

M.O., 2007-04**Order number V-1.1-2007-04 of the Minister of Finance dated 21 June 2007**

Securities Act
(R.S.Q., c. V-1.1)

CONCERNING the Regulation 31-102 respecting National Registration Database

WHEREAS subparagraphs 1, 2 and 26 of section 331.1 of the Securities Act (R.S.Q., c. V-1.1) stipulate that the Autorité des marchés financiers may make regulations concerning the matters referred to in those paragraphs;

WHEREAS the third and fourth paragraphs of section 331.2 of the said Act stipulate that a draft regulation shall be published in the Bulletin of the Authority, accompanied with the notice required under section 10 of the Regulations Act (R.S.Q., c. R-18.1) and may not be submitted for approval or be made before 30 days have elapsed since its publication;

WHEREAS the first and fifth paragraphs of the said section stipulate that every regulation made under section 331.1 must be approved, with or without amendment, by the Minister of Finance and comes into force on the date of its publication in the *Gazette officielle du Québec* or any later date specified in the regulation;

WHEREAS the draft Regulation 31-102 respecting National Registration Database was published in the Bulletin concerning securities of the Autorité des marchés financiers, Volume 3, No. 19 of May 12, 2006;

WHEREAS on May 4, 2007, by the decision No. 2007-PDG-0091, the Authority made the Regulation 31-102 respecting National Registration Database;

WHEREAS there is cause to approve this regulation without amendment;

CONSEQUENTLY, the Minister of Finance approves without amendment the Regulation 31-102 respecting National Registration Database appended hereto.

June 21, 2007

MONIQUE JÉRÔME-FORGET,
Minister of Finance

Regulation 31-102 respecting National Registration Database

Securities Act
(R.S.Q., c. V-1.1, s. 331.1, par. (1), (2) and (26);
2006, c. 50)

PART 1
DEFINITIONS AND INTERPRETATION**1.1. Definitions**

In this Regulation

“authorized firm representative” or “AFR” means, for a firm filer, an individual with his or her own NRD user ID and who is authorized by the firm filer to submit information in NRD format for that firm filer and individual filers with respect to whom the firm filer is the sponsoring firm;

“chief AFR” means, for a firm filer, an individual who is an AFR and has accepted an appointment as a chief AFR by the firm filer;

“firm filer” means a person or company that is required under securities legislation to make an NRD submission in accordance with this Regulation and that is registered as, or has applied for registration as, a dealer, adviser, or underwriter;

“individual filer” means an individual that is required under securities legislation to make an NRD submission in accordance with this Regulation;

“National Registration Database” or “NRD” means the online electronic database of registration information regarding NRD filers and includes the computer system providing for the transmission, receipt, review, and dissemination of that registration information by electronic means;

“NRD account” means an account with a member of the Canadian Payments Association from which fees may be paid with respect to NRD by electronic pre-authorized debit;

“NRD administrator” means CDS INC. or a successor appointed by the securities regulatory authority to operate NRD;

“NRD filer” means an individual filer or a firm filer;

“NRD format” means the electronic format for submitting information through the NRD website;

“NRD number” means the unique number first generated by NRD to identify an NRD filer, a permitted individual, or a business location;

“NRD submission” means information that is submitted under securities legislation or securities directions in NRD format, or the act of submitting information under securities legislation or securities directions in NRD format, as the context requires;

“NRD website” means the website operated by the NRD administrator for the NRD submissions.

1.2. Interpretation

Terms defined in Regulation 33-109 respecting Registration Information approved by the Minister Order 2007-05 dated June 21, 2007 and used in this Regulation have the respective meanings ascribed to those terms in Regulation 33-109 respecting Registration Information.

PART 2 INFORMATION TO BE SUBMITTED IN NRD FORMAT

2.1. Registration Information

A person or company that is required to submit any of the following to the securities regulatory authority or regulator must make the submission in NRD format:

- (1) Form 33-109F1;
- (2) Form 33-109F2;
- (3) Form 33-109F3;
- (4) Form 33-109F4 or a change to any information previously submitted in respect of Form 33-109F4.

PART 3 MAKING NRD SUBMISSIONS

3.1. NRD Submissions

(1) An NRD filer that is required under securities legislation to submit information in NRD format must make that NRD submission

- (a) through the NRD website,
- (b) using the NRD number of the NRD filer, permitted individual, or business location, and
- (c) in accordance with this Regulation.

