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Via email: www.iasb.org

August 28, 2009

International Accounting Standards Board

Re: Exposure Draft ED/2009/9 *Classification of Rights Issues Proposed amendment to IAS 32*

The Accounting Principles and Auditing Standards Committee (the AP&AS "Committee") of the California Society of Certified Public Accountants (CALCPA) is pleased to provide our comments to the International Accounting Standards Board (the "Board") on this proposed standard.

The AP&AS Committee is the senior technical committee of CALCPA. CALCPA has approximately 32,000 members. The Committee is comprised of 50 members, of whom 67 percent are from local or regional firms, 23 percent are sole practitioners in public practice, 5 percent are in industry and 5 percent are in academia.

The Committee strongly believes that the IASB and the Financial Accounting Standards Board should seek convergence of their standards, and compromise on resolution of differing views in the interest of achieving convergence.

The Committee notes that the proposal in ED/2009/9 is not consistent with existing FASB literature, specifically Emerging Issues Task Force Issue 07-5 *Determining Whether an Instrument (or Embedded Feature) Is Indexed to an Entity's Own Stock*, which is at paragraph 815-40-15-71 in the FASB Accounting Standards Codification. We recommend that the IASB defer issuance of its proposed amendment to IAS 32 until it reconciles this difference with the FASB and the two Boards agree on common accounting.

The Committee does not express a view on which accounting should prevail.

We thank you for the opportunity to comment on this matter. We would be glad to discuss our opinions with you further should you have any questions or require additional information.

Very truly yours,

A handwritten signature in cursive script that reads "JoAnn Guattery".

JoAnn Guattery, Chair
Accounting Principles and Auditing Standards Committee
California Society of Certified Public Accountants