

REGULATION TO AMEND REGULATION 24-101 RESPECTING INSTITUTIONAL TRADE MATCHING AND SETTLEMENT

Securities Act

(chapter V-1.1, s. 274, s. 331.1, par. (1), (3), (8), (9.1), (32), (32.0.1) and (34), s. 331.2 and s. 333)

1. Section 1.1 of Regulation 24-101 respecting Institutional Trade Matching and Settlement (chapter V-1.1, r. 8) is amended:

(1) by replacing the definition of the expression “clearing agency” with the following:

““clearing agency” means a recognized clearing agency that operates as a “securities settlement system” as defined in section 1.1 of Regulation 24-102 respecting Clearing Agency Requirements (chapter V-1.1, r. 8.01);”;

(2) in the definition of the expression “DAP/RAP trade”:

(a) by inserting, in the text preceding paragraph (a) and after the words “means a trade”, the words “in a security”;

(b) by replacing, in paragraph (b), the word “made” with the word “completed”;

(3) by deleting the definition of the expression “North American region”;

(4) by deleting the definition of the expression “T+3”, and making the necessary changes.

2. Section 1.2 of the Regulation is amended by replacing paragraph (2) with the following:

“(2) For the purposes of this Regulation, in Québec, a clearing agency includes a clearing house and a settlement system within the meaning of the Québec Securities Act (chapter V-1.1).”.

3. Section 2.1 of the Regulation is amended by replacing paragraph (f) with the following:

“(f) a purchase governed by Part 9, or a redemption governed by Part 10, of Regulation 81-102 respecting Investment Funds (chapter V-1.1, r. 39),”.

4. Section 3.1 of the Regulation is amended:

(1) in paragraph (1), by replacing the word “shall” with the word “must” and by inserting, after “12 p.m. (noon)”, the words “Eastern Time”;

(2) by deleting paragraph (2).

5. Section 3.3 of the Regulation is amended:

(1) in paragraph (1), by replacing the word “shall” with the word “must” and by inserting, after “12 p.m. (noon)”, the words “Eastern Time”;

(2) by deleting paragraph (2).

6. Section 5.1 of the Regulation is amended by replacing the words “through which trades governed by this Regulation are cleared and settled shall” with the word “must”.

7. Form 24-101F1 of the Regulation is amended:

(1) under the heading “*INSTRUCTIONS:*”:

(a) by replacing, wherever they occur in the French text, the words “titres de participation” with the words “titres de capitaux propres”;

(b) by inserting the following before the heading “**EXHIBITS:**”:

“Include DAP/RAP trades in an exchange-traded fund (ETF) security in the equity DAP/RAP trades statistics. Exhibit A(1) applies only to trades in equity and ETF securities. Exhibit A(2) applies only to trades in debt and other fixed-income securities.”;

(2) under the heading “**EXHIBITS:**”:

(a) by replacing Exhibit A with the following:

“Exhibit A – DAP/RAP trade statistics for the quarter

If applicable, complete Table 1 or 2, or both, below for each calendar quarter. Deadline means noon Eastern time on T+1.

(1) *Equity DAP/RAP trades (includes ETF trades)*

<i>Entered into the clearing agency by deadline (to be completed by dealers only)</i>				<i>Matched (to be completed by dealers and advisers)</i>							
# of trades	%	\$ value of trades	%	# of trades matched	%	\$ value of trades matched	%	# of trades matched by deadline	%	\$ value of trades matched by deadline	%

(2) *Debt DAP/RAP trades*

<i>Entered into the clearing agency by deadline (to be completed by dealers only)</i>				<i>Matched (to be completed by dealers and advisers)</i>							
# of trades	%	\$ value of trades	%	# of trades matched	%	\$ value of trades matched	%	# of trades matched by deadline	%	\$ value of trades matched by deadline	%

Legend

“# of Trades” is the total number of transactions in the calendar quarter;
“\$ Value of Trades” is the total value of the transactions (purchases and sales) in the calendar quarter.

(b) by replacing, in the French text of Exhibit B and Exhibit C, the words “titres de participation” with the words “titres de capitaux propres”.

8. Form 24-101F2 of the Regulation is amended:

(1) under the heading “*INSTRUCTIONS:*”:

(a) by inserting, after the first paragraph, the following:

“Include client trades in an exchange-traded fund (ETF) security in the equity trades statistics.”;

(b) by replacing, in the second paragraph, the word “shall” with the word “must”.

(2) under the heading “**EXHIBITS:**”:

(a) in Exhibit A:

(i) in table 1:

following: (A) by replacing, in the French text, the heading with the

“Tableau 1 – Opérations sur titres de capitaux propres”;

(B) by deleting the row “T+3”;

(C) by replacing the title of the row “>T+3” with “>T+2”;

(ii) in table 2:

(A) by deleting the row “T+3”;

(B) by replacing the title of the row “>T+3” with “>T+2”.

