

Instructions to file a notice of non-reliance on a certain registration exemption:

Unregistered capital markets participants who no longer wish to rely on a registration requirement under section 8.18 [International dealer] or 8.26 [International advisor] of National Instrument 31-103 *Registration Requirements Exemptions and Ongoing Registrant Obligations*, or under section 4 [Permitted clients] of Multilateral Instrument 32-102 *Registration Exemptions for Non-Resident Investment Fund Managers*, must complete and file a notification of non-reliance on the exemption through the OSC's online portal and file a notification letter. * Notifications without this letter will not be processed and returned.

There is no specific form or template for the letter. However, please include all the following information:

- a. what were the business activities of the firm in the past in Ontario?
- b. does the firm currently have any activity in Ontario or plan to engage in any activities in Ontario or with Ontario clients?
- c. does the firm have any clients in Ontario?
- d. does the firm manage any funds (investment funds or other) that have unitholders resident in Ontario?
- e. if the firm managed accounts of, or distributed securities to, clients resident in Ontario, what happened to these accounts (e.g. Has direction or control of the client accounts been transferred to a registrant firm or another exempt international adviser/dealer, were accounts redeemed and funds returned to clients, etc.)?
- f. if the firm continues to have clients:
 - describe the services being provided to these clients.
 - describe how the firm communicates with the client, how frequently do these communications take place, what information is communicated to these clients and who communicates with these clients.
- g. does the firm have access, control or custody over assets of clients resident in Ontario?
- h. is the firm currently registered with the regulatory authority in its home jurisdiction (e.g. SEC/FINRA)?
- i. if the firm has been relying on the registration exemption in other jurisdictions, please confirm if the firm is ceasing to rely on the exemption in other jurisdictions as well.
 - If so, the firm should notify each of these jurisdictions separately.
 - If not, which jurisdiction will be acting as the Principal Regulator?

This letter must be filed through our online portal, which can be accessed [here](#) (scroll down to the applicable section - see screen shot below)

Please identify the type of document you are filing:

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Notice given pursuant to s. 4.7 or s. 4.8 of MI 11-102 Passport System
Documents to be filed with the Commission by Issuer not required to comply with NI 13-101 SEDAR in accordance with s. 2.1 NI 13-101 such as Forms 10-K, 10-Q or 20-F

31-103F2 Submission to Jurisdiction and Appointment of Agent for Service

A 31-103F3 Use of Mobility Exemption

S 31-103F4 Net Asset Value Adjustments

H Delivery of new subordination agreements in the form set out in Appendix B of NI 31-103

31-103, s. 8.18 and 8.26 notification that an unregistered exempt firm is no longer relying on an exemption from registration

Notice of reliance on exemption in respect of investment fund trades by advisor to managed account

32-102F1 Submission to Jurisdiction and Appointment of Agent for Service for International Investment Fund Manager

32-102F2 Notice of Regulatory Action

32-102, s. 4 notification that an unregistered exempt firm is no longer relying on an exemption from registration

32-102, s. 4(3) notification by international IFM of its reliance on exemption from registration under s. 4(1) of MI 32-102 and total Ontario AUM (in CAD)

32-505F1 Information Report for United States Broker-Dealers and Advisers Servicing U.S. Clients from Ontario

33-109F5 Change of Registration Information (Firm Registrant - no fee due, or fee to be paid on NRD)

33-109F5 Change of Registration Information (Firm Registrant - EFT-exempt registrant)

33-109F6 Firm Registration (Fee to be paid on NRD)

33-109F6 Firm Registration (EFT-exempt registrant)

33-506F5 Change of Registration Information (Firm Registrant - no fee due, or fee to be paid on NRD)

33-506F5 Change of Registration Information (Firm Registrant - EFT-exempt registrant)

33-506F6 Firm Registration (Fee to be paid on NRD)

SU 33-506F6 Firm Registration (EFT-exempt registrant)

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

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

Custodian compliance reports delivered pursuant to s. 14.6(3) of NI 41-101 General Prospectus Requirement

Delivery of an offering memorandum including investor presentations or any amendment pursuant to s. 5.4 of OSC Rule 45-501 Ontario Prospectus and Registration Exemptions [Non-Investment Funds]

Delivery of an offering memorandum including investor presentations or any amendment pursuant to s. 5.4 of OSC Rule 45-501 Ontario Prospectus and Registration Exemptions [Investment Funds]

Notice given by a mutual fund manager pursuant to s. 5.8(3) of NI 81-102 Investment Funds

Custodian compliance reports delivered pursuant to s. 6.7(3) of NI 81-102 Investment Funds

Compliance reports as required by Part 12 of NI 81-102 Investment Funds

Notice that a mutual fund is relying on the exemption not to file its financial statements in s. 2.11 of NI 81-106 Investment Fund Continuous Disclosure

Financial statements filed by non-reporting investment fund issuers as required by Part 2 of NI 81-106 Investment Fund Continuous Disclosure

Notice given by a manager pursuant to s. 3.10(4) of NI 81-107 Independent Review Committee for Investment Funds

Notice given by an independent review committee pursuant to s. 4.5(1) of NI 81-107 Independent Review Committee for Investment Funds