



LEAD WITH REGULATORY CONFIDENCE

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# OPTIMA NEWSLETTER

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STRATEGIC EXECUTION.

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2026

## **This Edition:**

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# Upcoming Regulatory Deadlines

- MAY 29, 2026 | QUARTERLY LARGE HEDGE FUND FORM PF
- JUNE 3, 2026 | REGULATION S-P COMPLIANCE FOR ADVISERS MANAGING \$1.5B OR MORE OF RAUM

# Upcoming Events

## Optima Partners Webinar: Credit Markets Under Scrutiny: Valuation, Compliance, and Audit Risks Explained

ONLINE | JUNE 3, 2026 | 12:00 PM EDT | [REGISTER](#)

Optima Partners is pleased to announce an upcoming webinar co-hosted with Stout and Withum, bringing together senior practitioners across valuation, compliance, and audit to examine the growing pressures facing credit-focused investment managers. The session will explore how regulatory scrutiny, evolving audit standards, and valuation complexity are converging and what that means in practice for firms operating in today's credit markets. Speakers will draw on their collective experience advising investment managers to provide practical perspectives on fair value methodology, audit risk, and compliance exposure across credit portfolios. Attendees will gain actionable insight into how valuation, compliance, and audit functions should be structured and aligned, the areas currently attracting the most regulatory and auditor attention, and the steps firms can take now to strengthen their frameworks and reduce risk.

## Private Fund Compliance Regulatory Forum

WASHINGTON DC | JUNE 9-10, 2026 | [REGISTER](#)

Optima Partners is pleased to announce that Jennifer Duggins will be speaking at the Private Fund Compliance Regulatory Forum, hosted by PEI Events. This highly regarded forum brings together senior compliance, legal and finance professionals from across the private funds industry to examine the evolving regulatory landscape facing fund managers today. The agenda is designed to address the key compliance challenges, reporting obligations and operational considerations shaping the private funds space, providing attendees with practical insight and actionable guidance. Jennifer will be joining an expert panel to share perspectives drawn from Optima's extensive experience advising private fund managers on regulatory, compliance and operational matters across global jurisdictions. Optima looks forward to engaging with industry peers and sharing insights on how firms can navigate an increasingly complex regulatory environment.

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# Regulatory Updates

## SEC and NFA Announce Memorandum of Understanding to Further Harmonize Regulatory Coordination

SOURCE | SEC | [READ MORE](#)

On May 21, 2026, the SEC and the National Futures Association (the “NFA”), the CFTC’s self-regulatory organization, announced that they have entered a Memorandum of Understanding (MOU) to enhance their cooperation, coordination, and information sharing in areas of common regulatory interest. The MOU will enhance SEC and NFA staff’s ability to share information on matters of mutual regulatory interest such as emerging risks, examination planning, and financial markets conditions and provide for periodic meetings between staff. Previously, on March 11, 2026, the SEC and the CFTC announced they had entered into a similar MOU to guide coordination and collaboration between the two agencies to support lawful innovation, uphold market integrity, and ensure investor and customer protection.

## SEC Proposes Transformative Reforms to Help Public Companies Conduct Registered Offerings and Simplify Reporting Requirements

SOURCE | SEC | [READ MORE](#)

On May 19, 2026, the SEC proposed amendments to its rules and forms governing registered offerings and to simplify its public company reporting framework and better calibrate disclosure obligations with a company’s size and maturity. The registered offering reform proposal, if adopted, would be the most significant modernization of the registered offering framework in more than 20 years. Under the proposal, for example, state securities law registration and qualification requirements would be preempted for all registered offerings, which would mitigate the costs and complexity of conducting a multi-state registered offering. To simplify reporting requirements, the proposed amendments would extend disclosure scaling and other accommodations currently utilized by smaller or emerging companies to approximately 81% of all current public companies. New public companies would enjoy these accommodations for a minimum of five years. The proposed rule amendments notably would raise the threshold for a public company to become a “Large Accelerated Filer” from \$700 million to \$2 billion. A company would not become a Large Accelerated Filer for at least 60 months following its IPO regardless of its public float, effectively providing it an “IPO on-ramp” to stabilize and grow while benefiting from disclosure scaling and other accommodations.

