**Appendix C – Annual Compliance Certificate**

**Clearing Participant:**

**Year Ended:**

Having made due and careful enquiry, to the best of my knowledge, I hereby certify and represent that during the period:

1. The Clearing Participant has developed and implemented its compliance plan as required by Rule 2.7.2(a) and the compliance plan is operating effectively and is adequate having regard to the nature and extent of the Clearing Participant’s clearing and settlement activities to ensure compliance with applicable Securities Legislation relevant to the business as a Clearing Participant and the Rules.

2. All matters of material non-compliance with the Securities Legislation relevant to the business as a Clearing Participant and the Rules that have been identified by the compliance plan have been notified to CHO.

3. The Clearing Participant has developed and implemented a training plan as required by the Rules and the training plan is operating effectively and is adequate having regard to the nature and extent of the Clearing Participant’s clearing activities.

4. The Clearing Participant has developed and maintains a business continuity plan as required by the Rules and the plan is operating effectively and is adequate having regard to the nature and extent of the Clearing Participant’s clearing activities.

5. The Clearing Participant has met the requirements of Rule 9.1 at all times (including at all times during each day) during the period.

6. The Clearing Participant has maintained the records required by the Rules.

7. Except to the extent disclosed in writing to CHO, the representations and warranties set out in Rules 2.11.1 and 2.11.2 are true and accurate in all material respects.

8. The Clearing Participant continues to satisfy the requirements of Rule 2.2.

9. I have completed the following continuing education courses:

|  |  |  |
| --- | --- | --- |
| Course | Provider | Duration |
|  |  |  |

10. I have retained copies of the relevant documentation on which this representation is based and this is available for inspection by CHO.

11. The Clearing Participant has made all notifications to CHO required by Rule 2.9.

12. No Potential Credit Event is continuing as at the date of this certificate.\*

Name: (Responsible Person)

Dated:

\* *If this statement cannot be made, the certificate should identify any Potential Credit Event that is continuing and the steps, if any, being taken to remedy it.*