

Outreach Session for the 2024 Risk Assessment Questionnaire

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Agenda

Part 1: Introduction

Part 2: Key Information and Navigating the 2024 Questionnaire

Part 3: Common Questions Received from Registrants

Part 4: Resources

Part 5: Question and Answer Session

Part 1: Introduction

Purpose

- This presentation will provide you with some information that will help you complete the 2024 RAQ.
- Provide an overview of the new method of submitting the 2024 RAQ.
- Information collected through the Risk Assessment Questionnaire (**Questionnaire**) will be used to support our oversight activities and evidence-based decision making.

Part 2: Key Information and Navigating the 2024 Questionnaire

Key Information about the 2024 Questionnaire

OSC's Electronic Filing Portal (OSC Portal)





- New method of filing the 2024 RAQ and onwards
- Dynamic and greater functionality
- Incorporates new single-sign on solution
- Simple two-factor authentication

Questions remain the same from 2022

- Minor updates to improve wording and provide clarity
- Enhanced in-form functions to improve user experience

Pre-population functionality maintained

Key Information about the 2024 Questionnaire

- ✓ **Automated sign-on, password reset, 2FA, amendment function** → complete self-service function
- ✓ **Delegation** → can delegate up to 3 additional users
- ✓ **Dynamic questions** → show/hide questions based on previous response
- ✓ **Elimination of Excel-based forms** → improved process for referral arrangements and finder's fees reporting on the RAQ
- ✓ **Help icon**  → pop-ups to provide guidance directly beside relevant questions
- ✓ **Visual improvements** → readily identify mandatory response fields and status tracker of question completion ( Question completed,  Question outstanding,  Question not applicable)

Key Information about the 2024 Questionnaire

- Information to be reported is for the periods ended December 31, 2022, and December 31, 2023.
- The deadline to complete and submit the Questionnaire is **June 19, 2024**.

Key Information about the 2024 Questionnaire

The Questionnaire FAQ and User Guide can be accessed using the following link:

https://www.osc.ca/sites/default/files/2024-05/da_20240508_raq-faq-user-guide.pdf

We strongly recommend that you review both the FAQ and User Guide before you begin completing the Questionnaire as it will assist you with getting and knowing what to expect.

Key Information about the 2024 Questionnaire

The firm's UDP and CCO would have received an e-mail on **May 8, 2024** containing login instructions and information for the OSC Portal.

To access the OSC Portal, please use the following link:

<https://osc.powerappsportals.com/signin>

If your firm did not receive this e-mail, please contact staff at ComplianceSurvey@osc.gov.on.ca.

Key Information about the 2024 Questionnaire

First-time user login

All instructions for first-time users to log in are provided in the May 8, 2024 e-mail.

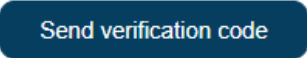
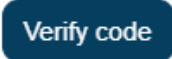
The steps to follow are:

1. Access the OSC Portal to sign-in using the link referenced in the e-mail.
2. Input your e-mail address and the temporary password that was included in the May 8, 2024 e-mail to sign in for the first time.
3. Complete the two-factor authentication process.
4. Enter a new password which meets the password requirements.
5. Sign-in again using your updated account credentials.

For users who have used the OSC Portal previously (e.g., your firm has completed the Investment Funds Survey through the OSC Portal), **please use your existing account credentials.** **Do not use the temporary password referenced in the e-mail.**

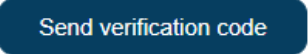
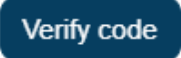
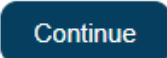
Key Information about the 2024 Questionnaire

Logging in to the OSC Portal

1. To access the OSC Portal, navigate to the sign-in page:
<https://osc.powerappsportals.com/signin>
2. Enter your e-mail address and password and click sign-in.
3. A verification code is required to sign in for two factor authentication. Click  to have a one-time code sent to your e-mail address.
4. Enter in the verification code as follows on screen and click  .
5. If the verification code is correct, it should confirm your e-mail address as verified and can proceed to the Dashboard.

Key Information about the 2024 Questionnaire

Resetting your password

1. On the OSC Portal sign-in page, click on “**Forget your password**”.
2. Provide the e-mail address associated with your account and click on  .
3. Retrieve the verification code and enter the code in.
4. Click  and  .
5. You will be prompted to enter your new password and confirm your new password.
6. Once you have saved your new password, you will be returned to the OSC Portal login page.

Key Information about the 2024 Questionnaire

Navigating the OSC Portal

Displaying Firm List for John Smith

To open a form for completion or printing, use the 'Edit' button under the "Firm Filing" column in the table(s) below.

To open a form for viewing or printing after its submission, use the 'View' button under the "Firm Filing" column in the table(s) below.

