
ASSURANCE IMPLICATIONS of the Changeover to IFRSs

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CICA

This CICA publication has been developed by the Task Force on Assurance Implications of Changeover to IFRSs. The material in this Guide represents the views of the Task Force.

Auditors are expected to use professional judgment in determining whether the material in this Guide is both appropriate and relevant to the circumstances of each assurance engagement. This Guide has not been issued under the authority of the Auditing and Assurance Standards Board (AASB).

Introduction

Changeover to IFRSs

For many entities, International Financial Reporting Standards (IFRSs) will replace existing Canadian generally accepted accounting principles (existing Canadian GAAP¹) effective for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011 (changeover date). Some entities may choose to adopt IFRSs before the effective date. When the entity changes over from existing Canadian GAAP to IFRSs, this will have significant implications for the auditors of that entity.

Purpose of this Guide

With the complexities related to the changeover to IFRSs and the associated timelines, the adoption of IFRSs brings new challenges for management and auditors. This Guide provides guidance to the entity's auditors dealing with significant auditing and assurance matters arising from their clients' changeover from existing Canadian GAAP to IFRSs. This Guide is not intended for public accountants who are not the auditors of the entity adopting IFRSs.

Format of this Guide

This Guide will be updated periodically as further changeover issues come to light. The date of each version is indicated at the top of the introduction page. The nature and extent of material added since the last issue is highlighted in each new issue.

Each issue is presented in a concise, easy to read Question and Answer format. The Guide is meant to provide insight and stimulate discussion on important topics but is not intended to address all potential issues. The comments that accompany the questions are designed to help auditors understand and apply requirements and supporting guidance issued by the AASB.

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¹ Existing Canadian GAAP refers to GAAP before the changeover to IFRSs. When IFRSs come into effect, they will constitute Canadian GAAP for publicly accountable enterprises, as defined by the Accounting Standards Board (AcSB) and for government organizations as determined by the Public Sector Accounting Board (PSAB).

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BASIC SCENARIO

Unless otherwise stated, the questions and answers are premised on the following scenario:

The entity

The entity has a December 31 year end. The entity is adopting IFRSs for the first time in 2011 and, accordingly, will be applying IFRS 1 *First-time Adoption of International Financial Reporting Standards*. Up to 2010, the entity's financial statements will be prepared in accordance with existing Canadian GAAP. The entity's date of transition to IFRSs¹ is January 1, 2010 and its changeover date² is January 1, 2011.

The auditor

The auditor has an ongoing relationship with the entity. For example, the auditor conducted or will conduct an audit of the financial statements through to December 31, 2010.

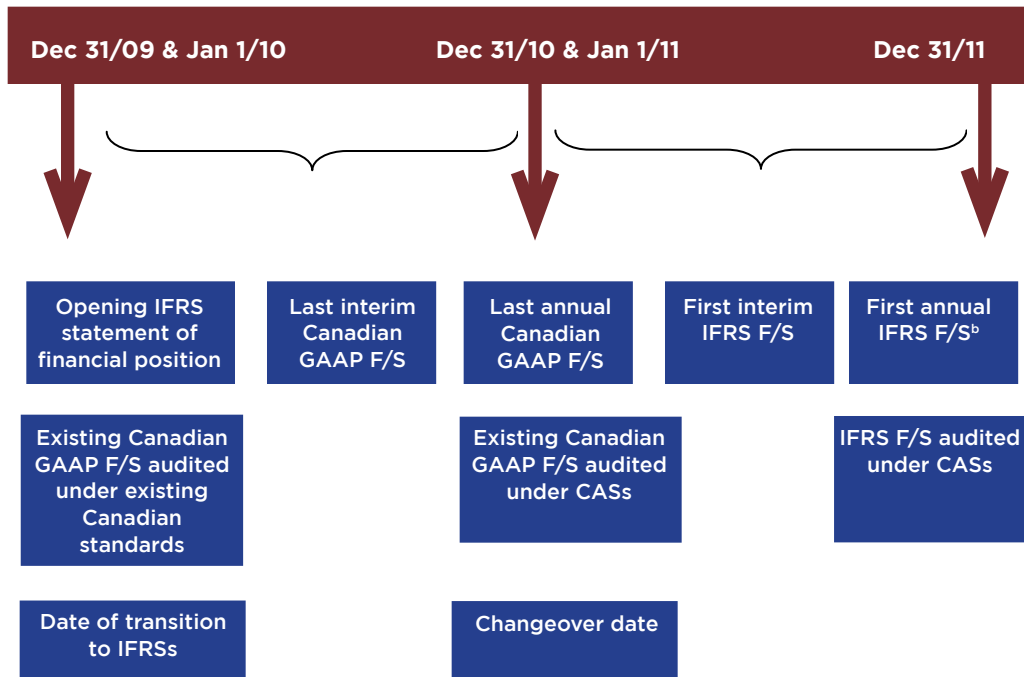
The audit environment

The AASB is adopting International Standards on Auditing (ISAs) issued by the International Auditing and Assurance Standards Board (IAASB). After the adoption of ISAs in the CICA Handbook – Assurance, standards dealing with the audit of financial statements will be called Canadian Auditing Standards (CASs) and will constitute Canadian generally accepted auditing standards (GAAS). The CASs will be effective for audits of financial statements for periods ending on or after December 14, 2010. Unless otherwise stated, this issue of the Guide deals with the auditor's responsibilities prior to the effective date of the CASs.

¹ Date of transition to IFRSs is defined in IFRS 1 as "the beginning of the earliest period for which an entity presents full comparative information under IFRSs in its first IFRS financial statements."

² Changeover date is the date IFRSs will replace existing Canadian GAAP. IFRSs will be required for Canadian publicly accountable enterprises for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011.

Timeline^a



^a In this chart, F/S refers to "financial statements."

^b The first IFRS F/S are defined in IFRS 1 as the first annual financial statements in which the entity adopts IFRSs by an explicit and unreserved statement of compliance with IFRSs.

1. SELECTION OF IFRS ACCOUNTING POLICIES

1 *What are the auditor's considerations when asked to provide advice on the selection of IFRS accounting policies?*³

- 1 The provision by the auditor of general advice to the management of the entity in the selection of its IFRS accounting policies can contribute to improved financial reporting. The provision of such advice normally does not threaten the auditor's independence. For example, it would be appropriate for the auditor to provide information on standards of particular interest to the entity regarding:
 - (a) differences between existing Canadian GAAP and IFRSs;
 - (b) alternative IFRS accounting policies available; or
 - (c) high-level analysis of the alternative IFRS accounting policies.

