

2025 Annual

COMPLIANCE

Report Card



**BC Securities
Commission**
Invest Right

July 2026

2025 COMPLIANCE REPORT CARD

This compliance report card summarizes the findings that our compliance teams made in the course of their reviews of the compliance programs of BC-based portfolio managers (Advisers or PMs), investment fund managers (IFMs), and exempt market dealers (EMDs) from January 1, 2025 to December 31, 2025.

We provide this report card to chief compliance officers (CCOs) and compliance professionals to help them improve their compliance programs. The report card highlights problem areas we observed and explains our approach to compliance examinations.

Our firms

On December 31, 2025, the BC Securities Commission (BCSC) had 157 directly registered firms (excluding CIRO firms). Based on the nature of each firm's business, our directly registered firms comprise:

- 86 Adviser firms (including IFMs), that the Adviser/IFM compliance team oversees
- 71 Dealer firms (including EMDs), that the Dealer compliance team oversees

In addition to these traditional adviser and dealer firms, the BCSC is also the principal regulator of two restricted dealers that operate crypto trading platforms, and six crowdfunding portals that rely on registration exemptions.

2025 COMPLIANCE REPORT CARD

Our approach to regulation

Our goal is to foster a culture of compliance among market participants. Where we find serious, systemic and/or repeat compliance failures, or dishonest conduct, we will take decisive action. In 2025, we found significant failures of compliance that resulted in the imposition of terms and conditions on two firms' registration and one referral to our Enforcement branch.

We help our registered firms foster a culture of compliance by assigning dedicated relationship managers (RMs) to each firm. Our RMs maintain communications with the firms assigned to them. They understand each firm's business and compliance program. We encourage firms to contact their RMs to discuss compliance-related issues or to report changes in their business or personnel. Please contact us if you do not know your RM (see contact details at the end of this report card).

To gauge compliance among the firms we regulate, the BCSC uses a risk model to analyze data that our registered firms provide in a biennial risk questionnaire. The responses help us identify the latest information for registrants such as significant growth, management changes, new products, and the use of higher risk investment strategies. The risk questionnaire information and the risk model help us choose firms with factors or patterns that may increase a firm's risk for our compliance reviews. We expect to conduct the next risk questionnaire in spring 2027.

We also include some firms for review based on the time elapsed since their last review. Once we choose a firm to review, we use the information we know about that firm to tailor our compliance review program to test any compliance risks we have identified. If we receive information or complaints that indicate any market participant may be seriously non-compliant or dishonest, we may conduct a "for cause" review.

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

In our compliance reviews of registrants, we test 49 deficiency categories covering nine operational areas.

From January 1, 2025 to December 31, 2025, we conducted 21 compliance reviews and found 147 compliance deficiencies, averaging 7 deficiencies per review.

Year	Average number of deficiencies per review
2025	7
2024	6.84
2023	8
2022	4.85 ¹
2021	6.77

The average number of deficiencies per firm is meant to be a reference and not a definitive measure of how compliant BC’s registered firms are.

The five top ranking deficiencies in 2025, averaged between adviser and dealer firms, represent approximately 61% of all of the compliance deficiencies we found, as follows:

Deficiency type	Number of Deficiencies	% of all Deficiencies	Average overall rank
Policies and procedures	28	19%	1
Know-your-client (KYC) and suitability	19	13%	2
Client statements and reporting	14	10%	3
Disclosure	10	7%	4
Disaster recovery and business continuity	9	6%	5
Know-your-product (KYP)	9	6%	5
Total	89/147	61%	

¹In 2022, a large number of reviews were part of the Canadian Securities Administrators (CSA) Client Focused Reforms - Conflicts of Interest sweep, where we mostly identified deficiencies limited to conflicts of interest. These limited scope reviews contributed to a comparatively lower average number of deficiencies in 2022.

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

Some of our examination initiatives and examples of the compliance deficiencies found this year are set out below.

CSA Cybersecurity sweep

On July 15, 2026, the Canadian Securities Administrators (CSA) published Staff Notice [33-322 Review of Registered Firms' Cybersecurity Practices and Additional Guidance](#). During 2025, both of the BCSC's compliance teams participated with other members of the CSA in the CSA cybersecurity sweep. From the sweep, we gathered a better understanding of firms' current cybersecurity practices, as well as areas where firms can strengthen their processes. CSA Staff Notice 33-322 discusses the sweep findings and provides additional guidance.

