

ALBERTA SECURITIES COMMISSION

IN THE MATTER OF the *Securities Act*  
(S.A. 1981, c. S-6-1, as amended) (the "Act")

- and -

IN THE MATTER OF A Policy of the Alberta Stock Exchange  
on Small Shareholder Selling and Purchase Arrangements

ORDER  
(Section 116)

1. WHEREAS the Alberta Stock Exchange (the "Exchange") has made an application to the Alberta Securities Commission Board (the "Commission Board") for an order pursuant to section 116 of the Act with respect to trades made under small shareholder selling arrangements ("Selling Arrangements") and/or small shareholder purchase arrangements ("Purchase Arrangements") (collectively, the "Arrangements") by companies listed on the Exchange ("Listed Companies") which participate in such Arrangements;
2. AND WHEREAS it was represented by the Exchange to the Commission Board that:
  - 2.1 the Exchange adopted on November 1, 1991 Circular 15 in respect of "Small Shareholder Selling and Purchase Arrangements" (the "Policy"), a copy of which is attached to the application;
  - 2.2 pursuant to the Policy, Listed Companies are directed to request odd lot holders wishing to participate in Selling Arrangements and/or Purchase Arrangements to either
    - 2.2.1 place orders under the Arrangements with any member firm; or
    - 2.2.2 transmit orders under the Arrangements directly to the Listed Company or an agent (such as a member firm or transfer agent) designated by it;
  - 2.3 only persons who are holders of less than one board lot as defined in the General By-Law of the Exchange are eligible to participate in the Arrangements;
  - 2.4 the procedures described in the Policy constitutes the exclusive method by which a Listed Company may seek the assistance of a member firm to solicit odd lots for

sale, or to acquire additional shares to make up a board lot, through the facilities of the Exchange; and

- 2.5 the Policy enables Listed Companies to reduce the number of holders of odd lots through participation in the Arrangements described in the Policy and reduces the commission rates otherwise payable by odd lot holders on the purchase or sale of odd lots;
- 3. AND WHEREAS it appears to the Commission Board that the solicitation by Listed Companies of odd lot holders with respect to participation in the aforesaid Arrangements with all acts, negotiations or conduct engaged in by the Listed Companies or their transfer agents in furtherance of odd lot holder participation in the Arrangements and in accordance with the provisions of the Policy including, but not restricted to, the receipt by Listed Companies or their transfer agents of orders to buy or sell securities on behalf of odd lot holders, constitute trades within the meaning of the Act;
- 4. AND WHEREAS the Commission Board is satisfied that to do so would not be prejudicial to the public interest;
- 5. IT IS HEREBY ORDERED pursuant to section 116 of the Act that the solicitation by Listed Companies of odd lot holders with respect to participation on the aforesaid Arrangements and in accordance with the provisions of the Policy including, but not restricted to, the receipt by Listed Companies or their transfer agents of orders to buy or sell securities on behalf of odd lot holders; are not subject to section 54 of the Act;
- 6. AND IT IS FURTHER ORDERED pursuant to section 116(4) of the Act that this order is effective as and from the 1<sup>st</sup> day of November 1991.

Dated at the City of Edmonton ) ALBERTA SECURITIES COMMISSION BOARD  
 in the Province of Alberta, )  
 this 26<sup>th</sup> day of February, 1992. ) (original signed by)  
 ) Margaret Weir Andreassen, Member of the Board  
 )  
 ) (Original signed by)  
 ) A.F. "Chip" Collins, Member of the Board  
 )  
 ) (original signed by)  
 ) Dennis M. Erker, Member of the Board