

a) Classification of redeemable preference shares

In terms of IAS 32.18 the substance of a financial instrument rather than its legal form governs the classification of a financial instrument. (1)

In terms of IAS 32.11 a financial liability is any liability that is a contractual obligation to deliver cash. (1)

There is a contractual obligation to deliver cash in terms of the redemption of the preference shares. A fixed payment is due on 31 December 2015. (1)

There is also an obligation to pay the dividend. (1)

Franco Ltd does not have an unconditional right to avoid paying the dividends and capital therefore it is a financial liability. (1)

The legal form of the preference shares are equity but the shares are liabilities in substance. (1)

The redeemable preference shares shall be classified as a financial liability. (1)

(6) -> (5)

b) In accordance with IAS 33.23 ordinary shares that will be issued upon the conversion of a compulsory convertible instrument are included in the calculation of basic earnings per share from the date the contract is entered into. (1) (IAS 33.23)

These compulsory convertible instruments (preference shares) are not potential ordinary shares that may result in additional ordinary shares, they will definitely result in more ordinary shares and are therefore treated as ordinary shares from date of issue. These compulsory convertible preference shares are included in basic earnings per share. (1)

If these preference shares were not compulsory convertible, they shall not form part of the basic earnings per share calculation but form part of the diluted earnings per share calculation (1), only if in terms of ranking and testing it is indicated that these preference shares have a dilutive effect. (1)

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1. Understanding the eBook Question Papers November 2014 Exam Electricity N2
 - The Rise of Digital Reading Question Papers November 2014 Exam Electricity N2
 - Advantages of eBooks Over Traditional Books
2. Identifying Question Papers November 2014 Exam Electricity N2
 - Exploring Different Genres
 - Considering Fiction vs. Non-Fiction
 - Determining Your Reading Goals
3. Choosing the Right eBook Platform
 - Popular eBook Platforms
 - Features to Look for in an Question Papers November 2014 Exam Electricity N2
 - User-Friendly Interface
4. Exploring eBook Recommendations from Question Papers November 2014 Exam Electricity N2
 - Personalized Recommendations
 - Question Papers November 2014 Exam Electricity N2 User Reviews and Ratings
 - Question Papers November 2014 Exam Electricity N2 and Bestseller Lists

5. Accessing Question Papers November 2014 Exam Electricity N2 Free and Paid eBooks
 - Question Papers November 2014 Exam Electricity N2 Public Domain eBooks
 - Question Papers November 2014 Exam Electricity N2 eBook Subscription Services
 - Question Papers November 2014 Exam Electricity N2 Budget-Friendly Options
6. Navigating Question Papers November 2014 Exam Electricity N2 eBook Formats
 - ePub, PDF, MOBI, and More
 - Question Papers November 2014 Exam Electricity N2 Compatibility with Devices
 - Question Papers November 2014 Exam Electricity N2 Enhanced eBook Features
7. Enhancing Your Reading Experience
 - Adjustable Fonts and Text Sizes of Question Papers November 2014 Exam Electricity N2
 - Highlighting and Note-Taking Question Papers November 2014 Exam Electricity N2
 - Interactive Elements Question Papers November 2014 Exam Electricity N2
8. Staying Engaged with Question Papers November 2014 Exam Electricity N2
 - Joining Online Reading Communities
 - Participating in Virtual Book Clubs
 - Following Authors and Publishers Question Papers November 2014 Exam Electricity N2
9. Balancing eBooks and Physical Books Question Papers November 2014 Exam Electricity N2
 - Benefits of a Digital Library
 - Creating a Diverse Reading Collection Question Papers November 2014 Exam Electricity N2
10. Overcoming Reading Challenges
 - Dealing with Digital Eye Strain
 - Minimizing Distractions
 - Managing Screen Time
11. Cultivating a Reading Routine Question Papers November 2014 Exam Electricity N2
 - Setting Reading Goals Question Papers November 2014 Exam Electricity N2
 - Carving Out Dedicated Reading Time
12. Sourcing Reliable Information of Question Papers November 2014 Exam Electricity N2
 - Fact-Checking eBook Content of Question Papers November 2014 Exam Electricity N2
 - Distinguishing Credible Sources
13. Promoting Lifelong Learning

- Utilizing eBooks for Skill Development
- Exploring Educational eBooks

14. Embracing eBook Trends

- Integration of Multimedia Elements
- Interactive and Gamified eBooks

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