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Letter of Comment No: 1784

File Reference: 1102-100

From: Liang, Ted [ted.liang@intel.com]
Sent: Friday, April 23, 2004 12:08 PM
To: Director - FASB
Subject: File Reference No. 1102-100

Dear FASB director,
I strongly object the FASB decision to mandate the expensing of stock options in a company's accounting. I understand the reasons that drive you to such recommendation, i.e., from the corporate scandals of MCI, Enron, etc. By expensing the stock option costs, you are not addressing the core of the problem, rather doing something that will affect the overall health of the U.S. competitiveness in global economy, especially high tech industries such as details below.

Instead, you should devise something that legally bind the corporate officers for their financial activities that may provide personal gains for them while sacrifices the interests of the company, employees and shareholders. Crooks will be crooks and they will find way of doing things to cheat. So the focus should be doing something to specifically prevent or deter those people.

By treating employee stock options as an accounting expense, it disregards three fundamental issues. First, employee options are not freely tradable. How do you value something that has no market? How do you put a price on something if it's not for sale? The answer is that you cannot. There is no accurate way to value these options without an open market.

Second, employee stock options are subject to lengthy vesting periods—typically four or five years. If the employee changes jobs before the options vest, they are forfeited.

Finally, employee stock options will be exercised only if the stock price rises above the strike price. How does one predict future stock prices with any degree of certainty? There are entire industries dedicated to such a practice, yet no one is able to predict with absolute certainty what a stock price will be over a given length of time.

This FASB exposure draft is sure to be greeted with relish by our competitors in Asia and beyond. Entrepreneurs in China, Singapore and India will not just continue to focus on software development or other low-tech industries. They will create global economic powerhouses there which will be listed on those stock markets. In its latest five-year economic plan, the Chinese government explicitly calls for broader use of stock options to attract and retain key talent in China.

It is ironic that a communist country, the People's Republic of China, is encouraging the wider use of stock options, while in the U.S. the FASB wishes to make option grants to employees much more difficult and expensive. This FASB proposal will harm the ability of Americans to innovate and drive our nation towards second tier status.

Please consider my opinion and not expensing the stock options.

Regards,
Ted Liang