

Translated from the original French

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

No.: 500-11-064818-244

DATE: APRIL 29, 2025

PRESIDING: THE HONOURABLE DAVID R. COLLIER, J.S.C.

AUTORITÉ DES MARCHÉS FINANCIERS
Plaintiff

v.

XT.COM EXCHANGE
and
BZ LIMITED
Defendants

and

BELL CANADA
ROGERS COMMUNICATIONS CANADA INC.
TELUS COMMUNICATIONS INC.
VIDÉOTRON LTÉE
COGECO CONNEXION INC.
BRAGG COMMUNICATIONS INC.
SASKATCHEWAN TELECOMMUNICATIONS
XPLORE INC.
TEKSAVVY SOLUTIONS INC.
EXECULINK TELECOM INC.
SOGETEL INC.

Third party defendants

JC0B37

500-00-004283-254

CORRECTED JUDGMENT DATED APRIL 23, 2025
TO ADD THE THIRD PARTY DEFENDANT SOGETEL INC.
(APPLICATION FOR A PERMANENT INJUNCTION)

I. OVERVIEW

- [1] The Autorité des marchés financiers (the AMF) is a mandatary of the State whose mission, among other things, is to supervise the activities connected with the distribution of financial products and services and to protect consumers against unethical practices.
- [2] The defendants are related firms operating websites on which investors can trade in cryptocurrency.
- [3] The third party defendants operate Internet communication networks in Canada. The defendants offer their financial services to the public through these networks.
- [4] On September 20, 2023, the Financial Markets Administrative Tribunal (FMAT) rendered a decision¹ in which it concluded that the defendants were providing financial services in Canada in violation of the *Securities Act*² and the *Derivatives Act*,³ in that they were offering securities without a prospectus, illegally acting as securities and derivatives dealers, and marketing derivatives without being accredited by the AMF.
- [5] In light of these illegal activities, the FMAT ordered the defendants to block all access to their websites within two months and to inform users of the websites, within two days of the decision, that they must withdraw their assets from the websites before they were shut down.
- [6] On September 22, 2023, the AMF filed the FMAT decision in Superior Court, thereby making it an enforceable Superior Court judgment.⁴
- [7] The AMF argues that the defendants refused to comply with the FMAT decision. Therefore, to enforce the FMAT decision, the AMF asked the Court to issue a

¹ File No. 2023-009 (Decision No. 2023-009-001) filed in Superior Court under number 500-05-085772-232.

² *Securities Act*, CQLR c V-1.1.

³ *Derivatives Act*, RLRQ, c. I-14.01.

⁴ *Act respecting the Regulation of the Financial Sector*, CQLR c E-6.1, s. 115.15.5.

permanent injunction ordering the third-party defendants, the Internet service providers (ISPs), to block the public's access to the defendants' websites.

- [8] The ISPs do not contest the application for an injunction but argue that the AMF must indemnify them for any damages arising from blocking the websites, including any expenses incurred by the ISPs to defend against potential legal proceedings by third parties in relation to blocking the websites.
- [9] Although the AMF accepts to indemnify the ISPs for any costs related to implementing the blocking, it does not agree to indemnify them for any damage that may arise from the fact that the ISPs obeyed a court-ordered injunction.
- [10] In February 2025, the AMF discontinued its application for an injunction against third party defendants Northwestel and Sogetel Mobilité.
- [11] Given the dispute between the parties, the Court must answer two questions:
- (i) Is it appropriate to issue a permanent injunction against the ISPs, compelling them to block the defendants' websites?
 - (ii) If the injunction is issued, must the AMF indemnify the ISPs for any damages that could arise from blocking the websites?