Risk Assessment Questionnaire (RAQ)

Responses to all 2024 RAQ sections must be submitted by June 1

Year	NRD Number	Firm Name	Role	Filing status	Firm Filing
2024	999999	ABC Asset Management Corp	CCO	Complete	View

Sections of the Questionnaire	Section Status
General Section - Questions for all Registrants	Submitted
Investment Fund Manager Section	Submitted
Exempt Market Dealer and Restricted Dealer Section	Submitted
Portfolio Manager and Restricted Portfolio Manager Section	Submitted

Annotations:

- User's role on the RAQ (UDP, CCO or Delegate)
- Filing status of the overall RAQ
- Status of each individual section

Key Information about the 2024 Questionnaire

Navigating the OSC Portal

ONTARIO
SECURITIES
COMMISSION

2024 Risk Assessment Questionnaire

Firm Filing

Log out

Dashboard / 2024 RAQ Filing

This is the 2024 Risk Assessment Questionnaire (RAQ) for:

Legal name of the firm:

National Registration Database (NRD) number:

Please check to verify the required RAQ sections are correctly presented to you. This RAQ is intended for investment fund managers, portfolio managers, exempt market dealers, restricted portfolio managers and restricted dealers. No RAQ section is required for commodity trading managers. According to our records, your firm is registered with the Ontario Securities Commission (OSC) in the following category(ies) as at December 31, 2023. If this is correct, please click the 'Confirm' button.

If any of the following apply to you, **do not proceed** with answering the RAQ. If you are not sure, please contact the individuals listed under the heading titled "How to contact" us below:

- If there are any discrepancies between the RAQ sections presented to you and your firm's registration information.
- If your firm has surrendered or applied to surrender its registration in its entire or part.

Firm's registration category(ies):

Investment Fund Manager (IFM)
 Portfolio Manager (PM)
 Exempt Market Dealer (EMD)

You have confirmed that the information above is valid. Thank you.

Sections of the RAQ applicable to the firm

Registration categories applicable to the firm

Submission status, ID and last update date

Sections of the RAQ	Status	Submission ID	Last updated on	Action
General Section - Questions for all Registrants	Submitted	RAQ2402231336720-150	2024-02-23 08:36 AM	View
	Submitted	RAQ2402231320930-786	2024-02-23 08:20 AM	View

Key Information about the 2024 Questionnaire

Navigating the OSC Portal

DELEGATE

The CCO or UDP may delegate access of the RAQ to up to three individuals by following the instructions below to add or remove a delegate. Please note that the email address of the delegate will be required.

The screenshot shows a user interface for managing delegates. At the top left is a dark blue button labeled 'Add delegate'. Below it is a form titled 'Delegate's Email' with a text input field and two buttons: 'Confirm' and 'Remove'. A blue callout bubble labeled 'Self-service delegate management' points to the 'Add delegate' button and the 'Delegate's Email' input field. Another blue callout bubble labeled 'Instructions to manage delegates' points to the 'Confirm' and 'Remove' buttons.

Add Delegate

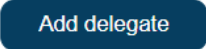

- 1 - Click 'Add Delegate's button.
- 2 - Enter the email address of each delegate (e.g. jsnow@firm1.com) in the table.
- 3 - The delegate(s) will receive an email letting them know that they have been given access to the firm's RAQ. The individual would follow the registration instructions and setup an account in order to access the firm's RAQ delegated to them.

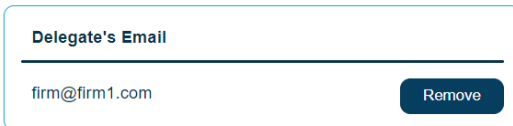
Remove Delegate

- 1 - Click the 'Remove' button to remove a delegate's access to the RAQ.
- 2 - Notify the individual that you have removed their access to the RAQ.

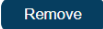
Key Information about the 2024 Questionnaire

How to delegate users to the RAQ

1. On the Firm Filing page, navigate to the “Delegate” section.
2. Click on  to add a delegate.
3. On the prompt that shows up, enter the delegate’s e-mail address and press .
4. After confirming, the delegate list will update and show the delegate’s e-mail. This list represents the active delegates on the firm’s RAQ.



Delegate's Email

firm@firm1.com 

5. The delegate will receive an e-mail to register for the account with the OSC Portal. Access will only be provided through that exact e-mail address used for the delegate.

