

Request for Comment
Proposed National Policy 12-202
Revocation of a Compliance-related
Cease Trade Order

Introduction

We, the Canadian Securities Administrators (CSA), are publishing for comment proposed National Policy 12-202 *Revocation of a Compliance-related Cease Trade Order* (the Policy). The Policy describes how the regulators will generally exercise their discretion when deciding whether to revoke a cease trade order prohibiting trading in the securities of an issuer for failure to comply with continuous disclosure requirements. The Policy applies to cease trade orders imposed against an issuer as well as management cease trade orders as described in CSA Staff Notice 57-301 *Failing to File Financial Statements on Time - Management Cease Trade Orders*.

Substance and Purpose

The Policy

- harmonizes and streamlines review procedures among the CSA;
- provides guidance for issuers subject to a cease trade order;
- explains factors the regulators will consider when evaluating an application for a partial or full revocation of a cease trade order.

Summary of the Policy

The Policy provides guidance for issuers subject to a cease trade order (including management cease trade orders) imposed for failure to comply with continuous disclosure requirements. The Policy explains how an issuer should apply for a partial or full revocation of a cease trade order. It explains the factors the regulators will consider when assessing an application.

The Policy indicates that an issuer must generally file all outstanding continuous disclosure materials and pay all outstanding fees before the regulators will revoke a cease trade order.

The Policy also discusses other circumstances and terms on which the regulators might grant a partial or full revocation.

Unpublished materials

In developing the Policy, we have not relied on any significant unpublished study, report, decision or other written materials.

Request for Comments

We welcome your comments on the proposed Policy.

Please submit your comments in writing on or before March 6, 2007. If you are not sending your comments by email, a diskette containing the submissions (in Windows format, Word) should also be forwarded.

Address your submissions to the CSA member commissions, as follows:

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission
Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
New Brunswick Securities Commission
Nova Scotia Securities Commission

Deliver your comments only to the addresses that follow. Your comments will be forwarded to the other CSA member jurisdictions.

Mike Mumby
Senior Securities Analyst, Corporate Finance
Alberta Securities Commission
4th Floor, 300 - 5th Avenue SW
Calgary, Alberta
T2P 3C4
Fax: 403 297 2082
e-mail: mike.mumby@seccom.ab.ca

Anne-Marie Beaudoin, Secretary
Autorité des marchés financiers
Stock Exchange Tower
800 Victoria Square
P.O. Box 246, 22nd Floor
Montréal, Québec
H4Z 1G3
Fax: 514 864 8381
e-mail: consultation-en-cours@lautorite.qc.ca

We cannot keep submissions confidential because securities legislation in certain provinces requires publication of a summary of the written comments received during the comment period.

Questions

Please refer your questions to any of:

Alberta Securities Commission

Mike Mumby
Senior Securities Analyst, Corporate Finance
403 297 3826
mike.mumby@seccom.ab.ca

British Columbia Securities Commission

Andrew Richardson
Deputy Director, Corporate Finance
604 899 6730 (direct)
800 373 6393 (toll-free in BC and Alberta)
arichardson@bcsc.bc.ca

Betty Adema
Securities Analyst, Corporate Finance
604 899 6729 (direct)
800 373 6393 (toll-free in BC and Alberta)
badema@bcsc.bc.ca

Sheryl Thomson
Senior Legal Counsel, Corporate Finance
604 899 6778 (direct)
800 373 6393 (toll-free in BC and Alberta)
sthomson@bcsc.bc.ca

Saskatchewan Financial Services Commission

Ian McIntosh
Deputy Director, Corporate Finance
306 787 5867
imcintosh@sfsc.gov.sk.ca

Manitoba Securities Commission

Bob Bouchard
Director, Corporate Finance
204 945 2555
bbouchard@gov.mb.ca

Ontario Securities Commission

Matthew Au
Senior Accountant, Corporate Finance
416 593 8132
mau@osc.gov.on.ca

David Coultice
Senior Legal Counsel, Corporate Finance
416 204 8979
dcoultice@osc.gov.on.ca

Autorité des marchés financiers

Nicole Parent
Analyste
514 395 0558, poste 4455
nicole.parent@lautorite.qc.ca

Edvie Élysée
Analyste
514 395 0558, poste 4416
edvie.elysee@lautorite.qc.ca

Nova Scotia Securities Commission

Frank Mader
Staff Accountant, Corporate Finance
902 424 5343
maderfa@gov.ns.ca

New Brunswick Securities Commission

To-Linh Huynh
Corporate Finance Officer, Corporate Finance
506 643 7695
To-Linh.Huynh@nbsc-cvmnb.ca

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