are obliged to use EU endorsed IFRS for their consolidated financial statements. In addition to the mandatory use of IFRS for the consolidated accounts by listed banks, 15 Member States currently require IFRS for the consolidated accounts of non-listed banks and 12 Member States *require* IFRS for the individual accounts of non-listed banks instead of national GAAP (See for more details the table on page 64 of the Staff Working Document on the evaluation on the IAS Regulation)
.

The use of IFRS has reduced the relevance of the Bank Accounts Directive for achieving harmonised financial statements. The BAD has also lost relevance over time as it has not been updated to include more recent accounting treatments, for example on expected credit losses, (operational) leases or revenues from digital business models.

Harmonising banks' financial statements is not only important for the comparability of banks' financial statements. Bank prudential requirements and capital ratios are based on accounting values. Differences between national GAAPs or between national GAAPs and IFRS lead to different prudential outcomes, which hamper the comparability of capital ratios.

Question 31. Do you agree with the following statements:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant

The BAD is still sufficiently **effective** to meet the objective of comparability	○	●	○	○	○	○
The BAD is still sufficiently **relevant** (necessary and appropriate) to meet the objective of comparability	○	●	○	○	○	○
The costs associated with the BAD are still **proportionate** to the benefits it has generated	○	○	●	○	○	○
The current EU legislative public reporting framework for banks is sufficiently **coherent**	○	●	○	○	○	○

Please explain your response to question 31 and substantiate it with evidence or concrete examples:

The BAD has in effect been superseded by the IFRS standards, and now looks badly out of date. Its lack of updating to reflect credit loss accounting is a particular anomaly.

Question 32. Do you agree with the following statement:

The BAD could be suppressed and replaced by a requirement for all EU banks to use IFRS 1.

- ○ 1 - totally disagree
- ○ 2 - mostly disagree
- ○ 3 - partially disagree and partially agree
- ○ 4 - mostly agree
- ● 5 - totally agree
- ○ Don’t know / no opinion / not relevant

Please explain your response to question 32 and substantiate it with evidence or concrete examples:

This would seem the best route to updating bank reporting standards to leading practice and ensuring that the requirements are updated in a timely manner.

Question 33. Do you think that the objective of comparability of financial statements of banks using national GAAP could be improved by including accounting treatments in the BAD for:

	Yes	No	Don't know / no opinion / not relevant
Expected Credit risk provisioning	◉	○	○
Leases	◉	○	○
Intangible assets	○	◉	○
Derivatives	◉	○	○
Other	○	○	○

Please explain your response to question 33 and substantiate it with evidence or concrete examples:

If the decision is taken to update the BAD then these holes clearly need to be filled. To repeat, though, this is not our favoured approach and mandating IFRS seems a more appropriate route to update the BAD standards and keep them fit for purpose.

Question 34. Do you agree with the following statement:

The current **number of options** in the BAD may hamper the comparability of financial statements and prudential ratios 1.

- ○ 1 - totally disagree
- ○ 2 - mostly disagree
- ○ 3 - partially disagree and partially agree
- ○ 4 - mostly agree
- ◉ 5 - totally agree
- ○ Don't know / no opinion / not relevant

Please explain your response to question 34 and substantiate it with evidence or concrete examples:

Question 35. Do you agree with the following statements:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Mandatory use of national GAAPs for the preparation of individual financial statements of bank subsidiaries reduces the efficiency of preparing consolidated financial statements	○	○	○	○	●	○
Allowing the use of IFRS for the preparation of individual financial statements by (cross border) banking subsidiaries, subject to consolidated supervision, would increase efficiency	○	○	○	○	●	○

Please explain your response to question 35 and substantiate it with evidence or concrete examples:

Question 36. Do you agree with the following statement:

Cross border bank subsidiaries of an EU parent should be allowed not to publish individual financial statements subject to

1. being included in the consolidated financial statements of the group,
2. consolidated supervision and
3. the parent guaranteeing all liabilities and commitments of the cross border subsidiary?

