Schedule B

APPENDIX D Equivalent provisions

All references are to provisions of the *Securities Act* of the relevant jurisdiction unless otherwise noted. All references to 'NI' are to 'National Instruments'. All references to 'MI' are to 'Multilateral Instruments'.

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario | | |
|---|---------------------|--|--------------|----------|---------|----------------|------------------|----------------------------|---------------------------|-------|--------------------------|---------|--------------------------|--|--|
| SEDAR | | | | | | | NI 13-101 | | | | | | | | |
| Marketplace | | | | | | | NI 21-101 | | | | | | | | |
| operation | | | | | (only) | Parts 6, 7 – 1 | 1, as they appl | ly to an AT | (S, and 13) | | | | | | |
| Trading rules | | NI 23-101 (only Parts 4 and 8 – 11) | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | |
| Institutional trade | | | | | | | | | | | | | | | |
| matching and | | | | | | | | | | | | | | | |
| settlement | | | | | | | | | | | | | | | |
| National | | | | | | | NI 31-102 | | | | | | | | |
| registration | | | | | | | | | | | | | | | |
| database (NRD) | | | | | | | | | | | | | | | |
| Registration | | | | | | , | NI 31-103 | | | | | | | | |
| <u>requirements</u> | | | | | | | cept as noted b | | | | | | | | |
| | | | | | | | (not yet in forc | <u>:e)</u> | | | | | | | |
| Dealer and | | | | | | s.2.1 of | FNI 31-103 | | | | | | <u>ss.25(1)</u> | | |
| <u>underwriter</u> <u>categories</u> | | | | | | | | | | | | | and 26(2) (3) and (4) | | |
| Adviser | | | | | | s.2.3 of | NI 31-103 | | | | | | ss.25(2) | | |
| categories | | | | | | | | | | | | | and 26(5) | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|--|--|--|----------------------|-----------------|--|--------------------|------------------|---|--|--|--|---|---|
| Investment fund manager category | | | | | | <u>s.2.6 of</u> | NI 31-103 | | | | | | <u>s.25(3)</u> |
| Individual categories | | | | | | <u>s.2.7 of</u> | NI 31-103 | | | | | | <u>s.25(1 and</u> <u>(2)</u> |
| <u>UDP</u> registration | <u>s.2.9(1) of</u> <u>NI 31-103</u> | ss.75(2) (c) and 75.1 of Securities Act (not yet in force) and s.2.9(1) of NI 31- 103 | <u>s.2.9(1) of N</u> | <u>I 31-103</u> | s.149 of Securities Act (not yet in force, as amended) and s. 2.9(1) of NI 31- 103 | <u>s.2.9(1) of</u> | FNI 31-103 | s.87 of Securities Act (not yet in force) and s.2.9(1) of NI 31- 103 | ss.26(2)(c) and 26.1 of Securities Act (not yet in force) and s.2.9(1) of NI 31-103 | s.87 of Securities Act (not yet in force) and s.2.9(1) of NI 31- 103 | s.87 of Securities Act (not yet in force) and s.2.9(1) of NI 31- 103 | s.87 of Securities Act (not yet in force) and s.2.9(1) of NI 31-103 | s.21(4) of Securities Act (not yet in force) and s.2.9(1) of NI 31-103 |
| CCO registration | s.2.10(1) of NI 31-103 | ss.75(2) (c) and 75.1 of Securities Act (not yet in force) and s.2.10(1) of NI 31- 103 | s.2.10(1) of N | NI 31-103 | s.149 of Securities Act (not yet in force, as amended) and s.2.10(1) of NI 31- 103 | s.2.10(1) o | f NI 31-103 | s.87 of Securities Act (not yet in force) and s.2.10(1) of NI 31- 103 | ss.26(2)(c) and 26.1 of Securities Act (not yet in force) and s.2.10(1) of NI 31-103 | s.87 of Securities Act (not yet in force) and s.2.10(1) of NI 31- 103 | Act (not yet in force) | s.87 of Securities Act (not yet in force) and s.2.10(1) of NI 31- 103 | s.21(5) of Securities Act (not yet in force) and s.2.10(1) of NI 31- 103 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| MFDA membership for mutual fund dealers | | <u>s.3.2 (</u> | of NI 31-103 | | <u>n/a</u> | | | | <u>s.3.2 of NI</u> | 31-103 | | | |
| Insurance – scholarship plan dealer only | | | of NI 31-103 | | <u>n/a</u> | | | | <u>s.4.21 of N</u> | | | | |
| Complaint handling | | | of NI 31-103 | | s.168.1.1 of Securities Act and s.5.28 of NI 31- 103 | | | | <u>s.5.28 of N</u> | | | | |
| <u>Complaint</u> <u>handling</u> | | | of NI 31-103 | | s.168.1.3 of Securities Act and s.5.29 of NI 31- 103 | | | | <u>s.5.29 of N</u> | | | | |
