

## IFRS

## **Guide to** annual financial statements -**IFRS 12** supplement

September 2014

kpmg.com/ifrs



# Contents

About this supplement	1
About IFRS 12	2
Material associates	4
Material joint ventures	6
Material joint operations	8
Immaterial associates and joint ventures	10
Subsidiaries and NCI	12
Unconsolidated structured entities	16
Keeping you informed	18
Acknowledgements	19

# **About this supplement**

This supplement has been produced by the KPMG International Standards Group (part of KPMG IFRG Limited) to complement our <u>Guide to annual financial statements – Illustrative disclosures</u> (the September 2014 guide).

The September 2014 guide helps you to prepare financial statements in accordance with IFRS, illustrating one possible format for financial statements based on a fictitious multinational corporation; the corporation is not a first-time adopter of IFRS.

### **Disclosure of interests in other entities**

This supplement focuses on IFRS 12 *Disclosure of Interests in Other Entities*, which became effective for annual periods beginning on or after 1 January 2013. It provides additional disclosure examples and explanations as a supplement to the September 2014 guide; as such, this supplement is not intended to reconcile to that guide.

IFRS 12 contains the disclosure requirements for the following standards: IFRS 10 *Consolidated Financial Statements*, IFRS 11 *Joint Arrangements* and IAS 28 *Investments in Associates and Joint Ventures*. In addition, it includes disclosure requirements in respect of unconsolidated structured entities.

This supplement does not illustrate all of the disclosure requirements of IFRS 12, which will depend on an entity's underlying facts and circumstances; for a full list of the potential disclosures, see our <u>Guide to annual financial statements – Disclosure</u> <u>checklist</u> (September 2014). In particular, this supplement does not illustrate the disclosures related to investment entities – see Appendix I of our <u>Guide to annual financial statements – Illustrative disclosures for investment funds</u> (December 2013).

### **Illustrative examples**

The example disclosures in this supplement relate to a multinational corporation that is not engaged in banking or other financial services. In addition, the disclosures are intended to explain the relevant requirements and therefore may be more detailed than is necessary. Individual entities should tailor the disclosures to reflect their specific circumstances, including the materiality of the items concerned.

In addition, IFRS and its interpretation change over time. Accordingly, this supplement should not be used as a substitute for referring to the standards and interpretations themselves.

### **References and abbreviations**

References to the standards (primarily IFRS 12) are included in this supplement to identify the source of the disclosures.

The following abbreviation is used: NCI - Non-controlling interests.

# About IFRS 12

IFRS 12 requires disclosure of the significant judgements and assumptions that an entity has made IFRS 12.7 in determining the nature of its interest in another entity or arrangement. It also contains extensive disclosure requirements for subsidiaries, associates, joint ventures and unconsolidated structured entities. IFRS 12.1 The objective of IFRS 12 is to require disclosure that helps users of financial statements to evaluate: the nature of, and risks associated with, an entity's interests in other entities; and • the effects of those interests on the entity's financial position, financial performance and cash flows. IFRS 12.A In this context, 'interests in other entities' are contractual and non-contractual involvement that exposes an entity to variability of returns from the performance of the other entity. These interests may, for example, take the form of equity or debt instruments, but the definition is broad and interests can also comprise other forms of involvement, such as liquidity support, credit enhancement and/or guarantees. However, an interest in another entity does not exist solely as a result of a typical customer-supplier relationship. Interests in another entity are the basis for many of the disclosures in IFRS 12. Understanding the IFRS 12 B7 purpose and design of the other entity may assist in identifying such interests. The entity considers the risks that the other entity was designed to create, and the risks that the other entity was designed to pass on to the reporting entity and other parties. IFRS 12 27-28 In addition, IFRS 12 requires an entity to provide disclosure about its relationships with unconsolidated structured entities that it sponsors even if it does not have an interest in them at the reporting date. Aggregation The disclosures may be aggregated for interests in similar entities, with the method of aggregation IFRS 12.4, B2-B6 being disclosed. A quantitative and qualitative analysis, taking into account the different risk and return characteristics of each entity, is made in order to determine the aggregation level. IFRS 12 gives the following examples of aggregation levels: by nature of activities, by industry or by geography. However, as a minimum, information is given separately for interests in subsidiaries, joint ventures, joint IFRS 12.B4-B6 operations, associates and unconsolidated structured entities. In July 2014, the IFRS Interpretations Committee discussed the requirement to disclose summarised

financial information of joint ventures and associates under IFRS 12 and noted that financial information from material joint ventures and associates should be presented on an individual basis rather than aggregated. The Committee tentatively decided not to add this issue to its agenda. The Committee is expected to redeliberate its tentative decision and publish a final decision in Q4 of 2014.

