

Nova Scotia Securities Commission

**Rule 33-109
Registration Information**

-and-

**Companion Policy 33-109CP to
Multilateral Instrument 33-109 Registration Information**

WHEREAS:

1. Pursuant to section 150 of the *Securities Act*, R.S.N.S. 1989, chapter 418, as amended (the "Act"), the Nova Scotia Securities Commission (the "Commission") has power to make rules subject to compliance with the requirements of the Act;
2. Pursuant to section 19 of the Act, the Commission has power to issue and publish policy statements;
3. Multilateral Instrument 33-109 Registration Information and Companion Policy 33-109CP to Multilateral Instrument 33-109 Registration Information, copies of which are attached hereto and are hereinafter called the "Rule" and "Companion Policy" respectively, have been adopted as rules by one or more of the Canadian securities regulatory authorities;
4. As a consequence of the adoption of the Rule, certain provisions of the Act and the regulations need to be varied or revoked as they are no longer applicable; and
5. The Commission is of the opinion that the attainment of the purpose of the Act is advanced by this Instrument.

NOW THEREFORE the Commission hereby:

- (a) pursuant to the authority contained in section 150 of the Act and subject to compliance with the requirements of section 150A of the Act:

- (i) approves the Rule and makes the same a rule of the Commission except insofar as the Rule contains coming into force or effective date provisions;
- (ii) prescribes that section 39 of the Act does not apply to a person or company that is subject to and complies with the Rule;
- (iii) revokes Form 4, section 45 and section 51 of the General Securities Rules; and
- (iv) revokes section 50 of the General Securities Rules and substitutes the following:

50. Upon receipt and review of a notice to the Director under Multilateral Instrument 33-109 Registration Information, the Director may require an application for amendment of registration prepared in accordance with Form 7.

(b) pursuant to the authority contained in section 19 of the Act and subject to publication in the *Royal Gazette*, issues the Companion Policy as a policy statement of the Commission except insofar as the Companion Policy contains coming into force or effective date provisions; and

(c) declares that the rule approved and made pursuant to clause (a) and the policy statement issued pursuant to clause (b) shall both take effect on **April 1, 2003**, or such earlier date as is specified by the Governor in Council, unless the Governor in Council disapproves the rule or returns it to the Commission in accordance with subsection 150A(3) of the Act in which event the rule and the policy statement shall not be effective until the rule is approved by the Governor in Council.

IN WITNESS WHEREOF this Instrument has been signed by the Vice Chair of the Commission, being the member of the Commission prescribed by the Vice Chair in the absence of the Chair pursuant to subsection 15(3) of the Act to attend the hearing of this matter and the quorum with respect to this matter, on the 15th day of January, 2003.

"H. Leslie O'Brien"

H. Leslie O'Brien

Attachments

**MULTILATERAL INSTRUMENT 33-109
REGISTRATION INFORMATION**

TABLE OF CONTENTS

<u>PART</u>	<u>TITLE</u>	<u>PAGE</u>
PART 1	DEFINITIONS	
	1.1 Definitions	1
	1.2 Interpretation	2
PART 2	APPLICATION FOR REGISTRATION	
	2.1 Dealer, Adviser and Underwriter Registration	2
	2.2 Individual Registration	2
	2.3 <i>Commodity Futures Act</i> Registrants.....	2
PART 3	CHANGES TO REGISTERED FIRM INFORMATION	
	3.1 Changes to Form 3 Information	3
	3.2 Changes to Business Locations	3
	3.3 Addition of Non-registered Individuals	3
PART 4	CHANGES TO REGISTERED INDIVIDUAL INFORMATION	
	4.1 Changes to Form 33-109F4 Information	4
	4.2 Application to Change or Surrender Individual Registration Categories	4
	4.3 Termination of Relationship	4
PART 5	CHANGES TO NON-REGISTERED INDIVIDUAL INFORMATION	
	5.1 Changes to Form 33-109F4 Information	4
	5.2 Termination of Relationship	5
PART 6	DUE DILIGENCE AND RECORD-KEEPING	
	6.1 Sponsoring Firm Obligations	5
PART 7	EXEMPTION	
	7.1 Exemption	6
PART 8	TRANSITION TO NRD	
	8.1 Definitions	6
	8.2 Changes to Form 3 Information	6
	8.3 Changes to Business Location	7
	8.4 Addition of Non-registered Individuals	7

<u>PART</u>	<u>TITLE</u>	<u>PAGE</u>
	8.5 Changes to Form 4 Information – Registered Individuals	7
	8.6 Termination of Relationship – Registered Individuals	7
	8.7 Changes to Form 4 Information - Non-registered Individuals	8
	8.8 Termination of Relationship - Non-Registered Individuals	8
PART 9	EFFECTIVE DATE	
	9.1 Effective Date	8

