

Instructions to begin the voluntary surrender process:

Please include the following information as part of the voluntary surrender application:

1. An **application letter** *applying* for the voluntary surrender. * Applications filed without this letter will not be processed and returned.

There is no specific form or template for the letter. However, please include **all** the following information in the letter:

- (a) a written "**consent to suspension**" of the firm's registration in Ontario;
- (b) the correct categories of the firm
- (c) why the firm has ceased or plans to cease registerable activities
- (d) the date that the firm ceased registerable activities;
- (e) the business activities of the firm in the past (**BOTH** registerable and non-registerable activities);
- (f) description of what happened to the firm's clients (e.g. accounts transferred to another registrant firm, assets liquidated, returned to clients and accounts closed, etc).
- (g) confirmation whether the firm holds or has ever held client assets;
- (h) if operating a fund, whether the fund has been liquidated and assets returned to clients, management of the fund transferred to another registrant, etc.)
- (i) future plan of the firm and its principals (including non-registerable activities)

This letter should be filed through our online portal, which can be accessed [here](#) (scroll down to the "Voluntary surrender" section - see screen shot below)

Please identify the type of document you are filing:

* 31-103 Use of Mobility Exemption

Delivery of new subordination agreements in the form set out in Appendix B of NI 31-103

31-103, s. 8.18 and 8.26 notification that an unregistered exempt firm is no longer relying on an exemption from registration

Notice of reliance on exemption in respect of investment fund trades by advisor to managed account

32-102F1 Submission to Jurisdiction and Appointment of Agent for Service for International Investment Fund Manager

32-102F2 Notice of Regulatory Action

32-102, s. 4 notification that an unregistered exempt firm is no longer relying on an exemption from registration

32-102, s. 4(3) notification by international IFM of its reliance on exemption from registration under s. 4(1) of MI 32-102 and total Ontario AUM (in CAD)

32-505F1 Information Report for United States Broker-Dealers and Advisers Servicing U.S. Clients from Ontario

33-109F5 Change of Registration Information (Firm Registrant - no fee due, or fee to be paid on NRD)

33-109F5 Change of Registration Information (Firm Registrant - EFT-exempt registrant)

33-109F6 Firm Registration (Fee to be paid on NRD)

33-109F6 Firm Registration (EFT-exempt registrant)

33-506F5 Change of Registration Information (Firm Registrant - no fee due, or fee to be paid on NRD)

33-506F5 Change of Registration Information (Firm Registrant - EFT-exempt registrant)

33-506F6 Firm Registration (Fee to be paid on NRD)

33-506F6 Firm Registration (EFT-exempt registrant)

35-101F1 Form of Submission to Jurisdiction and Appointment of Agent for Service of Process by Broker-Dealer

35-101F2 Form of Submission to Jurisdiction and Appointment of Agent for Service of Process by Agents of the Broker-Dealer

Custodian compliance reports delivered pursuant to s. 14.6(3) of NI 41-101 General Prospectus Requirement

Delivery of an offering memorandum or any amendment pursuant to s. 5.4 of OSC Rule 45-501 Ontario Prospectus and Registration Exemptions

Notice given by a mutual fund manager pursuant to s. 5.8(1) of NI 81-102 Investment Funds

Custodian compliance reports delivered pursuant to s. 6.3(3) of NI 81-102 Investment Funds

Compliance reports as required by Part 12 of NI 81-102 Investment Funds

Notice that a mutual fund is relying on the exemption not to file its financial statements in s. 2.11 of NI 81-106 Investment Fund Continuous Disclosure

Financial statements filed by non-reporting investment fund issuers as required by Part 2 of NI 81-106 Investment Fund Continuous Disclosure

Notice given by a manager pursuant to s.3.10(4) of NI 81-107 Independent Review Committee for Investment Funds

Notice given by an independent review committee pursuant to s.4.5(1) of NI 81-107 Independent Review Committee for Investment Funds

Application for voluntary surrender of registration

Reports filed by management companies pursuant to s.117(1) of the Securities Act

Request to Amend Terms or Conditions

Form or document required to be filed or delivered with respect to terms and conditions imposed or a Commission Order

2. An **Officer's/Director's Certificate**. A sample template is attached.
3. As part of the surrender review process, the firm may also be required to provide the following **additional information**:
 - audited financial statements or unaudited interim financial information
 - an auditor's comfort letter (see sample attached) dated after registerable activities have ceased OR specified procedures report performed by a licensed public accountant/audit firm to provide evidence that all financial obligations to clients have been discharged.

**Officer's Certificate
(Sample Template)**

I, [Insert name of UDP], the ultimate designated person of [Insert name of firm] (the Firm) represent and provide the following information and documents to the directors of the Commissions listed below as part of the firm's surrender of registrations:

- [Insert Commission name] (the Principal Regulator)
 - [Insert Commission name]
 - [Insert Commission name]
 - [Insert Commission name]
(collectively, the Commissions)
1. The Firm ceased registrable activities as [Insert registration categories] on [Insert date].
 2. The Firm has discharged its financial obligations to its clients, including to the [Insert as applicable - investment funds/managed accounts etc.] that it formerly managed.
 3. The Firm does not hold client assets.
 4. There are no existing or potential claims or liabilities against the Firm by its clients.
 5. There are no unresolved complaints against the Firm by its clients.
 6. The Firm's [Insert as applicable - audited financial statements / unaudited interim financial information] submitted as part of this surrender application present fairly the financial position of the Firm in accordance with International Financial Reporting Standards or U.S. GAAP.

I represent that the above representations, evidence, information and documents are true, they are not misleading, and they do not omit any fact that is required to be stated or that is necessary to make them not misleading.

I understand that it is an offence under the *Securities Act* (Ontario) or other securities laws applicable to the Commission(s) to make a statement to the Commission(s) that is misleading or untrue.

[Insert name of UDP]

Signed at [Insert city _____], in _____
the province of [Insert province _____]
on this day of [Insert date _____]

Witness signature

Name

Address

Address

Telephone or email

**Auditor's comfort letter
(see sample attached)**



Sample auditor's
comfort letter - Ontar



Sample auditor's
comfort letter - Comn