From our reviews, we found that some firms have not considered all the important areas relevant to cybersecurity discussed in [CSA Staff Notice 33-321 Cyber Security and Social Media](#) that was published in 2017. For example, some firms:

- Engaged third-party vendors and service providers but failed to conduct or document due diligence on the cyber security practices of these third parties
- Failed to provide adequate cybersecurity training to staff, or evidence that training took place
- Neglected to test its incident response plan regularly to evaluate its effectiveness

Almost all firms we reviewed had some deficiencies in cybersecurity policies and procedures, resulting in a higher total in overall deficiencies this year.

Policies and procedures manual (PPM)

As in previous years, we continued to find inadequate, incomplete, or poorly implemented policies and procedures frameworks.

Some of the PPMs we reviewed lack detailed operational procedures, as well as key elements such as:

- Clear definitions of registerable activities
- Adequate KYC and KYP processes
- Suitability assessments
- Conflict of interest identification

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

These PPM deficiencies result in insufficient guidance for staff to follow, weakening the internal controls that are supposed to be in place.

Even where policies exist, they are often high-level, outdated, or missing critical details around roles, responsibilities, and the required documentation to demonstrate compliance. Our reviews also identified recurring gaps in recordkeeping, supervision, and inconsistencies between documented processes and actual practices, including instances where established procedures were not followed in a timely or complete manner.

Additionally, some firms demonstrated misunderstandings of regulatory requirements or included inaccurate regulatory or jurisdictional references in their policies and procedures. Overall, these observations generally indicate broader deficiencies in governance, compliance oversight, and the design and execution of effective compliance systems.

Client Focused Reforms (CFRs) - amendments to National Instrument 31-103 – Registration Requirements and Exemptions (NI 31-103)

In 2025, we continued to engage with firms and review compliance with the CFRs. In general, most firms have revised their policies, procedures, and processes to reflect how they comply with the CFRs. For example, many firms have revised their KYC process to incorporate a mechanism to track when KYC information has to be updated for clients and record the update. These firms also made changes to require registered individuals to inquire and record specific KYC items to reflect what was discussed with the clients.

However, we continue to find firms with existing processes that do not comply with the CFRs and that failed to make any meaningful changes to adopt the CFRs. A few firms:

- Failed to make any changes to their PPMs to reflect the CFR requirements
- Simply added the exact wording of the rules from NI 31-103 to their PPMs without considering how the CFRs should be operationalized to their specific business models, resulting in significantly deficient PPMs
- Provided no training to registered staff on the CFRs

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

As all the CFR requirements have been in effect since December 31, 2021, our expectation is that all firms should have revised and adopted policies, procedures, and processes that comply with these requirements. Firms that did not make meaningful efforts to comply with the CFRs raise concerns as to the adequacy of their compliance program, as well as the competency of the CCOs and Ultimate Designated Persons (UDPs).

Here are examples of some of the CFR practices and findings we noted from our review.

KYC

- Some firms simply added a “risk profile” box to the KYC forms without considering how the addition of risk profile changes the firm’s current client risk assessment process. In some cases, the firm cannot provide a clear rationale as to how a client’s risk tolerance, risk capacity, and risk profile all fit together. As the assessment of risk profile will likely involve some degree of judgement, it is important to document the rationale for the conclusion.

KYP

- Many firms have KYP practices in place. However, some firms fail to have policies and procedures to explain how all the various KYP tasks work together as a process, as well as records to show what KYP steps took place.

Suitability:

- A key suitability deficiency we identified is when firms failed to demonstrate that they had sufficiently considered all relevant factors under the CFRs when making their suitability determinations, including consideration of alternative products, the impact of cost, and concentration assessment.
- In some instances, the financial information recorded in the suitability notes differs significantly from the financial information collected in the client’s KYC form. The discrepancy raises concerns about the reliability and accuracy of the information used to support the suitability determination.

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

- Some firms recommended a product despite a mismatch between the client profile established through the KYP assessment and the KYC information collected, with no explanation provided. For example, the product is intended for clients with good investment knowledge and a high risk profile, while the client has only basic knowledge or a low risk profile. Firms should demonstrate how the recommended product aligns with the client's profile and puts the client's interest first.

