

13.1.6 TSX Inc. Notice – Approval of Amendments to the Rules of the Toronto Stock Exchange to Repeal the ATX Rules

TSX INC. NOTICE

APPROVAL OF AMENDMENTS TO THE RULES OF
THE TORONTO STOCK EXCHANGE (EXCHANGE) TO REPEAL THE ATX RULES

Introduction

In accordance with the Protocol for Commission Oversight of Toronto Stock Exchange Rule Proposals between the Ontario Securities Commission (OSC) and Toronto Stock Exchange (Protocol), TSX Inc. (TSX) has adopted and the OSC has approved certain amendments (Amendments) to the provisions in the Rules of the Toronto Stock Exchange (Rule Book). The Amendments will become effective on **July 24, 2009**.

Purpose

The Amendments repeal the ATX provisions from the Rule Book, namely Rule 4-108 and related definitions that will not be used going forward. TSX has made the business decision to decommission ATX. Therefore, the ATX rules and related definitions are no longer required and should be removed from the Rule Book.

Non-Public Interest Rule

The Amendments are not considered to be a “public interest” rule. The Amendments delete a specific product from the Rule Book. The ATX rules are no longer necessary as the product has been decommissioned and will no longer be offered.

Amendments

The Amendments are provided in Appendix A.

Timing

Because the Amendments are not considered to be a public interest rule, in accordance with the Protocol the Amendments were deemed to be approved by the OSC at the time TSX filed its Amendments submission on June 30, 2009. The Amendments will become effective on **July 24, 2009**.

APPENDIX A

The following rules will be repealed in their entirety:

RULES	POLICIES
<p>“Alternative Trade eXecution (ATX)” is a subscription-based facility of the Exchange to match Intents against Exchange destined order flow as well as other Intents. All matches in ATX are sent to the Exchange for trade execution.</p> <p>Added (June 13, 2007)</p>	
<p>“ATX Subscriber” means a Participating Organization that has subscribed to use ATX.</p> <p>Added (June 13, 2007)</p>	
<p>“Central Intent Book (or CIB)” means a blind electronic book that holds all Intents entered by ATX Subscribers.</p> <p>Added (June 13, 2007)</p>	
<p>“Intent” means a firm indication by a person, acting as principal or agent, of a willingness to buy or sell a security provided that certain specified conditions are satisfied, such as a quote spread and bid offer quote volume.</p> <p>Added (June 13, 2007)</p>	
<p>“Minimum Quote Spread” is a spread value that is entered on an Intent by an ATX Subscriber that specifies a minimum quote spread that must be satisfied in order for an Intent to be eligible to match in ATX.</p> <p>Added (June 13, 2007)</p>	
<p>“Minimum Quote Volume” is a volume that is entered on an Intent by an ATX Subscriber that specifies a minimum quote volume that must be satisfied in order for an Intent to be eligible to match in ATX.</p> <p>Added (June 13, 2007)</p>	
<p>“Priority Allocation Group (PAG)” is a feature in ATX that allows an ATX Subscriber to define its in-house priority allocation for purposes of matching orders and Intents.</p> <p>Added (June 13, 2007)</p>	

