
APPENDIX H**CONSEQUENTIAL CHANGES
OSC INSTRUMENTS AND ONTARIO REGULATIONS****Substance and purpose of consequential changes to OSC instruments and Ontario regulations**

The amendments to OSC instruments and Ontario regulations provide for changes that mostly reflect new terminology used in, and the relocation of subject matter to, the Rule.

Summaries of these amendments are provided below. The full text of the corresponding amending and revoking or rescinding instrument is set out in the Schedule to this Appendix, except in the case of the proposed amendments to Ontario Regulation 1015.

Summary of amendments to OSC instruments**Ontario Securities Commission Rule 13-502 – Fees and Companion Policy 13-502CP**

On March 10, 2009, the Commission adopted a new version of OSC Rule 13-502, which was subsequently approved by the Ontario Minister of Finance and became effective as of June 1, 2009. In March 2009, the Commission also indicated that participation fee and activity fee levels established in 2006 would be maintained for one year in light of economic conditions.

Under the amendments, the fees proposed to be charged for filing relating to NI 31-103 are equal to the fees currently charged for similar filings. Further, no fees are imposed in the amendments in connection with new filings associated with NI 31-103, despite the costs for the Commission associated with these filings. Over the next year, the Commission will further review its fee model. The Commission's goal is to develop a more predictable fee structure that will allow full recovery of its costs in a way that is fair and transparent to market participants. One of the areas that requires further review in this context are the fees associated with new requirements under NI 31-103.

The amendments to OSC Rule 13-502 and its Companion Policy also contemplate the introduction of the new "investment fund manager registration requirement" for persons and companies that act as investment managers.

The amendments also reflect the new exemptions in NI 31-103 from the registration requirement available to "international dealers" and "international advisers" for certain activities for which these dealers and advisers may now be registered as "registered international dealers" and "international advisers". Under the amendments to OSC Rule 13-502, international dealers and international advisers that rely upon the above-referenced exemptions in NI 31-103 will continue to pay participation fees on the same basis they currently pay as registrants.

Firms that currently pay fees as "unregistered investment fund managers," and obtain registration in the new registration category of "investment fund manager" under NI 31-103, will be obliged under the amendments to continue paying participation fees. Any investment fund manager that continues to operate on an unregistered basis (in accordance with an exemption from the investment fund manager registration requirement) will be obliged to continue to pay participation fees on the same basis as it currently pays.

Under the amendments, the existing structure of fees for applications for exemptions from proficiency requirements is maintained in section E of Appendix C of OSC Rule 13-502, with section references updated to reflect NI 31-103. As set out in item 3 of section E of that Appendix, the activity fee for applications for relief associated with new proficiency requirements in NI 31-103 is nil, in keeping with the Commission's one year freeze on fees. In addition, the \$3,000 fee for pre-filing in section F of that Appendix, including pre-filings in respect of exemptions from proficiency requirements, is capped under the amendments at the amount of the corresponding filing fee.

Other amendments update text, delete redundant text, and include certain minor clarifying changes.

Ontario Securities Commission Rule 13-503 – (Commodity Futures Act) Fees

The change to OSC Rule 13-503 adds a reference to new Form 33-506F6 so that late fees for registration information are applied on a consistent basis with respect to existing and new registration applications.

Ontario Securities Commission Rule 14-501 Definitions

The amendments to this instrument eliminate definitions that are no longer relevant because they refer to categories of registration that no longer exists or define terms that are used in other provisions that are to be repealed. The amendments also include the full text of certain defined terms, now set out in Part XI of Ontario Regulation 1015, which will remain relevant for certain other instruments, upon the proposed repeal of that Part.

Ontario Securities Commission Rule 31-505 *Conditions of Registration*

The amendments to this instrument provide for the repeal of Parts 1 and 3 on the basis that the subject matter is now addressed in the Rule. The general duties described in Part 2 of this instrument are maintained, with minor changes to reflect the adoption of the Rule.

Ontario Securities Commission Rule 31-509 *National Registration Database*

The amendments to this instrument reflect similar amendments being made to National Instrument 31-102 *National Registration Database*.

Ontario Securities Commission Rule 33-506 *Registration Information*

This instrument is being revoked and restated to reflect similar actions being taken to National Instrument 33-109 *Registration Information*.

Ontario Securities Commission Rule 35-502 *Non-Resident Advisers*

OSC Rule 35-502 is being amended to reflect: (i) a different treatment of international advisers under NI 31-103, including a transition period for the continued registration of advisers, that are registered as international advisers on the day NI 31-103 comes into force; (ii) a discontinuation of the view that advice to an investment fund “flows through” to the investors in the fund; and (iii) other subject matter of the Rule 35-502 being addressed in NI 31-103.

Under NI 31-103, “international adviser” is being discontinued as a category of adviser registration, with a subset of the activities previously authorized under that category now addressed in exemption from the adviser registration in section 8.26 of NI 31-103.

Under section 16.19 of NI 31-103, persons or companies that are already registered in the category of international adviser, upon the coming into force of NI 31-103, will be permitted to continue to operate under this category of registration for a transition period of one year (to permit these persons or companies to transition into a new category of registration or limit their activities to those for which there is an exemption). During this transition period, relevant parts of OSC Rule 35-502 and Ontario Regulation 1015 that governed registered international advisers, before the coming into force of the Rule, will continue to apply.

OSC Rule 35-502 is being amended to delete exemptions from the adviser registration requirement contained in Part 7 which are premised on a position that advice to an investment fund “flows through” to the investors in the fund. As noted in Appendix A, the effect of this interpretation, which is not being continued by the Commission, was that an adviser to a fund would need to be registered, or exempt from registration, under the *Securities Act* if any units of the fund were sold in Ontario, and that this would apply even if the adviser were located outside of Ontario and the fund were established outside of Ontario.

The exemptions contained in sections 7.2 [*Commodity Pool Programs*], 7.3 [*Sub-Adviser for a Registrant*] and 7.6 [*Advising Pension Funds of Affiliates*] are, however, being retained. As a result of comments that were received on the 2008 Proposal, the exemptions in section 7.2 and 7.6 were reconsidered and it was determined that these exemptions are applicable to circumstances outside of the “flow through situation” that are not otherwise addressed by exemptions in NI 31-103.

As noted in Appendix B, the sub-adviser exemption, which was previously proposed for inclusion in NI 31-103 (as section 8.17 in the 2008 Proposal), was not carried forward in the final version of NI 31-103. This change is temporary and is intended to give us an opportunity to review the exemption in the context of the current market turmoil and regulatory responses to cross-border activity. In the meantime, however, the exemption currently in section 7.3 of OSC Rule 35-502 is being retained, together with the related disclosure requirement in section 7.11 [*Disclosure in Offering Documents*].

After the expiry of the one-year transition period for advisers that are registered as international advisers on the coming into force of NI 31-103, the amendments to OSC Rule 35-502 provide for the repeal of most of that Rule.

Ontario Securities Commission Rule 91-501 – *Strip Bonds and Companion Policy 91-501CP*

The amendments to these instruments largely reflect amendments to the *Securities Act* made under the *Budget Measures Act, 2009* (Bill 162). Upon proclamation of the relevant amendments, the Commission does not have rule-making authority to eliminate prospectus and registration exemptions in connection with debt issued or guaranteed by the Government of Canada or a province or territory. Consequently, the measures in OSC Rule 91-501 withdrawing registration and prospectus exemptions are amended so that they do not apply in connection with debt of this nature. Amendments to OSC Rule 91-501 also update cross-references to the relevant dealer registration and prospectus exemptions.

The Companion Policy has also been amended to update text and delete redundant text.

Ontario Securities Commission Rule 91-502 *Trades in Recognized Options*

The amendments to this instrument update location references in other instruments for the relevant dealer registration exemption referred to in subsection 2.2(1) of the instrument.

Summary of revocations or rescissions of OSC instruments

The revocation or rescission of the following OSC Rules and Policies is on the basis that the subject matter is addressed in the Rule.

- (i) Ontario Securities Commission Rule 31-501 – *Registrant Relationships* and Companion Policy 31-501CP *Registrant Relationships*;
- (ii) Ontario Securities Commission Rule 31-502 – *Proficiency Requirements for Registrants* and Companion Policy 31-502CP;
- (iii) Ontario Securities Commission Rule 31-503 – *Limited Market Dealers*;
- (iv) Ontario Securities Commission Rule 31-504 – *Dealer and Adviser Applications for Registrations*;
- (v) Ontario Securities Commission Rule 31-506 – *SRO Membership – Mutual Fund Dealers*;
- (vi) Ontario Securities Commission Rule 31-507 – *SRO Membership – Securities Dealers and Brokers*;
- (vii) Ontario Securities Commission Rule 33-501 – *Surrender of Registration*;
- (viii) Ontario Securities Commission Rule 33-502 – *Exceptions to Conflict Rules in the Sale of Mutual Fund Securities*;
- (ix) Ontario Securities Commission Policy 34-601 – *Registration – Declaration of Personal Bankruptcy*;
- (x) Ontario Securities Commission Policy 34-602 – *Suspension of Registration-Criminal Charges Pending*; and
- (xi) Ontario Securities Commission Policy 35-601 – *Registration of Non-Resident Salesmen, Partners or Officers of Registered Dealers*.

Other amendments to OSC instruments

In connection with the Rule, the OSC has made amendments to OSC Rule 45-501 *Ontario Prospectus and Registration Exemptions* and Companion Policy 45-501CP. Further information regarding the amendments is set out in the Ontario notice appended to the CSA 45-106 Notice.

Amendments to Ontario Regulation 1015 under the Securities Act

OSC staff plans to seek the following changes to the provisions of Ontario Regulation 1015 on the basis that the changes are necessary or advisable to effectively implement the Rule:

- The revocation of the definitions of “debt security”, “insurance company” and “natural resource company” in subsection 1(2);
- The revocation of sections 95 to 109;
- An amendment to section 110 to refer to an “exempt dealer” under the Rule, rather than a “security issuer”;
- The revocation of sections 111 to 113, 115 to 123, 127 and 130 to 133;
- The revocation of sections 139 to 146, subsection 147(2) and sections 204, 205, 208 to 220, 223, 225 to 228 and 230 to 233; and
- The revocation of Forms 3, 5, 6, 9 and 10.

It is proposed that these changes come into force on the day the Rule comes into force.

Schedule to Appendix H
Consequential changes, OSC instruments and Ontario regulations

Amending and revoking or rescinding instruments

Amendments to Ontario Securities Commission Rule 13-502 Fees

1. ***Ontario Securities Commission Rule 13-502 Fees is amended by this Instrument.***
2. ***The Table of Contents is amended by striking out “Adjustment of Fee for Registrant Firms” and substituting “Adjustment of Fee for Registrant Firms and Unregistered Exempt International Firms”.***
3. ***Part I is amended***
 - a. ***by striking out the words “and, where context requires, includes the Investment Dealers Association of Canada” in the definition of “IROC” in section 1.1,***
 - b. ***by adding the following after the definition of “MFDA” in section 1.1:***

“NI 31-103” means National Instrument 31-103 *Registration Requirements and Exemptions*;
 - c. ***by repealing the definition of “registrant firm” in section 1.1 and substituting the following:***

“registrant firm” means a person or company registered under the Act as a dealer, adviser or investment fund manager;
 - d. ***by repealing the definition of “specified Ontario revenues” in section 1.1 and substituting the following:***

“specified Ontario revenues” means, for a registrant firm or an unregistered capital markets participant, the revenues determined under section 3.3, 3.4 or 3.5;
 - e. ***by striking out “and” in the definition of “subsidiary entity” in section 1.1,***
 - f. ***by adding the following after the definition of “subsidiary entity” in section 1.1:***

“unregistered capital markets participant” means,

 - (a) an unregistered investment fund manager; or
 - (b) an unregistered exempt international firm;

“unregistered exempt international firm” means a dealer or adviser that is not registered under the Act and is

 - (a) exempt from the dealer registration requirement and the underwriter registration requirement only because of section 8.18 [*International dealer*] of NI 31-103;
 - (b) exempt from the adviser registration requirement only because of section 8.26 [*International adviser*] of NI 31-103; or
 - (c) exempt from each of the dealer registration requirement, the underwriter registration requirement and the adviser registration requirement only because of sections 8.18 [*International dealer*] and 8.26 [*International adviser*] of NI 31-103; and
 - g. ***by repealing the definition of “unregistered investment fund manager” in section 1.1 and substituting the following:***

“unregistered investment fund manager” means a person or company that acts as an investment fund manager and is not registered under the Act.
4. ***Part 2 is amended by striking out “amount paid” in subsection 2.6.1(3) and substituting “amount”.***

5. Part 3 is amended**a. by repealing subsection 3.1(1) and substituting the following:**

- (1) On December 31, registrant firms and unregistered exempt international firms must pay the participation fee shown in Appendix B opposite the firm's specified Ontario revenues for its previous fiscal year, as those revenues are calculated under section 3.3, 3.4 or 3.5.

b. in subsection 3.2(1) by striking out "a registrant firm must file" and substituting "registrant firms and unregistered exempt international firms must file",**c. in section 3.4****(i) by repealing subsection (1) and substituting the following:**

- (1) The specified Ontario revenues of a registrant firm for its previous fiscal year that was not a member of IIROC or the MFDA at the end of the previous fiscal year or of an unregistered exempt international firm for its previous fiscal year is calculated by multiplying
- (a) the firm's gross revenues, as shown in the audited financial statements prepared for the previous fiscal year, less deductions permitted under subsection (3), by
- (b) the firm's Ontario percentage for the previous fiscal year.

(ii) by repealing subsection (4) and substituting the following:

- (4) Despite subsection (1), a registrant firm or an unregistered exempt international firm may calculate its gross revenues using unaudited financial statements, if it is not required to prepare, and does not ordinarily prepare, audited financial statements.

d. in section 3.5**(i) by striking out "of a registrant firm" in subsection (1) and substituting "of a registrant firm or unregistered exempt international firm",****(ii) by striking out the reference to "the registrant firm" in subsection (1) and substituting "the firm",****(iii) by striking out "A registrant firm that estimated its specified Ontario revenues" in subsection (2) and substituting "A registrant firm or unregistered exempt international firm that estimated its specified Ontario revenues",****(iv) by striking out the reference to "the registrant firm" in subsection (2) and substituting "the firm",****(v) by repealing subsection (3) and substituting the following:**

- (3) If a registrant firm or unregistered exempt international firm paid an amount under subsection (1) that exceeds the corresponding participation fee determined without reference to this section, the firm is entitled to a refund from the Commission of the excess.

6. Section E of Appendix C is amended**a. by striking out item 1 (not including the note) in the column titled "Document or Activity" and substituting the following:**

1. Any application for relief, approval or recognition to which section H does not apply that is under an eligible securities section, being for the purpose of this item any provision of the Act, the Regulation or any Rule of the Commission not listed in item E(2), E(3) or E(4) below.

b. by striking out paragraphs (b) to (f) of item 2 in the column titled “Document or Activity” and substituting the following:

- (b) NI 31-102 *National Registration Database*;
- (c) NI 33-109 *Registration Information*;
- (d) section 3.11 [*Portfolio manager – advising representative*] of NI 31-103;
- (e) section 3.12 [*Portfolio manager – associate advising representative*] of NI 31-103;
- (f) section 3.13 [*Portfolio manager – chief compliance officer*] of NI 31-103;
- (g) section 9.1 [*IIROC membership for investment dealers*] of NI 31-103;
- (h) section 9.2 [*MFDA membership for mutual fund dealers*] of NI 31-103.

c. by striking out item 3 in the column titled “Document or Activity” and substituting the following:

- 3. An application for relief from any of the following:
 - (a) section 3.3 [*Time limits on examination requirements*] of NI 31-103;
 - (b) section 3.5 [*Mutual fund dealer – dealing representative*] of NI 31-103;
 - (c) section 3.6 [*Mutual fund dealer – chief compliance officer*] of NI 31-103;
 - (d) section 3.7 [*Scholarship plan dealer – dealing representative*] of NI 31-103.

d. in item 4

- (i) **by striking out “section 27” in the column titled “Document or Activity” and substituting “section 30”,**
- (ii) **by striking out “and” at the end of paragraph (b) in that column and adding “and” at the end of paragraph (c) in that column,**
- (iii) **by adding the following after paragraph (c) in that column:**
 - (d) section 3.8 [*Scholarship plan dealer – chief compliance officer*], 3.9 [*Exempt market dealer – dealing representative*], 3.10 [*Exempt market dealer – chief compliance officer*] or 3.14 [*Investment fund manager – chief compliance officer*] of NI 31-103.

7. Section F of Appendix C is repealed and the following substituted:

<p>F. Pre-Filings</p> <p><i>Note: The fee for a pre-filing under this section will be credited against the applicable fee payable if and when the corresponding formal filing (e.g., an application or a preliminary prospectus) is actually proceeded with; otherwise, the fee is non-refundable.</i></p>	<p>The fee for each pre-filing is equal to the lesser of:</p> <ul style="list-style-type: none"> (a) \$3,000; and (b) the applicable fee that would be payable if the corresponding formal filing had proceeded at the same time as the pre-filing.
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8. **Section H of Appendix C is amended**a. **in Item 3**

(i) **by striking out** “director, officer or partner (trading or advising), salesperson or representative” **and substituting** “representative on behalf of a registrant firm”,

(ii) **by striking out note (i) and substituting the following:**

(i) *Filing of a Form 33-109F4 for a permitted individual as defined in NI 33-109 does not trigger an activity fee.,*

b. **in Item 4 by striking out** “a non-trading or non-advising capacity to a trading or advising capacity” **and substituting** “not being a representative on behalf of a registrant firm to being a representative on behalf of the registrant firm”,

c. **by adding the following as Item 4.1:**

4.1 Registration as a chief compliance officer or ultimate designated person of a registrant firm, if the individual is not registered as a representative on behalf of the registrant firm	Nil
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9. **Section I of Appendix C is amended by striking out** “to Director under section 104 of the Regulation” **and substituting** “under section 11.9 [*Registrant acquiring a registered firm’s securities or assets*] of NI 31-103”.

10. **Section A of Appendix D is amended**

a. **by repealing paragraph (d) in the column titled** “Document” **and substituting the following:**

(d) Notice under section 11.9 [*Registrant acquiring a registered firm’s securities or assets*] of NI 31-103,

b. **by striking out** “Form 33-109F4” **in paragraph (e) in the column titled** “Document” **and substituting** “Form 33-109F4 or Form 33-109F6”,

c. **by repealing item (ii) in the column titled** “Late Fee” **and substituting the following:**

(ii) for a registrant firm or an unregistered capital markets participant, for all documents required to be filed by the firm within a calendar year)

11. **Form 13-502F4 Capital Markets Participation Fee Calculation is amended**

a. **in Instruction 1 of the General Instructions by striking out** “Unregistered investment fund managers” **and substituting** “Unregistered capital markets participants”,

b. **in Note 3 of the Notes for Part 3 by striking out** “or unregistered investment fund manager” **and substituting** “or unregistered capital markets participant”,

c. **in Part III by striking out the heading** “Part III –Other registrant firms and unregistered investment fund managers” **and substituting** “Part III – Advisers, Other Dealers, and Unregistered Capital Markets Participants”.

12. **Form 13-502F5 Adjustment of Fee for Registrant Firms is amended**

a. **by adding** “AND UNREGISTERED EXEMPT INTERNATIONAL FIRMS” **after** “REGISTRANT FIRMS” **in the title of 13-502F5 Adjustment of Fee for Registrant Firms,**

b. **by striking out** “Registrant firm name” **and substituting** “Firm name”.

13. ***This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.***

Amendments to Companion Policy 13-502CP Fees

1. ***Companion Policy 13-502CP Fees is amended by this Instrument.***

2. ***Part 2 is amended***

- a. ***by repealing subsection 2.2(1) and substituting the following:***

- (1) Reporting issuers, registrant firms and unregistered capital markets participants are required to pay participation fees annually. For the purposes of the Rule, “unregistered capital markets participants” are defined to mean “unregistered investment fund managers” and “unregistered exempt international firms”. The Rule defines an “unregistered investment fund manager” to mean an “investment fund manager” that is not registered under the Act. (The term “investment fund manager” is defined in subsection 1(1) of the Act to mean “a person or company that directs the business, operations or affairs of an investment fund”).

The Rule defines “unregistered exempt international firms” to mean a dealer or adviser that is not registered under the Act and is:

- (a) exempt from the dealer registration requirement and the underwriter registration requirement only because of section 8.18 [*International dealer*] of NI 31-103;
- (b) exempt from the adviser registration requirement only because of section 8.26 [*International adviser*] of NI 31-103; or
- (c) exempt from the each of dealer registration requirement, the underwriter registration requirement and the adviser registration requirement only because of sections 8.18 [*International dealer*] and 8.26 [*International adviser*] of NI 31-103.

The term “dealer” is, in turn, defined in subsection 1(1) of the Act to mean “a person or company engaging in or holding himself, herself or itself out as engaging in the business of trading in securities”. Similarly, an adviser is defined in that subsection to mean “a person or company engaging in or holding himself, herself or itself out as engaging in the business of advising others as to the investing in or the buying or selling of securities”.

- (1.1) Participation fees are designed to cover the Commission’s costs not easily attributable to specific regulatory activities. The participation fee required of a market participant is based on a measure of the market participant’s size, which is used as a proxy for its proportionate participation in the Ontario capital markets. In the case of a reporting issuer, the participation fee is based on the issuer’s capitalization, which is used to approximate its proportionate participation in the Ontario capital markets. In the case of a registrant firm or unregistered capital markets participant, the participation fee is based on the firm’s revenues attributable to its capital markets activity in Ontario.

- b. ***by striking out the words “salesperson, representative, partner or officer” in section 2.4 and substituting “representative”,***
- c. ***by striking out the words “a person or company registered as a dealer or adviser under the Act” in subsection 2.6(1) and substituting “a person or company registered under the Act as a dealer, adviser or investment fund manager”,***
- d. ***by striking out the words “unregistered investment fund manager that loses that status later in the fiscal year for which the fee was paid” in subsection 2.7(1) and substituting “unregistered capital markets participant that loses that status later in the fiscal year in respect of which the fee was paid”.***

3. ***Part 4 is amended***

- a. ***by repealing section 4.1 and substituting the following:***

- 4.1 ***Filing Forms under Section 3.5 of the Rule*** — If the estimated participation fee paid under subsection 3.5(1) of the Rule by a registrant firm or unregistered exempt international firm does not

differ from its true participation fee determined under paragraph 3.5(2)(b) of the Rule, the registrant firm is not required to file either a Form 13-502F4 or a Form 13-502F5 under paragraph 3.5(2)(d) of the Rule.

b. by repealing sections 4.2 and 4.3 and substituting the following:

4.2 Late Fees — Section 3.6 of the Rule prescribes an additional fee if a participation fee is paid late. The Commission and the Director will, in appropriate circumstances, consider tardiness in the payment of fees as a matter going to the fitness for registration of a registrant firm. The Commission may also consider measures in the case of late payment of fees by an unregistered capital markets participant, such as: in the case of an unregistered investment fund manager, prohibiting the manager from continuing to manage any investment fund or cease trading the investment funds managed by the manager; or, in the case of an unregistered exempt international firm, making an order pursuant to section 127 of the Act, that the corresponding exemptions from registration requirements under which the firm acts do not apply to the firm (either permanently or for such other period as specified in the order).

4.3 Form of Payment of Fees — Registrant firms pay through the National Registration Database. Unregistered capital markets participants make filings and pay fees under Part 3 of the Rule by paper copy. The filings and payment for unregistered investment fund managers should be addressed to the Commission (Attention: Manager, Investment Funds). The filings and payments for unregistered exempt international firms should be sent to the Ontario Securities Commission (Attention: Manager, Registrant Regulation).

c. by repealing sections 4.4 and 4.5 and substituting the following:

4.4 “Capital markets activities”

(1) A person or company must consider its capital markets activities when calculating its participation fee. The term “capital markets activities” is defined in the Rule to include “activities for which registration under the Act or an exemption from registration is required”. The Commission is of the view that these activities include, without limitation, carrying on the business of trading in securities, carrying on the business of an investment fund manager, providing securities-related advice or portfolio management services. The Commission notes that corporate advisory services may not require registration or an exemption from registration and would therefore, in those contexts, not be capital markets activities.

(2) The definition of “capital markets activities” also includes activities for which registration or an exemption from registration under the *Commodity Futures Act* is required. The Commission is of the view that these activities include, without limitation, trading in commodity futures contracts, carrying on the business of providing commodity futures contracts-related advice and portfolio management services involving commodity futures contracts.

4.5 Permitted Deductions — Subsection 3.4(3) of the Rule permits certain deductions to be made for the purpose of calculating specified Ontario revenues for unregistered capital markets participants and registrant firms. The purpose of these deductions is to prevent the “double counting” of revenues that would otherwise occur.

