

CANADIAN SECURITIES ADMINISTRATORS

**NOTICE OF AMENDMENTS TO
NATIONAL INSTRUMENT 81-101 MUTUAL FUND PROSPECTUS DISCLOSURE
AND
FORM 81-101F2 CONTENTS OF ANNUAL INFORMATION FORM
AND TO
NATIONAL INSTRUMENT 41-101 GENERAL PROSPECTUS REQUIREMENTS AND
FORM 41-101F2 INFORMATION REQUIRED IN AN INVESTMENT FUND
PROSPECTUS**

I. INTRODUCTION

The Canadian Securities Administrators (the CSA or we) have made amendments to the following investment fund prospectus disclosure forms (the Forms):

- (a) Form 81-101F2 Contents of Annual Information Form under National Instrument 81-101 Mutual Fund Prospectus Disclosure, and
- (b) Form 41-101F2 Information Required in an Investment Fund Prospectus under National Instrument 41-101 General Prospectus Requirements (collectively, the Amendments).

The Amendments are consequential to the coming into force of National Instrument 23-102 *Use of Client Brokerage Commissions* (NI 23-102) on June 30, 2010.

The final text of the Amendments is being published with this Notice and can also be obtained on the websites of various CSA members.

In Ontario, the Amendments and other required materials were delivered to the Minister of Finance on April 2, 2010. The Minister may approve or reject the Amendments or return them for further consideration. If the Minister approves the Amendments or does not take any further action, the Amendments will come into force on June 30, 2010.

II. BACKGROUND

On October 9, 2009, the CSA published the Amendments for a 90-day comment period. No comments were received.

III. SUBSTANCE AND PURPOSE OF THE AMENDMENTS

The substance and purpose of the Amendments is to ensure consistency between the disclosure requirements for advisers under NI 23-102 relating to client brokerage commissions and similar disclosure prescribed for investment funds in the Forms.

The disclosure is intended to provide investment fund investors with relevant qualitative information concerning goods and services other than order execution obtained in connection with client brokerage commissions paid on an investment fund's portfolio transactions.

The final text of the Amendments contains non-material changes. We deleted item 10.4(2)(a) of the proposed amendments to Form 81-101F2 and item 19.2.1(b)(i) of the proposed amendments to Form 41-101F2. The disclosure they proposed duplicated the disclosure required under proposed items 10.4(1) of Form 81-101F2 and 19.2.1(a) of Form 41-101F2. The final text of the Amendments otherwise remains unchanged from first publication.

IV. QUESTIONS

Please refer your questions to any of:

Susan Thomas
Legal Counsel, Investment Funds
Ontario Securities Commission
Phone: (416) 593-8076
Email: sthomas@osc.gov.on.ca

Chantal Mainville
Senior Legal Counsel, Investment Funds
Ontario Securities Commission
Phone: (416) 593-8168
Email: cmainville@osc.gov.on.ca

Vera Nunes
Assistant Manager, Investment funds
Ontario Securities Commission
Phone: (416) 593-2311
Email: vnunes@osc.gov.on.ca

Meg Tassie
Senior Advisor
British Columbia Securities Commission
Phone: (604) 899-6819
Email: MTassie@bcsc.bc.ca

Ian Kerr
Senior Legal Counsel
Alberta Securities Commission
Phone: (403) 297-4225
Email: ian.kerr@asc.ca

Dean Murrison
Deputy Director, Legal & Registration

Saskatchewan Financial Services Commission
Phone: (306) 787-5879
Email: dean.murrison@sfsc.gov.sk.ca

Bob Bouchard
Director and Chief Administration Officer
Manitoba Securities Commission
Phone: (204) 945-2555
Email: Bob.Bouchard@gov.mb.ca

Serge Boisvert
Analyste en réglementation
Autorité des marchés financiers
Phone: (514) 395-0337 ext. 4358
Email: Serge.Boisvert@lautorite.qc.ca

Jacques Doyon
Senior Investment Funds Analyst
Autorité des marchés financiers
Phone: (514) 395-0337 ex. 4474
Email: Jacques.Doyon@lautorite.qc.ca

Jason Alcorn
Legal Counsel
New Brunswick Securities Commission
Phone: (506) 643-7857
Email: jason.alcorn@nbsec-cvmnb.ca

Shirley Lee
Director, Policy and Market Regulation
Nova Scotia Securities Commission
Phone: (902) 424-5441
Email: leesp@gov.ns.ca