

SUPPORTING STATEMENT FOR THE PAPERWORK REDUCTION ACT
INFORMATION COLLECTION SUBMISSION FOR REGISTRATION FORM F-X

A. JUSTIFICATION

1. Circumstances Making the Collection of Information Necessary

Form F-X is used for the appointment of an agent for service of process by eligible Canadian issuers registering securities on Forms F-8, F-10, F-80 under the Securities Act; registering securities on Form 40-F under the Exchange Act; or filing periodic reports on Form 40-F under the Exchange Act. It is also used by any person filing tender offer documents on Schedules 13E-4F, 14D-1F or 14D-9F under the Exchange Act and by any non-U.S. person acting as trustee with respect to securities registered on Forms F-7, F-8, F-10 or F-80. In addition, Form F-X is used by a Canadian issuer qualifying an offering statement pursuant to Regulation A and by any non-issuer providing Form CB in connection with a tender offer, rights offering or business combination.

2. Purpose and Use of the Information Collection

Form F-X provides investors with information about the U.S. person who has been appointed agent upon whom may be served any process, pleadings, subpoenas or other papers in certain civil suits brought against the filer of the Form, or in any investigation or administrative proceeding conducted by the Commission.

3. Consideration Given to Information Technology

Form F-X is filed electronically on the EDGAR system.

4. Duplication of Information

Form F-X is a document designed to provide investors in certain Canadian securities with information concerning the U.S. person designated as an agent for service of process. The Form also serves as consent to service of an administrative subpoena and includes an undertaking to assist the Commission in administrative investigations. This information is only available through this Form.

5. Reducing the Burden on Small Entities

As noted above, certain Canadian issuers are required to file Form F-X. Any non-U.S. person acting as a trustee with respect to securities registered on Forms F-7, F-8, F-10 or F-80 must also file Form F-X. All issuers filing Form F-X should have the resources available to prepare the necessary information for the Commission. The Form does not unduly burden small entities.

6. Consequences of Not Conducting Collection

If the information required in Form F-X was not available, U.S. investors may find it difficult to effectuate service of process, and the Commission may find it difficult to require certain Canadian issuers to assist the Commission with administrative investigations. Also, persons considering investment in securities issued by Canadian companies would find it more difficult and expensive to obtain the necessary information if the specified persons were not required to file this information with the Commission

7. Special Circumstances

Not applicable.

8. Consultations with Persons Outside the Agency

No comments were received during the 60-day comment period prior to OMB's review of this submission.

9. Payment or Gift to Respondents

Not applicable.

10. Confidentiality

Form F-X is a public document.

11. Sensitive Questions

No information of a sensitive nature, including social security numbers, will be required under this collection of information. The information collection collects basic Personally Identifiable Information (PII) that may include signature of the official signing on behalf of the entity. However, the agency has determined that the information collection does not constitute a system of record for purposes of the Privacy Act. Information is not retrieved by a personal identifier. In accordance with Section 208 of the E-Government Act of 2002, the agency has conducted a Privacy Impact Assessment (PIA) of the EDGAR system, in connection with this collection of information. The EDGAR PIA, published on January 29, 2016, is provided as a supplemental document and is also available at <https://www.sec.gov/privacy>.

12. Estimate of Respondent Reporting Burden

We estimate Form F-X takes approximately two hours to prepare and is filed by approximately 114 Canadian issuers for a total of 228 burden hours (2 hours per response x 114 responses). We derived our burden hour estimates by estimating the average number of hours it would take a Canadian issuer to compile the necessary information and data, prepare and review disclosure, file documents and retain records. We believe that the actual burdens will likely vary among individual issuers based on the nature of their operations. The burden estimate for the hours is made solely for the purpose of the Paperwork Reduction Act.

13. Estimate of Total Annualized Cost Burden

We estimate that there is no cost associated with this information collection because 100% of the burden is prepared by the Canadian issuer.

14. Costs to Federal Government

Regarding the costs to the federal government, we estimate that the Commission's costs associated with the multijurisdictional registration system are approximately \$10,000.

15. Reason for Change in Burden

The decrease of 104 burden hours is due to an adjustment to the number of Forms F-X filed with the Commission.

16. Information Collection Planned for Statistical Purposes

Not applicable.

17. Approval to Omit OMB Expiration Date

We request authorization to omit the expiration date on the electronic version of the form. Including the expiration date on the electronic version of the form will result in increased costs because the need to make changes to the form may not follow the application's scheduled version release dates. The OMB control number will be displayed.

18. Exceptions to Certification for Paperwork Reduction Act Submissions

Not applicable.

B. STATISTICAL METHODS

Not applicable.