Conseil des normes comptables

Exposé-sondage du CNC – Exemption relative à la comptabilisation des actifs incorporels acquis et amortissement des écarts d’acquisition

Réponses à l’exposé-sondage

Janvier 2026

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January 23, 2026

Accounting Standards Board
145 King Street West, Suite 500
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Attn: Katharine Christopoulos, CPA, CA

Re: Exposure Draft – Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill

Thank you for the opportunity to comment on the above-noted Exposure Draft.

Famme & Co. Professional Corporation operates three offices in Southwestern Ontario, Canada, with 15 partners and a staff in excess of 100. The firm has served the area since 1947 with an emphasis on the farm and agricultural sector, along with manufacturers, mutual insurance companies, and a wide range of not-for-profit organizations.

We share the belief that some entities may find the Business Combination aspects of Part II of the Handbook to be too complex and costly to implement. These smaller entities make up a large part of our client base. We are happy to see the AcSB has identified this issue and is considering alternatives.

We offer the following responses to the questions posed in the Exposure Draft.

Question 1: The AcSB proposes relief from recognition of all identifiable intangible assets acquired in a business combination (relief) to reduce the financial reporting burden. The Board proposes that the relief be provided as an accounting policy choice, applied consistently across all business combinations. The Board also proposes that entities electing the relief are required to amortize goodwill.

(a) Do you agree with the proposal to introduce optional relief? If not, why not?
Yes, we agree with the proposal to introduce optional relief.

(b) Do you agree with the proposal that the relief should be provided as an accounting policy choice? If not, why not?
Yes, some businesses may feel that recognizing the intangible assets provides useful and relevant information to the users about the assets that it controls (patents, production quotas, etc.).

(c) Do you agree with the proposal that the accounting policy choice to elect the relief be applied consistently across all business combinations? If not, why not?
Yes, this is consistent with other sections of ASPE.

(d) Do you agree with the proposal to require that entities electing the relief to also amortize goodwill? If not, why not?
Yes.

(e) Do you agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination? If not, which types of identifiable intangible assets should be included in the scope of the relief and what criteria should be used to determine their inclusion?
No, we believe that there should be an exception for production quotas (such as dairy and poultry) with an identifiable market price. These intangible assets presently have an indefinite life span and a fair market value or quoted price that is readily available. Additionally, these intangible assets are often used as security by lenders and we feel that if they are lumped into the intangible assets acquired through a business combination subject to amortization, they may drop off the statements after a period of time.

Question 2: The AcSB proposes adding disclosure requirements for entities electing the relief. These requirements include a general description of the nature of each qualitatively significant intangible asset included in goodwill that is readily identifiable. The Board also proposes that these disclosures be provided only in the year of the business combination. Do you agree with the proposed disclosure requirements? If not, why not and what alternatives should the Board consider?
Yes, proposed disclosure items are reasonable

(a) Do you agree with the proposal that these disclosures be provided only in the year of the business combination? If not, why not and what alternatives should the Board consider?
Yes.

Question 3: The AcSB proposes that goodwill amortization be provided as an accounting policy choice for entities not electing the relief, to be applied consistently across all business combinations. Do you agree with this proposal? If not, why not?
Yes, the option to amortize goodwill should be available to all entities.

Question 4: The AcSB proposes that, for entities amortizing goodwill, goodwill is amortized on a straight-line basis over a default period of five years, unless the entity can demonstrate that another useful life, not exceeding 10 years, is more appropriate.

(a) Do you agree with the proposal to provide a default goodwill amortization period? If not, why not?
Yes, the useful life estimate may be difficult so providing a default will be useful to many entities.

(b) Do you agree with the proposal that the default goodwill amortization period be set at five years? If not, why not and what alternatives should the Board consider?
No, as noted in the Exposure Draft, the US GAAP for private enterprise also has a default amortization period. Our understanding is that this is a 10 year period, which can be revised down if appropriate. The 10 year period also aligns with what most participants favoured. We feel that the default should be 10 years.

(c) Do you agree with the proposal to limit the goodwill amortization period to 10 years? If not, why not and what alternatives should the Board consider?
Yes, provided that there is an exception for intangible assets with an indefinite life and a readily identifiable market price (see 1(e)).

(d) **Do you agree with the proposed amendments to paragraph 3064.91 to require disclosures for goodwill subject to amortization? If not, why not and what alternatives should the Board consider?**
Yes.

Question 5: The AcSB proposes to amend paragraph 1506.09 to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b). The Board also proposes an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. In addition, the Board proposes to require entities voluntarily changing their accounting to no longer amortize goodwill to apply this change in accounting policy prospectively.

(a) **Do you agree with the proposal to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b)? If not, why not?**
No, we believe that if the relief measures are chosen, which are already a departure from the reliable and relevant information criterion, that any subsequent change should only be allowed if it is providing more relevant and/or reliable information.

(b) **Do you agree with the proposal to require entities voluntarily changing their accounting policies to use the relief or to amortize goodwill to apply the change retrospectively, as per the requirement in paragraph 1506.10(c)? If not, why not?**
Yes, the change should be applied retrospectively.

(c) **Do you agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not and what alternatives should the Board consider?**
We believe some modification to the proposal is required, as the proposed measure creates an alternative that is not available at the time of the Business Combination. As proposed, upon the business combination the acquirer can either recognize the individual intangible assets acquired at fair market value (as currently permitted) or include all intangible assets acquired as goodwill. The simplified approach to no longer apply the relief introduces a third option that is only available by electing the relief measures upon the Business Combination and then subsequently electing out of those relief measures at a later date. If the board is considering allowing the acquirer to use the acquirees carrying cost (adjusted for subsequent amortization) upon the revocation of the relief measures, perhaps the acquirer should have the ability to apply the measurement principal allowed under 1582.65A at the time of the business combination.

(d) **Do you think that the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not?**
Yes, the illustration was helpful.

(e) **Do you agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply this change prospectively? If not, why not?**
No, we believe that the change should be applied retrospectively. This is consistent with the proposal to require retrospective application upon adoption of the standard. We also believe that by allowing prospective application that entities will elect into the relief measures, avoid the purchase price application exercise, elect out of the relief measures and put back previously identified intangible assets of the acquiree onto the balance sheet (as alluded to paragraph 90 of the exposure draft). As such, if the prospective application is allowed the board should reconsider the cool-off period.

Question 6: The AcSB proposes amendments to paragraphs 1500.11 and 1501.12 to allow a first-time adopter to retrospectively apply the accounting policy choice to use the relief and/or to amortize goodwill at the date of transition to ASPE (or ASNPO) when it elects the business combinations exemption from retrospectively applying Section 1582. Do you agree with this proposal? If not, why not?

Yes.

Question 7: The AcSB proposes a consequential amendment to paragraph 3051.11. Do you think these consequential amendments adequately support the practical application of the equity method? If not, why not?

Yes.

Question 8: The AcSB proposes that the amendments be effective for fiscal years beginning on or after January 1, 2029, with earlier application permitted. The Board also proposes that the amendments be applied retrospectively.

(a) Do you agree that the proposed amendments should be applied for annual periods beginning on or after January 1, 2029, with earlier application permitted? If not, why not?

Yes.

(b) Do you agree that the proposed amendments should be applied retrospectively? If not, why not?

Yes.

Once again, we thank the AcSB for this opportunity to comment on the above-noted Exposure Draft.

Yours truly,

FAMME & CO.
Professional Corporation

Brad Ypma

Bradley Ypma, CPA, CA
Partner

January 31, 2026

Ms. Katharine Christopoulos, CPA, CA
Director, Accounting Standards
Accounting Standards Board
145 King Street West, Suite 500
Toronto, ON M5H 1J8

Dear Ms. Christopoulos:

Re: Exposure Draft – Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill (the "Exposure Draft")

We welcome the opportunity to comment on the Accounting Standards Board's ("AcSB" or the "Board") Exposure Draft, *Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill.*

Overall, we generally agree with the relief and the proposals. We have certain recommendations and suggestions as outlined below.

Disclosure requirements for entities electing the relief

Proposed paragraph 1582.62(j) requires a description of the nature of each qualitatively significant intangible asset. Additional guidance in paragraph 45 of the Basis for Conclusions clarifies the interpretation of "qualitatively significant". We recommend including this guidance in the main body of the standard to assist entities in making consistent disclosures.

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Transition to cease applying the relief in Section 1582 or cease goodwill amortization in Section 3064

There is a disconnect between the transitional provisions for when an entity stops applying the relief in Section 1582 and those when an entity ceases goodwill amortization in Section 3064. Specifically proposed paragraph 1582.65A permits either a full retrospective or an optional simplified method whereas proposed paragraph 3064.94A only permits prospective application. Because an entity that applies the relief in Section 1582 is also required to amortize goodwill, it is unclear how these transitional provisions interact when an entity chooses to apply the requirements in Section 1582 retrospectively. We recommend permitting a full retrospective approach when ceasing goodwill amortization. We do not believe the application of this policy change retrospectively conflicts with paragraph 3064.74 prohibiting the reversal of impairment losses (as outlined as a concern of the Board in paragraph 81 of the Basis for Conclusions).

Goodwill amortization and impairment testing

The proposal sets a default five-year amortization period for goodwill unless the entity can demonstrate that another useful life not exceeding 10 years is more appropriate. We suggest clarifying that another useful life can be shorter or longer than 5 years but not exceeding 10 years. In addition, we recommend that the Board also permits immediate write-off of goodwill as an option to address the concerns about the cost and complexity of goodwill impairment tests and the limited utility of goodwill information for financial statement users in many situations. Notably, similar flexibility for immediate expense recognition is provided in paragraph 40 of Section 3064 where there is an option to immediately expense development costs that are otherwise capitalizable.

Paragraphs 15, 18, and 52 of the Basis for Conclusions suggest that a decreasing goodwill balance will reduce the frequency of impairment testing. However, this discussion may be flawed. While a lower goodwill balance may decrease the likelihood and magnitude of recognizing an impairment, an impairment test will still be required if triggering events occur. The need for impairment testing will cease only once the goodwill balance is fully amortized. We suggest considering this clarification in the Basis for Conclusions.

We would be pleased to respond to any questions you might have. Questions can be addressed to Celeste Murphy (celeste.k.murphy@pwc.com) or Sean Cable (sean.c.cable@pwc.com).

Yours very truly,

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Katharine Christopoulos, CPA, CA
Director, Accounting Standards
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January 30, 2026

Re: AcSB Exposure Draft – Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill ("the Exposure Draft")

Dear Ms. Christopoulos,

We have reviewed the Exposure Draft and are grateful for the opportunity to provide feedback. In response to this Exposure Draft, we conducted outreach with members of our technical assurance and accounting team, and practitioners who work with clients of various size and complexity across a broad number of industries.

We are supportive of the Exposure Draft's objective to reduce the cost and complexity associated with accounting for business combinations under Accounting Standards for Private Enterprises ("ASPE"). Feedback from practitioners indicates strong support for the introduction of optional relief from the separate recognition of acquired intangible assets, as this relief is expected to significantly reduce reporting burden while continuing to meet the needs of financial statement users.

Practitioners broadly support the Board's proposal to introduce goodwill amortization where the relief is elected. The introduction of a default amortization period is viewed positively amongst practitioners, as it reduces complexity and judgment in practice. The five-year default period is expected to be widely applied.

We did note concerns regarding the proposed disclosure requirements for qualitatively significant and readily identifiable intangible assets subsumed into goodwill. Practitioners highlighted challenges related to subjectivity and the risk that such disclosures may become boilerplate without providing decision-useful information. We encourage the Board to consider providing additional guidance within the standard, should these disclosures be retained.

Practitioner views were mixed on the proposal to provide goodwill amortization as an accounting policy choice for entities that do not elect the relief. Some practitioners supported the policy choice on the basis that it allows entities to present financial information that best reflects user needs. Others raised concerns that introducing an additional accounting outcome for goodwill will add complexity for users. However, we acknowledge that offering a policy choice provides flexibility to provide information that best meets user needs and are supportive of this policy choice.

We would be pleased to elaborate on our comments in more detail if you require. If so, please contact Melissa Salomons at 403-309-1619 or via email at msalomons@bdo.ca or myself at 647-798-1331 or via email at ccross@bdo.ca.

Yours sincerely,

Craig Cross, CPA, CA
Partner, National Accounting Standards
(through a Professional Corporation)
BDO Canada LLP

1. *The AcSB proposes relief from recognition of all identifiable intangible assets acquired in a business combination (relief) to reduce the financial reporting burden. The Board proposes that the relief be provided as an accounting policy choice, applied consistently across all business combinations. The Board also proposes that entities electing the relief are required to amortize goodwill.*

   (a) Do you agree with the proposal to introduce optional relief? If not, why not?

   We agree with the proposal to introduce optional relief from the recognition of all identifiable intangible assets acquired in a business combination. Based on feedback from practitioners within our firm, this would significantly reduce the reporting burden of entities applying ASPE and is expected to be widely applied.

   However, we do note that additional amendments to Section 1582, Business Combinations, may be needed to improve consistency in application:

   a) Paragraph 1582.11A(b) may be interpreted to assume that this guidance is only applicable when goodwill is already resultant from the business combination and that it would therefore not be available when the business combination is a bargain purchase or where a full purchase price allocation would not result in any goodwill. We do not believe that this was the Board's intent and have suggested the following adjustments to 1582.11A(b) to clarify:

      Present all identifiable intangible assets acquired as goodwill if, and only if, the acquirer has an accounting policy to amortize goodwill in accordance with GOODWILL AND INTANGIBLE ASSETS, paragraph 3064.69

   b) The current guidance on bargain purchases assumes that all identifiable intangible assets are separately recognized and measured. Without clarification, to meet the requirements at 1582.38, entities may perform assessments to identify and measure acquired intangible assets even when electing to apply the relief.

      In addition, questions could be raised as to whether the measurement of the bargain purchase gain should change due to the application of the relief as an accounting policy choice rather than economics of the transaction. For example, situations may arise where an acquirer pays $100k for an acquiree with tangible assets with a fair value of $125k and intangible assets with an unknown fair value. Is the acquirer able to apply the relief and recognize no goodwill, with a bargain purchase gain of $25k? Or must the entity recognize and measure the intangible assets and therefore increase the amount of the bargain purchase gain recognized? Another scenario would be where an acquirer pays $100k for an acquiree with tangible assets with a fair value of $90k and intangible assets with an unknown fair value. Is the acquirer able to apply the relief and recognize goodwill of $10k? Or must the acquirer measure the intangible assets to determine if the acquisition results in a bargain purchase gain?

      We do not believe it was the Board's intent to prevent the application of the relief to business combinations that result in a bargain purchase gain, therefore have suggested that the following guidance could be incorporated:

When an acquirer applies the accounting policy choice at 1582.11A(b), the requirements in paragraph 1582.38 to reassess the recognition and measurement of all identifiable assets shall be performed based on assets and liabilities recognized in accordance with that policy choice.

(b) *Do you agree with the proposal that the relief should be provided as an accounting policy choice? If not, why not?*

We agree that the proposed relief should be a policy choice to allow entities applying Section 1582 to select a policy that best meets financial statement user needs. While we acknowledge concerns about creating diversity in financial reporting, we believe that disclosure about the entity's significant accounting policies for business combinations sufficiently addresses these concerns.

(c) *Do you agree with the proposal that the accounting policy choice to elect the relief be applied consistently across all business combinations? If not, why not?*

We agree that the proposed relief should be applied consistently across all business combinations to reduce complexity and improve comparability of the financial information.

(d) *Do you agree with the proposal to require that entities electing the relief to also amortize goodwill? If not, why not?*

We agree with the proposal to require entities electing the relief to amortize goodwill given the likelihood that goodwill would include intangible assets with a limited useful life. We did note that there may be some entities or specific industries that may be negatively impacted by having negative equity from amortization expense, or where the result would be the amortization of intangible assets with an indefinite life. However, this is sufficiently mitigated by the relief being a policy choice.

(e) *Do you agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination? If not, which types of identifiable intangible assets should be included in the scope of the relief and what criteria should be used to determine their inclusion?*

We agree with the proposal that the relief be applicable to all identifiable intangible assets acquired in a business combination. Most practitioners at our firm who provided feedback indicated that this would be the most cost-effective approach to applying the relief and would also be welcomed by most entities.

Some concerns were raised related to the agricultural industry and other industries where entities acquire intangible assets in a business combination that would typically be recognized as an intangible asset if internally developed or separately acquired, such as quota or a license. It was noted that the value of these intangible assets would still be decision-useful information. However, this is sufficiently mitigated by the relief being a policy choice. The introduction of additional criteria to identify which intangible assets should be recognized when applying the relief would significantly increase the complexity in practice and reduce the cost-benefit.

2. *The AcSB proposes adding disclosure requirements for entities electing the relief. These requirements include a general description of the nature of each qualitatively significant*

intangible asset included in goodwill that is readily identifiable. The Board also proposes that these disclosures be provided only in the year of the business combination.

a. *Do you agree with the proposed disclosure requirements? If not, why not and what alternatives should the Board consider?*

   During our outreach, concerns were raised with respect to the subjectivity of what would be considered "qualitatively significant" and "readily identifiable", and the cost associated with providing assurance over the completeness and accuracy of such disclosures. There were also concerns that without additional guidance, disclosure would become boilerplate or would not be useful without quantitative values attached.

   We acknowledge that the Basis for Conclusions includes additional details of what is considered "qualitatively significant" and "readily identifiable" which may reduce the subjectivity of the disclosure. However, practitioners noted that ASPE is applied by financial statement preparers with a wide range of sophistication, so it was still believed that even with further clarification, there may be significant challenges applying the requirement. For example, the level of detail in purchase agreements varies significantly across business combinations. Therefore, even with additional guidance, there is a risk that the disclosure requirement would result in disclosure that is simply a list of common intangible assets that are subsumed into goodwill (e.g. brand, customer list etc.).

   Should the Board conclude that the disclosure requirement is necessary, we would encourage the Board to consider including in the standard the considerations that are outlined in paragraphs 45 and 46 of the Basis for Conclusions to clarify what is considered "qualitatively significant" and "readily identifiable".

b. *Do you agree with the proposal that these disclosures be provided only in the year of the business combination? If not, why not and what alternatives should the Board consider?*

   As noted above, several concerns were raised related to the disclosure requirement. However, if the disclosure requirement remains a part of the proposed amendments, we agree that the disclosure only be provided in the year of the business combination.

3. *The AcSB proposes that goodwill amortization be provided as an accounting policy choice for entities not electing the relief, to be applied consistently across all business combinations. Do you agree with this proposal? If not, why not?*

   Feedback from practitioners indicated mixed views on whether goodwill amortization should be an accounting policy choice for entities not electing relief.

   Practitioners who supported an impairment-only model for entities that had not elected to apply the relief indicated that these entities would be expected to be capable of performing a full purchase price allocation. Therefore, the assessment of impairment should not be overly burdensome. In their view, tying goodwill amortization exclusively to relief was viewed as clearer for financial statement users.

Practitioners who supported mandatory amortization noted that goodwill typically does not provide indefinite economic benefits and amortization better reflects economic reality.

Practitioners who supported the proposal indicated that a policy choice would allow entities to present the financial information most relevant to the users. In addition, this would allow greater alignment with entities that had applied the relief.

Ultimately, it is anticipated that a significant number of entities will adopt the relief and therefore be required to amortize goodwill. While views differed on whether goodwill amortization should be available independent of the relief, practitioners acknowledged that providing a policy choice does allow an entity to best meet the needs of its financial statement users. In addition, permitting this policy choice would help improve comparability between entities that elect the relief and those that do not. Therefore, we agree with the proposal to provide an accounting policy choice to amortize goodwill.