4. This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.

OSC Rule 13-503 Amendments to Ontario Securities Commission Rule 13-503 (Commodity Futures Act) Fees

1. Ontario Securities Commission Rule 13-503 (Commodity Futures Act) Fees is amended by this Instrument.

2. Paragraph (d) of Appendix C under the heading “Document” is replaced by the following:

(d) Filings for the purpose of amending Form 5 or Form 7 under the Regulation to the CFA or Form 33-506F4 or Form 33-506F6 under OSC Rule 33-506, including the filing of Form 33-506F1;

3. This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.

Amendments to Ontario Securities Commission Rule 14-501 Definitions

1. ***Ontario Securities Commission Rule 14-501 Definitions is amended by this Instrument.***

2. ***Subsection 1.1(2) is amended***

a. ***by repealing the definition of “financial intermediary” and substituting the following:***

“financial intermediary” means,

- (a) a bank listed in Schedule I or II to the Bank Act (Canada),
- (b) a loan corporation or trust corporation registered under the Loan and Trust Corporations Act,
- (c) an insurance company licensed under the Insurance Act,
- (d) a credit union or caisse populaire incorporated or registered under the Credit Unions and Caisses Populaires Act,
- (e) a co-operative to which the Co-operative Corporations Act applies;

b. ***by repealing the definition of “financial intermediary dealer”,***

c. ***by repealing the definition of “fully registered dealer”,***

d. ***by repealing the definition of “international dealer”,***

e. ***by repealing the definition of “investment counsel”,***

f. ***by repealing the definition of “limited market dealer”,***

g. ***by repealing the definition of “market intermediary” and substituting the following:***

“market intermediary” means a person or company that engages or holds himself, herself or itself out as engaging in Ontario in the business of trading in securities as principal or agent, other than trading in securities purchased by the person or company for his, her or its own account for investment only and not with a view to resale or distribution, and, without limiting the generality of the foregoing, includes a person or company that engages or holds himself, herself or itself out as engaging in the business of,

- (a) entering into agreements or arrangements with underwriters or issuers, in connection with distributions of securities, to purchase or sell such securities,
- (b) participating in distributions of securities as a selling group member,
- (c) making a market in securities
- (d) trading in securities with accounts fully managed by the person or company as agent or trustee,

whether or not the person or company engages in trading in securities purchased for investment only.

h. ***by repealing the definition of “networking arrangement”,***

i. ***by repealing the definition of “securities adviser”,***

j. ***by repealing the definition of “securities dealer”,***

- k. by repealing the definition of “security issuer”, and**
- l. by repealing the definition of “selling group member” and substituting the following:**

“selling group member” means, in respect of a distribution, a person or company whose interest in the distribution is limited to receiving the usual and customary distributor’s or seller’s commission payable by an underwriter or issuer.

- 3. This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.**

Revocation of Ontario Securities Commission Rule 31-501 Registrant Relationships

- 1. Ontario Securities Commission Rule 31-501 *Registrant Relationships* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Rescission of Ontario Securities Commission Companion Policy 31-501CP Registrant Relationships

- 1. Ontario Securities Commission Companion Policy 31-501CP *Registrant Relationships* is rescinded on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Revocation of Ontario Securities Commission Rule 31-502 Proficiency Requirements for Registrants

- 1. Ontario Securities Commission Rule 31-502 *Proficiency Requirements for Registrants* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Rescission of Ontario Securities Commission Companion Policy 31-502CP Proficiency Requirements for Registrants

- 1. Ontario Securities Commission Companion Policy 31-502CP *Proficiency Requirements for Registrants* is rescinded on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Revocation of Ontario Securities Commission Rule 31-503 Limited Market Dealers

- 1. Ontario Securities Commission Rule 31-503 *Limited Market Dealers* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Revocation of Ontario Securities Commission Rule 31-504 Dealer and Adviser Applications for Registration

- 1. Ontario Securities Commission Rule 31-504 *Dealer and Adviser Applications for Registration* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Amendments to Ontario Securities Commission Rule 31-505 Conditions of Registration

- 1. Ontario Securities Commission Rule 31-505 Conditions of Registration is amended by this Instrument.**
- 2. Part 1 is repealed.**
- 3. Part 2 is amended**
 - a. by repealing subsection 2.1(2) and substituting the following:**
 - (2) A representative of a registered dealer or registered adviser shall deal fairly, honestly and in good faith with his or her clients., **and**
 - b. by repealing subsection 2.1(3).**
- 4. Part 3 is repealed.**
- 5. This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.**

Revocation of Ontario Securities Commission Rule 31-506 SRO Membership – Mutual Fund Dealers

1. Ontario Securities Commission Rule 31-506 *SRO Membership – Mutual Fund Dealers* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Revocation of Ontario Securities Commission Rule 31-507 SRO Membership – Securities Dealers and Brokers

1. Ontario Securities Commission Rule 31-507 *SRO Membership – Securities Dealers and Brokers* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Revocation of Ontario Securities Commission Rule 33-501 Surrender of Registration

1. Ontario Securities Commission Rule 33-501 *Surrender of Registration* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Revocation of Ontario Securities Commission Rule 33-502 Exceptions to Conflict Rules in the Sale of Mutual Fund Securities

1. Ontario Securities Commission Rule 33-502 *Exceptions to Conflict Rules in the Sale of Mutual Fund Securities* is revoked on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Rescission of Ontario Securities Commission Policy 34-601 Registration – Declaration of Personal Bankruptcy

1. Ontario Securities Commission Policy 34-601 *Registration- Declaration of Personal Bankruptcy* is rescinded on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Rescission of Ontario Securities Commission Policy 34-602 Suspension of Registration – Criminal Charges Pending

1. Ontario Securities Commission Policy 34-602 *Suspension of Registration – Criminal Charges Pending* is rescinded on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Amendments to Ontario Securities Commission Rule 35-502 Non-Resident Advisers

1. ***Ontario Securities Commission Rule 35-502 is amended by this Instrument.***
2. ***Section 1.1. is amended***
 - a. ***by repealing the definition of “extra-provincial adviser”,***
 - b. ***by repealing the definition of “foreign security” and substituting:***

“foreign security” has the meaning ascribed to that term in subsection 204(1) of the Regulation as it read on September 27, 2009;
 - c. ***by repealing the definition of “Form 3”,***
 - d. ***in the definition of “permitted client”***
 - (i) ***in paragraph 15 by striking out “or described in section 7.7 or 7.8”, and***
 - (ii) ***adding the following after paragraph 15:***
 16. A fund that distributes its securities only to persons or companies referred to in sections 7.7. or 7.8 of this Rule as those sections read on September 27, 2009.
 - e. ***in the definition of “submission to jurisdiction and appointment of agent for service of process form” by striking out “an international adviser, the form set out in Appendix A to this Rule and, for”.***
3. ***Section 2.1 is repealed.***
4. ***Subsection 2.2(1) is amended by striking out “and is listed in item 9 of the international adviser’s Form 3”.***

5. **Subsection 2.2(2) is amended by striking out “partner, officer or representative” and substituting “advising representative”.**
6. **Part 3 is amended**
- a. **by repealing section 3.1(1),**
 - b. **in section 3.2 by adding “as it read on September 27, 2009” after “Regulation”,**
 - c. **in subsection 3.3(1) by adding “as they read on September 27, 2009” after “Regulation”,**
 - d. **in section 3.6 by adding “as they read on September 27, 2009” after “Regulation”,**
 - e. **in subsection 3.7(2) by adding “as they read on September 27, 2009” after “Regulation”,**
 - f. **by repealing section 3.8,**
 - g. **by repealing section 3.10,**
 - h. **in section 3.11 by adding “as it read on September 27, 2009” after “Regulation”,**
 - i. **by repealing section 3.14, and**
 - j. **by adding the following:**

3.15 Partial Exemption from National Instrument 31-103 – An international adviser is exempt from the following provisions of National Instrument 31-103:

- (a) sections 11.2 to 11.6;
- (b) section 11.9;
- (c) section 11.10;
- (d) section 12.1;
- (e) section 12.2;
- (f) section 12.4;
- (g) section 12.6 to 12.8;
- (h) section 12.13;
- (i) section 13.4;
- (j) Division 3 of Part 13;
- (k) section 13.16;
- (l) section 14.2;
- (m) section 14.3;
- (n) section 14.6 to 14.9;
- (o) section 14.11;

(p) section 14.14.

k. by adding the following:

3.16 Application of Part XIII of the Regulation – An international adviser is subject to Part XIII of the Regulation, except section 228, as that Part read on September 27, 2009.

7. Part 7 is amended

a. by repealing section 7.1,

b. in subsection 7.3(1)

(i) **by striking out** “an investment counsel or portfolio manager or for a broker or investment dealer acting as a portfolio manager as permitted by subsection 148(1) of the Regulation, if” **and substituting** “a registrant that is a registered adviser or a registered investment dealer acting as an adviser in accordance with section 8.24 of National Instrument 31-103 *Registration Requirements and Exemptions*, if”, **and**

(ii) **in paragraph (d) by striking out** “in the jurisdiction” **and substituting** “in that jurisdiction of Canada”,

c. by repealing section 7.4,

d. by repealing section 7.5,

e. by repealing section 7.7,

f. by repealing section 7.8,

g. by repealing section 7.9,

h. by repealing section 7.10, and

i. in section 7.11 by striking out “or a portfolio adviser in reliance upon the exemption in section 7.5”.

8. Part 8 is repealed.

9. Part 9 is amended

a. by repealing section 9.1 and substituting the following:

9.1 Submission to Jurisdiction - A representative of an international adviser seeking registration under the Act shall file as part of his or her application for registration an executed submission to jurisdiction and appointment of agent for service of process form.,

b. in section 9.2 by striking out “or an extra-provincial adviser”,

c. in section 9.2 by striking out “or extra-provincial adviser”, **wherever it occurs, and**

d. in section 9.3 by striking out “or an extra-provincial adviser” **wherever it occurs.**

10. Appendix A is repealed.

11. Section 1.1, as amended by section 2 of this Instrument, is amended by repealing the following definitions:

a. “book-based system”;

b. “Canadian security”;

- c. “foreign security”;
 - d. “Form 33-109F4”;
 - e. “international adviser applicant”;
 - f. “international adviser”;
 - g. “Ontario client”;
 - h. “permitted client”;
 - i. “submission to jurisdiction and appointment of agent for service of process form”.
12. ***The Rule is amended by striking out the reference to “Multilateral Instrument 33-109”, wherever it occurs outside subsection 2.1(5), and substituting “National Instrument 33-109”.***
 13. ***Sections 1.2 and 2.2 are repealed.***
 14. ***Part 3, as amended by section 6 of this Instrument, is repealed.***
 15. ***Sections 4.1, 4.2, 5.1 and 6.1 to 6.5 are repealed.***
 16. ***Part 9 of the Rule, as amended by section 9 of this Instrument, is repealed***
 17. ***Appendix B is repealed.***
 18. ***Except as provided by section 19 of this Instrument, this Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.***
 19. ***Sections 13 to 17 of this Instrument come into force one year after National Instrument 31-103 Registration Requirements and Exemptions comes into force.***

Rescission of Ontario Securities Commission Policy 35-601 Registration of Non-Resident Salesmen, Partners or Officers of Registered Dealers

1. Ontario Securities Commission Policy 35-601 *Registration of Non-Resident Salesmen, Partners or Officers of Registered Dealers* is rescinded on the day National Instrument 31-103 *Registration Requirements and Exemptions* comes into force.

Amendments to Ontario Securities Commission Rule 91-501 Strip Bonds

1. ***Ontario Securities Commission Rule 91-501 is amended by this Instrument.***
2. ***Section 1.1 is amended by adding the following:***
“specified strip bond” means a strip bond other than a debt security issued by or guaranteed by the Government of Canada or the government of a province or territory of Canada;
3. ***Section 2.1 is repealed and the following is substituted:***
 - 2.1 ***Removal of Exemptions***
 - (1) The exemptions from the dealer registration requirement contained in paragraph 8.20(2)(b) [*Specified debt*] of National Instrument 31-103 *Registration Requirements and Exemptions* and paragraph 3.34(2)(b) [*Specified debt*] of National Instrument 45-106 *Prospectus and Registration Exemptions* are not available for a trade in a specified strip bond.
 - (2) The exemption from the prospectus requirement contained in paragraph 2.34(2)(b) [*Specified debt*] of National Instrument 45-106 *Prospectus and Registration Exemptions* is not available for a distribution of a specified strip bond.

4. **Section 2.2 is amended by striking out** “Section 25 of the Act does not apply to a trade in a strip bond made by” **and substituting** “The registration requirement does not apply to a trade in a specified strip bond made by”.
5. **Section 2.3 is amended by striking out** “Section 53 of the Act does not apply to a trade in a strip bond” **and substituting** “The prospectus requirement does not apply to a distribution”.
6. **This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.**

Amendments to Companion Policy 91-501CP Strip Bonds

1. **Companion Policy 91-501CP Strip Bonds is amended by this Instrument.**
2. **Part 3 is amended**
 - a. **by repealing section 3.1 and substituting the following:**
 - 3.1 Removal of Registration Exemptions -- Section 2.1 of the Rule provides that the exemption from the dealer registration requirement and the exemption from the prospectus requirement referred to in that section are not available for a trade in a specified strip bond (as defined in section 1.1 of the Rule). Specified strip bonds are those strip bonds for which a registration or prospectus exemption is not provided in the Act (e.g., foreign government strip bonds).
 - b. **by striking out each reference to** “strip bonds” **in section 3.2 and substituting** “specified strip bonds”,
 - c. **by striking out** “in the business of trading in securities” **in subsection 3.2(2) and substituting** “market intermediaries”,
 - d. **by striking out the first reference to** “government securities” **in subsection 3.2(3) and substituting** “government bonds”,
 - e. **by striking out the second reference to** “government securities” **in subsection 3.2(3) and substituting** “the underlying government bonds”,
 - f. **by repealing subsection 3.2(4) and substituting the following:**
 - (4) The Commission notes that the term "qualified market intermediaries" includes both those market intermediaries that are permitted to trade in government securities pursuant to their registration, or pursuant to an exemption from registration that has not been made unavailable to the intermediary.
3. **Section 6.1 is repealed and the following is substituted:**
 - 6.1 Fees — A submission of a proposed strip bond statement to the Director for acceptance should be accompanied by the fee referred to in item E1 of Appendix C of OSC Rule 13-502 Fees.
4. **This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.**

Amendments to Ontario Securities Commission Rule 91-502 Trades in Recognized Options

1. **Ontario Securities Commission Rule 91-502 Trades in Recognized Options is amended by this Instrument.**
2. **Part 2 is amended**
 - a. **by repealing subsection 2.2(1) and substituting the following:**
 - (1) The dealer registration exemptions referred to in section 3.1 of NI 45-106 *Prospectus and Registration Exemptions* and section 8.5(a) of NI 31-101 *Registration Requirements and Exemptions* are not available for a trade in a recognized option that is a non-equity accepted option.

- b. in subsection 2.2(2) by striking out “Section 25 of the Act” and substituting “The dealer registration requirement”, and*
 - c. in subsection 2.2(3) by striking out “Section 25 of the Act” and substituting “the adviser registration requirement”.*
- 3. This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions comes into force.**

**Amendments to
Ontario Securities Commission Rule 31-509 National Registration Database
(Commodity Futures Act)**

1. **Ontario Securities Commission Rule 31-509 National Registration Database (Commodity Futures Act) is amended by this Instrument**
2. **The table of contents is amended**
 - (a) **by adding the following after “4.3 Payment of NRD User Fees – Annual”:**
 - 4.4 Payment of Late Filing Fees
 - 4.5 Exemption for Registrants not Resident in Canada, **and**
 - (b) **by striking out the following:**
 - PART 7 TRANSITION
 - 7.1 Definitions
 - 7.2 NRD Enrolment for Transition Firms
 - 7.3 NRD Submissions before NRD Access Date
 - 7.4 Accuracy of Business Location Information
 - 7.5 Individual Included in the Data Transfer
 - 7.6 Individual not included in the Data Transfer
 - 7.7 Changes to Form 7 Information – Registered Individuals
 - 7.8 Changes to Form 7 Information – Non-registered Individuals
 - 7.9 Pending Application to Change Individual’s Registration Category
 - 7.10 Currency of Form 33-506F4
 - 7.11 Termination or Cessation of Relationship
 - PART 8 EFFECTIVE DATE
 - 8.1 Effective Date.
3. **Section 1.1 is amended in the definition of “NRD number” by striking out “, non-registered individual,”.**
4. **Section 2.1 is amended**
 - (a) **in item 4 by striking out “or a change to any information previously submitted in respect of Form 33-506F4.” and substituting “,”, and**
 - (b) **by adding the following after item 4:**
 5. Form 33-506F5 to report a change to any information previously submitted in respect of Form 33-506F4;
 6. Form 33-506F7.
5. **Section 3.1 is amended by striking out “, non-registered individual,” in subparagraph (1)(b).**
6. **Section 3.2 is amended:**
 - (a) **in subsection (d), by striking out “5 business days” and substituting “7 days”;**
 - (b) **in subsection (e), by striking out “5 business days” and substituting “7 days” and by striking out “and”;**
 - (c) **in subsection (f), by striking out “5 business days” and substituting “7 days”, and by adding “and” at the end of the subsection; and**
 - (d) **by adding the following after subsection (f):**
 - (g) submit any change in the phone number, fax number or e-mail address of the chief AFR in NRD format within 7 days of the change.

7. The following is added after section 4.3:

4.4 Payment of Late Filing Fees

- (1) If a firm filer is required to pay late filing fees because of an activity that creates or relates to an NRD submission, the firm filer must pay the required fee by electronic pre-authorized debit through NRD.
- (2) A payment under subsection (1) must be made from the firm filer's NRD account.

4.5 Exemption for Registrants not Resident in Canada - Sections 3.2(c), 4.1, 4.2, 4.3 and 4.4 do not apply to a registered firm that

- (a) has no business office in a jurisdiction of Canada,
- (b) does not have an account with a member of the Canadian Payments Association,
- (c) is not an affiliate of a registered firm resident in a jurisdiction of Canada, and
- (d) pays the fees referred to in sections 4.1, 4.2 and 4.4 within 14 days of the date the payment is due, and
- (e) pays the following fees by submitting a cheque, payable to CDS INC. in Canadian funds, to the Ontario Securities Commission within 14 days of the date the payment is due:
 - (i) NRD user fees required in respect of an NRD submission;
 - (ii) annual NRD user fees; and
- (f) pays any fee referred to in sections 4.1, 4.2 and 4.4, other than an NRD user fee, by submitting a cheque in Canadian funds to the Ontario Securities Commission within 14 days of the date the payment is due.

8. Section 5.1 is amended

- (a) **in subsection (1) by striking out** “in paper format or NRD format no later than 5 business days” **and substituting** “other than through the NRD website or in NRD format no later than 7 days”;
- (b) **in subsection (3) by striking out** “in paper format” **and substituting** “other than through the NRD website”;
- (c) **in subsection (4) by**
 - (i) **striking out** “a paper format submission” **and substituting** “a submission other than through the NRD website”;
 - (ii) **striking out** “IN PAPER FORMAT” **and substituting** “OTHER THAN THROUGH THE NRD WEBSITE”;
- (d) **in subsection (5) by**
 - (i) **striking out** “a paper format submission” **and substituting** “a submission other than through the NRD website”;
 - (ii) **striking out** “10 business days” **and substituting** “14 days”.

9. Part 7 is repealed.**10. Part 8 is repealed.****11. This Instrument comes into force on the day National Instrument 31-103 Registration Requirements and Exemptions, made under the Securities Act, comes into force.**

**COMPANION POLICY 31-509CP
NATIONAL REGISTRATION DATABASE**

PART 1 PURPOSE

1.1. **Purpose** - The purpose of Ontario Securities Commission Rule 31-509 is to establish requirements for the electronic submission of registration information through NRD. References in this policy to "we" mean the securities regulatory authority and regulator.

PART 2 PRODUCTION OF NRD FILINGS

2.1. The securities legislation of several jurisdictions contains a requirement to produce or make available an original or certified copy of information filed under the securities legislation. We consider that it may satisfy such a requirement in the case of information filed in NRD format by providing a printed copy or other output of the information in readable form that contains or is accompanied by a certification by the securities regulatory authority or regulator that the printed copy or output is a copy of the information filed in NRD format.

PART 3 DATE OF FILING

3.1. We think that information filed in NRD format is, for purposes of securities legislation, filed on the day that the transmission of the information to NRD is completed.

PART 4 OFFICIAL COPY OF NRD FILINGS

4.1. For purposes of securities legislation, securities directions or any other related purpose, we think that the official record of any information filed in NRD format by an NRD filer is the electronic information stored in NRD.

PART 5 AUTHORIZED FIRM REPRESENTATIVE AS AGENT

5.1. We think that when making an NRD submission an AFR is an agent of the firm or individual to whom the filing relates.

PART 6 ONGOING FIRM FILER REQUIREMENTS

6.1. We expect that firm filers will follow the processes set out in the NRD User Guide to

- (a) enrol with the NRD administrator,
- (b) keep their enrolment information current, and
- (c) keep their NRD account information current.

PART 7 COMMODITY FUTURES ACT SUBMISSIONS

7.1. In Ontario, if a person or company is required to make a submission under both National Instrument 31-102 *National Registration Database* and OSC Rule 31-509 (*Commodity Futures Act*) with respect to the same information, the securities regulatory authority is of the view that a single filing on a form required under either rule satisfies both requirements.

**ONTARIO SECURITIES COMMISSION RULE 33-506
(COMMODITY FUTURES ACT)**

REGISTRATION INFORMATION

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**ONTARIO SECURITIES COMMISSION RULE 33-506
REGISTRATION INFORMATION**

PART 1 DEFINITIONS AND INTERPRETATION

1.1 Definitions — In this Rule

“cessation date” means the first day on which an individual ceased to have authority to act as a registered individual on behalf of their sponsoring firm or ceased to be a permitted individual of their sponsoring firm, because of the end of, or a change in, the individual’s employment, partnership, or agency relationship with the firm;

“firm” means a person or company that is registered, or is seeking registration, as a dealer, adviser or investment fund manager;

“Form 33-506F1” means Form 33-506F1 *Notice of Termination of Registered Individuals and Permitted Individuals*;

“Form 33-506F2” means Form 33-506F2 *Change or Surrender of Individual Categories*;

“Form 33-506F3” means Form 33-506F3 *Business Locations other than Head Office*;

“Form 33-506F4” means Form 33-506F4 *Registration of Individuals and Review of Permitted Individuals*;

“Form 33-506F5” means Form 33-506F5 *Change of Registration Information*;

“Form 33-506F6” means Form 33-506F6 *Firm Registration*;

“Form 33-506F7” means Form 33-506F7 *Reinstatement of Registered Individuals and Permitted Individuals*;

“former sponsoring firm” means the registered firm for which an individual most recently acted as a registered individual or permitted individual;

“NI 31-103” means National Instrument 31-103 *Registration Requirements and Exemptions* made under the *Securities Act*;

“NRD submission number” means the unique number generated by NRD to identify each NRD submission;

“permitted individual” means an individual who is not a registered individual and who is

- (a) a director, chief executive officer, chief financial officer, or chief operating officer of a firm, or who performs the functional equivalent of any of those positions, and
- (b) an individual who has beneficial ownership of, or direct or indirect control or direction over, 10 percent or more of the voting securities of a firm;

“registered firm” means a person or company that is registered as a dealer or adviser;

“registered individual” means an individual who is registered to trade or advise on behalf of a registered firm;

“Rule 31-509” means Ontario Securities Commission Rule 31-509 (*Commodity Futures Act*) National Registration Database,

“sponsoring firm” means,

- (a) for a registered individual, the registered firm on whose behalf the individual trades or advises,
- (b) for an individual applying for registration, the firm on whose behalf the individual proposes to trade or advise,
- (c) for a permitted individual of a registered firm, the registered firm, or
- (d) for a permitted individual of a firm that is applying for registration, the applicant firm.

1.2 Interpretation — Terms defined in Rule 31-509 and used in this Rule have the respective meanings ascribed to those terms in Rule 31-509.

PART 2 APPLICATION FOR REGISTRATION AND REVIEW OF PERMITTED INDIVIDUALS

2.1 Dealer and Adviser Registration — Except as provided in subsection 2.5(1), an applicant for registration as a dealer or adviser must submit to the Director,

- (a) in paper format, a completed Form 33-506F6, excluding questions 1.4(a), 2.6 and 6.2; and
- (b) in accordance with Rule 31-509, a completed Form 33-506F3 for each business location of the applicant, other than the applicant's head office.

2.2 Individual Applicants

- (1) An individual who applies for registration under securities legislation must make the application by submitting to the regulator in accordance with Rule 31-509 a completed Form 33-506F4.
- (2) Despite subsection (1), a permitted individual of a registered firm who applies to become a registered individual with the firm must make the application by submitting to the regulator in accordance with Rule 31-509 a completed Form 33-506F2.

2.3 Reinstatement

- (1) An individual who applies for reinstatement of registration must submit a completed Form 33-506F4 to the Director in accordance with Rule 31-509, unless the individual submits a completed Form 33-506F7 in accordance with subsection (2).
- (2) An individual who applies for reinstatement of registration must submit a completed Form 33-506F7 to the Director in accordance with Rule 31-509, if all of the following apply:
 - (a) the Form 33-506F7 is submitted in on or before the 90th day after the cessation date;
 - (b) the individual's employment, partnership or agency relationship with the former sponsoring firm did not end because the individual was asked by the firm to resign, or was dismissed, following an allegation against the individual of any of the following:
 - (i) criminal activity;
 - (ii) a breach of securities legislation;
 - (iii) a breach of a rule of an SRO;
 - (c) after the cessation date there have been no changes to the information previously submitted in respect of any of the following items of the individual's Form 33-506F4:
 - (i) item 13 [*Regulatory disclosure*];
 - (ii) item 14 [*Criminal disclosure*];
 - (iii) item 15 [*Civil disclosure*];
 - (iv) item 16 [*Financial disclosure*];
 - (d) the individual is seeking reinstatement with a sponsoring firm in the same category of registration in which the individual was registered on the cessation date;
 - (e) the new sponsoring firm is registered in the same category of registration in which the individual's former sponsoring firm was registered.

2.4 Permitted Individuals

- (1) Subject to subsection (2), a permitted individual must submit to the Director in accordance with Rule 31-509 a completed Form 33-506F4 within the later of
 - (a) 7 days after becoming a permitted individual; and

- (b) the date the sponsoring firm applies for registration.
- (2) An individual who has ceased to be a permitted individual of a former sponsoring firm may submit to the Director a completed Form 33-506F7 if all of the following apply:
 - (a) the Form 33-506F7 is submitted in accordance with Rule 31-509
 - (i) no more than 7 days after becoming a permitted individual of the new sponsoring firm, and
 - (ii) no more than 90 days after the cessation date;
 - (b) the individual holds the same permitted individual status that they held with the former sponsoring firm;
 - (c) the conditions described in paragraphs (b) and (c) of subsection 2.3(2) apply.

