



Via email to [director@fasb.org](mailto:director@fasb.org)

December 20, 2013

Ms. Susan M. Cospers  
Technical Director  
Financial Accounting Standards Board  
401 Merritt 7  
PO Box 5116  
Norwalk, CT 06856-5116

**Re: Proposed Accounting Standards Update *Compensation—Stock Compensation (Topic 718) Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could Be Achieved after the Requisite Service Period*, a consensus of the FASB Emerging Issues Task Force**

*(File Reference No. EITF-13D)*

Dear Ms. Cospers:

This letter is submitted in response to the request for public comment by the Financial Accounting Standards Board (FASB or the Board) with respect to its Exposure Draft (“ED”) of the proposed Accounting Standards, *Compensation—Stock Compensation (Topic 718) Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could Be Achieved after the Requisite Service Period*, a consensus of the FASB Emerging Issues Task Force.

WeiserMazars LLP appreciates the opportunity to review and comment on this ED.

Our responses to the questions in the Proposed ASU are included on the attached pages, for your consideration.

If you have any questions about our comments or wish to discuss any of the matters addressed herein, please contact Denise Moritz (646) 225-5913 or Mike Crown (212) 375-6748.

Very truly yours,

A handwritten signature in cursive script that reads 'WeiserMazars LLP'.

WEISERMAZARS LLP  
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## Responses to the Specific Questions

**Question 1:** Do you agree that a performance target that could be achieved after the requisite service period should be treated as a performance condition that affects vesting? If not, please explain why.

### *Response*

*Yes.. We agree with what the Task Force members emphasized in paragraph BC8 of the ED, and with what the Board concluded at the time when FASB Statement No. 123 (revised 2004), Share-Based Payment was issued, that awards of this nature were not considered to be measurable with reliability...and that the outcome is no less difficult to predict today than it was at the time the Board issued Statement 123(R).*

**Question 2:** Are there circumstances in which a performance target that could be achieved after the requisite service period should be treated as a nonvesting condition? If yes, please explain why.

### *Response*

*No. All such performance targets should be considered to be vesting conditions.*

**Question 3:** The amendments in the proposed Update do not require any incremental disclosures for share-based payments in which a performance target could be achieved after the requisite service period. Should incremental disclosures be required for those awards? If yes, please explain why.

### *Response*

*No. Current disclosure requirements would be sufficient.*

**Question 4:** Do you agree that the proposed amendments should be applied prospectively to all share-based payments granted or modified on or after the effective date? Should early adoption be permitted? Under the proposed Update, retrospective adoption would not be allowed. Should retrospective adoption be allowed? If yes, please explain why.

### *Response*

*Yes, we agree the proposed amendments should be applied prospectively to all share-based payments granted or modified on or after the effective date. Early adoption should be permitted. Retrospective adoption should not be allowed.*



**Question 5:** The proposed amendments would apply to public and nonpublic entities. Should the proposed amendments be different for nonpublic entities? If so, please describe how and why they should be different.

*Response*

*The proposed amendments should not be different for nonpublic entities.*

**Question 6:** What is the level of effort and time needed to implement the proposed amendments?

*Response*

*The level of effort and time need to implement the proposed amendments would not be expected to be significant.*