



CanaGlobe

COMPLIANCE SOLUTIONS INC.

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The Compliance Connection

Public Company. Compliant Company.

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Our Services Include:

- Corporate Secretary Services
- SEDAR Filings
- SEDI Filings
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- Stock Exchange Applications
- Whistleblowing

CanaGlobe Compliance Solutions Inc.

CanaGlobe Compliance Solutions Inc. is a consulting firm providing corporate compliance and governance services to private and public companies.

We can help you navigate the maze of listing requirements mandated by stock exchanges and securities commissions, and take care of electronic regulatory filings.

In addition, we offer full Corporate Secretary Services and provide assistance in creating Corporate Governance policies for our clients.

CSA Notice 45-318 Prospectus Exemption for Certain Distributions through an Investment Dealer

The Canadian Securities Commission (“CSA”) has published *Multilateral CSA Notice 45-318 Prospectus Exemption for Certain Distributions through an Investment Dealer*. Securities regulators in Alberta, British Columbia, Manitoba, New Brunswick and Saskatchewan have each adopted a prospectus exemption that, provided certain conditions are met, will allow issuers listed on a Canadian exchange to more easily raise money by distributing securities without the need for a prescribed offering document.

You can read the complete notice [HERE](#) and find links to additional summaries [HERE](#).

SEDI Year End Filing Reminders

If your insiders participated in an automatic securities purchase plan (including employee share ownership plans (ESOP) and/or dividend reinvestment plans (DRIP) in 2015 they will need to file the SEDI report on or before March 31.

If your insiders were granted options in 2015 and an issuer grant report was filed the reporting insiders will need to report their grant on SEDI on or before March 31.

It is also a good idea to remind your insiders that if they move their securities between accounts, for example from a cash account to an RRSP account, that these constitute a change in the nature of ownership and need to be reported on SEDI within the usual 5 day reporting period.



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CanaGlobe on Social Media

Did you know that you can get even more information on compliance and governance by subscribing to our blog and following us on LinkedIn?

Our blog focuses on important compliance and governance issues for public companies while our LinkedIn pages feature governance and compliance posts for public and private companies and not for profit organizations.

We also have a twitter account that documents our adventures around town, so if you are interested to see what we're up to when we're not at work, give us a follow!



Certain Exempt Market Filings to be Made on SEDAR

The (CSA) have announced that amendments to National Instrument 13-101 *System for Electronic Document Analysis and Retrieval (SEDAR)* and Multilateral Instrument 13-102 *System Fees for SEDAR and NRD* (the Amendments) will come into force on May 24, 2016.

Ontario and British Columbia are not participating in the Amendments as they have local systems in place to receive these filings electronically.

The changes will require certain exempt market filings such as those noted below, which are currently filed in paper format, to be filed in electronic format on SEDAR

- Offering memorandum (OM) under the OM exemption
- Reports of exempt distribution.

A SEDAR system fee of \$25 per filing of a report of exempt distribution will be charged.

Issuers can file on a voluntary basis (without the filing fee) from December 7, 2015 up to the implementation date of May 24, 2016.

The complete text of the CSA notice can be found [HERE](#).

ASC Publishes 2015 Oil & Gas Review Report

The Alberta Securities Commission has published its 2015 Oil & Gas Review Report. The report outlines recurring disclosure deficiencies and contains other valuable information for issuers who are required to comply with National Instrument 51-101 *Standards of Disclosure for Oil and Gas Activities*.

The report can be viewed in its entirety [HERE](#).

Continuous Disclosure Filing Calendar

You can find the filing dates for the annual and interim financial statements for venture and non venture issuer's on the [Ontario Securities Commission website](#).

A PDF version of the calendar is also available on the same page.

DISCLAIMER: The contents of this Newsletter is provided for information purposes only and does not provide advice, legal or otherwise.