

FORM 3
(sections 41 and 59 of *The Securities Regulations*)
The Securities Act, 1988

**Application for Registration as Dealer, Advisor
or Underwriter**

Instruction: Should any space be insufficient for your answers, complete and attach Schedule A. It should be marked as an exhibit, cross-referencing each statement to the item to which it pertains, and initialled by the applicant and the Commissioner taking the affidavit.

Application is made for registration under the Act as _____
in the category of _____ and the following statements of
fact are made in respect thereof:

(Instruction: Refer to sections 10 and 11 of *The Securities Regulations* to confirm the appropriate category of registration.)

1. (a) Name of applicant _____

(b) Name under which business is conducted, if different _____

(c) Head Office Business Address _____

Telephone No: _____ Postal Code: _____

____ (d) Address for service in Saskatchewan

Telephone No: _____ Postal Code: _____

2. The applicant maintains accounts at the following financial institutions:
(State financial institution and branches through which business is
transacted)

3. Is applicant applying for registration of any branch offices? _____

If so, state addresses and names of branch managers responsible:

4. The applicant is applying for registration/approval or is registered/approved by the following:

Securities Commissions or similar authorities:

- | | |
|----------------------------|-----------------------------|
| _____ Alberta | _____ New Brunswick |
| _____ British Columbia | _____ Newfoundland |
| _____ Manitoba | _____ Northwest Territories |
| _____ Quebec | _____ Yukon Territory |
| _____ Nova Scotia | _____ Ontario |
| _____ Prince Edward Island | |

Self-Regulatory Organizations

- | | |
|--|--------------------------------|
| _____ Alberta Stock Exchange | _____ Toronto Stock Exchange |
| _____ Investment Dealers Association of Canada | _____ Vancouver Stock Exchange |
| _____ Montreal Exchange | _____ Winnipeg Stock Exchange |
| _____ Toronto Futures Exchange | _____ Winnipeg Stock Exchange |
| _____ Other (specify) _____ | |

Instruction: Where approval/registration is complete mark spaces with a check, and where registration/approval is pending mark spaces with an X.

- Applicant is a corporation _____
partnership _____
sole proprietorship _____
other (specify) _____

Complete Schedule B showing owners and executive officers of the applicant.

5. Date applicant was incorporated or formed: _____

Jurisdiction where applicant was incorporated or formed: _____

6. If applicant is a sole proprietor, state full name, residence address and social insurance number. _____

7. Does any person not named in Schedule B, directly or indirectly through agreement or otherwise, exercise or have the power to exercise control over the management or policies of the applicant? If "yes", state the exact name of such person and describe the agreement or other basis through which such persons exercises or has the power to exercise control on Schedule A. _____

8. Name and address of the partner, officer or director of the applicant who is designated to be provincial manager responsible for discharging the obligations of the applicant in the Province of Saskatchewan: _____

Instruction: Answer "yes" or "no" to questions 9 to 19. If "yes", give particulars on Schedule A.

Definitions: "**affiliate**" means an individual or firm that directly or indirectly controls the applicant, is under common control with the applicant, or is controlled by the applicant and includes any persons who exercise control over the applicant.

"**involved in**" means doing an act or aiding, abetting, counselling, commanding, inducing, conspiring with or failing to reasonably supervise another in doing an act.

9. Has the applicant, or to the best of the applicant's information and belief has any affiliate of the applicant:

(a) been registered in any capacity under any Securities Act of Saskatchewan? _____

(b) applied for registration, in any capacity, under any Securities Act of Saskatchewan _____

10. Is the applicant, or to the best of the applicant's information and belief is any affiliate of the applicant, now, or has any such person or company been:

- (a) registered or licensed in any capacity in any other province, state or country which requires registration or licensing to deal or trade in securities? _____
- (b) registered or licensed in any other capacity in Saskatchewan or any other province, state or country under any legislation which requires registration or licensing to deal with the public in any capacity? (e.g. as an insurance agent, real estate agent, used car dealer, mortgage broker, etc.) _____
- (c) refused registration or a licence mentioned in 10(a) or (b) above or has any registration or licence been suspended or cancelled in any category mentioned in 10(a) or (b) above? _____
- (d) denied the benefit of any exemption from registration provided by any Securities Act of Saskatchewan, or similar exemption provided by securities legislation or regulations of any other province, state or country? _____