## **Structured entities**

IFRS 12.A

A 'structured entity' is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate only to administrative tasks and the relevant activities are directed by means of contractual arrangements.

Whether an investee is a structured entity is a key factor in determining the extent of disclosures required under IFRS 12.

- Paragraphs 10(b)(ii) and 14–17 of IFRS 12 require an entity to disclose the nature of and changes in the risks associated with its interests in *consolidated* structured entities (see page 13).
- Paragraphs 24–31 of IFRS 12, supported by B25–B26, require an entity to disclose information about its interests in *unconsolidated* structured entities (see page 17).

The discussion that follows is focused on determining the population of entities that are in the scope of these disclosure requirements.

### Characteristics

IFRS 12.B22

To supplement the definition, IFRS 12 indicates that a structured entity often (i.e. not always) has some or all of the following characteristics:

- restricted activities;
- a narrow and well-defined objective;

- insufficient equity to permit the structured entity to finance its activities without subordinated financial support; and/or
- financing in the form of multiple contractually linked instruments issued to investors that create concentrations of credit or other risks (tranches).

Although these characteristics are helpful in identifying structured entities, they may not be definitive in all cases.

*IFRS 12.B22(b)* Examples of entities with a narrow and well-defined objective that may be structured entities include those designed to effect a tax-efficient lease, carry out research and development activities, provide a source of capital or funding to an entity or provide investment opportunities for investors by passing on risks and rewards associated with the assets of the structured entity to investors.

*IFRS 12.B23* Other examples of structured entities include securitisation vehicles, asset-backed financings and some investment funds.

In assessing whether an investee is a structured entity, an investor also considers how the power assessment was made under IFRS 10, irrespective of the outcome of that analysis. This is because IFRS 10 requires entities to conduct the power analysis differently depending on whether voting rights are the dominant factor in deciding who controls the investee. Therefore, the analysis of the investee under IFRS 10 is directly relevant to a decision under IFRS 12 about whether the investee is a structured entity.

- If the decision was made on the basis of who held a majority of voting rights, or less than a majority but with de facto power over the investee, then the investee *is not* a structured entity.
- If the control analysis required a more in-depth consideration, such as of the purpose and design of the investee, and evidence of the practical ability to direct the relevant activities of the investee etc, then it is more likely that the investee *is* a structured entity.

#### 'Similar' rights

As noted above, a structured entity is an entity that has been designed so that voting or 'similar' rights are not the dominant factor in deciding who controls the entity. Therefore, it is important to understand the meaning of 'similar' rights.

It appears that an example of rights that are similar to voting rights include rights to appoint or remove members of an investee's key management personnel who have the ability to direct the relevant activities.

Conversely, it appears that voting or similar rights would not generally include rights that derive from a contract that gives the holder the ability to direct relevant activities. Such a contract might apply directly or indirectly as an override of the usual power that is derived from the voting rights of investors.

This approach focuses on how the investee is governed in order to consider what similar rights are; it does not focus on whether the activities of the investee are those of a conventional operating entity – e.g. a manufacturing company.

We believe that the following are examples of entities governed by voting or similar rights – i.e. they are *not* structured entities.

- A conventional company in which shareholders exercise voting rights, which determines the party that has power over the company.
- A joint arrangement in which the partners exercise voting rights, which determines that the parties have joint control. This is the case even if there are non-participating investors or if the voting rights held by the partners are disproportionate to their share of returns. Joint arrangements are the subject of Chapter 3.6 of our publication <u>Insights into IFRS</u>.

Conversely, the activities of the structured entities noted above (see 'Characteristics') – e.g. securitisation vehicles, asset-backed financings and structures designed to effect a tax-efficient lease – are typically governed by a contract that specifies the rights and obligations of each party in the structure; they would not be governed by voting or similar rights.