Conflicts:

- Firms that charge different fees to clients have potential conflicts of interest. However, many firms failed to understand this. Some firms explained that they have different fee schedules because the BCSC will not allow increasing or changing of fees, which is incorrect. [CSA Staff Notice 31-363 Client Focused Reforms: Review of Registrants' Conflicts of Interest Practices and Additional Guidance \[Joint CSA and CIRO Staff Notice\]](#) discussed this conflict in detail.
- When asked about a conflicts assessment, some firms explained that they do not have any records demonstrating their consideration of firm conflicts as their business models are simple and have very few or even no conflicts at all. Without records, these firms fail to demonstrate that they have taken steps to identify whether any material conflicts exist. In staff's experience, almost all firms have some conflicts of interest, whether they are material or not.
- Some EMD firms failed to recognize that receiving third party compensation creates an inherent conflict of interest and did not implement adequate controls to address this conflict in the best interest of the client.

Referral arrangements

- Some firms did not consider their referral relationships as meeting the definition of referral arrangements simply because no monetary referral fees were involved. However, they failed to recognize that referral fees include **any benefits**, including monetary and non-monetary, provided for the referral of a client to or from a registrant. Examples of referral benefits we have seen include sharing or splitting of fees, mutual referral of clients, etc.
- Some firms refer to their referral relationships as service arrangements, shared service arrangements, partners arrangements, etc., and hence believe that the referral arrangements requirements in Part 13, Division 3 of NI 31-103 do not apply to them. However, the substance and nature of these relationships meet the definition of referral arrangements set out in Section 13.7 of NI 31-103.

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

Use of corporate titles

We continue to see the inappropriate use of corporate titles, such as Vice President (VP), by registered individuals who are not corporate officers of the registered firm. Paragraph 2(b) of section 13.18 *Misleading communications* of NI 31-103 states that a registered individual who interacts with clients must not use a corporate officer title, unless their sponsoring firm has appointed that registered individual to that corporate office pursuant to applicable corporate law.

We remind firms that when we see registered individuals using corporate officer titles, we will review their duties and responsibilities to confirm if those individuals are genuinely acting as corporate officers. In some instances, in response to our deficiency, firms did a mass appointment of all of their VPs to the corporate office. We did not accept the outcome of these form-over-substance attempts, as these VPs were not carrying out any corporate duties. Ultimately, the firms resolved the deficiency by replacing the VP title with other non-corporate officer titles. However, it is important to remember the general prohibition against having misleading titles when changes like this occur. In some cases, the firms engaged us proactively to discuss their ideas.

Where registered individuals are corporate officers with significant influence over the firm's business, we remind firms that these individuals should be registered as permitted individuals in the National Registration Database.

For firms who have non-individual permitted clients, i.e., institutional clients, they may apply for exemptive relief from section 13.18 for their registered individuals who only serve institutional clients. Exemptive relief is assessed and provided on a case-by-case basis. CSA Staff generally would not support an exemptive relief application for registered individuals who serve both retail and institutional clients.

Resources for CFRs

In addition to the Companion Policy to [NI 31-103](#), the CSA has published the following guidance on the enhanced COI, KYC, KYP, and suitability requirements:

- [Client Focused Reforms: Frequently Asked Questions](#) (last updated on December 6, 2023)
- [CSA Staff Notice 31-363 Client Focused Reforms: Review of Registrants' Conflicts of Interest Practices and Additional Guidance \[Joint CSA and CIRO Staff Notice\]](#)
- [CSA Staff Notice 31-368 Client Focused Reforms: Review of Registrants' Know Your Client, Know Your Product and Suitability Determination Practices and Additional Guidance](#)

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

Business continuity plan (BCP) and key person risk

All firms are required to have a BCP as part of an adequate compliance system to manage risks, including key-person risk, associated with their business. Key-person risk is particularly important to smaller scale firms, such as:

- Firms that only have one individual registered as an advising representative (AR); or
- Firms that are operated by two ARs of the same household, where life events likely may affect both individuals at the same time (for example, spouses travelling together)

These firms that have heightened key-person risk should appoint a BCP executor (usually someone external to the firm) to ensure that their firms will be able to operate in the absence of having an AR due to unpredicted disruption events such as death, incapacitation, or prolonged temporary absence. If the BCP executor is not an AR, the firm should appoint an alternate registered individual (a BCP AR) who is able to advise clients when business continuity is required. Ideally, the BCP AR is someone who understands the firm's business and has some familiarity with the firm's systems and third-party service providers.

