

APPENDIX D
Equivalent provisions

All references are to provisions of the *Securities Act* of the relevant jurisdiction unless otherwise noted. All references to 'NI' are to 'National Instruments'. All references to 'MI' are to 'Multilateral Instruments'.

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario
SEDAR	NI 13-101												
Marketplace operation	NI 21-101 (only Parts 3, 4, 7, 8, 11 and 13 and sections 5.1(1), 5.1(2), 5.9, 5.10, 6.1, 6.2, 6.3, 6.7, 6.9 and 6.11, as those parts and sections apply to an ATS)												
Trading rules	NI 23-101 (only Parts 4 and 8 – 11)												
Use of client brokerage commissions	NI 23-102												
Electronic trading and direct electronic access to marketplaces	NI 23-103 (only sections 3(1), 3(2), 3(3)(a) to 3(3)(d), 3(4) to 3(7), 4, 4.2, 4.3, 4.4(a)(ii), 4.4(a)(iii), 4.4(a)(v) to 4.4(a)(vii), 4.4(b), 4.5, 4.7 and 5(3))												
Institutional trade matching and settlement	NI 24-101												
Designated rating organizations	NI 25-101												
National registration database (NRD)	NI 31-102												

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario
Registration requirements	NI 31-103 (except as noted below)												
Dealing representative category	s.2.1(1)(a) of NI 31-103												s.25(1)(b)
Advising representative category	s.2.1(1)(b) of NI 31-103												s.25(3)(b)
Associate advising representative category	s.2.1(1)(c) of NI 31-103												s.25(3)(c)
Ultimate designated person registration	s.2.1(1)(d) of NI 31-103	ss.75(2)(c) and 75.1 of <i>Securities Act</i> and s.2.1(1)(d) of NI 31-103	s.27(3) of <i>Securities Act</i> and s.2.1(1)(d) of NI 31-103	Paragraph 2 of s.149 of <i>Securities Act</i> and s.2.1(1)(d) of NI 31-103	s.2.1(1)(d) of NI 31-103	s.87 of <i>Securities Act</i> and s.2.1(d) of NI 31-103	ss.26(2)(c) and 26.1 of <i>Securities Act</i> and s.2.1(1)(d) of NI 31-103	s.87 of <i>Securities Act</i> and s.2.1(1)(d) of NI 31-103	s.87 of <i>Securities Act</i> and s.2.1(1)(d) of NI 31-103	s.87 of <i>Securities Act</i> and s.21(1)(d) of NI 31-103	s.25(5)		
Chief compliance officer registration	s.2.1(1)(e) of NI 31-103	ss.75(2)(c) and 75.1 of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	s.27(3) of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	Paragraph 2 of s.149 of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	s.2.1(1)(e) of NI 31-103	s.87 of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	ss.26(2)(c) and 26.1 of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	s.87 of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	s.87 of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	s.87 of <i>Securities Act</i> and s.2.1(1)(e) of NI 31-103	s.25(6)		

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Dealing representative of a mutual fund must be approved person	s.3.15(2) of NI 31-103				n/a	s.3.15(2) of NI 31-103							
Employment, partnership or agency relationship ends	s.6.1 of NI 31-103											s.29(3)	
Suspension of IIROC approval for individual	s.6.2 of NI 31-103											s.29(1), paragraph 3	
Suspension of MFDA approval for individual	s.6.3 of NI 31-103				n/a	s.6.3 of NI 31-103							s.29(1), paragraph 3
Sponsoring firm suspended	s.6.4 of NI 31-103											s.29(2)	
Revocation of a suspended registration – individual	s.6.6 of NI 31-103											s.29(5)	