- 2 Nevertheless, the auditor needs to ensure that he or she does not agree to perform any type of service related to the changeover to IFRSs that would impair his or her independence. Rules of professional conduct/code of ethics for public accountants set out various prohibited services as well as those services that threaten independence and require safeguards. A basic principle to follow in deciding whether to undertake any service for the entity in addition to the financial statement audit is that the work undertaken by the auditor should not create a self-review threat to independence. The auditor cannot be in a position where he or she is acting in the role of management or is auditing the results of his or her own decisions and work. For example, an auditor cannot make decisions regarding what IFRS accounting policies management should adopt. However, as indicated above, general advice to management would be permitted.

³ IAS 8 *Accounting Policies, Changes in Estimates and Errors*, paragraph 5, states: "Accounting policies are the specific principles, bases, conventions, rules and practices applied by an entity in preparing and presenting financial statements."

2. APPLICATION OF A SPECIFIC IFRS ACCOUNTING POLICY SELECTED BY MANAGEMENT

2A *What are the auditor's considerations when deciding whether to accept an engagement to provide comfort on the application of a specific IFRS accounting policy tentatively selected by management?*

- 1 Management may ask the auditor to provide comfort on whether the application of a specific IFRS accounting policy that it has tentatively selected is consistent with the requirements of IFRSs. Consistency with the requirements of IFRSs means that management has correctly interpreted the standard and appropriately applied the specific accounting policy to specific facts and circumstances in accordance with IFRSs. Such requests may be common because of the auditor's knowledge of IFRSs and knowledge of and experience with the entity.
- 2 An engagement where the auditor is asked to provide comfort to management on whether the application of a specific IFRS accounting policy is consistent with the requirements of IFRSs is not an assurance engagement because it does not involve an accountability relationship between management and a user. (Note: In a case where an accountability relationship exists, for example, if the audit committee requests the auditor to provide comfort on whether the application of a specific IFRS accounting policy selected by management is consistent with the requirements of IFRSs, the engagement may be an assurance engagement. If the auditor intends to provide assurance, he or she would follow the requirements and guidance set out in Section 5025, *Standards for Assurance Engagements*. Question 4 provides a discussion of some of the issues related to providing assurance in the context of an opening IFRS statement of financial position.)
- 3 Management is responsible for the interpretation of the accounting standards and the selection and application of IFRS accounting policies. Accordingly, before accepting an engagement to provide comfort on the application of a specific IFRS accounting policy, the auditor assesses whether he or she would be, or would appear to be, selecting or applying the entity's IFRS accounting policies when he or she is providing comfort to management. Some of the factors that an auditor may consider in making such an assessment include:
 - (a) the level of management's expertise with IFRSs;
 - (b) whether management has made and documented relevant decisions and choices it needs to make in selecting IFRS accounting policies;
 - (c) whether management's process for reaching its tentative decisions on IFRS accounting policies appear to be robust and adequate; and
 - (d) whether management will take full responsibility for the accounting and financial reporting policies and judgments, including formal acknowledgment of that responsibility.

- 4 In addition, before accepting an engagement to provide comfort on whether the application of a specific IFRS accounting policy is consistent with the requirements of IFRSs, the auditor would consider whether the application of the single accounting policy in isolation of others will present complex issues as some accounting policies may be incompatible with others.
- 5 It is in the interest of both the entity and the auditor that the terms of the engagement be finalized, preferably in writing and before commencing the engagement, to help avoid misunderstandings with respect to the engagement.

2B The auditor has accepted an engagement to provide comfort to management on whether the application of a specific IFRS accounting policy selected by management is consistent with the requirements of IFRSs. What are the auditor's considerations when communicating the results of the engagement to management?

- 6 When the auditor accepts an engagement to provide comfort on whether the application of a specific IFRS accounting policy is consistent with the requirements of IFRSs, the auditor is providing his or her views on the subject matter. As indicated in Question 2A, this engagement is not an assurance engagement.
- 7 The means used to communicate the auditor's views may vary in form and content. To avoid misunderstanding, the auditor would consider communicating, in either oral or written form, the nature and scope of the engagement and the results of the work performed by the auditor. For example, the auditor would include the following in any communication:
 - (a) A statement that the entity's management is responsible for the selection, interpretation and application of accounting policies in the preparation and presentation of financial statements in accordance with IFRSs.
 - (b) A description of:
 - (i) the entity's selected IFRS accounting policy;
 - (ii) the specific relevant requirements of IFRSs (and the version, where applicable);
 - (iii) the auditor's understanding of the facts and circumstances surrounding the entity's selection of the accounting policy; and
 - (iv) the assumptions made by management in interpreting those facts and circumstances (where necessary).
 - (c) The auditor's views as to whether the entity's application of its selected accounting policy is consistent with the requirements of IFRSs.
 - (d) The date up to which the selected IFRS accounting policy has been considered by the auditor.
 - (e) A statement that any difference in facts and circumstances or assumptions presented may change the analysis and views expressed in the communication.

- (f) A statement that the entity's selected accounting policies may need to be subsequently adjusted to reflect the effects of:
 - (i) changes in financial reporting requirements arising from new or revised standards or interpretations issued by the International Accounting Standards Board (IASB) subsequent to the date of the auditor's communication;
or
 - (ii) changes to the entity's operation.
 - (g) A statement that the auditor's views are given in the context of a specific IFRS accounting policy and that since the policy has not yet been applied to any financial statements, the auditor's views will be reassessed when the selected IFRS accounting policy is considered in the context of an audit of the IFRS financial statements.
 - (h) A statement that the engagement is not an assurance engagement and, therefore, the auditor is not expressing an audit opinion or other conclusion conveying assurance.
 - (i) To reduce the risk of unintended users placing unwarranted reliance on the auditor's communication, a statement indicating that the communication is for the purpose and use of management and that it should not be used by other parties for any other purpose without prior consent. In the case of a written communication, an additional statement indicating that the auditor's communication should not be distributed to other parties without prior written consent.
 - (j) If management intends to provide the audit committee and/or the board of directors with a copy of the auditor's written communication, a statement that the audit committee and/or the board of directors have responsibility for carrying out other procedures they deem appropriate to obtain whatever information they believe is necessary regarding the entity's selection of accounting policies, its interpretations of IFRSs and its IFRS changeover process.
- 8 Since the auditor has been engaged to express his or her views on the subject matter but not provide any assurance, it is important that any auditor's communication in the context of this type of engagement not imply that an audit or review has been performed. To avoid confusion, the auditor would not use the terms such as "audit," "review," "assurance," "verification," "evidence," or "opinion," in describing the objective of the engagement, the work performed or the results of the auditor's work. As noted in paragraph 7(h), it is also useful to communicate that the auditor is not providing an audit opinion or other conclusion conveying assurance.
- 9 In addition, the auditor has not obtained audit evidence regarding the application of the specific IFRS accounting policy in the context of the entity's IFRS financial statements taken as a whole. Therefore, it would not be appropriate for the auditor to express an opinion on the application of the entity's accounting policy in that context.