- ○ 1 - totally disagree
- ◉ 2 - mostly disagree
- ○ 3 - partially disagree and partially agree
- ○ 4 - mostly agree
- ○ 5 - totally agree
- ○ Don’t know / no opinion / not relevant

Please explain your response to question 36 and substantiate it with evidence or concrete examples:

We are not sure that such a relaxation would be consistent with general moves to make banking groups resolvable in a crisis. We suspect that regulators will expect and require separate accounting and reporting by subsidiaries, even of an EU parent.

Insurance Accounting Directive (IAD)

The Directive on the annual and consolidated accounts of insurance undertakings was adopted in 1991 in order to set a common European Framework consistent with the Accounting Directive. Where applicable, its scope includes the statutory accounts, which implies a strong interplay with National Legal Frameworks pertaining to insurance contract obligations, dividend distribution, taxation and prudential requirements applicable to small entities outside the scope of the Solvency II Directive.

Unlike in the banking sector where prudential requirements and ratios are based on accounting values, the Solvency II Directive applicable from 2016 includes dedicated measurement principles and public disclosure requirements independent from accounting standards.

IFRS 17 "insurance contracts" was issued by the IASB in May 2017 and should apply from 2021 onwards to the consolidated financial statements of listed companies (and to other companies depending on Member States options). In the context of the European endorsement process of IFRS 17, consultations have highlighted concerns that some provisions of IFRS 17 might contradict the Insurance Accounting

Directive and that the interaction between IFRS 17 and Solvency II public disclosure requirements may duplicate information.

Overall depending on Member States' use of options, the European accounting and prudential framework requires listed insurance groups to prepare multiple sets of financial statements (Statutory accounts as per National GAAPs, Solvency and Financial Condition Report under the Solvency II Directive and IFRS financial statements for consolidation purpose). This possibility of overlaps between the various pieces of legislation potentially affects their relevance, efficiency and consistency.

Question 37. Do you agree with the following statements:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
The Insurance Accounting Directive meets the objective of comparable financial statements within the European insurance industry (the Insurance Accounting Directive is **effective**)	◉	○	○	○	○	○
The Insurance Accounting Directive is still sufficiently **relevant** (necessary and appropriate) to meet the objective of comparable financial statements	◉	○	○	○	○	○
The costs associated with the Insurance Accounting Directive are still proportionate to the benefits it has generated (the Insurance Accounting Directive is **efficient**)	◉	○	○	○	○	○

Please explain your response to question 37 and substantiate it with evidence or concrete examples:

Insurance accounting in the EU is simply not fit for purpose. Most investors just avoid the sector because they do not understand or trust the numbers produced; this is not surprising given that these are simply the summation of numbers produced under different accounting approaches. The sector therefore trades at a significant discount and will continue to do so until the accounting is made fit for purpose. Rapid endorsement and adoption of IFRS 17 – the first global standard for insurance – is needed to deliver this, and thereby to deliver an insurance sector that is more investable, and therefore stable and with a lower cost of capital. This will provide a substantial benefit for the whole EU economy.

Question 38. Do you agree with the following statements:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
There are contradicting requirements between the IAD and IFRS 17 which prevent Member States from electing IFRS 17 for statutory and consolidated accounts				X		
The Insurance Accounting Directive should be harmonized with the Solvency II Framework	X					
The Insurance Accounting Directive should be harmonized with the IFRS 17 Standard					X	
Preparers should be allowed to elect for a European-wide option to apply Solvency II valuation principles in their financial statements	X					

Please explain your response to question 38 and substantiate it with evidence or concrete examples:

The only way to have insurance accounting that investors will trust and so ensure the industry is properly investable – with a positive impact on financial stability more generally – is for the EU to endorse and adopt IFRS 17.

