

1.1.2 Notice of Request for Comments - Proposed National Instrument 51-102 and Companion Policy 51-102CP, Continuous Disclosure Obligations, Proposed OSC Rule 51-801, Implementing National Instrument 51-102 Continuous Disclosure and Companion Policy 51-801CP

NOTICE OF REQUEST FOR COMMENTS

**PROPOSED NATIONAL INSTRUMENT 51-102 AND COMPANION POLICY 51-102CP
CONTINUOUS DISCLOSURE OBLIGATIONS
PROPOSED ONTARIO SECURITIES
COMMISSION RULE 51-801
IMPLEMENTING NATIONAL INSTRUMENT 51-102
CONTINUOUS DISCLOSURE AND COMPANION
POLICY 51-801CP**

The Commission is publishing for comment in today's Bulletin:

- National Instrument 51-102 *Continuous Disclosure Obligations* (NI 51-102) which contains Form 51-102F1 *Annual Information Form* (AIF), Form 51-102F2 *Management Discussion and Analysis* (MD&A), Form 51-102F3 *Material Change Report* (MCR), Form 51-102F4 *Business Acquisition Report* (BAR), Form 51-102F5 *Information Circular* and Form 51-102F6 *Statement of Executive Compensation* (collectively the Forms);
- Companion Policy 51-102CP to NI 51-102 (the Policy);
- Notice and Request for Comment regarding NI 51-102, the Forms, the Policy and related amendments and revocations; and
- Commission Rule 51-801 *Implementing National Instrument 51-102 Continuous Disclosure Obligations* (the Implementing Rule) and its Companion Policy and Notice and Request for Comment.

The Notice relating to NI 51-102 also requests comment on:

1. the proposed rescission of National Policy No. 51 *Changes in the Ending Date of a Financial Year and in Reporting Status* and National Policy No. 31 *Change of Auditor of a Reporting Issuer*;
2. the proposed revocation of National Instrument 62-102 *Disclosure of Outstanding Share Data*; and
3. a proposed amendment to National Instrument 62-103 *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues*.

The Notice relating to the Implementing Rule also requests comment on:

1. proposed amendments to
 - a) Commission Rule 56-501 *Restricted Shares*; and
 - b) Commission Form 41-501F1.
2. the proposed revocation of:
 - a) Commission Rule 51-501 *AIF & MD&A*;
 - b) Commission Rule 52-501 *Financial Statements*;
 - c) Commission Rule 54-501 *Prospectus Disclosure*; and
 - d) Commission Rule 62-102 *Disclosure of Outstanding Share Data*; and
3. the proposed rescission of
 - a) Companion Policy 51-501CP to Commission Rule 51-501 *AIF & MD&A*,
 - b) Companion Policy 52-501CP to Commission Rule 52-501 *Financial Statements*,
 - c) Commission Policy 52-601 *Applications for Exemptions from Preparation and Mailing of Interim Financial Statements, Annual Statements and Proxy Solicitation Material*; and
 - d) Commission Policy 51-603 *Reciprocal Filing*.

The documents are published in Chapter 6 of the Bulletin.