

chapter V-1.1, r. 3

REGULATION 14-101 RESPECTING DEFINITIONS

Decision 2001-C-0274, Title; M.O. 2008-06. s. 1.



Further to the publication of CSA Staff Notice 11-337: Notice of Local Amendments and Changes in Alberta, Manitoba and New Brunswick (AMF Bulletin of December 7, 2017, Vol. 14, no. 48) and CSA Staff Notice 11-342: Notice of Local Amendments and Changes in Certain Jurisdictions (AMF Bulletin of August 6, 2020, Vol. 147, no. 31) this Regulation has been updated.

Securities Act

(chapter V-1.1, s. 331.1)

PART I DEFINITIONS AND INTERPRETATION

1.1. Definitions and Interpretation

1. Every term that is defined or interpreted in the statute of the local jurisdiction referred to in Appendix B, the definition or interpretation of which is not restricted to a specific portion of the statute, has, if used in a regulation, the meaning ascribed to it in that statute unless the context otherwise requires.

2. A provision or reference within a provision of a regulation that specifically refers by name to one or more jurisdictions other than the local jurisdiction shall not have any effect in the local jurisdiction, unless otherwise stated in the regulation.

3. In a regulation

"1933 Act" means the Securities Act of 1933 of the United States of America, as amended from time to time;

"1934 Act" means the Securities Exchange Act of 1934 of the United States of America, as amended from time to time;

"adviser registration requirement" means the requirement in securities legislation that prohibits a person or company from acting as an adviser unless the person or company is registered in the appropriate category of registration under securities legislation;

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

"blanket rulings and orders" means rulings and orders issued under Canadian securities legislation in certain jurisdictions that are applicable to a class of persons, trades, intended trades, securities, exchange contracts or transactions;

"Canadian financial institution" means a bank, loan corporation, trust company, insurance company, treasury branch, credit union or caisse populaire that, in each case, is authorized to carry on business in Canada or a jurisdiction, or the Fédération des caisses Desjardins du Québec;

"Canadian GAAP" means generally accepted accounting principles determined with reference to the Handbook;

"Canadian GAAS" means generally accepted auditing standards determined with reference to the Handbook;

"Canadian securities directions" means the instruments listed in Appendix A; "Canadian securities legislation" means the statutes and the other instruments listed in Appendix B;

"Canadian securities regulatory authorities" means the securities commissions and similar regulatory authorities listed in Appendix C;

"CIPF" means the Canadian Investor Protection Fund;

"CSA" means the Canadian Securities Administrators;

"dealer registration requirement" means:

(a) in every jurisdiction except British Columbia, Manitoba and New Brunswick, the requirement in securities legislation that prohibits a person or company from acting as a dealer unless that person or company is registered in the appropriate category of registration under securities legislation, and

(b) in British Columbia, Manitoba and New Brunswick, the requirement in securities legislation that prohibits a person or company from trading in a security unless that person or company is registered in the appropriate category of registration under securities legislation;

"equity security" has the meaning ascribed to that term in securities legislation;

"exchange contract" means, in Alberta, British Columbia, New Brunswick, Nova Scotia and Saskatchewan, a derivative:

(a) that is traded on an exchange;

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

(b) *that has standardized terms and conditions determined by that exchange;*
and

(c) *for which a clearing agency substitutes, through novation or otherwise, the credit of the clearing agency for the credit of the parties to the derivative.*

"foreign jurisdiction" means a country other than Canada or a political subdivision of a country other than Canada;

"Handbook" means the Handbook of the Canadian Institute of Chartered Accountants, as amended from time to time;

"IFRS" means the standards and interpretations adopted by the International Accounting Standards Board, as amended from time to time;

"implementing law of a jurisdiction" means, for a local jurisdiction, a regulation, rule, ruling or order of the Canadian securities regulatory authority that implements a regulation in the local jurisdiction;

"insider reporting requirement" means

(a) *a requirement to file insider reports under Parts 3 and 4 of Regulation 55-104 respecting Insider Reporting Requirements and Exemptions (c. V-1.1, r. 31);*