# **Material associates**

IFRS 12.B14(a)	a.	IFRS 12 indicates that the amounts included in the summarised financial information are those prepared in accordance with IFRS, modified to reflect adjustments made by the entity in applying equity accounting; fair value adjustments and accounting policy alignments are noted as examples.
		Fair value adjustments
		Although the standard refers to fair value adjustments at the date of acquisition, this would include the effect of the subsequent accounting since that date.
		There is no guidance on whether the fair value adjustments should be made on a net basis (reflecting only the investor's interest) or grossed up to relate to the investee as a whole.
		In this example, such adjustments have been grossed up and are embedded in the summarised financial information. An alternative would be to multiply the financial information by the investor's interest and then adjust for fair value adjustments; this approach might result in a more complex disclosure.
		Goodwill
		There is no guidance on how goodwill that forms part of the carrying amount of an investment in an associate or joint venture is incorporated into the summarised financial information. Although it can be argued that goodwill is an adjustment made in applying equity accounting, the determination of goodwill is very specific to the particular transaction between the parties. Therefore, in this example goodwill has been included in the reconciliation to the carrying amount of the investee in the statement of financial position, rather than being embedded in the summarised financial information of the associate.
IFRS 12.B15	b.	The summarised financial information may be presented on the basis of the associate's or joint venture's financial statements if either:
		• the investee is accounted for at fair value; or
		• the investee does not prepare IFRS financial statements and preparation on that basis would be impracticable or cause undue cost.
IFRS 12.B14(b)	C.	IFRS 12 requires the summarised financial information, which comprises financial position and financial performance, to be reconciled to the carrying amount in the statement of financial position.
		One method of reconciliation, illustrated in our <u>September 2014 guide</u> (Note 23(a)), is to focus the reconciliation on the financial position of equity-accounted investees.
		This example incorporates both elements – financial performance and financial position – into the reconciliation, which is then adjusted for reconciling items at the group level.
IFRS 12.B11, B14, IAS 28.26, 28	d.	In respect of summarised financial information for subsidiaries with material NCI, IFRS 12 specifies that such information should be before inter-company eliminations. However, the standard is silent in respect of transactions with associates and joint ventures.
		In this example, the elimination of unrealised gains or losses is presented as part of the reconciliation. An alternative would be to present the summarised financial information after such eliminations because they are adjustments made in applying equity accounting (see Explanatory note (a)).
		The accounting for transactions with equity-accounted investees is discussed in the 11 <sup>th</sup> Edition 2014/15 of our publication Insights into IFRS (3.5.430).

## Notes to the consolidated financial statements (extract)

### Associates

The Group has two associates that are material to the Group, both of which are equity accounted.

IFRS 12.21(a)(i)		Gold	Silver
IFRS 12.21(a)(ii)	Nature of relationship with the Group	Strategic retailer providing access to new customers and markets in Asia	Strategic retailer providing access to new customers and markets in Europe
IFRS 12.21(a)(iii)	Principal place of business / Country of incorporation	Singapore	Germany
IFRS 12.21(a)(iv)	Ownership interest / Voting rights held	40% (2013: 40%)	30% (2013: 30%)
IFRS 12.21(b)(iiii), 13.97	Fair value of ownership interest (if listed)	€980 thousand (2013: €870 thousand)¹	N/A

### IFRS 12.21(b)(ii), B14(a)

IFRS 12.22(a)

IFRS 12.21(b)(i)

The following is summarised financial information for Gold and Silver, based on their respective consolidated financial statements prepared in accordance with IFRS, modified for fair value adjustments on acquisition and differences in the Group's accounting policies.<sup>a, b</sup>

Based on the quoted market price at 31 December (Level 1 in the fair value hierarchy).

