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ORDER INSTITUTING DISCIPLINARY PROCEEDINGS, MAKING FINDINGS, AND IMPOSING SANCTIONS

In the Matter of WDM Chartered Professional Accountants,

PCAOB Release No. 105-2019-007

March 19, 2019

Respondent.

By this Order, the Public Company Accounting Oversight Board (the "Board" or "PCAOB") is censuring registered public accounting firm WDM Chartered Professional Accountants ("Firm" or "Respondent"), imposing a civil money penalty in the amount of \$2,500, and requiring the Firm to undertake certain remedial measures to establish policies and procedures directed toward ensuring future compliance with PCAOB reporting requirements. The Board is imposing these sanctions on the basis of its findings that the Firm failed to timely file required Forms AP, in violation of PCAOB Rule 3211, *Auditor Reporting of Certain Audit Participants*.

I.

The Board deems it necessary and appropriate, for the protection of investors and to further the public interest in the preparation of informative, accurate, and independent audit reports, that disciplinary proceedings be, and hereby are, instituted pursuant to Section 105(c) of the Sarbanes-Oxley Act of 2002, as amended (the "Act"), and PCAOB Rule 5200(a)(1) against Respondent.

II.

In anticipation of the institution of these proceedings, and pursuant to PCAOB Rule 5205, Respondent has submitted an Offer of Settlement ("Offer") that the Board has determined to accept. Solely for purposes of these proceedings and any other proceedings brought by or on behalf of the Board, or to which the Board is a party, and without admitting or denying the findings herein, except as to the Board's jurisdiction over Respondent and the subject matter of these proceedings, which are admitted, Respondent consents to entry of this Order Instituting Disciplinary Proceedings, Making Findings, and Imposing Sanctions ("Order").<sup>1</sup>

<sup>&</sup>lt;sup>1</sup> The findings herein are made pursuant to the Respondent's Offer and are not binding on any other person or entity in this or any other proceeding.

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III.

On the basis of Respondent's Offer, the Board finds that:

#### Α. Respondent

1. WDM Chartered Professional Accountants is a chartered accounting firm located in Vancouver, Canada. The Firm is registered with the Board pursuant to Section 102 of the Act and PCAOB rules. At all relevant times, the Firm was the external auditor for Digatrade Financial Corp. ("Digatrade").

#### Β. Respondent Failed to Timely File Form AP Reports in Violation of PCAOB Rule 3211

2. PCAOB Rule 3211, which took effect for issuer audit reports issued on or after January 31, 2017, provides that each registered public accounting firm must provide information about engagement partners and other accounting firms that participate in audits of issuers by filing a Form AP, Auditor Reporting of Certain Audit Participants, for each audit report issued by the firm for an issuer. Forms AP are due by the 35th day after the date the audit report is first included in a document filed with the U.S. Securities and Exchange Commission ("SEC"),<sup>2</sup> subject to a shorter filing deadline that applies when the audit report is first included in a Securities Act registration statement.<sup>3</sup>

3. WDM conducted audits of the financial statements of Digatrade as of and for the years ended December 31, 2016, and December 31, 2017. WDM issued audit reports dated April 28, 2017, and April 27, 2018, respectively, which were included in Digatrade's Forms 20-F, filed with the SEC on May 2, 2017, and May 9, 2018, respectively.

4. WDM failed to file the required Form AP with the Board by the 35th day after the date the audit reports were first included with the Forms 20-F filed with the SEC in violation of Rule 3211.

5. In connection with a July 2017 inspection of the Firm, the PCAOB inspections staff brought to the Firm's attention its failure to file a Form AP regarding its audit of Digatrade's 2016 financial statements. The Firm responded by representing, among other things, that it planned to file Forms AP within the required time frame in the future.

<sup>2</sup> <u>See</u> Rule 3211(b)(1).

<sup>3</sup> In that instance, a firm is required to file the Form AP by the tenth day after the date the audit report is first included in a document filed with the SEC. See Rule 3211(b)(2).

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6. Notwithstanding the notice from the inspections staff, the Firm failed to file the Form AP related to its audit of Digatrade's 2016 financial statements. In addition, notwithstanding the Firm's representation as to future filings, the Firm failed to file a Form AP related to its subsequent audit of Digatrade's 2017 financial statements, in violation of Rule 3211.

7. On November 7, 2018, the Division of Enforcement and Investigations sent a charging letter to WDM regarding the Firm's failure to file the Forms AP related to Digatrade's May 2, 2017 and May 9, 2018 filings. WDM filed the aforementioned Forms AP on November 10, 2018, and November 11, 2018, after receiving the charging letter.

## IV.

In view of the foregoing, and to protect the interests of investors and further the public interest in the preparation of informative, accurate, and independent audit reports, the Board determines it appropriate to impose the sanctions agreed to in Respondent's Offer.

Accordingly, it is hereby ORDERED that:

- A. Pursuant to Section 105(c)(4)(E) of the Act and PCAOB Rule 5300(a)(5), WDM Chartered Professional Accountants is hereby censured;
- Β. Pursuant to Section 105(c)(4)(D) of the Act and PCAOB Rule 5300(a)(4), a civil monetary penalty in the amount of \$2,500 is imposed upon WDM Chartered Professional Accountants. All funds collected by the Board as a result of the assessment of this civil money penalty will be used in accordance with Section 109(c)(2) of the Act. WDM Chartered Professional Accountants shall pay this civil money penalty within 10 days of the issuance of this Order by (a) wire transfer in accordance with instructions furnished by Board staff; or (b) United States Postal Service postal money order, certified check, bank cashier's check or bank money order; (c) made payable to the Public Company Accounting Oversight Board; (d) delivered to the Controller, Public Company Accounting Oversight Board, 1666 K Street, N.W., Washington, D.C. 20006; and (e) submitted under a cover letter which identifies WDM Chartered Professional Accountants as a Respondent in these proceedings, sets forth the title and PCAOB Release Number of these proceedings, and states that payment is made pursuant to this Order, a copy of which cover letter and money order or check shall be sent to the Office of the Secretary, Attention: Phoebe Brown, Secretary, Public Company Accounting Oversight Board, 1666 K Street, N.W., Washington, D.C. 20006;

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- C. Pursuant to Section 105(c)(4)(G) of the Act and PCAOB Rule 5300(a)(9), WDM Chartered Professional Accountants is required:
  - 1. within ninety (90) days from the date of this Order, to establish policies and procedures, or review and/or supplement existing policies and procedures, for the purpose of providing the Firm with reasonable assurance of compliance with PCAOB Rule 3211 and that Forms AP are filed in a timely and complete manner;
  - 2. within ninety (90) days from the date of this Order, to establish policies to ensure training concerning PCAOB Rule 3211, at least annually, of any Firm personnel who participate in the Firm's PCAOB reporting process; and
  - 3. within one hundred twenty (120) days from the date of this Order, certify in writing to the Director of the Division of Enforcement and Investigations, Public Company Accounting Oversight Board, 1666 K Street, N.W., Washington D.C. 20006, the Firm's compliance with paragraphs C(1) and C(2) above. The certification shall identify the undertakings, provide written evidence of compliance in the form of a narrative, and be supported by exhibits sufficient to demonstrate compliance. The Firm shall also submit such additional evidence of and information concerning compliance as the staff of the Division of Enforcement and Investigations may reasonably request.

ISSUED BY THE BOARD.

/s/ Phoebe W. Brown

Phoebe W. Brown Secretary

March 19, 2019