

NOT IN FORCE

UNOFFICIAL CONSOLIDATED VERSION : IN FORCE FROM MARCH 17, 2008 TO SEPTEMBER 27, 2009 -

The following is a consolidation of Policy Statement 11-101. This latter came into effect, at first, on September 19, 2005. This document incorporates the amendments to the Policy that came into effect March 17, 2008. This consolidation is provided for your convenience and should not be relied on as authoritative. The specific references are available at the end of this document.

POLICY STATEMENT TO REGULATION 11-101 RESPECTING PRINCIPAL REGULATOR SYSTEM

PART 1 GENERAL

1.1 Purpose

The Regulation provides an exemption from the registration requirement for a firm or individual to continue dealing with a client that moves to a different jurisdiction, and with family members of that client. As long as the registrant is registered in its principal jurisdiction and has a minimal number of clients and minimal amount of assets under management in the other jurisdiction, the registrant will not have to become registered in the other jurisdiction. Because Ontario has not adopted the Regulation, the exemption is not available to a registrant in another jurisdiction whose clients move to Ontario. Under the Regulation, the exemption is not available to a firm with a head office in Ontario or to an individual with a working office in Ontario.

1.2 Deleted

1.3 Deleted

1.4 Deleted

PART 2 PRINCIPAL REGULATOR

2.1 Deleted

2.2 Determination of principal regulator

(1) Deleted

- (2) **For registration** - The principal regulator for a firm is determined by the location of its head office. Under Regulation 31-101, a firm's principal regulator is determined using the most significant connection, with the head office as the primary indicator. If a person wishes to confirm its determination of principal regulator (e.g., because it determines its principal jurisdiction is different than under Regulation 31-101), it should follow the process set out in section 3.2(7) in Policy Statement 31-201 respecting National Registration System (Policy Statement 31-201).

2.3 Notice of principal regulator

(1) Deleted

- (2) **Initial notice - registration exemption** - If a person is required to file a Form 11-101F1 under section 2.6 of the Regulation, it should immediately file the form with its principal regulator and non-principal regulators. It may send it by e-mail to the following addresses:

| | |
|-------------------------|------------------------------|
| British Columbia | registration@bcsc.bc.ca |
| Alberta | nrs@seccom.ab.ca |
| Saskatchewan | dmurrison@sfsc.gov.sk.ca |
| Manitoba | securities@gov.mb.ca |
| Québec | inscription@lautorite.qc.ca |
| New Brunswick | nrs@nbsc-cvmnb.ca |
| Nova Scotia | nrs@gov.ns.ca |
| Prince Edward Island | mlgallant@gov.pe.ca |
| Newfoundland & Labrador | skmurphy@gov.nl.ca |
| Yukon Territory | corporateaffairs@gov.yk.ca |
| Northwest Territories | SecuritiesRegistry@gov.nt.ca |
| Nunavut | svangenne@gov.nu.ca |

- (3) **Deleted**
- (4) **Change in principal regulator - registration exemption** - If a person's principal regulator changes because the firm's head office or the individual's working office changes to another jurisdiction, the person should immediately file the new Form 11-101F1 under section 2.6(1) of the Regulation with its principal regulator and non-principal regulators by e-mail to the addresses set out in section 2.3(2) of this Policy Statement. This is only required if the person has not already filed a Form 31-101F2, Notice of Change in accordance with Regulation 31-101.
- (5) **Change in principal regulator - by securities regulatory authority or regulator** - If a person's principal or non-principal regulator disagrees with a person's determination of principal regulator, the regulator may, under section 2.8 of the Regulation, advise the person that another regulator will be its principal regulator for the purposes of the Regulation. There is a discussion of circumstances when this may occur in section 3.3 of Policy Statement 31-201.

A person may request that a regulator change the issuer or person's principal regulator under section 2.8 of the Regulation if the person originally selects its principal regulator based on the jurisdiction it has the most significant connection with, and that jurisdiction changes over time. The request should be made in writing and include the reasons for the change.

PART 3 CONTINUOUS DISCLOSURE EXEMPTIONS (Deleted)

3.1 Deleted

PART 4 PROSPECTUS-RELATED EXEMPTIONS (Deleted)

- 4.1 Deleted
- 4.2 Deleted
- 4.3 Deleted
- 4.4 Deleted
- 4.5 Deleted
- 4.6 Deleted

PART 5 REGISTRATION-RELATED EXEMPTIONS

5.1 Notice that person is relying on exemption

Under section 5.9 of the Regulation, a person must give prior notice to the securities regulatory authority in the local jurisdiction that it is relying on an exemption in Part 5. A person should indicate which exemption it is relying on in an e-mail sent to the e-mail addresses set out in Form 31-101F2, Notice of Change under Regulation 31-101. The requirement in section 5.9 of the Regulation is separate from the requirement in section 2.6 of the Regulation.

5.2 Interplay of mobility exemptions

Sections 5.3, 5.4, 5.5 and 5.6 of the Regulation provide separate exemptions for a dealer, unrestricted adviser or individual. If an individual employed by a dealer or unrestricted adviser is relying on the exemption for trading with or advising eligible clients in a local jurisdiction, the dealer or unrestricted adviser that employs the individual must either be registered as a dealer or unrestricted adviser, as applicable, in the local jurisdiction, or ensure that it also meets the terms of the mobility exemption.

If an individual can no longer rely on the exemption, then both the individual and the dealer or unrestricted adviser that employs the individual must apply for registration in the local jurisdiction if they want to continue to deal with eligible clients in the jurisdiction.

5.3 Deleted

Appendix A
Prospectus-related requirements that continue to apply under the Regulation
(Deleted)

Décision 2005-PDG-0271 -- 24 août 2005
Bulletin de l'Autorité : 2005-09-02, Vol. 2 n° 35

Décision 2008-PDG-0059 -- 28 février 2008
Bulletin de l'Autorité : 2008-03-14, Vol. 5 n° 10

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