		Gold		Silver	
	In thousands of euro	2014	2013	2014	2013
IFRS 12.B12(b)(v)	Revenue	6,500	5,200	1,000	950
IFRS 12.B12(b)(vi)	Profit from continuing operations	460	404	345	480
IFRS 12.B12(b)(vii)	Post-tax profit from discontinued operations	85	-	-	-
IFRS 12.B12(b)(viii)	Other comprehensive income	55	(4)	30	20
IFRS 12.B12(b)(ix)	Total comprehensive income	600	400	375	500
	Attributable to NCI	120	80	75	100
	Attributable to investee's shareholders	480	320	300	400
IFRS 12.B12(b)(i)	Current assets	2,000	2,000	2,000	2,000
IFRS 12.B12(b)(ii)	Non-current assets	3,000	3,000	3,000	3,000
IFRS 12.B12(b)(iii)	Current liabilities	(1,000)	(1,000)	(1,000)	(1,000)
IFRS 12.B12(b)(iv)	Non-current liabilities	(1,306)	(1,500)	(625)	(1,000)
	Net assets	2,694	2,500	3,375	3,000
	Attributable to NCI	539	500	675	600
	Attributable to investee's shareholders	2,155	2,000	2,700	2,400
	Group's interest in net assets of investee at beginning of				
	year <sup>c</sup>	800	762	720	600
IFRS 12.B14(b)	Total comprehensive income attributable to the Group	192	128	90	120
IFRS 12.B12(a)	Dividends received during the year	(130)	(90)	-	-
IFRS 12.B14(b)	Group's interest in net assets of investee at end of year	862	800	810	720
IFRS 12.B14(b)	Elimination of unrealised profit on downstream sales <sup>d</sup>	(27)	(50)	(5)	(80)
IFRS 12.B14(b)	Goodwill <sup>a</sup>	60	60	-	-
IFRS 12.B14(b)	Carrying amount of interest in investee at end of year	895	810	805	640
		0.01.0) //			

Gold's non-current liabilities include a bank loan (repayable in 2016) that is subject to covenants that include restrictions on the payment of dividends to shareholders unless a certain level of interest cover is achieved from continuing operations.

# **Material joint ventures**

	a.	See Explanatory notes (a) and (b) on page 4.
IFRS 12.B13, BC51	b.	The minimum line item disclosures required for each material joint venture are more extensive than for material associates. In this example, the additional information is presented in the form of footnotes to the tables summarising financial performance and financial position.
	C.	See Explanatory note (c) on page 4.
	d.	See Explanatory note (d) on page 4.

	Notes to the consolidated financial statements (extract)		
	Joint venture		
IFRS 12.21(a)	Mercury is an unlisted joint arrangement in which the Group has joint control and a interest. Mercury was founded by the Group and XYZ, and is one of the Group's st based in Denmark, principally engaged in exploring new distribution channels for p	rategic part	ners,
IFRS 12.7(c), 21(b)(i)	Mercury is structured as a separate vehicle and the Group has a residual interest in assets. Accordingly, the Group has classified its interest in Mercury as a joint ventue equity-accounted.		S
IFRS 12.21(b)(ii), B14(a)	The following is summarised financial information for Mercury, based on its financial prepared in accordance with IFRS, modified for fair value adjustments on acquisition the Group's accounting policies. <sup>a, b</sup>		
	In thousands of euro	2014	2013
IFRS 12.B12(b)(v)	Revenue	25,796	21,405
IFRS 12.B12(b)(vi)	Profit from continuing operations <sup>1</sup>	1,186	796
IFRS 12.B12(b)(viii)	Other comprehensive income	(396)	(218)
IFRS 12.B12(b)(ix)	Total comprehensive income	790	578
IFRS 12.B13(d) IFRS 12.B13(f) IFRS 12.B13(g)	<ul> <li>Includes:</li> <li>depreciation and amortisation of €12,445 thousand (2013: €11,350 thousand)</li> <li>interest expense of €1,396 thousand (2013: €1,218 thousand)</li> <li>income tax expense of €875 thousand (2013: €590 thousand).</li> </ul>		
IFRS 12.B12(b)(i)	Current assets <sup>2</sup>	3,123	5,261
IFRS 12.B12(b)(ii)	Non-current assets	5,953	3,259
IFRS 12.B12(b)(iii)	Current liabilities <sup>3</sup>	(543)	(1,130)
IFRS 12.B12(b)(iv)	Non-current liabilities <sup>4</sup>	(1,715)	(1,320)
	Net assets	6,818	6,070
IFRS 12.B13(a)	<sup>2</sup> Includes cash and cash equivalents of €1,200 thousand (2013: €2,150 thousand).		
IFRS 12.B13(b)	<sup>3</sup> Includes current financial liabilities (excluding trade and other payables and provisions) of €122 thousand (2013: €230 thousand).		
IFRS 12.B13(c)	<ul> <li><sup>4</sup> Includes non-current financial liabilities (excluding trade and other payables and provisions of €1,211 thousand (2013: €986 thousand).</li> </ul>		
	Group's interest in net assets of investee at beginning of the year <sup>c</sup>	3,035	2,746
IFRS 12.B14(b)	Share of total comprehensive income	395	289
IFRS 12.B12(a)	Dividends received during the year	(21)	-
IFRS 12.B14(b)	Group's interest in net assets of investee at end of year	3,409	3,035
IFRS 12.B14(b)	Elimination of unrealised profit on downstream sales <sup>d</sup>	(96)	(42)
IFRS 12.B14(b)	Carrying amount of interest in investee at end of year	3,313	2,993
IFRS 12.23(a), B18– B19	In accordance with the agreement under which Mercury is established, the Group agreed to make additional contributions in proportion to their interests to make up required, up to a maximum amount of €6,000 thousand. This commitment has not the Group's consolidated financial statements.	any losses,	if

