

CANADIAN SECURITIES ADMINISTRATORS STAFF NOTICE 11-314: UPDATE OF CSA INSTRUMENTS

Référence : Non disponible

May 6, 2011

From time to time, a local jurisdiction may amend a regulation to reflect changes that affect activity only in that particular local jurisdiction. Such local amendments may nonetheless be of interest or importance beyond the local jurisdiction. The CSA recognize that publicly-available consolidated versions of the affected regulations, kept current to reflect the local amendments from all CSA jurisdictions, will be useful.

To that end, CSA staff intend from time to time, to issue notices that:

- identify the sections of regulations affected by local amendments; and
- set out the text of the local amendments in various jurisdictions and their source.

Annex A to this notice sets out a number of changes that have already been made locally to the indicated regulations. The text of rule consolidations on the websites of CSA members will now be updated, as necessary, to reflect these local amendments.

Questions regarding this notice may be directed to:

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Annex A

Regulation	Local Amending Rules	Details of Changes in Regulation
<i>Regulation 11-102 respecting Passport System</i>	Amendment to 11-102 consequential to the Repeal and Replacement of <i>Alberta Securities Commission Rules (General) (Alberta)</i>	Appendix D was amended by: (1) replacing “s. 28 of ASC Rules (General)” in the row entitled “Compensation or contingency trust fund” under the subheading “Registration” by “s. 6 of ASC Rules (General)”; and (2) repealing “s. 129.1 of ASC Rules (General) and” in the row entitled “Filing report of exempt distribution” under the subheading “Requirements when using prospectus exemptions”.
	81-513 (British Columbia)	Appendix D was amended, in the first four rows of the British Columbia column underneath the subheading “Investment Funds – Self-Dealing”, by: (1) replacing “s.121” by “s.6 of BC Instrument 81-513 Self-Dealing”; (2) replacing “s.122” by “s.7 of BC Instrument 81-513 Self-Dealing”; (3) replacing “s.124” by “s.8 of BC Instrument 81-513 Self-Dealing”; and (4) replacing “s.126” by “s.9 of BC Instrument 81-513 Self-Dealing”.
	11-801 (Northwest Territories)	Appendix D was amended by replacing, in the Northwest Territories column, in the row located below the subheading “Insider Reporting”, “s.2 of Local Rule 55-501” by “s.104”.
	11-802 (Prince Edward Island)	Appendix D was amended by replacing, in the Prince Edward Island column, in the row located below the subheading “Insider Reporting”, “s.1 of Local Rule 55-501” by “s.104”.
<i>Note: These changes to Regulation 11-102 updated, for passport purposes, the list of relevant local equivalent provisions in Alberta, British Columbia, Northwest Territories and Prince Edward Island.</i>		
<i>Regulation 13-101 respecting System for Electronic Document Analysis and Retrieval (SEDAR)</i>	13-802 (New Brunswick)	Item 6 of Appendix A.III was amended, by replacing, in the list of applicable jurisdictions corresponding to that Item, “NS & Nfld” by “NB, NS, Nfld, NWT, Nun, PEI & YT”.
	11-801 (Northwest Territories)	
	11-801 (Nunavut)	
	13-801 (Prince Edward Island)	
	11-803 (Yukon)	
<i>Note: These changes to Regulation 13-101 provided for the electronic filing of Securities Acquisition (Early Warnings) Press Release and Report, for the purposes of the securities laws of New Brunswick, Northwest Territories, Prince Edward Island, Nunavut and Yukon.</i>		
<i>Regulation 14-101 respecting Definitions</i>	11-801 (Nunavut)	1. Subsection 1.1 (3) was amended by adding the following paragraph to the definition of “person or company”, after paragraph (c): “(c.1) in Nunavut, a “person” as defined in section 1 of the Securities Act (S.Nu. 2008, c. 12);”; 2. Appendix C and Appendix D were each amended by replacing, in the Nunavut row, “Registrar” by “Superintendent”.
<i>Note: The first change to Regulation 14-101 made Nunavut law consistent with that of other jurisdictions. The second updated Nunavut contact information.</i>		
<i>Regulation 41-101 respecting General Prospectus Requirements</i>	Regulation to amend Regulation 41-101 (Alberta)	Schedule 3 of Appendix A was amended by replacing the address of the Alberta Securities Commission with “Suite 600, 250 – 5 th Street SW, Calgary, Alberta T2P 0R4”.
	41-801 (Prince Edward Island)	Schedule 3 of Appendix A was amended by replacing in the Prince Edward Island row, “Deputy Registrar, Securities Division” by “Superintendent of Securities”, and adding just below “Government of Prince Edward Island”.
	11-803 (Yukon)	Schedule 3 of Appendix A was amended by replacing the text of the Regulator column of the Yukon row after the first line of the text by the following: Department of Justice Andrew A. Philipsen Law Centre 2130 – 2nd Avenue, 3rd Floor Whitehorse, Yukon Y1A 5H6 Telephone: 867-667-5225 www.community.gov.yk.ca/corp/secureinvest.html
<i>Note: These changes to Regulation 41-101 updated contact information specific to Alberta, Prince Edward Island and Yukon.</i>		