2.5 **Securities Act Registrants**

- (1) If an applicant for registration under section 2.1 is registered under the *Securities Act*, the applicant is not required to submit a completed Form 33-506F3 under subsection 2.1(b) for any business location of the applicant that is recorded on NRD.
- (2) Despite subsection 2.2(1), if an individual applies to become a registered individual and is recorded on NRD with his or her sponsoring firm as registered under the *Securities Act*, the individual must make the application by submitting to the Director, in accordance with Rule 31-509, a completed Form 33-506F2.

PART 3 **CHANGES TO REGISTERED FIRM INFORMATION**

3.1 **Changes to Form 33-506F6 Information**

- (1) Subject to subsections (3), a registered firm must notify the regulator of a change to any information previously submitted in Form 33-506F6 or under this subsection, as follows:
 - (a) for a change previously submitted in relation to part 3 of the Form 33-506F6, within 30 days of the change;
 - (b) for a change previously submitted in relation to any other part of the Form 33-506F6, within 7 days of the change.
- (2) A notice of change referred to in subsection (1) must be made by submitting a completed Form 33-506F5.
- (3) A notice of change is not required under subsection (1) if the change relates to any of the following:
 - (a) a business location other than the head office of the firm if the firm submits a completed Form 33-506F3 under section 3.2;
 - (b) a termination, or a change, of a registered firm's employment, partnership or agency relationship with an officer, partner or director of the registered firm if the firm submits a completed Form 33-506F1 under subsection 4.3(1);
 - (c) the addition of an officer, partner, or director to the registered firm if that individual
 - (i) submits a completed Form 33-506F4 under subsection 2.2(1) or 2.5(1), or
 - (ii) submits a completed Form 33-506F7 under sections 2.3 or 2.5(2);
 - (d) The information in the supporting documents referred to in any of the following items of Form 33-506F6:
 - (i) item 3.3 [*Business documents*];
 - (ii) item 5.1 [*Calculation of excess working capital*];
 - (iii) item 5.7 [*Directors' resolution for insurance*],
 - (iv) item 5.13 [*Audited financial statements*];

- (v) item 5.14 [*Letter of direction to auditors*].

3.2 Changes to Business Locations

- (1) A registered firm must notify the Director of the opening of a business location, other than a new head office, by submitting in accordance with Rule 31-509 a completed Form 33-506F3 within 7 days of the opening of the business location.
- (2) A registered firm must notify the Director of a change to any information previously submitted in Form 33-506F3 by submitting in accordance with Rule 31-509 a completed Form 33-506F3 within 7 days of the change.

3.3 Changes to Other Registration Information — A registered firm must notify the regulator of a change in its auditor or financial year-end within 7 days of the change.

PART 4 CHANGES TO REGISTERED INDIVIDUAL AND PERMITTED INDIVIDUAL INFORMATION

4.1 Changes to Form 33-506F4 Information

- (1) Subject to subsections (2) and (3), a registered individual or permitted individual must notify the regulator of a change to any information previously submitted in Form 33-506F4, in Form 33-506F7, or under this subsection, within 7 days of the change.
- (2) Despite subsection (1), a registered individual or permitted individual must notify the regulator of a change to information previously submitted in Items 4, 8 and 11 of Form 33-506F4, or under this subsection, within 30 days of the change.
- (3) Despite subsection (1), a registered individual or permitted individual is not required to notify the regulator of a change to information previously submitted in Item 3 [*personal information*] of Form 33-506F4.
- (4) A notice of change under subsection (1) or (2) must be made by submitting a completed Form 33-506F5 to the Director in accordance with Rule 31-509.
- (5) Despite subsection (4), a notice of change referred to in this section must be made by submitting a completed Form 33-506F2 to the Director in accordance with Rule 31-509 if the change relates to
- (a) an individual's status as a permitted individual of the sponsoring firm;
 - (b) a registered individual's status as an officer, partner, director or shareholder of the sponsoring firm.

4.2 Application to Change or Surrender Individual Registration Categories — A registered individual of a registered firm who applies to change or surrender his or her registration category with the firm must make the application by submitting to the Director in accordance with Rule 31-509 a completed Form 33-506F2.

4.3 Termination of Employment, etc.

- (1) A registered firm must notify the Director of the end of, or a change in, a sponsored individual's employment, partnership, or agency relationship with a firm if the individual ceases to have authority to act on behalf of the firm as a registered individual or permitted individual by submitting a Form 33-506F1 to the Director in accordance with Rule 31-5091F2 with
- (a) items 1 through 4 completed, and
 - (b) item 5 completed unless the reason for termination under item 4 was death or retirement of the individual or the completion or expiry of an employment or agency contract.
- (2) A registered firm must submit to the Director the information required under
- (a) subsection (1)(a), within 7 days of the cessation date, and
 - (b) subsection (1)(b), within 30 days of the cessation date.

- (3) A person or company must, within 7 days of a request from an individual for whom the person or company was the former sponsoring firm, provide to the individual a copy of the Form 33-506F1 that the person or company submitted under subsection (1) in respect of that individual.
- (4) If a person or company completed and submitted the information in item 5 of a Form 33-506F1 in respect of an individual who made a request under subsection (3) and that information was not included in the initial copy provided to the individual, the person or company must provide to that individual a further copy of the completed Form 33-506F1, including the information in item 5, within the later of
 - (a) 7 days after the request by the individual under subsection (3), and
 - (b) 7 days after the submission pursuant to subsection (2)(b).

PART 5 DUE DILIGENCE AND RECORD-KEEPING

5.1 Sponsoring Firm Obligations

- (1) A sponsoring firm must make reasonable efforts to ensure the truth and completeness of information that is submitted in accordance with this Instrument for any individual.
- (2) A sponsoring firm must obtain from each individual who is registered to act on behalf of the firm, or who is a permitted individual of the firm, a copy of the Form 33-506F1 most recently submitted by the individual's former sponsoring firm in respect of that individual, if any, within 60 days of the firm becoming the individual's sponsoring firm.
- (3) A sponsoring firm must retain all documents used by the firm to satisfy its obligation under subsection (1) as follows:
 - (a) in the case of a registered individual, for no less than 7 years after the individual ceases to be registered to act on behalf of the firm;
 - (b) in the case of an individual who applied for registration but whose registration was refused by the regulator, for no less than 7 years after the individual applied for registration; or
 - (c) in the case of a permitted individual, for no less than 7 years after the individual ceases to be a permitted individual with the firm.
- (4) Without limiting the generality of subsection (3), if a registered individual, an individual applying for registration, or a permitted individual appoints an agent for service, the sponsoring firm must keep the original Appointment of Agent for Service executed by the individual for the period of time set out in paragraph (3)(b).
- (5) A sponsoring firm that retains a document under subsection (3) or (4) in respect of an NRD submission must record the NRD submission number on the first page of the document.

PART 6 TRANSITION

6.1 All registered firms to file Form 33-506F6 – September 30, 2010

A registered firm that was registered before NI 31-103 came into force must submit to the Director a completed Form 33-506F6 on or before September 30, 2010.

6.2 Notice of changes for firms registered before September 28, 2009

- (1) Subject to subsection (2), a registered firm that has not submitted a completed Form 33-506F6 to the Director under section 6.1, must notify the Director of a change to any information previously submitted
 - (a) in a notice of agent and address for service, by submitting to the Director a completed Schedule B to Form 33-506F6, no more than 7 days after the change;
 - (b) in Form 5 or in any notice of change to information in that form submitted to the Director, as follows:
 - (i) for a change of information equivalent to the information referred to in part 3 of Form 33-506F6, within 30 days of the change;

- (ii) for a change of information equivalent to the information referred to in any other part of Form 33-506F6, within 7 days of the change.
- (2) A notice of change is not required under subsection (1) if the change relates to any of the following:
- (a) the addition of an officer, partner, or director to the registered firm if that individual
 - (i) submits a completed Form 33-506F4 under subsection 2.2(1) or 2.4(1), or
 - (ii) submits a completed Form 33-506F7 under section 2.3 or subsection 2.4(2);
 - (b) a termination, or a change, of a registered firm's employment, partnership or agency relationship with an officer, partner or director of the registered firm if the firm submits a completed Form 33-506F1 under subsection 4.3(1);
 - (c) a business location other than the head office of the firm if the firm submits a completed Form 33-506F3 under section 3.2;
 - (d) information equivalent to the information referred to in section 3.1(3)(d).

6.3 National Registration Database transition period

- (1) In this section, "NRD access date" means the first day following September 25, 2009 that an NRD filer has access to NRD to make NRD submissions.
- (2) A notice submitted by an NRD filer before September 25, 2009, and not accepted or denied by the Director by that date, must be resubmitted as if the time required for the submission had fallen within the period commencing on September 25, 2009 and ending on the day before the NRD access date, in accordance with subsections (3), (4) and (6) as applicable.
- (3) Except in the case of a notice referred to in subsection (4), if the time required for making either of the following submissions falls within the period commencing on September 25, 2009 and ending on the day before the NRD access date, the time for making the submission is extended to the 45th day following the NRD access date:
- (a) a notice that is required to be submitted in NRD format;
 - (b) a Form 33-506F4 that is required to be submitted under subsection 2.4(1).
- (4) From September 25, 2009 to the day before the NRD access date
- (a) a notice of termination referred to in subsection 4.3(1) from a sponsoring firm, within the time required under subsection 4.3(2), if the individual's employment, partnership or agency relationship with the firm ended because the individual resigned or was dismissed for cause, and
 - (b) a registered individual must submit to the Director, other than through the NRD website, a notice referred to in subsection 4.1, within the time required that section, if the change relates to previously submitted information about any of the following items of the individual's Form 33-506F4:
 - (i) item 14 [*Criminal disclosure*];
 - (ii) item 15 [*Civil disclosure*];
 - (iii) item 16 [*Financial disclosure*].
- (5) From September 28, 2009 to the day before the NRD access date an individual may submit any of the following to the Director other than through the NRD website:
- (a) Form 33-506F7;
 - (b) Form 33-506F2;
 - (c) Form 33-506F4 other than under subsection 2.4(1).

- (6) If an NRD filer makes a submission other than through the NRD website under subsection (4) or (5), the NRD filer must resubmit the information in NRD format to the Director as follows:
- (a) for a Form 33-506F7 submitted under paragraph (5)(a), by submitting
 - (i) a Form 33-506F7 no later than 30 days after the NRD access date if the cessation date was on or after the coming into force of NI 31-103;
 - (ii) a Form 33-506F4 no later than 30 days after the NRD access date if the cessation date was before the coming into force of NI 31-103;
 - (b) for any other submission, no later than 30 days after the NRD access date.

6.4 Transition – reinstatement under subsections 2.3(2) and 2.4(2)

- (1) Despite subsection 2.3(2), from the NRD access date to December 28, 2009 an individual who seeks reinstatement of registration under subsection 2.3(2) must submit to the Director, in accordance with Rule 31-509, a completed Form 33-506F4 if the cessation date occurred before the coming into force of NI 31-103.
- (2) Subsection 2.4(2) does not apply to a permitted individual whose cessation date occurred before the coming into force of NI 31-103.

PART 7 EXEMPTION

7.1 Exemption — The Director may grant an exemption from this Rule, in whole or in part, subject to such conditions or restrictions as may be imposed in the exemption.

PART 8 REVOCATION AND EFFECTIVE DATE

8.1 Revocation — Ontario Securities Commission Rule 33-506 *Registration Information*, which came into force on February 21, 2003, is revoked.

8.2 Effective Date — This Rule comes into force when NI 31-103 comes into force.

**Companion Policy 33-506CP
Registration Information**

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Companion Policy 33-506CP
Registration Information

PART 1 GENERAL

1.1 Purpose – This Companion Policy sets out how we interpret and apply OSC Rule 33-506 *Registration Information* (the Rule).

The registration requirement in the *Commodity Futures Act* (CFA) provides protection to investors from unfair, improper or fraudulent practices and enhances capital market integrity and efficiency. The information required under the Rule allows the Director to assess a filer's fitness for registration or for permitted individual status, with regard to their solvency, integrity and proficiency. These fitness requirements are the cornerstones of the registration requirement.

1.2 Overview of the forms

The following forms are submitted by firms

- Form 33-506F6 *Firm Registration* – to apply for registration as a dealer or adviser
- Form 33-506F3 *Business Locations other than Head Office* – to disclose each business location of the firm and any change of location
- Form 33-506F1 *Notice of Termination of Registered Individuals and Permitted Individuals* – to notify the Director that a registered or permitted individual has ceased to have authority to act on behalf of the firm

The following forms are for individuals and are submitted in NRD format:

- Form 33-506F4 *Registration of Individuals and Review of Permitted Individuals* – to apply for registration or review as a permitted individual
- Form 33-506F2 *Change or Surrender of Individual Categories* – to apply for registration or review in an additional category or to surrender a category
- Form 33-506F7 *Reinstatement of Registered Individuals and Permitted Individuals* – to reinstate an individual's registration or a permitted individual status

1.3 Notice requirements – Form 33-506F5 *Change of Registration Information* is used by firms and individuals to notify the Director of any change to their registration information. Under sections 3.1 and 4.1 of the Rule a registrant and a permitted individual must keep their registration information current on an ongoing basis by filing notices of change of information within the required time.

Appendix A summarizes the notice requirements, time periods and the forms under the Rule to notify the Director of a change to a firm's or individual's registration information.

1.4 Contact information – When a firm submits a form F6, supporting documents or a form F5, it can make the submission using e-mail, fax or mail. Appendix A attached to this policy sets out the contact information for the Director and for the Investment Industry Directory Organization of Canada (**IIROC**).

PART 2 FORMS USED BY INDIVIDUALS

2.1 National Registration Database (NRD) – The NRD is the database containing information about all registrants and permitted individuals under securities or commodity futures legislation in each jurisdiction of Canada. The requirement for firms to enrol, and to make certain submissions, on NRD are set out in OSC Rule 31-509 *National Registration Database*. Detailed information about the NRD and the enrolment process is available in the NRD User Guide published at www.nrd-info.ca.

2.2 Form 33-506F4 – The NRD format for submitting a completed form F4 under subsections 2.2(1) or 2.4(1) of the Rule include four distinct NRD submission types that are made in the following circumstances:

- *Initial Registration*, when an individual is seeking registration, or review as a permitted individual, through NRD for the first time

- *Registration in an Additional Jurisdiction*, when an individual is registered or is a permitted individual in a jurisdiction of Canada and is seeking registration, or review as a permitted individual, in an additional jurisdiction
- *Registration with an Additional Sponsoring Firm*, when an individual is registered, or is a permitted individual, on behalf of one sponsoring firm and applies for registration, or seeks review as a permitted individual, to act on behalf of an additional sponsoring firm
- *Reactivation of registration*, when an individual who has an NRD record is applying for registration, reinstatement of registration or is seeking review as a permitted individual and is not eligible under sections 2.3(2) or 2.4(2) of the Rule to submit a Form 33-506F7

Under subsection 2.4(1) of the Rule, within 7 days of becoming a permitted individual, the individual must submit a form F4 for review by the Director. An individual whose registration is suspended may apply to reinstate the registration by submitting a completed form F4 to the Director. This is done with the *Reactivation of registration* submission on NRD. After making this submission the individual may not conduct activities requiring registration unless and until the Director has approved the application. However, an application for reinstatement or review is not required if the individual meets all of the conditions for automatic reinstatement in subsections 2.3(2) or 2.4(2) of the Rule, which include submitting a completed form F7 to the Director as described in section 2.5 below.

2.3 Form 33-506F2 — This form is used by individuals to apply to add or to surrender a registration category or to seek review of a change in their permitted individual category. If an individual has ceased to have authority to act on behalf of their sponsoring firm as a registered or permitted individual in the last jurisdiction of Canada where they were so acting, they cannot submit a form F2. Instead, the individual's sponsoring firm submits a Form 33-506F1 to notify the Director of the termination or cessation of authority to act on behalf of the firm.

2.4 Form 33-506F7 for reinstatement – When an individual leaves a sponsoring firm and joins a new registered firm, they may submit a form F7 to have their registration or permitted individual status reinstated in the same category as before, subject to all of the conditions set out in subsection 2.3(2) or 2.4(2) of the Rule.

2.5 Ongoing fitness for registration – Every registrant must maintain their fitness for registration on an ongoing basis. Under the CFA the Director has discretionary authority to suspend or revoke an individual's registration or to restrict it with terms and conditions at any time. The Director may do this, for example, if it receives information through a notice of termination from an individual's former sponsoring firm or any other source that raises concerns about the individual's continued fitness for registration. Individuals will be given an opportunity to be heard before a decision is made to suspend or revoke registration or to impose terms and conditions.

PART 3 FORMS USED BY FIRMS

3.1 Form 33-506F6 – When a firm submits a form F6 to apply for registration it may pay the regulatory fees by cheque or by using the NRD function called *Resubmit Fee Payment*.

If a firm applies for registration under the CFA only, it is not required to complete questions 1.4(a), 2.6 and 6.2 of form F6. However, if it applies for registration under both the CFA and the *Securities Act*, it will be required to complete the entire form F6 pursuant to National Instrument 33-109 *Registration Information*.

3.2 Form 33-506F3 – A firm must notify the Director of each business location in the Ontario, including a residence, where a firm's registered individuals are based for the purpose of carrying out activities that require registration. Firms submit this form through the NRD website.

3.3 Discretionary exemption for bulk transfers – The Director will consider an application for an exemption from certain requirements in the Rule to facilitate a reorganization or combination of firms which would otherwise require a large number of submissions to change locations and transfer individuals. The information required, and the conditions to obtain, this type of exemption application are described in the attached Appendix C.

3.4 Form 33-506F1 – Under section 4.3 of the Rule, a registered firm must notify the Director no more than 7 days after an individual ceased to have authority to act on behalf of the firm, as a registered or permitted individual. Typically, this occurs due to the termination of the individual's employment, partnership or agency relationship with the firm. However, it also occurs when an individual is re-assigned to a different position at the firm that does not require registration or is not a permitted individual category. The form F1 is submitted through the NRD website to give notice of the cessation date and the reason for the termination or cessation.

Under paragraph 4.3(1)(b) of the Rule, the information in item 5 [*Details about the termination*] of a form F1 must be submitted unless the cessation of authority to act on behalf of the firm was caused by the death or retirement of the individual or the

completion of an employment or agency contract. A firm can submit the information in item 5 either at the time of the making the initial submission on NRD, if the information is available within that 7 day period, or within 30 days of the cessation date, by making an NRD submission entitled *Update / Correct Termination Information*.

PART 4 DUE DILIGENCE BY FIRMS

4.1 Obligations of former sponsoring firm – After submitting a Form 33-506F1 with regard to a former sponsored individual a firm should promptly send the individual a copy of the completed form F1. Under subsections 4.3(3) and (4) of the Rule, within 7 days of a request by a former sponsored individual a firm must provide the individual with a copy of the form F1 that was submitted, and if necessary, a further copy that includes the information in item 5 of the form F1, within 7 days of submitting that information.

4.2 Obligations of new sponsoring firm

In fulfilling its obligations under subsection 5.1(1) of the Rule a firm should make reasonable efforts to do all of the following:

- establish written policies and procedures to verify an individual's information prior to submitting a Form 33-506F4 or Form 33-506F7 on behalf of the individual
- document the firm's review of an individual's information in accordance with the firm's policies and procedures
- regularly remind registered and permitted individuals about their disclosure obligations under the Rule, such as notifying the Director about changes to their registration information

Under subsection 5.1(2) of the Rule, within 60 days of hiring a sponsored individual a firm must obtain a copy of the most recent Form 33-506F1, if any, for the individual. If a sponsoring firm cannot obtain it from the sponsored individual, as a last resort the individual should request it from the Director.

The information referred to above will assist the firm in meeting its obligations under subsection 5.1(1) of the Rule and should inform the firm's hiring decisions. If an individual is hired before a completed Form 33-506F1 is available and if the firm discovers an inconsistency in the individual's disclosure to the firm or the Director, then the firm should take appropriate action. All of the required information should be available within 60 days of hiring the individual, which will often fall within the individual's probation period under their employment or agency contract.

PART 5 SECURITIES ACT SUBMISSIONS

5.1 If a person or company is required to make a submission under both Multilateral Instrument 33-109 and Rule 33-506 with respect to the same information, the Commission is of the view that a single filing on a form required under either rule satisfies both requirements.

Appendix A**Contact Information for the OSC and IIROC**

OSCe-mail: registration@osc.gov.on.ca

fax: (416) 593-8283

Ontario Securities Commission

Suite 1903, Box 55

20 Queen Street West

Toronto, ON M5H 3S8

Attention: Registrant Regulation

IIROCe-mail: registration@iiloc.ca

fax: (416) 364-9177

Suite 1600,

121 King Street West

Toronto, ON M5H 3T9

Attention: Registration department

Appendix B**Discretionary Exemption for Bulk Transfers of Locations and Individuals**

(1) If a registered firm is acquiring a large number of business locations (for example, as a result of an amalgamation or asset purchase) from one or more other registered firms that are located in Ontario and registered in the same categories as the acquiring firm, and if a significant number of individuals are associated on NRD with the locations, the Director will consider granting an exemption from any or all of the following requirements:

- (a) to submit a notice regarding the termination of each employment, partner, or agency relationship under section 4.3 of the Rule;
- (b) to submit a registration application or a reinstatement notice for each individual seeking to be a registered individual under section 2.2 or 2.3 of the Rule;
- (c) to submit a Form 33-506F4 or Form 33-506F7 for each permitted individual under section 2.4 of the Rule;
- (d) to notify the Director of a change to the business location information in Form 33-506F3 under section 3.2 of the Rule.

(2) The exemption application should be submitted by the registered firm that will acquire control of the business locations at the closing of the transaction and should be submitted well in advance of the date (**transfer date**) on which the business locations will be transferred. It would typically be sufficient if a firm submits the application at least 30 days before the transfer date. An application for this type of exemption should include the following information:

- (a) the name and NRD number of the registered firm that will acquire control of the business locations;
- (b) for each registered firm that is transferring control of the business locations:
 - (i) the name and NRD number of the registered firm,
 - (ii) the address and NRD number of each business location that is being transferred from the registered firm named in (b)(i) to the registered firm named in (a),
 - (iii) the date that the business locations and individuals will be transferred to the registered firm named in (a).

(3) If the exemption is granted, as soon as practicable after the transfer date, the Director will instruct the NRD administrator to record on NRD the transfer of the business locations, registered individuals and permitted individuals.

(4) Bulk transfers involving firms that are registered in different categories or different jurisdictions may need to take additional steps. Firms involved in such a transaction should contact the Director to discuss what steps are required for the firm to be eligible for a bulk transfer exemption as described above.

(5) The firm may set out the information referred to in (2) as follows:

A) Registered firm that will acquire the business locations
Name:
Firm NRD number:

B) Registered firm transferring the business locations
Name:
Firm NRD number:

Business locations that will be transferred

Address of business location:
NRD number of business location:
Address of business location:
NRD number of business location:

(Repeat for each business location as necessary)

C) Date that business locations will be transferred:

FORM 33-506F1
NOTICE OF TERMINATION OF REGISTERED INDIVIDUALS
AND PERMITTED INDIVIDUALS
(section 4.2)

GENERAL INSTRUCTIONS

Complete and submit this form to notify the relevant regulator(s) or, in Québec, the securities regulatory authority, or self-regulatory organization (SRO) that a registered individual or permitted person has left their sponsoring firm.

Terms

In this form, "cessation date" (or "effective date of termination") means the first day on which an individual ceased to have authority to act as a registered individual on behalf of their sponsoring firm or ceased to be a permitted individual of their sponsoring firm, because of the end of, or a change in, the individual's employment, partnership, or agency relationship with the firm;

How to submit the form

Submit this form at the National Registration Database (NRD) website in NRD format at www.nrd.ca.

If you are relying on the temporary hardship exemption in section 5.1 of Ontario Securities Commission Rule 31-509 *National Registration Database (Commodity Futures Act)*, you may submit this form in a format other than NRD format.

When to submit the form

You must submit the responses to Item 1, Item 2, Item 3 and Item 4 within five business days of the effective date of termination.

If you are required to complete Item 5, you must submit those responses within 30 days of the termination date. If you are submitting the responses to Item 5, in NRD format, after Items 1 to 4 have been submitted at NRD, use the NRD submission type called "Update/Correct Termination Information" to complete Item 5 of this form.

Item 1 Terminating firm

1. Name _____
2. NRD number _____

Item 2 Terminated individual

1. Name _____
2. NRD number _____

Item 3 Business location of the terminated individual

1. Address _____
2. NRD number _____

Item 4 Date and reason for termination

1. Cessation date / Effective date of termination _____
(YYYY/MM/DD)

This is the first day that the individual ceased to have authority to act in a registerable capacity on behalf of the firm or ceased to be a permitted individual.

2. Reason for termination / cessation (check one):

- Resigned - voluntary
- Resigned - at the firm's request
- Dismissed in good standing
- Dismissed for cause
- Completed temporary employment contract
- Retired
- Deceased
- Other

Item 5 Details about the termination

Complete Item 5 only if the individual resigned, was dismissed (whether or not for cause), or if the reason for termination under Item 4.2 was "Other". In the space below:

- state the reason(s) for the resignation, dismissal or "Other" reason for termination and
- provide details if the answer to any of the following questions is "Yes".

[For NRD Format only:]

- This information will be disclosed within 30 days of the effective date of termination
- Not applicable: completed temporary employment contract, retired or deceased

Answer the following questions to the best of the firm's knowledge.

