Section A – BOTH questions are compulsory and MUST be attempted

1 You are a manager in Magpie & Co, responsible for the audit of the CS Group. An extract from the permanent audit file describing the CS Group's history and operations is shown below:

Permanent file (extract)

Crow Co was incorporated 100 years ago. It was founded by Joseph Crow, who established a small pottery making tableware such as dishes, plates and cups. The products quickly grew popular, with one range of products becoming highly sought after when it was used at a royal wedding. The company's products have retained their popularity over the decades, and the Crow brand enjoys a strong identity and good market share.

Ten years ago, Crow Co made its first acquisition by purchasing 100% of the share capital of Starling Co. Both companies benefited from the newly formed CS Group, as Starling Co itself had a strong brand name in the pottery market. The CS Group has a history of steady profitability and stable management.

Crow Co and Starling Co have a financial year ending 31 July 2012, and your firm has audited both companies for several years.

(a) You have received an email from Jo Daw, the audit engagement partner:

To: Audit manager
From: Jo Daw
Regarding: CS Group audit planning

Hello

I have just been to a meeting with Steve Eagle, the finance director of the CS Group. We were discussing recent events which will have a bearing on our forthcoming audit, and my notes from the meeting are attached to this email. One of the issues discussed is the change in group structure due to the acquisition of Canary Co earlier this year. Our firm has been appointed as auditor of Canary Co, which has a year ending 30 June 2012, and the terms of the engagement have been agreed with the client. We need to start planning the audits of the three components of the Group, and of the consolidated financial statements.

Using the attached information, you are required to:

(i) Identify and explain the implications of the acquisition of Canary Co for the audit planning of the individual and consolidated financial statements of the CS Group; (8 marks)

(ii) Evaluate the risks of material misstatement to be considered in the audit planning of the individual and consolidated financial statements of the CS Group; and (18 marks)

(iii) Recommend the principal audit procedures to be performed in respect of the goodwill initially recognised on the acquisition of Canary Co. (5 marks)

Thank you.

Attachment: Notes from meeting with Steve Eagle, finance director of the CS Group

Acquisition of Canary Co

The most significant event for the CS Group this year was the acquisition of Canary Co, which took place on 1 February 2012. Crow Co purchased all of Canary Co's equity shares for cash consideration of $125 million, and further contingent consideration of $30 million will be paid on the third anniversary of the acquisition, if the Group's revenue grows by at least 8% per annum. Crow Co engaged an external provider to perform due diligence on Canary Co, whose report indicated that the fair value of Canary Co's net assets was estimated to be $110 million at the date of acquisition. Goodwill arising on the acquisition has been calculated as follows:

	$ million
Fair value of consideration:	
Cash consideration	125
Contingent consideration	30
	155
Less: fair value of identifiable net assets acquired	(110)
Goodwill	45

To help finance the acquisition, Crow Co issued loan stock at par on 31 January 2012, raising cash of $100 million. The loan has a five-year term, and will be repaid at a premium of $20 million. 5% interest is payable annually in arrears. It is Group accounting policy to recognise financial liabilities at amortised cost.

Canary Co manufactures pottery figurines and ornaments. The company is considered a good strategic fit to the Group, as its products are luxury items like those of Crow Co and Starling Co, and its acquisition will enable the Group to diversify into a different market. Approximately 30% of its sales are made online, and it is hoped that online sales can soon be introduced for the rest of the Group's products. Canary Co has only ever operated as a single company, so this is the first year that it is part of a group of companies.

Financial performance and position

The Group has performed well this year, with forecast consolidated revenue for the year to 31 July 2012 of $135 million (2011 – $125 million), and profit before tax of $8·5 million (2011 – $8·4 million). A breakdown of the Group's forecast revenue and profit is shown below:

	Crow Co $ million	Starling Co $ million	Canary Co $ million	CS Group $ million
Revenue	69	50	16	135
Profit before tax	3·5	3	2	8·5

Note: Canary Co's results have been included from 1 February 2012 (date of acquisition), and forecast up to 31 July 2012, the CS Group's financial year end.

The forecast consolidated statement of financial position at 31 July 2012 recognises total assets of $550 million.

Other matters

Starling Co received a grant of $35 million on 1 March 2012 in relation to redevelopment of its main manufacturing site. The government is providing grants to companies for capital expenditure on environmentally friendly assets. Starling Co has spent $25 million of the amount received on solar panels which generate electricity, and intends to spend the remaining $10 million on upgrading its production and packaging lines.

On 1 January 2012, a new IT system was introduced to Crow Co and Starling Co, with the aim of improving financial reporting controls and to standardise processes across the two companies. Unfortunately, Starling Co's finance director left the company last week.

Required:

Respond to the email from the partner. (31 marks)

Note: the split of the mark allocation is shown within the email.

