

Schedule E-2

Proposed Changes to Companion Policy 44-101CP *Short Form Prospectus Distributions*

1. *The changes proposed to Companion Policy 44-101CP Short Form Prospectus Distributions are set out in this Schedule.*
2. *Subsection 1.7(1) is changed*
 - (a) *in the title, by replacing “Approved rating” with “Designated rating”,*
 - (b) *by replacing “an approved rating” wherever it occurs with “a designated rating”, and*
 - (c) *by replacing “rating agency” wherever it occurs with “designated rating organization or its DRO affiliate”.*
3. *Section 2.2 is changed by replacing “approved rating” with “designated rating”.*
4. *Section 2.4 is changed by*
 - (a) *replacing “an approved rating” wherever it occurs with “a designated rating”, and*
 - (b) *replacing “approved rating organization” with “designated rating organization or its DRO affiliate”.*
5. *The changes become effective on ●, 2012.*