10 If the auditor is issuing a written report, the following is an example of what the form and content of such a report might be.

REPORT ON THE APPLICATION OF THE ACCOUNTING POLICY

To Management of ABC Company

I have been engaged to provide my view on whether the application of the accounting policy selected by management, as described in Appendix A,⁴ is consistent with the requirements of International Financial Reporting Standards (IFRSs) as at [Date], described in Appendix A.

ABC Company's management is responsible for the interpretation of the accounting standards and the selection and application of accounting policies in the preparation and presentation of financial statements in accordance with IFRSs. Management has selected the accounting policy described in Appendix A and has determined that the application of the accounting policy is consistent with the requirements of the IFRSs. Appendix A describes the facts and circumstances surrounding management's selection of the accounting policy and any assumptions made by management in interpreting those facts and circumstances.

Based on the information described in Appendix A, my view is that the application of the accounting policy selected by management is consistent with the requirements of the IFRSs. Any difference in facts and circumstances or assumptions presented in Appendix A may change the view provided.

This engagement is not an assurance engagement. No audit or review has been performed on the facts, circumstances, assumptions or underlying transactions or balances and, therefore, I am not expressing an audit opinion or other conclusion conveying assurance.

My view will be reassessed when the accounting policy selected by management has been applied to financial statements prepared in accordance with IFRSs ("IFRS Financial Statements"). My view may change when the accounting policy selected by management is considered in the context of the audit of those IFRS Financial Statements or if there are changes in facts, circumstances or assumptions made by management when the IFRS Financial Statements are prepared.

Furthermore, the accounting policy selected by management, and the application thereof, may need to be subsequently adjusted to reflect the effects of: (i) changes in financial reporting requirements

⁴ Appendix A is generally a position paper written by management. Alternatively, the report could include:

- (a) the entity's selected accounting policies;
- (b) management's rationale and related support for its belief that the selected accounting policies are consistent with the requirements of IFRSs;
- (c) the specific relevant IFRS requirements (and the version, when relevant);
- (d) the facts and circumstances surrounding the entity's selection of the IFRS accounting policy; and
- (e) any assumptions made in interpreting those facts and circumstances.

arising from new or revised standards issued by the International Accounting Standards Board (IASB) subsequent to [Date, as described in Appendix A], (ii) changes to the entity's operation, or (iii) changes in the accounting policy currently selected by management.

This report has been prepared solely for the purpose and use of management and it should not be used for any other purpose. This report should not be distributed to other parties, in whole or in part, without our prior written consent. In situations when management provides the audit committee and/or the board of directors with a copy of this report, the audit committee and the board of directors are still required to carry out other procedures they deem appropriate to obtain whatever information they believe is necessary to discharge any responsibilities regarding the Entity's selection of accounting policies, its interpretations of IFRSs and its IFRS changeover process.

Chartered Accountants

_____ [City], Canada

_____ [Report Date]

3. INTERNAL OPENING IFRS STATEMENT OF FINANCIAL POSITION

3A *What is an internal opening IFRS statement of financial position?*

- 1 The internal opening IFRS statement of financial position is a special purpose financial statement prepared using selected accounting policies and is not a general purpose financial statement intended to meet the common information needs of external users.
- 2 The internal opening IFRS statement of financial position may be significantly different from the external opening IFRS statement of financial position for the following reasons:
 - (a) The entity has a number of choices when it adopts IFRSs for the first time. Since the internal opening IFRS statement of financial position is a special purpose financial statement, the entity may not have made final determinations regarding the exemptions it will elect to use in applying IFRS 1 *First-time Adoption of International Financial Reporting Standards* or the accounting policy selections available in various IFRSs, or if it will early adopt any IFRSs that are not effective until after 2011. If management decides to change one or more of the preliminary determinations used to prepare the internal opening IFRS statement of financial position, then the external opening IFRS statement of financial position could differ significantly.
 - (b) In the early stages of the entity's changeover to IFRSs, it may be unclear whether a new IFRS will be in effect when the entity finalizes its accounting policies for its external opening IFRS statement of financial position in 2011. For example, at the time of writing of this Guide, the IASB's projected timetable identifies an estimated publication of several exposure drafts for publication in 2010, with final standards to be published in 2011. Since these projects are works in progress, the entity may choose accounting policies for a particular topic in an internal opening IFRS statement of financial position that are premised on information available in an exposure draft, with the expectation that there will be no significant changes once the standard is finalized in 2011. In these circumstances, the external opening IFRS statement of financial position could differ significantly from the internal opening IFRS statement of financial position if the expectations do not agree with the final standard.

3B Management has prepared an internal opening IFRS statement of financial position and the audit committee requested the auditor to audit it solely for internal purposes. What matters should the auditor consider in accepting, performing, and reporting on the engagement?

- 3 The following factors may be relevant in deciding whether to accept an engagement to audit the internal opening IFRS statement of financial position. These factors may influence whether the auditor will be able to obtain sufficient appropriate evidence regarding the account balances and disclosures in the internal opening IFRS statement of financial position:
 - (a) whether the auditor has completed audit work on the financial statements for the period ending immediately prior to the internal opening IFRS statement of financial position (i.e., the December 31, 2009 financial statements) prepared in accordance with existing Canadian GAAP;
 - (b) whether management's preparations for the changeover to IFRSs is in a sufficiently advanced stage; and
 - (c) whether the auditor has the necessary training and proficiency in IFRSs to perform this engagement.

