

## ANNEX C

### LOCAL MATTERS

In Saskatchewan the proposed National Instrument 52-108 *Auditor Oversight* are being made under the following provisions of *The Securities Act, 1988*:

- Paragraph 154 (1)(l) authorizes the Authority to make regulations regulating trading or advising in securities or derivatives to prevent trading or advising that is fraudulent, manipulative, deceptive or unfairly detrimental to investors;
- Paragraph 154 (1)(o) authorizes the Authority to make regulations governing annual information forms, annual reports, preliminary prospectuses, prospectuses, pro forma prospectuses, short form prospectuses, pro forma short form prospectuses, exchange offering prospectuses, simplified prospectuses, risk disclosure statements, offering memoranda or any other disclosure documents, with respect to securities and, without limiting the generality of the foregoing, prescribing procedures and requirements with respect to and providing for exemptions from the use, form and content of those documents, the preparation, filing and delivery or dissemination of those documents etc.;
- Paragraph 154 (1)(p) authorizes the Authority to make regulations prescribing the circumstances in which a person who or company that purchases a security pursuant to a distribution may cancel the purchase, including prescribing the period in which a purchaser may cancel the purchase, prescribing the principles for determining the amount of the refund if the purchaser cancels the purchase, specifying the person responsible for making and administering the payment of the refund and prescribing the period in which the refund must be paid, prescribing different circumstances, periods, principles or persons or companies for different classes of securities, issuers or purchasers;
- Paragraph 154 (1)(r) authorizes the Authority to make regulations governing disclosure obligations pursuant to Parts XIV and XV and the regulations and, without limiting the generality of the foregoing, requiring any person or company or class of persons or companies to comply with Parts XIV and XV and the regulations, prescribing disclosure requirements, including the form, content, preparation, review, audit, approval, certification, filing, delivery and use of disclosure documents;
- Paragraph 154 (1)(r.1) authorizes the Authority to make regulations prescribing requirements respecting forward-looking information in documents or records that issuers-file with the Commission or any other securities regulatory authority in Canada or an exchange; or otherwise make available to the public;
- Paragraph 154 (1)(s) authorizes the Authority to make regulations prescribing requirements respecting financial accounting, reporting and auditing for purposes of this Act and the regulations, including defining accounting principles and auditing standards acceptable to the Commission, financial reporting requirements for the preparation of future-oriented financial information and pro forma financial statements and standards of independence and other qualifications for auditors;

- Paragraph 154 (1)(u) authorizes the Authority to make regulations requiring registered holders or beneficial owners of securities of reporting issuers or other persons or companies on behalf of whom the securities are held to comply, in whole or in part, with Part XIV (Continuous Disclosure) and Part XV (Proxies and Proxy Solicitation), including varying the application of those Parts to reporting issuers, recognized clearing agencies, registered holders, registrants and other persons or companies who hold securities on behalf of persons or companies but who are not the registered holders by prescribing additional requirements;
- Paragraph 154 (1)(ee.1)(ii) authorizes the Authority to make regulations requiring directors and officers to exercise the skill and judgment that a reasonably prudent person would exercise in comparable circumstances.