

## **NOTICE FOR CANADIAN CLIENTS**

### **Reliance on International Dealer Exemption**

Macquarie Capital (USA) Inc. (“MCUSA” or the “Firm”) is a broker-dealer registered with the Securities & Exchange Commission (“SEC”) and Financial Industry Regulatory Authority (“FINRA”). Macquarie Capital (Europe) Limited (“MCEL”) is a UK investment firm authorised and regulated by the Financial Conduct Authority (FCA Firm No.193905). Macquarie Securities (Australia) Limited (“MSAL”) is a broker-dealer licensed by the Australian Securities Investment Commission (“ASIC”). This document is to advise Canadian clients of MCUSA, MCEL and/or MSAL transacting in equity securities of an important regulatory disclosure. This and

other important disclosures can be found at: <http://www.macquarie.com/us/about/disclosures/us-disclosures>; for MCEL, <https://www.macquarie.com/au/en/disclosures/united-kingdom-and-europedisclosures.html>; and for MSAL, <https://www.macquarie.com/au/en/disclosures/important-disclosures-andinformation-for-maccap-equities-clients.html>

### ***National Instrument 31-103 Registration Requirements and Exemptions and ongoing Registrant Obligations***

Pursuant to the above regulation, MCUSA, MCEL and MSAL (each a “Firm”) make the following representations:

- Each firm represents that it relies upon the international dealer exemption from the dealer registration requirement under NI 31-103, and is not registered in any jurisdiction in Canada to make a trade.
- MCUSA represents that its principal place of business is in New York, NY (USA).
- MCEL represents that its principal place of business is in London, United Kingdom.
- MSAL represents that its principal place of business is in Sydney, Australia.
- Each Firm represents that it may be difficult enforcing legal rights against it because it resides outside of Canada and all or substantially all of its assets are situated outside of Canada.
- Each Firm represents that the below list contains its agent for service of process for each applicable province in Canada:

#### **Alberta**

c/o Stikeman Elliot LLP  
4300 Bankers Hall West  
888- 3<sup>rd</sup> Street S.W.  
Calgary, Alberta T2P 5C5

#### **British Columbia**

c/o Stikeman Elliot LLP  
666 Burrard Street  
Suite 1700, Park Place  
Vancouver, British Columbia V6C 2X8

#### **Manitoba**

MLT Aikins LLP  
30<sup>th</sup> Floor Commodity Exchange Tower  
3000 360 Main Street  
Winnipeg, Manitoba R3C 4G1

#### **New Brunswick**

Stewart McKelvey  
Suite 1000, Brunswick House,  
44 Chipman Hill, P.O. Box 7289, Postal Station A,  
Saint John, New Brunswick E2L 4S6

**Ontario**

c/o Stikeman Elliot LLP  
5300 Commerce Court West  
199 Bay Street  
Toronto, ON M5L 1B9

**Quebec**

c/o Stikeman Elliot LLP  
1155 René-Lévesque Blvd. West,  
41<sup>st</sup> Floor  
Montréal, QC H3B 3V2

**Saskatchewan**

McDougall Gauley LLP,  
1500 1881 Scarth Street  
Regina, Saskatchewan S4P 4K9