

**Canadian Public Accountability Board
and
PKF Antares Professional Corporation, Chartered Professional Accountants**

PART I – Preamble

1. The Canadian Public Accountability Board’s (“CPAB”) mandate includes the oversight of firms that conduct audits of Canadian reporting issuers¹. In 2023, CPAB conducted an inspection of one reporting issuer audited by PKF Antares Professional Corporation, Chartered Professional Accountants (the “Firm” or “PKF Antares”) pursuant to Section 400 of the Rules of the Canadian Public Accountability Board (the “Rules”), as authorized by the *Canadian Public Accountability Board Act*, R.S.O. 2006, C. C-33 (the “Act”).
2. The file inspected contained five significant inspection findings², each of which constitute a separate Violation Event³ (as defined in the Rules). As a result of these Violation Events, and PKF Antares’ elevated significant inspection findings over the last three consecutive inspections (2019, 2021 and 2023), CPAB imposed a restriction on the firm’s practice under Rule 601(f) as well as requirements under Rule 601(a), (c), (i) and (k) and a sanction under Rule 601(h). These actions have been taken in accordance with CPAB’s mandate to foster confidence in the integrity of financial reporting by Canadian reporting issuers.

PART II – The Parties

3. PKF Antares is a professional corporation headquartered in the province of Alberta. It has a public company audit practice and at the time of CPAB’s 2023 inspection, the Firm audited fewer than 50 reporting issuers.
4. Pursuant to National Instrument 52-108 Auditor Oversight, auditors of Canadian reporting issuers are required to be registered with CPAB as a Participating Audit Firm. Participating Audit Firms are authorized to audit financial statements issued by Canadian reporting issuers. PKF Antares was, at all relevant times, registered with CPAB pursuant to Rule 200.

¹A reporting issuer is a company that has gone public by issuing securities under a prospectus or is listed on a recognized stock exchange. Reporting issuer is defined within Part/Section 1 of each province and territories Securities Act.

² A significant inspection finding is defined as a significant deficiency in the application of generally accepted auditing standards related to a material financial balance or transaction stream where the audit firm must perform additional audit work in the current year to support the audit opinion and/or is required to make significant changes to its audit approach.

³ “Violation Event” means (i) an act or practice, or omission to act, in violation of the Rules or Professional Standards that may have an effect on the provision of audit services to reporting issuers, (ii) a failure to supervise appropriately a person with a view to preventing violations of the Rules or Professional Standards, and such person has committed an act or omitted to act in violation of the Rules or Professional Standards that may have an effect on the provision of audit services to reporting issuers, (iii) a failure to cooperate with the terms of an Inspection or Investigation; or (iv) a failure to comply with the terms of any requirement, restriction or sanction imposed by CPAB.

PART III – Facts

5. PKF Antares is subject to periodic inspections by CPAB. One audit file was reviewed in each of the last three consecutive inspections. In 2019, CPAB identified two significant inspection findings in the Firm’s application of the Canadian Generally Accepted Auditing Standards related to a material financial statement balance or transaction stream. In 2021, two significant inspection findings were also identified. During CPAB’s 2023 inspection, five significant inspection findings were identified.
6. Each of the significant inspection findings identified during CPAB’s 2023 inspection represents a breach of one or more professional standard⁴ and constitutes a Violation Event as defined in CPAB’s Rules. The Canadian Auditing Standards (CAS) breached include:
 - i. CAS 240, *The Auditor’s Responsibilities Relating to Fraud in an Audit of Financial Statements*.
 - ii. CAS 250, *Consideration of Laws and Regulations in an Audit of Financial Statements*.
 - iii. CAS 315, *Identifying and Assessing the Risks of Material Misstatement through Understanding the Entity and its Environment*.
 - iv. CAS 330, *The Auditor’s Responses to Assessed Risks*.
 - v. CAS 500, *Audit Evidence*.
 - vi. CAS 540, *Auditing Estimates Including Fair Value Measurements*.

PART IV – Enforcement actions imposed

7. In view of the Violation Events outlined above, the multiple significant inspection findings identified in three consecutive inspections, and to contribute to public confidence in the integrity of financial reporting by public companies, CPAB determined it appropriate to impose the following enforcement actions:
 - a. The Firm is prohibited from accepting new medium and high-risk reporting issuer audit clients including those resulting from initial public offerings, reverse takeovers or other transactions. For greater clarity, an existing private company audit client seeking to become a reporting issuer through initial public offering, reverse takeover or other transaction is considered a new reporting issuer.

In compliance with this restriction, the Firm has provided definitions of medium and high-risk Canadian reporting issuer clients that are acceptable to CPAB.
 - b. The Firm shall be publicly censured⁵.
8. In addition to the actions outlined above, CPAB requires the Firm to implement a variety of measures aimed at improving audit quality including: i) retention of an external party to

⁴ CPAB Rules require that a participating audit firm and the designated professionals of such firm shall comply with auditing standards generally accepted in Canada, including the Canadian Auditing Standards, and Canadian Standards on Quality Control.

⁵ The censure will remain on the CPAB website for four years following the termination of the restriction noted in subparagraph 7. a).

conduct pre-issuance reviews for all existing high-risk reporting issuer audits and a minimum of 25 per cent of existing medium risk reporting issuers, ii) engagement of an external party to provide professional education and training on specified auditing and accounting topics to all reporting issuer assurance partners, directors and staff and iii) completion of a detailed root cause analysis and development of an audit quality action plan. The Firm is also required to pay a monetary assessment to recover CPAB's costs of monitoring of the Firm's compliance with the enforcement actions.

9. CPAB determined that a number of Violation Events occurred and provided notice to the Firm of the proposed enforcement actions that CPAB intended to impose under Rule 601. The enforcement actions imposed took effect on July 18, 2023.
10. Each enforcement action imposed on the Firm shall continue until CPAB has carried out a follow-up inspection and the Firm has, to CPAB's satisfaction, implemented each of the enforcement actions imposed and has demonstrated a sustained improvement in audit quality.