Ontario Securities Commission

FORM 33-506F6

Unofficial consolidation current to 2022-06-06.

This document is not an official statement of law or policy and should be used for reference purposes only.

Form 33-506F6 FIRM REGISTRATION

Who should complete this form?

This form is for firms seeking registration under securities legislation, derivatives legislation or both.

Complete and submit this form to seek initial registration as a dealer, adviser or investment fund manager, or to add one or more jurisdiction of Canada or categories to a firm's registration.

Definitions

In this form:

Chief compliance officer – see section 2.1 of NI 31-103.

Derivatives – financial instruments, such as futures contracts (including exchange traded contracts), futures options and swaps whose market price, value or payment obligations are derived from or based on one or more underlying interests. Derivatives can be in the form of instruments, agreements or securities.

Firm – the person or company seeking registration.

Foreign jurisdiction – see National Instrument 14-101 *Definitions*.

Form – Form 33-506F6 *Firm Registration*.

NI 31-103 – National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations.

Jurisdiction or jurisdiction of Canada— see National Instrument 14-101 *Definitions*.

NI 33-109 – National Instrument 33-109 *Registration Information*.

NI 52-107 – National Instrument 52-107 *Acceptable Accounting Principles and Auditing Standards*.

NRD – National Registration Database. For more information, visit www.nrd-info.ca.

OSC Rule 33-506 – Ontario Securities Commission Rule 33-506 (*Commodity Futures Act*) *Registration Information*.

Parent – a person or company that directly or indirectly has significant control of another person or company.

Permitted individual – see OSC Rule 33-506.

Predecessor – any entity listed in question 3.6 of this form.

Principal regulator – see NI 33-109.

Significant control - a person or company has significant control of another person or company if the person or company:

- directly or indirectly holds voting securities representing more than 20
 per cent of the outstanding voting rights attached to all outstanding
 voting securities of the other person or company, or
- directly or indirectly is able to elect or appoint a majority of the directors (or individuals performing similar functions or occupying similar positions) of the other person or company.

Specified affiliate – a person or company that is a parent of the firm, a specified subsidiary of the firm, or a specified subsidiary of the firm's parent.

Specified subsidiary – a person or company of which another person or company has significant control.

SRO – see National Instrument 14-101 *Definitions*.

Supervisory procedure person(s) – person(s) required to be named under section 27(3) of the Regulation as being responsible for the firm's supervisory procedure.

Ultimate designated person – see section 2.1 of NI 31-103.

You – the individual who completes, submits, files and/or signs the form on behalf of the firm.

We and the regulator – the securities regulatory authority or regulator in the jurisdiction(s) of Canada where the firm is seeking registration.

Contents of the form

This form consists of the following:

Collection and use of personal information

Certification

Part 1 – Registration details

Part 2 – Contact information

Part 3 – Business history and structure

Part 4 – Registration history

Part 5 – Financial condition

Part 6 – Client relationships

Part 7 – Regulatory action

Part 8 – Legal action

Part 9 – [repealed]

Schedule A – Contact information for consent and notice of collection and use of personal information

Schedule B – Submission to jurisdiction and appointment of agent for service Schedule C – Form 31-103F1 *Calculation of excess working capital*

You are also required to submit the following supporting documents with your completed form:

- 1. Schedule B *Submission to jurisdiction and appointment of agent for service* for each jurisdiction where the firm is seeking registration (question 2.4)
- 2. Business plan, policies and procedures manual, and client agreements (except in Ontario) (question 3.3)
- 3. Constating documents (question 3.7)
- 4. Organization chart (question 3.11)
- 5. Ownership chart (question 3.12)
- 6. Calculation of excess working capital (question 5.1)
- 7. Directors' resolution approving insurance (question 5.7)
- 8. Audited financial statements (question 5.13)
- 9. Letter of direction to auditors (question 5.14)

The firm required to pay registration fee in each jurisdiction of Canada where it is submitting and filing this form. Refer to the prescribed fees of the applicable jurisdiction for details.

How to complete and submit the form

All dollar values are in Canadian dollars. If a question does not apply to the firm, write "n/a" in the space for the answer.

If the firm is seeking registration in more than one jurisdiction of Canada or category, other than in the category of restricted dealer, you only need to complete and submit one form. If the firm is seeking registration as a restricted dealer, submit and file the form with each jurisdiction of Canada where the firm is seeking that registration.

You can complete this form:

- on paper and deliver it to the principal regulator or relevant SRO
- on paper, scan it and e-mail it to the principal regulator or SRO

If the firm is seeking registration in Ontario, and Ontario is not the firm's principal regulator, you must also file a copy of this form, without supporting documents, with the Ontario Securities Commission.

You can find contact information for submitting and filing the form in Appendix B of Companion Policy 33-506CP (Commodity Futures Act) Registration Information.

We may accept the form in other formats. Please check with the regulator before you complete, submit and file the form. If you are completing the form on paper and need more space to answer a question, use a separate sheet of paper and attach it to this form. Clearly identify the question number.

You must include all supporting documents with your submission. We may ask you to provide other information and documents to help determine whether the firm is suitable for registration.

In most of this form, answers are required to questions that apply only to Canadian provinces and territories; you will find that the questions are referenced to "jurisdictions" or "jurisdiction of Canada". These refer to all provinces and territories of Canada. However, the questions in Part 4 – *Registration History* and Part 7 – *Regulatory Action* are to be answered in respect of any jurisdiction in the world.

It is an offence to knowingly give false or misleading to the regulator or securities regulatory authority.

See Part 3 of OSC Rule 33-506.

Updating the information on the form

The firm is required to notify the regulator, within specified times, of any changes to the information on this form by submitting and filing Form 33-506F5 *Change of Registration Information*.

Collection and use of personal information

In obtaining information about the firm, each securities regulatory authority and SRO set out in Appendix A may receive and collect personal information about individuals, if any, associated with the firm and its directors, officers, partners, employees, contractors and agents.

This may include the collection of

- the personal information provided in this form,
- registration or financial services licensing information,
- personal information available online,
- records from governmental or regulatory authorities, SROs or professional bodies, or
- records of, and used in, court proceedings, including probation records.

Any of the securities regulatory authorities or SROs set out in Schedule A may contact governmental or regulatory authorities, private bodies or agencies, individuals, corporations, employers, and other organizations, in Canada and

in other countries, for information about the individual.

This personal information is being collected under the authority of the applicable securities legislation, derivatives legislation (including commodity futures legislation) or both of the securities regulatory authorities and under the SRO rules of an SRO set out in Schedule A. The collection, use and disclosure are done in accordance with applicable freedom of information and privacy legislation.

