



IN THE MATTER OF THE *SECURITIES ACT*, S.N.B. 2004, c. S-5.5 (the “Act”)

AND

IN THE MATTER OF

***EXEMPTION FROM CERTAIN CLIENT RELATIONSHIP MODEL PHASE 2 REQUIREMENTS FOR
IIROC MEMBER FIRMS***

Blanket Order 31-527

Subsection 208(1) of the Act

Interpretation

Unless otherwise defined in this decision or the context otherwise requires, terms used in this decision that are defined in National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations* (**NI 31-103**) or National Instrument 14-101 *Definitions* have the same meaning.

Background

1. Under section 9.3 [*exemptions from certain requirements for IIROC members*] of NI 31-103, a registered firm that is a member of IIROC is exempt from certain requirements in NI 31-103 if the registered firm complies with the corresponding IIROC Provisions that are in effect. 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”.
2. On 15 July 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**).
3. On 15 July 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.
4. IIROC Dealer Member Rules affected by the IIROC 2014 CRM2 Amendments are not reflected in Appendix G of NI 31-103.



5. 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(l)(v)

6. The IIROC 2014 CRM2 Amendments are materially harmonized with the CSA 2014 CRM2 Amendments.

Decision

7. 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).
8. This decision comes into effect on 15 July 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 Saint John, New Brunswick, this 29th day of May 2014.

Original version signed by:

Kevin Hoyt
Director, Securities