

## CSA Staff Notice 11-312 (Revised)

### *National Numbering System*

January 29, 2015<sup>1</sup>

The Canadian Securities Administrators (CSA) follows a system in which securities regulatory instruments are assigned numbers that indicate the type and subject matter of the instrument.

The numbering system was designed so as to:

- (i) convey as much information as possible about the particular instrument so that a user knows what type of instrument it is, whether the instrument is national, multilateral or local and what subject matter it relates to;
- (ii) permit all National<sup>2</sup> Instruments/Multilateral Instruments, National Policies/Multilateral Policies and CSA Notices to have the same numbers in all jurisdictions (as is currently the case); and
- (iii) be flexible enough to permit Local Rules, Policies, Notices and implementing instruments of all jurisdictions to be numbered in accordance with the numbering system without affecting the numbering of National Instruments/Multilateral Instruments, National Policies/Multilateral Policies and CSA Notices.

Under the numbering system, each instrument is assigned a five digit number, with a hyphen appearing between the second and third digit. There are four components to the number assigned to a document:

- The first digit represents the broad subject area.
- The second digit represents a sub-category of the broad subject area.
- The third digit represents the type of the document.
- The last two digits represent the number of the document within its document type in its sub-category (in sequential order starting at 01).

More specifically, these four components may be described as follows:

- The **first** digit relates to the subject matter category into which the instrument has been classified. The nine subject matter categories are:

1. Procedures and Related Matters

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<sup>1</sup> This Notice adds sub-categories in the Derivatives category 9 and is a revised version of CSA Staff Notice 11-312, as published on February 6, 2009 and revised on February 19, 2010.

<sup>2</sup> A National Instrument or Policy is an instrument or policy that has been adopted by all CSA jurisdictions, whereas a Multilateral Instrument or Policy is an instrument or policy that has not been adopted by one or more CSA jurisdictions

2. Certain Capital Market Participants (Self-Regulatory Organizations, Exchanges and Market Operations)
3. Registration Requirements and Related Matters (Dealers, Advisers and other Registrants)
4. Distribution Requirements (Prospectus Requirements and Prospectus Exemptions)
5. Ongoing Requirements for Issuers and Insiders (Continuous Disclosure)
6. Take-over Bids and Special Transactions
7. Securities Transactions Outside the Jurisdiction
8. Investment Funds
9. Derivatives

For example, in the context of 54-101, the number “5” indicates that the instrument relates to Ongoing Requirements for Issuers and Insiders.

- The **second** digit relates to the sub-category of the subject matter category into which the instrument has been classified (see the “sub-category” column of the table below).

Using the 54-101 example, within the Ongoing Requirements for Issuers and Insiders category, a sub-category for instruments dealing with Proxy Solicitation is denoted by the number “4”. Accordingly, all instruments dealing with this matter commence with the numbers “54”.

- The **third** digit classifies the document as one of nine types of documents:
  1. National Instrument/Multilateral Instrument and any related Companion Policy or Form(s)
  2. National Policy/Multilateral Policy
  3. CSA Notice
  4. CSA Concept Proposal or Discussion Paper
  5. Local Rule, Regulation or Blanket Order or Ruling and any related Companion Policy or Form(s), except an Implementing Instrument described below.
  6. Local Policy
  7. Local Notice
  8. Implementing Instrument<sup>3</sup>
  9. Miscellaneous

Using the same example, the third digit in 54-101 indicates that the type of instrument is a National Instrument or Multilateral Instrument (or a related Companion Policy or Form).

- The **fourth** and **fifth** digits represent a number assigned to instruments of the same type in consecutive order from 01 to 99 within a particular sub-category.

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<sup>3</sup> For this purpose, an Implementing Instrument is a local rule making consequential changes relating to the implementation of a National Instrument/Multilateral Instrument.

Again, using the example 54-101, the number “01” indicates that the instrument is the first document of its type in the sub-category “Proxy Solicitation”.

A Companion Policy or Form that is related to an Instrument or Local Rule will have the same number as the Instrument or Local Rule to which it relates, followed by “CP” in the case of a Companion Policy or “F” in the case of a Form. If there is more than one Form related to a particular instrument, the Forms will be numbered consecutively (F1, F2, F3, etc.).

**Category, Sub-Category and Document Type Numbers**

<b>Category</b> (1st digit)	<b>Sub-Category</b> (2 <sup>nd</sup> digit)	<b>Document Type</b> (3 <sup>rd</sup> digit)
1 - Procedure and Related Matters	1 - General 2 - Applications 3 - Filings with Securities Regulatory Authority 4 - Definitions 5 - Hearings and Enforcement	1 - National or Multilateral Instrument (Rule) and any related Companion Policy and Form  2 - National or Multilateral Policy
2 - Certain Capital Market Participants	1 - Stock Exchanges 2 - Other Markets 3 - Trading Rules 4 - Clearing and Settlement 5 - Other Participants	3 - CSA Notice or CSA Staff Notice  4 - CSA Concept Proposal or Discussion Paper
3 - Registration and Related Matters	1 - Registration Requirements 2 - Registration Exemptions 3 - Ongoing Requirements Affecting Registrants 4 - Fitness for Registration 5 - Non-Resident Registrants	5 - Local Rule, Regulation or Blanket Order or Ruling and any related Companion Policy or Form
4 - Distribution Requirements	1 - Prospectus Contents - Non-Financial Matters 2 - Prospectus Contents - Financial Matters 3 - Prospectus Filing Matters 4 - Alternative Forms of Prospectus 5 - Prospectus Exempt Distributions 6 - Requirements Affecting Distributions by Certain Issuers 7 - Advertising and Marketing 8 - Distribution Restrictions	6 - Local Policy  7 - Local Notice  8 - Implementing Instrument (Local Rule that gives effect to a National or Multilateral Instrument)  9 - Miscellaneous item (e.g., a Form that does not relate to another Instrument or Policy)

5 - Ongoing Requirements for Issuers and Insiders	1 - Disclosure - General 2 - Financial Disclosure 3 - Timely Disclosure 4 - Proxy Solicitation 5 - Insider Reporting 6 - Restricted Shares 7 - Cease Trading Orders 8 - Corporate Governance
6 - Take-Over Bids and Special Transactions	1 - Special Transactions 2 - Take-over Bids
7 - Securities Transactions Outside the Jurisdictions	1 - International Issuers 2 - Distributions Outside the Jurisdiction
8 - Investment Funds	1 - Investment Fund Distributions
9 – Derivatives <sup>4</sup>	1 - General 2 - Trading 3 - Registration and Regulation of OTC Derivatives Market Participants 4 - Clearing and Cleared Derivatives 5 - Uncleared Derivatives 6 - Data Reporting

## Questions

Please refer your questions to any of the following people:

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<sup>4</sup> Please note that in Québec, derivatives regulations will be made under the *Derivatives Act* (Québec) and not the *Securities Act* (Québec).

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