

(9) in the definition of “issuer’s GAAP”, by replacing the words “Regulation 52-107 respecting Acceptable Accounting Principles, Auditing Standards and Reporting Currency” with the words “Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards”;

(10) in the definition of “accounting principles”, by replacing the words “Regulation 52-107 respecting Acceptable Accounting Principles, Auditing Standards and Reporting Currency approved by Ministerial Order no. 2005-08 dated May 19, 2005” with the words “Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards approved by Ministerial Order (indicate the number and date of the Ministerial Order approving the Regulation)”;

(11) by inserting the following after the definition of “interim filings”:

““interim financial report” means the interim financial report required to be filed under Regulation 51-102 respecting Continuous Disclosure Obligations;”.

**2.** Section 5.6 of the Regulation is amended by replacing, wherever they occur, the words “interim financial statements” with “interim financial reports”.

**3.** Section 6.2 of the Regulation is replaced with the following:

**“6.2. Refiled interim financial report or interim MD&A**

If an issuer refiles its interim financial report or interim MD&A for an interim period, it must file separate interim certificates for that interim period in Form 52-109F2R on the date that it refiles the interim financial report or interim MD&A, as the case may be.”.

**4.** Form 52-109F1 of the Regulation is amended:

(1) in paragraph 3, by replacing the words “results of operations” with the words “financial performance”;

(2) in paragraph 5.3, by replacing, wherever they occur, the words “variable interest entity” with the words “special purpose entity”;

(3) in the French text of paragraph 8, by replacing, wherever they occur, the word “vérificateurs” with the word “auditeurs” and the words “comité de vérification” with the words “comité d’audit” .

**5.** The Regulation is amended by replacing, wherever they occur, the words “results of operations”, “variable interest entity” and “interim financial statements” with, respectively, the words “financial performance”, “special purpose entity” and “interim financial report”.

**6.** This Regulation only applies to annual filings and interim filings for periods relating to financial years beginning on or after January 1, 2011.

However, an issuer may apply the amendments set out in this Regulation to annual filings and interim filings for periods relating to a financial year that begins before January 1, 2011 if the immediately preceding financial year ends no earlier than December 21, 2010 and if the issuer is relying on the exemption in section 5.3 of Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards.

**7.** This Regulation comes into force on January 1, 2011.

**Regulation to amend Regulation 52-110 respecting Audit Committees\***

Securities Act

(R.S.Q., c. V-1.1, s. 331.1, par. (1), (11), (19.2) and (34))

**1.** The title of Regulation 52-110 respecting Audit Committees is amended, in the French text, by replacing the words “de vérification” with the words “d’audit”.

**2.** Section 1.1 of the Regulation is amended:

(1) by replacing the French text of the definition of “audit committee” with the following:

“« comité d’audit »: un comité ou l’équivalent, constitué par le conseil d’administration de l’émetteur et composé d’administrateurs, qui est chargé de surveiller les processus comptables et de communication de l’information financière de l’émetteur et les audits, par son auditeur externe, de ses états financiers et, en l’absence d’un tel comité, le conseil d’administration de l’émetteur;”;

(2) by replacing, in the definition of “accounting principles”, “, Auditing Standards and Reporting Currency approved by Minister’s Order no. 2005-08 dated

\* Regulation 52-110 respecting Audit Committees, approved by Ministerial Order No. 2005-10 dated June 7, 2005 (2005, G.O. 2, 1997), was amended solely by the regulation to amend the regulation approved by Ministerial Order No. 2007-09 dated December 14, 2007 (2007, G.O. 2, 4077).

May 19, 2005" with "and Auditing Standards approved by Ministerial Order (*indicate here the number and date of the Ministerial Order approving the Regulation*)";

(3) by replacing the French text of the definitions of "audit services" and "non-audit services" with the following:

« services d'audit »: les services professionnels fournis par l'auditeur externe de l'émetteur à l'occasion de l'audit et de l'examen de ses états financiers ou les services qui sont normalement fournis par l'auditeur externe à l'occasion de dépôts ou de missions prévus par la loi et la réglementation;

« services non liés à l'audit »: les services qui ne sont pas des services d'audit;"

**3.** Paragraph (c) of section 1.2 of the Regulation is amended, in the French text:

(1) by replacing, in subparagraph (i), the words "de titres" with the words "de titres de capitaux propres";

(2) by replacing, in subparagraph (B) of subparagraph (ii), the words "de vérification" with the words "d'audit".

**4.** Section 2.3 of the Regulation is amended:

(1) by replacing, wherever they occur in the French text, the word "vérification" with the word "audit" and the word "vérificateur" with the word "auditeur", and making the necessary changes;

(2) by replacing, in paragraph (5), the words "interim earnings" with the words "interim profit or loss".

**5.** The Regulation is amended by replacing, wherever it occurs, the word "reserves" with the word "provisions".

**6.** This Regulation, except paragraph (2) of section 2, only applies to periods relating to financial years beginning on or after January 1, 2011.

**7.** This Regulation comes into force on January 1, 2011.

## Regulation to amend Regulation 54-101 respecting Communication with Beneficial Owners of Securities of a Reporting Issuer\*

Securities Act  
(R.S.Q., c. V-1.1, s. 331.1, par. (1) and (8))

**1.** Part 2 of the Client Response Form in Form 54-101F1 of Regulation 54-101 respecting Communication with Beneficial Owners of Securities of a Reporting Issuer is amended by replacing the words "interim financial statements" with the words "interim financial reports".

**2.** This Regulation only applies to periods relating to financial years beginning on or after January 1, 2011.

**3.** This Regulation comes into force on January 1, 2011.

## Regulation to amend Regulation 62-104 respecting Take-Over Bids and Issuer Bids\*

Securities Act  
(R.S.Q., c. V-1.1, s. 331.1, par. (1), (8), (21), (22) and (34))

**1.** Paragraph (1) of section 2.15 of Regulation 62-104 respecting Take-Over Bids and Issuer Bids is amended by replacing, in the French text, the word "vérificateur" with the word "auditeur".

**2.** Item 19 of Form 62-104F2 of the Regulation is replaced with the following:

### "Item 19 Financial statements

If the most recently available interim financial report is not included, include a statement that the most recent interim financial report will be sent without charge to any security holder requesting it.

**3.** Form 62-104F3 of the Regulation is amended:

\* Regulation 54-101 respecting Communication with Beneficial Owners of Securities of a Reporting Issuer, adopted on March 3, 2003, pursuant to Decision No. 2003-C-0082 and published in the Supplement to the Bulletin of the *Commission des valeurs mobilières du Québec*, Vol. 34, No. 19, dated May 16, 2003, was amended solely by the regulation to amend the regulation approved by Ministerial Order No. 2005-12 dated June 7, 2005 (2005, *G.O.* 2, 2012).

\* Regulation 62-104 respecting Take-Over Bids and Issuer Bids, approved by Ministerial Order No. 2008-02 dated January 22, 2008 (2008, *G.O.* 2, 565), has not been amended since its approval.