FORM 33-109F1 NOTICE OF TERMINATION

FORM 33-109F2 CHANGE OR SURRENDER OF INDIVIDUAL CATEGORIES

FORM 33-109F3 BUSINESS LOCATIONS OTHER THAN HEAD OFFICE

FORM 33-109F4 REGISTRATION INFORMATION FOR AN INDIVIDUAL

FORM 33-109F5 CHANGE OF REGISTRATION INFORMATION

**MULTILATERAL INSTRUMENT 33-109
REGISTRATION INFORMATION**

PART 1 DEFINITIONS

1.1 Definitions - In this Instrument

“Form 3” means the required form for an application for registration as dealer, adviser, or underwriter in the local jurisdiction;

“Form 4” means the form that was required for an application for registration for an individual in the local jurisdiction before February 21, 2003;

“non-registered individual” means, for a registered firm or for a person or company that is applying for registration, an individual who is not registered to trade or advise on behalf of the firm and who

- (a) is a director, partner, officer, or branch manager of the firm, or
- (b) in Alberta, British Columbia, and Ontario,
 - (i) is a director, partner, officer, or branch manager of the firm, or
 - (ii) beneficially owns, directly or indirectly, or exercises control or direction over, 10 percent or more of the voting securities of the firm;

“MI 31-102” means Multilateral Instrument 31-102 National Registration Database;

“NRD submission number” means the unique number generated by NRD to identify each NRD submission;

“registered firm” means a person or company that is registered as a dealer, adviser, or underwriter;

“registered individual” means, for a registered firm, an individual who is registered to trade or advise on behalf of the registered firm;

“sponsoring firm” means,

- (a) for a registered individual, the registered firm on whose behalf the individual trades or advises,
- (b) for an individual applying for registration, the registered firm, or the person or company applying to become a registered firm, on whose behalf the individual proposes to trade or advise,
- (c) for a non-registered individual of a registered firm, the registered firm, or
- (d) for a non-registered individual of a person or company that is applying for registration, the person or company that is applying for registration.

1.2 **Interpretation** - Terms defined in MI 31-102 and used in this Instrument have the respective meanings ascribed to those terms in MI 31-102.

PART 2 APPLICATION FOR REGISTRATION

2.1 **Dealer, Adviser and Underwriter Registration** - Except as provided in subsection 2.3(1), an applicant for registration as a dealer, adviser, or underwriter must submit to the regulator,

- (a) in paper format, a completed Form 3;
- (b) in accordance with MI 31-102, a completed Form 33-109F3 for each business location of the applicant, other than the applicant’s head office; and
- (c) in accordance with MI 31-102, a completed Form 33-109F4 for each non-registered individual of the applicant who has not applied to become a registered individual with the applicant under subsection 2.2(1).

2.2 Individual Registration

- (1) Except as provided in subsection (2) and subsection 2.3(2), an individual who applies for registration under securities legislation must make the application by submitting to the regulator in accordance with MI 31-102 a completed Form 33-109F4.
- (2) Despite subsection (1), a non-registered individual of a registered firm who applies to become a registered individual with the firm must make the application by submitting to the regulator in accordance with MI 31-102 a completed Form 33-109F2.

2.3 ***Commodity Futures Act*** Registrants

- (1) In Manitoba and Ontario, if an applicant for registration under section 2.1 is registered under the *Commodity Futures Act*, the applicant
 - (a) is not required to submit a completed Form 33-109F3 under subsection 2.1(b) for any business location of the applicant that is recorded on NRD; and
 - (b) is not required to submit a completed Form 33-109F4 under subsection 2.1(c) for a non-registered individual if the applicant submits to the regulator, in accordance with MI 31-102, a completed Form 33-109F2 for the individual.
- (2) In Manitoba and Ontario, despite subsection 2.2(1), if an individual applies for registration under securities legislation and is recorded on NRD with his or her sponsoring firm as registered under the *Commodity Futures Act*, the individual must make the application by submitting to the regulator, in accordance with MI 31-102, a completed Form 33-109F2.

PART 3 CHANGES TO REGISTERED FIRM INFORMATION

3.1 Changes to Form 3 Information

- (1) A registered firm must notify the regulator of a change to any information previously submitted in Form 3, or under this subsection, within 5 business days of the change.
- (2) Except as provided in subsection (3), for the purposes of subsection (1), a notice of change must be made by submitting a completed Form 33-109F5 in paper format.
- (3) Despite subsection (2), a notice of change under this section is not required to be in Form 33-109F5 if the change relates to
 - (a) the addition of an officer, partner, or director to the registered firm, and if a completed Form 33-109F4 in respect of the officer, partner, or director is submitted under section 2.2 or 3.3;
 - (b) the resignation or termination of an officer, partner or director of the registered firm, and if a completed Form 33-109F1 is submitted under section 4.3 or 5.2; or
 - (c) a business location other than head office, and if a completed Form 33-109F3 is submitted under section 3.2.

