

MANDATE

Regulatory User Group

of the Regulatory Division of Bourse de Montréal Inc.

Objective

The Regulatory Division (the “Division”) of Bourse de Montréal Inc. (“Bourse”) has created a Regulatory User Group for the purpose of exchanging ideas, insights and perspective with approved participants and foreign approved participants (the “participants”) of the Bourse in regard to regulatory matters.

Mandate

The mandate of the Regulatory User Group is for the participants to provide input on regulatory policy initiatives, rule amendments and to present regulatory issues that are relevant to the Bourse users. Members of the Regulatory User Group are expected to provide input that is independent of their personal interests or the interests of the participant they are representing; members of the Regulatory User Group are expected to represent the best interests of the market.

Composition

The Regulatory User Group is comprised of representatives of the Bourse’s participants and personnel of the Division as determined by the Vice-president of the Division.

The Division expects the Regulatory User Group to be comprised of at least twelve members that are authorized representatives of Canadian participants (one to be appointed by the Investment Industry Association of Canada), of foreign participants (at least one to be appointed by the FIA) and of diversified participants (institutional brokers, retail brokers, market makers, liquidity providers, agency traders, proprietary trading firms).

To become a member of the Regulatory User Group, an individual must be employed and authorized to act for a participant. In the event that the number of candidates exceeds the number of positions available, the Vice-President of the Division may appoint more members based on the diversification criteria.

A term on the Regulatory User Group would be for a period of two years with a limit of three terms. Should a member vacate his/her position during a term and is not replaced by another representative of the participant, the Vice-President of the Division shall appoint a new member based on the existing pool of applicants.

Operating Mode

The Senior Advisor, Regulatory Affairs, of the Division will be responsible for coordinating the activities of the Regulatory User Group including convening the meetings. The Regulatory User Group meets four times per calendar year, two meetings are held in person (one in Montreal and one in Toronto) and two touch-base meetings are held via conference call. For the meetings held in person, a conference call-in will be available for the members unable to attend onsite.