



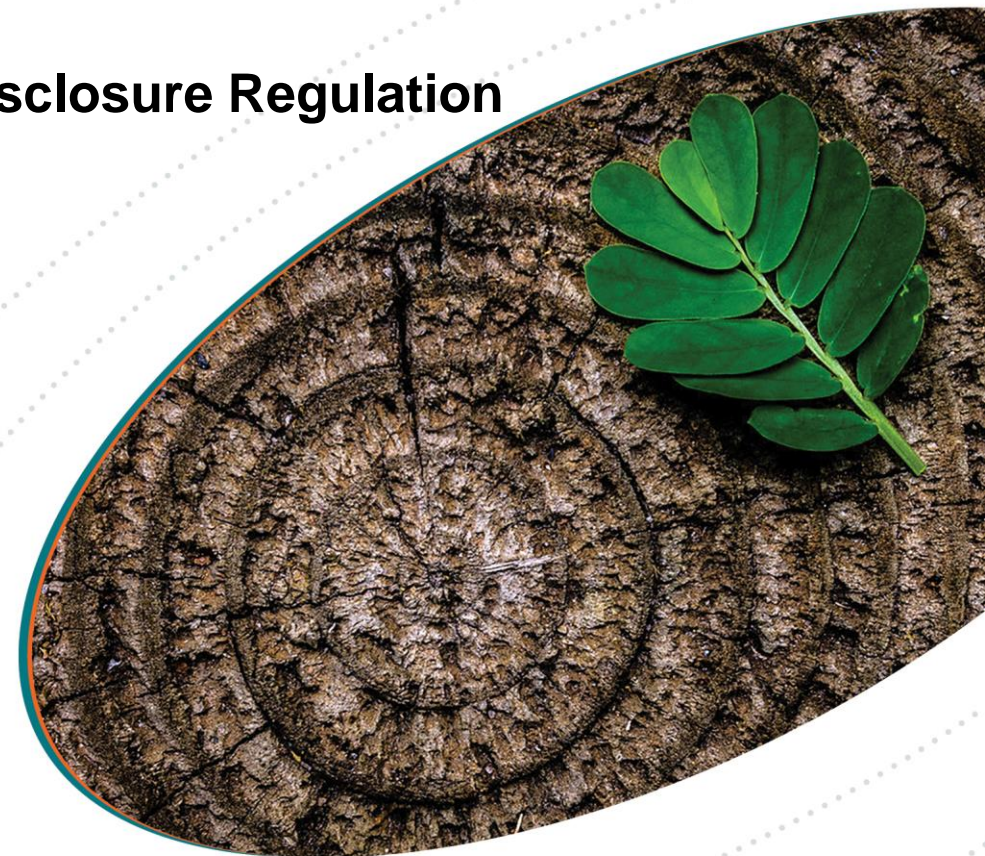
Companies and Intellectual  
Property Commission

