# **Primer on the International Valuation Standards & their relevance to M&A**

**Building trust in valuation** 

**Nicolas Konialidis, CFA, CVA, ASA-BV** *Asia Director Technical Director, Business Valuation Board* 

## **Our Mission**

Working with other standard setters, regulators, Valuation Professional Organisations, valuation service providers, asset managers, investment banks and other end-users of valuation information.

#### The IVSC's mission is to <u>build trust in valuation</u> by:

- Creating robust International Valuation Standards (IVS) that ensure consistency, transparency, and comparability in valuations.
- Promoting the adoption of IVS and fostering valuation professionalism worldwide.

The IVSC works for the public good.



# **Singapore-Based Members and Sponsors**

### Valuation Professional Organisations:

- Institute of Valuers & Appraisers Singapore (ACRA-IVAS)
- Singapore Institute of Surveyors and Valuers (SISV)
- Royal Institution of Chartered Surveyors (RICS)

### Sponsors:

- DBS
- OCBC
- UOB
- "Big 4"; Kroll; JS Held; FTI;
- Intellectual Property Office of Singapore (IPOS)

### IVSC

#### **Academic Members:**

- NUS
- NTU
- SUSS

#### **Members of Investor Forum:**

- GIC
- Temasek

### **RE Professional Services Firms:**

- Savills
- JLL

### **Professional Services Firms:**

• Navi

# **Securities Regulators are Attentive**

### **Relationship between IOSCO & IVSC**

- The International Organization of Securities Commissions ("IOSCO") is an international body of the world's securities regulators.
- IOSCO develops, implements and promotes adherence internationally recognized to standards for securities regulation.
- IOSCO and the IVSC, executed a Statement of Cooperation whereby both organizations endeavor to enhance their collaboration to promote high quality valuation practices.
- Latest Plenary meeting: November 2024

VSC



#### **IOSCO's role:**

- Provide concerning valuations.





• Gain an understanding of the IVS, with the aim of assessing whether they address valuation risk areas as identified by securities regulators.

input to th<mark>e IVSC on</mark> proposed amendments to IVSs and developments that are relevant to valuations used for financial reporting and assist in identifying emerging issues

# What is a Valuation?

#### **Two Types of Valuations**

IVSC

Investor		"Inst
Private, unconstrained analysis.	•	Represented
<ul> <li>Implies an investment decision (positive or negative)</li> </ul>	•	Rely on pro and/or forma
Seeking a "variant perception"	•	Valuation m
• Examples: Fund Managers, Prof. Damodaran,		transaction ("
Warren Buffett etc	•	Importance of
<ul> <li>No "third party" accountability.</li> </ul>		procedural ju
	-1	Standard

