

## **BC Policy 15-604 - Whistleblower Program**

### **Introduction**

This policy provides guidance on the British Columbia Securities Commission Whistleblower Program, which is administered by the Commission's Office of the Whistleblower (OWB).

The purpose of the program is to encourage individuals to voluntarily provide information to the OWB by financially rewarding them for this information.

### **Am I eligible to receive a whistleblower award?**

If you provide information that meaningfully contributes to certain important enforcement results, then you are eligible to receive a financial award, unless you are otherwise excluded.

You should provide your information as soon as possible and with as much detail as you can.

If your information meaningfully contributes to an important enforcement result including:

- issuance of a halt trade, temporary or preservation order
- issuance of an Administrative Penalty Imposed with Notice (APIN) or order
- issuance of a notice of hearing
- person entering into a settlement agreement
- issuance of Orders after a section 161 hearing
- identification and location of assets of a person who owes monetary sanctions to the Commission
- collection of outstanding amounts due from orders, settlement agreements or an APIN

you will be eligible for a financial award unless you are otherwise excluded.

### **Am I excluded from receiving a whistleblower award?**

You are excluded from receiving a whistleblower award if you:

- provide information about only your own wrongdoing. (You may instead qualify for Credit for Cooperation under BC Notice 15-701)

- work for the BCSC, any other securities regulator, or a law enforcement agency
- have previously been contacted by the Commission about this matter
- provide information that is false or misleading, was acquired illegally, is subject to solicitor client privilege that has not been waived, or that is a breach of your rules of professional conduct.

### How much can I be paid?

The minimum and maximum amount you can be paid for each important result your information meaningfully contributes to is:

Result	Award amount
Halt trade, temporary or preservation order	\$1,000-\$25,000
APIN notice or order	5%-10% of the amount to a maximum of \$50,000
Issuance of a notice of hearing	\$5,000-\$100,000
Settlement agreement	\$10,000-\$250,000
A section 161 hearing that results in orders	\$10,000-\$250,000
Identification and location of assets of a person who owes money to the Commission due to section 161 or 162 orders, settlement agreements or an APIN	\$1,000-\$25,000
Collection from a person who owes money to the Commission due to section 161 or 162 orders, settlement agreements or an APIN	5%-10% of any collected amount to a maximum of \$250,000

If your information meaningfully contributes to multiple occurrences of the *same* result, the maximum total amount you can receive is the maximum for that result. For example, if your information meaningfully contributes to three settlement agreements, the maximum amount you can receive in total is \$250,000 for those settlement agreements.

If your information meaningfully contributes to multiple occurrences of *different* results, the total maximum you can receive is \$500,000. For example, if your information meaningfully contributes to a halt trade order (max \$25,000), a notice of hearing (max \$100,000), a settlement agreement (max \$250,000) and section 161 orders (max \$250,000) then the most you could receive in total for those results is \$500,000.

If there are multiple whistleblowers on the same matter, the maximum total payout combined of all whistleblowers for that matter is \$500,000. For example, if you are one of three whistleblowers on a matter, and the other two receive \$100,000 each then the most you could receive is \$300,000.

### **How much will I be paid?**

The executive director will consider all relevant factors in deciding how much you get paid including:

- how quickly you report this matter to the OWB
- how clear, accurate, organized and complete your information is
- how much you cooperate after you provide your information
- how much your information contributes to an important result
- how serious the misconduct is you are providing information about
- any hardship experienced by you as a result of exposing the wrongdoing
- how much you were involved in the misconduct you are reporting.

As well,

- you will not be paid any whistleblower award until you pay in full any monetary sanctions you owe the Commission
- you will not be paid for information about your own misconduct.

### **Who decides how much I get paid?**

The OWB will prepare a recommendation as to whether you are eligible for a whistleblower award and how much you should be paid.

This recommendation will go to the executive director of the Commission who will determine if you should be paid and how much you should be paid.

The executive director may exercise discretion to pay you even when you don't strictly meet this policy's requirement or may exercise discretion to increase your award, including beyond the maximums in this policy, if doing so is in the public interest.

### **Can I challenge the executive director's determination of my whistleblower payment?**

The executive director's whistleblower determinations are based on internal policy and are not subject to review or appeal.

**When will I get paid?**

You will get paid as soon as reasonably possible after each important result occurs.

**How will I get paid?**

You will be paid directly or to a lawyer of your choice.

**How do I provide information to the OWB?**

You must submit your information by:

- Completing the online whistleblower form and upload supporting documents at the Commission's online secure portal
- Mailing a printed copy of the completed form, with supporting documents, to

To whom it may concern  
P.O. Box 91880  
West Vancouver, BC  
V7V 4S4  
Canada

- Calling 1-866-BCSC-TIP (1-866-227-2847)

The whistleblower form requires you to certify in writing that your submitted information is true, and complete, to the best of your knowledge and belief.

**Can I provide my information anonymously?**

You can provide your information anonymously as long as you also provide at the same time a method by which we can contact you. The contact method must be either:

- the anonymous online portal option we provide;
- an anonymous email you provide; or
- a lawyer you hire to serve as a point of contact.

If you wish to provide your information anonymously, do not provide us any other information that may identify you.

Prior to any payment you will have reveal your identity.

**Can I use a lawyer to submit my information?**

You can use a lawyer to help you with your submission.

Provide your lawyer all your information so they can complete the required form. You will have to review the form and certify that it is true and complete.

**What happens to my information after I provide it to the OWB?**

The OWB will review your information and contact you if further information is required.

If your information ends up meaningfully contributing to an important result, OWB will contact you to arrange payment, but will not necessarily be in contact with you prior to that time.

Any information you provide to the OWB will not be returned.

**Will my information and identity be kept confidential?**

OWB will only share your information and identity inside the Commission on a need to know basis.

We will not share your information or identity outside the Commission unless required to do so or you consent.

Examples of when we will be required to share your information or identity include:

- to respondents when we issue a Notice of Hearing under section 161
- to another agency or person when we receive a demand that legally requires us to do so
- to a person who makes a freedom of information request when the Privacy Commissioner orders us to do so.

We are not providing you any guarantee or assurance of confidential informer privilege.

**Will I be a witness?**

We will only call you as a witness with your permission. We have no control over whether someone else calls you as a witness.

**Will my documents be used in a hearing?**

We will only enter your documents into evidence if they do not reveal your identity or

we have your permission. We have no control over whether someone else enters your documents into evidence.

### **Am I protected by anti-reprisal protections under the *Securities Act*?**

Section 168.04 of the *Securities Act* prohibits a person from taking a measure of reprisal against you solely for having provided information to the Commission.

A measure of reprisal includes:

- a disciplinary measure
- a demotion
- a termination of employment or a contract
- any measure that adversely affects your employment or working conditions
- a threat to take any of these measures of reprisal.

### **Effective date**

This policy is effective November 7, 2023. You will not be eligible for a whistleblower award if you submit your information before this date. Information received after this date, that relates to events prior to this date, is eligible for an award.

### **Questions**

#### Legal counsel and other securities jurisdictions

If you are legal counsel or you are from another securities jurisdiction and you have a question, please contact the Office of the Whistleblower at 604-899-6729.

#### Media

If you are a member of the media and would like information, please contact:

Brian Kladko

604-899-6713

#### Public

Inquiries from the public can be directed to:

604-899-6854 or 1-800-373-6393 (toll free)

[inquiries@bcsc.bc.ca](mailto:inquiries@bcsc.bc.ca)