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Headnote

Relief from adviser's minimum working capital requirement

Exemption Order

Evergreen Investment Management Company, LLC

Section 48 of the *Securities Act*, R.S.B.C. 1996, c. 418

Background

- ¶ 1 Evergreen Investment Management Company, LLC (Evergreen) has applied for an exemption from the requirement in section 20(1) of the *Securities Rules*, B.C. Reg 194/97 for an adviser to maintain a minimum amount of working capital (the working capital requirement).

Representations

- ¶ 2 Evergreen represents that:
1. it is a limited liability company organized under the laws of Delaware and its principal place of business is Boston, Massachusetts;
 2. it is currently registered in good standing as an investment adviser with the United States Securities and Exchange Commission under the *Investment Advisers Act of 1940* (the 1940 Act);
 3. it is registered with the Ontario Securities Commission as an international adviser in the categories of investment counsel and portfolio manager and with the British Columbia Securities Commission as a foreign adviser in the category of portfolio manager;
 4. it and its predecessor entities have carried on business as investment advisers in the United States since 1932;
 5. it currently manages assets of approximately US\$236 billion for over four million clients;
 6. it currently provides services to only one client resident in British Columbia, and that client is an accredited investor under Multilateral Instrument 45-103, *Capital Raising Exemptions*;

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7. it does not currently maintain an office or sales force in British Columbia and has no current intention of establishing an office or sales force in British Columbia in the future;
8. it does not hold any client assets and has no intention of doing so in the future;
9. it is financially viable, however due to its interactions and operations with related companies, it is not practical for Evergreen to maintain the amount of working capital required by the working capital requirement;
10. there is no equivalent to the working capital requirement under the 1940 Act; and
11. an exemption from the working capital requirement will not affect its ability to provide proper advice to clients resident in British Columbia.

Order

- ¶ 3 Because it is not prejudicial to the public interest, the Executive Director orders under section 48 of the Act that Evergreen is exempt from the working capital requirement, provided that Evergreen maintains its registration as an investment adviser under the 1940 Act in good standing.

- ¶ 4 September 26, 2003

Steve Plummer
Acting Director