(b) Magpie & Co's ethics partner, Robin Finch, leaves a note on your desk:

'I have just had a conversation with Steve Eagle concerning the CS Group. He would like the audit engagement partner to attend the CS Group's board meetings on a monthly basis so that our firm can be made aware of any issues relating to the audit as soon as possible. Also, Steve asked if one of our audit managers could be seconded to Starling Co in temporary replacement of its finance director who recently left, and asked for our help in recruiting a permanent replacement. Please provide me with a response to Steve which evaluates the ethical implications of his requests.'

Required:

Respond to the note from the partner. (6 marks)

(37 marks)

2 (a) You are a manager in Lapwing & Co. One of your audit clients is Hawk Co which operates commercial real estate properties typically comprising several floors of retail units and leisure facilities such as cinemas and health clubs, which are rented out to provide rental income.

Your firm has just been approached to provide an additional engagement for Hawk Co, to review and provide a report on the company's business plan, including forecast financial statements for the 12-month period to 31 May 2013. Hawk Co is in the process of negotiating a new bank loan of $30 million and the report on the business plan is at the request of the bank. It is anticipated that the loan would be advanced in August 2012 and would carry an interest rate of 4%. The report would be provided by your firm's business advisory department and a second partner review will be conducted which will reduce any threat to objectivity to an acceptable level.

Extracts from the forecast financial statements included in the business plan are given below:

Statement of comprehensive income (extract)

	Note	FORECAST 12 months to 31 May 2013 $'000	UNAUDITED 12 months to 31 May 2012 $'000
Revenue		25,000	20,600
Operating expenses		(16,550)	(14,420)
Operating profit		8,450	6,180
Profit on disposal of Beak Retail	1	4,720	–
Finance costs		(2,650)	(1,690)
Profit before tax		10,520	4,490

Statement of financial position

	Note	FORECAST 31 May 2013 $'000	UNAUDITED 31 May 2012 $'000
Assets			
Non-current assets			
Property, plant and equipment	2	330,150	293,000
Current assets			
Inventory		500	450
Receivables		3,600	3,300
Cash and cash equivalents		2,250	3,750
		6,350	7,500
Total assets		336,500	300,500
Equity and liabilities			
Equity			
Share capital		105,000	100,000
Retained earnings		93,400	92,600
Total equity		198,400	192,600
Non-current liabilities			
Long-term borrowings	2	82,500	52,500
Deferred tax		50,000	50,000
Current liabilities			
Trade payables		5,600	5,400
Total liabilities		138,100	107,900
Total equity and liabilities		336,500	300,500

Notes:

1. Beak Retail is a retail park which is underperforming. Its sale is currently being negotiated, and is expected to take place in September 2012.
2. Hawk Co is planning to invest the cash raised from the bank loan in a new retail and leisure park which is being developed jointly with another company, Kestrel Co.

Required:

In respect of the engagement to provide a report on Hawk Co's business plan:

(i) Identify and explain the matters that should be considered in agreeing the terms of the engagement; and

Note: You are NOT required to consider ethical threats to objectivity. (6 marks)

(ii) Recommend the procedures that should be performed in order to examine and report on the forecast financial statements of Hawk Co for the year to 31 May 2013. (13 marks)

(b) You are also responsible for the audit of Osprey Co, which has a financial year ended 31 May 2012. The audit engagement partner, Bill Kingfisher, sent you the following email this morning:

> To: Audit manager
> From: Bill Kingfisher, audit engagement partner, Osprey Co
> Regarding: Environmental incident
>
> ---
>
> Hello
>
> Osprey Co's finance director called me yesterday to explain that unfortunately over the last few weeks, one of its four factories leaked a small amount of toxic chemicals into the atmosphere. The factory's operations were halted immediately and a decision has been taken to permanently close the site. Though this is a significant event for the company and will result in relocation and some restructuring of operations, it is not considered to be a threat to its going concern status. Costs of closure of the factory have been estimated to be $1·25 million, which is expected to be material to the financial statements, and a provision has been set up in respect of these costs.
>
> Osprey Co is keen to highlight its previous excellent record on socio-environmental matters. Management is preparing a report to be published with the financial statements which will describe the commitment of the company to socio-environmental matters, and state its target of reducing environmental damage caused by its operations. The report will contain a selection of targets and key performance indicators to show performance in areas such as energy use, water consumption and employee satisfaction. Our firm may be asked to provide an assurance report on the key performance indicators.
>
> I am asking you to prepare briefing notes for my use in which you:
>
> **(i)** Recommend the principal audit procedures to be performed in respect of the costs of closure of the factory; and
>
> (6 marks)
>
> **(ii)** Discuss the difficulties in measuring and reporting on environmental and social performance.
>
> (4 marks)
>
> Thank you.

Required:

Respond to the partner's email. (10 marks)

Note: the split of the mark allocation is shown within the partner's email.