| Complaint handling | | <u>s.5.30</u> | of NI 31-103 | | s.168.1.1 of Securities Act and s.5.30 of NI 31- 103 | | | | <u>s.5.30 of N</u> | <u>I 31-103</u> | | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| Complaint handling | | <u>s.5.31</u> | of NI 31-103 | | s.168.1.2 of Securities Act and s.5.31 of NI 31- 103 | | | | <u>s.5.31of NI</u> | 31-103 | | | |
| Suspension of IDA approval | | | | | | <u>s. 7.3 of</u> | NI 31-103 | | | | | | s.30(1), para- graphs 2 and 3 |
| Suspension of MFDA approval | | <u>s. 7.4</u> | of NI 31-103 | | <u>n/a</u> | | | | s. 7.4 of NI 31-10 | 3 | | | s.30(1), para- graphs 2 and 3 |
| Advising generally | | | | | | s.8.14(2) | of NI 31-103 | | | | | | <u>s.34(2)</u> |
| Underwriting conflicts | | | | | | | NI 33-105 | | | | | | |
| Registrant information | | | | | | | NI 33-109 | | | | | | |
| Prospectus disclosure requirements | | | | | | (exc | NI 41-101 ept as noted b | pelow) | | | | | |
| Certificate of issuer | | | | | | s.5.3(1) o | f NI 41-101 | | | | | | s.58 |
| Certificate of corporate issuer | | | | | | s.5.4(1) o | f NI 41-101 | | | | | | s.58 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| Certificate of issuer involved in reverse takeover | | | | | | s.5.8 o | f NI 41-101 | | | | | | n/a |
| Certificate of underwriter | | | | | | s.5.9(1) | of NI 41-101 | | | | | | s.59(1) |
| Certificate of promoter | | | | | | . , | of NI 41-101 | | | | | | s.58 (1) |
| Delivery of amendments | | | | | | s.6.4 of | f NI 41-101 | | | | | | s.57(3) |
| Amendment to a preliminary prospectus | | | | | | s.6.5(1) | of NI 41-101 | | | | | | s.57(1) |
| Amendment to a final prospectus | | | | | | s.6.6(1) | of NI 41-101 | | | | | | s.57(1) |
| Amendment to a final prospectus | | | | | | s.6.6(2) | of NI 41-101 | | | | | | s.57(2) |
| Regulator must issue receipt | | | | | | s.6.6(3) | of NI 41-101 | | | | | | s.57(2.1) |
| Regulator must not refuse a receipt | | | | | | s.6.6(4) | of NI 41-101 | | | | | | ss.57(2.1) and 61(3) |
| Prohibition against distribution | | | | | | s.6.6(5) | of NI 41-101 | | | | | | s.57(2.2) |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| Distribution of preliminary prospectus and distribution list | | | | | | s.16.1 o | f NI 41-101 | | | | | | ss.66 and 67 |
| Lapse date | | | | | | s.17.2 o | f NI 41-101 | | | | | | <u>s.62</u> |
| Statement of rights | | | | | | | f NI 41-101 | | | | | | s.60 |
| Disclosure standards for mineral projects | | | | | | | NI 43-101 | | | | | | |
| Short form prospectus distribution requirements | | | | | | | NI 44-101 | | | | | | |
| Shelf prospectus requirements | | | | | | | NI 44-102 | | | | | | |
| Post receipt pricing | | | | | | | NI 44-103 | | | | | | |
| Rights offering requirements | | | | | | | NI 45-101 | | | | | | |
| Resale of securities | | | | | | | NI 45-102 | | | | | | |
| Standards of disclosure for oil and gas activities | | | | | | NI | 51-101 n/aNI-5 | 1-101 | | | | | |
| Continuous disclosure obligations | | | | | | | NI 51-102 cept as noted b | | w) | | | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| Publication of material change | | | | | | s. 7.1 of N | NI 51-102 -n/a | | | | | | s.75 of Securities Act and s.3(1.1) of Regulation 1015 (General) |
| Accounting principles, auditing standards and reporting currency requirements | | | | | | | NI 52-107 cept as noted b | pelow) | | | | | |
| Acceptable accounting principles | | | | | | <u>s.3.1 of</u> | NI 52-107 | | | | | | s.2(1) of Regulation 1015 (General) and s.3.1 of NI 52- 107 |
| Auditor oversight | | | | | | | NI 52-108 | | | | | | |
| Certification of disclosure in annual and interim filings | | | | | | | NI 52-109 | | | | | | |
| Audit committees | | | | | | | NI 52-110 | | | | | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| Communication with beneficial owners | | | | | | NI : | 54 -101n/a NI 5 | 54-101 | | | | | |
