

TABLE OF CONTENTS

SECURITIES ACT

INTERPRETATION

1	Definitions	1
1.1	Purposes	13
PART I — THE COMMISSION (SS. 2–3.12)		
2	[Repealed 1997, c. 10, s. 36.]	13
2.1	Principles to consider	13
2.2	Authority in extraordinary circumstances	13
3	Commission continued	14
3.1	Board of directors	15
3.2	Powers of the Commission	15
3.3	Borrowing power	15
3.4	Fees	16
3.5	Powers re hearings	16
3.6	Commission staff	16
3.7	Memorandum of understanding	17
3.8	Minister’s request for information	17
3.9	Fiscal year	17
3.10	Annual report	17
3.10.1	Tabling of annual report	18
3.10.2	Review of annual report by standing or select committee	18
3.11	Collection of personal information	18
3.12	Non-application of certain Acts	18
PART II — (S. 4)		
4	[Repealed 2009, c. 34, Sched. S, s. 2.]	18
PART III — APPOINTMENT OF EXPERTS (S. 5)		
5	Appointment of experts	18
PART IV — EXECUTIVE DIRECTOR AND SECRETARY (SS. 6, 7)		
6	Executive Director	18
7	Secretary	19
PART V — ADMINISTRATIVE PROCEEDINGS, REVIEWS AND APPEALS (SS. 8–10)		
8	Review of decision	19
9	Appeal	19
10	[Repealed 1994, c. 11, s. 357.]	20
PART VI — INVESTIGATIONS AND EXAMINATIONS (SS. 11–18)		
11	Investigation order	20
12	Financial examination order	20
13	Power of investigator or examiner	21
14	Copying	21
15	Report of investigation or examination	21
16	Non — disclosure	22
17	Disclosure by Commission	22
18	Prohibition on use of compelled testimony	23
PART VII — RECORD-KEEPING AND COMPLIANCE REVIEWS (SS. 19–20.1)		
19	Record-keeping	23
20	Compliance reviews	23
20.1	Continuous disclosure reviews	24
PART VIII — SELF-REGULATION (SS. 21–21.11)		
21	Exchanges	24
21.0.1	Alternative trading systems	25
21.1	Self-regulatory organizations	25
21.2	Clearing agencies	25

Table of Contents

21.2.1	Quotation and trade reporting system	26
21.2.2	Trade repository designation	26
21.2.3	Information processor designation	26
21.3	Council, committee or ancillary body	26
21.4	Voluntary surrender	27
21.5	Assignment of powers and duties	27
21.6	Contravention of Ontario securities law	27
21.7	Review of decisions	27
21.8	Auditors	27
21.9	Auditor of member	27
21.10	Auditor of registrant	28
21.11	Restriction on shareholdings in The Toronto Stock Exchange Inc.	28
PART IX — CREDIT RATING ORGANIZATIONS (SS. 22–24)		
22	Application for designation	29
23	Duty to comply with prescribed requirements	29
24	Commission not involved in credit rating	29
PART X — BENCHMARKS (SS. 24.1–24.3)		
[23, 24.]	. . . . .	29
24.1	Designation of benchmarks and benchmark administrators	29
24.2	Requiring information	30
24.3	Duty to comply	30
PART XI — REGISTRATION (SS. 25–33.1)		
25	Registration	30
26	Application for registration, etc.	32
27	Registration, etc.	33
28	Revocation or suspension of registration or imposition of terms and conditions	33
29	Automatic suspension, person or company	33
30	Surrender of registration	34
31	Right to be heard	34
32	Duty to comply with Ontario securities law	35
33	Address for service	35
33.1	Further information	35
PART XII — EXEMPTIONS FROM REGISTRATION REQUIREMENTS (SS. 34–35.3)		
34	Exemption from registration requirements, advisers	35
35	Exemption from registration requirements, dealers	37
35.1	Exemption from registration requirement, financial institutions	37
35.2	Exemption from registration requirements, international adviser or dealer	38
35.3	Additional exemptions by regulation	38
PART XIII — TRADING IN SECURITIES AND DERIVATIVES GENERALLY (SS. 36–50)		
36	Confirmation of trade	38
37	Order prohibiting calls to residences	38
38	Representations prohibited	39
39–41	[Repealed 2009, c. 18, Sched. 26, s. 8.]	39
42	[Repealed 1999, c. 9, s. 205.]	39
43	Use of name of another registrant	39
44	Representation of registration	39
45	[Repealed 2009, c. 18, Sched. 26, s. 10.]	40
46	Prohibited representation re Commission approval	40
47	Margin contracts	40
48	Declaration as to short position	40
49	Shares in name of registrant not to be voted	40
50	Submission of advertising	41
PART XIV — PROSPECTING SYNDICATES (S. 51)		
51	Agreements	41
PART XV — PROSPECTUSES — DISTRIBUTION (SS. 52–64)		
52	“distribution” extended meaning	42
53	Prospectus required	42
54	Preliminary prospectus	42
55	Receipt for preliminary prospectus	42
56	Prospectus	42
57	Amendment to preliminary prospectus on material change	43

Table of Contents

58	Certificate by issuer	43
59	Certificate of underwriter	44
60	Statement of rights	44
61	Issuance of receipt	44
62	Refiling of prospectus	45
63	Forms of prospectus	45
64	Orders to furnish information re distribution to public	46
PART XV.1 — [PROPOSED] TRADING IN DERIVATIVES (SS. 64.1, 64.2)		
64.1	[Proposed] Disclosure document, designated derivative	47
64.2	[Proposed] Deemed to be securities for certain purposes	47
PART XVI — DISTRIBUTION — GENERALLY (SS. 65–71)		
65	“waiting period” defined	47
66	Distribution of preliminary prospectus	48
67	Distribution list	48
68	Defective preliminary prospectus	48
69	Material given on distribution	48
70	Order to cease trading	48
71	Obligation to deliver prospectus	48
PART XVII — EXEMPTIONS FROM THE PROSPECTUS REQUIREMENT (SS. 72–74)		
72	Definition	49
73	Exemption, debt securities of governments in Canada	49
73.1	Exemption, securities of financial institutions	50
73.2	Exemption, where other legislation applies	50
73.3	Exemption, accredited investor	51
73.4	Exemption, private issuer	51
73.5	Exemption, government incentive securities	51
73.6	Additional exemptions by regulation	51
73.7	Resale of securities, deemed distribution	52
74	Exemption order	52
PART XVIII — CONTINUOUS DISCLOSURE (SS. 75–83.1)		
75	Publication of material change	52
76	Trading where undisclosed change	53
77	Interim financial reports	54
78	Comparative financial statements	54
79	Delivery of financial statements to security holders	55
80	Relief against certain requirement	55
81	Filing of information circular	55
82	Filing of documents filed in another jurisdiction	55
83	List of reporting issuers in default	56
83.1	[Repealed 2006, c. 33, Sched. Z.5, s. 6.]	56
PART XIX — PROXIES AND PROXY SOLICITATION (SS. 84–88)		
84	Definitions	56
85	Mandatory solicitation of proxies	56
86	Information circular	56
87	Voting where proxies	57
88	Compliance with laws of other jurisdiction	57
PART XX — TAKE-OVER BIDS AND ISSUER BIDS (SS. 89–105.1)		
<i>Interpretation</i>		
89	Definitions	57
<i>Offeree Issuer and Offeror Obligations</i>		
90	Making a bid	58
91	Recommendation relating to take-over bid	58
92–102.2	[Repealed 2015, c. 38, Sched. 18, s. 2.]	58
<i>Applications and Exemptions</i>		
103	[Repealed 2015, c. 38, Sched. 18, s. 3.]	60
104	Application to the Commission	60
105	Application to the court	61
105.1	[Repealed 2015, c. 38, Sched. 18, s. 6.]	61
PART XXI — INSIDER TRADING AND SELF-DEALING (SS. 106–121.1)		
106	Definitions	61

Table of Contents

107	Insider reporting	61
108	[Repealed 2006, c. 33, Sched. Z.5, s. 10.]	62
109	Report of transfer by insider	62
110	Definition	62
111	Loans of investment funds	63
112	Indirect investment	63
113	Relieving orders	63
114	Exception to cl. 110(2)(c)	63
115	Fees on investment	64
116	Standard of care, investment fund managers	64
117	Filing by management companies	64
118	[Repealed 2009, c. 18, Sched. 26, s. 15.]	64
119	Trades by mutual fund insiders	64
120	Publication of summaries of reports	65
121	Filing in other jurisdiction	65
121.1	Authorized exceptions to prohibitions	65
	PART XXI.1 — GOVERNANCE AND OTHER REQUIREMENTS (SS. 121.2–121.4)	
121.2	Definition	65
121.3	Governance of reporting issuers	65
121.4	Oversight, etc., of investment funds	66
	PART XXI.2 — PROTECTION FROM REPRISALS (S. 121.5)	
121.5	No reprisals	66
	PART XXII — ENFORCEMENT (SS. 122–129.2)	
122	Offences, general	67
122.1	Additional remedies	68
123	[Repealed 1994, c. 11, s. 373.]	68
124	Information containing more than one offence	68
125	Execution of warrant issued in another province	68
126	Freeze direction	69
126.1	Fraud and market manipulation	69
126.2	Misleading or untrue statements	69
126.3	Benchmark — false or misleading information	70
126.4	Benchmark manipulation	70
127	Orders in the public interest	70
127.1	Payment of investigation costs	72
128	Applications to court	72
129	Appointment of receiver, etc	73
129.1	Limitation period	73
129.2	Directors and officers	73
	PART XXIII — CIVIL LIABILITY (SS. 130–138)	
130	Liability for misrepresentation in prospectus	74
130.1	Liability for misrepresentation in offering memorandum	75
131	Liability for misrepresentation in circular	75
132	Standard of reasonableness	77
132.1	Defence to liability for misrepresentation	77
133	Liability of dealer or offeror	77
134	Liability where material fact or change undisclosed	77
135	Action by Commission on behalf of issuer	79
136	Disclosure of intended status as principal	80
137	Rescission of purchase of mutual fund security	81
138	Limitation periods	81
	PART XXIII.1 — CIVIL LIABILITY FOR SECONDARY MARKET DISCLOSURE (SS. 138.1–138.14)	
	<i>Interpretation and Application</i>	
138.1	Definitions	81
138.2	Application	83
	<i>Liability</i>	
138.3	Liability for secondary market disclosure	83
138.4	Burden of proof and defences	85
	<i>Damages</i>	
138.5	Assessment of damages	87
138.6	Proportionate liability	88
138.7	Limits on damages	89

Table of Contents

Procedural Matters

138.8	Leave to proceed	89
138.9	Notice	89
138.10	Restriction on discontinuation, etc., of action	90
138.11	Costs	90
138.12	Power of the Commission	90
138.13	No derogation from other rights	90
138.14	Limitation period	90

PART XXIV — GENERAL PROVISIONS (SS. 139–154)

139	Admissibility in evidence of certified statements	90
139.1	Non-compellability	91
140	Filing and inspection of material	91
141	Immunity of Commission and officers	91
142	Application to Her Majesty	91
143	Rules	92
143.1	Deemed rules	101
143.2	Publication	101
143.3	Delivery of rules to Minister	102
143.4	When rules effective	102
143.5	Returned for consideration	103
143.6	Publication	103
143.7	Studies	103
143.8	Policy	103
143.9	Priorities	104
143.10	Memorandum of understanding	104
143.11	General orders prohibited	105
143.12	Review by Select or Standing Committee	105
143.13	Confidential information	105
143.14	Electronic communication	105
144	Revocation or variation of decision	105
145	Continuation of registration	105
146	No privilege	105
147	Exemption	106
148	[Repealed 1997, c. 10, s. 40.]	106
149	Costs	106
150	Decision under more than one provision	106
151	Enforcement of Commission decision	106
152	Application for letters of request	106
153	Exchange of information	107
154	Disclosure	107

SCHEDULE [REPEALED 2017, C. 34, SCHED. 37, S. 12.]

1015 — GENERAL REGULATION

PART I — GENERAL

Interpretation

1		109
---	--	-----

Financial Statements

2	[Repealed O. Reg. 437/10, s. 2.]	110
---	----------------------------------	-----

PART II — CONTINUOUS DISCLOSURE

Non-Financial Matters

3		110
---	--	-----

4		110
---	--	-----

Other Disclosure

5	[Repealed O. Reg. 56/04, s. 4.]	110
---	---------------------------------	-----

6	[Repealed O. Reg. 215/05, s. 4.]	110
---	----------------------------------	-----

Financial Matters — Interim Financial Disclosure

6.1	[Repealed O. Reg. 636/00, s. 1.]	110
-----	----------------------------------	-----

7	[Repealed O. Reg. 636/00, s. 2.]	110
---	----------------------------------	-----

8	[Repealed O. Reg. 636/00, s. 3.]	110
---	----------------------------------	-----

9	[Repealed O. Reg. 636/00, s. 4.]	110
---	----------------------------------	-----

Table of Contents

	Annual Financial Disclosure	
9.1	[Repealed O. Reg. 636/00, s. 5.]	111
10	[Repealed O. Reg. 636/00, s. 6.]	111
11	[Repealed O. Reg. 636/00, s. 7.]	111
	Finance Companies	
12	[Repealed O. Reg. 507/97, s. 1.]	111
	Miscellaneous	
13	[Repealed O. Reg. 636/00, s. 8.]	111
	PART III — PROSPECTUS REQUIREMENTS	
	Further Exemptions	
14	[Repealed O. Reg. 662/98, s. 1.]	111
15	[Repealed O. Reg. 130/98, s. 2.]	111
16–21	[Repealed O. Reg. 662/98, s. 1.]	111
	Restriction of Exemptions	
22–32	[Repealed O. Reg. 662/98, s. 1.]	111
	Filing Requirements	
33	[Repealed O. Reg. 91/01, s. 1.]	112
34–36	[Repealed O. Reg. 632/00, s. 3.]	112
	Content of Prospectuses — Non-Financial Matters	
37	[Repealed O. Reg. 632/00, s. 3.]	112
38	[Repealed O. Reg. 453/05, s. 1.]	112
	Finance Companies	
39	[Repealed O. Reg. 632/00, s. 5.]	112
	Format	
40–42	[Repealed O. Reg. 632/00, s. 5.]	112
43		112
44	[Repealed O. Reg. 31/08, s. 1.]	112
45–49	[Repealed O. Reg. 632/00, s. 6.]	112
50	[Repealed O. Reg. 631/00, s. 1.]	112
51	[Repealed O. Reg. 631/00, s. 1.]	112
52	[Repealed O. Reg. 632/00, s. 7.]	112
	Content of Prospectus — Financial Matters	
53	[Repealed O. Reg. 632/00, s. 7.]	112
54	[Repealed O. Reg. 31/08, s. 1.]	112
55–59	[Repealed O. Reg. 632/00, s. 7.]	112
60	[Repealed O. Reg. 562/07, s. 1.]	113
61–66	[Repealed O. Reg. 632/00, s. 8.]	113
	Reporting Requirements	
67–68	[Repealed O. Reg. 662/98, s. 1.]	113
69		113
70	[Repealed O. Reg. 423/01, s. 2.]	113
	Statement of Material Facts	
71–77	[Repealed O. Reg. 491/05, s. 3.]	113
	Options	
78	[Repealed O. Reg. 491/05, s. 3.]	113
	Escrow Agreement	
79	[Repealed O. Reg. 453/05, s. 2.]	114
	Certificate — Portion of Distribution Underwritten	
80	[Repealed O. Reg. 632/00, s. 10.]	114
	Prospectus Requirements — Variation Permitted	
81	[Repealed O. Reg. 632/00, s. 10.]	114
	Restriction in Use of Terms	
82	[Repealed O. Reg. 632/00, s. 10.]	114
	PART IV	
83–94	[Repealed O. Reg. 215/05, s. 5.]	114
95	[Repealed O. Reg. 358/09, s. 1.]	114
	PART V — REGISTRATION REQUIREMENTS	
96	[Repealed O. Reg. 358/09, s. 2.]	115

Table of Contents

97	[Repealed O. Reg. 357/09, s. 2.]	115
98–104	[Repealed O. Reg. 358/09, s. 2.]	115
105	[Repealed O. Reg. 357/09, s. 2.]	115
106	[Repealed O. Reg. 358/09, s. 2.]	115
Conditions of Registration — Capital Requirements		
107–109	[Repealed O. Reg. 358/09, s. 2.]	115
110		115
111–113	[Repealed O. Reg. 358/09, s. 4.]	115
Conditions of Registration — New Accounts and Supervision		
114	[Repealed O. Reg. 1/99, s. 1.]	116
115–123	[Repealed O. Reg. 358/09, s. 4.]	116
Conditions of Registration — Proficiency Requirements		
124	[Repealed O. Reg. 468/00, s. 2.]	116
125	[Repealed O. Reg. 1/99, s. 1.]	116
126	[Repealed O. Reg. 468/00, s. 3.]	116
127	[Repealed O. Reg. 358/09, s. 4.]	116
128	[Repealed O. Reg. 393/01, s. 1.]	116
129	[Repealed O. Reg. 16/03, s. 1.]	116
130–133	[Repealed O. Reg. 358/09, s. 4.]	116
Examination		
134		117
Amendments to Registration		
135	[Repealed O. Reg. 453/05, s. 10.]	117
136	[Repealed O. Reg. 16/03, s. 3.]	117
137-138	[Repealed O. Reg. 453/05, s. 10.]	117
Reporting to Ontario Securities Commission		
139–142	[Repealed O. Reg. 358/09, s. 4.]	117
143	[Repealed O. Reg. 357/09, s. 4.]	117
144-145	[Repealed O. Reg. 358/09, s. 4.]	117
146	[Repealed O. Reg. 357/09, s. 4.]	117
147	[Repealed O. Reg. 453/05, s. 15(1).]	117
Further Exemptions from Registration Requirements		
148	[Repealed O. Reg. 491/05, s. 6.]	117
149	[Repealed O. Reg. 424/01, s. 1.]	117
150-151	[Repealed O. Reg. 491/05, s. 7.]	117
PART VI — OVER-THE-COUNTER TRADING		
General		
152		118
153	[Repealed O. Reg. 446/16, s. 5.]	118
Trade Reporting		
154		118
155-156	[Repealed O. Reg. 446/16, s. 7.]	118
General		
157	[Repealed O. Reg. 446/16, s. 7.]	118
158		119
159	[Repealed O. Reg. 446/16, s. 9.]	119
PART VII — ONTARIO SECURITIES COMMISSION PROCEDURE AND RELATED MATTERS		
Endorsement of Warrants		
160		119
Execution and Certification of Documents		
161		119
Fees and Filing		
162		119
Investigations		
163		120
PART VIII — INSIDER TRADING		
General		
164	[Repealed O. Reg. 446/16, s. 13.]	120

