

## REGULATION TO AMEND REGULATION 52-107 RESPECTING ACCEPTABLE ACCOUNTING PRINCIPLES AND AUDITING STANDARDS

Securities Act

(R.S.Q., c. V-1.1, s. 331.1, par. (1), (9), (19), (19.1) and (34))

**1.** Section 1.1 of Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards is amended by inserting, after the definition of the term “multiple convertible security”, the following:

““predecessor statements” mean the financial statements referred to in paragraph 32.1(1)(a) of Form 41-101F1 of Regulation 41-101 respecting General Prospectus Requirements;

““primary business statements” mean the financial statements referred to in paragraph 32.1(1)(b) of Form 41-101F1 of Regulation 41-101 respecting General Prospectus Requirements;”.

**2.** Section 2.1 of the Regulation is amended by replacing, in subparagraph (d) of paragraph (2), the words “any operating statement for an oil and gas property that is an acquired business” with the words “any acquisition statements, predecessor statements or a primary business statement that are an operating statement for an oil and gas property that is an acquired business.”.

**3.** Section 3.11 of the Regulation is amended:

(1) in paragraph (5):

(a) by replacing, in the part preceding subparagraph (a), “subsections (1), (2) and (4)” with “subsections (1) and (2)”;

(b) in subparagraph (a):

(i) by replacing, in subparagraph (i), the words “gross revenue” with the words “gross sales”;

(ii) by replacing, in subparagraph (ii), the words “royalty expenses” with the word “royalties”;

(2) by deleting paragraph (6).

**4.** Section 3.12 of the Regulation is amended by replacing, in subparagraph (e) of paragraph (2), “subsection 3.11(5) or (6)” with “subsection 3.11(5)”.

**5.** The Regulation is amended by inserting, after section 3.16, the following:

### **“3.17. Acceptable Accounting Principles for Predecessor Statements or Primary Business Statements that are an Operating Statement**

If predecessor statements or primary business statements are an operating statement for an oil and gas property,

(a) the operating statement must include at least the following line items:

(i) gross sales;

(ii) royalties;

(iii) production costs;

(iv) operating income;

(b) the line items in the operating statement must be prepared using accounting policies that

(i) are permitted by one of

(A) Canadian GAAP applicable to publicly

accountable enterprises,

(B) U.S. GAAP if the issuer is an SEC

issuer or an SEC foreign issuer, or

(C) IFRS if the issuer is a foreign issuer,

and

(ii) would apply to those line items if those line items were presented as part of a complete set of financial statements, and

(c) the operating statement must

(i) include the following statement:

“This operating statement is prepared in accordance with the financial reporting framework specified in section 3.17 of Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards for an operating statement.”;

and

(ii) describe the accounting policies used to prepare the operating statement.

**“3.18. Acceptable Auditing Standards for Predecessor Statements or Primary Business Statements that are an Operating Statement**

(1) If predecessor statements or primary business statements are an operating statement for an oil and gas property that are required by securities legislation to be audited, the operating statement must be accompanied by an auditor’s report and audited in accordance with one of the following auditing standards:

(a) Canadian GAAS;

(b) U.S. PCAOB GAAS if the issuer is an SEC issuer or an SEC foreign issuer;

(c) International Standards on Auditing if the issuer is a foreign issuer.

(2) The auditor’s report must,

(a) if paragraph 1(a) or (c) applies, express an unmodified opinion,

(b) if paragraph 1(b) applies, express an unqualified opinion,

report applies,

- (c) identify all financial periods presented for which the auditor's
- (d) identify the auditing standards used to conduct the audit, and
- (e) identify the financial reporting framework used to prepare the operating statement.”.

**6.** This Regulation comes into force on (*indicate the date of coming into force of this Regulation*).