| System for electronic disclosure by insiders (SEDI) | | | | | | NI : | 55-102 n/aNI-5 | 55-102 | | | | | |
| Insider reporting for certain derivative transactions (EM) - Reporting requirement | ss. 87(2), (5) and (6) | | | | | s. 2 | 2.1 of MI 55-1 | 03 -n/a | | | | | s.2.1 of MI 55-103 |
| EM – Existing agreements which continue in force | s.87.1 | | | | | s.2 | .3 of MI 55-10 | 03 -n/a | | | | | s.2.3 of MI 55-103 |
| EM – Existing agreements entered into prior to becoming insider | s.87(2) and (6) | | | | | s.2 | .4 of MI 55-10 | 03 -n/a | | | | | s.2.4 of MI 55-103 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| EM – Form and timing of report | s. 87(2), (5) and (6) of Securities Act and s. 155.1(1), (2) and (3) of Securities Rules | | | | | s.3 | .1 of MI 55-10 | 03 -n/a | | | | | s.3.1 of MI 55-103 |
| EM – Form and timing of report for existing agreements | s. 87.1 of Securities Act and s. 155.1(4) of Securities Rules | | | | | s.3 | .2 of MI 55-10 | 03 -n/a | | | | | s.3.2 of MI 55-103 |
| EM – Form and timing of report for existing agreements entered into prior to becoming insider | s. 87 (2) and (6) of Securities Act and s. 155.1(1) and (3) of Securities Rules | | | | | s.3 | .3 of MI 55-10 | 03 -n/a | | | | | s.3.3 of MI 55-103 |
| Disclosure of corporate governance practices | reacs | | | | | NI S | 58-101 n/aNI-5 | 8-101 | | | | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| Protection of minority security holders in special transactions | | | n/a | | MI 61- 101 | | | | n/a | | | | MI 61-101 |
| Early warning reports and other take-over bid and insider reporting requirements | | | | | | NI (| 62-103 -n/aNI (| 52-103 | | | | | |
| Take-over bids and issuer bid requirements (TOB/IB) – Restrictions on acquisitions during take-over bid | | | | | | s.2.2(1) o | of MI 62-104 | | | | | | s.93.1(1) |
| TOB/IB – Restrictions on acquisitions during issuer bid | | | | | | s.2.3(1) o | of MI 62-104 | | | | | | s.93.1(4) |
| TOB/IB – Restrictions on acquisitions before take-over bid | | | | | | s.2.4(1) o | of MI 62-104 | | | | | | s.93.2(1) |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – Restrictions on acquisitions after bid | | | | | | s.2.5 of | `MI 62-104 | | | | | | s.93.3(1) |
| TOB/IB – Restrictions on sales during formal bid | | | | | | s.2.7(1) o | of MI 62-104 | | | | | | s.97.3(1) |
| TOB/IB – Duty to make bid to all security holders | | | | | | s.2.8 of | `MI 62-104 | | | | | | s.94 |
| TOB/IB – Commencement of bid | | | | | | s.2.9 of | `MI 62-104 | | | | | | s.94.1(1) and (2) |
| TOB/IB – Offeror's circular | | | | | | s.2.10 o | f MI 62-104 | | | | | | s.94.2(1) - (4) of Securities Act and s.3.1 of OSC Rule 62-504 |
| TOB/IB – Change in information | | | | | | s.2.11(1) | of MI 62-104 | | | | | | s.94.3(1) |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – Notice of change | | | | | | s.2.11(4) | of MI 62-104 | | | | | | s.94.3(4) of Securities Act and s.3.4 of OSC Rule 62-504 |
| TOB/IB – Variation of terms | | | | | | s.2.12(1) | of MI 62-104 | | | | | | s.94.4(1) |
| TOB/IB – Notice of variation | | | | | | s.2.12(2) | of MI 62-104 | | | | | | s.94.4(2) of Securities Act and s.3.4 of OSC Rule 62-504 |
| TOB/IB – Expiry date of bid if notice of variation | | | | | | s.2.12(3) | of MI 62-104 | | | | | | s.94.4(3) |
| TOB/IB – No variation after expiry | | | | | | s.2.12(5) | of MI 62-104 | | | | | | s.94.4(5) |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – Filing and sending notice of change or notice of | | | | | | s.2.13 c | of MI 62-104 | | | | | | s.94.5 |
| variation TOB/IB – Change or variation in advertised take- over bid | | | | | | s.2.14(1) | of MI 62-104 | | | | | | s.94.6(1) |
| TOB/IB – Consent of expert – bid circular | | | | | | s.2.15(2) | of MI 62-104 | | | | | | s 94.7(1) |
| TOB/IB – Delivery and date of bid documents | | | | | | s.2.16(1) | of MI 62-104 | | | | | | s.94.8(1) |