(b) *a requirement to file insider reports under any provisions of Canadian securities legislation substantially similar to Parts 3 and 4 of Regulation 55-104 respecting Insider Reporting Requirements and Exemptions; and*

(c) *a requirement to file an insider profile under National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI) (c. V-1.1, r. 30)*

"International Standards on Auditing" means auditing standards set by the International Auditing and Assurance Standards Board, as amended from time to time;

"investment fund manager registration requirement" means the requirement in securities legislation that prohibits a person or company from acting as an investment fund manager unless the person or company is registered in the appropriate category of registration under securities legislation;

"issuer bid" has the meaning ascribed to that term in securities legislation;

"ITA" means the Income Tax Act (Canada);

"jurisdiction" or "jurisdiction of Canada" means a province or territory of Canada except when used in the term foreign jurisdiction;

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

"local jurisdiction" means, in a regulation adopted or made by a Canadian securities regulatory authority, the jurisdiction in which the Canadian securities regulatory authority is situated;

"networking notice requirement" means the requirement in securities legislation that a registrant give written notice to the securities regulatory authority or regulator before entering into a networking arrangement;

"person or company", for the purpose of a regulation, means,

(a) in British Columbia, a "person" as defined in section 1(1) of the Securities Act (R.S.B.C. 1996, c. 418);

(b) in New Brunswick, a "person" as defined in section 1(1) of the Securities Act (S.N.B. 2004, c. S-5.5);

(c) in the Northwest Territories, a "person" as defined in section 1 of the Securities Act (Northwest Territories);

(c.1) in Nunavut, a "person" as defined in section 1 of the Securities Act (S.Nu. 2008, c. 12);

(d) in Prince Edward Island, a "person" as defined in section 1 of the Securities Act (R.S.P.E.I. 1988, c. S-3);

(e) in Québec, a "person" as defined in section 5.1 of the Securities Act (R.S.Q., c. V-1.1); and

(f) in Yukon Territory, a "person" as defined in section 1 of the Securities Act (R.S.Y. 2002, c. 201);

"prospectus requirement" means the requirement in securities legislation that prohibits a person or company from distributing a security unless a preliminary prospectus and prospectus for the security have been filed and the regulator or, in Québec, the securities regulatory authority has issued receipts for them;

"provincial and territorial securities directions" means the instruments listed in Appendix A;

"provincial and territorial securities legislation" means the statutes and the other instruments listed in Appendix B;

"provincial and territorial securities regulatory authorities" means the securities commissions and similar regulatory authorities listed in Appendix C;

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

"registration requirement" means all of the following:

- (a) the adviser registration requirement,*
- (b) the dealer registration requirement,*
- (c) the investment fund manager registration requirement, and*
- (d) the underwriter registration requirement;*

"regulator" means, for the local jurisdiction, the person referred to in Appendix D opposite the name of the local jurisdiction;

"SEC" means the Securities and Exchange Commission of the United States of America;

"securities directions" means, for the local jurisdiction, the instruments listed in Appendix A opposite the name of the local jurisdiction;

"securities legislation" means, for the local jurisdiction, the statute and other instruments listed in Appendix B opposite the name of the local jurisdiction;

"securities regulatory authority" means, for the local jurisdiction, the securities commission or similar regulatory authority listed in Appendix C opposite the name of the local jurisdiction;

"SRO" means a self-regulatory organization, a self-regulatory body or an exchange.

"take-over bid" has the meaning ascribed to that term in securities legislation;

"underwriter registration requirement" means the requirement in securities legislation that prohibits a person or company from acting as an underwriter unless the person or company is registered in the appropriate category of registration under securities legislation; and

"U.S. federal securities law" means the federal statutes of the United States of America concerning the regulation of securities markets and trading in securities and the regulations, rules, forms and schedules under those statutes, all as amended from time to time;

Decision 2001-C-0274, s. 1.1; Decision 2002-C-0234, s. 1; M.O. 2008-06, s. 2; M.O. 2009-05, s. 1; M.O. 2010-08, s. 1; M.O. 2010-17, s. 1; I.N. 2017-05-01; I.N. 2020-05-01.