(2) A requirement in securities legislation relating to the format in which a document or other information to be submitted must be printed, or specifying the number of copies of a document that must be submitted, does not apply to an NRD submission required to be made in accordance with this Regulation.

(3) An NRD filer making an NRD submission must make the NRD submission through an AFR.

3.2. Ongoing Firm Filer Requirements

A firm filer must

- (a) be enrolled with the NRD administrator to use NRD;
- (b) have one and no more than one chief AFR enrolled with the NRD administrator;
- (c) maintain one and no more than one NRD account;
- (d) notify the NRD administrator of the appointment of a chief AFR within five business days of the appointment;
- (e) notify the NRD administrator of any change in the name of the firm’s chief AFR within five business days of the change; and
- (f) submit any change in the name of an AFR, other than the firm’s chief AFR, in NRD format within five business days of the change.

PART 4 PAYMENT OF FEES THROUGH NRD

4.1. Payment of Submission Fees

(1) If a fee is required with respect to an NRD submission, a firm filer must pay the required fee by electronic pre-Authorized debit through NRD.

(2) A payment under subsection (1) must be made from the firm filer’s NRD account.

4.2. Payment of Annual Registration Fees

(1) If a firm filer is required to pay an annual registration fee, the firm filer must pay the required fee by electronic pre-authorized debit through NRD.

(2) A payment under subsection (1) must be made from the firm filer’s NRD account.

4.3. Payment of NRD User Fees – Annual

(1) If a firm filer is required to pay an annual NRD user fee, the firm filer must pay the required fee by electronic pre-authorized debit through NRD.

(2) A payment under subsection (1) must be made from the firm filer's NRD account.

PART 5 TEMPORARY HARDSHIP EXEMPTION

5.1. Temporary Hardship Exemption

(1) If unanticipated technical difficulties prevent an NRD filer from making a submission in NRD format within the time required under securities legislation, the NRD filer is exempt from the requirement to make the submission within the required time period, if the NRD filer makes the submission in paper format or NRD format no later than 5 business days after the day on which the information was required to be submitted.

(2) Form 33-109F5 is the paper format for submitting a notice of a change to Form 33-109F4 information.

(3) If unanticipated technical difficulties prevent an individual filer from submitting an application in NRD format, the individual filer may submit the application in paper format.

(4) If an NRD filer makes a paper format submission under this section, the NRD filer must include the following legend in capital letters at the top of the first page of the submission:

“IN ACCORDANCE WITH SECTION 5.1 OF REGULATION 31-102 RESPECTING NATIONAL REGISTRATION DATABASE (NRD), THIS [SPECIFY DOCUMENT] IS BEING SUBMITTED IN PAPER FORMAT UNDER A TEMPORARY HARDSHIP EXEMPTION.”.

(5) If an NRD filer makes a paper format submission under this section, the NRD filer must resubmit the information in NRD format as soon as practicable and in any event within 10 business days after the unanticipated technical difficulties have been resolved.

PART 6 EXEMPTION

6.1. Exemption

(1) The securities regulatory authority may grant an exemption from this Regulation, 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 Ontario, an exemption referred to in subsection (1) is granted under the statute referred to in Appendix B of National Instrument 14-101 Definitions, adopted by the Commission des valeurs mobilières du Québec pursuant to decision no. 2001-C-0274 dated June 12, 2001, opposite the name of the local jurisdiction.

PART 7 FINAL PROVISIONS

7.1. In Québec, the provisions of this Regulation take precedence over any inconsistent provisions of Title V of the Securities Regulation made by Order-in-Council 660-83 dated March 30, 1983 (1983, *G.O.* 2, 1269).

7.2. Regulation 31-102Q respecting the National Registration Database approved by Ministerial Order no. 2004-05 dated December 2, 2004 is repealed.

7.3. This Regulation comes into force on the date of its publication in the *Gazette officielle du Québec*.

8194

M.O., 2007-05

Order number V-1.1-2007-05 of the Minister of Finance dated 21 June 2007

Securities Act
(R.S.Q., c. V-1.1)

CONCERNING the Regulation 33-109 respecting Registration Information

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