

March 30, 2007

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission
Manitoba Securities Commission
Ontario Securities Commission
Authorité des marchés financiers
Nova Scotia Securities Commission
New Brunswick Securities Commission

c/o Patricia Leeson, Co-Chair of the CSA's Prospectus Systems Committee Alberta Securities Commission 4<sup>th</sup> Floor, 300- 5<sup>th</sup> Ave S.W. Calgary, Alberta T2P 3C4 email: patricia.leeson@seccom.ab.ca

Dear Sirs/Madames

## **Re: Proposed New Prospectus Certification Provisions**

I am writing this letter to comment on the proposed new prospectus certification provisions contained in the Proposed National Instrument 41-101 and in particular Section 5.13 thereof. As the Chairman and CEO of Cyries Energy Inc., I am deeply troubled that the proposals will adversely affect the ability of Cyries to effectively compete for acquisitions significant to Cyries and which typically require public equity financing thereby giving rise to the proposed vendor certification requirement. I strongly believe the certification requirement would be a substantial deterrent and may well preclude a vendor selling to a party where the vendor certification requirement would arise. As such these proposals, in my view, would create an uneven playing field amongst competitive acquirors. For Canadian public companies, large entities would have a competitive advantage over the small. More broadly, private and non-Canadian companies who do not finance in the Canadian markets would have a competitive advantage over Canadian public companies. These results are completely unfair, inappropriate and unwarranted. I believe there are more than sufficient protections under the existing regulatory regime for aggrieved purchasers of equity securities to have recourse to the issuer without the necessity of recourse to the vendor.

Cyries is a reporting issuer, the common shares of which are listed on the Toronto Stock Exchange. Cyries is engaged in the acquisition, exploration, development and production of crude oil and natural gas in western Canada. Cyries currently produces in excess of 10,000 barrels of oil equivalent per day and has a market capitalization in excess of \$600 million. Cyries commenced operations in July of 2004 at which time it had production of approximately 1,050 boepd. Cyries has achieved this very substantial growth through a combination of acquisitions and drilling. The predecessor companies of Cyries managed by principally the same management team and board of directors as currently managing Cyries, achieved significant growth and value accretion through the same strategy of acquisitions and drilling from the early

1990's. A key component to the success achieved by Cyries and its predecessors has been a successful acquisition strategy, many of which were significant and financed in the public markets. As mentioned, I believe the proposed vendor certificate requirements would create an uneven playing field and would seriously impair the ability of Cyries to effectively compete for acquisitions.

I encourage you to eliminate the vendor certification requirements from the proposed National Instrument. I would be pleased to discuss this with you further if you wish.

Yours very truly,

CYRIES ENERGY INC

Donald F. Archibald

Chairman and Chief Executive Officer