3.2 Changes to Business Locations

- (1) A registered firm must notify the regulator of the opening of a business location, other than a new head office, by submitting in accordance with MI 31-102 a completed Form 33-109F3 within 5 business days of the opening.
- (2) A registered firm must notify the regulator of a change to any information previously submitted in Form 33-109F3 by submitting in accordance with MI 31-102 a completed Form 33-109F3 within 5 business days of the change.

- 3.3 **Addition of Non-registered Individuals** - A registered firm must submit to the regulator in accordance with MI 31-102 a completed Form 33-109F4 for a non-registered individual within 5 business days of the individual becoming a non-registered individual of the registered firm.

PART 4 CHANGES TO REGISTERED INDIVIDUAL INFORMATION

4.1 Changes to Form 33-109F4 Information

- (1) Except as provided in subsection (2), a registered individual must notify the regulator in accordance with MI 31-102 of a change to any information previously submitted in Form 33-109F4, or under this subsection, within 5 business days of the change.
- (2) Despite subsection (1), a registered individual must notify the regulator in accordance with MI 31-102 of a change to information previously submitted in Item 3 or Item 8 of Form 33-109F4, or under this subsection, within 1 year of the change.

- 4.2 **Application to Change or Surrender Individual Registration Categories** - A registered individual of a registered firm who applies to change or surrender his or her registration category with the firm must make the application by submitting to the regulator in accordance with MI 31-102 a completed Form 33-109F2.

- 4.3 **Termination of Relationship** - A registered firm must, within 5 business days of a termination of an employment, partner, or agency relationship with a registered individual, notify the regulator of the termination of the relationship by submitting in accordance with MI 31-102 a completed Form 33-109F1.

PART 5 CHANGES TO NON-REGISTERED INDIVIDUAL INFORMATION

5.1 Changes to Form 33-109F4 Information

- (1) Except as provided in subsections (2), (3), and (4), a registered firm must notify the regulator in accordance with MI 31-102 of a change to any information previously submitted in Form 33-109F4, or under this subsection, for a

non-registered individual within 5 business days of the change.

- (2) Despite subsection (1) and except as provided in subsection (4), a registered firm must notify the regulator in accordance with MI 31-102 of a change to information previously submitted in Item 3 of Form 33-109F4, or under this subsection, for a non-registered individual within 1 year of the change.
- (3) Despite subsection (1) and except as provided in subsection (4), a registered firm must notify the regulator of a change to any information regarding a category of non-registered individual listed in Item 6 of Form 33-109F4 for a non-registered individual by submitting in accordance with MI 31-102 a completed Form 33-109F2 within 5 business days of the change.
- (4) Despite subsections (1), (2), and (3), a registered firm is not required to notify the regulator of a change to information if another firm has notified the regulator of the change in accordance with MI 31-102 and within the required time.

5.2 **Termination of Relationship** - A registered firm must, within 5 business days of an individual ceasing to be a non-registered individual of the registered firm, notify the regulator in accordance with MI 31-102 of the termination of the relationship by submitting a completed Form 33-109F1.

PART 6 DUE DILIGENCE AND RECORD-KEEPING

6.1 Sponsoring Firm Obligations

- (1) A sponsoring firm must make reasonable efforts to ensure that information submitted by
 - (a) the firm for a non-registered individual; or
 - (b) a registered individual, or an individual applying for registration, for whom the firm is the sponsoring firm,is true and complete.

- (2) A sponsoring firm must retain all documents used by the firm to satisfy its obligation under subsection (1),
 - (a) in the case of a non-registered individual, for a period of 7 years after the individual ceases to be a non-registered individual; or
 - (b) in the case of a registered individual, or an individual applying for registration, for a period of 7 years after the individual ceases to be a registered individual with the firm.
- (3) Without limiting the generality of subsection (2), if a registered individual, or an individual applying for registration, appoints an agent for service, the sponsoring firm must keep the original Appointment of Agent for Service executed by the individual for the period of time set out in paragraph (2)(b).
- (4) A sponsoring firm that retains a document under subsection (2) or (3) in respect of an NRD submission must record the NRD submission number on the document.

PART 7 EXEMPTION

7.1 Exemption

- (1) The regulator or the securities regulatory authority may grant an exemption from this Instrument, in whole or in part, subject to such conditions or restrictions as may be imposed in the exemption.
- (2) Despite subsection (1), in Ontario only the regulator may grant such an exemption.

