

Appendix E
Schedule E-1
Amendments to
National Instrument 44-102 Shelf Distributions

1. *National Instrument 44-102 Shelf Distributions is amended by this Instrument.*

2. *Section 5.6 is amended by adding the following paragraph after paragraph 6:*

“6.1 The information required under item 7A of Form 44-101F1 concerning prior sales and trading price and volume disclosure for securities that may be distributed under the base shelf prospectus, if the specific series or class of securities that will be distributed under the base shelf prospectus is not known on the date the base shelf prospectus is filed.”.

3. *Section 7.2 is amended by adding the following new subsections after subsection (1):*

“(1.1) - Despite subsection (1), if the expert whose consent is required is a “qualified person” as defined in NI 43-101, the issuer is not required to file the consent of the qualified person if

- (a) the qualified person’s consent is required in connection with a technical report that was not required to be filed with the preliminary base shelf prospectus,
- (b) the qualified person was employed by a person or company at the date of signing the technical report,
- (c) the principal business of the person or company is providing engineering or geoscientific services, and
- (d) the issuer files the consent of the person or company.

(1.2) A consent filed under subsection (1.1) must be signed by an individual who is an authorized signatory of the person or company and who falls within paragraphs (a), (b), (d) and (e) of the definition of “qualified person” in NI 43-101.”

4. *Subsection 7.2(2) is amended by adding, after “subsection 1”, the words “or subsections (1.1) and (1.2)”.*

5. *Subsection 9.1(1) is amended by*

- (a) *replacing “6.1” with “7.2”, and*
 - (b) *replacing “44-101” with “41-101”.*
- 6. This Instrument comes into force on ●, 2012.