

# ALBERTA SECURITIES COMMISSION

## NOTICE OF AMENDMENTS TO FEE SCHEDULE

**June 24, 2014**

### **Introduction**

The Fee Schedule attached to the *Securities Regulation* (AR 115/95) has been amended, with effect on August 1, 2014.

### **Amended Fee for Late Insider Report**

The amendments to the Fee Schedule include a revised section 23, which will affect insiders of reporting issuers, for which the Alberta Securities Commission (ASC) acts as principal regulator, who are required to file insider reports under National Instrument 55-104 *Insider Reporting Requirements and Exemptions* (NI 55-104). Effective August 1, 2014, for each such insider report that is not filed within the prescribed time under NI 55-104, the late fee charged will be \$50 for each day between the date the report was required to be filed and the date on which the report is filed. The maximum late fee payable by a person or company will be \$1000 per issuer per calendar year. Previously, a flat late fee of \$100 was levied for each such insider report that was not filed within the prescribed period of time under NI 55-104. Pursuant to National Instrument 55-102 *System for Electronic Disclosure by Insiders* (SEDI), such insider reports must be filed on SEDI.

We will continue our current process of publishing on our website a weekly late SEDI filers report that lists all insiders that, during the preceding week, did not file a required insider report on SEDI within the prescribed period of time pursuant to NI 55-104.

### **New Fee for Late Filing of a Report of Exempt Distribution**

The amendments to the Fee Schedule also include new sections 5(3) and (4), both of which affect those persons or companies who are required to file a report of exempt distribution under Alberta securities laws. Effective August 1, 2014, where such a report of exempt distribution is not filed within the time prescribed by Alberta securities laws, the person or company must, at the same time the report is filed, pay the Commission a late fee of \$100 for each day between the date the report was required to be filed and the date on which the report is filed. The maximum late fee payable by a person or company will be \$5000 per calendar year.

Although reports of exempt distribution are permitted to be sent by facsimile, due to legibility concerns and the requirement that the associated fee must accompany the report, we encourage issuers to file the report of exempt distribution by mail.

For this purpose:

- where the report is sent by mail and the envelope bears a postmark applied by the post office, the report will be considered to be filed on the postmark date; and
- where the report is sent by mail but the envelope does not bear a postmark applied by the post office, the report will be considered to be filed the date of receipt by the ASC.

### **New Fee for Late Filing of Specified Documents by Registered Firms**

The amendments to the Fee Schedule also include new definitions (subsections (d.01) and (f.1)) and new section 2.2, which affects registered firms that are required to

- deliver a subordination agreement delivered under National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations* (NI 31-103),
- deliver interim financial information and annual financial statements under Division 4 of Part 12 of NI 31-103, or
- file, deliver or otherwise provide any document to the ASC either pursuant to the terms and conditions imposed on that firm's registration, or pursuant to an undertaking given by that firm.

Effective August 1, 2014, where a registered firm files, delivers or otherwise provides such a document after the date on which the document was required to be filed, delivered or otherwise provided, the registered firm must, at the same time the document is filed, delivered or otherwise provided, pay the Commission a late fee of \$100 for each day between the date the document was required to be filed, delivered or otherwise provided and the date on which the document is filed, delivered or otherwise provided. The maximum late fee payable by a registered firm will be \$5000 per calendar year. It should be noted that associated new definitions in section 1 (see subsections (d.01) and (f.1)) are also part of the amendments to the Fee Schedule.

A copy of the amendment to the Fee Schedule is attached to this Notice.

### **Questions**

Please refer your questions to the following ASC staff members:

#### Fee for Late Insider Report:

SEDAR and SEDI Inquiries  
403-297-2489  
[sedar.sedi@asc.ca](mailto:sedar.sedi@asc.ca)

#### Fee for Late Filing of a Report of Exempt Distribution:

Vicki Dalton  
Statutory Filings Analyst  
403-297-5303  
[vicki.dalton@asc.ca](mailto:vicki.dalton@asc.ca)

Shirley Sheng  
Assistant Accountant  
403-297-2067  
[shirley.sheng@asc.ca](mailto:shirley.sheng@asc.ca)

#### Fee for Late Filing of Specified Documents by Registered Firms:

Mark Heaney  
Regulatory Analyst  
403-355-6298  
[mark.heaney@asc.ca](mailto:mark.heaney@asc.ca)

**Securities Act**  
**SECURITIES AMENDMENT REGULATION**

**1 The *Securities Regulation* (AR 115/95) is amended by this Regulation.**

**2 The Schedule is amended**

**(a) in section 1**

**(i) by adding the following after clause (d):**

(d.01) “NI 31-103” means National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*, as amended or replaced from time to time;

**(ii) by adding the following after clause (f):**

(f.1) “registered firm” means a registered firm as defined by NI 31-103;

**(b) by adding the following after section 2.1:**

**2.2(1)** In this section, “document” means

- (a) a subordination agreement delivered under NI 31-103,
- (b) interim financial information and annual financial statements delivered under Division 4 of Part 12 of NI 31-103, or
- (c) any document required to be filed, delivered or otherwise provided by a registered firm either pursuant to the terms and conditions imposed on that firm’s registration, or pursuant to an undertaking given by that firm.

**(2)** A registered firm that files, delivers or otherwise provides a document after the date on which the document was required to be filed, delivered or otherwise provided shall, concurrently with the filing, delivery or provision of the document, pay the Commission a late fee of \$100 for each day that elapses between the date the document was required to be filed, delivered or otherwise provided and the date on which the document is filed, delivered or otherwise provided.

**(3)** Notwithstanding subsection (2), the maximum late fee payable by a registered firm as a result of the operation of this section is \$5000 per calendar year.

**(c) by adding the following after section 5(2):**

(3) If a report of exempt distribution required to be filed by a person or company pursuant to NI 45-106 is not filed within the period of time prescribed by Alberta securities laws, the person or company shall, concurrently with the filing of the report, pay the Commission a late fee of \$100 for each day that elapses between the date the report was required to be filed and the date on which the report is filed.

(4) Notwithstanding subsection (3), the maximum late fee payable by a person or company as a result of the operation of this section is \$5000 per calendar year.

**(d) by repealing section 23 and substituting the following:**

**23(1)** If

(a) an insider report required to be filed by a person or company pursuant to NI 55-104 is not filed within the period of time prescribed by Alberta securities laws, and

(b) the Commission is the principal regulator under MI 11-102,

the person or company shall pay the Commission a late fee of \$50 for each day that elapses between the date the report was required to be filed and the date on which the report is filed.

(2) Notwithstanding subsection (1), the maximum late fee payable by a person or company as a result of the operation of this section is \$1000 per issuer per calendar year.

**3 This Regulation comes into force on August 1, 2014.**