

## 13.2.2 TSX – Notice of Housekeeping Rule Amendment to the TSX Company Manual

## TORONTO STOCK EXCHANGE

## NOTICE OF HOUSEKEEPING RULE AMENDMENT TO THE TSX COMPANY MANUAL

## Introduction

In accordance with the Process for the Review and Approval of Rules and the Information Contained in Form 21-101F1 (the “**Protocol**”), Toronto Stock Exchange (“**TSX**”) has adopted, and the Ontario Securities Commission has approved, a housekeeping amendment (the “**Amendment**”) to Part I of the TSX Company Manual (the “**Manual**”). The Amendment is a Housekeeping Rule under the Protocol and therefore has not been published for comment. The Ontario Securities Commission has not disagreed with the categorization of the Amendment as a Housekeeping Rule.

## Reasons for the Amendment

The Amendments relate to non-public interest changes to include Investors Exchange (“**IEX**”) in the definition of “Recognized Exchange” in Part I of the Manual.

## Summary of the Non-Public Interest Amendment

	Section of the Manual	Amendment	Rationale
1.	Part I – Definition of “Recognized Exchange”	Update definition to include IEX	Generally, TSX defers to other exchanges or jurisdictions for an expanded number of transactions as well as on certain corporate governance matters as they apply to certain interlisted issuers (the “ <b>Deference Model</b> ”). TSX views the Deference Model as appropriate where the other exchange and corporate laws have appropriate requirements and TSX has a clear minority of trading, although such requirements may not be exactly the same as the requirements in Canada. Similarly to New York Stock Exchange and Nasdaq Global Market, the IEX listing rules address security holder protection and marketplace quality, although the requirements are not exactly the same as those in Canada. TSX considers the IEX listing rules appropriate in relation to the Deference Model. In addition, the wording in the definition of “Recognized Exchange” provides TSX with the necessary discretion to include additional exchanges as “Recognized Exchanges”.

## Text of the Amendment

The Amendment is set out as blacklined text at Appendix A. For ease of reference, a clean version of the Amendment is set out at Appendix B.

## Effective Date

The Amendment becomes effective on May 23, 2019.

APPENDIX A

BLACKLINE OF NON-PUBLIC INTEREST AMENDMENT TO THE TSX COMPANY MANUAL

PART I INTRODUCTION

[...]

“**Recognized Exchange**” includes the following exchanges and marketplaces: New York Stock Exchange, NYSE MKT, NASDAQ, London Stock Exchange Main Board, AIM, Australian Securities Exchange, Hong Kong Stock Exchange Main Board, [Investors Exchange](#) and others, as may be determined by TSX from time to time;

[...]

APPENDIX B

CLEAN VERSION OF NON-PUBLIC INTEREST AMENDMENT TO THE TSX COMPANY MANUAL

PART I INTRODUCTION

[...]

“**Recognized Exchange**” includes the following exchanges and marketplaces: New York Stock Exchange, NYSE MKT, NASDAQ, London Stock Exchange Main Board, AIM, Australian Securities Exchange, Hong Kong Stock Exchange Main Board, Investors Exchange and others, as may be determined by TSX from time to time;

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