



July 5, 2022

VIA EMAIL

British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
Financial and Consumer Services Commission of New Brunswick
Superintendent of Securities, Department of Justice and Public Safety, Prince Edward Island
Nova Scotia Securities Commission
Securities Commission of Newfoundland and Labrador
Registrar of Securities, Northwest Territories
Registrar of Securities, Yukon Territory
Superintendent of Securities, Nunavut

The Secretary
Ontario Securities Commission
20 Queen Street West
22nd Floor
Toronto, Ontario M5H 3S8
Email: comments@osc.gov.on.ca

M^e Philippe Lebel
Corporate Secretary and Executive Director
Legal Affairs
Autorité des marchés financiers
Place de la Cité, tour Cominar
2640, boulevard Laurier, bureau 400
Québec (Québec) G1V 5C1
Email: consultation-en-cours@lautorite.qc.ca

Dear Sirs/Mesdames:

Re: CSA Notice and Request for Comment *Proposed Amendments and Proposed Changes to Implement an Access Equals Delivery Model for Non-Investment Fund Reporting Issuers*

TSX Inc. and TSX Venture Exchange Inc. (collectively, the “**Exchanges**” or “**we**”) welcome the opportunity to comment on the notice and request for comment published by the Canadian Securities Administrators (“**CSA**”) on April 7, 2022 entitled *Proposed Amendments and Proposed Changes to Implement an Access Equals Delivery Model for Non-Investment Fund Reporting Issuers* (the “**Request for Comment**”). Capitalized terms used in this letter and not specifically defined have the meaning given to them in the Request for Comment.

The Exchanges

The Exchanges are part of TMX Group Limited, a company that is strongly focused on supporting and promoting innovation, capital formation, good governance and financial markets in Canada and globally through its exchanges, including the Toronto Stock Exchange (“**TSX**”) and TSX Venture Exchange (“**TSXV**”) for equities and the Montreal Exchange for financial derivatives. TSX is a globally recognized, robust stock exchange that lists growth-oriented companies with strong



performance track records and is a top-ranked destination for global capital. TSXV is Canada's leading global capital formation platform for growth stage companies looking to access public venture capital to facilitate their growth and is an important part of Canada's vibrant and unique capital markets continuum.

Reducing Regulatory Burden

It is vital to our clients and to all investors that the capital markets in Canada remain fair, efficient and competitive. Our businesses rely on our customers' continued confidence and participation in Canada's capital markets. We believe that achieving the right balance between investor protection and regulatory burden is essential to creating an environment where companies and the Canadian economy can grow and successfully and sustainably compete on an international level. The Exchanges are very supportive of initiatives to reduce the regulatory burden on all market participants without impeding the ability of the CSA to fulfill its regulatory responsibility to protect investors.

Access Equals Delivery

The AED Model implements an access equals delivery model for prospectuses generally, annual financial statements, interim financial reports and related MD&A for non-investment fund reporting issuers. We agree with the CSA's view that information technology is an important and useful tool in improving communication with investors. We appreciate the CSA's consideration of comments received in response to CSA Consultation Paper 51-405 *Consideration of an Access Equals Delivery Model for Non-Investment Fund Reporting Issuers* (the "**Consultation Paper**"), namely, that the proposed AED Model does not remove an investor's ability to request documents in paper or electronic form or prevent an issuer from delivering financial statements and related MD&A based on an investor's standing instructions.¹ An important amendment to the AED Model since the publication of the Consultation Paper permits this delivery method to be optional rather than mandatory. This amendment permits each issuer to choose appropriate delivery methods for the company and its shareholders, which strikes the right balance between investor protection and the reduction of regulatory burden. As a result, given the amendments to the AED Model since the Consultation Paper, the Exchanges are supportive of the AED Model as set out in the Request for Comment.

The Exchanges are of the view that AED Model (where adopted by issuers) will help reduce the regulatory burden and costs borne by issuers associated with the printing and delivery of paper disclosure documents to their investors. Additionally, the AED Model will facilitate the timely disclosure of information to investors and will not have an adverse impact on investor protection. In addition, electronic access to documents provides an environmentally friendly manner of communicating information to investors.

Finally, given the CSA's objective to harmonize regulation of the Canadian capital markets, we suggest that a single, unified approach to the AED Model would be most appropriate. However, we appreciate that all CSA jurisdictions may not be in a position to have the requisite legislative amendments in place when the AED Model goes live, so a phased-in approach may be warranted.

¹ See our [comment letter](#) to the Consultation Paper dated March 9, 2020 on page 179.



Although at this time, the CSA is not proposing an access equals delivery model for the delivery of documents that require immediate shareholder action and participation, such as proxy-related materials and take-over bid circulars, further consultation prior to such a proposal, would, in our opinion, be warranted, given the impact such a delivery model may have on financial market infrastructures, including clearing agencies, central securities depositories, and other intermediaries.

We appreciate the opportunity to respond to the Request for Comment. Should you wish to discuss any of the comments with us in more detail, we would be pleased to respond.

Yours truly,

“Loui Anastasopoulos”

Loui Anastasopoulos
CEO, Toronto Stock Exchange &
Global Head, Capital Formation