

## NOTICE

### NATIONAL INSTRUMENT 32-101

#### SMALL SECURITYHOLDER SELLING AND PURCHASE ARRANGEMENTS

On August 13, 1997, the Alberta Securities Commission approved an Alberta Securities Commission rule concerning small securityholder selling and purchase arrangements, effective December 1, 1997. The text of the rule, which is known as National Instrument 32-101, is published in the Alberta Securities Commission Summary of October 31, 1997 and will be published in the Alberta Gazette dated November 15, 1997.

The National Instrument will exempt an issuer and its agents from adviser and dealer registration requirements in Canadian securities legislation for certain activities relating to arrangements that permit holders of small amounts of securities of the issuer to sell those securities or to acquire additional securities in accordance with the policies of certain stock exchanges.

The exemption will be subject to the condition that neither the issuer nor its agent provide advice on participation by a securityholder in an arrangement, other than a description of the operation of the arrangement, procedures for participation in the arrangement, or both. This condition is consistent with the manner in which small securityholder selling and purchase arrangements are currently conducted.

The National Instrument also expands current exemptions available in several jurisdictions by allowing any agent of the company, not only a transfer agent, to use the exemptions.

In the National Instrument, the Canadian securities regulatory authorities recognize the policies of The Alberta Stock Exchange, The Toronto Stock Exchange and The Montreal Exchange, and provision is made for the Canadian securities regulatory authorities to designate other stock exchanges that have policies substantially similar to the policy of The Toronto Stock Exchange.

The National Instrument is derived from blanket orders and rulings issued by the Canadian securities regulatory authorities including, in Alberta, blanket orders entitled *In the Matter of a Policy of The Toronto Stock Exchange on Small Shareholder Selling and Purchase Arrangements* dated May 13, 1987, *In the Matter of a Policy of The Montreal Exchange on Small Shareholder Selling and Purchase Arrangements* dated June 4, 1987 and *In the Matter of a Policy of The Alberta Stock Exchange on Small Shareholder Selling and Purchase Arrangements* dated February 26, 1992. These blanket orders and rulings will be revoked on the effective date of December 1, 1997.

The Commission made the rule following publication on January 17, 1997 of a proposed rule. No written comments were received during the comment period that expired on April 18, 1997. The Commission published an advance notice of the rule in the Weekly Summary of August 29, 1997.

The National Instrument will come into force on December 1, 1997 as a rule in Alberta and British Columbia. The National Instrument came into force as a rule in Ontario on October 22, 1997 and is expected to come into force at different times as a rule in Nova Scotia, as a Commission regulation in Saskatchewan and as a policy in each of the other jurisdictions represented by the CSA. A similar notice is being published in the October 31, 1997 issue of the British Columbia Securities Commission Weekly Summary.

DATED: October 31, 1997