Key Information about the 2024 Questionnaire

Navigating the OSC Portal

The screenshot displays the '2024 Risk Assessment Questionnaire' for 'Investment Fund Management'. The interface includes a breadcrumb trail: **Dashboard / 2024 RAQ Filing / IFM Section**. A 'Help Guide' button is located in the top right corner. The main content area is titled 'QUESTIONS FOR INVESTMENT FUND MANAG...' and shows a progress tracker on the left side. The progress tracker lists questions across five pages, with checkmarks indicating completion status:

- Page 1: Certification, F1 – Assets under management (AUM)
- Page 2: F2 – Business structure, F3 – Performance returns
- Page 3: F4 – Custodian information
- Page 4: F5 – Trust accounts
- Page 5: F6 – Service providers, F7 – Change in service providers

Callouts provide the following information:

- Links to return to the Firm Filing or Dashboard pages:** Points to the breadcrumb trail.
- Print or save the RAQ:** Points to the print and save icons.
- Access to the Help Guide for guidance:** Points to the 'Help Guide' button.
- Navigation menu to jump to specific question pages:** Points to the 'Go to page...' dropdown menu, which lists pages and their corresponding question numbers (e.g., Page 1 – F1, Page 2 – F2, F3, etc.).
- Navigation between question pages of the RAQ:** Points to the right arrow navigation button.
- Progress tracker showing status of each question:** Points to the progress indicator (checkmarks) for each question in the left sidebar.

Key Information about the 2024 Questionnaire

Completing the Questionnaire

- All mandatory fields are highlighted in blue – the firm must complete all mandatory fields in order to be able to submit the Questionnaire.
- Error messages
 - Error messages are provided where applicable, and any erroneous information entered in a field will lead to the field being marked in red.

QUESTION F10 – RECEIPT OF TRADE ORDERS

How do you receive trade orders from investors? Indicate the approximate volume of trades received in the past 12 months ending December 31, 2023. *

Enter zero in the rows that are not applicable to you.

Volume of trades in each category
(as a percentage of total trade transactions)

a) FundSERV *	<input type="text" value="100"/>	100 %
b) Fax *	<input type="text" value="0"/>	0 %
c) Email *	<input type="text" value="0"/>	0 %
d) Phone *	<input type="text" value="0"/>	0 %
e) Mail *	<input type="text" value="0"/>	0 %
f) Other – provide details in comment box below *	<input type="text" value="1"/>	1 %
g) Not applicable – trades are processed directly through a stock exchange *	<input type="text" value="0"/>	0 %
Total volume	<input type="text" value="101"/>	101 %

Total volume must sum to either 0% or 100%. Please ensure data entered is complete.

Error message in numerical field

e) Other – provide details in comment box below

Provide details if e) is selected

Lorem ipsum dolor sit amet, consectetur adipiscing elit. In eu maximus nunc. Orci varius natoque penatibus et magnis dis parturient montes, nascetur ridiculus mus. Pellentesque ornare nunc at suscipit elementum. Morbi congue, mi ut consequat consequat, sem justo mattis massa, vitae cursus nibh lacus nec nulla. Nullam enim massa, luctus id neque et, scelerisque tempus erat. Quisque in felis in sapien hendrerit fermentum id in quam. Sed lacinia ullamcorper magna non pellentesque. Aenean bibendum imperdiet nunc eu fermentum. Vestibulum varius rhoncus ante, vitae sagittis ligula varius in. Donec vel consequat nulla, non interdum lectus. In a dui nisl. Mauris dapibus.

Error message in text field

Key Information about the 2024 Questionnaire


Removal of Excel-based templates

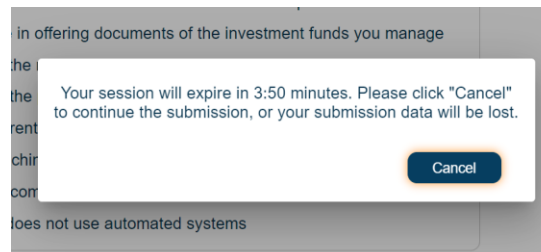
- For 2024 and onwards, we have removed the use of any Excel-based templates.
- Impacts **Questions G7** (referral arrangements) and **G8** (finder's fees) in the General section.
- Why was it removed?
 - Improved data formatting and standardization
 - Support for pre-population in future RAQ cycles

If you previously used the Excel-based templates in prior RAQ cycles, your information will not be pre-populated for the 2024 RAQ. You will need to manually re-input each referral arrangement entry for 2024, but going forward, all information will be pre-populated.

Key Information about the 2024 Questionnaire

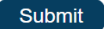
Saving a Submission and Inactivity Limit

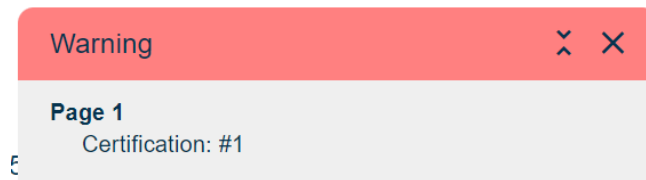
- Save often using the  button on the toolbar.
- The questionnaire also auto-saves as you navigate between pages or navigate out of the questionnaire section to the Firm Filing or Dashboard pages.
- After 120 minutes of inactivity, the Questionnaire session will expire, and any unsaved data will be lost.
- A pop-up warning message will appear warning of remaining time available before any unsaved data is lost:



Key Information about the 2024 Questionnaire

Submitting a Submission

- Save your responses first before submitting to avoid any data lost during the submission process.
- The  icon is located on the last page of each section.
- Each section of the Questionnaire must be submitted separately.
- For any incomplete mandatory sections within the Questionnaire, a pop-up list will show in the bottom right of the screen which mandatory fields are outstanding.