# Regulatory Updates

## SEC Rescinds Policy Regarding Denials of Settlements in Enforcement Actions

SOURCE | SEC | [READ MORE](#)

On May 18, 2026, the SEC rescinded a policy, codified in Rule 202.5(e) of its informal rules of procedures, stating that when it chooses to settle an enforcement action in which a sanction is imposed, it will not settle unless the defendant or respondent also agrees not to publicly deny the allegations in the complaint or administrative order. The SEC explained that rescinding Rule 202.5(e) aligns the SEC with the overwhelming majority of federal agencies that do not have a similar rule and gives the SEC more flexibility in settling enforcement actions, which conserves resources, provides certainty, and potentially expedites the return of money to injured investors. The SEC generally does not require settling defendants to admit to allegations. The SEC stated the rescission does not change its approach to admissions in settlements or its discretion to negotiate admissions where appropriate.

## CFTC Approves Capital Comparability Determination and Order for Certain Nonbank Swap Dealers Domiciled in the European Union

SOURCE | CFTC | [READ MORE](#)

On May 12, 2026, the CFTC announced that it has approved a comparability determination and a related comparability order granting conditional substituted compliance with the agency's capital and financial reporting requirements. This action applies to certain CFTC-registered nonbank swap dealers organized and domiciled in France and regulated under the European Union's Investment Firms Regulation and Investment Firms Directive.

## CFTC Issues Proposed Rule to Modify Clearing Requirement for Canadian Dollar- and Mexican Peso-Denominated Interest Rate Swaps

SOURCE | CFTC | [READ MORE](#)

On May 8, 2026, the CFTC issued a proposal to modify the CFTC's swap clearing requirement. The proposal would update the swaps required to be submitted for clearing to a derivatives clearing organization or an exempt DCO under part 50 of the CFTC's regulations. Specifically, the regulations would be amended to remove the requirement to clear interest rate swaps referencing the Canadian Dollar Offered Rate and the Interbank Equilibrium Interest Rate, also known as TIIE, and replace it with a requirement to clear Canadian dollar (CAD)- and Mexican peso (MXN)-denominated interest rate swaps referencing overnight, nearly risk-free rates.

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# Regulatory Updates

## Adjustment for Inflation of the Dollar Amount Tests in Rule 205-3 under the Advisers Act

SOURCE | SEC | [READ MORE](#)

On April 28, 2026, the SEC issued an order adjusting for inflation the dollar amount thresholds used to determine whether a client or investor qualifies as a “qualified client” under Rule 205-3 of the Investment Advisers Act of 1940. Effective June 29, 2026, the assets-under-management threshold will increase from \$1.1 million to \$1.4 million, and the net worth threshold will increase from \$2.2 million to \$2.7 million.

## FCA Speech Highlights Continued Focus on Governance and Standards in Private Markets

SOURCE | FCA | [READ MORE](#)

Sarah Pritchard, the FCA’s Deputy Chief Executive, delivered a speech on private markets at a summit organized by the Investment Association, highlighting the regulator’s continued focus on governance, valuation processes and standards within the sector. The speech referred to the FCA’s March 2025 multi-firm review of private market asset valuation processes, which identified many examples of good practice while also highlighting areas where firms should strengthen controls and governance arrangements. The FCA made clear that valuation practices remain an ongoing area of supervisory focus and stated that it expects firms to demonstrate how they have reflected on the review findings and embedded improvements in practice. The speech also referenced the FCA’s ongoing review of conflicts of interest in private markets, with findings expected later this year, as well as the regulator’s support for the Bank of England’s system-wide exploratory scenario exercise focused on risks in private markets. The FCA concluded by emphasizing the importance of maintaining strong governance standards to support confidence in the sector and encouraged firms to engage constructively with ongoing reform initiatives.

# Regulatory Updates

## UK Money Market Fund Reform – FCA and Government Confirm Next Steps

SOURCE | [FCA](#) | [READ MORE](#)

In December 2023, the FCA published Consultation Paper CP23/28, “Updating the regime for Money Market Funds”, prepared in cooperation with the Bank of England and HM Treasury, with the objective of enhancing the resilience of UK money market funds. On May 14, 2026, the Government and the FCA issued a joint statement outlining plans to reform the UK Money Market Fund Regulation and confirming that, in line with other recent reforms, the majority of requirements for UK MMFs will in the future be set out through FCA rules and guidance. The statement confirms that the new framework will include guidance reflecting expectations that UK MMFs maintain higher levels of liquidity, aligned with internationally developed proposals shaped alongside other jurisdictions. The Government also acknowledged the cross-border nature of the MMF sector and the importance of EU-domiciled MMFs to the UK market, referencing recent UK-EU regulatory engagement and the European Commission’s report published on May 11, 2026. The Government has stated that legislation establishing the new framework will be introduced as soon as parliamentary time allows, with the revised UK regime expected to be in place by Q4 2026, subject to Parliamentary approval.