Regulation	Local Amending Rules	Details of Changes in Regulation
Regulation 45-102 respecting Resale of Securities	Regulation to amend Regulation 45-102 (Alberta)	Form 45-102F1 was amended by replacing the address of the Alberta Securities Commission by “Suite 600, 250 – 5th Street SW, Calgary, Alberta T2P 0R4”.
	Regulation to amend Regulation 45-102 (Northwest Territories)	Appendix A was amended by replacing in the Northwest Territories row “Definition of “control person” and paragraph (iii) of the definition of “distribution” contained in subsection 1(1) of Blanket Order No. 1 of the Registrar of Securities” by “Definition of “control person” in subsection 1(1) and paragraph (c) of the definition of “distribution” contained in subsection 1(1) of the Securities Act (Northwest Territories)”.
	11-801 (Nunavut)	Appendix A was amended by replacing in the Nunavut row “Definition of “control person” and paragraph (iii) of the definition of “distribution” contained in subsection 1(1) of Blanket Order No.1 of the Registrar of Securities” by “Definition of “control person” in subsection 1.1 and paragraph (c) of the definition of “distribution” contained in subsection 1(1) of the Securities Act (S.Nu. 2008, c. 12)”;
	45-802 (Prince Edward Island)	Appendix A was amended by replacing in the Prince Edward Island row, “Clause (iii) of the definition of distribution in section 1” by “Clause 1(e) and subclause 1(k)(iii)”.
<p><i>Note: The first change to Regulation 45- 102 was an address update of the Alberta Securities Commission. The remaining changes to Regulation 45-102 were updates of Northwest Territories, Nunavut and PEI legislative references to control distributions. The update of the Northwest Territories legislative reference need only been made to the Ontario consolidation, as it is already reflected in other consolidations.</i></p>		
Regulation 45-106 respecting Prospectus and Registration Exemptions	Regulation to amend Regulation 45-106 (Alberta)	Form 45-106F1 was amended by replacing the address of the Alberta Securities Commission by “Suite 600, 250 – 5th Street SW, Calgary, Alberta T2P 0R4”.
<p><i>Note: The above change was an address update of the Alberta Securities Commission.</i></p>		
National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI)	55-804 (New Brunswick) 11-801 (Northwest Territories) 11-801 (Nunavut) 55-802 (Prince Edward Island) 11-803 (Yukon)	<p>1. Section 1.1 was amended by replacing, in paragraph (a) of the definition of “transfer report”, “in Alberta, Saskatchewan, Ontario, Nova Scotia or Newfoundland” by “in Alberta, Saskatchewan, Ontario, New Brunswick, Northwest Territories, Nova Scotia, Prince Edward Island, Newfoundland, Nunavut or Yukon”.</p> <p>2. Section 3.2 (1) was amended by replacing “In Alberta, Saskatchewan, Ontario, Quebec, Nova Scotia or Newfoundland” by “In Alberta, Saskatchewan, Ontario, New Brunswick, Northwest Territories, Quebec, Nova Scotia, Prince Edward Island, Newfoundland, Nunavut or Yukon”.</p> <p>3. Forms 55-102F1, 55-102F2, 55-102F3 were each amended,</p> <p>(1) in the paragraph under the heading “Notice – Collection and Use of Personal Information” by :</p> <p style="padding-left: 40px;">(a) adding “Northwest Territories” after “Ontario”;</p> <p style="padding-left: 40px;">(b) adding “Prince Edward Island” after “Nova Scotia”;</p> <p style="padding-left: 40px;">(c) replacing “and Newfoundland” by “Newfoundland and Yukon”.</p> <p>(2) near the end of each of those forms, by adding, in alphabetical order determined with reference to the name of the province or territory, the following:</p> <p>Superintendent of Securities Department of Justice Government of the Northwest Territories 1st Floor, Stuart M. Hogson Building 5009-49th Street P.O. Box 1320 Yellowknife, Northwest Territories, X1A 2L9 Attention: Deputy Superintendent of Securities Tel: 867-920-3318</p> <p>Government of Nunavut Legal Registries Division P.O. Box 100, Station 570 1st Floor, Brown Building Iqaluit, Nunavut, X0A 0H0 Contact person : Superintendent of Securities Tel: 867-975-6590 Fax: 867-975-6595 Email: legal.registries@gov.nu.ca</p>