4. *The AcSB proposes that, for entities amortizing goodwill, goodwill is amortized on a straight-line basis over a default period of five years, unless the entity can demonstrate that another useful life, not exceeding 10 years, is more appropriate.*

    a. *Do you agree with the proposal to provide a default goodwill amortization period? If not, why not?*

    We agree with the proposal to provide a default amortization period for goodwill. We agree that this will minimize the cost and complexity of applying the relief or policy choice given the challenges with estimating the useful life of goodwill.

    We agree with the Board's decision in paragraph 60 of the Basis for Conclusions that the decision to use the default amortization period or another useful life to amortize goodwill should be made on a transaction-by-transaction basis. However, this may not be apparent from the current drafting of the amendments to Section 3064. Additional language could be included in paragraph .69A to clarify that the amortization period is determined on a transaction-by-transaction basis.

    b. *Do you agree with the proposal that the default goodwill amortization period be set at five years? If not, why not and what alternatives should the Board consider?*

    Some practitioners agree with the proposed default amortization period of five years. Although this may result in negative earnings and equity, practitioners indicated that most users adjust for goodwill and amortization expense when reviewing financial statements and reporting covenants.

    Other practitioners indicated a preference to use a 10-year default period as this was viewed as more aligned with accounting frameworks in other jurisdictions.

    However, we agree with the Board that there may be situations where the main intangible subsumed into goodwill has a useful life of less than five years. Further, this shorter period minimizes the risk of overstatement of goodwill and reduces the likelihood that impairment testing would be required before goodwill is fully amortized.

In addition, feedback indicated that the current drafting of paragraph 3064.69A may be interpreted by some to require additional support only if a useful life of greater than 5 years is more appropriate. If it is the Board's intent to require entities to support a useful life of anything other than 5 years, we suggest the following updates to new paragraph 3064.69A:

Goodwill amortized in accordance with the accounting policy under paragraph 3064.69(b) shall be amortized on a straight-line basis over a five-year period, unless the enterprise can demonstrate that another useful life is more appropriate. <u>The useful life of goodwill shall not exceed 10 years.</u>

c. *Do you agree with the proposal to limit the goodwill amortization period to 10 years? If not, why not and what alternatives should the Board consider?*

   Feedback from practitioners reflected mixed views on whether a limit on the goodwill amortization period is necessary. While many anticipate that the default period will be applied, questions were raised about the practical ability to support an alternative useful life. Although this is expected to be rare, situations where an entity wishes to demonstrate another useful life are expected to be costly to implement and audit. Therefore, we ask whether the Board has considered providing additional guidance to support entities in determining an alternative useful life under this model, including in situations where acquired intangibles have been subsumed into goodwill. We acknowledge that entities will also be able to elect to not apply the relief from the recognition of acquired intangible assets and amortize goodwill.

d. *Do you agree with the proposed amendments to paragraph 3064.91 to require disclosures for goodwill subject to amortization? If not, why not and what alternatives should the Board consider?*

   We agree with the proposed disclosures for goodwill subject to amortization as this information should be readily available to entities amortizing goodwill.

5. *The AcSB proposes to amend paragraph 1506.09 to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b). The Board also proposes an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. In addition, the Board proposes to require entities voluntarily changing their accounting to no longer amortize goodwill to apply this change in accounting policy prospectively.*

   a. *Do you agree with the proposal to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b)? If not, why not?*

      We agree with the proposal to allow a change in accounting policy with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion.

b. *Do you agree with the proposal to require entities voluntarily changing their accounting policies to use the relief or to amortize goodwill to apply the change retrospectively, as per the requirement in paragraph 1506.10(c)? If not, why not?*

We agree that these policy changes should be applied retrospectively to maintain the comparability of financial information. The cost to implement these policy changes is expected to be minimal based on their nature.

To improve consistency in application, we would encourage the Board to provide guidance on how previously recognized impairments of intangibles or goodwill should be treated when retrospectively applying these policies.

c. *Do you agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not and what alternatives should the Board consider?*

We agree with the proposal to provide an optional simplified approach for entities changing their policy to no longer apply the relief. Providing a simplified method reduces the complexity of changing accounting policies based on the needs of financial statement users. We agree with the Board's reasoning that this simplified method would be appropriate for entities intending to transition to IFRS Accounting Standards.

We did note that the drafting of the guidance at paragraph 1582.65A(c) could be viewed as conflicting when goodwill is insufficient and the adjustment to recognize intangible assets is recorded to opening retained earnings. In substance, this reverses the effects of previous goodwill amortization or impairment. This outcome could be confusing for preparers and users as the accounting result appears inconsistent with the explicit requirement to not reverse goodwill amortization or impairment. The Board could consider the following language:

Past amortization of goodwill and impairments shall not be reversed, <u>except as necessary through adjustments to opening retained earnings to recognize identifiable intangible assets in accordance with this guidance</u>.

d. *Do you think that the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not?*

The illustrative example is very helpful in demonstrating the application of the optional simplification approach for a voluntary change in accounting policy to no longer apply the relief. To further expand the utility of the example, the Board may consider adding in a second example using the same fact pattern with the exception that Entity Alpha has a remaining goodwill balance after adjusting for the net carrying amount of separately recognized intangible assets and has changed its accounting policy to no longer amortize goodwill. This would further emphasize that this change in accounting policy is applied prospectively only.

e. *Do you agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply this change prospectively? If not, why not?*

We agree with the proposal to require this change in policy to be applied prospectively to avoid the cost and complexity of retrospective restatement. We do not believe that it will be common for entities to voluntarily change their accounting policy to no longer amortize goodwill. However, this proposal may emphasize the long-term implications of accounting policy choices and reinforce the need for entities to carefully consider such decisions.

6. *The AcSB proposes amendments to paragraphs 1500.11 and 1501.12 to allow a first-time adopter to retrospectively apply the accounting policy choice to use the relief and/or to amortize goodwill at the date of transition to ASPE (or ASNPO) when it elects the business combinations exemption from retrospectively applying Section 1582. Do you agree with this proposal? If not, why not?*

   We agree with the proposed amendments to paragraphs 1500.11 and 1501.12. Incorporating the policy choices into the guidance on first-time adoption will improve the comparability of financial information and decrease the cost of adoption of ASPE or ASNPO.

7. *The AcSB proposes a consequential amendment to paragraph 3051.11. Do you think these consequential amendments adequately support the practical application of the equity method? If not, why not?*

   We agree with the proposed consequential amendments to paragraph 3051.11 as it will ensure that an entity's accounting policies are consistently applied.

8. *The AcSB proposes that the amendments be effective for fiscal years beginning on or after January 1, 2029, with earlier application permitted. The Board also proposes that the amendments be applied retrospectively.*

   a. *Do you agree that the proposed amendments should be applied for annual periods beginning on or after January 1, 2029, with earlier application permitted? If not, why not?*

      We agree that the proposed amendments should be applied for annual periods beginning on or after January 1, 2029, with earlier application permitted. We note that the proposed relief is expected to be applied by a significant number of entities once issued. While we recognize the importance of the Board's due process, we encourage the Board to consider whether an earlier issuance date would be possible.

   b. *Do you agree that the proposed amendments should be applied retrospectively? If not, why not?*

      We agree that the proposed amendments should be applied retrospectively to support the comparability of financial information over time. We also recognize that retrospective application would address the carryover of past qualified assurance opinions related to business combinations where acquired intangible assets may not have been separately recognized or measured at their fair value.

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January 30, 2026

Katharine Christopoulos, CPA, CA
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Accounting Standards Board
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Dear Ms. Christopoulos:

Re: Exposure Draft – Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill (October 2025)

Doane Grant Thornton LLP and Raymond Chabot Grant Thornton LLP (hereinafter "we") would like to thank you for the opportunity to provide comments on the Accounting Standards Board's (hereinafter the "AcSB" or the "Board") Exposure Draft entitled *Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill* (hereinafter the "ED").

In general, we are supportive of the Board's proposed amendments; however, we suggest some additions and modifications to the guidance to improve clarity and balance costs versus benefits. Please see the Appendix for our responses to the specific questions contained in the ED.

If you wish to discuss any of our specific comments or concerns, please contact Melanie Joseph (Melanie.Joseph@doane.gt.ca, 416-607-2736) or Stéphane Landry (landry.stephane@rcgt.com, 418-647-5008).

Yours sincerely,

Doane Grant Thornton LLP | Raymond Chabot Grant Thornton LLP

Melanie Joseph, CPA, CA | Stéphane Landry, CPA auditor

Appendix – Responses to Exposure Draft questions

1. **The AcSB proposes relief from recognition of all identifiable intangible assets acquired in a business combination (relief) to reduce the financial reporting burden. The Board proposes that the relief be provided as an accounting policy choice, applied consistently across all business combinations. The Board also proposes that entities electing the relief are required to amortize goodwill.**

   (a) Do you agree with the proposal to introduce optional relief? If not, why not?

   Yes, we agree.

   (b) Do you agree with the proposal that the relief should be provided as an accounting policy choice? If not, why not?

   Yes, we agree.

   (c) Do you agree with the proposal that the accounting policy choice to elect the relief be applied consistently across all business combinations? If not, why not?

   We do not agree that the accounting policy choice to elect the relief should be applied consistently across all business combinations. We believe the policy choice should be available on a transaction-by-transaction basis.

   We agree with the Board's view that while the current proposals may reduce comparability between entities, comparability is not as critical between entities applying ASPE such that the benefits of the relief exceed the loss of comparability for users. We would also add that comparability across business combinations executed by the same entity is not critical. Providing the policy choice on a transaction-by-transaction basis would (i) permit an entity to separately recognize the intangible assets from a business combination where it may be more relevant to financial statement users, such as if the acquired intangible assets include licenses or quotas in certain industries, while still allowing the entity to apply the relief to other, potentially smaller, less-intangible intensive business combinations—reducing costs; and (ii) on transition, allow an entity to apply the relief to future business combinations without changing the accounting for business combinations that occurred prior to the effective date of the proposed amendments.

   (d) Do you agree with the proposal to require that entities electing the relief to also amortize goodwill? If not, why not?

   Regardless of how the proposals are finalized, we strongly believe that that entities electing the relief must be required to amortize the related goodwill.

   (e) Do you agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination? If not, which types of identifiable intangible assets should be included in the scope of the relief and what criteria should be used to determine their inclusion?

   Yes, we agree that the relief should apply to all identifiable intangible assets acquired in a business combination. However, we disagree with the Board's decision to exclude operating leases and other contracts with unfavourable terms from the scope of the relief. By applying relief to operating leases and other contracts with favourable terms but not to those with unfavourable terms, entities will have to expend the effort to identify and evaluate each contract as favourable or unfavourable, even if they intend to apply the relief. This proposal will result in more onerous requirements for these contracts than for more significant intangible assets, when the relief is elected. In our experience, many smaller entities accept qualified audit opinions or review engagement reports to avoid the time and resources needed to evaluate favourable vs. unfavourable terms. If operating leases and other contracts with unfavourable terms are not scoped into the simplification measure, we strongly believe that one of the main objectives of this project would not be achieved, resulting in a significant number of modified opinions (conclusions) continuing to be issued.

2. **The AcSB proposes adding disclosure requirements for entities electing the relief. These requirements include a general description of the nature of each qualitatively significant intangible asset included in goodwill that is readily identifiable. The Board also proposes that these disclosures be provided only in the year of the business combination.**

   (a) Do you agree with the proposed disclosure requirements? If not, why not and what alternatives should the Board consider?

   While we agree that a general description of the intangible assets included in goodwill should be provided, we caution that there could be significant diversity in the intangible assets that are disclosed as "readily identifiable" even across similar transactions. The same transaction could result in different readily identifiable information disclosed depending on whether it is a business combination effected through an asset purchase or a share purchase: in a share purchase business combination there may not be a detailed list of all significant assets purchased, while in an asset purchase business combination there might be a very detailed list of assets purchased that may include many intangibles, including many that may not even meet the recognition criteria (e.g., a phone or fax number).

   If the Board proceeds with the proposed disclosure requirements, we strongly believe the guidance on evaluating which intangible assets are "qualitatively significant" and "readily identifiable" is insufficient for entities to apply the concepts. There is vital explanatory information in the Basis for Conclusions (see paragraphs 16 and 45). For example, the explanation for readily identifiable as being apparent from the documentation or negotiations is vital (paragraph 16) and the explanation at the end of paragraph 45 that ties qualitatively significant to the ability to generate significant economic benefits or essential to sustain the business, or impact the entity's competitive edge is crucial to understanding those undefined terms and we strongly believe they should be included within the standard rather than the Basis for Conclusions, as they provide important clarity of how the relief is provided and that excessive costs (such as hiring a valuation expert) are not intended in providing the disclosures.

   (b) Do you agree with the proposal that these disclosures be provided only in the year of the business combination? If not, why not and what alternatives should the Board consider?

   Yes, we agree.

3. **The AcSB proposes that goodwill amortization be provided as an accounting policy choice for entities not electing the relief, to be applied consistently across all business combinations. Do you agree with this proposal? If not, why not?**

   Yes, we agree.

4. **The AcSB proposes that, for entities amortizing goodwill, goodwill is amortized on a straight-line basis over a default period of five years, unless the entity can demonstrate that another useful life, not exceeding 10 years, is more appropriate.**

   (a) **Do you agree with the proposal to provide a default goodwill amortization period? If not, why not?**

   Yes, we agree.

   (b) **Do you agree with the proposal that the default goodwill amortization period be set at five years? If not, why not and what alternatives should the Board consider?**

   No, we do not agree that the default goodwill amortization period be set at five years. We agree with the Board's conclusion that a default period does not have strong conceptual merits; however, we expect a significant number of entities will feel that five years is too short of a period, resulting in them having to spend the time and effort to justify a longer period. As such, we believe a 10-year period, which aligns more closely with requirements in North America and internationally, would be a more appropriate and practical default period and would encompass the useful life of most intangible assets acquired. As the default amortization period is arbitrary, we believe any remaining risk of overstated goodwill balances will continue to be addressed by the goodwill impairment requirements in Section 3064, rather than using a 5-year default period.

   (c) **Do you agree with the proposal to limit the goodwill amortization period to 10 years? If not, why not and what alternatives should the Board consider?**

   Yes, we agree that the goodwill amortization period should be limited to 10 years. However, as per our response to Question 4(b), we believe the 10-year period should be the default period and that entities, at their discretion, should instead be permitted to use shorter amortization periods, to allow them to avoid or reduce concerns related to impairment in the years following an acquisition.

   (d) **Do you agree with the proposed amendments to paragraph 3064.91 to require disclosures for goodwill subject to amortization? If not, why not and what alternatives should the Board consider?**

   Yes, we agree.

5. **The AcSB proposes to amend paragraph 1506.09 to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b). The Board also proposes an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. In addition, the Board proposes to require entities voluntarily changing their accounting to no longer amortize goodwill to apply this change in accounting policy prospectively.**

   (a) **Do you agree with the proposal to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b)? If not, why not?**

   Yes, we agree.

(b) Do you agree with the proposal to require entities voluntarily changing their accounting policies to use the relief or to amortize goodwill to apply the change retrospectively, as per the requirement in paragraph 1506.10(c)? If not, why not?

Yes, we agree.

(c) Do you agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not and what alternatives should the Board consider?

Yes, we agree with providing the simplified approach as an option. We completely agree with the Board's view in the Basis for Conclusions that the simplified method could be used to circumvent recognizing all intangibles under Section 1582 (paragraph 89). We think this loophole may be used extensively for this purpose. We believe that the Board should include guidance in the standard itself prohibiting the use of the method to avoid recognizing intangibles by applying the relief to a business combination and then shortly thereafter voluntarily changing their accounting policy to no longer apply the relief, with the potential intent of recognizing certain intangible assets but avoiding the acquisition-date fair value accounting required under Section 1582 *Business Combinations*.

In addition, we believe proposed paragraph 1582.65A(d) should only require entities to assess, upon a voluntary change in accounting policy, whether circumstances indicate that the carrying amounts may exceed the fair values of the separately recognized intangible assets or the reporting unit to which any remaining goodwill balance is assigned, and to test for impairment only if any such indicators exist. This also better aligns with the requirement for goodwill impairment reviews upon the first-time adoption of ASPE in paragraph 1500.11(e)(ii).

Finally, we suggest that the Board also consider whether a simplified approach can be provided for similar changes in accounting policies where the acquisition-date fair value of intangible assets may not have been determined, such as when an enterprise that applied an accounting policy choice to not consolidate its subsidiaries voluntarily changes its policy to consolidate them. This voluntary change is similarly not subject to the reliable and more relevant information criteria in paragraph 1506.06(b).

(d) Do you think that the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not?

Yes, we believe the illustrative example is helpful in illustrating the optional simplified approach. However, we believe the example should explain why Entity Beta's client list and brand name did not qualify for recognition in Entity Beta's balance sheet.

(e) Do you agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply this change prospectively? If not, why not?

Yes, we agree; however, while we believe that prospective application results in retaining the carrying amount of the goodwill balance net of accumulated amortization to date and ceasing further amortization going forward, we have observed confusion amongst some preparers pertaining to prospective application such that we believe they may understand it to mean adjusting the goodwill balance to what it would have been had no amortization been recognized and presenting the difference in the current period's income statement. For that reason, we believe the guidance should be clear on the outcome of prospective application.

6. **The AcSB proposes amendments to paragraphs 1500.11 and 1501.12 to allow a first-time adopter to retrospectively apply the accounting policy choice to use the relief and/or to amortize goodwill at the date of transition to ASPE (or ASNPO) when it elects the business combinations exemption from retrospectively applying Section 1582. Do you agree with this proposal? If not, why not?**

   Yes, we agree.

7. **The AcSB proposes a consequential amendment to paragraph 3051.11. Do you think these consequential amendments adequately support the practical application of the equity method? If not, why not?**

   We recommend that the Board clarify that the relief from recognizing intangible assets also applies to investments accounted for by the equity method. The proposed consequential amendments to paragraph Section 3051.11 only refer to the investor's policy choice on whether to amortize goodwill, which can be elected even if the entity does not apply the relief from recognizing identifiable intangible assets acquired in a business combination.

8. **The AcSB proposes that the amendments be effective for fiscal years beginning on or after January 1, 2029, with earlier application permitted. The Board also proposes that the amendments be applied retrospectively?**

   (a) **Do you agree that the proposed amendments should be applied for annual periods beginning on or after January 1, 2029, with earlier application permitted? If not, why not?**

   Yes, we agree.

   (b) **Do you agree that the proposed amendments should be applied retrospectively? If not, why not?**

   Yes, we agree. However, please refer to our response to Question 1(c) where we believe that the relief should be available on a transaction-by-transaction basis, including on transition.

Other comment on the proposed amendments

The ED proposes no amendments to the Accounting Standards for Not-for-Profit Organizations (ASNPO) in Part III of the Handbook, with the Basis for Conclusions noting that not-for-profit organizations (NPOs) would apply Section 1582 when the acquisition method is elected to account for the acquisition of a for-profit entity. However, NPOs apply the requirements in Section 4449 *Combinations by Not-for-Profit Organizations* for the acquisition of another NPO, which include the recognition of identifiable intangible assets at their acquisition-date fair values. As a result, we believe a similar relief should be available under the acquisition method in Section 4449.