a member of the dtic group

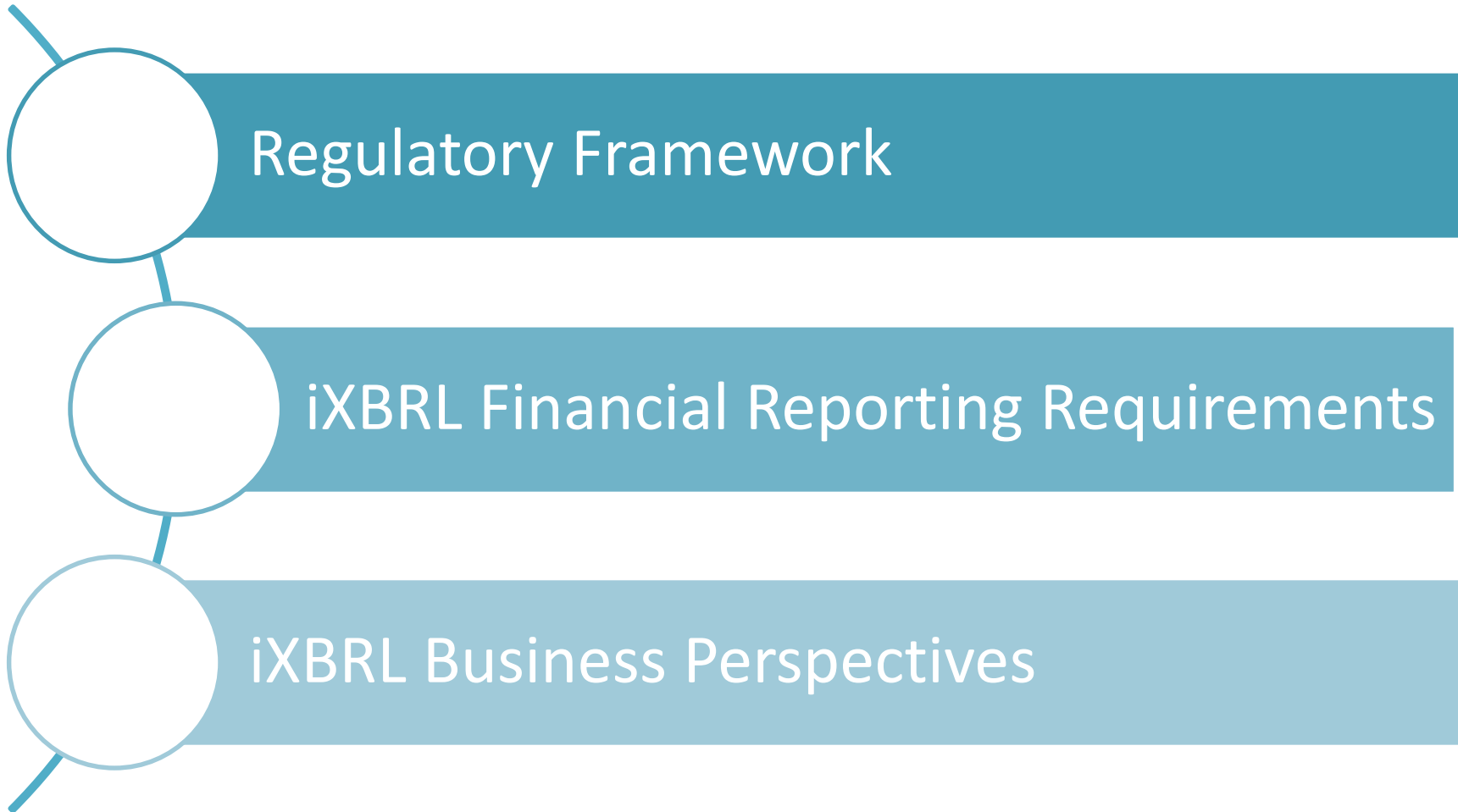
# CIPC XBRL Programme - Regulatory Perspective

Cuma Zwane

Investigator: Corporate Compliance and Disclosure Regulation



# SEGMENT 2 OUTLINE



# REGULATORY FRAMEWORK

Companies Act 71 of 2008 (as amended)

- Section 29
- Section 30
- Section 33



- i. AFS Substance and form
- ii. Preparation of AFS
- iii. Filing of ARs & Audited AFS or FAS

Companies Regulations, 2011

- Regulation 26
- Regulation 28
- Regulation 30



- i. PI Score calculation
- ii. Mandatory Audit and Independent Review
- iii. Sampling and Review of AFS

