

GENERAL RULING/ORDER 31-927

**IN THE MATTER OF
THE SECURITIES ACT, 1988 (the Act)**

AND

**IN THE MATTER OF
THE INVESTMENT INDUSTRY REGULATORY
ORGANIZATION OF CANADA**

WHEREAS under section 9.3 [exemptions from certain requirements for IIROC members] of National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations* (**NI 31-103**), a registered firm that is a member of the Investment Industry Regulatory Organization of Canada (**IIROC**) is exempt from certain requirements in NI 31-103 if the registered firm complies with the corresponding IIROC Provisions that are in effect;

AND WHEREAS the term “IIROC Provision” is defined in section 1.1 of NI 31-103 to mean “a by-law, rule, regulation or policy of IIROC named in Appendix G, as amended from time to time”;

AND WHEREAS on July 15, 2014, the following provisions of NI 31-103 will come into effect:

- (a) paragraph 14.2(2)(m) [relationship disclosure information];
- (b) section 14.2.1 [pre-trade disclosure of charges]; and
- (c) paragraphs 14.12(1)(b.1) and (c.1) [content and delivery of trade confirmation] (paragraphs (a) to (c) collectively, the **CSA 2014 CRM2 Amendments**);

AND WHEREAS on July 15, 2014, certain Dealer Member Rules in relation to the implementation of Client Relationship Model – Phase 2 (the **IIROC 2014 CRM2 Amendments**) will come into effect;

AND WHEREAS IIROC Dealer Member Rules affected by the IIROC 2014 CRM2 Amendments are not reflected in Appendix G of NI 31-103;

AND WHEREAS the following table sets out the relevant NI 31-103 sections of the CSA 2014 CRM2 Amendments and the corresponding IIROC Dealer Member Rules affected by the IIROC 2014 CRM2 Amendments:

NI 31-103 section	IIROC Dealer Member Rule
Paragraph 14.2(2)(m)	Dealer Member Rule 3500.5(2)(j)
Section 14.2.1	Dealer Member Rule 29.9
Paragraphs 14.12(1)(b.1) and (c.1)	Dealer Member Rule 200.2(1)(v)

AND WHEREAS the IIROC 2014 CRM2 Amendments are materially harmonized with the CSA 2014 CRM2 Amendments;

AND WHEREAS the Financial and Consumer Affairs Authority (FCAA) has the power, pursuant to section 160 of the Act, to exempt any person or company or category of persons or companies from all or any provision of the act or the regulations;


AND WHEREAS the FCAA has delegated to the Chair, FCAA (**FCAA Chair**) the power to make orders pursuant to section 160 of the Act;

AND WHEREAS FCAA Chair has determined that it is not prejudicial to the public interest to make the within order;

IT IS HEREBY ORDERED that

1. The following sections of NI 31-103 do not apply to any registered firm that is a member of IIROC if the registered firm complies with the corresponding IIROC 2014 CRM2 Amendments:
 - (a) paragraph 14.2(2)(m);
 - (b) section 14.2.1; and
 - (c) paragraphs 14.12(1)(b.1) and (c.1); and
2. This order comes into effect on July 15, 2014 and expires on the date on which amendments to Part 9 of NI 31-103 and Appendix G of NI 31-103 come into force providing an equivalent exemption for IIROC members.

DATED at Regina, Saskatchewan, this 27th day of May, 2014.



Dave Wild
Chair, Financial and Consumer Affairs Authority
of Saskatchewan