PART II EFFECTIVE DATE

2.1. Effective Date

(Omis)

Decision 2001-C-0274, s. 2.1; M.O. 2008-06, s. 3.

IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

**APPENDIX A
PROVINCIAL AND TERRITORIAL SECURITIES DIRECTIONS/ CANADIAN
SECURITIES DIRECTIONS**

LOCAL JURISDICTION	INSTRUMENTS
ALBERTA	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
BRITISH COLUMBIA	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
MANITOBA	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
NEW BRUNSWICK	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
NEWFOUNDLAND	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
NORTHWEST TERRITORIES	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
NOVA SCOTIA	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
NUNAVUT	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
ONTARIO	None.
PRINCE EDWARD ISLAND	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
QUEBEC	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
SASKATCHEWAN	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>
YUKON TERRITORY	<i>The policy statements and the written interpretations issued by the securities regulatory authority.</i>

Decision 2001-C-0274, App. A; Decision 2002-C-0234, s. 2.

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

APPENDIX B PROVINCIAL AND TERRITORIAL SECURITIES LEGISLATION/CANADIAN SECURITIES LEGISLATION

LOCAL JURISDICTION

STATUTE AND OTHER INSTRUMENTS

ALBERTA

Securities Act and the regulations and rules under that Act and the blanket rulings and orders issued by the securities regulatory authority.

BRITISH COLUMBIA

Securities Act and the regulations, rules and forms under that Act and the blanket rulings and orders issued by the securities regulatory authority.

MANITOBA

The Securities Act and the regulations under that Act and the blanket rulings and orders issued by the securities regulatory authority.

NEW BRUNSWICK

Securities Act and the regulations under that Act and the orders issued by the securities regulatory authority.

NEWFOUNDLAND

Securities Act and the regulations under that Act and the blanket rulings and orders issued by the securities regulatory authority.

NORTHWEST TERRITORIES

Securities Act and the regulations under that Act and the blanket rulings and orders issued by the securities regulatory authority.

NOVA SCOTIA

Securities Act and the regulations under that Act and the blanket rulings and orders issued by the securities regulatory authority.

NUNAVUT

Securities Act and the regulations under that Act and the blanket rulings and orders issued by the securities regulatory authority.

ONTARIO

Securities Act and the regulations and rules under that Act.

PRINCE EDWARD ISLAND

Securities Act and the regulations under that Act and the blanket rulings and orders issued by the securities regulatory authority.

QUEBEC

Securities Act (QSLR, c. V-1.1), Act respecting the Regulation of the Financial Sector (QSLR, c. E-6.1), Derivatives Act (QSLR, c. I-14.01), the regulations under those Acts, and the blanket rulings and orders issued by the securities regulatory authority

SASKATCHEWAN

The Securities Act, 1988 and the regulations and rules under that Act and the blanket rulings and orders issued by the securities regulatory authority.

YUKON TERRITORY

Securities Act and the regulations under that Act and the blanket rulings and orders issued by the securities regulatory authority.

Decision 2001-C-0274, App. B; Decision 2002-C-0234, s. 3; M.O. 2008-06, s. 4; M.O. 2009-05, s. 2.

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

APPENDIX C PROVINCIAL AND TERRITORIAL SECURITIES REGULATORY AUTHORITIES/ CANADIAN SECURITIES REGULATORY AUTHORITIES

LOCAL JURISDICTION	SECURITIES REGULATORY AUTHORITY
ALBERTA	Alberta Securities Commission
BRITISH COLUMBIA	British Columbia Securities Commission
MANITOBA	The Manitoba Securities Commission
NEW BRUNSWICK	Financial and Consumer Services Commission
NEWFOUNDLAND	Securities Commission of Newfoundland
NORTHWEST TERRITORIES	Superintendent of Securities, Northwest Territories
NOVA SCOTIA	Nova Scotia Securities Commission
NUNAVUT	Superintendent of Securities, Nunavut
ONTARIO	Ontario Securities Commission
PRINCE EDWARD ISLAND	Superintendent of Securities, Prince Edward Island
QUEBEC	Autorité des marchés financiers or, where applicable, the Financial Markets Administrative Tribunal
SASKATCHEWAN	Saskatchewan Securities Commission
YUKON TERRITORY	Superintendent of Securities, Yukon Territory

