

Delegation to CIRO of Registration Function for Investment Dealers and Mutual Fund Dealers

FREQUENTLY ASKED QUESTIONS

The Alberta Securities Commission (**ASC**) will authorize the Canadian Investment Regulatory Organization (**CIRO**) to carry out the registration function for firms registered as investment dealers and mutual fund dealers, and the individuals who act on their behalf, effective April 1, 2025 (the **Authorization**). The ASC retains concurrent authority for the delegated powers and duties.

For more information on the Authorization, please refer to the [ASC Registration Authorization Order and Revocation – CIRO](#).

ASC staff is providing the following guidance on operational issues relating to the Authorization. Note that this guidance only relates to securities law requirements and does not address CIRO membership requirements. CIRO will be publishing further guidance and information on registration applications and filings for delegated categories. The objective is to set out a streamlined and coordinated process for both registration and membership approval procedures that will be handled by CIRO.

The responses set out below represent the views of ASC staff and do not constitute legal advice.

GENERAL

Question	Response
<p>1. What is the ASC delegating to CIRO?</p>	<p>The ASC is delegating to CIRO the registration function for the following registration categories:</p> <p><i>Firm categories</i></p> <ul style="list-style-type: none"> • Investment dealer (ID) • Mutual fund dealer (MFD) <p><i>Individual categories (at the above noted firms)</i></p> <ul style="list-style-type: none"> • Ultimate designated person (UDP) • Chief compliance officer (CCO) • Dealing representative <p>This includes the review and approval of both initial applications for registration and ongoing changes to registration information.</p> <p>The ASC is also delegating to CIRO the review function for permitted individuals at IDs and MFDs.</p>
<p>2. What is currently delegated to CIRO? (Prior to April 1, 2025)</p>	<p>In Alberta, only the registration function for firms and individuals, and the review of permitted individuals, at IDs is currently delegated to CIRO.</p> <p>The ASC is currently responsible for all MFD firm and individual registrations, and review of permitted individuals for MFDs.</p>

3.	When will the delegation take place?	April 1, 2025.
4.	What categories of registration are not being delegated to CIRO?	<p>The registration function for the following firm categories, and the individuals who act on their behalf, is not being delegated to CIRO at this time:</p> <ul style="list-style-type: none"> • Portfolio manager • Exempt market dealer • Investment fund manager • Restricted dealer • Restricted portfolio manager • Scholarship plan dealer <p>Also not being delegated to CIRO is the registration function for MFD firms that rely on legacy exemptive relief from the requirement to be members of the former Mutual Fund Dealers Association of Canada (and are presently exempt from CIRO membership). At this time, the registration functions for these firms and individuals will remain with the ASC.</p>
5.	Is there any impact on registration fees as a result of the new registration delegation to CIRO?	The transition of registration responsibilities to CIRO will not result in the registration fees under Alberta securities laws being increased. Under the current fee sharing arrangement between the ASC and CIRO, the ASC pays CIRO for the delegated registration services that they provide to the ASC.
6.	Will the ASC consider delegating additional registration functions to CIRO in the future?	In the future, we will consider the delegation of additional registration functions to CIRO. There is no timeline for such future consideration.
7.	What does this mean for applications for registration and submissions that are in-progress when the delegation takes place?	<p>ASC and CIRO staff will work together to help ensure a smooth transition of registration responsibilities.</p> <p>ASC staff will continue to review applications for registration and other submissions relating to MFD firms and individuals filed with the ASC before April 1, 2025. This includes applications filed by both firms and individuals.</p>
8.	Will we still be using the National Registration Database (NRD)?	<p>Yes. There will be no changes to NRD processes visible to NRD users.</p> <p>In the background, and not visible to NRD users, NRD will direct any ID or MFD firm and individual applications and ongoing registration filings to the ASC or CIRO, as appropriate. As a result of this redirection, your applications and ongoing filings will be reviewed by CIRO staff, who may be new to you.</p>

9.	Will the information that firms and individuals are required to submit to the regulator change?	<p>No. There will be no change to the information that firms and individuals are required to submit, or the forms used.</p> <p>CIRO will be publishing further guidance to assist firms with the filing requirements for both approvals and delegated registration matters.</p>
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COMPLIANCE EXAMINATIONS

Question	Response
10.	<p>What is changing with respect to compliance examinations of firms?</p> <p>There will be no changes to compliance examinations of ID and MFD firms and individuals.</p> <p>CIRO will continue to conduct compliance examinations of IDs and MFDs.</p> <p>The ASC will continue to conduct compliance examinations of:</p> <ul style="list-style-type: none"> • Portfolio managers • Exempt market dealers • Investment fund managers • Restricted dealers • Restricted portfolio managers • Scholarship plan dealers <p>If a firm is registered in multiple categories, it may be subject to a compliance examination by both the ASC and CIRO.</p>