- 4 It is in the interest of both the entity and the auditor that the terms of the engagement be finalized on a timely basis, preferably before commencing the engagement, to avoid misunderstandings with respect to the engagement. Section 5110, *Terms of the Engagement*, provides the requirements and guidance on establishing an understanding of, and agreement on, the terms of the engagement for the audit of financial statements. In the context of the audit of an internal opening IFRS statement of financial position, the terms of the engagement may include, for example:
 - (a) a description of the entity's selected accounting policies used in the preparation of the internal opening IFRS statement of financial position;
 - (b) acknowledgment that the entity's internal opening IFRS statement of financial position may be significantly different from the external opening IFRS statement of financial position sheet due to changes in financial reporting requirements arising from new or revised standards or interpretations issued by the IASB subsequent to the date of the auditor's communication or changes in the use of one or more exemptions permitted under IFRS 1; and
 - (c) acknowledgment that the audit is for the purpose and use of audit committee and that it should not be used by other parties for any other purpose or provided to other parties.

- 5 The audit of the internal opening IFRS statement of financial position would be conducted in accordance with GAAS. GAAS does not contain any specific requirements regarding reporting on special purpose financial statements of this type. The example report in this Guide is developed by referring to Section 5025, *Standards for Assurance Engagements*, and relevant aspects of various reporting standards in the CICA Handbook - Assurance.

- 6 Section 5600, *Auditor's Report on Financial Statements Prepared Using a Basis of Accounting Other Than Generally Accepted Accounting Principles*, is not applicable in the audit of the internal opening IFRS statement of financial position since its scope is limited to situations when financial statements are prepared in accordance with:
 - (a) regulatory or legislative requirements to meet the specific needs of a regulator or a legislator; or
 - (b) written contractual requirements such as may be set out in trust indentures or buy/sell agreements.
- 7 Section 5805, *Special Reports – Audit Reports on Financial Information Other Than Financial Statements*, is also not applicable in the audit of the internal opening IFRS statement of financial position since its scope is limited to financial information other than financial statements. The internal opening IFRS statement of financial position is a financial statement.
- 8 In the circumstance of an audit of an internal opening IFRS statement of financial position, Section 5025 requires the auditor to identify or develop criteria that are suitable for evaluating the subject matter (i.e., the internal opening IFRS statement of financial position) and to assess the suitability of the criteria because they lack authoritative support. The basis of accounting may, for example, be a combination of IFRSs effective at a specific date and changes proposed in exposure drafts issued as of that date.
- 9 Paragraph 5025.62 sets out the minimum requirements relating to matters to be included in the auditor's report. In addition to these minimum requirements, the auditor may wish to expand the auditor's report on the internal opening IFRS statement of financial position by:
 - (a) making it clear from the title of the report that the auditor's report relates to special purpose financial statements;
 - (b) indicating the purpose for which it has been prepared by management;
 - (c) indicating the scope of the assurance engagement;
 - (d) including an explanatory paragraph stating that the accounting policies applied in preparing the internal opening IFRS statement of financial position may be different from those to be used in preparation of the external opening IFRS statement of financial position;
 - (e) including an explanatory paragraph stating that, under IFRSs, fair presentation of the entity's financial position, results of operations and cash flows can only be achieved when a set of financial statements comprising a statement of financial position, statement of comprehensive income, statement of changes in equity and statement of cash flows, together with comparative financial information and notes, including a summary of significant financial accounting policies and other explanatory information, is presented; and
 - (f) restricting use and distribution in the report.

10 Below is an example of an unqualified auditor's report that may be issued in relation to the internal opening IFRS statement of financial position.

**AUDITOR'S REPORT ON SPECIAL PURPOSE INTERNAL
STATEMENT OF FINANCIAL POSITION**

To the Audit Committee of ABC Company

We have audited the internal statement of financial position of ABC Company as at January 1, 2010 and a summary of significant accounting policies and other explanatory information (together "the financial statement"). The financial statement has been prepared for the purpose of internal reporting to the audit committee using the basis of accounting described in Note X to the financial statement. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, this financial statement presents fairly, in all material respects, the financial position of ABC Company as at January 1, 2010 in accordance with the basis of accounting described in Note X to the financial statement.

Without modifying our opinion, we draw attention to the fact that Note X to the financial statement explains why there is a possibility that the financial statement may require adjustment before constituting the external statement of financial position as at January 1, 2010 prepared in accordance with International Financial Reporting Standards (IFRSs). Moreover, we draw attention to the fact that, under IFRSs, fair presentation of the Company's financial position, results of operations and cash flows can only be achieved when a set of IFRS financial statements comprising a statement of financial position, statement of comprehensive income, statement of changes in equity and statement of cash flows, together with comparative financial information and notes, including a summary of significant financial accounting policies and other explanatory information, is presented.

The financial statement is prepared to provide information to the audit committee of ABC Company in connection with its conversion of the basis of the preparation of the financial statements to IFRSs. Our report should not be used for any other purpose or provided to other parties.

City _____

Date _____ (signed) _____
CHARTERED ACCOUNTANT

4. REVIEW OF THE FIRST INTERIM FINANCIAL STATEMENTS IN 2011

4 A reporting issuer is required by securities legislation to file interim financial statements. The issuer's audit committee has requested the auditor to perform a review of the reporting issuer's first 2011 interim financial statements to assist the audit committee in discharging its responsibilities with respect to the interim financial statements. What matters should the auditor consider in accepting, performing and reporting on the engagement?

Background

- 1 Canadian securities legislation proposes to require a reporting issuer to file interim financial statements prepared in accordance with Canadian GAAP applicable to publicly accountable enterprises. Canadian GAAP applicable to publicly accountable enterprises is IFRSs on or after January 1, 2011.
- 2 In the year a reporting issuer adopts IFRSs, its March 31, 2011 interim financial statements ("first 2011 interim financial statements") would include:
 - (a) the statement of financial position as at March 31, 2011;
 - (b) the statement of financial position as at December 31, 2010;
 - (c) the statement of financial position as at January 1, 2010 ("opening IFRS statement of financial position");
 - (d) the statements of comprehensive income for the three-month periods ended March 31, 2011 and March 31, 2010;
 - (e) the statements of changes in equity for the three-month periods ended March 31, 2011 and March 31, 2010; and
 - (f) the statements of cash flows for the three-month periods ended March 31, 2011 and March 31, 2010.
- 3 A reporting issuer may engage its auditor to perform an interim review of the first 2011 interim financial statements. Performance of a review of interim financial statements before their issuance permits timely consideration of significant accounting matters affecting the interim financial statements, and provides an opportunity for early resolution of issues affecting the annual financial statements. In particular, an interim review provides timely consideration of matters related to the changeover to IFRSs. It is desirable for the reporting issuer to engage its auditor to perform an interim review before the issuance of the interim statements. However, the interim review may need to be performed subsequently (for example, in connection with the preparation of a prospectus or other securities offering document when the auditor has not previously reviewed the interim financial statements).