II. ANALYSIS

(i) *Should an injunction be issued against the ISPs?*

- [12] In the Court's view, the circumstances justify issuing an order to block the websites. This is the only effective remedy to ensure that the FMAT's decision is enforced.
- [13] The parties argue that this is the first time in Quebec that a website-blocking order has been sought against ISPs who have committed no unlawful act and are not a party to the dispute.
- [14] Regardless of whether it is the first time, such an order is not foreign to Quebec law. Quebec courts have often issued injunctions ordering non-parties to provide information concerning third persons (*Norwich* orders) or to preserve assets that are the focus of a dispute (*Mareva* orders).
- [15] The order sought by the AMF is similar to a *Norwich* or *Mareva* order because in all three cases the Court requires a non-party that is not directly involved in the

wrongful acts to do something that allows the plaintiff to obtain an effective remedy against a defendant who is adversely affecting them.⁵

- [16] Since 2019, the Federal Court has issued several website-blocking orders against ISPs.⁶ In this matter, the Court can draw inspiration from this case law due to the similarities between Quebec and Canadian law applicable to injunctions.
- [17] In *Bell Media Inc. et al. v. GoldTV.Biz*,⁷ the Federal Court (per Gleeson, J.) established the test for issuing an interlocutory website-blocking order. In that case, the defendants operated websites on the Internet networks of the ISPs, which websites provided the public with unauthorized access to the plaintiffs' protected content.
- [18] According to Gleeson, J., the Federal Court's equitable jurisdiction grants it the power to issue a website-blocking injunction. Moreover, pursuant to *Google Inc. v. Equustek Solutions Inc.*, orders against non-parties meet the same criteria as those applicable to interlocutory injunction orders against defendants.⁸
- [19] These criteria are set out in *Metropolitan Stores*⁹ and *RJR-Macdonald*¹⁰ and are well-known in Quebec. An interlocutory injunction will be issued if: (1) there is a serious issue to be tried; (2) irreparable (or serious)¹¹ harm will be caused if the injunction is not granted; and (3) the balance of convenience weighs in favour of the plaintiff.
- [20] In addition, since a website-blocking order involves a non-party that has done nothing wrong, the principle that the injunction order must be fair and equitable becomes particularly important. In *GoldTV.Biz*, the issue of fairness was considered in the context of the balance of convenience.
- [21] The courts need not consider the balance of convenience in the case of an order for a permanent injunction as opposed to an interlocutory injunction, or when the plaintiff's right to an injunction is clear. Since injunctions are equitable remedies

⁵ *Google Inc. v. Equustek Solutions Inc.*, 2017 SCC 34, [2017] 1 S.C.R. 825 at para. 28 ("Google"); AMF's Plan of argument, February 5, 2025, at para. 33.

⁶ *Bell Media Inc. et al. v. GoldTV.Biz et al.*, 2019 FC 1432 [*GoldTV.Biz*], aff'd *Teksavvy Solutions v. Bell Media Inc.*, 2021 FCA 100; *Rogers Media Inc. v. Jean Untel 1*, 2024 FC 775; *Rogers Media Inc. v. John Doe 1*, 2024 FC 1082; *Indigo Books & Music Inc. v. John Doe 1*, 2024 FC 1465; *Bell Media Inc. v. Jean Untel 1 (Soap2day)*, 2025 FC 133; *Rogers Media Inc. v. John Doe 1*, FC, file number T-1253-23.

⁷ *GoldTV.Biz*, supra note 6.

⁸ *Google*, supra note 5 at para. 25.

⁹ *Manitoba (A.G.) v. Metropolitan Stores Ltd.*, [1987] 1 SCR 110.

¹⁰ *RJR-Macdonald Inc. v. Canada (Attorney General)*, [1994] 1 SCR 311.

¹¹ In Quebec, article 511 CCP extends the criteria of prejudice to "serious" prejudice, which is a distinction between civil law and common law in matters of injunction. See *Groupe CRH Canada inc. c. Beauregard*, 2018 QCCA 1063 at paras. 30 to 33.

and result from the Court's exercise of a broad discretionary power, however, the fair and equitable nature of the injunction remains relevant,¹² especially in the case of an injunction against a non-party.