PART 8 TRANSITION TO NRD

8.1 Definitions - In this Part

“NRD access date” means, for an NRD firm filer, the date the NRD firm filer receives notice that it has access to NRD to make NRD submissions; and

“NRD freeze period” means the period that begins on the day specified in a notice of the securities regulatory authority and ends on the day that is 5 business days after the NRD access date.

8.2 Changes to Form 3 Information - A notice of change under section 3.1 is not required during the NRD freeze period if the change relates to

- (a) the addition of an officer, partner, or director to the registered firm, and if a completed Form 33-109F4 in respect of the officer, partner, or director is submitted in accordance with MI 31-102 within 30 business days of the NRD access date;
- (b) the resignation or termination of an officer, partner or director of the registered firm, and if a completed Form 33-109F1 is submitted in accordance with MI 31-102 within 30 business days of the NRD access date; or
- (c)
 - a business location other than head office, and if a completed Form 33-109F3 is submitted in accordance with MI 31-102 within 30 business days of the NRD access date.

8.3 Changes to Business Location - A registered firm is exempt from the requirement to make a submission under section 3.2 during the NRD freeze period, if the firm makes the submission in accordance with MI 31-102 within 30 business days of the NRD access date.

8.4 Addition of Non-registered Individuals - A registered firm is exempt from the requirement to make a submission under section 3.3 during the NRD freeze period, if the firm makes the submission in accordance with MI 31-102 within 30 business days of the NRD access date.

8.5 Changes to Form 4 Information - Registered Individuals

- (1) This section applies to a registered individual who has not submitted in accordance with MI 31-102 a completed Form 33-109F4.
- (2) A registered individual must notify the regulator of a change to any information previously submitted in Form 4, or under this subsection, by submitting a completed Form 33-109F5 in paper format within 5 business days of the change.
- (3) A registered individual who has submitted a completed Form 33-109F5 under subsection (2), must submit in accordance with section 7.7 of MI 31-102 a completed Form 33-109F4.

8.6 **Termination of Relationship - Registered Individuals** - A registered firm is exempt from the requirement to make a submission under section 4.3 during the NRD freeze period, if the firm makes the submission in accordance with MI 31-102 within 30 business days of the NRD access date.

8.7 **Changes to Form 4 Information - Non-registered Individuals**

- (1) This section applies to a registered firm that has not submitted in accordance with MI 31-102 a completed Form 33-109F4 for a non-registered individual.
- (2) A registered firm must notify the regulator of a change to any information previously submitted in Form 4 for a non-

registered individual, or under this subsection, by submitting a completed Form 33-109F5 in paper format within 5 business days of the change.

- (3) A registered firm that has submitted a completed Form 33-109F5 for a non-registered individual under subsection (2), must submit in accordance with section 7.8 of MI 31-102 a completed Form 33-109F4 for the non-registered individual.

8.8 **Termination of Relationship - Non-registered Individuals** - A registered firm is exempt from the requirement to make a submission under section 5.2 during the NRD freeze period, if the firm makes the submission in accordance with MI 31-102 within 30 business days of the NRD access date.

PART 9 EFFECTIVE DATE

9.1 **Effective Date** - This Instrument comes into force on February 21, 2003.

FORM 33-109F1

NOTICE OF TERMINATION

Enter the following information using the online version of this submission at the NRD web site (www.nrd.ca). If the NRD filer is relying on the temporary hardship exemption in MI 31-102 this form is required to be delivered to the regulator in paper format.

1. Individual

Name of individual: _____

NRD number of individual: _____

2. Business location

Address of business location: _____

NRD number of business location: _____

3. Termination

Effective date of termination: _____

Indicate whether the individual:

- was dismissed for cause _____
- was dismissed in good standing _____
- resigned in good standing _____
- is deceased _____

Include details regarding any:

- unresolved client complaints:

- internal discipline matters:

- restrictions for violation of regulatory requirements:

- financial obligations the individual has to clients:

Notice of Collection and Use of Personal Information

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities set out below for the administration and enforcement of certain provisions of the securities legislation in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland, Northwest Territories, Yukon Territory and Nunavut.

If you have any questions about the collection and use of this information, you may contact the securities regulatory authority in any jurisdiction in which the required information is filed, at the address or telephone number provided in Schedule "A".

WARNING:

It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

CERTIFICATION

The following certification is to be used when submitting this form in NRD format:

I am making this submission as agent for the NRD filer. By checking this box I certify that all statements of fact in this submission were provided to me by the NRD filer.