Interim review

- 4 Section 7050, *Auditor Review of Interim Financial Statements*, applies to the review of an entity's interim financial statements to assist the audit committee in discharging its responsibilities with respect to the interim financial statements that are to be issued under the provisions of securities legislation. Paragraph 7050.23 states that the objective of a review of interim financial statements is to provide the entity's auditor with a basis for reporting on whether he or she is aware of any material modification that needs to be made for such statements to be in accordance with Canadian GAAP. The auditor's assessment is based on applying the auditor's knowledge of accounting and financial reporting practices to significant accounting matters of which the auditor has become aware through inquiry, analytical procedures and discussions.

Acceptance

- 5 A reporting issuer may engage its auditor to perform a review of the first 2011 interim financial statements. A reporting issuer's changeover to IFRSs may have a significant impact on the entity and its environment, including internal control. In particular, the accounting policies and the systems and processes the reporting issuer uses to prepare its first 2011 interim financial statements may be significantly different from those used to prepare current interim financial statements. Consequently, the auditor will have to consider the impact of the reporting issuer's changeover to IFRSs in order to ensure that he or she has an appropriate basis on which to perform an interim review.
- 6 Paragraph 7050.26 requires that an interim review be performed and the report prepared by a person or persons having adequate technical training and proficiency in performing audits and in performing interim reviews in accordance with Section 7050, with due care and with an objective state of mind. The auditor would have to consider whether he or she has the necessary training and proficiency in IFRSs to comply with this requirement before accepting an engagement to perform an interim review of the first 2011 interim financial statements.
- 7 If the auditor accepts the engagement, it is important that there be a clear understanding and agreement between the auditor and the reporting issuer as to the nature and terms of the interim review engagement. It is desirable that such an agreement be put in writing to avoid misunderstandings. A written agreement reduces the risk that either the auditor or the reporting issuer may misinterpret the needs or expectations of the other party. If the auditor believes that there is no clear understanding with the reporting issuer, he or she would decline to undertake the interim review engagement.

Obtaining an understanding of the entity and its environment

- 8 Section 7050 presumes that the auditor, through performing the audit of the annual financial statements, possesses an understanding of the entity and its environment, including internal control as it relates to the preparation of both the annual and interim financial statements to:
- (a) identify the types of potential material misstatements in the interim financial statements and consider the likelihood of their occurrence; and
 - (b) select the inquiries and analytical procedures that will provide the auditor with a basis for communicating whether he or she is aware of any material modification that needs to be made for such statements to be in accordance with the financial reporting framework disclosed in the interim financial statements.⁵
- 9 In the context of the review of the first 2011 interim financial statements, the auditor would need to update his or her understanding of the entity and its environment, including internal control, to take into account the reporting issuer's changeover to IFRSs. While CASs apply to audits of financial statements, an auditor, in performing a review of the interim financial statements, may nonetheless find paragraph 11 of CAS 315, *Identifying and Assessing the Risks of Material Misstatement through Understanding the Entity and its Environment*, useful to assist him or her in updating his or her understanding of the entity and its environment. Appendix A to this Q&A sets out the main categories outlined in paragraph 11 of CAS 315 and examples of how this understanding may be updated due to the reporting issuer's changeover to IFRSs.
- 10 An auditor who has audited the reporting issuer's financial statements for one or more prior periods would have acquired a sufficient understanding of internal control as it relates to the preparation of the existing Canadian GAAP financial statements. However, internal controls over the preparation of the first 2011 interim financial statements may differ significantly from the current internal control process. For example, new internal control procedures often need to be established to ensure the completeness and accuracy of IFRS adjustments and to otherwise help ensure the completeness and accuracy of information not previously required under existing Canadian GAAP. As a result, the auditor would need to obtain an understanding of significant changes to the internal controls resulting from the reporting issuer's changeover to IFRSs. While CASs apply to audits of financial statements, an auditor, in performing an interim review of the interim financial statements, may nonetheless find paragraphs 12-24 of CAS 315 useful to assist him or her in updating his or her understanding of the entity's internal controls. Appendix B to this Q&A sets out the main categories outlined in these paragraphs and examples of

⁵ Please refer to footnote 6 for a discussion of the financial reporting framework.

how this understanding may be updated due to the reporting issuer's changeover to IFRSs.

- 11 If the reporting issuer's internal controls over the changeover to IFRSs appear to contain deficiencies so significant that it is impracticable for the auditor to apply his or her knowledge of IFRSs to the first 2011 interim financial statements effectively, the auditor would consider whether this precludes the completion of the interim review.

Nature and extent of procedures

- 12 Paragraphs 7050.34-.37 provide guidance on the nature of procedures an auditor would normally perform in an interim review.
- 13 The nature and extent of the procedures in an interim review of the first 2011 interim financial statements is likely to differ from previous interim reviews. For example, interim review procedures would extend to:
 - (a) the opening IFRS statement of financial position and the comparative financial information as this information was previously prepared under a different financial reporting framework; and
 - (b) the reconciliation of the financial information prepared in accordance with two different financial reporting frameworks.
- 14 Performing analytical procedures related to the interim financial statements helps identify and provide a basis for inquiry about relationships and individual items that appear to be unusual. In the context of an interim review of the first 2011 interim financial statements, the auditor will need to use the information obtained in updating his or her understanding of the entity and its environment, including internal controls, to form expectations with which to compare to actual data. The auditor may also need to perform analytical procedures that are different from those that he or she would normally perform. For example, useful analytical procedures may include the following:
 - (a) a comparison of the January 1, 2010, March 31, 2010 and December 31, 2010 IFRS figures with the corresponding Canadian GAAP figures, together with IFRS adjustments; and
 - (b) a comparison of the March 31, 2011 IFRS figures with the appropriate comparative IFRS figures.
- 15 An interim review does not normally contemplate the auditor performing certain other procedures that would normally be carried out during an audit. Accordingly, in performing an interim review of interim financial statements, the auditor normally would not seek out corroborative evidence of management's responses to the auditor's inquiries resulting from the analytical procedures performed. However, in the context of the review of the first 2011 interim financial statements, the auditor may need to perform additional procedures when he

or she becomes aware of information that leads him or her to question whether the interim financial statements are prepared in accordance with the financial reporting framework disclosed in the interim financial statements.