In the past 12 months:

- | | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|
| 1. Was the individual charged with any criminal offence? | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Was the individual the subject of any investigation by any securities or financial industry regulator? | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Was the individual subject to any significant internal disciplinary measures at the firm or at any affiliate of the firm related to the individual's activity as a registrant? | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. Were there any written complaints, civil claims and/or arbitration notices filed against the individual or against the firm about the individual's securities-related activities that occurred while the individual was registered or a permitted individual authorized to act on behalf of the firm? | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. Does the individual have any undischarged financial obligations to clients of the firm? | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. Has the firm or any affiliate of the firm suffered significant monetary loss or harm to its reputation as a result of the individual's actions? | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. Did the firm or any affiliate of the firm investigate the individual relating to possible material violations of fiduciary duties, regulatory requirements or the compliance policies and procedures of the firm or any affiliate of the firm? Examples include making unsuitable trades or investment recommendations, stealing or borrowing client money or securities, hiding losses from clients, forging client signatures, money laundering, deliberately making false representations and engaging in undisclosed outside business activity. | <input type="checkbox"/> | <input type="checkbox"/> |

8. Did the individual repeatedly fail to follow compliance policies and procedures of the firm or any affiliate of the firm?
9. Did the individual engage in discretionary management of client accounts or otherwise engage in registerable activity without appropriate registration or without the firm's authorization?

Reasons/Details: _____

Item 6 Notice of collection and use of personal information

The personal information required under this form is collected on behalf of, and used by, the securities regulatory authorities in the jurisdictions set out in Schedule A to administer and enforce certain provisions of their securities legislation or derivatives legislation or both.

The personal information required under this form is also collected by and used by the SROs set out in Schedule A to administer and enforce their respective by-laws, regulations, rules, rulings and policies.

By submitting this form, the individual consents to the collection by the securities regulatory authorities or applicable SRO of this personal information, and any police records, records from other government or non-governmental regulators or SROs, credit records and employment records about the individual that the securities regulatory authorities or applicable SRO may need to complete their review of the information submitted in this form relating to the individual's continued fitness for registration or approval, if applicable, in accordance with the legal authority of the securities regulatory authorities while the individual is registered with or approved by it as the case may be. Securities regulatory authorities or SROs may contact government and private bodies or agencies, individuals, corporations and other organizations for information about the individual.

If you have any questions about the collection and use of this information, contact the securities regulatory authorities or applicable SRO in any jurisdiction in which the required information is submitted. See Schedule A for details. In Québec, you can also contact the Commission d'accès à l'information at 1-888-528-7741 or visit its website at www.cai.gouv.qc.ca.

Item 7 Warning

It is an offence under securities legislation and/or derivatives legislation, including commodity futures legislation to give false or misleading information on this form.

Item 8 Certification

Certification-NRD format:

- I am making this submission as agent for the firm. By checking this box, I certify that the firm provided me with all of the information on this form.

Certification-Format other than NRD format:

By signing below I certify to the regulator or, in Québec, the securities regulatory authority, in each jurisdiction where I am submitting this form for the firm, either directly or through the principal regulator, that:

- I have read this form and understand the questions, and
- all of the information provided on this form is true and complete.

Name of firm _____

Name of authorized signing officer or partner _____

Title of authorized signing officer or partner _____

Signature of authorized signing officer or partner _____

Date signed _____
(YYYY/MM/DD)

Schedule A
Contact information for
Notice of collection and use of personal information

Alberta

Alberta Securities Commission,
4th Floor, 300 - 5th Avenue SW
Calgary, AB T2P 3C4
Attention: Information Officer
Telephone: (403) 355-4151

British Columbia

British Columbia Securities Commission
P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2
Attention: Freedom of Information Officer
Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Manitoba

The Manitoba Securities Commission
500 - 400 St. Mary Avenue
Winnipeg, MB R3C 4K5
Attention: Director of Registrations
Telephone (204) 945-2548
Fax (204) 945-0330

New Brunswick

New Brunswick Securities Commission
Suite 300, 85 Charlotte Street
Saint John, NB E2L 2J2
Attention: Director, Regulatory Affairs
Telephone: (506) 658-3060

Newfoundland and Labrador

Securities NL
Financial Services Regulation Division
Department of Government Services
P.O. Box 8700, 2nd Floor, West Block
Confederation Building
St. John's, NL A1B 4J6
Attention: Manager of Registrations
Tel: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission
2nd Floor, Joseph Howe Building
1690 Hollis Street
P.O. Box 458
Halifax, NS B3J 2P8
Attention: Deputy Director, Capital Markets
Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories
P.O. Box 1320
Yellowknife, NWT X1A 2L9
Attention: Deputy Superintendent of Securities
Telephone: (867) 920-8984

Nunavut

Legal Registries Division
Department of Justice
Government of Nunavut
P.O. Box 1000 Station 570
Iqaluit, NU X0A 0H0
Attention: Deputy Registrar of Securities
Telephone: (867) 975-6590

Ontario

Ontario Securities Commission
Suite 1903, Box 55
20 Queen Street West
Toronto, ON M5H 3S8
Attention: FOI Coordinator
Telephone: (416) 593-8314

Prince Edward Island

Securities Registry
Office of the Attorney General B Consumer, Corporate and
Insurance Services Division
P.O. Box 2000
Charlottetown, PE C1A 7N8
Attention: Deputy Registrar of Securities
Telephone: (902) 368-6288

Québec

Autorité des marchés financiers
800, square Victoria, 22e étage
C.P. 246, tour de la Bourse
Montréal (Québec) H4Z 1G3
Attention: Responsable de l'accès à l'information
Telephone: (514) 395-0337 or (877) 525-0337 (in Québec)

Saskatchewan

Saskatchewan Financial Services Commission
Suite 601, 1919 Saskatchewan Drive
Regina, SK S4P 4H2
Attention: Director
Telephone: (306) 787-5842

Yukon

Yukon Securities Office
Department of Community Services
P.O. Box 2703 C-6
Whitehorse, YT Y1A 2C6
Attention: Superintendent of Securities
Telephone: (867) 667-5225

Self-regulatory organization

Investment Industry Regulatory Organization of Canada
121 King Street West, Suite 1600
Toronto, Ontario M5H 3T9
Attention: Privacy Officer
Telephone: (416) 364-6133
E-mail: PrivacyOfficer@iirc.ca

FORM 33-506F2
CHANGE OR SURRENDER OF INDIVIDUAL CATEGORIES
(section 4.2 or 2.2(2) or 2.5(2))

GENERAL INSTRUCTIONS

Complete and submit this form to notify the relevant regulator(s) or, in Québec, the securities regulatory authority, or self-regulatory organization (SRO) that a registered individual or permitted individual seeks to add and/or remove individual registration categories or permitted activities.

Terms

In this form, “you”, “your” and “individual” mean the registered individual or permitted individual who is seeking to add and/or remove registration categories or permitted activities.

How to submit this form

Submit this form at the National Registration Database (NRD) website in NRD format at www.nrd.ca.

If you are relying on the temporary hardship exemption in section 5.1 of Ontario Securities Commission Rule 31-509 *National Registration Database (Commodity Futures Act)*, you may submit this form in a format other than NRD format.

Item 1 Individual

Name of individual _____

NRD number of individual _____

Item 2 Registration jurisdictions

1. Are you filing this form under the passport system / interface for registration?

Only choose “no” if you are registered in:

- (a) only one jurisdiction of Canada, or
- (b) more than one jurisdiction of Canada and you are requesting a change or surrender:
 - (i) in a non-principal jurisdiction or jurisdictions, but not in your principal jurisdiction.

Yes No

2. Check each jurisdiction where you are seeking the change or surrender of individual categories of registration.

- Alberta
- British Columbia
- Manitoba
- New Brunswick
- Newfoundland and Labrador
- Northwest Territories
- Nova Scotia
- Nunavut
- Ontario
- Prince Edward Island
- Québec
- Saskatchewan
- Yukon

Item 3 Removing categories

What categories are you seeking to remove?

Item 4 Adding categories

1. What categories are you seeking to add?

2. If you are seeking registration as a representative of a mutual fund dealer or of a scholarship plan dealer in Québec, are you covered by your sponsoring firm's professional liability insurance?

Yes No

If "No", state:

The name of your insurer _____

Your policy number _____

Item 5 Reason for surrender

If you are seeking to remove a category or permitted activity, state the reason for the surrender in the local jurisdiction.

Item 6 Notice of collection and use of personal information

The personal information required under this form is collected on behalf of, and used by, the securities regulatory authorities in the jurisdictions set out in Schedule A to administer and enforce certain provisions of their securities legislation or derivatives legislation or both.

The personal information required under this form is also collected by and used by the SROs set out in Schedule A to administer and enforce their respective by-laws, regulations, rules, rulings and policies.

By submitting this form, the individual consents to the collection by the securities regulatory authorities or applicable SRO of this personal information, and any police records, records from other government or non-governmental regulators or SROs, credit records and employment records about the individual that the securities regulatory authorities or applicable SRO may need to complete their review of the information submitted in this form relating to the individual's continued fitness for registration or approval, if applicable, in accordance with the legal authority of the securities regulatory authorities while the individual is registered with or approved by it. Securities regulatory authorities or SROs may contact government and private bodies or agencies, individuals, corporations and other organizations for information about the individual.

If you have any questions about the collection and use of this information, contact the securities regulatory authorities or applicable SRO in any jurisdiction in which the required information is submitted. See Schedule A for details. In Québec, you can also contact the Commission d'accès à l'information at 1-888-528-7741 or visit its website at www.cai.gouv.qc.ca.

Item 7 Warning

It is an offence under securities legislation and/or derivatives legislation, including commodity futures legislation to give false or misleading information on this form.

Item 8 Certification**Certification-NRD format:**

I confirm I have discussed the questions in this form with an officer, branch manager or supervisor of my sponsoring firm. To the best of my knowledge and belief, the officer, branch manager or supervisor was satisfied that I fully understood the questions. I will limit my activities to those permitted by my category of registration.

I am making this submission as agent for the individual identified in this form. By checking this box, I certify that the individual provided me with all of the information on this form.

Certification-Format other than NRD format:

By signing below:

1. I certify to the regulator or, in Québec, the securities regulatory authority, in each jurisdiction where I am submitting this form, either directly or through the principal regulator, that:
 - I have read this form and understand the questions, and
 - all of the information provided on this form is true, and complete.
2. I confirm I have discussed the questions in this form with an officer, branch manager or supervisor of my sponsoring firm. To the best of my knowledge and belief, the officer, branch manager or supervisor was satisfied that I fully understood the questions. I will limit my activities to those permitted by my category of registration.

Signature of individual _____

Date signed _____
(YYYY/MM/DD)

By signing below, I certify to the regulator or, in Québec, the securities regulatory authority, in each jurisdiction where I am submitting this form for the individual, either directly or through the principal regulator, that:

1. the individual identified in this form will be engaged by the firm as a registered individual, or a non registered individual, and
2. I have, or a branch manager or supervisor or another officer or partner has, discussed the questions set out in this form with the individual. To the best of my knowledge and belief, the individual fully understands the questions.

Name of firm _____

Name of authorized signing officer or partner _____

Title of authorized signing officer or partner _____

Signature of authorized signing officer or partner _____

Date signed _____
(YYYY/MM/DD)

Schedule A
Contact information for
Notice of collection and use of personal information

Alberta

Alberta Securities Commission,
4th Floor, 300 - 5th Avenue SW
Calgary, AB T2P 3C4
Attention: Information Officer
Telephone: (403) 355-4151

British Columbia

British Columbia Securities Commission
P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2
Attention: Freedom of Information Officer
Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Manitoba

The Manitoba Securities Commission
500 - 400 St. Mary Avenue
Winnipeg, MB R3C 4K5
Attention: Director of Registrations
Telephone (204) 945-2548
Fax (204) 945-0330

New Brunswick

New Brunswick Securities Commission
Suite 300, 85 Charlotte Street
Saint John, NB E2L 2J2
Attention: Director, Regulatory Affairs
Telephone: (506) 658-3060

Newfoundland and Labrador

Securities NL
Financial Services Regulation Division
Department of Government Services
P.O. Box 8700, 2nd Floor, West Block
Confederation Building
St. John's, NL A1B 4J6
Attention: Manager of Registrations
Tel: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission
2nd Floor, Joseph Howe Building
1690 Hollis Street
P.O. Box 458
Halifax, NS B3J 2P8
Attention: Deputy Director, Capital Markets
Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories
P.O. Box 1320
Yellowknife, NWT X1A 2L9
Attention: Deputy Superintendent of Securities
Telephone: (867) 920-8984

Nunavut

Legal Registries Division
Department of Justice
Government of Nunavut
P.O. Box 1000 Station 570
Iqaluit, NU X0A 0H0
Attention: Deputy Registrar of Securities
Telephone: (867) 975-6590

Ontario

Ontario Securities Commission
Suite 1903, Box 55
20 Queen Street West
Toronto, ON M5H 3S8
Attention: FOI Coordinator
Telephone: (416) 593-8314

Prince Edward Island

Securities Registry
Office of the Attorney General B Consumer, Corporate and
Insurance Services Division
P.O. Box 2000
Charlottetown, PE C1A 7N8
Attention: Deputy Registrar of Securities
Telephone: (902) 368-6288

Québec

Autorité des marchés financiers
800, square Victoria, 22e étage
C.P. 246, tour de la Bourse
Montréal (Québec) H4Z 1G3
Attention: Responsable de l'accès à l'information
Telephone: (514) 395-0337 or (877) 525-0337 (in Québec)

Saskatchewan

Saskatchewan Financial Services Commission
Suite 601, 1919 Saskatchewan Drive
Regina, SK S4P 4H2
Attention: Director
Telephone: (306) 787-5842

Yukon

Yukon Securities Office
Department of Community Services
P.O. Box 2703 C-6
Whitehorse, YT Y1A 2C6
Attention: Superintendent of Securities
Telephone: (867) 667-5225

Self-regulatory organization

Investment Industry Regulatory Organization of Canada
121 King Street West, Suite 1600
Toronto, Ontario M5H 3T9
Attention: Privacy Officer
Telephone: (416) 364-6133
E-mail: PrivacyOfficer@iircoc.ca

FORM 33-506F3
BUSINESS LOCATIONS OTHER THAN HEAD OFFICE
(section 3.2)

GENERAL INSTRUCTIONS

Complete and submit this form to notify the relevant regulator(s) or, in Québec, the securities regulatory authority, or self-regulatory organization (SRO) that a business location has opened or closed, or information about a business location has changed.

Check one of the following and complete the entire form:

- Opening this business location
- Closing this business location
- Change to the information previously submitted about this business location. Clearly specify the information that has changed.

How to submit this form

Submit this form at the National Registration Database (NRD) website in NRD format at www.nrd.ca.

If you are relying on the temporary hardship exemption in section 5.1 of Ontario Securities Commission Rule 31-509 *National Registration Database (Commodity Futures Act)*, you may complete and submit this form in a format other than NRD format.

Item 1 Type of business location

Branch or Business Location

Sub-branch

Item 2 Supervisor or branch manager

Name of designated supervisor or branch manager _____

NRD number of the designated supervisor or branch manager _____

Item 3 Business location information

Business address _____

Mailing address (if different from business address) _____

Telephone number (_____) _____

Fax number (_____) _____

Item 4 Notice of collection and use of personal information

The personal information required under this form is collected on behalf of, and used by, the securities regulatory authorities in the jurisdictions set out in Schedule A to administer and enforce certain provisions of their securities legislation or derivatives legislation or both.

The personal information required under this form is also collected by and used by the SROs set out in Schedule A to administer and enforce their respective by-laws, regulations, rules, rulings and policies.

By submitting this form, the individual consents to the collection by the securities regulatory authorities or applicable SRO of this personal information, and any police records, records from other government or non-governmental regulators or SROs, credit records and employment records about the individual that the securities regulatory authorities or applicable SRO may need to complete their review of the information submitted in this form relating to the individual's continued fitness for registration or approval, if applicable, in accordance with the legal authority of the securities regulatory authorities while the individual is registered with or approved by it. Securities regulatory authorities or SROs may contact government and private bodies or agencies, individuals, corporations and other organizations for information about the individual.

If you have any questions about the collection and use of this information, contact the securities regulatory authorities or applicable SRO in any jurisdiction in which the required information is submitted. See Schedule A for details. In Québec, you can also contact the Commission d'accès à l'information at 1-888-528-7741 or visit its website at www.cai.gouv.qc.ca.

Item 5 Warning

It is an offence under securities legislation and/or derivatives legislation, including commodity futures legislation to give false or misleading information on this form.

Item 6 Certification**Certification-NRD format:**

- I am making this submission as agent for the firm. By checking this box, I certify that the firm provided me with all of the information on this form.

Certification-Format other than NRD format:

By signing below, I certify to the securities regulator or, in Québec, the securities regulatory authority, in each jurisdiction where I am submitting this form for the firm, either directly or through the principal regulator, that:

- I have read this form and understand the questions, and
- all of the information provided on this form is true, and complete.

Name of firm _____

Name of authorized signing officer or partner _____

Title of authorized signing officer or partner _____

Signature of authorized signing officer or partner _____

Date signed _____
(YYYY/MM/DD)

Schedule A
Contact information for
Notice of collection and use of personal information

Alberta

Alberta Securities Commission,
4th Floor, 300 - 5th Avenue SW
Calgary, AB T2P 3C4
Attention: Information Officer
Telephone: (403) 355-4151

British Columbia

British Columbia Securities Commission
P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2
Attention: Freedom of Information Officer
Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Manitoba

The Manitoba Securities Commission
500 - 400 St. Mary Avenue
Winnipeg, MB R3C 4K5
Attention: Director of Registrations
Telephone (204) 945-2548
Fax (204) 945-0330

New Brunswick

New Brunswick Securities Commission
Suite 300, 85 Charlotte Street
Saint John, NB E2L 2J2
Attention: Director, Regulatory Affairs
Telephone: (506) 658-3060

Newfoundland and Labrador

Securities NL
Financial Services Regulation Division
Department of Government Services
P.O. Box 8700, 2nd Floor, West Block
Confederation Building
St. John's, NL A1B 4J6
Attention: Manager of Registrations
Tel: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission
2nd Floor, Joseph Howe Building
1690 Hollis Street
P.O. Box 458
Halifax, NS B3J 2P8
Attention: Deputy Director, Capital Markets
Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories
P.O. Box 1320
Yellowknife, NWT X1A 2L9
Attention: Deputy Superintendent of Securities
Telephone: (867) 920-8984

Nunavut

Legal Registries Division
Department of Justice
Government of Nunavut
P.O. Box 1000 Station 570
Iqaluit, NU X0A 0H0
Attention: Deputy Registrar of Securities
Telephone: (867) 975-6590

Ontario

Ontario Securities Commission
Suite 1903, Box 55
20 Queen Street West
Toronto, ON M5H 3S8
Attention: FOI Coordinator
Telephone: (416) 593-8314

Prince Edward Island

Securities Registry
Office of the Attorney General B Consumer, Corporate and
Insurance Services Division
P.O. Box 2000
Charlottetown, PE C1A 7N8
Attention: Deputy Registrar of Securities
Telephone: (902) 368-6288

Québec

Autorité des marchés financiers
800, square Victoria, 22e étage
C.P. 246, tour de la Bourse
Montréal (Québec) H4Z 1G3
Attention: Responsable de l'accès à l'information
Telephone: (514) 395-0337 or (877) 525-0337 (in Québec)

Saskatchewan

Saskatchewan Financial Services Commission
Suite 601, 1919 Saskatchewan Drive
Regina, SK S4P 4H2
Attention: Director
Telephone: (306) 787-5842

Yukon

Yukon Securities Office
Department of Community Services
P.O. Box 2703 C-6
Whitehorse, YT Y1A 2C6
Attention: Superintendent of Securities
Telephone: (867) 667-5225

Self-regulatory organization

Investment Industry Regulatory Organization of Canada
121 King Street West, Suite 1600
Toronto, Ontario M5H 3T9
Attention: Privacy Officer
Telephone: (416) 364-6133
E-mail: PrivacyOfficer@iircoc.ca

FORM 33-506F4
REGISTRATION OF INDIVIDUALS AND
REVIEW OF PERMITTED INDIVIDUALS
(section 2.2)

GENERAL INSTRUCTIONS

Complete and submit this form to the relevant regulator(s) or in Québec, the securities regulatory authority, or self-regulatory organization (SRO) if an individual is seeking registration in individual categories or is seeking to be reviewed as a permitted individual. You only need to complete and submit one of this form regardless of the number of categories you are seeking to be registered in.

Terms

In this form, “you”, “your” and “individual” mean the individual who is seeking registration or the individual who is filing this form as a permitted individual under securities legislation or derivatives legislation or both.

“Sponsoring firm” means the registered firm where you will carry out your duties as a registered or permitted individual.

“Derivatives” means financial instruments, such as futures contracts (including exchange traded contracts), futures options and swaps whose market price, value or payment obligations are derived from, or based on, one or more underlying interests. Derivatives can be in the form of instruments, agreements or securities.

“Major shareholder” and “shareholder” mean a shareholder who, in total, directly or indirectly owns voting securities carrying 10 per cent or more of the votes carried by all outstanding voting securities.

“Approved person” means, in respect of a member of the IIROC (Member), an individual who is a partner, director, officer, employee or agent of a Member who is approved by the IIROC or another Canadian SRO to perform any function required under any IIROC or another Canadian SRO By-law, Regulation, or Policy.

Several terms used in this form are defined in the securities legislation of your province or territory. Please refer to those definitions.

How to submit this form***NRD format***

Submit this form at the National Registration Database (NRD) website in NRD format at www.nrd.ca. You are only required to submit one form regardless of the number of registration categories you are seeking. If you have any questions, contact the compliance, registration or legal department of the sponsoring firm or a legal adviser, or visit the NRD information website at www.nrd-info.ca.

Format, other than NRD format

If you are relying on the temporary hardship exemption in section 5.1 of Ontario Securities Commission Rule 31-509 *National Registration Database (Commodity Futures Act)*, you may submit this form in a format other than NRD format.

If you need more space, use a separate sheet of paper. Clearly identify the Item and question number. Complete and sign the form, and send it to the relevant regulator(s) or, in Québec, the securities regulatory authority, SRO (s) or similar authority. The number of originally signed copies of the form you are required to submit depends on the province or territory, and on the regulator, the securities regulatory authority or SRO.

To avoid delays in processing this form, be sure to answer all of the questions that apply to you. If you have questions, contact the compliance, registration or legal department of the sponsoring firm or a legal adviser, or visit the National Registration Database information website at www.nrd-info.ca.

Item 1 Name

1. Legal name

Last name First name Second name (N/A) Third name (N/A)

NRD number (if applicable) _____

2. Other personal names

Are you currently, or have you ever been, known by any names other than your full legal name above, for example, nicknames or names due to marriage?

Yes No

If "yes", complete Schedule A.

3. Use of other names

Are you currently, or have you ever used, operated under, or carried on business under any name other than the name(s) mentioned above, for example, trade names for sole proprietorships or team names?

Yes No

If "yes", complete Schedule A.

Item 2 Residential address

Provide all of your residential addresses, including any foreign residential addresses, for the past 10 years.

1. Current and previous residential addresses

(number, street, city, province, territory or state, country, postal code)

Telephone number _____

Lived at this address since (YYYY/MM) _____

If you have lived at this address for less than 10 years, complete Schedule B.

2. Mailing address

Check here if your mailing address is the same as your current residential address provided above. Otherwise, complete the following:

(number, street, city, province, territory or state, country, postal code)

Item 3 Personal information

1. Date of birth _____

(YYYY/MM/DD)

2. Place of birth _____

(city, province, territory or state, country)

3. Gender Female Male

4. Eye colour _____
5. Hair colour _____
6. Height _____ in. or _____ cm.
7. Weight _____ lbs. or _____ kg.

Item 4 Citizenship

1. Citizenship information

What is your country of citizenship?

- Canada
- Other, specify: _____

2. If you are a citizen of a country other than Canada, complete the following for that citizenship.

- Check here if you do not have a valid passport. Otherwise, provide:

Passport number: _____

Date of issue: _____
(YYYY/MM/DD)

Place of issue: _____
(city, province, territory or state, country)

Item 5 Registration jurisdictions

1. Are you filing this form under the passport system / interface for registration?

Only choose "no" if:

- (a) you are seeking registration only in your principal jurisdiction,
- (b) you are seeking review as a permitted individual only in your principal jurisdiction
- and you are not currently registered under securities legislation in any jurisdiction of Canada,

Yes No

2. Check each jurisdiction where you are seeking registration or review as a permitted individual:

- All jurisdictions
- Alberta
- British Columbia
- Manitoba
- New Brunswick
- Newfoundland and Labrador
- Northwest Territories
- Nova Scotia
- Nunavut
- Ontario
- Prince Edward Island
- Québec
- Saskatchewan
- Yukon

Item 6 Individual categories

1. On Schedule C, check each category for which you are seeking registration as an individual or review as a permitted individual. If you are seeking review as a permitted individual, check each category that describes your position with your sponsoring firm.
2. If you are seeking registration as a representative of a mutual fund dealer or of a scholarship plan dealer in Québec, are you covered by your sponsoring firm's professional liability insurance?

Yes No

If "No", state:

The name of your insurer _____

Your policy number _____

Item 7 Address and agent for service**1. Address for service**

You must have one address for service in each province or territory where you are submitting this form. A residential address or a business address is acceptable. A post office box is not acceptable. Complete Schedule D for each additional address for service you are providing.

Address for service:

(number, street, city, province or territory, postal code)

Telephone number _____

Fax number, if applicable _____

E-mail address, if available _____

2. Agent for service

If you have appointed an agent for service, provide the following information for the agent in each province or territory where you have an agent for service. The address of your agent for service must be the same as the address for service above. If your agent for service is not an individual, provide the name of your contact person.

Name of agent for service: _____

Contact person: _____
Last name, First name

Item 8 Proficiency**1. Course or examination information and other education**

Complete Schedule E to indicate each course and examination that is required for registration or approval and that you have successfully completed or have been exempted from.

- Check here if you are not required under securities legislation or derivatives legislation or both, or the rules of an SRO to satisfy any course or examination requirements.

2. Student numbers

If you have a student number for a course that you successfully completed with one of the following organizations, provide it below:

CSI Global Education (formerly Canadian Securities Institute): _____

IFSE Institute (formerly IFIC): _____

Institute of Canadian Bankers (ICB): _____

CFA Institute (formerly AIMR): _____

Advocis (formerly CAIFA): _____

3. Exemption refusal

Has any securities regulator, derivatives regulator or SRO refused to grant you an exemption from a course, examination or experience requirement?

