

# **IMPORTANT NOTICE**

**The Depository Trust Company**



**B#:** 7138-10  
**Date:** August 31, 2010  
**To:** All Participants  
**Category:** Dividends  
**From:** International Services  
**Attention:** Operations, Reorg & Dividend Managers, Partners & Cashiers  
**Subject:** TaxRelief - Country: Canada  
CP HOLDERS CUSIP: 12616K106  
Paid on Canadian Pacific Railway, a component of the HOLDR  
R/D: 09/24/10 P/D: 10/27/10 **EDS CUT-OFF: 10/14/10**

DTC has been notified by The Bank of New York Mellon, the depository bank for Canadian Pacific Limited (CP HOLDERS), that a dividend has been declared for [Canadian Pacific Railway \(CUSIP 13645T100\)](#), a component of the CP HOLDERS. Canadian Pacific Railway dividends are covered under the Tax Convention between the United States and Canada. Qualifying U.S. beneficial owners are entitled to a reduced tax treaty rate of 15% and/or exempt rate of 0% rather than the withholding tax rate of 25%.

**This issue is Foreign Currency Payment eligible for this dividend (FCP Eligible).**

**NOTE: THE DEADLINE FOR CERTIFYING OVER EDS IS [OCTOBER 14, 2010](#).**

Participants can use DTC's Elective Dividend System (EDS) function over the Participant Terminal System (PTS) or TaxRelief option on the Participant Browser System (PBS) web site to certify all or a portion of their position entitled to the applicable withholding tax rate. Participants are urged to consult the PTS or PBS function TAXI or TaxInfo<sup>SM</sup> respectively before certifying their elections over PTS or PBS.

Important: Prior to certifying tax withholding elections, participants are urged to read, understand and comply with the information in the Legal Conditions category found on TAXI or TaxInfo in PTS or PBS respectively.

Questions regarding this Important Notice may be directed to Sylvia Antonio at (813) 470-1559 or Carol Struthers at (212) 855-4705 of DTC's International Services Department.

Non-Confidential

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Participants making elections for a favorable or exempt rate certify that they have in their possession certification from their beneficial holders that the securities described above are beneficially owned by the entity types as described below:

**A-(1)** trust(s), company(s) or other organization(s) exempt from Canadian withholding tax on interest and dividends by virtue of Article XXI of the Canada-United States of America Income Tax Convention (1980) who has filed with them a letter of exemption from Revenue Canada; and/or **2)** eligible Canadian resident(s) as defined in DTC Procedures. **Or**

**B-** A person(s) entitled to the same reduction in rate from Canadian non-resident withholding tax as would apply if the owner of such securities were an individual citizen of the United States who was resident in the United States and who had no connection with Canada that would affect the rate at which tax is to be withheld.

IF PARTICIPANTS DO NOT CERTIFY THROUGH EDS FOR THE FAVORABLE / EXEMPT RATE, THEY WILL RECEIVE THE DIVIDEND WITH 25% WITHHELD.

**Important: Prior to certifying over EDS, participants are reminded to read, understand and comply with the information in the Legal Conditions category of TAXINFO-Canada under the PTS function TAXI.**

**Important Legal Information:** *The Depository Trust Company ("DTC") does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages.*

*To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that may be imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.*