



**IN THE MATTER OF THE *SECURITIES ACT*
(S.Y. 2007 c.16 as amended)**

-and-

Relief from Certain Client Relationship Model – Phase 2 (CRM2) Requirements, Prescribed by National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations (NI 31-103), for Mutual Fund Dealers Association (MFDA) Members

**SUPERINTENDENT’S ORDER 2014/11 Y.S.A.
(under section 16 of the *Securities Act*)**

WHEREAS under section 9.4 [*exemptions from certain requirements for MFDA members*] of NI 31-103, a registered firm that is a member of MFDA is exempt from certain requirements in NI 31-103 if the registered firm complies with the corresponding MFDA Provisions that are in effect. The term “MFDA Provision” is defined in section 1.1 of NI 31-103 to mean “a by-law, rule, regulation or policy of MFDA named in Appendix H, 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*]; and
- (b) section 14.2.1 [*pre-trade disclosure of charges*] (paragraphs (a) and (b) together, the **CSA 2014 CRM2 Amendments**).

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

AND WHEREAS MFDA Rules affected by the MFDA 2014 CRM2 Amendments are not reflected in Appendix H 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 MFDA Rules affected by the MFDA CRM2 Amendments:

NI 31-103 section	MFDA Rule
Paragraph 14.2(2)(m)	MFDA Rule 2.2.5(h)
Section 14.2.1	MFDA Rule 2.4.4

AND WHEREAS the MFDA 2014 CRM2 Amendments are materially harmonized with the CSA 2014 CRM2 Amendments.

AND WHEREAS the Superintendent of Securities is of the opinion that it would not be prejudicial to the public interest to make this order;

IT IS ORDERED THAT:

1. Unless otherwise defined in this order or the context otherwise requires, terms used in this order that are defined in the *Securities Act*, NI 31-103, or National Instrument 14-101 *Definitions* have the same meaning.
2. The following sections of NI 31-103 do not apply to any registered firm that is a member of MFDA if the registered firm complies with the corresponding MFDA 2014 CRM2 Amendments:
 - (a) paragraph 14.2(2)(m); and
 - (b) section 14.2.1.
3. 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 H of NI 31-103 come into force providing an equivalent exemption for MFDA members.

DATED at Whitehorse, Yukon, this 29th day of May, 2014.

Fred Pretorius (original signature on file)

Fred Pretorius
Yukon Superintendent of Securities
Yukon Government
Canada