

APPENDIX D

Schedule 1

PROPOSED AMENDMENT INSTRUMENT FOR NATIONAL INSTRUMENT 51-102 *CONTINUOUS DISCLOSURE OBLIGATIONS*

1. **National Instrument 51-102 *Continuous Disclosure Obligations* is amended by this Instrument.**
2. **Part 11 is amended by adding the following section after section 11.5:**
 - “**11.6 Executive Compensation Disclosure for Certain Reporting Issuers**

A reporting issuer that does not send an information circular under Item 8 of Form 51-102F2 to its securityholders or file an AIF under section 18.1 of Form 51-102F2 must provide the disclosure required by Form 51-102F6 by filing a completed Form 51-102F6 not later than 140 days after the end of its most recently completed financial year.”
3. **This Instrument comes into force on [December 31, 2008].**

APPENDIX D

Schedule 2

PROPOSED AMENDMENT INSTRUMENT FOR FORM 51-102F5 *INFORMATION CIRCULAR* OF NATIONAL INSTRUMENT 51-102 *CONTINUOUS DISCLOSURE OBLIGATIONS*

1. **Form 51-102F5 *Information Circular* is amended by this Instrument.**
2. **Subpart 1(c) is amended by adding the following after “securityholder of the company.”:**

“However, you may not incorporate information required to be included in Form 51-102F6 *Statement of Executive Compensation* by reference into your information circular.”
3. **This Instrument comes into force on [December 31, 2008].**