Regulation	Local Amending Rules	Details of Changes in Regulation
NI 55-102 (cont'd)	See previous references.	<p>Superintendent of Securities Government of Prince Edward Island 4th Floor, Shaw Building 95 Rochford Street P.O. Box 2000 Charlottetown PE C1A 7N8 Tel: 902-368-4550</p> <p>Yukon Securities Office Government of Yukon 3rd Floor – 2130 Second Avenue Whitehorse, Yukon Y1A 2C6 (C-6) Attention: Superintendent of Securities Tel: 867-667-5505</p> <p>4. Form 55-102F6 was amended,</p> <p>(1) in the box entitled “Notice – Collection and Use of Personal Information”, by :</p> <p style="padding-left: 40px;">(a) adding “Northwest Territories” after “Ontario”; (b) adding “Prince Edward Island” after “Nova Scotia”; and (c) replacing “and Newfoundland” by “Newfoundland and Yukon”;</p> <p>(2) in Box 4 entitled “JURISDICTION(S) WHERE THE ISSUER IS A REPORTING ISSUER OR THE EQUIVALENT”, by adding, in alphabetical order each of:</p> <p><input type="checkbox"/> PRINCE EDWARD ISLAND</p> <p><input type="checkbox"/> NORTHWEST TERRITORIES</p> <p><input type="checkbox"/> YUKON</p> <p>(3) in the Instructions box by replacing “the Northwest Territories, Nunavut, Prince Edward Island or the Yukon” by “Nunavut.”; and</p> <p>(4) near the end by adding, in alphabetical order determined with reference to the name of the province or territory, the following:</p> <p>Superintendent of Securities Department of Justice Government of the Northwest Territories 1st Floor, Stuart M. Hodgson Building 5009-49th Street P.O. Box 1320 Yellowknife, Northwest Territories, X1A 2L9 Attention: Deputy Superintendent of Securities Tel: 867-920-3318 Facsimile: 867-873-0243</p> <p>Government of Nunavut Legal Registries Division P.O. Box 100, Station 570 1st Floor, Brown Building Iqaluit, Nunavut, X0A 0H0 Contact person: Superintendent of Securities Tel: 867-975-6590 Fax: 867-975-6595 Email: legal.registries@gov.nu.ca</p> <p>Superintendent of Securities Government of Prince Edward Island 4th Floor, Shaw Building 95 Rochford Street P.O. Box 2000 Charlottetown PE C1A 7N8 Tel: 902-368-4550</p>