Decision 2001-C-0274, App. C; Decision 2002-C-0234, s. 4; M.O. 2008-06, s. 5; M.O. 2009-05, s. 3; 2016, c. 7, s. 179; I.N. 2017-10-01.

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

APPENDIX D REGULATOR

LOCAL JURISDICTION	REGULATOR
ALBERTA	<i>Executive Director, as defined under section 1 of the Securities Act (Alberta).</i>
BRITISH COLUMBIA	<i>Executive Director, as defined under section 1 of the Securities Act (British Columbia).</i>
MANITOBA	<i>Director, as defined under subsection 1(1) of The Securities Act (Manitoba).</i>
NEW BRUNSWICK	<i>Executive Director as defined in section 1 of the Securities Act.</i>
NEWFOUNDLAND	<i>Director of Securities, designated under section 7 of the Securities Act (Newfoundland).</i>
NORTHWEST TERRITORIES	<i>Superintendent, as defined under section 1 of the Securities Act (Northwest Territories).</i>
NOVA SCOTIA	<i>Director, as defined under section 1 of the Securities Act (Nova Scotia).</i>
NUNAVUT	<i>Superintendent, as defined under section 1 of the Securities Act (Nunavut).</i>
ONTARIO	<i>Director, as defined under section 1 of the Securities Act (Ontario).</i>
PRINCE EDWARD ISLAND	<i>Superintendent, as defined in section 1 of the Securities Act.</i>
QUEBEC	<i>Autorité des marchés financiers</i>
SASKATCHEWAN	<i>Director, as defined in section 1 of The Securities Act, 1988 (Saskatchewan).</i>
YUKON TERRITORY	<i>Superintendent, as defined in section 1 of the Securities Act.</i>

Decision 2001-C-0274, App. D; Decision 2002-C-0234, s. 5; M.O. 2008-06, s. 6; M.O. 2009-05, s. 4.

Decision 2001-C-0274, 2001-06-12
Bulletin hebdomadaire: 2001-06-29, Vol. XXXII n° 26

Amendments

Decision 2002-C-0324, 2002-09-10
Bulletin hebdomadaire: 2002-10-18, Vol. XXXIII n° 41
(This Amendment comes into force on December 31, 2002)

Decision 2008-PDG-0058, 2008-02-22
Bulletin de l'Autorité: 2008-03-14, Vol. 5 n° 10
M.O. 2008-06, 2008 G.O. 2, 726

REGULATION IN FORCE FROM JANUARY 1, 2011 TO SEPTEMBER 12, 2023

Decision 2009-PDG-0123, 2009-09-04
Bulletin de l'Autorité: 2009-09-25, Vol. 6 n° 38
M.O. 2009-05, 2009 G.O. 2, 3362A

Decision 2010-PDG-0051, 2010-03-19
Bulletin de l'Autorité: 2009-09-25, Vol. 6 n° 38
M.O. 2009-03, 2009 G.O. 2, 923

Décision 2010-PDG-0216, 2010-11-22
Bulletin de l'Autorité: 2010-12-17, Vol. 7 n° 50
M.O. 2010-17, 2010 G.O. 2, 3918

CSA Staff Notice 11-337
Bulletin de l'Autorité: 2017-12-07, Vol. 14 n° 48
I.N. 2017-10-01

CSA Staff Notice 11-342
Bulletin de l'Autorité : 2020-08-06, Vol. 17 n° 31
I.N. 2020-05-01