Table of Contents

165	[Repealed O. Reg. 13/96, s. 1.]	120
166	[Repealed O. Reg. 141/10, s. 1.]	120
167	[Repealed O. Reg. 141/10, s. 1.]	120
168		120
169		120
170-171	[Repealed O. Reg. 141/10, s. 1.]	120
172	[Repealed O. Reg. 126/01, s. 1.]	120
173		120
174		121
	Insider Trading	
175		121
	PART IX	
176-181	[Repealed O. Reg. 215/05, s. 6.]	122
	PART X — TAKE-OVER BIDS AND ISSUER BIDS	
182	[Repealed O. Reg. 222/00, s. 1.]	122
183-189	[Repealed O. Reg. 589/07, s. 2.]	122
190-192	[Repealed O. Reg. 80/95, s. 22.]	122
193-196	[Repealed O. Reg. 589/07, s. 2.]	122
197	[Repealed O. Reg. 133/00, s. 1.]	122
198	[Repealed O. Reg. 589/07, s. 2.]	122
199	[Repealed O. Reg. 133/00, s. 1.]	123
200-203	[Repealed O. Reg. 589/07, s. 2.]	123
203.1	[Repealed O. Reg. 48/03, s. 1.]	123
203.2	[Repealed O. Reg. 48/03, s. 2.]	123
	PART XI — UNIVERSAL REGISTRATION	
	Interpretation	
204	[Repealed O. Reg. 358/09, s. 4.]	123
205	[Repealed O. Reg. 357/09, s. 4.]	123
	Registration of Market Intermediaries	
206	[Repealed O. Reg. 491/05, s. 11.]	123
	Limited Market Dealer Registration	
207	[Repealed O. Reg. 149/98, s. 4.]	123
208	[Repealed O. Reg. 358/09, s. 4.]	123
	Financial Intermediary Dealer Registration	
209		123
210-211	[Repealed O. Reg. 358/09, s. 4.]	123
	PART XII	
212-218	[Repealed O. Reg. 358/09, s. 5.]	124
	PART XIII — CONFLICTS OF INTEREST	
	Interpretation	
219	[Repealed O. Reg. 358/09, s. 6.]	124
220	[Repealed O. Reg. 357/09, s. 4.]	124
	General Duties	
221-222	[Repealed O. Reg. 1/99, s. 1.]	124
223	[Repealed O. Reg. 358/09, s. 6.]	124
	Limitations on Underwriting	
224	[Repealed O. Reg. 504/01, s. 2.]	125
225-228	[Repealed O. Reg. 358/09, s. 6.]	125
	Limitations on Networking	
229	[Repealed O. Reg. 273/01, s. 3.]	125
230	[Repealed O. Reg. 358/09, s. 6.]	125
	Miscellaneous	
231	[Repealed O. Reg. 357/09, s. 4.]	125
232	[Repealed O. Reg. 358/09, s. 6.]	125
233	[Repealed O. Reg. 357/09, s. 4.]	125
	PART XIV — LABOUR SPONSORED INVESTMENT FUND CORPORATIONS	
234		125

Table of Contents

235	.....	125
236	[Repealed O. Reg. 468/00, s. 6.]	125
237	[Repealed O. Reg. 31/08, s. 1.]	125
238	.....	126
239	.....	126
240	.....	126
241	.....	126
242	.....	127
243	.....	127
244	.....	127
245	.....	127

PART XV

246-247	[Repealed O. Reg. 446/16, s. 17.]	127
---------	---	-----

PART XVI — CIVIL LIABILITY FOR SECONDARY MARKET DISCLOSURE

248	.....	127
249	.....	127
250	.....	128
251	.....	128
252	.....	128

SCHEDULE 1

Forms 1-2	[Repealed O. Reg. 446/16, s. 19.]	129
Form 3	[Repealed O. Reg. 358/09, s. 7.]	129
Form 4	[Repealed O. Reg. 16/03, s. 6.]	129
Forms 5-6	[Repealed O. Reg. 358/09, s. 7.]	129
Form 7	[Repealed O. Reg. 453/05, s. 22.]	129
Form 8	[Repealed O. Reg. 446/16, s. 19.]	129
Form 9	[Repealed O. Reg. 358/09, s. 7.]	129
Form 10	[Repealed O. Reg. 357/09, s. 5.]	129
Form 11	[Repealed O. Reg. 424/01, s. 6.]	129
Forms 12-14	[Repealed O. Reg. 632/00, s. 11.]	129
Form 15	[Repealed O. Reg. 31/08, s. 2.]	129
Form 16	[Repealed O. Reg. 91/01, s. 6.]	130
Forms 17-19	[Repealed O. Reg. 453/05, s. 22.]	130
Forms 20-21	[Repealed O. Reg. 662/98, s. 3.]	130
Forms 22-23	[Repealed O. Reg. 423/01, s. 5.]	130
Forms 24-26	[Repealed O. Reg. 491/05, s. 13.]	130
Form 27	[Repealed O. Reg. 215/05, s. 8.]	130
Form 28	[Repealed O. Reg. 56/04, s. 14(2).]	130
Form 29	[Repealed O. Reg. 507/97, s. 4.]	130
Form 30	[Repealed O. Reg. 215/05, s. 9.]	131
Forms 31-35	[Repealed O. Reg. 589/07, s. 3.]	129
Form 36	[Repealed O. Reg. 13/96, s. 1.]	131
Forms 37-39	[Repealed O. Reg. 446/16, s. 19.]	131
Form 40	[Repealed O. Reg. 56/04, s. 14(4).]	131
Form 41	[Repealed O. Reg. 446/16, s. 19.]	131
Forms 42-44	[Repealed O. Reg. 48/03, s. 4.]	131
Form 45	[Repealed O. Reg. 31/08, s. 2.]	132

261/02 — TORONTO STOCK EXCHANGE INC.

1	Restriction on shareholdings	133
---	------------------------------------	-----

85/05 — EXEMPTIONS RESPECTING THE ONTARIO FINANCING AUTHORITY

1	Exemption re s. 25 of the Act	134
2-3	[Repealed O. Reg. 355/09, s. 1.]	134

Table of Contents

Rules (including National Instruments) and Policies, Recognition and Designation Orders and Notices with the Numbering System

I — Procedure and Related Matters

1.1 — General

Multilateral Instrument 11-102 — Passport System	136
Companion Policy 11-102CP — Passport System	151
Multilateral Instrument 11-103 — Failure-to-File Cease Trade Orders in Multiple Jurisdictions	159
National Policy 11-201 — Electronic Delivery of Documents	160
National Policy 11-202 — Process for Prospectus Reviews in Multiple Jurisdictions	163
National Policy 11-203 — Process For Exemptive Relief Applications In Multiple Jurisdictions	172
National Policy 11-204 — Process for Registration in Multiple Jurisdictions	184
National Policy 11-205 — Process for Designation of Credit Rating Organizations in Multiple Jurisdictions	189
National Policy 11-206 — Process for Cease to be a Reporting Issuer Applications	194
National Policy 11-207 — Failure-to-file Cease Trade Orders and Revocations in Multiple Jurisdictions	207
CSA Notice 11-301 — CSA Strategic Plan 1999–2001 [Withdrawn]	219
CSA Notice 11-302 — Withdrawal of CSA Notices	219
CSA Notice 11-303 — The Uniform Securities Legislation Project [Withdrawn]	219
CSA Notice 11-304 — Responses to Comments Received on Concept Proposal — Blueprint For Uniform Securities Laws For Canada [Withdrawn]	219
CSA Notice 11-305 — Withdrawal of CSA Staff Notice 42-301 and 52-302	219
CSA Notice 11-306 — Extension of Comment Period for Consultation Drafts of the Uniform Securities Act and the Model Securities Administration Act [Withdrawn]	219
CSA Notice 11-307 — Responses to Comments Received on Consultation Drafts for a Uniform Securities Act and a Model Securities Administration Act [Withdrawn]	219
CSA Notice 11-309 — Withdrawal of CSA Notices	219
CSA Notice 11-310 — Withdrawal of CSA Notices	219
CSA Notice 11-311 — Notice of Extension of Comment Period — CSA Consultation Paper 11-405 — “Securities Regulatory Proposals Stemming from the 2007-08 Credit Market Turmoil and its Effect on the ABCP Market in Canada” [Withdrawn]	220
CSA Staff Notice 11-312 (Revised) — National Numbering System	220
CSA Notice 11-313 — Withdrawal of Staff Notices and Policies	224
CSA Staff Notice 11-314 — Update of CSA Instruments	224
CSA Staff Notice 11-315 — Extension of Consultation Period [Withdrawn]	224
CSA Staff Notice 11-316 — Notice of Local Amendments — British Columbia	224
CSA Staff Notice 11-317 — Withdrawal of Notices	224
CSA Staff Notice 11-318 — Guidance for Cease Trade Order Database Users	224
CSA Staff Notice 11-319 — Extension of Consultation Period — Consultation Paper 25-401: Potential Regulation of Proxy Advisory Firms	226
CSA Staff Notice 11-320 — Notice of Local Amendments — Nova Scotia and Yukon	226
CSA Staff Notice 11-321 — Business Continuity Planning — Industry Testing Exercise	226
CSA Staff Notice NI 11-322 — Extension of Consultation Period — Proposed Amendments to 62-104, NI 61-103 — Proposed Changes to NPS 62-203 — Proposed NI 62-105 — Proposed Companion Policy 62-105 CP	227
CSA Staff Notice 11-323 — Withdrawal of Notices and Policies	227
CSA Staff Notice NI 11-324 — Extension of Comment Period — Proposed Amendments to NI 81-102, NPS 81-102CP and Related Consequential Amendments and Other Matters Concerning NI 81-104 and Securities Lending, Repurchases and Reverse Repurchases by Investment Funds	227
CSA Staff Notice 11-326 — Cyber Security	227
CSA Staff Notice 11-327 — Extension of Consultation Period — Proposed National Policy 25-201 Guidance for Proxy Advisory Firms	228
CSA Staff Notice 11-328 — Notice of Local Amendments in Alberta and the Adoption of Multilateral Amendments in Yukon	228
CSA Staff Notice 11-329 — Withdrawal of Notices and Revocation of Omnibus/Blanket Orders	228
CSA Staff Notice 11-330 — Notice of Local Amendments — Alberta, Manitoba, New Brunswick, Nova Scotia, Québec, Ontario and Saskatchewan	231

Table of Contents

CSA Staff Notice 11-331 — Extension of Consultation Period — Consultation Paper 33-404 Proposals to Enhance the Obligations of Advisers, Dealers, and Representatives toward their Clients	231
CSA Staff Notice 11-332 — Cyber Security	231
CSA Staff Notice 11-333 — Withdrawal of Notices	236
CSA Staff Notice 11-334 — Notice of Local Amendments and Changes in Certain Jurisdictions	236
CSA Staff Notice 11-335 — Notice of Local Amendments and Changes in Certain Jurisdictions	240
CSA Staff Notice 11-336 — Summary of CSA Roundtable on Response to Cyber Security Incidents	244
CSA Staff Notice 11-337 — Notice of Local Amendments and Changes in Alberta, Manitoba and New Brunswick	247
CSA Staff Notice 11-338 — CSA Market Disruption Coordination Plan	249
CSA Staff Notice 11-339 — Notice of Local Changes in Alberta	249
CSA Staff Notice 11-340 — Extension of Comment Period CSA Staff Notice and Request for Comment 23-323 Trading Fee Rebate Pilot Study	249
CSA Notice 11-401 — Delivery of Documents by Issuers Using Electronic Media [Withdrawn]	249
CSA Notice 11-402 — Concept Proposal for Uniform Securities Legislation [Withdrawn]	249
CSA Notice 11-404 — Consultation Drafts of the Uniform Securities Act and the Model Administration Act [Withdrawn]	249
CSA Notice 11-405 — Securities Regulatory Proposals Stemming from the 2007-2008 Credit Market Turmoil and its Effect on the ABCP Market in Canada	249
OSC Rule 11-501 — Electronic Delivery Of Documents To The Ontario Securities Commission	250
OSC Policy 11-601 — The Securities Advisory Committee to the OSC	253
OSC Staff Notice 11-706 — Withdrawal of Staff Notices	254
OSC Staff Notice 11-709 — Assignment of Notice Numbers	254
OSC Staff Notice 11-710 — Withdrawal of Staff Accounting Communiqués	254
OSC Staff Notice 11-712 — Withdrawal of CSA Notices	254
CSA Staff Notice 11-717 — Securities Advisory Committee (OSC Policy 11-601)	254
CSA Staff Notice 11-719 — A Risk-based Approach for More Effective Regulation [Withdrawn]	254
OSC Notice 11-722 — Recommendations of the Committee on Staff Communications	254
OSC Notice 11-723 — Policy Reformulation Project	256
CSA Notice 11-726 — Assignment of Policy Numbers [Withdrawn]	257
OSC Notice 11-727 — Assignment of Notice Numbers [Withdrawn]	257
OSC Staff Notice 11-728 — Withdrawal of Staff Notices	257
OSC Staff Notice 11-729 — Withdrawal of Staff Notice	257
OSC Notice 11-732 — Proposal for the Ontario Securities Administration Act [Withdrawn]	258
OSC Staff Notice 11-735 — IOSCO and International Joint Forum Publish Reports on Outsourcing of Financial Services for Public Comment [Withdrawn]	258
OSC Staff Notice 11-736 — North American Securities Administrators Association (NASAA) Seeks Public Comment on Proposal to Extend the Model Secondary Market Trading Exemption for Qualifying Canadian Securities to TSX Venture Exchange [Withdrawn]	258
OSC Staff Notice 11-737 — Securities Advisory Committee — Vacancies	258
OSC Staff Notice 11-738 — IOSCO Seeks Public Comment on draft Code of Conduct Fundamentals for Credit Rating Agencies [Withdrawn]	258
OSC Staff Notice 11-739 (Revised) — Policy Reformulation Table of Concordance and List of New Instruments	258
OSC Staff Notice 11-740 — International Joint Forum Publishes Consultation Report on Credit Risk Transfer [Withdrawn]	260
OSC Staff Notice 11-741 — IOSCO Publishes Draft Consultation Policy and Procedures for Public Comment [Withdrawn]	260
OSC Staff Notice 11-742 (Revised) — Securities Advisory Committee	260
OSC Staff Notice 11-743 — IOSCO Publishes Consultation Report Concerning Governance of Collective Investment Schemes [Withdrawn]	260
OSC Staff Notice 11-744 — IOSCO and International Joint Forum Publish Final Recommendations about Outsourcing of Financial Services [Withdrawn]	260
OSC Staff Notice 11-745 — IOSCO Publishes for Consultation Best Practice Standards on Anti-Market Timing and Anti-Money Laundering Guidance for Collective Investment Schemes [Withdrawn]	260
OSC Staff Notice 11-746 — IOSCO Publishes Consultation Report: Policies on Error Trades [Withdrawn]	261
OSC Staff Notice 11-747 — IOSCO and Basel Committee Publish Consultation Document on the Application of Basel II to Trading Activities and the Treatment of Double Default Effects [Withdrawn]	261

Table of Contents

OSC Staff Notice 11-748 — IOSCO Publishes a Discussion Paper on the Compliance Function at Market Intermediaries [Withdrawn]	261
OSC Staff Notice 11-749 — International Joint Forum Publishes Final Report on Credit Risk Transfer [Withdrawn]	261
OSC Staff Notice 11-750 — IOSCO Releases Survey Report on the Regulation and Oversight of Auditors [Withdrawn]	261
OSC Staff Notice 11-751 — IOSCO Finalizes Consultation Policy and Procedures [Withdrawn]	261
OSC Staff Notice 11-752 — Limited Market Dealer Initiative — Compliance Team	261
OSC Staff Notice 11-753 (Revised) — Notice of Statement of Priorities for Financial Year to End March 31, 2012	262
OSC Notice 11-754 — Multilateral Instrument 11-101 Principal Regulator System, Form 11-101F1 Principal Regulator Notice under Multilateral Instrument 11-101, Companion Policy 11-101CP Principal Regulator System, Amendments to National Policy 43-201 Mutual Reliance Review System for Prospectuses and Annual Information Forms, Amendments to National Policy 12-201 Mutual Reliance Review System for Exemptive Relief Applications, Amendments to National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities, and Multilateral Instrument 81-104 Commodity Pools	262
OSC Staff Notice 11-755 — Notice of Withdrawal of Ontario Securities Commission Staff Notices	264
OSC Notice 11-756 — Assignment of Notice Numbers	264
OSC Staff Notice 11-757 — Withdrawal of OSC Notices	264
OSC Staff Notice 11-758 — Review of Limited Market Dealers	264
OSC Staff Notice 11-759 — Business Continuity Planning	271
OSC Staff Notice 11-760 — Report on Mutual Fund Sales Practices under Part 5 of NI 81-105 Mutual Fund Sales Practices	272
OSC Staff Notice 11-761 — IOSCO Consults on Changes to Code of Conduct for Credit Rating Agencies	280
OSC Notice 11-762 (Revised) — Request for Comments Regarding Statement of Priorities for Fiscal Year Ending March 31, 2010	280
OSC Staff Notice 11-763 — A Focused Review of the Securities Valuation and Expense Allocation Practices of Fund Managers	280
OSC Staff Notice 11-764 — Business Continuity Planning — Industry Testing Exercise	283
OSC Notice 11-765 — 2011-2012 Statement of Priorities Draft for Comment	284
OSC Notice 11-766 — Statement of Priorities — Request for Comment Regarding Statement of Priorities for Financial Year to End March 31, 2013	284
OSC Notice 11-767 — Notice of Statement of Priorities for Financial Year to End March 31, 2013	284
OSC Notice 11-768 — Notice of Statement of Priorities for Financial Year to End March 31, 2014	284
OSC Notice 11-769 — Statement of Priorities — Request for Comments Regarding the Statement of Priorities for Financial Year to End March 31, 2015	284
OSC Notice 11-770 — Notice of Statement of Priorities for Financial Year to End March 31, 2015	284
OSC Notice 11-771 — Statement of Priorities — Request for Comments Regarding Statement of Priorities for Financial Year to End March 31, 2016	284
OSC Notice 11-772 — Notice of Statement of Priorities for Financial Year to End March 31, 2016	284
OSC Staff Notice 11-773 — The Investor Perspective	284
OSC Notice 11-774 — Statement of Priorities; Request for Comments Regarding Statement of Priorities for Financial Year to End of March 31, 2017	285
OSC Staff Notice 11-775 — Notice of Statement of Priorities for Financial Year to End of March 31, 2017	285
CSA Staff Notice 11-776 — Investor Office Activity Report	295
OSA Notice 11-777 — Statement of Priorities — Request for Comments regarding Statement of Priorities for Financial Year to End March 31, 2018	295
Staff Notice 11-778 — Behavioural Insights: Key Concepts, Applications and Regulatory Consideration	295
OSC Staff Notice 11-779 — Seniors Strategy	295
OSC Staff Notice 11-780 — Statement of Priorities — Request for Comments Regarding Statement of Priorities for Financial Year to End March 31, 2019	295
OSC Notice 11-781 — Notice of Statement of Priorities for Financial Year to End March 31, 2019	306
OSC Staff Notice 11-782 — Getting Started: Human-Centred Solutions to Engage Ontario Millennials in Investing	319
OSC Staff Notice 11-783 — Encouraging Retirement Planning through Behavioural Insights	319
OSC Staff Notice 11-784 — Burden Reduction	319
OSC Notice 11-901 — Schedule 1 (Fees) to the Regulation to the Securities Act	319
OSC Staff Notice 11-904 — Schedule 1 (Fees) to the Regulation to the Securities Act	319
1.2 — Applications	
National Policy 12-201 — Mutual Reliance Review System for Exemptive Relief Applications	320