11. Has any Securities Commission or similar authority in any province, state or country:

- (a) found the applicant or an affiliate to have made a false statement or omission? _____
- (b) found the applicant or an affiliate to have been involved in a violation of its regulations or statutes? _____
- (c) found the applicant or an affiliate to have been the cause of an investment related business having its authorization to do business denied, suspended, revoked or restricted? _____
- (d) entered an order denying, suspending or revoking the applicant's or an affiliate's registration or otherwise disciplined it by restricting its activities? _____
- (e) found the applicant or an affiliate to have been dishonest, unfair or unethical? _____
- (f) ever found the applicant or an affiliate to have been involved in a violation of investment regulations or statutes? _____
- (g) in the past ten years entered an order against the applicant or an affiliate in connection with investment related activity? _____

12. Is the applicant, or to the best of the applicant's information and belief is any affiliate of the applicant, now, or has any such person or company been:

- (a) a member of any stock exchange, association of investment dealers, investment bankers, brokers, broker-dealers, or similar organization, in any province, state or country? _____

- (b) refused membership in any stock exchange, association of investment dealers, investment bankers, brokers, broker-dealers, or similar organization, in any province, state or country?
- (c) suspended as a member of any stock exchange, association of investment dealers, investment bankers, brokers, broker-dealers, or similar organization, in any province, state or country?

13. Has any self-regulatory organization or commodities exchange ever:

- (a) found the applicant or an affiliate to have made a false statement or omission? _____
- (b) found the applicant or an affiliate to have been involved in a violation of its rules? _____
- (c) found the applicant or an affiliate to have been the cause of an investment related business having its authorization to do business denied, suspended, revoked or restricted? _____
- (d) disciplined the applicant or an affiliate by expelling or suspending it from membership, by barring or suspending its association with other members, or by otherwise restructuring its activities? _____

14. Is the applicant or an affiliate now the subject of any proceeding that could result in a "yes" answer to questions 10 to 13? _____

15. Has the applicant, or to the best of the applicant's information and belief has any affiliate of the applicant, operated under, or carried on business under, any name other than the name shown in this application? _____

16. Has the applicant, or to the best of the applicant's information and belief, has any affiliate of the applicant:

- (a) ever been convicted under the law of any province, state or country, excepting minor traffic violations? _____

Is there currently an outstanding charge or indictment against the applicant or affiliate? _____

Instruction: Question 16(a) refers to all laws, e.g. criminal, immigration, customs, liquor, etc. of any province, state or country in any part of the world.

- (b) ever been the defendant or respondent in any proceedings in any civil court in any jurisdiction in any part of the world wherein fraud was alleged? _____
- (c) at any time declared bankruptcy, or made a voluntary assignment in bankruptcy?

17. Has a bonding company denied, paid out on or revoked a bond for the applicant? _____

18. Does the applicant have any unsatisfied judgements or liens against it? _____

19. Does the applicant control, is applicant controlled by or is applicant under common control with, directly or indirectly any partnership, corporation or other organization engaged in securities or investment advisory business? _____

20. Set out on Schedule C the name of and position held by each officer or partner of the applicant seeking or holding registration.

21. Attach and mark as an exhibit:

- (a) a completed Form 4 for each partner or officer of the applicant seeking or holding registration;
- (b) for each person or company who is a partner, officer or director of the applicant and not referred to in clause (a), the information required by Form 4 excluding questions 4, 7 and 10;
- (c) in the case of applicants for registration as investment counsel only, a letter from each person who, on behalf of the applicant will give investment advice, outlining directly related experience of such person so as to justify designation by the Director of such person to so act.

22.A — Capitalization of a Company:

- (a) Attach, marked as an exhibit to the application, a statement containing the information called for below, to provide information with respect to the financial structure and control of the applicant company.

<i>Preferred shares</i>	<i>Common Shares</i>
<i>(State number of shares and dollar value)</i>	<i>(State number of shares and dollar value)</i>

- (1) authorized capital
- (2) issued capital
- (3) total dollar value of other issued securities:
 - bonds
 - debentures
 - other loans, state source and maturity dates

- (b) State name and address of every depository holding any of the assets of the company. _____

(c) Has any person or company undertaken to act as a guarantor in relation to the financial or other undertakings of the applicant? (If "yes" give particulars on Schedule A) _____

(d) Has a subordination agreement been executed by the creditor(s) in relation to loans owing by the applicant? (If "yes" file copies of all subordination agreements) _____

22.B — Capitalization of a Partnership or Proprietorship:

Attach, marked as an exhibit to the application, a statement containing the information called for below with respect to the assets of the partnership or proprietorship:

(a) Amount of capital paid-in.

(b) Description of the assets.

(c) Name and address of every depository holding any of the assets.

(d) Source, amount and maturity date of any obligations owing by the partnership, if any. (Where applicable, give the names and addresses of creditors.)

