

**SENT VIA EMAIL TO:**

consultation-en-cours@lautorite.qc.ca  
comments@osc.gov.on.ca

March 21, 2022

Me Philippe Lebel  
Corporate Secretary and Executive Director, Legal affairs  
Autorité des marchés financiers  
Place de la Cité, tour Cominar  
2640, boulevard Laurier, bureau 400

Grace Knakowski  
Secretary  
Ontario Securities Commission  
20 Queen Street West, 22nd Floor  
Toronto, Ontario M5H 3S8

**CONFIDENTIAL**

Dear Sirs/Mesdame

**Re: Proposed National Instrument 93-101 Derivatives: Business Conduct, Proposed Companion Policy 93-101CP Derivatives: Business Conduct**

The Canadian Bankers Association (**CBA**) is the voice of more than 60 domestic and foreign banks that help to drive Canada's economic growth and prosperity. We appreciate the opportunity to provide comments on the Proposed National Instrument 93-101 Derivatives: Business Conduct and Proposed Companion Policy 93-101 Published January 20, 2022 (together with the Rules, the "**Proposed Draft**").

## **CBA's Support of CMIC's Comments**

The CBA endorses the Canadian Market Infrastructure Committee's (**CMIC**) submission on the Proposed Draft in its entirety. Our members concur and support the specific comments and positions outlined in CMIC's submission to you on March 21, 2022.

Further, consistent with our prior advocacy and CMIC's general comment, we wish to specifically emphasize the position that the OTC derivatives rules be harmonized across Canada and for the Canadian system to be harmonized with the regimes in certain foreign jurisdictions with larger markets. Given the small size of the Canadian derivatives market, we are concerned the cost of analysing and complying with a patchwork of unique, and potentially divergent provincial rules would likely make it too costly for a foreign counterparty to enter into OTC derivatives transactions with a Canadian counterparty. Reducing the participation of foreign counterparties with Canadian market participants would be harmful to Canadian investors and markets.

## **Conclusion**

We thank you for considering our views. As always, we remain open to meeting with you as you continue to develop the Proposed Draft to discuss in detail our general comment. In the meantime, if you have any questions about any of the matters raised in connection with this consultation, please do not hesitate to contact us.

Sincerely,

CBA

This letter is addressed to (cc):

Alberta Securities Commission

Autorité des marchés financiers

British Columbia Securities Commission

Financial and Consumer Services Commission (New Brunswick)

Financial and Consumer Affairs Authority of Saskatchewan

Manitoba Securities Commission

Nova Scotia Securities Commission

Nunavut Securities Office

Ontario Securities Commission

Office of the Superintendent of Securities, Newfoundland and Labrador

Office of the Superintendent of Securities, Northwest Territories

Office of the Yukon Superintendent of Securities

Superintendent of Securities, Department of Justice and Public Safety, Prince Edward  
Island