



THE INVESTMENT FUNDS INSTITUTE OF CANADA  
L'INSTITUT DES FONDS D'INVESTISSEMENT DU CANADA  
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**BY ELECTRONIC MAIL: rule-comments@sec.gov**

January 24, 2008  
Ms. Nancy M. Morris  
Secretary  
Securities and Exchange Commission  
100 F Street, NE  
Washington, DC  
20549-1090

Dear Madame:

**Re: Comments on Proposed Rule: Enhanced Disclosure and New Prospectus Delivery Option for Registered Open-End Management Investment Companies.  
File No. S7-28-07; RIN 3235-AJ44**

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We are writing to provide the comments of Members of the Investment Funds Institute of Canada (“IFIC”)<sup>1</sup> with respect to the Securities and Exchange Commission (“SEC”) proposed rule on Enhanced Disclosure and New Prospectus Delivery Option for Registered Open-End Management Investment Companies (“Proposed Rule”).

We are presently discussing with regulators in Canada proposed revisions to the regulatory framework for point of sale disclosure for mutual funds and segregated funds.

Similar to the Proposed Rule, Canadian regulators are also proposing disclosure documents that are simpler, and in plainer language than the current prospectus for more effective disclosure to individual investors in investment fund products. We are actively involved in these consultations at the present time.

Our Members applaud simpler and more accessible disclosure for investors. We believe that such enhancements can only lead to a more transparent sales process and better informed consumers of our products.

We see the SEC as an international leader in providing a framework for disclosing clearer, more concise information for investors in mutual funds. We note, in particular, that the Proposed Rule seeks to achieve this objective with the use of modern technologies for delivering information to clients and without imposing undue inefficiencies in the transaction process. Specifically, the

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<sup>1</sup> Founded in 1962, IFIC is the national association of the Canadian investment funds industry. Membership comprises mutual fund management companies, retail distributors and affiliates from the legal, accounting and other professions from across Canada who work in an open, consultative process to ensure all views are considered and met. Members’ assets under administration – the amount Canadians have invested in the mutual fund industry – currently stand at almost \$700 billion.

Nancy M. Morris, Secretary, Securities and Exchange Commission

*Re: Proposed Rule: Enhanced Disclosure and New Prospectus Delivery Option for Registered Open-End Management Investment Companies, IFIC Comments – File No. S7-28-07*

January 24, 2008

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Proposed Rule permits the obligations of the Securities Act for prospectus delivery to be met by sending or giving a Summary Prospectus and providing the statutory prospectus online. By embracing modern methods of delivery, including the use of Internet access, and by adopting an approach that accommodates the variety of ways that investors prefer to transact and receive information, we believe that the SEC has developed a forward-looking framework that will serve the best interests of consumers. We further support the SEC's on-line delivery option because it enhances the provision of information to the consumer at or before the sale, while preserving the ability of investors to transact through continuous and uninterrupted transaction processes.

Thank you for providing us with an opportunity to comment. If you have any questions regarding the views of our industry on these matters please contact me directly by phone at 416-309-2300 or by email at [jdelautentiis@ific.ca](mailto:jdelautentiis@ific.ca) or Jon Cockerline, Director, Policy – Dealer Issues by phone at 416-309-2327 or by email at [jcockerline@ific.ca](mailto:jcockerline@ific.ca).

Yours truly,

**THE INVESTMENT FUNDS INSTITUTE OF CANADA**

By: Joanne DeLaurentiis  
President & Chief Executive Officer

Cc: Bob Christie, Chair, Joint Forum of Financial Market Regulators  
Lawrence E. Ritchie, Vice-Chair, Ontario Securities Commission  
Susan Olson, Senior Counsel, Investment Company Institute