(e) Has any person or company undertaken to act as a guarantor in relation to the financial or other undertakings of applicant? (If "yes" give particulars on Schedule A) _____

(f) Has a subordination agreement been executed by the creditor(s) in relation to loans owing by the applicant? (If "yes" file copies of all subordination agreements.) _____

23. Check types of business engaged in (or to be engaged in, if not yet active) by the applicant. Do not check any category which accounts for or is expected to account for less than 10% of the annual revenue from the securities or investment advisory business.

(a) Exchange member engaged in exchange commission business _____

(b) Exchange member engaged in floor activities _____

(c) Broker or dealer making inter-dealer markets in corporate securities over-the-counter _____

(d) Broker or dealer retailing corporate securities over-the-counter _____

(e) Underwriter or selling group participant (corporate securities other than mutual funds) _____

(f) Mutual fund promoter, sponsor or dealer manager _____

(g) Mutual fund distribution _____

(h) 1. Government securities dealer _____

- ___ 2. Government securities broker _____
- (i) Municipal securities dealer _____
- (j) Municipal securities broker _____
- (k) Broker or dealer selling variable life insurance or annuities _____
- (l) Solicitor of savings and loan accounts _____
- (m) _____ Broker or dealer
selling real estate securities _____
- (n) Broker or dealer selling oil and gas interests _____
- (o) Put and call broker selling oil and gas interests _____
- (p) Broker or dealer selling securities of only one issuer or
associated issuers _____
- (q) Broker or dealer selling securities of non-profit organizations
(e.g., churches, hospitals) _____
- (r) Investment advisory services _____
- (s) Broker or dealer selling tax shelters or limited partnerships _____
- (t) Broker or dealer of scholarship plans _____
- (u) Mineral lease broker _____
- (v) Other (give details on Schedule A) _____

24. (a) Does the applicant effect transactions in commodity futures, commodities or commodity options as a broker for others or dealer for its own account? _____

___ (b) Does the applicant engage in any other non-securities business? (If answer is "yes", give particulars on Schedule A). ___

DATED at _____
(name of applicant)

this _____ day of _____ By _____
19 _____ (signature of applicant,
partner or officer)

(official capacity)

Schedule A to Form 3

The Securities Act, 1988

Applicant's Name _____

Date _____

(Use this schedule to report details of affirmative answers to questions on Form 3)

Item of Form _____ Answer _____

Schedule B to Form 3
The Securities Act, 1988

Applicant's Name _____

Date _____

(Information in response to Items 5 of Form 3)

1. This form requests information on the owners and executive officers of the applicant.
2. If the applicant is a corporation, please complete for:
 - (a) each executive officer, chief financial officer, chief operations officer, chief legal officer, chief compliance officer, director and individual with similar status or functions; and
 - (b) every person who is directly or indirectly through intermediaries, the beneficial owner of 5% or more of any class of equity security of the applicant.
3. If the applicant is a partnership or proprietorship, please complete for all general partners and those limited and special partners who have contributed directly or indirectly through intermediaries, 5% or more of the partnership's capital.
4. Ownership codes are:

NA - 0 up to 5%	B - 10% up to 25%
D - 50% up to 75%	
A - 5% up to 10%	C - 25% up to 50%
E - 75% up to 100%	

FULL NAME			Beginning Date	Title or Status	Ownership Code
Last	First	Middle	Mo. Yr.		

Schedule C of Form 3
The Securities Act, 1988

Applicant's Name _____

Date _____

(Information in response to Item 20 of Form 3)

Set out in the space provided the name, address and position held by each officer or partner of the applicant seeking registration.

	Full name of person who will act	Office Held	Business Address
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____
4.	_____	_____	_____
5.	_____	_____	_____
6.	_____	_____	_____
7.	_____	_____	_____
8.	_____	_____	_____
9.	_____	_____	_____
10.	_____	_____	_____

AFFIDAVIT

IN THE MATTER OF *THE SECURITIES ACT, 1988*

Province of Saskatchewan _____ I,

(name in full)

of the _____

in the _____ of _____

MAKE OATH AND SAY:

1. I am the applicant (or a partner or officer of the applicant herein for registration and I signed the application.
2. The statements of fact made in the application are true.

SWORN before me at _____

in the _____ of _____

this _____ day of _____ (Signature)

19 _____

(A Commissioner, etc.)

IT IS AN OFFENCE UNDER *THE SECURITIES ACT, 1988* TO FILE AN APPLICATION CONTAINING A STATEMENT THAT, AT THE TIME AND IN LIGHT OF THE CIRCUMSTANCES IN WHICH IT IS MADE, IS A MISREPRESENTATION.