RULES	POLICIES
<p><u>PART 4 – TRADING OF LISTED SECURITIES</u></p>	
<p>DIVISION 1 - MARKET FOR LISTED SECURITIES</p> <p>4-108 ATX Facility</p> <p>(1) Intent Entry</p> <p>Intents may be entered, by an ATX Subscriber, into the CIB at any time on a Trading Day. Intents entered in the CIB will not interact with the Book.</p> <p>(2) Intent Size Increment</p> <p>The ATX facility operates in a minimum size increment of one security for each Intent.</p> <p>(3) Order Entry</p> <p>Orders from an ATX Subscriber may be routed to ATX at any time on a Trading Day. Orders that an ATX Subscriber routes to ATX will not be held in the CIB but will match with Intents held in the CIB in accordance this Rule 4-108.</p> <p>(4) Eligible Orders</p> <p>Orders which are at least one security in volume are eligible for matching in ATX.</p> <p>(5) Matching of Intents and Orders</p> <p>(a) All Intents entered by an ATX Subscriber must have a Minimum Quote Spread and a Minimum Quote Volume specified. Both of these conditions must be satisfied in order for an Intent to be eligible to match in ATX. A Minimum Quote Spread is satisfied, if, at the time of the match, the spread value of the CBBO is greater than or equal to the Intent's Minimum Quote Spread. A Minimum Quote Volume is satisfied if, at the time of the match, the aggregate volume of the CBBO, on the same side as the Intent, is greater than or equal to the Intent's Minimum Quote Volume.</p> <p>(b) Orders will be immediately matched with Intents in the CIB that are on the contra side of the order, subject to Rule 4-108(5)(a). A buy order will be matched with a sell Intent at the Canadian Best Offer, at such time, plus price improvement as determined from time to time by the Exchange. A sell order will be matched with a buy Intent at the Canadian Best Bid, at such time, plus price improvement as determined from time to time by the Exchange.</p> <p>(c) Subject to Rule 4-108(5)(a), active Intents will be immediately matched with other Intents in the CIB that are on the contra side of the active Intent. An active buy Intent will be matched</p>	

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<p>with a sell Intent at the Canadian Best Offer, at such time, plus price improvement as determined from time to time by the Exchange. An active sell Intent will be matched with a buy Intent at the Canadian Best Bid, at such time, plus price improvement as determined from time to time by the Exchange.</p> <p>(d) All matching in ATX will occur during the Regular Session but will not occur if the security is halted or delayed by the Exchange or RS.</p> <p>(e) Matches will not execute if at the time the match is reported to the Exchange it is outside the bid price and ask price quoted on the Exchange. Notwithstanding Rules 4-801 and 4-802, matches will execute if at the time the match is reported to the Exchange it is at the bid price or ask price quoted on the Exchange.</p> <p>(6) Priority of Matches</p> <p>Notwithstanding Rules 4-801 and 4-802 and subject to Rule 4-108(5)(a), orders shall match with Intents in the CIB and active Intents shall match with other Intents in the CIB:</p> <p>(a) Orders shall match with Intents in the CIB in the following manner and sequence:</p> <ul style="list-style-type: none"> (i) orders with Intents from the same ATX Subscriber according to such ATX Subscriber's PAG assignment. Intents with the same PAG assignment are matched with orders in time priority; then (ii) orders with Intents that meet a minimum volume requirement, as determined by the Exchange from time to time. Where multiple Intents meet the minimum volume requirement, these Intents shall be matched in time priority, without regard to the size of the Intents; then (iii) orders with all other Intents in time priority; then (iv) any residual volume of the order is sent immediately to the Book. <p>(b) Active Intents shall match against Intents in the CIB in the following manner and sequence:</p> <ul style="list-style-type: none"> (i) Intents with other Intents from the same ATX Subscriber according to such ATX Subscriber's PAG assignment. Intents with the same PAG assignment are matched with other Intents in time priority; then (ii) Intents with other Intents that meet a minimum volume requirement, as 	

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<p>determined by the Exchange from time to time. Where multiple Intents meet the minimum volume requirement, these Intents shall be matched in time priority, without regard to the size of the Intent; then</p> <p>(iii) Intents with all other Intents in time priority.</p> <p>(7) Unmatched Intents</p> <p>An unmatched Intent will remain in the CIB until such Intent:</p> <ul style="list-style-type: none"> (a) is matched with an order or an active Intent; (b) is cancelled by the ATX Subscriber; or (c) expires based on the duration of the Intent. <p>(8) Application of Exchange Requirements</p> <p>Except as otherwise provided in this Rule, all Exchange Requirements shall apply to the entry and execution of Intents and orders. For greater certainty, for purposes of Rule 2-501, Rule 2-502, Rule 2-503 and their related policies, reference to the term orders shall include both orders and Intents entered in the ATX facility, and reference to the term Book in Policy 2-502(2)(e) shall include CIB.</p> <p>Added (June 13, 2007)</p>	