

B.2.3 Ontario Securities Commission – Coordinated Blanket Order 13-931

**Ontario Securities Commission
Coordinated Blanket Order 13-931**

Citation: Re Exemptions from certain filing requirements in connection with the deferred launch of the System for Electronic Data Analysis and Retrieval +

June 8, 2023

Definitions

1. Terms defined in the *Securities Act* (Ontario) (the Act) and National Instrument 14-101 *Definitions* have the same meanings in this Order.
2. In this Order:
 - “consequentially amended instruments” means the instruments that are listed in Appendix A to this Order;
 - “cutover blanket order” means Coordinated Blanket Order 13-930 *Exemptions from certain filing requirements in connection with the launch of the System for Electronic Data Analysis and Retrieval +*;
 - “NI 13-101” means National Instrument 13-101 *System for Electronic Document Analysis and Retrieval (SEDAR)* as in effect on June 8, 2023.

Background

3. The National Systems Renewal Program is an initiative of the CSA that will replace existing CSA national systems with a centralized system, the System for Electronic Data Analysis and Retrieval + (SEDAR+). The first phase of SEDAR+ will replace the System for Electronic Document Analysis and Retrieval (SEDAR), the National Cease Trade Order Database, the Disciplined List, and certain filings in the British Columbia Securities Commission’s eServices system and the Ontario Securities Commission’s electronic filing portal.
4. In connection with the launch of SEDAR+, the Commission will, on June 9, 2023, repeal NI 13-101 and adopt National Instrument 13-103 *System for Electronic Data Analysis and Retrieval + (SEDAR+)* (NI 13-103) and the amendments to the consequentially amended instruments that were described in Annex E of CSA Notice of National Instrument 13-103 *System for Electronic Data Analysis and Retrieval + (SEDAR+)* published on March 23, 2023. NI 13-103 will require a person or company to transmit through SEDAR+ certain documents required or permitted under securities legislation to be filed with or delivered to a securities regulatory authority or regulator.
5. In order to accommodate the transfer of required system data, the Commission issued the cutover blanket order.
6. On June 1, 2023, the CSA announced that the launch of SEDAR+ will be deferred. A person or company will not be able to comply with the requirement in NI 13-103 to transmit a document through SEDAR+ and certain requirements in the consequentially amended instruments.
7. While Appendix B to this Order includes filing information for each jurisdiction, Appendix A to this Order only includes the consequentially amended instruments for Ontario. Persons or companies relying on the exemptions in this Order should refer to the version of Appendix A to this Order in each jurisdiction, as necessary.

Order

Exemption from the requirement to transmit a document through SEDAR+

8. The Commission, considering that to do so would not be prejudicial to the public interest, orders under subsection 143.11(2) of the Act that a person or company is exempt from the requirement in section 2 of NI 13-103 to transmit through SEDAR+ a document required or permitted to be filed with or delivered to the securities regulatory authority or regulator, provided that the person or company
 - (a) complies with NI 13-101, if the document is set out in Appendix A to NI 13-101 and Ontario is an applicable jurisdiction (as defined in Appendix A to NI 13-101) for that document, unless the person or company is a foreign issuer (SEDAR) (as defined in NI 13-101) that has not filed a notice of election to become an electronic filer (as defined in NI 13-101) in accordance with section 2.1 of NI 13-101, or
 - (b) transmits the document in the manner set out in Appendix B to this Order, if paragraph (a) does not apply.

Exemption regarding decisions

9. The Commission, considering that to do so would not be prejudicial to the public interest, orders under subsection 143.11(2) of the Act that a person or company is exempt from the requirement in subsection 7(1) of NI 13-103 to transmit a document through SEDAR+, provided that the person or company transmits the document through SEDAR.

Exemption for the consequentially amended instruments

10. The Commission, considering that to do so would not be prejudicial to the public interest, orders under subsection 143.11(2) of the Act that a person or company is exempt from a requirement in a consequentially amended instrument, provided the person or company complies with the consequentially amended instrument as in effect on June 8, 2023.

