REVISED NOTICE OF EFFECTIVE DATE – TECHNICAL AMENDMENTS TO CDS PROCEDURES APPLICATION FOR PARTICIPATION CHANGES – OCTOBER 2019

A. DESCRIPTION OF THE PROPOSED CDS PROCEDURE AMENDMENTS

The proposed procedure amendments are housekeeping changes to align with CDS Participant Rules.

ENGLISH

CDS Application for Participation

- 1. Schedule A1, Page 15: change 5.10.5 to 5.10.4
- 2. Schedule A2, Page 16: change 1 Billion to 100 Million (English only change)
- 3. Schedule A3, Page 18: Under Additional Information, change "Settlement Agent" to "Receiver of Credit" (English only change)
- 4. Appendix F, Page 31: In Appendix F, add the CDS GST/HST/QST registration numbers
- 5. Appendix M, Page 51: Update Brian Gelfand's signature and title to Wayne Ralph's

FRENCH

CDS Application for Participation

- 1. Schedule A1, Page 15: change 5.10.5 to 5.10.4
- 2. Schedule A2, Page 17:
 - Modify the translation of Sous-adhérent for consistency with the English version (French only change)
 - Add the long form of the STPGV acronym for clarity (French only change)
- 3. Schedule A3, Page 20: Add missing paragraph (French only change)
- 4. Appendix F, Page 32: In Appendix F, add the CDS GST/HST/QST registration numbers
- 5. Appendix M, Page 55: Update Brian Gelfand's signature and title to Wayne Ralph's

These amendments were reviewed and approved by the SDRC on October 24, 2019.

B. REASONS FOR TECHNICAL CLASSIFICATION

The amendments proposed pursuant to this Notice are considered technical amendments as they are matters of a technical nature in routine operating procedures and administrative practices relating to the settlement services.

C. EFFECTIVE DATE OF THE CDS PROCEDURE AMENDMENTS

Pursuant to Appendix A ("Rule Protocol Regarding The Review And Approval Of CDS Rules By The OSC") of the Recognition and Designation Order, as amended on November 1, 2006, and Annexe A ("Protocole d'examen et d'approbation des Règles de Services de Dépot et de Compensation CDS Inc. par l'Autorité des marchés financiers") of AMF Decision 2006-PDG-0180, made effective on November 1, 2006, CDS has determined that the proposed amendments will become effective Pursuant to Appendix A ("Rule Protocol Regarding The Review And Approval Of CDS Rules By The OSC") of the Recognition Order dated July 4, 2012, as subsequently amended, and Annexe A ("Protocole d'examen et d'approbation des Règles de Services de Dépot et de Compensation CDS Inc. par l'Autorité des marchés financiers") of AMF Decision 2012-PDG- 0142, as subsequently amended, CDS has determined that the proposed amendments will become effective on October 24, 2019.

D. QUESTIONS

Questions regarding this notice may be directed to:

Michelle Cho Relationship Manager Relationship Management

CDS Clearing and Depository Services Inc. 85 Richmond Street West Toronto, Ontario M5H 2C9

> Telephone: 416-365-3897 Email: michelle.cho@tmx.com

Application for Participation: Schedule A1 For Use by Applicant Requesting Designation as Extender of Credit Initial filing Update filing To: CDS CLEARING AND DEPOSITORY SERVICES INC. From: Name of Applicant (Participant) Please Check Only One Box In Each Section Type of Financial Institution: Schedule II Bank Schedule III Bank Schedule I Bank Trust Company or Corporation Credit Union Credit Union Central Loan Company or Corporation Savings or Credit Union Alberta Treasury Branches Institution regulated pursuant to an Act respecting financial services cooperatives (Québec) Status in Canadian Payments Association: Direct Clearer Group Clearer Applicant confirms that Applicant is LVTS User (as defined in Rule 1.2.1) LVTS User (as defined in Rule 1.2.1): No. Capital: Applicant confirms that its Capital (as defined in Rule 1.2.1) equals or exceeds \$1 billion Cdn Execution of Required Legal Agreements: Applicant undertakes to execute the Extender Applicant undertakes to execute the Inter-Surety Credit Ring Agreement pursuant to Rule 2.3.3 and advise CDS upon execution Agreement pursuant to Rule 2.4.9 and advise $\stackrel{\cdot}{\text{CDS}}$ upon execution CDSX783-pg. 1 (05/02)

Additional Information:

Name of Applicant (Participant)

Signature of Signing Officer

Name and Title of Signing Officer

Corrected rule being referenced

Deleted: 5

In support of our application for classification as Extender of Credit, we attach the following information: most recent audited financial statements; (B) most recent quarterly financial statements as provided to Applicant's primary Regulatory Body; (C) statement of the amount of Applicant's Capital (as defined in Rule 1.2.1); Applicant's Rating Discount (as defined in Rule 5.10.8) and the rating(s) of its short-term debt by the Bond Rating (D) Service(s) upon which the Rating Discount is based; (E) Applicant's Formula Amount (as defined in Rule 5.10.4); Note: Formula amount determines Extender's System Operating Cap unless other members of the Extender Credit Ring designate a lesser amount; (F) a portion of the System Operating Cap may be allocated to establish U.S. Cap; (G) any required approvals by Regulatory Bodies having jurisdiction over Applicant (pursuant to Rule 3.7.1) We undertake: (i) to provide CDS with updates to the information listed above at the same time as we provide quarterly financial statements to our primary Regulatory Body, or at any time upon request by CDS, in accordance with Rule 3.7.2; and; (ii) to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence which results in material changes to any of the representations and information contained in this Application. We understand that a fee may be assessed by CDS for failure to provide timely notification of a material change. We also understand that this Application form is provided to us as a convenience and that it is our obligation to ensure that we comply with the requirements of the Rules, as they are amended from time to time, which set out the requisite qualifications of the Participant category into which we have asked to be classified.