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January 31, 2026

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Accounting Standards Board
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Re: Exposure Draft – Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill

Dear Ms. Christopoulos:

We appreciate the opportunity to comment on the Accounting Standards Board's ("AcSB" or the "Board") Exposure Draft, "Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill", issued in October 2025 (the "ED").

Overall, we support the AcSB's efforts to address longstanding concerns regarding the cost and limited usefulness of fair value measurement information for intangible assets acquired in a business combination, and subsequent measurement of goodwill using an impairment-only approach. We think the ED is a well-balanced response to stakeholder concerns and the proposed amendments:

- significantly reduce the cost and complexity of preparing financial statements for many private enterprises;
- align Accounting Standards for Private Enterprises (ASPE) more closely with global simplified frameworks, such as IFRS for SMEs;
- retain flexibility for entities that plan to transition to IFRS; and
- continue to provide users with sufficient decision-useful information through streamlined disclosures and predictable goodwill amortization.

We have set out our detailed comments on the questions posed in the ED below.

Question 1 – Optional relief from recognition of identifiable intangible assets

(a) Support for optional relief

We support the introduction of optional relief from separately recognizing identifiable intangible assets. We have heard from our private enterprise clients, and team members who serve those clients, regarding the:

- high cost of and significant judgement involved in performing purchase price allocations; and
- the limited user reliance on fair value-based intangible asset information.

While this may reduce transparency for users when certain acquired intangibles that are significant contributors to future cash flows of an entity (such as customer lists, brands or patents), we think in many cases the benefits of this information do not outweigh the costs of preparing it for private enterprises.

(b) Accounting policy choice

We agree with providing the relief through an accounting policy choice. ASPE serves a wide spectrum of entities, and flexibility helps entities select the approach that best meets their respective users' needs. As noted above, there may be instances where information about acquired intangible assets is useful information for financial statement users. In such cases, an accounting policy choice allows entities to recognize all assets when there are significant benefits to doing so.

(c) Consistent application across all business combinations

We agree with requiring consistency across all business combinations. This enhances comparability within an entity's financial statements, reduces financial statement complexity, and minimizes selective application that may impair financial statement reliability.

(d) Mandatory goodwill amortization when entities elect the relief

We agree with this proposed requirement. If an entity subsumes intangible assets into goodwill, amortization helps prevent indefinite carryforward of goodwill balances and reduces the burden of recurring impairment testing.

(e) Scope of relief

We agree that entities should apply the relief to all identifiable intangible assets. We think partial relief would still require costly efforts to identify and value certain intangible assets and therefore may not achieve the intended cost savings. As mentioned above, mandating that entities subsume all intangible assets could reduce transparency for users when specifically acquired intangibles are significant drivers of future cash flows. However, we note that the proposed qualitative disclosure requirement discussed below somewhat mitigates this issue.

Question 2 – Disclosure Requirements

(a) Qualitatively significant intangible assets

We agree with the proposal to require disclosure of qualitatively significant intangible assets subsumed into goodwill. This provides users with meaningful insight without imposing onerous valuation work. However, we think entities may not interpret the proposed wording as drafted in the ED consistently in practice. Many private enterprises can struggle to identify intangible assets acquired in a business combination, and therefore we think it is important that the authoritative guidance in the standard is clear and does not result in unintended efforts. We recommend the Board include additional guidance to assist with application of this disclosure requirement within the standard. For example, it would be helpful for the Board to incorporate some of the discussion from paragraph 46 of the Basis for Conclusions about how entities apply "readily identifiable" in this context. Additionally, the Board could include an Illustrative Example demonstrating what entities would capture in the disclosure, and what they would not, to assist with consistent application.

(b) Disclosures only in year of acquisition

We do not support the proposal to limit the qualitative disclosure of significant intangible assets to only the period in which the business combination occurs (and the immediately subsequent period in cases where the transaction occurs after year-end). We think the Board should require the disclosures throughout the amortization period of the related goodwill, as this would not impose significant incremental compliance efforts and would enhance the transparency and interpretability of the resulting financial information for users.

Question 3 – Goodwill amortization as an accounting policy choice

We agree with the proposal to introduce an accounting policy choice to amortize goodwill for entities not electing the relief. This flexibility is consistent with cost-benefit objectives of this ED, while enabling flexibility for entities that think an impairment-only approach produces more useful information.

Question 4 – Default and Maximum Amortization Period

(a) & (b) Default period of five years

We agree with the introduction of a default amortization period for goodwill, and we consider the five-year period, with an option to choose up to ten years of useful life, appropriate. While somewhat arbitrary, it provides a practical and cost-effective baseline.

(c) Maximum period of ten years

We support limiting the goodwill amortization period to a maximum of 10 years. We think that entities that typically acquire intangible assets of significant value with useful lives longer than 10 years through business combinations could conclude that recognizing the acquired intangible assets separately provides more useful information and opt not to apply the relief.

(d) Disclosure requirements

We agree with the proposed amendments to paragraph 3064.91. The required disclosures are consistent with ASPE's existing requirements for other amortizable assets and provide appropriate transparency about an entity's accounting policies and financial results.

Question 5 – Changes in accounting policies

(a) Exception to the "reliable and more relevant" criterion

We support the proposed exception. We think the criterion in 1506.06(b) would make it challenging, if not impossible, for an entity to justify changing their accounting policy to the relief approach if it is not exempt from this requirement.

(b) Retrospective application for adopting relief or amortization

We agree with retrospective application when entities voluntarily change their accounting policies to use the relief or to amortize goodwill. We think entities would generally have sufficient information to apply these changes without undue cost.

(c) Optional simplified approach when discontinuing the relief

We support the AcSB's objective of providing a simplified transition approach for entities that choose to discontinue applying the relief and want to recognize some intangible assets prospectively. However, we have concerns with the proposal to reconstruct intangible assets using the acquiree's historical carrying amounts.

Specifically, we think the acquiree's balance sheet may not reflect meaningful information and measurement bases. As noted above, in our experience, private enterprises can struggle to identify intangible assets and furthermore, in many private enterprise acquisitions, the acquiree's pre-acquisition balance sheet is not audited in its entirety. Therefore, the acquiree's balance sheet may not capture all recognized intangible assets, and entities and auditors may find it challenging to assess the completeness of this information. Furthermore, we think that this simplified recognition approach would not provide users with useful information about intangible assets. Ultimately, allowing entities to rely on these historical amounts may result in inconsistent outcomes, and reliance on potentially incomplete or inaccurate information by users.

Given these challenges, we recommend that the Board consider an alternative approach whereby entities do not rely on the acquiree's historical balance sheet. Instead, entities could recognize the intangible assets identified in the required qualitative disclosures at the time of the acquisition (i.e. the disclosure proposed in Section 1582 paragraph 62(j)). In line with the proposed simplified approach, an entity could measure these assets at fair value at the beginning of the current period (not exceeding the carrying value of goodwill) and therefore would not need to rely on hindsight. While potentially more costly than the proposed simplified approach, this would enable entities to recognize intangible assets that are more significant and relevant relative to the entity's business, and overall provide more useful information.

(d) Illustrative Example

We agree that the Illustrative Example helps demonstrate the mechanics of transitioning from the relief approach, should the Board decide to proceed with the proposed simplified approach.

(e) Prospective application when ceasing goodwill amortization

We agree with the proposal in the ED.

Question 6 – First-time Adoption

We agree with the proposed amendments to Section 1500, *First-time adoption.*

Question 7 – Consequential Amendment to Section 3051

We agree with requiring amortization of equity-method goodwill when the investor amortizes goodwill under Section 3064. This ensures internal consistency in goodwill measurement across investments.

Question 8 – Effective Date and Transition

(a) Effective date of January 1, 2029

We agree with the proposed effective date. We think the timeline is appropriate given the amendments are optional and generally will simplify financial reporting for those that adopt them. We do note that we expect many of our clients to seek to early adopt the amendments once issued and therefore encourage the Board to finalize the amendments and issue them in Part II of the CPA Canada Handbook – Accounting as soon as possible.

(b) Retrospective application

We support retrospective application. As noted above, we think if entities choose to adopt the simplified accounting options, they will generally have sufficient information to apply these changes retrospectively without undue cost. Furthermore, we are aware of entities that currently accept qualified audit opinions related to business combinations, and retrospective application would eliminate many of those qualifications.

If you require further information or have any questions on our responses, please contact Katherine Knowlton (Katherine.knowlton@rsmcanada.com or 647-725-1602) or Stephanie Wiseman (stephanie.wiseman@rsmcanada.com or 416-646-8775).

Sincerely,

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Katharine Christopoulos, CPA, CA
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30 January 2026

Dear Ms. Christopoulos

Comment letter on Exposure Draft - Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill

We appreciate the opportunity to comment on the Accounting Standards Board's (AcSB) Exposure Draft – Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill published in October 2025.

We support the AcSB's efforts to explore areas of complexity where the cost of compliance with Accounting Standards for Private Enterprises (ASPE) may outweigh the benefit for smaller entities. Given the range of entities that apply ASPE, we agree with the approach to provide an accounting policy choice to elect relief from the recognition of identifiable intangible assets acquired in a business combination.

The appendix to this letter contains our detailed responses to the questions raised in the Exposure Draft.

Please contact Jamie O'Neil at joneil@kpmg.ca if you wish to discuss any of the responses in this letter.

Yours truly,

KPMG LLP

Per:

James A. O'Neil, CPA, CA	Abhimanyu Verma, CPA, CA
Partner, Enterprise Leader, Department of Professional Practice	Partner in-Charge, Department of Professional Practice

Question 1 - The AcSB proposes relief from recognition of all identifiable intangible assets acquired in a business combination (relief) to reduce the financial reporting burden. The Board proposes that the relief be provided as an accounting policy choice, applied consistently across all business combinations. The Board also proposes that entities electing the relief are required to amortize goodwill. a) Do you agree with the proposal to introduce optional relief? If not, why not? b) Do you agree with the proposal that the relief should be provided as an accounting policy choice? If not, why not? c) Do you agree with the proposal that the accounting policy choice to elect the relief be applied consistently across all business combinations? If not, why not? d) Do you agree with the proposal to require that entities electing the relief to also amortize goodwill? If not, why not? e) Do you agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination? If not, which types of identifiable intangible assets should be included in the scope of the relief and what criteria should be used to determine their inclusion?

a) Yes.
b) Yes.
c) Yes.
d) Yes.
e) Yes.

Question 2 - The AcSB proposes adding disclosure requirements for entities electing the relief. These requirements include a general description of the nature of each qualitatively significant intangible asset included in goodwill that is readily identifiable. The Board also proposes that these disclosures be provided only in the year of the business combination. a) Do you agree with the proposed disclosure requirements? If not, why not and what alternatives should the Board consider? b) Do you agree with the proposal that these disclosures be provided only in the year of the business combination? If not, why not and what alternatives should the Board consider?

a) Yes. While there is cost and complexity involved in fair valuing intangible assets upon acquisition, in our experience, the identification of the qualtitatively significant intangible assets should not be onerous, as significant acquired intangibles that are essential to the acquired business are typically identified in the acquisition agreement.
b) Yes.

Question 3 - The AcSB proposes that goodwill amortization be provided as an accounting policy choice for entities not electing the relief, to be applied consistently across all business combinations. Do you agree with this proposal? If not, why not?

Yes.

Question 4 - The AcSB proposes that, for entities amortizing goodwill, goodwill is amortized on a straight-line basis over a default period of five years, unless the entity can demonstrate that another useful life, not exceeding 10 years, is more appropriate.

a) Do you agree with the proposal to provide a default goodwill amortization period? If not, why not?
b) Do you agree with the proposal that the default goodwill amortization period be set at five years? If not, why not and what alternatives should the Board consider?
c) Do you agree with the proposal to limit the goodwill amortization period to 10 years? If not, why not and what alternatives should the Board consider?
d) Do you agree with the proposed amendments to paragraph 3064.91 to require disclosures for goodwill subject to amortization? If not, why not and what alternatives should the Board consider?

a) Yes. While we agree that setting a default period does not have strong conceptual merits, we do agree that most entities would likely apply the default amortization period, which provides the benefit of increasing comparability.
b) Yes.
c) Yes. In our experience, most commonly identified intangible assets subject to amortization would not have a useful life that exceeds 10 years. Also, this approach provides flexibility for entities to select an appropriate amortization period for acquired intangible assets that have a contractually defined life that may exceed five years.
d) Yes.

Question 5 - The AcSB proposes to amend paragraph 1506.09 to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b). The Board also proposes an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. In addition, the Board proposes to require entities voluntarily changing their accounting to no longer amortize goodwill to apply this change in accounting policy prospectively.

a) Do you agree with the proposal to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b)? If not, why not?
b) Do you agree with the proposal to require entities voluntarily changing their accounting policies to use the relief or to amortize goodwill to apply the change retrospectively, as per the requirement in paragraph 1506.10(c)? If not, why not?
c) Do you agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not and what alternatives should the Board consider?
d) Do you think that the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not?
e) Do you agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply this change prospectively? If not, why not?

a) Yes.
b) Yes.

c) Yes. The Basis of Conclusions should include the Board's considerations in paragraphs 89 and 90 to help reinforce that the intention is not to allow entities to selectively apply policy changes to avoid unfavourable outcomes.
d) Yes.
e) Yes. While retrospective application would be preferred, the prospective approach avoids further complexities as outlined in paragraph 85 of the Exposure Draft.

Question 6 - The AcSB proposes amendments to paragraphs 1500.11 and 1501.12 to allow a first-time adopter to retrospectively apply the accounting policy choice to use the relief and/or to amortize goodwill at the date of transition to ASPE (or ASNPO) when it elects the business combinations exemption from retrospectively applying Section 1582. Do you agree with this proposal? If not, why not?

Yes.

Question 7- The AcSB proposes a consequential amendment to paragraph 3051.11. Do you think these consequential amendments adequately support the practical application of the equity method? If not, why not?

Yes. This ensures that goodwill is treated in a consistent manner within the consolidated financial statements of an entity.

Question 8 - The AcSB proposes that the amendments be effective for fiscal years beginning on or after January 1, 2029, with earlier application permitted. The Board also proposes that the amendments be applied retrospectively.
a) Do you agree that the proposed amendments should be applied for annual periods beginning on or after January 1, 2029, with earlier application permitted? If not, why not?
b) Do you agree that the proposed amendments should be applied retrospectively? If not, why not?

a) Yes.
b) Yes.

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January 30, 2026

Katharine Christopoulos, CPA, CA
Director, Accounting Standards
Accounting Standards Board
145 King Street West, Suite 500
Toronto, Ontario M5H 1J8

Ms. Christopoulos:

Ernst & Young LLP ("EY" or "we") welcome the opportunity to provide comments to the Accounting Standards Board ("AcSB" or the "Board") on the October 2025 Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill Exposure Draft (the "Exposure Draft"). Our responses to the specific questions posed in the Exposure Draft are included below.

Comments on Specific Questions Requested by the AcSB

1. The AcSB proposes relief from recognition of all identifiable intangible assets acquired in a business combination (relief) to reduce the financial reporting burden. The Board proposes that the relief be provided as an accounting policy choice, applied consistently across all business combinations. The Board also proposes that entities electing the relief are required to amortize goodwill.

   (a) Do you agree with the proposal to introduce optional relief? If not, why not?

   Yes, we agree with the proposal to introduce optional relief.

   (b) Do you agree with the proposal that the relief should be provided as an accounting policy choice? If not, why not?

   Yes, we agree with the proposal that the relief should be provided as an accounting policy choice. Notwithstanding the fact that comparability is affected, we recognize that ASPE contains various options throughout the standards.

   (c) Do you agree with the proposal that the accounting policy choice to elect the relief be applied consistently across all business combinations? If not, why not?

   No, we do not agree with this proposal that the accounting policy choice to elect the relief be applied consistently across all business combinations. We believe that this accounting policy choice should be applied on a transaction-by-transaction basis. We note that some users or preparers may desire the option to elect the relief or not depending on the facts and circumstances of each business combination. Some examples of scenarios where users or preparers may find the financial information to be more relevant when intangible assets are separately recognized from goodwill include a business combination where significant patents or other intellectual property have been acquired, or a business combination where a well-known brand name has been acquired. For these scenarios noted, requiring the relief to be applied consistently across all business combinations would preclude separate recognition of such intangible assets, unless an entity were to elect the accounting policy choice to cease applying the relief in the year that such a business combination took place, and then follow the change in accounting policy guidance to restate for all past business combinations, which could be onerous for a preparer depending on the number of past business combinations. Therefore, *we see merit in applying the relief on a transaction-by-transaction basis, along with a requirement to disclose the choice made for each transaction.*

(d) Do you agree with the proposal to require that entities electing the relief to also amortize goodwill? If not, why not?

Yes, we agree with the proposal to require that entities electing the relief also amortize goodwill.

(e) Do you agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination? If not, which types of identifiable intangible assets should be included in the scope of the relief and what criteria should be used to determine their inclusion?

Yes, we agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination, as requiring users to analyze intangible assets against specific criteria would increase judgement and complexity, contrary to the Exposure Draft's objective of simplifying the guidance.

2. The AcSB proposes adding disclosure requirements for entities electing the relief. These requirements include a general description of the nature of each qualitatively significant intangible asset included in goodwill that is readily identifiable. The Board also proposes that these disclosures be provided only in the year of the business combination.

(a) Do you agree with the proposed disclosure requirements? If not, why not and what alternatives should the Board consider?

We do not agree with the proposed disclosure requirements. Preparers electing the relief may argue that none of the intangible assets included in goodwill (aside from the intangible assets that may already be in the books of the acquiree) are readily identifiable. Requiring qualitative disclosure of significant intangible assets included in goodwill would likely result in generic, boilerplate disclosures, as preparers could default to standard language should the intangible assets not be identified specifically (as they would be subsumed in goodwill). Therefore, preparers may resort to general language that suggests what may be included in goodwill, and we believe there is limited value in this required disclosure, such that it should be an optional, and not a required, disclosure.

As an alternative, the Board could consider whether entities should be required to disclose the date on which past acquisitions occurred and the amount of goodwill recognized for each acquisition; such disclosure on past acquisitions would continue to be made in each subsequent reporting period until such time that the goodwill related to that acquisition has been fully amortized or fully impaired. We believe that such information could be useful to users in understanding the magnitude of possible intangible assets recognized in each acquisition and that continue to form part of the remaining goodwill balance. We do not believe such a disclosure requirement would impose a significant burden on preparers.

(b) Do you agree with the proposal that these disclosures be provided only in the year of the business combination? If not, why not and what alternatives should the Board consider?

Please refer to our response to (a) immediately above for our suggested alternative disclosure, which we believe will provide more useful information to financial statement users.

3. The AcSB proposes that goodwill amortization be provided as an accounting policy choice for entities not electing the relief, to be applied consistently across all business combinations. Do you agree with this proposal? If not, why not?

   Yes, we agree with the proposal that goodwill amortization be provided as an accounting policy choice for entities not electing the relief, to be applied consistently across all business combinations.

4. The AcSB proposes that, for entities amortizing goodwill, goodwill is amortized on a straight-line basis over a default period of five years, unless the entity can demonstrate that another useful life, not exceeding 10 years, is more appropriate.

   (a) Do you agree with the proposal to provide a default goodwill amortization period? If not, why not?

   Yes, we agree with the proposal to provide a default goodwill amortization period.

   (b) Do you agree with the proposal that the default goodwill amortization period be set at five years? If not, why not and what alternatives should the Board consider?

