

## **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 of 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 deleting the definition of “venture issuer”.

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

“(a.1) a venture issuer, as defined in Regulation 51-103 respecting Ongoing Governance and Disclosure Requirements for Venture Issuers;”.

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)*.