

Schedule F-2

Changes to Companion Policy 44-101CP to National Instrument 44-101 Short Form Prospectus Distributions

1. *The changes to Companion Policy 44-101CP to National Instrument 44-101 Short Form Prospectus Distributions are set out in this Schedule.*
2. *Part 1 is changed by adding the following after subsection 1.7(5):*
 - 1.8 **Bought Deal Provisions** - Issuers and investment dealers relying on the bought deal provisions in Part 7 of NI 44-101 should refer to the guidance in Part 6 of the Companion Policy to NI 41-101.
 - 1.9 **Marketing Activities** - Issuers and investment dealers should also refer to the guidance on marketing activities in Part 6 of the Companion Policy to NI 41-101. While NI 44-101 has provisions on marketing after the announcement of a bought deal and before a receipt for a preliminary short form prospectus, NI 41-101 has general provisions that apply to marketing during the waiting period and after a receipt for a final prospectus..
3. *Section 3.6 is changed*
 - (a) *in the heading, by adding “or Marketing Materials” after “Reports”, and*
 - (b) *by adding the words “or a subsequently filed template version of marketing materials” after “a subsequently filed material change report”.*
4. *These changes become effective on August 13, 2013.*