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Re: Canadian Securities Administrators

Multilateral CSA Notice 45-312 Proposed Prospectus Exemption for Distributors to Existing Security Holders JAN 2 0 2014

BRITISH COLUMBIA
SECURITIES COMMISSION
CORPORATE DISCLOSURE

This year, Cambridge House International Inc ("CH") celebrates its 20th anniversary producing investment conferences that bring together retail and professional investors to hear knowledgeable speakers discuss investment opportunities in companies listed on Canadian venture exchanges and to meet directly with principals of those companies that exhibit as part of their investor relations programs.

Without question, over the past two decades these conferences have been extremely beneficial in assisting companies to create investor awareness and attract venture capital.

CH initially focused on "juniors" trading on the Vancouver, Alberta, and Montreal exchanges, and on the Toronto Stock Exchange. In the "bust" cycle of the late '90s, CH expanded its focus to include venture companies involved in technology. Both sectors relied on the same elements and regulations in raising venture capital.

As the "boom" cycle" in mineral exploration returned and the tech sector went into a downturn, Cambridge re-focused on the mineral exploration sector and expanded to host eight annual events. Its annual January conference in Vancouver has become the world's largest such event. This conference attracts upwards of 10,000 investors, with hundreds of those coming to Vancouver from Europe, South America, the US, Africa, Australia, and Asia.

Canada Dominates World Mineral Exploration

The participants at CH conferences dominate the world's mineral exploration activities. It is the one industry where Canada is truly the world's leader, responsible for approximately 60% of worldwide mineral exploration. Its geology schools boast dozens of graduates who can claim the title of being a "mine finder". The country has established support services that are the best in the world: worldwide logistics, building camps to handle all climates, prospecting, sampling, trenching, airborne surveys, computer modeling of ore bodies, financing – everything that is involved in the long and arduous task of bringing ore bodies into production.

Canada's versatile financial sector has developed the ability to raise the required venture capital for this high risk, high reward business.

Technology and the Investor

Today, investors are able to undertake quick and efficient research to assist them in making informed decisions. The roles of the "gurus" and investment advisors have changed dramatically.

There is no reason why any investor cannot be an informed investor, with detailed knowledge superior to that of those who presume to regulate them. Companies can be held accountable by their shareholders in the blink of an eye. With the increasing use of social media, venture companies and their personnel are in essence policed and regulated by the world at large. There is no coherent reason for the immense amount of regulation impeding venture capital companies.

Investing in venture companies is, by its very nature, speculative. If correctly played, it is thousands of times less risky than gambling at a casino or buying lottery tickets, which are both industries that have no restrictions on individuals and that actually have their regulators advertising their availability.

What Happens When One Invests in a Venture Capital Company?

Jobs are created. It is as simple as that!

In mineral exploration, lawyers, accountants, brokers, finders, and others support the exploration process and get paid for their contributions. Schools teach. Geologists go to work. Students get summer jobs in the field. Drills start working. Helicopters and

planes are busy. Camps are set up. Provisions are supplied. Labs produce assays. Vehicles and equipment are bought. Fuel is burned. IR people get the stories out. Conferences, large and small, are held in financial centers around the world. A village in Cambodia gets a water well. First Nations people in the NWT take on the diamond business. Programmers analyze information. The list goes on and on.

You do not create the number one mining exploration country in the world without an extremely large and active infrastructure. JOBS! Canada can be proud!

What Ifs

What if Murray Pezim had said "enough is enough" after hole #78 at Hemlo or hole #108 at Eskay Creek?

What if Vancouver's legendary Chester Miller had said "heap leaching has no future"?

What if Robert Friedland had said "No results, so we'll cancel all flights over Newfoundland"?

What if Chuck Fipke and Stuart Blusson had said "we are done; there'll never be diamonds in the North West Territories"?

What if Sir Harry Oakes' backers had said "Harry, Kirkland Lake is in the middle of nowhere, You are on your own."?

Venture Capital is all about JOBS!

The multiplier effect of dollars invested in venture capital is the largest job generator in the history of the world.

The reality is that the imaginative development of venture capital has made mineral exploration by Canadians the country's only world-wide dominant industry. Towns around the world owe their existence to the determination by Canadian explorers to take risks and overcome obstacles, and they did it with venture capital raised in Canadian markets.

The Future of Venture Capital

Unless the Canadian regulators governing capital markets change their attitudes and respect global realities, venture markets will leave Canada and relocate to friendlier political climates. Watch for public markets to open in Hong Kong, Singapore, Uruguay, or wherever. Watch the Australians surpass Canada as the world leader in mine finding. Even today, the lessons that Canadians have taught the Chinese over the past several years are evident as the Chinese are becoming more and more involved in places like Africa, South America, and Greenland.

Canada's Future is in the hands of Regulators

Cambridge House International Inc. unequivocally supports the submission to CSA Notice 312 43 by the Venture Capital Markets Association and attached to this response, and asks regulators to seriously read and understand that document.

The future of thousands of Canadian jobs, and of venture capital, is in the hands of regulators and politicians, who seem to be negatively influenced by regulators.

CH respectfully asks each and every member of all the 13 securities commissions in Canada to think long and hard about their responsibilities to the future of Canada, its industries, and its citizens.

And, always remember, "If you Cannot Grow It, you must Mine It.!"

lay Martin

President

Cambridge House International Inc.