- Click through each item on the list to go directly to the incomplete section – the list will update as each incomplete item is addressed.

Key Information about the 2024 Questionnaire

Submitting a Submission

- Upon successfully submitting a section, you will see a submission confirmation containing the submission ID and submission date and time:

Thank you for your submission.

Submission ID: **RAQ2403191906818-512**

Submission date and time: **03/19/2024 3:06 PM**

Please save a copy of your submission in PDF for your records by clicking 

You can continue working on your other 2024 Risk Assessment Questionnaire sections by clicking [Return to Firm Filing page](#).

- It is recommended you save a copy of your submission in PDF by clicking the Print button on the submission confirmation page.
- Completed submissions are also reflected on the Firm Filing Portal:

Sections of the RAQ	Status	Submission ID	Last updated on	Action
General Section - Questions for all Registrants	Submitted	RAQ2403191906818-512	2024-03-19 03:06 PM	View

Completed submission ID and time stamp should match

Key Information about the 2024 Questionnaire

Amending a Submission

- UDPs/CCOs can now initiate an amendment of their submitted RAQ questionnaire at any time during the survey period (May 8 – June 19, 2024).
- Amending a submission is done through viewing your completed RAQ submission and pressing the **Amend Submission** button on the top right-hand corner of the page.
- This will change your questionnaire to an “edit” mode and shown as a new entry on your Firm Filing Page.

The screenshot displays the '2024 Risk Assessment Questionnaire' interface. At the top right, there is a 'Help Guide' button and a prominent 'Amend Submission' button. Below these, the page number is shown as 'Page: 1 of 9'. A navigation bar includes links for 'Dashboard', '2024 RAQ Filing', and 'General section', along with a printer icon and a 'Go to page...' dropdown menu. The main heading reads 'GENERAL SECTION: QUESTIONS FOR ALL REGISTRANTS'.

Below the heading is a table with the following data:

Sections of the RAQ	Status	Submission ID	Last updated on	Action
General Section - Questions for all Registrants	In Progress		2024-03-13 02:40 PM	Edit
	Submitted	RAQ2403071341907-615	2024-03-07 08:41 AM	View

Two callout boxes provide additional context: one points to the 'Amend Submission' button, stating 'Amend submission button in the completed submission page', and another points to the 'Edit' button in the table, stating 'Amended submission shows as an amended version'.

Platform Demo

Part 3: Common Questions from Registrants

General Section Questions

Is there a difference in how I should respond in the General Section, compared to questions in the specific registration category?

Yes:

- Responses to questions in the General Section should reflect the business activities at the firm level
- Responses to the questions in the specific registration category (i.e., PM, IFM, EMD, etc.) should reflect the respective business lines.

Which time period should I apply to the question(s)?

- Use the specific time period stated in the question
- If the question does not have a specified time period, use December 31, 2023.

General Section Questions

How do I respond to questions when...

- My firm is only recently registered in Ontario?
- My firm is “inactive”, and I have not yet applied to surrender my registration?
- My business model does not fit with the questions being asked?

General Section Questions

What if my firm isn't located in Ontario?

If your firm is not located in Ontario, but is registered with the OSC:

- **Located in a different country**
 - Complete the **General (GEN)** section based on your worldwide activities
 - For each registration category section of the RAQ, respond based on your **Canadian operations only**
- **Principal regulator is another province**
 - Consider all the firm's operations when answering
- **Also registered with CIRO**
 - Consider your non-SRO (i.e., your applicable IFM/PM/EMD) operations when answering the questions

Investment Fund Manager Section

Question F1: Assets Under Management (AUM)

- Report the AUM of investment funds where the firm is the investment fund manager.
- In the case of a fund-of-fund structure, the AUM should only be counted once.
- For example: if the top fund (AUM: \$50) is 100% invested in the bottom fund (AUM: \$100) and the firm is the IFM for both funds, the firm should report the total of both funds and an AUM of \$100.

