



CANADIAN PUBLIC ACCOUNTABILITY BOARD  
CONSEIL CANADIEN SUR LA REDDITION DE COMPTES

November 23, 2018

British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
Manitoba Securities Commission  
Autorité des marchés financiers  
Financial and Consumer Services Commission (New Brunswick)  
Superintendent of Securities, Department of Justice and Public Safety, Prince Edward Island  
Nova Scotia Securities Commission  
Securities Commission of Newfoundland and Labrador  
Registrar of Securities, Northwest Territories  
Registrar of Securities, Yukon Territory  
Superintendent of Securities, Nunavut

c/o

The Secretary  
Ontario Securities Commission  
20 Queen Street W.  
19<sup>th</sup> Floor, Box 55  
Toronto, ON  
M5H 3S8

Me Anne-Marie Beaudoin  
Corporate Secretary  
Autorité des marchés financiers  
800, rue du Square-Victoria, 22<sup>e</sup> étage  
Montréal, QC  
H4Z 1G3

**Re: Proposed National Instrument 52-112 Non-GAAP and other financial measures disclosure**

The Canadian Public Accountability Board (CPAB) is pleased to respond to the *Proposed National Instrument 52-112 Non-GAAP and Other Financial Measures Disclosure* as issued by the Canadian Securities Administrators in September 2018.

CPAB is Canada's independent audit regulator responsible for overseeing firms that audit Canadian reporting issuers. Our mandate is to promote high-quality independent auditing that contributes to the public confidence in the integrity of reporting issuers' financial reporting. We accomplish our mandate by inspecting the audit firms and audit working paper files which provides us with insights into the application of auditing standards and how they might be improved.

## **General comments**

In general, we are supportive of the comprehensive disclosure requirements outlined in the Proposed Instrument and believe that the definition of non-GAAP financial measures used throughout the framework is appropriate. The changes to promote consistency of measures from period to period address a concern we have heard from investors and audit committees.

## **Scope of the national instrument**

We believe investors could also benefit from improvement in the reporting of non-financial metrics due to the widespread use of these measures. We encourage the CSA to consider whether it would be feasible to increase the scope of the proposed National Instrument to include certain of these measures.

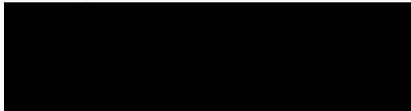
## **Improving the reliability of financial and non-financial measures**

Finally, we also encourage the CSA to consider whether and how the reliability of certain performance measures can be improved which may include implementation of appropriate controls and processes at reporting issuers and/or to consider how auditors can provide assurance over the calculation of these measures.

We appreciate the opportunity to provide input on the *Proposed National Instrument 52-112 non-GAAP and other financial measures disclosures*.

We would be pleased to discuss further any of the above comments.

Yours very truly,

A solid black rectangular box used to redact the signature of Carol Paradine.

Carol Paradine, CPA, CA  
Chief Executive Officer