We typically request and review a firm's BCP during the registration process. For firms with heightened key-person risk, we expect firm applicants to have arrangements in place for a BCP AR as part of their BCP once they are registered and operating. Simply having a plan to find a BCP AR or a very generic BCP plan may delay staff's registration review.

We also reviewed firms' BCP during compliance reviews, where we observed that some firms have inappropriately:

- Named alternate individuals who are not registered as ARs in the BCP and directed these individuals to manage client portfolios and receive client instructions when the BCP is enacted. For example, a PM firm appointed an individual who was registered as a dealing representative (DR) to be the alternate PM for the firm. This BCP will not work, as the DR is not registered to advise.

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

- Stated in the BCP, instructions for the BCP executor to contact the BCSC, the custodian, or other third-party service providers to come up with a plan to appoint an alternate PM. The responsibility of having an appropriate BCP in place is solely on the firm.

[CSA Staff Notice 31-350 Guidance on Small Firms Compliance and Regulatory Obligations](#) discussed factors that firms should consider when preparing a BCP. Our reviews suggest that firms should consider:

- How the firm will communicate with clients, key personnel, third-party service providers, and regulators about the business disruption
- Disclosure to clients including:
 - The name and contact details of the BCP executor
 - How clients can access their assets, and
 - How clients can contact their custodian
- The relocation of the firm's office in the event of a temporary or permanent loss of the firm's head office or principal place of business

We expect firms to distribute the BCP details to employees and communicate any periodic changes.

[Use of Artificial Intelligence \(AI\) by registrants](#)

There is little doubt that AI is becoming a powerful tool and we are aware of registrants (and investors) incorporating AI tools in their business models, such as:

- Using AI to do KYP research for summarizing information
- Having chatbots that provide useful information to DIY investors
- Using AI to enhance internal productivity

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

In December 2024, the CSA published [CSA Staff Notice and Consultation 11-348](#) *Applicability of Canadian Securities Laws and the use of Artificial Intelligence in Capital Markets*. This CSA Staff Notice provided guidance on how securities laws apply to the use of AI by various market participants, including dealers, advisers, and investment fund managers. The CSA Staff Notice also requested feedback on several consultation questions, for which the CSA received 19 comment letters. Two key takeaways from the comment letters are:

1. That many commenters did not think new rules related to AI are necessary given that there are already principles-based rules
2. Guidance that sets out our regulatory expectations about AI will be more helpful than new rules

NI 31-103 does not prohibit the use of AI by registrants. However, as NI 31-103 is principles-based, we expect registrants to prudently manage the risks of their business, including the use of AI. This includes developing policies and procedures that govern and supervise the use of AI by the firm and its employees.

Additional considerations registrants should keep in mind for the use of AI, include:

- Assessing whether the adoption of AI by the firm is a change that requires the filing of a Form 33-109F5 *Change of Registration Information* (Form 33-109F5). When adopting AI, firms should look at their Form 33-109F6 *Firm Registration* and consider whether any changes are necessary that warrant filing a F5.
- Remembering the prohibition against misleading communications in section 13.18 *Misleading communication* of NI 31-103. The rule essentially states that a firm must not hold itself out in a way that could reasonably be expected to deceive or mislead any person about the products or services provided by the firm. Firms should not over-hype their adoption of AI.
- Keeping in mind section 8.23 *Dealer without discretionary authority* of NI 31-103. This is the standard adviser registration exemption that most dealers rely on. There are conditions to using this exemption, and one of the conditions is that the advice given by dealers must be “provided by the representative,” and representatives are human beings. In other words, this condition puts a natural limit on how much dealers can use AI when providing advice to clients.
- Documenting the use of AI for any part of the KYP process, as required by the CFRs update to NI 31-103.

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

Dealer firm compliance reviews

In addition to participating in the cybersecurity sweep, the dealer compliance team reviewed seven dealer firms. We identified the following additional key deficiencies:

- Some firms, particularly first-time review firms, failed to collect sufficient KYC information. Missing information included investment objectives, investment time horizon and risk profile. Some of these firms did not perform suitability assessments at all, or performed them inadequately.
- Certain firms conducted trades for clients in provinces where the dealing representatives were neither registered nor eligible for an exemption.
- Employee training documentation was incomplete or missing, including areas such as cybersecurity and KYP training.
- Some firms failed to deliver required relationship disclosure information to clients. Others provided disclosures that were insufficient to meet regulatory requirements, particularly regarding custody of client assets, trusted contact person information, and temporary holds on client accounts.
- Client reporting remained one of the most frequent non compliant areas in most dealer firm reviews. Many firms demonstrated limited understanding of their regulatory reporting obligations, resulting in the failure to deliver the required statements and reports. Some failed to disclose key information or improperly relied on issuer generated statements.