QUESTION F1 – ASSETS UNDER MANAGEMENT (AUM) ⓘ

(A) Are you the investment fund manager for any prospectus qualified funds? *

a) Yes – complete the table below
 b) No

For prospectus qualified funds that have a fund-of-fund structure, the AUM should only be counted once if you are the investment fund manager of both the top fund and the underlying fund. ⓘ

Type of fund	Do you manage this type of investment fund? If yes, complete information across the row. If no, skip to the next row. *	AUM as at December 31, 2023 (in CAD)	Number of funds as at December 31, 2023	AUM as at December 31, 2022 (in CAD)	Number of funds as at December 31, 2022
Open-end/conventional mutual funds (other than money market funds)	<input type="text"/>	<input type="text"/> \$	<input type="text"/>	<input type="text"/> \$	<input type="text"/>
Money market funds	<input type="text"/>	<input type="text"/> \$	<input type="text"/>	<input type="text"/> \$	<input type="text"/>
Closed-end funds	<input type="text"/>	<input type="text"/> \$	<input type="text"/>	<input type="text"/> \$	<input type="text"/>

Investment Fund Manager Section

Question F3: Performance Returns

- Performance information should be reported net of fees:
 - Report information at the fund level or fund series level.
 - If reporting at the fund series level, use the fund series that has the greatest assets under management.

QUESTION F3 – PERFORMANCE RETURNS

(A) Are you the investment fund manager for any prospectus qualified funds that have at least a full year of performance? *

a) Yes – complete the table below in respect of such funds

b) No

Range of annual net performance returns ⁱ	In calendar years 2022 and 2023, did any of your funds have returns that fall within this range? If yes, provide the number of applicable funds in each year *	Number of applicable funds in calendar year 2023	Number of applicable funds in calendar year 2022
Greater than or equal to 80%	<input type="text"/>	<input type="text"/>	<input type="text"/>
60% to less than 80%	<input type="text"/>	<input type="text"/>	<input type="text"/>
40% to less than 60%	<input type="text"/>	<input type="text"/>	<input type="text"/>
20% to less than 40%	<input type="text"/>	<input type="text"/>	<input type="text"/>

Investment Fund Manager Section

Question F4(A): Custodian Information

- When completing the custodian information, it is important for the Firm to include the **full legal name** of the Custodian.
- The total AUM reported in Part (A) of this question **should match the total AUM reported in question F1** (if there are no fund-of-fund structures).

Full legal name of custodian (refer to legal name used in custodial agreement or custodian statement) *	Type of investment fund *	Amount of assets held with the custodian for each type of fund (i.e. prospectus qualified or non-prospectus qualified funds) (in CAD) *	Do the investment funds have a fund-of-fund structure? *	Is the custodian functionally independent from your firm? *	Type of custodian *	Country where custodian is domiciled *
<input type="text" value="Full Legal Name of Custodian"/>	<input type="text"/>	<input type="text" value="\$"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total		<input type="text" value="\$0.00"/>				

[Add Row](#)

Investment Fund Manager Section

Question F4(B): Sub-custodian information

- Provide the requested information for each sub-custodian that the custodian(s) utilizes to hold assets of your investment funds as at December 31.
- Aggregate assets held by each sub-custodian in a single row if the same sub-custodian is used by multiple custodians.
- Do not fill out the table for any sub-custodians with which sub-custody agreements may exist but no actual assets are custodied with the sub-custodian as at December 31.

Investment Fund Manager Section

Question F4(B): Sub-custodian information

- This question is asking for the aggregate amount of assets held by the sub-custodians for funds for which you act as the investment fund manager.
- The question does not attempt to avoid double counting and so if there is a fund-of-fund structure where they are the investment fund manager of the top fund and bottom fund, the AUM reported may not match the AUM reported in Question F1 or Question F4(A).
- For example, if Top Fund (AUM: \$50) is sub-custodied at ABC Custodian and is 100% invested in Bottom Fund (AUM \$100), which \$50 is sub-custodied at ABC Custodian and the other \$50 is sub-custodied at XYZ Custodian, report the total amount custodied at each as follows:
 - \$100 at ABC Custody
 - \$50 at XYZ Custody

Investment Fund Manager Section

Question F4(B): Sub-custodian information

Fund Name	Sub-custodian	Assets
Top Fund	ABC Custody Inc.	\$50.00
	100%	
Bottom Fund	ABC Custody Inc.	\$50.00
	XYZ Custody Inc.	\$50.00

Add Row

<p>Full legal name of sub-custodian (refer to legal name used in sub-custodial agreement or sub-custodian statement) *</p> <input type="text" value="ABC Custody Inc."/> <input type="text" value="XYZ Custody Inc."/>	<p>Amount of assets directly held with the sub-custodian (in CAD) *</p> <div style="display: flex; justify-content: space-between;"> <div style="width: 80%;"><input type="text" value="\$100.00"/></div> <div style="width: 15%;"><input type="text" value="\$50.00"/></div> </div> <div style="display: flex; justify-content: space-between;"> <div style="width: 80%;"><input type="text" value="\$150.00"/></div> </div>	<p>Country where sub-custodian is domiciled *</p> <div style="display: flex; justify-content: space-between;"> <div style="width: 80%;"><input type="text" value="Canada"/></div> <div style="width: 15%;"><input type="text" value="Canada"/></div> </div>
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Please note that the AUM reported in this question may be different from AUM reported in Question F1 and Question F4(A).