Payment of system fees

11. The Commission, considering that to do so would not be prejudicial to the public interest, orders under subsection 143.11(2) of the Act that a person or company filing a document with, or delivering a document to, the securities regulatory authority or regulator is exempt from the requirement in section 5 of Multilateral Instrument 13-102 *System Fees* (MI 13-102) to pay system fees through SEDAR+, provided the person or company pays the system fees through SEDAR.
12. The Commission, considering that to do so would not be prejudicial to the public interest, orders under subsection 143.11(2) of the Act that a person or company filing a Form 45-106F1 *Report of Exempt Distribution* with the securities regulatory authority or regulator is exempt from the requirement in section 3 of MI 13-102 to pay system fees for that document.

Revocation of the cutover blanket order

13. The Commission orders that the cutover blanket order is revoked.

Effective date and term

14. This Order comes into effect on June 9, 2023.
15. This Order will cease to be effective on December 9, 2024, unless extended by the Commission.

For the Commission:

“D. Grant Vingoe”
Chief Executive Officer
Ontario Securities Commission

APPENDIX A

In Ontario:

- Ontario Securities Commission Rule 11-501 *Electronic Delivery of Documents to the Ontario Securities Commission*
- National Instrument 41-101 *General Prospectus Requirements*
- National Instrument 43-101 *Standards of Disclosure for Mineral Projects*
- National Instrument 44-101 *Short Form Prospectus Distributions*
- National Instrument 44-102 *Shelf Distributions*
- National Instrument 45-102 *Resale of Securities*
- National Instrument 45-106 *Prospectus Exemptions*
- Multilateral Instrument 45-108 *Crowdfunding*
- National Instrument 51-101 *Standards of Disclosure for Oil and Gas Activities*
- National Instrument 51-102 *Continuous Disclosure Obligations*
- National Instrument 52-112 *Non-GAAP and Other Financial Measures Disclosure*
- National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer*
- National Instrument 55-102 *System for Electronic Disclosure by Insiders (SEDI)*
- National Instrument 55-104 *Insider Reporting Requirements and Exemptions*
- National Instrument 58-101 *Disclosure of Corporate Governance Practices*
- National Instrument 62-104 *Take-Over Bids and Issuer Bids*
- National Instrument 81-101 *Mutual Fund Prospectus Disclosure*
- National Instrument 81-106 *Investment Fund Continuous Disclosure*

APPENDIX B

Jurisdictions	General filing methods	Exceptions to general filing methods
British Columbia	cutover@bcsc.bc.ca	The following are to be filed through eServices: <ul style="list-style-type: none"> An application that is not a full or partial revocation application, an MCTO application, a prospectus pre-filing or a waiver application A report of exempt distribution¹ and related filings²
Alberta	transition@asc.ca	Submit an application to the Commission or the Executive Director to legalapplications@asc.ca
Saskatchewan	corpfin@gov.sk.ca	N/A
Manitoba	securities@gov.mb.ca	N/A
Ontario	OSC electronic filing portal: https://www.osc.gov.on.ca/filings	N/A
Québec	For investment funds: Fonds_dinvestissement@lautorite.qc.ca and for all other cases: Dispenses.passeport@lautorite.qc.ca	CPC qualifying transaction filings are to be filed by email at the general email address or in paper at 800, rue du Square-Victoria, 22e étage, C.P. 246, Place Victoria, Montréal (Québec) H4Z 1G3
New Brunswick	transition@fcnb.ca	CEDC filings (forms under local NB rule 45-509) are to be filed by email at the general email or in paper at 300-85 Charlotte Street, Saint John, NB E2L 2J2
Nova Scotia	NSSC_Corp_Finance@novascotia.ca	An application that is not a full or partial revocation application is to be filed at NSSCEXEMPTIONS@novascotia.ca
Prince Edward Island	ccis@gov.pe.ca	N/A
Newfoundland and Labrador	SecuritiesExemptions@gov.nl.ca	N/A
Yukon	securities@yukon.ca	N/A
Northwest Territories	Securitiesregistry@gov.nt.ca	N/A
Nunavut	securities@gov.nu.ca	N/A

¹ Including exempt distribution reports required under National Instrument 45-106, National Instrument 45-110, National Instrument 45-501 (BC rule), etc.

² e.g. a required technical report, offering memorandum and 45-106 notifications