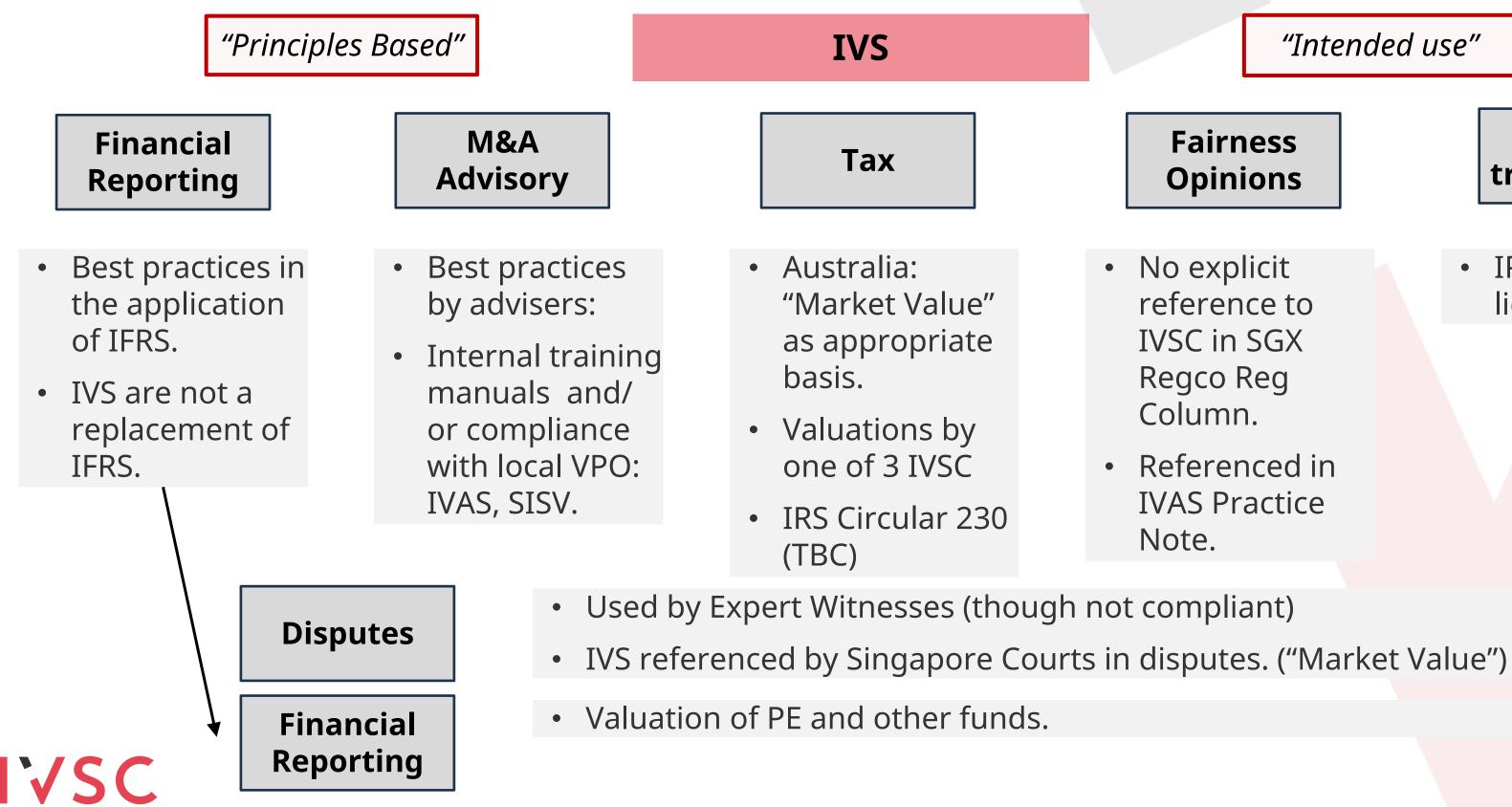
**Valuation**: "The act or process of forming a conclusion on a value [of an asset or liability] at a valuation date [that is prepared in compliance with IVS]."

### titutional" Valuations

- d to a third party.
- rofessional judgement, reputation, al status ("licensed")
- mimics / captures a hypothetical ("basis of value")
- of credibility, consensus, legitimacy, urisprudence, etc.

r**ds Apply:** IVS, IF<mark>RS, case law etc.</mark>

# **Application of IVS in M&A**



#### *"Intended use"*

#### Fairness **Opinions**

Other transactions

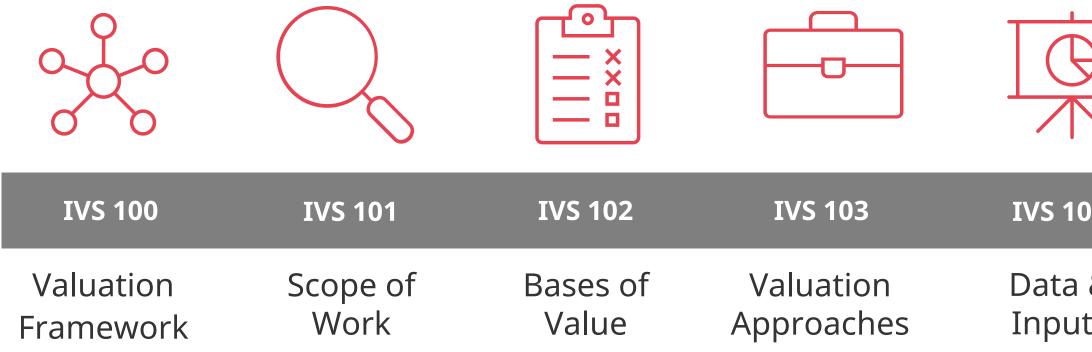
- No explicit reference to IVSC in SGX Regco Reg Column.
- Referenced in • **IVAS** Practice Note.

• IP transfer, licensing etc...

