

Instructions

Please provide the following information for **REGISTRANT** (“Registrant”). Unless otherwise indicated please provide the requested records for the time period **START DATE** to **END DATE** (“review period”). Please upload the requested materials to the kiteworks link provided.

Copies need not be made for those records for which only access is requested. However, please have such records collected and ready for the staff’s review. While certain books and records are specifically requested below, during the review the staff may request additional books and records if it becomes necessary.

During the review, the staff will also ask to interview persons responsible for various functions [such as marketing, compliance and supervision, portfolio management and trade execution]. To obtain an overall view of the Registrant’s business and its internal control environment, we will also speak with senior management early in the review process.

PORTFOLIO MANAGER RECORD REQUEST

General

1. A copy of the Registrant’s most recent organization chart (indicating all related/associated companies and subsidiaries).
2. A list of all affiliated parties to the Registrant, and the nature of the relationships.
3. A list of any joint ventures or any other businesses in which the Registrant or any of the Registrant’s (or related parties’) officers or director, portfolio manager or traders participates or has any interests.
4. A copy of most recent personnel organization charts, management structure and employee list with telephone numbers.
5. Business cards of all individuals who deal with clients, suppliers, and the public.
6. For the individuals on whom the Commission has imposed “close supervision” terms and conditions, please provide the policies and procedures you have in place to supervise the individuals.
7. A list of branch and sub-branch offices of the Registrant, both active and dormant during the review period, and a description of the functions of each branch.
8. A list of any outstanding claims filed by or against the Registrant, identifying the nature of the claim and their expected outcome.
9. A copy of the complaint log and access to complaint files for the review period.

10. Copies of any internal audit reports issued during the review period and the response from management.
11. Copies of any management letters issued during the review period by the Registrant's external auditor as a result of their annual audit, including a copy of management's response.
12. Copies of all minutes of meetings of the Board of Directors, Trustees, Audit Committee, Investment Committee or other committees during the review period.
13. A copy of the policies and procedures manual.
14. A list of all active exemptions filed with and received by the Commission.
15. A list of third-party service providers and an explanation of the service provided.
16. Access to any contract or agreement executed by the Registrant with other third parties. (i.e. service provider, custodian, on-line portals, agency agreements with issuers).
17. A list of and access to all personal trading accounts of key personnel of the Registrant and family members who live in the same household.
18. A log of all instances of non-compliance with the Registrants' Code of Ethics and internal policies on personal investing for the review period, including their resolution.
19. A copy of the Registrant's business continuity plan.
20. A sample of agreements with employees (or each type of templated agreement), including:
 - Standard employment contracts (for example, templated contracts with dealing representatives ("DRs"), advising representatives ("ARs"), associate advising representatives ("AARs"), compliance staff, etc.)
 - Severance, settlement or other relevant agreements entered into with employees who have been terminated or have resigned
 - Non-disclosure and confidentiality agreements entered into with current employees
21. A list of both outstanding and closed employment-related and breach of confidentiality claims filed by or against the registrant, identifying the nature of the claim and the expected outcome.
22. A list and description of investigation files relating to breaches of confidentiality policies.

23. A list of individuals who are responsible for providing investment advice to the Registrant's clients during the review period, and the name of the Chief Compliance Officer and Ultimate Designated Person.
24. A copy of the Registrant's policy for ensuring fair allocation of investments, pursuant to section 14.3 of NI 31-103.
25. A copy of the Registrant's relationship disclosure document(s) that contains all relevant disclosures pursuant to section 14.2 of NI 31-103.
26. A copy of the Registrant's disclosure document(s) pertaining to conflicts of interest and securities of related and/or connected issuers pursuant to subsection 13.4(3) and section 13.6 of NI 31-103.
27. Amount of total assets under management by the Registrant as at the end of the review period.

