

“13. Consideration Given to the Representation of Women in Executive Officer Appointments (Manitoba, New Brunswick, Newfoundland and Labrador, Northwest Territories, Nova Scotia, Nunavut, Ontario, Québec and Saskatchewan only)

Disclose whether and, if so, how the issuer considers the level of representation of women in executive officer positions when making executive officer appointments. If the issuer does not consider the level of representation of women in executive officer positions when making executive officer appointments, disclose the issuer’s reasons for not doing so.

“14. Issuer’s Targets Regarding the Representation of Women on the Board and in Executive Officer Positions (Manitoba, New Brunswick, Newfoundland and Labrador, Northwest Territories, Nova Scotia, Nunavut, Ontario, Québec and Saskatchewan only)

(a) For purposes of this Item, a “target” means a number or percentage, or a range of numbers or percentages, adopted by the issuer of women on the issuer’s board or in executive officer positions of the issuer by a specific date.

(b) Disclose whether the issuer has adopted a target regarding women on the issuer’s board. If the issuer has not adopted a target, disclose why it has not done so.

(c) Disclose whether the issuer has adopted a target regarding women in executive officer positions of the issuer. If the issuer has not adopted a target, disclose why it has not done so.

(d) If the issuer has adopted a target referred to in either (b) or (c), disclose:

(i) the target, and

(ii) the annual and cumulative progress of the issuer in achieving the target.

“15. Number of Women on the Board and in Executive Officer Positions (Manitoba, New Brunswick, Newfoundland and Labrador, Northwest Territories, Nova Scotia, Nunavut, Ontario, Québec and Saskatchewan only)

(a) Disclose the number and proportion (in percentage terms) of directors on the issuer’s board who are women.

(b) Disclose the number and proportion (in percentage terms) of executive officers of the issuer, including all major subsidiaries of the issuer, who are women.”;

(4) by adding, after instruction 3.1, the following:

“(4) An issuer may disclose any additional information that is relevant in order to understand the context of the information disclosed by the issuer under Item 15(a) or (b) of this Form.

“(5) An issuer may incorporate information required to be disclosed under Items 10 to 15 by reference to another document. The issuer must clearly identify the reference document or any excerpt of it that the issuer incorporates into the disclosure provided under Items 10 to 15. Unless the issuer has already filed the reference document or excerpt under its SEDAR profile, the issuer must file it at the same time as it files the document containing the disclosure required under this Form.”.

3. This Regulation only applies to management information circulars and AIFs, as the case may be, which are filed following an issuer’s financial year ending on or after December 31, 2014.

4. This Regulation comes into force on December 31, 2014.

3561

M.O., 2014-12

Order number V-1.1-2014-12 of the Minister of Finance, December 1, 2014

Securities Act
(chapter V-1.1)

CONCERNING the Regulation to amend Regulation 21-101 respecting Marketplace Operation

WHEREAS subparagraphs 3, 9.1, 11, 32 and 32.0.1 of section 331.1 of the Securities Act (chapter V-1.1) provide that the *Autorité des marchés financiers* may make regulations concerning the matters referred to in those paragraphs;

WHEREAS the third and fourth paragraphs of section 331.2 of the said Act provide that a draft regulation shall be published in the *Bulletin de l’Autorité des marchés financiers*, accompanied with the notice required under section 10 of the Regulations Act (chapter R-18.1) and may not be submitted for approval or be made before 30 days have elapsed since its publication;

WHEREAS the first and fifth paragraphs of the said section 331.1 must be approved, with or without amendment, by the Minister of Finance and comes into force on the date of its publication in the *Gazette officielle du Québec* or on any later date specified in the regulation;

WHEREAS the Regulation 21-101 respecting Marketplace Operation was made by decision no. 2001-C-0409 dated August 28, 2001 (*Bulletin hebdomadaire* vol. 32, no. 35, dated August 31, 2001);

WHEREAS there is cause to amend this regulation;

WHEREAS the draft Regulation to amend Regulation 21-101 respecting Marketplace Operation was published in the *Bulletin de l'Autorité des marchés financiers*, vol. 11, no. 16 of April 24, 2014;

WHEREAS the *Autorité des marchés financiers* made, on November 14, 2014, by the decision no. 2014-PDG-0144, Regulation to amend Regulation 21-101 respecting Marketplace Operation;

WHEREAS there is cause to approve this regulation without amendment;

CONSEQUENTLY, the Minister of Finance approves without amendment the Regulation to amend Regulation 21-101 respecting Marketplace Operation appended hereto.

December 1, 2014

CARLOS LEITÃO,
Minister of Finance

Regulation to amend Regulation 21-101 respecting Marketplace Operation

Securities Act
(chapter V-1.1, s. 331.1, par. (3), (9.1), (11), (32)
and (32.0.1))

- 1.** Section 8.6 of Regulation 21-101 respecting Marketplace Operation (chapter V-1.1, r. 5) is amended by replacing “2015” with “2018”.
- 2.** This Regulation comes into force on December 31, 2014.