

**Appendix D**  
**Schedule 1**

**Amendments to**  
**National Instrument 41-101 - *General Prospectus Requirements***

1. *National Instrument 41-101 General Prospectus Requirements is amended by this Instrument.*
2. *Section 1.1 is amended*
  - (a) *by adding the following definition:*

“Form 41-101F3” means Form 41-101F3 *Information Required in a Scholarship Plan Prospectus* of this Instrument;
  - (b) *by replacing the definition of “long form prospectus” with the following:*

“long form prospectus” means a prospectus filed in the form of Form 41-101F1, Form 41-101F2 or Form 41-101F3; **and**
  - (c) *by adding the following definition:*

“plan summary” means a document prepared in accordance with the requirements of Part A of Form 41-101F3;.
3. *Subsection 1.2(6) is amended by replacing “in Form 41-101F1 and Form 41-101F2,” with “in Form 41-101F1, Form 41-101F2 and Form 41-101F3,”.*
4. *Section 3.1 is amended*
  - (a) *in subsection (1) by replacing “subsection (2) and (3)” with “subsections (2), (2.1) and (3)”*
  - (b) *in subsection (2) by adding “,other than a scholarship plan,” after “investment fund”, and*
  - (c) *by adding the following subsection:*

(2.1) An issuer that is a scholarship plan filing a prospectus must file the prospectus in the form of Form 41-101F3..
5. *The Instrument is amended by adding the following Part:*

## **PART 3A: Scholarship Plan Prospectus Requirements**

### **Plain language and presentation**

**3A.1(1)** A scholarship plan prospectus must be prepared using plain language and in a format that assists in readability and comprehension.

(2) A scholarship plan prospectus must

- (a) present all information briefly and concisely,
- (b) present the items listed in Parts A to D of Form 41-101F3 in the order set out in those parts,
- (c) use only the headings and sub-headings prescribed by Form 41-101F3 unless stated otherwise,
- (d) contain only information that is specifically mandated or permitted by Form 41-101F3, and
- (e) not incorporate by reference into the scholarship plan prospectus, information that is required to be included in a scholarship plan prospectus.

(3) A plan summary must

- (a) be prepared for each scholarship plan offered under a scholarship plan prospectus or multiple scholarship plan prospectus, and
- (b) not exceed 4 pages in length.

### **Combinations of documents**

**3A.2(1)** Subject to subsection (2), a scholarship plan prospectus may be consolidated with one or more scholarship plan prospectuses to form a multiple scholarship plan prospectus.

(2) A scholarship plan prospectus must not be consolidated with one or more scholarship plan prospectuses to form a multiple scholarship plan prospectus unless the portions of each scholarship plan prospectus prepared in accordance with the requirements of Parts B and D of Form 41-101F3 are substantially similar.

## **Order of contents of bound documents**

**3A.3** If documents are attached to, or bound with, a scholarship plan prospectus or multiple scholarship plan prospectus

- (a) the scholarship plan prospectus or multiple scholarship plan prospectus must be the first document contained in the package, and
- (b) no pages must come before the scholarship plan prospectus or multiple scholarship plan prospectus other than, at the option of the scholarship plan, a general front cover and table of contents pertaining to the entire package.

## **Plan summary**

**3A.4(1)** Despite section 3A.3, a plan summary must not be attached to, or bound with, any other part of a scholarship plan prospectus, or to any other document, except as provided in this section.

(2) A plan summary of a scholarship plan may be attached to or bound with one or more plan summaries of other scholarship plans if the binding, to a reasonable person, would help present the information in a simple, accessible and comparable format.

## **Documents to be delivered or sent upon request**

**3A.5(1)** On request by a person or company, a scholarship plan must deliver or send a copy of one or more the following documents free of charge to the person or company:

- (a) the scholarship plan prospectus or multiple scholarship plan prospectus;
- (b) any document incorporated by reference into the scholarship plan prospectus;
- (c) any portion of a document described in paragraph (a) or (b).

(2) A document requested under subsection (1) must be delivered or sent within 3 business days of receipt of the request..

**6. *Subsection 4.2(2) is amended by replacing “the form of Form of 41-101F2” with “the form of Form 41-101F2 or Form 41-101F3”.***

**7. *Paragraph 5.1(a) is amended by adding the following subparagraph:***

(ii.1) section 9.1 of Part D of Form 41-101F3.

**8. Paragraph 5.1(b) is amended by adding the following subparagraph:**

(ii.1) section 9.3 of Part D of Form 41-101F3.

**9. Section 6.1 is amended by adding the following subsection:**

(3) Despite subsections (1) and (2), an amendment to a plan summary must be prepared in accordance with Part A of Form 41-101F3 without any further identification, and dated as of the date the plan summary is being amended.

**10. Paragraph 9.1(a) is amended by adding the following subparagraph:**

(iv.1) if the issuer is a scholarship plan, in addition to the documents filed under subparagraph (iv), a copy of the scholarship plan contract for the scholarship plan under the prospectus;.

**11. Subparagraph 9.2(a)(iv) is amended by adding “or (iv.1)” after “subparagraph 9.1(a)(iv)”.**

**12. Section 15.1 is amended by deleting “, other than scholarship plans”.**

**13. Subsection 15.2(1) is replaced with the following:**

(1) An investment fund must incorporate by reference into its long form prospectus, by means of a statement to that effect, the filed documents listed in

(a) section 37.1 of Form 41-101F2 for investment funds other than scholarship plans, and

(b) subsection 4.1(1) of Part B of Form 41-101F3 for scholarship plans..

**14. Subsection 15.2(3) is replaced with the following:**

(3) An investment fund must incorporate by reference in its long form prospectus, by means of a statement to that effect, the subsequently filed documents referred to in

(a) section 37.2 of Form 41-101F2 for investment funds other than scholarship plans, and

(b) subsection 4.1(2) of Part B of Form 41-101F3 for scholarship plans..

15. **Subsection 17.1(2) is amended by replacing** “Form 41-101F1 or Form 41-101F2, as applicable,” **with** “Form 41-101F1, Form 41-101F2 or Form 41-101F3, as applicable.”
16. **The General Instructions of Form 41-101F2 are amended by deleting the following sentence in General Instruction (7):**
- However, scholarship plans may make modifications to the disclosure items in order to reflect the special nature of their investment structure and distribution mechanism..*
17. **Subsection 1.3(1) of Item 1 of Form 41-101F2 is amended by deleting** “, scholarship plan”.
18. **Subsection 1.11(3) of Item 1 of Form 41-101F2 is amended by replacing** “venture capital fund, commodity pool or scholarship plan,” **with** “venture capital fund or commodity pool.”
19. **Section 1.15 of Item 1 of Form 41-101F2 is amended by deleting** “other than a scholarship plan.”
20. **Section 3.6 of Item 3 of Form 41-101F2 is amended**
- (i) **by deleting** “[for scholarship plans, Fees and Expenses payable by Subscribers’ Deposits]” **in the table to subsection (2), and**
  - (ii) **by deleting** “or by Subscribers’ Deposits (for scholarship plans)” **in subsection (3).**
21. **Item 37 of Form 41-101F2 is amended by deleting** “other than a scholarship plan,” **in Section 37.1 and Section 37.2.**
22. **The Instrument is amended by adding the following form after Form 41-101F2:**
- Form 41-101F3  
*Information Required in a Scholarship Plan Prospectus*
- [...]
23. This Instrument comes into force on May 31, 2013.