

## Investment Fund Manager Compliance Field Review

### List of Books and Records Requested For Review

#### Instructions

Please furnish the following information for ----- (“Registrant”). Unless otherwise indicated please provide the requested records for the time period ----- to ----- (“review period”). Where possible, please provide responses on the Registrant’s letterhead.

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 transfer agent, fund accounting, trust accounting, marketing as well as the Registrant’s oversight of portfolio management activities. 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.

#### Organization

1. A copy of the Registrant’s most recent organization chart (indicating all related/associated companies and subsidiaries)
2. A description of the nature of the relationship of all affiliated or related parties
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 participates or has any interests
4. A copy of most recent personnel organization charts and telephone listings
5. A list of any outstanding claims filed by or against the Registrant, identifying the nature of the claim and their expected outcome
6. A copy of National Instrument 81-102 Compliance Reports prepared by the Registrant and its auditors for the review period
7. Copies of any internal audit reports issued during the review period and the response from management
8. 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 the management’s response
9. Copies of all minutes of meetings of the Board of Directors, Trustees, Audit Committee, or other committees during the review period
10. A copy of any exemptions filed with and received by the Commission for each of the Registrant’s fund

11. A copy of the management agreement between the Registrant and the mutual funds
12. A copy of any distribution agreements

### Nature of Business

13. Listing of all funds in which the Registrant acts as the fund manager. For each fund product, indicate the following:
  - a. the assets under administration for each fund as of the end of the review period
  - b. the legal structure of the fund (i.e. trust, corporation, limited partnership)
  - c. name of the investment counsel/portfolio manger for each fund
14. List of holdings for each fund as of the end of the review period
15. Copies of the most recent prospectus or other offering documents for the Registrant's funds
16. Copies of all advisory contracts for the Registrant's funds
17. A copy of the compliance manual
18. A copy of the soft dollar policy
19. Copies of any securities lending agreements
20. A copy of the policies and procedures for dealing with unclaimed property
21. Copies of all exemptive relief that the Registrant relies on
22. A list of third party service providers and an explanation of the service provided
23. A copy of the service agreements with the third party service providers
24. A list of all parties and the commissions paid to the parties distributing the Registrant's funds during the review period

### Conflicts of Interest

25. A copy of the policies and procedures governing the Independent Review Committee (IRC)
26. A list of conflicts of interest referred to the IRC along with a brief description of each conflict
27. A copy of all reports prepared by the IRC (for the Registrant and for securityholders)

### Financial Condition and Custody

28. A copy of the Registrant's financial statements dated as at the end of the most recent fiscal year and as at the end of the review period.
29. A copy of the most recent working capital calculation and those for the review period
30. A copy of the insurance policies indicating the types and amounts of coverage
31. A copy of the current bonding certificate of renewal or insurance
32. Access to monthly financial statements, trial balance, and general ledger 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 which includes the names of all such clients, the current market value of all assets in possession or to which the Registrant has access, and the location(s) where such assets are held or the name(s) of the firms holding them.

### Transfer Agent

34. A copy of the agreement with service providers for transfer agent responsibilities that the Registrant has outsourced
35. A copy of the policies and procedures over the monitoring of transfer agent function performed by the service providers
36. Copies of reports issued on the control environment of the service providers
37. Copies of reports used by the Registrant to oversee the transfer agent function
38. Access to correspondence between the Registrant and service providers during the review period with respect to the outsourced services

### Fund Accounting

39. A copy of the agreement with service providers for fund accounting responsibilities that the Registrant has outsourced
40. The most recent unaudited and audited financial statements of the funds
41. A copy of the policies and procedures over the monitoring of the fund accounting function performed by the service providers
42. Copies of reports issued on the control environment of the service providers
43. Copies of reports used by management during the review period to monitor the fund accounting function
44. Access to correspondence between the Registrant and service providers during the review period with respect to the outsourced services
45. A copy of the policies and procedures related to securities lending

