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## Headnote

An issuer wants relief from the requirements to file and deliver interim financial statements for a particular period - The issuer's principal regulator does not require interim financial statements where the interim period is less than 3 months in length; if National Instrument 81-106 were in force, the issuer would not have file financial statements for the specific interim period; the prospectus discloses in detail the proposed investment strategy for the issuer

## Exemption Order

### Brascan SoundVest Rising Distribution Split Trust

### Section 91(1)(b) of the *Securities Act*, R.S.B.C. 1996, c. 418

## Background

- ¶ 1 The Trust applied for an exemption from the requirement in section 144(1) of the *Securities Rules*, B.C. Reg. 194/97 to file:
- (a) interim financial statements for the period ended March 31, 2005, and
  - (b) comparative interim financial statements when the Trust files its interim financial statements for the three-month period ending March 31, 2006,
- (the financial disclosure requirements).

## Representations

- ¶ 2 The Trust represents that:
- 1. it is a non-redeemable investment fund established under the laws of Ontario under a declaration of trust made as of February 25, 2005;
  - 2. it is a reporting issuer under the Act and it is not in default of any requirement of the Act or the Rules;
  - 3. its fiscal year end is December 31;
  - 4. it completed its initial public offering on March 16, 2005 under a prospectus dated February 25, 2005;

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5. the prospectus included an audited statement of financial position of the Trust as at February 25, 2005 as well as an unaudited *pro forma* statement of financial position that gave effect to the completion of the Trust's initial public offering;
6. it disclosed in detail its proposed investment strategy in the prospectus, including an expected initial allocation of the proceeds of the offering prospectus offering;
7. it did not begin carrying on any business until the completion of its initial public offering on March 16, 2005 and did not fully invest the proceeds from its initial public offering in a portfolio of securities until after March 31, 2005;
8. it is also a reporting issuer or the equivalent in Ontario, Alberta, Saskatchewan, Manitoba, Québec, New Brunswick, Nova Scotia, Prince Edward Island, and Newfoundland and Labrador;
9. it is not required to file financial statements for the interim period ended March 31, 2005 in any other jurisdiction, other than Québec where it has requested similar relief;
10. its financial information for the abbreviated period from March 16, 2005 to March 31, 2005 will be included in its interim financial statements prepared after June 30, 2005 and annual financial statements for the year ending December 31, 2005;
11. there are no material differences between its financial position as at March 31, 2005 and its financial position described in the pro forma financial statements;
12. the expense of complying with the financial requirements would not be justified in view of the minimal benefit to be derived by the Trust's unitholders from receiving such financial statements.

### **Order**

¶ 3 Because it is not prejudicial to the public interest, the Executive Director orders under section 91(1)(b) of the Act that the Trust is exempt from the financial disclosure requirements, provided that:

1. the Trust's financial information for the period ended March 31, 2005 will be included in the Trust's (a) interim financial statements prepared after June 30, 2005, and (b) annual financial statements for the year ending December 31, 2005; and

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2. the Trust issues a press release disclosing the details of this order.

¶ 4 May 30, 2005

Noreen Bent  
Manager, Corporate Finance  
British Columbia Securities Commission