

ANNEX A

PROPOSED MULTILATERAL INSTRUMENT 13-102 *SYSTEM FEES*

Definitions

1. (1) In this Instrument,

“annual information form” means an “AIF” as defined by National Instrument 51-102 *Continuous Disclosure Obligations* or an annual information form for the purposes of Part 9 of National Instrument 81-106 *Investment Fund Continuous Disclosure*;

“individual registrant” means an individual who is

- (a) applying for registration,
- (b) applying for registration reinstatement,
- (c) applying for registration reactivation, or
- (d) renewing registration;

“issuer bid” means an issuer bid to which Part 2 of National Instrument 62-104 *Take-Over Bids and Issuer Bids* applies;

“principal regulator” means the principal regulator determined under section 5 of National Instrument 13-103 [*System Replacement Rule*];

“shelf prospectus” means a prospectus filed under National Instrument 44-102 *Shelf Distributions*;

“system fee” means a fee set out in Appendix A or B;

“take-over bid” means a take-over bid to which Part 2 of National Instrument 62-104 *Take-Over Bids and Issuer Bids* applies.

(2) In this Instrument, a term referred to in Column 1 of the following table has the meaning ascribed to it in the Instrument referred to in Column 2 opposite that term:

Column 1 Defined Term	Column 2 Instrument
CPC instrument document	National Instrument 45-106 <i>Prospectus Exemptions</i>
long form prospectus	National Instrument 13-103 [<i>System Replacement Rule</i>]
preliminary MJDS prospectus	National Instrument 41-101 <i>General Prospectus Requirements</i>
[Renewed System]	National Instrument 71-101 <i>The Multijurisdictional Disclosure System</i>
rights offering circular	National Instrument 13-103 [<i>System Replacement Rule</i>]
short form prospectus	Section 2.1 of National Instrument 45-106 <i>Prospectus Exemptions</i>
sponsoring firm	National Instrument 41-101 <i>General Prospectus Requirements</i>
	National Instrument 33-109 <i>Registration Information</i> , in Form 33-109F4 <i>Registration of Individuals and Review of Permitted Individuals</i>

Inconsistency with other instruments

2. If there is any conflict or inconsistency between this Instrument and National Instrument 13-103 [*System Replacement Rule*], this Instrument prevails.

System fees per transmission

3. (1) A person or company described in Column A of Appendix A must pay the corresponding system fee specified in Column C of the Appendix to the person or company's principal regulator, if the person or company transmits a filing of a type described in Column B of the Appendix.
- (2) Subsection (1) does not apply unless the securities regulatory authority in the local jurisdiction is the person or company's principal regulator.

Annual registrant system fee

4. On December 31 of each year, a sponsoring firm must, for each individual registrant of the sponsoring firm, pay the system fee required by Column C of Appendix B to the securities regulatory authority if the securities regulatory authority in the local jurisdiction is the individual registrant's principal regulator on that date.

Means of payment

5. A system fee must be paid through the [Renewed System].

Exemption

6. (1) The regulator or the securities regulatory authority may grant an exemption from this Instrument, in whole or in part, subject to such conditions or restrictions as may be imposed in the exemption.

- (2) Despite subsection (1), in Ontario, only the regulator may grant such an exemption.
- (3) Except in Alberta and Ontario, an exemption referred to in subsection (1) is granted under the statute referred to in Appendix B of National Instrument 14-101 Definitions, opposite the name of the local jurisdiction.

Transition

- 7. (1) Despite section 5, the system fee required to be paid under Item 1 of Appendix A and under Appendix B must be paid through NRD, as defined in National Instrument 31-102 *National Registration Database*, until National Instrument 13-103 [*System Replacement Rule*] requires that filings in Item 1 of Appendix A and the filing in Appendix B be transmitted through the [Renewed System].
- (2) Despite section 3, the system fee required to be paid under Item 2 of Appendix A is nil until National Instrument 13-103 [*System Replacement Rule*] requires that filings in Item 2 of Appendix A be transmitted through the [Renewed System].

APPENDIX A

SYSTEM FEES

(Section 3)

In this Appendix,

“application” means a request transmitted through the [Renewed System] for a decision of the regulator or securities regulatory authority but, for greater certainty, does not include a pre-filing;

“pre-filing” means a request to consult with the principal regulator regarding the application of securities legislation or securities directions generally or the application of securities legislation or a direction to a particular transaction or matter or proposed transaction or matter.

Item	Column A Person or company required to file	Column B Filing Type	Column C System Fee
1	Sponsoring firm – in respect of an individual registrant	Application for registration, reinstatement of registration or reactivation of registration	\$86
2	International dealer or international adviser	Annual notice of reliance on exemption from dealer registration requirement or adviser registration requirement	\$350
3	Investment fund that is a reporting issuer	Annual financial statements	\$525

Item	Column A Person or company required to file	Column B Filing Type	Column C System Fee
4	Investment fund	Preliminary long form prospectus Preliminary or pro-forma simplified prospectus, annual information form and fund facts when transmitted together as part of a preliminary or pro- forma prospectus filing	\$2,200, which applies in total to a combined filing, if one annual information form and one simplified prospectus are used to qualify the investment fund securities of more than one investment fund for distribution
5	Reporting issuer other than an investment fund	Annual financial statements	\$765
6	Reporting issuer, other than an investment fund, that is not a short form prospectus issuer	Annual information form	\$430
7	Investment fund that is not a short form prospectus issuer	Annual information form if not transmitted together with a preliminary or pro forma simplified prospectus	\$430
8	Reporting issuer that is a short form prospectus issuer	Annual information form	\$2,530
9	Issuer other than an investment fund	Preliminary long form prospectus Preliminary prospectus governed by a CPC instrument	\$950
		Preliminary short form prospectus, preliminary shelf prospectus or preliminary MJDS prospectus	\$1,500
10	All filers	Issuer bid circular or take-over bid circular	\$350
11	Issuer, other than an investment fund	Rights offering circular	\$1,500
12	All filers	Report of exempt distribution	\$40
13	All filers	Pre-filing that is transmitted through the [Renewed System]	\$350
14	All filers	Application that is required to be transmitted through the [Renewed System] under National Instrument 13-103 [<i>System Replacement Rule</i>]: (a) if a pre-filing referred to in Item 13 was previously transmitted	\$0

Item	Column A Person or company required to file	Column B Filing Type	Column C System Fee
		in respect of the application; and (b) in any other case	\$350

APPENDIX B

SYSTEM FEES

(Section 4)

Column A Person or company required to file	Column B Filing Type	Column C System Fee
Sponsoring firm – in respect of each individual registrant sponsored by the firm	Annual registration renewal	\$86