Question 39. Do you think that the current prudential public disclosure requirements and general public disclosure requirements applicable to insurance and reinsurance undertakings are **consistent** with each other?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
For European insurance and reinsurance companies under the scope of the mandatory application of IFRS according to the IAS regulation	◉	○	○	○	○	○
For European insurance and reinsurance companies required to apply IFRS according to Member States options	◉	○	○	○	○	○
For European insurance and reinsurance companies not required to apply the IFRS Standards	◉	○	○	○	○	○

Please explain your response to question 39 and substantiate it with evidence or concrete examples:

The current disclosure regime is essentially meaningless without consistent accounting. Consistent accounting should be delivered through the endorsement and adoption of IFRS 17.

V. Non-financial reporting framework

Non-Financial Reporting Directive

Directive 2014/95/EU on disclosure of non-financial Information and diversity information (the NFI Directive) requires around 6.000 large companies with more than 500 employees listed on EU regulated markets or operating in the banking or insurance sectors to disclose relevant environmental and social information in their management report. The directive also requires the large listed companies to make a statement about their diversity policy in relation to the composition of their boards. The first reports have to be published in 2018 regarding financial year 2017. In addition to the NFI Directive, the Commission adopted guidelines in June 2017 to help companies disclose relevant non-financial information in a consistent and more comparable manner. The Commission is required to submit a review report on the effectiveness of the Directive by December 2018.

Question 40. The impact assessment for the NFI Directive identified the quality and quantity of non-financial information disclosed by companies as relevant issues, and pointed at the insufficient diversity of boards leading to insufficient challenging of senior management decisions. Do you think that these issues are still **relevant**?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
The quality and quantity of non-financial information disclosed by companies remain relevant issues.	○	○	○	○	◉	○
The diversity of boards, and boards' willingness and ability to challenge to senior management decisions, remain relevant issues.	○	○	○	◉	○	○

Please explain your response to question 40 and substantiate it with evidence or concrete examples:

We firmly agree that it is important that companies continue to disclose non-financial information, and that they continue to work to have more diverse boards and boards that are more willing to challenge and test management. But we also note that substantial progress has been made in recent years.

Question 41. Do you think that the NFI Directive's disclosure framework is **effective** in achieving the following objectives?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Enhancing companies' performance through better assessment and greater integration of non-financial risks and opportunities into their business strategies and operations.	○	○	○	●	○	○
Enhancing companies' accountability, for example with respect to the social and environmental impact of their operations.	○	○	○	●	○	○
Enhancing the efficiency of capital markets by helping investors to integrate material non-financial information into their investment decisions.	○	○	○	●	○	○
Increasing diversity on companies' boards and countering insufficient challenge to senior management decisions	○	○	●	○	○	○
Improving the gender balance of company boards	○	○	○	●	○	○

Please explain your response to question 41 and substantiate it with evidence or concrete examples:

> The only reason the rating on 'countering insufficient challenge' is lower than the other issues is that this needs to be delivered on a company-by-company and board-by-board basis. A company's performance in this area is most defined by its corporate culture, which is set top-down by the board, and so is less susceptible to regulation.

Question 42. Do you think that the NFI Directive's current disclosure framework is **effective** in providing non-financial information that is:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Material	○	●	○	○	○	○
Balanced	○	○	●	○	○	○
Accurate	○	○	○	●	○	○
Timely	○	○	○	●	○	○
Comparable between companies	○	●	○	○	○	○
Comparable over time	○	○	●	○	○	○

Please explain your response to question 42 and substantiate it with evidence or concrete examples:

> Disclosure is much improved, but the consistency of approaches between companies is not fully apparent in all cases. This is inevitable as standards for reporting in this area are still developing and companies still have complete flexibility as to which framework they choose to adopt at any time. We do note that, as with financial reporting, there is often a tendency for companies to be slightly less than balanced in their reporting and more usually disclose information that is favourable and shows them in a better light.

Question 43. Do you agree with the following statement:

The current EU non-financial reporting framework is sufficiently **coherent** (consistent across the different EU and national requirements)?

