

APPENDIX D

ADDITIONAL INFORMATION REQUIRED IN SASKATCHEWAN

AUTHORITY FOR THE PROPOSED AMENDMENTS TO NATIONAL INSTRUMENT 45-106 *PROSPECTUS AND REGISTRATION EXEMPTIONS* (“NI 45-106”)

The following provisions of *The Securities Act, 1988* (Saskatchewan) provide the Saskatchewan Financial Services Commission (the “Commission”) with authority to adopt the proposed amendments to NI 45-106:

Clause 154(1)(l) authorizes the Commission to make regulations regulating trading or advising in securities or exchange contracts to prevent trading or advising that is fraudulent, manipulative, deceptive or unfairly detrimental to investors.

Clause 154(1)(p) authorizes the Commission to make regulations varying the Act to facilitate, expedite or regulate the distribution of securities or issuing of receipts, including by establishing requirements in respect of distributions of securities by means of a simplified or summary prospectus or other form of disclosure document.

Clause 154(1)(v) of the Act authorizes the Commission to make regulations regulating mutual funds or non-redeemable investment funds and the distribution and trading of the securities of the funds.

Subclause 154(1)(v)(i) of the Act authorizes the Commission to make regulations varying Part XI (Prospectus - Distribution) or XIV (Continuous Disclosure) by prescribing additional disclosure requirements in respect of the funds and requiring or permitting the use of particular forms or types of additional offering or other documents in connection with the funds.

Clause 154(1)(ii) authorizes the Commission to make regulations requiring or respecting the media, format, preparation, form, content, execution, certification, dissemination and other use, filing and review of all documents required under or governed by the Act.

Clause 154(1)(oo) authorizes the Commission to make regulations exempting any person, trade or security from all or any provision of the Act or the regulations, including prescribing any terms or limitations on an exemption and requiring compliance with those terms or limitations.