Investment Fund Manager Section

Questions F17/F18: Fund Terminations/Mergers

- No restrictions on the number of rows that can be inputted into these questions.
- As new rows are added on the (A) table in Questions 17 and 18, a corresponding row is automatically added in the (B) table.

(A) Add row to (A) and (B)

	Name of discontinued fund *	Name of continuing fund *	AUM of discontinued fund prior to merger (in CAD) *	AUM of continuing fund prior to merger (in CAD) *	Reason funds were merged *
1	<input type="text"/>	<input type="text"/>	<input type="text"/> \$	<input type="text"/> \$	<input type="text"/> −
2	<input type="text"/>	<input type="text"/>	<input type="text"/> \$	<input type="text"/> \$	<input type="text"/> −

(B) Fill in the table below for each fund merger reported in part (A).

	Total costs relating to the fund merger (in CAD) i	Merger costs paid by:			Other parties (in CAD) Provide the name of other parties in the comment box below *
		Investment fund manager (in CAD) *	Discontinued fund (in CAD) *	Continuing fund (in CAD) *	
1	<input type="text" value="\$0.00"/>	<input type="text"/> \$	<input type="text"/> \$	<input type="text"/> \$	<input type="text"/> \$
2	<input type="text" value="\$0.00"/>	<input type="text"/> \$	<input type="text"/> \$	<input type="text"/> \$	<input type="text"/> \$

Investment Fund Manager Section

Question F19: Net Asset Value (NAV) Errors

- Report NAV errors in the past 12 months ending December 31.

Example:

- An incident occurred that affects the value of a fund over a five-day period. The fund has three classes of security holders, and NAV is struck daily.
- How should this be reported?
 - Report as 1 NAV error and 15 restatements of NAV

QUESTION F19: NET ASSET VALUE (NAV) ERRORS

Did you have any NAV errors (as determined in accordance with your internal policies) in the past 12 months ending December 31, 2023? *

a) Yes – Provide details in the table below

b) No

Total number of NAV errors	Total number of NAV restatements required due to NAV errors	Dollar amount reimbursed to funds due to NAV errors (in CAD)	Dollar amount reimbursed to investors due to NAV errors (in CAD)
1	15	\$0.00	\$0.00

Portfolio Manager and Restricted Portfolio Manager Section Advising vs. Dealing

- **What is the difference between advising activity and dealing activity?**
- **How do I report each type of activity?**

Advising activity

- The firm has entered into an advisory agreement (or an investment management agreement) with clients to provide advisory services = generally advising activity
- Include this activity in the Portfolio Manager and Restricted Portfolio Manager section of the Questionnaire

Dealing activity

- The firm is selling, distributing or trading exempt market products to clients that do not have an advisory relationship with the firm
- Dealing activity should be included in the Exempt Market Dealer and Restricted Dealer section of the Questionnaire.

Portfolio Manager and Restricted Portfolio Manager Section

Question P1: Assets under Management


- **Individuals** – include natural persons, and their personal holding companies, foundations or trusts. [Row A]
- **Institutions** – include clients that are not individuals, such as corporations, pension plans, charitable organizations and third-party investment funds where your firm is the PM to the funds only. [Row B]
- If your firm is **both the PM and IFM to an investment fund**, include in Row C.

Portfolio Manager and Restricted Portfolio Manager Section

Question P1: Assets under Management

Example 1:

- **Individual** managed account clients with AUM of \$1M
- **Institutional** managed account clients with AUM of \$1M
- Both clients are invested in the **firm's proprietary investment funds**

Type of client 	AUM as at December 31, 2023 (in CAD)
Row A: Individuals *	<input type="text" value="\$1,000,000.00"/>
Row B: Institutions *	<input type="text" value="\$1,000,000.00"/>
Row C: Investment funds where your firm is both the PM and IFM (proprietary investment funds) *	<input type="text" value="\$0.00"/>
<p>(To avoid double counting, exclude from row C the AUM of proprietary investment funds that your individual or institutional clients are invested in. For example, if you have AUM of \$1M from your individual managed account clients and that amount is invested in your proprietary investment funds, enter \$1M in row A under "Individuals" and enter \$0 in row C under "Investment funds" where your firm is both the PM and IFM.)</p>	
Total AUM	<input type="text" value="\$2,000,000.00"/>

Portfolio Manager and Restricted Portfolio Manager Section

Question P1: Assets under Management

Example 2:

- Firm has **proprietary investment funds** with AUM of \$2M
- Units of the firm’s proprietary investment funds are distributed by third-parties or by the firm acting as an EMD