CDSX783-pg. 2 (05/02)

Application for Participation: Schedule A2 For Use by Applicant Requesting Designation as Settlement Agent
Initial filing Update filing
To: CDS CLEARING AND DEPOSITORY SERVICES INC.
From:
Name of Applicant (Participant)
Please Check Only One Box In Each Section
Type of Financial Institution:
Schedule I Bank Schedule II Bank Schedule III Bank
Trust Company or Corporation Credit Union Credit Union Credit Union Central
Loan Company or Corporation Savings or Credit Union Alberta Treasury Branches
Institution regulated pursuant to an Act respecting financial services cooperatives (Québec)
Status in Canadian Payments Association:
Direct Clearer Group Clearer Applicant confirms that Applicant is LVTS User (as defined in Rule 1.2.1)
LVTS User (as defined in Rule 1.2.1):
Yes No`
Capital: Corrected capital limit from 1 billion to 100 million
Applicant confirms that its Capital (as defined in Rule 1.2.1) equals or exceeds \$100 million Cdn
Execution of Required Legal Agreements:
Applicant undertakes to execute the Settlement Agent Credit Ring Agreement pursuant to Rule 2.3.3 and advise CDS upon execution
CDSX801 pg. 1 (04/16)

	Application for Participation: Schedule A3 For Use by Applicant Requesting Designation as Receiver of Credit	
	Initial filing Update filing	
To: CE	S CLEARING AND DEPOSITORY SERVICES INC.	
From:		
Name	of Applicant (Participant)	
Pleas	e Check Only One Box In Each Section	
Select	on of Receivers Collateral Pools for CAD and USD:	
	CAD: USD:	
	Contribution Receivers Collateral Pool (CAD RCP) Contributing Receivers Collateral Pool (USD RCP)	CP)
	Non-contributing Receivers Collateral Pool (CAD NRCP) Non-contributing Receivers Collateral Pool (USD NRCP)	
		Corrected role (from Settlement Agent to Receiver of
	onal Information: port of our application for classification as Receiver of Credit, we attach the following information:	Credit)
(A)	most recent audited financial statements;	Deleted: Settlement Agent
(B)	most recent quarterly financial statements as provided to Applicant's primary Regulatory Body;	
(C)	most recent filing submitted to SRO(s);	
(D)	For applicants contributing to CAD RCP, desired level of Formula Amount is:	
(E)	For applicants contributing to USD RCP, desired level of Formula Amount is:	;
We un	dertake:	
(i)	to provide CDS with updates to the information listed above at the same time as we provide quarterly financi statements to our primary Regulatory Body, or at any time upon request by CDS, in accordance with Rule 3.	
(ii)	to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence results in material changes to any of the representations and information contained in this Application.	ce which
	CDSX787 pa	age 1 (06/18)

Application for Participation: Appendix F Calculation of Entrance Fees

In order to calculate the applicable Entrance	Fee please complete the following: (ATON Participan	applicants — go to Step 3 and enter \$5,000 in box (E))	
Step 1 Calculation of fees related to the Applicant of	or Participant:		
	With Invested Capital or equivalent ownership (Amount A)	Without Invested Capital (Amount B)	
Share Capital	\$	Fair market value of Canadian securities portfolio under its	
Subordinated Debt	\$	ownership, management, control or custody	
Retained Earnings	\$		
Contributed and Earned Surpluses	\$	\$	
General Contingency, Investment and	\$	× 0.1%	
required reserves	T		
Total	\$		Insert amount IN
	× 0.5%		(A) or (B)
	(A) \$	(B) \$	\$
			If greater than \$250,000, go to (E) and insert \$250,000
Step 2 Calculation of fees relating to a controlling of the service(s) being applied for.)	corporation or entity: (To be completed only if the app	licant or participant is a subsidiary or is controlled by another entity	y which is not a participant nor an applicant in
Controlling corporation or entity which cont	rols, directly or indirectly in any manner whatever, the	e applicant or participant, as determined by CDS in its discretion,	
	With Invested Capital or equivalent ownership (Amount C)	Without Invested Capital (Amount D)	
Share Capital	\$	Fair market value of Canadian securities portfolio under its ownership, management, control or custody	
Subordinated Debt	\$	ownership, management, control of custody	
Retained Earnings	\$		
Contributed and Earned Surpluses	\$		
General Contingency, Investment and required reserves	\$	\$	
Total	\$	× 0.1%	Insert
	× 0.5%		amount IN (C) or (D)
	(C) \$	(D) \$	\$
Step 3			
Consolidate Steps 1 + 2:	Applicant or participant	(A) or (B)	\$
	Controlling corporation or entity	plus (C) or (D)	\$
		Total: (E)	\$
			minimum \$50,000, maximum \$250,000, then
Step 4 Determine total Entrance Fee by inserting a	mount in (E) below:		go to Step 4
Total entrance fee to be paid:	\$		
Plus 5% GST	\$		
or 12% HST (BC residents only)	\$	CDS's GST/HST Registration Number:▼	8 4 4 1 8 2 1 2 1 R T 0 0 0 1
or 13% HST (ON, NL, NB residents only)	\$	_	
or 15% HST (NS residents only)	\$	CDCL CCT Particular Number	10101010101010
Subtotal		CDS's QST Registration Number:	1 2 1 2 4 6 4 6 5 8 T Q 0 0 0 1
Plus 9.975% QST (Quebec residents only)	\$ \$		
Amount of Payment	\$		

CDSX796 (06/18)

Bolded Instructions for visibility

Note: Before preparing payment, read <u>Instructions for Completing the Application for Participation</u> on page 3.

