

*Canadian Public Accountability Board
And
Manning Elliott LLP*

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 2025, CPAB conducted an inspection of two reporting issuer files audited by Manning Elliott LLP (the “Firm” or “Manning Elliott”) 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. During the 2025 inspection, one significant inspection finding² was identified. In consideration of Manning Elliott’s current and historic inspection results, CPAB determined it appropriate to continue the previously imposed restriction and certain requirements (or “enforcement actions”). One previously imposed requirement was terminated. 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. Manning Elliott is a limited liability partnership located in the province of British Columbia. It has a public company audit practice, and at the time of CPAB’s 2025 inspection, the Firm audited fewer than 100 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. Manning Elliott was, at all relevant times, registered with CPAB pursuant to Rule 200.

PART III – Facts

5. Manning Elliott is inspected annually by CPAB. As a consequence of significant inspection findings identified in each inspection from 2020 to 2022, certain enforcement actions were imposed on the Firm. Such actions included a restriction on the acceptance of new medium-

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 a defined within Part/Section 1 of each province and territories *Securities Act*.

² A significant inspection finding is defined as a deficiency in the application of auditing or other relevant professional standards, as defined in Section 300 of CPAB’s Rules, where the audit firm must perform additional audit work to support the audit opinion and/or is required to make significant changes to its audit approach.

and high-risk reporting issuers.

6. In 2023, CPAB inspected four files and no significant inspection findings were identified. Based on various factors including an improvement of audit quality, CPAB modified the restriction to a prohibition on the acceptance of new high-risk reporting issuers only. Certain other requirements were either continued or terminated.
7. In 2024, CPAB inspected two audit files, and one significant inspection finding was identified. CPAB determined it appropriate to continue the restriction and terminate certain other requirements. See the [2024 enforcement report](#) for details.
8. During the 2025 inspection, CPAB inspected two audit files, and one significant inspection finding was identified.

Part V – Enforcement actions continued

9. In view of various factors including the Firm's current and historic inspection results and enforcement history, CPAB determined it appropriate to continue the following enforcement actions:
 - The Firm is prohibited from accepting new high-risk reporting issuer engagements³ including those resulting from initial public offerings, reverse takeovers or other transactions.
 - The Firm is required to pay a monetary assessment to recover the costs of monitoring of the Firm's compliance with the practice restriction.
10. Each enforcement action shall continue until the Firm has, to CPAB's satisfaction, demonstrated sustained improvement in audit quality or until the above noted enforcement actions are otherwise terminated pursuant to an application under Rule 605.

Part IV – Enforcement actions terminated

11. A requirement to engage in enhanced regulatory oversight in the form of quarterly meetings with CPAB enforcement was terminated. The firm will continue to engage with CPAB in relation to its 2025 inspection report recommendations as required.

³ In compliance with this restriction, the Firm has provided definitions of high-risk reporting issuer engagements that are acceptable to CPAB.