The following certification is to be used when submitting this form in paper format:

I, the undersigned, certify that I have read and that I understand the questions in the notice and the Warning set out above. I also certify that all statements of fact made in the answers to the questions are true.

Signature of authorized officer or partner

Date

Firm name

SCHEDULE "A"
Notice and collection and use of personal information

Contact Information

<p>Alberta</p> <p>Alberta Securities Commission, 4th Floor, 300 B 5th Avenue S.W. Calgary, AB T2P 3C4 Attention: Information Officer Telephone: (403) 297-6454</p>	<p>British Columbia</p> <p>British Columbia Securities Commission P.O. Box 10142, Pacific Centre 701 West Georgia Street Vancouver, BC V7Y 1L2 Attention: Freedom of Information Officer Telephone: (604) 899-6500 or (800) 373-6393 (in BC)</p>
<p>Manitoba</p> <p>The Manitoba Securities Commission 1130-405 Broadway Winnipeg, MB R3C 3L6 Attention: Director - Legal Telephone: (204) 945-4508</p>	<p>New Brunswick</p> <p>Securities Administration Branch PO Box 5001 606, 133 Prince William Street Saint John, NB E2L 4Y9 Attention: Deputy Administrator, Capital Markets Telephone: (506) 658-3021</p>
<p>Newfoundland and Labrador</p> <p>Securities Commission of Newfoundland and Labrador P.O. Box 8700, 2nd Floor, West Block Confederation Building St. John's, NF A1B 4J6 Attention: Director of Securities Tel: (709) 729-4189</p>	<p>Nova Scotia</p> <p>Nova Scotia Securities Commission 2nd Floor, Joseph Howe Building 1690 Hollis Street P.O. Box 458 Halifax, NS B3J 3J9 Attention: FOI Officer Telephone: (902) 424-7768</p>
<p>Northwest Territories</p> <p>Government of the Northwest Territories P.O. Box 1320 Yellowknife, NWT X1A 2L9 Attention: Deputy Registrar of Securities Telephone: (867) 920-8984</p>	<p>Nunavut</p> <p>Legal Registries Division Department of Justice Government of Nunavut P.O. Box 1000 Station 570 Iqaluit, NU X0A 0H0 Attention: Deputy Registrar of Securities Telephone: (867) 975-6190</p>
<p>Ontario</p> <p>Ontario Securities Commission Suite 1903, Box 55 20 Queen Street West Toronto, ON M5H 3S8 Attention: FOI Coordinator Telephone: (416) 593-8314</p>	<p>Prince Edward Island</p> <p>Securities Registry Office of the Attorney General B Consumer, Corporate and Insurance Services Division P.O. Box 2000 Charlottetown, PE C1A 7N8 Attention: Deputy Registrar of Securities Telephone: (902) 368-4569</p>
<p>Québec</p> <p>Commission des valeurs mobilières du Québec Stock Exchange Tower P.O. Box 246, 22nd Floor 800 Victoria Square Montréal, PQ H4Z 1G3 Attention: Responsable de l'accès à l'information Telephone: (514) 940-2150 or (800) 361-5072 (in Québec)</p>	<p>Saskatchewan</p> <p>Saskatchewan Securities Commission 800 B1920 Broad Street Regina, SK S4P 3V7 Attention: Director Telephone: (306) 787-5842</p>
<p>Yukon</p> <p>Department of Community Services Yukon P.O. Box 2703 Whitehorse, YU Y1A 2C6 Attention: Registrar of Securities Telephone: (867) 667-5225</p>	

FORM 33-109F2

CHANGE OR SURRENDER OF INDIVIDUAL CATEGORIES

Enter the following information using the online version of this submission at the NRD web site (www.nrd.ca). If the NRD filer is relying on the temporary hardship exemption in MI 31-102 this form is required to be delivered to the regulator in paper format.

1. Individual

Name of individual: _____

NRD number of individual: _____

2. Individual categories

Indicate the individual categories that the individual is adding or removing:

3. Details of surrender

If the individual is surrendering his or her registration include details regarding any:

- unresolved client complaints:
- internal discipline matters:
- restrictions for violation of regulatory requirements that occurred at any time during the individual's employment with the firm:
- financial obligations the individual has to clients:

Notice of Collection and Use of Personal Information

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities set out below for the administration and enforcement of certain provisions of the securities legislation in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland and Labrador, Northwest Territories, Yukon Territory, and Nunavut.

By submitting this information you consent to the collection by the securities regulatory authority of the personal information provided above, police records, records from other government or non-governmental regulatory authorities or self-regulatory organizations, credit records and employment records about you as may be necessary for the securities regulatory authority to complete its review of the information submitted above including your continued fitness for registration, if applicable, in accordance with the legal authority of the securities regulatory authority for the duration of the period which you remain registered or approved by the securities regulatory authority. The sources the securities regulatory authority may contact include government and private bodies or agencies, individuals, corporations and other organizations.