- 16 If deficiencies in internal controls over the reporting issuer's changeover to IFRSs lead the auditor to question whether any material modification needs to be made for the interim financial statements to be in accordance with the financial reporting framework disclosed in the interim financial statements, the auditor is required to perform additional procedures sufficient to enable the auditor to report on the interim financial statements.
- 17 Paragraph 7050.40 contemplates that interim review procedures may be modified to take into account consideration of the results of auditing procedures applied either in performing an audit for an earlier year, or as part of the audit of the current year. Due to the potential complexity of the changeover to IFRSs, it is desirable for the auditor to carry out audit procedures relating to the changeover to IFRSs at an early date, such as during 2010 or early 2011.
- 18 Such additional interim review or audit procedures may include:
- (a) testing of accounting records supporting IFRS adjustments through inspection, observation or confirmation;
 - (b) testing of internal controls to evaluate their effectiveness, particularly of information systems and control activities relevant to IFRSs;
 - (c) obtaining corroborative evidence of management's responses to the auditor's inquiries related to IFRS adjustments; and
 - (d) considering whether previously undiscovered misstatements from prior periods have been appropriately treated.

Written management representations

- 19 Paragraph 7050.42 requires the auditor to obtain certain written representations from management. For the first interim IFRS financial statements, the auditor may consider obtaining additional representations on matters related to new IFRS policies or adjustments. For example, the auditor may obtain representation regarding the completeness and accuracy of the IFRS adjustments.

Interim review report

- 20 Below is an example of an interim review report on the first 2011 interim financial statements.

[Letterhead of reporting issuer's auditor]

[Date]

[Addressee – normally the audit committee]

Dear Sirs / Madames:

In accordance with our engagement letter dated _____, I have reviewed the [condensed] interim financial statements of [name of Company], consisting of:

- the [condensed] statement of financial position as at March 31, 2011;
- the [condensed] statement of financial position as at December 31, 2010;
- the [condensed] statement of financial position as at January 1, 2010;
- the [condensed] income statements for the three month periods ended March 31, 2011 and March 31, 2010;
- the [condensed] statements of other comprehensive income for the three-month periods ended March 31, 2011 and March 31, 2010;
- the [condensed] statements of changes in equity for the three-month periods ended March 31, 2011 and March 31, 2010; and
- the [condensed] statements of cash flows for the three-month periods ended March 31, 2011 and March 31, 2010.

These [condensed] interim financial statements are the responsibility of the [name of Company's] management.

I performed my review in accordance with Canadian generally accepted standards for a review of interim financial statements by an entity's auditor (an "interim review"). Such an interim review consists principally of applying analytical procedures to financial data, and making inquiries of and having discussions with persons responsible for financial and accounting matters. An interim review is substantially less in scope than an audit, whose objective is the expression of an opinion regarding the financial statements; accordingly, I do not express such an opinion. An interim review does not provide assurance that we would become aware of any or all significant matters that might be identified in an audit.

Based on my review, I am not aware of any material modification that needs to be made for these [condensed] interim financial statements to be in accordance with [financial reporting framework disclosed in the interim financial statements].⁶

This report is solely for the use of the Audit Committee of [name of Company] to assist it in discharging its regulatory obligation to review these interim financial statements, and should not be used for any other purpose. Any use that a third party makes of this report, or any reliance or decisions made based on it, are the responsibility of such third party. I accept no responsibility for loss or damages, if any, suffered by any

⁶ Canadian securities legislation proposes to require interim financial statements to disclose compliance with IAS 34 *Interim Financial Reporting*. Although disclosure of compliance with IAS 34 will be required, management will be permitted to make additional references in its financial reporting framework. For example, management may also refer to the financial reporting framework as including Canadian GAAP applicable to publicly accountable enterprises. The reference to the financial reporting framework contained in the interim review report is consistent with that referred to in the notes to the interim financial statements prepared by the entity's management.

third party as a result of decisions made or actions taken based on this report.

Yours very truly,

.....
CHARTERED ACCOUNTANT

Other matters

- 21 The first interim Management Discussion and Analysis (MD&A) may contain more extensive information related to the entity's changeover to IFRSs as compared to the prior periods. Auditors performing an interim review would also read the information contained in the interim MD&A that accompanies the interim financial statements filed with securities regulatory authorities and consider whether such information is materially inconsistent with the interim financial statements.
- 22 On September 25, 2009, the Canadian Securities Administrators published proposed IFRS-related amendments to their continuous disclosure and prospectus rules requiring a reporting issuer to include an opening IFRS statement of financial position in its first interim financial report⁷ that discloses compliance with IAS 34 *Interim Financial Reporting* in the first year that the reporting issuer adopts IFRSs. However, IAS 34, and any other financial reporting framework that may be referred to in the notes to the interim financial statements may not require the opening IFRS statement of financial position to be included in the interim financial statements. Therefore, an entity that does not incorporate an opening IFRS statement of financial position in its first 2011 interim financial statements may be in compliance with the issuer's financial reporting framework but not with the proposed securities regulation. When the auditor becomes aware of such non-compliance, he or she may consider drawing this to the attention of management or those charged with governance.
- 23 There may also be circumstances when the audit committee engages the auditor to perform an interim review on the current period of the interim financial statements, and not the opening IFRS statement of financial position or the comparative interim period(s). In such a case, CSA Staff Notice 51-311 clarifies that securities regulation requires the entity to file a notice indicating that the interim financial statements have not been reviewed by the auditor. If the auditor becomes aware that management fails to file such a notice, he or she may consider drawing this non-compliance with securities regulation to the attention of management or those charged with governance.

⁷ On September 25, 2009, the CSA issued a Notice and Request for Comments proposing to replace the term "interim financial statements" with "interim financial report" in its prospectus, continuous disclosure and certification rules. This Guide uses the term "interim financial statements" as this is the term used in Section 7050.