Yes No

If "Yes", complete Schedule F.

Item 9 Location of employment

1. Provide the following information for your new sponsoring firm. If you will be working out of more than one location, provide the following information for the location out of which you will be doing most of your business.

NRD location number: _____

Unique Identification Number (optional) : _____

Business address: _____
(number, street, city, province, territory or state, country, postal code)

Telephone number: (____) _____ Fax number: (____) _____

2. If the firm has a foreign head office, and/or you are not a resident of Canada, provide the address for the location in which you will be conducting business.

Business address: _____
(number, street, city, province, territory or state, country, postal code)

Telephone number: (____) _____ Fax number: (____) _____

[The following under #3 "Type of location", #4 and #5 is for a Format other than NRD format only]

3. Type of location - for Format other than NRD format only:

Head office Branch or Business Location Sub-branch

4. Name of branch manager: _____

5. Check here if the mailing address of the location is the same as the business address provided above. Otherwise, complete the following:

Mailing address: _____
(number, street, city, province, territory or state, country, postal code)

Item 10 Current employment, other business activities, officer positions held and directorships

Complete a separate Schedule G for each of your current business and employment activities, including employment and business activities with your sponsoring firm and any employment and business activities outside your sponsoring firm. Also include all business related officer or director positions and any other equivalent positions held, whether you receive compensation or not.

Item 11 Previous employment and other activities

On Schedule H, complete your employment and other activities history for the past 10-years.

Item 12 Resignations and terminations

Have you ever resigned, been terminated or been dismissed for cause by an employer from a position following allegations that you:

1. Violated any statutes, regulations, rules or standards of conduct?

Yes No

If "Yes", complete Schedule I Item 12.1.

2. Failed to appropriately supervise compliance with any statutes, regulations, rules or standards of conduct?

Yes No

If "Yes", complete Schedule I Item 12.2.

3. Committed fraud or the wrongful taking of property, including theft?

Yes No

If "Yes", complete Schedule I Item 12.3.

Item 13 Regulatory disclosure**1. Securities and derivatives regulation**

- a) Other than a registration or permitted individual status that has been recorded under this NRD number, are you now, or have you ever been, registered or licensed with any securities regulator or derivatives regulator or both in any province, territory, state or country to trade in or advise on securities or derivatives or both?

Yes No

If "Yes", complete Schedule J, Item 13.1(a).

- b) Have you ever been refused registration or a licence to trade in or advise on securities or derivatives or both in any province, territory state or country?

Yes No

If "Yes", complete Schedule J, Item 13.1(b).

- c) Have you ever been denied the benefit of any exemption from registration provided in any securities or derivatives or both legislation or rules in any province, territory, state or country, other than what was disclosed in Item 8(3) of this form?

Yes No

If "Yes", complete Schedule J, Item 13.1(c).

- d) Are you now, or have you ever been subject to any disciplinary proceedings or any order resulting from disciplinary proceedings under any securities legislation or derivatives legislation or both in any province, territory, state or country?

Yes No

If "Yes", complete Schedule J, Item 13.1(d).

2. SRO regulation

- a) Other than an approval that has been recorded under this NRD number, are you now, or have you ever been, an approved person of an SRO or similar organization in any province, territory, state or country?

Yes No

If "Yes", complete Schedule J, Item 13.2(a).

- b) Have you ever been refused approved person status by an SRO or similar organization in any province, territory, state or country?

Yes No

If "Yes", complete Schedule J, Item 13.2(b).

- c) Are you now, or have you ever been, subject to any disciplinary proceedings conducted by any SRO or similar organization in any province, territory, state or country?

Yes No

If "Yes", complete Schedule J, Item 13.2(c).

3. Non-securities regulation

- a) Are you now, or have you ever been, registered or licensed under any legislation which requires registration or licensing to deal with the public in any capacity other than to trade in or advise on securities or derivatives or both in any province, territory, state or country (e.g. insurance, real estate, accountant, lawyer, teacher)?

Yes No

If "Yes", complete Schedule J, Item 13.3(a).

- b) Have you ever been refused registration or a licence under any legislation relating to your professional activities unrelated to securities or derivatives in any province, territory, state or country?

Yes No

If "Yes", complete Schedule J, Item 13.3(b).

- c) Are you now, or have you ever been, a subject of any disciplinary actions conducted under any legislation relating to your professional activities unrelated to securities or derivatives in any province, territory, state or country?

Yes No

If "Yes", complete Schedule J, Item 13.3(c).

Item 14 Criminal disclosure

Offences you must disclose

You must disclose all criminal offences committed in any province, territory, state or country. This includes, but is not limited to, criminal offences under federal statutes such as the *Criminal Code* (Canada), *Income Tax Act* (Canada), *the Competition Act* (Canada), *Immigration Act* (Canada) and the *Controlled Drugs and Substances Act* (Canada) (or its predecessor, the *Narcotic Control Act* (Canada)). This includes pleas or findings of guilt for impaired driving, which are *Criminal Code* (Canada) matters. If

you have been found guilty of a criminal offence, you must disclose the offence even if you have been granted an absolute or conditional discharge.

With respect to questions 14.2 and 14.4, if you or your firm has been found guilty of a criminal offence, or participated in the Alternative Measures Program within the past three years, you must disclose that offence even if an absolute or conditional discharge has been granted, or the charge has been dismissed, withdrawn or stayed. Some exceptions apply to stayed charges, and the Alternative Measures Program which are outlined below.

If you do not disclose a criminal offence under any statute other than the *Young Offenders Act (Canada)* or the *Youth Criminal Justice Act (Canada)*, regulators or, in Québec, the securities regulatory authority or self regulatory organization may treat it as a non-disclosure of material information.

Offences you do not have to disclose

The appropriate response is “No” if any of the following circumstances apply.

You are not required to disclose:

- crimes for which you received an absolute or conditional discharge if the crime has been purged from the criminal records in accordance with the *Criminal Records Act (Canada)*
- speeding, parking violations or any offence for which a pardon has been granted under the *Criminal Records Act (Canada)* and the pardon has not been revoked
- stayed charges for summary conviction offences that have been stayed for six months or more
- stayed charges for indictable offences that have been stayed for a year or more, and
- offences under the *Young Offenders Act (Canada)* or the *Youth Criminal Justice Act (Canada)*

With respect to questions 14.2 and 14.4, you are not required to disclose an offence for which you or your firm was found guilty if you or the firm participated in the Alternative Measures Program more than three years ago for that offence.

1. Are there any outstanding or stayed charges against you alleging a criminal offence that was committed in any province, territory, state or country?

Yes No

If “Yes”, complete Schedule K, Item 14.1.

2. Have you ever been found guilty, pleaded no contest to, or granted an absolute or conditional discharge from any criminal offence that was committed in any province, territory, state or country?

Yes No

If “Yes”, complete Schedule K, Item 14.2.

3. To the best of your knowledge, are there any outstanding charges against any firm of which you were, at the time the criminal offence was alleged to have taken place in any province, territory, state or country, a partner, director, officer or major shareholder?

Yes No

If “Yes”, complete Schedule K, Item 14.3.

4. To the best of your knowledge, has any firm, when you were a partner, officer, director or major shareholder, ever been found guilty, pleaded no contest to or granted an absolute or conditional discharge from a criminal offence that was committed in any province, territory, state or country?

Yes No

If "Yes", complete Schedule K, Item 14.4.

Item 15 Civil disclosure

1. Are there currently any outstanding civil actions alleging fraud, theft, deceit, misrepresentation or similar misconduct against you or a firm where you are or were a partner, director, officer or major shareholder in any province, territory, state or country?

Yes No

If "Yes", complete Schedule L, Item 15.1.

2. Have you or a firm where you are or were a partner, director, officer or major shareholder ever been a defendant or respondent in any civil proceeding in which fraud, theft, deceit, misrepresentation or similar misconduct is, or was, successfully established in a judgment in any province, territory, state or country?

Yes No

If "Yes", complete Schedule L, Item 15.2.

Item 16 Financial disclosure

1. Bankruptcy

Under the laws of any applicable jurisdiction, have you or has any firm when you were a partner, director, officer or major shareholder of that firm:

- a) Had a petition in bankruptcy issued or made a voluntary assignment in bankruptcy or any similar proceeding?

Yes No

If "Yes", complete Schedule M, Item 16.1(a).

- b) Made a proposal under any legislation relating to bankruptcy or insolvency or any similar proceeding?

Yes No

If "Yes", complete Schedule M, Item 16.1(b).

- c) Been subject to proceedings under any legislation relating to the winding up or dissolution of the firm, or under the *Companies' Creditors Arrangement Act* (Canada)?

Yes No

If "Yes", complete Schedule M, Item 16.1(c).

- d) Been subject to or initiated any proceedings, arrangement or compromise with creditors? This includes having a receiver, receiver-manager, administrator or trustee appointed by or at the request of creditors, privately, through court process or by order of a regulatory authority, to hold your assets.

Yes No

If "Yes", complete Schedule M, Item 16.1(d).

2. Debt obligations

Over the past 10 years, have you failed to meet a financial obligation of \$5,000 or more as it came due or, to the best of your knowledge, has any firm, while you were a partner, director, officer or major shareholder of that firm, failed to meet any financial obligation of \$5,000 or more as it came due?

Yes No

If "Yes", complete Schedule M, Item 16.2.

3. Surety bond or fidelity bond

Have you ever been refused for a surety or fidelity bond?

Yes No

If "Yes", complete Schedule M, Item 16.3.

4. Garnishments, unsatisfied judgments or directions to pay

Has any federal, provincial, territorial, state authority or court ever issued any of the following against you regarding your indebtedness or, to the best of your knowledge, the indebtedness of a firm where you are or were a partner, director, officer or major shareholder:

	Yes	No
Garnishment	<input type="checkbox"/>	<input type="checkbox"/>
Unsatisfied judgment	<input type="checkbox"/>	<input type="checkbox"/>
Direction to pay	<input type="checkbox"/>	<input type="checkbox"/>

If "Yes", complete Schedule M, Item 16.4.

Item 17 Ownership of securities and derivatives firms

Are you now, or have you ever been, a partner or major shareholder of any firm (including your sponsoring firm) whose business is trading in or advising on securities or derivatives or both?

Yes No

If "Yes", complete Schedule N.

Item 18 Agent for service

By submitting this form, you certify that in each jurisdiction of Canada where you have appointed an agent for service, you have completed the appointment of agent for service required in that jurisdiction.

Item 19 Submission to jurisdiction

By submitting this form, you agree to be subject to the securities legislation or derivatives legislation or both of each jurisdiction of Canada, and to the by-laws, regulations, rules, rulings and policies (collectively referred to as "rules" in this form) of the SROs to which you have submitted this form. This includes the jurisdiction of any tribunals or any proceedings that relate to your activities as a registrant or a partner, director or officer of a registrant under that securities legislation or derivatives legislation or both or as an Approved Person under SRO rules.

Item 20 Notice of collection and use of personal information

The personal information required under this form is collected on behalf of, and used by, the securities regulatory authorities in the jurisdictions set out in Schedule O to administer and enforce certain provisions of their securities legislation or derivatives legislation or both.

By submitting this form, the individual consents to the collection by the securities regulatory authorities of this personal information, and any police records, records from other government or non-governmental regulators or SROs, credit records and

employment records about the individual that the securities regulatory authorities may need to complete their review of the information submitted in this form relating to the individual's continued fitness for registration or approval, if applicable, in accordance with the legal authority of the securities regulatory authorities while the individual is registered with or approved by it. Securities regulatory authorities may contact government and private bodies or agencies, individuals, corporations and other organizations for information about the individual.

If you have any questions about the collection and use of this information, contact the securities regulatory authority in any jurisdiction in which the required information is submitted. See Schedule O for details. In Québec, you can also contact the Commission d'accès à l'information at 1-888-528-7741 or visit its website at www.cai.gouv.qc.ca.

SROs

The principal purpose for the collection of personal information is to assess your suitability for registration or approval and to assess your continued fitness for registration or approval in accordance with the applicable securities legislation and the rules of the SROs.

By submitting this form, you authorize the SROs to which this form is submitted to collect any information from any source whatsoever. This includes, but is not limited to, personal confidential information about you that is otherwise protected by law such as, police, credit, employment, education and proficiency course completion records, and records from other government or non-governmental regulatory authorities, securities commissions, stock exchanges, or other SROs, private bodies, agencies, individuals or corporations, as may be necessary for the SROs to complete their review of your form or continued fitness for registration or approval in accordance with their rules for the duration of the period you remain so registered or approved. You further consent to and authorize the transfer of confidential information between SROs, securities commissions or stock exchanges from whom you now, or may in the future, seek registration or approval, or with which you are currently registered or approved for the purpose of determining fitness or continued fitness for registration or approval or in connection with the performance of an investigation or other exercise of regulatory authority, whether or not you are registered with or approved by them.

By submitting this form, you certify that you understand the rules of the applicable SROs of which you are seeking registration or approval or of which your sponsoring firm is a member or participating organization. You also undertake to become conversant with the rules of any SROs of which you or your sponsoring firm becomes a member or participating organization. You agree to be bound by, observe and comply with these rules as they are from time to time amended or supplemented, and you agree to keep yourself fully informed about them as they are amended and supplemented. You submit to the jurisdiction of the SROs from whom you are seeking registration or approval, or of which your sponsoring firm is now or in the future becomes a member or participating organization and, wherever applicable, their Governors, Directors and Committees. You agree that any registration or approval granted pursuant to this form may be revoked, terminated or suspended at any time in accordance with the then applicable rules of the respective SROs. In the event of any such revocation or termination, you must terminate all activities which require registration or approval and, thereafter, not perform services that require registration or approval for any member of the SROs or any approved affiliated company or other affiliate of such member without obtaining the approval of or registration with the SROs, in accordance with their rules.

By submitting this form, you undertake to notify the SROs from whom you are seeking registration or approval or with which you are currently or may in the future be registered or approved of any material change to the information herein provided in accordance with their respective rules. You agree to the transfer of this form, without amendment, to other SROs in the event that at some time in the future you seek registration or approval from such other SROs.

You certify that you have discussed the questions in this form, together with this Agreement, with an Officer or Branch Manager of your sponsoring member firm and, to your knowledge and belief, the authorized Officer or Branch Manager was satisfied that you fully understood the questions and the terms of this Agreement. You further certify that your business activities that are subject to securities rules and derivatives rules or both will be limited strictly to those permitted by the category of your registration or approval.

Item 21 Warning

It is an offence under securities legislation and/or derivatives legislation, including commodity futures legislation to give false or misleading information on this form.

Item 22 Certification**1. Certification - NRD format**

I confirm I have discussed the questions in this form with an officer, branch manager or supervisor of my sponsoring firm. To the best of my knowledge, the officer, branch manager or supervisor was satisfied that I fully understood the questions. I will limit my activities to those permitted by my category of registration.

- I am making this submission as agent for the individual identified in this form. By checking this box, I certify that the individual provided me with all of the information on this form.

2. Certification - Format other than NRD format**Individual**

By signing below, I certify to the regulator, or in Québec the securities regulatory authority, in each jurisdiction where I am filing or submitting this form, either directly or through the principal regulator, that:

- I have read this form and understand the questions, and
- all of the information provided on this form is true, and complete.

Signature of individual _____ Date _____

Authorized partner or officer of the firm

By signing below, I certify to the regulator, or in Québec the securities regulatory authority, in each jurisdiction where I am submitting this form, either directly or through the principal regulator, for the individual that:

- the individual identified in this form will be engaged by the sponsoring firm as a registered individual or a permitted individual, and
- I have, or a branch manager, or supervisor, or another officer or partner has, discussed the questions set out in this form with the individual and, to the best of my knowledge, the individual fully understands the questions.

Name of firm _____

Name of authorized signing officer or partner _____

Title of authorized signing officer or partner _____

Signature of authorized signing officer or partner _____

Date signed _____
(YYYY/MM/DD)

Name 2:

Name: _____

Provide the reasons for the use of this other name (for example, trade name or team name):

If this other name is or was used in connection with any sponsoring firm, did the sponsoring firm approve the use of the name?

Yes No

When did you use this name?

From:

To:

(YYYY/MM)_____
(YYYY/MM)**Name 3:**

Name: _____

Provide the reasons for the use of this other name (for example, trade name or team name):

If this other name is or was used in connection with any sponsoring firm, did the sponsoring firm approve the use of the name?

Yes No

When did you use this name?

From:

To:

(YYYY/MM)_____
(YYYY/MM)

SCHEDULE C
Individual Categories (Item 6)

Check each category for which you are seeking registration, approval or review as a permitted individual.

Categories common to all jurisdictions under securities legislation

Firm categories [Format other than NRD format only]

- Investment Dealer
- Mutual Fund Dealer
- Scholarship Plan Dealer
- Exempt Market Dealer
- Restricted Dealer
- Portfolio Manager
- Restricted Portfolio Manager
- Investment Fund Manager

Individual categories and permitted activities

- Dealing Representative
- Advising Representative
- Associate Advising Representative
- Ultimate Designated Person
- Chief Compliance Officer
- Officer – Specify title:
- Director
- Partner
- Shareholder
- Branch Manager (MFDA members only)
- IIROC approval only

Investment Industry Regulatory Organization of Canada

Approval categories

- Executive
- Director (Industry)
- Director (Non-Industry)
- Supervisor
- Investor
- Registered Representative
- Investment Representative
- Trader

Additional approval categories

- Chief Compliance Officer
- Chief Financial Officer
- Ultimate Designated Person

Products

- Non-Trading
- Securities
- Options
- Futures Contracts and Futures Contract Options
- Mutual Funds only

Customer type

- Retail
- Institutional
- Not Applicable

Portfolio management

- Portfolio Management

Categories under local commodity futures and derivatives legislation**Ontario****Firm categories**

- Commodity Trading Adviser
- Commodity Trading Counsel
- Commodity Trading Manager
- Futures Commission Merchant

Individual categories and permitted activities

- Advising Representative
- Salesperson
- Branch Manager
- Officer – Specify title:
- Director
- Partner
- Shareholder
- IIROC approval only

Manitoba***Firm categories***

- Dealer (Merchant)
- Dealer (Futures Commission Merchant)
- Dealer (Floor Broker)
- Adviser
- Local

Individual categories and permitted activities

- Floor Trader
- Salesperson
- Branch Manager
- Adviser
- Officer – Specify title:
- Director
- Partner
- Futures Contracts Portfolio Manager
- Associate Futures Contracts Portfolio Manager
- IIROC approval only
- Local

Québec - activities relating to derivatives***For information purposes, indicate whether you will carry on activities as a representative of:***

- An Investment Dealer Acting as a Derivatives Dealer
- A Portfolio Manager Acting as a Derivatives Portfolio Manager

SCHEDULE D
Address and agent for service (Item 7)

Item 7.1 Address for service

You must have one address for service in each province or territory in which you are now, or are seeking to become, a registered individual or permitted individual. A post office box is not an acceptable address for service.

Address for service: _____
(number, street, city, province or territory, postal code)

Telephone number: (____) _____ Fax number: (____) _____

E-mail address: _____

Item 7.2 Agent for service

If you have appointed an agent for service, provide the following information about the agent. The address for service provided above must be the address of the agent named below.

Name of agent for service: _____

(if applicable)

Contact person: _____
Last name, First name

SCHEDULE E
Proficiency (Item 8)**Item 8.1 Course or examination information and other education**

Course or examination or other education	Date completed (YYYY/MM/DD)	Date exempted (YYYY/MM/DD)	Regulator / securities regulatory authority granting the exemption

**SCHEDULE F
Proficiency (Item 8.3)**

Item 8.3 Exemption refusal

Complete the following for each exemption that was refused.

1. Which securities regulator, derivatives regulator or SRO refused to grant the exemption?

State the name of the course, examination or experience requirement:

State the reason given for not being granted the exemption:

Date exemption refused: _____
(YYYY/MM/DD)

2. Which securities regulator, derivatives regulator or SRO refused to grant the exemption?

State the name of the course, examination or experience requirement:

State the reason given for not being granted the exemption:

Date exemption refused: _____
(YYYY/MM/DD)

3. Which securities regulator, derivatives regulator or SRO refused to grant the exemption?

State the name of the course, examination or experience requirement:

State the reason given for not being granted the exemption:

Date exemption refused: _____
(YYYY/MM/DD)

SCHEDULE G
Current employment, other business activities, officer positions held and directorships
(Item 10)

Complete a separate Schedule G for each of your current business and employment activities with your sponsoring firm and with all other organizations. This includes any business related officer or director positions held, or any other equivalent positions held, whether you receive compensation or not.

1. Start date _____
 (YYYY/MM/DD)

2. Firm information

Check here if this activity is employment with your sponsoring firm.

If the activity is with your sponsoring firm, you are not required to indicate the firm name and address information below:

Name of business or employer: _____

Address of business or employer: _____
 (number, street, city, province, territory or state, country)

Name and title of your immediate supervisor: _____

3. Description of duties

Describe all employment and business activities related to this employer. Include the nature of the business and your duties, title or relationship with the business. If you are seeking registration that requires specific experience, include details with this firm such as level of responsibility, value of accounts under direct supervision, number of years of experience, and percentage of time spent on each activity.

4. Number of work hours per week

How many hours per week do you devote to this business or employment? _____

If this activity is employment with your sponsoring firm and you work less than 30 hours per week, explain why.

5. Conflicts of interest

If you have more than one employer or are engaged in business related activities, disclose any potential for confusion by clients and any potential for conflicts of interest arising from your multiple employment or business related activities or proposed business related activities. Include whether or not any of your employers or organizations where you engage in business related activities are listed on an exchange. Confirm whether the firm has procedures for minimizing potential conflicts of interest and if so, confirm that you are aware of these procedures.

If you do not perceive any conflicts of interest arising from this employment, explain why.

SCHEDULE H
Previous employment and other activities (Item 11)

Provide the following information for each of your employment and other activities in the past 10-years. Account for all of your time, including full-time and part-time employment, self-employment or military service. Include your status for each, such as unemployed, full-time student, or other similar statuses. Do not include short-term employment of four months or less while a student, unless it was in the securities, derivatives or financial industry.

In addition to the information required in the paragraph above, if you were employed or had business activities in the securities or derivatives industry or both during and before the 10-year period, disclose all your securities and derivatives or both employment or business activities (both before and during the 10-year period).

- Unemployed
 Full-time student
 Employed or self-employed

From: _____
 (YYYY/MM)

To: _____
 (YYYY/MM)

Complete the following only if you are, or were, employed or self-employed during this period.

Name of business or employer:

Address of business or employer:

(number, street, city, province, territory or state, country)

Name and title of immediate supervisor, if applicable:

Describe the firm's business, your position, duties and your relationship to the firm. If you are seeking registration in a category of registration that requires specific experience, include details of that experience. Examples include level of responsibility, value of accounts under direct supervision, number of years of that experience and research experience, and percentage of time spent on each activity.

Reason why you left the firm:

SCHEDULE I
Resignations and terminations (Item 12)

Item 12.1

For each allegation of violation of any statutes, regulations, rules or internal/external standards of conduct, state below (1) the name of the firm from which you resigned, were terminated or dismissed for cause, (2) whether you resigned, were terminated or dismissed for cause, (3) the date you resigned, were terminated or dismissed for cause, and (4) the circumstances relating to your resignation, termination or dismissal for cause.

Item 12.2

For each allegation of failure to supervise compliance with any statutes, regulations, rules or standards of conduct, state below, (1) the name of the firm from which you resigned, were terminated or dismissed for cause, (2) whether you resigned, were terminated or dismissed for cause, (3) the date you resigned, were terminated or dismissed for cause, and (4) the circumstances relating to your resignation, termination or dismissal for cause.

Item 12.3

For each allegation of fraud or the wrongful taking of property, including theft, state below (1) the name of the firm from which you resigned, were terminated or dismissed for cause, (2) whether you resigned, were terminated or dismissed for cause, (3) the date you resigned, were terminated or dismissed for cause, and (4) the circumstances relating to your resignation, termination or dismissal for cause.

SCHEDULE J
Regulatory disclosure (Item 13)

Item 13.1 Securities and derivatives regulation

- a) For each registration or licence, state below (1) the name of the firm, (2) the securities or derivatives regulator with which you are, or were, registered or licensed, (3) the type or category of registration or licence, and (4) the period that you held the registration or licence.
-
- b) For each registration or licence refused, state below (1) the name of the firm, (2) the securities or derivatives regulator that refused the registration or licence, (3) the type or category of registration or licence refused, (4) the date of the refusal, and (5) the reasons for the refusal.
-
- c) For each exemption from registration denied or licence refused, *other than what was disclosed in Item 8(3) of this form*, state below (1) the party that was refused the exemption from registration or licence, (2) the securities or derivatives regulator that refused the exemption from registration or licence, (3) the type or category of registration or licence refused, (4) the date of the refusal, and (5) the reasons for the refusal.
-
- d) For each order or disciplinary proceeding, state below (1) the name of the firm, (2) the securities or derivatives regulator that issued the order or is conducting or conducted the proceeding, (3) the date any notice of proceeding was issued, (4) the date any order or settlement was made, (5) a summary of any notice, order or settlement (including any sanctions imposed), (6) whether you are or were a partner, director, officer or major shareholder of the firm and named individually in the order or disciplinary proceeding, and (7) any other relevant details.
-

Item 13.2 SRO regulation

- a) For each approval, state below (1) the name of the firm, (2) the SRO with which you are or were an approved person, (3) the categories of approval, and (4) the period that you held the approval.
-
- b) For each approval refused, state below (1) the name of the firm, (2) the SRO that refused the approval, (3) the category of approval refused, (4) the date of the refusal, and (5) the reasons for the refusal.
-
- c) For each order or disciplinary proceeding, state below (1) the name of the firm, (2) the SRO that issued the order or that is, or was, conducting the proceeding, (3) the date any notice of proceeding was issued, (4) the date any order or settlement was made, (5) a summary of any notice, order or settlement (including any sanctions imposed), (6) whether you are or were a partner, director, officer or major shareholder of the firm and named individually in the order or disciplinary proceeding, and (7) any other information that you think is relevant or that the regulator or, in Québec, the securities regulatory authority may request.
-

Item 13.3 Non-securities regulation

- a) For each registration or licence, state below (1) the party who is, or was, registered or licensed (if insurance licensed, also indicate the name of the insurance agency), (2) with which regulatory authority, or under what legislation, the party is, or was, registered or licensed, (3) the type or category of registration or licence, and (4) the period that the party held the registration or licence.
-

- b) For each registration or licence refused, state below (1) the party that was refused registration or licensing (if insurance licensed, also indicate the name of the insurance agency), (2) with which regulatory authority, or under what legislation, the registration or licence was refused, (3) the type or category of registration or licence refused, (4) the date of the refusal, and (5) the reasons for the refusal.
-

- c) For each order or disciplinary proceeding, indicate below (1) the party against whom the order was made or the proceeding taken (if insurance licensed, indicate the name of the insurance agency), (2) the regulatory authority that made the order or that is, or was, conducting the proceeding, or under what legislation the order was made or the proceeding is being, or was conducted, (3) the date any notice of proceeding was issued, (4) the date any order or settlement was made, (5) a summary of any notice, order or settlement (including any sanctions imposed), (6) whether you are or were a partner, director, officer or major shareholder of the firm and named individually in the order or disciplinary proceeding and (7) any other information that you think is relevant or that the regulatory authority may request.
-

SCHEDULE K
Criminal disclosure (Item 14)

Item 14.1

For each charge, state below (1) the type of charge, (2) the date of the charge, (3) any trial or appeal dates, and (4) the court location.