If you have any questions about the collection and use of this information, you may contact the securities regulatory authority in any jurisdiction in which the required information is filed, at the address or telephone number provided in Schedule "A".

WARNING:

It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

CERTIFICATION:

The following certification is to be used when submitting this form in NRD format:

I am making this submission as agent for the individual to whom this submission relates. By checking this box I certify that all statements of fact in this submission were provided to me by the individual.

Both of the following certifications are to be used when submitting this form in paper format:

I, the undersigned, certify that I have read and that I understand the questions in this form and the Warning set out above. I also certify that all statements of fact provided in this application are true.

Signature of applicant or non-registered individual

Date

I, the undersigned, certify on behalf of the sponsoring firm that the individual will be engaged by the sponsoring firm as a registered individual or a non-registered individual. I certify that I have, or a branch manager or another officer or partner has, discussed the questions set out in this form and I am satisfied that the individual fully understands the questions.

Signature of authorized officer or partner

Date

Firm name

SCHEDULE "A"
Notice and collection and use of personal information

Contact Information

<p>Alberta</p> <p>Alberta Securities Commission, 4th Floor, 300 B 5th Avenue S.W. Calgary, AB T2P 3C4 Attention: Information Officer Telephone: (403) 297-6454</p>	<p>British Columbia</p> <p>British Columbia Securities Commission P.O. Box 10142, Pacific Centre 701 West Georgia Street Vancouver, BC V7Y 1L2 Attention: Freedom of Information Officer Telephone: (604) 899-6500 or (800) 373-6393 (in BC)</p>
<p>Manitoba</p> <p>The Manitoba Securities Commission 1130-405 Broadway Winnipeg, MB R3C 3L6 Attention: Director - Legal Telephone: (204) 945-4508</p>	<p>New Brunswick</p> <p>Securities Administration Branch PO Box 5001 606, 133 Prince William Street Saint John, NB E2L 4Y9 Attention: Deputy Administrator, Capital Markets Telephone: (506) 658-3021</p>
<p>Newfoundland and Labrador</p> <p>Securities Commission of Newfoundland and Labrador P.O. Box 8700, 2nd Floor, West Block Confederation Building St. John's, NF A1B 4J6 Attention: Director of Securities Tel: (709) 729-4189</p>	<p>Nova Scotia</p> <p>Nova Scotia Securities Commission 2nd Floor, Joseph Howe Building 1690 Hollis Street P.O. Box 458 Halifax, NS B3J 3J9 Attention: FOI Officer Telephone: (902) 424-7768</p>
<p>Northwest Territories</p> <p>Government of the Northwest Territories P.O. Box 1320 Yellowknife, NWT X1A 2L9 Attention: Deputy Registrar of Securities Telephone: (867) 920-8984</p>	<p>Nunavut</p> <p>Legal Registries Division Department of Justice Government of Nunavut P.O. Box 1000 Station 570 Iqaluit, NU X0A 0H0 Attention: Deputy Registrar of Securities Telephone: (867) 975-6190</p>
<p>Ontario</p> <p>Ontario Securities Commission Suite 1903, Box 55 20 Queen Street West Toronto, ON M5H 3S8 Attention: FOI Coordinator Telephone: (416) 593-8314</p>	<p>Prince Edward Island</p> <p>Securities Registry Office of the Attorney General B Consumer, Corporate and Insurance Services Division P.O. Box 2000 Charlottetown, PE C1A 7N8 Attention: Deputy Registrar of Securities Telephone: (902) 368-4569</p>
<p>Québec</p> <p>Commission des valeurs mobilières du Québec Stock Exchange Tower P.O. Box 246, 22nd Floor 800 Victoria Square Montréal, PQ H4Z 1G3 Attention: Responsable de l'accès à l'information Telephone: (514) 940-2150 or (800) 361-5072 (in Québec)</p>	<p>Saskatchewan</p> <p>Saskatchewan Securities Commission 800 B1920 Broad Street Regina, SK S4P 3V7 Attention: Director Telephone: (306) 787-5842</p>
<p>Yukon</p> <p>Department of Community Services Yukon P.O. Box 2703 Whitehorse, YU Y1A 2C6 Attention: Registrar of Securities Telephone: (867) 667-5225</p>	

FORM 33-109F3

BUSINESS LOCATIONS OTHER THAN HEAD OFFICE

Enter the following information using the online version of this submission at the NRD web site (www.nrd.ca). If the NRD filer is relying on the temporary hardship exemption in MI 31-102 this form is required to be delivered to the regulator in paper format.

