

**PROPOSED AMENDMENTS TO  
PROPOSED REGULATION 52-109 RESPECTING  
CERTIFICATION OF DISCLOSURE IN ISSUERS' ANNUAL AND INTERIM FILINGS**

1. Proposed Regulation 52-109 respecting Certification of Disclosure in Issuers' Annual and Interim Filings (the "Regulation") is amended by these proposed amendments.
2. Subsection 5.2(1) of the Regulation is amended by adding the following after paragraph (b):
  - "(c) Notwithstanding Part 2 or paragraphs 5.2(1)(a) and (b), an issuer that is required to file an annual certificate in Form 52-109F1 in respect of a financial year ending on or before June 29, 2006 may omit from the Form 52-109F1:
    - (i) the words "and internal control over financial reporting" in the introductory language in paragraph 4;
    - (ii) paragraph 4(b); and
    - (iii) paragraph 5."
3. Subsection 5.2(2) of the Regulation is amended by adding the following after paragraph (b):
  - "(c) Notwithstanding Part 3 or paragraphs 5.2(2)(a) and (b), an issuer that is required to file an interim certificate in Form 52-109F2 for a permitted interim period may omit from the Form 52-109F2:
    - (i) the words "and internal control over financial reporting" in the introductory language in paragraph 4;
    - (ii) paragraph 4(b); and
    - (iii) paragraph 5.
  - (d) For the purpose of paragraph 5.2(2)(c), a permitted interim period is an interim period that occurs prior to the end of the first financial year in respect of which an issuer is required to file an annual certificate in Form 52-109F1 that includes:
    - (i) the words "and internal control over financial reporting" in the introductory language in paragraph 4;
    - (ii) paragraph 4(b); and
    - (iii) paragraph 5."