

Document Type: Emergency Rule
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The New Brunswick Securities Commission, being of the opinion that

- a) it is in the public interest to make the proposed rule without delay because there is an urgent need for the proposed rule, and
- b) without the proposed rule being made, there is a substantial risk of material harm to investors or to the integrity of the capital markets

resolves that the Amendment Instrument for Form 51-102F2 *Annual Information Form* of National Instrument 51-102 *Continuous Disclosure Obligations* arising from National Instrument 44-101 *Short Form Prospectus Distributions* is adopted as an emergency rule to be effective 30 December 2005.

DATED at Saint John, New Brunswick this 21st day of December 2005.

Donne W. Smith,
Chair

**Amendment Instrument for
Form 51-102F2 Annual Information Form of
National Instrument 51-102 Continuous Disclosure Obligations**

1. This Instrument amends Form 51-102F2 *Annual Information Form*.
2. Subsection 16.2(1) is amended
 - (a) in paragraphs (a) and (b), by adding “and, if the expert is not an individual, by the designated professionals of that expert,” immediately after “named in section 16.1”; and
 - (b) in paragraph (c), by adding “and, if the expert is not an individual, by the designated professionals of that expert” immediately after “named in section 16.1”.
3. The following subsection is added after subsection 16.2(1):

“(1.1) For the purposes of subsection (1), a "designated professional" means, in relation to an expert named in section 16.1,

 - (a) each partner, employee or consultant of the expert who participated in and who was in a position to directly influence the preparation of the statement, report or valuation referred to in paragraph 16.1(a); and
 - (b) each partner, employee or consultant of the expert who was, at any time during the preparation of the statement, report or valuation referred to in paragraph 16.1(a), in a position to directly influence the outcome of the preparation of the statement, report or valuation, including, without limitation
 - (i) any person who recommends the compensation of, or who provides direct supervisory, management or other oversight of, the partner, employee or consultant in the performance of the preparation of the statement, report or valuation referred to in paragraph 16.1(a), including those at all successively senior levels through to the expert's chief executive officer;
 - (ii) any person who provides consultation regarding technical or industry-specific issues, transactions or events for the preparation of the statement, report or valuation referred to in paragraph 16.1(a); and

(iii) any person who provides quality control for the preparation of the statement, report or valuation referred to in paragraph 16.1(a).”

4. The following subsection is added after subsection 16.2(2):

“(2.1) Despite subsection (1), an auditor who is independent in accordance with the auditor's rules of professional conduct in a jurisdiction of Canada or who has performed an audit in accordance with US GAAS is not required to provide the disclosure in subsection (1) if there is disclosure that the auditor is independent in accordance with the auditor's rules of professional conduct in a jurisdiction of Canada or that the auditor has complied with the SEC's rules on auditor independence.”

5. This Instrument comes into force on December 30, 2005.