   We do not agree with the proposal that the default goodwill amortization period be set at five years; instead, we believe that a default amortization period of ten years would be more appropriate. We believe that if an enterprise is making a significant investment decision to acquire another business, especially if it is comprised of a significant amount of intangible assets, then operationally, that strategic decision would likely not have been made with only a five-year time horizon, therefore a five-year default amortization period appears aggressive. We believe that using a ten-year default amortization period would more accurately reflect the strategic decision making that goes into a business combination and is more reflective of the economic realities of an acquisition; further, a ten-year default amortization period aligns with US GAAP and therefore results in more comparability with U.S. peers, and also reduces the risk of the acquiring entity presenting negative equity versus using a five-year default amortization period.

   (c) Do you agree with the proposal to limit the goodwill amortization period to 10 years? If not, why not and what alternatives should the Board consider?

   Yes, we agree with the proposal to limit the goodwill amortization period to ten years; however, for simplicity, we further suggest that all entities amortizing goodwill use a default amortization period of ten years, and that an option not be provided to allow for a range of five to ten years, unless specific criteria to consider when determining the appropriate useful life of goodwill is developed.

   We recognize that significant judgment will be required by preparers in determining a useful life of goodwill, regardless of whether intangibles have been included in goodwill. Without the development of specific criteria to consider when determining the appropriate useful life of goodwill (for example, as discussed in paragraph 61 of the Basis for conclusions, "cases where the main intangible asset subsumed into goodwill has a useful life of less than five years"), we believe that preparers may find it difficult to justify their selected useful life between five and ten years, especially to their auditor. Therefore, if the Board chooses not to develop specific criteria to consider when determining the appropriate useful life of goodwill, then requiring that all entities that amortize goodwill use a default amortization of ten years will serve to reduce complexity for preparers, and also enhance comparability between entities.

   (d) Do you agree with the proposed amendments to paragraph 3064.91 to require disclosures for goodwill subject to amortization? If not, why not and what alternatives should the Board consider?

Yes, we agree with the proposed amendments to paragraph 3064.91.

5. The AcSB proposes to amend paragraph 1506.09 to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b). The Board also proposes an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. In addition, the Board proposes to require entities voluntarily changing their accounting to no longer amortize goodwill to apply this change in accounting policy prospectively.

   (a) Do you agree with the proposal to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b)? If not, why not?

   Yes, we agree with this proposal as this aligns with other simplification options in ASPE and prevents entities from being tied to an accounting policy indefinitely.

   (b) Do you agree with the proposal to require entities voluntarily changing their accounting policies to use the relief or to amortize goodwill to apply the change retrospectively, as per the requirement in paragraph 1506.10(c)? If not, why not?

   Yes, we agree with this proposal.

   (c) Do you agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not and what alternatives should the Board consider?

   No, we do not agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. Given the relative ease and minimal cost with which an entity can choose to no longer apply the relief (as the optional simplified approach does not require recognition of any intangible assets not already recognized on the acquiree's balance sheet, nor would it generally require remeasurement of intangible assets already recognized on the acquiree's balance sheet) we believe that the optional simplified approach may allow for possible manipulation of financial statement information.

   For example, if an entity has a large amount of goodwill that is subject to amortization, and it desires to present more favourable results, using the optional simplified approach it can easily change its accounting policy to no longer apply the relief by instead recognizing the intangible assets on the acquiree's books, which are likely lower in value than those that would have been subsumed in goodwill at the time of the business combination, and consequently the amortization on those intangible assets would also likely be lower in value than that of the goodwill prior to the accounting policy change, thus increasing net income.

   Given the risk of manipulation of financial statement information, we believe that retrospective application is more appropriate if an enterprise chooses to no longer apply the relief. However, further to our response to question 1.(c), we also believe that entities would benefit from the accounting policy choice to no longer apply the relief being applied on a transaction-by-transaction basis.

   (d) Do you think that the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not?

Notwithstanding our response to question 5.(c) above, yes, we agree that the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief.

(e) Do you agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply this change prospectively? If not, why not?

No, we do not agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply this change prospectively, and believe that it should be applied retrospectively, along with the performance of a goodwill impairment test. Firstly, we do not believe it would be onerous for an entity to retrospectively restate goodwill as if it had never been amortized. Secondly, similar to our response to question 5.(c) above, we believe that prospective application could allow for possible manipulation of financial statement earnings by allowing an entity to selectively choose to amortize goodwill in certain years, and cease amortization in other years, with relative ease. We believe that requiring retrospective application and the performance of a goodwill impairment test would address the matter of possible manipulation of financial statement earnings.

6. The AcSB proposes amendments to paragraphs 1500.11 and 1501.12 to allow a first-time adopter to retrospectively apply the accounting policy choice to use the relief and/or to amortize goodwill at the date of transition to ASPE (or ASNPO) when it elects the business combinations exemption from retrospectively applying Section 1582. Do you agree with this proposal? If not, why not?

   Yes, we agree with this proposal.

7. The AcSB proposes a consequential amendment to paragraph 3051.11. Do you think these consequential amendments adequately support the practical application of the equity method? If not, why not?

   No, we do not believe that the consequential amendments to 3051.11 adequately support the practical application of the equity method. Firstly, although we believe that the intent of the extant wording in Section 3051.11 is to require a preparer to perform a notional purchase price allocation for its equity method investee at the date of acquisition, such that amortization recorded as part of the equity method investment income reflects depreciation and amortization of the investee assets (both tangible and intangible) based on their 'assigned costs' at the date of acquisition, we do not believe that the extant wording in 3051.11 is clear enough in this regard, and as a result there are both preparers and practitioners who fail to recognize this accounting requirement. Secondly, although the proposed consequential amendment adequately addresses the amortization of the amount 'similar to goodwill' if the investor's accounting policy is to amortize goodwill, we observe that it does not provide optional relief to subsume all identifiable intangible assets of the investee into the amount that is 'similar to goodwill'. Without providing optional relief under the equity method to allow subsuming such intangible asset balances of the investee into the amount that is 'similar to goodwill', then we believe that preparers would still be required to perform a notional purchase price allocation for its equity method investee at the date of acquisition in order to determine the 'assigned costs' of all identifiable intangible assets of the investee at the date of acquisition, which we do not believe was the Board's intent.

   To address both points noted above, the Board should consider the drafting of additional guidance to accompany Section 3051.11 regarding the performance of a notional purchase price allocation in order to identify the 'assigned costs' of assets at the date of acquisition to make this accounting requirement more explicit to preparers, and should also draft additional guidance allowing for optional *relief under the equity method to allow subsuming identifiable intangible asset balances of an investee into the amount that is 'similar to goodwill'.*

8. The AcSB proposes that the amendments be effective for fiscal years beginning on or after January 1, 2029, with earlier application permitted. The Board also proposes that the amendments be applied retrospectively.

   (a) Do you agree that the proposed amendments should be applied for annual periods beginning on or after January 1, 2029, with earlier application permitted? If not, why not?

   Yes, we agree with this proposal.

   (b) Do you agree that the proposed amendments should be applied retrospectively? If not, why not?

   Yes, we agree with this proposal.

We would be pleased to discuss our comments with members of the AcSB or its staff. If you wish to do so, please contact Adam Rybinski, Partner, Professional Practice at 416-943-2711 (Adam.C.Rybinski@ca.ey.com) or Eric Spiekman, Professional Practice Director, at 416-943-3779 (Eric.Spiekman@ca.ey.com).

Yours sincerely,
ERNST & YOUNG LLP

Ernst & Young LLP

Chartered Professional Accountants
Licensed Public Accountants

Au Conseil des normes comptables

Réponse de Groupe Servicas à l'exposé-sondage – Exemption relative à la comptabilisation des actifs incorporels acquis et amortissement des écarts d'acquisition

Brossard, le 30 janvier 2026

Katharine Christopoulos, CPA, CA
Directrice, Normes comptables
Conseil des normes comptables
145, rue King Ouest, bureau 500
Toronto (Ontario) M5H 1J8

Madame,

Vous trouverez ci-joint les commentaires du Comité des normes de Groupe Servicas inc. inc., mis en place par le conseil d'administration de Groupe Servicas inc., concernant l'exposé-sondage intitulé « Exemption relative à la comptabilisation des actifs incorporels acquis et amortissement des écarts d'acquisition ».

Nous vous serions reconnaissants de nous faire parvenir une copie de la traduction anglaise de nos commentaires.

Veuillez prendre note que le Comité des normes de Groupe Servicas inc. agit seulement à titre de facilitateur et ce document ne constitue pas une réponse de ce dernier, mais le point de vue des membres de ce comité. De plus, ni le Groupe Servicas inc., ni quelque personne que ce soit ayant participé à la préparation des commentaires ne peuvent être tenus responsables relativement à leur utilisation et ils ne sont tenus à aucune garantie de quelque nature que ce soit découlant de ces commentaires, tel que décrit dans le déni de responsabilité joint à la présente.

Veuillez agréer, Madame Christopoulos, nos salutations distinguées.

Julie Choquette, CPA auditrice
Représentante du Comité des normes de Groupe Servicas inc. inc.

p. j. Déni de responsabilité et commentaires

DÉNI DE RESPONSABILITÉ

Les documents préparés par le Comité des normes de Groupe Servicas inc. (Comité des normes) ci-après appelés les « commentaires », sont fournis selon les conditions décrites dans la présente, pour faire connaître l'opinion des membres de Groupe Servicas inc. sur des documents de consultation, des exposés-sondages préliminaires ainsi que des exposés-sondages publiés par le Conseil des normes comptables et le Conseil des normes d'audit et de certification.

Les commentaires fournis par le Comité des normes ne doivent pas être utilisés comme substitut à des missions confiées à des professionnels spécialisés. Il est important de noter que les lois, les normes et les règles sur lesquelles sont émis les commentaires peuvent changer en tout temps et que, dans certains cas, les commentaires écrits peuvent être sujets à controverse.

Ni Groupe Servicas inc., ni quelque personne que ce soit ayant participé à la préparation des commentaires ne peuvent être tenus responsables relativement à l'utilisation de ces commentaires et ils ne sont tenus à aucune garantie de quelque nature que ce soit découlant de ces commentaires. Les commentaires donnés ne lient pas, par ailleurs, les membres du Comité des normes ou Groupe Servicas inc..

La personne qui se réfère ou utilise ces commentaires assume l'entière responsabilité de sa démarche ainsi que tous les risques liés à l'utilisation de ceux-ci. Elle consent à exonérer le Groupe Servicas inc. et le Comité des normes à l'égard de toute demande en dommages-intérêts qui pourrait être intentée par suite de toute décision qu'elle aurait pu prendre en fonction de ces commentaires.

MANDAT DU COMITÉ DES NORMES DE GROUPE SERVICAS INC.

Groupe Servicas inc. est un regroupement de plus de 50 cabinets indépendants de CPA qui compte plus de 170 associés impliqués auprès de clients de petites et moyennes entreprises.

Le comité des normes a comme mandat de suivre l'évolution des normes comptables et de certification, d'outiller les cabinets membres pour assurer leur conformité, et de soutenir le contrôle qualité à travers des recommandations, des modèles et des formations. Il agit comme centre d'expertise et de veille normative, tout en facilitant le partage des meilleures pratiques entre les cabinets membres. Il recueille et canalise le point de vue des praticiens exerçant en cabinet et de membres œuvrant dans les affaires, dans les services gouvernementaux et dans l'industrie ainsi que le point de vue d'autres personnes concernées œuvrant dans des domaines d'expertise connexes.

Pour chaque exposé-sondage ou autre document étudié, les membres du Comité des normes mettent leurs analyses en commun. Les commentaires ci-dessous reflètent les points de vue exprimés et sauf indication contraire, ces commentaires font l'objet d'un consensus parmi les membres du Comité des normes ayant participé à cette analyse.

Les commentaires formulés par le Comité des normes ne font l'objet d'aucune sanction du Groupe Servicas inc.. Ils n'engagent pas la responsabilité de celui-ci.

QUESTIONS SPÉCIFIQUES DE L'EXPOSÉ-SONDAGE

1. *Le CNC propose d'instaurer une exemption de la comptabilisation de tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises (exemption) pour réduire le fardeau lié à l'information financière. Cette exemption constituerait un choix de méthode comptable, à appliquer uniformément à tous les regroupements d'entreprises. De même, toujours selon la proposition du CNC, les entités qui choisissent de se prévaloir de l'exemption seraient tenues d'amortir leurs écarts d'acquisition.*
   a) *Adhérez-vous à la proposition visant à instaurer une exemption facultative? Dans la négative, pourquoi?*

      Oui, nous adhérons à cette proposition.

   b) *Appuyez-vous la proposition selon laquelle l'exemption constituerait un choix de méthode comptable? Dans la négative, pourquoi?*

      Oui, nous appuyons à cette proposition.

   c) *Êtes-vous favorable à la proposition selon laquelle le choix de méthode comptable consistant à se prévaloir de l'exemption serait appliqué uniformément à tous les regroupements d'entreprises? Dans la négative, pourquoi?*

      Oui, nous sommes favorables à cette proposition.

   d) *Adhérez-vous à la proposition selon laquelle les entités qui choisissent de se prévaloir de l'exemption seraient tenues d'amortir leurs écarts d'acquisition? Dans la négative, pourquoi?*

      Oui, nous adhérons à cette proposition.

   e) *Appuyez-vous la proposition selon laquelle l'exemption s'appliquerait à tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises? Dans la négative, quels types d'actifs incorporels identifiables devraient être inclus dans le périmètre de l'exemption, et quels devraient être les critères visant à faire cette détermination?*

      Oui, nous appuyons cette proposition qui permet une simplification de la comptabilisation des regroupements d'entreprises.

2. *Le CNC propose d'ajouter des obligations d'information pour les entités qui choisissent de se prévaloir de l'exemption. Les entités auraient notamment à fournir une description générale de la nature de chaque actif incorporel qualitativement important intégré à l'écart d'acquisition qui est facilement identifiable. Le CNC propose également que ces informations ne soient fournies que dans l'exercice au cours duquel a lieu le regroupement d'entreprises.*
   a) *Êtes-vous favorable aux obligations d'information proposées? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

      Nous sommes en désaccord avec les obligations d'information à fournir. Les informations à fournir sur la nature de chaque actif incorporel qualitativement important intégré à l'écart d'acquisition qui est facilement identifiable nous ramènent à la case départ l'année du regroupement d'entreprises. Pour la grande majorité des PME, la direction n'est pas en mesure d'indiquer quels sont les actifs incorporels acquis. Les auditeurs auront donc du travail à faire pour s'assurer d'obtenir l'information pour la divulgation dans les notes et corroborer cette dernière. Cet élément faisait partie du problème amenant la réserve au rapport pour les écarts d'acquisition et ayant amené le CNC a publié cet exposé-sondage. Dans la majorité des cas, il y aura donc une réserve au rapport pour les informations à fournir l'année du regroupement. Il n'y a aucune pertinence et plus-value à cette information. Le problème de départ qui a amené à l'allègement de la norme (retirer la réserve au rapport) serait toujours présent dans l'année du regroupement.

Les principaux utilisateurs des états financiers pour les PME sont les prêteurs. Dans l'exposé-sondage, au point 32, le CNC mentionne ce qui suit : « La plupart des prêteurs ont fait savoir que l'intégration à l'écart d'acquisition de tous les actifs incorporels n'influerait pas sur leurs décisions, car ce qui les intéresse, ce sont les flux de trésorerie et le bénéfice avant intérêts, impôts et amortissements. Même si le fait que l'entité possède certains actifs incorporels – en particulier ceux qui génèrent des flux de trésorerie distincts ou qui sont assortis de droits spécifiques – peut intéresser les prêteurs et les autres utilisateurs, ceux-ci ont précisé qu'ils obtenaient souvent des informations plus détaillées directement auprès de l'entité. Certains utilisateurs ont d'ailleurs souligné qu'ils s'intéressaient davantage à l'incidence des actifs incorporels sur les flux de trésorerie futurs qu'à leur juste valeur à un moment précis, et qu'ils préféraient généralement mener leur propre évaluation plutôt que de se fier à la juste valeur figurant dans les états financiers. » Les prêteurs obtiennent donc directement l'information désirée de la direction, s'il y a lieu et ils vont continuer à le faire et n'ont pas d'intérêts pour la divulgation d'informations proposée. Les informations demandées ne leur sont pas utiles.

À notre avis, la présentation de l'écart d'acquisition à la face du bilan, la méthode comptable pour l'écart d'acquisition et la divulgation de la charge d'amortissement de l'écart d'acquisition sont les informations utiles à présenter aux états financiers. Aucune autre information n'est nécessaire.

b) *Adhérez-vous à la proposition selon laquelle ces informations ne seraient fournies que dans l'exercice au cours duquel a lieu le regroupement d'entreprises? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Nous sommes en désaccord avec la proposition concernant les informations à fournir. Si elle était toutefois maintenue, nous sommes en accord avec le fait que ces informations ne soient fournies que dans l'exercice au cours duquel le regroupement a lieu afin d'éviter une réserve permanente au rapport.

3. *Le CNC propose que l'amortissement des écarts d'acquisition constitue un choix de méthode comptable pour les entités qui ne se prévalent pas de l'exemption, choix qui serait appliqué uniformément à tous les regroupements d'entreprises. Appuyez-vous cette proposition? Dans la négative, pourquoi?*

Oui, nous appuyons cette proposition.

4. *Le CNC propose que l'amortissement de l'écart d'acquisition, le cas échéant, se fasse selon la méthode linéaire sur une durée par défaut de 5 ans, à moins que l'entité puisse démontrer qu'une autre durée de vie utile, ne dépassant pas 10 ans, est plus appropriée.*

a) *Adhérez-vous à la proposition visant à instaurer une durée d'amortissement par défaut pour les écarts d'acquisition? Dans la négative, pourquoi?*

Oui, nous adhérons à cette proposition.

b) *Appuyez-vous la proposition selon laquelle la durée d'amortissement par défaut pour les écarts d'acquisition serait fixée à 5 ans? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Nous pensons qu'une période de 10 ans reflète davantage la durée de vie utile de l'écart d'acquisition. Tel que mentionné au point 61 de l'exposé-sondage « Cette durée concorde bien avec les dispositions en vigueur en Amérique du Nord et à l'international, et engloberait la durée de vie utile de la plupart des actifs incorporels acquis ». Comme il existe des comparables au niveau de normes applicables à l'international, nous pensons que la durée de vie proposée par le CNC de 5 ans n'est pas justifiée. La possibilité qu'un actif incorporel inclus dans l'écart d'acquisition ait une durée de vie utile inférieure à 10 ans est probable mais peu fréquente.

d) *Adhérez-vous à la proposition visant à limiter à 10 ans la durée d'amortissement pour les écarts d'acquisition? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

   Nous pensons que l'amortissement de l'écart d'acquisition devrait être linéaire 10 ans sans aucune autre possibilité.

e) *Êtes-vous favorable aux modifications que le CNC propose d'apporter au paragraphe 3064.91 pour exiger la fourniture d'informations sur les écarts d'acquisition amortissables? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

   Oui, nous sommes favorables aux modifications.

