

THE SECURITIES ACT

)

ORDER NO. 5868

)

SECTION 20(1)

)

February 25, 2009

C.S. McKEE, L.P.

WHEREAS:

(A) C.S. McKee, L.P. ("C.S. McKee") has applied to The Manitoba Securities Commission (the "Commission") for an order under Section 20(1) of *The Securities Act*, R.S.M. c. S50 (the "Act") for an exemption from the requirement to file financial statements.

(B) C.S. McKee has represented to the Commission that:

1. C.S. McKee is registered with the Securities and Exchange Commission in the United States as an investment advisor and is a member of the National Futures Association of the United States.
2. C.S. McKee is registered as an International Advisor with the Ontario Securities Commission.
3. C.S. McKee has applied for registration as a Securities Advisor (International Advisor) under the Act.
4. Section 34(1)(b) of the Act requires a registrant to file audited financial statements with the Commission annually, or at such other times as the Commission may require.
5. C.S. McKee is not required to file financial statements with the Securities and Exchange Commission or the National Futures Association in the United States. In addition C.S. McKee is not required to file financial statements with the Ontario Securities Commission.
6. As C.S. McKee does not maintain separate financial information, it would be onerous, time consuming and expensive for C.S. McKee to prepare its own audited financial statements.

(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 20(1) of the Act that C.S. McKee be exempt from Section 34(1)(b) of the Act and the requirement to file audited financial statements with the Commission subject to the following terms and conditions:

(a) C.S. McKee continues to be registered in good standing with the Securities and Exchange Commission in the United States, the National Futures Association of the United States and the Ontario Securities Commission; and

(b) C.S. McKee remains registered in the category of Securities Advisor (International Advisor) under the Act.

BY ORDER OF THE COMMISSION

Director - Legal