| TOB/IB – Duty to prepare and send directors' circular | | | | | | s.2.17 c | of MI 62-104 | | | | | | s.95(1) – (4) of Securities Act and s.3.2 of OSC Rule 62-504 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – Notice of change | | | | | | s.2.18 o | f MI 62-104 | | | | | | s.95.1(1) and (2) of Securities Act and s.3.4 of OSC Rule 62-504 |
| TOB/IB – Filing directors' circular or notice of change | | | | | | s.2.19 o | f MI 62-104 | | | | | | s.95.2 |
| TOB/IB – Change in information in director's or officer's circular or notice of change | | | | | | s.2.20(2) | of MI 62-104 | | | | | | s.96(2) |
| TOB/IB – Form of director's or officer's circular | | | | | | s.2.20(3) | of MI 62-104 | | | | | | s.96(3) of Securities Act and s.3.3 of OSC Rule 62-504 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – Send director's or officer's circular or notice of change to securityholders | | | | | | s.2.20(5) | of MI 62-104 | | | | | | s. 96(5) |
| TOB/IB – File and send to offeror director's or officer's circular or notice of change | | | | | | s.2.20(6) | of MI 62-104 | | | | | | s. 96(6) |
| TOB/IB – Form of notice of change for director's or officer's circular | | | | | | s.2.20(7) | of MI 62-104 | | | | | | s.96(7) of Securities Act and s.3.4 of OSC Rule 62-504 |
| TOB/IB – Consent of expert, directors' circular, etc. | | | | | | s.2.21 o | f MI 62-104 | | | | | | s.96.1 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – Delivery and date of offeree | | | | | | s.2.22(1) | of MI 62-104 | | | | | | s.96.2(1) |
| issuer's documents | | | | | | | | | | | | | |
| TOB/IB – Consideration | | | | | | s.2.23(1) | of MI 62-104 | | | | | | s.97(1) |
| TOB/IB – Variation of consideration | | | | | | s.2.23(3) | of MI 62-104 | | | | | | s.97(3) |
| TOB/IB – Prohibition against collateral | | | | | | s.2.24 o | f MI 62-104 | | | | | | s.97.1(1) |
| agreements TOB/IB – Proportionate take up and payment | | | | | | s.2.26(1) | of MI 62-104 | | | | | | s.97.2(1) |
| TOB/IB – Financing arrangements | | | | | | s.2.27(1) | of MI 62-104 | | | | | | s.97.3(1) |
| TOB/IB – Minimum deposit period | | | | | | s.2.28 o | f MI 62-104 | | | | | | s.98(1) |
| TOB/IB – Prohibition on take up | | | | | | s.2.29 o | f MI 62-104 | | | | | | s.98(2) |

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| TOB/IB – Obligation to take up and pay for deposited | | | | | | s.2.32 o | f MI 62-104 | | | | | | s.98.3 |
| securities TOB/IB – Return of deposited securities | | | | | | s.2.33 o | f MI 62-104 | | | | | | s.98.5 |
| TOB/IB – News release on expiry of bid | | | | | | s.2.34 o | f MI 62-104 | | | | | | s.98.6 |
| TOB/IB – Language of bid documents | | | | | | s.3.1 of | MI 62-104 | | | | | | n/a |
| TOB/IB – Filing of documents by offeror | | | | | | s.3.2(1) c | of MI 62-104 | | | | | | s.98.7 of Securities Act and s.5.1(1) of OSC Rule 62-504 |
| TOB/IB – Filing of documents by offeree issuer | | | | | | s.3.2(2) o | of MI 62-104 | | | | | | s.5.1(2) of OSC Rule 62-504 |
| TOB/IB – Time period for filing | | | | | | s.3.2(3) c | of MI 62-104 | | | | | | s.5.1(3) of OSC Rule 62-504 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – | | | | | | s.3.2(4) o | of MI 62-104 | | | | | | s.5.1(4) of |
| Filing of | | | | | | | | | | | | | OSC Rule |
| subsequent | | | | | | | | | | | | | 62-504 |
| agreement | | | | | | 2.2(1) | CMI (2.104 | | | | | | 00(1) |
| TOB/IB – | | | | | | S.3.3(1) | of MI 62-104 | | | | | | s.99(1) |
| Certification of bid circulars | | | | | | | | | | | | | |
| TOB/IB – All | | | | | | s 2 2(2) | of MI 62-104 | | | | | | s.99(2) |
| directors and | | | | | | 8.3.3(2) | 01 WII 02-104 | | | | | | 5.99(2) |
| officers sign | | | | | | | | | | | | | |
| TOB/IB - | | | | | | s.3.3(3) (| of MI 62-104 | | | | | | s.99(3) |
| Certification of | | | | | | | | | | | | | |
| directors' | | | | | | | | | | | | | |
| circular | | | | | | | | | | | | | |
| TOB/IB - | | | | | | s.3.3(4) o | of MI 62-104 | | | | | | s.99(4) |
| Certification of | | | | | | | | | | | | | |
| inidvidual | | | | | | | | | | | | | |
| director's or | | | | | | | | | | | | | |