5. *Le CNC propose de modifier le paragraphe 1506.09 pour permettre à l'entité de changer de méthode comptable en ce qui a trait à l'exemption et à l'évaluation ultérieure des écarts d'acquisition sans que le critère des informations fiables et davantage pertinentes prévu à l'alinéa 1506.06 b) soit respecté. Il propose également l'instauration d'une approche simplifiée facultative pour les entités qui changent volontairement de méthode comptable afin de ne plus appliquer l'exemption. Par ailleurs, le CNC propose d'obliger les entités qui changent volontairement de méthode comptable afin de ne plus amortir les écarts d'acquisition à appliquer ce changement de méthode comptable de façon prospective.*

   a) *Adhérez-vous à la proposition consistant à permettre à l'entité de changer de méthode comptable en ce qui a trait à l'exemption et à l'évaluation ultérieure des écarts d'acquisition sans que le critère des informations fiables et davantage pertinentes prévu à l'alinéa 1506.06 b) soit respecté? Dans la négative, pourquoi?*

      Oui, nous adhérons à cette proposition.

   b) *Appuyez-vous la proposition selon laquelle les entités qui changent volontairement de méthode comptable afin de se prévaloir de l'exemption ou d'amortir les écarts d'acquisition seraient tenues d'appliquer ce changement de manière rétrospective, comme l'exige l'alinéa 1506.10 c)? Dans la négative, pourquoi?*

      Oui, nous appuyons cette proposition.

   c) *Êtes-vous favorable à la proposition visant à instaurer une approche simplifiée facultative pour les entités qui changent volontairement de méthode comptable afin de ne plus appliquer l'exemption? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

      Oui, nous sommes favorables à cette proposition.

   d) *Selon vous, l'exemple proposé dans le chapitre 1582 permet-il d'illustrer l'application de l'approche simplifiée facultative pour les entités qui changent volontairement de méthode comptable afin de ne plus appliquer l'exemption? Dans la négative, pourquoi?*

      Oui, l'exemple permet d'illustrer l'application de l'approche simplifiée.

   e) *Adhérez-vous à la proposition consistant à obliger les entités qui changent volontairement de méthode comptable afin de ne plus amortir les écarts d'acquisition à appliquer ce changement de façon prospective? Dans la négative, pourquoi?*

      Oui, nous adhérons à cette proposition.

6. *Le CNC propose de modifier les paragraphes 1500.11 et 1501.12 pour permettre à l'entité ou à l'organisme, selon le cas, qui adopte les normes d'appliquer rétrospectivement le choix de méthode comptable consistant à se prévaloir de l'exemption ou à amortir les écarts d'acquisition à la date de transition aux NCECF ou aux NCOSBL, selon le cas, lorsqu'il choisit de se prévaloir de l'exemption concernant l'application rétrospective du chapitre 1582 aux regroupements d'entreprises. Appuyez-vous cette proposition? Dans la négative, pourquoi?*

   Oui, nous appuyons cette proposition.

7. *Le CNC propose que les modifications s'appliquent pour les exercices ouverts à compter du 1er janvier 2029 et qu'une application anticipée soit permise. Il propose également que les modifications soient appliquées rétrospectivement.*

   a) *Êtes-vous d'accord que les modifications proposées devraient s'appliquer pour les exercices ouverts à compter du 1er janvier 2029 et qu'une application anticipée serait permise? Dans la négative, pourquoi?*

      Oui, nous sommes en accord.

   b) *Êtes-vous d'accord que les modifications proposées devraient être appliquées rétrospectivement? Dans la négative, pourquoi?*

      Oui, nous sommes en accord.

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January 31, 2026

Katharine Christopoulos, CPA, CA
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Accounting Standards Board
145 King Street West, Toronto,
Ontario M5H 1J8

Subject: Invitation to Comment - Exposure Draft: Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill

Dear Ms. Christopoulos:

We thank you for the opportunity to provide comments on the above noted Exposure Draft regarding the subsequent measurement of goodwill and acquired intangible assets.

We recognize the concerns raised by stakeholders and are supportive of the Accounting Standards Board's proposed relief from recognition of acquired intangible assets and amortization of goodwill.

Please find attached our comments to the specific questions raised in the Exposure Draft. If you have any questions, please contact Martin Roy (mroy@deloitte.ca) at 416-601-5679 or Patrick Ho (patho@deloitte.ca) at 604-640-4907.

Yours truly,

Deloitte LLP

Chartered Professional Accountants

Appendix
Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill

1. **The AcSB proposes relief from recognition of all identifiable intangible assets acquired in a business combination (relief) to reduce the financial reporting burden. The Board proposes that the relief be provided as an accounting policy choice, applied consistently across all business combinations. The Board also proposes that entities electing the relief are required to amortize goodwill.**

   a) **Do you agree with the proposal to introduce optional relief? If not, why not?**

   We agree with the proposal to introduce optional relief. We believe that the optional relief will reduce financial reporting burden for preparers that may not have the necessary resources and/or information available to appropriately identify all intangible assets acquired in business combinations. It also relieves organizations of the associated complexities with respect to determining the fair value of the identifiable intangible assets acquired.

   b) **Do you agree with the proposal that the relief should be provided as an accounting policy choice? If not, why not?**

   Yes, we agree that that the relief should be provided as an accounting policy choice. We believe that providing the relief as an accounting policy choice will provide flexibility for preparers. Specifically, entities can tailor financial reporting to specific user needs as not all users may find information regarding intangible assets acquired in a business combination to be useful. On the other hand, entities and users who find the information useful, or those organizations that have plans to eventually transition to IFRS® Accounting Standards, have the option to maintain existing accounting practices as they are not mandatorily required to simplify their financial reporting. Accordingly, we believe that the benefits to targeted users of financial statements would outweigh the potential reduction in comparability of financial statements. Allowing for a policy choice will ultimately allow for the decision and policy election to be driven by an organizations financial statement users.

   c) **Do you agree with the proposal that the accounting policy choice to elect the relief be applied consistently across all business combinations? If not, why not?**

   Yes, we agree with the proposal that the accounting policy choice to elect the relief shall be applied consistently across all business combinations. We believe that allowing an entity to elect to apply the relief on a transaction-by-transaction basis would impair the understandability and comparability of an entity's financial statements from year to year.

   d) **Do you agree with the proposal to require that entities electing the relief to also amortize goodwill? If not, why not?**

   Yes, we agree with the proposal to require that entities electing the relief to also amortize goodwill. We believe that this requirement would ensure that intangible assets subsumed into goodwill do not remain on the balance sheet for an indefinite period. Based on our experience, the majority of identifiable intangible assets acquired in a business combination have a finite life. These finite life intangible assets would have ordinarily been amortized over an appropriate useful life in absence of the relief. Accordingly, it is our view that the requirement to amortize goodwill when electing the relief would mitigate the risk of an overstatement of assets.

   e) **Do you agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination? If not, which types of identifiable intangible assets should be included in the scope of the relief and what criteria should be used to determine their inclusion?**

   Yes, we agree with the proposal to apply the relief to all identifiable intangible assets acquired in a business combination. The importance of each class of intangible assets varies by industry. Consequently, we believe that it would be challenging to create a subset of intangible assets that would be available for relief that would satisfy all industries, while achieving the objective of reducing reporting burden at the same time. Creating a policy choice that falls somewhere in between full relief and no relief may result in unwanted complexity. Furthermore, if users of financial statements are particularly interested in information regarding identifiable intangible assets, an entity can choose to not apply the relief.

Additionally, we would encourage the Board to clarify if the relief would extend to capitalized implementation activities in cloud computing arrangements that are capitalized under AcG-20, *Customer's accounting for cloud computing arrangements*. Given that these capitalized costs are not intangible assets and were created as an exception, we expect that costs associated with implementation activities in cloud computing arrangements would not be subsumed into goodwill. We believe further clarification if implementation costs capitalized under AcG-20 would meet the definition of an identifiable asset as described under Section 1582 paragraph 12 and if the exception provided by AcG-20 would extend to a business combination.

2. **The AcSB proposes adding disclosure requirements for entities electing the relief. These requirements include a general description of the nature of each qualitatively significant intangible asset included in goodwill that is readily identifiable. The Board also proposes that these disclosures be provided only in the year of the business combination.**

   a) **Do you agree with the proposed disclosure requirements? If not, why not and what alternatives should the Board consider?**

   Yes, we agree with the proposed disclosure requirements. We believe that providing a description of the qualitatively significant intangible assets would provide users with relevant information to understand the nature of the goodwill balance recorded and those identifiable intangible assets that have been subsumed within. Consistent with the Basis of Conclusions, we do not believe that the preparation of these qualitative disclosures would result in significant costs for preparers as there is generally an understanding of the assets, both tangible and intangible, acquired in a business combination. We further note that paragraphs 45 and 46 of the Basis for Conclusions provides helpful guidance regarding factors to consider in determining what is considered “qualitatively significant” and “readily available” with respect to preparation of the narrative information to be disclosed.

   b) **Do you agree with the proposal that these disclosures be provided only in the year of the business combination? If not, why not and what alternatives should the Board consider?**

   Yes, we agree with the proposal that these disclosures be provided only in the year of the business combination. We believe that the proposal supports the practical application of the relief as it reduces the ongoing administrative burden for preparers while ensuring that sufficient information is provided to users to understand the nature of a business combination that occurred in a given year.

3. **The AcSB proposes that goodwill amortization be provided as an accounting policy choice for entities not electing the relief, to be applied consistently across all business combinations. Do you agree with this proposal? If not, why not?**

   Yes, we agree with the proposal to require consistent application of goodwill amortization across all business combinations for entities that do not elect the relief for the same reasons as described in our response to Question 1 (c).

4. **The AcSB proposes that, for entities amortizing goodwill, goodwill is amortized on a straight-line basis over a default period of five years, unless the entity can demonstrate that another useful life, not exceeding 10 years, is more appropriate.**

   a) **Do you agree with the proposal to provide a default goodwill amortization period? If not, why not?**

   Yes, we agree with the proposal to provide a default goodwill amortization period. Although a default amortization period lacks strong conceptual merits, we believe that the guideline provides necessary relief and supports practical and consistent application of the optional relief. Furthermore, the default goodwill amortization period eliminates the need to exercise significant judgement required to predict, support and audit the useful life of goodwill and the subsumed intangible assets.

However, we would ask the Board to clarify if organizations are required to reassess the useful life of goodwill and subsumed intangible assets where the relief is elected in subsequent periods after the acquisition. Currently it is unclear if entities are expected to reassess the amortization period of goodwill and the subsumed intangibles assets on an annual basis per paragraph 57 of Section 3064. We encourage the Board to consider providing clarification as to whether paragraph 57 of Section 3064 would be applicable to goodwill and subsumed intangible assets. Please also refer to our comments to Question 5(c).

b) **Do you agree with the proposal that the default goodwill amortization period be set at five years? If not, why not and what alternatives should the Board consider?**

Although we agree with the proposal to provide a defined default goodwill amortization period, as noted in our response to Question 4(a), we encourage the Board to consider if a longer minimum amortization period should be provided, such as ten-years, which is in alignment with the practice adopted by other jurisdictions. In our view, a five-year amortization period may discourage entities from electing to apply the relief due to the negative equity that may be generated as noted in the Basis of Conclusions. We acknowledge the Boards concern of the risk of overstatement of assets due to under amortization resulting from a longer default amortization period. However, we believe that the risk of overstatement would be addressed by the requirement to perform an annual impairment assessment. Proving a longer amortization period may take more effort upfront than to perform an annual impairment indicators assessment, which would be required in either case. This effort would be particularly heavy if there are multiple intangible assets subsumed into goodwill. Overall, it is our view that a five-year default amortization may be overly restrictive and deter entities from adopting the relief.

c) **Do you agree with the proposal to limit the goodwill amortization period to 10 years? If not, why not and what alternatives should the Board consider?**

Please see our response to Question 4(b). Depending on the final proposal for the default amortization period, we believe that the limit to the goodwill amortization period should extend 5 years beyond the selected default period.

d) **Do you agree with the proposed amendments to paragraph 3064.91 to require disclosures for goodwill subject to amortization? If not, why not and what alternatives should the Board consider?**

Yes, we agree with the proposed amendments to paragraph 91 of Section 3064 to require disclosures for goodwill subject to amortization.

Additionally, we note that professional judgement would be required in scenarios where an entity determines an amortization period greater than the default period, particularly when there is a pool of various intangible assets subsumed in goodwill. We encourage the Board to consider whether providing disclosure of the significant judgements and estimates made to support a longer amortization period would be useful or important to users of financial statements.

5. **The AcSB proposes to amend paragraph 1506.09 to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b). The Board also proposes an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. In addition, the Board proposes to require entities voluntarily changing their accounting to no longer amortize goodwill to apply this change in accounting policy prospectively.**

a) **Do you agree with the proposal to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 1506.06(b)? If not, why not?**

Yes, we agree with the proposal to allow an entity to change its accounting policies with respect to the relief and the subsequent measurement of goodwill without meeting the reliable and more relevant information criterion in paragraph 06(b) of Section 1506 for the reasons explained in the Basis of Conclusions paragraph 76 and 77. In our view, this exception aligns with the objective of reducing the financial reporting burden for entities without adding undue complexity on application.

b) **Do you agree with the proposal to require entities voluntarily changing their accounting policies to use the relief or to amortize goodwill to apply the change retrospectively, as per the requirement in paragraph 1506.10(c)? If not, why not?**

Yes, we agree with the requirement to apply the accounting policies to use the relief or amortize goodwill to apply the changes retrospectively. Retrospective application provides users with transparency and increasing year-over-year comparability. Furthermore, we believe retrospective application would not impose undue costs, as entities would already have the access to information regarding previously identified intangible assets and goodwill.

c) **Do you agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not and what alternatives should the Board consider?**

Yes, we agree with the proposal to provide an optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief for the reasons explained in the Basis of Conclusions paragraph 84 to 86.

While we acknowledge that the required impairment test would mitigate the risk of overstatement in the newly established intangible asset balance, we note that it was unclear if entities are required to determine if the useful life of an intangible asset had changed during the intervening period between the original business combination and the change in accounting policy to no longer apply the relief. This question arises from our observation that the proposed paragraph 65A(c) of Section 1582 states that "*the net carrying amount shall include amortization of the separately recognized identifiable intangible assets as if they had been recognized separately by the acquirer since the acquisition date, in accordance with GOODWILL AND INTANGIBLE ASSETS, Section 3064*". While Section 3064 paragraph 57 requires that "*the amortization method and estimate of the useful life of an intangible asset shall be reviewed annually*". The presumption is that the assessment of the useful life is required in order to determine the net carrying amount. The proposed Illustrative Example appears to indicate that the original remaining useful life of the intangible asset should be used in determining the net carrying amount as it does not address if the useful life has been reassessed. We encourage the Board to explicitly address the requirements in either the Basis of Conclusions or the Illustrative Example.

d) **Do you think that the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief? If not, why not?**

Yes, the proposed Illustrative Example in Section 1582 is helpful in illustrating the application of the optional simplified approach for entities voluntarily changing their accounting policy to no longer apply the relief. We recommend including the following to increase the clarity of the example:

- Explicitly stating that there has been no change to the useful life of the license since it was acquired on January 1, 20X0 (see our comments to Question 5(c)); and
- Include the journal entry to record the license on January 1, 20X8.

e) **Do you agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply this change prospectively? If not, why not?**

Yes, we agree with the proposal to require entities voluntarily changing their accounting policy to no longer amortize goodwill to apply the change prospectively. In our view, application of the change in accounting policy choice would not yield any incremental benefit to users of financial statements, as the reversal of previously recorded amortization and impairment could confuse users. Furthermore, preparers would need to "rebuild" the acquisition date fair values of intangibles and goodwill acquired from previous business combinations, which would involve the application of hindsight, which is contrary to the requirements of Section 1506 paragraph 33. As a result, retrospective application could become costly to preparers and goes against the objectives of the proposed amendments.

6. **The AcSB proposes amendments to paragraphs 1500.11 and 1501.12 to allow a first-time adopter to retrospectively apply the accounting policy choice to use the relief and/or to amortize goodwill at the date of transition to ASPE (or ASNPO) when it elects the business combinations exemption from retrospectively applying Section 1582. Do you agree with this proposal? If not, why not?**

   Yes, we agree with this proposal to allow a first-time adopter to retrospectively apply the accounting policy choice to use the relief and/or to amortize goodwill at the date of transition to ASPE or ASNPO when it elects the business combinations exemption from retrospectively applying Section 1582.

7. **The AcSB proposes a consequential amendment to paragraph 3051.11. Do you think these consequential amendments adequately support the practical application of the equity method? If not, why not?**

   Yes, we agree that the proposed consequential amendments adequately support the practical application of the equity method. We believe that this proposed amendment will ensure consistency with respect to the treatment of all forms of goodwill, including goodwill that arises from the difference in the cost of an investment and the underlying equity in the net assets of the investee.

8. **The AcSB proposes that the amendments be effective for fiscal years beginning on or after January 1, 2029, with earlier application permitted. The Board also proposes that the amendments be applied retrospectively.**

   a) **Do you agree that the proposed amendments should be applied for annual periods beginning on or after January 1, 2029, with earlier application permitted? If not, why not?**

      Yes, we agree with the proposed effective date of fiscal years beginning on or after January 1, 2029, with earlier application permitted.

   b) **Do you agree that the proposed amendments should be applied retrospectively? If not, why not?**

      Yes, we agree that the proposed amendments should be applied retrospectively.

January 31, 2026

SENT ELECTRONICALLY

Katharine Christopoulos, CPA, CA
Director, Accounting Standards
Accounting Standards Board
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Toronto, Ontario M5H 1J8

Re: Exposure Draft, "Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill"

Dear Ms. Christopoulos,

Thank you for the opportunity to provide input to the Accounting Standards Board ("AcSB") on the above noted document.

MNP LLP is one of Canada's largest chartered professional accountancy and business advisory firms. Our clients include small to mid-size owner-managed businesses in agriculture, agribusiness, retail and manufacturing as well as pension plans, credit unions, co-operatives, First Nations, medical and legal professionals, not-for-profit organizations, municipalities and government entities. In addition, our client base includes a sizable contingent of publicly traded companies. We believe that we are well-positioned to provide feedback on this exposure draft ("ED").

We support the AcSB's efforts to address accounting for goodwill and intangible assets acquired in business combinations. Overall, we agree with the proposals and believe they will reduce cost and complexity for private enterprises while maintaining decision-useful information. The current requirements to separately recognize intangible assets acquired in a business combination and goodwill impairment testing requirements add significant reporting burden, complexity and costs on preparers, in particular for small or medium sized entities. The accounting policy choice to elect the relief from recognition of identifiable intangible assets acquired in a business combination will be well received by many private enterprises, while enabling others to retain existing requirements should they prefer. We have omitted questions from our response where we agree with and did not have any comments regarding the proposals. Where we have specific comments on the questions in the Exposure Draft, we have included those comments below.

Question 2: The AcSB proposes adding disclosure requirements for entities electing the relief. These requirements include a general description of the nature of each qualitatively significant intangible asset included in goodwill that is readily identifiable. The Board also proposes that these disclosures be provided only in the year of the business combination.

> **(a) Do you agree with the proposed disclosure requirements? If not, why not and what alternatives should the Board consider?**

We agree with the intent of the proposed disclosure requirement, as it is aimed at providing users with relevant information about the types of intangible assets subsumed into goodwill when the relief is elected, without requiring a full purchase price allocation.

However, in our view, additional clarification would be helpful to support consistent application in practice, specifically regarding what qualifies as "qualitatively significant" and "readily identifiable." While the Exposure Draft includes helpful explanations in the Basis for Conclusions, these clarifications are not reflected in the standard requirements themselves. In particular, the Basis for Conclusions explains that "qualitatively significant" intangible assets are typically those that generate significant economic benefits, are essential to sustain business operations, or have a substantial impact on an entity's competitive advantage. It also explains that "readily identifiable" intangible assets are those that can be directly and clearly identified from business combination documentation or negotiations.