The principal purpose of this collection by the securities regulatory authorities is to administer, enforce, carry out their duties or exercise their powers under their respective securities legislation, derivatives legislation (including commodity futures legislation) or both, and for the SROs to administer and enforce the rules of the SROs.

The information may be collected

- at the time of the firm's application,
- at any time during the firm's registration, or
- at the time the regulator or, in Québec, the securities regulatory authority, or the SRO is informed by the firm that it is surrendering its registration.

If you or anyone referred to in this form has any questions about the collection, use, and disclosure of this information, you or they can contact the regulator or, in Québec, the securities regulatory authority, or SRO in any jurisdiction in which the required information is submitted. See Schedule A for details.

Certain registration information about the firm and its registered individuals will be listed in a publicly available registry, including names used by the firm, the address of the firm's head office, whether the firm is on the Disciplined List, the jurisdictions and categories in which the firm is registered, and whether any terms and conditions have been imposed on the firm's registration, and the firm's registered individuals.

Certain securities regulatory authorities may provide to or receive from certain entities information under separate provisions of their securities legislation or derivatives legislation (including commodity futures legislation) or both, and SROs may provide or receive information under the rules of the SROs. This consent and notice does not limit the authority, powers, obligations, or rights conferred on any of the securities regulatory authorities by legislation or regulations in effect in their jurisdiction.

WARNING: It is an offence to knowingly give false or misleading information to the regulator or the securities regulatory authority.

CERTIFICATION

By signing this form, I, on behalf of the firm,

1. certify to the regulator or, in Québec, the securities regulatory authority in

each jurisdiction where the firm is submitting this form and to any applicable self-regulatory organization (SRO) that

- I have read this form,
- the firm has submitted and filed all information required to be submitted and filed under securities legislation and/or derivatives legislation in the principal jurisdiction of Canada where the firm is seeking registration, and
- to the best of my knowledge and after reasonable inquiry, all of the information provided on this form is true and complete,
- 2. authorize the principal regulator to give each non-principal regulator and, where applicable, SRO access to any information the firm has submitted or filed with the principal regulator under securities legislation or derivatives legislation or both in relation to the firm's registration in that jurisdiction,
- 3. acknowledge that the regulator or, in Québec, the securities regulatory authority, and SRO may collect and provide personal information about the individuals referred to in this form under the heading *Collection and Use of Personal Information*, and
- 4. confirm that the individuals referred to in this form have been notified that the individuals' personal information is disclosed on this form, the legal reason for doing so, how it will be used and who to contact for more information.

| Name of firm |
|--|
| |
| Name of authorized signing officer or partner |
| |
| Title of authorized signing officer or partner |
| Signature of authorized signing officer or partner |
| |
| Date signed |
| (YYYY/MM/DD) |

Part 1 – Registration details

1.1 Firm's full legal name

Provide the full legal name of the firm as it appears on the firm's constating documents required under question 3.7. If the firm is a sole proprietorship, provide your first, last and any middle names.

If the firm's legal name is in English and French, provide both versions.

| For more nformation, visit www.nrd-info.ca. | 1.2 Firm's NRD number | |
|---|---|---|
| | 1.3 Why are you submitting this form? | Complete: |
| | Complete: | |
| | To seek initial registration as a firm in one or more jurisdictions of Canada | The entire form |
| | To add one or more jurisdictions of Canada to the firm's registration | Questions 1.1, 1.2, 1.4, 1.5, 2.4, 3.9, 5.4, 5.6*, and Part 9 |
| | To add one or more categories to the firm's registration | Questions 1.1, 1.2, 1.4, 1.5, 3.1, 5.1, 5.4, 5.5, 5.6*, 5.7, 5.8, Part 6 and Part 9 |

^{*} If the firm is adding Québec as a jurisdiction for registration in the category of mutual fund dealer or scholarship plan dealer, complete question 5.6.

1.4 In what category and jurisdiction is the firm seeking registration? Check all that apply.

(a) Categories under securities legislation

| Abbreviations | | Juri | sdicti | on | | | | | | | | | | |
|--|---|------------------------------------|--|-----------------------|--------|-----------|--------|--------|--------|--------|--------|--------|--------|--------|
| Alberta (AB) British Columbia (BC) | Category | A B | B C | M B | N B | N L | N S | N T | N U | O N | P E | Q C | S K | Y T |
| Manitoba (MB) New Brunswick | Investment dealer | | | | | | | | | | | | | |
| (NB) Newfoundland and | Mutual fund dealer | | | | | | | | | | | | | |
| Labrador (NL) Northwest | Scholarship plan dealer | | | | | | | | | | | | | |
| Territories (NT) Nova Scotia (NS) Nunavut (NU) Ontario (ON) | Exempt market dealer | | | | | | | | | | | | | |
| Prince Edward Island (PE) | Restricted dealer | | | | | | | | | | | | | |
| Québec (QC) Saskatchewan (SK) Yukon (YT) | Investment fund manager | | | | | | | | | | | | | |
| | Portfolio manager | | | | | | | | | | | | | |
| | Restricted portfolio manager | | | | | | | | | | | | | |
| (b) | Categories un | der de | erivati | ives l | egisla | ition | (Man | itoba | and | Onta | rio or | nly) | | |
| | Category Dealer (mercondity) Dealer (future merchant) Dealer (floor Local Adviser Commodity) Commodity Futures commodity | res co brok tradin tradin | mmis er) g adv g cou g mai | iser nsel nager | | Man Onta | ario | a | | | | | | |

Investment dealers and portfolio managers (Québec only)

(c)

| | If the firm is seeking registration manager, will the firm also act as | n in Québec as an investment dealer or a port s a: | folio |
|-------------------------------------|--|---|-------|
| | Derivatives dealer Derivatives portfolio manager | Yes No No Yes No | |
| 1.5 | Exemptions | | |
| | Is the firm applying for any exem | nptions under securities or derivatives legislat | tion? |
| | Yes No No | | |
| | If yes, provide the following info | ormation for each exemption: | |
| | Type of exemption | | |
| | Legislation | | |
| | Jurisdiction(s) where the firm ha | as applied for the exemption | |
| | AB BC MB NB NL | NS NT NU ON PE QC SK | YT |
| Pa | art 2 – Contact information | | |
| | Addresses | | |
| 2.3 | Head office address | | |
| A post office box on its own is not | Address line 1 | | |
| acceptable for a head office | Address line 2 | | |
| address. | City | Province/territory/state | |
| | Country | Postal/zip code | 1 |
| | Telephone number | Fax number | - |

If the firm's head office is in Canada, go to question 2.3.