Appendix A — Updating an understanding of the entity and its environment

The following sets out the main categories outlined in paragraph 11 of CAS 315 and examples of how this understanding may be affected due to the reporting issuer's changeover to IFRSs.

- (a) Relevant industry, regulatory, and other external factors including the applicable financial reporting framework
 - Expected IFRS policies and adjustments that may be applicable given the reporting issuer's industry and operations.
 - New securities rules and regulations to which the reporting issuer is subject as a result of the changeover to IFRSs.
- (b) The nature of the entity, including its operations, ownership, governance, investments, structure and financing
 - The types of transactions and account balances expected to be affected by the changeover to IFRSs.
 - The impact of the reporting issuer's structure on the reporting issuer's IFRS policies and adjustments.
 - The potential impact of the changeover to IFRSs on loan covenants and other agreements for which certain provisions are based on financial statement figures.
- (c) The entity's selection and application of accounting policies
 - The reporting issuer's accounting policies before the changeover and their applicability under IFRSs, in particular, the changes to accounting policies adopted by the reporting issuer under IFRS.
 - The IFRS 1, First-time Adoption of International Financial Reporting Standards, exemptions applied and options chosen.
 - Changes to the methods the reporting issuer used to account for significant and unusual transactions
 - The effect of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or no consensus exists under IFRSs.
 - IFRS 1 exemptions and options that may have been made by subsidiaries that previously had transitioned to IFRSs and the effect of the subsidiaries' exemptions and options on the IFRS 1 exemptions and options of the reporting issuer.
- (d) The entity's objectives and strategies and related business risks
 - The impact on changeover to IFRSs on the reporting issuer's objectives and strategies. For example, the reporting issuer's objectives may change if the objectives were based on net income, and net income would be significantly different under IFRSs.
- (e) Measurement and review of the entity's financial performance
 - The effect of the IFRS changeover on the reporting issuer's financial statements and how these might affect measurement of financial performance such as analyst and investor expectations, internal appraisal processes, etc.
 - Any potential bias of management in making the IFRS accounting policy selections.

Appendix B — Updating an understanding of the entity's internal controls

The following sets out the main categories outlined in paragraphs 12-24 of CAS 315 and examples of how this understanding may be affected due to the reporting issuer's changeover to IFRSs.

- (a) Understanding the entity's control environment
 - The knowledge and competencies of the persons selecting and/or applying the IFRS accounting policies and determining and/or making IFRS changeover adjustments.
 - The attitude, awareness and actions of those charged with governance regarding the changeover to IFRSs.
- (b) Understanding of the entity's risk assessment process
 - Understanding the reporting issuer's IFRS changeover processes, including process for selecting its accounting policies (for example, position papers), its project plan, resources applied (for example, IFRS changeover team established), obstacles or issues encountered, etc.
 - Issue resolution process related to the changeover to IFRSs.
 - The reporting issuer's activities to ensure completeness of IFRS adjustments (for example, the depth and breadth of the gap analysis).
 - The nature, timing and extent of the involvement of the audit committee in overseeing management's IFRS changeover process.
 - Education and training related to IFRSs.
- (c) Understanding the information system, including the classes of transactions in the entity's operations that are significant to the financial statements
 - Changes in classes of transactions significant to the financial statements.
 - The reporting issuer's materiality assessment and IFRS scoping plans.
 - Differences between IFRSs and existing Canadian GAAP that the reporting issuer has considered, but determined not to be material.
 - The impact of the changeover to IFRSs on the reporting issuer's cash flows (for example, impact on income taxes, debt covenants and employee benefit plan funding).
- (d) Understanding the information system, including the procedures by which transactions and other events/conditions are initiated, recorded, processed, corrected as necessary, transferred to the general ledger and reported in the financial statements as well as the related accounting records
 - Changes to IT systems and processes resulting from IFRS changeover
 - How changes in accounting policies as a result of the changeover to IFRSs are being applied to financial data collected and recorded in the system.
 - Changes to documentation regarding data mapping, data gap analysis, and system modification plans.
- (e) Understanding the information system, including the financial reporting process used to prepare the entity's financial statements and disclosures
 - Changes to the financial reporting process as a result of the changeover to IFRSs.
 - Any new systems/processes put in place to track additional IFRS disclosure requirements.
- (f) Understanding the information system, including the controls surrounding journal entries
 - Changes to journal entry process that may lead to a risk of management override, taking into consideration that management

may be more likely to be able to circumvent normal process during the changeover to IFRSs.

- Controls over spreadsheets used to record IFRS adjustments (if the changeover is done by spreadsheet process).

(g) Understanding the entity's communication of financial reporting roles and responsibilities and significant matters relating to financial reporting

- Communication of changes to group policy manuals and group financial reporting manuals as a result of the changeover to IFRSs.
- Communications between management and those charged with governance with respect to the changeover to IFRSs.
- Communications made between IFRS changeover team and those affected throughout the reporting issuer, including training, presentations and road shows.

(h) Understanding control activities

- Any control activities that have changed due to IFRS changeover that the auditor judges necessary to understand in order to identify the types of potential material misstatements in the interim financial statements and consider the likelihood of their occurrence. For example, business performance reviews are often important to overall risk assessment, and could have changed significantly due to IFRS changeover activities.

(i) Understanding monitoring of controls

- Changes to the reporting issuer's monitoring process as a result of the changeover to IFRSs.
- The reporting issuer's monitoring process to identify and address inaccuracies of IFRS adjustments as a result of the changeover to IFRSs.
- The reporting issuer's monitoring process to ensure completeness and accuracy of IFRS adjustments.

5. AUDITOR ASSISTANCE TO UNDERWRITERS

5 *An auditor has been requested to participate in a due diligence meeting relating to a securities offering in 2010. What are some of the questions related to an entity's changeover to IFRSs that underwriters may ask, and how would an auditor answer those questions?*

Section 7200, *Auditor Assistance to Underwriters and Others*, sets out the requirements, and provides guidance, relating to an auditor who has been requested to issue a comfort letter or participate in a due diligence meeting relating to a securities offering. The following provides examples of IFRS-related questions that may be asked in due diligence meetings and comments on the auditor's response. These examples should be read in conjunction with Section 7200.