Accordingly, we recommend that the AcSB incorporate this guidance into the standard itself (e.g., within proposed paragraph 1582.62(j) or related application guidance), along with a non-exhaustive illustrative list of example intangible asset categories that entities should consider when applying the disclosure requirement. We believe embedding this guidance in the Handbook would improve operability and reduce diversity in practice while remaining consistent with the AcSB's objective of targeted, decision-useful disclosures.

Question 4: Goodwill amortization period

> **(a) Do you agree with the proposals relating to the amortization period for goodwill? If not, why not and what alternatives should the Board consider?**

We understand and generally support the Board's objective in establishing a default amortization period and requiring an entity to demonstrate when another useful life (not exceeding 10 years) is more appropriate. However, we expect that in practice, the principal challenge will be how entities support and document a useful life other than the default, particularly where documentation may be limited and where the composition of goodwill can be highly judgmental.

While the ED indicates that the useful life should be determined transaction-by-transaction based on the facts and circumstances of each business combination and the nature of intangible assets subsumed into goodwill, we believe additional guidance would improve operability and reduce diversity in practice.

Accordingly, we recommend the AcSB incorporate into the standard (e.g., within Section 3064 or related application guidance) illustrative guidance (e.g., examples and/or a non-exhaustive list of factors) describing the types of evidence and considerations that may support a useful life other than the default (up to the 10-year maximum). This could include, for example, how an entity might consider the expected period over which acquisition benefits are realized, contractually defined terms of key rights, customer retention horizons, and other observable indicators that are commonly available in private enterprise transactions. We believe this would enhance consistent application and reduce diversity in practice, while maintaining the underlying requirements.

We would be pleased to offer our assistance to the AcSB for any future proposed changes to accounting standards and in helping to find solutions which meet the needs of the financial statement users.

Yours truly,

MNP LLP

Maryse Vendette

Maryse Vendette, CPA, Auditor
Partner, Assurance Professional Standards, Technical Services

January 31, 2026

Katharine Christopoulos, CPA, CA
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Re: Exposure Draft - Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill (October 2025)

Dear Ms. Christopoulos,

I am writing to provide comments on the AcSB's Exposure Draft, *Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill (October 2025)*, which closes for comment on January 31, 2026.

I am responding in my capacity as a preparer and advisor, working primarily with private enterprises in Western Canada. In this role, I frequently see the cost and complexity of purchase price allocations and goodwill impairment testing relative to the decision-usefulness of the resulting information for typical private enterprise users.

Overall, I support the direction of the proposals, particularly where they reduce cost and complexity while preserving information that is genuinely useful to users who need it.

Responses to specific questions in the Exposure Draft

1) Optional relief from recognizing identifiable acquired intangible assets

(a)-(c) Optional relief as an accounting policy choice applied consistently

I agree with introducing optional relief and providing it as an accounting policy choice that is applied consistently across all business combinations. This appropriately balances (i) simplification and cost reduction for many private

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enterprises, with (ii) the ability for entities to retain the current approach where comparability, financing requirements, or a potential future transition to IFRS makes that more suitable.

(d) Mandatory goodwill amortization when relief is elected

I agree that if an entity elects the relief (i.e., subsumes all acquired intangibles into goodwill), it should be required to amortize goodwill. This linkage is a sensible discipline. If intangible assets are no longer recognized separately, amortization helps avoid the indefinite accumulation of goodwill balances that users often exclude from analysis, and it should reduce the frequency and extent of impairment work.

(e) Scope applying to all identifiable acquired intangible assets

On balance, I support applying the relief broadly to all identifiable intangible assets acquired in a business combination, consistent with the proposal. A partial-scope approach risks recreating much of the existing valuation and audit burden while delivering only incremental benefit. If the AcSB receives strong user feedback from specific sectors (e.g., where discrete intangible values are integral), that concern is already addressed by making the relief optional.

2) Disclosures when relief is elected

(a) Proposed disclosure requirements

I generally agree with requiring limited disclosure of the nature of each qualitatively significant intangible asset included in goodwill that is readily identifiable.

Key recommendation (to control cost):

To avoid inadvertently recreating the identification exercise, I recommend that the AcSB explicitly emphasize—either in the standard text or implementation guidance—that::

- "readily identifiable" is meant to be based on transaction documentation/negotiations and should be straightforward and unambiguous, and

- "qualitatively significant" is intended to be a practical, non-quantitative lens focused on what is essential to the business and competitively important.

This should help reduce audit friction and keep disclosures from becoming either boilerplate or unduly burdensome.

(b) Disclosures only in the year of the business combination

I agree with limiting these disclosures to the year of the business combination (and the comparable circumstance where the combination occurs after period-end but before issuance), as proposed. This appropriately limits ongoing cost and recognizes that users of private enterprise financial statements can often request additional detail directly from management.

3) Goodwill amortization as an accounting policy choice (for entities not electing the relief)

I agree with providing goodwill amortization as an accounting policy choice (applied consistently) for entities that continue to recognize acquired intangibles separately. This is an important flexibility for entities whose users prefer cost reduction and are already adjusting out goodwill in analysis.

4) Default period and maximum period for goodwill amortization

(a) Default amortization period

I agree with providing a default period to improve operability and reduce the cost and debate associated with supporting goodwill useful lives.

(b) Default of five years

I can support the five-year default provided there is clear acknowledgement that entities may support a longer period up to the maximum where appropriate.

Implementation suggestion:

Brief application guidance or examples of factors supporting a longer period (for example, stability of customer relationships…) would help reduce inconsistent practice and audit disputes.

(c) Maximum of 10 years

I agree with the proposal to cap the amortization period at 10 years. This is a reasonable guardrail that should curb overly long lives that are difficult to support and limit comparability issues.

(d) Disclosures for goodwill subject to amortization

I agree with the proposed goodwill amortization disclosures (net carrying amount, amortization expense, and amortization period).

5) Accounting changes (policy switching)

I agree with allowing entities to change policies in these areas without meeting the "more reliable and relevant" criterion (consistent with other enumerated ASPE policy choices). I also support (in principle) the Exposure Draft's effort to make policy changes operable, including the optional simplified approach for ceasing to apply the relief, and prospective application when ceasing to amortize goodwill.

8) Effective date and retrospective application

(a) Effective date

I agree with an effective date for fiscal years beginning on or after January 1, 2029, with early application permitted.

(b) Retrospective application

While I understand the rationale for retrospective application, I encourage the AcSB to consider whether a modified retrospective option would provide a better cost/benefit trade-off for many private enterprises, especially those with multiple historical business combinations where full retrospective work may be expensive and of limited incremental value to users.

Closing

Thank you for the opportunity to comment. I would be pleased to participate in any outreach discussions or provide any additional clarification, if helpful.

Sincerely,

MLitoski

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December 15, 2025

Ms. Katharine Christopoulos, CPA, CA
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Via: https://www.frascanada.ca/en/acsb/submit-comment

Subject: Response to Exposure Draft – *Relief from Recognition of Acquired Intangible Assets and Amortization of Goodwill*

Dear Ms. Christopoulos,

We appreciate the opportunity to comment on the AcSB's October 2025 Exposure Draft proposing amendments to *Business Combinations* (Section 1582) and *Goodwill and Intangible Assets* (Section 3064) of the CPA Canada Handbook – Accounting Standards for Private Enterprises (ASPE).

As a national assurance practice serving private companies across multiple industries, we strongly support the Board's continued efforts to reduce unnecessary complexity and compliance costs under ASPE. The proposals to introduce optional relief from recognizing acquired intangible assets and to allow amortization of goodwill represent meaningful simplifications that will improve the cost–benefit balance for preparers while maintaining the integrity of financial reporting for users such as lenders, investors, and boards of directors.

1. Relief from Recognition of Identifiable Intangible Assets (Question 1 a–e)

We agree with the proposal to provide optional relief from recognizing identifiable intangible assets acquired in a business combination. Providing this as an accounting-policy election ensures entities can balance relevance with cost efficiency.

Valuation of separately identifiable intangible assets—particularly customer relationships, brand names, and non-compete agreements—often requires external valuation specialists and significant partner oversight, even for smaller transactions. The resulting valuations frequently yield immaterial or short-lived asset values that provide limited incremental insight to financial-statement users.

Providing this relief as an accounting-policy choice ensures entities with different needs can select the most relevant model. We agree that the policy choice should be applied consistently across all business combinations and that entities electing the relief must amortize goodwill. Extending the relief to all identifiable intangible assets is conceptually sound and avoids re-introducing complexity or subjective carve-outs.

2. Disclosure Requirements (Question 2 a–b)

We support the proposed disclosure framework for entities electing the relief. Requiring a qualitative description of significant intangible assets subsumed into goodwill achieves an appropriate balance between transparency and cost.

Users of private-enterprise financial statements—particularly lenders and private investors—rarely rely on detailed purchase-price-allocation tables. Limiting these disclosures to the **year of acquisition** is appropriate; repeating them in future periods would provide minimal incremental insight and impose unnecessary cost.

3. Goodwill Amortization for Entities Not Electing the Relief (Question 3)

We agree with permitting an accounting-policy choice to amortize goodwill for entities that continue to recognize intangible assets separately. This flexibility recognizes the diversity among private enterprises.

In practice, goodwill impairment testing under ASPE is a significant recurring-cost area, and the ability to amortize goodwill will yield efficiency gains without compromising reliability.

4. Default Goodwill Amortization Period and Related Disclosures (Question 4 a–d)

We support establishing a **default five-year amortization period** for goodwill as a practical, disciplined, and decision-useful approach for private enterprises. In our experience as assurance providers, a defined amortization period introduces clarity and predictability into financial reporting and reduces reliance on complex impairment testing models that are often poorly understood by preparers, shareholders, lenders, and other stakeholders.

Goodwill impairment testing under ASPE typically requires management to prepare forward-looking cash-flow forecasts, select appropriate discount rates, and apply significant judgment in determining reporting units and fair values. For many private enterprises, these concepts are not well understood, are difficult to explain to owners and boards, and frequently rely on assumptions that are not directly observable or independently verifiable. As a result, impairment testing can become a compliance exercise rather than a decision-useful process.

A default five-year amortization period addresses these concerns by providing a **systematic and transparent mechanism** for recognizing the consumption of goodwill over time. It reduces the frequency and significance of impairment testing, lowers the risk of late or unexpected impairment charges, and improves the understandability of financial statements for non-technical users. We find that shareholders and lenders (broadly stakeholders and users of the financial statements) generally prefer a predictable amortization charge over episodic impairment losses that can be difficult to interpret and compare across periods.

We also support permitting entities to justify a longer amortization period—up to **ten years**—where the underlying economics of an acquisition support a longer realization of benefits. This appropriately balances discipline with flexibility, while still avoiding indefinite-life assumptions that can undermine comparability and transparency.

We agree with the **straight-line amortization method** as the most operationally efficient and understandable approach. The proposed disclosure requirements for goodwill subject to amortization—namely the net carrying amount, aggregate amortization expense, and amortization period—provide sufficient transparency for users without introducing unnecessary complexity.

Overall, we believe that a default five-year amortization period directly supports the Board's simplification objectives, enhances the reliability and understandability of private-enterprise financial reporting, and meaningfully reduces reliance on impairment testing that is costly, judgment-heavy, and of limited value to users.

5. Changes in Accounting Policy (Question 5 a–e)

We agree that entities should be permitted to change accounting policies relating to the relief from recognizing identifiable intangible assets and the subsequent measurement of goodwill **without meeting the "reliable and more relevant information" criterion** in paragraph 1506.06(b). Allowing this flexibility is appropriate given the nature of the proposed simplifications and is consistent with other accounting policy elections permitted under ASPE.

We **support retrospective application** when an entity voluntarily changes its accounting policy to apply the relief and/or to amortize goodwill. From an assurance perspective, retrospective application promotes **comparability across periods**, enhances **consistency of trend information**, and avoids the creation of mixed measurement bases within the same set of financial statements. Retrospective application also aligns with the general principles in Section 1506 and provides users with a clearer understanding of financial performance over time, particularly for entities with recurring acquisition activity.

We also agree with the Board's proposal to provide an **optional simplified approach** for entities voluntarily changing their accounting policy to no longer apply the relief. This approach appropriately balances the benefits of retrospective application with practical constraints, particularly where historical fair-value information may not be available or cost-effective to reconstruct. The proposed illustrative example in Section 1582 is clear, operational, and will be helpful to preparers and auditors in applying this transition method consistently.

Finally, we agree with the proposal to require entities that voluntarily change their accounting policy to **no longer amortize goodwill** to apply this change **prospectively**. Given the judgment involved in impairment-only models and the difficulty in recreating historical impairment assessments, prospective application is appropriate in this circumstance and avoids the use of hindsight.

Overall, the proposed transition framework appropriately differentiates between changes that benefit from retrospective application and those that are better addressed prospectively, while remaining consistent with the objectives of comparability, auditability, and high-quality financial reporting under ASPE.

6. First-Time Adoption (Question 6)

We agree with the proposal to amend paragraphs 1500.11 and 1501.12 to allow a first-time adopter of ASPE or ASNPO to retrospectively apply the accounting policy choices to use the relief from recognizing identifiable intangible assets and/or to amortize goodwill when it elects the business combinations exemption from retrospectively applying Section 1582.

From an assurance and financial-reporting perspective, permitting **retrospective application at the date of transition** enhances **comparability between first-time adopters and existing ASPE reporters**, and avoids creating artificial differences in goodwill and intangible-asset balances solely because of timing of adoption. This is particularly important where business combinations are a significant component of an entity's growth strategy.

We note that the Exposure Draft appropriately limits retrospective application to adjustments at the **date of transition**, rather than requiring full historical reconstruction of acquisition-date fair values. This approach provides a reasonable balance between comparability and practicality and is consistent with the broader transition principles already embedded in Sections 1500 and 1501.

Accordingly, we believe the proposed amendments appropriately facilitate a consistent and auditable transition to ASPE while preserving the integrity of opening balance-sheet information for users.

7. Consequential Amendment to Paragraph 3051.11 (Question 7)

We agree with the proposed consequential amendment to paragraph 3051.11 to align equity-method goodwill treatment with the chosen policy for goodwill amortization. This promotes consistency between consolidated and equity-accounted investments and avoids interpretive diversity.

8. Effective Date and Transition (Question 8 a–b)

We support the proposed effective date of **fiscal years beginning on or after January 1, 2029**, with **earlier application permitted**. This provides sufficient lead time for preparers, auditors, and users to understand the changes, update accounting policies, and incorporate the impact into financial reporting and covenant analysis.

We also **support retrospective application** of the proposed amendments, subject to the specific transitional provisions outlined in the Exposure Draft. Retrospective application enhances **comparability across reporting periods**, improves **trend analysis**, and avoids the coexistence of multiple measurement models for goodwill and intangible assets within the same financial statements.

From an assurance perspective, retrospective application—when applied using the pragmatic transition mechanisms proposed by the Board—provides a clearer audit trail and reduces the risk of confusion for users when assessing performance before and after adoption. It also aligns with the general principles of Section 1506 for voluntary accounting policy changes and supports consistency across the ASPE framework.

We believe the Board has appropriately mitigated potential cost and complexity concerns through targeted reliefs and simplified transition options. As a result, the benefits of retrospective application outweigh the associated costs, particularly for entities with recurring acquisition activity or users who place importance on comparability and trend information.

Overall Observations

From an assurance perspective, these proposals represent one of the most meaningful simplifications to ASPE since its introduction. They address longstanding challenges identified by practitioners and users, particularly the high cost of intangible-asset valuation and goodwill impairment testing.

We believe the proposals will:

- Reduce audit and valuation costs;
- Enhance consistency of reporting among smaller private enterprises; and
- Preserve comparability and reliability through appropriate disclosure and consistent application of chosen policies.

We commend the AcSB for its thoughtful and consultative approach to this project and support the issuance of these amendments substantially as proposed, with prospective transition provisions.

Respectfully submitted,

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Montréal, le 24 février 2026

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Madame,

Vous trouverez ci-joint les commentaires du Groupe de travail technique NCECF – Comptabilité financière – Partie II, mis en place par l'Ordre des comptables professionnels agréés du Québec, concernant l'exposé-sondage intitulé « Exemption relative à la comptabilisation des actifs incorporels acquis et amortissement des écarts d'acquisition ».

N'hésitez à nous contacter si vous avez des questions quant à ces commentaires ou si vous aimeriez en discuter avec des membres du groupe de travail.

Nous vous serions reconnaissants de nous faire parvenir une copie de la traduction anglaise de nos commentaires.

Veuillez prendre note que l'Ordre des comptables professionnels agréés du Québec agit seulement à titre de facilitateur et ce document ne constitue pas une réponse de ce dernier, mais le point de vue des membres participants au groupe de travail. De plus, ni l'Ordre des comptables professionnels agréés du Québec, ni quelque personne que ce soit ayant participé à la préparation des commentaires ne peuvent être tenus responsables relativement à leur utilisation et ils ne sont tenus à aucune garantie de quelque nature que ce soit découlant de ces commentaires, tel que décrit dans le déni de responsabilité joint à la présente.

Veuillez agréer, Madame Christopoulos, nos salutations distinguées.

Sophie Bureau, CPA auditrice

Sophie Bureau

Représentante du Groupe de travail technique NCECF – Comptabilité financière – Partie II de l'Ordre des comptables professionnels agréés du Québec

p. j. Déni de responsabilité et commentaires

DÉNI DE RESPONSABILITÉ

Les documents préparés par les Groupes de travail techniques et sectoriels de l'Ordre des comptables professionnels agréés du Québec (Ordre) ci-après appelés les « commentaires », sont fournis selon les conditions décrites dans la présente, pour faire connaître l'opinion des groupes de travail sur des énoncés de principes, des documents de consultation, des exposés-sondages préliminaires ainsi que des exposés-sondages publiés par le Conseil des normes comptables, le Conseil des normes d'audit et de certification, le Conseil sur la comptabilité dans le secteur public, le Conseil canadien des normes d'information sur la durabilité et d'autres organismes.

Les commentaires fournis par ces comités ne doivent pas être utilisés comme substitut à des missions confiées à des professionnels spécialisés. Il est important de noter que les lois, les normes et les règles sur lesquelles sont émis les commentaires peuvent changer en tout temps et que, dans certains cas, les commentaires écrits peuvent être sujets à controverse.

Ni l'Ordre, ni quelque personne que ce soit ayant participé à la préparation des commentaires ne peuvent être tenus responsables relativement à l'utilisation de ces commentaires et ils ne sont tenus à aucune garantie de quelque nature que ce soit découlant de ces commentaires. Les commentaires donnés ne lient pas, par ailleurs, les membres des Groupes de travail, l'Ordre, ou de façon plus particulière, le Bureau du syndic de l'Ordre.

La personne qui se réfère ou utilise ces commentaires assume l'entière responsabilité de sa démarche ainsi que tous les risques liés à l'utilisation de ceux-ci. Elle consent à exonérer l'Ordre à l'égard de toute demande en dommages-intérêts qui pourrait être intentée par suite de toute décision qu'elle aurait pu prendre en fonction de ces commentaires. Elle reconnaît également avoir accepté de ne pas faire état de ces commentaires reçus via les Groupes de travail dans les avis exprimés ou les positions prises.

MANDAT DES GROUPES DE TRAVAIL DE L'ORDRE

Les Groupes de travail de l'Ordre des comptables professionnels agréés du Québec ont comme mandat notamment de recueillir et de canaliser le point de vue des praticiens exerçant en cabinet et de membres œuvrant dans les affaires, dans les services gouvernementaux et dans l'industrie ainsi que le point de vue d'autres personnes concernées œuvrant dans des domaines d'expertise connexes.