| officer's | | | | | | | | | | | | | |
| circular | | | | | | 2.4(1) | CMI (2.104 | | | | | | 00.1(1) |
| TOB/IB – | | | | | | s.3.4(1) | of MI 62-104 | | | | | | s.99.1(1) |
| Obligation to provide security | | | | | | | | | | | | | |
| holder list | | | | | | | | | | | | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
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| TOB/IB – Application of Canada Business Corporations Act | | | | | | s.3.4(2) c | of MI 62-104 | | | | | | s.99.1(2) |
| TOB/IB – Early Warning | | | | | | s.5.2 of | °MI 62-104 | | | | | | s.102.1(1) – (4) of Securities Act and s.7.1 of OSC Rule 62-504 |
| TOB/IB – Acquisitions during bid | | | | | | s.5.3 of | °MI 62-104 | | | | | | s.102.2(1) and (2) of Securities Act and s.7.2(1) of OSC Rule 62-504 |
| TOB/IB – Copies of news release and report | | | | | | s.5.5 of | MI 62-104 | | | | | | s.7.2(3) of OSC Rule 62-504 |
| Multi- jurisdictional disclosure system | | | | | | | NI 71-101 | | | | | | • |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|------------------------|---------------------|---------|--------------|----------|--------|-------------------|--------------------|------------------|---------------------------|-------|--------------------------|---------|---|
| | | | | | | | | Island | | | | | |
| Mutual fund | | | | | | | NI 81-101 | | | | | | |
| prospectus | | | | | | (exc | cept as noted b | elow) | | | | | |
| disclosure | | | | | | | | | | | | | |
| Amendment to | | | | | | s.2.2.1(1) | of NI 81-101 | | | | | | s.57(1) |
| <u>a preliminary</u> | | | | | | | | | | | | | |
| simplified | | | | | | | | | | | | | |
| <u>prospectus</u> | | | | | | | | | | | | | |
| <u>Delivery of</u> | | | | | | <u>s.2.2.2 o</u> | <u>f NI 81-101</u> | | | | | | <u>s.57(3)</u> |
| <u>amendments</u> | | | | | | | | | | | | | |
| Amendment to | | | | | | <u>s.2.2.3(1)</u> | of NI 81-101 | | | | | | <u>s.57(1)</u> |
| <u>a simplified</u> | | | | | | | | | | | | | |
| prospectus | | | | | | | - | | | | | | |
| Amendment to | | | | | | <u>s.2.2.3(2)</u> | of NI 81-101 | | | | | | <u>s.57(2)</u> |
| <u>a simplified</u> | | | | | | | | | | | | | |
| prospectus | | | | | | 2.2.2(2) | CNII 01 101 | | | | | | 57(0.1) |
| Regulator must | | | | | | <u>s.2.2.3(3)</u> | of NI 81-101 | | | | | | <u>s.57(2.1)</u> |
| issue receipt | | | | | | 2.2.2(4) | CNII 01 101 | | | | | | 57(2.1) |
| Regulator must | | | | | | <u>s.2.2.3(4)</u> | of NI 81-101 | | | | | | $\frac{\text{ss.57}(2.1)}{\text{and } 61(2)}$ |
| not refuse a receipt | | | | | | | | | | | | | and 61(3) |
| Lapse date | | | | | | s 2.5 of | `NI 81-101 | | | | | | <u>s.62</u> |
| Statement of | | | | | | | NI 81-101 | | | | | | <u>s.60</u> |
| rights | | | | | | <u>3.4.0 UI</u> | 111 01-101 | | | | | | 3.00 |
| <u>Distribution of</u> | | | | | | s 3 2(3) (| of NI 81-101 | | | | | | <u>ss.66 and</u> |
| <u>preliminary</u> | | | | | | <u>5.5.2(5) (</u> | <u> </u> | | | | | | <u>67</u> |
| simplified | | | | | | | | | | | | | <u> </u> |
| prospectus and | | | | | | | | | | | | | |
| distribution list | | | | | | | | | | | | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|-----------------------|----------------------|-------------------------------------|---|---|-------------|---------------------|------------------------|----------------------------|---------------------------|----------------------------|-----------------------------|--------------------------------------|--------------------|
| Certificate of | | | | | | s.5.1.3(1) | of NI 81-101 | | | | | | <u>s.58</u> |
| mutual fund | | | | | | | | | | | | | |
| Certificate of | | | | | | s.5.1.6(1) | of NI 81-101 | | | | | | <u>s.58</u> |
| <u>promoter</u> | | | | | | | | | | | | | |
| <u>Certificate of</u> | | | | | | <u>s.5.1.7(1)</u> | of NI 81-101 | | | | | | <u>s.58</u> |
| <u>corporate</u> | | | | | | | | | | | | | |
| <u>mutual fund</u> | | | | | | | | | | | | | |
| Mutual fund | | | | | | | NI 81-102 | | | | | | |
| requirements | | | | | | | | | | | | | |