If the firm's head office is not in Canada, go to question 2.2.

Firms whose head office is not in Canada 2.2

Website

| | (a) | Does the firm have any business location | on addresses in Canada? |
|--|-----|---|--|
| | | Yes No | |
| | | If yes, provide the firm's primary Cana | adian business location address: |
| | | Address line 1 | |
| | | Address line 2 | |
| | | City | Province/territory |
| | | Postal code | |
| | | | |
| | | | |
| The securities regulatory authority in this jurisdiction of Canada is the firm's principal | (b) | If a firm is not registered in a jurisdiction of Canada in which the firm expects require registration as at the end of its cut of its activities that require registration completed financial year. | to conduct most of its activities that arrent financial year or conducted most |
| regulator in Canada. | | AB BC M NB NL NS NT B | N O PE QC SK YT U N |
| - Carraga. | | | |
| A post office box is acceptable for | 2.3 | Mailing address | |
| a mailing address. | | Same as the head office addres | s |
| address. | | Address line 1 | |
| | | Address line 2 | |
| | | City | Province/territory/state |
| | | Country | Postal/zip code |
| | | | |

If the firm does not have an office in a jurisdiction of Canada where it is seeking registration, it must appoint an

2.4 Address for service and agent for service

Attach an executed Schedule B *Submission to jurisdiction and appointment of agent for service* for each jurisdiction of Canada where the firm is seeking registration and does not have an office.

agent for service in that jurisdiction of Canada.

Contact names

2.5 Ultimate designated person

A registered firm must have an individual registered in the category of ultimate designated person unless the firm is only registered under the Commodity Futures Act (Ontario).

| Legal name | |
|----------------------------|--------------------------|
| Officer title | |
| Telephone number | |
| E-mail address | |
| NRD number, if available | |
| Address | |
| Same as firm head office a | address |
| Address line 1 | |
| Address line 2 | |
| City | Province/territory/state |
| Country | Postal/zip code |
| · | |

2.6 Chief compliance officer and/or supervisory procedure person

Same as ultimate designated person

A registered firm must have an individual registered in the category of chief compliance officer and/or an individual responsible for its supervisory procedures.

| Legal name |
|----------------------------------|
| Officer title |
| Telephone number |
| E-mail address |
| NRD number, if available |
| Address |
| Same as firm head office address |
| Address line 1 |

| it | ty Province/territory/sta | ate | | | |
|----|--|-------------|----|--|--|
| 0 | ountry Postal/zip code | • | | | |
| | t 3 – Business history and structure iness activities | | | | |
| | The firm's business | | | | |
| | Provide a description of the firm's proposed business, inclubusiness activities, target market, and the products and service to clients. | | | | |
| | | | | | |
| 2 | Other names | | | | |
| 2 | Other names In addition to the firm's legal name in question 1.1, does other names, such as a trade name? | the firm u | se | | |
| 2 | In addition to the firm's legal name in question 1.1, does | the firm u | se | | |
| 2 | In addition to the firm's legal name in question 1.1, does other names, such as a trade name? | | | | |
| 2 | In addition to the firm's legal name in question 1.1, does other names, such as a trade name? Yes No | | | | |
| 2 | In addition to the firm's legal name in question 1.1, does other names, such as a trade name? Yes No | | | | |
| | In addition to the firm's legal name in question 1.1, does other names, such as a trade name? Yes No | | | | |
| 3 | In addition to the firm's legal name in question 1.1, does other names, such as a trade name? Yes No If yes, list all other names and indicate if each name has bee | n registere | d: | | |
| | In addition to the firm's legal name in question 1.1, does other names, such as a trade name? Yes No Such as and indicate if each name has bee Business documents | n registere | d: | | |
| | In addition to the firm's legal name in question 1.1, does other names, such as a trade name? Yes No Such as and indicate if each name has bee Business documents | n registere | d: | | |

| | regulator of the firm seeking registration, unless the regulator in Ontario has requested they be provided. |
|-----|---|
| sto | ory of the firm |
| | When was the firm created? |
| | yyyy/mm/dd |
| | |
| | |
| | How was the firm created? |
| | New start-up Go to question 3.7. |
| | Merger or amalgamation Go to question 3.6. Reorganization Go to question 3.6. |
| | Other statutory arrangement Please specify below and go to question 3.6. |
| | |
| | |
| | Predecessors |
| | List the entities that were merged, amalgamated, reorganized or otherwise |
| | arranged to create the firm. |

Attach the legal documents that established the firm as an entity, for example, the firm's articles and certificate of incorporation, any articles of amendments, partnership agreement or declaration of trust. If the firm is a sole proprietorship, provide a copy of the registration of trade name.

As part of their constating documents, firms whose head office is outside Canada may be required to provide proof of extra-provincial registration.

Business structure and ownership

| | 3.8 | Type of legal structure | | | |
|--|------|---|---|---|---|
| | | Corporation | _ | ral partner | |
| | 3.9 | Business registration nu | mber, if app | licable | |
| This is the firm's corporate registration | | List the firm's business r where the firm is seeking | - | umber for each | jurisdiction of Canada |
| number or Québec enterprise number (NEQ). | | Business registration nur | nber | Jurisdiction of | f Canada |
| | | | | | |
| | 3.10 | Permitted individuals | | | |
| | | State why the individual partner, officer, shareho paragraph (c) of the defi Ontario Securities Com Registration Information) | is considered lder, or a p inition of "po mission Rule | I a permitted in permitted indivious indivious individual individu | idual as described in lual" in section 1.1 of |
| | | Name | Type of Per Individual | rmitted | NRD number, if applicable |
| | | | | | |
| | | | | | |

3.11 Organization chart

Attach an organization chart showing the firm's reporting structure. Include all permitted individuals, the ultimate designated person and/or supervisory procedure person(s) and the chief compliance officer.

3.12 Ownership chart

Attach a chart showing the firm's structure and ownership. Include all parents, specified affiliates and specified subsidiaries. Indicate which of the parents, specified affiliates and specified subsidiaries are registered under securities legislation in any jurisdiction of Canada and provide their NRD number.

Include the name of the person or company, and class, type, amount and percentage ownership of the firm's voting securities.

Part 4 – Registration history

The questions in Part 4 apply to any jurisdiction and any foreign jurisdiction.

