

GUIDANCE DOCUMENT

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**NEBRASKA DEPARTMENT OF BANKING AND FINANCE
BUREAU OF SECURITIES**

**INTERPRETATIVE OPINION NO. 5: – CANADIAN MULTIJURISDICTIONAL OFFERINGS
IN NEBRASKA**

This Interpretative Opinion discusses the registration of securities by certain Canadian issuers under the Securities Act of Nebraska (“Act”).

The United States Securities and Exchange Commission (“SEC”) and Canadian provinces have enacted rules to permit the simultaneous registration of certain securities offerings in the United States and Canada by specified categories of issuers in reliance upon either jurisdiction’s review of the offering. 17 CFR § 230.467; 17 CFR § 239.37 to 17 CFR § 239.41.

The Department of Banking and Finance hereby adopts the following standards for offerings to be made in pursuant to the Multijurisdictional Disclosure System (“MJDS”):

1. MJDS offerings not otherwise exempt under the Act will be eligible to apply for registration by coordination.
2. Canadian Generally Accepted Accounting Principles (“GAAP”) will be accepted, without reconciliation to U.S. GAAP, in MJDS offerings.
3. Registration statements filed with the SEC on uniform forms U-1 and U-2 will satisfy Nebraska filing requirements.

Questions regarding this opinion should be addressed to:

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Originally issued: July 1, 1991 (Interpretative Opinion No. 19)

Revised and Renumbered: September 15, 2017