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario
Exception for individuals involved in a hearing	s.6.7 of NI 31-103												s.29(6)
Dealer categories	s.7.1(1) of NI 31-103												s.26(2)
Adviser categories	s.7.2(1) of NI 31-103												s.26(6)
Investment fund manager category	s.7.3 of NI 31-103												s.25(4)
MFDA membership for mutual fund dealers	s.9.2 of NI 31-103			n/a		s.9.2 of NI 31-103							
Suspension or revocation of IIROC membership	s.10.2 of NI 31-103												s.29(1) paragraph 2
Suspension of MFDA firm membership	s.10.3 of NI 31-103			n/a		s.10.3 of NI 31-103							s.29(1), paragraph 2
Revocation of a suspended registration – firm	s.10.5 of NI 31-103												s.29(5)
Exception for firms involved in a hearing	s.10.6 of NI 31-103												s.29(6)

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario
Provide records to regulator	s.11.6(1)(c) of NI 31-103												s.19(3)
Insurance – scholarship plan dealer only	s.12.3 of NI 31-103			n/a	s.12.3 of NI 31-103								
Complaint handling	s.13.15 of NI 31-103			s.168.1.1 of <i>Securities Act</i> and s.13.15 of NI 31-103	s.13.15 of NI 31-103								
Dispute resolution service	s.13.16 of NI 31-103			s.168.1.3 of <i>Securities Act</i> and s.13.16 of NI 31-103	s.13.16 of NI 31-103								
Underwriting conflicts	NI 33-105												
Registrant information	NI 33-109												
Prospectus disclosure requirements	NI 41-101 (except as noted below)												
Certificate of issuer	s.5.3(1) of NI 41-101												s.58
Certificate of corporate issuer	s.5.4(1) of NI 41-101												s.58

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario		
Certificate of issuer involved in reverse takeover													s.5.8 of NI 41-101	n/a	
Certificate of underwriter														s.5.9(1) of NI 41-101	s.59(1)
Certificate of promoter														s.5.11(1) of NI 41-101	s.58
Delivery of amendments														s.6.4 of NI 41-101	s.57(3)
Amendment to a preliminary prospectus														s.6.5(1) of NI 41-101	s.57(1)
Amendment to a final prospectus														s.6.6(1) of NI 41-101	s.57(1)
Amendment to a final prospectus														s.6.6(2) of NI 41-101	s.57(2)
Regulator must issue receipt														s.6.6(3) of NI 41-101	s.57(2.1)
Regulator must not refuse a receipt														s.6.6(4) of NI 41-101	ss.57(2.1) and 61(3)
Prohibition against distribution														s.6.6(5) of NI 41-101	s.57(2.2)

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario
Distribution of preliminary prospectus and distribution list	s.16.1 of NI 41-101												ss.66 and 67
Lapse date	s.17.2 of NI 41-101												s.62
Statement of rights	s.18.1 of NI 41-101												s.60
Disclosure standards for mineral projects	NI 43-101												
Short form prospectus distribution requirements	NI 44-101												
Shelf prospectus requirements	NI 44-102												
Post receipt pricing	NI 44-103												
Rights offering requirements [Repealed]	NI 45-101 [Repealed]												
Resale of securities	NI 45-102												
Standards of disclosure for oil and gas activities	NI 51-101												

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario
Continuous disclosure obligations	NI 51-102 (except as noted below)												
Publication of material change	s.7.1 of NI 51-102												s.75 of Securities Act and s.3(1.1) of Regulation 1015 (General)
Accounting principles and auditing standards requirements	NI 52-107 (except as noted below)												
Acceptable accounting principles	s.3.2 of NI 52-107												s.3.2 of NI 52-107
Auditor oversight	NI 52-108												
Certification of disclosure in annual and interim filings	NI 52-109												
Audit committees	NI 52-110												
Communication with beneficial owners	NI 54-101												