| Commodity pools | | | | | | | NI 81-104 | | | | | | |
| Mutual fund sales | | | | | | | NI 81-105 | | | | | | |
| practices | | | | | | | | | | | | | |
| Investment fund | | | | | | | NI 81-106 | | | | | | |
| continuous | | | | | | | | | | | | | |
| disclosure | | | | | | | NII 01 107 | | | | | | |
| Independent | | | | | | | NI 81-107 | | | | | | |
| review committee | | | | | | D | 4 | | | | | | |
| Dealer <u>/</u> | <u>sss</u> .34(1)(a) | agg | a 27(1)(a) | aga 6(1)(a) | ss.148 | Registra s.31(1)(a) | | 000 | s.26(1)(a) | | aga 496(1)(a) | agg 496(1) | s.25(1) |
| underwriter | and 34(1)(d) | \$ <u>ss</u> . 75(1) (a <u>)</u> | s.27(<u>1)(</u> a) (not yet in force) | <u>sss</u> .6(1) <u>(a)</u> <u>and</u> | ∧ 149 | (not yet in | sss.45(a) and 45(d) | \$ <u>ss</u> . 86(1) | (not yet in force) | \$ <u>ss</u> . 86(1)(a) | sss. 486(1)(a) and 86(2) | <u>sss</u> 4 <u>86(1)</u> (a) and | (a) <u>not yet</u> |
| registration | (not yet in | | thot yet in force) | 6(1)(d) | (not yet in | force) | (not yet in | (a) <u>and</u> | that yet in force | and 86(2) | (not yet in | 86(2) (not | in force) |
| requirement | force) | <u>and</u> 75(2)(a) | | (not yet in | force, as | <u> 10100)</u> | force) | 86(2) | | (not yet | force) | yet in | <u></u> |
| | | (not yet | | force) | amended) | | | (not yet | | in force) | | force) | |
| | | <u>in force</u>) | | | | | | in force) | | | | | |
| Underwriter | s.34(1)(b) | S. | n/a | s.6(1) | s.148 | s.31(1)(b) | n/a | s. 86(2) | s.26(1)(b) | s.86(2) | n/a | n/a | s. 25(1)(a) |
| registration | | 75(1)(a) | | | | | | | | | | | |
| requirement | | | | | | | | | | | | | |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|--|--|---|---|--|--|--|-------------------------------|--|---|--|---|--|---|
| Adviser registration requirement | s.34(1)(e <u>b)</u> (not yet in force) | \$ <u>ss.</u> 75(1) (b) and 75(2)(b) (not yet in force) | s.27(e <u>1)(b)</u> (not yet in force) | sss.6(7)1)(b) (not yet in force) | ss.148 ∧ 149 (not yet in force, as amended) | s.31(<u>1)(e2)</u> (a) (not yet in force) | s.45(b) (not yet in force) | s.86(1) (b) <u>(not</u> <u>yet in</u> <u>force)</u> | s.26(1)(e <u>b)</u> (not yet in force) | s.86(1) (b) <u>(not</u> <u>yet in</u> <u>force)</u> | s. 4 <u>86(1)</u> (b) (not yet in force) | s4 <u>86(1)</u> (b) (not yet in force) | s.25(<u>+2</u>) (<u>e)not yet</u> <u>in force)</u> |
| Investment fund manager registration requirement | s.34(1)(c) (not yet in force) | s.75(1) (c) (not yet in force) | s.27(1)(c) (not yet in force) | s.6(1)(c) (not yet in force) | s.148 (not yet in force, as amended) | s.31(3)(a) (not yet in force) | s.45(c) (not yet in force) | s.86(3) (not yet in force) | s.26(1)(c) (not yet in force) | s.86(3) (not yet in force) | s.86(3) (not yet in force) | s.86(3) (not yet in force) | s.25(3) (not yet in force) |
| Compensation or contingency trust fund | s.23 of Securities Rules | s.28 of ASC Rules (General) | s.23 of Regulations | <u>n/a</u> | s.196 of Securities Regulatio n (not yet in force, as amended) | s.27 of General Securities Rules | <u>n/a</u> | <u>n/a</u> | s.98 of Regulation | | <u>n/a</u> | | s.110 of Regulation 1015 (General) |
| | | | | Re | | when using r | egistration exe | mptions | | | | | |
| Offering memorandum in required form | | | | | | s.3.9(5) o | <u>f NI 45-106</u> | | | | | | <u>n/a</u> |
| Requirement to file offering memorandum within prescribed time | | | | | | s.3.9(14) c | of NI 45-106 | | | | | | <u>n/a</u> |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|--|---------------------|------------------------|--------------|----------|---|----------------|--|----------------------------|------------------------------|-----------------------|--------------------------------------|-------------------------------------|---------|
| Registered dealer acting as principal | s.51 | s.94 <u>n/a</u> | s.45 | s.70 | s.163 of Securities Act and s.234.3 of Securities Regulatio n-n/a | s.45 | <u>s.59 n/a</u> | | s.40 | n/a n/an/a | | | s.39 |
