

ANNEX B

APPROACH TO DIVERSITY BY CERTAIN SECURITIES REGULATORS OUTSIDE OF CANADA

The following is a summary of the approach to diversity by certain securities regulators outside of Canada.

- **Financial Conduct Authority of the United Kingdom (FCA)** - On April 20, 2022, the FCA published Policy Statement PS22/3² in which it sets out its final policy decision for the proposals in CP 21/24 *Diversity and inclusion on company boards and executive committees*. The disclosures will require companies to disclose whether they have met certain diversity targets or explain why they have not. Companies will also be required to provide numerical reporting on the representation of gender and ethnicity on the board and at senior levels of executive management in a prescribed tabular format.
- **U.S. Securities and Exchange Commission (SEC)** - During the SEC's 2020 remarks to the Council of Institutional Investors, SEC Commissioner Allison Lee specially noted that the SEC needs to do more in terms of a specific mandate for diversity. The SEC's Spring 2022 regulatory agenda also indicates that the Division of Corporation Finance is considering recommending that the SEC propose rule amendments to enhance registrant disclosures about the diversity of board members and nominees.

² Financial Conduct Authority (2022) *Diversity and Inclusion on Company Boards and Executive Management*. <https://www.fca.org.uk/publication/policy/ps22-3.pdf>