Item 14.2

For each finding of guilty, pleading no contest to, or granting of an absolute or conditional discharge from a criminal offence state below (1) the offence, (2) the date found guilty, and (3) the disposition (any penalty or fine and the date any fine was paid).

Item 14.3

For each charge, state below (1) the name of the firm, (2) the type of charge, (3) the date of the charge, (4) any trial or appeal dates, and (5) the court location.

Item 14.4

For each finding of guilty, pleading no contest to, or granting of an absolute or conditional discharge from a criminal offence state below (1) the name of the firm, (2) the offence, (3) the date of the conviction, and (4) the disposition (any penalty or fine and the date any fine was paid).

SCHEDULE L
Civil disclosure (Item 15)

Item 15.1

For each outstanding civil proceeding, state below (1) the dates the statement of claim and statement of defence were issued, (2) the name of the plaintiff(s) in the proceeding, (3) whether the proceeding is pending or on appeal, (4) whether the proceeding was against a firm where you are, or were, a partner, director, officer or major shareholder and whether you have been named individually in the allegations, and (5) the jurisdiction where the action is being pursued.

Item 15.2

For each civil proceeding, state below (1) the dates the statement of claim and statement of defence were issued, (2) each plaintiff in the proceeding, (3) the jurisdiction where the action was pursued, (4) whether the proceeding was about a firm where you are, or were, a partner, director, officer or major shareholder and whether you have been named individually in the allegations and (5) a summary of any disposition or any settlement over \$10,000. You must disclose any actions settled without admission of liability.

SCHEDULE M
Financial Disclosure (Item 16)

Item 16.1 Bankruptcy

- (a) For each event, state below (1) the date of the petition or voluntary assignment, (2) the person or firm about whom this disclosure is being made, (3) any amounts currently owing, (4) the creditors, (5) the status of the matter, (6) a summary of any disposition or settlement, (7) date of discharge or release, if applicable, and (8) any other information that you think is relevant or that the regulator or, in Québec, the securities regulatory authority may request.
-

- (b) For each event, state below (1) the date of the proposal, (2) the person or firm about whom this disclosure is being made, (3) any amounts currently owing, (4) the creditors, (5) the status of the matter, (6) a summary of any disposition or settlement, and (7) any other information that you think is relevant or that the regulator or, in Québec, the securities regulatory authority may request.
-

- (c) For each event, state below (1) the date of the proceeding, (2) the person or firm about whom this disclosure is being made, (3) any amounts currently owing, (4) the creditors, (5) the status of the matter, (6) a summary of any disposition or settlement, and (7) any other information that you think is relevant or that the regulator or, in Québec, the securities regulatory authority may request.
-

- (d) For each proceeding, arrangement or compromise with creditors, state below (1) the date of proceeding, (2) the person or firm about whom this disclosure is being made, (3) any amounts currently owing, (4) the creditors, (5) the status of the matter, (6) a summary of any disposition or settlement, and (7) any other information that you think is relevant or that the regulator or, in Québec, the securities regulatory authority may request.
-

Item 16.2 Debt obligation

For each event, state below (1) the person or firm that failed to meet its financial obligation, (2) the amount that was owing at the time the person or firm failed to meet its financial obligation, (3) the person or firm to whom the amount is, or was, owing, (4) any relevant dates (for example, when payments are due or when final payment was made), (5) any amounts currently owing, and (6) any other information that you think is relevant or that the regulator or, in Québec, the securities regulatory authority may request, including why obligation has not been met/satisfied.

Item 16.3 Surety bond or fidelity bond

For each bond refused, state below (1) the name of the bonding company, (2) the address of the bonding company, (3) the date of the refusal, and (4) the reasons for the refusal.

Item 16.4 Garnishments, unsatisfied judgments or directions to pay

For each garnishment, unsatisfied judgment or direction to pay regarding your indebtedness, indicate below (1) the amount that was owing at the time the garnishment, judgment or direction to pay was rendered, (2) the person or firm to whom the amount is, or was, owing, (3) any relevant dates (for example, when payments are due or when final payment was made), (4) the percentage of earnings to be garnished or the amount to be paid, (5) any amounts currently owing, and (6) any other information that you think is relevant or that the regulator or, in Québec, the securities regulatory authority may request.

SCHEDULE N
Ownership of securities and derivatives firms (Item 17)

Firm name: _____

What is your relationship to the firm? Partner Major shareholder

What is the period of this relationship?

From: _____ To: _____ (if applicable)
 (YYYY/MM) (YYYY/MM)

Provide the following information:

a) State the number, value, class and percentage of securities, or the amount of partnership interest you own or propose to acquire when you are registered or approved as a result of the review of this form. If acquiring shares when you are so approved or registered, state the source (for example, treasury shares, or if upon transfer, state name of transferor).

b) State the market value (approximate, if necessary) of any subordinated debentures or bonds of the firm to be held by you or any other subordinated loan to be made by you to the firm:

c) If another person or firm has provided you with funds to invest in the firm, provide the name of the person or firm and state the relationship between you and that person or firm:

d) Are the funds to be invested (or proposed to be invested) guaranteed directly or indirectly by any person or firm?

Yes No

If "Yes", provide the name of the person or firm and state the relationship between you and that person or firm:

e) Have you directly or indirectly given up any rights relating to these securities or this partnership interest, or do you, when you are registered or approved as a result of the review of this form, intend to give up any of these rights (including by hypothecation, pledging or depositing as collateral the securities or partnership interest with any firm or person)?

Yes No

If "Yes", provide the name of the person or firm, state the relationship between you and that person or firm and describe the rights that have been or will be given up: _____

f) Is a person other than you the beneficial owner of the shares, bonds, debentures, partnership units or notes held by you?

Yes No

If "Yes", complete (g), (h) and (i).

g) Name of beneficial owner:

Last name	First name	Second name (if applicable)	Third name (if applicable)
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h) Residential address:

(number, street, city, province, territory or state, country, postal code)

i) Occupation:

SCHEDULE O
Contact information for
Notice of collection and use of personal information

Alberta

Alberta Securities Commission,
 4th Floor, 300 - 5th Avenue SW
 Calgary, AB T2P 3C4
 Attention: Information Officer
 Telephone: (403) 355-4151

British Columbia

British Columbia Securities Commission
 P.O. Box 10142, Pacific Centre
 701 West Georgia Street
 Vancouver, BC V7Y 1L2
 Attention: Freedom of Information Officer
 Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Manitoba

The Manitoba Securities Commission
 500 - 400 St. Mary Avenue
 Winnipeg, MB R3C 4K5
 Attention: Director of Registrations
 Telephone (204) 945-2548
 Fax (204) 945-0330

New Brunswick

New Brunswick Securities Commission
 Suite 300, 85 Charlotte Street
 Saint John, NB E2L 2J2
 Attention: Director, Regulatory Affairs
 Telephone: (506) 658-3060

Newfoundland and Labrador

Securities NL
 Financial Services Regulation Division
 Department of Government Services
 P.O. Box 8700, 2nd Floor, West Block
 Confederation Building
 St. John's, NL A1B 4J6
 Attention: Manager of Registrations
 Tel: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission
 2nd Floor, Joseph Howe Building
 1690 Hollis Street
 P.O. Box 458
 Halifax, NS B3J 2P8
 Attention: Deputy Director, Capital Markets
 Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories
 P.O. Box 1320
 Yellowknife, NWT X1A 2L9
 Attention: Deputy Superintendent of Securities
 Telephone: (867) 920-8984

Nunavut

Legal Registries Division
 Department of Justice
 Government of Nunavut
 P.O. Box 1000 Station 570
 Iqaluit, NU X0A 0H0
 Attention: Deputy Registrar of Securities
 Telephone: (867) 975-6590

Ontario

Ontario Securities Commission
 Suite 1903, Box 55
 20 Queen Street West
 Toronto, ON M5H 3S8
 Attention: FOI Coordinator
 Telephone: (416) 593-8314

Prince Edward Island

Securities Registry
 Office of the Attorney General B Consumer, Corporate and
 Insurance Services Division
 P.O. Box 2000
 Charlottetown, PE C1A 7N8
 Attention: Deputy Registrar of Securities
 Telephone: (902) 368-6288

Québec

Autorité des marchés financiers
 800, square Victoria, 22e étage
 C.P. 246, tour de la Bourse
 Montréal (Québec) H4Z 1G3
 Attention: Responsable de l'accès à l'information
 Telephone: (514) 395-0337 or (877) 525-0337 (in Québec)

Saskatchewan

Saskatchewan Financial Services Commission
 Suite 601, 1919 Saskatchewan Drive
 Regina, SK S4P 4H2
 Attention: Director
 Telephone: (306) 787-5842

Yukon

Yukon Securities Office
 Department of Community Services
 P.O. Box 2703 C-6
 Whitehorse, YT Y1A 2C6
 Attention: Superintendent of Securities
 Telephone: (867) 667-5225

Self-regulatory organization

Investment Industry Regulatory Organization of Canada
 121 King Street West, Suite 1600
 Toronto, Ontario M5H 3T9
 Attention: Privacy Officer
 Telephone: (416) 364-6133
 E-mail: PrivacyOfficer@iircoc.ca

FORM 33-506F5
CHANGE OF REGISTRATION INFORMATION
(sections 3.1 and 4.1)

GENERAL INSTRUCTIONS

Complete and submit this form to notify the relevant regulator(s) or, in Québec, the securities regulatory authority, or self-regulatory organization (SRO) of changes to information in the following forms:

1. Form 33-506F6, except for the changes set out in section 3.1(1) of National Instrument 33-506, or
2. Form 33-506F4.

How to submit this form

To report changes to information in a Form 33-506F4, submit this form at the National Registration Database website in NRD format at www.nrd.ca.

Submit this form in a format other than NRD format to report changes to information in a:

- a) Form 33-506F6, or
- b) Form 33-506F4, if the individual is relying on the temporary hardship exemption in section 5.1 of Ontario Securities Commissions Rule 31-509 *National Registration Database (Commodity Futures Act)*.

Item 1 Type of form

Check the form that is being updated:

- Form 33-506F6
- Form 33-506F4 Name of individual _____

Item 2 Details of change

Provide the item number and details for each change to the form selected above:

Item number _____ Details _____

Effective date of change _____
 (YYYY/MM/DD)

Item 3 Notice of collection and use of personal information

The personal information required under this form is collected on behalf of, and used by, the securities regulatory authorities in the jurisdictions set out in Schedule A to administer and enforce certain provisions of their securities legislation or derivatives legislation or both.

The personal information required under this form is also collected by and used by the SROs set out in Schedule A to administer and enforce their respective by-laws, regulations, rules, rulings and policies.

By submitting this form, the individual consents to the collection by the securities regulatory authorities or applicable SRO of this personal information, and any police records, records from other government or non-governmental regulators or SROs, credit records and employment records about the individual that the securities regulatory authorities or applicable SRO may need to complete their review of the information submitted in this form relating to the individual's continued fitness for registration or approval, if applicable, in accordance with the legal authority of the securities regulatory authorities while the individual is registered with or approved by it. Securities regulatory authorities or SROs may contact government and private bodies or agencies, individuals, corporations and other organizations for information about the individual.

If you have any questions about the collection and use of this information, contact the securities regulatory authorities or applicable SRO in any jurisdiction in which the required information is submitted. See Schedule A for details. In Québec, you can also contact the Commission d'accès à l'information at 1-888-528-7741 or visit its website at www.cai.gouv.qc.ca.

Item 4 Warning

It is an offence under securities legislation and/or derivatives legislation, including commodity futures legislation to give false or misleading information on this form.

Item 5 Certification

1. Use the following certification when submitting this form in NRD format when making changes to Form 33-506F4

I confirm I have discussed the questions in this form with an officer, branch manager or supervisor of my sponsoring firm. To the best of my knowledge and belief, the officer, branch manager or supervisor was satisfied that I fully understood the questions. I will limit my activities to those permitted by my category of registration.

I am making this submission as agent for the individual identified in this form. By checking this box, I certify that the individual provided me with all of the information on this form.

2. Use the following certification when submitting this form in a format other than NRD format when making changes to Form 33-506F6

By signing below I certify to each regulator or, in Québec, the securities regulatory authority, in each jurisdiction where I am submitting this form, either directly or through the principal regulator, that:

- I have read this form and understand the questions, and
- all of the information provided on this form is true, and complete.

Name of firm _____

Name of authorized signing officer or partner _____

Title of authorized signing officer or partner _____

Signature of authorized signing officer or partner _____

Date signed _____
(YYYY/MM/DD)

3. Use the following certification when submitting this form in a format other than NRD format under the temporary hardship exemption in section 5.1 of Ontario Securities Commission Rule 31-509 *National Registration Database (Commodity Futures Act)* when making changes to Form 33-109F4

By signing below, I certify to the regulator or, in Québec, the securities regulatory authority, in each jurisdiction where I am submitting this form, either directly or through the principal regulator, that:

- I have read this form and understand the questions; and
- all of the information provided on this form is true and complete.

Signature of individual _____

Date signed _____
(YYYY/MM/DD)

Schedule A
Contact information for
Notice of collection and use of personal information

Alberta

Alberta Securities Commission,
 4th Floor, 300 - 5th Avenue SW
 Calgary, AB T2P 3C4
 Attention: Information Officer
 Telephone: (403) 355-4151

British Columbia

British Columbia Securities Commission
 P.O. Box 10142, Pacific Centre
 701 West Georgia Street
 Vancouver, BC V7Y 1L2
 Attention: Freedom of Information Officer
 Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Manitoba

The Manitoba Securities Commission
 500 - 400 St. Mary Avenue
 Winnipeg, MB R3C 4K5
 Attention: Director of Registrations
 Telephone (204) 945-2548
 Fax (204) 945-0330

New Brunswick

New Brunswick Securities Commission
 Suite 300, 85 Charlotte Street
 Saint John, NB E2L 2J2
 Attention: Director, Regulatory Affairs
 Telephone: (506) 658-3060

Newfoundland and Labrador

Securities NL
 Financial Services Regulation Division
 Department of Government Services
 P.O. Box 8700, 2nd Floor, West Block
 Confederation Building
 St. John's, NL A1B 4J6
 Attention: Manager of Registrations
 Tel: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission
 2nd Floor, Joseph Howe Building
 1690 Hollis Street
 P.O. Box 458
 Halifax, NS B3J 2P8
 Attention: Deputy Director, Capital Markets
 Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories
 P.O. Box 1320
 Yellowknife, NWT X1A 2L9
 Attention: Deputy Superintendent of Securities
 Telephone: (867) 920-8984

Nunavut

Legal Registries Division
 Department of Justice
 Government of Nunavut
 P.O. Box 1000 Station 570
 Iqaluit, NU X0A 0H0
 Attention: Deputy Registrar of Securities
 Telephone: (867) 975-6590

Ontario

Ontario Securities Commission
 Suite 1903, Box 55
 20 Queen Street West
 Toronto, ON M5H 3S8
 Attention: FOI Coordinator
 Telephone: (416) 593-8314

Prince Edward Island

Securities Registry
 Office of the Attorney General B Consumer, Corporate and
 Insurance Services Division
 P.O. Box 2000
 Charlottetown, PE C1A 7N8
 Attention: Deputy Registrar of Securities
 Telephone: (902) 368-6288

Québec

Autorité des marchés financiers
 800, square Victoria, 22e étage
 C.P. 246, tour de la Bourse
 Montréal (Québec) H4Z 1G3
 Attention: Responsable de l'accès à l'information
 Telephone: (514) 395-0337 or (877) 525-0337 (in Québec)

Saskatchewan

Saskatchewan Financial Services Commission
 Suite 601, 1919 Saskatchewan Drive
 Regina, SK S4P 4H2
 Attention: Director
 Telephone: (306) 787-5842

Yukon

Yukon Securities Office
 Department of Community Services
 P.O. Box 2703 C-6
 Whitehorse, YT Y1A 2C6
 Attention: Superintendent of Securities
 Telephone: (867) 667-5225

Self-regulatory organization

Investment Industry Regulatory Organization of Canada
 121 King Street West, Suite 1600
 Toronto, Ontario M5H 3T9
 Attention: Privacy Officer
 Telephone: (416) 364-6133
 E-mail: PrivacyOfficer@iircoc.ca

FORM 33-506F6 FIRM REGISTRATION

Who should complete this form?

This form is for firms seeking registration under securities legislation, derivatives legislation or both.

Complete and submit this form to seek initial registration as a dealer, adviser or investment fund manager, or to add one or more jurisdiction of Canada or categories to a firm's registration.

Definitions

Chief compliance officer – see section 2.1 of NI 31-103.

Derivatives – financial instruments, such as futures contracts (including exchange traded contracts), futures options and swaps whose market price, value or payment obligations are derived from or based on one or more underlying interests. Derivatives can be in the form of instruments, agreements or securities.

Firm – the person or company seeking registration.

Form – Form 33-506F6 *Firm registration*.

NI 31-103 – National Instrument 31-103 *Registration Requirements and Exemptions*.

NI 33-109 – National Instrument 33-109 *Registration Information*.

NRD – National Registration Database. For more information, visit www.nrd-info.ca.

OSC Rule 33-506 – Ontario Securities Commission Rule 33-506 (*Commodity Futures Act*) *Registration Information*

Parent – a person or company that directly or indirectly has significant control of another person or company.

Permitted individual – see OSC Rule 33-506.

Predecessor – any entity listed in question 3.6 of this form.

Principal Regulator – see NI 33-109.

Significant control – a person or company has significant control of another person or company if the person or company:

- directly or indirectly holds voting securities representing more than 20 per cent of the outstanding voting rights attached to all outstanding voting securities of the other person or company, or
- directly or indirectly is able to elect or appoint a majority of the directors (or individuals performing similar functions or occupying similar positions) of the other person or company.

Specified affiliate – a person or company that is a parent of the firm, a specified subsidiary of the firm, or a specified subsidiary of the firm's parent.

Specified subsidiary – a person or company of which another person or company has significant control.

SRO – see National Instrument 14-101 *Definitions*.

Supervisory procedured person(s) – person(s) required to be named under section 27(3) of the Regulation as being responsible for the firm's supervisory procedure

Ultimate designated person – see section 2.1 of NI 31-103.

You – the individual who completes, submits, files and/or signs the form on behalf of the firm.

We and the regulator – the securities regulatory authority or regulator in the jurisdiction(s) of Canada where the firm is seeking registration.

Contents of the form

This form consists of the following:

Part 1 – Registration details
 Part 2 – Contact information
 Part 3 – Business history and structure
 Part 4 – Registration history
 Part 5 – Financial condition
 Part 6 – Client relationships
 Part 7 – Regulatory action
 Part 8 – Legal action
 Part 9 – Certification
 Schedule A – Contact information for notice of collection and use of personal information
 Schedule B – Submission to jurisdiction and appointment of agent for service
 Schedule C – Form 31-103F1 *Calculation of excess working capital*

You are also required to submit the following supporting documents with your completed form:

1. Schedule B – Submission to Jurisdiction and Appointment of Agent for Service for each jurisdiction where the firm is seeking registration (question 2.4)
2. Business plan, policies and procedures manual, and client agreements (British Columbia, Alberta and Manitoba only) (question 3.3)
3. Constatting documents (question 3.7)
4. Organization chart (question 3.11)
5. Ownership chart (question 3.12)
6. Calculation of excess working capital (question 5.1)
7. Directors' resolution approving insurance (question 5.7)
8. Audited financial statements (question 5.13)
9. Letter of direction to auditors (question 5.14)

How to complete and submit the form

The firm is required to pay a registration fee in each jurisdiction of Canada where it is submitting and filing this form. Refer to the prescribed fees of the applicable jurisdiction for details.

All dollar values are in Canadian dollars. If a question does not apply to the firm, write "n/a" in the space for the answer.

If the firm is seeking registration in more than one jurisdiction of Canada or category, other than in the category of restricted dealer, you only need to complete and submit one form. If the firm is seeking registration as a restricted dealer, submit and file the form with each jurisdiction of Canada where the firm is seeking that registration.

You can complete this form:

- on paper and deliver it to the principal regulator or relevant SRO
- on paper, scan it and e-mail it to the principal regulator or SRO

If the firm is seeking registration in Ontario, and Ontario is not the firm's principal regulator, you must also file a copy of this form, without supporting documents, with the Ontario Securities Commission.

You can find contact information for submitting and filing the form in Appendix A of Companion Policy 33-506CP *Registration Information*.

We may accept the form in other formats. Please check with the regulator before you complete, submit and file the form. If you are completing the form on paper and need more space to answer a question, use a separate sheet of paper and attach it to this form. Clearly identify the question number.

You must include all supporting documents and fees with your submission. We may ask you to provide other information and documents to help determine whether the firm is suitable for registration.

It is an offence under securities legislation or derivatives legislation to give false or misleading information on this form.

See Part 3 of
NI 33-506.

Updating the information on the form

The firm is required to notify the regulator, within specified times, of any changes to the information on this form by submitting and filing Form 33-506F5 *Change of Registration Information*.

Collection and use of personal information

We and the SROs (if applicable) require personal information about the people referred to in this form as part of our review to determine whether the firm is suitable for registration. If the firm is approved, we also require this information to assess whether the firm continues to meet the registration requirements.

We may only:

- collect the personal information under the requirements in securities legislation or derivatives legislation or both
- use this information to administer and enforce provisions of the securities legislation or derivatives legislation or both

We may collect personal information from police records, records of other regulators or SROs, credit records, employment records, government and private bodies or agencies, individuals, corporations, and other organizations. We may also collect personal information indirectly.

We may provide personal information about the individuals referred to in this form to other regulators, securities or derivatives exchanges, SROs or similar organizations, if required for an investigation or other regulatory issue.

If anyone referred to in this form has any questions about the collection and use of their personal information, they can contact the regulator or SRO, if applicable, in the relevant jurisdiction of Canada. See Schedule A for details. In Québec, they can also contact the Commission d'accès à l'information du Québec at 1-888-528-7741 or visit its website at www.cai.gouv.qc.ca.

Part 1 – Registration details

1.1 Firm’s full legal name

Provide the full legal name of the firm as it appears on the firm’s constating documents required under question 3.7. If the firm is a sole proprietorship, provide your first, last and any middle names.

If the firm’s legal name is in English and French, provide both versions.

1.2 Firm’s NRD number

For more information, visit www.nrd-info.ca.

1.3 Why are you submitting this form?

- | | |
|--------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|
| <input type="checkbox"/> To seek initial registration as a firm in one or more jurisdictions of Canada | Complete:
The entire form |
| <input type="checkbox"/> To add one or more jurisdictions of Canada to the firm’s registration | Questions 1.1, 1.2, 1.4, 1.5, 2.4, and Part 9 |
| <input type="checkbox"/> To add one or more categories to the firm’s registration | Questions 1.1, 1.2, 1.4, 1.5, 5.1, 5.4, 5.5, 5.6, 5.7, 5.8, Part 6 and Part 9 |

1.4 In what category and jurisdiction is the firm seeking registration? Check all that apply.

(a) Categories under securities legislation

		Jurisdiction												
Abbreviations	Category	AB	BC	MB	NB	NL	NT	NS	NU	ON	PE	QC	SK	YT
Alberta (AB)	Investment dealer	<input type="checkbox"/>												
British Columbia (BC)	Mutual fund dealer	<input type="checkbox"/>												
Manitoba (MB)	Scholarship plan dealer	<input type="checkbox"/>												
New Brunswick (NB)	Exempt market dealer	<input type="checkbox"/>												
Newfoundland and Labrador (NL)	Restricted dealer	<input type="checkbox"/>												
Northwest Territories (NT)	Investment fund manager	<input type="checkbox"/>												
Nova Scotia (NS)	Portfolio manager	<input type="checkbox"/>												
Nunavut (NU)	Restricted portfolio manager	<input type="checkbox"/>												
Ontario (ON)														
Prince Edward Island (PE)														
Québec (QC)														
Saskatchewan (SK)														
Yukon (YT)														

(b) Categories under derivatives legislation (Manitoba and Ontario only)

Category	Manitoba
Dealer (merchant)	<input type="checkbox"/>
Dealer (futures commission merchant)	<input type="checkbox"/>
Dealer (floor broker)	<input type="checkbox"/>
Local	<input type="checkbox"/>
Adviser	<input type="checkbox"/>
	Ontario
Commodity trading adviser	<input type="checkbox"/>
Commodity trading counsel	<input type="checkbox"/>
Commodity trading manager	<input type="checkbox"/>
Futures commission merchant	<input type="checkbox"/>

(c) Investment dealers and portfolio managers (Québec only)

If the firm is seeking registration in Québec as an investment dealer or a portfolio manager, will the firm also act as a:

Derivatives dealer	Yes	<input type="checkbox"/>	No	<input type="checkbox"/>
Derivatives portfolio manager	Yes	<input type="checkbox"/>	No	<input type="checkbox"/>

1.5 Exemptions

Is the firm applying for any exemptions under securities or derivatives legislation?

