

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture **(Amendments to FRS 10 and FRS 128)**

This Addendum sets out the amendments to FRS 10 Consolidated Financial Statements. An entity shall apply the amendments in this Addendum for annual periods beginning on or after 1 January 2016. Early application is permitted.

Paragraphs 25–26 are amended. Deleted text is struck through and new text is underlined.

Loss of control

- 25 If a parent loses control of a subsidiary, the parent:
- (a) derecognises the assets and liabilities of the former subsidiary from the consolidated statement of financial position.
 - (b) recognises any investment retained in the former subsidiary ~~at its fair value when control is lost~~ and subsequently accounts for it and for any amounts owed by or to the former subsidiary in accordance with relevant FRSs. That ~~fair value retained interest is remeasured, as described in paragraphs B98(b)(iii) and B99A.~~ The remeasured value at the date that control is lost shall be regarded as the fair value on initial recognition of a financial asset in accordance with FRS 9 or, when appropriate, the cost on initial recognition of an investment in an associate or joint venture, if applicable.
 - (c) recognises the gain or loss associated with the loss of control attributable to the former controlling interest, as specified in paragraphs B98–B99A.
- 26 Paragraphs B97–B99A set out guidance for the accounting for the loss of control of a subsidiary.

In Appendix B, paragraph B99A is added. New text is underlined.

Loss of control

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B99A If a parent loses control of a subsidiary that does not contain a business, as defined in FRS 3, as a result of a transaction involving an associate or a joint venture that is accounted for using the equity method, the parent determines the gain or loss in accordance with paragraphs B98–B99. The gain or loss resulting from the transaction (including the amounts previously recognised in other comprehensive income that would be reclassified to profit or loss in accordance with paragraph B99) is recognised in the parent’s profit or loss only to the extent of the unrelated investors’ interests in that associate or joint venture. The remaining part of the gain is eliminated against the carrying amount of the investment in that associate or joint venture. In addition, if the parent retains an investment in the former subsidiary and the former subsidiary is now an associate or a joint venture that is accounted for using the equity method, the parent recognises the part of the gain or loss resulting from the remeasurement at fair value of the investment retained in that former subsidiary in its profit or loss only to the extent of the unrelated investors’ interests in the new associate or joint venture. The remaining part of that gain is eliminated against the carrying amount of the investment retained in the former subsidiary. If the parent retains an investment in the former subsidiary that is now accounted for in accordance with FRS 9, the part of the gain or loss resulting from the remeasurement at fair value of the investment retained in the former subsidiary is recognised in full in the parent’s profit or loss.

Application examples

Example 17

A parent has a 100 per cent interest in a subsidiary that does not contain a business. The parent sells 70 per cent of its interest in the subsidiary to an associate in which it has a 20 per cent interest. As a consequence of this transaction the parent loses

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Application examples

control of the subsidiary. The carrying amount of the net assets of the subsidiary is CU100 and the carrying amount of the interest sold is CU70 ($CU70 = CU100 \times 70\%$). The fair value of the consideration received is CU210, which is also the fair value of the interest sold. The investment retained in the former subsidiary is an associate accounted for using the equity method and its fair value is CU90. The gain determined in accordance with paragraphs B98–B99, before the elimination required by paragraph B99A, is CU200 ($CU200 = CU210 + CU90 - CU100$). This gain comprises two parts:

- (a) the gain (CU140) resulting from the sale of the 70 per cent interest in the subsidiary to the associate. This gain is the difference between the fair value of the consideration received (CU210) and the carrying amount of the interest sold (CU70). According to paragraph B99A, the parent recognises in its profit or loss the amount of the gain attributable to the unrelated investors' interests in the existing associate. This is 80 per cent of this gain, that is CU112 ($CU112 = CU140 \times 80\%$). The remaining 20 per cent of the gain ($CU28 = CU140 \times 20\%$) is eliminated against the carrying amount of the investment in the existing associate.
- (b) the gain (CU60) resulting from the remeasurement at fair value of the investment directly retained in the former subsidiary. This gain is the difference between the fair value of the investment retained in the former subsidiary (CU90) and 30 per cent of the carrying amount of the net assets of the subsidiary ($CU30 = CU100 \times 30\%$). According to paragraph B99A, the parent recognises in its profit or loss the amount of the gain attributable to the unrelated investors' interests in the new associate. This is 56 per cent ($70\% \times 80\%$) of the gain, that is CU34 ($CU34 = CU60 \times 56\%$). The remaining 44 per cent of the gain ($CU26 = CU60 \times 44\%$) is eliminated against the carrying amount of the investment retained in the former subsidiary.

In Appendix C, paragraph C1C is added. Next text is underlined.

Paragraphs C1A and C2B were amended by the following FRSs and are listed here for ease of reference:

Paragraph	Document Title
C1A	<i>Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance</i> (Amendments to FRS 10, FRS 11 and FRS 12)
C1B	<i>Investment Entities</i> (Amendments to FRS 10, FRS 12 and FRS 127)

Effective date

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C1C *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* (Amendments to FRS 10 and FRS 128), issued in November 2014, amended paragraphs 25–26 and added paragraph B99A. An entity shall apply those amendments prospectively to transactions occurring in annual periods beginning on or after 1 January 2016. Earlier application is permitted. If an entity applies those amendments earlier, it shall disclose that fact.