

## REGULATION TO AMEND REGULATION 71-102 RESPECTING CONTINUOUS DISCLOSURE AND OTHER EXEMPTIONS RELATING TO FOREIGN ISSUERS

Securities Act

(R.S.Q., c. V-1.1, s. 331.1, par. (3), (20) and (34))

**1.** Section 1.1 of Regulation 71-102 respecting Continuous Disclosure and Other Exemptions Relating to Foreign Issuers is amended:

(1) by inserting, after the definition of the expression “AIF”, the following:

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

(2) by replacing the definition of the expression “financial statements” with the following:

““financial statements” includes interim financial reports;”;

(3) by inserting, after the definition of the expression “MD&A”, the following:

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

(4) by inserting, after the definition of the expression “recognized quotation and trade reporting system”, the following:

““report of material change, material related entity transaction or major acquisition” means a completed Form 51-103F2 of Regulation 51-103 respecting Ongoing Governance and Disclosure Requirements for Venture Issuers;”.

**2.** Section 1.3 of the Regulation is amended by replacing, in subparagraph (i) of paragraph (b), the words “statement and MD&A filings under this Regulation , on the first day of the most recent financial year or year-to-date interim period for which financial performance is presented in the financial statements or MD&A” with the words “statements, MD&A, annual report or mid-year report, as applicable, filings under this Regulation, on the first day of the most recent financial year or year-to-date interim period for which financial performance is presented in the financial statements, MD&A, annual report or mid-year report, as applicable”.

**3.** Section 4.4 of the Regulation is amended:

(1) by inserting, after the “MD&A”, the words “or annual reports and mid-year reports, if applicable;”;

(2) by inserting, in paragraph (d) and after “Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards”, “and, for an annual report or mid-year report, section 4.3 of this Regulation”.

**4.** The Regulation is amended by inserting, after section 4.5, the following:

### **“4.5.1. Report of Material Change, Material Related Entity Transaction or Major Acquisition**

An SEC foreign issuer satisfies securities legislation requirements relating to the preparation and filing of a report of material change, material related entity transaction or major acquisition if it

Regulation;

Regulation.”.

**5.** Section 5.5 of the Regulation is amended:

(1) by inserting, after “MD&A”, the words “or annual reports and mid-year reports, if applicable,”;

(2) by inserting, in paragraph (d) and after “Regulation 52-107 respecting Acceptable Accounting Principles and Auditing Standards”, “and, for an annual report or mid-year report, section 5.4 of this Regulation”.

**6.** The Regulation is amended by inserting, after section 5.6, the following:

**“5.6.1. Report of Material Change, Material Related Entity Transaction or Major Acquisition**

A designated foreign issuer satisfies securities legislation requirements relating to the preparation and filing of a report of material change, material related entity transaction or major acquisition if it

Regulation;

Regulation.”.

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