## Regulatory Initiatives Grid Published – FCA and Joint Reform Priorities for 2026 and Beyond

SOURCE | [FSRIF](#) | [READ MORE](#)

The latest version of the Regulatory Initiatives Grid has been published by the Financial Services Regulatory Initiatives Forum, which includes representatives from authorities such as the FCA, the Prudential Regulation Authority and the Bank of England. The Grid is intended to provide firms with greater visibility over the regulatory pipeline for the next two years to support planning and coordination across the sector, covering both multi-sector initiatives and sector-specific developments, including investment management. The Grid outlines a number of forthcoming FCA initiatives, including a review of the AIFM, UCITS and MIFIDPRU Remuneration Codes, with a Consultation expected in Q3 2026, and plans to consult on a revised data collection and reporting regime for asset managers and funds during the same period. It also highlights work to repeal and replace elements of the AIFMD and UK EMIR frameworks by transferring firm-facing requirements into the FCA Handbook, with HM Treasury and the FCA expected to publish related draft legislation and consultation materials around mid-2026.

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# Regulatory Updates

## ICO Reminds Firms of New Data Protection Complaints Requirements Effective June 2026

SOURCE | [ICO](#) | [READ MORE](#)

The Information Commissioner's Office (the "ICO") has published a reminder that, from June 19, 2026, data controllers must comply with new requirements relating to data protection complaints under the Data (Use and Access) Act 2025. The legislation amends certain existing UK data protection laws, including the UK GDPR, and is supported by new ICO guidance titled "How to deal with data protection complaints." Under the new requirements, firms must provide individuals with a means of making data protection complaints, acknowledge complaints within 30 days, respond without undue delay and communicate complaint outcomes promptly. The ICO guidance explains that "undue delay" means avoiding unjustifiable or excessive delays, with expectations depending on the circumstances of each case and organization. The ICO also highlights the importance of keeping complainants informed throughout the process and encourages firms to review privacy notices, staff training and internal procedures to ensure readiness ahead of implementation.

## Singapore MAS – MAS Concludes Consultation on Enhancements to Product Highlights Sheets and Streamlined Framework for Complex Products

SOURCE | [MAS](#) | [READ MORE](#)

On May 15, 2026, MAS published its response to feedback received on proposals to enhance the requirements for Product Highlights Sheets ("PHS") and to streamline the distribution safeguards framework for complex products. For enhanced PHS, MAS will proceed with the proposed PHS enhancements, incorporating further refinements that include clearer labelling for complex products. Notably, Investment-Linked Policies ("ILPs") will now be required to have a PHS and will be classified as complex products. For streamlined and enhanced distribution safeguards for complex products, MAS will introduce pre-transaction alerts and make financial advice optional for complex products, with refinements aimed at improving clarity and user experience. Legislative amendments to implement the changes will be consulted on at a later date.

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# Regulatory Updates

## Singapore MAS – MAS Takes Enforcement Action against Havenport Investments Pte Ltd and its Senior Management for Breaches of MAS Regulations

SOURCE | MAS | [READ MORE](#)

On May 18, 2026, MAS reprimanded senior management members of Havenport Investments Pte Ltd (“HIPL”) and imposed a composition fine of \$40,000 against the firm for breaches of MAS regulations and Capital Markets Services license conditions. MAS identified deficiencies in HIPL’s risk management framework, including failures to adequately identify and monitor investment risks, breaches of base capital requirements, and failures to report non-compliance to MAS. MAS also found that HIPL launched a new product without prior regulatory approval and failed to ensure that retail investors obtained independent financial advice before onboarding.

