

**Proposed Amendments to
National Instrument 44-101
Short Form Prospectus Distributions
Companion Policy 44-101CP**

Part 1 Amendments to Company Policy to National Instrument 44-101

1.1 ***Amendments to Part 4 of Companion Policy to National Instrument 44-101 - Part 4 of the Company Policy to National Instrument 44-101 is amended by, in section 4.3, deleting the words “be accompanied by an auditor’s report without a reservation of opinion” and substituting “must be audited”.***

1.2 ***Amendments to Part 6 of Company Policy to National Instrument 44-101 – Part 6 of the Company Policy to National Instrument 44-101 is amended by repealing sections 6.1 and 6.2, and substituting the following:***

6.1 The financial statements of a person or company that are included in a short form prospectus shall be prepared in accordance with NI 52-107 with reference to the Company Policy to NI 52-107.

Part 2 Effective Date

2.1 Effective Date

This Amendment comes into force on ●, 2004.