

**Proposed Changes to
Companion Policy 13-502CP
*Electronic filing of reports of exempt distribution***

- 1. *Companion Policy 13-502CP Electronic filing of reports of exempt distribution is changed by this Document.***
- 2. *Section 1 is changed by deleting “Section 6.1 of National Instrument 45-106 Prospectus Exemptions (NI 45-106) sets out the requirements to file an exempt distribution report” and replacing it with “This requirement is found in section 6.1 of National Instrument 45-106 Prospectus Exemptions (NI 45-106) and section 6 of National Instrument 45-110 Start-up Crowdfunding Registration and Prospectus Exemptions (NI 45-110).”.***
- 3. *Section 9 is deleted and replaced with the following:***

“The instrument also requires a report filer to file an offering memorandum, a technical report, and a consent of a qualified person electronically through eServices. The requirement to file these types of documents only arises if the issuer has relied on the offering memorandum exemption (section 2.9 of NI 45-106) or the start-up crowdfunding prospectus exemption (section 5 of NI 45-110). The instrument defines offering memorandum to be the document required to be delivered to a purchaser under section 2.9 of NI 45-106 or made available to a purchaser under section 5 of NI 45-110. It does not apply to documents that are delivered to purchasers under other exemptions from the prospectus requirement.”.
- 4. *Section 10 is changed by deleting “, that is, on or before the 10th day after the distribution (subsection 2.9(17) of NI 45-106 and subsection 4.2(4) of NI 43-101)” and replacing it with “(subsection 4.2(4) of NI 43-101)”.***