

FORM 13-502F4
CAPITAL MARKETS PARTICIPATION FEE CALCULATION

General Instructions

1. This form must be completed and returned to the Ontario Securities Commission by November 1 each year, as required by section 13 of OSC Rule 13-502 *Fees* (the Rule), except in the case where firms register after November 1 in a year or provide notification after November 1 in a year of their status as an unregistered capital markets participant. In these exceptional cases, this form must be filed within 60 days of registration or notification after November 1.
2. This form is to be completed by firms registered under the *Securities Act* or by firms that are registered under both the *Securities Act* and the *Commodity Futures Act*. This form is also completed by unregistered capital markets participants.
3. For firms registered under the *Commodity Futures Act*, the completion of this form will serve as an application for the renewal of both the firm and all its registered individuals wishing to renew under the *Commodity Futures Act*.
4. IIROC members must complete Part 5(a) of this form and MFDA members must complete Part 5(b). Unregistered capital markets participants and registrant firms that are not IIROC or MFDA members must complete Part 5(c).
5. IIROC Members may refer to Statement E IIROC Form 1 for guidance.
6. MFDA members may refer to Statement D of the MFDA Form 1 (IFRS).
7. If a firm's permanent establishments are situated only in Ontario, all of the firm's total revenue for the designated financial year is attributed to Ontario. If permanent establishments are situated in Ontario and elsewhere, the percentage attributed to Ontario for a designated financial year will ordinarily be the percentage of the firm's taxable income that is allocated to Ontario for Canadian income tax purposes for the same financial year. For firms that do not have a permanent establishment in Ontario, the percentage attributable to Ontario will be based on the proportion of total revenues generated from capital markets activities in Ontario.
8. All figures must be expressed in Canadian dollars.
9. Information reported on this form must be certified by an individual specified in section 14 of the Rule to attest to its completeness and accuracy.
10. If the firm has no "designated financial year" as defined in section 1 of the Rule, do not complete Part 5 of this form.

Certification

I, _____, of the registrant firm / unregistered capital markets participant noted below have examined this Form 13-502F4 (the **Form**) being submitted hereunder to the Ontario Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s) _____
Name: _____ Date: _____
Title: _____

PART 1: Firm Information

Firm NRD number: _____

Firm legal name: _____

PART 2: Contact Information for Chief Compliance Officer

Please provide the name, e-mail address, phone number and fax number for your Chief Compliance Officer.

Name: _____

E-mail address: _____

Phone: _____ Fax: _____

PART 3: Membership Status (one selection)

- The firm is a member of the Mutual Fund Dealers Association (MFDA).
- The firm is a member of the Investment Industry Regulatory Organization of Canada (IIROC).

For a firm that does not hold membership with the MFDA or IIROC:

- The firm is an unregistered investment fund manager only
- All other firms

PART 4: Financial Information

Does the firm have a designated financial year? Yes No (one selection)

If yes, end date of designated financial year: ____/____/____
yyyy mm dd

PART 5: Participation Fee Calculation

Part 5(a): IIROC Members

1.	Total revenue for designated financial year from Statement E of the IIROC Form 1	\$	
2.	Less revenue not attributable to capital markets activities	\$	
3.	Revenue subject to participation fee (line 1 less line 2)	\$	
4.	Ontario percentage for designated financial year (See definition of “Ontario percentage” in the Rule)		%
5.	Specified Ontario revenues (line 3 multiplied by line 4)	\$	
6.	Participation fee (From Appendix C of the Rule, select the participation fee opposite the specified Ontario revenues from line 5)	\$	

Part 5(b): MFDA Members

1.	Total revenue for designated financial year from Statement D of Form 1	\$	
2.	Less revenue not attributable to capital markets activities	\$	
3.	Revenue subject to participation fee (line 1 less line 2)	\$	
4.	Ontario percentage for designated financial year (See definition of “Ontario percentage” in the Rule)		%
5.	Specified Ontario revenues (line 3 multiplied by line 4)	\$	
6.	Participation fee (From Appendix C of the Rule, select the participation fee opposite the specified Ontario revenues from line 5)	\$	

Part 5(c) Advisers, Other Dealers, and Unregistered Capital Markets Participants

Notes:

1. Total gross revenues are the sum of all gross revenues reported on the audited financial statements, except where unaudited financial statements are permitted in accordance with subsection 17(3) of the Rule. Items reported on a net basis must be adjusted for purposes of the fee calculation to reflect gross revenues.
2. Redemption fees earned upon the redemption of investment fund units sold on a deferred sales charge basis are permitted as a deduction from total revenue on this line.

3. Administration fees permitted as a deduction are limited solely to those that are otherwise included in total revenues and represent the reasonable recovery of costs from the investment funds for operating expenses paid on their behalf by the registrant firm or unregistered capital markets participant.
4. Where the advisory services of a registrant firm, within the meaning of this Rule or OSC Rule 13-503 (*Commodity Futures Act Fees*), or of an unregistered exempt international firm, are used by the person or company to advise on a portion of its assets under management, such sub-advisory costs are permitted as a deduction on this line to the extent that they are otherwise included in gross revenues.
5. Trailer fees paid to registrant firms or unregistered exempt international firms described in note 4 are permitted as a deduction on this line to the extent they are otherwise included in gross revenues.

1.	Total gross revenue for designated financial year (note 1)	\$ _____
	<i>Less the following items for the designated financial year:</i>	
2.	Gross revenue not attributable to capital markets activities	\$ _____
3.	Redemption fee revenue (note 2)	\$ _____
4.	Administration fee revenue (note 3)	\$ _____
5.	Advisory or sub-advisory fees paid to registrant firms or unregistered exempt international firms (note 4)	\$ _____
6.	Trailer fees paid to registrant firms or unregistered exempt international firms (note 5)	\$ _____
7.	Total deductions (sum of lines 2 to 6)	\$ _____
	<i>Calculation:</i>	
8.	Revenue subject to participation fee (line 1 less line 7)	\$ _____
9.	Ontario percentage for designated financial year (See definition of "Ontario percentage" in the Rule)	_____ %
10.	Specified Ontario revenues (line 8 multiplied by line 9)	\$ _____
11.	Participation fee (From Appendix C of the Rule, select the participation fee beside the specified Ontario revenues from line 10)	\$ _____

**APPENDIX C
CAPITAL MARKETS PARTICIPATION FEES
(Section 13)**

Specified Ontario Revenues for the Designated Financial Year	Participation Fee
under \$250,000	\$700
\$250,000 to under \$500,000	\$975
\$500,000 to under \$1 million	\$3,200
\$1 million to under \$3 million	\$7,150
\$3 million to under \$5 million	\$16,100
\$5 million to under \$10 million	\$34,300
\$10 million to under \$25 million	\$70,000
\$25 million to under \$50 million	\$105,200
\$50 million to under \$100 million	\$217,000
\$100 million to under \$200 million	\$367,700
\$200 million to under \$500 million	\$745,300
\$500 million to under \$1 billion	\$962,500
\$1 billion to under \$2 billion	\$1,213,800
\$2 billion and over	\$2,037,000