

## Chapter 13

# SROs, Marketplaces, Clearing Agencies and Trade Repositories

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### 13.2 Marketplaces

#### 13.2.1 Toronto Stock Exchange – TSX Company Manual – Notice of Housekeeping Rule Amendments

##### TORONTO STOCK EXCHANGE

##### NOTICE OF HOUSEKEEPING RULE AMENDMENTS TO THE TSX COMPANY MANUAL

#### Introduction

In accordance with the Process for the Review and Approval of Rules and the Information Contained in Form 21-101F1 (the “**Protocol**”), Toronto Stock Exchange (“**TSX**”) has adopted, and the Ontario Securities Commission has approved, certain housekeeping amendments (the “**Amendments**”) to TSX Reporting Form 4 – *Personal Information Form* (the “**PIF**”), TSX Reporting Form 4B – *Declaration* (the “**Declaration**”), the TSX Listing Application (the “**Listing Application**”) and Part VII of the TSX Company Manual (the “**Manual**”). The Amendments are Housekeeping Rules under the Protocol and therefore have not been published for comment. The Ontario Securities Commission has not disagreed with the categorization of the Amendments as Housekeeping Rules.

#### Reasons for the Amendments

The Amendments reduce the frequency with which individuals (i.e., directors, officers and 10% shareholders of an issuer) have to submit PIFs to TSX. Currently, if within 36 months of submitting a PIF, an individual is required to submit another PIF under TSX’s rules, such person is permitted to submit a Declaration in lieu of a PIF. Pursuant to the Amendments, TSX will accept a Declaration instead of a PIF if the individual has submitted a PIF to TSX or TSX Venture Exchange (“**TSXV**”) within the last 60 months. The Declaration asks the individual to confirm that the information contained in his or her most recently submitted PIF continues to be true and/or accurate, which is less burdensome than completing the PIF again. The Amendments will reduce the regulatory burden on TSX issuers by reducing the time and cost associated with having individuals complete PIFs.

The Amendments also remove the requirement for individuals to file PIFs if the issuer is graduating from TSXV to TSX. Currently, the Listing Application states that insiders are required to file a PIF with TSX. Removing the requirement for insiders of TSXV-listed issuers to file a PIF when the issuer is graduating to TSX will reduce the burden on issuers associated with a graduation to TSX. TSX will retain the right to request a PIF or a Declaration in exceptional circumstances, including where a significant number of the directors and/or officers of the graduating issuer are replaced in connection with the graduation to TSX.

## Summary of the Non-Public Interest Amendments

	Document/ Section of the Manual	Amendment
1.	PIF	Changing the period by which an individual can submit a Declaration from 36 months to 60 months.
2.	Declaration	Changing the period by which an individual can submit a Declaration from 36 months to 60 months.
3.	Listing Application	<ul style="list-style-type: none"> <li>• Changing the period by which an individual can submit a Declaration from 36 months to 60 months.</li> <li>• Removing the requirement to submit PIFs or Declarations for individuals who are officers, directors or 10% shareholders of a TSXV listed issuer graduating to TSX. TSX reserves the right to request a PIF or Declaration, including if a significant number of the directors and/or officers of the TSXV listed issuer are being replaced in connection with the graduation to TSX.</li> </ul>
4.	Section 716 - <i>Management</i>	Changing the period by which an individual can submit a Declaration from 36 months to 60 months.

**Text of the Amendments**

For the text of the Amendments, please see the TSX website at:  
[http://tmx.complinet.com/en/display/display.html?rbid=2072&element\\_id=1181](http://tmx.complinet.com/en/display/display.html?rbid=2072&element_id=1181).

**Effective Date**

The Amendments become effective on October 10, 2019.