



THE MANITOBA
SECURITIES
COMMISSION

THE SECURITIES ACT

Section 20(1)

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Order No. 7360

June 30, 2016

**Blanket Order 45-504
Exemptions from Certain Requirements in Form 45-106F1
Report of Exempt Distribution**

WHEREAS:

(A) Terms defined in the Securities Act (Manitoba) (the Act), National Instrument 14-101 *Definitions* or National Instrument 45-106 *Prospectus Exemptions* (NI 45-106) have the same meaning in this Instrument.

(B) Effective June 30, 2016, the Commission amended NI 45-106 to require that issuers filing a report of exempt distribution under section 6.1 of NI 45-106 must file the report on Form 45-106F1 Report of Exempt Distribution (Form 45-106F1).

(C) The Commission is of the opinion that it is not prejudicial to the public interest to make this order.

IT IS ORDERED:

1. That, pursuant to subsection 20(1) of the Act, clauses (f)1. and (f)2. of Schedule 1 of Form 45-106F1 do not apply if one or more of the following apply:
 - a) the issuer is a foreign public issuer;
 - b) the issuer is a wholly owned subsidiary of a foreign public issuer;
 - c) the issuer is distributing eligible foreign securities only to permitted clients.

BY ORDER OF THE COMMISSION

Director, General Counsel