Professional marks will be awarded in part (b) for the presentation and clarity of your answer. (4 marks)

(33 marks)

Section B – TWO questions ONLY to be attempted

3 **(a)** You are a manager in Lark & Co, responsible for the audit of Heron Co, an owner-managed business which operates a chain of bars and restaurants. This is your firm's first year auditing the client and the audit for the year ended 31 March 2012 is underway. The audit senior sends a note for your attention:

'When I was auditing revenue I noticed something strange. Heron Co's revenue, which is almost entirely cash-based, is recognised at \$5·5 million in the draft financial statements. However, the accounting system shows that till receipts for cash paid by customers amount to only \$3·5 million. This seemed odd, so I questioned Ava Gull, the financial controller about this. She said that Jack Heron, the company's owner, deals with cash receipts and posts through journals dealing with cash and revenue. Ava asked Jack the reason for these journals but he refused to give an explanation.

'While auditing cash, I noticed a payment of \$2 million made by electronic transfer from the company's bank account to an overseas financial institution. The bank statement showed that the transfer was authorised by Jack Heron, but no other documentation regarding the transfer was available.

'Alarmed by the size of this transaction, and the lack of evidence to support it, I questioned Jack Heron, asking him about the source of cash receipts and the reason for electronic transfer. He would not give any answers and became quite aggressive.'

Required:

(i) Discuss the implications of the circumstances described in the audit senior's note; and (6 marks)

(ii) Explain the nature of any reporting that should take place by the audit senior. (3 marks)

(b) You are also responsible for the audit of Coot Co, and you are currently reviewing the working papers of the audit for the year ended 28 February 2012. In the working papers dealing with payroll, the audit junior has commented as follows:

'Several new employees have been added to the company's payroll during the year, with combined payments of \$125,000 being made to them. There does not appear to be any authorisation for these additions. When I questioned the payroll supervisor who made the amendments, she said that no authorisation was needed because the new employees are only working for the company on a temporary basis. However, when discussing staffing levels with management, it was stated that no new employees have been taken on this year. Other than the tests of controls planned, no other audit work has been performed.'

Required:

In relation to the audit of Coot Co's payroll:

Explain the meaning of the term 'professional skepticism', and recommend any further actions that should be taken by the auditor. (6 marks)

(15 marks)

4 You are a senior manager in the audit department of Raven & Co. You are reviewing two situations which have arisen in respect of audit clients, which were recently discussed at the monthly audit managers' meeting:

Grouse Co is a significant audit client which develops software packages. Its managing director, Max Partridge, has contacted one of your firm's partners regarding a potential business opportunity. The proposal is that Grouse Co and Raven & Co could jointly develop accounting and tax calculation software, and that revenue from sales of the software would be equally split between the two firms. Max thinks that Raven & Co's audit clients would be a good customer base for the product.

Plover Co is a private hospital which provides elective medical services, such as laser eye surgery to improve eyesight. The audit of its financial statements for the year ended 31 March 2012 is currently taking place. The audit senior overheard one of the surgeons who performs laser surgery saying to his colleague that he is hoping to finish his medical qualification soon, and that he was glad that Plover Co did not check his references before employing him. While completing the subsequent events audit procedures, the audit senior found a letter from a patient's solicitor claiming compensation from Plover Co in relation to alleged medical negligence resulting in injury to the patient.

Required:

Identify and discuss the ethical, commercial and other professional issues raised, and recommend any actions that should be taken in respect of:

(a) Grouse Co; and (8 marks)

(b) Plover Co. (7 marks)

(15 marks)

5 You are the partner responsible for performing an engagement quality control review on the audit of Snipe Co. You are currently reviewing the audit working papers and draft audit report on the financial statements of Snipe Co for the year ended 31 January 2012. The draft financial statements recognise revenue of $8·5 million, profit before tax of $1 million, and total assets of $175 million.

(a) During the year Snipe Co's factory was extended by the self-construction of a new processing area, at a total cost of $5 million. Included in the costs capitalised are borrowing costs of $100,000, incurred during the six-month period of construction. A loan of $4 million carrying an interest rate of 5% was taken out in respect of the construction on 1 March 2011, when construction started. The new processing area was ready for use on 1 September 2011, and began to be used on 1 December 2011. Its estimated useful life is 15 years.

Required:

In respect of your file review of non-current assets:

Comment on the matters that should be considered, and the evidence you would expect to find regarding the new processing area. (8 marks)

(b) Snipe Co has in place a defined benefit pension plan for its employees. An actuarial valuation on 31 January 2012 indicated that the plan is in deficit by $10·5 million. The deficit is not recognised in the statement of financial position. An extract from the draft audit report is given below:

Auditor's opinion

In our opinion, because of the significance of the matter discussed below, the financial statements do not give a true and fair view of the financial position of Snipe Co as at 31 January 2012, and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards.

Explanation of adverse opinion in relation to pension

The financial statements do not include the company's pension plan. This deliberate omission contravenes accepted accounting practice and means that the accounts are not properly prepared.

Required:

Critically appraise the extract from the proposed audit report of Snipe Co for the year ended 31 January 2012.

Note: you are NOT required to re-draft the extract of the audit report. (7 marks)

(15 marks)

End of Question Paper