Registrants are reminded that they serve as gatekeepers of the capital markets and are expected to proactively establish and maintain a robust compliance system that appropriately manages the risks inherent in their business operations. While new firms may need time to familiarize themselves with regulatory obligations, their responsibility to meet all regulatory requirements remains unchanged.

COMPLIANCE REVIEW FINDINGS - TOP DEFICIENCIES

Registration issues

Since 2024, the BCSC's Registration Branch has been collaborating with staff from other CSA jurisdictions to discuss our approach in considering individual registration applications, including relevant investment management experience (RIME). The goal is to ensure fairness and consistency in our assessment and interpretation on registration applications and RIME.

The BCSC continues to experience issues with individual registration applications and the assessment of RIME. We refer you to the [2024](#) and [2023](#) Annual Report Cards and to the [November 2023 Registrant Outreach](#), for the details of the issues we continue to have.

When registration applications are complete and provide adequate RIME information, the majority of individual applications are processed and accepted on a timely, routine basis. To ensure a timely result, please ensure that you consult all available guidance before filing a registration application, include only relevant information, and omit any unnecessary or extraneous information.

If your firm needs help finding more information about the registration process or information about RIME, please reach out to your RM or BCSC Registration staff.

HOW WE TREAT NON-COMPLIANCE

The CCO must monitor and assess compliance by the firm, and the individuals acting on its behalf, with securities legislation. Where we find instances of non-compliance with regulatory requirements, we expect the CCO to take immediate action to resolve these deficiencies. When we see non-compliance, we can:

- Require a firm to rectify its compliance program
- Impose registration terms and conditions to reduce the risk of non-compliance
- Suspend registration
- Take enforcement action

Compliance action

In 2025, we continued to take compliance action against non-compliant firms that demonstrated significant compliance weaknesses. As a result, registration terms and conditions were imposed on one adviser firm and one dealer firm. Some of the terms and conditions imposed:

- Required firms to hire a compliance monitor to work with them to remedy compliance deficiencies (see the [CSA staff notice on the use of compliance monitors](#))
- Prevented firms from accepting new clients until they had rectified their compliance failures
- Prevented firms from conducting trades for clients until they updated all clients' KYC information, reassessed suitability, and documented in accordance with regulatory requirements

Conditions placed on the registration of a firm are public and reported on NRD and the public [National Registration Search](#) service.

We have also charged costs for our compliance reviews. We charge costs when we expend significant staff resources arising from significant compliance failures or repeat deficiencies. We may also charge costs when a firm fails to maintain records or provide proper records during a compliance review in a reasonable time.

HOW WE TREAT NON-COMPLIANCE

Enforcement action

We continue to refer firms for enforcement action when we see systemic or significant failures that pose risks to clients, repeat significant deficiencies that firms fail to resolve, or the need for significant further investigation. In these instances, the firms have cultures of compliance that fall significantly short of our expectations. Actual client harm is not a prerequisite for an enforcement referral. Enforcement outcomes, such as settlements are public and are [available at the BCSC's website](#).

Administrative Penalty Imposed by Notice (APIN)

Under section 162.01 of the *Securities Act*, the Executive Director has the power to impose monetary penalties for contraventions of the regulations (which include national and multilateral instruments) or prior decisions. The maximum penalty for each contravention is \$100,000 for individuals, and \$500,000 for non-individuals.

In 2025, we completed an APIN when the Executive Director imposed a monetary penalty on a registered firm that repeatedly failed to submit a change to the firm's auditor information. The firm failed to have adequate compliance policies and procedures relating to the type of information that must be reported on Form 33-109F5 when there are changes.

COMPLAINTS

The [BCSC Contact Centre](#) receives complaints about registered firms and registered individuals, which are then passed on to the compliance teams for review. We review every complaint and assess its merits. We follow a process to analyze the information submitted by the complainant and with the complainant's consent, we will also reach out to the registrant to inform them of the complaint and hear the registrant's side of the complaint. The BCSC staff's review of complaints is separate and independent of the Ombudsman for Banking Services and Investments' (OBSI) complaint process. The complainant may submit their complaint to both the BCSC and the OBSI. Some past complaints that BCSC staff received resulted in compliance action or referral to our Enforcement division.