[22] In *GoldTV.Biz*, Gleeson, J. drew inspiration from the judgment of the Court of Appeal of England and Wales in *Cartier International AG v British Sky Broadcasting Ltd.*,¹³ to analyze the fair and equitable nature of the website-blocking order sought. In *Cartier*, the Court listed factors for determining whether a site-blocking order is proportional. Gleeson, J., while declaring that they are not exhaustive, and that none of them is determinative, listed the factors in paragraph 52 of his decision:

- (a) Necessity: a consideration of the extent to which the relief is necessary to protect the plaintiff's rights. The relief need not be indispensable but the court may consider whether alternative and less onerous measures are available;
- (b) Effectiveness: a consideration of whether the relief sought will make infringing activities more difficult to achieve and discourage Internet users from accessing the infringing service;
- (c) Dissuasiveness: a consideration of whether others not currently accessing the infringing service will be dissuaded from doing so;
- (d) Complexity and Cost: a consideration of the complexity and cost of implementing the relief sought;
- (e) Barriers to legitimate use or trade: a consideration of whether the relief will create barriers to legitimate use by unduly affecting the ability of users of ISP services to access information lawfully;
- (f) Fairness: a consideration of whether the relief strikes a fair balance between fundamental rights of the parties, the third parties and the general public;
- (g) Substitution: a consideration of the extent to which blocked websites may be replaced or substituted and whether a blocked website may be substituted for another infringing website; and
- (h) Safeguards: a consideration of whether the relief sought includes measures that safeguard against abuse.

[23] It is worth adopting these factors in addition to those in *Metropolitan Stores* concerning the issuance of an injunction. In doing so, and even if not all the

¹² *Google*, *supra* note 5 at para. 25.

¹³ *Cartier International AG v. British Sky Broadcasting Ltd.*, [2016] EWCA Civ 658 [*Cartier*].

Cartier factors are relevant to this case, the Court finds it appropriate, fair and equitable to issue the website-blocking orders sought by the AMF.

- [24] First, the issue to be determined is serious, and the AMF's right to the injunction is clear. The FMAT decision ordering the defendants to block access to their websites is final. Despite the judgment, however, it is still possible to access the defendants' websites from an IP address in Quebec, and to connect to an account to trade.¹⁴ It is clear that the defendants are not complying with the FMAT's orders.
- [25] The FMAT's decision was served on the defendants, who confirmed its reception.
- [26] Second, it is clear that serious or irreparable harm will be caused to the rule of law, the integrity of the financial markets, and possibly to investors in Quebec and Canada, if an injunction is not issued to block access to the illegal sites operated by the defendants.
- [27] Third, the injunction sought against the ISPs is necessary and effective. It is necessary given the defendants' lack of cooperation. The efficiency and proportionality of the measures sought are uncontested by the parties, who agreed beforehand on the blocking measures presented to the Court. There is every reason to believe that there are no other more effective or advantageous technical solutions.
- [28] In the circumstances, the Court finds that the measures proposed constitute a fair balance between the fundamental rights of the parties and those of the general public.
- (ii) *Must the AMF indemnify the ISPs for any damages that could arise from blocking the websites?*
- [29] The only disagreement between the parties concerns whether the AMF must indemnify the ISPs for any damages that could arise from the enforcement of the site-blocking order.
- [30] The ISPs fear being sued by investors who are dissatisfied or adversely affected by the closure of the websites, even though they were given advance warning of the closure of the accounts. The AMF submits that such claims are purely hypothetical and that the ISPs cannot be held liable for complying with a court order.

¹⁴ Sworn statement by Odrée Blondin dated February 5, 2025.