# **Material joint operations**

IFRS 12.7(c), 21(a)	a.	Unlike joint ventures, IFRS 12 requires only limited quantitative disclosures for joint operations, including information about significant judgements and assumptions made in determining the classification of a joint arrangement that is structured through a separate entity.
		The classification of joint arrangements is discussed in the 11 <sup>th</sup> Edition 2014/15 of our publication Insights into IFRS (3.6.70).

## Notes to the consolidated financial statements (extract)

### Joint operation<sup>a</sup>

IFRS 12.21(a)

IFRS 12.7(c), IAS 1.122 The Group is a 50% partner in Palladium, a joint arrangement formed with ABC to develop a new material related to the processing of paper pulp that will be used in the operations of the partners. Palladium's principal place of business is the UK.

Although Palladium is legally separated from the parties, the Group has classified it as a joint operation. This is on the basis that the partners are legally obliged to take the entire output produced by Palladium and will be the only source of funding to settle its liabilities.

# Immaterial associates and joint ventures

IFRS 12.21(c),	a.	An entity provides the disclosures separately for individually immaterial associates and individually
B16		immaterial joint ventures – they are not combined.

	Notes to the consolidated financial statements (extract)		
	Immaterial associates <sup>a</sup>		
IFRS 12.21(c), B16	The following is summarised financial information for the Group's interest in imma based on the amounts reported in the Group's consolidated financial statements:	terial associ	ates,
	In thousands of euro	2014	2013
IFRS 12.B16	Carrying amount of interests in immaterial associates	75	69
	Group's share of:		
IFRS 12.B16(a)	<ul> <li>Profit from continuing operations</li> </ul>	9	13
IFRS 12.B16(c)	<ul> <li>Other comprehensive income</li> </ul>	1	(2)
IFRS 12.B16(d)	<ul> <li>Total comprehensive income</li> </ul>	10	11

-

# **Subsidiaries and NCI**

IFRS 12.10(a)(i)	a.	IFRS 12 requires the disclosure of information that enables users to understand the composition of the group.
		One method of disclosure, illustrated in our <u>September 2014 guide</u> (Note 32), is to provide a diagram of the group structure showing material subsidiaries.
		This example shows the disclosure in narrative form, focusing on key areas of interest. Another approach would be to present the information in tabular format.
IFRS 12.14	b.	An entity discloses the terms of any contractual arrangements that could require the parent or its subsidiaries to provide financial support to a consolidated structured entity, including events or circumstances that could expose the reporting entity to a loss.
		Depending on the facts and circumstances of an entity in relation to the overall disclosure objective of IFRS 12 (see page 2), it may be appropriate to disclose all financing arrangements that are in place, regardless of whether they have been used, or it may be sufficient to disclose only undrawn amounts.

