

**ALBERTA SECURITIES COMMISSION  
NOTICE**

**PROPOSED ASC RULE 45-508  
*INTERIM AMENDMENTS TO CERTAIN APPENDICES TO MULTILATERAL  
INSTRUMENT 45-102 RESALE OF SECURITIES***

**PUBLICATION FOR COMMENT**

June 12, 2002

**Publication**

The Commission has published for comment for 30 days, proposed ASC Rule 45-508 *Interim Amendments to Certain Appendices to Multilateral Instrument 45-102 Resale of Securities*. (“Rule 45-508”).

Rule 45-508 is intended to amend the appendices to Multilateral Instrument 45-102 *Resale of Securities* (the “Resale Rule”). Rule 45-508 is intended as an interim measure until the Resale Rule can be amended directly.

**Summary**

The purpose of Rule 45-508 is three-fold.

1. Currently, the resale of underlying securities acquired on conversion or exercise of convertible securities acquired under Multilateral Instrument 45-103 *Capital Raising Exemptions* is subject to section 2.6 of the Resale Rule such that a seasoning period applies. Rule 45-508 will make the resale of these securities subject to section 2.5 of the Resale Rule and consequently a restricted period will apply. The restricted period will only apply to the underlying securities if the convertible security was distributed after the effective date of Rule 45-508. We anticipate that Rule 45-508 will be effective July 31, 2002.
2. Certain prospectus exemptions in the Act and Rules were not referred to in the Resale Rule. Blanket Order 45-505 *Interim Resale Relief for securities acquired under section 107(1)(h) or (x) of the Securities Act or pursuant to a right to purchase convert or exchange previously acquired under sections 107(1)(h) and (x) of the Act or sections 122(b)(c) or (d) of the ASC Rules* was made to address certain of these problems. Rule 45-508 is intended to replace Blanket Order 45-505 consolidating all interim amendments to the Resale Rule in one rule. We anticipate that on implementation of Rule 45-508, Blanket Order 45-505 will be revoked.
3. The section numbers of the Act were renumbered by the Revised Statutes of Alberta, 2000. Because the Resale Rule was implemented before the Act was renumbered, the various statutory references in the Resale Rule are out-of-date and make reading the Resale Rule difficult. Rule 45-508 updates those statutory references.

## **Comments**

We are interested in receiving comments on proposed Rule 45-508. We encourage you to submit written comments by July 12, 2002 to:

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We will place your comment letter on the public file and it will form part of the public record, unless you request confidentiality. If you request confidentiality, we will not place your comment letter on the public file; however, freedom of information legislation may require that the Commission make these comment letters available. As a result, the press and members of the public may be able to obtain access to your comment letter.