Please select one box:

- This form is being submitted to notify the regulator of the opening of this business location. Complete the entire form.
- This form is being submitted to notify the regulator of the closing of this business location. Complete the entire form.
- This form is being submitted to notify the regulator of the change of information previously submitted in respect of this business location. Complete the entire form and describe the information that has changed (for example, "telephone number" or "type of business location"): _____

1. Type of business location

_____ branch

_____ sub-branch

2. Supervisor or branch manager

NRD number of the designated supervisor or branch manager: _____

Name of designated supervisor or branch manager: _____

3. Business location information

Business address: _____

Telephone number: () _____

Facsimile number: () _____

Mailing address (if different from business address): _____

Notice of Collection and Use of Personal Information

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities set out below for the administration and enforcement of certain provisions of the securities legislation in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland and Labrador, Northwest Territories, Yukon Territory, and Nunavut.

If you have any questions about the collection and use of this information, you may contact the securities regulatory authority in any jurisdiction in which the required information is filed, at the address or telephone number provided in Schedule "A".

WARNING:

It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

CERTIFICATION

The following certification is to be used when submitting this form in NRD format:

- I am making this submission as agent for the NRD filer. By checking this box I certify that all statements of fact in this submission were provided to me by the NRD filer.

The following certification is to be used when submitting this form in paper format:

I, the undersigned, certify that I have read and that I understand the questions in this notice and the Warning set out above. I also certify that all statements of fact made in the answers to the questions are true.

Signature of authorized officer or partner

Date

Firm name

SCHEDULE "A"
Notice and collection and use of personal information

Contact Information

<p>Alberta</p> <p>Alberta Securities Commission, 4th Floor, 300 B 5th Avenue S.W. Calgary, AB T2P 3C4 Attention: Information Officer Telephone: (403) 297-6454</p>	<p>British Columbia</p> <p>British Columbia Securities Commission P.O. Box 10142, Pacific Centre 701 West Georgia Street Vancouver, BC V7Y 1L2 Attention: Freedom of Information Officer Telephone: (604) 899-6500 or (800) 373-6393 (in BC)</p>
<p>Manitoba</p> <p>The Manitoba Securities Commission 1130-405 Broadway Winnipeg, MB R3C 3L6 Attention: Director - Legal Telephone: (204) 945-4508</p>	<p>New Brunswick</p> <p>Securities Administration Branch PO Box 5001 606, 133 Prince William Street Saint John, NB E2L 4Y9 Attention: Deputy Administrator, Capital Markets Telephone: (506) 658-3021</p>
<p>Newfoundland and Labrador</p> <p>Securities Commission of Newfoundland and Labrador P.O. Box 8700, 2nd Floor, West Block Confederation Building St. John's, NF A1B 4J6 Attention: Director of Securities Tel: (709) 729-4189</p>	<p>Nova Scotia</p> <p>Nova Scotia Securities Commission 2nd Floor, Joseph Howe Building 1690 Hollis Street P.O. Box 458 Halifax, NS B3J 3J9 Attention: FOI Officer Telephone: (902) 424-7768</p>
<p>Northwest Territories</p> <p>Government of the Northwest Territories P.O. Box 1320 Yellowknife, NWT X1A 2L9 Attention: Deputy Registrar of Securities Telephone: (867) 920-8984</p>	<p>Nunavut</p> <p>Legal Registries Division Department of Justice Government of Nunavut P.O. Box 1000 Station 570 Iqaluit, NU X0A 0H0 Attention: Deputy Registrar of Securities Telephone: (867) 975-6190</p>
<p>Ontario</p> <p>Ontario Securities Commission Suite 1903, Box 55 20 Queen Street West Toronto, ON M5H 3S8 Attention: FOI Coordinator Telephone: (416) 593-8314</p>	<p>Prince Edward Island</p> <p>Securities Registry Office of the Attorney General B Consumer, Corporate and Insurance Services Division P.O. Box 2000 Charlottetown, PE C1A 7N8 Attention: Deputy Registrar of Securities Telephone: (902) 368-4569</p>
<p>Québec</p> <p>Commission des valeurs mobilières du Québec Stock Exchange Tower P.O. Box 246, 22nd Floor 800 Victoria Square Montréal, PQ H4Z 1G3 Attention: Responsable de l'accès à l'information Telephone: (514) 940-2150 or (800) 361-5072 (in Québec)</p>	<p>Saskatchewan</p> <p>Saskatchewan Securities Commission 800 B1920 Broad Street Regina, SK S4P 3V7 Attention: Director Telephone: (306) 787-5842</p>
<p>Yukon</p> <p>Department of Community Services Yukon P.O. Box 2703 Whitehorse, YU Y1A 2C6 Attention: Registrar of Securities Telephone: (867) 667-5225</p>	

**COMPANION POLICY 33-109CP
TO MULTILATERAL INSTRUMENT 33-109
REGISTRATION INFORMATION**

PART 1 APPLICATION AND PURPOSE

1.1 Application - Multilateral Instrument 33-109 (“MI 33-109”) has been implemented in all jurisdictions except Quebec.

1.2 Purpose - The purpose of MI 33-109 is to consolidate and harmonize requirements regarding the initial submission of registration information and the updating of that information.

