

2002 BCSECCOM 714

Headnote

Mutual Reliance Review System for Exemptive Relief Applications – issuer exempted from interim financial reporting requirements for first and third quarter of each financial year – exemption terminates if the business of the issuer ceases to be substantially similar to its current business unless the Decision Makers are satisfied that the exemption should continue

Applicable British Columbia Provisions

Securities Act, R.S.B.C. 1996, c. 418, s. 91(1)(b)

IN THE MATTER OF THE SECURITIES LEGISLATION OF BRITISH COLUMBIA AND ALBERTA

AND

IN THE MATTER OF THE MUTUAL RELIANCE REVIEW SYSTEM FOR EXEMPTIVE RELIEF APPLICATIONS

AND

IN THE MATTER OF BRITISH CONTROLLED OILFIELDS LIMITED

MRRS DECISION DOCUMENT

- ¶ 1 WHEREAS the local securities regulatory authority or regulator (the “Decision Makers”) in each of the Provinces of British Columbia and Alberta (the “Jurisdictions”) has received an application from British Controlled Oilfields Limited (“BCO”) for a decision under the securities legislation of the Jurisdictions (the “Legislation”) exempting BCO from the requirements of the Legislation to file with the Decision Makers and send to its securityholders interim financial statements for the first and third quarters of each financial year of BCO;
- ¶ 2 AND WHEREAS under the Mutual Reliance Review System for Exemptive Relief Applications (the “System”), the British Columbia Securities Commission is the principal regulator for this application;

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- ¶ 3 AND WHEREAS, unless otherwise defined, the terms herein have the meaning set out in National Instrument 14-101 Definitions or in Quebec Commission Notice 14-01;
- ¶ 4 AND WHEREAS BCO has represented to the Decision Makers that:
1. BCO was incorporated on January 15, 1918 under the Companies Act of 1906 and was continued under the Canada Business Corporations Act on June 30, 1980;
 2. BCO's fiscal year end is December 31;
 3. BCO's head office is located in Montreal, Quebec;
 4. BCO is a holding company for investments which are held in several foreign jurisdictions, including the United States, United Kingdom and the Bahamas, and none of its investments are in Canada;
 5. BCO was previously listed on the Bourse de Montreal ("ME"); its listing was transferred to the Canadian Venture Exchange, now doing business as the TSX Venture Exchange ("TSX Venture");
 6. while listed on the ME and under the sole regulatory authority of the Quebec Securities Commission ("QSC"), BCO applied to the QSC for exemptive relief from filing the interim financial statements for the first and third quarter of each financial year and received an order from the QSC on February 2, 1984, on the condition that it files press releases regarding any material changes for the first and third quarter of each financial year;
 7. BCO became a reporting issuer in the Jurisdictions when its listing was transferred to the TSX Venture; transitional relief, which expired on May 31, 2002, allowed BCO to comply with the requirements of the Jurisdictions by filing the materials required by the QSC as BCO's principal regulator;
 8. BCO's securityholders will obtain adequate financial information concerning its operations from the semi-annual financial statements and the annual report containing audit financial statements;
 9. given the nature and limited range of business activities conducted by BCO, the first and third quarter interim financial statements will not be of significant benefit to BCO's securityholders and may impose a material financial burden on BCO;

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- ¶ 5 AND WHEREAS under the System, this MRRS Decision Document evidences the decision of each Decision Maker (collectively, the “Decision”);
- ¶ 6 AND WHEREAS 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;
- ¶ 7 THE DECISION of the Decision Makers under the Legislation is that:
1. BCO is exempted from the requirement to file with the Decision Makers interim financial statements for the first and third quarters of each financial year of BCO; and
 2. BCO is exempted from the requirement to send to its securityholders interim financial statements for the first and third quarters of each financial year of BCO,

provided that these exemptions will terminate if the business of BCO ceases to be substantially similar to that described in paragraph 4 above, unless the Decision Makers have confirmed in writing to BCO that the exemptions should continue.

- ¶ 8 DATED August 14, 2002

Brenda Leong
Director