Table of Contents

National Policy 12-202 — Revocation of a Compliance-related Cease Trade Order	320
National Policy 12-203 — Management Cease Trade Orders	323
National Policy 12-303 — Exemptive Relief Applications and Year End [Withdrawn]	328
CSA Staff Notice 12-305 — Exemptive Relief Application and Year End [Withdrawn]	328
CSA Staff Notice 12-307 — Applications for a Decision that an Issuer is not a Reporting Issuer	328
CSA Notice 12-401 — National Application System [Withdrawn]	328
OSC Policy 12-602 — Designating an Issuer in Certain Other Canadian Jurisdictions as a Reporting Issuer in Ontario	328
OSC Staff Notice 12-702 — Applications to be Deemed a Reporting Issuer in Ontario [Withdrawn]	330
OSC Staff Notice 12-703 — Applications for a Decision that an Issuer is not a Reporting Issuer	330
OSC Staff Notice 12-704 — Materials to be Provided on a Compact Disc or 3.25" Disk or Exemptive Relief Applications	333
1.3 — Filings With Securities Regulatory Authority	
National Instrument 13-101 — System for Electronic Document Analysis and Retrieval (SEDAR)	334
National Instrument 13-102 — System Fees for SEDAR and NRD	342
CSA Notice 13-306 — Guidance for SEDAR Users [Withdrawn]	346
CSA Staff Notice 13-307 — Amendments to SEDAR Filer Manual [Withdrawn]	346
CSA Staff Notice 13-308 — Increases to SEDAR Annual Filing Service Charges [Withdrawn]	346
CSA Notice 13-310 — Securities Regulatory Authority Closed Dates 2002 [Withdrawn]	346
CSA Notice 13-311 — Changes to SEDAR Annual Filing Service Charges [Withdrawn]	346
CSA Notice 13-312 — Securities Regulatory Authority Closed Dates 2003 [Withdrawn]	346
CSA Notice 13-313 — Securities Regulatory Authority Closed Dates 2004 [Withdrawn]	346
CSA Staff Notice 13-314 — 2005 Changes to SEDAR Annual Filing Service Charges [Withdrawn]	346
CSA Staff Notice 13-315 (Revised) — Securities Regulatory Authority Closed Dates 2019	347
CSA Staff Notice 13-316 — Amendments to the SEDAR Filer Manual [Withdrawn]	348
CSA Staff Notice 13-317 — Amendments to the SEDAR Filer Manual	348
CSA Staff Notice 13-318 — www.SEDAR.com	348
CSA Staff Notice 13-319 — SEDAR Filer Manual Update	348
CSA Staff Notice 13-320 — Regarding Implementation of Multilateral Instrument 13-102 System Fees for SEDAR and NRD and Related Consequential Amendments to CSA National System Rules	349
CSA Staff Notice 13-321 — Update on new service provider for the operation of the CSA National Systems and implementation of Related Consequential Amendments to CSA National Systems Rules	349
CSA Staff Notice 13-322 — Service Transition Cutover Date for Information Management Services and implementation of Related Consequential Amendments to CSA National Systems Rules	349
CSA Notice 13-401 — Request for Changes, Additions or Improvements for a Revised SEDAR System [Withdrawn]	349
OSC Rule 13-501 — Payment of Fees	349
OSC Rule 13-502 — Fees	350
Form 13-502F1 — Class 1 and Class 3B Reporting Issuers — Participation Fee	367
Form 13-502F2 — Class 2 Reporting Issuers — Participation Fee	369
Form 13-502F2A — Adjustment of Fee Payment for Class 2 Reporting Issuers	370
Form 13-502F3A — Class 3A Reporting Issuers — Participation Fee	371
Form 13-502F4 — Capital Markets Participation Fee Calculation	372
Form 13-502F5 — Adjustment of Fee for Registrant Firms and Unregistered Capital Markets Participants	374
Form 13-502F6 — Subsidiary Exemption Notice	375
Form 13-502F7 — Specified Regulated Entities — Participation Fee	375
Form 13-502F8 — Designated Credit Rating Organizations — Participation Fee	377
Companion Policy 13-502CP — Fees	378
OSC Rule 13-503 — (Commodity Futures Act) Fees	381
OSC Policy 13-601 — Public Availability of Material Filed Under the Securities Act	381
OSC Staff Notice 13-701 — SEDAR Filings and Year 2000 Contingency Plans [Withdrawn]	383
OSC Notice 13-703 — Implementation of Final Rule 13-502 — FAQs	383
OSC Staff Notice 13-704 — Applications for Participation Fee Relief for Certain Small Registered Firms and Reporting Issuers	383
OSC Staff Notice 13-705 — Reduced Late Fee for Certain Outside Business Activities Filings	383

Table of Contents

OSC Staff Notice 13-706 — Sedar Filer Manual Update	383
OSC Notice 13-707 — Fees under OSC Rule 13-502 Fees and OSC Rule 13-503 (<i>Commodity Futures Act</i>) Fees	384
1.4 — Definitions	
National Instrument 14-101 — Definitions	385
OSC Rule 14-501 — Definitions	388
OSC Rule 14-502 — (Commodity Futures Act) Designation of Additional Commodities	390
1.5 — Hearings and Enforcement	
OSC Staff Consultation Paper 15-401 — Proposed Framework for an OSC Whistleblower Program	390
OSC Policy 15-601 — Whistleblower Program	390
OSC Notice 15-701 — Meetings with a Commissioner Regarding a Prospectus or an Application for Exemption or Registration	399
OSC Staff Notice 15-702 — Revised Credit for Cooperation Program	400
OSC Staff Notice 15-703 — Guidelines for Staff Disclosure of Investigations	402
OSC Staff Notice 15-704 — Request for Comments on Proposed Enforcement Initiatives	402
OSC Staff Notice 15-705 — Notice of Extension of Time for Public Comment on Proposed Enforcement Initiatives and Continuation of Public Consultation through a Policy Hearing	402
OSC Staff Notice 15-706 — Update to OSC Staff Notice 15-704 on Proposed Enforcement Initiatives	403
OSC Notice 15-901 — Procedures for Opportunities to be Heard Before Director’s Decisions on Registration Matters	403
OSC Notice 15-902 — Guidelines for the Approval by the Executive Director of Settlements of Enforcement Matters	403

II — Certain Capital Market Participants

2.1 — Stock Exchanges

National Instrument 21-101 — Marketplace Operation	405
Form 21-101F1 — Information Statement Exchange or Quotation and Trade Reporting System	418
Form 21-101F2 — Information Statement Alternative Trading System	424
Form 21-101F3 — Quarterly Report of Marketplace Activities	428
Form 21-101F4 — Cessation of Operations Report for Alternative Trading System	439
Form 21-101F5 — Information Statement Information Processor	440
Form 21-101F6 — Cessation of Operations Report for Information Processor	444
Companion Policy 21-101CP — To National Instrument 21-101 Marketplace Operation	444
CSA Notice 21-301 — Canadian Venture Exchange [Withdrawn]	458
CSA Notice 21-302 — Confidentiality of Forms Filed under National Instrument 21-101 Marketplace Operation [Withdrawn]	458
CSA Notice 21-304 — Request for Filing of Form 21-101F5 Initial Operation Report for Information Processor by Interested Information Processors	458
CSA Notice 21-305 — Extension of Approval of Information Processor for Corporate Fixed Income Securities [Withdrawn]	459
CSA Staff Notice 21-306 — Notice of Filing of Forms 21-101F5 Initial Operation Report for Information Processor	459
CSA Staff Notice 21-307 — Extension of Approval of Information Processor for Corporate Fixed Income Securities [Withdrawn]	459
CSA Staff Notice 21-308 — Update on Applications to Become an Information Processor [Withdrawn]	460
CSA Staff Notice 21-309 — Information Processor For Exchange-Traded Securities other than Options	460
CSA Staff Notice 21-310 — Information Processor for Corporate Debt Securities	460
CSA Staff Notice 21-312 — Update on Consultation Paper 21-401 Real Time Market Data Fees	460
CSA Staff Notice 21-313 — Information Processor for Exchange-Traded Securities other than Options	460
CSA Staff Notice 21-314 — Information Processor for Corporate Debt Securities [Withdrawn]	465
CSA Staff Notice 21-315 — Next Steps in Regulation and Transparency of the Fixed Income Market [Withdrawn]	465
CSA Staff Notice 21-316 — Information Processor for Corporate Debt Securities	465
CSA Staff Notice 21-317 — Next Steps in Implementation of a Plan to Enhance Regulation of the Fixed Income Market	469
CSA Staff Notice 21-318 — Information Processor for Corporate Debt Securities	469
CSA Staff Notice 21-319 — Data Fees Methodology	469
CSA Staff Notice 21-320 — Update: National Instrument 21-101 Marketplace Operation and Related Companion Policy — Dealing with Government Debt Transparency	469
CSA Staff Notice 21-321 — Markets in Financial Instruments Directive (MiFID II) — Share Trading Obligation and its Application to Canadian Securities	470

Table of Contents

CSA Staff Notice 21-322 — Applicability of Regulation to the Operation of MTFs or OTFs in Canada	471
CSA Staff Notice 21-323 — Proposal for Mandatory Post-Trade Transparency of Trades in Government Debt Securities, Expanded Transparency of Trades in Corporate Debt Securities and Proposed Amendments to National Instrument 21-101 Marketplace Operation and Related Companion Policy	471
CSA Staff Notice 21-324 — Information Processor for Exchange-Traded Securities other than Options	472
CSA Staff Consultation Paper 21-401 — Real-Time Market Data Fees	472
OSC Rule 21-501 — Deferral of Transparency Requirements for Government Debt Securities in National Instrument 21-101 Marketplace Operation	472
OSC Staff Notice 21-702 — Regulatory Approach for Foreign-Based Stock Exchanges	472
OSC Staff Notice 21-703 — Transparency of the Operations of Stock Exchanges and Alternative Trading Systems	472
OSC Staff Notice 21-704 — Market Regulation Branch Annual Report — 2010	472
OSC Staff Notice 21-705 — Process for Marketplace Filings and Proposed Rules of Exchanges	481
OSC Staff Notice 21-706 — Marketplaces’ Initial Operations and Material System Changes	481
OSC Staff Notice 21-707 — Swap Execution Facilities — Exemption From Requirement To Be Recognized As An Exchange	483
OSC Staff Notice 21-708 — OSC Staff Report on the Canadian Fixed Income Market and Next Steps to Enhance Regulation and Transparency of Fixed Income Markets	484
OSC Staff Notice 21-709 — Marketplace Operation and Forms 21-101F1 and 21-101F2	484
OSC Staff Notice 21-710 — TSX Insider Trading Report	484
OSC Staff Notice 21-711 — Multilateral Trading Facilities — Exemption from Requirement to be Recognized as an Exchange	484
OSC Staff Notice 21-712 — Review of Market Quality Impact of Alpha Exchange Order Processing Delay	485
Recognition Order 21-901 — Stock Exchange Recognition Order	485
 2.2 — Other Markets	
Concept Proposal 22-801 — Non-SRO Electronic Trading Systems and Market Fragmentation	485
 2.3 — Trading Rules	
National Instrument 23-101 — Trading Rules	485
Companion Policy 23-101CP — To National Instrument 23-101 Trading Rules	493
National Instrument 23-102 — Use of Client Brokerage Commissions	501
Companion Policy 23-102CP — Use of Client Brokerage Commissions	503
National Instrument 23-103 — Electronic Trading and Direct Access to Marketplaces	506
National Instrument 23-103CP — Electronic Trading and Direct Electronic Access to Marketplaces	511
CSA Staff Notice 23-301 — Joint Notice of the Staff of the Canadian Securities Administrators, Market Regulation Services Inc., Bourse de Montréal Inc., and the Investment Dealers Association — Electronic Audit Trails	517
CSA Staff Notice 23-302 — Joint Regulatory Notice — Electronic Audit Trail Initiative (TREATS)	517
CSA Notice 23-303 — Update on Concept Paper 23-402 Best Execution and Soft Dollar Arrangements	517
Joint CSA/SRO Notice 23-304 — Status of the Transaction Reporting and Electronic Audit Trail System	517
CSA Staff Notice 23-305 — Status of the Transaction Reporting and Electronic Audit Trail System (TREATS) [Withdrawn]	517
CSA Staff Notice 23-306 — Status of the Transaction Reporting and Electronic Audit Trail System (TREATS)	517
CSA Staff Notice 23-307 — Order Protection Rule — Implementation Milestones [Withdrawn]	518
CSA/IIROC Joint Staff Notice 23-308 — Update on Forum to Discuss CSA/IIROC Joint Consultation Paper 23-404 “Dark Pools, Dark Orders and Other Developments in Market Structure in Canada” and Next Steps	518
CSA Staff Notice 23-309 — Frequently Asked Questions about the Order Protection Rule and Intentionally Locked or Crossed Markets — Part 6 of National Instrument 23-101 and Related Companion Policy	521
Joint CSA/IIROC Staff Notice 23-311 — Regulatory Approach to Dark Liquidity in the Canadian Market	531
CSA/IIROC Joint Notice 23-312 — Transparency of Short Selling and Failed Trades	537
Multilateral CSA Staff Notice 23-313 — Blanket Orders Exempting Marketplace Participants from Certain Provisions of National Instrument 23-103 Electronic Trading and Related OSC Staff Position	537
CSA Staff Notice 23-314 — Frequently Asked Questions about National Instrument 23-103 Electronic Trading	538
CSA/IIROC Joint Notice 23-315 — Summary of Comments on CSA/IIROC Joint Notice 23-312 — Request for Comments — Transparency of Short Selling and Failed Trades	541
CSA Staff Notice 23-316 — Order Protection Rule: Implementation of the Market Share Threshold and Amendments to Companion Policy 23-101 Trading Rules	541
CSA Staff Notice 23-317 — Order Protection Rule	544

Table of Contents

CSA Staff Notice 23-318 — Withdrawal of Proposed Amendments Regarding Best Execution Disclosure under National Instrument 23-101 Trading Rules	544
Joint Canadian Securities Administrators/Investment Industry Regulatory Organization of Canada Staff Notice 23-319 — Internalization in the Canadian Market	544
CSA Staff Notice 23-320 — Consideration of the Markets in Financial Instruments Directive (MiFID II) Unbundling Requirements on the Regulatory Requirements in Canada	545
CSA Staff Notice 23-321 — Order Protection Rule: Market Share Threshold for the period April 1, 2018 to March 31, 2019	546
CSA Staff Notice 23-322 — Trading Fee Rebate Pilot Study	548
CSA Staff Notice 23-324 — Order Protection Rule: Market Share Threshold for the period April 1, 2019 to March 31, 2020	548
CSA Notice 23-401 — Order Protection Rule — TSE Universal Market Integrity Rules	550
Concept Proposal 23-402 — Order Protection Rule — Best Execution and Soft Dollar Arrangements	550
CSA Discussion Paper 23-403 — Market Structure Developments and Trade-Through Obligations	550
CSA Consultation Paper 23-404 — CSA/IIROC Consultation Paper — Dark Pools, Dark Orders, and other Developments in Market Structure in Canada	550
CSA Position Paper 23-405 — Dark Liquidity in the Canadian Market	551
OSC Rule 23-501 — Designation as Market Participant	551
OSC Staff Notice 23-701 — Electronic Trading Risk Analysis	551
OSC Staff Notice 23-702 — Electronic Trading Risk Analysis Update	551
OSC Staff Notice 23-703 — Order Protection Rule — Industry Roundtable	555
OSC Staff Notice 23-704 — Compliance with National Instrument 23-103 Electronic Trading and Direct Access to Marketplaces	555
 2.4 — Clearing and Settlement	
National Instrument 24-101 — Institutional Trade Matching and Settlement	555
Form 24-101F1 — Registered Firm Exception Report of DAP/RAP Trade Reporting and Matching	558
Form 24-101F2 — Clearing Agency Quarterly Operations Report of Institutional Trade Reporting and Matching	560
Form 24-101F3 — Matching Service Utility Notice of Operations	562
Form 24-101F4 — Matching Service Utility Notice of Cessation of Operations	564
Form 24-101F5 — Matching Service Utility Quarterly Operations Report Of Institutional Trade Reporting And Matching	565
Companion Policy 24-101CP — To National Instrument 24-101 — Institutional Trade Matching and Settlement	567
National Instrument 24-102 — Clearing Agency Requirements	572
Form 24-102F1 — Clearing Agency Submission to Jurisdiction and Appointment of Agent for Service of Process	579
Form 24-102F2 — Cessation of Operations Report for Clearing Agency	579
Companion Policy 24-102CP — To National Instrument 24-102 Clearing Agency Requirements	580
CSA Notice 24-301 — Responses to Comments on Discussion Paper 24-401 on Straight-Through Processing, Proposed National Instrument 24-101 Post-Trade Matching and Settlement, and Proposed Companion Policy 24-101CP to National Instrument 24-101 Post-Trade Matching and Settlement	625
CSA Notice 24-302 — Entitlement Payments to CDS	625
CSA Notice 24-303 — CSA SRO Oversight Project — Review of Oversight of Self-Regulatory Organizations and Market Infrastructure Entities — Report of the CSA SRO Oversight Project Committee — December 2006	627
CSA Staff Notice 24-304 — CSA-Industry Working Group on NI 24-101 — Institutional Trade Matching and Settlement	627
CSA Staff Notice 24-305 (Revised) — Frequently Asked Questions About NI 24-101 — Institutional Trade Matching and Settlement and Related Companion Policy	628
CSA Staff Notice 24-306 — NI 24-101 Institutional Trade Matching and Settlement — Exception Reporting	635
CSA Staff Notice 24-307 — Exemption from Transitional Rule: Extension of Transitional Phase-In Period in NI 24-101 [Withdrawn]	635
CSA Staff Notice 24-310 — Status Update on Proposed Local Rules 24-503 — Clearing Agency Requirements and Related Companies Policies	635
CSA Multilateral Staff Notice 24-311 — Qualifying Central Counterparties	636
CSA Staff Notice 24-312 — Preparing for the Implementation of T+2 Settlement	638
Multilateral CSA Staff Notice 24-313 — CSA Staff’s Review of Proposed Amendments to Fee Schedule of The Canadian depository for Securities Limited and CDS Clearing and Depository Services Inc.	638
Multilateral CSA Staff Notice 24-314 — Preparing for the Implementation of T+2 Settlement: Letter to Registered Firms	638
CSA Staff Notice 24-315 — Update on Enhanced Segregation and Portability Initiatives for Clearing Agencies Serving the Domestic Futures Markets	638