CHANGES IN THE REGULATORY LANDSCAPE IN 2026

Starting July 22, 2026, the BCSC is transitioning to a new, modern portal for submitting required registrant forms and filings. This new process replaces email submissions and is designed to improve transparency, efficiency, and the tracking of regulatory filings.

Using this new e-services function, registrants will be able to submit various registration and financial filings electronically through the portal, such as:

- Form 33-109F5 *Change of Registration Information*
- Annual audited financial statements
- Quarterly financial statements
- Form 31-103F1 *Calculation of Excess Working Capital*, together with associated financial information as required by sections 12.12, 12.13 and 12.14 of NI 31-103
- Form 31-103F4 *Net Asset Value Adjustments*
- Monthly Suppression of Terrorism and Canadian Sanctions Reporting Obligation

For more information, please refer to the [BCSC eservices page](#).

Total Cost Reporting (TCR)

On January 1, 2026, the TCR amendments to NI 31-103 came into effect. TCR is also known as the Client Relationship Model – Phase 3, or CRM3, and we remind registrants that in the beginning of 2027, affected registered firms will have to deliver their first annual reports that incorporate the TCR amendments for the year ending December 31, 2026.

TCR requires firms to show their clients the dollar amounts the clients are paying for investment funds. This includes direct fees (transaction or dealer charges) and indirect/embedded fees (management fees, operating costs, and trailing commissions). TCR/CRM3 will bring greater transparency to the industry and help investors understand what they are paying for.

On June 25, 2026, the CSA published [Coordinated Blanket Order 31-935 exemption from the client reporting requirements for certain institutional clients and overflow accounts of registered advisers](#) granting registered advisers exemptive relief from particular NI 31-103 client reporting requirements in respect of certain institutional client accounts.

Under NI 31-103 registered advisers and dealers are required to provide their clients with certain prescribed account reporting information, as part of the Client Relationship Model 2 (CRM2) and TCR requirements. Accounts of “non-individual permitted clients” are excluded from some of these client reporting requirements. Permitted clients who are not individuals are considered to be institutional investors, and institutional investors typically receive ongoing account reporting that is comprehensive and tailored to their needs. The blanket order effectively extends these reporting requirement exclusions to accounts of certain other types of clients that are also considered institutional investors. This allows registered advisers that specialize in the institutional investor segment to avoid the costs of developing systems to compile and deliver NI 31-103 compliant client reports, avoiding duplicative reporting to institutional clients.

Amendments to Principal Distributor Model

On June 11, 2026 the Canadian Securities Administrators (CSA) published [final amendments](#) to the principal distributor model in the distribution of mutual funds. A principal distributor, for a specific mutual fund, is a dealer that meets one or both of two requirements:

- It has an exclusive right to distribute the securities of that mutual fund in a particular area (for example, within Canada or within British Columbia).
- It has an arrangement with that mutual fund or its manager, and the arrangement is structured so that the dealer has a material competitive advantage over other dealers in distributing the securities of that mutual fund.

Participating dealers are all other dealers that sell a mutual fund. The amendments clarify that a dealer may act as principal distributor only for mutual funds that have the same manager, or that have affiliated managers (these funds are in the same “mutual fund family”). Certain requirements in securities legislation, such as conflict of interest-related restrictions, are different for a dealer when it is acting as a principal distributor instead of as a participating dealer. The amendments ensure that these different requirements apply to a principal distributor only in the circumstances that they are intended to, namely where the principal distributor is acting for mutual funds in the same mutual fund family. The amendments include disclosure requirements of principal distributor arrangements and related compensation in the prospectus, fund facts and the annual report on charges and other compensation.

EXAMINATION FOCUS AND APPROACH 2026

We will continue our focus on ensuring that firms are compliant with CFR requirements, and continue to select firms for review based on significant changes to business, revenue, or size.

We are also interested in learning more about how registrants are using artificial intelligence in their operations and how that shapes the regulatory landscape.

CONNECTING WITH THE BCSC

We remind you to subscribe to the [Weekly Report](#), so that you can get early information about legislative changes on the horizon.

BCSC compliance staff hold [Registrant Outreach sessions](#). **The next session will be held on November 5, 2026.** We welcome suggestions from registrants on topics of interest. Please submit topic ideas to your firm's RM or send them to examiners@bcsc.bc.ca.

If you have questions or concerns, please contact us.

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