

GENERAL SECTION: QUESTIONS FOR ALL REGISTRANTS

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REFERENCE ONLY

* Indicates required field

CERTIFICATION

This certification must be completed by your ultimate designated person. *

Where my firm has completed this RAQ section in 2022, I acknowledge that some questions in the "General Section: Questions for all Registrants" of the 2024 Risk Assessment Questionnaire were pre-populated with the firm's 2022 responses. I certify that I have reviewed and updated where necessary all pre-populated fields. Where my firm did not complete the previous RAQ, I acknowledge that I have received a blank RAQ section with no pre-populated fields.

I certify that I have reviewed our responses to the "General Section: Questions for all Registrants" of the 2024 Risk Assessment Questionnaire completed by our firm. To the best of my knowledge, the responses are complete, accurate, free from any misstatements, and not misleading in any respect.

Name: *

Phone number: *

Date (YYYY-MM-DD):

IMPORTANT INFORMATION

This questionnaire is intended for investment fund managers, portfolio managers, exempt market dealers, restricted portfolio managers, and restricted dealers. Please verify the information below. If there are any discrepancies, immediately contact one of the individuals listed in the "How to contact us" section of the 2024 *Risk Assessment Questionnaire Firm Filing* page, and do not proceed with answering the questions.

Company name

NRD number



Registered as

- Investment fund manager
- Portfolio manager
- Exempt market dealer
- Restricted portfolio manager
- Restricted dealer

NRD: National Registration Database

QUESTION G1 – REVENUE

Fill in the table below.

	Amount in financial (fiscal) year ended in 2023 (in CAD)	Amount in financial (fiscal) year ended in 2022 (in CAD)
Total gross revenue of your firm * 	<input type="text"/> \$	<input type="text"/> \$
Specified Ontario revenues * 	<input type="text"/> \$	<input type="text"/> \$

Specified Ontario revenues: Definition of specified Ontario revenues can be found in section 1.1 of Ontario Securities Commission (OSC) Rule 13-502 Fees. Refer to the OSC website for the rule: <https://www.osc.ca/en/securities-law/instruments-rules-policies/1/13-502>

Additional comments, if necessary

QUESTION G2 – BOARD OF DIRECTORS

(A) Does your firm have a board of directors? *

- a) Yes
 b) No

(B) Fill in the table below. Enter zero in the fields that are not applicable to you.

Total number of directors *

Number of directors who are independent of your firm, entities related to your firm and the funds that you manage *

Additional comments, if necessary

QUESTION G3 – OVER-THE-COUNTER (OTC) DERIVATIVES

Do you deal, advise or act as a counterparty in transactions involving OTC derivatives? Check all that apply. *

- a) Yes – we deal in OTC derivatives
 b) Yes – we advise in OTC derivatives
 c) Yes – we are a counterparty to transactions involving OTC derivatives
 d) Yes – other (briefly explain in comment box below)
 e) No

Provide a brief explanation if d) is selected *

QUESTION G4 – EXCHANGE-TRADED DERIVATIVES (COMMODITY FUTURES CONTRACTS AND OPTIONS)

Do you deal or advise in exchange-traded derivatives? Check all that apply. *

- a) Yes – we deal in exchange-traded derivatives
 b) Yes – we advise in exchange-traded derivatives
 c) Yes – other (briefly explain in comment box below)
 d) No

Provide a brief explanation if c) is selected *

QUESTION G5 – EXCESS WORKING CAPITAL CALCULATION

(A) Has your firm's excess working capital (as calculated using **Form 31-103F1**) been less than zero at any time in the last two years ending December 31, 2023 (including a deficiency that was rectified within 48 hours)? *

- a) Yes – provide details in comment box below
- b) No

Details regarding your excess working capital deficiencies

(B) Have you notified the regulator or, in Quebec, the securities regulatory authority of this deficiency? *

- a) Yes
- b) No

Form 31-103F1: Form 31-103F1 *Calculation of Excess Working Capital*. Refer to the OSC website for the form <https://portal.osc.ca/efilings/modern/31-103-instructions>

Additional comments, if necessary

QUESTION G6 – MARKETING

Fill in the table below.

REFERENCE ONLY

Marketing Practice	Does your firm and/or registered individuals use this marketing practice? *
Word of mouth	<input type="text"/>
Cold calling, including the use of telemarketing firms	<input type="text"/>
Electronic media (e.g. websites, email)	<input type="text"/>
Social media sites (e.g. blogs, LinkedIn, Twitter, Facebook)	<input type="text"/>
Printed media publicly distributed (e.g. newspapers, magazines, brochures, pamphlets)	<input type="text"/>
Audio/visual media (e.g. TV, radio, podcast)	<input type="text"/>
Presentations to prospective clients, seminars, conferences, tradeshow booths	<input type="text"/>
Presentations to prospective clients in conjunction with an issuer	<input type="text"/>
Billboards, free bulletin boards in public spaces (e.g. malls, supermarkets, community centres)	<input type="text"/>