| Disclosure of investor relations activities | s.52 | n/a n/an/an | an/a | | | | s.62 | n/a n/an/an | /an/an/a | | | | |
| Use of name of another registrant | s.53 | s.99 | s.49 | s.73 | n/a | s.49 | s.63 | n/a | s.44 | n/a n/an/a | | | s.43 |
| | | | | | Tradi | ng in Excha | nge Contracts | 1 | 1 | | | | 1 |
| Trading exchange contracts on an exchange in jurisdiction | s.58 | s.106 & 107 | s.40 | | n/a | | n/an/as.70. 1 (not yet in force) | n/an/an/an | /an/an/a n/a | | | | |
| Trading exchange contracts on an exchange outside jurisdiction | s.59 | s.108 & 109 | s.41 | | n/a | | n/an/as.70. 2 (not yet in force) | n/an/an/an | /an/an/a n/a | | | | |
| | | <u> </u> | | | Pı | rospectus | | | | | | | |
| Prospectus requirement | s.61 | s.110 | s.58 | s.37 | ss.11 and 12 | s.58 | s.71(1) | s. 94 | s.54 | s.94 | s. <u>2794</u> (not yet in force) | s27 <u>94</u> (not yet in force) | s.53 |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|--|--------------------------|---|--|--------------------------|---|--------------------------|--|----------------------------|---------------------------|----------------|------------------------------------|----------------------------------|---------------------------------|
| Contents of prospectus (full, true & plain disclosure) | s.63 | s.113 | s.61 | s.41 | ss.13 and 20 | s.61 | s.74 | s. 99 | s.57 | s.99 | n/as.99 (not yet in force) | n/as.99 (not yet in force) | s.56 |
| Waiting period communications | s.78 | s.123 | s.73 | s.38 | ss.21 & 22 | s.70 | s.82 | s. 97 | s.66 | s.97 | n/as.97 (not yet in force) | n/as.97 (not yet in force) | s.65(2) |
| Obligation to send prospectus | s.83 | s.129 | s.79 | s.64 | ss.29, 30, 31 and 32 | s.76 | s.88 | s. 101(1) | s.72 | s.101 (1) | s28101(1) (not yet in force) | s28101(1) (not yet in force) | s.71(1) |
| | | | | R | | | orospectus exe | | | | | | |
| Filing disclosure documents in connection with exemption | s.2.9(5) of NI 45-106 | s.127.2 of ASC Rules and s.2.9(5) of NI 45- 106 | s.80.1 and s.2.9(5) of NI 45-106 | s.2.9(5) of NI 45-106 | s.37.2 of Securities Regulatio n and s.2.9(5) of NI 45-106 | s.2.9(5) of NI 45-106 | s.2.3 of Local Rule 45-802 and s.2.9(5) of NI 45-106 | s.2.9(5) of | FNI 45-106 | n/a | s.2.9(5) of NI | 4 5-106 | s. 6.4 of OSC Rule 45-501 |
| Offering memorandum in required form | | 1 | | | | s.2.9(5) o | of NI 45-106 | | | | | | <u>n/a</u> |
| Requirement to file offering memorandum within prescribed time | | | | | | <u>s. 2.9(14)</u> | of NI 45-106 | | | | | | <u>n/a</u> |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|---|--|---|--------------------------------|--|-----------------------------------|---|-----------------------------------|---------------------------------------|--------------------------------|---|---|--|--|
| Filing report of exempt distribution | s.139 of Securities Rules and ss. 6.1 and 6.3 of NI 45-106 | s.129.1 of ASC Rules (General) and ss. 6.1 and 6.3 of NI 45-106 | ss.6.1 and 6.3 of NI 45-106 | s.7 of Regulation and ss. 6.1 and 6.3 of NI 45-106 | ss.6.1 and 6.3 of NI 45-106 | ss.6.1 and 6.3 of NI 45-106 | ss.6.1 and 6.3 of NI 45-106 | ss.6.1 and 6.3 of NI 45- 106 | ss.6.1 and 6.3 of NI 45-106 | ss.6.1 and 6.3 of NI 45-106 n/an/a | | | s. 7.1 of OSC Rule 45-501 and ss.6.1 and 6.3 of NI 45-106 |
| | 1 | <u>'</u> | <u>'</u> | | (| <mark>Continuous D</mark> | isclosure | <u>'</u> | | 1 | | | |
| Voting if proxies provided | s.118 | s.157 | s.96 | s.105 | n/a | s.93 | ss.102 and 103(2) | n/a | s.88 | n/a n/an/a | | | s 87 |
| Shares in name of registrant not to be voted | s. 182 of Securities Rules | s.104 | s.55 | s.79 | s.164 <u>and</u> <u>165</u> | s.55 | s.103(3) – (7) | s.163 | s.50 | s.163 | n/as.163 (not yet in force) | n/as.163 (not yet in force) | s.49 |
| | | | 1 | | | Insider Rep | orting | | <u> </u> | | | <u> </u> | <u> </u> |