9. Form 24-101F3 of the Regulation is amended:

(1) by replacing, wherever they occur in the French text of paragraph 10 under the heading “**GENERAL INFORMATION:**”, the words “titres de participation” with the words “titres de capitaux propres”;

(2) under the heading “*INSTRUCTIONS:*”:

(a) by deleting, in the first paragraph, “or 10.2(4)”;

(b) by replacing, in the second paragraph, the word “shall” with the word “must”;

(c) by deleting the last sentence of the third paragraph.

10. Form 24-101F5 of the Regulation is amended, under the heading “*INSTRUCTIONS:*”:

(1) by inserting, after the first paragraph, the following:

“Include DAP/RAP trades in an exchange-traded fund (ETF) security in the equity DAP/RAP trades statistics.”;

(2) by replacing, in the second and third paragraphs, the word “shall” with the word “must”;

(3) in Exhibit C:

(i) in table 1:

(A) by replacing, in the French text, the heading with the following:

“Tableau 1 – Opérations sur titres de capitaux propres”;

(B) by deleting the row “T+3”;

(C) by replacing the title of the row “>T+3” with “>T+2”;

(ii) in table 2:

(A) by deleting the row “T+3”;

(B) by replacing the title of the row “>T+3” with “>T+2”.

11. The Regulation is amended by replacing, wherever it occurs, the word “shall” with the word “must”.

12. Transition – registered firm’s exception report – former rules apply to first quarter ending after the effective date

1) For the purposes of the calculations under Regulation 24-101 respecting Institutional Trade Matching and Settlement (chapter V-1.1, r. 8) that determine whether, with respect to the first calendar quarter ending after the effective date, Form 24-101F1 must be delivered under section 4.1 of that Regulation, a registered firm may make the determination under that Regulation as it was in force on the day before the effective date unless the effective date is the first day of a calendar quarter.

(2) If a registered firm is required to deliver Form 24-101F1, and the effective date is not the first day of a calendar quarter, with respect to the first calendar quarter ending after the effective date, the firm may comply with the requirement by delivering the version of Form 24-101F1 that was in force on the day before the effective date.

13. Transition – clearing agency’s operations report – former rules apply to first quarter ending after the effective date

For the purposes of section 5.1 of Regulation 24-101 respecting Institutional Trade Matching and Settlement (chapter V-1.1, r. 8), a clearing agency may comply with the requirement to deliver Form 24-101F2, with respect to the first calendar quarter ending after the effective date, by delivering the version of Form 24-101F2 that was in force on the day before the effective date unless the effective date is the first day of a calendar quarter.

14. Transition – matching service utility’s operations report – former rules apply to first quarter ending after the effective date

For the purposes of section 6.4(1) of Regulation 24-101 respecting Institutional Trade Matching and Settlement (chapter V-1.1, r. 8), a matching service utility may comply with the requirement to deliver Form 24-101F5, with respect to the first calendar quarter ending after the effective date, by delivering the version of Form 24-101F5 that was in force on the day before the effective date unless the effective date is the first day of a calendar quarter.

15. Meaning of effective date

For the purposes of sections 12 to 14 of this Regulation, “effective date” means the date this Regulation comes into force.

In one or more jurisdictions, the means by which this Regulation may be brought into force may differ from that set out in section 16 of this Regulation. Regardless of the means, the effective date will be the same in all jurisdictions.

16. Effective Date

1) Except in Alberta, Ontario, Québec, the Northwest Territories, the Yukon, Nunavut, and Prince Edward Island, this Regulation comes into force on the later of the following:

(a) September 5, 2017;

(b) if this Regulation is filed with the Registrar of Regulations after September 5, 2017, on the day on which it is filed with the Registrar of Regulations.

(2) In Alberta, Ontario, Québec, the Northwest Territories, the Yukon, Nunavut and Prince Edward Island this Regulation comes into force on the later of the following:

(a) September 5, 2017;

(b) in the event that the SEC extends the current compliance date of September 5, 2017 for broker-dealers in the United States to meet a new T+2 settlement standard under the amendments to Rule 15c6-1, the extended date set by the SEC to be such compliance date.

(3) For the purposes of paragraph (2)(b),

(a) “SEC” means the United States Securities and Exchange Commission;

(b) “Rule 15c6-1” means SEC Rule 15c6-1, *Securities Transactions Settlement*, Exchange Act Release No. 33023 (Oct. 6, 1993), 58 FR 52891, 52893 (Oct. 13, 1993); generally cited as: 17 CFR 240.15c6-1; and

(c) “amendments to Rule 15c6-1” means amendments made by the SEC to Rule 15c6-1 published on March 29, 2017 in the Federal Register in the United States to shorten the standard settlement cycle for most broker-dealer transactions from T+3 to T+2, as set forth in SEC Release No. 34-80295; File No. S7-22-16 (RIN 3235-AL86), *Securities Transaction Settlement Cycle*; Final rule.