

ANNEX G

PROPOSED AMENDMENTS TO NATIONAL INSTRUMENT 52-110 AUDIT COMMITTEES

1. *National Instrument 52-110 Audit Committees is amended by this Instrument.*

2. *Section 1.1 is amended*

(a) *by adding the following definition:*

“CSE senior tier” has the same meaning as “senior tier” as defined in the Interpretation section of the listing rules of the Canadian Securities Exchange, as amended from time to time; **and**

(b) *by repealing the definition of “venture issuer” and replacing it with the following:*

“venture issuer” means an issuer that, at the end of its most recently completed financial year,

(a) did not have any of its securities listed or quoted on any of the Toronto Stock Exchange, Cboe Canada Inc., a U.S. marketplace, or a marketplace outside of Canada and the United States of America other than the Alternative Investment Market of the London Stock Exchange or the AQSE Growth Market operated by Aquis Stock Exchange Limited, and

(b) was not a CSE senior tier issuer..

3. (1) This Instrument comes into force on [•].

(2) In Saskatchewan, despite subsection (1), if this Instrument is filed with the Registrar of Regulations after [•] this Instrument comes into force on the day on which it is filed with the Registrar of Regulations.