Auditing Profession Act, 26 of 2005

- Section 45



Reportable irregularities

# REGULATORY FRAMEWORK (Cont.)



## DOES iXBRL APPLY TO YOU? Know what to file.

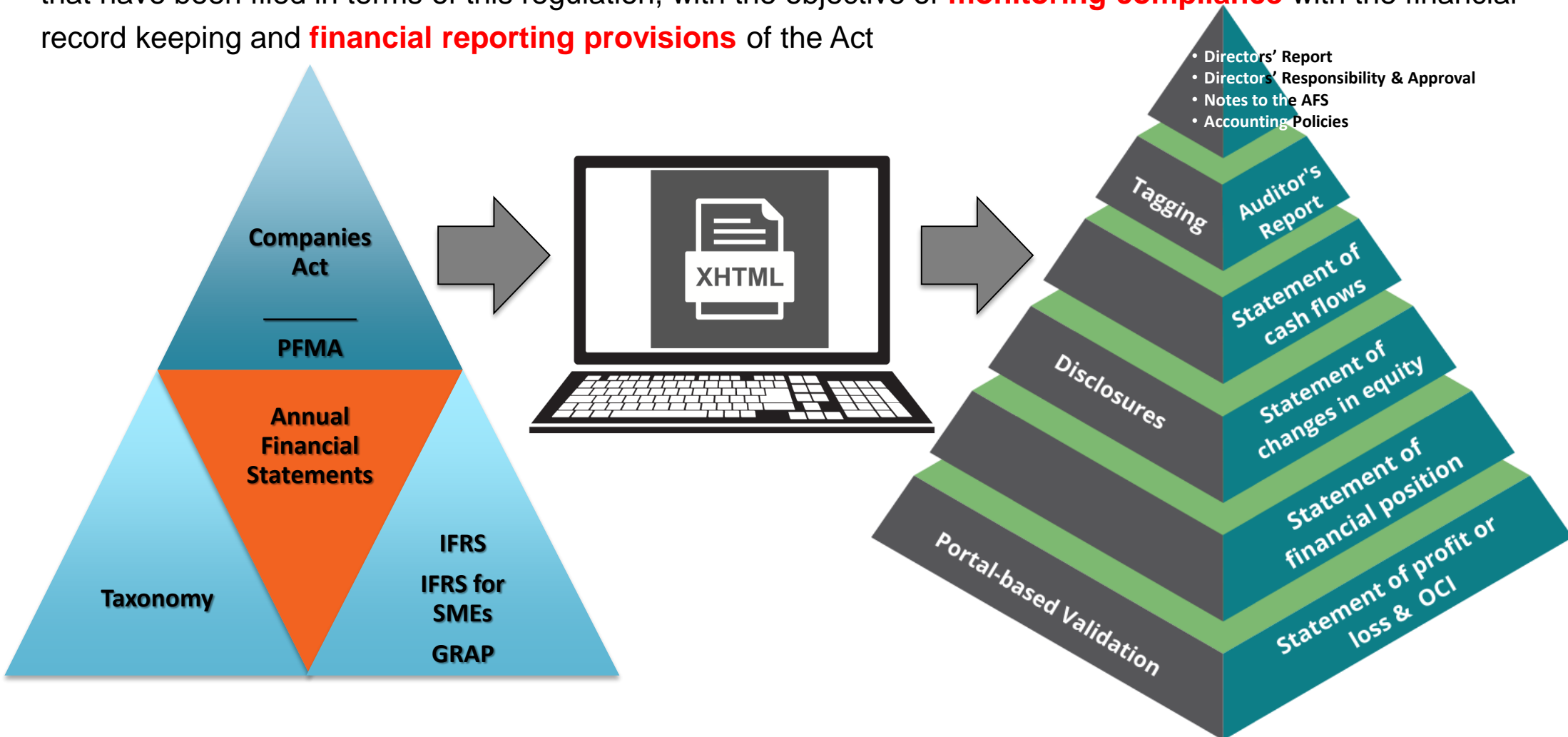


IF YOUR ANNUAL FINANCIAL STATEMENTS HAVE :	FINANCIAL ACCOUNTABILITY SUPPLEMENT	or	iXBRL
An Auditor's Report (if the audit was mandatory)	✗		✓
An Auditor's Report (if the audit was voluntary)	✓		✓ *
An Independent Reviewer's Report	✓		✓ *
Compilation/ Practitioner's Report	✓		✗
			* optional