## **Overview of General Standards**

### **IVS General Standards**

150



- The General Standards are aligned with best practices workflow in Valuation.
- IVS aim to make valuations accurate, complete, timely, and transparent.
- Compliance with the Standards minimises the risk of errors and misunderstandings.
- The Standards protect the valuer, its clients and the intended users of the valuation report.
- Valuations are not a checklist. They revolve around professional judgement.

<u></u>		
04	IVS 105	IVS 106
1 & Its	Valuation Models	Documentation & Reporting
deflowing	Valuation	

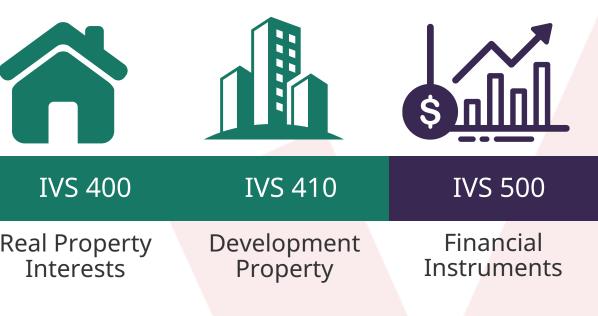
# **Relationship of IVS General and Asset Standards**

### **IVS Asset Standards**

IVSC

IVS 200	IVS 210	IVS 220	IVS 230	IVS 300	
Businesses & Business Interests	Intangible Assets	Non-Financial Liabilities	Inventory	Plant , Equipment & Infrastructure	Re

### The General Standards apply to all Asset Standards



# **IVS Compliance is subordinate to other regulations**

**IVS 100.40 Compliance hierarchy – Compliance is a function of:** 



Legal, statutory, and regulatory or other authoritative requirements appropriate to the purpose and jurisdiction of the valuation. If in conflict with IVS the requirements should be prioritized, explained, documented and reported.

Any other deviations would render the valuation not compliant with IVS

IVS are complementary, not a substitute for other standards: IFRS, Rules of the Court



### Documentation



### **IVS 106 Documentation and Reporting**

30.6. Valuation reports *must* convey the following, at a minimum:

(a) agreed scope of the work,	(l) signifi
(b) assets and/or liabilities being valued,	m) envir
(c) the identity of the valuer,	used and
(d) client,	(n) signif
(e) intended use,	limiting
(f) intended users,	(o) findir
(g) valuation currency(ies) used	(p) value
(h) valuation date(s),	(q) IVS co
(i) basis (bases) of value adopted,	(r) date d
(j) approach or approaches adopted,	
(k) method or valuation models applied,	

The IVS are not a checklist; they are a framework for the valuer to express his/her professional judgement.



- icant data and inputs used,
- onmental, social and governance inputs d considered,
- ficant or special assumptions and/or conditions,
- ngs of a specialist or service organisation, and rationale for valuation,
- ompliance sta<mark>tement,</mark>
- of the report

# **IVS in Judicial Proceedings**

#### **Singapore Courts**

VSC

- International Valuation Standards are routinely referenced by judges and are increasingly recognized as "best practice" by expert witnesses.
- At least 15 judgments by the Supreme Court of Singapore since 2002 include a mention of the International Valuation Standards.
  - Example: WQP v WQQ [2023]
- This list does not include arbitration, where decisions are not publicised.

Note: In Singapore, the Supreme Court hears civil and criminal cases. It consists of the Court of Appeal and the High Court (General Division, Appellate division and the Singapore International Commercial Court).



# **IVS are Always a Work in Progress**

#### Agenda Consultation: Shaping the future of the International Valuation Standards

Major Topics:

- 1. Environmental, Social and Governance (ESG)
- 2. Technology in Valuation
- 3. Valuation Risk

Selected Additional Topics:

- Early-Stage Businesses
- Capital Structure Considerations
- Digital Assets
- Discounts and Premia
- Internally Generated Intangible Asset
- Trophy Assets

IVSC

• Agricultural, Plantation Land, Biological Assets

- Bases of Value
- Compulsory Purchase
- Early-Stage Businesses
- Insurance Valuations
- Quality Control and Individual Valuer
- Transfer Pricing
- Valuation Reviews

### Next Update: IVS Effective 31 January 2028 – Exposure draft early 2026.







WWW.IVSC.ORG