

Note: [30 Mar 2004] – See Appendix D of CSA Notice announcing repeal and replacement of MI 45-102 dated 19 Dec 2003.

**ALBERTA SECURITIES COMMISSION
RULE 45-508**

***INTERIM AMENDMENTS TO CERTAIN APPENDICES TO
MULTILATERAL INSTRUMENT 45-102 RESALE OF SECURITIES***

PART 1 DEFINITIONS AND INTERPRETATION

1.1 Definitions - In this rule:

“distribution date” has the same meaning as in MI 45-102; and

“MI 45-102” means Multilateral Instrument 45-102 *Resale of Securities*.

1.2 Interpretation – Terms used in this rule that are defined or interpreted in the Act or Rules have the same meaning in this rule.

PART 2 AMENDMENTS TO MI 45-102 APPENDICES

2.1 Appendix A - Appendix A to MI 45-102, Control Distributions, is amended by deleting the following text:

“Sections 1(c.2) and 1(f)(iii) of the *Securities Act* (Alberta)”

and substituting

“Sections 1(l) and 1(p)(iii) of the *Securities Act* (Alberta) R.S.A. 2000”.

2.2 Appendix C - Appendix C to MI 45-102, Non-Applicable Resale Provisions (Section 2.2), is amended by deleting the following text:

“Sections 109, 109.1, 110, 110.1, 110.2, 111 with respect to underwriters and 112 of the *Securities Act* (Alberta)”

and substituting:

“Sections 134, 135, 136, 137, 138, 139 with respect to underwriters, and 140 of the *Securities Act* (Alberta) R.S.A. 2000”.

2.3 Appendix D - Appendix D to MI 45-102, Restricted Period Trades (Section 2.3), is amended by deleting the following text:

“Sections 107(1)(a), (b), (c), (d), (l), (m), (p), (q), (t), (t.1), (u) and (z) of the *Securities*

Act (Alberta), and section 107(1)(f)(iii) of the *Securities Act* (Alberta) if the right to purchase, convert or exchange was previously acquired under one of the above-listed exemptions under the *Securities Act* (Alberta)”

and substituting:

“Sections 131(1)(a), (b), (c), (d), (l), (m), (q), (r), (s), (t), (u) and (bb) of the *Securities Act* (Alberta) R.S.A. 2000, and section 131(1)(f)(iii) of the *Securities Act* (Alberta) R.S.A. 2000 if the right to purchase, convert or exchange was previously acquired under

1. one of the above-listed exemptions under the *Securities Act* (Alberta) R.S.A. 2000,
2. section 122(b) or (d) of the Rules made under the *Securities Act* (Alberta) R.S.A. 2000, or
3. section 3.1(2), 4.1(4) or 5.1(2) of Multilateral Instrument 45-103 *Capital Raising Exemptions* and the distribution date in respect of the right to purchase, convert or exchange is on or after July 31, 2002”.

- 2.4 **Appendix E** - Appendix E to MI 45-102, Seasoning Period Trades (Section 2.4), is amended by deleting the following text:

“Sections 107(1)(f) if not included in Appendix D of this Instrument, (i), (j), (j.1), (k), (k.1) prior to its repeal by section 5 of the *Securities Amendment Act, 1989* (Alberta) and (n) of the *Securities Act* (Alberta)”

and substituting:

“Section 131(1)(f) of the *Securities Act* (Alberta) R.S.A. 2000 if not included in Appendix D of this Instrument, sections 131(1)(h), (i), (j), (k), (o) and (y) of the *Securities Act* (Alberta) R.S.A. 2000 and sections 107(j.1) and (k.1) of the *Securities Act* (Alberta), S.A. 1981 prior to their repeal by section 5 of the *Securities Amendment Act, 1989* (Alberta)”.

- 2.5 **Appendix F** - Appendix F to MI 45-102, Employee Trades (Section 2.6), is amended by deleting the following text:

“Sections 107(1)(f)(iii) (if the convertible security was distributed under section 107(1)(n)) and (n) of the *Securities Act* (Alberta)”

and substituting:

“Sections 131(1)(f)(iii) (if the convertible security was distributed under section 131(1)(o)) and (o) of the *Securities Act* (Alberta) R.S.A. 2000”.

- 2.6 **Appendix G** - Appendix G to MI 45-102, Amalgamations or Mergers (Section 2.9), is amended by deleting the following text:

“Section 107(1)(i) of the *Securities Act (Alberta)*”

and substituting:

“Section 131(1)(i) of the *Securities Act (Alberta) R.S.A. 2000*”.

- 2.7 **Appendix H** - Appendix H to MI 45-102, Underwriters (Section 2.13) is amended by deleting the following text:

“Section 107(1)(u.1) of the *Securities Act (Alberta)*”

and substituting:

“Section 131(1)(v) of the *Securities Act (Alberta) R.S.A. 2000*”.

PART 3 EFFECTIVE DATE

- 3.1 This rule is effective July 31, 2002.