4.1 Securities registration

| • | n, or any predecessors or specified affiliates censed to trade or advise in securities or |
|--|--|
| Yes No | |
| If yes, provide the following inform | mation for each registration: |
| Name of entity | |
| Registration category | |
| Regulator/organization | |
| Date registered or licensed (yyyy/mm/dd) | Expiry date, if applicable (yyyy/mm/dd) |
| Jurisdiction | I |

4.2 Exemption from securities registration

Is the firm currently relying on any exemptions from registration or licensing to trade or advise in securities or derivatives (other than those exemptions with respect to which the firm has already notified the securities regulator or, in Québec, the securities regulatory authority in accordance with the applicable exemption)?

| Type of e | xemption | |
|---|---|--|
| Regulato | :/organization | |
| Date of e | xemption (yyyy/mm/dd) | |
| Jurisdicti | on | |
| Members | hip in an exchange or SRO | |
| of the firm | • | any predecessors or specified affilia ities or derivatives exchange, SRO |
| Yes | No 🗌 | |
| If yes, pro | vide the following information | on for each membership: |
| Name of | entity | |
| Organiza | ion | |
| Date of n | nembership (yyyy/mm/dd) | Expiry date, if applicable (yyyy/mm/dd) |
| | on | |
| Jurisdicti | | |
| | n from membership in an e | exchange or SRO |
| Exemption Is the firm | • | exemptions from membership with |
| Exemptio Is the firm | or currently relying on any of the currently relying on the currently relying on the currently relying the currently relying to the currently relative relying to the currently relative relying to the currently | exemptions from membership with |
| Exemptio Is the firm securities of Yes | or currently relying on any of the currently relying on the currently relying on the currently relying the currently relying to the currently relative relying to the currently relative relying to the currently | exemptions from membership with O or similar organization? |
| Exemptio Is the firm securities of Yes If yes, pro | or currently relying on any or derivatives exchange, SRC | exemptions from membership with O or similar organization? |

| | | Jurisdiction | | | | |
|--|-----|--|---|--|--|--|
| | 4.5 | Refusal of registration, licensing or membership | | | | |
| | | Has the firm, or any predecessors or specified affiliates of the firm beer refused registration, licensing or membership with a financial services regulator, securities or derivatives exchange, SRO or similar organization? | | | | |
| | | Yes No No | | | | |
| | | If yes, provide the following information for each refusal: | | | | |
| | | Name of entity | | | | |
| | | Reason for refusal | | | | |
| | | Regulator/organization | | | | |
| | | Date of refusal (yyyy/mm/dd) | | | | |
| | | Jurisdiction | | | | |
| | | | | | | |
| | 4.6 | Registration for other financial prod | lucts | | | |
| Examples of other financial products include financial | | In the last seven years, has the firm, or a of the firm been registered or licer registration or licensing to sell or advisecurities or derivatives? | nsed under legislation that requires | | | |
| planning, life insurance and | | Yes No | | | | |
| mortgages. | | If yes, provide the following information for each registration or licence: | | | | |
| | | Name of entity | | | | |
| | | Type of licence or registration | | | | |
| | | Licence number | | | | |
| | | Regulator/organization | | | | |
| | | Date of registration (yyyy/mm/dd) | Expiry date, if applicable (yyyy/mm/dd) | | | |
| | | Jurisdiction | (yyyy/iiiii/uu) | | | |
| | | | | | | |

Part 5 – Financial Condition

Capital requirements

5.1 Calculation of excess working capital

Attach the firm's calculation of excess working capital.

- Investment dealers must use the capital calculation form required by the Investment Industry Regulatory Organization of Canada (IIROC).
- Mutual fund dealers must use the capital calculation form required by the Mutual Fund Dealers Association of Canada (MFDA), except for mutual fund dealers registered in Québec only.
- If the firm is only applying for registration as an adviser under the *Commodity Futures Act* (Ontario), attach the firm's calculation of minimum free capital in accordance with section 14 of Regulation 90 under that Act.
- Other firms that are not members of either IIROC or the MFDA must use Form 31-103F1 *Calculation of Excess Working Capital*. See Schedule C.

5.2 Sources of capital

List all cash, cash equivalents, debt and equity sources of the firm's capital.

| Name of person or entity providing the capital | Type of capital | Amount (\$) |
|--|-----------------|-------------|
| | | |
| | | |
| | | |

5.3 Guarantors

See Schedule C Form 31-103F1 Calculation of Excess Working Capital In relation to its business, does the firm:

| | Yes | No |
|---------------------------------------|-----|----|
| (a) Have any guarantors? | | |
| (b) Act as a guarantor for any party? | | |

If yes, provide the following information for each guarantee:

| Name of party to the guarantee | |
|----------------------------------|--|
| Name of party to the guarantee | |
| Traine of party to the Edulatice | |

| NRD number, if applicable | |
|---------------------------|--------------------------|
| | |
| Relationship to the firm | Amount of guarantee (\$) |
| | |
| Details of the guarantee | |
| _ | |

Bonding and insurance

Questions 5.4 to 5.8 apply to the firm's bonding or insurance coverage or proposed bonding or insurance coverage for securities and derivatives activities only. This in accordance with Part 12, Division 2 of NI 31-103.

| | 5.4 | Jurisdictions covered |
|--|-----|---|
| This information is on the financial institution bond. | 5.5 | Where does the firm have bonding or insurance coverage? AB |
| This information | | Name of insurer |

is on the binder of insurance or on the financial institution bond.

| Name of insurer | | | | |
|--|--------------------------------|--|--|--|
| | | | | |
| Bond or policy number | | | | |
| | | | | |
| Specific insuring agreements and clauses | | | | |
| Coverage for each claim (\$) | Annual aggregate coverage (\$) | | | |

| Total coverage (\$) | | |
|--|--|---------|
| Amount of the deductible (\$) | Expiry date (yyyy/mm/dd) | |
| If the firm's insurance or proposed institution bond, explain how it provide | insurance is not in the form of a fides equivalent coverage to the bond. | nancial |
| | | |

5.6 Professional liability insurance (Québec only)

If the firm is seeking registration in Québec as a mutual fund dealer or a scholarship plan dealer, provide the following information about the firm's professional liability insurance:

This information is required only if the firm is applying for registration in Québec as a mutual fund dealer or as a scholarship plan dealer.

| Name of insurer | | | | |
|--|-------|--|--|--|
| Policy number | | | | |
| Specific insuring agreements and clauses | | | | |
| Coverage for each claim (\$) Annual aggregate coverage (\$) | | | | |
| Total coverage (\$) | | | | |
| Amount of the deductible (\$) Renewal date (yyyy/mm/dd) | | | | |
| Jurisdictions covered: | | | | |
| AB BC MB NB NL NS NT NU ON PE QC S | SK YT | | | |
| Which insurance policy applies to your representatives? | | | | |
| Firm's policy | | | | |

5.7 Directors' resolution for approving insurance

Attach a directors' resolution confirming that the firm has sufficient insurance coverage for its securities or derivatives-related activities.

5.8 Bonding or insurance claims

| | In the last seven years, has the firm insurance? | n made any claims against a bond or | on its | | |
|--------------|---|--|--------|--|--|
| | Yes No | | | | |
| If yes | s, provide the following information for | r each claim: | | | |
| | Type of bond or insurance | | | | |
| | Date of claim (yyyy/mm/dd) | Amount (\$) | | | |
| | Reason for claim | | | | |
| | Date resolved (yyyy/mm/dd) | Result | | | |
| | Jurisdiction | | | | |
| 5.9 | • | n or any of its specified affiliates de roposal in bankruptcy, or been the subjeent in any jurisdiction? | | | |
| | Yes No Service the following information bankruptcy: | nation for each bankruptcy or assignm | ent in | | |
| | Name of entity | | | | |
| | Reason for bankruptcy or assignment | | | | |
| | Date of bankruptcy, assignment or petition (yyyy/mm/dd) | Date discharge granted, if applicable (yyyy/mm/dd) | | | |
| | Name of trustee | | | | |
| Jurisdiction | | | | | |

If applicable, attach a copy of any discharge, release or equivalent document.

5.10 Appointment of receiver

| | | In the last seven years, has the firm or any of its specified affiliates appointed a receiver or receiver manager, or had one appointed, or the equivalent in any jurisdiction? | | | |
|--|------|---|-------------------------------|--|--|
| | | Yes No No | | | |
| | | If yes, provide the following information for each appointment of receiver: | | | |
| | | Name of entity | | | |
| | | Date of appointment (yyyy/mm/dd) | Reason for appointment | | |
| | | Date appointment ended (yyyy/mm/dd) | Reason appointment ended | | |
| | | Name of receiver or receiver manag | er | | |
| | | Jurisdiction | | | |
| | | Financial reporting | | | |
| | 5.11 | Financial year-end | | | |
| | | (mm/dd) | | | |
| | | If the firm has not established its fina | ancial year-end, explain why. | | |
| | | | | | |
| Provide the name of the individual | 5.12 | Auditor | | | |
| auditing the financial statements and the name of the firm, if applicable. | | Name of auditor and accounting firm | n | | |
| | 5.13 | Audited financial statements | | | |

- (a) Attach, for your most recently completed year, either
 - (i) non-consolidated audited financial statements; or

- audited financial statements prepared in accordance with section 3.2(3) of NI 52-107.
- If the audited financial statements attached for item (a) were prepared for a period ending more than 90 days before the date of this application, also attach interim financial information (as set out in section 12.11 of NI 31-103) for a period of not more than 90 days before the date of this application.

If the firm is a start-up company, you can attach an audited opening statement of financial position instead.

5.14 Letter of direction to auditors

We may request an audit of the firm at any time while the firm is registered.

Attach a letter of direction from the firm authorizing the auditor to conduct any audit or review of the firm that the regulator may request.

Part 6 – Client relationships

Client assets 6.1

| See Part 14, | Will the firm hold or have access to client assets? | | | | |
|--------------------|---|-----------|-------------------|---------------------------------------|--|
| Division 3 of NI | | | | | |
| 31-103 and | Yes | No | | | |
| Companion | | | | | |
| Policy 31- | If yes, provide | the follo | owing information | n for each financial institution wher | |
| 103CP. | the trust accounts for client assets are held. | | | | |
| | | | | | |
| For guidance | Name of financial institution | | | | |
| regarding | | | | | |
| whether a firm | Address line 1 | | | | |
| will hold or have | | | | | |
| access to client | Address line 2 | | | | |
| assets see section | | | | | |
| 12.4 of | City | | | Province/territory | |
| Companion | | | | | |
| Policy 31- | Postal code | | | Telephone number | |
| 103CP. | | | | | |

Conflicts of interest 6.2

| | resul | t in any significant conflicts of interest in carrying out its registerable ities in accordance with securities or derivatives legislation? |
|-------|---|---|
| | Yes | □ No □ |
| | If ye | s, complete the following questions: |
| | (a) | Provide details about each conflict: |
| | | |
| | (b) | Does the firm have policies and procedures to identify and respond to its conflicts of interest? |
| | | Yes No No |
| | | If no, explain why: |
| | | |
| art ' | 7 _ R | ogulatom; action |
| art ' | The | egulatory action questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. |
| art ' | The The | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction |
| | The The Settle Has into | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. |
| | The The Settle Has into | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. Hement agreements the firm, or any predecessors or specified affiliates of the firm entered a settlement agreement with any financial services regulator, securities or vatives exchange, SRO or similar organization? |
| | The The Settl Has into deriv | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. Hement agreements the firm, or any predecessors or specified affiliates of the firm entered a settlement agreement with any financial services regulator, securities or vatives exchange, SRO or similar organization? |
| | The The Settl Has into deriv | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. lement agreements the firm, or any predecessors or specified affiliates of the firm entered a settlement agreement with any financial services regulator, securities or vatives exchange, SRO or similar organization? No |
| | The The Settl Has into deriv | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. lement agreements the firm, or any predecessors or specified affiliates of the firm entered a settlement agreement with any financial services regulator, securities or vatives exchange, SRO or similar organization? No s, provide the following information for each settlement agreement: |
| | The The Settl Has into deriv | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. lement agreements the firm, or any predecessors or specified affiliates of the firm entered a settlement agreement with any financial services regulator, securities or vatives exchange, SRO or similar organization? No s, provide the following information for each settlement agreement: |
| | The The Sett! Has into derive Yes If yes Reg Date | questions in Part 7 apply to any jurisdiction and any foreign jurisdiction information must be provided in respect of the last 7 years. Itement agreements |

7.2 Disciplinary history

Has any financial services regulator, securities or derivatives exchange, SRO or similar organization:

| | Yes | No |
|---|-----|----|
| Determined that the firm, or any predecessors or specified affiliates of the firm violated any securities regulations or any rules of a securities or derivatives exchange, SRO or similar organization? | | |
| Determined that the firm, or any predecessors or specified affiliates of the firm made a false statement or omission? | | |
| Issued a warning or requested an undertaking by the firm, or any predecessors or specified affiliates of the firm? | | |
| Suspended or terminated any registration, licensing or membership of the firm, or any predecessors or specified affiliates of the firm? | | |
| Imposed terms or conditions on any registration or membership of the firm, or predecessors or specified affiliates of the firm? | | |
| Conducted a proceeding or investigation involving the firm, or any predecessors or specified affiliates of the firm? | | |
| Issued an order (other than an exemption order) or a sanction to the firm, or any predecessors or specified affiliates of the firm for securities or derivatives-related activity (e.g. cease trade order)? | | |

If yes, provide the following information for each action:

| Name of entity | |
|-----------------------------|-------------------|
| Type of action | |
| Regulator/organization | |
| Date of action (yyyy/mm/dd) | Reason for action |
| Jurisdiction | |

7.3 Ongoing investigations

Is the firm aware of any ongoing investigations of which the firm or any of its specified affiliates is the subject?

| | Yes No | |
|--------|---|----------------------------|
| | If yes, provide the following information for ea | ach investigation: |
| | Name of entity | |
| | Reason or purpose of investigation | |
| | Regulator/organization | |
| | Date investigation commenced (yyyy/mm/dd) | |
| | Jurisdiction | |
| Part : | 8 – Legal action | |
| | The firm must disclose offences or legal action the firm and its business activities in any juris be provided in respect of the last 7 years. | • |
| 8.1 | Criminal convictions | |
| | Has the firm, or any predecessors or specific convicted of any criminal or quasi-criminal off | |
| | Yes No | |
| | If yes, provide the following information for ea | ach conviction: |
| | Name of entity | |
| | Type of offence | |
| | Case name | Case number, if applicable |
| | Date of conviction (yyyy/mm/dd) | |
| | Jurisdiction | |
| | | |
| 8.2 | Outstanding criminal charges | |
| | Is the firm or any of its specified affiliates outstanding criminal or quasi-criminal charges | • • |
| | Yes No | |
| | If yes, provide the following information for ea | ach charge: |

| Name of entity |
|-----------------------------|
| Type of offence |
| Date of charge (yyyy/mm/dd) |
| Jurisdiction |
| Jurisdiction |

8.3 Outstanding legal actions

| | Yes | No |
|---|-----|----|
| Is the firm currently a defendant or respondent (or the equivalent in any jurisdiction) in any outstanding legal action? | | |
| Are any of the firm's specified affiliates currently a defendant or respondent (or the equivalent in any jurisdiction) in any outstanding legal action that involves fraud, theft or securities-related activities, or that could significantly affect the firm's business? | | |

If yes, provide the following information for each legal action:

| Name of entity |
|--|
| Type of legal action |
| Date of legal action (yyyy/mm/dd) |
| Current stage of litigation |
| Remedies requested by plaintiff or appellant |
| Jurisdiction |

8.4 Judgments

| | Yes | No |
|--|-----|----|
| Has any judgment been rendered against the firm or is any judgment outstanding in any civil court for damages or other relief relating to fraud, theft or securities-related activities? | | |

| Are any of the firm's specified affiliates currently the subject | |
|---|--|
| of any judgments that involve fraud, theft or securities-related | |
| activities, or that could significantly affect the firm's business? | |

If yes, provide the following information for each judgment:

| Name of entity |
|--|
| Type of judgment |
| Date of judgment (yyyy/mm/dd) |
| Current stage of litigation, if applicable |
| Remedies requested by plaintiffs |

Schedule A Contact information for notice of collection and use of personal information

Alberta

Alberta Securities Commission Suite 600, 250–5th St. SW Calgary, AB T2P 0R4

Attention: Information Officer Telephone: (403) 297-6454

British Columbia

British Columbia Securities Commission P.O. Box 10142, Pacific Centre 701 West Georgia Street Vancouver, BC V7Y 1L2 Attention: Registration staff

Telephone: (604) 899-6500 or (800) 373-

6393 (in Canada)

E-mail: Registration@bcsc.bc.ca

Manitoba

The Manitoba Securities Commission 500 - 400 St. Mary Avenue Winnipeg, MB R3C 4K5 Attention: Director of Registrations

Telephone: (204) 945-2548

Fax (204) 945-0330

New Brunswick

Financial and Consumer Services Commission of New Brunswick / Commission des services financiers et des services aux consommateurs du Nouveau-Brunswick

Suite 300, 85 Charlotte Street Saint John, NB E2L 2J2 Attention: Registration Telephone: (506) 658-3060

Nunavut

Government of Nunavut Department of Justice P.O. Box 1000 Station 570 Iqaluit, NU X0A 0H0

Attention: Superintendent of Securities

Telephone: (867) 975-6590

Ontario

Ontario Securities Commission 22nd Floor 20 Queen Street West Toronto, ON M5H 3S8 Attention: Compliance and Registrant

Regulation

Telephone: (416) 593-8314

E-mail: registration@osc.gov.on.ca

Prince Edward Island

Securities Office Department of Community Affairs and Attorney General P.O. Box 2000 Charlottetown, PE C1A 7N8 Attention: Superintendent of Securities

Telephone: (902) 368-6288

Ouébec

Autorité des marchés financiers 800, square Victoria, 22e étage C.P. 246, tour de la Bourse Montréal (Québec) H4Z 1G3 Attention: Responsable de l'accès à

1'information

Telephone: (514) 395-0337 or (877) 525-0337

Newfoundland and Labrador

Superintendent of Securities, Service NL Government of Newfoundland and Labrador P.O. Box 8700

2nd Floor, West Block Confederation Building

St. John's, NL A1B 4J6

Attention: Manager of Registrations

Telephone: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission Suite 400, 5251 Duke Street Halifax, NS B3J 1P3

Attention: Registration Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories Department of Justice 1st Floor Stuart M. Hodgson Building 5009 – 49th Street Yellowknife, NWT X1A 2L9

Attention: Superintendent of Securities

Telephone: (867) 920-8984

Saskatchewan

Financial and Consumer Affairs Authority of

Saskatchewan

Suite 601, 1919 Saskatchewan Drive

Regina, SK S4P 4H2

Attention: Director, Capital Markets

Telephone: (306) 787-5871

E-mail: registrationfcaa@gov.sk.ca

Yukon

Government of Yukon

Office of the Yukon Superintendent of

Securities

Department of Community Services

P.O. Box 2703 C-6

Whitehorse, YT Y1A 2C6

Attention: Superintendent of Securities

Telephone: (867) 667-4566

Self-regulatory organization

Investment Industry Regulatory Organization

of Canada

121 King Street West, Suite 2000

Toronto, Ontario M5H 3T9 Attention: Privacy Officer Telephone: (416) 364-6133

E-mail: PrivacyOfficer@iiroc.ca

Schedule B Submission to jurisdiction and appointment of agent for service

| 1. | Name of person or company (the "Firm"): |
|--------|---|
| 2. | Jurisdiction of incorporation of the person or company: |
| 3. | Name of agent for service of process (the "Agent for Service"): |
| 4. | Address for service of process on the Agent for Service: |
| | Phone number of the Agent for Service: |
| 5. | The Firm designates and appoints the Agent for Service at the address stated above as its agent upon whom may be served a notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal or other proceeding (a "Proceeding") arising out of or relating to or concerning the Firm's activities in the local jurisdiction and irrevocably waives any right to raise as a defense in any such proceeding any alleged lack of jurisdiction to bring such Proceeding. |
| 6. | The Firm irrevocably and unconditionally submits to the non-exclusive jurisdiction of the judicial, quasi-judicial and administrative tribunals of the local jurisdiction and any administrative proceeding in the local jurisdiction, in any proceeding arising out of or related to or concerning the Firm's activities in the local jurisdiction. |
| 7. | Until six years after the Firm ceases to be registered, the Firm must file a new completed and executed Submission to jurisdiction and appointment of agent for service in this form |
| | a. no later than the 15th day after the date this Submission to jurisdiction and appointment of agent for service is terminated, and |
| | b. no later than the 15th day after any change in the name or above address of the Agent for Service. |
| 8. | This Submission to jurisdiction and appointment of agent for service is governed by and construed in accordance with the laws of the local jurisdiction. |
| Dated | : |
| (Signa | ature of the Firm or authorized signatory) |
| (Name | e and Title of authorized signatory) |

Acceptance

| The undersigned accepts the appointment as Agent for Service of (Insert name of the Firm) under the terms and conditions of the foregoing Submission to jurisdiction and appointment of agent for service. |
|--|
| Dated: |
| (Signature of Agent for Service or authorized signatory) |
| (Name and Title of authorized signatory) |

Schedule C FORM 31-103F1 CALCULATION OF EXCESS WORKING CAPITAL

| | | _ |
|--------|--------------------------------|---|
| | Firm Name | |
| | | |
| | Capital Calculation | |
| (as at | with comparative figures as at |) |

| | Component | Current period | Prior period |
|----|---|----------------|--------------|
| 1. | Current assets | | |
| 2. | Less current assets not readily convertible into cash (e.g., prepaid expenses) | | |
| 3. | Adjusted current assets Line 1 minus line 2 = | | |
| 4. | Current liabilities | | |
| 5. | Add 100% of non-current related party debt unless the firm and the lender have executed a subordination agreement in the form set out in Appendix B of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations and the firm has delivered a copy of the agreement to the regulator or, in Québec, the securities regulatory authority. See section 12.2 of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. | | |
| 6. | Adjusted current liabilities Line 4 plus line 5 = | | |
| 7. | Adjusted working capital Line 3 minus line 6 = | | |
| 8. | Less minimum capital | | |

| 9. | Less market risk | |
|-----|---|--|
| 10. | Less any deductible under the bonding or insurance policy required under Part 12 of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations or, in Québec, for a firm registered only in that jurisdiction and solely in the category of mutual fund dealer, less the deductible under the liability insurance required under section 193 of the Québec Securities Regulation | |
| 11. | Less Guarantees | |
| 12. | Less unresolved differences | |
| 13. | Excess working capital | |

Notes:

Form 31-103F1 Calculation of Excess Working Capital must be prepared using the accounting principles that you use to prepare your financial statements in accordance with National Instrument 52-107 Acceptable Accounting Principles and Auditing Standards. Section 12.1 of Companion Policy 31-103CP Registration Requirements, Exemptions and Ongoing Registrant Obligations provides further guidance in respect of these accounting principles.

Line 5. Related-party debt – Refer to the CPA Canada Handbook for the definition of "related party" for publicly accountable enterprises. The firm is required to deliver a copy of the executed subordination agreement to the regulator or, in Québec, the securities regulatory authority on the earlier of a) 10 days after the date the agreement is executed or b) the date an amount subordinated by the agreement is excluded from its calculation of excess working capital on Form 31-103F1 *Calculation of Excess Working Capital*. **The firm must notify the regulator or, in Québec, the securities regulatory authority, 10 days before it repays the loan (in whole or in part), or terminates the subordination agreement. See section 12.2 of National Instrument 31-103** *Registration Requirements, Exemptions and Ongoing Registrant Obligations***.**

Line 8. Minimum Capital – The amount on this line must be not less than (a) \$25,000 for an adviser and (b) \$50,000 for a dealer. For an investment fund manager, the amount must be not less than \$100,000 unless subsection 12.1(4) of National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations* applies.

Line 9. Market Risk – The amount on this line must be calculated according to the instructions set out in Schedule 1 to Form 31-103F1 *Calculation of Excess Working Capital*. A schedule supporting the calculation of any amounts included in Line 9 as market risk should be provided to the regulator or, in Québec, the securities regulatory authority in conjunction with the submission of Form 31-103F1 *Calculation of Excess Working Capital*.

Line 11. Guarantees – If the registered firm is guaranteeing the liability of another party, the total amount of the guarantee must be included in the capital calculation. If the amount of a guarantee is included in the firm's statement of financial position as a current liability and is reflected in line 4, do not include the amount of the guarantee on line 11.

Line 12. Unresolved differences – Any unresolved differences that could result in a loss from either firm or client assets must be included in the capital calculation. The examples below provide guidance as to how to calculate unresolved differences:

- (i) If there is an unresolved difference relating to client securities, the amount to be reported on Line 12 will be equal to the fair value of the client securities that are short, plus the applicable margin rate for those securities.
- (ii) If there is an unresolved difference relating to the registrant's investments, the amount to be reported on Line 12 will be equal to the fair value of the investments (securities) that are short.
- (iii) If there is an unresolved difference relating to cash, the amount to be reported on Line 12 will be equal to the amount of the shortfall in cash.

Please refer to section 12.1 of Companion Policy 31-103CP Registration Requirements, Exemptions and Ongoing Registrant Obligations for further guidance on how to prepare and file Form 31-103F1 Calculation of Excess Working Capital.

| Management Certification | | | | | |
|--------------------------|--------------------------------------|---|--|--|--|
| Registered Firm Name: _ | | | | | |
| | ttached capital calculation an as at | d certify that the firm is in compliance with | | | |
| Name and Title | Signature | Date | | | |
| 1 | | | | | |
| 2 | | | | | |

Schedule 1 of Form 31-103F1 Calculation of Excess Working Capital (calculating line 9 [market risk])

For purposes of completing this form:

- (1) "Fair value" means the value of a security determined in accordance with Canadian GAAP applicable to publicly accountable enterprises.
- (2) For each security whose value is included in line 1, Current Assets, multiply the fair value of the security by the margin rate for that security set out below. Add up the resulting amounts for all of the securities you hold. The total is the "market risk" to be entered on line 9.

(a) Bonds, Debentures, Treasury Bills and Notes

(i) Bonds, debentures, treasury bills and other securities of or guaranteed by the Government of Canada, of the United Kingdom, of the United States of America and of any other national foreign government (provided those foreign government securities have a current credit rating described in subparagraph (i.1)) maturing (or called for redemption):

within 1 year: 1% of fair value multiplied by the fraction determined

by dividing the number of days to maturity by 365

over 1 year to 3 years: 1% of fair value over 3 years to 7 years: 2% of fair value over 7 years to 11 years: 4% of fair value over 11 years: 4% of fair value

(i.1) A credit rating from a designated rating organization listed below, from a DRO affiliate of an organization listed below, from a designated rating organization that is a successor credit rating organization of an organization listed below or from a DRO affiliate of such successor credit rating organization, that is the same as one of the following corresponding rating categories or that is the same as a category that replaces one of the following corresponding rating categories:

| Designated Rating Organization | Long Term Debt | Short Term Debt |
|--------------------------------|-----------------------|-----------------|
| DBRS Limited | AAA | R-1(high) |
| Fitch Ratings, Inc | AAA | F1+ |
| Moody's Canada Inc. | Aaa | Prime-1 |
| S&P Global Ratings Canada | AAA | A-1+ |

(ii) Bonds, debentures, treasury bills and other securities of or guaranteed by any jurisdiction of Canada and obligations of the International Bank for Reconstruction and Development, maturing (or called for redemption):

within 1 year: 2% of fair value multiplied by the fraction determined

by dividing the number of days to maturity by 365

over 1 year to 3 years: 3% of fair value over 3 years to 7 years: 4% of fair value over 7 years to 11 years: 5% of fair value over 11 years: 5% of fair value

(iii) Bonds, debentures or notes (not in default) of or guaranteed by any municipal corporation in Canada or the United Kingdom maturing:

within 1 year: 3% of fair value multiplied by the fraction determined

by dividing the number of days to maturity by 365

over 1 year to 3 years: 5% of fair value over 3 years to 7 years: 5% of fair value over 7 years to 11 years: 5% of fair value over 11 years: 5% of fair value

- (iv) Other non-commercial bonds and debentures (not in default): 10% of fair value
- (v) Commercial and corporate bonds, debentures and notes (not in default) and non-negotiable and non-transferable trust company and mortgage loan company obligations registered in the registered firm's name maturing:

within 1 year:

over 1 year to 3 years:

over 3 years to 7 years:

over 7 years to 11 years:

10% of fair value

10% of fair value

over 11 years:

10% of fair value

(b) Bank Paper

Deposit certificates, promissory notes or debentures issued by a Canadian chartered bank (and of Canadian chartered bank acceptances) maturing:

within 1 year: 2% of fair value multiplied by the fraction determined by

dividing the number of days to maturity by 365

over 1 year: apply rates for commercial and corporate bonds, debentures

and notes

(c) Acceptable foreign bank paper

Deposit certificates, promissory notes or debentures issued by a foreign bank, readily negotiable and transferable and maturing:

within 1 year: 2% of fair value multiplied by the fraction

determined by dividing the number of days to

maturity by 365

over 1 year: apply rates for commercial and corporate bonds,

debentures and notes

"Acceptable Foreign Bank Paper" consists of deposit certificates or promissory notes issued by a bank other than a Canadian chartered bank with a net worth (i.e., capital plus reserves) of not less than \$200,000,000.

(d) Mutual Funds

Securities of mutual funds qualified by prospectus for sale in any jurisdiction of Canada:

- (i) 5% of the net asset value per security as determined in accordance with National Instrument 81-106 *Investment Fund Continuous Disclosure*, where the fund is a money market mutual fund as defined in National Instrument 81-102 *Investment Funds*; or
- (ii) the margin rate determined on the same basis as for listed stocks multiplied by the net asset value per security of the fund as determined in accordance with National Instrument 81-106 *Investment Fund Continuous Disclosure*.

Securities of mutual funds qualified by prospectus for sale in the United States of America: 5% of the net asset value per security if the fund is registered as an investment company under the *Investment Company Act of 1940*, as amended from time to time, and complies with Rule 2a-7 thereof.

(e) Stocks

In this paragraph, "securities" includes rights and warrants and does not include bonds and debentures.

(i) On securities including investment fund securities, rights and warrants, listed on any exchange in Canada or the United States of America:

Long Positions – Margin Required

Securities selling at \$2.00 or more – 50% of fair value

Securities selling at \$1.75 to \$1.99 – 60% of fair value

Securities selling at \$1.50 to \$1.74 - 80% of fair value

Securities selling under \$1.50 – 100% of fair value

Short Positions – Credit Required

Securities selling at \$2.00 or more – 150% of fair value

Securities selling at \$1.50 to \$1.99 – \$3.00 per share

Securities selling at \$0.25 to \$1.49 - 200% of fair value

Securities selling at less than \$0.25 – fair value plus \$0.25 per share

(ii) For positions in securities that are constituent securities on a major broadly-based index of one of the following exchanges, 50% of the fair value: (a) Australian Stock Exchange Limited Bolsa de Madrid (b) Borsa Italiana (c) (d) Copenhagen Stock Exchange **Euronext Amsterdam** (e) (f) **Euronext Brussels** (g) Euronext Paris S.A. (h) Frankfurt Stock Exchange (i) London Stock Exchange New Zealand Exchange Limited (i) (k) Stockholm Stock Exchange (1) SIX Swiss Exchange The Stock Exchange of Hong Kong Limited (m) (n) Tokyo Stock Exchange **(f) Mortgages** (i) For a firm registered in any jurisdiction of Canada except Ontario: (a) Insured mortgages (not in default): 6% of fair value (b) Mortgages which are not insured (not in default): 12% of fair value. (ii) For a firm registered in Ontario: Mortgages insured under the *National Housing Act* (Canada) (not in default): 6% (a) of fair value (b) Conventional first mortgages (not in default): 12% of fair value. If you are registered in Ontario regardless of whether you are also registered in another jurisdiction of

Canada, you will need to apply the margin rates set forth in (ii) above.

(g) For all other securities – 100% of fair value.