



October 16, 2009

British Columbia Securities Commission  
Alberta Securities Commission  
Saskatchewan Financial Services Commission  
Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers  
New Brunswick Securities Commission  
Registrar of Securities, Prince Edward Island  
Nova Scotia Securities Commission  
Superintendent of Securities, Northwest Territories  
Superintendent of Securities, Yukon Territory  
Registrar of Securities, Nunavut

c/o John Stevenson, Secretary  
Ontario Securities Commission  
20 Queen Street West  
19<sup>th</sup> Floor, Box 55  
Toronto, Ontario M5H 3S8

and

Anne-Marie Beaudoin  
Directrice du secrétariat  
Autorité des marchés financiers  
800, square Victoria, 22<sup>e</sup> étage  
C.P. 246, tour de la Bourse  
Montréal (Québec) H4Z 1G3

Delivered by email to John Stevenson, Secretary, OSC

Dear Sirs/Mesdames:

Re: Proposed amendments to National Instrument 81-101 *Mutual Fund Prospectus Disclosure*,  
Forms 81-101F1

Thank you for the opportunity to comment.

Rogers Group Financial has two financial services firms within our corporate group: Rogers Group Investment Advisors Ltd., an investment dealer and member of the IIROC and Rogers Group Financial Advisors Ltd., a managing general agency. Our office is located in Vancouver, BC. Our 50 person firm provides planning advice to clients and oversees about \$1.3 billion of their assets, the majority of which are in managed funds. Our financial advisors are dually licensed for securities and insurance.

Rogers Group Financial supports the Joint Forum of Financial Market Regulators' initiative to create a meaningful, more simplified form of disclosure for mutual fund and segregated fund investors so investors purchasing similar investments have comparable disclosure and protection.

With respect to these proposed amendments covering mutual funds, we provide the following feedback:

- The fund fact sheet is a well-thought-out document that will provide investors with a substantial amount of information in a consistent format
- Ensuring delivery by the methods provided will add friction, time delay and cost to the process with many clients. A number of our retired clients do not use electronic communication to the degree that younger clients do. Mailing the fund fact sheet will delay implementation of recommendations and could lead to client dissatisfaction if the price of the investment changes materially by the time the client receives the document
- Documenting the delivery of the fund fact sheet prior to the purchase will add cost in administration and compliance. We suggest that delivery of the fund fact sheet with the initial trade purchase is sufficient given that the client has a two day 'cooling-off' period. If the delivery is handled as a back-office function, there is greater certainty that the client receives the correct version of document. The same level of certainty cannot be achieved through the front office and advisors, notwithstanding effective systems, compliance and extra costs incurred for tracking and monitoring.
- Differentiating between clients receiving advice and those at discount brokers, with respect to what information the client must have prior to making a trade, is inappropriate.
- The fund fact sheet should not replace or become the simplified prospectus. The simplified prospectus should be available at the client's request.
- The requirement for delivery prior to the purchase could lead to regulatory arbitrage toward other securities investments such as ETFs or to other regulatory regimes such as segregated funds under insurance.
- To the extent possible, we implement the same compliance and supervisory regimes for both our companies for segregated funds and mutual funds. As a result, we would urge the CSA and CCIR to ensure that there is consistency in their respective point of sale rules and their application where possible.

Thank you for taking the time to consider our comments.

Sincerely,

**ROGERS GROUP FINANCIAL**

**Barbara Simpson, BComm, FCA, CFP**  
**Chief Financial Officer/Chief Operating Officer**  
**Rogers Group Financial**  
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**Vancouver, BC**  
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