Table of Contents

CSA Staff Notice 24-316 — Feedback on CSA Consultation Paper 24-402 Policy Considerations for Enhancing Settlement Discipline in a T+2 Settlement Cycle Environment	638
Concept Proposal 24-401 — Discussion Paper on Straight-through Processing	638
CSA Consultation Paper 24-402 — Policy Considerations for Enhancing Settlement Discipline in a T+2 Settlement Cycle Environment	638
OSC Rule 24-501 — Designation as Market Participant	639
OSC Rule 24-502 — Exemption from Transitional Rule: Extension of Transitional Phase-In Period in National Instrument 24-101 — Institutional Trade Matching and Settlement	639
OSC Rule 24-503 — Clearing Agency Requirements and Related Companion Policy	639
Notice 24-702 — Regulatory Approach to Recognition and Exemption from Recognition of Clearing Agencies	639
2.5 — Other Participants	
National Instrument 25-101 — Designated Rating Organizations	644
Form 25-101F1 — Designated Rating Organization Application and Annual Filing	653
Form 25-101F2 — Submission to Jurisdiction and Appointment of Agent for Service of Process	654
National Policy 25-201 — Guidance for Proxy Advisory Firms	654
CSA Staff Notice 25-301 — Update on CSA Consultation Paper 25-401 Potential Regulation of Proxy Advisory Firms	656
CSA Consultation Paper 25-401 — Potential Regulation of Proxy Advisory Firms [Withdrawn]	656

III — Registration and Related Matters

3.1 — Registration Requirements

National Instrument 31-101 — National Registration System	657
National Instrument 31-102 — National Registration Database	657
Companion Policy 31-102CP — To National Instrument 31-102 — National Registration Database	659
National Instrument 31-103 — Registration Requirements, Exemptions and Ongoing Registrant Obligations	660
Form 31-103F1 — Calculation of Excess Working Capital	703
Form 31-103F2 — Submission to Jurisdiction and Appointment of Agent for Service	707
Form 31-103F3 — Use of Mobility Exemption	708
Form 31-103F4 — Net Asset Value Adjustments	708
Companion Policy 31-103CP — Registration Requirements, Exemptions and Ongoing Registrant Obligations	714
National Policy 31-201 — National Registration System	778
CSA Notice 31-305 — Registration Streamlining System [Withdrawn]	778
CSA Notice 31-306 — National Registration Database (NRD) [Withdrawn]	778
CSA Notice 31-307 — National Registration Database (NRD) — NRD Enrolment and User Fees [Withdrawn]	778
CSA Notice 31-308 — Frequently Asked Questions Regarding National Instrument 31-101 National Registration System and National Policy 31-201 National Registration System [Withdrawn]	778
CSA Staff Notice 31-309 — Proposed NI 31-103 Registration Requirements and Proposed Companion Policy 31-103CP Registration Requirements [Withdrawn]	778
CSA Staff Notice 31-310 — Proposed NI 31-103 Registration Requirements and Proposed Companion Policy 31-103CP Registration Requirements [Withdrawn]	778
CSA Staff Notice 31-311 — Proposed NI 31-103 Registration Requirements and Exemptions — Transition into the new registration regime [Withdrawn]	778
CSA Staff Notice 31-312 — The Exempt Market Dealer Category under NI 31-103 Registration Requirements and Exemptions [Withdrawn]	779
CSA Staff Notice 31-313 — NI 31-103 Registration Requirements and Exemptions and related instruments — Frequently Asked Questions as of December 18, 2009 [Withdrawn]	779
CSA Staff Notice 31-314 — NI 31-103 Registration Requirements and Exemptions and related instruments — Frequently Asked Questions as of February 5, 2010 [Withdrawn]	779
CSA Staff Notice 31-315 — Omnibus / Blanket Orders Exempting Registrants from Certain Provisions of NI 31-103 Registration Requirements and Exemptions	779
CSA Staff Notice 31-316 — Blanket Order Exempting Persons and Companies from the Requirement to Register when Trading in Short-term Debt Instruments [Withdrawn]	779
CSA Staff Notice 31-317 (Revised) — Reporting Obligations Related to Terrorist Financing	779
CSA Staff Notice 31-318 — Omnibus/blanket order exempting mortgage investment entities from the requirement to register as investment fund managers and advisers [Withdrawn]	779

Table of Contents

CSA Staff Notice 31-319 — Further Omnibus / Blanket Orders Exempting Registrants from Certain Provisions of National Instrument 31-103 Registration Requirements and Exemptions [Withdrawn] 779

CSA Notice 31-320 — Additional Request for Comment on Proposed Exemptions from Investment Fund Manager Registration Requirement for International and Certain Domestic Investment Fund Managers 780

CSA Staff Notice 31-321 — Further Omnibus / Blanket Orders Exempting Registrants from Certain Provisions of National Instrument 31-103 Registration Requirements and Exemptions [Withdrawn] 780

CSA Staff Notice 31-322 — Extension of Omnibus/Blanket Order Exempting Mortgage Investment Entities from the Requirement to Register as Investment Fund Managers and Advisers [Withdrawn] 780

CSA Staff Notice 31-323 — Guidance Relating to the Registration Obligations of Mortgage Investment Entities 780

CSA Staff Notice 31-324 — Exempt Market Dealers and Account Statement Requirements in National Instrument 31-103 Registration Requirements and Exemptions 781

CSA Staff Notice 31-325 — Marketing Practices of Portfolio Managers 783

CSA Staff Notice 31-326 — Outside Business Activities [Withdrawn] 790

CSA Staff Notice 31-327 — Broker-Dealer Registration in the Exempt Market Dealer Category [Withdrawn] 790

CSA Staff Notice 31-328 — Revocation of Omnibus / Blanket Orders Exempting Registrants from Certain Provisions of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations [Withdrawn] 790

CSA Staff Notice 31-329 — Omnibus/blanket orders exempting registrants from certain provisions of NI 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations and related staff positions [Withdrawn] 791

CSA Staff Notice 31-330 — Omnibus/Blanket Orders Extending Certain Transition Provisions Relating to the Investment Fund Manager Registration Requirement and the Obligation to Provide Dispute Resolution Services [Withdrawn] 791

CSA Staff Notice 31-331 — Follow-up to Broker Dealer Registration in the Exempt Market Dealer Category [Withdrawn] 791

CSA Staff Notice 31-332 — Relevant Investment Management Experience for Advising Representatives and Associate Advising Representatives of Portfolio Managers 791

CSA Staff Notice 31-333 — Follow-up to Broker Dealer Registration in the Exempt Market Dealer Category [Withdrawn] 793

CSA Staff Notice 31-334 — CSA Review of Relationship Disclosure Practices 793

CSA Staff Notice 31-335 — Extension of Interim Relief for Members of the Investment Industry Regulatory Organization of Canada from the Requirement in section 14.2(1) of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations in Respect of the Provision of Relationship Disclosure Information to Existing Clients [Withdrawn] 801

CSA Staff Notice 31-336 — Guidance for Portfolio Managers, Exempt Market Dealers and Other Registrants on the Know-Your-Client, Know-Your-Product and Suitability Obligations 801

CSA Staff Notice 31-337 — Cost Disclosure, Performance Reporting and Client Statements — Frequently Asked Questions and Additional Guidance as of February 27, 2014 813

CSA Staff Notice 31-338 — Guidance on Dispute Resolution Services — Client Disclosure for Registered Dealers and Advisers that are not Members of a Self-Regulatory Organization 813

CSA Staff Notice 31-339 — Omnibus/Blanket Orders Exempting IIROC and MFDA Registrants from Certain Provisions of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations 818

CSA Staff Notice 31-340 — OBSI Joint Regulators Committee Annual Report for 2014 820

CSA Staff Notice 31-341 — Omnibus/Blanket Orders Exempting Registrants from Certain CRM2 Provisions of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations 820

CSA Staff Notice 31-342 — Guidance for Portfolio Managers Regarding Online Advice 823

CSA Staff Notice 31-343 — Conflicts of interest in distributing securities of related or connected issuers 823

CSA Staff Notice 31-344 — OBSI Joint Regulators Committee Annual Report for 2015 827

CSA Staff Notice 31-345 — Cost Disclosure, Performance Reporting and Client Statements — Frequently Asked Questions and Additional Guidance 827

CSA Staff Notice 31-346 — Guidance as to the Scope of the International Dealer Exemption in relation to Foreign-Currency Fixed Income Offerings by Canadian Issuers 838

CSA Staff Notice 31-347 — Guidance for Portfolio Managers for Service Arrangements with IIROC Dealer Menebers 841

CSA Staff Notice 31-348 — OBSI Joint Regulators Committee Annual Report for 2016 841

CSA Staff Notice 31-349 — Change to Standard Form Reports for Close Supervision and Strict Supervision Terms and Conditions 844

CSA Staff Notice 31-350 — Guidance on Small Firms Compliance and Regulatory Obligations 844

Joint CSA Staff Notice 31-351 — IROC Notice 17-0229, MFDA Bulletin #0736-M Complying with requirements regarding the Ombudsman for Banking Services and Investments 844

CSA Staff Notice 31-352 — Monthly Suppression of Terrorism and Canadian Sanctions Reporting Obligations 849

CSA Staff Notice 31-353 — OBSI Joint Regulators Committee Annual Report for 2017 852

Table of Contents

CSA Staff Notice 31-401 — Registration Forms Relating to the National Registration Database [Withdrawn]	853
CSA Staff Notice 31-402 — Registration Forms Relating to the National Registration Database [Withdrawn]	853
OSC Rule 31-501 — Registrant Relationships	853
Companion Policy 31-501CP — Registrant Relationships	853
OSC Rule 31-502 — Proficiency Requirements for Registrants	853
Companion Policy 31-502CP — Proficiency Requirements for Registrants	853
OSC Rule 31-503 — Limited Market Dealers	853
OSC Rule 31-504 — Dealer and Adviser Applications for Registration	853
OSC Rule 31-505 — Conditions of Registration	854
OSC Rule 31-506 — SRO Membership — Mutual Fund Dealers	854
OSC Rule 31-507 — SRO Membership — Securities Dealers and Brokers	854
OSC Rule 31-509 — National Registration Database (Commodity Futures Act)	854
Companion Policy 31-509CP — National Registration Database (Commodity Futures Act)	855
OSC Staff Notice 31-702 — Designation of Courses Under Rule 31-502 Proficiency Requirements for Registrants	855
OSC Staff Notice 31-705 — Common Renewal Date	855
OSC Staff Notice 31-708 — National Registration Database (NRD) Filing Deadlines Extended	855
OSC Staff Notice 31-709 — National Registration Database (NRD) Filing Deadlines Extended to November 15, 2003 [Withdrawn]	855
OSC Staff Notice 31-710 — National Registration Database (NRD) Extension of Certain Filing Deadlines [Withdrawn]	855
OSC Staff Notice 31-711 — Ontario Securities Commission Rule 31-502 — Proficiency Requirements for Registrants and Ontario Securities Commission Rule 31-505 — Conditions of Registration	855
OSC Staff Notice 31-712 — Mutual Fund Dealers Business Arrangements	855
OSC Staff Notice 31-714 — OSC Staff Supplement to CSAN 31-328 Revocation of Omnibus/Blanket Orders Exempting Registrants from Certain Provisions of NI 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations	857
OSC Staff Notice 31-715 — IIROC Notice Number 15-0210 and MFDA Bulletin Number 0658-C — Mystery Shopping for Investment Advice: Insights into advisory practices and the investor experience in Ontario	857
3.2 — Registration Exemptions	
National Instrument 32-101 — Small Securityholder Selling and Purchase Arrangements	857
Multilateral Instrument 32-102 — Registration Exemptions for Non-Resident Investment Fund Managers	857
Form 32-102F1 — Submission to Jurisdiction And Appointment Of Agent For Service For International Investment Fund Manager	859
Form 32-102F2 — Notice of Regulatory Action	859
Companion Policy 32-102CP — Registration Exemptions for Non-Resident	861
OSC Rule 32-501 — Direct Purchase Plans	863
OSC Rule 32-502 — Registration Exemption for Certain Trades by Financial Intermediaries	865
OSC Rule 32-503 — Registration and Prospectus Exemption for Trades by Financial Intermediaries in Mutual Fund Securities to Corporate Sponsored Plans	865
OSC Rule 32-504 — (Under the <i>Commodity Futures Act</i>) Advisory Registration Exemptions	866
OSC Rule 32-505 — Conditional Exemption from Registration for United States Broker-Dealers and Advisers Servicing U.S. Clients from Ontario	867
Form 32-505F1 — Information Report for United States Broker-Dealers and Advisers Servicing U.S. Clients From Ontario	868
Companion Policy 32-505CP — Conditional Exemption from Registration for United States Broker-Dealers and Advisers Servicing U.S. Clients from Ontario	869
OSC Staff Notice 32-701 and 33-712 — Processing of Equity and Fixed Income Trades by Financial Institutions and Mutual Fund Dealers	869
OSC Staff Notice 32-702 — Applications for Exemption from the Time Limits on Completion of Courses and Previous Registrations	870
3.3 — Ongoing Requirements Affecting Registrants	
CSA Staff Notice 33-101 — Applications for Exemption from the Time Limits on Completion of Courses and Previous Registrations	870
National Instrument 33-102 — Regulation of Certain Registrant Activities	870
Companion Policy 33-102CP — Regulation of Certain Registrant Activities	870
National Instrument 33-105 — Underwriting Conflicts	870

Table of Contents

Companion Policy 33-105CP — To National Instrument 33-105 Underwriting Conflicts	876
National Instrument 33-109 — Registration Information	885
Form 33-109F1 — Notice of Termination of Registered Individuals and Permitted Individuals	889
Form 33-109F2 — Change or Surrender of Individual Categories	891
Form 33-109F3 — Business Locations other than Head Office	895
Form 33-109F4 — Registration of Individuals and Review of Permitted Individuals	898
Form 33-109F5 — Change of Registration Information (sections 3.1 and 4.1)	917
Form 33-109F6 — Firm Registration	920
Form 33-109F7 — Reinstatement of Registered Individuals and Permitted Individuals	942
Companion Policy 33-109CP — Registration Information	952
CSA Staff Notice 33-303 — Trust Accounts for Mutual Fund Securities [Withdrawn]	952
CSA Notice 33-304 — CSA Distribution Structures Committee Position Paper [Withdrawn]	952
CSA Staff Notice 33-305 — Sale of Insurance Products by Dually Employed Salespersons	960
CSA Notice 33-306 — Date of NRD Freeze Period [Withdrawn]	960
CSA Staff Notice 33-307 — List of Canadian Registrant and Non-Registrant Firms that Completed the CSA STP Readiness Assessment Survey [Withdrawn]	960
CSA Staff Notice 33-308 — The CSA STP Readiness Assessment Survey Report (Survey Report) is Now Available on the OSC Website [Withdrawn]	960
CSA Staff Notice 33-309 — The CSA STP Infrastructure Survey Report is Now Available on the OSC Website [Withdrawn]	960
CSA Notice 33-310 — Joint Forum Releases Summary of Comments and Responses on Principles and Practices for the Sale of Products and Services in the Financial Sector	960
CSA Staff Notice 33-311 — List of Canadian Registrant and Non-Registrant Firms that Completed the CSA STP Readiness Assessment Survey	961
CSA Staff Notice 33-312 — The CSA STP Readiness Assessment Survey Report is Now Available on the OSC Website [Withdrawn]	961
CSA Staff Notice 33-313 — International Financial Reporting Standards and Registrants [Withdrawn]	961
CSA Staff Notice 33-314 — International Financial Reporting Standards and Registrants [Withdrawn]	961
CSA Staff Notice 33-315 — Suitability Obligation and Know Your Product	961
CSA Staff Notice 33-316 — Status Report on Consultation under CSA Constulation Paper 33-403	963
CSA Staff Notice 33-317 — Next Steps in the CSA’s Work to Enhance the Obligations of Advisers, Dealers and Representatives Toward Their Clients	963
CSA Staff Notice 33-318 — Review of Practices Firms Use to Compensate and Provide Incentives to their Representatives	963
CSA Staff Notice 33-319 — Status Report on CSA Consultation Paper 33-404 Proposals to Enhance the Obligations of Advisers, Dealers, and Representatives Toward Their Clients	968
CSA Staff Notice 33-320 — The Requirement for True and Complete Applications for Registration	968
CSA Staff Notice 33-321 — Cyber Security and Social Media	968
CSA Notice 33-401 — Canadian Capital Markets Association — T + 1 White Paper [Withdrawn]	977
CSA Notice 33-402 — Principles and Practices for the Sale of Products and Services in the Financial Sector [Withdrawn]	977
CSA Consultation Paper 33-403 — The Standard of Conduct for Advisers and Dealers: Exploring the Appropriateness of Introducing a Statutory Best Interest Duty When Advice is Provided to Retail Clients [Withdrawn]	977
CSA Consultation Paper 33-404 — Proposals to Enhance the Obligations of Advisers, Dealers, and Representatives toward their Clients	977
OSC Rule 33-501 — Surrender of Registration	978
OSC Rule 33-502 — Exceptions to Conflict Rules in The Sale of Mutual Fund Securities	978
OSC Rule 33-504 — Compliance with Section 42	978
OSC Rule 33-506 — (Commodity Futures Act) Registration Information	978
Companion Policy 33-506CP — (Commodity Futures Act) Registration Information	978
OSC Policy 33-601 — Guidelines for Policies and Procedures Concerning Inside Information	978
OSC Staff Notice 33-701 — Calculation of Regulatory Capital [Withdrawn]	980
OSC Staff Notice 33-704 — List of Non-Complying Ontario Registered Firms Under National Instrument 33-106	980
OSC Staff Notice 33-712 — Processing of Equity and Fixed Income Trades by Financial Institutions and Mutual Fund Dealers	980
OSC Staff Notice 33-713 — Registrant Regulatory Filings	980
OSC Staff Notice 33-718 — Networking Applications [Withdrawn]	980

