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**International Swaps and Derivatives Association, Inc.**

**FOREIGN DERIVATIVES DEALER NOTICE**

**CANADIAN BUSINESS CONDUCT RULE**

**Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

Dear Client:

This notice is being delivered to you by **[Insert Name of Foreign Dealer]** (“**Foreign Dealer**”) pursuant to Section 39(2)(b) of the Canadian Multilateral Instrument 93-101 Derivatives: Business Conduct and the national instrument that succeeds MI 93-101 following the adoption of a substantially similar rule to MI 93-101 by the British Columbia Securities Commission (the “**Business Conduct Rule**”). The Foreign Dealer is a foreign derivatives dealer under the Business Conduct Rule and will be relying on the exemption set out in Section 39 of the Business Conduct Rule.

The Foreign Dealer hereby provides notice of the following information:

(i) The head office or principal place of business of the Foreign Dealer is located in the following foreign jurisdiction:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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(ii) All or substantially all of the assets of the Foreign Dealer may be situated outside of any Canadian local jurisdiction.

(iii) There may be difficulty enforcing legal rights against the Foreign Dealer because of the above.

(iv) The names and addresses of Foreign Dealer’s agents for service of process in the local jurisdiction are set out in Annex A hereto.

**[Please complete Part I and IV of the Canadian Representation Letter #2 - Business Conduct Rule attached hereto.]**

Sincerely,

**[Insert Name of Foreign Dealer]**

**ANNEX A – AGENTS FOR SERVICE OF PROCESS**

The names and addresses of Foreign Dealer’s agents for service of process are set out below by Province/Territory, as applicable:

|  |  |  |
| --- | --- | --- |
| **Province/Territory** | **Name** | **Address** |
| Alberta |  |  |
| British Columbia |  |  |
| Manitoba |  |  |
| New Brunswick |  |  |
| Newfoundland and Labrador |  |  |
| Northwest Territories |  |  |
| Nova Scotia |  |  |
| Nunavut |  |  |
| Ontario |  |  |
| Prince Edward Island |  |  |
| Quebec |  |  |
| Saskatchewan |  |  |
| Yukon |  |  |