

BLANKET ORDER NUMBER 107

**IN THE MATTER OF
THE *SECURITIES ACT*, R.S.N.L 1990, CHAPTER S-13
AS AMENDED (the “Act”)**

AND

**Temporary Exemption From Certain Reporting Requirements For
Regulated Entities Carrying On Business In Newfoundland and Labrador**

**BLANKET ORDER
(Section 142.1 of the *Act*)**

WHEREAS the Newfoundland and Labrador Office of the Superintendent of Securities (“the Superintendent”) acknowledges that the pandemic may present challenges for market participants in the meeting of certain obligations under securities legislation as a result of the current coronavirus disease 2019 (COVID-19) outbreak, which was declared a pandemic by the World Health Organization on March 11, 2020.

AND WHEREAS, as a result of the outbreak of COVID-19 and the resulting disruptions to travel, access to office facilities and availability of personnel and resources, Regulated Entities carrying on business in Newfoundland and Labrador may face challenges in providing the Superintendent with documents and other information under various reporting requirements of securities legislation, including the documents and other information identified in Exhibit A to this order.

IT IS ORDERED THAT:

1. Terms defined in the *Securities Act*, or National Instrument 14-101 *Definitions* have the same meaning in this Instrument.

2. In this Instrument:

“Regulated Entity” means a marketplace, as defined in section 1.1 of National Instrument 21-101 *Marketplace Operation*, a clearing agency, as defined in subsection 2(1)(c) of the *Securities Act*, an information processor, as defined in section 1.1 of National Instrument 21-101 *Marketplace Operation*, and a trade repository, as defined under MI 96-101 *Trade Repositories and Derivatives Data Reporting*.

3. Considering that to do so would not be prejudicial to the public interest, in light of the COVID-19 pandemic, to assist affected Regulated Entities with the meeting of their obligations under securities legislation and under recognition orders, exemptions from recognition orders, registration orders and exemptions from registration orders, the

Superintendent orders, under section 142.1 of the Act, that any Regulated Entity carrying on business in Newfoundland and Labrador that would be required to provide the Superintendent with a document or other information listed in Exhibit A, as applicable, between the date of this order and June 1, 2020 is exempt from the requirement, subject to the terms and conditions listed below.

Terms and conditions

4. A Regulated Entity required to provide the Superintendent with a document or other information listed in Exhibit A, as applicable, between the date of this order and June 1, 2020 must provide the Superintendent with the document or other information no later than 45 days after the original due date for the document or other information.
5. For a document or other information listed in Exhibit A, a Regulated Entity required to provide the document or other information to the Superintendent between the date of this order and June 1, 2020 must disclose to the Superintendent when it provides the document or other information that it is relying on this order and state the reasons why it could not submit the document or other information by the original due date.
6. This order comes into effect on March 23, 2020.

DATED at St. John's, in Newfoundland and Labrador, this 23rd day of March, 2020.



Renee Dyer
Superintendent of Securities

Exhibit A

The requirements to provide the Superintendent with documents or other information referred to in this order are in recognition orders, exemptions from recognition orders, registration orders, exemptions from registration orders, National Instrument 21-101 *Marketplace Operation*, National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*, National Instrument 24-102 *Clearing Agency Requirements* and Multilateral Instrument 96-101 *Trade Repositories and Derivatives Data Reporting*.

- Audited annual financial statements
- Unaudited non-consolidated annual financial statements with or without notes
- Unaudited consolidated and unconsolidated interim financial reports and financial viability ratios
- Independent auditor written report on cost allocation model and internal transfer pricing
- Report - Exemptions or waivers granted
- Report - Original listing applications
- Report - Issuer compliance with rules
- List of internal audit reports and risk management reports
- Form 21-101F3 *Quarterly Report of Marketplace Activities*
- Report - Quarterly report of users and activities (including qualitative and quantitative data)
- Report – Quarterly report containing bylaws, rules, circulars made/published during quarter
- SOC 1 Report - Annual
- Annual compliance reports
- Report - Competitors listed on Neo Exchange
- Report - Conflicts with respect to Competitors
- Self-assessment report
- Cost recovery letter
- Governance Committee's comments
- Section 3000 Report
- Independent Systems Review
- Report - List of participants with access to services