Questions A to C — Questions the auditor is usually able to answer

Questions D to K — Questions properly addressed to management

Questions the auditor is usually able to answer

A *Has management informed you, or had any discussions with you, regarding any changes to accounting policies with respect to the changeover to IFRSs?*

This question demands a factual answer. The auditor may also wish to convey to the underwriter that auditors and management usually have an ongoing dialogue with respect to potential future issues, and may choose to identify some of the accounting matters on which discussions have taken place.

B *Can you please describe the nature and extent of the procedures you have performed on the financial information in the MD&A relating to the changeover to IFRSs?*

The auditor would respond that his or her professional responsibility with respect to the MD&A is to read the MD&A that accompanies the financial statements and consider whether information in the MD&A is materially inconsistent with the financial statements.

The auditor may also wish to indicate that if he or she becomes aware of information that, although not inconsistent with the financial statements, appears to constitute a misrepresentation, the auditor would not consent to the use of his or her report until the matter has been satisfactorily resolved.

C *Has management or audit committee engaged you to provide assurance or comfort related to the entity's changeover to IFRSs?*

This question demands a factual answer. If the auditor was engaged to perform such an engagement, the auditor may wish to inform the underwriters that the engagement was performed as part of management's overall plan to change over to IFRSs and, therefore, questions regarding the nature of the engagement and results of the work performed should be directed to management.

Questions properly addressed to management

D *Are the IFRS accounting policies and methods disclosed in the MD&A by the issuer appropriate? Please comment on the general fairness [adequacy] of the issuer's accounting policies disclosed in the MD&A. Are these accounting policies consistent with the majority of entities in the same business as the issuer? Would you describe the financial reporting policies of the issuer as conservative / liberal relative to other entities in the industry?*

The auditor would advise the underwriter that this question can only be answered by management. Responsibility for selecting appropriate accounting policies is part of management's overall responsibility. The auditor would likely not answer any question about the relative conservatism of the issuer's accounting policies, as there are no generally accepted criteria by which to measure the conservatism of the accounting policies.

E *Can you please comment on the expected impact of the entity's changeover to IFRSs on the financial statements?*

The auditor would advise the underwriter that this question can only be answered by management. Responsibility for assessing the impact of the changeover to IFRSs on the financial statements is part of management's overall responsibility.

F *Is management on track to adopt IFRSs? (Or, can you please provide us with an assessment of management's "readiness" for the changeover to IFRSs?)*

The auditor would advise the underwriter that this question can only be answered by management. Responsibility for monitoring the changeover process is part of management's overall responsibility. The auditor has no professional basis on which to answer this question.

G *Is the company's disclosure of being on track in their IFRS changeover consistent with your understanding? (Or, Is the company's disclosure in the MD&A regarding its adoption plan consistent with your understanding of their plan?)*

The auditor would advise the underwriter that this question can only be answered by management. Responsibility for ensuring proper disclosure of the entity's IFRS changeover is part of management's overall responsibility. The auditor may state that he or she has not monitored the status of the entity's changeover plans. The auditor has no professional basis on which to answer this question.

H *Do you expect the company to be able to file its IFRS financial statements on time?*

The auditor would advise the underwriter that this question can only be answered by management. Management is responsible for filing the entity's financial statements on time and to provide appropriate disclosures if they are unable to file the financial statements on time.

I *In your opinion, does the company have adequate expertise and resources in order to change over to IFRSs?*

The auditor would advise the underwriter that this question can only be answered by management. Responsibility for ensuring adequate expertise and resources is part of management's overall responsibility. The auditor has no professional basis on which to answer this question.

J *Management has described the expected impact of the changeover to IFRSs in their MD&A. Does this disclosure encompass the impact of all expected changes as a result of the adoption of IFRSs? (Or, Are you aware of any differences or potential differences between IFRSs and the company's current policies under Canadian GAAP not disclosed in the MD&A? Or, Has anything come to your attention that would lead you to believe that the IFRS financial information in the MD&A is misleading or not materially in accordance with IFRSs?)*

The auditor would advise the underwriter that this question can only be answered by management. Responsibility for the accuracy and completeness in an entity's disclosures of the impact of changeover to IFRSs is part of management's overall responsibility. Until the auditor is able to complete an audit of the first set of financial statements prepared in accordance with IFRSs, the auditor would not be able to reply positively or negatively as to whether the impact of the changeover has been properly and completely disclosed by management.

K *In your opinion, are the IFRS disclosures in the MD&A consistent with CSA Staff Notice 52-320?*

The auditor would advise the underwriter that this question can only be answered by management. Responsibility for ensuring disclosures are consistent with securities legislation is part of management's overall responsibility. The auditor has no professional basis on which to answer this question.

SUMMARY OF CHANGES TO THIS GUIDE

This section of the Guide summarizes new material, or changes to existing material, in each edition.

Highlights of the changes between the 1st edition (May 2009) and the 2nd edition (December 2010)

- Paragraph 7(i) of Q&A 2 has been clarified to state that the communication should not be used by other parties **without prior consent**. The words “without prior consent” were not in the 1st edition.
- Paragraph 7(j) has been added to Q&A 2 to explain the auditor’s responsibilities if he or she is aware that management has provided, or plans to provide, the auditor’s communication of his or her view to the audit committee.
- Paragraph 10 has been added to Q&A 2 to present an example report when the auditor is providing a written report on his or her views.
- Paragraph 3(c) has been added to Q&A 3 to explain that the auditor should possess the necessary training and proficiency in IFRSs before accepting an engagement.
- Part C of Q&A 3 has been deleted as the guidance is outdated.
- Q&A 4, Review of the First Interim Financial Statements in 2011, has been added.
- Q&A 5, Auditor Assistance to Underwriters, has been added.

TASK FORCE ON ASSURANCE IMPLICATIONS OF CHANGEOVER TO IFRSs

Members	Organization
Janet Stockton (Chair)	BDO Dunwoody LLP
Gord Briggs	Ernst & Young LLP
Steve Campbell	Deloitte & Touche LLP
Agnes Dykstra	PricewaterhouseCoopers LLP
Claudia Leonardi	KPMG LLP
Renée Pichard	Office of the Auditor General of Canada
Katherine Schamerhorn	Grant Thornton LLP

Observers	Organization
Kelly Gorman	Ontario Securities Commission
Mark Pinch	Ontario Securities Commission

Staff	
Chi Ho Ng	The Canadian Institute of Chartered Accountants