PART 2 BUSINESS LOCATIONS

2.1 Business Locations - The securities regulatory authority or regulator is of the view that a business location for a registered firm, or a person or company that is applying for registration, is a location within the jurisdiction, including a residence, where a firm’s registered individuals are based for the purpose of carrying out registerable activity.

PART 3 NOTICE OF CHANGES

3.1 Bulk Transfer of Locations and Individuals

(1) If a registered firm is acquiring a large number of business locations (for example, as a result of an amalgamation or asset purchase) from one or more other registered firms that are located in the same jurisdictions and registered in the same categories as the acquiring firm, and if a significant number of individuals are associated on NRD with the locations, the securities regulatory authority or regulator will consider exempting the firms and individuals involved in the transaction from the following requirements:

1. the requirement to submit a notice regarding the termination of each employment, partner, or agency relationship under section 4.3 of MI 33-109;
2. the requirement to submit a notice regarding each individual who ceases to be a non-registered individual under section 5.2 of MI 33-109;
3. the requirement to submit a registration application for each individual applying to become a registered individual under section 2.2 of MI 33-109;

4. the requirement to submit a Form 33-109F4 for each non-registered individual under section 3.3 of MI 33-109;
 5. the requirement under section 3.1 of MI 33-109 to notify the regulator of a change to the business location information in Form 33-109F3.
- (2) In order to exempt the firms and individuals involved in the transaction from the requirements set out above, the application should include the following information:
- (a) the name and NRD number of the registered firm that will acquire control of the business locations;
 - (b) for each registered firm that is transferring control of the business locations,
 - (i) the name and NRD number of the registered firm;
 - (ii) the address and NRD number of each business location that is being transferred from the registered firm named in (b)(i) to the registered firm named in (a); and
 - (c) the date that the business locations will be transferred to the registered firm named in (a).
- (3) To facilitate the processing of the exemption application, the applicant may put the information referred to in subsection (2) in the form set out in Appendix A to this Companion Policy.
- (4) This exemption application should be submitted by the registered firm that will acquire control of the business locations at the closing of the transaction and should be submitted sufficiently in advance of the date on which the business locations are to be transferred (the “transfer date”). At this time, the securities regulatory authority is of the view that submitting the application at least 30 days prior to the transfer date should be sufficient.
- (5) In addition to any application fee, it is likely that the payment of a fee will be a condition of this type of exemption order and that the fee will be related to the number of registered firms, business

locations, registered individuals, and non-registered individuals involved in the transaction.

- (6) If the exemption is granted, as soon as practicable after the transfer date, the regulator will instruct the NRD administrator to indicate the transfer of the business locations, the registered individuals, and the non-registered individuals on NRD.
- (7) Bulk transfers involving firms that are registered in different categories or different jurisdictions may need to take additional steps. Firms involved in such a transaction should contact the applicable regulators to discuss what steps are required to allow the firms to use the bulk transfer process described above.

PART 4 DUE DILIGENCE

4.1 Sponsoring Firm Obligations - The securities regulatory authority or regulator is of the view that the reasonable efforts firms are required to undertake in Part 6 of MI 33-109 include

- (a) establishing written policies and procedures relating to the investigation of an individual prior to submitting a Form 33-109F4 on behalf of the individual, and
- (b) ensuring that the review of an individual pursuant to these policies and procedures is documented.

PART 5 COMMODITY FUTURES ACT SUBMISSIONS

5.1 In Ontario, if a person or company is required to make a submission under both MI 33-109 and OSC Rule 33-506 (Commodity Futures Act) with respect to the same information, the securities regulatory authority is of the view that a single filing on a form required under either rule satisfies both requirements.

Appendix A

Request for NRD Bulk Transfer of Business Locations

This is an application for exemption under Multilateral Instrument 33-109.

A) Registered firm that will acquire the business locations

Name:

Firm NRD number:

B) Registered firm transferring the business locations

Name:

Firm NRD number:

Business locations that will be transferred

Address of business location:

NRD number of business location:

Address of business location:

NRD number of business location:

(Repeat for each business location as necessary.)

C) Date that business locations will be transferred: