

The Ontario Securities Commission

# OSC Bulletin

July 4, 2024

Volume 47, Issue 27

(2024), 47 OSCB

The Ontario Securities Commission carries out the powers, duties and functions given to it pursuant to the *Securities Commission Act, 2021* (S.O. 2021, c. 8, Sched. 9).

The Ontario Securities Commission exercises its regulatory oversight function through the administration and enforcement of Ontario's *Securities Act* (R.S.O. 1990, c. S.5) and *Commodity Futures Act* (R.S.O. 1990, c. C.20), and administration of certain provisions of the *Business Corporations Act* (R.S.O. 1990, c. B.16).

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Published under the authority of the Commission by:

**Thomson Reuters**  
19 Duncan Street  
Toronto, Ontario  
M5H 3H1  
416-609-3800 or 1-800-387-5164



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Printed in the United States by Thomson Reuters.

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ISSN 0226-9325

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# A. Capital Markets Tribunal

## A.2 Other Notices

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A.2.1 Riot Platforms, Inc. and Bitfarms Ltd.

FOR IMMEDIATE RELEASE  
June 27, 2024

RIOT PLATFORMS, INC. v  
BITFARMS LTD.,  
File No. 2024-11

**TORONTO** – The Tribunal issued an Order in the above-named matter.

A copy of the Order dated June 27, 2024 is available at [capitalmarketstribunal.ca](https://capitalmarketstribunal.ca).

Registrar, Governance & Tribunal Secretariat  
Ontario Securities Commission

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inquiries@osc.gov.on.ca

A.2.2 Riot Platforms, Inc. and Bitfarms Ltd.

FOR IMMEDIATE RELEASE  
July 2, 2024

RIOT PLATFORMS, INC. v  
BITFARMS LTD.,  
File No. 2024-11

**TORONTO** – The hearing of the Application in the above-named matter is scheduled to be heard on July 22 and July 23, 2024 at 10:00 a.m. on each day.

The hearing will be held at the offices of the Tribunal at 20 Queen Street West, 17th Floor, Toronto.

Members of the public may observe the hearing by videoconference, by selecting the "Register to attend" link on the Tribunal's hearing schedule, at [capitalmarketstribunal.ca/en/hearing-schedule](https://capitalmarketstribunal.ca/en/hearing-schedule).

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# A.3 Orders

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A.3.1 Riot Platforms, Inc. et al.

RIOT PLATFORMS, INC.

Applicant

AND

BITFARMS LTD. &  
ONTARIO SECURITIES COMMISSION

Respondents

File No. 2024-11

Adjudicator: Timothy Moseley

June 27, 2024

## ORDER

**WHEREAS** on June 27, 2024, the Capital Markets Tribunal held a hearing by videoconference regarding the application filed by Riot Platforms, Inc. dated June 24, 2024, requesting certain relief with respect to the shareholder rights plan adopted by Bitfarms Ltd. on June 10, 2024;

**AND WHEREAS** the Tribunal considered a request for intervenor status by the Special Committee of the Board of Directors of Bitfarms (the **Special Committee**);

**ON HEARING** the submissions of the representatives for Riot Platforms, the Special Committee and the Ontario Securities Commission, and on being advised that Bitfarms consents to, and Riot Platforms and the Commission do not oppose, the Special Committee's request for intervenor status on the terms set out in this order;

### IT IS ORDERED THAT:

1. pursuant to rule 24(4) of the *Capital Markets Tribunal Rules of Procedure*:
  - a. the Special Committee is granted intervenor status in this proceeding, with full rights of participation; and
  - b. Bitfarms will not file evidence, examine witnesses or make submissions in this proceeding; and
2. a further case management hearing is scheduled for July 2, 2024, at 9:00 a.m., by videoconference, or as may be agreed to by the parties and set by the Governance & Tribunal Secretariat.

"Timothy Moseley"

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# B. Ontario Securities Commission

## B.1 Notices

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### B.1.1 Notice of Memorandum of Cooperation Concerning Cooperation and the Exchange of Information Related to the Supervision of Cross-Border Clearing Agencies Operating as Central Counterparties in Ontario and Japan

**NOTICE OF MEMORANDUM OF COOPERATION  
CONCERNING COOPERATION AND THE EXCHANGE OF INFORMATION  
RELATED TO THE SUPERVISION OF CROSS-BORDER CLEARING AGENCIES  
OPERATING AS CENTRAL COUNTERPARTIES IN ONTARIO AND JAPAN**

**July 4, 2024**

The Ontario Securities Commission (**OSC**) has entered into a Memorandum of Cooperation (**MOC**) with the Financial Services Agency of Japan (**JFSA**) concerning regulatory cooperation related to the supervision and oversight of clearing agencies operating as central counterparties (**CCPs**) in Ontario and Japan. The MOC provides a comprehensive framework for consultation, cooperation and information-sharing related to the supervision and oversight of CCPs. The MOC came into effect on June 27, 2024.

#### **Contact Information**

Questions may be referred to:

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**MEMORANDUM OF COOPERATION  
CONCERNING COOPERATION AND THE EXCHANGE OF INFORMATION  
RELATED TO THE SUPERVISION OF CROSS-BORDER CLEARING AGENCIES  
OPERATING AS CENTRAL COUNTERPARTIES IN ONTARIO AND JAPAN**

In view of the growing globalization of the world's financial markets and the increase in cross-border operations and activities of regulated entities, the Financial Services Agency of Japan and the Ontario Securities Commission (collectively, the "**Authorities**") have reached this Memorandum of Cooperation ("**MOC**") regarding cooperation and the exchange of information in the supervision and oversight of clearing agencies that operate on a cross-border basis in both Japan and Ontario, Canada. This MOC does not preclude information sharing or cooperation with respect to persons that are not specifically defined as covered by this MOC but that nonetheless may be subject to regulatory requirements in Japan or Ontario, Canada. The Authorities express, through this MOC, their willingness to cooperate with each other in the interest of fulfilling their respective regulatory mandates with respect to clearing agencies operating as central counterparties.

**ITEM ONE: DEFINITIONS**

For purposes of this MOC:

1. "**Authority**" means:
  - a. In Japan, the Financial Services Agency ("**JFSA**");
  - b. In Canada, the Ontario Securities Commission ("**OSC**"), or any other Canadian securities regulatory authority or Canadian derivatives authority that has become a signatory to the MOC in the manner set out in ITEM EIGHT (individually, a "**Canadian Authority**", or collectively, the "**Canadian Authorities**").
2. "**Requesting Authority**" means an Authority making a request under this MOC.
3. "**Requested Authority**" means:
  - a. Where the Requesting Authority is the JFSA, the Canadian Authority to which a request is made under this MOC; or
  - b. Where the Requesting Authority is a Canadian Authority, the JFSA.
4. "**Laws and Regulations**" means:
  - a. For the OSC, the *Securities Commission Act, 2021* (Ontario) and related rules and regulations ("**SCA**") and successor legislation; the *Securities Act* (Ontario) and related rules and regulations ("**OSA**") and successor legislation; the *Commodity Futures Act* (Ontario) and related rules and regulations ("**CFA**") and successor legislation; and other relevant requirements in Canada and Ontario;
  - b. For the JFSA, any laws, regulations, regulatory requirements, and supervisory-guidelines relating and applicable respectively to JFSA in Japan;
5. "**Person**" means a natural person, unincorporated association, partnership, trust, investment company, or corporation, and may be a Central Counterparty.
6. "**Central Counterparty**" ("**CCP**") means a Person in either Ontario, Canada, or in any other Canadian jurisdiction or Japan that satisfies both of the following criteria:
  - a. A clearing agency operating as a central counterparty that is, or that has applied to be, recognized or exempted from the requirement to be recognized as a clearing agency under the Laws and Regulations in Ontario, Canada, or in the jurisdiction of any other Canadian Authority; and
  - b. a central counterparty which has been licensed or approved as "Financial Instruments Clearing Organization" under the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948) and authorised by JFSA.
7. "**Clearing Member**" means a member of a CCP that also serves as an intermediary through which market participants access the CCP's services and/or a member of a CCP that does not serve as an intermediary but trades and clears transactions through the CCP solely for its own account, as principal.
8. "**Books and Records**" means documents, electronic media, books and records within the possession, custody, and control of, and other information about, a CCP or the CCP's clearing services.

9. **“Emergency Situation”** means the occurrence of an event that could materially impair the financial or operational condition of a CCP.
10. **“On-Site Visit”** means any regulatory visit as described in ITEM Five to the premises of a CCP.
11. **“Local Authority”** means the Authority in whose jurisdiction a CCP that is the subject of an On-Site Visit is physically located.
12. **“Visiting Authority”** means the Authority conducting an On-Site Visit.
13. **“Governmental Entity”** means:
  - a. If the Requesting Authority is the OSC:
    - (i) the Ministry of Finance – Ontario;
    - (ii) the Federal Ministry of Finance – Canada;
    - (iii) the Bank of Canada; and
    - (iv) any provincial or territorial securities or derivatives regulatory authority in Canada which, from time to time, is or becomes a signatory to the Memorandum of Understanding Respecting the Oversight of Clearing Agencies, Trade Repositories and Matching Service Utilities, dated December 3, 2015<sup>1</sup> as revised and supplemented from time to time.
  - b. If the Requesting Authority is the JFSA:
    - (i) the Ministry of Finance; and
    - (ii) the Bank of Japan.
  - c. Such other entity, as confirmed in writing by the signatories, as may be responsible for any other Canadian Authority which may become a signatory to this MOC in the manner set out in ITEM EIGHT; and
14. **“PFMIs”** means the Principles for Financial Market Infrastructures published by the Committee on Payment and Settlement Systems (**“CPSS”**) and the Technical Committee of the International Organization of Securities Commissions (**“IOSCO”**), as revised from time to time.

## ITEM TWO: GENERAL CONTENTS

15. This MOC is a statement of intent to consult, cooperate, and exchange information in connection with the supervision and oversight of CCPs. The cooperation and information sharing arrangements under this MOC should be interpreted and implemented in a manner that is permitted by, and consistent with, the legal requirements applicable to each Authority. With respect to cooperation under this MOC, at the date this arrangement is executed, each Authority believes that no domestic secrecy or blocking laws or regulations should prevent it from providing assistance to any other Authority. The Authorities may deny a request for assistance where the request would require an Authority to act in a manner that would violate applicable legislation. The Authorities anticipate that cooperation primarily will be achieved through ongoing informal consultations, supplemented as needed by more formal cooperation, including through mutual assistance in obtaining information related to CCPs. This MOC is intended to support both informal consultations and formal cooperation, as well as to facilitate the written exchange of non-public information in accordance with applicable Laws and Regulations.
16. This MOC does not create any legally binding obligations, confer any rights, or modify or supersede domestic laws, or regulations. This MOC does not confer upon any Person the right or ability directly or indirectly to obtain, suppress, or exclude any information or to challenge the execution of a request for assistance under this MOC.
17. This MOC is not intended to limit or condition the discretion of an Authority in any way in the discharge of its regulatory responsibilities or to prejudice the individual responsibilities or autonomy of any Authority. This MOC does not limit an Authority to taking solely those measures described herein in fulfillment of its supervisory functions. In particular, this MOC does not affect any right of any Authority to communicate with, conduct an On-

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<sup>1</sup> <https://www.osc.ca/en/about-us/domestic-and-international-engagement/domestic-mous/notice-memorandum-understanding-5>

- Site Visit of (subject to the procedures described in ITEM FIVE), or obtain information or documents from any Person subject to its jurisdiction that is physically located in the jurisdiction of another Authority.
18. This MOC is intended to complement but does not alter, except where explicitly noted, the following existing arrangements:
    - a. The *IOSCO Multilateral Memorandum of Understanding Concerning Consultation and Cooperation and the Exchange of Information* (revised May 2012) ("**IOSCO MMOU**")<sup>2</sup>, to which the Authorities are signatories, which covers primarily information sharing in the context of enforcement matters; and
    - b. any other existing arrangements concerning cooperation between the Authorities.
  19. To facilitate cooperation under this MOC, the Authorities hereby designate contact persons as set forth in Appendix A, which may be revised from time to time by an Authority transmitting new contact information to the other Authorities.
  20. This MOC is a non-binding bilateral arrangement between each Canadian Authority and the JFSA and should not be considered a bilateral agreement between any Canadian Authority.

### **ITEM THREE: SCOPE OF SUPERVISORY CONSULTATION, COOPERATION, AND EXCHANGE OF INFORMATION**

#### **General**

21. The Authorities recognize the importance of close communication concerning their supervision of CCPs and intend to consult regularly, as appropriate, regarding:
  - a. General supervisory issues, including regulatory, oversight, or other related developments;
  - b. Issues relevant to the operations, activities, and regulation of CCPs; and
  - c. Any other areas of mutual supervisory interest.
22. The Authorities recognize, in particular, the importance of close cooperation in the event that a CCP experiences, or is threatened by, a potential financial crisis or other Emergency Situation. An Authority should provide notification to the other Authorities consistent with Paragraphs 24 and 30 below and should keep the other Authorities informed throughout the Emergency Situation.
23. Cooperation will be most useful in, but is not limited to, the following circumstances where issues of common regulatory concern may arise:
  - a. The initial application with the JFSA or a Canadian Authority for authorization, licensure, designation, recognition, qualification, registration, or exemption therefrom, by a CCP that is authorized, licensed, designated, recognized, qualified, registered, or exempted by an Authority in the other jurisdiction;
  - b. The ongoing supervision and oversight of a CCP including, for example, compliance with applicable statutory and regulatory requirements in either jurisdiction or with international standards, including the PFMLs; and
  - c. Regulatory or supervisory actions or approvals taken in relation to a CCP by the JFSA or a Canadian Authority that may impact the operations of the entity in the jurisdiction of the other Authority.

#### **Event-Triggered Notification**

24. As appropriate in the particular circumstances, the JFSA or the relevant Canadian Authority will endeavor to inform, respectively, the relevant Canadian Authority (or Authorities) or the JFSA promptly, and where practicable in advance, of:
  - a. Pending regulatory and/or legislative changes that may have a significant impact on the operations, activities, or reputation of a CCP, including those that may affect the rules or procedures of a CCP;
  - b. Any material event of which the Authority is aware that could adversely impact the financial or operational stability of a CCP including such events as a default or potential default of a Clearing Member; market or settlement bank difficulties that might adversely impact the CCP; failure by a CCP to satisfy any of its requirements for continued registration, authorization, licensure, designation,

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<sup>2</sup> <https://www.iosco.org/about/?subsection=mmou>

- qualification or recognition or exemption therefrom, where that failure could have a material adverse effect in the other jurisdiction; and any known adverse material change in the ownership, operating environment, operations, financial resources, management, or systems and controls of a CCP, including such as material cyberattack, breach in security or material system failure;
- c. The status of efforts to address any material financial or operating difficulties experienced by a CCP as described in Subparagraph b; and
  - d. Enforcement actions or sanctions or significant regulatory actions, including the revocation, suspension, or modification of relevant authorization, licensure, designation, recognition, qualification, registration, or exemption therefrom, concerning a CCP.
25. The determination of what constitutes “significant impact”, “material event”, “adversely impact”, “adverse material change”, “material adverse effect”, “market or settlement bank difficulties”, “adversely affect”, “material financial or operating difficulties”, or “significant regulatory actions” for purposes of Paragraph 24 should be left to the reasonable discretion of the relevant Authority that determines to notify the other Authority.

**Request-Based Information Sharing**

26. To the extent appropriate to supplement informal consultations, upon written request, the Requested Authority intends to provide the Requesting Authority the fullest possible cooperation, as set out in the terms of this MOC, in assisting the Requesting Authority’s supervision and oversight of CCPs, including assistance in obtaining and interpreting information that is relevant to ensuring compliance with the Laws and Regulations of the Requesting Authority and that is not otherwise available to the Requesting Authority. Such requests should be made based on ITEM FOUR of this MOC, and the Authorities anticipate that such requests will be made in a manner that is consistent with the goal of minimizing administrative burdens.
27. The information covered by Paragraph 26 includes:
- a. Information relevant to the financial and operational condition of a CCP including, for example, financial resources, risk management, and internal control procedures;
  - b. Relevant regulatory information and filings that a CCP is required to submit to an Authority including, for example, interim and annual financial statements and event specific notices; and
  - c. Regulatory reports prepared by an Authority, including, for example, examination reports, findings, or information contained in such reports regarding CCPs.

**Periodic Meetings**

28. Representatives of the Authorities intend to meet periodically, as appropriate, to update each other on their respective functions and regulatory oversight programs and to discuss issues of common interest relating to the supervision of CCPs, which may include contingency planning and crisis management, systemic risk concerns, default procedures, the adequacy of existing cooperative arrangements, and the possible improvement of cooperation and coordination among the Authorities. Topics for discussion are expected to be discussed and decided upon in advance of each periodic meeting. Such meetings may be conducted by conference call or on a face-to-face basis, as appropriate.

**ITEM FOUR: EXECUTION OF REQUESTS FOR INFORMATION**

29. To the extent possible, a request for information based on ITEM THREE should be made in writing, which may be transmitted electronically, and addressed to the relevant contact person identified in Appendix A. A request generally should specify the following:
- a. The information sought by the Requesting Authority;
  - b. A general description of the matter that is the subject of the request;
  - c. The purpose for which the information is sought; including the Laws and Regulations applicable to the request; and
  - d. The desired time period for reply and, where appropriate, the urgency thereof.

Information responsive to the request, as well as any subsequent communication among Authorities, may be transmitted electronically. Any electronic transmission should use means that are appropriately secure in light of the confidentiality of the information being transmitted.

30. In an Emergency Situation, the JFSA and the relevant Canadian Authority or Authorities will endeavor to notify the other(s) as soon as possible of the Emergency Situation and communicate information as appropriate in the particular circumstances, taking into account all relevant factors, including the status of efforts to address the Emergency Situation. During an Emergency Situation, requests for information may be made in any form, including orally, provided such communication is confirmed in writing as promptly as possible following such notification.

**ITEM FIVE: ON-SITE VISITS**

31. In fulfilling its supervision and oversight responsibilities and to ensure compliance with its Laws and Regulations, the JFSA may need to conduct On-Site Visits to a CCP located in Ontario, Canada, or in any other Canadian jurisdiction, and a Canadian Authority may need to conduct On-Site Visits to a CCP located in Japan. Each Authority will consult and work collaboratively with the Local Authority in conducting an On-Site Visit. Each Authority is responsible for ensuring any required notices or approvals are obtained to visit the other's jurisdiction for the purpose of the On-Site Visit. An On-Site Visit by an Authority will be considered in consultation with the other Authority, and will take place, taking full account of each other's sovereignty, legal framework and statutory obligations.
32. An On-Site Visit by an Authority will be conducted in line with the following procedure:
  - a. The Visiting Authority provides advance notice to the Local Authority of its intent to conduct an On-Site Visit and the intended timeframe for, and scope of, the On-Site Visit. Other than in exceptional circumstances, the Visiting Authority will notify the Local Authority prior to notifying the CCP.
  - b. The Local Authority will endeavor to share any relevant reports, or information contained therein, related to examinations it may have conducted of the CCP.
  - c. The Authorities will endeavor to assist each other regarding On-Site Visits, including providing information that is available prior to the On-Site Visit; cooperating and consulting in reviewing, interpreting, and analyzing the contents of public and non-public Books and Records; and obtaining information from directors and senior management of the CCP.
  - d. The Authorities will consult with each other, and the Local Authority may in its discretion accompany or assist the other Authority during the On-Site Visit, or the Authorities may conduct joint visits where appropriate.

**ITEM SIX: PERMISSIBLE USES OF INFORMATION**

33. The Requesting Authority may use non-public information obtained under this MOC solely for the supervision and oversight of CCPs and seeking to ensure compliance with the Laws and Regulations of the Requesting Authority.
34. The Authorities recognize that this MOC is primarily intended to gather information for supervisory purposes, not enforcement purposes. In cases where the Requesting Authority seeks to use non-public information obtained under this MOC for enforcement purposes, including in conducting investigations or bringing administrative actions, the Requesting Authority, to the extent permitted by relevant laws, will give prior notification to the Requested Authority of that change of purpose, including the applicable regulations and relevant provisions. Treatment of such non-public information will be consistent with the use and confidentiality provisions of the IOSCO MMOU, as revised from time to time.
35. Before using non-public information furnished under this MOC for any purpose other than those stated in Paragraphs 33 and 34, the Requesting Authority must first consult with and obtain the consent of the Requested Authority for the intended use. If consent is denied by the Requested Authority, the Authorities will consult to discuss the reasons for withholding approval of such use and the circumstances, if any, under which the intended use by the Requesting Authority might be allowed.
36. The restrictions in this ITEM do not apply to an Authority's use of information it obtains directly from a CCP, whether during an On-Site Visit or otherwise. However, where non-public information is provided to the Requesting Authority in response to an information-sharing request stated in ITEM FOUR of this MOC, the restrictions in this MOC apply to the use of the information by that Requesting Authority.

**ITEM SEVEN: CONFIDENTIALITY OF INFORMATION AND DISCLOSURE**

37. Except as stated in Paragraphs 38 and 39, each Authority will keep confidential, to the extent permitted by law, non-public information disclosed under this MOC, requests made under this MOC, the contents of such requests, the non-public information provided by the Requested Authority and any other matters arising under this MOC.
38. As required by law, it may become necessary or appropriate for the Requesting Authority to disclose non-public information obtained under this MOC with a Governmental Entity in its jurisdiction. In such circumstances and to the extent permitted by law:
  - a. The Requesting Authority intends to notify the Requested Authority; and
  - b. Prior to the Requesting Authority disclosing the non-public information, the Requesting Authority will provide adequate assurances to the Requested Authority concerning the Governmental Entity's use and confidential treatment of the information, including, as necessary, assurances that:
    - i. The Governmental Entity has confirmed that it requires the information for a purpose within the scope of its jurisdiction; and
    - ii. The information will not be shared by the Governmental Entity with other third parties unless:
      - A. The Governmental Entity is required to do so by law; or
      - B. The Requested Authority has provided prior written consent.
39. The requirements in Paragraph 38 do not apply where the Requesting Authority discloses non-public information obtained under this MOC with a Governmental Entity that falls within the scope of Paragraph 13(a) and (b), provided that such Governmental Entity uses and treats that information in line with this MOC.
40. Except as stated in Paragraph 38 and 39, the Requesting Authority must obtain the prior written consent of the Requested Authority before disclosing non-public information received under this MOC to any non-signatory to this MOC, unless disclosure is required by law. The Requested Authority will take into account the level of urgency of the request and respond in a timely manner. During an Emergency Situation, consent may be obtained in any form, including orally, provided such communication is confirmed in writing as promptly as possible following such notification. If consent is denied by the Requested Authority, the Requesting and Requested Authorities will consult to discuss the reasons for withholding approval of such disclosure and the circumstances, if any, under which the intended disclosure by the Requesting Authority might be allowed.
41. To the extent possible, the Requesting Authority intends to notify the Requested Authority of any legally enforceable demand for non-public information furnished under this MOC. When complying with the demand, the Requesting Authority intends to assert all appropriate legal exemptions or privileges with respect to such information as may be available.
42. The Authorities intend that the disclosure of non-public information, including deliberative and consultative materials, such as written analysis, opinions, or recommendations relating to non-public information that is prepared by or on behalf of an Authority, based on this MOC, will not constitute a waiver of privilege or confidentiality of such non-public information.

**ITEM EIGHT: REVISIONS**

43. The Authorities will periodically review the functioning and effectiveness of the cooperation arrangements between the JFSA and the Canadian Authorities with a view, inter alia, to expanding or altering the scope or operation of this MOC should that be judged necessary. This MOC may be revised with the written consent of all of the Authorities referred to in Paragraph 1.
44. With the approval of the JFSA, any Canadian Authority may become a signatory to this MOC by executing a counterpart hereof together with the JFSA and providing notice of such execution to the other Canadian Authorities that are signatories to this MOC.

**ITEM NINE: COMMENCEMENT OF MOC**

45. Cooperation under this MOC will commence on the date this MOC is signed by the Authorities.

**ITEM TEN: SUCCESSORS**

- 46. Where the relevant functions of a signatory to this MOC are transferred or assigned to another authority or authorities, this MOC will apply to the successor authority or authorities performing those relevant functions without the need for any further revision to this MOC or for the successor to become a signatory to the MOC and notice will be provided to the other Authorities. This will not affect the ability of any Authority to discontinue the MOC as stated hereunder. The Authorities should work to ensure a seamless transition to any successor into the MOC, including the continued handling of outstanding matters.
- 47. Where regulatory functions have been assigned to another authority or authorities under Paragraph 46, the successor authority may use non-public information previously obtained under this MOC if the successor authority uses and treats the information in line with this MOC.

**ITEM ELEVEN: DISCONTINUATION**

- 48. Cooperation under this MOC will continue until the 31st day after any Authority gives written notice to the other Authorities of its intention to discontinue the MOC. If an Authority gives such notice, the Authorities will consult concerning the disposition of any pending requests. If a consensus cannot be reached through consultation, cooperation will continue with respect to all requests for assistance that were made under the MOC before the end of the 30-day period until all requests are fulfilled or the Requesting Authority withdraws such request(s) for assistance. In the event of discontinuation of this MOC, information obtained under this MOC will continue to be treated in the manner stated under ITEMS SIX and SEVEN.
- 49. If any Canadian Authority discontinues the MOC in line with this ITEM, the MOC will continue between the JFSA and the remaining Canadian Authorities.

**Signatures**

**Ontario Securities Commission**

"D. Grant Vingoe"

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Mr. D. Grant Vingoe  
Title: Chief Executive Officer  
Signed this 25th day of June 2024

**Financial Services Agency of Japan**

"Kurita Teruhisa"

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Mr. KURITA Teruhisa  
Title: Commissioner  
Signed this 27th day of June 2024



Appendix A

CONTACT PERSONS

*In addition to the following contact information, the JFSA and Canadian Authorities will exchange confidential emergency contact telephone information.*

**ONTARIO SECURITIES COMMISSION**

20 Queen Street West  
22nd Floor, Box C.P. 55  
Toronto, ON M5H 3S8

Manager, Trading & Markets

Phone: +1(416) 593-3676

Email: [marketregulation@osc.gov.on.ca](mailto:marketregulation@osc.gov.on.ca)

Director, Communications, International and Stakeholder Relations

Phone: +1(416) 593- 8314

Email: [inquiries@osc.gov.on.ca](mailto:inquiries@osc.gov.on.ca)

**FINANCIAL SERVICES AGENCY OF JAPAN**

3-2-1 Kasumigaseki,  
Chiyoda-ku  
Tokyo, 100-8967

Director, International Financial Markets

International Affairs Office

Phone: +81-3-3506-6035

Email: [jfsa.fmi@fsa.go.jp](mailto:jfsa.fmi@fsa.go.jp)

Deputy Director, International Financial Markets

International Affairs Office

Phone: +81-3-3581-9544

Email: [jfsa.fmi@fsa.go.jp](mailto:jfsa.fmi@fsa.go.jp)

**B.1.2 Notice of Ministerial Approval of OSC Rule 51-506 Extension to Ontario Instrument 51-930 Exemption from the Director Election Form of Proxy Requirement**

**NOTICE OF MINISTERIAL APPROVAL OF  
OSC RULE 51-506 EXTENSION TO ONTARIO INSTRUMENT 51-930  
EXEMPTION FROM THE DIRECTOR ELECTION FORM OF PROXY REQUIREMENT**

**Ministerial Approval**

On April 3, 2024, the Ontario Securities Commission (the **OSC**) made as a rule under the *Securities Act* (Ontario) local OSC Rule 51-506 *Extension to Ontario Instrument 51-930 Exemption from the Director Election Form of Proxy Requirement* (the **Rule**) in Ontario.

The above material was published on May 9, 2024, in the Bulletin. See (2024), 47 OSCB 3922.

On June 26, 2024, the Minister of Finance approved the Rule.

The text of the Rule is published in Chapter B.5 of this Bulletin.

**Effective Date**

The Rule has an effective date of July 31, 2024.

## B.3 Reasons and Decisions

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### B.3.1 Fidelity Investments Canada ULC et al.

#### Headnote

National Policy 11-203 Process for Exemptive Relief Applications in Multiple Jurisdictions – relief granted under section 62(5) of the Securities Act to permit extension of a prospectus lapse date by 12 days to accommodate the timing of the termination of certain ETFs offered under the prospectus – no conditions.

#### Applicable Legislative Provisions

Securities Act, R.S.O. 1990, c. S.5, as am., s. 62(5).

June 25, 2024

**IN THE MATTER OF  
THE SECURITIES LEGISLATION OF  
ONTARIO  
(the Jurisdiction)**

**AND**

**IN THE MATTER OF  
THE PROCESS FOR EXEMPTIVE RELIEF APPLICATIONS  
IN MULTIPLE JURISDICTIONS**

**AND**

**IN THE MATTER OF  
FIDELITY INVESTMENTS CANADA ULC  
(the Filer)**

**AND**

**IN THE MATTER OF  
FIDELITY U.S. DIVIDEND FOR RISING RATES CURRENCY NEUTRAL ETF,  
FIDELITY U.S. LOW VOLATILITY CURRENCY NEUTRAL ETF,  
FIDELITY U.S. MOMENTUM CURRENCY NEUTRAL ETF  
AND  
FIDELITY TOTAL METAVERSE ETF  
(the Terminating ETFs)**

**DECISION**

#### Background

The principal regulator in the Jurisdiction has received an application from the Filer on behalf of the Terminating ETFs for a decision under the securities legislation of the Jurisdiction (the **Legislation**) that the time limits for the renewal of the Current ETF Prospectus (defined below) of the Terminating ETFs be extended to September 6, 2024 (the “**ETF Termination Date**”) (the **Exemption Sought**).

Under the Process for Exemptive Relief Applications in Multiple Jurisdictions (for a passport application):

- (a) the Ontario Securities Commission is the principal regulator for this application; and
- (b) the Filer has provided notice that section 4.7(1) of Multilateral Instrument 11-102 *Passport System* (**MI 11-102**) is intended to be relied upon in each of the other provinces and territories of Canada (together with Ontario, the **Canadian Jurisdictions**).

### **Interpretation**

Terms defined in National Instrument 14-101 *Definitions* and MI 11-102 have the same meaning if used in this decision, unless otherwise defined.

### **Representations**

This decision is based on the following facts represented by the Filer:

1. The Filer is a corporation amalgamated under the laws of Alberta and has its head office in Toronto, Ontario.
2. The Filer is registered as follows: (i) as a portfolio manager, mutual fund dealer and exempt market dealer in each of the Canadian Jurisdictions; (ii) as an investment fund manager in Ontario, Quebec, and Newfoundland and Labrador; and (iii) as a commodity trading manager in Ontario under the *Commodity Futures Act* (Ontario).
3. The Filer is the trustee and investment fund manager of the Terminating ETFs.
4. Each Terminating ETF is an exchange-traded fund governed by a declaration of trust under the laws of the Province of Ontario. Each Terminating ETF is a reporting issuer under the Legislation of each of the Canadian Jurisdictions.
5. Neither the Filer nor the Terminating ETFs are in default of securities legislation in any of the Canadian Jurisdictions.
6. Securities of the Terminating ETFs are listed on the Toronto Stock Exchange and Cboe Canada Inc., as applicable, and are currently qualified for sales in the Canadian Jurisdictions under a long form prospectus dated August 25, 2024, as amended (the **Current ETF Prospectus**).
7. Each Terminating ETF will be terminated and delisted from the TSX and Cboe CA, as applicable, after the close of business on or about September 6, 2024 (the "**ETF Termination Date**"). A press release and prospectus amendment announcing the termination and delisting of the Terminating ETFs were filed with the Canadian securities regulatory authorities on SEDAR+ on May 15, 2024 and May 17, 2024, respectively.
8. Pursuant to subsection 62(1) of the *Securities Act* (Ontario) (the **Act**), the lapse date of the Current ETF Prospectus is August 25, 2024 (the **Current Lapse Date**). Accordingly, under subsection 62(2) of the Act, the distribution of securities of the Terminating ETFs would have to cease on the Current Lapse Date unless: (i) the Terminating ETFs file a *pro forma* long form prospectus at least 30 days prior to the Current Lapse Date; (ii) the final long form prospectus is filed no later than 10 days after the Current Lapse Date; and (iii) a receipt for the final long form prospectus is obtained within 20 days after the Current Lapse Date.
9. Since the termination of the Terminating ETFs will not be effected until the ETF Termination Date, the Filer is requesting the Lapse Date Relief to extend the Current Lapse Date for the Terminating ETFs to the ETF Termination Date. The Filer does not intend to extend the Current Lapse Date for the other exchange-traded funds offered under the Current ETF Prospectus and will instead renew those funds in accordance with the timing required by subsection 62(2) of the Act.
10. The Exemption Sought will allow the Filer to avoid incurring unnecessary costs and any confusion that may result from renewing the Terminating ETFs under the Current ETF Prospectus and later terminating and delisting the Terminating ETFs within 12 days of the Current ETF Prospectus.
11. There have been no material changes in the affairs of the Terminating ETFs since the filing of the Current ETF Prospectus. Accordingly, the Current ETF Prospectus and current ETF facts documents of the Terminating ETFs represent current information regarding the Terminating ETFs.
12. Given the disclosure obligations of the Terminating ETFs, should a material change in the affairs of the Terminating ETFs occur, the Current ETF Prospectus and current ETF facts documents of the Terminating ETFs will be amended as required under the Legislation.
13. The Exemption Sought will not affect the accuracy of the information contained in the Current ETF Prospectus or the current ETF facts documents of the Terminating ETFs and therefore will not be prejudicial to the public interest.

### **Decision**

The principal regulator is satisfied that the decision meets the test set out in the Legislation for the principal regulator to make the decision.

### **B.3: Reasons and Decisions**

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The decision of the principal regulator under the Legislation is that the Exemption Sought is granted.

“Darren McKall”  
Manager, Investment Management Division  
Ontario Securities Commission

Application File #: 2024/0344  
SEDAR+ File #: 6143206

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## B.4 Cease Trading Orders

### B.4.1 Temporary, Permanent & Rescinding Issuer Cease Trading Orders

Company Name	Date of Temporary Order	Date of Hearing	Date of Permanent Order	Date of Lapse/Revoke
THERE IS NOTHING TO REPORT THIS WEEK.				

### Failure to File Cease Trade Orders

Company Name	Date of Order	Date of Revocation
Cerrado Gold Inc.	May 7, 2024	June 27, 2024
Yangaroo Inc.	May 7, 2024	June 27, 2024
TAAT Global Alternatives Inc.	May 14, 2024	June 27, 2024
Zonetail Inc.	May 7, 2024	June 28, 2024

### B.4.2 Temporary, Permanent & Rescinding Management Cease Trading Orders

Company Name	Date of Order	Date of Lapse
Powerband Solutions Inc.	April 30, 2024	June 26, 2024

### B.4.3 Outstanding Management & Insider Cease Trading Orders

Company Name	Date of Order or Temporary Order	Date of Hearing	Date of Permanent Order	Date of Lapse/Expire	Date of Issuer Temporary Order
Performance Sports Group Ltd.	19 October 2016	31 October 2016	31 October 2016		

Company Name	Date of Order	Date of Lapse
Agrios Global Holdings Ltd.	September 17, 2020	
Sproutly Canada, Inc.	June 30, 2022	
iMining Technologies Inc.	September 30, 2022	
Alkaline Fuel Cell Power Corp.	April 4, 2023	
mCloud Technologies Corp.	April 5, 2023	
FenixOro Gold Corp.	July 5, 2023	
HAVN Life Sciences Inc.	August 30, 2023	
Perk Labs Inc.	April 4, 2024	
XTM Inc.	April 30, 2024	
Cybeats Technologies Corp.	April 30, 2024	

**B.4: Cease Trading Orders**

<b>Company Name</b>	<b>Date of Order</b>	<b>Date of Lapse</b>
Powerband Solutions Inc.	April 30, 2024	June 26, 2024
Organto Foods Inc.	May 8, 2024	
Magnetic North Acquisition Corp.	May 8, 2024	
Mydecine Innovations Group Inc.	May 9, 2024	
FRX Innovations Inc.	May 10, 2024	
Nickel 28 Capital Corp.	May 31, 2024	



## B.5 Rules and Policies

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### B.5.1 OSC Rule 51-506 Extension in Ontario to CSA Blanket Order 51-930 Exemption from the Director Election Form of Proxy Requirement

**OSC RULE 51-506  
EXTENSION IN ONTARIO TO CSA BLANKET ORDER 51-930  
EXEMPTION FROM THE DIRECTOR ELECTION FORM OF PROXY REQUIREMENT**

#### Purpose

1. This Rule provides, in Ontario, a temporary extension to the exemption provided in CSA Blanket Order 51-930 *Exemption from the Director Election Form of Proxy Requirement*, pursuant to paragraph 143.11(3)(b) of the *Securities Act* (Ontario).

#### Extension of temporary exemption

2. *In Ontario, Section 8 of CSA Blanket Order 51-930 Exemption from the Director Election Form of Proxy Requirement is amended by replacing* “July 31, 2024, unless extended by the Commission” *with* “January 31, 2026”.

#### Effective date

3. This Rule comes into force on July 31, 2024.

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## **B.7 Insider Reporting**

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This chapter is available in the print version of the OSC Bulletin, as well as in Thomson Reuters Canada's internet service SecuritiesSource (see [www.westlawnextcanada.com](http://www.westlawnextcanada.com)).

This chapter contains a weekly summary of insider transactions of Ontario reporting issuers in the System for Electronic Disclosure by Insiders (SEDI). The weekly summary contains insider transactions reported during the seven days ending Sunday at 11:59 pm.

To obtain Insider Reporting information, please visit the SEDI website ([www.sedi.ca](http://www.sedi.ca)).



## B.9

# IPOs, New Issues and Secondary Financings

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### INVESTMENT FUNDS

**Issuer Name:**

Balanced 60/40 Fund  
Balanced Monthly Income Fund  
Canadian Equity Fund  
Canadian Fixed Income Fund  
Canadian Small Company Equity Fund  
Conservative Monthly Income Fund  
Emerging Markets Equity Fund  
Global Balanced Growth Pool (formerly, Balanced Growth Fund)  
Global Equity Pool (formerly, All Equity Fund)  
Global Managed Volatility Fund  
Global Neutral Balanced Pool (formerly, Neutral Balanced Fund)  
Growth 100 Fund  
Growth 80/20 Fund  
Income 100 Fund  
Income 20/80 Fund  
Income 40/60 Fund  
Income Balanced Pool (formerly, Income Balanced Fund)  
International Equity Fund (formerly EAFE Equity Fund)  
Long Duration Bond Fund  
Money Market Fund  
Real Return Bond Fund  
Short Term Bond Fund  
Short Term Investment Fund  
U.S. All Cap Equity Index Fund  
U.S. High Yield Bond Fund  
U.S. Large Cap Index Fund  
U.S. Large Company Equity Fund  
U.S. Small Company Equity Fund  
Principal Regulator – Ontario

**Type and Date:**

Final Simplified Prospectus dated Jun 25, 2024  
NP 11-202 Final Receipt dated Jun 26, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

Filing #06134911

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**Issuer Name:**

Phillips, Hager & North \$U.S. Money Market Fund  
Phillips, Hager & North Balanced Fund  
Phillips, Hager & North Balanced Pension Trust  
Phillips, Hager & North Bond Fund  
Phillips, Hager & North Canadian Equity Fund  
Phillips, Hager & North Canadian Equity Pension Trust  
Phillips, Hager & North Canadian Equity Plus Pension Trust  
Phillips, Hager & North Canadian Equity Underlying Fund  
Phillips, Hager & North Canadian Equity Underlying Fund II  
Phillips, Hager & North Canadian Equity Value Fund  
Phillips, Hager & North Canadian Growth Fund  
Phillips, Hager & North Canadian Income Fund  
Phillips, Hager & North Canadian Money Market Fund  
Phillips, Hager & North Conservative Equity Income Fund  
Phillips, Hager & North Conservative Pension Trust  
Phillips, Hager & North Currency-Hedged Overseas Equity Fund  
Phillips, Hager & North Currency-Hedged U.S. Equity Fund  
Phillips, Hager & North Dividend Income Fund  
Phillips, Hager & North Global Equity Fund  
Phillips, Hager & North Growth Pension Trust  
Phillips, Hager & North High Yield Bond Fund  
Phillips, Hager & North LifeTime 2015 Fund  
Phillips, Hager & North LifeTime 2020 Fund  
Phillips, Hager & North LifeTime 2025 Fund  
Phillips, Hager & North LifeTime 2030 Fund  
Phillips, Hager & North LifeTime 2035 Fund  
Phillips, Hager & North LifeTime 2040 Fund  
Phillips, Hager & North LifeTime 2045 Fund  
Phillips, Hager & North LifeTime 2050 Fund  
Phillips, Hager & North LifeTime 2055 Fund  
Phillips, Hager & North LifeTime 2060 Fund  
Phillips, Hager & North LifeTime 2065 Fund  
Phillips, Hager & North Monthly Income Fund  
Phillips, Hager & North Overseas Equity Fund  
Phillips, Hager & North Short Term Bond & Mortgage Fund  
Phillips, Hager & North Small Float Fund  
Phillips, Hager & North Total Return Bond Fund  
Phillips, Hager & North U.S. Dividend Income Fund  
Phillips, Hager & North U.S. Equity Fund  
Phillips, Hager & North U.S. Growth Fund  
Phillips, Hager & North U.S. Multi-Style All-Cap Equity Fund  
Phillips, Hager & North Vintage Fund  
Principal Regulator – Ontario

**Type and Date:**

Final Simplified Prospectus dated Jun 26, 2024  
NP 11-202 Final Receipt dated Jun 27, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

Filing #06134893, 06135068

**Issuer Name:**

AGF Canadian All Cap Strategic Equity Fund  
AGF Canadian Strategic Balanced Fund  
AGF Canadian Strategic Bond Fund  
AGF Emerging Markets Strategic Equity Fund  
AGF Global Alternatives Strategic Equity Fund  
AGF Global Balanced Growth Portfolio Fund  
AGF Global Conservative Portfolio Fund  
AGF Global Defensive Portfolio Fund  
AGF Global Dividend Strategic Equity Fund  
AGF Global ESG Equity Fund  
AGF Global Growth Portfolio Fund  
AGF Global Income Portfolio Fund  
AGF Global Moderate Portfolio Fund  
AGF Global Strategic Equity Fund  
AGF Global Unconstrained Strategic Bond Fund  
AGF High Interest Savings Account Fund  
AGF Monthly Canadian Dividend Income Fund  
AGF North American Small-Mid Cap Fund  
AGF US All Cap Growth Equity Fund  
AGF US Sector Rotation Fund  
Principal Regulator – Ontario

**Type and Date:**

Final Simplified Prospectus dated Jun 25, 2024  
NP 11-202 Final Receipt dated Jun 25, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

Filing #06132258

**Issuer Name:**

CI Global Quality Dividend Growth Index Fund  
CI Multi-Sector Covered Call Fund  
CI U.S. Aggregate Bond Covered Call Fund  
Principal Regulator – Ontario

**Type and Date:**

Combined Preliminary and Pro Forma Simplified  
Prospectus dated Jun 24, 2024  
NP 11-202 Preliminary Receipt dated Jun 26, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

Filing #06148425

**Issuer Name:**

iShares Global Government Bond Index ETF (CAD-Hedged)  
iShares Global Healthcare Index ETF (CAD-Hedged)  
iShares Global Infrastructure Index ETF  
iShares Global Monthly Dividend Index ETF (CAD-Hedged)  
iShares Global Real Estate Index ETF  
iShares Global Water Index ETF  
iShares High Quality Canadian Bond Index ETF  
iShares India Index ETF  
iShares International Fundamental Index ETF  
iShares J.P. Morgan USD Emerging Markets Bond Index  
ETF (CAD-Hedged)  
iShares Jantzi Social Index ETF  
iShares Japan Fundamental Index ETF (CAD-Hedged)  
iShares MSCI EAFE Index ETF (CAD-Hedged)  
iShares MSCI Emerging Markets ex China Index ETF  
iShares MSCI Emerging Markets Index ETF  
iShares MSCI Europe IMI Index ETF  
iShares MSCI Europe IMI Index ETF (CAD-Hedged)  
iShares MSCI Min Vol Canada Index ETF  
iShares MSCI Min Vol EAFE Index ETF  
iShares MSCI Min Vol EAFE Index ETF (CAD-Hedged)  
iShares MSCI Min Vol Emerging Markets Index ETF  
iShares MSCI Min Vol Global Index ETF  
iShares MSCI Min Vol Global Index ETF (CAD-Hedged)  
iShares MSCI Min Vol USA Index ETF  
iShares MSCI Min Vol USA Index ETF (CAD-Hedged)  
iShares MSCI USA Momentum Factor Index ETF  
iShares MSCI USA Quality Factor Index ETF  
iShares MSCI USA Value Factor Index ETF  
iShares MSCI World Index ETF  
iShares NASDAQ 100 Index ETF  
iShares NASDAQ 100 Index ETF (CAD-Hedged)  
iShares Premium Money Market ETF  
iShares S&P 500 3% Capped Index ETF  
iShares S&P 500 3% Capped Index ETF (CAD-Hedged)  
iShares S&P Global Consumer Discretionary Index ETF  
(CAD-Hedged)  
iShares S&P Global Industrials Index ETF (CAD-Hedged)  
iShares 0-5 Year TIPS Bond Index ETF  
iShares 0-5 Year TIPS Bond Index ETF (CAD-Hedged)  
iShares 1-10 Year Laddered Corporate Bond Index ETF  
iShares 1-10 Year Laddered Government Bond Index ETF  
iShares 1-5 Year Laddered Corporate Bond Index ETF  
iShares 1-5 Year Laddered Government Bond Index ETF  
iShares 1-5 Year U.S. IG Corporate Bond Index ETF  
iShares 1-5 Year U.S. IG Corporate Bond Index ETF (CAD-  
Hedged)  
iShares 20+ Year U.S. Treasury Bond Index ETF  
iShares 20+ Year U.S. Treasury Bond Index ETF (CAD-  
Hedged)  
iShares Canadian Financial Monthly Income ETF  
iShares Canadian Fundamental Index ETF  
iShares Canadian Growth Index ETF  
iShares Canadian HYBrid Corporate Bond Index ETF  
iShares Canadian Real Return Bond Index ETF  
iShares Canadian Select Dividend Index ETF  
iShares Canadian Value Index ETF  
iShares China Index ETF  
iShares Conservative Short Term Strategic Fixed Income ETF  
iShares Conservative Strategic Fixed Income ETF  
iShares Convertible Bond Index ETF  
iShares Core Balanced ETF Portfolio

iShares Core Canadian 15+ Year Federal Bond Index ETF  
iShares Core Canadian Corporate Bond Index ETF  
(formerly, iShares Canadian Corporate Bond Index ETF)  
iShares Core Canadian Government Bond Index ETF  
(formerly, iShares Canadian Government Bond Index ETF)  
iShares Core Canadian Long Term Bond Index ETF  
iShares Core Canadian Short Term Bond Index ETF  
iShares Core Canadian Short Term Corporate Bond Index ETF  
iShares Core Canadian Universe Bond Index ETF  
iShares Core Conservative Balanced ETF Portfolio  
iShares Core Equity ETF Portfolio  
iShares Core Growth ETF Portfolio  
iShares Core Income Balanced ETF Portfolio  
iShares Core MSCI All Country World ex Canada Index ETF  
iShares Core MSCI Canadian Quality Dividend Index ETF  
iShares Core MSCI EAFE IMI Index ETF  
iShares S&P U.S. Financials Index ETF  
iShares S&P U.S. Mid-Cap Index ETF  
iShares S&P U.S. Mid-Cap Index ETF (CAD-Hedged)  
iShares S&P U.S. Small-Cap Index ETF  
iShares S&P U.S. Small-Cap Index ETF (CAD-Hedged)  
iShares S&P/TSX 60 Index ETF  
iShares S&P/TSX Canadian Dividend Aristocrats Index ETF  
iShares S&P/TSX Canadian Preferred Share Index ETF  
iShares S&P/TSX Capped Consumer Staples Index ETF  
iShares S&P/TSX Capped Energy Index ETF  
iShares S&P/TSX Capped Financials Index ETF  
iShares S&P/TSX Capped Information Technology Index ETF  
iShares S&P/TSX Capped Materials Index ETF  
iShares S&P/TSX Capped REIT Index ETF  
iShares S&P/TSX Capped Utilities Index ETF  
iShares S&P/TSX Completion Index ETF  
iShares S&P/TSX Composite High Dividend Index ETF  
iShares S&P/TSX Energy Transition Materials Index ETF  
iShares S&P/TSX Global Base Metals Index ETF  
iShares S&P/TSX Global Gold Index ETF  
iShares S&P/TSX North American Preferred Stock Index  
ETF (CAD-Hedged)  
iShares S&P/TSX SmallCap Index ETF  
iShares Semiconductor Index ETF  
iShares Short Term Strategic Fixed Income ETF  
iShares U.S. Aerospace & Defense Index ETF  
iShares U.S. Aggregate Bond Index ETF  
iShares U.S. Aggregate Bond Index ETF (CAD-Hedged)  
iShares U.S. High Dividend Equity Index ETF  
iShares U.S. High Dividend Equity Index ETF (CAD-Hedged)  
iShares U.S. High Yield Bond Index ETF (CAD-Hedged)  
iShares U.S. IG Corporate Bond Index ETF  
iShares U.S. IG Corporate Bond Index ETF (CAD-Hedged)  
iShares U.S. Small Cap Index ETF (CAD-Hedged)  
iShares US Dividend Growers Index ETF (CAD-Hedged)  
iShares US Fundamental Index ETF  
iShares Core MSCI EAFE IMI Index ETF (CAD-Hedged)  
iShares Core MSCI Emerging Markets IMI Index ETF  
iShares Core MSCI Global Quality Dividend Index ETF  
iShares Core MSCI Global Quality Dividend Index ETF  
(CAD-Hedged)  
iShares Core MSCI US Quality Dividend Index ETF  
iShares Core MSCI US Quality Dividend Index ETF (CAD-  
Hedged)  
iShares Core S&P 500 Index ETF  
iShares Core S&P 500 Index ETF (CAD-Hedged)  
iShares Core S&P U.S. Total Market Index ETF

iShares Core S&P U.S. Total Market Index ETF (CAD-  
Hedged)  
iShares Core S&P/TSX Capped Composite Index ETF  
iShares Cybersecurity and Tech Index ETF  
iShares Diversified Monthly Income ETF  
iShares Emerging Markets Fundamental Index ETF  
iShares Equal Weight Banc & Lifeco ETF  
iShares ESG Advanced 1-5 Year Canadian Corporate  
Bond Index ETF  
iShares ESG Advanced Canadian Corporate Bond Index ETF  
iShares ESG Advanced MSCI Canada Index ETF  
iShares ESG Advanced MSCI EAFE Index ETF  
iShares ESG Advanced MSCI USA Index ETF  
iShares ESG Aware Canadian Aggregate Bond Index ETF  
(formerly, iShares ESG Canadian Aggregate Bond Index  
ETF)  
iShares ESG Aware Canadian Short Term Bond Index ETF  
(formerly, iShares ESG Canadian Short Term Bond Index  
ETF)  
iShares ESG Aware MSCI Canada Index ETF  
iShares ESG Aware MSCI EAFE Index ETF  
iShares ESG Aware MSCI Emerging Markets Index ETF  
iShares ESG Aware MSCI USA Index ETF  
iShares ESG Balanced ETF Portfolio  
iShares ESG Conservative Balanced ETF Portfolio  
iShares ESG Equity ETF Portfolio  
iShares ESG Growth ETF Portfolio  
iShares Exponential Technologies Index ETF  
iShares Floating Rate Index ETF  
iShares Genomics Immunology and Healthcare Index ETF  
iShares Global Agriculture Index ETF  
iShares Global Clean Energy Index ETF  
iShares Global Electric and Autonomous Vehicles Index ETF  
Principal Regulator – Ontario

**Type and Date:**

Final Long Form Prospectus dated Jun 26, 2024

NP 11-202 Final Receipt dated Jun 28, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #**06135767, 06135594, 06135798, 06135613**Issuer Name:**

Palos Equity Income Fund

Principal Regulator – Quebec

**Type and Date:**

Final Simplified Prospectus dated Jun 20, 2024

NP 11-202 Final Receipt dated Jun 25, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #**06135602

**Issuer Name:**

PIMCO Canadian Total Return Bond Fund  
PIMCO Climate Bond Fund (Canada)  
PIMCO ESG Income Fund (Canada)  
PIMCO Flexible Global Bond Fund (Canada)  
PIMCO Global Short Maturity Fund (Canada)  
PIMCO Investment Grade Credit Fund (Canada)  
PIMCO Low Duration Monthly Income Fund (Canada)  
PIMCO Managed Conservative Bond Pool  
PIMCO Managed Core Bond Pool  
PIMCO Monthly Income Fund (Canada)  
PIMCO Unconstrained Bond Fund (Canada)  
Principal Regulator – Ontario

**Type and Date:**

Final Simplified Prospectus dated Jun 24, 2024  
NP 11-202 Final Receipt dated Jun 26, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #06132894**

---

**Issuer Name:**

Liquid Alternative Fund  
Principal Regulator – Ontario

**Type and Date:**

Final Simplified Prospectus dated Jun 25, 2024  
NP 11-202 Final Receipt dated Jun 26, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #06134952**

---

**Issuer Name:**

Lysander Balanced Income Fund  
Lysander TDV Fund  
Lysander-Canso All Country Long/Short Equity Fund  
Lysander-Canso Balanced Fund  
Lysander-Canso Bond Fund  
Lysander-Canso Broad Corporate Bond Fund  
Lysander-Canso Corporate Treasury ActivETF  
Lysander-Canso Corporate Treasury Fund  
Lysander-Canso Corporate Value Bond Fund  
Lysander-Canso Credit Opportunities Fund  
Lysander-Canso Equity Fund  
Lysander-Canso Floating Rate ActivETF  
Lysander-Canso Short Term and Floating Rate Fund  
Lysander-Canso U.S. Corporate Treasury Fund  
Lysander-Canso U.S. Corporate Value Bond Fund  
Lysander-Canso U.S. Short Term and Floating Rate Fund  
Lysander-Crusader Equity Income Fund  
Lysander-Fulcra Corporate Securities Fund  
Lysander-Patient Capital Equity Fund  
Lysander-Seamark Balanced Fund  
Lysander-Seamark Total Equity Fund  
Lysander-Slater Preferred Share ActivETF  
Lysander-Slater Preferred Share Dividend Fund  
Lysander-Triasima All Country Equity Fund  
Principal Regulator – Ontario

**Type and Date:**

Final Simplified Prospectus dated Jun 25, 2024  
NP 11-202 Final Receipt dated Jun 25, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #06132212**

---

**Issuer Name:**

The Children's Educational Foundation of Canada  
Principal Regulator – Ontario

**Type and Date:**

Final Long Form Prospectus dated Jun 27, 2024  
NP 11-202 Final Receipt dated Jun 28, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #06139112**

---



**Issuer Name:**

Vanguard All-Equity ETF Portfolio  
Vanguard Balanced ETF Portfolio  
Vanguard Canadian Aggregate Bond Index ETF  
Vanguard Canadian Corporate Bond Index ETF  
Vanguard Canadian Government Bond Index ETF  
Vanguard Canadian Long-Term Bond Index ETF  
Vanguard Canadian Short-Term Bond Index ETF  
Vanguard Canadian Short-Term Corporate Bond Index ETF  
Vanguard Canadian Ultra-Short Government Bond Index ETF  
Vanguard Conservative ETF Portfolio  
Vanguard Conservative Income ETF Portfolio  
Vanguard FTSE Canada All Cap Index ETF  
Vanguard FTSE Canada Index ETF  
Vanguard FTSE Canadian Capped REIT Index ETF  
Vanguard FTSE Canadian High Dividend Yield Index ETF  
Vanguard FTSE Developed All Cap ex North America Index ETF  
Vanguard FTSE Developed All Cap ex North America Index ETF (CAD-hedged)  
Vanguard FTSE Developed All Cap ex U.S. Index ETF  
Vanguard FTSE Developed All Cap ex U.S. Index ETF (CAD-hedged)  
Vanguard FTSE Developed Asia Pacific All Cap Index ETF  
Vanguard FTSE Developed Europe All Cap Index ETF  
Vanguard FTSE Developed ex North America High Dividend Yield Index ETF  
Vanguard FTSE Emerging Markets All Cap Index ETF  
Vanguard FTSE Global All Cap ex Canada Index ETF  
Vanguard Global Aggregate Bond Index ETF (CAD-hedged)  
Vanguard Global ex-U.S. Aggregate Bond Index ETF (CAD-hedged)  
Vanguard Global Minimum Volatility ETF  
Vanguard Global Momentum Factor ETF  
Vanguard Global Value Factor ETF  
Vanguard Growth ETF Portfolio  
Vanguard Retirement Income ETF Portfolio  
Vanguard S&P 500 Index ETF  
Vanguard S&P 500 Index ETF (CAD-hedged)  
Vanguard U.S. Aggregate Bond Index ETF (CAD-hedged)  
Vanguard U.S. Dividend Appreciation Index ETF  
Vanguard U.S. Dividend Appreciation Index ETF (CAD-hedged)  
Vanguard U.S. Total Market Index ETF  
Vanguard U.S. Total Market Index ETF (CAD-hedged)  
Principal Regulator – Ontario

**Type and Date:**

Final Long Form Prospectus dated Jun 26, 2024  
NP 11-202 Final Receipt dated Jun 27, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #**06127649

---

**Issuer Name:**

Scotia Canadian Bond Fund  
Scotia Canadian Income Fund  
Scotia Conservative Fixed Income Portfolio  
Scotia European Equity Fund  
Scotia International Equity Blend Class  
Scotia Wealth Canadian Mid Cap Pool  
Principal Regulator – Ontario

**Type and Date:**

Amendment No. 1 to Final Simplified Prospectus dated June 21, 2024  
NP 11-202 Final Receipt dated Jun 25, 2024

**Offering Price and Description:**

-

**Underwriter(s) or Distributor(s):**

-

**Promoter(s):**

-

**Filing #**06115782, 06115766, 06115787, 06115796

---

NON-INVESTMENT FUNDS

**Issuer Name:**

National Bank of Canada

**Principal Regulator** – Quebec

**Type and Date:**

Final Shelf Prospectus dated June 27, 2024

NP 11-202 Final Receipt dated June 28, 2024

**Offering Price and Description:**

\$12,000,000,000

Medium Term Notes – Debt Securities (Unsubordinated Indebtedness)

**Filing #** 06144411

---

**Issuer Name:**

Metalla Royalty & Streaming Ltd.

**Principal Regulator** – British Columbia

**Type and Date:**

Final Shelf Prospectus dated June 28, 2024

NP 11-202 Final Receipt dated June 28, 2024

**Offering Price and Description:**

C\$300,000,000 - Common Shares, Warrants, Subscription Receipts, Units, Share Purchase Contracts

**Filing #** 06147602

---

**Issuer Name:**

Canary Gold Corp.

**Principal Regulator** – British Columbia

**Type and Date:**

Preliminary Long Form Prospectus dated June 26, 2024

NP 11-202 Preliminary Receipt dated June 28, 2024

**Offering Price and Description:**

Minimum \$2,200,140

12,942,000 Units

\$0.17 per Unit

**Filing #** 06151994

---

**Issuer Name:**

Super Copper Corp.

**Principal Regulator** – British Columbia

**Type and Date:**

Preliminary Long Form Prospectus dated June 28, 2024

NP 11-202 Preliminary Receipt dated June 28, 2024

**Offering Price and Description:**

3,625,000 Common Shares issuable upon deemed conversion of 3,625,000 outstanding Subscription Receipts

**Filing #** 06151973

---

**Issuer Name:**

Powermax Minerals Inc.

**Principal Regulator** – British Columbia

**Type and Date:**

Preliminary Long Form Prospectus dated June 26, 2024

NP 11-202 Preliminary Receipt dated June 28, 2024

**Offering Price and Description:**

930,000 Common Shares and 930,000 Warrants on Exercise of 930,000 Outstanding Special Warrants

**Filing #** 06150806

---

**Issuer Name:**

POET Technologies Inc.

**Principal Regulator** – Ontario

**Type and Date:**

Preliminary Shelf Prospectus dated June 28, 2024

NP 11-202 Preliminary Receipt dated June 28, 2024

**Offering Price and Description:**

\$125,000,000

Trust Units, Debt Securities, Subscription Receipts, Warrants, Units

**Filing #** 06151549

---

**Issuer Name:**

First Capital Real Estate Investment Trust

**Principal Regulator** – Ontario

**Type and Date:**

Final Shelf Prospectus dated June 28, 2024

NP 11-202 Final Receipt dated June 28, 2024

**Offering Price and Description:**

Trust Units, Warrants to Purchase Trust Units, Subscription Receipts, Debt Securities, Units

**Filing #** 06151580

---

**Issuer Name:**

Clear Sky Land Lease Communities Fund I

**Principal Regulator** – Ontario

**Type and Date:**

Final Long Form Prospectus dated June 26, 2024

NP 11-202 Final Receipt dated June 27, 2024

**Offering Price and Description:**

Minimum: \$35,000,000 of Class A Units, Class F Units and/or Class U Units

Maximum: \$60,000,000 of Class A Units, Class F Units and/or Class U Units

**Filing #** 06113025

---

**Issuer Name:**

Mercer Park Opportunities Corp.

**Principal Regulator** – Ontario

**Type and Date:**

Preliminary Long Form Prospectus dated June 26, 2024

NP 11-202 Preliminary Receipt dated June 26, 2024

**Offering Price and Description:**

U.S. \$200,000,000

20,000,000 Class A Restricted Voting Units

**Filing #** 06149738

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**Issuer Name:**

Pure Enerje Sciences Inc.

**Principal Regulator** – British Columbia

**Type and Date:**

Preliminary Long Form Prospectus dated June 25, 2024

NP 11-202 Preliminary Receipt dated June 26, 2024

**Offering Price and Description:**

No securities are being offered or qualified pursuant to this Prospectus.

**Filing #** 06149010

---

**Issuer Name:**

Northern Graphite Corporation

**Principal Regulator** – Ontario

**Type and Date:**

Amendment to Preliminary Shelf Prospectus dated June 24, 2024

NP 11-202 Amendment Receipt dated June 24, 2024

**Offering Price and Description:**

\$100,000,000 - Common Shares, Debt Securities, Warrants, Subscription Receipts, Units

**Filing #** 06101987

---

**Issuer Name:**

E3 Lithium Ltd.

**Principal Regulator** – Alberta

**Type and Date:**

Final Shelf Prospectus dated June 21, 2024

NP 11-202 Final Receipt dated June 24, 2024

**Offering Price and Description:**

\$100,000,000 - COMMON SHARES, WARRANTS, SUBSCRIPTION RECEIPTS, UNITS

**Filing #** 06143735

---

**Issuer Name:**

i-80 Gold Corp.

**Principal Regulator** – Ontario

**Type and Date:**

Final Shelf Prospectus dated June 21, 2024

NP 11-202 Final Receipt dated June 24, 2024

**Offering Price and Description:**

C\$300,000,000 - COMMON SHARES, WARRANTS, DEBT SECURITIES, SUBSCRIPTION RECEIPTS, UNITS

**Filing #** 06132637

---

**Issuer Name:**

Mawson Finland Limited

**Principal Regulator** – Ontario

**Type and Date:**

Amendment to Long Form Prospectus dated June 20, 2024

NP 11-202 Amendment Receipt dated June 24, 2024

**Offering Price and Description:**

Minimum Offering: \$2,000,000 or 2,000,000 Common Shares

Maximum Offering: \$2,500,000 or 2,500,000 Common Shares

Price: \$1.00 per Common Share and 15,424,735 Common Shares issuable upon the exercise of previously issued

Special Warrants

Price: \$1.00 per Common Share

**Filing #** 06102583

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## B.10 Registrations

### B.10.1 Registrants

Type	Company	Category of Registration	Effective Date
Suspended (Regulatory Action)	Nvestry Capital Inc.	Exempt Market Dealer	February 1, 2024
Voluntary Surrender	Amuka Capital Corp.	Exempt Market Dealer	June 24, 2024
Voluntary Surrender	Anson Funds Management LP	Investment Fund Manager	June 24, 2024
Change in Registration Category	Anson Advisors Inc.	From: Portfolio Manager and Exempt Market Dealer  To: Portfolio Manager, Exempt Market Dealer and Investment Fund Manager	June 26, 2024
Voluntary Surrender	GALILEO GLOBAL EQUITY ADVISORS INC.	Investment Fund Manager, Exempt Market Dealer and Portfolio Manager	June 24, 2024
Voluntary Surrender	Antera Capital Corp.	Exempt Market Dealer	June 27, 2024
New Registration	Beacon Hill Wealth Management Ltd.	Portfolio Manager	June 28, 2024

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# B.11

## CIRO, Marketplaces, Clearing Agencies and Trade Repositories

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### B.11.1 CIRO

#### B.11.1.1 Canadian Investment Regulatory Organization (CIRO) – Proposed Proficiency Model – Approved Persons under the Investment Dealer and Partially Consolidated Rules – Request for Comment

##### REQUEST FOR COMMENT

##### CANADIAN INVESTMENT REGULATORY ORGANIZATION (CIRO)

##### PROPOSED PROFICIENCY MODEL – APPROVED PERSONS UNDER THE INVESTMENT DEALER AND PARTIALLY CONSOLIDATED RULES

CIRO is publishing for comment proposed amendments (**Proposed Amendments**) to its proficiency rules applicable to investment dealer Approved Persons in the Investment Dealer and Partially Consolidated Rules to reflect its proposed proficiency model.

Highlights of the proposed proficiency model are:

- Exams for each Approved Person category based on the published competency profiles,
- No mandatory courses as prerequisites to exams,
- Mandatory conduct training upon approval,
- Continuing education training on topics mandated by CIRO annually,
- Baseline education requirements for Registered Representatives to include a diploma, degree or four years of relevant work experience, and
- Greater role for CIRO in new program design and ongoing delivery.

On July 7, 2023, CIRO published a consultation paper seeking feedback on its proposal to change from a course centric proficiency model to an assessment centric proficiency model with some mandatory education and training. CIRO received 27 comment letters from a wide range of stakeholders. CIRO considered the comments received in the Proposed Amendments.

A copy of the CIRO Bulletin, including the text of the Proposed Amendments, is also available on the Commission's website at [www.osc.ca](http://www.osc.ca). The comment period ends on September 17, 2024.

## B.11.2 Marketplaces

### B.11.2.1 TSX Inc. – Contingent Option Trades – Notice of Approval

TSX INC.

NOTICE OF APPROVAL

CONTINGENT OPTION TRADES

#### Introduction

In accordance with the Process for the Review and Approval of Rules and the Information Contained in Form 21-101F1 and the Exhibits thereto for recognized exchanges, TSX Inc. (“**TSX**”) has adopted, and the Ontario Securities Commission has approved, certain public interest amendments to the Toronto Stock Exchange Rule Book (the “**TSX Rules**”) to facilitate changes to Contingent Option Trades (as defined in the Request for Comments) linked to trades of options on Montreal Stock Exchange, all as set out in the Request for Comment (as defined below) (collectively, the “**Amendments**”).

Capitalized terms used and not otherwise defined in the Notice of Approval shall have the meaning ascribed to them in the Request for Comments.

#### Comments Received

On March 21, 2024, TSX published a Notice of Proposed Amendments and Request for Comments (the “**Request for Comments**”) and no comment letters were received.

#### Summary of the Amendments

A copy of the Amendments can be found at [www.osc.ca](http://www.osc.ca).

Participating organizations are reminded that the equity portion of a Contingent Option Trade is subject to the Universal Market Integrity Rules (“**UMIR**”), including but not limited to the requirements of UMIR Rule 8.1 *Client-Principal Trading*. UMIR Rule 8.1 is applicable unless an exemption is granted by the Canadian Investment Regulatory Organization.

Contingent Option Trades will be entered as special terms trades using the existing “MS” marker.

#### Effective Date

The Amendments will be effective in Q3 2024.



**B.11.3 Clearing Agencies**

**B.11.3.1 Canadian Derivatives Clearing Corporation (CDCC) – Withdrawal of Proposed Amendments to the CDCC Rules to Introduce Cybersecurity Requirements – Notice of Withdrawal of Material Rule Submission**

**NOTICE OF WITHDRAWAL OF MATERIAL RULE SUBMISSION**

**CANADIAN DERIVATIVES CLEARING CORPORATION (CDCC)**

**WITHDRAWAL OF PROPOSED AMENDMENTS TO  
THE CDCC RULES TO INTRODUCE CYBERSECURITY REQUIREMENTS**

On June 12, 2023, CDCC published for public comment proposed amendments to the CDCC Rules to introduce requirements regarding cybersecurity (the **Proposed Cybersecurity Rule**).

On June 10, 2024, CDCC published a Notice of Withdrawal of the Proposed Cybersecurity Rule, with the stated intention of publishing a revised proposal at a later date. The withdrawal notice has been posted on CDCC's [website](#).

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# B.12

## Other Information

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### B.12.1 Consents

#### B.12.1.1 Treasury Metals Inc. – s. 21(b) of Ont. Reg. 398/21 of the OBCA

##### Headnote

Consent given to an offering corporation under the Business Corporations Act (Ontario) to continue under the Business Corporations Act (British Columbia).

##### Statutes Cited

Business Corporations Act, R.S.O. 1990, c. B.16, as am., s. 181.  
Securities Act, R.S.O. 1990, c. S.5, as am.

##### Regulations Cited

Regulation made under the Business Corporations Act, Ont. Reg. 398/21, as am., s. 21(b).

IN THE MATTER OF  
ONTARIO REGULATION 398/21,  
AS AMENDED  
(the “Regulation”)

MADE UNDER THE *BUSINESS CORPORATIONS ACT*  
(ONTARIO) R.S.O. 1990, C. B.16,  
AS AMENDED  
(the “OBCA”)

AND

IN THE MATTER OF  
TREASURY METALS INC.

CONSENT  
(subsection 21(b) of the Regulation)

**UPON** the application of Treasury Metals Inc. (the **Applicant**) to the Ontario Securities Commission (the **Commission**) requesting the consent of the Commission pursuant to subsection 21(b) of the Regulation, for the Applicant to continue into the Province of British Columbia pursuant to section 181 of the OBCA (the **Continuance**);

**AND UPON** considering the application and the recommendation of the staff of the Commission;

**AND UPON** the Applicant having represented to the Commission that:

1. The Applicant was incorporated under the name Divine Lake Exploration Inc. by articles of incorporation dated December 31, 1997 under the OBCA. The articles of the Applicant were amended on November 13, 2007 to change the name of the Applicant to Treasury Metals Inc. and on March 20, 2008 to remove certain restrictions on the transfer of the Applicant’s common shares. Effective as at August 11, 2020, the Applicant completed the consolidation of its common shares on the basis of three pre-consolidation common shares for each post-consolidation common share. On March 9, 2021, Tamaka Gold Corporation, a wholly-owned subsidiary of First Mining Gold Corp., vertically amalgamated with its wholly-owned subsidiary, Goldlund Resources Inc. Immediately following the completion of this amalgamation, Tamaka amalgamated with the Applicant.
2. The Applicant’s registered and head offices are located at 15 Toronto Street, Suite 401, Toronto, Ontario, M5C 2E3, Canada.
3. The Applicant is an offering corporation under the OBCA.

## B.12: Other Information

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4. The authorized share capital of the Applicant consists of an unlimited number of common shares, of which 187,469,707 common shares were issued and outstanding as of May 21, 2024.
5. The Applicant's common shares are listed and posted for trading on the Toronto Stock Exchange (the **Exchange**) under the symbol "TML" and are also traded on the OTCQX under the symbol "TSRMF".
6. The Applicant intends to apply to the Director under the OBCA pursuant to section 181 of the OBCA (the **Application for Continuance**) for authorization to continue as a corporation under the *Business Corporations Act* (British Columbia), SBC 2002, c. 57 (the **BCBCA**).
7. Following the Continuance, the Applicant's registered office will be located at 3123 – 595 Burrard Street, Vancouver, British Columbia, V7X 1J1, Canada and its head office will continue to be located at 15 Toronto Street, Suite 401, Toronto, Ontario, M5C 2E3, Canada. The Commission will continue to be the Applicant's principal regulator.
8. The Application for Continuance was made (i) in connection with the plan of arrangement involving the Applicant and Blackwolf Copper and Gold Ltd. (**Blackwolf**) under the BCBCA pursuant to which it is expected that the Applicant will acquire all of the issued and outstanding common shares of Blackwolf; and (ii) for corporate and administrative reasons as the board of directors of both the Applicant and Blackwolf are of the view that the BCBCA provides the Applicant with increased flexibility with respect to capital management, resulting from more flexible rules relating to dividends, share purchases, redemptions and consolidations of capital.
9. The material rights, duties and obligations of a corporation governed by the BCBCA are substantially similar to those of a corporation governed by the OBCA.
10. The Applicant is a reporting issuer under the *Securities Act* (Ontario), R.S.O. 1990, c. S5, as amended (the **Act**) and the securities legislation of British Columbia and Alberta (the **Legislation**). The Applicant will remain a reporting issuer in the provinces of British Columbia, Alberta and Ontario, following the Continuance.
11. The Applicant is not in default of any provision of the OBCA, the Act, or the Legislation.
12. The Applicant is not subject to any proceeding under the OBCA, the Act, or the Legislation.
13. The Applicant is not in default of any provision of the rules, regulations or policies of the Exchange.
14. The Applicant's registered and head offices are located in Ontario and the Commission is the principal regulator of the Applicant.
15. The Applicant's management information circular dated May 27, 2024 (the **Circular**) which was provided to all shareholders of the Applicant in connection with its special meeting of shareholders held on June 26, 2024 (the **Meeting**) described the proposed Continuance and disclosed the reasons for it and its implications. The Applicant's shareholders had the right to dissent with respect to the proposed Continuance pursuant to section 185 of the OBCA, and the Circular disclosed particulars of this right in accordance with applicable law.
16. The Applicant's shareholders authorized the Continuance at the Meeting by a special resolution that was approved by 94.09% of the votes cast by the shareholders of the Applicant in person or represented by proxy. No shareholders exercised dissent rights pursuant to section 185 of the OBCA.
17. Subsection 21(b) of the Regulation requires the Application for Continuance to be accompanied by a consent from the Commission.

**AND UPON** the Commission being satisfied that to do so would not be prejudicial to the public interest;

**THE COMMISSION CONSENTS** to the continuance of the Applicant under the BCBCA.

**DATED** at Toronto on this 27th day of June, 2024.

"Erin O'Donovan"  
Manager, Corporate Finance  
Ontario Securities Commission

OSC File #: 2024/0313

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