	Notes to the consolidated financial statements (extract)
	Group composition <sup>a</sup>
IFRS 12.10(a)(i)	The Company has 20 subsidiaries that are material to the Group in 2014 and 2013.
	• The Group holds a majority of the voting rights in 18 subsidiaries.
	• The Group holds less than a majority of the voting rights in Cerium (see below).
	• One subsidiary, Iridium, is a structured entity (see below).
	Non-controlling interests have a material interest in two subsidiaries (see page 15).
	Cerium
IFRS 12.7(a), 9(b), IAS 1.122	Although the Group has less than half of the voting rights in Cerium (45%), management has determined that the Group controls Cerium. This is on the basis that the remaining voting rights in Cerium are widely dispersed, historical attendance at shareholder meetings shows that the Group has been able to control the outcome of voting, and there is no indication that other shareholders exercise their votes collectively.
	lridium <sup>6</sup>
IFRS 12.7(a), 9(b), IAS 1.122	Iridium was formed with only nominal share capital, is funded through bank loans (see Note xx), and performs research activities exclusively for the Group and under the Group's direction. As a result, the Group has concluded that Iridium is a subsidiary and it has been consolidated.
IFRS 12.15	During 2014 the Group provided additional short-term funding to Iridium to allow it to purchase third party research that came onto the market at short notice. Although the Group had no contractual obligation to do so, the funding was made available because the acquisition complements Iridium's existing R&D activities and the Group's operational strategy in the paper market. The loan was later replaced by a bank loan, guaranteed by the Group (see Note xx).
IFRS 12.17	Other than the guarantee, the Group does not have any contractual obligation to provide financial support to Iridium. However, the Group would consider providing any support required by Iridium in the future, if such support were necessary to maintain and/or further its R&D activities in the paper market.

# **Subsidiaries and NCI**

	a.	IFRS 12 does not require disclosure of the operating segment to which a subsidiary with material NCI belongs.
		It is disclosed in this example because it provides better information about the subsidiary in the context of the composition of the group.
IFRS 12.12(c)	b.	IFRS 12 requires disclosure of the proportion of ownership interests held by NCI.
		In this example, the interest of NCI is simply the percentage shareholding in the named company – i.e. the direct holding. The disclosure indicates that Gallium is a subgroup.
IFRS 12.B10(b)	C.	IFRS 12 does not specify the level of detail to be included in the summarised financial information, although the information should cover the assets, liabilities, profit or loss and cash flows of the subsidiary; it then provides some example line items for consideration.
		This example includes the example line items in the standard, plus the three main categories of cash flows.
IFRS 12.10(a)(ii), 12(e)–(g)	d.	IFRS 12 does not specify whether the disclosures in respect of subsidiaries with material NCI should be based on subsidiaries on a stand-alone basis, or should take into account investees of that subsidiary (subgroups).
		This example takes into account the investees of a subsidiary, and therefore includes the entire Gallium subgroup. This provides a better understanding of the interests of NCI in the context of the group as a whole.
IFRS 12.B10(b), B11	e.	IFRS 12 requires the amounts presented in the summarised financial information to be before inter- company eliminations. However, if an entity discloses the information on a subgroup basis, it is not clear whether inter-company eliminations <i>within</i> that subgroup should be made. In this example, inter-company eliminations have been made to the information for the Gallium subgroup in order to show the interests of NCI in that subgroup as a whole.
		In addition, the standard does not specify whether the summarised financial information should be modified for fair value adjustments on acquisition and differences in the Group's accounting policies. In this example, such adjustments have been made.