Yes No

If yes, provide the following information for each exemption:

Type of exemption												
Legislation												
Jurisdiction(s) where the firm has applied for the exemption												
AB	BC	MB	NB	NL	NT	NS	NU	ON	PE	QC	SK	YT
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Part 2 – Contact information

Addresses

2.1 Head office address

A post office box on its own is not acceptable for a head office address.

Address line 1	
Address line 2	
City	Province/territory/state
Country	Postal/zip code
Telephone number	Fax number
Website	

If the firm’s head office is in Canada, go to question 2.3

If the firm’s head office is not in Canada, go to question 2.2

2.2 Firms whose head office is not in Canada

(a) Does the firm have any business addresses in Canada?

Yes No

If yes, provide the firm’s primary Canadian business address:

Address line 1	
Address line 2	
City	Province/territory
Postal code	

The securities regulatory authority in this jurisdiction of Canada is the firm’s principal regulator in Canada.

(b) If a firm is not registered in a jurisdiction of Canada or has not completed its first financial year since being registered, indicate the jurisdiction of Canada in which the firm expects most of its clients to be resident at the end of its current financial year. In all other circumstances, indicate the jurisdiction of Canada in which most of the firm’s clients were resident at the end of its most recently completed financial year.

AB BC MB NB NL NT NS NU ON PE QC SK YT

A post office box is acceptable for a mailing address.

2.3 Mailing address

Same as the head office address

Address line 1	
Address line 2	
City	Province/territory/state
Country	Postal/zip code

If the firm does not have an office in a jurisdiction of Canada where it is seeking registration, it must appoint an agent for service in that jurisdiction of Canada.

2.4 Address for service and agent for service

Attach a completed Schedule B *Submission to Jurisdiction and Appointment of Agent for Service* for each jurisdiction of Canada where the firm is seeking registration and does not have an office.

Contact names

2.5 Ultimate designated person or supervisory procedure person(s)

A registered firm must have an individual registered in the category of ultimate designated person and/or individuals responsible for the supervisory procedure.

Legal name	
Title	
NRD number, if available	
Address <input type="checkbox"/> Same as firm head office address	
Address line 1	
Address line 2	
City	Province/territory/state
Country	Postal/zip code
Telephone number	E-mail address

2.6 Chief compliance officer

Same as ultimate designated person

A registered firm must have an individual registered in the category of chief compliance officer.

Legal name	
Title	
NRD number, if available	
Address <input type="checkbox"/> Same as firm head office address	
Address line 1	
Address line 2	
City	Province/territory/state
Country	Postal/zip code
Telephone number	E-mail address

Part 3 – Business history and structure

Business activities

3.1 The firm's business

Provide a description of the firm's proposed business, including its primary business activities, target market, and the products and services it will provide to clients.

3.2 Other names

In addition to the firm's legal name in question 1.1, does the firm use any other names, such as a trade name?

Yes No

If yes, list all other names and indicate if each name has been registered:

3.3 Business documents

Does the firm have the following documents to support its business activities?

	Yes	No
(a) Business plan for at least the next three years		
(b) Policies and procedures manual, including account opening procedures and the firm's policy on fairness in allocation of investment opportunities, if applicable		

If no, explain why the firm does not have the document:

If the regulator in British Columbia, Alberta or Manitoba is the principal regulator of the firm seeking registration, attach the firm's business plan, policies and procedures manual and client agreements, including any investment policy statements and investment management agreements.

History of the firm

3.4 When was the firm created?

3.5 How was the firm created?

- New start-up Go to question 3.7.
- Merger or amalgamation Go to question 3.6.
- Reorganization Go to question 3.6.
- Other statutory arrangement Please specify below and go to question 3.6.

3.6 Predecessors

List the entities that were merged, amalgamated, reorganized or otherwise arranged to create the firm.

3.7 Constatting documents

Attach the legal documents that established the firm as an entity, for example, the firm's articles and certificate of incorporation, any articles of amendments, partnership agreement or declaration of trust. If the firm is a sole proprietorship, provide a copy of the registration of trade name.

As part of their constating documents, firms whose head office is outside Canada may be required to provide proof of extra-provincial registration.

Business structure and ownership

3.8 Type of legal structure

- Sole proprietorship
- Partnership
- Limited partnership Name of general partner _____
- Corporation
- Other Please specify _____

3.9 Business registration number, if applicable

This is the firm's corporate registration number or Québec enterprise number (NEQ).

List the firm's business registration number for each jurisdiction of Canada where the firm is seeking registration.

Business registration number	jurisdiction of Canada

3.10 Permitted individuals

List all permitted individuals of the firm.

Name	Title	NRD number, if applicable

3.11 Organization chart

Attach an organization chart showing the firm's reporting structure. Include all permitted individuals, the ultimate designated person and the chief compliance officer.

3.12 Ownership chart

Attach a chart showing the firm's structure and ownership. At a minimum, include all parents, specified affiliates and specified subsidiaries.

Include the name of the person or company, and class, type, amount and voting percentage of ownership of the firm's securities.

Part 4 – Registration history

The questions in Part 4 apply to any jurisdiction in the world.

4.1 Securities registration

In the last seven years, has the firm, or any predecessors or specified affiliates of the firm been registered or licensed to trade or advise in securities or derivatives?

Yes No

If yes, provide the following information for each registration:

Name of entity	
Registration category	
Regulator/organization	
Date registered or licensed (yyyy/mm/dd)	Expiry date, if applicable (yyyy/mm/dd)
Jurisdiction	

4.2 Exemption from securities registration

Is the firm currently relying on any exemptions from registration or licensing to trade or advise in securities or derivatives?

Yes No

If yes, provide the following information for each exemption:

Type of exemption
Regulator/organization
Date of exemption (yyyy/mm/dd)
Jurisdiction

4.3 Membership in an exchange or SRO

In the last seven years, has the firm, or any predecessors or specified affiliates of the firm been a member of a securities or derivatives exchange, SRO or similar organization?

Yes No

If yes, provide the following information for each membership:

Name of entity	
Organization	
Date of membership (yyyy/mm/dd)	Expiry date, if applicable (yyyy/mm/dd)
Jurisdiction	

4.4 Exemption from membership in an exchange or SRO

Is the firm currently relying on any exemptions from membership with a securities or derivatives exchange, SRO or similar organization?

Yes No

If yes, provide the following information for each exemption:

Type of exemption
Organization
Date of exemption (yyyy/mm/dd)
Jurisdiction

4.5 Refusal of registration, licensing or membership

Has the firm, or any predecessors or specified affiliates of the firm ever been refused registration, licensing or membership with a financial services regulator, securities or derivatives exchange, SRO or similar organization?

Yes No

If yes, provide the following information for each refusal:

Name of entity
Reason for refusal
Regulator/organization
Date of refusal (yyyy/mm/dd)
Jurisdiction

4.6 Registration for other financial products

Examples of other financial products include financial planning, life insurance and mortgages.

In the last seven years, has the firm, or any predecessors or specified affiliates of the firm been registered or licensed under legislation that requires registration or licensing to sell or advise in a financial product other than securities or derivatives?

Yes No

If yes, provide the following information for each registration or licence:

Name of entity	
Type of licence or registration	
Regulator/organization	
Date of registration (yyyy/mm/dd)	Expiry date, if applicable (yyyy/mm/dd)
Jurisdiction	

Part 5 – Financial condition

Capital requirements

5.1 Calculation of excess working capital

Attach the firm's calculation of excess working capital. Firms that are members of an SRO must use the capital calculation form required by their SRO. Firms that are not members of an SRO must use Form 31-103F1 *Calculation of Excess Working Capital*. See Schedule C.

5.2 Sources of capital

List all cash, cash equivalents, debt and equity sources of the firm's capital.

Name of person or entity providing the capital	Type of capital	Amount (\$)

5.3 Guarantors

In relation to its business, does the firm:

	Yes	No
(a) Have any guarantors?		
(b) Act as a guarantor for any party?		

If yes, provide the following information for each guarantee:

Name of party to the guarantee	
NRD number, if applicable	
Relationship to the firm	Amount of guarantee (\$)
Details of the guarantee	

See Schedule C
Form 31-103F1
*Calculation of
Excess Working
Capital.*

Bonding and insurance

Questions 5.4 to 5.8 apply to the firm's bonding or insurance coverage or proposed bonding or insurance coverage for securities and derivatives activities only. This in accordance with Part 12, *Division 2* of NI 31-103.

5.4 Jurisdictions covered

This information is on the financial institution bond.

Where does the firm have bonding or insurance coverage?

- AB
- BC
- MB
- NB
- NL
- NT
- NS
- NU
- ON
- PE
- QC
- SK
- YT

If the firm's bonding or insurance does not cover all jurisdiction of Canada where it is seeking registration, explain why.

5.5 Bonding or insurance details

This information is on the binder of insurance or on the financial institution bond.

Name of insurer	
Bond or policy number	
Specific insuring agreements and clauses	
Coverage for each claim (\$)	Annual aggregate coverage (\$)
Amount of the deductible (\$)	Renewal date (yyyy/mm/dd)

If the firm's insurance or proposed insurance is not in the form of a financial institution bond, explain how it provides equivalent coverage to the bond.

5.6 Professional liability insurance (Québec only)

If the firm is seeking registration in Québec as a mutual fund dealer or a scholarship plan dealer, provide the following information about the firm's professional liability insurance:

Name of insurer	
Policy number	
Specific insuring agreements and clauses	
Coverage for each claim (\$)	Annual aggregate coverage (\$)
Amount of the deductible (\$)	Renewal date (yyyy/mm/dd)
Jurisdictions covered:	
AB <input type="checkbox"/> BC <input type="checkbox"/> MB <input type="checkbox"/> NB <input type="checkbox"/> NL <input type="checkbox"/> NT <input type="checkbox"/> NS <input type="checkbox"/> NU <input type="checkbox"/> ON <input type="checkbox"/> PE <input type="checkbox"/> QC <input type="checkbox"/> SK <input type="checkbox"/> YT <input type="checkbox"/>	
Which insurance policy applies to your representatives?	
Firm's policy <input type="checkbox"/> Individual's policy <input type="checkbox"/> Both <input type="checkbox"/>	

5.7 Directors' resolution for insurance

Attach a directors' resolution confirming that the firm has sufficient insurance coverage for its securities or derivatives-related activities.

5.8 Bonding or insurance claims

In the last seven years, has the firm made any claims against a bond or on its insurance?

Yes No

If yes, provide the following information for each claim:

Type of bond or insurance	
Date of claim (yyyy/mm/dd)	Amount (\$)
Reason for claim	
Date resolved (yyyy/mm/dd)	Result
Jurisdiction	

Solvency

5.9 Bankruptcy

In the last seven years, has the firm or any of its specified affiliates declared bankruptcy, made an assignment or proposal in bankruptcy, or been the subject of a petition in bankruptcy, or the equivalent in any jurisdiction?

Yes No

If yes, provide the following information for each bankruptcy or assignment in bankruptcy:

Name of entity	
Reason for bankruptcy or assignment	
Date of bankruptcy, assignment or petition (yyyy/mm/dd)	Date discharge granted, if applicable (yyyy/mm/dd)
Name of trustee	
Jurisdiction	

If applicable, attach a copy of any discharge, release or equivalent document.

5.10 Appointment of receiver

In the last seven years, has the firm or any of its specified affiliates appointed a receiver or receiver manager, or had one appointed, or the equivalent in any jurisdiction?

Yes No

If yes, provide the following information for each appointment of receiver:

Name of entity	
Date of appointment (yyyy/mm/dd)	Reason for appointment
Date appointment ended (yyyy/mm/dd)	Reason appointment ended
Name of receiver or receiver manager	
Jurisdiction	

Financial reporting

5.11 Financial year-end

(mm/dd)

If the firm has not established its financial year-end, explain why.

--

Provide the name of the individual auditing the financial statements and the name of the firm, if applicable.

5.12 Auditor

Name of auditor and accounting firm

5.13 Audited financial statements

Attach audited financial statements prepared within the last 90 days.

If the firm is a start-up company, you can attach an audited opening balance sheet instead.

5.14 Letter of direction to auditors

We may request an audit of the firm at any time while the firm is registered.

Attach a letter of direction from the firm authorizing the auditor to conduct any audit or review of the firm that the regulator may request.

Part 6 – Client relationships

6.1 Client assets

See Part 14, Division 3 of NI 31-103 and Companion Policy 31-103CP.

Does the firm hold or have access to client assets?

Yes No

If yes, provide the following information for each financial institution where the trust accounts for client assets are held.

Name of financial institution	
Address line 1	
Address line 2	
City	Province/territory
Postal code	Telephone number

6.2 Conflicts of interest

Does the firm have or expect to have any relationships that could reasonably result in any significant conflicts of interest in carrying out its registerable activities in accordance with securities or derivatives legislation?

Yes No

If yes, complete the following questions:

(a) Provide details about each conflict:

--

(b) Does the firm have policies and procedures to identify and respond to its conflicts of interest?

Yes No

If no, explain why:

--

Part 7 – Regulatory action

The questions in Part 7 apply to any jurisdiction in the world.

7.1 Settlement agreements

Has the firm, or any predecessors or specified affiliates of the firm ever entered into a settlement agreement with any financial services regulator, securities or derivatives exchange, SRO or similar organization?

Yes No

If yes, provide the following information for each settlement agreement:

Name of entity
Regulator/organization
Date of settlement (yyyy/mm/dd)
Details of settlement
Jurisdiction

7.2 Disciplinary history

Has any financial services regulator, securities or derivatives exchange, SRO or similar organization ever:

	Yes	No
(a) Determined that the firm, or any predecessors or specified affiliates of the firm violated any securities regulations or any rules of a securities or derivatives exchange, SRO or similar organization?		
(b) Determined that the firm, or any predecessors or specified affiliates of the firm made a false statement or omission?		
(c) Issued a warning or requested an undertaking by the firm, or any predecessors or specified affiliates of the firm?		
(d) Suspended or terminated any registration, licensing or membership of the firm, or any predecessors or specified affiliates of the firm?		
(e) Imposed terms or conditions on any registration or membership of the firm, or predecessors or specified affiliates of the firm?		
(f) Conducted a proceeding or investigation involving the firm, or any predecessors or specified affiliates of the firm?		
(g) Issued an order (other than an exemption order) or a sanction to the firm, or any predecessors or specified affiliates of the firm for securities or derivatives-related activity (e.g. cease trade order)?		

If yes, provide the following information for each action:

Name of entity	
Type of action	
Regulator/organization	
Date of action (yyyy/mm/dd)	Reason for action
Jurisdiction	

7.3 Ongoing investigations

Is the firm aware of any ongoing investigations of which the firm or any of its specified affiliates is the subject?

Yes No

If yes, provide the following information for each investigation:

Name of entity
Reason or purpose of investigation
Regulator/organization
Date investigation commenced (yyyy/mm/dd)
Jurisdiction

Part 8 – Legal action

The firm must disclose offences or legal actions under any statute governing the firm and its business activities in any jurisdiction.

8.1 Criminal convictions

Has the firm, or any predecessors or specified affiliates of the firm ever been convicted of any criminal or quasi-criminal offence?

Yes No

If yes, provide the following information for each conviction:

Name of entity	
Type of offence	
Case name	Case number, if applicable
Date of conviction (yyyy/mm/dd)	
Jurisdiction	

8.2 Outstanding criminal charges

Is the firm or any of its specified affiliates currently the subject of any outstanding criminal or quasi-criminal charges?

Yes No

If yes, provide the following information for each charge:

Name of entity
Type of offence
Date of charge (yyyy/mm/dd)
Jurisdiction

8.3 Outstanding legal actions

	Yes	No
(a) Is the firm currently a defendant or respondent (or the equivalent in any jurisdiction) in any outstanding legal action?		
(b) Are any of the firm's specified affiliates currently a defendant or respondent (or the equivalent in any jurisdiction) in any outstanding legal action that involves fraud, theft or securities-related activities, or that could significantly affect the firm's business?		

If yes, provide the following information for each legal action:

Name of entity
Type of legal action
Date of legal action (yyyy/mm/dd)
Current stage of litigation
Remedies requested by plaintiff or appellant
Jurisdiction

8.4 Judgments

	Yes	No
(a) Has any judgment been rendered against the firm or is any judgment outstanding in any civil court for damages or other relief relating to fraud, theft or securities-related activities?		
(b) Are any of the firm's specified affiliates currently the subject of any judgments that involve fraud, theft or securities-related activities, or that could significantly affect the firm's business?		

If yes, provide the following information for each judgment:

Name of entity
Type of judgment
Date of judgment (yyyy/mm/dd)
Current stage of litigation, if applicable
Remedies requested by plaintiffs

Part 9 – Certification

It is an offence under securities legislation or derivatives legislation to give false or misleading information on this form.

By signing below, you:

1. Certify to the regulator in each jurisdiction of Canada where the firm is submitting and filing this form, either directly or through the principal regulator, that:
 - you have read this form, and
 - to the best of your knowledge and after reasonable inquiry, all of the information provided on this form is true and complete.
2. Certify to each regulator in a non-principal jurisdiction of Canada where the firm is submitting and filing this form, either directly or through the principal regulator, that at the date of this submission:
 - the firm has submitted and filed all information required to be submitted and filed under the securities legislation or derivatives legislation or both of the principal jurisdiction of Canada in relation to the firm’s registration in that jurisdiction, and
 - this information is true and complete.
3. Authorize the principal regulator to give each non-principal regulator access to any information the firm has submitted or filed with the principal regulator under securities legislation or derivatives legislation or both of the principal jurisdiction of Canada in relation to the firm’s registration in that jurisdiction.
4. Acknowledge that the regulator may collect and provide personal information about the individuals referred to in this form under *Collection and use of personal information*.
5. Confirm that the individuals referred to in this form have been notified that their personal information is disclosed on this form, the legal reason for doing so, how it will be used and who to contact for more information.

Name of firm	
Name of firm’s authorized signing officer or partner	
Title of firm’s authorized signing officer or partner	
Signature	
Date (yyyy/mm/dd)	

Witness

The witness must be a lawyer, notary public or commissioner of oaths.

Name of witness	
Title of witness	
Signature	
Date (yyyy/mm/dd)	

Schedule A
Contact information for
Notice of collection and use of personal information

Alberta

Alberta Securities Commission,
4th Floor, 300 - 5th Avenue SW
Calgary, AB T2P 3C4
Attention: Information Officer
Telephone: (403) 355-4151

British Columbia

British Columbia Securities Commission
P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2
Attention: Freedom of Information Officer
Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Manitoba

The Manitoba Securities Commission
500 - 400 St. Mary Avenue
Winnipeg, MB R3C 4K5
Attention: Director of Registrations
Telephone (204) 945-2548
Fax (204) 945-0330

New Brunswick

New Brunswick Securities Commission
Suite 300, 85 Charlotte Street
Saint John, NB E2L 2J2
Attention: Director, Regulatory Affairs
Telephone: (506) 658-3060

Newfoundland and Labrador

Securities NL
Financial Services Regulation Division
Department of Government Services
P.O. Box 8700, 2nd Floor, West Block
Confederation Building
St. John's, NL A1B 4J6
Attention: Manager of Registrations
Tel: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission
2nd Floor, Joseph Howe Building
1690 Hollis Street
P.O. Box 458
Halifax, NS B3J 2P8
Attention: Deputy Director, Capital Markets
Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories
P.O. Box 1320
Yellowknife, NWT X1A 2L9
Attention: Deputy Superintendent of Securities
Telephone: (867) 920-8984

Nunavut

Legal Registries Division
Department of Justice
Government of Nunavut
P.O. Box 1000 Station 570
Iqaluit, NU X0A 0H0
Attention: Deputy Registrar of Securities
Telephone: (867) 975-6590

Ontario

Ontario Securities Commission
Suite 1903, Box 55
20 Queen Street West
Toronto, ON M5H 3S8
Attention: FOI Coordinator
Telephone: (416) 593-8314

Prince Edward Island

Securities Registry
Office of the Attorney General B Consumer, Corporate and
Insurance Services Division
P.O. Box 2000
Charlottetown, PE C1A 7N8
Attention: Deputy Registrar of Securities
Telephone: (902) 368-6288

Québec

Autorité des marchés financiers
800, square Victoria, 22e étage
C.P. 246, tour de la Bourse
Montréal (Québec) H4Z 1G3
Attention: Responsable de l'accès à l'information
Telephone: (514) 395-0337 or (877) 525-0337 (in Québec)

Saskatchewan

Saskatchewan Financial Services Commission
Suite 601, 1919 Saskatchewan Drive
Regina, SK S4P 4H2
Attention: Director
Telephone: (306) 787-5842

Yukon

Yukon Securities Office
Department of Community Services
P.O. Box 2703 C-6
Whitehorse, YT Y1A 2C6
Attention: Superintendent of Securities
Telephone: (867) 667-5225

Self-regulatory organization

Investment Industry Regulatory Organization of Canada
121 King Street West, Suite 1600
Toronto, Ontario M5H 3T9
Attention: Privacy Officer
Telephone: (416) 364-6133
E-mail: PrivacyOfficer@iirc.ca

Schedule B
Submission to jurisdiction and appointment of agent for service

1. Name of person or company (the "Firm"):
2. Jurisdiction of incorporation of the person or company:
3. Name of agent for service of process (the "Agent for Service"):
4. Address for service of process on the Agent for Service:
5. The Firm designates and appoints the Agent for Service at the address stated above as its agent upon whom may be served a notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal or other proceeding (a "Proceeding") arising out of or relating to or concerning the Firm's activities in the local jurisdiction and irrevocably waives any right to raise as a defense in any such proceeding any alleged lack of jurisdiction to bring such Proceeding.
6. The Firm irrevocably and unconditionally submits to the non-exclusive jurisdiction of the judicial, quasi-judicial and administrative tribunals of the local jurisdiction and any administrative proceeding in the local jurisdiction, in any proceeding arising out of or related to or concerning the Firm's activities in the local jurisdiction.
7. Until six years after the Firm ceases to be registered, the Firm must file
 - a. a new Submission to Jurisdiction and Appointment of Agent for Service in this form no later than the 7th day after the date this Submission to Jurisdiction and Appointment of Agent for Service is terminated; and
 - b. an amended Submission to Jurisdiction and Appointment of Agent for Service no later than the 7th day after any change in the name or above address of the Agent for Service.
8. This Submission to Jurisdiction and Appointment of Agent for Service is governed by and construed in accordance with the laws of the local jurisdiction.

Dated: _____

 (Signature of the Firm or authorized signatory)

 (Name and Title of authorized signatory)

Acceptance

The undersigned accepts the appointment as Agent for Service of (Insert name of the Firm) under the terms and conditions of the foregoing Submission to Jurisdiction and Appointment of Agent for Service.

Dated: _____

 (Signature of Agent for Service or authorized signatory)

 (Name and Title of authorized signatory)

Schedule C
FORM 31-103F1 Calculation of excess working capital

Firm Name

Capital Calculation
(as at _____ with comparative figures as at _____)

	Component	Current period	Prior period
1.	Current assets		
2.	Less current assets not readily convertible into cash (e.g., prepaid expenses)		
3.	Adjusted current assets Line 1 minus line 2 =		
4.	Current liabilities		
5.	Add 100% of long-term related party debt unless the firm and the lender have executed a subordination agreement in the form set out in Appendix B and the firm has delivered a copy of the agreement to the regulator		
6.	Adjusted current liabilities Line 4 plus line 5 =		
7.	Adjusted working capital Line 3 minus line 6 =		
8.	Less minimum capital		
9.	Less market risk		
10.	Less any deductible under the firm's bonding or insurance policy		
11.	Less Guarantees		
12.	Less unresolved differences		
13.	Excess working capital		

Notes:

This form must be prepared on an unconsolidated basis.

Line 8. Minimum Capital – The amount on this line must be not less than (a) \$25,000 for an adviser, (b) \$50,000 for a dealer, and (c) \$100,000 for an investment fund manager.

Line 9. Market Risk – The amount on this line must be calculated according to the instructions set out in Schedule 1 to this Form.

Line 11. Guarantees – If the registered firm is guaranteeing the liability of another party, the total amount of the guarantee must be included in the capital calculation. If the amount of a guarantee is included in the firm's balance sheet as a current liability and is reflected in line 4, do not include the amount of the guarantee on line 11.

Line 12. Unresolved differences – Any unresolved differences that could result in a loss from either firm or client assets must be included in the capital calculation.

The examples below are intended to provide guidance as to how to calculate unresolved differences:

- (i) If there is an unresolved difference relating to client securities, the amount to be reported on Line 12 will be equal to the market value of the client securities that are short, plus the applicable margin rate for those securities.

(ii) If there is an unresolved difference relating to the registrant's investments, the amount to be reported on Line 12 will be equal to the market value of the investments (securities) that are short.

(iii) If there is an unresolved difference relating to cash, the amount to be reported on Line 12 will be equal to the amount of the shortfall in cash.

Management Certification

Registered Firm Name: _____

We have examined the attached capital calculation and certify that the firm is in compliance with the capital requirements as at _____.

Name and Title	Signature	Date
1. _____ _____	_____	_____
2. _____ _____	_____	_____

**Schedule 1 of Form 31-103F1 Calculation of Excess Working Capital
(calculating line 9 [market risk])**

For each security whose value is included in line 1, Current Assets, multiply the market value of the security by the margin rate for that security set out below. Add up the resulting amounts for all of the securities you hold. The total is the "market risk" to be entered on line 9.

