Dexterity Ventures Inc.

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February 17, 2012

Canadian Securities Administrators
British Columbia Securities Commission
PO Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2

Attention: Gordon Smith

Canadian Securities Administrators
Autorité des marchés financiers
800, square Victoria, 22e étage
C.P. 246, Tour de la Bourse
Montréal, PQ H4Z 1G3

Attention: Me Anne-Marie Beaudoin

Dear Sir/Madam:

Re: Review of Minimum Amount and Accredited Investor Exemptions

Dexterity Ventures Inc. is a privately held, social enterprise company. Our core investors include friends, family and angels. The initial seed capital raised for building this company was through the savings and re-mortgaging of my house. This was a conscious decision to show other investors that I had "skin in the game." When the issue around investing in SME's came up for review I felt it important to share with you how this will directly impact my company and those that are operate in our space.

The current review of by the Canadian Securities Administrators of two exemptions from the prospectus and registration requirements of securities law has come to our attention. While we have reviewed the consultation document, we are not in a position to make any technical comments upon it. However, we do have comments on the underlying principles.

Over 80% of Canada's economy is built on SME's, yet one of the biggest hurdles for launching a business is access to capital. The current policy recommendations will increase these barriers to entry thereby discouraging people from entering into the business world; something that, during these economic times, we as a nation cannot afford.

We respect the role of the securities commissions of Canada to protect the investing public; however, we also see the need of small and medium sized businesses for access to investment capital on a cost effective basis. If the proposed changes are implemented, fewer investors will be qualified to provide capital to businesses which need it. We urge that the CSA not increase the costs to small and medium size businesses by making it more difficult to access required capital. For this reason, the existing exemptions ought not be repealed or increased in the absence of pressing need for public protection. Essentially, securities regulation limits economic activity through regulations which make it more difficult to obtain capital and increase the economic burden to small business. Given the financial conditions in our country, surely this is the time to lower hurdles and reduce burdens so that businesses can provide employment, growth and stability.

We would go further and encourage securities commissions to show leadership in permitting small and medium sized businesses to have opportunities for capital formation with a much reduced cost. We do not suggest throwing out the rule book, but we do encourage re-thinking the priorities so as to facilitate increased access to capital, albeit in the relatively small amounts required by SMEs.

There is another area of urgent need for capital raising reform. Governments, NGO's and the community are recognizing "social capital" where investors are willing to accept limited financial rewards when combined with work to solve social and environmental challenges. These ventures also need capital. The CSA should develop a series of exemptions aimed at the formation of community capital initiatives – for profit, not for profit and for limited profit – over and above the current exemptions under review.

Perhaps the next CSA request for comments will be a call for business owners and advisors to assist the CSA in fostering capital formation for small and medium size businesses and social capital groups. We believe that such an initiative would get a very significant positive response.

Yours very truly,

Gena Rotstein
CEO

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