- ( ) 1 - totally disagree
- ( ) 2 - mostly disagree
- ( ) 3 - partially disagree and partially agree
- (x) 4 - mostly agree
- ( ) 5 - totally agree
- ( ) Don’t know / no opinion / not relevant

Please explain your response to question 43 and substantiate it with evidence or concrete examples:

> The lack of consistency comes from the lack of agreed global standards for reporting in this area. The market appears to be gradually moving towards more consistency in this respect and we would not favour more regulation at this stage. Having said that, we think developments in non-financial reporting should be monitored to ensure consistency, transparency, relevance and reliability and when the time is right we think it will be necessary to implement standards that bring such characteristics. {NB we do see merit in company-specific reporting, beware of encouraging boilerplate}.

Question 44. Do you agree with the following statement:

The costs of disclosure under the NFI Directive disclosure framework are proportionate to the benefits it generates.

- ( ) 1 - totally disagree
- ( ) 2 - mostly disagree
- ( ) 3 - partially disagree and partially agree
- (x) 4 - mostly agree
- ( ) 5 - totally agree
- ( ) Don’t know / no opinion / not relevant

Please explain your response to question 44 and substantiate it with evidence or concrete examples:

Question 45. Do you agree with the following statement:

The scope of application of the NFI Directive (i.e. limited to large public interest entities) is appropriate
("Public-interest entities" means listed companies, banks, insurance companies and companies designated by Member States as public-interest entities).

- 1 - far too narrow
- 2 - too narrow
- 3 - about right
- 4 - too broad
- (selected) 5 - way too broad
- Don't know / no opinion / not relevant

Please explain your response to question 45 and substantiate it with evidence or concrete examples:

Question 46. It has been argued that the NFI Directive could indirectly increase the reporting burden for SMEs, as a result of larger companies requiring additional non-financial information from their suppliers.

Do you agree that SMEs are required to collect and report substantially more data to larger companies as a result of the NFI directive?

- 1 - totally disagree
- 2 - mostly disagree
- 3 - partially disagree and partially agree
- 4 - mostly agree
- 5 - totally agree
- (selected) Don't know / no opinion / not relevant

Please explain your response to question 46 and substantiate it with evidence or concrete examples:

Question 47. Do you agree with the following statement?

The non-binding Guidelines on Non-Financial Reporting issued by the Commission in 2017 help to improve the quality of disclosure.

- ( ) 1 - totally disagree
- ( ) 2 - mostly disagree
- ( ) 3 - partially disagree and partially agree
- (x) 4 - mostly agree
- ( ) 5 - totally agree
- ( ) Don't know / no opinion / not relevant

Please explain your response to question 47 and substantiate it with evidence or concrete examples:

Question 48. The Commission action plan on financing sustainable growth includes an action to revise the 2017 Guidelines on Non-Financial Reporting to provide further guidance to companies on the disclosure of climate related information, building on the FSB TCFD recommendations. The action plan also states that the guidelines will be further amended regarding disclosures on other sustainability factors. Which other sustainability factors should be considered for amended guidance as a priority?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Environment (in addition to climate change already included in the Action Plan)	( )	( )	( )	( )	( )	(x)
Social and Employee matters	( )	( )	( )	( )	( )	(x)

Respect for human rights	○	○	○	○	○	●
Anti-corruption and bribery	○	○	○	○	○	●

Question 49. If you are a preparer company, could you please estimate the **increased cost** of compliance with national laws on non-financial disclosure that were adopted or amended following the adoption of the NFI Directive in 2014, compared to annual non-financial disclosure costs incurred before the adoption of the NFI Directive?

Increased amount in Euros of cost of compliance with national laws - **one-off costs of reporting for the first time**:

Increased amount as a % of total operating cost of compliance with national laws - **one-off costs of reporting for the first time**:

%

Increased amount in Euros of cost of compliance with national laws - **estimated recurring costs**:

Increased amount as a % of total operating cost of compliance with national laws - **estimated recurring costs**:

%

Question 50. How would you assess, overall, the impact of the NFI Directive disclosure framework on the competitiveness of the reporting EU companies compared to companies in other countries and regions of the world?

