

**AMENDMENTS TO
LOCAL RULE 14-501 - DEFINITIONS
(MSC Rule 2000-12)**

PART 1 – AMENDMENTS

Amendments

1.1(1) MSC Rule No. 2000-12 is amended by

(a) adding the following definition to subsection 1.2 after the definition of "**commission**"

"Offering Memorandum" means a document describing the business and affairs of an issuer that has been prepared primarily for delivery to and review by purchasers to assist them in making investment decisions in connection with a trade in securities under section 90 of the Securities Regulation M.R. 491/88R or one of the following sections of MSC Rule No. 2005-16:

- a. section 2.3 – Accredited investor
- b. section 2.5 – Family, friends and business associates
- c. section 2.9 – Offering memorandum
- d. section 2.10 – Minimum amount investment
- e. section 2.12 – Asset acquisition
- f. section 2.13 – Petroleum, natural gas and mining properties
- g. section 2.19 – Additional investment in investment funds
- h. section 2.30 – Isolated trade by issuer
- i. section 5.2 – TSX Venture Exchange offering

(b) deleting the definition of "reporting issuer" in subsection 1.2;

PART 2 – EFFECTIVE DATE AND CITATION

Effective date

2.1 This amendment shall come into force on *****, 2006.

Citation

2.2 This rule may be cited as MSC Rule 2006-**.

