

**Order Instituting Disciplinary Proceedings,  
Making Findings, and Imposing Sanctions**

*In the Matter of Raymond Chabot Grant Thornton  
LLP,*

Respondent.

PCAOB Release No. 105-2025-028

July 8, 2025

By this Order Instituting Disciplinary Proceedings, Making Findings, and Imposing Sanctions (“Order”), the Public Company Accounting Oversight Board (“Board” or “PCAOB”) is:

- (1) censuring Raymond Chabot Grant Thornton LLP (“Raymond Chabot,” “Firm,” or “Respondent”);
- (2) imposing a \$30,000 civil money penalty on Raymond Chabot; and
- (3) requiring Raymond Chabot to comply with its policies and procedures directed toward ensuring compliance with PCAOB reporting requirements.

The Board is imposing these sanctions on the basis of its findings that Raymond Chabot failed to disclose certain reportable events to the PCAOB on Form 3, *Special Report*, on a timely basis.

**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 (“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 here, except as to the Board's jurisdiction over Respondent and the subject matter of these proceedings, which is admitted, Respondent consents to entry of this Order as set forth below.<sup>1</sup>

### III.

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

#### A. Respondent

1. **Raymond Chabot Grant Thornton LLP** is a public accounting firm organized under the laws of Canada. The Firm is headquartered in Montréal, Québec. Raymond Chabot is, and at all relevant times was, registered with the PCAOB pursuant to Section 102 of the Act and PCAOB rules.

#### B. Summary

2. This matter concerns Raymond Chabot's failure to timely disclose to the PCAOB on Form 3 six reportable events concerning three proceedings brought against it by a local regulator (the "Regulator").<sup>2</sup> PCAOB rules require registered firms, including Raymond Chabot, to complete and file with the PCAOB a special report on Form 3 to report any event specified in that form within thirty days of the event's occurrence. Among the events that Raymond Chabot is required to report on Form 3 are the Firm becoming aware that it has become a respondent in certain proceedings and the conclusion of such proceedings.

3. Between April 2022 and February 2024, the Regulator initiated and concluded three separate proceedings against the Firm pertaining to professional services performed for Firm clients.

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

<sup>2</sup> Pursuant to PCAOB Rule 2300(b)(1), a registered accounting firm "may request confidential treatment of information on" Form 3. Raymond Chabot requested confidential treatment of certain information concerning the relevant proceedings initiated against the Firm when it belatedly filed a Form 3 to report those proceedings on December 19, 2024. That request is pending a determination by the Board. Accordingly, the Board has anonymized certain information about the matters.

4. The initiation and conclusion of each of these proceedings constituted a reportable event under Form 3, but Raymond Chabot failed to report them on Form 3 until after the applicable deadlines.

### **C. Respondent Failed to Timely Disclose Certain Reportable Events to the Board, in Violation of PCAOB Rules**

5. PCAOB Rule 2203 provides that a registered public accounting firm must file a special report on Form 3 to report any event specified in that form within thirty days of the event's occurrence.<sup>3</sup> One such event occurs when a firm "has become aware that, in a matter arising out of the Firm's conduct in the course of providing professional services for a client, the Firm has become a defendant or respondent in a civil or alternative dispute resolution proceeding initiated by a governmental entity or in an administrative or disciplinary proceeding other than a Board disciplinary proceeding."<sup>4</sup>

6. Another reportable event occurs when a firm has become aware that a reportable proceeding (i.e., a reportable event under Items 2.4 – 2.9 of Form 3) has been concluded as to the firm.<sup>5</sup>

7. In April 2022, Raymond Chabot became aware that the Regulator had initiated and concluded a proceeding against the Firm pertaining to professional services performed for Firm clients ("April 2022 Proceeding").

8. In February 2023, Raymond Chabot became aware that the Regulator had initiated and concluded another proceeding against the Firm pertaining to professional services performed for Firm clients ("February 2023 Proceeding").

9. In February 2024, Raymond Chabot became aware that the Regulator had initiated a third proceeding against the Firm pertaining to professional services performed for a

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<sup>3</sup> See PCAOB Rule 2203, *Special Reports*. As the Board noted when adopting its rules on special reporting, "reportable events will sometimes occur, and the public interest, as well as the ability to consider whether prompt action is warranted by the Board's inspection staff or enforcement staff, will be served by contemporaneous reporting of the event." *Rules on Periodic Reporting by Registered Public Accounting Firms*, PCAOB Rel. No. 2008-004, at 17 (June 10, 2008).

<sup>4</sup> PCAOB Form 3, at Item 2.7 (italics in the original removed).

<sup>5</sup> *Id.* at Item 2.10.

