

**AMENDMENTS TO POLICY STATEMENT TO REGULATION 52-107
RESPECTING ACCEPTABLE ACCOUNTING PRINCIPLES AND AUDITING
STANDARDS**

1. Section 1.1 of *Policy Statement to Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards* is amended by inserting, after “(Regulation 51-102)”, “, *Regulation 51-103 respecting Ongoing Governance and Disclosure Requirements for Venture Issuers* (Regulation 51-103)”.

2. Section 2.9 of the Policy Statement is amended:

(1) by replacing “of Regulation 51-102 states” with “of Regulation 51-102 and subsection 32(4) of Regulation 51-103 state”;

(2) by inserting, after “Form 41-101F1”, “and subsection 31.2(5) of Form 41-101F4”;

(3) by inserting, after “referred to in section 32.2”, “or section 31.2, as applicable,”;

(4) by inserting, after “financial years in section 32.2”, “or section 31.2, as applicable”.

3. Section 2.11 is replaced by the following:

“2.11. Financial statements for a reverse takeover or capital pool company acquisition

Subsection 8.1(2) of Regulation 51-102 states that Part 8 of that rule does not apply to a transaction that is a reverse takeover. Similarly, subsection 35.1(1) of Form 41-101F1 and subsection 34.2(1) of Form 41-101F4 indicate that Item 35, in respect of Form 41-101F1, and Item 34, in respect of Form 41-101F4, do not apply to a completed or proposed transaction that was or will be accounted for as a reverse takeover. Therefore, if a document includes financial statements for a reverse takeover acquirer, as defined in Regulation 51-102 and Regulation 51-103, for a period prior to completion of the reverse takeover, section 3.11 of the Regulation does not apply to the financial statements. Such financial statements must comply with section 3.2, 3.7, 3.9, 4.2, 4.7 or 4.9 of the Regulation, as applicable.

Paragraph 32.1(b) of Form 41-101F1 and paragraph 31.1(b) of Form 41-101F4 indicate that financial statements of an issuer required under Item 32, in respect of Form 41-101F1, and Item 31, in respect of Form 41-101F4, include the financial statements of a business acquired or business proposed to be acquired by the issuer if a reasonable investor would regard the primary business of the issuer upon completion of the acquisition to be the acquired business or business proposed to be acquired. Consistent with this provision, if a capital pool company acquires or proposes to acquire a business, regardless of whether or not the transaction will be accounted for as a reverse takeover, financial statements for the acquired business or business proposed to be acquired must comply with section 3.2, 3.7, 3.9, 4.2, 4.7 or 4.9 of the Regulation, as applicable.”.

4. Section 2.14 of the Policy Statement is amended:

(1) by replacing the words “venture issuer and not an IPO venture issuer” with the words “venture issuer, an IPO venture issuer, a senior unlisted issuer or an IPO senior unlisted issuer”;

(2) by replacing the words “non-venture issuers similar” with the words “issuers that are not venture issuers or senior unlisted issuers similar”.

5. Section 2.16 of the Policy Statement is amended by replacing the words “venture issuer or IPO venture issuer” with “venture issuer, an IPO venture issuer, a senior unlisted issuer or an IPO senior unlisted issuer”.