DEC 2018 31

Added CDS GST/HST and QST registration numbers

Application for Participation: Appendix M Participant Consent to Disclosure of Confidential Information to Affiliate

Date	
Company	
Address	
City, Province	
Attention:	
	(Signing Officer of Company - Name on Schedule B of Application, Title)
Dear	
Re: Enhancing to an Affiliated En	CDS and CDCC Service Provision and Consent to Disclosure of Confidential Information tity
Limited, are indeper contractual obligation	is a CDS Clearing and Depository Services Inc. ("CDS") Participant and/or a Canadian Corporation ("CDCC") Member. Both CDS Clearing and CDCC, which are affiliates of TMX Group Indently recognized and designated clearing houses, separate legal entities, and each has one to their respective Participants and Clearing Members. Each entity must maintain your dential information in strictest confidence.
as providing a single personnel and busir CDCC. TMX Group prespective clearing	constantly exploring ways to enhance the quality and efficiency of our services and support (such e point of contact for post-trade services to our clients), ways to facilitate cross-training of ness continuity response, and to further understand your collateral requirements across CDS and post-trade personnel are employed by one of either CDS or CDCC, contractually bound to their agency, and at the present time are only permitted access to the information pertaining to your her a CDS participant or a CDCC clearing member.
	CDSX859 page 1 (12/1

We are seeking to have all of our post-trade personnel to be able to provide service for your firm at CDS and CDCC, regardless of whether the personnel are employees of CDS or CDCC. To that end, we are seeking your explicit, affirmative consent to permit shared access to your organization's confidential information by both CDS and CDCC personnel. Personnel of each of CDS and CDCC are, and will remain, employees of their respective clearing agency. This consent will permit CDS and CDCC personnel to access your organization's information in order to better serve you, our clients.

Shared access will be solely for the purpose of permitting our CDS and CDCC staff to access your information to enable us to provide services to your organization as efficiently as possible. Each entity will continue to maintain your organization's confidential information in strictest confidence.

We request that an authorized signatory of your organization execute the Consent to Disclosure appearing below and return it to your Relationship Manager at your earliest convenience. Any questions or comments relating to this request, or to the form of consent provided below, may also be directed to your Relationship Manager.

Updated signature and signing officer

Wayne Ralph

Chief Operating Officer - CDS

Deleted:

Deleted: Brian Gelfand

Deleted: Commercial

Deleted: and CDCC

CDSX859 page 2 (12/18)

Application for Participation: Schedule A1 For Use by Applicant Requesting Designation as Extender of Credit

	Initial filing	Update filing			
To: CDS CLEARING AND DEPOSITORY	SERVICES INC.				
From:					
Name of Applicant (Participant)					
Please Check Only One Box In Eac	h Section				
Type of Financial Institution:					
Schedule I Bank	Schedule II Bank	Schedule III Bank			
Trust Company or Corporation	Credit Union	Credit Union Central			
Loan Company or Corporation	Savings or Credit Union	Alberta Treasury Branches			
Institution regulated pursuant t	o an Act respecting financial servi	ces cooperatives (Québec)			
Status in Canadian Payments Associat	ion:				
Direct Clearer	Group Clearer	Applicant confirms that Applicant is LVTS User (as defined in Rule 1.2.1)			
LVTS User (as defined in Rule 1.2.1):					
Yes	No `				
Capital:					
Applicant confirms that its Capital (as defined in Rule 1.2.1) equals or exceeds \$1 billion Cdn					
Execution of Required Legal Agreements:					
Applicant undertakes to execute Credit Ring Agreement pursuan and advise CDS upon execution	t to Rule 2.3.3 Agreem	nt undertakes to execute the Inter-Surety nent pursuant to Rule 2.4.9 and advise CDS upon on			

CDSX783-pg. 1 (05/02)

Addit	ional Information:	
In su	pport of our application for classification as Extender of Credit, we attach the following information:	
(A)	most recent audited financial statements;	
(B)	most recent quarterly financial statements as provided to Applicant's primary Regulatory Body;	
(C)	statement of the amount of Applicant's Capital (as defined in Rule 1.2.1);	
(D)	Applicant's Rating Discount (as defined in Rule 5.10.8) and the rating(s) of its short-term debt by the Bond Rating Service(s) upon which the Rating Discount is based; Correct rule reference	
(E)	Applicant's Formula Amount (as defined in Rule 5.10.4);	Deleted: 5
	Note: Formula amount determines Extender's System Operating Cap unless other members of the Extender Credit Ring designate a lesser amount;	
(F)	a portion of the System Operating Cap may be allocated to establish U.S. Cap;	
(G)	any required approvals by Regulatory Bodies having jurisdiction over Applicant (pursuant to Rule 3.7.1)	
We u	ndertake:	
(i)	to provide CDS with updates to the information listed above at the same time as we provide quarterly financial statements to our primary Regulatory Body, or at any time upon request by CDS, in accordance with Rule 3.7.2; and;	
(ii)	to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence which results in material changes to any of the representations and information contained in this Application.	
also u we co	nderstand that a fee may be assessed by CDS for failure to provide timely notification of a material change. We understand that this Application form is provided to us as a convenience and that it is our obligation to ensure that simply with the requirements of the Rules, as they are amended from time to time, which set out the requisite fications of the Participant category into which we have asked to be classified.	
Name	e of Applicant (Participant)	
Signa	ture of Signing Officer	

Name and Title of Signing Officer

CDSX783-pg. 2 (05/02)

Application for Participation: Schedule A3 For Use by Applicant Requesting Designation as Receiver of Credit

	Initial filing Update filing				
To: CD	S CLEARING AND DEPOSITORY SERVICES INC.				
From:					
Name o	of Applicant (Participant)				
Please	Check Only One Box In Each Section				
Selection	on of Receivers Collateral Pools for CAD and USD:				
	CAD: USD:				
	Contribution Receivers Collateral Pool (CAD RCP) Contributing Receivers Collateral Pool (USD RCP)				
	Non-contributing Receivers Collateral Pool (CAD NRCP) Non-contributing Receivers Collateral Pool (USD NRCP)				
Additio	nal Information: Correct role (from Settlement Agent to Receiver of Credit				
In supp	oort of our application for classification as <u>Receiver of Credit</u> we attach the following information:				
(A)	most recent audited financial statements; Deleted: Settlement Agent				
(B)	most recent quarterly financial statements as provided to Applicant's primary Regulatory Body;				
(C)	most recent filing submitted to SRO(s);				
(D)	For applicants contributing to CAD RCP, desired level of Formula Amount is:;				
(E)	For applicants contributing to USD RCP, desired level of Formula Amount is:;				
We und	lertake:				
(i)	to provide CDS with updates to the information listed above at the same time as we provide quarterly financial statements to our primary Regulatory Body, or at any time upon request by CDS, in accordance with Rule 3.7.2; and;				
(ii)	to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence which results in material changes to any of the representations and information contained in this Application.				