## Singapore MAS – MAS Revokes the Major Payment Institution License of Bsquared Technology Pte Ltd

SOURCE | MAS | [READ MORE](#)

On May 20, 2026, MAS revoked the Major Payment Institution License of Bsquared Technology Pte Ltd (BSQ) effective from May 14, 2026. BSQ is no longer permitted to provide digital payment token services in Singapore under the Payment Services Act 2019 (the “PS Act”) from the same date. MAS’ onsite inspection of BSQ in 2025 uncovered breaches of regulatory requirements, including weaknesses in BSQ’s risk management practices and conflict of interest policies, and failure to meet MAS’ Guidelines on Outsourcing in its arrangements with related entities. MAS also found that BSQ had provided information to MAS that was misleading in material particulars on multiple occasions. BSQ is required to submit a closure certificate issued by its auditors under section 22(7) of the PS Act to confirm that all monies received from customers have been received by the intended recipients and that adequate provision has been made to meet any unforeseen liabilities in respect of the regulated activities. MAS takes a serious view of the breaches committed by BSQ and is reviewing the responsibilities of key officers of BSQ.

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# Regulatory Updates

## Singapore MAS – Two Individuals Convicted for Offences under the Securities and Futures Act

SOURCE | MAS | [READ MORE](#)

On May 20, 2026, MAS announced two convictions for trading offences under the Securities and Futures Act. One individual was sentenced to 10 weeks' imprisonment for facilitating false trading activity in KTL shares, while another was fined \$200,000 for insider trading involving Sasseur REIT units while in possession of material non-public information.

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# Enforcement Actions

## SEC Files Settled Action as to Two New Jersey Residents Charged with Insider Trading

SOURCE | SEC | [READ MORE](#)

On May 18, 2026, the SEC filed settled insider trading charges against Oskar Elmgart and Raymond Leibman, both of New Jersey, in connection with allegations that they illegally traded in advance of the April 22, 2024, announcement that CoStar Group, Inc. had agreed to acquire Matterport, Inc. According to the SEC's complaint, Messrs. Elmgart and Leibman traded in the securities of Matterport based on material non-public information gathered from a close family member who was an employee of Matterport.

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# Spotlight on Prediction Markets

## CFTC and National Hockey League Sign MOU Related to Integrity in Professional Hockey

SOURCE | CFTC | [READ MORE](#)

On May 21, 2026, the CFTC and the NHL announced their signing of an MOU intended to protect the integrity of professional hockey and maintain fair and transparent prediction markets. Under the terms of the MOU, the CFTC and NHL each designated representatives who will communicate regularly to discuss issues related to integrity, share information confidentially, and ensure open lines of communication. The NHL also has implemented layered protections to monitor these markets, working directly with its partners to ensure integrity.

## CFTC Sues Minnesota Over State Law Targeting Prediction Markets

SOURCE | CFTC | [READ MORE](#)

On May 19, 2026, the CFTC filed a lawsuit against Minnesota seeking to block a new state law affecting federally regulated prediction markets. The agency argues the law conflicts with the Commodity Exchange Act and interferes with the CFTC's exclusive jurisdiction over derivatives markets. The lawsuit continues the Commission's broader legal strategy of pushing back against state-level attempts to regulate prediction market platforms. The case further underscores growing federal efforts to establish nationwide regulatory consistency for event contracts and prediction markets.

## CFTC Chair Defends Federal Oversight of Prediction Markets

SOURCE | CFTC | [READ MORE](#)

On May 12, 2026, the CFTC filed an amicus brief in the U.S. Court of Appeals for the Sixth Circuit reaffirming its exclusive authority over prediction markets and event contracts. The filing argues that Congress granted the CFTC sole jurisdiction over federally regulated derivatives markets, preempting conflicting state laws. Chairman Michael S. Selig stated the agency "will not allow overzealous state governments to undermine" federal oversight of these markets. The move is part of the CFTC's broader campaign to defend prediction markets from state-level enforcement actions targeting platforms like Kalshi and Polymarket.

# Leadership & Development

## Truth Under Pressure: Ethical Communication Is the New Infrastructure of Trust

TATEVIK SIMONYAN | [READ MORE](#)

According to the Edelman Trust Barometer, people now trust brands and their employers more than many traditional institutions, including governments and media outlets. This has created what is known as a “trust vacuum,” a situation where fading confidence in traditional institutions leaves a gap in leadership, forcing people to look elsewhere for clarity and truth. As businesses become central pillars of societal trust, ethical communication must translate into concrete, measurable action. The article recommends adopting six (6) principles to remain credible in a skeptical world, such as ensuring all information is accurate, verifiable and contextualized, and establishing ethical boundaries for AI while maintaining human oversight across all automated communication.

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