Provision	British Columbia	Alberta	Saskatchewan	Manitoba	Québec	Nova Scotia	New Brunswick	Prince Edward Island	Newfoundland and Labrador	Yukon	Northwest Territories	Nunavut	Ontario
System for electronic disclosure by insiders (SEDI)	NI 55-102												
Insider reporting requirements	NI 55-104 (except as noted below)												NI 55-104 (except as noted below)
Primary insider reporting requirement	Part 3 of NI 55-104												s.107
Disclosure of corporate governance practices	NI 58-101												
Protection of minority security holders in special transactions	n/a	MI 61-101	n/a	MI 61-101	n/a	MI 61-101	n/a					MI 61-101	
Early warning reports and other take-over bid and insider reporting requirements	NI 62-103												
Take-over bid and issuer bid requirements	NI 62-104												

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Multi-jurisdictional disclosure system	NI 71-101												
Mutual fund prospectus disclosure	NI 81-101 (except as noted below)												
Amendment to a preliminary simplified prospectus	s.2.2.1(1) of NI 81-101												s.57(1)
Delivery of amendments	s.2.2.2 of NI 81-101												s.57(3)
Amendment to a simplified prospectus	s.2.2.3(1) of NI 81-101												s.57(1)
Amendment to a simplified prospectus	s.2.2.3(2) of NI 81-101												s.57(2)
Regulator must issue receipt	s.2.2.3(3) of NI 81-101												s.57(2.1)
Regulator must not refuse a receipt	s.2.2.3(4) of NI 81-101												ss.57(2.1) and 61(3)
Lapse date	s.2.5 of NI 81-101												s.62
Statement of rights	s.2.8 of NI 81-101												s.60

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Distribution of preliminary simplified prospectus and distribution list	s.3.2(3) of NI 81-101												ss.66 and 67
Certificate of mutual fund	s.5.1.3(1) of NI 81-101												s.58
Certificate of promoter	s.5.1.6(1) of NI 81-101												s.58
Certificate of corporate mutual fund	s.5.1.7(1) of NI 81-101												s.58
Mutual fund requirements	NI 81-102												
Alternative mutual funds	NI 81-104												
Mutual fund sales practices	NI 81-105												
Investment fund continuous disclosure	NI 81-106												
Independent review committee	NI 81-107												
Registration													
Dealer/underwriter registration requirement	ss.34(1)(a) and 34(1)(d)	ss. 75(1) (a) and 75(2)(a)	s.27(2)(a)	ss.6(1)(a) and 6(1)(d)	ss.148 and 149	ss.31(1) and 31(4)	ss.45(a) and 45(d)	ss.86(1) (a) and 86(2)	s.26(1)(a)	ss. 86(1) (a) and 86(2)	ss.86(1)(a) and 86(2)	ss.86(1) (a) and 86(2)	ss.25(1) and (2)

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Adviser registration requirement	s.34(1)(b)	ss. 75(1)(b) and 75(2)(b)	s.27(2)(b)	ss.6(1)(b)	ss.148 and 149	ss.31(2) and 31(4)	s.45(b)	s.86(1)(b)	s.26(1)(b)	s.86(1)(b)	s.86(1)(b)	s.86(1)(b)	s.25(3)
Investment fund manager registration requirement	s.34(1)(c)	s.75(1)(c)	s.27(2)(c)	s.6(1)(c)	s.148	ss.31(3) and 31(4)	s.45(c)	s.86(3)	s.26(1)(c)	s.86(3)	s.86(3)	s.86(3)	s.25(4)
Compensation or contingency trust fund	s.23 of Securities Rules	s.6 of ASC Rules (General)	s.23 of Regulations	n/a	s.196 of Securities Regulation	s.27 of General Securities Rules	n/a	s.98 of Regulation	n/a	n/a	n/a	n/a	s.110 of Regulation 1015 (General)
Requirements when using registration exemptions													
Offering memorandum in required form	s.3.9(5) of NI 45-106												n/a
Requirement to file offering memorandum within prescribed time	s.3.9(17) of NI 45-106												n/a
Trading in Securities Generally													
Registered dealer acting as principal	s.51	n/a	n/a	s.70	n/a	n/a	n/a	s.40	n/a	n/a	n/a	n/a	s.39