Other (e.g., partnership with influencers, TV personalities, affiliated marketing) – provide details in comment box below

Describe other marketing practices used by your firm:

QUESTION G7 – REFERRAL ARRANGEMENTS

(A) Do you have any **referral arrangements** under which you or one of your representatives **receives a referral fee** as at Decemeber 31, 2023 in relation to your Canadian clients? *

- a) No
- b) Yes – enter the total number of these referral arrangements below

The total number of referral arrangements under which you or one of your representatives **receives** a referral fee as at Decemeber 31, 2023 in relation to your Canadian clients: *

(B) Do you have any referral arrangements under which you **pay** a referral fee as at Decemeber 31, 2023 in relation to your Canadian clients? *

- a) No
- b) Yes – fill in the table below

REFERENCE ONLY

REFERRAL ARRANGEMENT 1

Is the party that you have a referral arrangement with a firm or an individual? *

If the party is an individual, enter the individual's name

First name

Middle name

Last name

<input type="text"/>	<input type="text"/>	<input type="text"/>
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If the party is a firm, enter the firm's full legal name

If the party is a firm, who at the firm is part of this referral arrangement? Enter the names of the individuals below. Use the 'Add Row' button to enter the names of additional individuals.


First name

Middle name


Last name

<input type="text"/>	<input type="text"/>	<input type="text"/>
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Is the party that you have the referral arrangement with registered? *

If yes, select the name of the regulator 

Name of the other regulator

Number of current clients (not the number of client accounts, or the number of client households) that were referred to you under this arrangement as of December 31, 2023 * 


Dollar amount or estimated dollar value of referral fee that you paid to the referrer


For the year ending December 31, 2022 * 

For the year ending December 31, 2023 * 

 \$ \$

Is the referral fee that you paid a fee of a fixed dollar amount? *

What is the percentage of referral fee you paid to the referrer out of the fee or commission that you earned from this arrangement? * 

Is the referral fee an ongoing fee that you pay to the referrer? * 

Referral arrangements – table summation

Total number of current referred clients as of December 31, 2023	Total referral fees paid in 2022	Total referral fees paid in 2023
0	\$0.00	\$0.00

Referral arrangements: For guidance on referral arrangements, please refer to section 13.7 of National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations (NI 31-103)* and section 13.7 of the Companion Policy to NI 31-103 on the OSC's website: <https://www.osc.ca/en/securities-law/instruments-rules-policies/3/31-103>

Referral fee: means any form of compensation, direct or indirect, and monetary or non-monetary including but not limited to warrants/options or other securities, merchandise, gifts, travel expenses, meals, entertainment, paid in consideration for the referral of a client to or from a registrant.

CIRO: Canadian Investment Regulatory Organization

MFDA: Mutual Fund Dealers Association of Canada

IIROC: Investment Industry Regulatory Organization of Canada

FSRA: Financial Services Regulatory Authority

OSFI: The Office of the Superintendent of Financial Institutions

SEC: U.S. Securities and Exchange Commission

FINRA: Financial Industry Regulatory Authority

QUESTION G8 – FINDER'S FEES

Do you have any arrangements under which you pay a finder's fee, solicitation fee or similar fee (other than a referral arrangement as described in question G7) (collectively referred to herein as **finder's fee**) as at December 31, 2023 in relation to your Canadian clients? *

- a) No
- b) Yes – fill in the table below

Finder Arrangement 1

Is the party that you have a finder arrangement with a firm or an individual? *

If the party is an individual, enter the individual's name

First name

Middle name

Last name

<input type="text"/>	<input type="text"/>	<input type="text"/>
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If the party is a firm, enter the firm's full legal name

If the party is a firm, who at the firm is part of this finder arrangement? Enter the names of the individuals below. Use the 'Add Row' button to enter the names of additional individuals.


First name

Middle name


Last name

<input type="text"/>	<input type="text"/>	<input type="text"/>
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Is the party registered? *

If yes, select the name of the regulator 

Name of the other regulator


Number of current clients (not the number of client accounts, or the number of client households) that were identified as a result of this finder arrangement as of December 31, 2023 * 


Dollar amount of finder's fee that you paid to the finder

For the year ending December 31, 2022 *

For the year ending December 31, 2023 *

Is the finder's fee that you paid a fee of a fixed dollar amount? *

What is the percentage of finder's fee you paid to the finder out of the fee or commission that you earned from this arrangement? * 

Is the finder's fee an ongoing fee that you pay to the finder? * 

Finder arrangements – table summation

Total number of current finder clients as of December 31, 2023	Total finder fees paid in 2022	Total finder fees paid in 2023
0	\$0.00	\$0.00

Finder's fee: Means any form of payment to an individual or company who identifies/solicits potential purchasers of securities.