Pour chaque exposé-sondage ou autre document étudié, les membres des Groupes de travail mettent leurs analyses en commun. Les commentaires ci-dessous reflètent les points de vue exprimés et, sauf indication contraire, ces commentaires font l'objet d'un consensus parmi les membres des Groupes de travail ayant participé à cette analyse.

Les commentaires formulés par les Groupes de travail ne font l'objet d'aucune sanction de l'Ordre. Ils n'engagent pas la responsabilité de celui-ci.

COMMENTAIRES GÉNÉRAUX

Les membres du Groupe de travail technique NCECF – Comptabilité financière – Partie II (subséquemment nommés « membres ») félicitent le CNC d'avoir publié cet exposé-sondage. Les NCECF s'appliquant déjà depuis environ 15 ans, il est important que certaines de leurs exigences soient assouplies. Un assouplissement des exigences les plus difficiles à appliquer contribuerait à encourager les entreprises à capital fermé à appliquer les NCECF et à réduire les situations menant à des réserves dans les rapports d'audit ou d'examen. Cela pourrait aussi aider à diminuer le recours à des missions de compilation et les informations financières qui ne sont pas préparées selon un référentiel comptable généralement reconnu.

Les membres ont déjà fait part au CNC d'autres assouplissements souhaités aux NCECF et de difficultés d'application de ces normes dans leur réponse du 28 janvier 2026 au document de consultation intitulé « Examen approfondi des Normes comptables pour les entreprises à capital fermé ».

QUESTIONS SPÉCIFIQUES DU CNC

*Question 1 - Le CNC propose d'instaurer une **exemption de la comptabilisation de tous les actifs incorporels identifiables acquis lors d'un regroupement** d'entreprises (exemption) pour réduire le fardeau lié à l'information financière. Cette exemption constituerait un choix de méthode comptable, à appliquer uniformément à tous les regroupements d'entreprises. De même, toujours selon la proposition du CNC, les entités qui choisissent de se prévaloir de l'exemption seraient **tenues d'amortir leurs écarts d'acquisition**.*

a) *Adhérez-vous à la proposition visant à **instaurer une exemption** facultative? Dans la négative, pourquoi?*

   Oui, les membres adhèrent à la proposition visant à instaurer une exemption facultative de la comptabilisation de tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises.

b) *Appuyez-vous la proposition selon laquelle l'exemption constituerait un **choix de méthode** comptable? Dans la négative, pourquoi?*

   Oui, les membres appuient la proposition selon laquelle l'exemption constituerait un choix de méthode comptable.

c) *Êtes-vous favorable à la proposition selon laquelle le choix de méthode comptable consistant à se prévaloir de l'exemption serait appliqué **uniformément à tous les regroupements** d'entreprises? Dans la négative, pourquoi?*

   Environ la moitié des membres sont favorables à la proposition selon laquelle le choix de méthode comptable consistant à se prévaloir de l'exemption serait appliqué uniformément à tous les regroupements d'entreprises, principalement parce qu'appliquer une seule méthode à tous les regroupements d'entreprises :

   - Faciliterait la préparation des états financiers.
   - Diminuerait les coûts de préparation des états financiers.
   - Favoriserait la compréhension générale des états financiers pour leurs utilisateurs.
   - Simplifierait la comparaison des états financiers entre les entreprises.
   - Abaisserait le risque de manipulation des états financiers. Par exemple, cela empêcherait une entreprise de comptabiliser séparément les actifs incorporels identifiables seulement pour les regroupements d'entreprises où la durée d'amortissement des actifs incorporels identifiables est plus longue que la durée d'amortissement par défaut de l'écart d'acquisition.

- Éviterait d'alourdir et de complexifier la présentation des états financiers dans lesquels deux méthodes différentes seraient appliquées, par exemple d'utiliser une terminologie différente pour nommer les écarts d'acquisition qui intègrent des actifs incorporels et ceux qui sont « purs » et de fournir des informations différentes selon la méthode appliquée.

Environ la moitié des membres sont défavorables à la proposition selon laquelle le choix de méthode comptable consistant à se prévaloir de l'exemption serait appliqué uniformément à tous les regroupements d'entreprises, principalement pour les raisons suivantes :

- Pour certains regroupements d'entreprises, les avantages de comptabiliser distinctement les actifs incorporels identifiables en dépassent les coûts, par exemple dans le cas de l'acquisition d'une entreprise comportant peu d'actifs autres que des actifs incorporels, lorsqu'une évaluation des actifs incorporels est déjà disponible ou lors d'une transaction particulièrement importante.
- Si le choix de méthode doit être appliqué uniformément à tous les regroupements d'entreprises, certaines réserves au rapport d'audit ou d'examen pourraient subsister. En effet, des entreprises pourraient ne pas choisir l'exemption afin de pouvoir comptabiliser distinctement les actifs incorporels liés à certains regroupements d'entreprises dans le futur et accepter une réserve au rapport d'audit ou d'examen causée par les regroupements d'entreprises passés et futurs pour lesquels les actifs incorporels n'ont pas été comptabilisés distinctement.
- Ne pas obliger l'application de l'exemption uniformément à tous les regroupements d'entreprises éviterait aux entreprises qui souhaitent pouvoir bénéficier de l'exemption dans le futur de devoir modifier rétrospectivement leurs regroupements d'entreprises passés.
- Permettre un choix de méthode « transaction par transaction » minimiserait le nombre de futurs changements de méthode comptable.

Selon les membres, advenant que le CNC permette qu'un choix de méthode soit fait pour chaque regroupement d'entreprises, ce choix devrait être offert sans condition ni critère.

d) *Adhérez-vous à la proposition selon laquelle **les entités qui choisissent** de se prévaloir de **l'exemption seraient tenues d'amortir leurs écarts d'acquisition**? Dans la négative, pourquoi?*

Oui, les membres adhèrent à la proposition selon laquelle les entités qui choisissent de se prévaloir de l'exemption seraient tenues d'amortir leurs écarts d'acquisition.

e) *Appuyez-vous la proposition selon laquelle **l'exemption s'appliquerait à tous les actifs incorporels identifiables** acquis lors d'un regroupement d'entreprises? Dans la négative, quels types d'actifs incorporels identifiables devraient être inclus dans le périmètre de l'exemption, et quels devraient être les critères visant à faire cette détermination?*

Oui, les membres appuient la proposition selon laquelle l'exemption s'appliquerait à tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises.

Selon les membres, le corps du chapitre 1582, *Regroupements d'entreprises*, devrait préciser que l'exemption s'applique seulement aux actifs incorporels identifiables acquis lors d'un regroupement d'entreprises et qu'elle ne s'applique pas à la comptabilisation des passifs, par exemple à une contrepartie conditionnelle à payer, à un passif lié à un contrat déficitaire ou à un passif résultant des modalités défavorables d'un contrat de location-exploitation repris lors d'un regroupement d'entreprises.

Certains membres sont toutefois d'avis que l'exemption devrait aussi s'appliquer aux passifs résultants des modalités défavorables des contrats de location-exploitation repris lors d'un regroupement d'entreprises, puisque l'identification et l'évaluation de ces passifs sont tout aussi complexes et coûteuses que celles des actifs incorporels résultants des modalités favorables. Si l'application de l'exemption n'est pas élargie, des situations où une opinion (conclusion) modifiée est exprimée par un auditeur (professionnel en exercice) perdureront.

*Question 2 - Le CNC propose d'ajouter des **obligations d'information pour les entités qui choisissent de se prévaloir de l'exemption**. Les entités auraient **notamment** à fournir une **description générale de la nature de chaque actif incorporel qualitativement important intégré** à l'écart d'acquisition **qui est facilement identifiable**. Le CNC propose également que ces informations ne soient fournies que dans l'exercice au cours duquel a lieu le regroupement d'entreprises.*

a) *Êtes-vous favorable aux **obligations d'information proposées**? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Tous les membres sauf un sont défavorables aux obligations d'information proposées, principalement pour les raisons qui suivent :

- Puisque les actifs incorporels n'auraient pas tous été identifiés ni évalués, les informations fournies pourraient comporter des erreurs ou être trompeuses.
- Les informations qui seraient fournies seraient souvent de nature trop générale pour être utiles.
- Les professionnels en exercice devraient effectuer des travaux importants pour s'assurer de l'exhaustivité et de l'exactitude de ces informations.
- Rien n'empêcherait les entreprises de fournir volontairement des informations qu'elles jugeraient pertinentes ou qui seraient demandées par les utilisateurs des états financiers.

Advenant que les informations proposées soient exigées, les membres demandent au CNC que des explications relatives aux expressions « qualitativement important » et « facilement identifiable », inspirées des paragraphes 45 et 46 du Fondement des conclusions de l'exposé-sondage, soient ajoutées à ces exigences dans le corps du chapitre 1582 et que des exemples illustratifs d'informations fournies soient ajoutés à la fin du chapitre.

b) *Adhérez-vous à la proposition selon laquelle ces informations ne seraient fournies que dans l'**exercice au cours duquel a lieu le regroupement** d'entreprises? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Oui, si des informations étaient exigées, les membres adhèrent à la proposition selon laquelle elles devraient seulement être exigées dans l'exercice au cours duquel a lieu le regroupement d'entreprises.

*Question 3 - Le CNC propose que l'**amortissement des écarts d'acquisition constitue un choix** de méthode comptable **pour les entités qui ne se prévalent pas de l'exemption**, choix qui serait **appliqué uniformément à tous les regroupements** d'entreprises. Appuyez-vous cette proposition? Dans la négative, pourquoi?*

Oui, les membres appuient la proposition du CNC selon laquelle l'amortissement des écarts d'acquisition constituerait un choix de méthode comptable pour les entités qui ne se prévalent pas de l'exemption, choix qui serait appliqué uniformément à tous les regroupements d'entreprises.

*Question 4 - Le CNC propose que l'**amortissement de l'écart d'acquisition**, le cas échéant, se fasse selon la méthode **linéaire** sur une durée **par défaut** de **5 ans**, à moins que l'entité puisse démontrer qu'une autre durée de vie utile, **ne dépassant pas 10 ans**, est plus appropriée.*

a) *Adhérez-vous à la proposition visant à instaurer une **durée d'amortissement par défaut** pour les écarts d'acquisition? Dans la négative, pourquoi?*

Oui, les membres adhèrent à la proposition d'instaurer une durée d'amortissement par défaut pour les écarts d'acquisition.

b) *Appuyez-vous la proposition selon laquelle la durée d'amortissement **par défaut** pour les écarts d'acquisition serait fixée à **5 ans**? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Après une longue discussion, environ 60% des membres appuient la proposition selon laquelle la durée d'amortissement par défaut pour les écarts d'acquisition serait fixée à 5 ans. Voici un aperçu des principaux éléments discutés :

- Le paragraphe 3064.69A propose d'amortir un écart d'acquisition sur une durée de 5 ans « à moins que l'entreprise puisse démontrer qu'une autre durée de vie utile, ne dépassant pas 10 ans, est plus appropriée ». Selon les membres, cette exigence causera beaucoup de difficultés dans la pratique.
    - Plusieurs entreprises voudront utiliser une durée supérieure à 5 ans, sans pouvoir démontrer clairement que cette durée est plus appropriée, surtout celles ayant choisi l'exemption liée à la comptabilisation des actifs incorporels identifiables, puisqu'elle ne les aura généralement pas identifiés ou évalués distinctement.
    - Cela pourrait amener une réserve au rapport d'audit ou d'examen.
- Une durée d'amortissement de 5 ans ne refléterait généralement pas la durée de vie utile réelle de l'actif, qu'il s'agisse d'un écart d'acquisition « pur » ou d'un écart d'acquisition qui intègre des actifs incorporels identifiables.
- Une durée d'amortissement par défaut de 10 ans ne serait pas nécessairement plus appropriée, puisqu'elle :
    - Ne refléterait généralement pas la durée de vie utile réelle de l'actif, qu'il s'agisse d'un écart d'acquisition « pur » ou d'un écart d'acquisition qui intègre des actifs incorporels identifiables;
    - Serait susceptible de plus fréquemment donner lieu à des préoccupations liées à une dépréciation subséquente.
- Une durée d'amortissement par défaut idéale, et qui s'appliquerait tant aux écarts d'acquisition « purs » qu'à ceux qui intègrent des actifs incorporels identifiables, est difficile à déterminer.

- Il pourrait être plus approprié d'établir une durée d'amortissement par défaut différente pour les écarts d'acquisition « purs » et ceux qui intègrent des actifs incorporels identifiables, mais cela complexifierait les exigences.

c) *Adhérez-vous à la proposition visant à **limiter à 10 ans** la durée d'amortissement pour les écarts d'acquisition? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Les membres adhèrent à la proposition visant à limiter à 10 ans la durée d'amortissement pour les écarts d'acquisition dans le contexte où l'exigence s'appliquerait tant aux écarts d'acquisition « purs » qu'à ceux qui intègrent des actifs incorporels identifiables.

d) *Êtes-vous favorable aux modifications que le CNC propose d'apporter au paragraphe 3064.91 pour exiger la **fourniture d'informations sur les écarts d'acquisition amortissables**? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Oui, les membres sont favorables aux modifications que le CNC propose d'apporter au paragraphe 3064.91 pour exiger la fourniture d'informations sur les écarts d'acquisition amortissables. Des modifications corrélatives devraient aussi être apportées au paragraphe .04 du chapitre 1520, *État des résultats*.

*Question 5 - Le CNC propose de modifier le paragraphe 1506.09 pour **permettre à l'entité de changer de méthode** comptable en ce qui a trait à l'exemption et à l'évaluation ultérieure des écarts d'acquisition **sans** que le **critère** des informations fiables et davantage pertinentes prévu à l'alinéa 1506.06 b) soit respecté. Il propose également l'instauration d'une **approche simplifiée facultative pour les entités qui changent** volontairement de méthode comptable **afin de ne plus appliquer l'exemption**. Par ailleurs, le CNC propose d'**obliger les entités qui changent** volontairement de méthode comptable **afin de ne plus amortir les écarts d'acquisition** à appliquer ce changement de méthode comptable **de façon prospective**.*

a) *Adhérez-vous à la proposition consistant à permettre à l'entité de changer de méthode comptable en ce qui a trait à l'exemption et à l'évaluation ultérieure des écarts d'acquisition **sans** que le **critère** des informations fiables et davantage pertinentes prévu à l'alinéa 1506.06 b) soit respecté? Dans la négative, pourquoi?*

Oui, les membres adhèrent à la proposition consistant à permettre à l'entité de changer de méthode comptable en ce qui a trait à l'exemption et à l'évaluation ultérieure des écarts d'acquisition sans qu'aucun critère ait à être respecté.

b) *Appuyez-vous la proposition selon laquelle **les entités qui changent** volontairement de méthode comptable **afin de se prévaloir de l'exemption ou d'amortir les écarts***

d'acquisition *seraient tenues d'appliquer ce changement de manière* ***rétrospective****, comme l'exige l'alinéa 1506.10 c)? Dans la négative, pourquoi?*

Oui, les membres appuient la proposition selon laquelle les entités qui changent volontairement de méthode comptable afin de se prévaloir de l'exemption ou d'amortir les écarts d'acquisition seraient tenues d'appliquer ce changement de manière rétrospective.

c) *Êtes-vous favorable à la proposition visant à* ***instaurer une approche simplifiée facultative pour les entités qui changent*** *volontairement de méthode comptable* ***afin de ne plus appliquer l'exemption****? Dans la négative, pourquoi, et quelles autres solutions le CNC devrait-il envisager?*

Oui, les membres sont favorables à la proposition visant à instaurer une approche simplifiée facultative pour les entités qui changent volontairement de méthode comptable afin de ne plus appliquer l'exemption, en tenant compte des commentaires qui suivent.

Selon les membres, le paragraphe 1582.65A devrait être ainsi modifié :

« Lorsque l'entreprise change volontairement de méthode comptable afin de ne plus intégrer à l'écart d'acquisition tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises, elle peut appliquer ce changement de méthode comptable de manière rétrospective conformément au chapitre 1506, MODIFICATIONS COMPTABLES, ou selon l'approche suivante :

a) L'acquéreur doit comptabiliser séparément tous les actifs incorporels identifiables qui étaient précédemment intégrés à l'écart d'acquisition, dans la mesure où ils rempliraient les conditions de comptabilisation dans le bilan de l'entreprise acquise selon les Normes comptables pour les entreprises à capital fermé. Par exemple, l'acquéreur ne doit pas comptabiliser les actifs incorporels identifiables, tels qu'une marque, un brevet ou une relation commerciale, que l'entreprise acquise n'a pas comptabilisés dans ses états financiers établis selon les Normes comptables pour les entreprises à capital fermé.

b) Les actifs incorporels identifiables doivent être comptabilisés et évalués à la date ~~d'acquisition~~ de ce changement de méthode comptable par l'acquéreur selon la même base d'évaluation que celle selon laquelle les Normes comptables pour les entreprises à capital fermé exigeraient qu'ils le soient dans le bilan de l'entreprise acquise. Cela correspond généralement à la valeur comptable de l'actif incorporel dans le bilan de l'entreprise acquise à la date d'acquisition moins l'amortissement et les dépréciations comptabilisés par l'entreprise acquise depuis cette date.

c) *Au moment du changement de méthode comptable, la valeur comptable nette de chaque actif incorporel qui est comptabilisé séparément doit être sortie du solde d'ouverture des écarts d'acquisition de la période considérée. Si le solde des écarts d'acquisition est insuffisant ou entièrement amorti, toute valeur restante doit être portée en ajustement du solde d'ouverture des bénéfices non répartis de la période considérée. La valeur comptable nette doit comprendre l'amortissement* <u>*et les dépréciations*</u> *des actifs incorporels identifiables comptabilisés séparément comme s'ils avaient été comptabilisés séparément par l'acquéreur depuis la date d'acquisition, conformément au chapitre 3064, ÉCARTS D'ACQUISITION ET ACTIFS INCORPORELS. L'amortissement des écarts d'acquisition et les dépréciations comptabilisés dans le passé ne doivent pas faire l'objet de reprises.*

d) *Tout actif incorporel qui était précédemment intégré à l'écart d'acquisition et qui est comptabilisé séparément par suite d'un changement de méthode comptable ainsi que tout solde des écarts d'acquisition restant doivent être soumis à un test de dépréciation en conformité avec le chapitre 3064, ÉCARTS D'ACQUISITION ET ACTIFS INCORPORELS, au moment où l'acquéreur change de méthode comptable*<u>*, lorsque la situation indique que leur valeur comptable pourrait ne pas être recouvrable ou qu'elle pourrait excéder leur juste valeur*</u>*. Toute perte de valeur comptabilisée selon cette disposition doit être incluse dans les résultats de la période considérée.*

e) *L'acquéreur ~~ne~~ doit ~~pas~~ appliquer le~~s alinéas .35 c) et d) du chapitre 1506, MODIFICATIONS COMPTABLES. Il doit plutôt fournir des informations sur les effets du~~ changement de méthode comptable en retraitant les soldes uniquement à compter de l'ouverture de la période considérée.* »

Le paragraphe 1582.65A proposé n'est pas clair quant à l'application du changement de méthode comptable. Le texte de l'alinéa 1582.65A e) proposé porte sur les alinéas 1506.35 c) et d), qui sont des exigences d'informations à fournir, et non sur l'application du changement de méthode comptable. L'exposé-sondage propose déjà des modifications corrélatives à l'alinéa 1506.10 c), qui porte sur l'application des changements de méthodes comptables, pour y ajouter une référence à l'exception énoncée au paragraphe 1582.65A, mais le paragraphe 1582.65A proposé n'indique pas clairement comment appliquer ce changement de méthode. <u>En modifiant l'alinéa 1582.65A e) de la façon suggérée ci-dessus, l'application du changement de méthode comptable est clarifiée.</u> De plus, il n'est pas nécessaire de référer aux exigences des alinéas

1506.35 c) et d) puisqu'aucun ajustement ne serait apporté aux périodes antérieures présentées.

