



## Jason Brooks

### Partner

T 604.640.4102  
F 604.687.1415  
Vancouver  
[JBrooks@blg.com](mailto:JBrooks@blg.com)  
[LinkedIn](#)

[Mutual Funds](#)  
[Private Funds, Hedge Funds & Alternative Investments](#)  
[Registrant Regulation & Compliance](#)  
[Digital Assets](#)  
[Capital Markets](#)  
[Corporate Commercial](#)  
[ETFs, Structured Products & Closed-End Funds](#)

Jason regularly advises and assists **Canadian and foreign-based clients** engaged in all aspects of the investment management industry, including the formation, management and operation of **public and private investment funds** and other investment vehicles and the offering of their securities in public offerings and private placement transactions. He also provides counsel on a **wide range of registration, regulatory and compliance matters** affecting registered firms and individuals, including developing, reviewing and assessing compliance procedures and practices. In addition, he advises firms involved in trading and investing in crypto currencies and other digital assets, including trading platforms, fund managers and advisers.

Jason's robust practice also focuses on:

- Securities-related activities of financial institutions;
- Merger and acquisition transactions; and
- Shareholder and corporate governance matters.

Jason has also obtained novel exemptive relief from a wide variety of **prospectus, registration, conflict of interest and other compliance requirements** under Canadian securities laws.

## Experience

- Led the team that represented Netcoins Inc. for its registration in 2021 as a restricted dealer in order to operate its crypto trading platform.
- Co-led the team that represented RBC Global Asset Management Inc. in the 2019 formation of the strategic alliance with BlackRock Asset Management Canada Limited to offer the largest and most comprehensive ETF suite in Canada.
- Led the team that represented First Block Capital Inc. for its registration as an investment fund manager and an exempt market dealer in order to operate a bitcoin investment fund. This was the first registration of an investment fund manager in Canada solely dedicated to cryptocurrency investments. Jason co-led the team that acted in connection with the direct and syndicated private placement of units of the bitcoin fund to investors in Canada and abroad.
- Has extensive experience helping firms obtain registration with securities regulators in all jurisdictions of Canada, from start-up fund managers and exempt market dealers to multi-billion dollar global asset managers.
- Advised on all issues related to the formation, organization and ongoing operations of retail mutual funds, hedge funds, pooled funds and other investment funds in Canada.
- Advised on the formation, organization and ongoing operation of mortgage investment corporations, mortgage investment funds, real estate investment funds and other similar entities, and on the registration and other securities regulatory and compliance issues applicable to those involved in the administration and distribution of such entities.
- Advised on the corporate, securities and securities regulatory issues applicable to mergers and acquisition transactions for many participants in the investment management industry.

## Insights & Events

- Moderator, "PMAC Benchmarking Survey Panel," Portfolio Management Association of Canada (PMAC) Vancouver Compliance Forum, May 2018
- Moderator, "Regulatory Update Panel," Portfolio Management Association of Canada (PMAC) Vancouver Compliance Forum, May 2017
- Speaker, "Resolving Your Registration Issues," Portfolio Management Association of Canada (PMAC) Vancouver Compliance Forum, May 2016
- Speaker, "Current Regulatory Issues for NI 81-107 Funds and their IRCs," IRI Vancouver / Calgary Continuing Education Series for Independent Review Committees, May 2016
- Moderator, "Regulatory Update for the Exempt Market," Private Capital Markets Association (PCMA) Vancouver Chapter, June 2015
- Panel Member, "CRM2: Questions and Answers," British Columbia Securities Commission Registrant Outreach Program Workshop, June 2015
- Panel Member, "Reflecting Regulatory Developments in your Compliance Program and Updating your Policies and Procedures Manual," Portfolio Management Association of Canada (PMAC) Vancouver Compliance Forum, May 2015
- Author, "Mutual Fund Embedded Compensation: the Expected, the Dramatically Unexpected and What's Next?," BLG Article, October 2018
- Author, "BLG Represents First Bitcoin Market Participant to be Approved by Canadian Securities Administrators", BLG Article, September 2017
- Author, "Canadian Securities Regulators Finalize New Requirements for Canadian Registrants", BLG Article, August 2017

- Author, "ASC Releases Results of EMD Sweep/CSA Provides Guidance on Small Firms Compliance", BLG Article, June 2017
- The Status Quo Must Change: Canadian Securities Embark on Their Most Ambitious Registrant Regulation Consultation to Date
- Co-Author, "Under the Regulatory Microscope-Conflicts of interest in the Sale of Related Investments," BLG Publication, December 2015
- Interviewed, "Pros and Cons of Canada's Proposed Regulatory Framework for Cryptoassets," Coinlaw Podcast, April 2019.
- Author, "Want to deal with Canadian clients or investors? What you need to know before you cross the border", BLG Article, April 2026
- Author, "Under the bright lights: CSA & CIRO illuminate enhanced expectations in phase 2 client-focused reform sweep", BLG Article, December 2025
- Author, "Understanding the OSC's Investment Management Division's 2025 priorities: Insights from Staff Notice 81-739", BLG Article, December 2025
- Author, "BCSC 2024 Compliance Report Card: A sneak peek of the 2024 CFR sweep findings", BLG Article, October 2025
- Author, "Highlights from the 2025 OSC Registration, Inspections and Examinations Division Annual Report", BLG Article, September 2025
- Author, "ASC grants novel exemptive relief to permit a family office to act as dealer, adviser and investment fund manager", BLG Article, February 2025
- Author, "The Registration Rules Book", BLG Article, January 2025
- Author, "Firms that use AI systems for any purpose: It's time to make a to-do list", BLG Article, January 2025
- Author, "Goodbye MRFP, hello fund report: Proposed changes to continuous disclosure rules for investment funds", BLG Article, October 2024
- Author, "Let's inspect the OSC's 2024 Registration, Inspections and Examinations Division Summary Report", BLG Article, September 2024
- Author, "The CSA has competition: The Competition Act introduces new prohibitions on misleading environmental claims", BLG Article, July 2024

## Beyond Our Walls

### Professional Involvement

- Member, Canadian Bar Association
- Co-Chair/Member, AIMA Canada Western Committee, 2013-present
- Former, PCMA Vancouver Chapter Executive Team
- Former Member, IFIC Regulatory Committee

### Community Involvement

- Volunteer Baseball Coach, North Shore Baseball Association (Forest Hills Little League), Highlands Little League, 2014-2021
- Volunteer Soccer Coach, North Vancouver Football Club, 2014-2018

## Awards & Recognition

- Recognized in the 2026 edition (and since 2008) of *The Best Lawyers in Canada*® (Private Funds Law, Mutual Funds Law and Securities Law).
- Recognized in the 2026 (and since 2019) edition of *Chambers Canada* (Investment Funds (Nationwide - Canada)).
- Recognized in the 2026 (and since 2012) editions of *The Canadian Legal Lexpert*® *Directory* (Investment Funds and Asset Management), the 2022-2026, and 2012-2020 editions (Corporate Mid-Market), and the 2026, 2024, 2020 editions (Private Equity).
- Recognized in the 2026 edition of *Lexpert Special Edition: M&A*
- Recognized in the 2023 edition of *Lexpert Special Edition: Finance and M&A*
- Recognized in the 2023 edition of *Lexpert Special Edition: Technology and Health Sciences*
- Recognized in the 2024 edition (and since 2022) of *Who's Who Legal: Canada* (Private Funds)

## Bar Admission & Education

- British Columbia, 1996
- LLB, Osgoode Hall Law School, 1995
- BA, Simon Fraser University, 1991

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