



British Columbia  
Securities Commission

# Venture Issuers

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## Updated rules for tailored disclosure





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# Welcome and Introduction

**Paul Bourque, Executive Director, BCSC**  
**June 18, 2015**





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# Venture Issuers

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## Updated rules for tailored disclosure

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# This Workshop

## Goal:

Understand rule changes

Why?

What?

When?

MD&A expectations





# The Why?



- Targeted changes
- Recognize stage of development
- Reduce burden



# What is Changing?

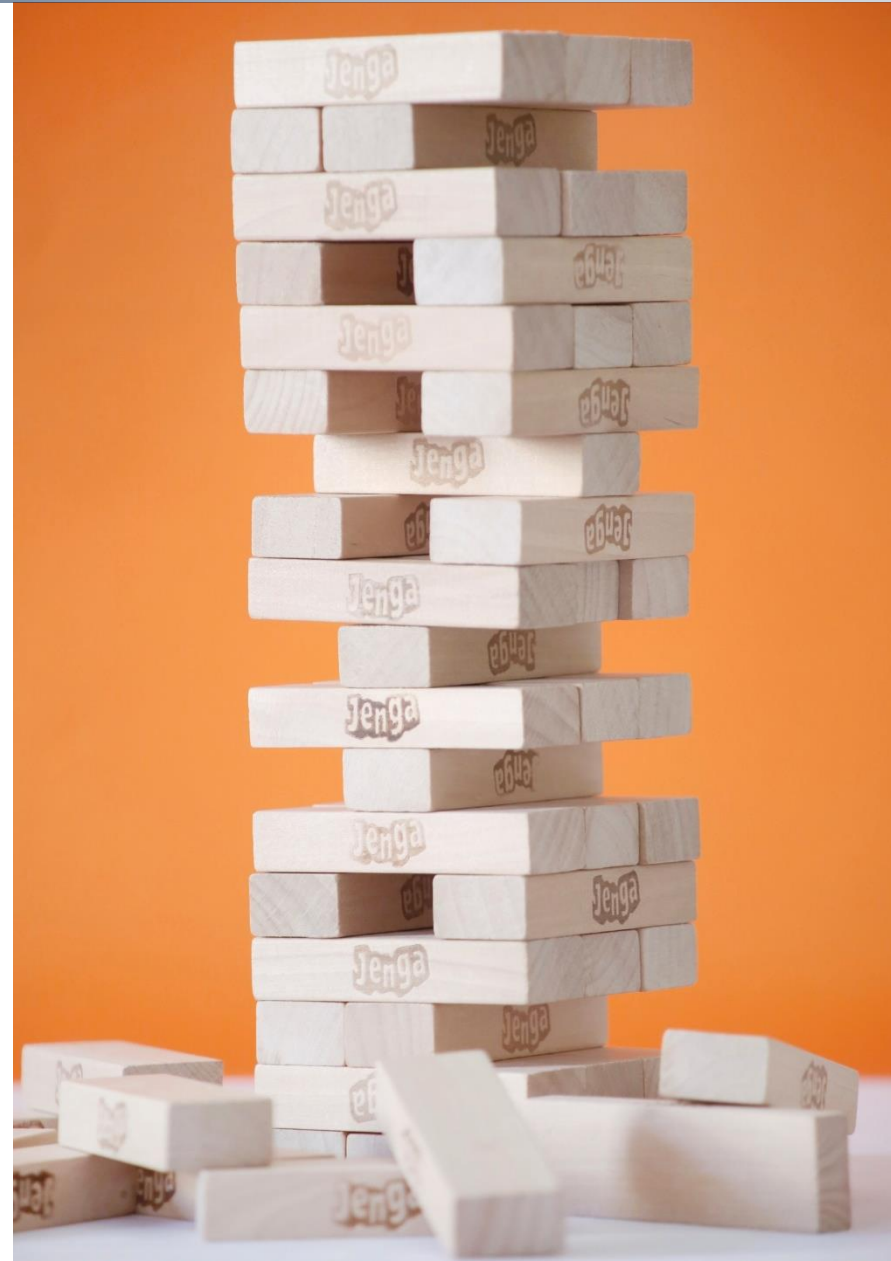


- **MD&A – Quarterly Highlights**
- **Business acquisition reports**
- **Prospectus disclosure**
- **Executive compensation disclosure**
- **Audit committee requirements**



# MD&A – Quarterly Highlights

- Tailored and focused
- Material information
- Only interim periods
- Optional



# Business Acquisition Reporting

## Raising the BAR

- **Significance threshold - from 40% to 100%**
- **Pro formas not required**
- **Consistent approach - all filing types**



# Prospectus Changes

## Streamline and harmonize

- Annual financial statements history – 3 to 2 years
- Incorporate other streamlined changes:
  - MD&A – Quarterly highlights
  - Business acquisition reports
  - Executive compensation disclosure

# Executive Compensation ?

## Streamlined reporting

- New optional venture issuer form
- Disclosure for 3 NEOs instead of 5
- Information covers only 2 years
- No grant date fair value
- New filing deadline





# Audit Committee changes

## Strengthen governance

- Independence rules increased
- Aligned with TSXV rules





# Transitional Timing – June 30, 2015

- Business acquisition reports
- Executive compensation
- *Most* prospectus changes



# Transitional Timing – Financial Year-End

- Quarterly highlights
- Audit committee
- Filing deadline
  - Executive compensation





# Expectations for Quarterly Highlights

## Where to start?

- Remember MD&A goal

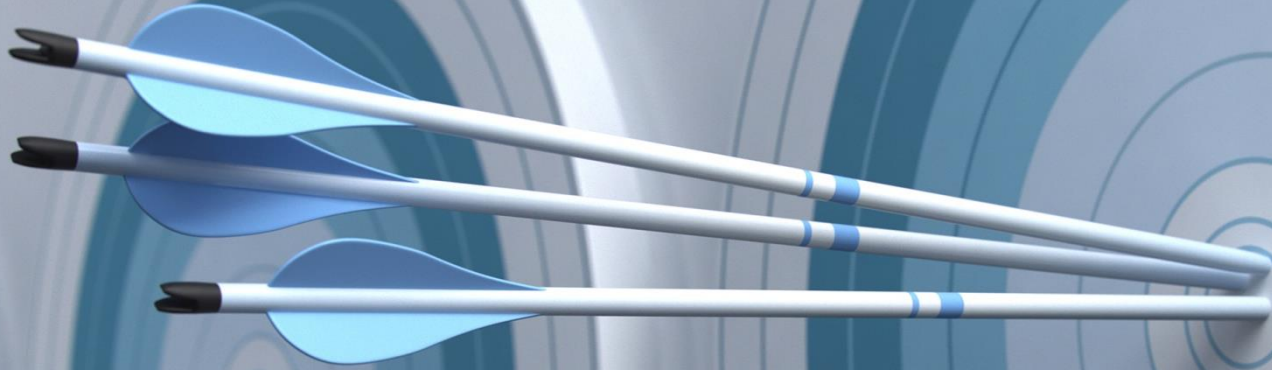
## Keys to success

- Short, focused discussion
- Balanced and accurate
- Narrative

Start



# Expectations for Quarterly Highlights



## How will success be measured?

- Will investors understand business
- Update vs. outlook
- Operating milestones
- Liquidity and capital resources

# More Information?

[www.bcsc.bc.ca](http://www.bcsc.bc.ca)

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# Questions