CDSX787 page 1 (06/18)

Application for Participation: Appendix F Calculation of Entrance Fees

In order to calculate the applicable Entranc	te Fee please complete the following: (ATON Participal	nt applicants $-$ go to Step 3 and enter \$	5,000 in box (E))	
Step 1 Calculation of fees related to the Applicant	or Participants			
Calculation of fees related to the Applicant	With Invested Capital or equivalent ownership (Amount A)	Without Invested Ca (Amount B)	pital	
Share Capital	\$	Fair market value of Canadian securit		
Subordinated Debt	\$	ownership, management, control or c	ustody	
Retained Earnings	\$			
Contributed and Earned Surpluses	\$	\$		
General Contingency, Investment and required reserves	\$		x 0.1%	
Total	¢			Insert
Total	× 0.5%			amount IN (A) or (B)
	(A) \$	(B) \$		\$
				If greater than \$250,000, go to (E) and insert \$250,000
Step 2 Calculation of fees relating to a controlling in the service(s) being applied for.)	corporation or entity: (To be completed only if the ap	plicant or participant is a subsidiary or is	controlled by another e	entity which is not a participant nor an applicant
Controlling corporation or entity which cor	ntrols, directly or indirectly in any manner whatever,	the applicant or participant, as determine	d by CDS in its discreti	on,
	With Invested Capital or equivalent ownership (Amount C)	Without Invested Ca (Amount D)	pital	
Share Capital	\$	Fair market value of Canadian securit	ies portfolio under its	
Subordinated Debt	\$	ownership, management, control or c	ustody	
Retained Earnings	\$			
Contributed and Earned Surpluses	\$			
General Contingency, Investment and required reserves	\$	\$		
Total	¢		x 0.1%	Insert
Total	× 0.5%			amount IN (C) or (D)
	(C \$	(D) \$		\$
)	(5) 4		
Step 3				
Consolidate Steps 1 + 2:	Applicant or participant		(A) or (B)	\$
	Controlling corporation or entity	plus	(C) or (D)	\$
	controlling corporation or entity			¥
		Total:	(E)	\$
Step 4 Determine total Entrance Fee by inserting	amount in (F) helow			minimum \$50,000, maximum \$250,000, then go to Step 4
Total entrance fee to be paid:				
·	\$			
Plus 5% GST	\$	CDS's GST/HST I	Registration Number:	844182121RT0001
or 12% HST (BC residents only)	\$			
or 13% HST (ON, NL, NB residents only)	\$	CDS's QST Regis	tration Number:	1212464658TQ0001
or 15% HST (NS residents only)	\$			
Subtotal	\$			

Note: Before preparing payment, read Instructions for Completing the Application for Participation on page Error! Bookmark not defined of the Application for Participation.

Plus 9.975% QST (Quebec residents only)

Amount of Payment

Added CDS GST/HST and QST registration numbers

Application for Participation: Schedule A2 For Use by Applicant Requesting Designation as Settlement Agent

Initial filing Update filing	
To: CDS CLEARING AND DEPOSITORY SERVICES INC.	
From:	
Name of Applicant (Participant)	
Please Check Only One Box In Each Section	
Type of Financial Institution:	
Schedule I Bank Schedule II Bank Schedule III Bank	
Trust Company or Corporation Credit Union Credit Union Credit Union Central	
Loan Company or Corporation Savings or Credit Union Alberta Treasury Branches	
Institution regulated pursuant to an Act respecting financial services cooperatives (Québec)	
Status in Canadian Payments Association:	
Direct Clearer Group Clearer Applicant confirms that Applicant LVTS User (as defined in Rule 1	
LVTS User (as defined in Rule 1.2.1):	
Yes No`	
Capital:	
Applicant confirms that its Capital (as defined in Rule 1.2.1) equals or exceeds \$100 million Cdn	
Applicant commission and its capital (as defined in raic 1.2.1) equals of exceeds \$150 in single-care	Deleted: b
Execution of Required Legal Agreements:	
Applicant undertakes to execute the Settlement Agent Credit Ring Agreement pursuant to Rule 2.3.3 and adv CDS upon execution	ise
CDSX801 pg. 1	(04/16)



Participant Consent to Disclosure of Confidential Information to Affiliate

Dear Re: Enhancing CDS and CDCC Information to an Affiliated Entity	of Company - Name on Schedule B of Application, Title)
City, Province Attention: (Signing Officer Dear Re: Enhancing CDS and CDCC Information to an Affiliated Entity	of Company - Name on Schedule B of Application, Title)
Attention: (Signing Officer Dear Re: Enhancing CDS and CDCC Information to an Affiliated Entity	of Company - Name on Schedule B of Application, Title)
CSigning Officer Dear Re: Enhancing CDS and CDCC Information to an Affiliated Entity	of Company - Name on Schedule B of Application, Title)
Dear Re: Enhancing CDS and CDCC Information to an Affiliated Entity	of Company - Name on Schedule B of Application, Title)
Re: Enhancing CDS and CDCC Information to an Affiliated Entity	
Information to an Affiliated Entity	
is a CDS	Service Provision and Consent to Disclosure of Confidential
Canadian Derivatives Clearing Corpora of TMX Group Limited, are independent	Clearing and Depository Services Inc. ("CDS") Participant and/or a ation ("CDCC") Member. Both CDS Clearing and CDCC, which are affiliate ently recognized and designated clearing houses, separate legal entities, and ir respective Participants and Clearing Members. Each entity must maintain nation in strictest confidence.
CDS and CDCC are constantly exploring (such as providing a single point of compersonnel and business continuity respective. TMX Group post-trade person their respective clearing agency, and at	

your firm's activity as either a CDS participant or a CDCC clearing member.



We are seeking to have all of our post-trade personnel to be able to provide service for your firm at CDS and CDCC, regardless of whether the personnel are employees of CDS or CDCC. To that end, we are seeking your explicit, affirmative consent to permit shared access to your organization's confidential information by both CDS and CDCC personnel. Personnel of each of CDS and CDCC are, and will remain, employees of their respective clearing agency. This consent will permit CDS and CDCC personnel to access your organization's information in order to better serve you, our clients.

Shared access will be solely for the purpose of permitting our CDS and CDCC staff to access your information to enable us to provide services to your organization as efficiently as possible. Each entity will continue to maintain your organization's confidential information in strictest confidence.

We request that an authorized signatory of your organization execute the Consent to Disclosure appearing below and return it to your Relationship Manager at your earliest convenience. Any questions or comments relating to this request, or to the form of consent provided below, may also be directed to your Relationship Manager.

Updated signature and signing officer

Wayne Ralph

Chief Operating Officer – CDS

Deleted:

Formatted: Line spacing: single

Deleted: Brian Gelfand

Deleted: Commercial

Deleted: and CDCC

REVISED NOTICE OF EFFECTIVE DATE – TECHNICAL AMENDMENTS TO CDS PROCEDURES APPLICATION FOR PARTICIPATION CHANGES – OCTOBER 2019

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CDS Application for Participation

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CDS Application for Participation

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These amendments were reviewed and approved by the SDRC on October 24, 2019.

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The amendments proposed pursuant to this Notice are considered technical amendments as they are matters of a technical nature in routine operating procedures and administrative practices relating to the settlement services.

C. EFFECTIVE DATE OF THE CDS PROCEDURE AMENDMENTS

Pursuant to Appendix A ("Rule Protocol Regarding The Review And Approval Of CDS Rules By The OSC") of the Recognition Order dated July 4, 2012, as subsequently amended, and Annexe A ("Protocole d'examen et d'approbation des Règles de Services de Dépot et de Compensation CDS Inc. par l'Autorité des marchés financiers") of AMF Decision 2012-PDG- 0142, as subsequently amended, CDS has determined that the proposed amendments will become effective on October 24, 2019.

D. QUESTIONS

Questions regarding this notice may be directed to:

Michelle Cho Relationship Manager Relationship Management

CDS Clearing and Depository Services Inc. 85 Richmond Street West Toronto, Ontario M5H 2C9

> Telephone: 416-365-3897 Email: michelle.cho@tmx.com

Application for Participation: Schedule A1 For Use by Applicant Requesting Designation as Extender of Credit

	Initial filing		Update filing		
To: CD	OS CLEARING AND DEPOSITORY SE	RVICE:	S INC.		
From:					
Name	of Applicant (Participant)				
Please	e Check Only One Box In Each S	ection	ı		
Туре с	of Financial Institution:				
	Schedule I Bank		Schedule II Bank		Schedule III Bank
	Trust Company or Corporation		Credit Union		Credit Union Central
	Loan Company or Corporation		Savings or Credit Union		Alberta Treasury Branches
	Institution regulated pursuant to a	an Act	respecting financial services	s coopera	tives (Québec)
Status	in Canadian Payments Association:				
	Direct Clearer		Group Clearer		Applicant confirms that Applicant is LVTS User (as defined in Rule 1.2.1)
LVTS (Jser (as defined in Rule 1.2.1):				
	Yes		No`		
Capita	l:				
	Applicant confirms that its Capital	(as de	efined in Rule 1.2.1) equals	or exceed	ds \$1 billion Cdn
Execut	cion of Required Legal Agreements:				
	Applicant undertakes to execute t Credit Ring Agreement pursuant t and advise CDS upon execution			ent pursua	kes to execute the Inter-Surety ant to Rule 2.4.9 and advise CDS upon
					CDSX783-pg. 1 (05/02)

Additional Information:

In support of our application for classification as Extender of Credit, we attach the following information:

- (A) most recent audited financial statements;
- (B) most recent quarterly financial statements as provided to Applicant's primary Regulatory Body;
- (C) statement of the amount of Applicant's Capital (as defined in Rule 1.2.1);
- (D) Applicant's Rating Discount (as defined in Rule 5.10.8) and the rating(s) of its short-term debt by the Bond Rating Service(s) upon which the Rating Discount is based;
- (E) Applicant's Formula Amount (as defined in Rule 5.10.4);

Note: Formula amount determines Extender's System Operating Cap unless other members of the Extender Credit Ring designate a lesser amount;

- (F) a portion of the System Operating Cap may be allocated to establish U.S. Cap;
- (G) any required approvals by Regulatory Bodies having jurisdiction over Applicant (pursuant to Rule 3.7.1)

We undertake:

- (i) to provide CDS with updates to the information listed above at the same time as we provide quarterly financial statements to our primary Regulatory Body, or at any time upon request by CDS, in accordance with Rule 3.7.2; and;
- (ii) to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence which results in material changes to any of the representations and information contained in this Application.

We understand that a fee may be assessed by CDS for failure to provide timely notification of a material change. We also understand that this Application form is provided to us as a convenience and that it is our obligation to ensure that we comply with the requirements of the Rules, as they are amended from time to time, which set out the requisite qualifications of the Participant category into which we have asked to be classified.

Name of Applicant (Participant)		
Signature of Signing Officer		
Name and Title of Signing Officer		

CDSX783-pg. 2 (09/19)

Application for Participation: Schedule A2 For Use by Applicant Requesting Designation as Settlement Agent

	Initial filing		Update filing		
To: CE	OS CLEARING AND DEPOSITORY SEI	RVICE	S INC.		
From:					
Name	of Applicant (Participant)				
Please	e Check Only One Box In Each So	ection	ı		
Type o	of Financial Institution:				
	Schedule I Bank		Schedule II Bank		Schedule III Bank
	Trust Company or Corporation		Credit Union		Credit Union Central
	Loan Company or Corporation		Savings or Credit Union		Alberta Treasury Branches
	Institution regulated pursuant to a	an Act	respecting financial services	coopera	atives (Québec)
Status	in Canadian Payments Association:				
	Direct Clearer		Group Clearer		Applicant confirms that Applicant is LVTS User (as defined in Rule 1.2.1)
LVTS (Jser (as defined in Rule 1.2.1):				
	Yes		No`		
Capita	l:				
	Applicant confirms that its Capital	(as de	efined in Rule 1.2.1) equals	or excee	ds \$100 million Cdn
Execut	tion of Required Legal Agreements:				
	Applicant undertakes to execute tupon execution	he Set	tlement Agent Credit Ring A	greemer	t pursuant to Rule 2.3.3 and advise CDS
					CDSX801 pg. 1 (09/19)

Application for Participation: Schedule A3 For Use by Applicant Requesting Designation as Receiver of Credit

	Initial filing Update filing							
To: CI	To: CDS CLEARING AND DEPOSITORY SERVICES INC.							
From:								
Name	of Applicant (Participant)							
Pleas	e Check Only One Box In Each Section							
Select	ion of Receivers Collateral Pools for CAD and USD:							
	CAD: USD:							
	Contribution Receivers Collateral Pool (CAD RCP) Contributing Receivers Collateral Pool (USD RCP)							
	Non-contributing Receivers Collateral Pool (CAD NRCP) Non-contributing Receivers Collateral Pool (USD NRCP)							
Additio	onal Information:							
In sup	port of our application for classification as Receiver of Credit, we attach the following information:							
(A)	most recent audited financial statements;							
(B)	most recent quarterly financial statements as provided to Applicant's primary Regulatory Body;							
(C)	most recent filing submitted to SRO(s);							
(D)	For applicants contributing to CAD RCP, desired level of Formula Amount is:;							
(E)	For applicants contributing to USD RCP, desired level of Formula Amount is:;							
We un	dertake:							
(i)	to provide CDS with updates to the information listed above at the same time as we provide quarterly financial statements to our primary Regulatory Body, or at any time upon request by CDS, in accordance with Rule 3.7.2; and;							
(ii)	to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence which results in material changes to any of the representations and information contained in this Application.							
	CDSX787 page 1 (09/19)							

Application for Participation: Appendix F Calculation of Entrance Fees

In order to calculate the applicable Entrance	Fee please complete the following: (ATON Participan	nt annlicants	= _ go to Sten 3 and enter \$5 000 in	hov (F))		
Step 1 Calculation of fees related to the Applicant of		п аррпсанс	— go to step 5 and enter \$5,000 m	DOX (L))		
Calculation of fees related to the Applicant of	With Invested Capital or equivalent ownership		Without Invested Capital			
	(Amount A)		(Amount B)			
Share Capital	\$		arket value of Canadian securities port	tfolio under its		
Subordinated Debt	\$	owners	silp, management, control or custody			
Retained Earnings	\$					
Contributed and Earned Surpluses	\$		\$			
General Contingency, Investment and required reserves	\$,	× 0.1%		
Total	¢				Insert	
Total	Ψ				amount IN	
	x 0.5%				(A) or (B)	
	(A) \$	(B)	\$			\$
	, ,	()				If greater than \$250,000, go
Step 2 Calculation of fees relating to a controlling of the service(s) being applied for.)	orporation or entity: (To be completed only if the app	plicant or pa	rticipant is a subsidiary or is controlled	d by another ent	ity which is not a	(E) and insert \$250,000
Controlling corporation or entity which cont	rols, directly or indirectly in any manner whatever, t	the applicant	or participant, as determined by CDS	in its discretion	,	
	With Invested Capital or equivalent ownership (Amount C)		Without Invested Capital (Amount D)			
Share Capital	\$		arket value of Canadian securities por	tfolio under its		
Subordinated Debt	\$	owners	ship, management, control or custody			
Retained Earnings	\$					
Contributed and Earned Surpluses	\$					
General Contingency, Investment and required reserves	\$		\$			
required reserves				x 0.1%		
Total	\$ x 0.5%				Insert amount IN (C) or (D)	
	(C) \$	(D)	\$	=		\$
Step 3 Consolidate Steps 1 + 2:	Applicant or participant			(A) or (B)	\$	
Consolidate Steps 1 + 2.					Ψ	
	Controlling corporation or entity	plus		(C) or (D)	\$	
		Total:		(E)		50,000, maximum \$250,000, the
Step 4 Determine total Entrance Fee by inserting an	mount in (E) below:				go to Step 4	
Total entrance fee to be paid:	\$			_		
Plus 5% GST	\$		CDS's GST/HST Registration	Number:	811182	121RT0001
or 12% HST (BC residents only)	\$				577102	1211110001
or 13% HST (ON, NL, NB residents only)	\$			-		1
or 15% HST (NS residents only)	\$		CDS's QST Registration Num	ber:	121246	4658TQ0001
Subtotal	\$			L		
Plus 9.975% QST (Quebec residents only)	\$					

Note: Before preparing payment, read **Instructions for Completing the Application for Participation** on page 3.

CDSX796 (09/19)

Application for Participation: Appendix M Participant Consent to Disclosure of Confidential Information to Affiliate

Date		
Company		
Address		
City, Province		
Attention:		
	(Signing Officer of Company - Name on Schedule B of Application,	Title)
Dear		
Re: Enhancing CD to an Affiliated Entity	S and CDCC Service Provision and Consent to Disclosure of Co	onfidential Information
	is a CDS Clearing and Depository Services Inc. ("CDS") Particip	oant and/or a Canadian
_	rporation ("CDCC") Member. Both CDS Clearing and CDCC, which an ntly recognized and designated clearing houses, separate legal entit	•
· · · · · · · · · · · · · · · · · · ·	to their respective Participants and Clearing Members. Each entity n	
_	ial information in strictest confidence.	,

CDS and CDCC are constantly exploring ways to enhance the quality and efficiency of our services and support (such as providing a single point of contact for post-trade services to our clients), ways to facilitate cross-training of personnel and business continuity response, and to further understand your collateral requirements across CDS and CDCC. TMX Group post-trade personnel are employed by one of either CDS or CDCC, contractually bound to their respective clearing agency, and at the present time are only permitted access to the information pertaining to your firm's activity as either a CDS participant or a CDCC clearing member.

CDSX859 page 1 (12/18)

We are seeking to have all of our post-trade personnel to be able to provide service for your firm at CDS and CDCC, regardless of whether the personnel are employees of CDS or CDCC. To that end, we are seeking your explicit, affirmative consent to permit shared access to your organization's confidential information by both CDS and CDCC personnel. Personnel of each of CDS and CDCC are, and will remain, employees of their respective clearing agency. This consent will permit CDS and CDCC personnel to access your organization's information in order to better serve you, our clients.

Shared access will be solely for the purpose of permitting our CDS and CDCC staff to access your information to enable us to provide services to your organization as efficiently as possible. Each entity will continue to maintain your organization's confidential information in strictest confidence.

We request that an authorized signatory of your organization execute the Consent to Disclosure appearing below and return it to your Relationship Manager at your earliest convenience. Any questions or comments relating to this request, or to the form of consent provided below, may also be directed to your Relationship Manager.

Wayne Ralph

Chief Operating Officer - CDS

CDSX859 page 2 (09/19)

Application for Participation: Schedule A1 For Use by Applicant Requesting Designation as Extender of Credit

			Initial 1	filing		U	pdate filing
To: C	DS CLEARING AND DEPOSIT	ORY S	ERVIC	ES INC.			
From	:						
 Name	e of Applicant (Participant)						
Pleas	se Check Only One Box In	Each S	Sectio	n			
Туре	of Financial Institution:						
	Schedule I Bank			Schedule II Ban	k		Schedule III Bank
	Trust Company or Corpora	tion		Credit Union			Credit Union Central
	Loan Company or Corporat	ion		Savings or Cred	it Union		Alberta Treasury Branches
	Institution regulated pursu	ant to	an Act	respecting financ	ial service	s cooper	atives (Québec)
Statu	s in Canadian Payments Ass	ociatior	ո:				
	Direct Clearer			Group Clearer			Applicant confirms that Applicant is LVTS User (as defined in Rule 1.2.1)
LVTS	User (as defined in Rule 1.2	.1):					
	Yes			No`			
Capit	al:						
	Applicant confirms that its	Capital	(as de	efined in Rule 1.2	.1) equals	or excee	eds \$1 billion Cdn
Execu	ution of Required Legal Agree	ements	:				
	Applicant undertakes to ex Credit Ring Agreement pur and advise CDS upon exec	suant t				nt pursua	kes to execute the Inter-Surety ant to Rule 2.4.9 and advise CDS upon

Addit	Additional Information:						
In su	pport of our application for classification as Extender of Credit, we attach the following information:						
(A)	most recent audited financial statements;						
(B)	most recent quarterly financial statements as provided to Applicant's primary Regulatory Body;						
(C)	statement of the amount of Applicant's Capital (as defined in Rule 1.2.1);						
(D)	Applicant's Rating Discount (as defined in Rule 5.10.8) and the rating(s) of its short-term debt by the Bond Rating Service(s) upon which the Rating Discount is based;						
(E)	Applicant's Formula Amount (as defined in Rule 5.10.4);						
	Note: Formula amount determines Extender's System Operating Cap unless other members of the Extender Credit Ring designate a lesser amount;						
(F)	a portion of the System Operating Cap may be allocated to establish U.S. Cap;						
(G)	any required approvals by Regulatory Bodies having jurisdiction over Applicant (pursuant to Rule 3.7.1)						
We u	ndertake:						
(i)	to provide CDS with updates to the information listed above at the same time as we provide quarterly financial statements to our primary Regulatory Body, or at any time upon request by CDS, in accordance with Rule 3.7.2; and;						
(ii)	to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence which results in material changes to any of the representations and information contained in this Application.						

We understand that a fee may be assessed by CDS for failure to provide timely notification of a material change. We also understand that this Application form is provided to us as a convenience and that it is our obligation to ensure that we comply with the requirements of the Rules, as they are amended from time to time, which set out the requisite qualifications of the Participant category into which we have asked to be classified.

Name of Applicant (Participant)		
Signature of Signing Officer		
Name and Title of Signing Officer		

Application for Participation: Schedule A3 For Use by Applicant Requesting Designation as Receiver of Credit

	Initial filing		Update filing
To: CD	S CLEARING AND DEPOSITORY SERVICES INC.		
From:			
Name (of Applicant (Participant)		
Please	Check Only One Box In Each Section		
Selection	on of Receivers Collateral Pools for CAD and USD:		
	CAD:		USD:
	Contribution Receivers Collateral Pool (CAD RCP)		Contributing Receivers Collateral Pool (USD RCP)
	Non-contributing Receivers Collateral Pool (CAD NRCP)		Non-contributing Receivers Collateral Pool (USD NRCP)
Additio	nal Information:		
In supp	port of our application for classification as Receiver of C	Credit, v	ve attach the following information:
(A)	most recent audited financial statements;		
(B)	most recent quarterly financial statements as provide	ed to Ap	plicant's primary Regulatory Body;
(C)	most recent filing submitted to SRO(s);		
(D)	For applicants contributing to CAD RCP, desired level	of Form	ula Amount is:;
(E)	For applicants contributing to USD RCP, desired level	of Form	nula Amount is:;
We und	dertake:		
(i)	to provide CDS with updates to the information listed statements to our primary Regulatory Body, or at any		at the same time as we provide quarterly financial pon request by CDS, in accordance with Rule 3.7.2; and

to notify CDS promptly of any material adverse change in our financial status and of any event or occurrence which

results in material changes to any of the representations and information contained in this Application.

