

## ALBERTA SECURITIES COMMISSION

### BLANKET ORDER 31-519

**Citation: Exemption from the Registration Requirement in NI 31-103 for Trades in Short-term Debt Instruments, Re, 2011 ABASC 492** **Date: 20110920**

#### Definitions

1. Terms defined in the *Securities Act*, R.S.A. 2000, c. S-4, National Instrument 14-101 *Definitions*, or National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations* (**NI 31-103**) have the same meaning in this Blanket Order.
2. “Approved credit rating” has the meaning ascribed to it in National Instrument 81-102 *Mutual Funds* (**NI 81-102**) with the exception of paragraph (b) of such definition.

#### Background

3. A person or company in Alberta was, prior to 27 March 2010, exempt from the registration requirement for trades in short-term debt under section 3.35 of NI 45-106 *Prospectus and Registration Exemptions* (**NI 45-106**) which provided that the dealer registration requirement for short-term debt was available only where, among other things, the negotiable promissory note or commercial paper “has an approved credit rating from an approved credit rating organization.”
4. NI 45-106 also incorporated by reference the definitions for “approved credit rating” and “approved credit rating organization” in NI 81-102.
5. On 26 March 2010, the Alberta Securities Commission issued Blanket Order 31-512 (the **2010 Order**) exempting certain Canadian financial institutions from the requirement to register when trading in short-term debt instruments, until 28 September 2011.
6. The Alberta Securities Commission considers that extending the relief granted by the 2010 Order would not be prejudicial to the public interest.

#### Order

7. The dealer registration requirement does not apply to:
  - (i) a bank listed in Schedule I, II or III to the *Bank Act* (Canada);
  - (ii) an association to which the *Cooperative Credit Associations Act* (Canada) applies or a central cooperative credit society for which an order has been made under subsection 473(1) of that Act;
  - (iii) a loan corporation, trust company, trust corporation, insurance company, treasury branch, credit union, caisse populaire, financial services cooperative or credit

union league or federation that is authorized by a statute of Canada or of a jurisdiction in Canada to carry on business in Canada or in any jurisdiction, as the case may be; and

- (iv) the Business Development Bank of Canada;

in respect of a trade in a negotiable promissory note or commercial paper maturing not more than one year from the date of issue, if the note or commercial paper traded:

- (a) is not convertible or exchangeable into or accompanied by a right to purchase another security other than a security described in this order; and
- (b) has an approved credit rating issued by one of the following rating organizations, or any of their successors, at or above one of the following rating categories or a rating that replaces a category listed below:

<b>Rating Organization</b>	<b>Rating</b>
DBRS Limited	R-1 (low)
Fitch Ratings Ltd.	F2
Moody's Investors Service, Inc.	P-2
Standard & Poor's Corporation	A-2.

This order takes effect on 29 September 2011 and ceases to have effect on 28 September 2014.

**For the Commission:**

*"original signed by"*

---

Glenda Campbell, QC  
Vice-Chair

*"original signed by"*

---

Stephen Murison  
Vice-Chair