# iXBRL FINANCIAL REPORTING REQUIREMENTS

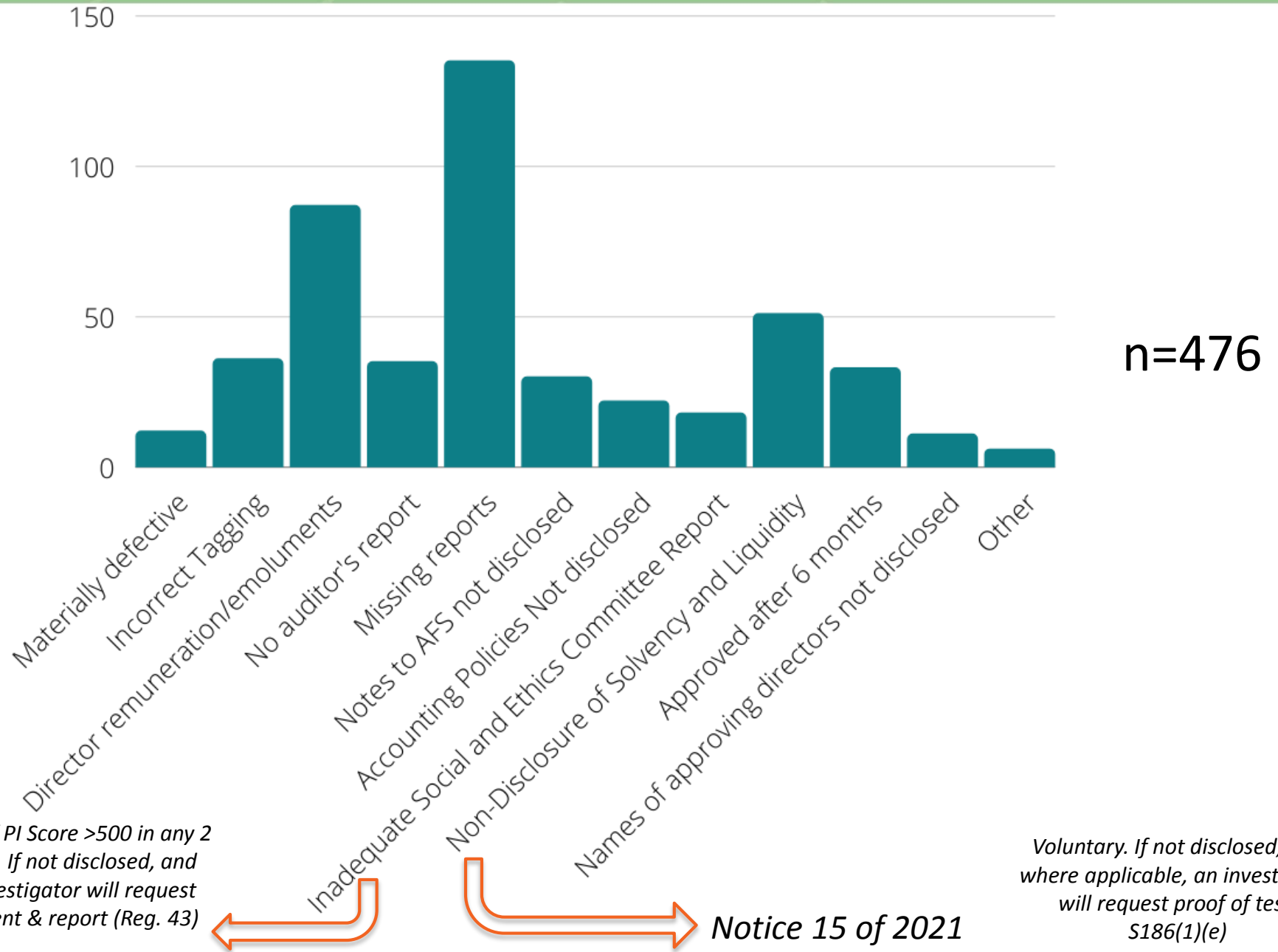
## Reg. 30(5)(a)

The Commission must establish a system to **select and review a sample of** financial accountability supplements, **audited annual financial statements or independently reviewed annual financial statements** that have been filed in terms of this regulation, with the objective of **monitoring compliance** with the financial record keeping and **financial reporting provisions** of the Act



# iXBRL FINANCIAL REPORTING REQUIREMENTS (Cont.)

Category of findings from outgoing financial year



SOC, listed Ltd & any Co. if PI Score >500 in any 2 years of the past 5 years. If not disclosed, and where applicable, an investigator will request proof of S&EC appointment & report (Reg. 43)



Notice 15 of 2021

Voluntary. If not disclosed, and where applicable, an investigator will request proof of test. S186(1)(e)

# iXBRL FINANCIAL REPORTING REQUIREMENTS (Cont.)

## Detailed findings presented to Annual Financial Statements Review Committee 2020/21 FY



<b>Materially defective</b>	12
<b>Tagging</b>	36
incorrect use of block tagging	
Incorrect tagging (value does not match tag)	
Inadequate text	
Name of tag used as value in tag	
<b>Director remuneration/emoluments</b>	87
Not disclosed	
Disclosed, but as aggregate value	
Disclosed, but directors listed as Director A,B,C or 1,2,3, etc	
Referred to in Notes, but page not included	
<b>No auditor's report</b>	35
<b>Missing reports</b>	135
Auditor's report	
Director's Report	
Directors' responsibility and Approval	
<b>Notes to AFS not disclosed</b>	30
<b>Accounting Policies Not disclosed</b>	22
<b>Social and Ethics Committee Report</b>	18
Not disclosed	
Disclosed, but content inadequate	
Heading tagged, but no content in tag value	
<b>Non-Disclosure of Solvency and Liquidity</b>	51
<b>Approved after 6 months</b>	33
<b>Names of approving directors not disclosed</b>	11
<b>Other</b>	6
Company secretary certificate section not disclosed	2
d:NameOfDesignatedPersonResponsibleForCompliance stated as Company Secretary	
Should be a name, not title	2
Name of approving CoSec not disclosed	2