### Trust Accounting

46. A copy of the agreement with service providers for trust accounting responsibilities that the Registrant has outsourced
47. A copy of the policies and procedures over the monitoring of the trust accounting function performed by the service providers, specifically, how to ensure the trust accounts are in compliance with National Instrument 81-102
48. A list of all trust accounts
49. Copies of reports issued on the control environment of the service providers Copies of reports used by management during the review period to monitor the trust accounting function
50. Access to correspondence between the Registrant and service providers during the review period with respect to the outsourced services

## Marketing

51. A copy of any promotional brochures, pamphlets, or other materials routinely furnished to prospective clients (e.g. proposals); and a copy of any marketing materials (e.g. newspaper or magazine ads, radio scripts, reprints, seminar materials etc.) used to inform or solicit clients during the review period. If the Registrant makes information about the Registrant's services available on the INTERNET, the address at which such information is available
52. A copy of any composite or representative performance reports, data, or graphs currently disseminated to clients or prospective clients
53. The criteria that the Registrant employs in the construction of any composite or performance data included in any disclosure or marketing documents

## Sales Practices

54. A copy of the policies and procedures with respect to mutual fund sales practices
55. A list of the top twenty producers (name of the sales representative and the participating dealer) associated with the distribution of the Registrant's funds
56. A copy of the budget governing the Registrant's expenditures on sales practices
57. A list of sales practices requests received but rejected by the Registrant
58. A list of all co-operative marketing items and events where the Registrant has paid a portion of the direct costs during the review period. The list should include, at a minimum, the following information:
  - Date of the event
  - Name of the participating dealer who made the request
  - A brief description of the event
  - The amount paid to the participating dealer
59. A list of conferences and/or seminars organized, presented and sponsored by the Registrant and attended by participating dealers during the review period. The list should include, at a minimum, the following information:
  - Date of the conference/seminar
  - Location of the conference/seminar
  - A brief description of the nature of the conference/seminar
  - Total costs incurred
60. A list of third party educational events attended by participating dealers and sponsored by the Registrant during the review period. The list should include, at a minimum, the following information:
  - Date of the event
  - A brief description of the event
  - The amount paid to the participating dealer
61. A list of industry association sponsored conferences or seminars attended by participating dealers and sponsored by the Registrant during the review period. The list should include, at a minimum, the following information:
  - Date of the conference or seminar
  - A brief description of the conference or seminar
  - The amount paid to the industry association

62. A list of other conferences or seminars organized and attended by participating dealers and sponsored by the Registrant during the review period. The list should include, at a minimum, the following information:
  - Date of the conference or seminar
  - Location of the conference or seminar
  - A brief description of the conference or seminar
  - The amount paid to the participating dealer
63. A list of business promotion events or activities organized by the Registrant and attended by participating dealers during the review period. The list should include, at a minimum, the following information:
  - Date of the event or activity
  - Location of the event or activity
  - A brief description of the nature of the event or activity
  - Total costs incurred

### Referral Arrangements

64. A list of individuals or companies who refer clients to the Registrant.
65. A list of individuals or companies that the Registrant refers clients to.
66. Access to the contracts governing each referral arrangement
67. Copies of disclosure provided to clients regarding referral arrangements

### Compliance and Supervision Structure

68. Complaint log and files for the review period
69. A copy of all policies and procedures related to Anti-Money Laundering
70. A copy of the latest terrorism report filed with the Ontario Securities Commission
71. Access to compliance annual reports provided to the board of directors, or individuals acting in a similar capacity
72. Access to reports used by management during the review period to monitor insider and early warning reporting requirements under the Act or under NI 62-103 alternative monthly reporting, if applicable
73. A copy of the business continuity plan

### Records to be made available during the course of the review

74. The Registrant's trial balance as at the end of the review period
75. The Registrant's cash disbursements journal for the review period
76. Cancelled cheques from all of the Registrant's bank accounts for the review period