Type of client i	AUM as at December 31, 2023 (in CAD)
Row A: Individuals *	<input type="text" value="\$0.00"/>
Row B: Institutions *	<input type="text" value="\$0.00"/>
Row C: Investment funds where your firm is both the PM and IFM (proprietary investment funds) *	<input type="text" value="\$2,000,000.00"/>
<p>(To avoid double counting, exclude from row C the AUM of proprietary investment funds that your individual or institutional clients are invested in. For example, if you have AUM of \$1M from your individual managed account clients and that amount is invested in your proprietary investment funds, enter \$1M in row A under "Individuals" and enter \$0 in row C under "Investment funds" where your firm is both the PM and IFM.)</p>	
Total AUM	<input type="text" value="\$2,000,000.00"/>

Portfolio Manager and Restricted Portfolio Manager Section

Question P2: Investment Products

For securities that you invest your clients in:

- If the investment is in a **fund managed by your firm**:
 - Specify the underlying types of securities held within the investment fund, such as equities or fixed income
- If the investment is in a **fund managed by another party**:
 - Specify the type of fund it is, such as prospectus qualified funds or exchange traded funds

Portfolio Manager and Restricted Portfolio Manager Section

Question P2: Investment Products

Crypto investment products

- Includes crypto assets that are securities (security tokens), or instruments or contracts for the purchase, sale or delivery of crypto assets.
- If clients are invested in exchange-traded or publicly available investment products that hold an exchange-traded crypto fund, specify the underlying exchange-traded crypto fund held as Crypto assets.
- **Example** → if your clients are invested in a crypto ETF, treat this as part of the crypto category rather than in the exchange-traded funds category.

Short positions in securities

- If your investment strategy for your clients includes short positions in products, report the short positions by each security type by entering in negative values.

Portfolio Manager and Restricted Portfolio Manager Section

Question P5: Involvement in Companies

Consider the activities of your registered individuals, and your firm's officers, directors, employees and permitted individuals.

QUESTION P5 – INVOLVEMENT IN COMPANIES

Are you actively involved in the management of the companies you invest in for clients? Check all that apply. *

- a) Representation on the board of directors
- b) Direct involvement in the appointment of managers
- c) A say in material management decisions
- d) Other – provide details in the comment box below
- e) No – not actively involved in the management of companies invested in for clients

Portfolio Manager and Restricted Portfolio Manager Section

Question P6: Residency of Clients

When identifying the number of clients the firm has in each jurisdiction, provide the number of unique clients, not the number of accounts or the number of client households.

Example: the firm manages accounts for **two** individuals who are spouses, and where both individuals:

- Have an unregistered account,
- Have an RRSP account,
- Share a joint account, and
- Share an account related to their holding company.

The firm should reflect with the two individuals as **two** clients in the relevant jurisdiction.

Portfolio Manager and Restricted Portfolio Manager Section

Question P6: Residency of Clients

Where your firm advises a fund, do not include the underlying clients in the fund unless you have an advisory agreement with those underlying client(s) (i.e., a signed investment management agreement).

Example: The firm manages **a fund** where there are **ten underlying clients**. The firm **does not** have signed investment management agreements with any of the underlying clients.

The firm should reflect the client relationship with the fund only, as a total of **one** client in the relevant jurisdiction.

Portfolio Manager and Restricted Portfolio Manager Section

Question P7: Age of Clients

Individual client definition here is the same described in Question P1 that includes natural persons, and their personal holding companies, foundations or trusts.

If a client has several holding companies, foundations or trusts, the firm should count that client relationship once when determining the percentage of clients over 60 years old.

Example: A client who is 65 years old has

- An unregistered account
- An account for a holding company, and
- An account for a family trust

The client relationship should be counted as one in both the numerator and denominator when the firm calculates the percentage of individual clients that are 60 years or older.

Portfolio Manager and Restricted Portfolio Manager Section

Question P9: Custodian Information

- Provide information for the custodians used by the firm’s managed account clients to hold assets in their investment portfolios as of December 31.
- It is important to include the full legal name of the custodian.

No.	Full legal name of custodian (refer to legal name used in custodial agreement or custodian statement) *	Amount of assets held with the custodian (in CAD) *	Is the custodian functionally independent from your firm? ⓘ *	Type of custodian *	Custodian's head office location (Country) *	Did your firm direct or arrange the use of this custodian? *
1	<input type="text"/>	<input type="text" value="\$"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Total		<input type="text" value="\$0.00"/>				

[Add Row](#)

Portfolio Manager and Restricted Portfolio Manager Section

Question P9: Custodian Information

A custodian would not be considered as **functionally independent** from your firm when any of the following scenarios apply (although there may be other examples as well):

- Your firm and the custodian share the same mind and management, such that your firm and the custodian would not reasonably be considered as operating independently.
- The custodial activities are performed by the personnel that are not separate from, or are unable to act independently from, personnel of your firm.
- There is lack of systems and controls to ensure the functional independence of personnel performing the custodial function.

