

Draft Regulation

Securities Act
(R.S.Q. c. V-1.1, s. 331.1, par. (1) and (20), and s. 331.2)

Concordant Regulation to Regulation 51-102 respecting Continuous Disclosure Obligations

Notice is hereby given by the *Autorité des marchés financiers* (the "Authority") that, in accordance with section 331.2 of the *Securities Act*, R.S.Q. c. V-1.1, the following Regulations, the texts of which are published hereunder, may be made by the Authority and subsequently submitted to the Minister of Finance for approval, with or without amendment, after 90 days have elapsed since their publication in the Bulletin of the Authority:

- *Regulation to amend Regulation 58-101 respecting Disclosure of Coprotrat Governance Practices.*

Request for comment

Comments regarding the above may be made in writing before **February 17, 2011**, to the following:

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November 19, 2010

REGULATION TO AMEND REGULATION 58-101 RESPECTING DISCLOSURE OF CORPORATE GOVERNANCE PRACTICES

Securities Act

(R.S.Q., c. V-1.1, s. 331.1, par. (1) and (20))

1. Section 1.3 of Regulation 58-101 respecting Disclosure of Corporate Governance Practices is amended, in the French text of paragraph (d), by replacing the words “titres de participation” with the words “titres de capitaux propres” and by deleting the words “ou société”.

2. Form 58-101F1 of the Regulation is amended:

(1) by deleting, in item 5, the words “or company”;

(2) by deleting paragraph (d) of item 7;

(3) by replacing paragraph (3) of the instructions with the following:

“(3) Issuers may incorporate disclosure regarding compensation made under Item 7 of this Form by reference to the information required to be included in Form 51-102F6 Statement of Executive Compensation. Clearly identify the referenced information that is incorporated into this Form.

(4) Disclosure regarding board committees made under Item 8 of this Form may include the existence and summary content of any committee charter.”.

3. Form 58-101F2 of the Regulation is amended by replacing paragraph (3) of the instructions with the following:

“(3) Issuers may incorporate disclosure regarding compensation made under Item 6 of this Form by reference to the information required to be included in Form 51-102F6 Statement of Executive Compensation. Clearly identify the referenced information that is incorporated into this Form.

(4) Disclosure regarding board committees made under Item 7 of this Form may include the existence and summary content of any committee charter.”.

4. The Regulation is amended by replacing, wherever they occur in the French text, the words “de vérification” with the words “d’audit”.

5. This Regulation comes into force on October 31, 2011.