

Notice

National Instrument to amend Regulation 31-101 respecting National Registration System and Amendments to Policy Statement 31-201 respecting National Registration System

Introduction

We, the Canadian Securities Administrators (CSA) have amended National Instrument 31-101 respecting National Registration System (National Instrument 31-101) and Policy Statement 31-201 respecting National Registration System (Policy Statement 31-201). National Instrument 31-101 and Policy Statement 31-201 are currently in force in all Canadian jurisdictions.

The amendments to National Instrument 31-101 have been made or are expected to be made by each member of the CSA, and will be implemented as

- a regulation in Québec
- a rule in each of Alberta, Manitoba, Ontario and Nova Scotia, Prince Edward Island, New Brunswick and Newfoundland and Labrador;
- a blanket order in British-Columbia;
- a commission regulation in Saskatchewan; and
- a policy in all other jurisdictions represented by the CSA.

We also expect that the amendments to Policy Statement 31-201 will be adopted in all jurisdictions.

In Ontario, the amendments to the regulation and other required materials were delivered to the Minister of Government Services (the Minister) on April 19, 2006. The Minister may approve or reject the amendments or return them for further consideration. If the Minister approves the amendments or does not take any further action, they will come into force on the date indicated below.

In Québec, the amending regulation is a regulation made under section 331.1 of the *Securities Act* (Québec) and must be approved, with or without amendment, by the minister of Finance. The amending regulation will come into force on the date of its publication in the *Gazette officielle du Québec* or on any later date specified in the regulation.

Provided all necessary approvals are obtained, the amendments will come into force on August 1, 2006.

Substance and Purpose

The substance and purpose of the amendments to National Instrument 31-101 and Policy Statement 31-201 are to require that a firm filer select as its principal regulator the local securities regulatory authority or regulator in the jurisdiction where the filer's head office is located. In exceptional circumstances, factors other than the firm's head office may be considered when the firm filer applies for a change of principal regulator, as provided in the amendment to section 3.3 of Policy Statement 31-201.

Written comments received

During the comment period, we received one submission, from The Investment Funds Institute of Canada. This submission states that a firm's principal jurisdiction under NRS should be the one chosen by the firm. However, we note that the amendments are consistent with the selection of an issuer's principal regulator under *Notice 43-201 relating to the Mutual Reliance Review System for Prospectuses and Annual Information Forms* in Québec and National Policy 43-201, *Mutual Reliance Review System for Prospectuses and Annual Information Forms* in other Canadian jurisdictions, and National Instrument 11-101 respecting Principal Regulator System. Further, we do not believe that the amendments will give rise to an increase in time or costs for registrants. We have therefore made no change to the amendments.

Questions

Please refer your questions to any of:

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The text of the proposed amendments follow or can be found elsewhere on a CSA member website.

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