- ○ Very positive impact on competitiveness
- ○ Somewhat positive impact on competitiveness
- ○ No significant impact on competitiveness
- ● Somewhat negative impact on competitiveness
- ○ Very negative impact on competitiveness
- ○ Don’t know / no opinion / not relevant

Please explain your response to question 50 and substantiate it with evidence or concrete examples:

Country-by-country reporting by extractive and logging industries

Since 2017, companies that are active in the extractive industry or in the logging of primary forests have to be more transparent on the payments they make to governments. Through amendments made in 2013 to the Accounting and Transparency directives, such companies established in the European Union should publish each year a so-called "country-by-country report" summarising payments to governments. These reporting requirements were introduced to help governments of resource-rich countries manage their resources as well as to enable civil society to better hold governments and business into account. This should also help governments of resources-rich countries to implement the Extractive Industries Transparency Initiative (EITI) principles.

Question 51. Do you think that the public reporting requirements on payments to governments ("country-by-country reporting") by extractive and logging industries are:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don’t know / no opinion / not relevant
effective (successful in achieving its objectives)	○	○	○	○	◉	○
efficient (costs are proportionate to the benefits it has generated)	○	○	○	◉	○	○
relevant (necessary and appropriate)	○	○	○	◉	○	○
coherent (with other EU requirements)	○	○	○	○	◉	○
designed at the appropriate level (EU level) in order to add the highest						

value (as compared to actions at Member State level)	◯	◯	◯	◯	◉	◯

Please explain your response to question 51 and substantiate it with evidence or concrete examples:

Question 52. As a preparer company, could you please indicate the annual recurring costs (in € and in relation to total operating costs) incurred for the preparation, audit (if any) and publication of the “country-by-country report”:

Total amount in Euros of **one-off costs of reporting** for the first time for the “country-by-country report”:

Amount as a % of total operating costs of **one-off costs of reporting for the first time** for the “country-by-country report”:

%

Total amount in Euros of annual recurring costs for the “country-by-country report” - **estimated recurring costs**:

Amount as a % of total operating costs of annual recurring costs for the “country-by-country report” - **estimated recurring costs**:

%

Question 53. How would you assess, overall, the impact of country-by-country reporting on the competitiveness of the reporting EU companies?

- Very positive impact on competitiveness
- Somewhat positive impact on competitiveness
- No significant impact on competitiveness

- ○ Somewhat negative impact on competitiveness
- ○ Very negative impact on competitiveness
- ● Don’t know / no opinion / not relevant

Please explain your response to question 53 and substantiate it with evidence or concrete examples:

Integrated reporting

In addition to a demand to broaden the range of information to be included in corporate reports, there is an ongoing debate on whether and how to integrate financial, non-financial, and other related reports in a meaningful way.

Question 54. Do you agree that integrated reporting can deliver the following **benefits**?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don’t know / no opinion / not relevant
More efficient allocation of capital, through improved quality of information to capital providers	○	○	○	○	●	○
Improved decision-making and better risk management in companies as a result of integrated thinking and better understanding of the value-creation process	○	○	○	●	○	○

Costs savings for preparers			X			
Cost savings for users			X			
Other differences (please rate here and specify below)						

Please explain your response to question 54 and substantiate it with evidence or concrete examples:

CFA UK fully support the concept of integrated reporting and the use in corporate reporting of commentary supported by relevant numbers altogether in one place. CFA UK are not wedded, however, to any particular brand of integrated reporting at this moment in time. We regard the standards produced by the International Integrated Reporting Committee as only one of several ways in which corporates may approach this disclosure challenge.

Whilst information requirements of different stakeholders will inevitably overlap, we believe that accounts should be primarily produced to satisfy the needs of the providers of capital to the business, over and above the needs of other stakeholders i.e. employees, suppliers etc.

Question 55. Do you agree with the following statement?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
A move towards more integrated reporting in the EU should be encouraged				X		
The costs of a more integrated reporting would be proportionate to the benefits it generates (would be efficient)					X	

Please explain your response to question 55 and substantiate it with evidence or concrete examples:

We would welcome more integration in reporting, by which we mean that long-term strategic factors are fully integrated into reporting so that the near-term financials are seen more fully in the context of the longer-term dynamics within the business and its long-term prospects. We would note that we do not believe that this requires adherence to the standards produced by the International Integrated Reporting Committee (IIRC), which represent just one way to approach this disclosure challenge.