Exempt Market Dealer and Restricted Dealer Section Dealing Activities

- If registered in multiple categories, in this section only respond to your activities as a dealer.
- Respond based only on actual results and activities carried out – theoretical results and future plans can be provided in the **Final Feedback** at the end of this section.

Exempt Market Dealer and Restricted Dealer Section

Questions E2 & E3: Investor Clients

- Who is an **investor client** of my firm?
 - Investor clients are all individual and institutional clients the firm has actively serviced or distributed exempt products to during the two-year period ending December 31, 2023.
 - Can include both new clients and existing clients who the firm provided ongoing services to or distributed exempt products to during the two years.
- Provide the number of clients during the review period; not the number of transactions (i.e., if a client made multiple purchases during the review period, report the client as one client).

Exempt Market Dealer and Restricted Dealer Section

Questions E2 & E3: Capital Raised

- What to include in **capital raised**?
 - **Capital raised** = the total amount of funds raised from the firm's investor clients through the distribution of securities.
 - Capital raised amount should be the gross amount (including fees, excluding redemptions).
 - All values reported in Canadian dollars (use a reasonable exchange rate for foreign currencies).


Exempt Market Dealer and Restricted Dealer Section

Question E6: Revenue

- Only include revenue from dealer activity.
- If revenue and expenses are not recorded separately, provide best estimates and include a comment that the figures are estimates and explain why estimates were used.

Exempt Market Dealer and Restricted Dealer Section

Questions E7 and E9: Related or Connected Issuers

- For the meaning of related or connected issuers, please refer to the Help Guide under Question E7 (#59 in the Help Guide) or to the Help Bubble  within the question.

What is the meaning of related/connected issuers?

Related issuer: A person or company is a related issuer of another person or company if:

- the person or company is an **influential securityholder** of the other person or company
- the other person or company is an influential securityholder of the person or company
- each of them is a related issuer of the same third person or company

Influential securityholder: Influential securityholder is defined in section 1.1 of NI 33-105, please refer to the OSC website: <https://www.osc.ca/en/securities-law/instruments-rules-policies/3/33-105>

Connected issuer: An issuer where the direct or indirect relationship between the issuer and your firm or an entity related to your firm (or registered individual/permitted individual) would cause a reasonable investor to question the independence of your firm's/registered individuals' activities in connection with a distribution of that issuer. Connected issuer is defined in section 1.1 of NI 33-105, please refer to the OSC website: <https://www.osc.ca/en/securities-law/instruments-rules-policies/3/33-105>

Exempt Market Dealer and Restricted Dealer Section

Questions E8, E10 and E11: Types of Business or Industry of Products

- If a product fits multiple categories, select the product's main business or industry, then select Other and describe in the comment box.

Other – describe in comment box below *

Yes

No

Other – describe the business/industry of investment products *

No.	Product name of third-party issuer	Amount of capital raised	Amount of revenue earned	Type of product (select one type from the list below)	Type of business/industry (select one type from the list below)
1	Issuer Product	\$1.00	\$1.00	Common or preferred ...	Other – describe in com...
	Total capital raised	\$1.00			
	Total revenue earned	\$1.00			

Other business / industry – provide the names and describe the nature of business / industry *

Exempt Market Dealer and Restricted Dealer Section

Question E16: Sales Commissions

- Sales commissions are any payment in connection with a sale, distribution or trade of a security to a registered firm or registered individual, from any party.

QUESTION E16 – SALES COMMISSIONS

What is the range of sales commissions that you receive on investment products sold/distributed/traded? Check all that apply. *

- a) None – do not receive a sales commission
- b) Less than 3%
- c) 3% but less than 6%
- d) 6% but less than 11%
- e) 11% or more – list names of issuers in comment box below
- f) Receive other forms of compensation for investment products sold/distributed/traded – describe below
- g) Not applicable – do not sell/distribute/trade investment products

Exempt Market Dealer and Restricted Dealer Section

Question E17: Trailing Commissions

- Trailing commission are any payment related to a client's ownership of a security that is part of a continuing series of payments to a registered firm.

QUESTION E17 – TRAILING COMMISSIONS

What is the range of trailing commissions that you receive on the investment products sold/distributed/traded? Check all that apply. *

- a) None – do not receive a trailing commission
- b) Less than 2%
- c) 2% but less than 5%
- d) 5% or more
- e) Not applicable – do not sell/distribute/trade investment products

Part 4: Resources

Resources

- **Help page in each section of the Questionnaire** (accessible by clicking the icon on the toolbar of each form)

Help Guide

- **Email us** at ComplianceSurvey@osc.gov.on.ca
- Call one of the contact staff listed on the **Firm Filing Page** of the Questionnaire

Questions?