

- 1.1.2 **Notice of Ministerial Approval of National Instrument 51-102 Continuous Disclosure Obligations, Forms 51-102F1, 51-102F2, 51-103F3, 51-102F4, 51-102F5 and 51-102F6 and OSC Rule 51-801 Implementing National Instrument 51-102 Continuous Disclosure Obligations and Related Amendments to and Revocation of Instruments and Ontario Regulation Amending Reg. 1015 of R.R.O. 1990**

**NOTICE OF MINISTERIAL APPROVAL OF**

**NATIONAL INSTRUMENT 51-102 *CONTINUOUS DISCLOSURE OBLIGATIONS* FORMS 51-102F1, 51-102F2, 51-103F3, 51-102F4, 51-102F5 and 51-102F6**

**AND**

**RULE 51-801 *IMPLEMENTING NATIONAL INSTRUMENT 51-102 CONTINUOUS DISCLOSURE OBLIGATIONS***

**AND**

**RELATED AMENDMENTS TO AND REVOCATION OF INSTRUMENTS**

**AND**

**ONTARIO REGULATION AMENDING REG. 1015 OF R.R.O. 1990**

**All of the instruments listed below are being published in Chapter 5 of this Bulletin. The Regulation is being published in Chapter 9.**

On February 16, 2004 the Minister of Finance approved the following rules (the Rules) which came into force on March 30, 2004:

1. a) NI 51-102, which contains the following Forms:
  - Form 51-102F1 *Management Discussion and Analysis* (MD&A);
  - Form 51-102F2 *Annual Information Form* (AIF);
  - 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).

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| <ul style="list-style-type: none"> <li>b) related amendments to National Instrument 44-101 <i>Short Form Prospectus Distributions</i>, (NI 44-101)</li> <li>c) related amendments to Form 44-101F3 <i>Short Form Prospectus</i> (Form 44-101F3)</li> <li>d) revocation of Form 44-101F1 <i>AIF</i> and Form 44-101F2 <i>MD&amp;A</i> effective May 19, 2005</li> <li>e) related amendments to, and revocation at a later effective date of, National Instrument 62-102 <i>Disclosure of Outstanding Share Data</i> (NI 62-102) and</li> <li>f) related amendments to National Instrument 62-103 <i>The Early Warning System and Related Take-Over Bid and Insider Reporting Issues</i> (NI 62-103); and</li> </ul> <p>2. Commission Rule 51-801 <i>Implementing National Instrument 51-102 Continuous Disclosure Obligations</i> (Rule 51-801), which includes:</p> <ul style="list-style-type: none"> <li>a) related amendments to and subsequent revocation of Commission Rule 51-501 <i>AIF and MD&amp;A</i></li> <li>b) related amendments to and subsequent revocation of Commission Rule 52-501 <i>Financial Statements</i></li> <li>c) revocation of Commission Rule 54-501 <i>Prospectus Disclosure</i></li> <li>d) related amendments to Commission Rule 56-501 <i>Restricted Shares</i> and</li> <li>e) related amendments to Form 41-501F1 <i>Information Required In A Prospectus</i>.</li> </ul> | <ul style="list-style-type: none"> <li>b) an amendment to Companion Policy 51-501 <i>AIF and MD&amp;A</i> (51-501CP)</li> <li>c) rescission of the following Companion Policies to Commission rules, effective May 19, 2005, the same date those rules are revoked: 51-501CP and 52-501CP; and</li> <li>d) rescission, effective March 30, 2004, of the following Commission Policies: <ul style="list-style-type: none"> <li>(i) 52-601CP <i>Applications for Exemption from Preparation and Mailing of Interim Financial Statements, Annual Financial Statements and Proxy Solicitation Material</i> and</li> <li>(ii) 51-603CP <i>Reciprocal Filings</i></li> </ul> </li> </ul> |
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The Rules and Policies were most recently published in a Supplement to the Bulletin on December 19, 2003 (2003) 26 OSCB Issue 51 (Supp-3).

On February 25, 2004, the Minister of Finance approved an Ontario Regulation amending and/or revoking certain provisions of Regulation 1015 in order to effectively implement the Rules. This Regulation was filed as O. Reg 56/04 on March 10, 2004 and was published in the Ontario Gazette on March 27, 2004.

The following related policies (the Policies) also came into force on March 30, 2004:

1.
  - a) Companion Policy 51-102CP to NI 51-102 (51-102CP)
  - b) related amendments to Companion Policy 44-101CP
  - c) related amendments to National Policy 31 *Change of Auditor of a Reporting Issuer* (NP 31);
  - d) related amendments to National Policy 51 *Changes in the Ending Date of a Financial Year and in Reporting Status* (NP 51); and
2.
  - a) Companion Policy 51-801CP to Rule 51-801 (51-801CP)