Firm client ("February 2024 Proceeding"). In March 2024, Raymond Chabot became aware that the Regulator had concluded the February 2024 Proceeding.

10. The initiation and conclusion of each of these proceedings constituted a reportable event under Form 3. Accordingly, the Firm was required to report those events to the PCAOB on Form 3 within thirty days of their occurrence.<sup>6</sup> However, despite being aware of the initiation and conclusion of each proceeding on or around the date they occurred, the Firm failed to report each of these events until December 19, 2024. Those Form 3 filings came approximately 32 months after the initiation and conclusion of the April 2022 Proceeding, 22 months after the initiation and conclusion of the February 2023 Proceeding, and 9 months after the initiation and conclusion of February 2024 Proceeding.

11. Raymond Chabot's internal compliance and reporting systems failed to identify the initiation and conclusion of the three proceedings as being reportable to the PCAOB on Form 3 on a timely basis. As a result, Raymond Chabot inappropriately failed to notify the PCAOB of six reportable events concerning relevant proceedings by the applicable deadline, in violation of PCAOB Rule 2203.

#### IV.

12. Raymond Chabot has represented to the Board that, since the events described in this Order, it has established and implemented the following changes to its policies and procedures for the purpose of providing Raymond Chabot with reasonable assurance of compliance with PCAOB reporting requirements:

- a. Raymond Chabot has revised and supplemented its policies and procedures for the purpose of providing Raymond Chabot with reasonable assurance of compliance with PCAOB reporting requirements, including policies and procedures providing reasonable assurance that reportable events are identified by Raymond Chabot personnel who participate in Raymond Chabot's PCAOB reporting process and that those events are reported on the applicable PCAOB form in a timely and complete manner;
- b. Raymond Chabot has established policies to ensure training concerning PCAOB reporting requirements, at least annually, of any Raymond Chabot personnel who participate in the Firm's PCAOB reporting process; and

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<sup>6</sup> See PCAOB Rule 2203(a).

- c. Raymond Chabot has assigned the role of compliance with PCAOB reporting matters to a team of individuals within the Firm who possess adequate knowledge and experience with PCAOB reporting requirements and sufficient authority within Raymond Chabot to fulfill those requirements on behalf of Raymond Chabot.

V.

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), Raymond Chabot is hereby censured.
- B. Pursuant to Section 105(c)(4)(D) of the Act and PCAOB Rule 5300(a)(4), a civil money penalty in the amount of \$30,000 is imposed upon Raymond Chabot.
  1. All funds collected by the PCAOB as a result of the assessment of this civil money penalty will be used in accordance with Section 109(c)(2) of the Act.
  2. Raymond Chabot shall pay this civil money penalty within ten days of the issuance of this Order by (1) wire transfer in accordance with instructions furnished by PCAOB staff; or (2) United States Postal Service money order, bank money order, certified check, or bank cashier's check (a) made payable to the Public Company Accounting Oversight Board, (b) delivered to the Office of Finance, Public Company Accounting Oversight Board, 1666 K Street, N.W., Washington D.C. 20006, and (c) submitted under a cover letter, which identifies Raymond Chabot 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 Office of the Secretary, Attention: Phoebe W. Brown, Secretary, Public Company Accounting Oversight Board, 1666 K Street, N.W., Washington D.C. 20006.
  3. If timely payment is not made, interest shall accrue at the federal debt collection rate set for the current quarter pursuant to 31 U.S.C. § 3717. Payments shall be applied first to post-Order interest.

4. Raymond Chabot understands that failure to pay the civil money penalty described above may result in summary suspension of Raymond Chabot's registration, pursuant to PCAOB Rule 5304(a), following written notice to Raymond Chabot at the address on file with the PCAOB at the time of the issuance of this Order.
- C. Pursuant to Section 105(c)(4)(G) of the Act and PCAOB Rule 5300(a)(9), Raymond Chabot is required to comply with its revised PCAOB reporting policies and procedures, including:
1. those intended to provide reasonable assurance that reportable events are identified by Raymond Chabot personnel who participate in Raymond Chabot's PCAOB reporting process and that those events are reported on the applicable PCAOB form in a timely and complete manner;
  2. those ensuring training concerning PCAOB reporting requirements, at least annually, of any Raymond Chabot personnel who participate in Raymond Chabot's PCAOB reporting process; and
  3. those assigning the role of compliance with PCAOB reporting matters to a team of individuals within Raymond Chabot who possess adequate knowledge and experience with PCAOB reporting requirements and sufficient authority within Raymond Chabot to fulfill those requirements on behalf of Raymond Chabot.

ISSUED BY THE BOARD.

/s/ Phoebe W. Brown

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Phoebe W. Brown  
Secretary

July 8, 2025