(a) Bonds, Debentures, Treasury Bills and Notes

- (i) Bonds, debentures, treasury bills and other securities of or guaranteed by the Government of Canada, of the United Kingdom, of the United States of America and of any other national foreign government (provided such foreign government securities are currently rated Aaa or AAA by Moody's Investors Service, Inc. or Standard & Poor's Corporation, respectively), maturing (or called for redemption):
- | | |
|--------------------------|------------------------------------------------------------------------------------------------------------|
| within 1 year | 1% of market value multiplied by the fraction determined by dividing the number of days to maturity by 365 |
| over 1 year to 3 years | 1 % of market value |
| over 3 years to 7 years | 2% of market value |
| over 7 years to 11 years | 4% of market value |
| over 11 years | 4% of market value |
- (ii) Bonds, debentures, treasury bills and other securities of or guaranteed by any province of Canada and obligations of the International Bank for Reconstruction and Development, maturing (or called for redemption):
- | | |
|--------------------------|------------------------------------------------------------------------------------------------------------|
| within 1 year | 2% of market value multiplied by the fraction determined by dividing the number of days to maturity by 365 |
| over 1 year to 3 years | 3 % of market value |
| over 3 years to 7 years | 4% of market value |
| over 7 years to 11 years | 5% of market value |
| over 11 years | 5% of market value |
- (iii) Bonds, debentures or notes (not in default) of or guaranteed by any municipal corporation in Canada or the United Kingdom maturing:
- | | |
|--------------------------|------------------------------------------------------------------------------------------------------------|
| within 1 year | 3% of market value multiplied by the fraction determined by dividing the number of days to maturity by 365 |
| over 1 year to 3 years | 5 % of market value |
| over 3 years to 7 years | 5% of market value |
| over 7 years to 11 years | 5% of market value |
| over 11 years | 5% of market value |
- (iv) Other non-commercial bonds and debentures, (not in default):
- 10% of market value
- (v) Commercial and corporate bonds, debentures and notes (not in default) and non-negotiable and non-transferable trust company and mortgage loan company obligations registered in the registered firm's name maturing:
- | | |
|--------------------------|---------------------|
| within 1 year | 3% of market value |
| over 1 year to 3 years | 6 % of market value |
| over 3 years to 7 years | 7% of market value |
| over 7 years to 11 years | 10% of market value |
| over 11 years | 10% of market value |

(b) Bank Paper

Deposit certificates, promissory notes or debentures issued by a Canadian chartered bank (and of Canadian chartered bank acceptances) maturing:

within 1 year	2% of market value multiplied by the fraction determined by dividing the number of days to maturity by 365
over 1 year	apply rates for commercial and corporate bonds, debentures and notes

(c) Acceptable foreign bank paper

Deposit certificates, promissory notes or debentures issued by a foreign bank, readily negotiable and transferable and maturing:

within 1 year	2% of market value multiplied by the fraction determined by dividing the number of days to maturity by 365
over 1 year	apply rates for commercial and corporate bonds, debentures and notes

“Acceptable Foreign Bank Paper” consists of deposit certificates or promissory notes issued by a bank other than a Canadian chartered bank with a net worth (i.e., capital plus reserves) of not less than \$200,000,000.

(d) Mutual Funds

Where securities of mutual funds qualified by prospectus for sale in any province of Canada, the margin required is:

- (i) 5% of the market value of the fund, where the fund is a money market mutual fund as defined in National Instrument 81-102; or
- (ii) the margin rate determined on the same basis as for listed stocks multiplied by the market value of the fund.

(e) Stocks

(i) On securities (other than bonds and debentures) including rights and warrants listed on any exchange in Canada or the United States:

Long Positions – Margin Required

Securities selling at \$2.00 or more – 50% of market value

Securities selling at \$1.75 to \$1.99 – 60% of market value

Securities selling at \$1.50 to \$1.74 – 80% of market value

Securities selling under \$1.50 – 100% of market value

Short Positions – Credit Required

Securities selling at \$2.00 or more – 150% of market value

Securities selling at \$1.50 to \$1.99 - \$3.00 per share

Securities selling at \$0.25 to \$1.49 – 200% of market value

Securities selling at less than \$0.25 – market value plus \$0.25 per shares

(ii) For positions in securities (other than bonds and debentures but including warrants and rights), 50% of the market value if the security is a constituent security on a major broadly-based index of one of the following exchanges:

- (a) American Stock Exchange
- (b) Australian Stock Exchange Limited
- (c) Bolsa de Valores de Sao Paulo
- (d) Borsa Italiana
- (e) Boston Stock Exchange
- (f) Chicago Board of Options Exchange
- (g) Chicago Board of Trade
- (h) Chicago Mercantile Exchange
- (i) Chicago Stock Exchange
- (j) Euronext Amsterdam
- (k) Euronext Brussels
- (l) Euronext Paris S.A.
- (m) Frankfurt Stock Exchange
- (n) London International Financial Futures and Options Exchange

- (o) London Stock Exchange
 - (p) Montreal Exchange
 - (q) New York Mercantile Exchange
 - (r) New York Stock Exchange
 - (s) New Zealand Exchange Limited
 - (t) Pacific Exchange
 - (u) Swiss Exchange
 - (v) The Stock Exchange of Hong Kong Limited
 - (w) Tokyo Stock Exchange
 - (x) Toronto Stock Exchange
 - (y) TSX Venture Exchange
- (f) **For all other securities** – 100% of market value.

FORM 33-506F7
REINSTATEMENT
OF REGISTERED INDIVIDUALS AND PERMITTED INDIVIDUALS
(sections 2.3 and 2.4(2))

GENERAL INSTRUCTIONS

Complete and submit this form to the relevant regulator(s) or in Québec, the securities regulatory authority, or self-regulatory organization (SRO) if an individual has left a sponsoring firm and is seeking to reinstate their registration in the same category or reinstate their same status of permitted individual as before with a sponsoring firm. You only need to complete and submit one form regardless of the number of registration categories or permitted individual statuses you are seeking to be reinstated in.

An individual may reinstate their registration or permitted individual status by submitting this form. This form may only be used if all of the following apply:

1. this form is submitted on or before three months after the termination date of the individual's employment, partnership or agency relationship with the individual's former sponsoring firm,
2. there have been no changes to the information previously submitted in respect of Items 13 (Regulatory Disclosure), 14 (Criminal Disclosure), 15 (Civil Disclosure) and 16 (Financial Disclosure) of the individual's Form 33-109F4 since the individual left their former sponsoring firm, and
3. the individual's employment, partnership or agency relationship with their former sponsoring firm did not end because the individual was dismissed, or was asked by the firm to resign, following an allegation against the individual of criminal activity, a breach of securities legislation, or a breach of the rules of an SRO.

If you do not meet all of the above conditions then you must apply for reinstatement by completing on NRD a Form 33-506F4 by making the NRD submission entitled 'Reactivation of Registration'.

Terms

In this form, "you", "your" and "individual" means the individual who is seeking to reinstate their registration.

"former sponsoring firm" means the registered firm where you most recently carried out duties as a registered or permitted individual.

"major shareholder" and "shareholder" mean a shareholder who, in total, directly or indirectly owns voting securities carrying 10 per cent or more of the votes carried by all outstanding voting securities.

"new sponsoring firm" means the registered firm where you will begin carrying out duties as a registered or permitted individual when your registration or permitted individual status is reinstated.

Several terms used in this form are defined in the Form 33-506F4 [*Registration of Individuals and Review of Permitted Individuals*] that you submitted when you first became registered or elsewhere in the securities legislation of your province or territory. Please refer to those definitions.

How to submit this form**NRD format**

Submit this form at the National Registration Database (NRD) website in NRD format at www.nrd.ca. If you have any questions, contact the compliance, registration or legal department of the new sponsoring firm or a legal adviser, or visit the NRD information website at www.nrd-info.ca.

Format, other than NRD format

If you are relying on the temporary hardship exemption in section 5.1 of Ontario Securities Commission Rule 31-509 *National Registration Database (Commodity Futures Act)*, you may submit this form in a format other than NRD format.

If you need more space, use a separate sheet of paper. Clearly identify the Item and question number. Complete and sign the form, and send it to the relevant regulator(s) or, in Québec, the securities regulatory authority, SRO (s) or similar authority. The number of originally signed copies of the form you are required to submit depends on the province or territory, and on the regulator, the securities regulatory authority or SRO.

To avoid delays in processing this form, be sure to answer all of the items that apply to you. If you have questions, contact the compliance, registration or legal department of the new sponsoring firm or a legal adviser, or visit the National Registration Database information website at www.nrd-info.ca.

Item 1 Name1. **NRD number:** _____2. **Legal name:**

Last name	First name	Second name (N/A <input type="checkbox"/>)	Third name (N/A <input type="checkbox"/>)
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3. **Date of birth** (YYYY/MM/DD): _____4. **Use of other names**

Are you currently using, or have you ever used, operated under, or carried on business under, a name other than the name(s) mentioned above (for example, trade names for sole proprietorships or team names)?

Yes No

If "yes", complete Schedule A.

Item 2 Number of jurisdictions

1. Are you seeking to reinstate your registration or permitted individual status in more than one jurisdiction of Canada?

Yes No

2. Check each province or territory in which you are seeking reinstatement of registration or reinstatement as a permitted individual:

- All jurisdictions
- Alberta
- British Columbia
- Manitoba
- New Brunswick
- Newfoundland and Labrador
- Northwest Territories
- Nova Scotia
- Nunavut
- Ontario
- Prince Edward Island
- Québec
- Saskatchewan
- Yukon

Item 3 Individual categories

1. On Schedule B, check each category for which you are seeking to reinstate your registration or permitted individual status. If you are seeking reinstatement of status as a permitted individual, check each category that describes your position with your new sponsoring firm.

2. If you are seeking reinstatement as a representative of a mutual fund dealer or of a scholarship plan dealer in Québec, are you covered by your new sponsoring firm's professional liability insurance?

Yes No

If "No", state:

The name of your insurer _____

Your policy number _____

Item 4 Address and agent for service**1. Address for service**

You must have one address for service in each province or territory where you are submitting this form. A residential or business address is acceptable. A post office box is not acceptable. Complete Schedule C for each additional address for service you are providing.

Address for service:

_____ (number, street, city, province or territory, postal code)

Telephone number _____ Fax number, if applicable _____

E-mail address, if available _____

2. Agent for service

If you have appointed an agent for service, provide the following information for the agent in each province or territory where you have an agent for service. The address of your agent for service must be the same as the address for service above. If your agent for service is not an individual, provide the name of your contact person.

Name of agent for service:

Contact person:

_____ Last name, First name

Item 5 Location of employment

1. Provide the following information for your new sponsoring firm. If you will be working out of more than one location, provide the following information for the location out of which you will be doing most of your business.

Unique Identification Number (optional): _____

NRD location number: _____

Business address:

_____ (number, street, city, province, territory or state, country, postal code)

Telephone number: (____) _____ Fax number: (____) _____

2. If the new sponsoring firm has a foreign head office, and/or you are not a resident of Canada, provide the address for the location in which you will be conducting business.

Business address: _____ (number, street, city, province, territory or state, country, postal code)

Telephone number: (____) _____ Fax number: (____) _____

[The following under #3 "Type of location", #4 and #5 is for a Format other than NRD format only]

3 Type of location:
 Head office Branch or Business Location Sub-branch

4. Name of branch manager: _____

5. Check here if the mailing address of the location is the same as the business address provided above. Otherwise, complete the following:

Mailing address:

_____ (number, street, city, province, territory or state, country, postal code)

Date on which you will become authorized to act on behalf of the new sponsoring firm as a registered individual or permitted individual

_____ (YYYY/MM/DD)

Item 6 Previous employment

Provide the following information for your former sponsoring firm.

Name: _____

Date on which you were no longer authorized to act on behalf of your former sponsoring firm as a registered individual or permitted individual: _____

(YYYY/MM/DD)

The reason why you left your former sponsoring firm:

Item 7 Current employment, other business activities, officer positions held and directorships

Name of your new sponsoring firm: _____

Complete a separate Schedule D for each of your current business and employment activities, including employment and business activities with your new sponsoring firm and any employment and business activities outside your new sponsoring firm. Also include all business related officer or director positions and any other equivalent positions held, whether you receive compensation or not.

Item 8 Ownership of securities in new sponsoring firm

Are you a partner or major shareholder of your new sponsoring firm?

Yes No

If "Yes", complete Schedule E.

Item 9 Confirm permanent record

1. Check the appropriate box to indicate that, since leaving your former sponsoring firm, there has been a change to any information previously submitted for the items of your Form 33-506F4 that are listed below.

- Regulatory disclosure (Item 13)
- Criminal disclosure (Item 14)
- Civil disclosure (Item 15)
- Financial disclosure (Item 16)

2. Check the box below - ***I am eligible to file this Form 33-506F7, only*** if you satisfy both of the following conditions:
- (a) there are no changes to any of the disclosure items under Item 9.1 above, and
- (b) your employment, partnership or agency relationship with your former sponsoring firm did not end because you were asked by the firm to resign, or were dismissed, following an allegation against you of
- criminal activity,
 - a breach of securities legislation, or
 - a breach of the rules of an SRO.

If you do not meet the above conditions for selecting the box '*I am eligible to file this Form 33-506F7*', then you must apply for reinstatement by completing on NRD a Form 33-506F4 by making the NRD submission entitled '**Reactivation of Registration**'. If you are submitting a Form 33-506F4 in a format other than NRD format you must complete the entire form.

I am eligible to file this Form 33-506F7.

Item 10 Acknowledgements, submission to jurisdiction and notice of collection and use of personal information

By submitting this form, you:

- acknowledge that the submission to jurisdiction, consent to collection and use of personal information, and authorization in respect of SROs (to the extent applicable) that you provided in your Form 33-506F4 remain in effect and extend to this form
- consent to the collection and disclosure of your personal information by regulators and by your sponsoring firm, in each case, for registration and other related regulatory purposes.

If you have any questions about the collection and use of your personal information, contact the securities regulatory authority or applicable SRO in the relevant jurisdiction. See Schedule F for details. In Québec, you can also contact the Commission d'accès à l'information at 1-888-528-7741 or visit its website at www.cai.gouv.qc.ca.

You acknowledge and agree that if you are seeking reinstatement of your registration and it was subject to any undischarged terms and conditions when you left your former sponsoring firm, those terms and conditions will remain in effect at your new sponsoring firm.

Item 11 Warning

It is an offence under securities legislation and/or derivatives legislation, including commodity futures legislation, to give false or misleading information on this form.

Item 12 Certification

1. Certification - NRD format:

I confirm I have discussed the questions in this form with an officer, branch manager or supervisor of my sponsoring firm. To the best of my knowledge, the officer, branch manager or supervisor was satisfied that I fully understood the questions. I will limit my activities to those permitted by my category of registration.

I am making this submission as agent for the individual. By checking this box, I certify that the individual provided me with all of the information on this form.

2. Certification - Format other than NRD format:**Individual**

By signing below, I certify to the regulator, or in Québec the securities regulatory authority, in each jurisdiction where I am submitting this form, either directly or through the principal regulator that:

- I have read the form and understand the questions, and
- all of the information provided on this form is true, and complete.

Signature of individual _____ Date signed _____
(YYYY/MM/DD)

Authorized partner or officer of the new sponsoring firm

By signing below, I certify to the regulator, or in Québec the securities regulatory authority, in each jurisdiction where I am submitting this form for the individual that:

- the individual will be engaged by the new sponsoring firm as a registered individual or a permitted individual
- I have, or a branch manager or another officer or supervisor has, discussed the questions set out in this form with the individual and, to the best of my knowledge, the individual fully understands the questions, and
- the new sponsoring firm understands that if the individual's reinstatement of registration was subject to any undischarged terms and conditions when the individual left their former sponsoring firm, those terms and conditions remain in effect and agrees to assume any ongoing obligations that apply to the sponsoring firm in respect of the individual under those terms and conditions.

Name of firm _____

Name of authorized signing officer or partner _____

Title of authorized signing officer or partner _____

Signature of authorized signing officer or partner _____

Date signed _____
(YYYY/MM/DD)

SCHEDULE A
Use of other names (Item 1.4)**Item 1.4 Use of other names****Name 1:**

Name: _____

Provide the reasons for the use of this other name (for example, trade name or team name)? _____

If this other name is or was used in connection with any sponsoring firm, did the sponsoring firm approve the use of the name?

Yes No

When did you use this name?

From:

To:

(YYYY/MM)_____
(YYYY/MM)**Name 2:**

Name: _____

Provide the reasons for the use of this other name (for example, trade name or team name):

If this other name is or was used in connection with any sponsoring firm, did the sponsoring firm approve the use of the name?

Yes No

When did you use this name?

From:

To:

(YYYY/MM)_____
(YYYY/MM)**Name 3:**

Name: _____

Provide the reasons for the use of this other name (for example, trade name or team name):

If this other name is or was used in connection with any sponsoring firm, did the sponsoring firm approve the use of the name?

Yes No

When did you use this name?

From:

To:

(YYYY/MM)_____
(YYYY/MM)

SCHEDULE B
Individual Categories (Item 3)

Check each category for which you are seeking reinstatement of registration, approval or permitted individual status

Categories Common to all jurisdictions under securities legislation

Firm categories [Format other than NRD format only]

- Investment Dealer
- Mutual Fund Dealer
- Scholarship Plan Dealer
- Exempt Market Dealer
- Restricted Dealer
- Portfolio Manager
- Restricted Portfolio Manager
- Investment Fund Manager

Individual categories and permitted activities

- Dealing Representative
- Advising Representative
- Associate Advising Representative
- Ultimate Designated Person
- Chief Compliance Officer
- Officer – Specify title:
 - Director
 - Partner
 - Shareholder
 - Branch Manager (MFDA members only)
 - IIROC approval only

Investment Industry Regulatory Organization of Canada

Approval categories

- Executive
- Director (Industry)
- Director (Non-Industry)
- Supervisor
- Investor
- Registered Representative
- Investment Representative
- Trader

Additional approval categories

- Chief Compliance Officer
- Chief Financial Officer
- Ultimate Designated Person

Products

- Non-Trading
- Securities
- Options
- Futures Contracts and Futures Contract Options
- Mutual Funds only

Customer type

- Retail
- Institutional
- Not Applicable

Portfolio management

- Portfolio Management

Categories under local commodity futures and derivatives legislation**Ontario****Firm categories**

- Commodity Trading Adviser
- Commodity Trading Counsel
- Commodity Trading Manager
- Futures Commission Merchant

Individual categories and permitted activities

- Advising Representative
- Salesperson
- Branch Manager
- Officer – Specify title:
- Director
- Partner
- Shareholder
- IIROC approval only

Manitoba***Firm categories***

- Dealer (Merchant)
- Dealer (Futures Commission Merchant)
- Dealer (Floor Broker)
- Adviser
- Local

Individual categories and permitted activities

- Floor Trader
- Salesperson
- Branch Manager
- Adviser
- Officer – Specify title
- Director
- Partner
- Futures Contracts Portfolio Manager
- Associate Futures Contracts Portfolio Manager
- IIROC approval only
- Local

Québec – activities relating to derivatives***For information purposes, indicate whether you will carry on activities as a representative of:***

- An Investment Dealer Acting as a Derivatives dealer
- A Portfolio Manager Acting as a Derivatives portfolio manager

SCHEDULE C
Address and agent for service (Item 4)

Item 4.1 Address for service

You must have one address for service in each province or territory in which you are now, or are seeking to become, a registered individual or permitted individual. A post office box is not an acceptable address for service.

Address for service:

_____ (number, street, city, province or territory, postal code)

Telephone number: (____) _____ Fax number: (____) _____

E-mail address: _____

Item 4.2 Agent for service

If you have appointed an agent for service, provide the following information for the agent. The address for service provided above must be the address of the agent named below.

Name of agent for service: _____

(if applicable)

Contact person:

_____ Last name, First name

SCHEDULE D
Current employment, other business activities, officer positions held and directorships
(Item 7)

Complete a separate Schedule E for each of your current business and employment activities with your sponsoring firm and with all other organizations. This includes any business related officer or director positions held, or any other equivalent positions held, whether you receive compensation or not.

1. Start date

(YYYY/MM/DD)

2. Firm information

Check here if this activity is employment with your sponsoring firm.

If the activity is with your sponsoring firm, you are not required to indicate the firm name and address information below:

Name of business or employer: _____

Address of business or employer: _____
(number, street, city, province, territory or state, country)

Name and title of your immediate supervisor: _____

3. Description of duties

Describe all employment and business activities related to this employer. Include the nature of the business and your duties, title or relationship with the business. If you are seeking registration that requires specific experience, include details with this firm such as level of responsibility, value of accounts under direct supervision, number of years of experience, and percentage of time spent on each activity.

4. Number of work hours per week

How many hours per week do you devote to this business or employment? _____

If this activity is employment with your sponsoring firm and you work less than 30 hours per week, explain why.

5. Conflict of Interest

If you have more than one employer or are engaged in business related activities, disclose any potential for confusion by clients and any potential for conflicts of interest arising from your multiple employment or business related activities or proposed business related activities. Include whether or not any of your employers or organizations where you engage in business related activities are listed on an exchange. Confirm whether the firm has procedures for minimizing potential conflicts of interest and if so, confirm that you are aware of these procedures.

If you do not perceive any conflicts of interest arising from this employment, explain why.

SCHEDULE E
Ownership of securities and derivatives firms (Item 8)

Firm name: _____

What is your relationship to the firm? Partner Major shareholder

What is the period of this relationship? (if applicable)

From: _____ To: _____
 (YYYY/MM) (YYYY/MM)

Provide the following information:

a) State the number, value, class and percentage of securities, or the amount of partnership interest you own or propose to acquire when you are reinstated or approved as a result of the review of this form. If acquiring shares when you are so approved or registered, state the source (for example, treasury shares, or if upon transfer, state name of transferor).

b) State the market value (approximate, if necessary) of any subordinated debentures or bonds of the firm to be held by you or any other subordinated loan to be made by you to the firm:

c) If another person or firm has provided you with funds to invest in the firm, provide the name of the person or firm and state the relationship between you and that person or firm:

d) Are the funds to be invested (or proposed to be invested) guaranteed directly or indirectly by any person or firm?

Yes No

If "Yes", provide the name of the person or firm and state the relationship between you and that person or firm:

e) Have you directly or indirectly given up any rights relating to these securities or this partnership interest, or do you, when you are registered or approved as a result of the review of this form, intend to give up any of these rights (including by hypothecation, pledging or depositing as collateral the securities or partnership interest with any firm or person)?

Yes No

If "Yes", provide the name of the person or firm, state the relationship between you and that person or firm and describe the rights that have been or will be given up: _____

f) Is a person other than you the beneficial owner of the shares, bonds, debentures, partnership units or notes held by you?

Yes No

If "Yes", complete (g), (h) and (i).

g) Name of beneficial owner:

Last name	First name	Second name (if applicable)	Third name (if applicable)

h) Residential address:

(number, street, city, province, territory or state, country, postal code)

i) Occupation: _____

SCHEDULE F
Contact information for
Notice of collection and use of personal information

Alberta

Alberta Securities Commission,
4th Floor, 300 - 5th Avenue SW
Calgary, AB T2P 3C4
Attention: Information Officer
Telephone: (403) 355-4151

British Columbia

British Columbia Securities Commission
P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2
Attention: Freedom of Information Officer
Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Manitoba

The Manitoba Securities Commission
500 - 400 St. Mary Avenue
Winnipeg, MB R3C 4K5
Attention: Director of Registrations
Telephone (204) 945-2548
Fax (204) 945-0330

New Brunswick

New Brunswick Securities Commission
Suite 300, 85 Charlotte Street
Saint John, NB E2L 2J2
Attention: Director, Regulatory Affairs
Telephone: (506) 658-3060

Newfoundland and Labrador

Securities NL
Financial Services Regulation Division
Department of Government Services
P.O. Box 8700, 2nd Floor, West Block
Confederation Building
St. John's, NL A1B 4J6
Attention: Manager of Registrations
Tel: (709) 729-5661

Nova Scotia

Nova Scotia Securities Commission
2nd Floor, Joseph Howe Building
1690 Hollis Street
P.O. Box 458
Halifax, NS B3J 2P8
Attention: Deputy Director, Capital Markets
Telephone: (902) 424-7768

Northwest Territories

Government of the Northwest Territories
P.O. Box 1320
Yellowknife, NWT X1A 2L9
Attention: Deputy Superintendent of Securities
Telephone: (867) 920-8984

Nunavut

Legal Registries Division
Department of Justice
Government of Nunavut
P.O. Box 1000 Station 570
Iqaluit, NU X0A 0H0
Attention: Deputy Registrar of Securities
Telephone: (867) 975-6590

Ontario

Ontario Securities Commission
Suite 1903, Box 55
20 Queen Street West
Toronto, ON M5H 3S8
Attention: FOI Coordinator
Telephone: (416) 593-8314

Prince Edward Island

Securities Registry
Office of the Attorney General B Consumer, Corporate and
Insurance Services Division
P.O. Box 2000
Charlottetown, PE C1A 7N8
Attention: Deputy Registrar of Securities
Telephone: (902) 368-6288

Québec

Autorité des marchés financiers
800, square Victoria, 22e étage
C.P. 246, tour de la Bourse
Montréal (Québec) H4Z 1G3
Attention: Responsable de l'accès à l'information
Telephone: (514) 395-0337 or (877) 525-0337 (in Québec)

Saskatchewan

Saskatchewan Financial Services Commission
Suite 601, 1919 Saskatchewan Drive
Regina, SK S4P 4H2
Attention: Director
Telephone: (306) 787-5842

Yukon

Yukon Securities Office
Department of Community Services
P.O. Box 2703 C-6
Whitehorse, YT Y1A 2C6
Attention: Superintendent of Securities
Telephone: (867) 667-5225

Self-regulatory organization

Investment Industry Regulatory Organization of Canada
121 King Street West, Suite 1600
Toronto, Ontario M5H 3T9
Attention: Privacy Officer
Telephone: (416) 364-6133
E-mail: PrivacyOfficer@iircoc.ca