

COMMODITY FUTURES ACT) Order No. 5243
)
Section 66(1)) November 8, 2006

CALYON FINANCIAL CANADA INC.

WHEREAS:

(A) Calyon Financial Canada Inc. (the "Applicant") has applied to the Manitoba Securities Commission (the "Commission") pursuant to Section 66(1) of The Commodity Futures Act (the "Act") for an Order that the Applicant be exempted from the requirements of section 3.17 of the MSC Rule 2000-11 to be a member of a Commodity Futures Exchange registered under the Act.

(B) The Applicant has represented to the Commission that:

1. The Applicant is a corporation formed under the laws of New Brunswick.
2. The Applicant's head office is located in Toronto, Ontario. The Applicant also has a branch office in Montreal, Quebec.
3. The Applicant is currently registered as a Futures Commission Merchant in Ontario, and a Dealer – Unrestricted Practice in Quebec and is a member of the Investment Dealers Association of Canada, in good standing. The Applicant is in the process of applying for registration as an investment dealer in Ontario, Manitoba, Saskatchewan, Alberta, British Columbia, Nova Scotia, New Brunswick, Newfoundland and Prince Edward Island, and as a Futures Commission Merchant in Manitoba.
4. The Applicant is an Approved Participant of the Montreal Exchange.
5. Section 3.17 of MSC Rule 2000-11, registration requirements under the Act, requires an applicant under the Act to become a member of the Commodities Futures Exchange registered under the Act. At present only the Winnipeg Commodity Exchange is registered as a Commodity Futures Exchange under the Act.

(C) The Commission is of the opinion that it would not be prejudicial to the public interest to grant the Order requested.

IT IS ORDERED:

1. **THAT** pursuant to Section 66 (1) of the Act, the Applicant be exempt from the requirements of section 3.17 of the MSC Rule 2000-11 to be a member of a Commodity Futures Exchange registered under the Act provided that:

a) The Applicant is a member, in good standing, of the Investment Dealers Association of Canada.

b) The Applicant has a business office ("Business office") in another Canadian jurisdiction in which it is registered as a Futures Commission Merchant ("Home jurisdiction") with which the Applicant has, in the opinion of the Director, a substantial connection. The manager of the Business office is registered in Manitoba in a category similar to the registration held in the Home jurisdiction. All partners, directors, officers and salespeople of the Applicant who are required to be registered in Manitoba are registered in Manitoba in a category similar to the registration they hold in the Home jurisdiction.

c) The Applicant promptly notifies the Director if there are any terms, conditions or restrictions imposed at any time on the registration of the Applicant or its partners, directors, officers and salespeople who are registered in Manitoba, in any jurisdiction in which it is registered or by the Investment Dealers Association of Canada.

d) The Applicant promptly notifies the Director if it becomes a member of The Winnipeg Commodity Exchange.

2. THAT the fee for this order shall be \$650.00.

BY ORDER OF THE COMMISSION

Director - Legal