

## Notice

### ***The Securities Amendment Regulations, 2006 come into force***

*The Securities Amendment Regulations, 2006* will come into force on January 1, 2006.

### **Summary of amendments**

The amendment regulations make the following amendments to *The Securities Regulations*.

- replacing references to exemptions in *The Securities Act, 1988* (the “Act”) in paragraph 2(1)(c)(i)(C), subsection 13(1), with equivalent exemptions under National Instrument 45-106 *Prospectus and Registration Exemptions*;
- repealing subsections 2(3) and (4), section 54, section 83 and section 84 because these provisions are now covered in NI 51-107 *Acceptable Accounting Standards, Auditing Principles and Reporting Currency*;
- adding new subsections 2(6) and (7) that provide that a reference to a local, national or multilateral instrument includes amendments to that instrument;
- deleting definitions of proficiency courses in section 8, and references in sections 37 and 38 to these courses, and replacing them with “courses designated by the Director”;
- amending several provisions to replace “statement of changes in financial position” with “statement of cash flow” to reflect changes adopted by the Canadian Institute of Chartered Accountants;
- repealing section 58, clauses 65(2)(c) and (d) and section 93 because the provisions regarding escrow agreements are now in National Policy 46-201 *Escrow for Initial Public Offerings*;
- repealing the registration exemptions in Part V and the prospectus exemptions in Part VIII, because these exemptions have been replaced with equivalent exemptions under National Instrument 45-106;
- repealing section 78 because the disclosure requirements for natural resource issuers are now in National Instrument 43-101 *Standards of Disclosure for Mineral Properties* and National Instrument 51-101 *Standards of Disclosure for Oil and Gas Activities*;
- repealing Parts IX and X containing continuous disclosure and proxy solicitation provisions that are now in National Instrument 51-102 *Continuous Disclosure Requirements* and in National Instrument 81-106 *Investment Fund Continuous Disclosure*;
- amending sections 165 and 166 to replace references to Form 34 with “the form specified in National Instrument 55-102 *System for Electronic Disclosure By Insiders (SEDI)*”;
- amending the fee schedule to include new fees for registration under Local Instrument 32-501 *Deposit Agents*, and repealing fees related to filings under the Deposit Agent Rules;
- repealing Forms 12 to 12.2, 18.2, and 19 to 23 that were filed under exemptions in the Act that have been replaced by National Instrument 45-106;

- amending forms 13, 14, 15 and 16 to:
  - replace a reference to Form 38 *Statement of Executive Compensation* with an equivalent form under National Instrument 51-102 *Continuous Disclosure Requirements*;
  - amending the requirement that the prospectus of an industrial company include summaries of two valuations of the issuer by two independent underwriters or Chartered Accountants, so that the valuations can also be prepared by Certified General Accountants and Certified General Accountants;
  - repealing Forms 17 and 18 because they relate to escrow requirements that are now contained in National Policy 46-201 *Escrow for Initial Public Offerings*;
  - repealing Forms 24, 25, 26, 28 and 38 because they relate to continuous disclosure requirements that are now contained in National Instruments 51-102 and 81-106;

#### **Staff notice for proficiency requirements**

On January 1, 2006 Staff Notice 31-702 *Registration Proficiency Requirements* comes into force. Staff Notice 31-702 sets out the courses, programs and examinations that the Director has designated pursuant to sections 37 and 38 of the Regulations.

#### **General Rulings/Orders**

The following general Rulings/Orders will be repealed or amended effective January 1, 2006:

- GRO 34-901 Proficiency Requirements for Salespersons Trading Only in Exchange Contracts will be repealed. New Staff Notice 31-702 *Registration Proficiency Requirements* sets out the proficiency requirements for salespersons trading in certain exchange contracts;
- GRO 51-801 Implementing NI 51-101 Standards of Disclosure for Oil and Gas Activities will be repealed. Section 78(2) of the Regulations is repealed, and the exemption in GRO 51-801 is no longer required.
- GRO 55-905 Insider Reports is amended to delete references to the requirement to file a report in Form 34. Amendments to the Regulations replace a reference to Form 34 with "a form specified in National Instrument 55-102 *System for Electronic Disclosure By Insiders (SEDI)*."

Dated December 22, 2005

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