Table of Contents

OSC Staff Notice 33-719 — Registration Renewal & Permanent Registration [Withdrawn]	980
OSC Staff Notice 33-720 — 2001 National Compliance Review (NCR) [Withdrawn]	981
OSC Staff Notice 33-721 — CSA/OSC STP Readiness Assessment Survey	981
OSC Staff Notice 33-722 — Registration Renewal Procedure and Payment of Annual Participation Fees [Withdrawn]	981
OSC Staff Notice 33-723 — Fair Allocation of Investment Opportunities — Compliance Team Desk Review	981
OSC Notice 33-724 (2002) — OSC Compliance Team, Capital Markets Branch, Annual Report	981
OSC Notice 33-724 (2003) — OSC Compliance Team, Capital Markets Branch, Annual Report	981
OSC Notice 33-724 (2004) — OSC Compliance Team, Capital Markets Branch, Annual Report	981
OSC Notice 33-724 (2006) — OSC Compliance Team, Capital Markets Branch, Annual Report	982
OSC Notice 33-725 — Industry Report on Scholarship Plan Dealers	982
OSC Staff Notice 33-726 — IOSCO Publishes Final Report on Compliance Function at Market Intermediaries	991
OSC Staff Notice 33-727 — IOSCO Publishes Consultation Report on Market Intermediary Management of Conflicts that Arise in Securities Offerings	991
OSC Staff Notice 33-728 — 2007 Annual Report — Compliance Team	992
OSC Staff Notice 33-729 — Marketing Practices of Investment Counsel/Portfolio Managers	992
OSC Staff Notice 33-730 — Capital Calculations for Investment Counsel/Portfolio Managers	997
OSC Staff Notice 33-731 — 2008 Compliance Team Annual Report	998
OSC Staff Notice 33-732 — 2009 Compliance Team Annual Report	998
OSC Staff Notice 33-733 — Report on Focused Reviews of Investment Funds, September 2008–September 2009	1014
OSC Staff Notice 33-734 — 2010 Compliance and Registrant Regulation Branch Annual Report	1029
OSC Staff Notice 33-735 — Sale of Exempt Securities to Non-Accredited Investors	1045
OSC Staff Notice 33-736 — 2011 Annual Summary Report for Dealers, Advisers and Investment Fund Managers	1047
OSC Staff Notice 33-737 — Enhanced Transparency of Communications with Registrants	1047
OSC Staff Notice 33-738 — 2012 OSC Annual Summary Report for Dealers, Advisers and Investment Fund Managers	1047
OSC Staff Notice 33-739 — Termination of the Ontario Contingency Trust Fund	1048
OSC Staff Notice 33-740 — Report on the Results of the 2012 Targeted Review of Portfolio Managers and Exempt Market Dealers to Assess Compliance with the Know-Your-Client, Know-Your-Product and Suitability Obligations	1051
OSC Staff Notice 33-741 — Report on the Results of the Reviews of Capital Markets Participation Fees	1051
OSC Staff Notice 33-742 — 2013 OSC Annual Summary Report for Dealers, Advisers and Investment Fund Managers	1053
OSC Staff Notice 33-743 — Guidance on Sales Practices, Expense Allocation and Other Relevant Areas Developed from the Results of the Targeted Review of Large Investment Fund Managers	1053
OSC Staff Notice 33-744 — Availability of Registration Exemptions to Foreign Dealers in Connection with Trades in Options and Futures Contracts Under the <i>Commodity Futures Act</i> (Ontario)	1070
OSC Staff Notice 33-745 — Compliance and Registrant Regulation — Annual Summary Report for Dealers, Advisers and Investment Fund Managers	1073
OSC Staff Notice 33-746 — Annual Summary Report for Dealers, Advisers and Investment Fund Managers	1073
OSC Staff Notice 33-747 — Annual Summary Report for Dealers, Advisers and Investment Fund Managers — Compliance and Registrant Regulation	1073
OSC Staff Notice 33-748 — Compliance and Registrant Regulation — Annual Summary Report for Dealers, Advisers and Investment Fund Managers	1074
OSC Staff Notice 33-749 — Compliance and Registrant Regulation — Annual Summary Report for Dealers, Advisers and Investment Fund Managers	1074
OSC Concept Paper 33-901 — Request For Comment Notice — Fair Dealing Model: Concept Paper of the Ontario Securities Commission — January 2004 [Withdrawn]	1113
3.4 — Fitness for Registration	
National Policy 34-201 — Breach of Requirements of Other Jurisdictions	1113
Multilateral Policy 34-202 — Registrants Acting as Corporate Directors [Withdrawn]	1113
OSC Policy 34-601 — Registration — Declaration of Personal Bankruptcy	1114
OSC Policy 34-602 — Suspension of Registration — Criminal Charges Pending	1114
OSC Staff Notice 34-701 — Publication of Decisions of the Director on Registration Matters under Part XI of the <i>Securities Act</i> (Ontario) (“Opportunities to be Heard”)	1114
3.5 — Non-Resident Registrants	
National Instrument 35-101 — Conditional Exemption from Registration for United States Broker-Dealers and Agents	1114

Table of Contents

Form 35-101F1 — Form of Submission to Jurisdiction and Appointment of Agent for Service of Process by Broker-Dealer 1114

Form 35-101F2 — Form of Submission to Jurisdiction and Appointment of Agent for Service of Process by Agents of the Broker-Dealer
 1117

Companion Policy 35-101CP — Conditional Exemption from Registration for United States Broker-dealers and Agents 1117

CSA Notice 35-301 — Conditional Exemption from Registration for United States Broker-Dealers and Agents 1119

OSC Rule 35-501 — Registration of Non-Residents [Withdrawn] 1119

OSC Rule 35-502 — Non-Resident Advisers 1119

OSC Rule 35-503 — Trades by Certain Members of The Toronto Stock Exchange 1120

OSC Policy 35-601 — Registration of Non-Resident Salesmen, Partners or Officers of Registered Dealers 1121

OSC Notice 35-704 — (Commodity Futures Act) — Non-Resident Advisers 1121

IV — Distribution Requirements

4.1 — Prospectus Contents — Non-Financial Matters

National Instrument 41-101 — General Prospectus Requirements 1122

Form 41-101F1 — Information Required in a Prospectus 1165

Form 41-101F2 — Information Required in an Investment Fund Prospectus 1202

Form 41-101F3 — Information Required in a Scholarship Plan Prospectus 1232

Form 41-101F4 — Information Required in an ETF Facts Document 1277

Companion Policy 41-101CP — Companion Policy to National Instrument 41-101 General Prospectus Requirements 1287

National Instrument 41-103 — Supplementary Prospectus Disclosure Requirements for Securitized Products 1321

National Policy 41-201 — Income Trusts and Other Indirect Offerings 1321

CSA Notice 41-301 — The Year 2000 Challenge Disclosure Issues [Withdrawn] 1333

CSA Notice 41-303 — Harmonization of Prospectus Requirements Across the CSA [Withdrawn] 1333

CSA Staff Notice 41-304 — Income Trusts: Prospectus Disclosure of Distributable [Withdrawn] 1333

CSA Staff Notice 41-305 — Share Structure Issues — Initial Public Offerings 1333

CSA Staff Notice 41-307 — Corporate Finance Prospectus Guidance — Concerns Regarding an Issuer’s Financial Condition and the Sufficiency of Proceeds from a Prospectus Offering 1334

OSC Rule 41-501 — General Prospectus Requirements 1340

Companion Policy 41-501CP — To Rule 41-501 General Prospectus Requirements 1340

OSC Rule 41-502 — Prospectus Requirements for Mutual Funds 1340

Companion Policy 41-502CP — To Ontario Securities Commission Rule 41-502 Prospectus Requirements for Mutual Funds 1340

OSC Policy 41-601 — Capital Pool Companies 1341

OSC Staff Notice 41-701 — Issuance of Receipts for Preliminary Prospectus and Prospectuses (previous version published May 2, 1997)
 1343

OSC Staff Notice 41-702 — Prospectus Practice Directive #1 — Personal Information Forms and Other Procedural Matters Regarding Preliminary Prospectus Filings 1343

OSC Staff Notice 41-703 — Corporate Finance Prospectus Practice Directive #2 — Exemption from Certain Prospectus Requirements to be Evidenced by a Receipt 1345

OSC Rule 41-801 — Implementing National Instrument 41-101 General Prospectus Requirements and Consequential Amendments 1346

4.2 — Prospectus Contents — Financial Matters

CSA Staff Notice 42-301 — Dual Reporting of Financial Information [Withdrawn] 1347

CSA Staff Notice 42-303 — Prospectus Requirements [Withdrawn] 1347

4.3 — Prospectus Filing Matters

National Instrument 43-101 — Standards of Disclosure for Mineral Projects 1347

Form 43-101F1 — Technical Report 1355

Companion Policy 43-101CP — To National Instrument 43-101 Standards of Disclosure for Mineral Projects 1359

National Policy 43-201 — Mutual Reliance Review System for Prospectuses 1369

CSA Notice 43-301 — Establishing an Advisory and Monitoring Committee [Withdrawn] 1369

CSA Notice 43-302 — Frequently Asked Questions NI 43-101 Standards of Disclosure for Mineral Projects [Withdrawn] 1369

CSA Staff Notice 43-303 — Standards of Disclosure Frequently Asked Questions — Revised 1369

CSA Notice 43-304 — Prospectus Filing Matters — Arthur Andersen LLP Consent [Withdrawn] 1369

Table of Contents

CSA Notice 43-305 — CSA Mining Technical Advisory and Monitoring Committee [Withdrawn]	1369
CSA Staff Notice 43-306 — Technical Reports Filed for Prospectus Offerings	1370
CSA Staff Notice 43-307 — Mining Technical Reports — Preliminary Economic Assessments	1370
CSA Staff Notice 43-308 — Professional Associations under NI 43-101 Standards of Disclosure for Mineral Projects	1372
CSA Staff Notice 43-309 — Review of Website Investor Presentations by Mining Issuers	1373
OSC Staff Notice 43-701 — Regarding National Instrument 43-101 [Withdrawn]	1383
OSC Staff Notice 43-702 — Review Time Frames for “Equity Line” Short Form Prospectuses [Withdrawn]	1383
OSC Staff Notice 43-704 — Mineral Brine Projects and National Instrument 43-101 Standards of Disclosure for Mineral Projects	1383
OSC Staff Notice 43-705 — Report on Staff’s Review of Technical Reports by Ontario Mining Issuers	1385
 4.4 — Alternative Forms of Prospectus	
National Instrument 44-101 — Short Form Prospectus Distributions	1393
Form 44-101F1 — Short Form Prospectus	1406
Companion Policy 44-101CP — To National Instrument 44-101 Short Form Prospectus Distributions	1425
National Instrument 44-102 — Shelf Distributions	1434
Companion Policy 44-102CP — To National Instrument 44-102 Shelf Distributions	1448
National Instrument 44-103 — Post-Receipt Pricing	1452
Companion Policy 44-103CP — To National Instrument 44-103 Post-Receipt Pricing	1459
CSA Staff Notice 44-301 — Frequently Asked Questions Regarding the New Prospectus Rules [Withdrawn]	1460
CSA Staff Notice 44-302 — Replacement of National Instrument 44-101 Short Form Prospectus Distributions [Withdrawn]	1460
CSA Staff Notice 44-303 — Filing of Notice of Intention to be Qualified to File a Short Form Prospectus under NI 44-101 Short Form Prospectus Distributions [Withdrawn]	1460
CSA Staff Notice 44-304 — Linked Notes Distributed under Shelf Prospectus System	1460
CSA Staff Notice 44-305 — 2015 Update — Structured Notes Distributed under the Shelf Prospectus System	1465
CSA Notice 44-401 — Concept Proposal for an Integrated Disclosure System [Withdrawn]	1471
OSC Rule 44-801 — Implementing National Instrument 44-101 — Short Form Prospectus Distributions	1471
 4.5 — Prospectus Exempt Distributions	
National Instrument 45-101 — Rights Offerings	1472
National Instrument 45-102 — Resale of Securities	1472
Form 45-102F1 — Notice of Intention to Distribute Securities under Section 2.8 of NI 45-102 Resale of Securities	1485
Companion Policy 45-102CP — Resale of Securities	1487
Multilateral Instrument 45-105 — Trades to Employees, Senior Officers, Directors, and Consultants	1490
National Instrument 45-106 — Prospectus Exemptions	1499
Form 45-106F1 — Report of Exempt Distribution	1534
Form 45-106F2 — Offering Memorandum for Non-Qualifying Issuers	1549
Form 45-106F3 — Offering Memorandum for Qualifying Issuers	1559
Form 45-106F4 — Risk Acknowledgement	1566
Form 45-106F5 — Risk Acknowledgement	1571
Form 45-106F6 — [Repealed]	1572
Form 45-106F7 — Information Memorandum for Short-term Securitized Products Distributed under Section 2.35.1	1572
Form 45-106F8 — Monthly Disclosure Report for Short-term Securitized Products Distributed under Section 2.35.1	1574
Form 45-106F9 — Form for Individual Accredited Investors	1576
Form 45-106F12 — Risk Acknowledgement Form for Family, Friend and Business Associate Investors	1577
Form 45-106F14 — Rights Offering Notice for Reporting Issuers	1579
Form 45-106F15 — Rights Offering Circular for Reporting Issuers	1580
Form 45-106F16 — Notice of Use of Proceeds	1588
Form 45-106F17 — Notice of Specified Key Events	1589
Companion Policy 45-106CP — Prospectus Exemptions	1589
Multilateral Instrument 45-108 — Crowdfunding	1605
Form 45-108F1 — Crowdfunding Offering Document	1616
Form 45-108F2 — Risk Acknowledgement	1626

Table of Contents

Form 45-108F3 — Confirmation of Investment Limits	1627
Form 45-108F4 — Notice of Specified Key Events	1628
Form 45-108F5 — Personal Information Form and Authorization to Collect, Use and Disclose Personal Information	1629
Companion Policy 45-108CP — Crowdfunding	1635
CSA Staff Notice 45-301 — MI 45-102 Resale of Securities [Withdrawn]	1643
CSA Notice 45-302 — Frequently Asked Questions Regarding the New Resale Rules [Withdrawn]	1643
CSA Staff Notice 45-304 — (Revised) Notice of Local Exemptions Related to NI 45-106 Prospectus Exemptions and NI 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations	1643
CSA Staff Notice 45-305 — FAQ Regarding NI 45-106 Prospectus and Registration Exemptions [Withdrawn]	1650
CSA Staff Notice 45-307 — Regulatory Developments Regarding Securitization	1650
CSA Staff Notice 45-308 (Revised) — Guidance for Preparing and Filing Reports of Exempt Distribution under National Instrument 45-106 Prospectus Exemptions	1651
CSA Staff Notice 45-310 — Update on CSA Staff Consultation Note 45-401 — Review of Minimum Amount and Accredited Investor Exemptions	1668
CSA Staff Notice 45-314 — Updated List of Current CSA Exempt Market Initiatives	1668
CSA Staff Notice 45-320 — Exemptions for Certain Foreign Issuers from the Requirement to Identify Purchasers as Registrants or Insiders in Reports of Exempt Distribution	1673
Multilateral CSA Staff Notice 45-322 — Potential Concerns with the Structure of Rights Offerings	1677
CSA Staff Notice 45-323 (Revised) — Update on Use of the Rights Offering Exemption in National Instrument 45-106 Prospectus Exemptions	1678
CSA Staff Notice 45-325 — Filing Requirement and Fee Payable for Exempt Distributions involving Fully Managed Accounts	1682
CSA Staff Consultation Note 45-401 — Review of Minimum Amount and Accredited Investor Exemptions	1685
OSC Rule 45-501 — Ontario Prospectus and Registration Exemptions	1685
Form 45-501F1 — Report of Exempt Distribution	1692
Companion Policy 45-501CP — To Ontario Securities Commission Rule 45-501 Ontario Prospectus and Registration Exemptions	1692
OSC Rule 45-502 — Dividend or Interest Reinvestment and Stock Dividend Plans	1696
OSC Rule 45-503 — Trades to Employees, Executives and Consultants [Withdrawn]	1696
OSC Rule 45-504 — Prospectus Exemptions for Distributions of Securities to Portfolio Advisors on Behalf of Fully Managed Accounts	1696
OSC Staff Notice 45-702 — Frequently Asked Questions Rule 45-501: OSC Rule — 45-501 — Ontario Prospectus and Registration Exemptions [Withdrawn]	1696
OSC Staff Notice 45-704 — OSC Small Business Advisory Committee [Withdrawn]	1697
OSC Notice 45-705 — Interpretation of Section 130.1 of the Securities Act	1697
OSC Notice 45-706 — OSC Small Business Advisory Committee [Withdrawn]	1697
OSC Staff Notice 45-707 — OSC Broadening Scope of Review of Prospectus Exemptions	1698
OSC Staff Notice 45-708 — Introduction of Electronic Report of Exempt Distribution [Withdrawn]	1699
OSC Staff Notice 45-709 — Tips for Filing Reports of Exempt Distribution [Withdrawn]	1699
OSC Staff Notice 45-710 — Considerations for New Capital Raising Prospectus Exemptions	1699
OSC Staff Notice 45-711 — Extension of Consultation Period — OSC Staff Consultation Paper 45-710	1700
OSC Notice 45-712 — Progress Report on Review of Prospectus Exemptions to Facilitate Capital Raising	1700
OSC Staff Notice 45-713 — Reports of Exempt Distribution — Compliance with Filing Requirements [Withdrawn]	1700
OSC Staff Notice 45-714 — Summaries of Exempt Distribution Information	1700
OSC Staff Notice 45-715 — 2017 Ontario Exempt Market Report	1701
OSC Staff Notice 45-716 — 2018 Ontario Exempt Market Report	1701
OSC Rule 45-801 — Implementing Multilateral Instrument 45-105 Trades to Employees, Senior Officers, Directors, and Consultants	1701
OSC Rule 45-802 — Implementing National Instrument 45-106 Prospectus and Registration Exemptions and Ontario Securities Commission Rule 45-501 Ontario Prospectus and Registration Exemptions	1701
4.6 — Requirements Affecting Distributions by Certain Issuers	
National Policy 46-201 — Escrow for Initial Public Offerings	1701
Form 46-201F1 — Escrow Agreement	1708
CSA Notice 46-301 — Proposal for Uniform Terms of Escrow Applicable to Initial Public Distributions [Withdrawn]	1718

