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Superintendent of
Financial
Services



Surintendant des
services
financiers

IN THE MATTER OF the *Pension Benefits Act*, R.S.O. 1990, c. P.8, as amended (the “PBA”);

AND IN THE MATTER OF a Notice of Intended Decision of the Superintendent of Financial Services to consent, under section 78(1) of the PBA, to a payment out of the pension fund for the Pension Plan for Employees of Brookfield Homes (Ontario) Limited, Registration Number 0238451.

TO:

Brookfield Residential Properties Inc.
7303 Warden Avenue, Suite 100
Markham ON L3R 5Y6

Attention:

Ms. Cynthia Bautista
Director Human Resources

Applicant and Employer

AND TO:

Paul Migicovsky
Hicks Morley Hamilton Stewart Storie LLP
77 King Street West
39th Floor, Box 371, TD Centre
Toronto ON M5K 1K8

NOTICE OF INTENDED DECISION

I INTEND TO CONSENT to the surplus withdrawal application (the “Application”) filed by Brookfield Residential Properties Inc. in respect of the Pension Plan for Employees of Brookfield Homes (Ontario) Limited, Registration Number 0238451 (the “Plan”) under section 78(1) of the PBA, requesting the payment out of the pension fund for the Plan to Brookfield Residential Properties Inc. in the amount of \$212,300 as at December 31, 2016, plus adjustments to the actual date of payment.

Si vous désirez recevoir cet avis en français, veuillez envoyer votre demande immédiatement à: Adjointe, audiences, Greffe, Commission des services financiers de l'Ontario, 5160 rue Yonge, boîte 85, Toronto ON M2N 6L9.

YOU ARE ENTITLED TO A HEARING by the Financial Services Tribunal (the “Tribunal”) pursuant to section 89(6) of the PBA. **A hearing before the Tribunal about this Notice of**

Intended Decision may be requested by completing the enclosed Request for Hearing (Form 1) and submitting it to the Tribunal within 30 days after this Notice of Intended Decision is served on you.¹ A copy of that form is included with this Notice of Intended Decision. Additional copies of the enclosed Form 1 can be obtained by visiting the Tribunal's website at www.fstontario.ca.

If a Request for Hearing (Form 1) is submitted to the Tribunal within 30 days after this Notice of Intended Decision is served on you, sections 89(8) and 89(9) of the PBA provide that the Tribunal shall appoint a time for and hold a hearing, and by order may direct the Superintendent of Financial Services (the "Superintendent") to make or refrain from making the intended decision indicated in this notice and to take such action as the Tribunal considers the Superintendent ought to take in accordance with the PBA and the regulations, and for such purposes, the Tribunal may substitute its opinion for that of the Superintendent.

IF NO WRITTEN REQUEST FOR A HEARING IS MADE within thirty 30 days after this Notice is served on you, TAKE NOTICE THAT the Superintendent will carry out the CONSENT pursuant to section 89(7) of the PBA.

A completed Request for Hearing form must be received by the Tribunal within 30 days of this Notice is served on you. The Request for Hearing form may be mailed, faxed or delivered to:

Financial Services Tribunal
5160 Yonge Street
14th Floor
Toronto, Ontario
M2N 6L9

Attention: The Registrar
Fax: 416-226-7750

The hearing before the Tribunal will proceed in accordance with the Rules of Practice and Procedure for Proceedings before the Financial Services Tribunal made under the authority of the *Statutory Powers Procedure Act*, R.S.O. 1990, c. S.22. Those Rules are available at the website of the Tribunal at: www.fstontario.ca. Alternatively, a copy can be obtained by telephoning the Registrar of the Tribunal at 416-590-7294, or toll free at 1-800-668-0128 ext. 7294.

I PROPOSE TO MAKE THE CONSENT effective only after the Applicant satisfies me that any payments pursuant to the Surplus Sharing Agreement ("SSA") to which members, former members and any other persons are entitled, and any other payments to which the members and any other persons are entitled, have been paid, purchased, or otherwise provided for.

I INTEND TO CONSENT FOR THE FOLLOWING REASONS:

1. Brookfield Residential Properties Inc. is the employer and administrator as defined in the Plan (the "Employer").
2. The Plan was wound up effective December 31, 2016.
3. As indicated in the report provided with the Employer's application for payment of surplus as at December 31, 2016, the surplus in the Plan was estimated at \$422,000 as of the wind up date.

4. The application discloses that a SSA has been made between:
 - a. the Employer; and
 - b. the former members, retired members and other persons entitled to benefits under the fully wound up Plan (the "Surplus Group") as of December 31, 2016.
5. The surplus in the Plan at the date of payment, after adjustments for investment earnings and expenses, is to be distributed:
 - a. 50% to the Employer; and
 - b. 50% to the Surplus Group.
6. The Employer has applied, pursuant to section 78 of the PBA, for consent of the Superintendent to the payment of 50% of the surplus to be distributed from the Plan, plus adjustments as agreed to in the SSA, to the actual date of payment.
7. The application appears to comply with sections 77.11, 78, 79(3) and all other applicable requirements under the PBA and Regulation 909, R.R.O. 1990, as amended.
8. Such further and other reasons as come to my attention.

DATED at Toronto, Ontario, this 6th day of May, 2019.

Original Signed By

Lester J. Wong
Deputy Superintendent, Pensions
By delegated authority from the
Superintendent of Financial Services

1 NOTE - Pursuant to section 112 of the PBA any Notice, Order or other document is sufficiently given, served or delivered if delivered personally or sent by regular mail and any document sent by regular mail shall be deemed to be given, served or delivered on the fifth day after the date of mailing.

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