Question 56. Is the existing EU framework on public reporting by companies an obstacle to allowing companies to move freely towards more integrated reporting?

- ○ Yes
- ◉ No
- ○ Don't know / no opinion / not relevant

Please explain your response to question 56 and substantiate it with evidence or concrete examples:

Integrating corporate reporting is fully consistent with the non-financial reporting directive and IFRS standards. Furthermore, the IASB's work to update its practice statement on management commentary is likely to assist this further.

VI. The digitalisation challenge

In the area of public reporting by companies technology is changing 1) the way companies prepare and disseminate corporate reports and 2) the way investors and the public access and analyse company information. On 6 October 2017, the 'eGovernment Declaration' was signed in Tallin in the framework of the eGovernement Ministerial Conference. It marked a clear political commitment at EU level towards ensuring high quality, user-centric digital public services for citizens and seamless cross-border public services for businesses.

Digitalisation is soon to become reality for issuers with securities listed on European regulated markets ("listed companies"). These companies must file their Annual Financial Reports with the relevant Officially Appointed Mechanisms (OAMs). An Annual Financial Report mainly contains the audited financial statements, the management report and some other statements. In 2013, the Transparency Directive was amended to introduce as from 1 January 2020 a structured electronic reporting for Annual Financial Reports based on a so-called "European Single Electronic Format" (ESEF). It also established a single European Electronic Access Point (EEAP) in order to interconnect the different national OAMs. The objectives were to facilitate the filing of information by listed companies, and facilitate access to and use of company information by users on a pan-EU basis, thus reducing operational costs for both parties.

Beyond listed companies, the Commission is currently working, as announced in the 2017 Commission Work Programme, on an EU Company Law package making the best of digital solutions and providing efficient rules for cross-border operations whilst respecting national social and labour law prerogatives, which is not subject to this public consultation.

Question 57. Do you consider the existing EU legislation to be an obstacle to the development and free use by companies of digital technologies in the field of public reporting?

- ○ Yes
- ○ No
- ● Don’t know / no opinion / not relevant

Question 58. Do you consider that increased digitalisation taking place in the field diminishes the relevance of the EU laws on public reporting by companies (for instance, by making paper based formats or certain provisions contained in the law irrelevant)?

- ○ Yes
- ● No
- ○ Don’t know / no opinion / not relevant

The impact of electronic structured reporting

Question 59. Do you think that, as regards public reporting by listed companies, the use of electronic structured reporting based on a defined taxonomy (ESEF) and a single access point (EEAP) will meet the following intended objectives:

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don’t know / no opinion / not relevant
improve transparency for investors and the public	○	○	○	●	○	○
improve the relevance of company reporting	○	○	●	○	○	○
reduce preparation and filing costs for companies	○	○	○	○	○	●

reduce costs of access for investors and the public	○	○	○	○	●	○
reduce other reporting costs through the re-use of companies' public reporting of electronic structured data for other reporting purposes (e.g. tax authorities, national statistics, other public authorities)	○	○	○	○	○	●

Please provide an estimated order of magnitude or qualitative comments for such cost reductions (e.g. % of preparation costs or % of costs of accessing and analysing data...):

> Assuming investors can get more detail by clicking on the items on the face, the use of electronic structured reporting should add transparency.
>
> The use of extensions will increase the relevance of company reporting, but will, however, make comparability harder so there is a balance to be struck here.

Question 60. In your opinion, on top of the financial statements, do you think that the following documents prepared by listed companies should contain electronic structured data?