Table of Contents

CSA Notice 46-302 — Consent to Amend Existing Escrow Agreements [Withdrawn]	1718
CSA Notice 46-303 — Principal Protected Notes	1719
CSA Notice 46-304 — Update on Principal Protected Notes	1720
CSA Notice 46-305 — Second Update on Principal Protected Notes	1722
CSA Multilateral Staff Notice 46-306 — Third Update on Principal Protected Notes	1724
CSA Staff Notice 46-307 — Cryptocurrency Offerings	1725
CSA Staff Notice 46-308 — Securities Law Implications for Offerings of Tokens	1729
CSA Staff Notice 46-309 — Bail-in Debt	1734
OSC Rule 46-501 — Self-Directed Registered Education Savings Plans	1736
4.7 — Advertising and Marketing	
National Policy 47-201 — Trading Securities Using the Internet and Other Electronic Means	1736
CSA Staff Notice 47-302 — Pre-Marketing of Underwriters’ Options of Bought Deals	1738
OSC Policy 47-601 — Advertising During Waiting Period Between Preliminary and Final Prospectuses	1738
4.8 — Distribution Restrictions	
OSC Rule 48-501 — Trading during Distributions, Formal Bids and Share Exchange Transactions	1738
Companion Policy 48-501CP — To Rule 48-501 Trading During Distributions, Formal Bids and Share Exchange Transactions	1742
Companion Policy 48-701 — Notice of Lapse of SEC No-Action Letter Regarding US Trading Rules and MJDS Transactions	1744
V — Ongoing Requirements for Issuers and Insiders	
5.1 — Disclosure — General	
National Instrument 51-101 — Standards of Disclosure for Oil and Gas Activities	1745
Form 51-101F1 — Statement of Reserves Data and Other Oil and Gas Information	1754
Form 51-101F2 — Report on [Reserves Data] [,] [Contingent Resources Data] [and] [Prospective Resources Data] By Independent Qualified Reserves Evaluator or Auditor	1760
Form 51-101F3 — Report of Management and Directors on Oil and Gas Disclosure	1762
Form 51-101F4 — Notice of Filing of 51-101F1 Information	1763
Form 51-101F5 — Notice of Ceasing to Engage in Oil and Gas Activities	1763
Companion Policy 51-101 Companion Policy — To NI 51-101 Standards of Disclosure for Oil and Gas Activities	1764
National Instrument 51-102 — Continuous Disclosure Obligations	1782
Form 51-102F1 — Management’s Discussion & Analysis	1813
Form 51-102F2 — Annual Information Form	1822
Form 51-102F3 — Material Change Report	1835
Form 51-102F4 — Business Acquisition Report	1836
Form 51-102F5 — Information Circular	1838
Form 51-102F6 — Statement of Executive Compensation (in respect of financial years ending on or after December 31, 2008)	1847
Form 51-102F6V — Statement of Executive Compensation — Venture Issuers	1862
Companion Policy 51-102CP — Continuous Disclosure Obligations	1868
National Policy 51-201 — Disclosure Standards	1885
CSA Notice 51-301 — Conversion of Corporate Issuers to Trusts [Withdrawn]	1895
CSA Notice 51-302 — The Year 2000 Challenge Disclosure Issues [Withdrawn]	1895
CSA Notice 51-303 — CSA Follow-up of Inadequate Year 2000 Disclosure [Withdrawn]	1895
CSA Notice 51-307 — Status of Proposed Continuous Disclosure Rule [Withdrawn]	1896
CSA Staff Notice 51-308 — Filing of Management’s Discussion and Analysis and National Instrument 51-102 — Continuous Disclosure Obligations [Withdrawn]	1896
CSA Staff Notice 51-309 — National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities — Acceptance of Certain Foreign Professional Boards as a “Professional Organization”	1896
CSA Multilateral Staff Notice 51-310 — Report on Staff’s Continuous Disclosure Review of Income Trust Issuers	1897
CSA Staff Notice 51-311 — Frequently Asked Questions Regarding National Instrument 51-102 Continuous Disclosure Obligations	1900
CSA Staff Notice 51-312 — Harmonized Continuous Disclosure Review Program	1905
CSA Staff Notice 51-313 — Frequently Asked Questions National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities [Withdrawn]	1907

Table of Contents

CSA Staff Notice 51-314 — Retirement Benefits Disclosure [Withdrawn] 1907

CSA Staff Notice 51-316 — Continuous Disclosure Review of Smaller Issuers 1907

CSA Staff Notice 51-317 — Standards of Disclosure for Oil and Gas Activities — Application of Canadian Oil and Gas Evaluation Handbook [Withdrawn] 1913

CSA Notice 51-319 — Report on Staff’s Second Continuous Disclosure Review of Income Trust Issuers 1913

CSA Staff Notice 51-320 — Options Backdating 1917

CSA Staff Notice 51-321 — Questions and Answers Concerning Resources and Possible Reserves — NI 51-101 Standards of Disclosure for Oil and Gas Activities [Withdrawn] 1918

CSA Notice 51-322 — Reporting Issuer Defaults 1918

CSA Notice 51-323 — XBRL Filing Program and Request for Volunteers 1919

CSA Notice 51-324 — (Revised) Glossary to NI 51-101 Standards of Disclosure for Oil and Gas Activities 1920

CSA Staff Notice 51-326 — Continuous Disclosure Review Program Activities for Fiscal 2008 [Withdrawn] 1936

CSA Staff Notice 51-327 (Revised) — Guidance on Oil and Gas Disclosure 1936

CSA Staff Notice 51-328 — Continuous Disclosure Considerations Related to Current Economic Conditions 1943

CSA Staff Notice 51-329 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2009 [Withdrawn] 1947

CSA Staff Notice 51-330 — Guidance Regarding the Application of Forward-looking Information Requirements under NI 51-102 Continuous Disclosure Obligations 1948

CSA Staff Notice 51-331 — Report on Staff’s Review of Executive Compensation Disclosure 1950

CSA Staff Notice 51-332 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2010 [Withdrawn] 1955

CSA Staff Notice 51-333 — Environmental Reporting Guidance 1955

CSA Staff Notice 51-334 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2011 [Withdrawn] 1974

CSA Multilateral Staff Notice 51-336 — Issuers Using Mass Advertising 1974

CSA Staff Notice 51-337 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2012 [Withdrawn] 1975

Multilateral CSA Staff Notice 51-338 — Continuous Disclosure and Prospectus Requirements Relating to Documents Prepared under the U.S. Securities and Exchange Act of 1934 1975

OSC Staff Notice 51-339 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2013 1976

CSA Notice 51-340 — Update on Proposed National Instrument 51-103 — Ongoing Governance and Disclosure Requirements for Venture Issues 1986

CSA Staff Notice 51-341 — Continuous Disclosure Review Program Activities for the Fiscal Year Ended March 31, 2014 1986

CSA Staff Notice 51-342 — Staff Review of Issuers Entering Into Medical Marijuana Business Opportunities 1997

CSA Staff Notice 51-344 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2015 1997

CSA Staff Notice 51-345 — Disclosure of Abandonment and Reclamation Costs in National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities and Related Forms 2009

CSA Staff Notice 51-346 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2016 2010

CSA Multilateral Staff Notice 51-347 — Disclosure of cyber security risks and incidents 2024

CSA Staff Notice 51-348 — Staff’s Review of Social Media Used by Reporting Issuers 2027

CSA Multilateral Staff Notice 51-349 — Report on the Review of Investment Entities and Guide for Disclosure Improvements 2034

CSA Staff Notice 51-350 — Extension of Consultation Period — CSA Consultation Paper 51-404 Considerations for Reducing Regulatory Burden for Non-Investment Fund Reporting Issuers 2046

CSA Staff Notice 51-351 — Continuous Disclosure Review Program Activities for the fiscal year ended March 31, 2017 2046

Staff Notice 51-352 — Issuers with U.S. Marijuana-Related Activities 2048

CSA Staff Notice 51-353 — Update on CSA Consultation Paper 51-404 Considerations for Reducing Regulatory Burden for Non-Investment Fund Reporting Issuers 2051

CSA Staff Notice 51-354 — Report on Climate change-related Disclosure Project 2051

CSA Staff Notice 51-355 — Continuous Disclosure Review Program Activities for the fiscal years ended March 31, 2018 and March 31, 2017 2073

CSA Staff Notice 51-356 — Problematic Promotional Activities by Issuers 2088

CSA Staff Notice 51-357 — Staff Review of Reporting Issuers in the Cannabis Industry 2091

CSA Notice 51-401 — Concept Proposal for an Integrated Disclosure System [Withdrawn] 2100

Table of Contents

CSA Notice 51-402 — Illegal Insider Trading in Canada: Recommendations on Prevention, Detection and Deterrence Report [Withdrawn]	2100
CSA Multilateral Consultation Paper 51-403 — Tailoring Venture Issuer Regulation [Withdrawn]	2101
CSA Consultation Paper 51-404 — Considerations for Reducing Regulatory Burden for Non-Investment Fund Reporting Issuers	2101
OSC Rule 51-501 — AIF and MD&A	2101
Companion Policy 51-501CP — To OSC Rule 51-501 AIF and MD&A	2101
OSC Policy 51-601 — Reporting Issuer Defaults	2101
OSC Policy 51-603 — Reciprocal Filings [Withdrawn]	2103
OSC Policy 51-604 — Defence for Misrepresentations in Forward-Looking Information	2103
OSC Staff Notice 51-703 — Implementation of Reporting Issuer Continuous Disclosure Review Program, Corporate Finance Branch [Withdrawn]	2105
OSC Staff Notice 51-705 — Rule to Lapse: Certain Trades in Securities of Junior Resources Issuers	2106
OSC Staff Notice 51-706 (2001) — Corporate Finance Report	2106
OSC Staff Notice 51-706 (2002) — Corporate Finance Report	2106
OSC Staff Notice 51-706 (2003) — Corporate Finance Report	2106
OSC Staff Notice 51-706 (2004) — Corporate Finance Report	2106
OSC Staff Notice 51-706 (2005) — Corporate Finance Report	2106
OSC Staff Notice 51-706 (2006) — Corporate Finance Report	2106
OSC Staff Notice 51-706 (2007) — Corporate Finance Branch Report	2106
OSC Staff Notice 51-706 (2008) — Corporate Finance Branch Report	2106
OSC Staff Notice 51-706 (2009) — Corporate Finance Branch Report	2106
OSC Staff Notice 51-706 (2010) — Corporate Finance Branch Report	2106
OSC Staff Notice 51-707 — OSC Continuous Disclosure Advisory Committee [Withdrawn]	2123
OSC Staff Notice 51-708 — OSC Continuous Disclosure Advisory Committee [Withdrawn]	2123
OSC Staff Notice 51-709 — Refilings and Corrections of Errors as a Result of Regulatory Reviews [Withdrawn]	2123
OSC Staff Notice 51-711 — List of Refilings and Corrections of Errors as a Result of Regulatory Reviews	2123
OSC Staff Notice 51-712 — Corporate Finance Review Program Report [Withdrawn]	2125
OSC Staff Notice 51-713 — Report on Staff’s Review of MD&A	2125
OSC Notice 51-714 — OSC Continuous Disclosure Advisory Committee	2132
OSC Staff Notice 51-715 — Corporate Finance Review Program Report [Withdrawn]	2132
OSC Staff Notice 51-716 — Environmental Reporting	2132
OSC Notice 51-717 — Corporate Governance and Environmental Disclosure	2136
OSC Staff Notice 51-718 — Key Considerations Relating to an Auditor’s Involvement with Interim Financial Reports	2137
OSC Staff Notice 51-719 — Emerging Markets Issuer Review	2139
OSC Staff Notice 51-720 — Issuer Guide for Companies Operating in Emerging Markets	2148
OSC Staff Notice 51-721 — Forward-Looking Information Disclosure	2161
OSC Staff Notice 51-722 — Report on a Review of Mining Issuers’ Management’s Discussion and Analysis and Guidance	2173
OSC Staff Notice 51-723 — Report on Staff’s Review of Related Party Transaction Disclosure and Guidance on Best Practices	2192
OSC Staff Notice 51-724 — Report on Staff’s Review of REIT Distributions Disclosure	2199
OSC Staff Notice 51-725 — Corporate Finance Branch — 2014-2015 Annual Report	2209
OSC Staff Notice 51-726 — Report on Staff’s Review of Insider Reporting and User Guides for Insiders and Issuers	2209
OSC Staff Notice 51-727 — Corporate Finance Branch — 2015-2016 Annual Report	2220
OSC Staff Notice 51-728 — Corporate Finance Branch 2016-2017 Annual Report	2221
OSC Staff Notice 51-729 — Corporate Finance Branch 2017-2018 Annual Report	2238
OSC Rule 51-801 — Implementing National Instrument 51-102 Continuous Disclosure Obligations	2239
Companion Policy 51-801CP — To Ontario Securities Commission Rule 51-801 Implementing National Instrument 51-102 Continuous Disclosure Obligations	2240
OSC Notice 51-901 — Report of the Toronto Stock Exchange Committee on Corporate Disclosure and Proposed Changes to the Definitions of “Material Fact” and Material “Change”	2240
OSC Notice 51-902 — Proposal for a Statutory Civil Remedy for Investors in the Secondary Market	2241
5.2 — Financial Disclosure	
National Instrument 52-107 — Acceptable Accounting Principles and Auditing Standards	2241

Table of Contents

Companion Policy 52-107CP — To National Instrument 52-107 Acceptable Accounting Principles and Auditing Standards 2255

National Instrument 52-108 — Auditor Oversight 2259

Companion Policy 52-108CP — Auditor Oversight 2261

National Instrument 52-109 — Certification of Disclosure in Issuers’ Annual and Interim Filings 2263

Form 52-109F1 — Certification of Annual Filings — Full Certificate 2268

Form 52-109FV1 — Certification of Annual Filings — Venture Issuer Basic Certificate 2269

Form 52-109F1–IPO/RTO — Certification of Annual Filings Following an Initial Public Offering, Reverse Takeover or Becoming a Non-Venture Issuer 2269

Form 52-109F1R — Certification of Refiled Annual Filings 2270

Form 52-109F1–AIF — Certification of Annual Filings in Connection with Voluntarily Filed AIF 2271

Form 52-109F2 — Certification of Interim Filings — Full Certificate 2271

Form 52-109FV2 — Certification of Interim Filings — Venture Issuer Basic Certificate 2272

Form 52-109F2–IPO/RTO — Certification of Interim Filings Following an Initial Public Offering, Reverse Takeover or Becoming a Non-Venture Issuer 2272

Form 52-109F2R — Certification of Refiled Interim Filings 2273

Companion Policy 52-109CP — To National Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim Filings 2273

National Instrument 52-110 — Audit Committees 2289

Form 52-110F1 — Audit Committee Information Required in an AIF 2295

Form 52-110F2 — Disclosure by Venture Issuers 2296

Companion Policy 52-110CP — To National Instrument 52-110 Audit Committees 2297

CSA Notice 52-112 — Proposed National Instrument 52-112 Non-GAAP and Other Financial Measures Disclosure, Proposed Companion Policy and Related Proposed Consequential Amendments and Change 2299

CSA Notice 52-301 — Audit Committees 2299

CSA Staff Notice 52-302 — Dual Reporting of Financial Information 2299

CSA Staff Notice 52-303 — Non-GAAP Earnings Measures [Withdrawn] 2299

CSA Staff Notice 52-304 — Application of National Policy Statement 31 Change of Auditor of a Reporting Issuer and National Instrument 81-102 Mutual Funds [Withdrawn] 2299

CSA Notice 52-305 — Optional Use of US GAAP and US GAAS by SEC Issuers 2300

CSA Staff Notice 52-306 (Revised) — Non-GAAP Financial Measures 2300

CSA Staff Notice 52-307 — Auditor Oversight and Financial Statements Accompanied by an Audit Report Dated on or after March 30, 2004 2302

CSA Notice 52-308 — Status of Proposed Instrument Regarding Reporting on Internal Control over Financial Reporting 2302

CSA Staff Notice 52-309 — Multilateral Instrument 52-110 Audit Committees Compliance Review 2302

CSA Notice 52-310 — Regarding Proposed Timing of Proposed MI 52-111 and Companion Policy 52-111CP Reporting on Internal Control over Financial Reporting 2303

CSA Staff Notice 52-311 — Regarding the Required Forms of Certificates under Multilateral Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim Filings 2303

CSA Staff Notice 52-312 — Audit Committee Compliance Review 2309

CSA Notice 52-313 — Status of Proposed MI 52-111 Reporting on Internal Control over Financial Reporting and Proposed Amended and Restated MI 52-109 Certification of Disclosure in Issuers’ Annual and Interim Findings 2312

CSA Notice 52-314 — Securities Regulators Want Your Feedback on XBRL [Withdrawn] 2312

CSA Staff Notice 52-315 — Certification Compliance Review 2312

CSA Staff Notice 52-316 — Certification of Design of Internal Control Over Financial Reporting [Withdrawn] 2314

CSA Notice 52-317 — Timing of Proposed National Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim Filings [Withdrawn] 2314