	Notes to the consolidated financial statements (extract)					
	Non-controlling interests					
IFRS 12.12(a)–(d)	The following subsidiaries have material NCI.					
	Name	Principal place of business / Country of incorporation	Operating segment <sup>a</sup>		Ownership interests held by NCI <sup>b</sup>	
					2014	2013
	Gallium subgroup	France	Recycled pa	apers	20	20
	Radium	Germany	Timber proc	ducts	25	25
IFRS 12.10(a)(ii), 12(e)–(g), B10–B11	The following is summarised financial information for the Gallium subgroup and Radium, prepared in accordance with IFRS, modified for fair value adjustments on acquisition and differences in the Group's accounting policies. The information is before inter-company eliminations with other companies in the Group. <sup>c, d, e</sup>					
	In thousands of euro		2014	2013	2014	2013
	Revenue		20,409	8,660	10,930	9,390
	Profit		425	150	566	252
IFRS 12.12(e)	Profit attributable to NCI		85	30	142	63
	Other comprehensive income		25	-	-	-
	Total comprehensive income		450	150	566	252
	Total comprehensive income attribut	able to NCI	90	30	142	63
	Current assets Non-current assets Current liabilities Non-current liabilities		1,780 4,500 (1,478) (1,280)	1,810 4,600 (1,512) (1,726)	5,120 9,550 (5,084) (5,230)	3,486 7,322 (4,122) (2,838)
	Net assets		3,522	3,172	4,356	3,848
IFRS 12.12(f)	Net assets attributable to NCI		704	634	1,089	962
	Cash flows from operating activities Cash flows from investing activities Cash flows from financing activities <b>Net increase in cash and cash equ</b>	ivalents	430 (120) 12 322	300 (25) (200) 75	210 510 (600) 120	115 (40) (50) 25
IFRS 12.B10(a)	Dividends paid to NCI during the yea	r <sup>1</sup>	20	-	15	15
11 110 12.D 10(a)			20	-	13	10
	<sup>1</sup> Included in cash flows from financing a	ctivities.				

# **Unconsolidated structured entities**

IFRS 12.24–31	a.	The level of disclosure in respect of unconsolidated structured entities will depend on the facts and circumstances of the entity, but is likely to be more complex for a bank or other financial institution.
		For further examples, see our publications:
		• Guide to annual financial statements – Illustrative disclosures for banks (Note 35); and
		• Guide to annual financial statements – Illustrative disclosures for investment funds (Note 16).
IFRS 7.42A-42H	b.	This example focuses on the requirements of IFRS 12. However, additional disclosures will be required by IFRS 7 <i>Financial Instruments: Disclosures</i> . For a further example, see our publication <u>Guide to annual financial statements – Illustrative disclosures for banks</u> (Note 36).
IFRS 12.C2B	C.	This example includes information for both 2014 and 2013 on the basis that the Group adopted IFRS 12 in 2013. However, if the Group were in a jurisdiction for which the effective date of IFRS 12 is annual periods beginning on or after 1 January 2014, then comparative information would not be required.

	Notes to the consolidated financial statements (extract)		
	Involvement with unconsolidated structured entities <sup>a, b</sup>		
IFRS 12.26	One of the Group's subsidiaries, Radium, participates in a revolving multi-seller securitisation vehicle for its trade receivables. On the sale of goods, Radium immediately receives the face value of the receivable less a premium that covers the cost of financing. The level of the premium is reviewed quarterly. The Group maintains the customer relationship and collects the amounts due from customers on behalf of the securitisation vehicle. In the event that a customer defaults on the amount owing, the receivable is put back to the company at its face value.		
IFRS 12.24(a)	The receivables are not derecognised from the statement of financial position, and the amount received on transfer is recognised as a financial liability (see Note xx).		
IFRS 12.29(a)–(d)	At 31 December, the following balances relate to the Group's involvement with Radium. $^{f c}$		
	In thousands of euro		2013
	Carrying amount of receivables transferred to the securitisation vehicle – included in trade and other receivables (current assets)		65
	Carrying amount of liabilities recognised in connection with receivables transferred to the securitisation vehicle – included in loans and borrowings	74	
	(current liabilities) Maximum exposure to loss (carrying amount of receivables transferred)	71 80	55 65
IFRS 12.7(a), IAS 1.122	The Group concluded that it does not control, and therefore should not consolidate, the securitisation vehicle. The securitisation vehicle acquires the trade receivables of numerous companies in the paper products industry, and issues commercial paper to a variety of investors; the Group does not hold any of the commercial paper. Taken as a whole, the Group does not have power over the relevant activities of the securitisation vehicle.		ritisation ne paper hold any

# **Keeping you informed**

Visit <u>kpmg.com/ifrs</u> to keep up to date with the latest developments in IFRS and browse our suite of publications. Whether you are new to IFRS or a current user of IFRS, you can find digestible summaries of recent developments, detailed guidance on complex requirements, and practical tools such as illustrative disclosures and checklists. For a local perspective, follow the links to the IFRS resources available from KPMG member firms around the world.