Financial reporting

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Half-yearly interim financial statements	○	○	○	○	●	○
Management report	○	○	○	○	●	○
Corporate governance statement	○	●	○	○	○	○

Other disclosure or statements requirements under the Transparency Directive such as information about major holdings	◉	○	○	○	○	○

Non-financial reporting and other reports

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
Non-financial information	○	◉	○	○	○	○
Country-by-country report on payments to governments	○	◉	○	○	○	○
Other documents (please rate here and specify below)	○	○	◉	○	○	○

Please specify what other non-financial reporting document(s) should contain electronic structured data:

> There is evidence to support the argument that financial statements should contain electronic structured data. In non-financial areas of reporting, such as the Management report, the Corporate governance report and Other disclosure statements required under the Transparency Directive it is too early to know exactly how the costs/benefits will weigh up though indications are increasingly positive. As the capabilities of Artificial Intelligence (AI) advance it may become more clearly beneficial for these statements to also contain electronic structured data; we would suggest revisiting the subject as and when AI becomes far more mature. At this stage, however, we are wary that valuable resources could be deployed towards electronic structured data that are not (yet) useful to users. We also caution that electronic structured data can only supplement, but never be a substitute for, various forms of narrative reporting that rely on careful wording to convey concepts and nuances that are of relevance to users, particularly in areas such as Corporate Governance.

Question 61. Once the ESEF is fully developed and in place for listed companies, would this EU language add value as a basis to structure the financial statements, management reports etc. published by any limited liability company in the EU?

- ○ Yes
- ○ No
- ◉ Don’t know / no opinion / not relevant

Please explain your response to question 61 and substantiate it with evidence or concrete examples:

> We do not believe that there is the same public policy benefit for consistent disclosure by all limited liability companies as there is for all listed companies, so we are mindful that the costs would not be justified by the benefits.
>
> However, there may be some benefit from a lending/borrowing perspective. For example, if banks can access info more easily, all companies (that borrow from banks) should benefit accordingly.

Question 62. As regards the non-financial information that listed companies, banks and insurance companies must publish, do you think that digitalisation of this information could bring about the following benefits?

			3			Don’t know /

	1 (totally disagree)	2 (mostly disagree)	(partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	no opinion / not relevant
Facilitate access to information by users	○	◉	○	○	○	○
Increase the granularity of information disclosed	○	◉	○	○	○	○
Reduce the reporting costs of preparers	○	◉	○	○	○	○

Please explain your response to question 62 and substantiate it with evidence or concrete examples:

All things equal, we believe that the availability of digital information on top of information in standard format, should provide a net benefit to users, albeit a potentially marginal one in some areas of non-financial reporting.
We are, however, concerned that any process of developing a consistent taxonomy in this respect risks reducing the level of disclosure and reducing the amount of information available to users.

Question 63. Digitalisation facilitates the widespread dissemination and circulation of information. Besides, the same corporate reporting information may be available from different sources, such as a company's web site, an OAM, a business register, a data aggregator or other sources. In a digitalised economy, do you consider that electronic reporting should be secured by the reporting company with electronic signatures, electronic seals and/or other trust services?

- ◉ Yes
- ○ No
- ○ Don't know / no opinion / not relevant

Please explain your response to question 63 and substantiate it with evidence or concrete examples:

We believe that some clear evidence of authenticity is needed, not least so that it is clear to users what data has been audited or assured and what information has not.

Data storage mechanisms – data repositories

Today, the self-standing national databases maintained by each Officially Appointed Mechanisms (OAMs) are not interconnected to each other, or to a central platform.

The European Financial Transparency Gateway (EFTG) is a pilot project funded by the European Parliament that aims to virtually connect the databases using the distributed ledger technology in order to provide a single European point of access to investors searching for investment opportunities on a pan-EU basis. The European Financial Transparency Gateway could be used as a basis for achieving a single European Electronic Access Point (EEAP).

Question 64. Considering the modern technologies at hand to interconnect databases on information filed by listed companies with the OAMs, do you agree with the following statements?

