



IGM Financial Inc. 180 Queen Street West, 16th Floor, Toronto, Ontario M5V 3K1

Charles R. Sims, FCA
Co-President and Chief Executive Officer

April 29, 2011

VIA EMAIL to: rday@osc.gov.on.ca

Mr. Robert Day
Manager, Business Planning
Ontario Securities Commission
20 Queen Street West
Suite 1900, P.O. Box 55
Toronto, Ontario
M5H 3S8

Dear Mr. Day:

**Re: Ontario Securities Commission Notice 11-765 (Revised) – Request for Comments
Regarding Statement of Priorities for Fiscal Year Ending March 31, 2012**

We are pleased to provide comments on behalf of IGM Financial Inc. and its subsidiaries in response to the request for comments by the Ontario Securities Commission (“OSC”) with respect to its Statement of Priorities for 2011/2012.

IGM Financial Inc.

IGM Financial Inc. (“IGM”) is one of Canada’s premier personal financial services companies, and one of the country’s largest managers and distributors of mutual funds and other managed asset products, with over \$134 billion in total assets under management as of March 31, 2011. Its activities are carried out principally through Investors Group Inc., Mackenzie Financial Corporation and Investment Planning Counsel Inc. IGM is a member of the Power Financial Corporation group of companies. IGM’s common shares are publicly traded on the TSX, with a current market capitalization of over \$12 billion. In its capacity as an asset manager on behalf of its clients, IGM, through its subsidiaries, is an investor in virtually all major Canadian reporting issuers.

Through its various subsidiaries, IGM is registered in several capacities with securities regulators throughout Canada.

The following are our comments on the Key Regulatory Priorities identified in the Statement of Priorities:

1. Better demonstrate our commitment to investor protection

We are pleased to hear that the OSC will be focusing on the provision of “Better information, and not just more information...” as there is a danger in investors being inundated with information that is hard to distill, particularly in the absence of a professional financial advisor. In the mutual fund sphere, we feel that the introduction of Fund Facts has been a positive development. We recommend that the OSC once again consider how investors use disclosure documents and rationalize the multitude of documents that are prepared which may or may not be useful to the investor, in relation to the evolving focus of investors who desire an overall financial plan and investment portfolio.

We are supportive of a concept where like products are regulated in a “like” manner both from a disclosure and compliance perspective. This is particularly the case with Exchange Traded Funds where disclosure of costs and performance are not the same as for mutual funds.

We believe an important element of investor protection, particularly in an environment of increasingly complex products, is fulfilled by the role of financial advisors in Canada. We encourage the OSC to take notice of multiple sources of research which show significantly better financial outcomes for Canadians who use financial advisors compared to those who do not. We see value in providing choice in the marketplace as to how any investor wishes to compensate their advisor, whether by having distribution costs embedded with financial products, fee-for-service, or some hybrid. We believe this has proven to be an effective way to engage a wide range of Canadians to establish and maintain strong savings and investment programs.

2. Intensify Operational, Compliance and Enforcement efforts

We support a risk-based approach to compliance and enforcement functions. We continue to believe that a strong compliance program provides the best protection to the public which is supported by enforcement activities as required.

With the adoption of IFRS, amendments will be required to NI 81-106, inter alia, and we encourage the OSC to continue to work with the securities industry to address the issues presented by IFRS.

3. Modernize our Regulatory systems and approaches

We support efforts to work with other Canadian financial services regulators in identifying emerging issues and trends so that potential problems can be anticipated and addressed. In this regard, the securities industry can play a role and we encourage the OSC to continue to seek out the views of the industry through consultation papers, focus groups and other means.

4. Pursue a Coordinated Approach to Securities Regulation

Whatever course of action is ultimately taken with the Canadian Securities Regulator, we would encourage the OSC to participate in the existing "Passport System" in the interim to maintain the efficiency of the existing regulatory system for all participants.

We encourage the OSC to focus on resource allocation between maintaining the service levels to the industry participants under the current regulatory regime while being asked to allocate resources to the work of the Canadian Securities Transition Office.

We also encourage the OSC to further harmonize regulation with the Self Regulatory Organizations including in the area of dealer categories.

5. Demonstrate accountability for its performance as a leading securities regulator in Canada

We are pleased that the OSC will continue to operate in a prudent manner recognizing that costs to the securities industry inevitably get passed on to the consumers. We are very supportive of an effective and efficient securities regulator to protect the investing public and promote the growth of the capital markets. As we have raised with you in the past, we continue to feel that the services allocated to mutual fund industry regulation are not proportionate to the fee burden imposed on the mutual fund industry for regulation.

Thank for the opportunity to comment on the OSC's Statement of Priorities. If you have any questions regarding the foregoing, please do not hesitate to contact us. We look forward to working with the OSC as we go forward into fiscal 2011 - 2012

Yours truly,

IGM FINANCIAL INC.



Charles R. Sims, FCA
Co-President and Chief Executive Officer

Copy to: Murray Taylor, Co-President and Chief Executive Officer
IGM Financial Inc.