Financial Condition and Custody

28. A copy of the Registrant's financial statements as at the end of the review period.
29. A copy of the excess working capital calculation at the end of the review period and access to those during the review period
30. Access to monthly financial statements, trial balance, and general ledger for the review period
31. A list of all the Registrant's bank accounts, including the name on the account, the account number and the financial institution where the account is held.
32. Access to bank statements, deposit books, cancelled cheques and bank reconciliations for all trust accounts of the Registrant for the review period.
33. If the Registrant, its related persons or affiliates have custody or possession of, or access to any client funds or securities, a list (in spreadsheet format) which includes:
 - a. the names of all such clients,
 - b. the current market value of all assets in possession or to which the Registrant has access, and
 - c. the location(s) where such assets are held or the name(s) of the firms holding them.

Marketing

34. A list of all marketing material used during the review period.
35. Access to marketing materials used during the review period.

36. If the Registrant makes information about its services available on the Internet, the address at which such information is available.
37. A list of all online advertising service providers used during the review period (e.g. Google AdWords).
38. A list of all social media platforms, including usernames, used by the Registrant and/or its registered employees during the review period.

Contracts and Portfolio Management

40. A list of current clients as at the end of the review period. For each client, identify the:
 - a. custodian,
 - b. type of account(s),
 - c. investment strategy/mandate/model (e.g. equity, balanced, fixed income),
 - d. whether or not the Registrant has discretionary authority, and
 - e. the current balance of the client's assets under management as at the end of the review period.
41. A list of all model portfolios offered to clients during the review period. For each model portfolio, provide a description of the strategy, asset allocation, its investments, and each investment's percentage allocation.
42. A list of clients whose contracts provide for performance-based compensation to the Registrant.
43. A copy of the Registrant's standard advisory agreement with clients, including a copy of know your client ("KYC") forms and/or investment policy statements currently in use
44. A list of all questions completed online by investors that are used by the Registrant to determine their investor profile and/or a suitable model portfolio, along with an explanation of how responses are scored and/or considered in the system logic.
45. A copy of powers of attorney or letters of authorization which confer discretionary authority if not incorporated directly in the contracts specified in Item 43 above.
46. A copy of the Registrant's fee schedule currently in use, if not stated in the contracts specified in Item 43 above.
47. A copy of any sub-advisory agreements with other investment advisers.
48. A copy of any agreements with providers of investment funds (including exchange-traded funds).

49. Access to client files, including those of lost clients.
50. Access to reconciliations of security positions between the portfolio/trading records and the custodial records for all clients during the review period.
51. A sample copy of a quarterly account statement, annual report on charges and other compensation, and the investment performance report delivered to clients.
52. User IDs and passwords for staff to access and use the Registrant's online advice system from (i) investor's perspective, and (ii) the Registrant's advising representatives/CCO's perspective.

Trading & Brokerage

53. A list of all public offerings of securities, which were traded at a premium over the public offering price whenever their secondary markets began ("hot issues"), in which any clients or any proprietary accounts of the Registrant participated (i.e. purchased) during the review period.
54. Access to the Registrant's trading blotter (in spreadsheet format) for the review period, which includes the following information:
 - a. Trade date
 - b. Type of transaction (i.e. buy or sell)
 - c. Account number / Client name
 - d. Security name & CUSIP number
 - e. Number of shares or principal amount
 - f. Price
 - g. Commissions
 - h. Other Fees
 - i. Net amount to/from account
 - j. Broker or dealer
 - k. Identification of portfolio manager
55. A list of clients who have instructed the Registrant to direct a portion or the entirety of their brokerage to particular broker-dealers, including the name of the brokerage firm and the client's purpose for such direction, if known.
56. A list of all brokerage firms through which client transactions were effected during the review period, identifying the name of the firm, amount of agency commissions paid and the volume of transactions.
57. A list of cross transactions which took place during the review period. These transactions would include those where a broker was used or where the Registrant, acting without a broker, effected the transactions.

Referral Arrangements

58. A list of all parties who refer clients to the Registrant under a Referral Arrangement in effect during the review period.
59. For each Referral Arrangement listed in Item 58, please provide the following information in tabular format using spreadsheet (e.g. excel):
 - a. Total number of referred clients by each referral agent;
 - b. Total referral fees paid by the Registrant to the referral party during the review period;
 - c. Total gross revenue earned from referred clients during the review period;
 - d. Total asset under management of the referred clients as at the end of the review period.
60. Access to contracts governing each referral arrangement.