



W. Sian Burgess  
Senior Vice President  
Head of Legal and Compliance, Canada

BY ELECTRONIC EMAIL: [jstevenson@osc.gov.on.ca](mailto:jstevenson@osc.gov.on.ca)  
[consultation-en-cours@lautorite.qc.ca](mailto:consultation-en-cours@lautorite.qc.ca)

November 7, 2011

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, Newfoundland and Labrador  
Superintendent of Securities, Northwest Territories  
Superintendent of Securities, Yukon  
Superintendent of Securities, Nunavut

John Stevenson, Secretary  
Ontario Securities Commission  
20 Queen Street West, Suite 1903, Box 55  
Toronto, ON M5H 3S8  
E-mail: [jstevenson@osc.gov.on.ca](mailto:jstevenson@osc.gov.on.ca)

Me Anne-Marie Beaudoin  
Corporate Secretary  
Autorité des marchés financiers  
800, square Victoria, 22<sup>e</sup> étage  
C.P. 246, tour de la Bourse  
Montréal (Québec) H4Z 1G3  
E-mail : [consultation-en-cours@lautorite.qc.ca](mailto:consultation-en-cours@lautorite.qc.ca)

Dear Sirs/Mesdames:

**RE: Request for Comments – Implementation of Stage 2 of Point of Sale Disclosure for Mutual Funds – Proposed Amendments to NI 81-101 Mutual Fund Prospectus Disclosure, Form 81-101F3 and Companion Policy 81-101CP Mutual Fund Prospectus Disclosure and Consequential Amendments (the “Proposed Amendments”)**

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Thank you for the opportunity to provide comments to the Canadian Securities Administrators (“CSA”) on the Proposed Amendments.

Fidelity Investments Canada ULC (“Fidelity”) is the 6<sup>th</sup> largest fund management company in Canada and part of the Fidelity Investments organization in Boston, one of the world’s largest financial services providers. Fidelity manages a total of \$66 billion in mutual fund and institutional assets and offers approximately 190 mutual funds or pooled funds to Canadian investors.

Fidelity continues to be interested in and supportive of the Fund Facts document. However, we do have a few concerns with the Proposed Amendments, which are described below.

### **Delivery of the Fund Facts Instead of the Simplified Prospectus**

In the Proposed Amendments, the Fund Facts may be bound to other disclosure documents required to be delivered to an investor, but may not be bound to other Fund Facts documents that the investor is not then buying. It is our view that dealers should be given the flexibility to bind the Fund Facts with other Fund Facts for funds the dealer wishes the client to consider to purchase in the relatively near future.

As well, we believe that this is critical for investment products such as asset allocation programs, which would allow investors to compare funds in a more efficient manner when rebalancing their portfolios. We urge the CSA to reconsider this restriction and permit flexibility to bind the Fund Facts with other Fund Facts when it would be deemed beneficial to the investor.

### **Investor Rights**

With respect to the rights of rescission and withdrawal, Fidelity encourages the CSA to move forward with achieving harmonized provisions among the Canadian provinces and territories to create a level playing field with other competitive investment products. We believe that there should only be one right; that is, a two-day cancellation right consistent with the investor rights proposals in Framework 81-406 *Point of sale disclosure for mutual funds and segregated funds* published by the Joint Forum of Financial Market Regulators on June 15, 2007 and October 24, 2008, respectively, and the CSA’s proposed amendments to National Instrument 81-101 *Mutual Fund Prospectus Disclosure* published on June 19, 2009.

### **General Comments**

We commend the CSA for proposing the same delivery obligations for the Fund Facts as is currently required for the simplified prospectus to satisfy the delivery requirement under securities legislation.

Also, we appreciate the CSA’s efforts in responding to our request to use fund codes in the Fund Facts document.

We thank you again for the opportunity to comment on the Proposed Amendments. As always, we are more than willing to meet with you to discuss any of our comments.

Yours truly,

A handwritten signature in black ink that reads "W. Sian Burgess". The signature is written in a cursive, flowing style.

W. Sian Burgess  
Senior Vice-President, Head of Legal and Compliance, Canada

cc: Rob Strickland, President