(ii)

Application for Participation: Appendix F Calculation of Entrance Fees

In order to calculate the applicable Entranc	e Fee please complete the following: (ATON Participal	nt applicants — go to Step 3 and enter \$5,000 in box (E))	
Step 1 Calculation of fees related to the Applicant	or Participant:		
	With Invested Capital or equivalent ownership (Amount A)	Without Invested Capital (Amount B)	
Share Capital	\$	Fair market value of Canadian securities portfolio under its	
Subordinated Debt	\$	ownership, management, control or custody	
Retained Earnings	\$		
Contributed and Earned Surpluses	\$	\$	
General Contingency, Investment and required reserves	\$	x 0.1%	
Total	\$		Insert
	0.50		amount IN (A) or (B)
	x 0.5%		(A) 01 (B)
	(A) \$	(B) \$	\$
			If greater than \$250,000, go to (E) and insert \$250,000
	corporation or entity: (To be completed only if the ap,	plicant or participant is a subsidiary or is controlled by another e	
in the service(s) being applied for.) Controlling corporation or online which con-	strale directly or indirectly in any manner whatever	the applicant or participant, as determined by CDS in its discreti	on.
Controlling corporation of entity which con			on,
	With Invested Capital or equivalent ownership (Amount C)	Without Invested Capital (Amount D)	
Share Capital	\$	Fair market value of Canadian securities portfolio under its ownership, management, control or custody	
Subordinated Debt	\$, , , , , , , , , , , , , , , , , , ,	
Retained Earnings	\$		
Contributed and Earned Surpluses	\$		
General Contingency, Investment and required reserves	\$	\$	
Tabal		x 0.1%	Torrot
Total	* × 0.5%		Insert amount IN
			(C) or (D)
	(C \$	(D) \$	\$
Step 3 Consolidate Steps 1 + 2:	Applicant or participant	(A) or (B)	\$
	Controlling corporation or entity	plus (C) or (D)	\$
	controlling corporation of charty		¥
		Total: (E)	\$ minimum \$50,000, maximum \$250,000,
			then go to Step 4
Step 4 Determine total Entrance Fee by inserting a	amount in (E) below:		
Total entrance fee to be paid:	\$		
Plus 5% GST	\$	CDS's GST/HST Registration Number:	844182121RT0001
or 12% HST (BC residents only)	\$		
or 13% HST (ON, NL, NB residents only)	\$	CDS's QST Registration Number:	1212464658TQ0001
or 15% HST (NS residents only)	¢		

Note: Before preparing payment, read Instructions for Completing the Application for Participation on page Error! Bookmark not defined. of the Application for Participation.

Subtotal

Amount of Payment

Plus 9.975% QST (Quebec residents only) \$_____

Application for Participation: Schedule A2 For Use by Applicant Requesting Designation as Settlement Agent

	Initial filing		Update filing					
To: CE	To: CDS CLEARING AND DEPOSITORY SERVICES INC.							
From:	From:							
Name	of Applicant (Participant)							
Pleas	e Check Only One Box In Each	Section	1					
Туре	of Financial Institution:							
	Schedule I Bank		Schedule II Bank		Schedule III Bank			
	Trust Company or Corporation		Credit Union		Credit Union Central			
	Loan Company or Corporation		Savings or Credit Union		Alberta Treasury Branches			
	Institution regulated pursuant to	an Act	respecting financial services	s coopera	tives (Québec)			
Status	in Canadian Payments Association	ղ։						
	Direct Clearer		Group Clearer		Applicant confirms that Applicant is LVTS User (as defined in Rule 1.2.1)			
LVTS (User (as defined in Rule 1.2.1):							
	Yes		No`					
Capita	1:							
Applicant confirms that its Capital (as defined in Rule 1.2.1) equals or exceeds \$100 million Cdn								
Execut	tion of Required Legal Agreements	:						
	Applicant undertakes to execute the Settlement Agent Credit Ring Agreement pursuant to Rule 2.3.3 and advise CDS upon execution							



Participant Consent to Disclosure of Confidential Information to Affiliate

Date		
Company		
Address		
City, Province		
Attention:		
	(Signing Officer of Company - Name on Schedule B of Application, Title)	
Dear		
Re: Enhancing CI Information to an Aff	OS and CDCC Service Provision and Consent to Disclosure of Coiliated Entity	onfidential
	is a CDS Clearing and Depository Services Inc. ("CDS") Particip	
of TMX Group Limited each has contractual ob	Elearing Corporation ("CDCC") Member. Both CDS Clearing and CDC d, are independently recognized and designated clearing houses, separal eligations to their respective Participants and Clearing Members. Each of fidential information in strictest confidence.	te legal entities, and

CDS and CDCC are constantly exploring ways to enhance the quality and efficiency of our services and support (such as providing a single point of contact for post-trade services to our clients), ways to facilitate cross-training of personnel and business continuity response, and to further understand your collateral requirements across CDS and CDCC. TMX Group post-trade personnel are employed by one of either CDS or CDCC, contractually bound to their respective clearing agency, and at the present time are only permitted access to the information pertaining to your firm's activity as either a CDS participant or a CDCC clearing member.



We are seeking to have all of our post-trade personnel to be able to provide service for your firm at CDS and CDCC, regardless of whether the personnel are employees of CDS or CDCC. To that end, we are seeking your explicit, affirmative consent to permit shared access to your organization's confidential information by both CDS and CDCC personnel. Personnel of each of CDS and CDCC are, and will remain, employees of their respective clearing agency. This consent will permit CDS and CDCC personnel to access your organization's information in order to better serve you, our clients.

Shared access will be solely for the purpose of permitting our CDS and CDCC staff to access your information to enable us to provide services to your organization as efficiently as possible. Each entity will continue to maintain your organization's confidential information in strictest confidence.

We request that an authorized signatory of your organization execute the Consent to Disclosure appearing below and return it to your Relationship Manager at your earliest convenience. Any questions or comments relating to this request, or to the form of consent provided below, may also be directed to your Relationship Manager.

Wayne Ralph

Chief Operating Officer – CDS