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NI 55-102 (cont'd)	See previous references.	Yukon Securities Office Yukon Government Law Centre, 3rd Floor 2130 Second Avenue (PO Box 2703) Whitehorse, YT Y1A 5H6 Attn: Superintendent of Securities Tel: 867-667-5466 Fax: 867-393-6251
<p><i>Notes: There are two types of change to NI 55-102 set out above. First, amendments specific to New Brunswick, Northwest Territories, Nunavut, Prince Edward Island and Yukon relating to the definition and filing of “transfer report” have been made for consistency with other CSA jurisdictions. Second, amendments specific to Northwest Territories, Prince Edward Island and Yukon have also been made to the forms of NI 55-102 for similar consistency. More limited amendments, specific to Nunavut, have also been made to the same forms.</i></p>		
National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI)	Regulation to amend National Instrument 55-102 (Alberta)	<p>1. Form 55-102 F1 Insider Profile is amended by replacing the address of the Alberta Securities Commission by “Suite 600, 250 – 5th Street SW, Calgary, Alberta T2P 0R4”.</p> <p>2. Form 55-102 F2 Insider Report was amended by replacing the address of the Alberta Securities Commission with “Suite 600, 250 – 5th Street SW, Calgary, Alberta T2P 0R4”.</p> <p>3. Form 55-102 F3 Issuer Profile Supplement was amended by replacing the address of the Alberta Securities Commission with “Suite 600, 250 – 5th Street SW, Calgary, Alberta T2P 0R4”.</p> <p>4. Form 55-102 F6 Insider Report was amended by replacing the address of the Alberta Securities Commission by “Suite 600, 250 – 5th Street SW, Calgary, Alberta T2P 0R4”.</p>
<p><i>Note: The above changes to forms in NI 55-102 updated the address of the Alberta Securities Commission.</i></p>		
Regulation 62-103 respecting the Early Warning System and Related Take-Over Bid and Insider Reporting Issues	11-801 (Nunavut)	<p>Appendix A was amended by adding, below the row for Nova Scotia, the following row :</p> <p>NUNAVUT Paragraph (c) of the definition of “distribution” contained in subsection 1(1) of the <i>Securities Act</i> (Nunavut).</p>
<p><i>Note: This change to Regulation 62-103 updated a Nunavut-specific legislative reference to “control block distribution”.</i></p>		
Regulation 81-107 respecting Independent Review Committee	81-513 (British Columbia) 11-801 (Nunavut) 11-803 (Yukon) 81-807 (Prince Edward Island)	<p>1. Appendix A was amended by:</p> <p>(1) replacing in the British Columbia row, “Part 15 – Self-Dealing of the Securities Act (British Columbia)” by “BC Instrument 81-513 Self-Dealing”;</p> <p>(2) adding, below the row for Nova Scotia, the following row :</p> <p>Nunavut Part 11 Insider Reporting and Early Warning of the <i>Securities Act</i> (Nunavut);</p> <p>(3) adding, below the row for Ontario, the following row:</p> <p>Prince Edward Island Part 11 Insider Reporting and Early Warning of the <i>Securities Act</i> (Prince Edward Island); and</p> <p>(4) adding, below the row for Saskatchewan, the following row:</p> <p>Yukon Part 11 Insider Reporting and Early Warning of the <i>Securities Act</i> (Yukon).</p> <p>2. Appendix B was amended by:</p> <p>(1) deleting in the British Columbia row, “Section 127(1)(b) of the Securities Act (British Columbia)”; and</p> <p>(2) deleting in the Prince Edward Island row, “Section 38.1(6) of Securities Act Regulations”.</p>
<p><i>Note: Appendices A and B to Regulation 81-107 have been changed to update British Columbia and Prince Edward Island legislative references in connection with conflicts of interests/self-dealing and inter-fund self dealing. Appendix A to Regulation 81-107 was updated to reflect new Nunavut and Yukon legislative references to conflicts of interests/self-dealing.</i></p>		