CSA Staff Notice 52-318 — Audit Committee Follow-up Compliance Review 2314

CSA Notice 52-319 — Status of Proposed Repeal and Replacement of Multilateral Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim Filings [Withdrawn] 2316

CSA Staff Notice 52-320 — Disclosure of Expected Changes in Accounting Policies Relating to Changeover to International Financial Reporting Standards 2316

CSA Staff Notice 52-321 — Early Adoption of International Financial Reporting Standards, Use of US GAAP and Reference to IFRS-IASB 2318

Table of Contents

CSA Staff Notice 52-322 — Status of Proposed Repeal and Replacement of Multilateral Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim Filings [Withdrawn]	2319
CSA Staff Notice 52-323 — Coming into Force of National Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim Filings and Consequential Policy Amendments	2319
CSA Staff Notice 52-324 — Issues relating to changeover to International Financial Reporting Standards	2319
CSA Staff Notice 52-325 — Certification Compliance Review	2321
CSA Staff Notice 52-326 — IFRS Transition Disclosure Review	2326
CSA Staff Notice 52-327 — Certification Compliance Update	2331
CSA Staff Notice 52-328 — Disclosures About Accounting Policies in the Year of Changeover to International Financial Reporting Standards	2337
CSA Staff Notice 52-329 — Distribution Disclosures and Non-GAAP Financial Measures in the Real Estate Industry	2338
CSA Staff Notice 52-330 — Update on CSA Consultation Paper 52-404 Approach to Director and Audit Committee Member Independence	2346
CSA Discussion Paper 52-401 — Financial Reporting in Canada’s Capital Markets [Withdrawn]	2351
CSA Concept Paper 52-402 — Possible changes to securities rules relating to International Financial Reporting Standards [Withdrawn]	2351
CSA Consultation Paper 52-403 — Auditor Oversight — Issues in Foreign Jurisdictions	2351
CSA Consultation Paper 52-404 — Approach to Director and Audit Committee Member Independence	2351
OSC Rule 52-501 — Financial Statements	2351
Companion Policy 52-501CP — To OSC Rule 52-501 Financial Statements	2351
OSC Policy 52-601 — Application for Exemption of Interim Financial Statements [Withdrawn]	2352
OSC Staff Notice 52-701 — Initial Report on Staff’s Review of Revenue Recognition, Continuous Disclosure Team and Corporate Finance Branch, February 2001	2352
OSC Notice 52-703 — Pre-Filing Consultation on Innovative or Unusual Financial Reporting	2358
OSC Staff Accounting Communiqué 52-706 — No Requirement to Provide Management Report under CICA [Withdrawn]	2358
Staff Accounting Notice 52-709 — Income Statement Presentation of Goodwill Charges [Withdrawn]	2358
OSC Staff Notice 52-711 — Income Statement Presentation [Withdrawn]	2358
OSC Staff Accounting Communiqué 52-712 — Accounting Basis in an Initial Public Offering (IPO) [Withdrawn]	2358
OSC Staff Notice 52-713 — Report on Staff’s Review of Interim Financial Statements and Interim Management’s Discussion and Analysis [Withdrawn]	2358
OSC Staff Accounting Communiqué 52-714 — Restructuring and Similar Charges (Including Write-downs of Goodwill) [Withdrawn]	2358
OSC Staff Notice 52-717 — Certification of Annual and Interim Filings Venture Issuer Basic Certificates [Withdrawn]	2358
OSC Staff Notice 52-718 — IFRS Transition Disclosure Review	2358
OSC Staff Notice 52-719 — Going Concern Disclosure Review	2364
OSC Staff Notice 52-720 — Office of the Chief Accountant — Financial Reporting Bulletin — February 2012	2368
OSC Staff Notice 52-721 — Office of the Chief Accountant Financial Reporting Bulletin	2374
OSC Staff Notice 52-722 — Report on Staff’s Review of Non-GAAP Financial Measures and Additional GAAP Measures	2382
OSC Staff Notice 52-723 — Office of th Chief Accountant Financial Reporting Bulletin	2382
5.3 — Timely Disclosure	
CSA Notice 53-301 — CSA Task Force on Civil Remedies [Withdrawn]	2391
CSA Notice 53-302 — Proposal for a Statutory Civil Remedy for Investors in the Secondary Market and Response to the Proposed Change to the Definitions “Material Fact” and “Material Change” [Withdrawn]	2391
OSC Staff Notice 53-701 — Staff Report on Corporate Disclosure Survey	2391
5.4 — Proxy Solicitation	
National Instrument 54-101 — Communication with Beneficial Owners of Securities of a Reporting Issuer	2393
Form 54-101F1 — Explanation to Clients and Client Response Form	2406
Form 54-101F2 — Request for Beneficial Ownership Information	2407
Form 54-101F3 — Omnibus Proxy (Depositories)	2411
Form 54-101F4 — Omnibus Proxy (Proximate Intermediaries)	2412
Form 54-101F5 — Electronic Format for NOBO List	2412
Form 54-101F6 — Request for Voting Instructions Made by Reporting Issuer	2412

Table of Contents

Form 54-101F7 — Request for Voting Instructions Made by Intermediary	2414
Form 54-101F8 — [Repealed]	2414
Form 54-101F9 — Undertaking	2414
Form 54-101F10 — Undertaking	2415
Companion Policy 54-101CP — Communication with Beneficial Owners of Securities of a Reporting Issuer	2415
National Instrument 54-102 — Interim Financial Statement & Report Exemption	2425
CSA Staff Notice 54-301 — Frequently Asked Questions about National Instrument 54-101 Communication with Beneficial Owners of Securities of a Reporting Issuer	2425
OSC Rule 54-302 — Update on CSA Consultation Paper 54-401 Review of the Proxy Voting Infrastructure	2428
OSC Rule 54-303 — Progress Report on Review of the Proxy Voting Infrastructure	2428
CSA Multilateral Staff Notice 54-304 — Final Report on Review of the Proxy Voting Infrastructure and Request for Comments on Proposed Meeting Vote Reconciliation Protocols	2428
CSA Staff Notice 54-305 — Meeting Vote Reconciliation Protocols	2428
CSA Consultation Paper 54-401 — Review of the Proxy Voting Infrastructure [Withdrawn]	2444
OSC Rule 54-501 — Prospectus Disclosure	2444
OSC Staff Notice 54-701 — Regulatory Developments Regarding Shareholder Democracy Issues	2444
OSC Staff Notice 54-702 — Corporate Finance Guidance — Notice-and-access: Interaction with National Policy 11-201 Electronic Delivery of Documents and the Ontario <i>Business Corporations Act</i>	2445
5.5 — Insider Reporting	
National Instrument 55-101 — Insider Reporting Exemptions	2446
Companion Policy 55-101CP — To National Instrument 55-101 Insider Reporting Exemptions	2447
National Instrument 55-102 — System for Electronic Disclosure by Insiders (SEDI)	2447
Form 55-102F1 — Insider Profile	2449
Form 55-102F2 — Insider Report	2453
Form 55-102F3 — Issuer Profile Supplement	2458
Form 55-102F4 — Issuer Event Report	2462
Form 55-102F5 — SEDI User Registration Form	2462
Form 55-102F6 — Insider Report	2465
Companion Policy 55-102CP — To National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI)	2467
Multilateral Instrument 55-103 — Insider Reporting for Certain Derivative Transactions (Equity Monetization)	2468
Companion Policy 55-103CP — To Multilateral Instrument 55-103 Insider Reporting for Certain Derivative Transactions (Equity Monetization)	2469
National Instrument 55-104 — Insider Reporting Requirements and Exemptions	2469
Companion Policy 55-104CP — Insider Reporting Requirements and Exemptions	2476
CSA Notice 55-301 — Filing Insider Reports By Facsimile and Exemption where Minimal Connection to Jurisdiction	2482
CSA Notice 55-302 — SEDI Implementation Date Postponed [Withdrawn]	2482
CSA Staff Notice 55-303 — SEDI Extension of Electronic Filing and Reporting Deadlines [Withdrawn]	2482
CSA Staff Notice 55-304 — System for Electronic Disclosure by Insiders (SEDI) National Instrument 55-102 [Withdrawn]	2482
CSA Staff Notice 55-305 — Interim Requirements for Insiders and Issuers Affected By Suspension of SEDI Operation [Withdrawn]	2482
CSA Notice 55-306 — Applications for Relief from Insider Reporting Requirements by Certain Vice-Presidents [Withdrawn]	2482
CSA Staff Notice 55-307 — Reminder to File Paper Insider Reports Using the Correct Codes [Withdrawn]	2482
CSA Staff Notice 55-308 — Questions on Insider Reporting [Withdrawn]	2482
CSA Staff Notice 55-309 — Launch of the System for Electronic Disclosure by Insiders (SEDI) and Other Insider Reporting Matters [Withdrawn]	2483
CSA Staff Notice 55-310 — Questions and Answers on the System for Electronic Disclosure by Insiders (SEDI)	2483
CSA Notice 55-311 — System for Electronic Disclosure by Insiders (SEDI) — Issuer Profile Supplement Filing Requirement [Withdrawn]	2483
CSA Staff Notice 55-312 — Insider Reporting Guidelines for Certain Derivative Transactions (Equity Monetization) (Revised)	2483
CSA Staff Notice 55-314 — Use of the Terms “Senior Officer”, “Officer” and “Insider” in NI 55-101 Insider Reporting Exemptions [Withdrawn]	2491
CSA Staff Notice 55-315 — Frequently Asked Questions about National Instrument 55-104 Insider Reporting Requirements and Exemptions	2491

Table of Contents

CSA Staff Notice 55-316 — Questions and Answers on Insider Reporting and the System for Electronic Disclosure by Insiders (SEDI)	2495
OSC Rule 55-501 — Insider Report	2526
OSC Rule 55-502 — Facsimile Filing or Delivery of Section 109 Reports	2526
OSC Staff Notice 55-701 — Automatic Securities Disposition Plans and Automatic Securities Purchase Plans	2526
5.6 — Restricted Shares	
OSC Rule 56-501 — Restricted Shares	2528
5.7 — Cease Trade Orders	
CSA Staff Notice 57-301 — Failing to File Financial Statements on Time — Management Cease Trade Orders [Withdrawn]	2531
CSA Multilateral Staff Notice 57-302 — Failure to File Certificates Under Multilateral Instrument 52-109 — Certification of Disclosure in Issuers' Annual and Interim Filings [Withdrawn]	2531
CSA Staff Notice 57-303 — Frequently Asked Questions Regarding Management Cease Trade Orders Issued as a Consequence of a Failure to File Financial Statements [Withdrawn]	2531
OSC Policy 57-602 — Cease Trading Orders — Applications for Partial Revocation to Permit a Securityholder to Establish a Tax Loss	2532
OSC Policy 57-603 — Defaults by Reporting Issuers in Complying with Financial Statement Filing Requirements	2532
5.8 — Corporate Governance	
National Instrument 58-101 — Disclosure of Corporate Governance Practices	2532
Form 58-101F1 — Corporate Governance Disclosure	2533
Form 58-101F2 — Corporate Governance Disclosure (Venture Issuers)	2535
National Policy 58-201 — Corporate Governance Guidelines	2536
CSA Notice 58-301 — Extension of Comment Period for Proposed Multilateral Policy Effective Corporate Governance and Proposed Multilateral Instrument Disclosure of Corporate Governance Practices [Withdrawn]	2539
CSA Staff Notice 58-302 — Implementation of Corporate Governance Policy and Related Disclosure Instrument [Withdrawn]	2539
CSA Staff Notice 58-303 — Corporate Governance Disclosure Compliance Review	2539
CSA Staff Notice 58-304 — Review of NI 58-101 Disclosure of Corporate Governance Practices and NP 58-201 Corporate Governance Guidelines [Withdrawn]	2542
CSA Staff Notice 58-305 — Status Report on the Proposed Changes to the Corporate Governance Regime	2542
CSA Staff Notice 58-306 — 2010 Corporate Governance Disclosure Compliance Review	2542
CSA Multilateral Staff Notice 58-307 — Staff Review of Women on Boards and in Executive Officer Positions — Compliance with NI 58-101 Disclosure of Corporate	2555
CSA Multilateral Staff Notice 58-308 — Staff Review of Women on Boards and in Executive Officer Positions — Compliance with NI 58-101 Disclosure of Corporate Governance Practices	2555
CSA Multilateral Staff Notice 58-309 — Staff Review of Women on Boards and in Executive Officer Positions — Compliance with NI 58-101 Disclosure of Corporate Governance Practices	2564
CSA Multilateral Staff Notice 58-310 — Report on Fourth Staff Review of Disclosure regarding Women on Boards and in Executive Officer Positions	2579
OSC Staff Consultation Paper 58-401 — Disclosure Requirements Regarding Women on Boards and in Senior Management	2589
OSC Staff Notice 58-701 — Extension of Consultation Period — OSC Staff Consultation Paper 58-401 — Disclosure Requirements Regarding Women on Boards and In Senior Management	2590
VI — Take-Over Bids and Special Transactions	
6.1 — Special Transactions	
Multilateral Instrument 61-101 — Protection of Minority Security Holders in Special Transactions	2591
Companion Policy 61-101CP — To Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions	2610
CSA Staff Notice 61-301 — Staff Guidance on the Practice of “Mini-Tenders”	2615
CSA Multilateral Staff Notice 61-302 — Staff Review and Commentary on Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions	2616
CSA Staff Notice 61-303 — and Request for Comment — Soliciting Dealer Arrangements	2623
OSC Rule 61-501 — Insider Bids, Issuer Bids, Business Combination and Related Party Transactions	2623
Companion Policy 61-501CP — To Ontario Securities Commission Rule 61-501 Insider Bids, Issuer Bids, Going Private Transactions and Related Party Transactions	2623

Table of Contents

OSC Staff Notice 61-701 — Applications for Exemptive Relief under Rule 61-501	2623
OSC Rule 61-801 — Implementing Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions	2623
6.2 — Take-Over Bids	
National Instrument 62-101 — Control Block Distribution Issues	2624
National Instrument 62-102 — Disclosure of Outstanding Share Data	2624
National Instrument 62-103 — The Early Warning System and Related Take-Over Bid and Insider Reporting Issues	2624
National Instrument 62-104 — Take-Over Bids and Issuer Bids	2638
Form 62-104F1 — Take-Over Bid Circular	2653
Form 62-104F2 — Issuer Bid Circular	2656
Form 62-104F3 — Directors’ Circular	2659
Form 62-104F4 — Director’s or Officer’s Circular	2661
Form 62-104F5 — Notice of Change or Notice of Variation	2663
CSA Notice 62-105 — Security Holder Rights Plans	2664
National Policy 62-201 — Bids Made Only in Certain Jurisdictions	2664
National Policy 62-202 — Take-Over Bids — Defensive Tactics	2665
National Policy 62-203 — Take-Over Bids and Issuer Bids	2665
CSA Notice 62-301 — CSA Notice on Implementation of the Zimmerman Amendments Governing the Conduct of Take-Over and Issuer Bids [Withdrawn]	2669
CSA Staff Notice 62-302 — Prospectus Filing Matters — Arthur Andersen LLP Consent [Withdrawn]	2669
CSA Staff Notice 62-303 — Identifying the Offeror in a Take-over Bid [Withdrawn]	2669
CSA Staff Notice 62-304 — Conditions in Financing Arrangements for Take-over Bids and Issuer Bids [Withdrawn]	2669
CSA Staff Notice 62-305 — Varying the Terms of Take-Over Bids	2669
CSA Staff Notice 62-306 — Update on Proposed National Instrument 62-105 Security Holder Rights Plans and AMF Consultation Paper An Alternative Approach to Securities Regulators’ Intervention in Defensive Tactics	2670
CSA Staff Notice 62-307 — Update on Proposed Amendments to Multilateral Instrument 62-104 Take-Over Bids and Issuer Bids, National Instrument 62-103 Early Warning System and Related Take-Over Bid and Insider Reporting Issues and National Policy 62-203 Take-Over Bids and Issuer Bids	2673
OSC Rule 62-501 — Prohibited Stock Market Purchases of the Offeree’s Securities by the Offeror During a Take-Over Bid	2676
OSC Rule 62-503 — Financing of Take-Over Bids and Issuer Bids	2677
OSC Rule 62-504 — Take-Over Bids and Issuer Bids	2677
OSC Policy 62-601 — Securities Exchange Take-Over Bids — Trades in the Offeror’s Securities	2677
OSC Policy 62-602 — Business and Asset Combinations	2677
OSC Notice 62-701 — Staff Investigation in Respect of Loan by Stelco Inc. to Controlling Shareholder of Clarus Corporation	2677
OSC Rule 62-904 — In The Matter Of The Recognition Of Certain Jurisdictions — Recognition Order — Clauses 93(1)(e) and 93(3)(h) of the Act [Withdrawn]	2678

VII — Securities Transactions Outside the Jurisdictions

7.1 — International Issuers

National Instrument 71-101 — The Multijurisdictional Disclosure System	2679
Form 71-101F1 — Forms of Submission to Jurisdiction and Appointment of Agent for Service of Process	2698
Companion Policy 71-101CP — To National Instrument 71-101 The Multijurisdictional Disclosure System	2700
National Instrument 71-102 — Continuous Disclosure and Other Exemptions Relating to Foreign Issuers	2706
Companion Policy 71-102CP — Continuous Disclosure and Other Exemptions Relating to Foreign Issuers	2713
CSA Staff Notice 71-301 — SEC Proposed Rule: Mandated Edgar Filing for Foreign Issuers	2714
Rule 71-801 — Implementing the Multijurisdictional Disclosure System	2715
OSC Rule 71-802 — Implementing National Instrument 71-102 Continuous Disclosure and Other Exemptions Relating to Foreign Issuers	2716

7.2 — Distributions Outside The Jurisdiction

CSA Staff Notice 72-301 — Distributions Outside the Local Jurisdiction [Withdrawn]	2717
OSC Rule 72-501 — Prospectus Exemption For First Trade Over A Market Outside Ontario	2717
OSC Rule 72-503 — Distributions Outside Canada and Companion Policy 72-503 Distributions Outside Canada	2718

