

REGULATION TO AMEND REGULATION 44-102 RESPECTING SHELF DISTRIBUTIONS

Securities Act
(chapter V-1.1, s. 331.1, par. (1), (6) and (8))

1. Section 5.6 of Regulation 44-102 respecting Shelf Distributions is amended by inserting, after paragraph 6, the following:

“6.1. The information required under item 7A of Form 44-101F1 for securities that may be distributed under the base shelf prospectus, if the specific series or class of securities that will be distributed under the base shelf prospectus is not known on the date the base shelf prospectus is filed.”.

2. Section 7.2 of the Regulation is amended:

(1) by inserting, after paragraph (1), the following:

“(1.1) Despite subsection (1), if the expert whose consent is required is a “qualified person” as defined in Regulation 43-101 respecting Standards of Disclosure for Mineral Projects (M.O. 2005-23, 05-11-30), the issuer is not required to file the consent of the qualified person if

(a) the qualified person’s consent is required in connection with a technical report that was not required to be filed with the preliminary base shelf prospectus,

(b) the qualified person was employed by a person at the date of signing the technical report,

(c) the principal business of the person is providing engineering or geoscientific services, and

(d) the issuer files the consent of the person.

“(1.2) A consent filed under subsection (1.1) must be signed by an individual who is an authorized signatory of the person and who falls within paragraphs (a), (b), (d) and (e) of the definition of “qualified person” in Regulation 43-101 respecting Standards of Disclosure for Mineral Projects (M.O. 2005-23, 05-11-30).”;

(2) by inserting, after “subsection (1)”, “or subsections (1.1) and (1.2)”.

3. Section 9.1 of the Regulation is amended by replacing, in paragraph (1), “Despite section 6.1 of Regulation 44-101 respecting Short Form Prospectus Distributions (M.O. 2005-24, 05-11-30)” with “Despite section 7.2 of Regulation 41-101 respecting General Prospectus Requirements (M.O. 2008-05, 08-03-04)”.

4. Appendix A of the Regulation is amended by replacing, in the French text of paragraph (c) of section 2.1, the words “personne ou société” with the word “personne”.

5. This Regulation comes into force on May 14, 2013.