

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), (8) and (34))

1. Section 1.1 Regulation 58-101 respecting Disclosure of Corporate Governance Practices is amended:

(1) by inserting, after the definition of the term “SEDAR”, the following:

““senior unlisted issuer” has the same meaning as in section 1.1 of Regulation 51-102 respecting Continuous Disclosure Obligations;”;

(2) by replacing the definition of the term “venture issuer” with the following:

““venture issuer” has the same meaning as in section 1 of Regulation 51-103 respecting Ongoing Governance and Disclosure Requirements for Venture Issuers;”.

2. Section 1.3 of the Regulation is amended by inserting, after paragraph (a), the following:

“(a.1) a venture issuer;”.

3. Section 2.1 of the Regulation is amended by replacing, in paragraphs (1) and (2), the words “venture issuer” with the words “senior unlisted issuer”.

4. Section 2.2 of the Regulation is replaced with the following:

“2.2. Senior unlisted issuers

(1) If management of a senior unlisted issuer solicits a proxy from a security holder of the senior unlisted issuer for the purpose of electing directors to the issuer’s board of directors, the senior unlisted issuer must include in its management information circular the disclosure required by Form 58-101F2.

(2) A senior unlisted issuer that does not send a management information circular to its security holders must provide the disclosure required by Form 58-101F2 in its AIF or annual MD&A.”.

5. Form 58-101F2 of the Regulation is amended by replacing the title with the following:

“**FORM 58-101F2**
“**CORPORATE GOVERNANCE DISCLOSURE (SENIOR UNLISTED ISSUERS)**”.

6. This Regulation comes into force on *(indicate the date of coming into force of this Regulation)*.