

13.2.6 NEO Exchange Inc. – Notice of Housekeeping Rule Amendments to the Listing Manual and Listing Forms

NEO EXCHANGE INC.

NOTICE OF HOUSEKEEPING RULE AMENDEMENTS TO THE LISTING MANUAL AND LISTING FORMS

In accordance with the *Process for the Review and Approval of Rules and the Information Contained in Form 21-101F1 and the Exhibits Thereto*, the Neo Exchange Inc. has adopted housekeeping rule changes (the “**Housekeeping Rule Amendments**”). The Ontario Securities Commission has not disagreed with the housekeeping categorization. The Housekeeping Rule Amendments comprise the following changes:

Housekeeping Rule Amendments and Rationale for Classification

The proposed Housekeeping Rule Amendments are and, for the most part, address minor formatting, spelling, typographical and numbering errors as described in subsection 6.1(5) of Companion Policy 21-101CP to NI 21-101.

	Listing Manual Section or Form Reference	Amendment	Rationale
1.	<i>Part I. Definitions, Interpretation and General Discretion</i> 1.01	Delete the definition of “Qualified Analyst” Replace “Exchange” with “exchange”	Prior modification to the investor relations requirement removed the definition from usage in the Listing Manual. To correct typographical error.
2.	<i>Part VII. Corporate Finance and Capital Structure Changes</i> Subsection 7.05(1) Paragraph 7.05(1)(i) Paragraph 7.05(1)(ii) Commentary to subsection 7.05 Paragraph 7.15(4)(b)	Replace “a private placement or public offering” with “an issuance” Delete “of the private placement” Replace “placed or offered” with “issued” and “placement or offering” with “issuance” Replace “Maximum Discount to Market Price shall not apply to the exercise price of a convertible, exercisable or exchangeable security.” With “The exercise price of a convertible, exercisable or exchangeable security must not be lower than closing market price on the day preceding the date on which the Listed Issuer issues a press release announcing a transaction or Files a Form 9A – Price Reservation.” Insert “if applicable” at the beginning of the sentence, and delete “certified”	To improve readability. To improve readability. To improve readability. To improve readability and clarify the intent of the commentary that convertible, exercisable or exchangeable securities may not be issued at a discount. To clarify that the Exchange may be satisfied of shareholder approval in alternative forms. For example, by written resolution.
3.	<i>Part X. Corporate Governance and Security Holder Approval</i> Subsection 10.13(3) Paragraph 10.16(30)(b)	Replace reference to 10.14(2) with 10.13(2) Replace “Depository” with “Depository”	To correct typographical error. To correct typographical error.

	Listing Manual Section or Form Reference	Amendment	Rationale
4.	Form 9A – Price Reservation	<p>Minor formatting changes</p> <p>Delete “FORM” from name “Form 9A – Price Reservation Form”</p> <p>Delete section B - Related Person involvement</p>	<p>To remove redundancy.</p> <p>Related Person involvement is often not known at the time of price reservation and will be submitted with Form 9 – Notice of Private Placement.</p>
5.	Form 1 – Listing Application	<p>Minor typographical, editorial and formatting changes</p> <p>Minor instruction clarifications</p> <p>Delete “If the Listed Issuer wants to participate in the Exchange’s Issuer Performance Program it will complete the applicable form and pay the appropriate amounts when due. The Listed Issuer will also update the submitted information on an annual basis if it would like to continue its participation in the Issuer Performance Program for the following year.”</p> <p>Remove “A Listed Issuer will register to use the NEO Exchange Listings Data Room (“Data Room”) and agrees to provide information in accordance with the Data Room instructions; the Listed Issuer will use the Data Room to File all forms required to be submitted to the Exchange unless otherwise indicated.”</p> <p>Delete the “Facsimile” field from Applicant Information section</p> <p>Add “Company Investor Relations Contact Name, Email, and Telephone Number” field</p> <p>Add “Legal Entity Identifier” field to Applicant Information section</p> <p>Delete section 3 of “For Exchange-Traded Product Listings” from Appendix A to the Listing Application</p>	<p>To clarify requirements, improve usability, and ensure consistency with the Listing Manual.</p> <p>The Issuer Performance Program is no longer available.</p> <p>Document submissions are made through various channels. This requirement is removed to avoid confusion.</p> <p>No longer required by the Exchange.</p> <p>To ensure consistency with Exchange documentation requirements.</p> <p>To ensure consistency with Exchange documentation requirements.</p> <p>To remove redundancy.</p>

The Listing Manual and Listing Forms can be viewed at:

<https://www.neo.inc/en/exchange/resources>

The Housekeeping Rule Amendments are effective as of the date hereof.