	1 (totally disagree)	2 (mostly disagree)	3 (partially disagree and partially agree)	4 (mostly agree)	5 (totally agree)	Don't know / no opinion / not relevant
A pan-EU digital access to databases based on modern technologies would improve investor protection	○	○	○	●	○	○
A pan-EU digital access to databases based on modern technologies would promote cross border investments and efficient capital markets	○	○	○	○	●	○
The EU should take advantage of a pan-EU digital access to make information available for free to any user	○	○	○	○	●	○

Question 65. Public reporting data in the form of structured electronic data submitted by listed companies could potentially be re-used for different purposes by different

authorities. For instance, by filing a report once with an OAMs and re-using it for filing purposes with a business register. In your opinion, should the EU foster the re-use of data and the "file only once" principle?

- (selected) Yes
- No
- Don't know / no opinion / not relevant

Please explain your response to question 65 and substantiate it with evidence or concrete examples:

Coherence with other Commission initiatives in the field of digitalisation

On 1 December 2017, the Commission launched a Fitness Check on the supervisory reporting frameworks. In parallel, the financial data standardisation (FDS) project, launched in 2016, aims for a 'common financial data language' across the board for supervisory purposes. The Commission will report by summer 2019 (for more details, see Commission report on the follow up to the call for evidence - EU regulatory framework for financial services, December 2017 section 3.3).

Question 66. Should the EU strive to ensure that labels and concepts contained in public reporting by companies are standardised and aligned with those used for supervisory purposes?

- 1 - totally disagree
- 2 - mostly disagree
- 3 - partially disagree and partially agree
- 4 - mostly agree
- (selected) 5 - totally agree
- Don't know / no opinion / not relevant

Other comments

Question 67. Do you have any other comments or suggestions?

Acronyms and Abbreviations

AD
: Accounting Directive

BAD
: Bank Accounts Directive

CEP
: Centre for European Studies

CBCR
: Country by Country Reporting

CLD
: Company Law Directive

CMD
: Capital Maintenance Directive

CMU
: Capital Markets Union

CRD
: Capital Requirements Directive

CRR
: Capital Requirements Regulation

DG FISMA

Directorate General Financial Stability, Financial Services and Capital Markets Union

DLT& API
Distributed Ledger Technology & Application Programme Interface

EC
European Commission

EFRAG
European Financial Reporting Advisory Group

EFTG
European Financial Transparency Gateway

EITI
Extractive Industries Transparency Initiative

ESG
Environmental, Social & Governance factors

ESMA
European Securities and Markets Authority

ESRB
European Systemic Risk Board

FSB
Financial Stability Board

GAAPs
General Accepted Accounting Principles

HLEG
High-Level Expert Group

IAD
Insurance Accounts Directive

IAS
International Accounting Standards

IASB
International Accounting Standards Board

IFRS
International Financial Reporting Standards

IFRS 4
International Financial Reporting Standards on Insurance contracts

IFRS 9
International Financial Reporting Standards on Financial Instruments

IFRS 17

will replace IFRS 4 as of 1 January 2021

IIRC
: International Integrated Reporting Council

KPIs
: Key Performance Indicators

NFR
: Non-Financial Reporting Directive (also called NFI for Non-Financial Information)

NGOs
: Non-governmental Organisation

OAMs
: Officially Appointed Mechanisms

OECD
: Organization for Economic Co-operation and Development

PIE
: Public Interest Entities

P&L
: Profit and Loss account

SMEs
: Small and Medium Enterprises

SRB
: Single Resolution Board

SSM
: Single Supervisory Mechanism

TCFD
: Task Force on Climate-related Financial Disclosures

TD
: Transparency Directive

3. Additional information

Should you wish to provide additional information (e.g. a position paper, report) or raise specific points not covered by the questionnaire, you can upload your additional document(s) here:

**760e2a4e-dc53-4e94-a7a6-12dfb5744a75
/CFA_UK_covering_letter_for_response_to_consultation_on_EU_Financial_Reporting_Framework_FINAL
pdf**

Useful links

Consultation details (http://ec.europa.eu/info/consultations/finance-2018-companies-public-reporting_en)

Specific privacy statement (http://ec.europa.eu/info/files/2018-companies-public-reporting-consultation-document_en)

More on the Transparency register (http://ec.europa.eu/transparencyregister/public/homePage.do?locale=en)

Contact

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