- [31] In *GoldTV.Biz* and the Federal Court cases that followed it,¹⁵ all the plaintiffs undertook to indemnify the ISPs for any damages arising from the site-blocking. The ISPs argue that the Court should follow these decisions and impose the same obligation on the AMF.
- [32] Distinctions are in order, however. The Federal Court never ordered plaintiffs to indemnify the ISPs. Rather, it ratified the agreements between the parties that included that obligation. Moreover, in several of those cases, the parties were related. In *GoldTV.Biz*, Bell Media Inc. and Rogers Media Inc., the owners of copyrighted content were suing Bell Canada and Rogers Communications Canada, who were allowing this content to be broadcast on their Internet networks. The relationships between the parties can explain the guarantees offered to the defendants.
- [33] This case is also distinguishable from those before the Federal Court in that the AMF is not a private party attempting to protect its own patrimony through an injunction order; rather, it is a public institution whose proceeding seeks to enforce laws of public order. The public interest defended by the AMF must be considered in determining whether the AMF must provide guarantees to the ISPs.
- [34] In this case, the AMF should not be required to indemnify the ISPs for damage that may arise from the site blocking. This damage is hypothetical, and courts must, out of an abundance of caution, refrain from issuing orders without knowing the facts.¹⁶
- [35] Above all, the ISPs have a civic duty to cooperate in maintaining public order. It is in fact this civic duty that justifies the *Norwich* and *Mareva* orders against [TRANSLATION] “innocent” non-parties, as well as the duty of all citizens to testify at trial and to file documents, without compensation other than for minor costs.¹⁷ The ISPs are not *a priori* entitled to compensation for the potential consequences of fulfilling their civic duty.
- [36] In different circumstances, the ISPs may always apply to the courts to assert their rights.
- [37] **ACCORDINGLY, THE COURT RENDERS THE FOLLOWING ORDER:**
- [38] The third party defendants must, within sixty (60) days at the earliest, and within seventy-five (75) days at the latest, of the date this order is deemed final, block or attempt to block, throughout Canada, their customers' access to the websites or online services listed in Schedule 1 (the [TRANSLATION] “Affected Sites”) by

¹⁵ *Supra* note 6.

¹⁶ *Operation Dismantle v. The Queen*, [1985] 1 S.C.R. 441 at paras. 33 to 36.

¹⁷ *Tele-Mobile Co. v. Ontario*, 2008 SCC 12 at paras. 50 and 57.

blocking, or attempting to block, access to all domains and subdomains associated with the Affected Sites.

- [39] Schedule 1 may be amended in accordance with the following procedure with the Court's authorization:
- (a) The plaintiff may serve and file an application to amend Schedule 1 and have added a domain or subdomain to be blocked, if it establishes that those domains or subdomains allow access to the defendants' platforms;
 - (b) A third party defendant can oppose the addition of a domain or subdomain by serving and filing a contestation within ten (10) days of the application for an amendment;
 - (c) If no opposition is served and filed within ten days, the Court may amend Schedule 1 without further formality.
- [40] The third party defendants are under no obligation to verify the accuracy of Schedule 1, or any amendments thereto, and it is the plaintiff's responsibility to designate the domains and subdomains associated with the Affected Sites.
- [41] A third party defendant will be presumed to have complied with its blocking obligations if it uses domain name ("DNS") blocking, DNS redirection, or other equivalent technical means. In the case of other equivalent technical means, the third party defendant must inform the plaintiff of the equivalent means used within a reasonable time.
- [42] If a third party defendant is not able to implement the DNS blocking, DNS redirection, or other equivalent technical means, it must, within ten (10) days of this order, or of its or of its knowledge of its inability to proceed with the blocking, inform the plaintiff of the measure or measures taken and the reasons it cannot comply with the order. The plaintiff will keep this information confidential and use it only to confirm that the third party defendant is complying with its obligations under this order.
- [43] Within 21 days of the date this order is deemed final, the plaintiff will publish the notice found in Schedule 3 of this judgment. The notice will be published: (i) in English in two national media outlets; (ii) in French in at least one media outlet in Quebec, (iii) in both French and English on the plaintiff's website, (iv) via a notice in the Bulletin of the Autorité des marchés financiers, and (v) in a press release issued by the plaintiff.
- [44] Once the blocking has been implemented, the plaintiff will set up a new website (the [TRANSLATION] "Notification Site") where it will publish this order, explain its purpose, and provide the following information to customers who attempt to connect to the blocked websites:

- (a) The plaintiff's identity and the Superior Court file number;
 - (b) The fact that access has been blocked pursuant to this order;
 - (c) The fact that the defendants and any person claiming to be affected by this order can apply to the Court to ask that the order be amended.
- [45] When a customer of a third party defendant attempts to access one of the Affected Sites, the third party defendant, if possible, must implement DNS blocking, DNS redirection, or other equivalent technical means, to redirect the customer to the Notification Site;
- [46] Should a third party defendant not be able to redirect the DNS or to adopt another equivalent technical means to redirect its customers to the Notification Site, the third party defendant may use another means to transmit the information to customers whose access to the websites was blocked.
- [47] The plaintiff must notify the third party defendants of any change in the domain or the address of the Notification Site as soon as possible.
- [48] A third party defendant will not be deemed to have violated this order if it temporarily suspends its blocking activities, in whole or in part, provided that such suspension is necessary to:
- (a) Correct over blocking or investigate any over blocking caused, or presumably caused, by the blocking measures implemented pursuant to this order.
 - (b) Maintain the integrity or the quality of its Internet services or the operation of its systems;
 - (c) Update, troubleshoot, or maintain its Internet services or blocking systems, including due to technical limitations or the capacity of its blocking systems;
 - (d) Prevent a real or potential threat to the security of its networks or of its systems, or react to such a threat.
- [49] If the suspension lasts for over 48 hours, the third party defendant must notify the plaintiff of the suspension, the reason for it, and provide an estimate of the duration of the suspension. The plaintiff will keep this information confidential and use it only to confirm that the third party defendant is complying with its obligations under this order.
- [50] A third party defendant may reserve a reasonable portion of its capacity to implement DNS blocking if it deems it necessary to respond to a threat to its customers or to maintain the integrity of its network and of its services. Any

reserve must be justified by reference to the network's capacity to conduct blocking as it existed in the twelve months prior to the order.

- [51] The plaintiff must notify the third party defendants thereof as soon as possible if one of the following situation occurs and is brought to its attention:
- (a) The fact that a domain or subdomain listed in Schedule 1 of this order (or in an amended version) does not allow or does not facilitate access to the Affected Sites. In such a case, the plaintiff must provide the third party defendants and file with the Court an amended Schedule 1, which removes the domain or subdomain in question, and the third party defendants will no longer be required to block or attempt to block access to that domain or subdomain;
 - (b) The fact that a defendant or a person claiming to be affected by this order has asked the Court to amend the order.
- [52] The notification of documents between the plaintiff and the third party defendants may take place by electronic means using the email addresses exchanged by the parties.
- [53] The defendants and any person claiming to be affected by this order may apply to the Court for an amendment of the order, to the extent that the order affects their ability to access or distribute lawful content. An application for amendment must be served and filed within thirty (30) days of the plaintiff's knowledge of the difficulty in question.
- [54] A third party defendant may seek the suspension, amendment, or revocation of this order, or of any amendment hereto, and this order does not limit a third party defendant's right to raise an issue concerning the technical implementation of the order, its impact on services provided to clients, or the effectiveness of the order.
- [55] The plaintiff will indemnify the third party defendants for the costs of implementing this order, and any amendments hereto, in accordance with the following procedure:
- (a) The third party defendants will provide the plaintiff with a detailed invoice of the costs claimed;
 - (b) The plaintiff must, within thirty (30) days of receipt of the invoice, (i) pay the invoice, or (ii) serve and file with the Court an application to contest the reasonableness of the costs claimed.
- [56] If the plaintiff does not pay the invoice or contest it, the third party defendant will no longer be required to comply with this order with respect to the domains or subdomains concerned by the invoice.

[57] This order will expire after two years, or, if applicable, two years after the last amendment to the order.