CIRO: Canadian Investment Regulatory Organization

MFDA: Mutual Fund Dealers Association of Canada

IIROC: Investment Industry Regulatory Organization of Canada

FSRA: Financial Services Regulatory Authority

OSFI: The Office of the Superintendent of Financial Institutions

SEC: U.S. Securities and Exchange Commission

FINRA: Financial Industry Regulatory Authority

QUESTION G9 – CYBERSECURITY

Does your firm do any of the following? Check all that apply. *

- a) Conduct risk assessments to identify cybersecurity threats, vulnerabilities and potential consequences
- b) Use antivirus software
- c) Require passwords to gain access to computers and other mobile devices
- d) Back up data on a daily basis
- e) Use cloud services (e.g. iCloud or Dropbox)
- f) Include cybersecurity within due diligence exercise when engaging a third-party service provider (i.e. custodians, sub-advisers, etc.)
- g) Maintain cyber-insurance coverage
- h) Use end-to-end encryption on all computers, tablets, smartphones and other electronic devices used to access client information
- i) Have a response plan for a cybersecurity incident
- j) Not applicable – we do not do any of the above

Additional comments, if necessary

QUESTION G10 – COMPLAINTS

(A) Fill in the table below. *

	In the twelve month period ending	
	December 31, 2023 *	December 31, 2022 *
Total number of complaints received *	<input type="text"/>	<input type="text"/>
Total number of clients/investors *	<input type="text"/>	<input type="text"/>
Percentage (%) of complaints	<input type="text"/> %	<input type="text"/> %


(B) Is your firm a participating member of Ombudsman for Banking Services and Investments (**OBSI**)? *

- a) Yes
- b) No – my firm deals exclusively with permitted clients that are not individuals and the firm is relying on the permitted client exemption as set out in section 13.16(8) of NI 31-103
- c) No – explain in comment box below
- d) Not applicable – my firm is registered solely as an investment fund manager

Explain why your firm is not a participating member of OBSI *

QUESTION G11 – CLAIMS

Which statement best describes any pending litigation and/or claims against your firm? *

- a) No claims or litigation outstanding
- b) Potentially some claims or litigation outstanding
- c) Some claims or litigation outstanding
- d) Potentially significant claim(s) or litigation outstanding
- e) Significant claim(s) or litigation outstanding 

Additional comments, if necessary

QUESTION G12 – BREACHES OF SECURITIES LAW

Are you aware of any ongoing or pending investigations or allegations of breaches of either securities legislation or rules of an SRO against your firm and/or **specified affiliates**, registered individuals or permitted individuals? Check all that apply. *

- a) Yes – the firm, Canadian specified affiliate, registered individual or permitted individual
- b) Yes – United States specified affiliate

- c) Yes – foreign specified affiliate (non-United States)
- d) No

Specified affiliate: A person or company that is a parent of the firm, a **specified subsidiary** of the firm, or a specified subsidiary of the firm's parent.

Specified subsidiary: A person or company of which another person or company has **significant control**.

Significant control: A person or company has significant control of another person or company if the person or company:

- directly or indirectly holds voting securities representing more than 20 per cent of the outstanding voting rights attached to all outstanding voting securities of the other person or company, or
- directly or indirectly is able to elect or appoint a majority of the directors (or individuals performing similar functions or occupying similar positions) of the other person or company

Additional comments, if necessary

QUESTION G13 – COMPLIANCE STAFF

(A) Fill in the table below. *

Number of full time equivalent (FTE) staff working as part of your firm's compliance function as at December 31, 2023 (e.g. your CCO, employees supporting CCO to carry out compliance duties, registered individual supervising activities of other registered individuals, etc.) *



Example of FTE: Employee A spends 50% of their time on compliance activities. Employee B spends 75% of their time on compliance activities. Employee A + Employee B = 1.25 FTE

Percentage turnover of compliance staff in the last two years ending December 31, 2023 *

Formula: (Number of compliance staff who have left the firm) / (Average number of total compliance staff during the period) x 100%.

B) Has your firm identified a qualified individual who has the experience and education required to act as CCO if the current CCO leaves? *

- a) Yes
- b) No

Additional comments, if necessary

QUESTION G14 – COMPLIANCE RESOURCES

Describe the compliance resources used to ensure ongoing compliance with securities law. Check all that apply. *

- a) Receive training and/or review newsletters or periodic updates from external legal counsel
- b) Receive training and/or review newsletters or periodic updates from a compliance consultant – provide the name of the compliance consultant in the comment box below
- c) Internal compliance staff (besides Chief Compliance Officer)
- d) Internal legal counsel
- e) Maintain membership in any industry associations (e.g. Portfolio Management Association of Canada, Investment Funds Institute of Canada, Private Capital Markets Association of Canada, National Exempt Market Association)
- f) Attend OSC Registrant Outreach program

g) Other – provide details in comment box below

h) None of the above

Name of compliance consultant *

Other compliance resources *

FINAL FEEDBACK

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REFERENCE ONLY