



July 23, 2010

British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission – Securities Division
Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
New Brunswick Securities Commission
Registrar of Securities, Prince Edward Island
Nova Scotia Securities Commission
Securities Commission of Newfoundland and Labrador
Superintendent of Securities, Northwest Territories
Superintendent of Securities, Yukon Territory
Superintendent of Securities, Nunavut

Electronically Delivered to:

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British Columbia Securities Commission

Anne-Marie Beaudoin
Corporate Secretary
Autorité des marchés financiers

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**Re Comments on Proposed Repeal and Replacement of National Instrument 43-101
*Standards of Disclosure for Mineral Projects, Form 43-101F1 Technical Report, and
Companion Policy 43-101CP***

New Gold Inc. (“**New Gold**”) is submitting the following comments in response to the Canadian Securities Administrators Notice and Request for Comment (“**Notice**”) published on April 23, 2010 on National Instrument 43-101 *Standards of Disclosure for Mineral Projects* (NI 43-101), Form 43-101F1 *Technical Report*, and Companion Policy 43-101CP.

About New Gold

New Gold is an intermediate gold mining company, owner of the Mesquite Mine in the United States, the Cerro San Pedro Mine in Mexico and the Peak Gold Mines in Australia. New Gold

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also has development and exploration assets in North and South America. The common shares of New Gold are listed and posted for trading on the TSX and NYSE-Amex under the symbol "NGD".

Comments regarding proposed Amendments

New Gold supports the CSA in its efforts to amend NI 43-101, and is pleased that the CSA is working towards addressing some of the difficulties encountered by market participants since NI 43-101 was initially adopted.

We support the proposed changes and in particular note that the following will result in a positive outcome for New Gold:


- proposed amendments regarding updated qualified person certificates and consents for previously filed technical reports;
- proposed amended form to better accommodate advanced stage and producing properties;
- proposed amendments to permit a consulting firm to sign an expert consent for a short form prospectus in lieu of the individual qualified person; and
- proposed amendment to permit a qualified person to approve disclosure of any scientific or technical information as opposed to the information being prepared by or under the supervision of a qualified person.

With respect to your specific requests for comment on the short form prospectus trigger, we believe you should eliminate that trigger for each of the three examples provided in your Notice. New Gold's experience with the existing requirements is that they impose extra costs and limit the ability for issuers to access capital markets on a timely basis. In light of the fact that, under the Notice, a qualified person will remain responsible for the technical disclosure contained in the prospectus, and will continue to be required to provide an expert consent, we believe the elimination of the short form prospectus trigger would not be detrimental to market participants.

Thank you for the opportunity to comment on the proposed amendments.

Yours truly,

New Gold Inc.



Susan Toews
Vice President Legal Affairs
& Corporate Secretary