FIRM REGISTRATION

Question	Response
<p>11. How to register a firm</p>	<p>If a firm is seeking to apply for registration as an ID and/or MFD in Alberta, it must file a Form 33-109F6 <i>Firm Registration</i> (Form 33-109F6) with CIRO. It can do this by including a completed Form 33-109F6 with its CIRO Membership Application. This applies to firms seeking to apply as “dual registered firms” as well. For more information, please refer to Becoming a Dealer at ciro.ca.</p> <p>This process of filing Form 33-109F6 with CIRO, rather than the ASC, will be new for MFD firms commencing April 1, 2025.</p> <p>If a firm is seeking registration as an ID and/or MFD combined with a registration category that has not been delegated to CIRO (for example, investment fund manager) and if the ASC is the principal regulator, it must file the Form 33-109F6 with both the ASC and CIRO. In these circumstances, the applications will be reviewed by both the ASC and CIRO.</p>
<p>12. How should registered firms keep the information they provide to the ASC and CIRO up-to-date?</p>	<p>Registered firms are required to notify the regulator, within specified times, of any changes to the information in their Form 33-109F6 by submitting a Form 33-109F5 <i>Change of Registration Information</i> (Form 33-109F5).</p> <p>If the firm is registered as an ID and/or MFD and its principal regulator is Alberta it must file the Form 33-109F5 with CIRO. CIRO will be publishing guidance on how to file a registration update with them.</p> <p>This process of filing Form 33-109F5 with CIRO, rather than the ASC, will be new for MFD firms commencing April 1, 2025.</p> <p>If the firm is registered as an ID and/or MFD combined with a registration category that has not been delegated to CIRO and if Alberta is the principal regulator, the firm must file the Form 33-109F5 with both the ASC and CIRO. The Form 33-109F5 will be reviewed by both the ASC and CIRO.</p>

<p>13.</p>	<p>Providing notice under sections 11.9 [<i>Registrant acquiring a registered firm’s securities or assets</i>] and 11.10 [<i>Registered firm whose securities are acquired</i>] of National Instrument 31-103 <i>Registration Requirements, Exemptions and Ongoing Registrant Obligations (NI 31-103)</i></p>	<p>The ASC is delegating to CIRO the power to object or not object to acquisitions for which notices under sections 11.9 and 11.10 of NI 31-103 have been provided by firms registered in the categories of ID and/or MFD and/or by their registered individuals.</p> <p>Notices under section 11.9</p> <p>If a registrant providing notice under section 11.9 of NI 31-103 is an ID, MFD or individual registered on behalf of an ID or MFD, and its head office or the individual’s business location is in Alberta, starting April 1, 2025, it must provide the notice to CIRO.</p> <p>If the registrant is also registered in a category that has not been delegated to CIRO (for example, investment fund manager or exempt market dealer), it must provide the notice to both CIRO and the ASC. Staff at both CIRO and the ASC will review the notice.</p> <p>If the registrant providing notice under section 11.9 of NI 31-103 is an ID, MFD or individual registered on behalf of an ID or MFD, and the firm it is seeking to acquire is registered in a category that has not been delegated to CIRO, it must provide the notice to both CIRO and the ASC. Staff at both CIRO and the ASC will review the notice.</p> <p>Providing notice under section 11.9 in more than one jurisdiction</p> <p>The registrant must also comply with subsection 1.3(4) of NI 31-103 which states that if the principal regulator of the registrant and the principal regulator of the firm that the registrant is seeking to acquire are not the same, the registrant must provide the notice to the regulators in both jurisdictions.</p> <p>Notices under section 11.10</p> <p>If a registered firm providing notice under section 11.10 of NI 31-103 is an ID and/or MFD and its head office is in Alberta, starting April 1, 2025, it must provide the notice to CIRO.</p> <p>If the registered firm is also registered in a category that has not been delegated to CIRO, it must provide the notice to both CIRO and the ASC. Staff at both CIRO and the ASC will review the notice.</p> <p>Notices filed before April 1, 2025</p> <p>ASC staff will continue to review any notices provided to the ASC before April 1, 2025.</p> <p>CIRO will be publishing guidance on how to file a section 11.9 or 11.10 notice with them.</p>
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14.	Applying for exemptive relief	If a firm wishes to apply for exemptive relief from a requirement in securities legislation (e.g., the <i>Securities Act</i> (Alberta), NI 31-103 or NI 33-109), the application must still be filed with the ASC.
15.	Surrendering firm registration	<p>If a firm is registered as an ID and/or MFD and it wishes to surrender one or all of those registration categories on or after April 1, 2025, it must apply to CIRO. CIRO will be publishing guidance on how to apply to surrender a registration with them.</p> <p>If the firm is also registered in a category that has not been delegated to CIRO (for example, investment fund manager) and it wishes to surrender one or all of those registration categories, it must also apply to the ASC where the ASC is the firm’s principal regulator. More information on surrendering registration is available on the ASC website.</p> <p>Applications to surrender registration as an ID and/or MFD combined with another registration category that has not been delegated to CIRO, will be reviewed by both the ASC and CIRO where the ASC is the firm’s principal regulator.</p>

INDIVIDUAL REGISTRATION

Question	Response
<p>16. How to register an individual</p>	<p>There will be no changes to compliance examinations of ID and MFD firms and individuals.</p> <p>CIRO will continue to conduct compliance examinations of IDs and MFDs.</p> <p>The ASC will continue to conduct compliance examinations of:</p> <ul style="list-style-type: none"> • Portfolio managers • Exempt market dealers • Investment fund managers • Restricted dealers • Restricted portfolio managers • Scholarship plan dealers <p>If a firm is registered in multiple categories, it may be subject to a compliance examination by both the ASC and CIRO.</p>
<p>17. Relief from proficiency requirements for an individual</p>	<p>The ASC is delegating to CIRO the Executive Director’s authority to grant relief from the education and experience proficiency requirements in sections 3.3, 3.5, and 3.6 of NI 31-103 for dealing representatives and chief compliance officers of mutual fund dealers.</p> <p>Individuals who wish to become registered as a dealing representative or chief compliance officer of a mutual fund dealer, and who are unable to comply with these proficiency requirements, must submit an application for an exemption to CIRO.</p> <p>CIRO will be publishing guidance on how to apply for proficiency relief with them.</p> <p>Please note that the proficiency requirements for individuals who act on behalf of IDs are in the CIRO rules.</p>