[58] **THE WHOLE without costs.**

[signed]

DAVID R. COLLIER, J.S.C.

Mtre Mathieu Hamel
Mtre Patrick Désalliers
LITIGATION SERVICES, AUTORITÉ DES MARCHÉS FINANCIERS
Counsel for the plaintiff

Mtre Charles Lapointe
Mtre Thomas Stelmazuk-Côté
LANGLOIS LAWYERS LLP
Counsel for third party defendant TELUS COMMUNICATIONS

Mtre Cavatine Corine Madimba
APRIL AVOCATS (BELL CANADA AND BCE LEGAL DEPARTMENT)
Counsel for third party defendants BELL CANADA and NORTHWESTEL INC.

Mtre Zoé Foustokjian
QUÉBECOR MÉDIA INC.
Counsel for third party defendant VIDÉOTRON LTÉE

Mtre Guillaume Lavoie Ste-Marie
SMART & BIGGAR, LLP
Counsel for third party defendant ROGERS COMMUNICATIONS

Mtre Julien Morin
DAVIES WARD PHILLIPS & VINEBERG
Counsel for third party defendant XPLORE INC.

Mtre Samuel Ross
ROBIC LLP
Counsel for third party defendant COGECO CONNEXION INC.

Mtre Éric Oliver
Mtre Mathieu Paquette
OLIVIER AVOCATS
Counsel for third party defendants SOGETEL INC., SOGETEL MOBILITY INC., and EXECULINK TELECOM INC.

Mtre Daniel Pink
ROGERS COMMUNICATIONS CANADA INC.

Date of hearing: February 10, 2025

Courtesy Translation

Schedule 1–Affected Sites

XT.com Exchange website

Domaine names to be blocked	Subdomains to be blocked
xt.com	[EMPTY]
xtchainpersian.site	[EMPTY]
xtexchangeswap.xyz	[EMPTY]
xtcore.wiki	[EMPTY]
xt.pub	[EMPTY]
azplan.cc	[EMPTY]

Schedule 2–Technical means

- [1] For the domains listed in Schedule 1 (as amended): DNS blocking, or alternatively, DNS redirection.
- [2] For the domains, subdomains, or specific paths indicated in Schedule 1 (as amended): DNS blocking or DNS redirection, or, at the third party defendant's option, URL blocking, insofar as the third party defendant's technical infrastructure enables it to use this blocking method. Specifically:
 - (a) for the domains and sub-domains listed in Schedule 1 (as amended), the third party defendants are not required to block the URL address if they proceed with DNS blocking or DNS redirection in accordance with paragraph 1 of Schedule 2;
 - (b) no third party defendant will be required to purchase the material or software needed to block the URL addresses.

Schedule 3–Notice**Notice to Canadian investors to withdraw their assets from the cryptoasset trading platform XT.Com**

The Autorité des marchés financiers advises the public that, on April 23, 2025, it obtained a permanent injunction from the Superior Court of Québec compelling Canada's main telecommunications companies to block access to the websites of the cryptoasset trading platform XT.Com (Court File No. 500-11-064818-244).

This platform had already been the subject of a decision by the Financial Markets Administrative Tribunal, dated September 20, 2023, ordering XT.Com to block access to its websites and inform platform users that they would cease to be accessible and that they should therefore withdraw all their assets and close their accounts as soon as possible. However, XT.Com did not comply with that order.

The permanent injunction issued by the Superior Court is final. As such, Canadian investors who still have assets on the XT.Com platforms must access their account and withdraw their assets before access to the platforms is blocked. Be advised that platform blocking will be implemented between [xx xxx] 2025 and [xx xxx] 2025.

About the Autorité des marchés financiers

In its role as regulator, the Autorité des marchés financiers acts to maintain a financial sector that is dynamic, operates with integrity and warrants public confidence. It regulates, in whole or in part, activities in the following sectors: insurance, securities and derivatives, distribution of financial products and services, deposit institutions, mortgage brokerage and credit assessment.