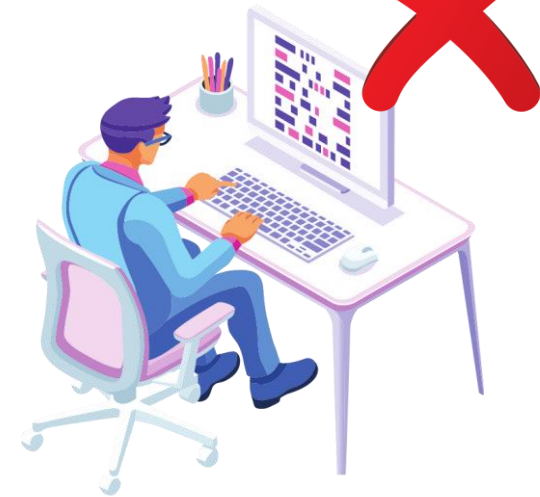
# iXBRL FINANCIAL REPORTING REQUIREMENTS (Cont.)

Who bears the final accountability for the output of iXBRL AFS filed/submitted to CIPC?

Company Secretary



Person who did the tagging



Software Service Provider



Those Charged With Governance



# iXBRL BUSINESS PERSPECTIVES

Companies and Intellectual Property Commission  
Republic of South Africa

## Form CoR 139.1

### About this Notice

- This form is issued in terms of section 171 of the Companies Act, 2008, and Regulation 139 of the Companies Regulations, 2011.
- You have the right within 15 business days to apply in terms of section 172, for an order confirming, modifying or setting aside all or part of this Notice. If the Notice was issued by the Commission, an application must be made to the Companies Tribunal in Form CTR 142. If this Notice was issued by the Takeover Regulation Panel, an application may be made to the Takeover Special Committee.
- A Compliance Notice remains in force until it is set aside on review, or until the issuing authority later issues a compliance certificate in the matter.

### Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address  
PO Box 429  
Pretoria  
0001  
Republic of South Africa  
Tel: 086 100 2472

www.cipc.co.za

## Compliance Notice

Date: 4/02/2021

To:

(Insert name and registration number of company, or name and identity number of individual)

Name: [REDACTED] Limited

Reg/ID No: [REDACTED] 543/06

From:  The Commission  The Takeover Regulation Panel

The Commission, or the Takeover Regulation Panel, as the case may be, believes on reasonable grounds that the company named above has contravened the Companies Act 71, of 2008. In particular, the Commission states that the company has failed to comply with Section 29, specifically:

**PLEASE SEE ATTACHED ANNEXURE "A"**

You are required to take the steps set out in the attached statement to bring the company's conduct into compliance with the Act.

**Failure to comply with this Notice may result in any of the following consequences:**

- prosecution in terms of section 214 (3) of the offence of failing to satisfy a compliance Notice, the maximum penalty for which is a fine or 12 months imprisonment; or
- imposition of an administrative fine, in terms of section 171 (7)(a).

If this notice requires the company to file overdue annual returns, failure to comply may result in the deregistration of the company, in terms of section 80 to 82.

**Any person who is repeatedly guilty of an offence in terms of the Act, including the offence of failure to satisfy a compliance notice, may be placed on probation as a director, or declared a delinquent director, and disqualified from serving as a director, in terms of section 162.**

Name and Title of person signing on behalf of the Commission or Panel:

Adv. Rory Voller  
Commissioner

Authorized Signature

Annexure "A"

**WARNING**

**Non-compliance  
can be costly!**

## STATEMENT TO BRING THE CONDUCT OF A COMPANY INTO COMPLIANCE WITH THE COMPANIES ACT NO. 71 OF 2008 ("ACT")

A contravention of the Companies Act, 71 of 2008 (as amended), was identified by the Commission in terms of Section 29, in pursuit of enforcing Regulation 30(5) of the Companies Regulations, 2011. The company filed a set of audited annual financial statements in iXBRL to the Commission, which are deemed to be a misrepresentation of financial information.

Particulars of the Reportable Irregularity are: **Contravention of Section 29 (2) read in conjunction with Section 214: False statements, reckless conduct and non-compliance**

Section 29 reads thus:

- If a company provides any financial statements, including any annual financial statements, to any person for any reason, those statements must:
  - satisfy the financial reporting standards as to form and content, if any such standards are prescribed;
  - present fairly the state of affairs and business of the company, and explain the transactions and financial position of the business of the company;
  - show the company's assets, liabilities and equity, as well as its income and expenses, and any other prescribed information;

The following is required from you within 40 business days from the date of this Notice:

- To submit to the Commission, copies of the approved Annual Financial Statements for the 30 June 2018 and 30 June 2019 financial year-ends.
- To provide reasons to the Commission on why the Board filed a different copy of the company's annual financial statements to the Commission and published a different set to the general public

END

THANK YOU