Table of Contents

Form 72-503F — Report of Distributions Outside Canada 2721

VIII — Investment Funds

8.1 — Investment Fund Distributions

National Instrument 81-101 — Mutual Fund Prospectus Disclosure 2728

Form 81-101F1 — Contents of Simplified Prospectus 2742

Form 81-101F2 — Contents of Annual Information Form 2757

Form 81-101F3 — Contents of Fund Facts Document 2769

Companion Policy 81-101CP — To National Instrument 81-101 Mutual Fund 2777

National Instrument 81-104 — Alternative Mutual Funds 2848

Companion Policy 81-104CP — [Withdrawn] 2850

National Instrument 81-105 — Mutual Fund Sales Practices 2850

Companion Policy 81-105CP — To National Instrument 81-105 Mutual Fund Sales Practices 2856

National Instrument 81-106 — Investment Fund Continuous Disclosure 2862

Form 81-106F1 — Contents of Annual and Interim Management Report of Fund Performance 2879

Companion Policy 81-106CP — To National Instrument 81-106 Investment Fund Continuous Disclosure 2887

National Instrument 81-107 — Independent Review Committee for Investment Funds 2897

CSA Notice 81-301 — Mutual Fund Prospectus Disclosure System [Withdrawn] 2920

CSA Notice 81-302 — Sales of Mutual Funds in Upcoming RRSP Season 2920

CSA Staff Notice 81-304 — Trust Accounts for Mutual Fund Securities [Withdrawn] 2920

CSA Staff Notice 81-306 — Disclosure by Mutual Funds of Changes in Calculation of Management Expense Ratio 2920

CSA Notice 81-308 — Prospectus Filing Matters — Arthur Andersen LLP Consent [Withdrawn] 2920

CSA Staff Notice 81-309 — Application of National Policy Statement 31 Change of Auditor of a Reporting Issuer and National Instrument 81-102 Mutual Funds [Withdrawn] 2920

CSA Staff Notice 81-310 — Frequently Asked Questions Fund of Fund Amendments [Withdrawn] 2920

CSA Notice 81-311 — Report on Consultation Paper 81-403 Rethinking Point of Sale Disclosure for Mutual Funds and Segregated Funds 2920

CSA Notice 81-312 — Final Guidelines for Capital Accumulation Plans — Prepared by the Joint Forum of Financial Market Regulators 2920

CSA Notice 81-313 — Status of Proposed National Instrument 81-106 Investment Fund Continuous Disclosure [Withdrawn] 2921

CSA Staff Notice 81-314 — Removal of Foreign Content Restrictions for Registered Plans — Eliminating Indirect Foreign Content Exposure in Certain RSP Funds 2921

CSA Staff Notice 81-315 — Frequently Asked Questions on NI 81-106 Investment Fund Continuous Disclosure 2921

CSA Staff Notice 81-316 — Hedge Funds 2926

CSA Staff Notice 81-317 — Frequently Asked Questions on National Instrument 81-107 Independent Review Committee for Investment Funds 2930

CSA Notice 81-318 — Request for Comment — Framework 81-318 81-406 Point of sale disclosure for mutual funds and segregated funds [Withdrawn] 2933

CSA Staff Notice 81-319 — Status Report on the Implementation of Point of Sale Disclosure for Mutual Funds 2934

CSA Staff Notice 81-320 (Revised) — Update on International Financial Reporting Standards for Investment Funds 2934

CSA Staff Notice 81-321 — Early Use of the Fund Facts to Satisfy Prospectus Delivery Requirements 2935

CSA Staff Notice 81-322 — Status Report on the Implementation of the Modernization of Investment Fund Product Regulation Project and Request for Comment on Phase 2 Proposals 2935

CSA Staff Notice 81-323 — Status Report on Consultation under CSA Discussion Paper and Request for Comment 81-407 — Mutual Fund Fees 2935

CSA Notice and Request for Comment 81-324 — Proposed CSA Mutual Fund Risk Classification Methodology for Use in Fund Facts 2935

CSA Staff Notice 81-325 — Status Report on Consultation under CSA Notice 81-324 and Request for Comment on Proposed CSA Mutual Fund Risk Classification Methodology for Use in Fund Facts 2935

CSA Staff Notice 81-326 — Update on an Alternative Funds Framework for Investment Funds 2935

CSA Staff Notice 81-327 — Next Steps in the CSA’s Examination of Mutual Fund Fees [Withdrawn] 2936

CSA Staff Notice 81-329 — Reducing Regulatory Burden for Investment Fund Issuers 2936

CSA Staff Notice 81-330 — Status Report on Consultation on Embedded Commissions and Next Steps 2936

Table of Contents

CSA Staff Notice 81-331 — Investment Funds Investing in Bail-in Debt	2936
CSA Notice 81-401 — CSA Request For Comments — Joint Forum of Financial Market Regulators Discussion Paper Proposed Regulatory Principles for Capital Accumulation Plans [Withdrawn]	2938
CSA Notice 81-402 — Mutual Fund Governance [Withdrawn]	2938
Concept Proposal 81-403 — Rethinking Point of Sale Disclosure for Segregated Funds and Mutual Funds [Withdrawn]	2939
CSA Notice 81-404 — Request for Comment on Joint Forum Guidelines for Capital Accumulation Plans — Proposed Guidelines for Capital Accumulation Plans prepared by the Joint Forum of Financial Market Regulators [Withdrawn]	2939
CSA Staff Notice 81-405 — Request for Comment on Proposed Exemptions for Certain Capital Accumulation Plans [Withdrawn]	2939
Concept Proposal 81-406 — Point of Sale Disclosure for Mutual Funds and Segregated Funds [Withdrawn]	2939
CSA Discussion Paper 81-407 — Mutual Fund Fees [Withdrawn]	2939
CSA Consultation Paper 81-408 — Consultation on the Option of Discontinuing Embedded Commissions	2939
OSC Rule 81-501 — Mutual Fund Reinvestment Plans	2939
OSC Staff Notice 81-704 — Limited Powers of Attorney and Letters of Authorization Used in the Sale of Mutual Funds	2939
OSC Staff Notice 81-705 — Implementation of a Continuous Disclosure Review Program for Investment Funds — Investment Funds Branch	2941
OSC Staff Notice 81-706 — Treatment of Sales Commissions in the Calculation of Net Asset Value of Labour Sponsored Investment Funds	2942
OSC Staff Notice 81-708 — Model Portfolios of Mutual Funds	2943
OSC Staff Notice 81-709 — Report on Staff’s Continuous Disclosure Review of Investment Funds (2008)	2944
OSC Staff Notice 81-710 — Approvals for Change in Control of a Mutual Fund Manager and Change of a Mutual Fund Manager under National Instrument 81-102 Mutual Funds	2949
OSC Staff Notice 81-711 — Closed-End Investment Fund Conversions to Open-End Mutual Funds	2950
OSC Staff Notice 81-712 — 2010 Investment Funds Branch Annual Report	2951
OSC Staff Notice 81-713 — Focussed Disclosure Review — National Instrument 81-107 Independent Review Committee for Investment Funds	2958
OSC Staff Notice 81-714 — Compliance with Form 41-101F2 — Information Required In An Investment Fund Prospectus	2964
OSC Staff Notice 81-715 — Cross-Listings by Foreign Exchange-Traded Funds	2965
OSC Staff Notice 81-716 — 2011 Summary Report for Investment Fund Issuers	2966
OSC Staff Notice 81-717 — Report on Staff’s Continuous Disclosure Review of Portfolio Holdings by Investment Funds	2972
OSC Staff Notice 81-718 — Summary Report for Investment Fund Issuers	2976
OSC Staff Notice 81-719 — Effect of Proposed Income Tax Act Amendments on Investment Funds — Character Conversion Transactions	2983
OSC Staff Notice 81-720 — Report on Staff’s Continuous Disclosure Review of Sales Communications by Investment Funds	2984
OSC Staff Notice 81-721 — Frequently Asked Questions on The Implementation of Stage 2 of Point of Sale Disclosure for Mutual Funds — Delivery of Fund Facts	2987
OSC Staff Notice 81-722 — Mortgage Investment Entities and Investment Funds	2989
OSC Staff Notice 81-723 — Summary Report for Investment Fund Issuers 2013	2990
OSC Staff Notice 81-724 — Report on Staff’s Continuous Disclosure Review of the Fees and Expenses Disclosure by Investment Funds	2999
OSC Staff Notice 81-725 — Recent Amendments to Part XXI Insider Trading and Self-Dealing of the <i>Securities Act</i> (Ontario) — Transition Issues	3002
OSC Staff Notice 81-726 — 2014 Summary Report for Investment Fund and Structured Product Issuers	3003
OSC Staff Notice 81-727 — Report on Staff’s Continuous Disclosure Review of Mutual Fund Practices Relating to Portfolio Liquidity	3003
OSC Staff Notice 81-728 — Use of “Index” in Investment Fund Names and Objectives	3007
OSC Staff Notice 81-729 — 2015 Summary Report for Investment Fund and Structured Product Issuers	3008
OSC Rule 81-801 — Implementing National Instrument 81-106 Investment Fund Continuous Disclosure	3008
Companion Policy 81-801CP — To Ontario Securities Commission Rule 81-801 Implementing National Instrument 81-106 Investment Fund Continuous Disclosure	3009
OSC Rule 81-802 — Implementing National Instrument 81-107 Independent Review Committee for Investment Funds	3009
Companion Policy 81-802CP — To Ontario Securities Commission Rule 81-802 Implementing National Instrument 81-107 Independent Review Committee for Investment Funds	3010
Approval 81-901 — Approval of Trustees of Mutual Fund Trusts	3010

Table of Contents

Recognition Order 81-902 — Recognized Rating Agencies 3011

IX — Derivatives

9.1 — Trades in Derivatives

CSA Multilateral Notice of Multilateral Instrument 91-102 — Prohibition of Binary Options and Related Companion Policy 3012

Companion Policy 91-102CP — Prohibition of Binary Options 3012

CSA Consultation Paper 91-301 — Model Provincial Rules — Derivatives Product Determination and Trade Repositories and Derivatives Data Reporting 3014

CSA Staff Notice 91-303 — Proposed Model Provincial Rule on Mandatory Central Counterparty Clearing of Derivatives 3014

CSA Staff Notice 91-304 — Model Provincial Rule — Derivatives: Customer Clearing and Protection of Customer Collateral and Positions 3014

CSA Consultation Paper 91-401 — Over-the-Counter Derivatives Regulation in Canada 3014

CSA Consultation Paper 91-402 — Derivatives: Trade Repositories 3014

CSA Consultation Paper 91-403 — Derivatives: Surveillance and Enforcement 3015

CSA Consultation Paper 91-404 — Segregation and Portability in OTC Derivatives Clearing 3015

CSA Consultation Paper 91-405 — Derivatives: End-User Exemption 3015

CSA Consultation Paper 91-406 — Derivatives: OTC Central Counterparty Clearing 3015

CSA Consultation Paper 91-407 — Derivatives: Registration 3015

OSC Rule 91-501 — Strip Bonds 3015

Companion Policy 91-501CP — To Rule 91-501 Strip Bonds 3017

OSC Rule 91-502 — Trades in Recognized Options — Rule Under the Securities Act 3018

OSC Rule 91-503 — Trades in Commodity Futures Contracts and Commodity Futures Options Entered into on Commodity Futures Exchanges Situate Outside of Ontario — Rule Under the Securities Act 3026

OSC Rule 91-504 — Over-The-Counter Derivatives 3026

OSC Rule 91-506 — Derivatives: Product Determination 3027

Companion Policy 91-506CP — To Ontario Securities Commission Rule 91-506 Derivatives: Product Determination 3027

OSC Rule 91-507 — Trade Repositories and Derivatives Data Reporting 3032

Form 91-507F1 — Application for Designation Trade Repository Information Statement 3046

Form 91-507F2 — Trade Repository Submission to Jurisdiction and Appointment of Agent for Service of Process 3050

Form 91-507F3 — Cessation of Operations Report for Trade Repository 3051

Companion Policy 91-507CP — To Ontario Securities Commission Rule 91-507 Trade Repositories and Derivatives Data Reporting 3051

OSC Staff Notice 91-701 — Debt-Like Derivative Securities 3063

OSC Staff Notice 91-702 — Offerings of Contracts for Difference and Foreign Exchange Contracts to Investors in Ontario 3064

OSC Staff Notice 91-703 — Staff Recommendation on the Reporting of Inter-Affiliate Transactions by End-Users under OSC Rule 91-507 Trade Repositories and Derivatives Date Reporting 3068

OSC Staff Notice 91-704 — Compliance Review Plan for OSC Rule 91-507 Trade Repositories and Derivatives Data Reporting 3068

9.2 — Trading

CSA Consultation Paper 92-401 — Derivatives Trading Facilities 3068

9.3 — Registration and Regulation of OTC Derivatives Market Participants

CSA Notice 93-101 — Proposed National Instrument 93-101 Derivatives: Business Conduct and a related proposed companion policy 3068

CSA Notice 93-102 — Proposed National Instrument 93-102 Derivatives: Registration and Proposed Companion Policy 93-102 Derivatives: Registration 3068

CSA Staff Notice 93-301 — Derivatives Business Conduct Rule — No Overlap with Derivatives Registration Rule Comment Period 3068

9.4 — Clearing and Cleared Derivatives

National Instrument 94-101 — Mandatory Central Counterparty Clearing of Derivatives 3068

Companion Policy 94-101CP — Mandatory Central Counterparty Clearing of Derivatives 3074

National Instrument 94-102 — Derivatives: Customer Clearing and Protection of Customer Collateral and Positions and Related Companion Policy 3078

Form 94-102F1 — Customer Collateral Report: Direct Intermediary 3100

Table of Contents

Form 94-102F2 — Customer Collateral Report: Indirect Intermediary	3101
Form 94-102F3 — Customer Collateral Report: Regulated Clearing Agency	3102
Companion Policy 94-102 — Derivatives: Customer Clearing and Protection of Customer Collateral and Positions	3103
CSA Staff Notice 94-302 — Delivery of Forms Required under National Instrument 94-102 Derivatives: Customer Clearing and Protection of Customer Collateral and Positions	3117
CSA Staff Notice 94-303 — Variation, Amendment, or Revocation and Replacement of Blanket Orders Exempting Certain Counterparties from the Requirement to Submit a Mandatory Clearable Derivative for Clearing and Update on Proposed Amendments to National Instrument 94-101 Mandatory Central Counterparty Clearing of Derivatives	3117
9.5 — Uncleared Derivatives	
CSA Consultation Paper 95-401 — Margin and Collateral Requirements for Non-Centrally Cleared Derivatives	3119
Ontario Securities Commission Rules of Procedure and Forms	
.	3121
Practice Guideline	
.	3135
Procedures for Opportunities to be Heard Before Director’s Decisions on Registration Matters	
.	3145
Practice Guideline — Electronic Copies of Written Submissions	
.	3147
National Policy Statements (Old Numbering System)	
Status of National Policy Statements (Old Numbering System)	3149
National Policy Statement 15 — Conditions Precedent to Acceptance of Scholarship or Educational Plan Prospectuses	
National Policy Statement 29 — Mutual Funds Investing in Mortgages	3151
National Policy Statement 42 — Advertising of Securities on Radio or Television	3154
Uniform Act Policies	
Status — Uniform Act Policies	3157
O.S.C. Policies	
Status — O.S.C. Policies (Old Numbering System)	3159
1 — General	
O.S.C. Policy 1.5 — Distribution of Securities outside Ontario	3161
2 — Ontario Securities Commission Procedure and Related Matters	
O.S.C. Policy 2.1 — Applications to the Ontario Securities Commission	3163
4 — Registration	
O.S.C. Policy 4.3 — Self-directed RRSP’s and Other Plans Recognized by the Commission for Purposes of this Policy Statement and Administered by Brokers or Investment Dealers on Behalf of Authorized Trustees	3165
O.S.C. Blanket Orders, Recognitions, Designations and Assignments	
1.0 — Procedure and Related Matters	
1.1 — Powers of OSC Secretary	3167
1.2 — Assignment of Certain Powers and Duties of the Ontario Securities Commission	3167
1.3 — Designation by the Executive Director of Positions for the Purposes of the Definition of Director	3170
1.4 — Authorization by Commission Pursuant to Subsection 3.5(3) of Certain Powers Respecting Hearings	3171
1.5 — Appointment of Acting Secretary	3171
2.0 — Certain Capital Market Participants	
2.1 — Recognition of Certain Stock Exchanges — s. 154(1) of the Regulation	3172
2.2 — Assignment of Certain Powers of the the Director to IIROC	3172

Table of Contents

Ontario Securities Commission Notices

Ontario Securities Commission Notices

Notice 41 — Adviser Registration, Disclosure and Other Issues Relating to Labour Sponsored Investment Funds 3175
Notice 44 — Viatical Settlements 3175
2018 — The Investment Funds Practitioner — Topical Reference Guide 3176

Intergovernmental Agreements

Intergovernmental Agreement IA-1 — Hockin-Kwinter Accord Securities Act (Ontario) Accord 3183
Intergovernmental Agreement IA-2 — Memorandum of Understanding with the Office of the Superintendent of Financial Institutions 3185
IA-3 — Memorandum of Understanding — Mutual Reliance Review System 3186
IA-4 — OSC Oversight of TSE Rule Proposals 3187
IA-5 — Memorandum of Understanding Respecting the Oversight of Exchanges and Quotation and Trade Reporting Systems 3189
IA-6 — OTC Agreement 3193
IA-7 — Oversight of IIROC by the CSA 3205
IA-8 — Memorandum of Understanding Regarding Canadian Investor Protection Fund 3211
IA-9 — Memorandum of Understanding Between the Minister of Finance of Ontario and the OSC 3217
IA-10 — Memorandum of Understanding Between Certain Provincial Securities Regulators and the Investment Industry Regulatory Organization of Canada (IIROC) and the Mutual Fund Dealers Association of Canada (MFDA) concerning MFDA access to the National Registration Database (NRD) 3223
IA-11 — Notice of Memorandum of Understanding Concerning the Oversight of the Mutual Fund Dealers Association of Canada (MFDA) 3226
IA-12 — Memorandum of Understanding Concerning Consultation, Cooperation and the Exchange of Information between the Ontario Securities Commission and the Canadian Public Accountability Board 3235
IA-13 — Notice of Memorandum of Understanding Concerning Cooperation and the Exchange of Information Related to the Supervision of Cross-Border Covered Entities 3238
IA-14 — Notice of Memorandum of Understanding Concerning Monitoring of the Ongoing Compliance with Recognition Conditions by CCPs Established in Canada 3238
IA-15 — Enhanced Multilateral Memorandum of Understanding Concerning Consultation and Cooperation and the Exchange of Information 3238
IA — Other Intergovernmental Agreements 3239

Index

. 3241