

14 October 2011

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

Attention: Ms. Alex Poole
Senior Legal Counsel, Corporate Finance
Alberta Securities Commission
Suite 600, 250-5th Street SW
Calgary, Alberta T2P 0R4
Fax: (403) 297-4482
Email: alex.poole@asc.ca

Dear Ms. Poole:

Re: Request for Comments – Proposed Amendments to NI 41-101

I am registered as a Professional Geologist with the Association of Professional Engineers and Geoscientist of British Columbia. I regularly act as a Qualified Person with respect to NI 43-101 Technical Reports filed by issuers reporting in jurisdictions in Canada.

I am responding to the request for comments on the Proposed Amendments to the Prospectus Rules and specifically CSA's Proposed Amendments to further extend the requirement to file a non-issuer's submission to the jurisdiction and appointment of an agent for service form to all foreign experts who have consented to the disclosure in a prospectus of information.

Question

(a) Do you believe that it is appropriate to extend the requirement to file a non-issuer's submission to the jurisdiction and appointment of an agent for service form to foreign experts who have consented to the disclosure in a prospectus of information from report, opinion or statement made by them given that these persons are liable under our statutory liability regime for misrepresentations in the prospectus that are derived from that report, opinion or statement?

Answer

No, I do not believe this is appropriate. I do not believe the convenience to investors afforded by this proposed rule change is commensurate with the negative repercussions this change will likely cause. A possible side effect of the proposed amendment could be that foreign QP's may be uncertain about the obligations and associated costs required to meet the submission to jurisdiction and appointment of an agent requirement. They may decline to participate in writing Technical Reports or other types of expert reports for companies listed in Canada. In addition some foreign jurisdictions may view this new requirement as a barrier to their resident professionals participating in the preparation of expert reports and impose regulatory counter measures on Canadian based experts that would impede Canadian QP's ability to prepare expert reports on projects in the foreign jurisdiction. Both of these consequences could harm Canada's position as a technical and financial leader in the mining industry.

Question

(b) If foreign experts are required to file a non-issuers' submission to the jurisdiction and appointment of an agent for service form, do you anticipate that this obligation will impose any significant practical or financial burden on these experts or issuers?

Answer

Yes, I believe this obligation will cause a significant practical and financial burden to foreign experts. The requirement to appoint an agent may necessitate an agent in each jurisdiction the issuer reports in. The requirement to submit to the jurisdiction may result in the requirement of the foreign expert to register with the professional association in each jurisdiction even if the project is outside of Canada. The costs for compliance could be substantial.

Question

Would your response change if the form requirement for foreign experts only concerned either submission to the jurisdiction or an appointment of an agent for service?

No, my response would not change.

I recommend the proposed amendment to extend the requirement to file a non-issuer's submission to the jurisdiction and appointment of an agent for service form to all foreign experts who have consented to the disclosure in a prospectus of information not be implemented.

Yours Truly,



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