BIS | Department for Business Innovation & Skills

Consultation response form: The Future of Narrative Reporting

A copy of the consultation available at: http://www.bis.gov.uk/consultations.

Responses to the Consultation by be received by 19 October 2010

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Please tick the box from the following list of options that best describes you:

	Quoted company
	Other company
	Investor or investment manager
	Business representative organisation
x	**Investor representative organisation**
	Non governmental organisation (NGO)
	Trade Union
	Lawyer or accountant
	Other (e.g. consultant or private individual)

Value of narrative reporting

<u>Question 1</u>: Are company directors providing useful and relevant information on the company's:

i) forward-looking strategy and
ii) principal risks and opportunities?

Comments

<u>Question 2:</u> What are the constraints on companies providing information on these issues?

Comments

<u>Question 3:</u> Does the information provided reflect the issues discussed by the directors in board meetings?

Comments

<u>Question 4</u>: Does the information help shareholders to press directors on key issues relating to strategy and risk, or inform their business decisions?

Comments

<u>Question 5</u>: If a company does not provide sufficient or material information to you, do you challenge it? Is there anything which could help you to do so?

Comments

<u>Question 6:</u> What other sources of company information do you use and how valuable are they (e.g. information provided on the website, analysts' briefings, dialogue with the company, corporate social responsibility report)?

Comments

<u>Question 7:</u> Is there scope to reduce or simplify the requirements on which companies report?

Comments

<u>Question 8:</u> Is there scope to arrange the information in a more useful way?

Comments

Business Review

<u>Question 9</u>: Looking at an Operating & Financial Review and the existing business review (see Annex D), do you see value in reinstating elements of an OFR and if so what would they be? In particular, would a statutory reporting standard help to improve the quality of reporting?

Comments

<u>Question 10</u>: The business review provisions require quoted companies to report, to the extent necessary, on:

- **main trends and factors likely to affect the future development, performance and position of the company's business**
- **information on environmental matters**
- **information on employees**
- **information on social and community matters**
- **persons with whom the company has essential contractual and other relationships**

  i) is this information useful to you? How do you use it?
  ii) Could disclosure be improved? If so, how?
  iii) Are there key issues which are missing? If so, please explain?

Comments

<u>Question 11:</u> Would more guidance be helpful? If so, what form should this take? For example, best practice example, sample Key Performance Indicators, etc?

Comments

<u>Question 12:</u> Should there be a shareholder's advisory vote on the Business Review?

Comments

<u>Question 13</u>: Are there non-regulatory solutions to increasing quality through better guidance or publicising excellence in business reports? If so, what?

Comments

Directors' Remuneration Report

Question 14: Do the current disclosure requirements provide clear and usable information about:

- **the total remuneration paid to directors, and how this is made up;**
- **the performance criteria for payments to directors, and how these relate to the company's strategic objectives;**
- **company performance against these criteria, so that there is a demonstrable link between pay and performance.;**
- **the process by which directors' remuneration is decided?**

Comments
Church Investors Group (CIG) members have strong concerns regarding current levels of executive remuneration, particularly in FTSE 100 constituent companies. Several members address this by way of proxy voting on company remuneration reports. The CIG would thus welcome any endeavour to better inform shareholders of remuneration levels from companies as this would allow our members to make better informed decisions. **CIG members have voiced particular concerns in the following areas:** • **The widening gap in levels of remuneration between senior company executives and the salary of the average employee of that company. The CIG would thus welcome any moves to encourage companies to disclose this information.** • **That executive remuneration policies are linked to superior long-term company performance and do not encourage excessive risk taking. Again the CIG would welcome greater disclosure of performance criteria and how it links to ESG criteria.** • **That shareholders should be informed of, and allowed to vote on, the highest salary levels of employees below board level.** **The CIG released a report on 'The Ethics of Executive Remuneration' in March 2010. A copy of this has been attached to this submission (the recommendations and opinions contained within the report were those of the authors rather than that of any CIG member).**

Costs

Question 15:

If you can provide any information on costs associated either with the existing narrative reporting requirements eg preparing your business review or your views on potential costs and benefits in relation to any of the ideas in this consultation, please give details

Comments