

Note: [02 May 2019] – Proposed changes to 45-102CP arising from proposed NI 13-103. Refer to Annex D of CSA Notice announcing proposed NI 13-103 dated 02 May 2019.

PROPOSED CHANGES TO COMPANION POLICY 45-102 RESALE OF SECURITIES

1. *Companion Policy 45-102 Resale of Securities is changed by this Document.*
2. *Section 1.1 is changed by adding the following paragraph:*

(4) **Electronic transmission** - National Instrument 13-103 [*System Replacement Rule*] prescribes that each document that is required or permitted to be provided to a securities regulatory authority or regulator must be transmitted to the securities regulatory authority or regulator electronically through the [Renewed System].

The reference to a document includes any report, form, application, information, material and notice, as well as a copy thereof, and applies to documents that are required or permitted to be filed or deposited with, or delivered, furnished, sent, provided, submitted or otherwise transmitted to, a securities regulatory authority or regulator.

To reflect the phased implementation of the [Renewed System], the Appendix of National Instrument 13-103 [*System Replacement Rule*] sets out securities legislation under which documents are excluded from being filed or delivered in the [Renewed System].

Reference to National Instrument 13-103 [*System Replacement Rule*] should be made when providing any document to a securities regulatory authority or regulator under NI 45-102 and this policy..

3. *Section 1.16 is changed:*

(a) by replacing “SEDAR” with “[Renewed System]”, and

*(b) by replacing “13-101 System for Electronic Document Analysis and Retrieval (SEDAR) and the current CSA SEDAR Filer Manual (including code updates)” with “13-103 [*System Replacement Rule*] and its Companion Policy”.*

4. These changes become effective on ●.