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Disclosure of investor relations activities	s.52	n/a					s.62	n/a					
Use of name of another registrant	s.53	s.99	s.49	s.73	n/a	s.49	s.63	n/a	s.44	n/a		s.43	
Trading in Exchange Contracts													
Trading exchange contracts on an exchange in jurisdiction	s.58	n/a											
Trading exchange contracts on an exchange outside jurisdiction	s.59	n/a											
Prospectus													
Prospectus requirement	s.61	s.110	s.58	s.37	ss.11 and 12	s.58	s.71(1)	s.94	s.54	s.94	s.94	s.94	s.53
Contents of prospectus (full, true & plain disclosure)	s.63	s.113	s.61	s.41	ss.13 and 20	s.61	s.74	s.99	s.57	s.99	s.99	s.99	s.56
Waiting period communications	s.78	s.123	s.73	s.38	ss.21 & 22	s.70	s.82	s.97	s.66	s.97	s.97	s.97	s.65(2)

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Obligation to send prospectus	s.83	s.129	s.79	s.64	ss.29, 30, 31 and 32	s.76	s.88	s.101(1)	s.72	s.101(1)	s.101(1)	s.101(1)	s.71(1)
Requirements when using prospectus exemptions													
Offering memorandum in required form	s.2.9(5) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106
Requirement to file offering memorandum within prescribed time	s.2.9(17) of NI 45-106												n/a
Filing report of exempt distribution	ss.6.1 and 6.3 of NI 45-106	ss.6.1 and 6.3 of NI 45-106	ss.6.1 and 6.3 of NI 45-106	s.7 of Regulation and ss.6.1 and 6.3 of NI 45-106	ss.6.1 and 6.3 of NI 45-106								
Continuous Disclosure													
Voting if proxies provided	s.118	s.157	s.96	s.105	n/a	s.93	ss.102 and 103(2)	n/a	s.88	n/a			s.87
Shares in name of registrant not to be voted	s.182 of Securities Rules	s.104	s.55	s.79	ss.164 and 165	s.55	s.103(3) – (7)	s.163	s.50	s.163	s.163	s.163	s.49

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Insider Reporting													
Insider reporting requirements	s.87	s.182	s.116	s.109	s.89.3	s.113	s.135	s.104	s.108	s.104	s.104	s.104	s.107
Take-Over Bids and Issuer Bids													
Directors must make recommendation on bid	s.99(1)	s.160	s.100	s.90	ss.113 & 114	s.97	s.124	s.108(1)	s.92	s.108(1)	s.108(1)	s.108 (1)	ss.95 and 96
Investment Funds – Self Dealing													
Investments of mutual funds	s.6 of the BC Instrument 81-513 <i>Self-Dealing</i>	s.185	s.120	n/a	s.119	s.137	n/a	s.112	n/a			s.111	
Indirect investment	s. 7 of the BC Instrument 81-513 <i>Self-Dealing</i>	s.186	s.121	n/a	s.120	s.138	n/a	s.113	n/a			s.112	
Fees on investment for mutual fund	s.8 of the BC Instrument 81-513 <i>Self-Dealing</i>	s.189	s.124	n/a	s.123	s.141	n/a	s.116	n/a			s.115	

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Report of mutual fund manager	s.9 of the BC Instrument 81-513 <i>Self-Dealing</i>	s.191	s.126	n/a		s.125	s.143	n/a	s.118		n/a		s.117
Restrictions on transactions with responsible persons	n/a					s.126	n/a		s.119	n/a			
Principal Trading Prohibitions	n/a	s.193	s.128	n/a		s.127	n/a		s.120	n/a			s.119
General													
Public inspection of records	s.169(3)	s.221(3)	s.152(2)	s.134	n/a	s.148(1)	s.198(3)	s.26(1)	s.140(1)	s.26(1)	s.26(1)	s.26(1)	s.140(1)