| Insider reports – filing upon becoming an insider of a reporting issuer | s.87(2) other than as it applies to a related financial instrument | s.182(1) | s.116(1) | s.109 | s.96 | ss.113(1) of Securities Act and 172 of General Securities Rules | s.135(1) | s.1(1) of Local Rule 55- 501 | s.108(1) | n/as.1(1) of Local Rule 55- 501 | n/aLocal Rule 55-501 (not yet in force) | n/aLocal Rule 55- 501 (not yet in force) | s.107(1) |
| Insider reports – filing upon acquisition or change in securities | s.87 (5) other than as it applies to a related financial instrument | s.182(2) | s.116(2) | s.109 | s.97 | s.113(2) | s.135(2) | s.1(2) of Local Rule 55- 501 | s.108(2) | n/as.1(2) of Local Rule 55- 501 | n/aLocal Rule 55-501 (not yet in force) | n/aLocal Rule 55- 501 (not yet in force) | s.107(2) |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|---|--|---------------------------------------|----------------------------|----------|---|----------------|-----------------------------|---|---------------------------|--|--|--|---|
| Insider reports – filing upon being deemed an insider | s.87 (6) other than as it applies to a related financial instrument | s.182(3) | s.116(3) | s.109 | s.98 | s.113(4) | s.135(3) | s.1(3) of Local Rule 55- 501 | s.108(3) | n/as.1(3) of Local Rule 55- 501 | n/aLocal Rule 55-501 (not yet in force) | n/aLocal Rule 55- 501 (not yet in force) | s.107(3) |
| Time periods for filing insider reports | s.155.1 of Securities Rules other than as it applies to a related financial instrument | s.190 of ASC Rules (General) | s.165(1) of Regulations | s.109 | ss.171, 171.1, 172 & 174 of Securities Regulation | s.113 | s.5 of Local Rule 11-502 | s.1 <u>(4)</u> of Local Rule 55- 501 | s.108 | n/as.1(4) of Local Rule 55- 501 | n/aLocal Rule 55-501 (not yet in force) | n/aLocal Rule 55- 501 (not yet in force) | s.107 |
| Transfer reports | n/a | s.182(2) | s.117 | n/a | s.102 | s.116 | s.136 | n/a | s.109 | n/a | | | s.108 of Securities Act and s. 167 of Regulation 1015 (General) |
| Nominee reports | n/a | s.183 | s.118 | n/a | s.103 | s.117 | n/a nd Issuer Bids | | s.110 | n/a | | | s.109 of Securities Act and s.168 of Regulation 1015 (General) |

| Provision | British Columbia | Alberta | Saskatchewan | Manitoba | Québec | Nova Scotia | New Brunswick | Prince Edward Island | Newfoundland and Labrador | Yukon | Northwest Territories | Nunavut | Ontario |
|--|-----------------------------------|----------------|----------------|---------------------------------------|--|----------------|--------------------------------|----------------------------|------------------------------|-----------------------|--------------------------------|--|---|
| Directors must make recommendation on bid | s.99(1)(a) | s.160 | s.100 | s.90 | ss.113 & 114 | s.105(2) | s.124 | s. 108 | s.92 | s.108 | n/as.108 (not vet in force) | n/a s.108 (not yet in force) | ss.95 and 96 |
| | | | | | Invest | ment Funds | Self Dealing | | | | | | |
| Investments of mutual funds | s.121 | s.185 | s.120 | n/a s.236 of Regulation | | s.119 | s.137 | n/a | n/a s.112 | n/a n/an/a | | | s.111 |
| Indirect investment | s.122 | s.186 | s.121 | n/a n/a | | s.120 | s.138 | n/a | n/a s.113 | n/a n/an/a | | | s.112 |
| Fees on investment for mutual fund | s.124 | s.189 | s.124 | n/a n/a | | s.123 | s.141 | n/a | n/a s.116 | n/a n/an/a | | | s.115 |
| Report of mutual fund manager | s.126 | s.191 | s.126 | n/a n/a | | s.125 | s.143 | n/a | n/a s.118 | n/a n/an/a | | | s.117 |
| Restrictions on transactions with responsible persons | s.127 | s.192 | s.127 | n/a s.236 of Regulation | Securities | s.126 | s.144 | n/a | n/a <u>s.119</u> | n/a n/an/a | | | s.118 |
| | • | | | | | Gener | 'al | | | | | | |
| Confidentiality | s.169 | s.221 | s.152 | s.149(q) | s.296 | s.148 | s.198 | s. 26 | s.140 | s. <u>2526</u> | | s. 44 <u>26</u> not yet in orce) | s.140 |
| Accounting principles, auditing standards and reporting requirements (other than in NI 52-107) | s. 3(3) of Securities Rules | n/a | n/a | n/a | ss.116 and 121 of Securities Regulatio n | s.3(4) of Reg. | n/a | n/a | n/a | n/a | n/a n | /a | s. 2(1) of Regulation 1015 (General) |