

CSA Notice of Republication and Request for Comment – Proposed Amendments and Proposed Changes to Implement an Access Model for Certain Continuous Disclosure Documents of Non-Investment Fund Reporting Issuers

January 10, 2025

Submission to members of the
Canadian Securities
Administrators (**CSA**)

The Canadian Bankers Association (**CBA**)¹ appreciates the opportunity to provide input on the CSA's *Proposed Amendments and Proposed Changes to Implement an Access Model for Certain Continuous Disclosure Documents of Non-Investment Fund Reporting Issuers (Proposed Amendments)*.

a) The benefits of an access model

We are generally supportive of the adoption of an access model for providing documents to investors, whereby a reporting issuer:

- may choose to provide electronic access to a document instead of following the delivery requirements currently found in securities legislation; and
- delivery of paper copies remains available for those investors who provide standing instructions to receive documents in that format.

Such a model provides a number of benefits to investors and issuers without compromising investor protection. This includes the environmental benefit of lessening paper distributions, more timely and efficient communication with investors, and reduced regulatory burden and costs for issuers.

We note that in large part, achieving these benefits was the purpose of the access model, as initially proposed by the CSA in April 2022 (**Initial Proposal**):

The purpose of the proposed AED [Access Equals Delivery] Model is to modernize the way documents are made available to investors and reduce costs associated with the printing and mailing of documents, which are currently borne by issuers. The proposed AED Model provides a more cost-efficient, timely and environmentally friendly manner of communicating information to investors than paper delivery. In our view, the proposed

¹ The Canadian Bankers Association is the voice of more than 60 domestic and foreign banks that help drive Canada's economic growth and prosperity. The CBA advocates for public policies that contribute to a sound, thriving banking system to ensure Canadians can succeed in their financial goals.

AED Model reduces regulatory burden on issuers without compromising investor protection.²

The anticipated cost savings and regulatory burden reduction of the Initial Proposal arose due to the proposed elimination of the requirement for issuers to deliver a one-page annual request form to investors. The form allows investors to request a copy of the reporting issuer's financial statements and related management's discussion & analysis (**MD&A**).

b) Replacing one paper form with another

The Proposed Amendments continue to allow issuers using the access model to forgo sending this annual one-page request form to investors. The Proposed Amendments, however, introduce a new requirement for such issuers to send an annual one-page notice to investors as a reminder about how to access the relevant documents electronically or obtain copies of them.³

In our view, this new annual notice requirement negates the anticipated cost and regulatory burden reduction benefits of the Initial Proposal – a one-page annual paper form is being replaced with a one-page annual paper notice. In addition to being unnecessary, requiring a paper mailing runs counter to the objective of modernizing the way documents are made available to investors.

Alerting investors to the availability of documents is important and can be achieved effectively *without* the contemplated annual paper mailing. This is because in addition to the news release required by the Initial Proposal, investors will be able to access the documents on the issuer's website⁴ and via a subscription to SEDAR+, as specified in the Proposed Amendments.

In light of the above, we recommend that the proposed new requirement to send a one-page

² [CSA Notice and Request for Comment – Proposed Amendments and Proposed Changes to Implement an Access Equals Delivery Model for Non-Investment Fund Reporting Issuers](#) (April 7, 2022) page 2.

³ Ibid, page 22 (proposed section 4.5.3 to National Instrument 51-102).

⁴ While having a website will not be mandatory under the Proposed Amendments, it is safe to assume that the overwhelming majority of issuers have one. As noted by the Proposed Amendments, issuer websites are the most intuitive place for investors to look for information about an issuer.

notice to shareholders (proposed section 4.5.3 of National Instrument 51-102) be eliminated.

c) *Looking ahead*

We note that the CSA has indicated that it is not proposing an access model for certain documents, including as proxy-related materials and take-over bid and issuer bid circulars at this time. As noted in the Initial Proposal, this is because such documents require immediate shareholder action and participation.

We encourage the CSA to take an iterative approach to the modernization of delivery and access-related requirements. Once investors become familiar with the access model and the subscription functionality of SEDAR+, the CSA should revisit extending the model to other documents as appropriate.

We thank you for taking the time to consider our views regarding the Proposed Amendments and trust that you will find these comments helpful. We would be pleased to discuss our comments further at your convenience.