All of these publications are relevant for those involved in external IFRS reporting. The *In the Headlines* series and *Insights into IFRS: An overview* provide a high-level briefing for audit committees and boards.

User need	Publication series	Purpose
Briefing	In the Headlines	Provides a high-level summary of significant accounting, auditing and governance changes together with their impact on entities.
	IFRS Newsletters	Highlights recent IASB and FASB discussions on the financial instruments, insurance, leases and revenue projects. Includes an overview, analysis of the potential impact of decisions, current status and anticipated timeline for completion.
	The Balancing Items	Focuses on narrow-scope amendments to IFRS.
	New on the Horizon	Considers the requirements of consultation documents such as exposure drafts and provides KPMG's insight. Also available for specific sectors.
	First Impressions	Considers the requirements of new pronouncements and highlights the areas that may result in a change in practice. Also available for specific sectors.
Application issues	Insights into IFRS	Emphasises the application of IFRS in practice and explains the conclusions that we have reached on many interpretative issues. The overview version provides a high-level briefing for audit committees and boards.
	IFRS Practice Issues	Addresses practical application issues that an entity may encounter when applying IFRS. Also available for specific sectors.
	IFRS Handbooks	Includes extensive interpretative guidance and illustrative examples to elaborate or clarify the practical application of a standard.
Interim and annual reporting	<u>Guide to financial</u> <u>statements</u> <u>– Illustrative</u> <u>disclosures</u>	Illustrates one possible format for financial statements prepared under IFRS, based on a fictitious multinational corporation. Available for annual and interim periods, and for specific sectors. This supplement has been prepared as part of our suite of illustrative disclosures.
	<u>Guide to financial</u> <u>statements –</u> <u>Disclosure checklist</u>	Identifies the disclosures required for currently effective requirements for both annual and interim periods.
GAAP comparison	IFRS compared to US GAAP	Highlights significant differences between IFRS and US GAAP. The overview version provides a high-level briefing for audit committees and boards.
Sector- specific	IFRS Sector Newsletters	Provides a regular update on accounting and regulatory developments that directly impact specific sectors.
issues	Application of IFRS	Illustrates how entities account for and disclose sector-specific issues in their financial statements.
	Impact of IFRS	Provides a high-level introduction to the key IFRS accounting issues for specific sectors and discusses how the transition to IFRS will affect an entity operating in that sector.

For access to an extensive range of accounting, auditing and financial reporting guidance and literature, visit KPMG's Accounting Research Online. This web-based subscription service can be a valuable tool for anyone who wants to stay informed in today's dynamic environment. For a free 15-day trial, go to <u>aro.kpmg.com</u> and register today.

# **Acknowledgements**

We would like to acknowledge the principal contributors to this guide, who include:

Masafumi Nakane

Julie Santoro



### kpmg.com/ifrs

© 2014 KPMG IFRG Limited, a UK company, limited by guarantee. All rights reserved.

Publication name: Guide to annual financial statements – IFRS 12 supplement

Publication number: 131904

Publication date: September 2014

KPMG International Standards Group is part of KPMG IFRG Limited.

KPMG International Cooperative ("KPMG International") is a Swiss entity that serves as a coordinating entity for a network of independent firms operating under the KPMG name. KPMG International provides no audit or other client services. Such services are provided solely by member firms of KPMG International (including sublicenses and subsidiaries) in their respective geographic areas. KPMG International and its member firms are legally distinct and separate entities. They are not and nothing contained herein shall be construed to place these entities in the relationship of parents, subsidiaries, agents, partners, or joint venturers. No member firm has any authority (actual, apparent, implied or otherwise) to obligate or bind KPMG International or any other member firm, nor does KPMG International have any such authority to obligate or bind any member firm, in any manner whatsoever.

The information contained herein is of a general nature and is not intended to address the circumstances of any particular individual or entity. Although we endeavour to provide accurate and timely information, there can be no guarantee that such information is accurate as of the date it is received or that it will continue to be accurate in the future. No one should act upon such information without appropriate professional advice after a thorough examination of the particular situation.

The KPMG name, logo and "cutting through complexity" are registered trademarks or trademarks of KPMG International.