

January 29, 2016

IA Clarington Canadian Mid Cap Dividend Fund
c/o IA Clarington Investments Inc.
522 University Avenue, Suite 700
Toronto (Ontario) M5G 1Y7

Attention: Ms Dolores Di Felice

Dear Ms Di Felice:

Re: IA Clarington Canadian Mid Cap Dividend Fund (the “Applicant”) - Application for a decision under the securities legislation of Alberta, Manitoba, Newfoundland and Labrador, New Brunswick, Nova Scotia, Prince Edward Island, Ontario, Saskatchewan, Yukon, Northwest Territories, Nunavut and Québec (the “Jurisdictions”) that the Applicant is not a reporting issuer

The Applicant has applied to the local securities regulatory authority or regulator (the “Decision Maker”) in each of the Jurisdictions for a decision under the securities legislation (the “Legislation”) of the Jurisdictions that the Applicant is not a reporting issuer.

In this decision, “securityholder” means, for a security, the beneficial owner of the security.

The Applicant has represented to the Decision Makers that:

- (a) the outstanding securities of the Applicant, including debt securities, are beneficially owned, directly or indirectly, by fewer than 15 securityholders in each of the jurisdictions of Canada and fewer than 51 securityholders in total worldwide;
- (b) no securities of the Applicant, including debt securities, are traded in Canada or another country on a marketplace as defined in *Regulation 21-101 respecting Marketplace Operation* or any other facility for bringing together buyers and sellers of securities where trading data is publicly reported;
- (c) the Applicant is applying for a decision that it is not a reporting issuer in all of the jurisdictions of Canada in which it is currently a reporting issuer; and
- (d) the Applicant is not in default of any of its obligations under the Legislation as a reporting issuer.

Each of the Decision Makers is satisfied that the test contained in the Legislation that provides the Decision Maker with the jurisdiction to make the decision has been met and orders that the Applicant’s status as a reporting issuer is revoked.

Hugo Lacroix
Senior Director, Investment Funds
Autorité des marchés financiers