Les membres souhaitent également que soit clarifiée la signification de « *doivent être soumis à un test de dépréciation en conformité avec le chapitre 3064* » à l'alinéa 1582.65A d). Une expression semblable est aussi utilisée à la fin de l'exemple illustratif proposé. Il n'est pas clair si cela signifie qu'un test de dépréciation doit toujours être effectué à la date du changement de méthode comptable ou si un test doit être effectué seulement lorsque des événements ou des changements de situation indiquent que la valeur comptable pourrait ne pas être recouvrable (actifs incorporels amortissables) ou excéder la juste valeur (actifs incorporels non amortissables et écarts d'acquisition).

L'intention du CNC semble être qu'un test de dépréciation soit toujours effectué au moment du changement de méthode comptable, selon le paragraphe 88 du Fondement des conclusions de l'exposé-sondage. Les membres sont en désaccord avec une obligation d'effectuer un test de dépréciation à la date du changement de méthode comptable en l'absence d'un (autre) événement ou d'un (autre) changement de situation indiquant que la valeur comptable pourrait ne pas être recouvrable (actifs incorporels amortissables) ou excéder la juste valeur (actifs incorporels non amortissables et écarts d'acquisition). Les membres jugent que cette exigence serait trop contraignante et coûteuse à appliquer pour les avantages qu'elle pourrait apporter aux utilisateurs des états financiers, et ce, même si un tel changement de méthode comptable devrait être rare dans la pratique. Une telle exigence ne serait pas non plus cohérente avec l'exigence similaire applicable lors d'une première adoption des NCECF énoncée à l'alinéa 1500.11 e) ii).

- À propos des actifs incorporels qui étaient précédemment intégrés à l'écart d'acquisition, le fait que leur valeur comptable tiendrait déjà compte des amortissements et dépréciations antérieurs est jugé suffisant par les membres pour ne pas exiger un test de dépréciation à la date du changement de méthode comptable.
- À propos des écarts d'acquisition, les membres jugent qu'il ne serait pas nécessaire d'exiger un test de dépréciation à la date du changement de méthode comptable, puisqu'avant cette date ils devaient être amortis sur une durée par défaut de 5 ans (maximum 10 ans), que toute dépréciation prise ne serait pas renversée et que des actifs incorporels en auraient été défalqués lors du changement de méthode comptable.

De plus, si un événement ou un changement de situation indiquant que la valeur comptable pourrait ne pas être recouvrable (actifs incorporels amortissables) ou excéder la juste valeur (actifs incorporels non amortissables et écarts d'acquisition) survient après le changement de méthode comptable, l'acquéreur devra effectuer un test de dépréciation.

Également, les membres demandent au CNC de clarifier si l'approche simplifiée du paragraphe 1582.65A proposé pourrait s'appliquer lors d'un changement de méthode de comptabilisation des filiales. L'exposé-sondage propose une modification corrélative à l'alinéa 1506.10 c) ii) afin d'y ajouter une exception référant au paragraphe 1582.65A. Cependant, le paragraphe 1582.65A porte seulement sur un changement de méthode comptable afin de ne plus intégrer à l'écart d'acquisition tous les actifs incorporels identifiables. Il ne porte pas sur un changement de méthode de comptabilisation des filiales. Il n'est donc pas clair, par exemple, si une société mère qui comptabilisait ses filiales à la valeur d'acquisition et qui, dorénavant, les consolide, pourrait bénéficier de l'approche simplifiée du paragraphe 1582.65A ou si elle devrait comptabiliser ce changement de méthode complètement rétrospectivement.

d) *Selon vous,* ***l'exemple proposé*** *dans le chapitre 1582* ***permet-il d'illustrer*** *l'application de l'****approche simplifiée facultative*** *pour les entités qui changent volontairement de méthode comptable afin* ***de ne plus appliquer l'exemption****? Dans la négative, pourquoi?*

Les membres félicitent le CNC de proposer d'inclure cet exemple. Il faciliterait grandement l'application des exigences.

Selon les membres, l'exemple pourrait être amélioré en y incluant des dépréciations comptabilisées à l'égard de la licence et de l'écart d'acquisition avant le changement de méthode comptable. Cela permettrait d'illustrer le traitement des dépréciations lors du changement de méthode comptable.

De plus, comme expliqué dans la réponse à la question 5 c), la signification de « *est soumise à un test de dépréciation en conformité avec le chapitre 3064* » devrait être clarifiée dans l'exemple.

e) *Adhérez-vous à la proposition consistant à* ***obliger les entités qui changent*** *volontairement de méthode comptable* ***afin de ne plus amortir les écarts***

***d'acquisition à appliquer ce changement de façon prospective**? Dans la négative, pourquoi?*

Oui, les membres adhèrent à la proposition consistant à obliger les entités qui changent volontairement de méthode comptable afin de ne plus amortir les écarts d'acquisition à appliquer ce changement de façon prospective.

*Question 6 - Le CNC propose de **modifier** les paragraphes **1500.11** et 1501.12 **pour permettre** à l'entité ou à l'organisme, selon le cas, qui adopte les normes **d'appliquer rétrospectivement** le choix de méthode comptable consistant à se prévaloir de **l'exemption ou** à **amortir les écarts d'acquisition** à la date de transition aux NCECF ou aux NCOSBL, selon le cas, **lorsqu'il choisit de se prévaloir de l'exemption concernant l'application rétrospective du chapitre 1582** aux regroupements d'entreprises. Appuyez-vous cette proposition? Dans la négative, pourquoi?*

Oui, les membres appuient la proposition du CNC de modifier le paragraphe 1500.11 pour permettre à l'entité qui adopte les normes d'appliquer rétrospectivement le choix de méthode comptable consistant à se prévaloir de l'exemption ou à amortir les écarts d'acquisition à la date de transition aux NCECF lorsqu'il choisit de se prévaloir de l'exemption concernant l'application rétrospective du chapitre 1582 aux regroupements d'entreprises.

De plus, les membres encouragent vivement le CNC à ajouter au chapitre 1500, *Application initiale des normes*, des exemples, inspirés de celui qu'il propose d'ajouter au chapitre 1582, illustrant l'application du paragraphe 1500.11 lorsqu'une entité n'applique pas rétrospectivement le chapitre 1582 à un regroupement d'entreprises passé, dans ces trois situations :

1) L'entité choisit la méthode comptable consistant à intégrer à l'écart d'acquisition tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises, conformément à l'alinéa 1500.11 f) proposé. Elle doit donc amortir rétrospectivement ses écarts d'acquisition.
2) L'entité ne choisit PAS la méthode comptable consistant à intégrer à l'écart d'acquisition tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises. Elle choisit toutefois la méthode comptable consistant à amortir l'écart d'acquisition, conformément à l'alinéa 1500.11 e) iii) proposé.
3) L'entité ne choisit PAS la méthode comptable consistant à intégrer à l'écart d'acquisition tous les actifs incorporels identifiables acquis lors d'un regroupement d'entreprises et elle ne choisit PAS la méthode comptable consistant à amortir l'écart d'acquisition.

Comme les membres l'ont mentionné dans leur réponse du 28 janvier 2026 au document de consultation « Examen approfondi des Normes comptables pour les entreprises à capital fermé », il y a déjà de la diversité dans la pratique dans l'interprétation des exigences des paragraphes 1500.10 à

.11A. Par exemple, dans le contexte d'une liste de clients acquise lors d'un regroupement d'entreprises survenu avant l'application des NCECF par l'acquéreur et non comptabilisée par l'acquéreur avant son application des NCECF, il n'est pas clair si la liste de clients doit obligatoirement être comptabilisée lors de la transition aux NCECF ou si l'allégement du paragraphe 1500.10 permet de ne pas la comptabiliser puisqu'elle n'était pas comptabilisée dans le bilan de l'entité acquise selon les NCECF (liste de clients développée en interne).

Il y a justement une liste de clients dans l'exemple que l'actuel exposé-sondage propose d'ajouter au chapitre 1582. Dans cet exemple, la liste de clients n'est pas comptabilisée séparément lorsque l'entité Alpha change de méthode comptable, car elle ne remplirait pas les conditions de comptabilisation dans le bilan de l'Entité Bêta selon les NCECF. Les membres sont d'avis que la conclusion devrait être identique lorsque le chapitre 1500 est appliqué aux situations 2) et 3) ci-dessus, c'est-à-dire que la liste de clients acquise lors d'un regroupement d'entreprises survenu avant l'application des NCECF par l'acquéreur ne devrait pas être comptabilisée à la suite de l'application de l'allégement du paragraphe 1500.10. Ainsi, les exigences des chapitres 1582 et 1500 seraient cohérentes, comme le CNC semble le souhaiter au paragraphe 98 du Fondement des conclusions au présent exposé-sondage.

Si le CNC juge plutôt que la liste de clients doit être comptabilisée par l'acquéreur lors de sa transition aux NCECF, les membres invitent le CNC à revoir son interprétation, préciser les exigences du paragraphe 1500.11 et, encore une fois, ajouter un exemple pour illustrer ces exigences.

Les présents commentaires étant ceux d'un groupe portant sur les NCECF, les membres n'ont pas discuté de la question en ce qui concerne les OSBL.

*Question 7 - Le CNC propose l'apport d'une **modification corrélative** au paragraphe **3051.11**. **Croyez-vous que cette modification appuie de manière adéquate l'application pratique de la** méthode de la comptabilisation à la **valeur de consolidation**? Dans la négative, pourquoi?*

Selon les membres, la première modification proposée au paragraphe 3051.11 (selon laquelle l'écart d'acquisition sur valeur de consolidation est amorti si la méthode comptable de l'entité détentrice consiste à amortir les écarts d'acquisition) est nécessaire et correctement formulée si l'exemption liée à la comptabilisation des actifs incorporels identifiables doit être appliquée uniformément à tous les regroupements d'entreprises. Cette modification n'est pas appropriée si le choix de méthode comptable relatif à l'exemption est permis « transaction par transaction ».

Les membres sont d'avis que le paragraphe 3051.11 devrait préciser que tous les choix de méthodes comptables énoncés au chapitre 1582 s'appliquent à un investisseur qui comptabilise une participation dans une filiale selon la méthode de la valeur de consolidation, c'est-à-dire de se prévaloir de l'exemption liée à l'identification et l'évaluation des actifs incorporels (donnant lieu à un amortissement « obligatoire » de l'écart d'acquisition sur valeur de consolidation) ou d'amortir l'écart d'acquisition sur valeur de consolidation, même si cette exemption n'est pas choisie. Les membres soulignent que le risque de confusion est accru du fait que la modification proposée au paragraphe 3051.11 réfère au paragraphe .69 du chapitre 3064 plutôt qu'au paragraphe .11A du chapitre 1582.

Selon les membres, la précision proposée en tant que dernière phrase du paragraphe 3051.11 (selon laquelle aucun amortissement de l'écart d'acquisition sur valeur de consolidation n'est présenté dans l'état des résultats à titre de charge d'amortissement liée aux écarts d'acquisition) n'est pas nécessaire. Cet ajout n'est pas plus nécessaire que de préciser qu'aucun amortissement des immobilisations corporelles et des actifs incorporels des filiales comptabilisées à la valeur de consolidation n'est présenté dans l'état des résultats de l'entité détentrice à titre de charge d'amortissement.

Par ailleurs, les membres constatent régulièrement des erreurs d'application de la méthode de la comptabilisation à la valeur de consolidation. La fréquence de ces erreurs risque d'augmenter lorsque la méthode comptable de l'entité détentrice consiste à amortir les écarts d'acquisition.

Ainsi, selon les membres, il serait judicieux que le chapitre 3051 mentionne que l'entité détentrice d'une participation comptabilisée à la valeur de consolidation doit procéder aux deux (nouveaux) choix de méthodes comptables offerts dans le chapitre 1582, et ce, même si aucun écart d'acquisition n'est présenté dans ses propres états financiers, puisque ces choix influencent le montant de la valeur de consolidation de la même façon que, par exemple, la méthode d'amortissement d'un immeuble détenu par une filiale influence le montant de la valeur de consolidation même si l'entité détentrice ne possède directement aucun immeuble et ne présente donc généralement pas cette méthode dans ses propres états financiers.

Les membres soulignent que le chapitre 1582 est essentiellement rédigé comme si tous les regroupements d'entreprises étaient effectués par le biais de l'acquisition d'actifs ou que les états financiers étaient consolidés. Il est donc parfois difficile pour les préparateurs d'états financiers de comprendre comment doit être comptabilisé un regroupement d'entreprises lorsque la filiale sera ensuite comptabilisée à la valeur d'acquisition ou de consolidation. Donc, même si les deux (nouveaux) choix de méthodes comptables seraient indiqués dans le chapitre 1582, qui s'applique à tous les regroupements d'entreprises peu importe la méthode de comptabilisation subséquente d'une participation, l'ajout d'indications relatives à ces choix dans le chapitre 3051 serait utile.

Puisque la question posée porte sur l'application pratique de la méthode de la comptabilisation à la valeur de consolidation, les membres rappellent qu'aucun exemple de l'application de la méthode de la comptabilisation à la valeur de consolidation n'est fourni dans les NCECF. Les membres encouragent donc le CNC à ajouter au chapitre 3051 un exemple de comptabilisation d'une filiale selon la méthode de la comptabilisation à la valeur de consolidation, inspiré de l'exemple qu'il propose d'ajouter au chapitre 1582. Cet exemple devrait aussi illustrer l'application de cette méthode à une participation dans une entité sous influence notable et à des intérêts dans une entreprise sous contrôle conjoint, afin de faire ressortir les principales différences selon le type de placement.

Question 8 - Le CNC propose que les modifications s'appliquent pour les exercices ouverts à compter du 1er janvier 2029 et qu'une application anticipée soit permise. Il propose également que les modifications soient appliquées rétrospectivement.

a) *Êtes-vous d'accord que les modifications proposées devraient s'appliquer pour les exercices ouverts à compter du **1er janvier 2029** et qu'une application **anticipée** serait **permise**? Dans la négative, pourquoi?*

   Oui, les membres sont d'accord que les modifications proposées devraient s'appliquer pour les exercices ouverts à compter du 1er janvier 2029 et qu'une application anticipée devrait être permise.

   Étant donné les coûts importants liés à l'identification et à l'évaluation des actifs incorporels acquis lors d'un regroupement d'entreprises et aux tests de dépréciation des écarts d'acquisition, les membres demandent au CNC d'annoncer le plus rapidement possible que l'exemption sera, ou non, instaurée et que l'amortissement des écarts d'acquisition sera, ou non, obligatoire ou permis. Cela permettrait à de nombreuses entreprises de ne pas encourir de coûts inutiles lors de la préparation de leurs états financiers avant que les modifications soient publiées. Entretemps, leur rapport d'audit ou d'examen pourrait comporter une réserve. Les membres encouragent le CNC à faire ces annonces même si tous les détails des modifications ne sont pas connus et si les modifications ne sont pas prêtes à être publiées.

b) *Êtes-vous d'accord que les modifications proposées devraient être appliquées **rétrospectivement**? Dans la négative, pourquoi?*

   Les modifications proposées aux NCECF ne comportent aucune disposition transitoire. Il est donc implicite que les modifications devraient être appliquées complètement rétrospectivement.

Choix entre l'application rétrospective ou prospective des modifications

Plusieurs membres souhaitent que les nouveaux choix de méthodes (exemption et amortissement des écarts d'acquisition) puissent être appliqués seulement aux regroupements d'entreprises ayant lieu à partir du 1er janvier 2029 et actifs qui en découlent ou aux regroupements d'entreprises ayant lieu à partir d'une date à être déterminée par l'entreprise (au plus tard le 1er janvier 2029) et actifs qui en découlent. Ainsi, les entreprises qui le souhaitent pourraient continuer à comptabiliser les écarts d'acquisitions et actifs incorporels identifiables liés aux regroupements d'entreprises ayant eu lieu avant le 1er janvier 2029 comme elles le font actuellement, notamment pour les raisons qui suivent :

- Pour une entreprise qui choisirait l'exemption et qui devrait amortir ses écarts d'acquisition issus d'anciens regroupements d'entreprises (sur une durée par défaut de 5 ans, maximum 10 ans), il pourrait être difficile de déterminer à quel écart d'acquisition était lié chacun des actifs incorporels afin de les intégrer au bon écart d'acquisition, de justifier adéquatement la durée d'amortissement de chaque écart d'acquisition et de calculer correctement l'amortissement rétrospectif.
- Pour une entreprise qui ne choisirait pas l'exemption, mais qui choisirait d'amortir ses écarts d'acquisition issus d'anciens regroupements d'entreprises (sur une durée par défaut de 5 ans, maximum 10 ans), il pourrait être difficile de justifier adéquatement la durée d'amortissement de chaque écart d'acquisition et de calculer correctement l'amortissement rétrospectivement.

Une application prospective des modifications pourrait mener à l'application par une entreprise de méthodes comptables différentes pendant plusieurs années (maximum 10 ans). Cela pourrait toutefois s'avérer nécessaire, même si cela alourdirait et complexifierait la présentation des états financiers. Par exemple, une terminologie différente pourrait devoir être utilisée pour nommer les écarts d'acquisition qui intègrent des actifs incorporels identifiables et ceux qui sont « purs » et des informations différentes pourraient devoir être fournies dépendamment de la méthode appliquée.

Choix de méthodes comptables à faire lors de l'application initiale des modifications

Les membres demandent au CNC que les dispositions transitoires précisent les choix de méthodes comptables qui devront être faits lors de l'application initiale des modifications, y compris par les entreprises qui n'ont pas acquis d'entreprise pendant l'exercice en cours ou l'exercice précédent ou qui n'en ont jamais acquis. Par exemple :

- Une entreprise qui n'a jamais acquis d'entreprise n'a aucun choix de méthode comptable à faire. Elle devra choisir les méthodes comptables qu'elle appliquera lors de sa première acquisition d'entreprise.
- Une entreprise qui a acquis une entreprise dans le passé, que l'acquisition soit récente ou ancienne, doit effectuer et divulguer les choix de méthodes comptables qui suivent :
    - Comptabiliser séparément de l'écart d'acquisition les actifs incorporels identifiables acquis ou intégrer à l'écart d'acquisition tous les actifs incorporels identifiables acquis et donc amortir l'écart d'acquisition (1582.11A);
    - Amortir ou non les écarts d'acquisition (amortissement obligatoire si les actifs incorporels identifiables ont été intégrés aux écarts d'acquisition) (3064.69).

  Par exemple, si une entreprise ayant une fin d'exercice le 31 décembre a acquis une entreprise en 2016, elle devra effectuer et divulguer ces choix de méthodes comptables dans ses états financiers de l'exercice terminé le 31 décembre 2029, et ce, même si les actifs incorporels identifiables liés à ce regroupement seraient entièrement amortis ou l'écart d'acquisition serait entièrement amorti ou déprécié, et appliquer ces mêmes méthodes lors de regroupements d'entreprises futurs.