



Securities Act
S.N.W.T. 2008, c. 10

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IMPLEMENTING RULE 45-804

Accredited Investor and Minimum Amount Investment Prospectus Exemptions

PART I DEFINITION

1. In this Rule, “Implementing Rule 11-801” means Implementing Rule 11-801 *Implementation of CSA Instruments* made under the Act, effective October 26, 2008, as amended.

PART II ADOPTION OF AMENDMENTS TO NATIONAL INSTRUMENT

2. Amendments made by the Canadian Securities Administrators to National Instrument 45-106 *Prospectus and Registration Exemptions*, effective May 5, 2015, are adopted and made a rule under section 169 of the Act.

PART III CONSEQUENTIAL AMENDMENTS TO NATIONAL AND MULTILATERAL INSTRUMENTS

3. The following amendments made by the Canadian Securities Administrators, effective May 5, 2015, are adopted and made rules under section 169 of the Act:

- (a) amendments to Multilateral Instrument 11-102 *Passport System*;
- (b) amendments to Multilateral Instrument 13-102 *System Fees for SEDAR and NRD*;
- (c) amendments to National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*;

- (d) amendments to National Instrument 33-105 *Underwriting Conflicts*;
- (e) amendments to National Instrument 41-101 *General Prospectus Requirements*;
- (f) amendments to National Instrument 45-102 *Resale of Securities*;
- (g) amendments to National Instrument 51-102 *Continuous Disclosure Obligations*;
- (h) amendments to National Instrument 52-107 *Acceptable Accounting Principles and Auditing Standards*;
- (i) amendments to National Instrument 62-103 *The Early Warning System and Related Take-Over and Insider Reporting Issues*;
- (j) amendments to Multilateral Instrument 62-104 *Take-Over Bids and Issuer Bids*.

PART IV CONSEQUENTIAL AMENDMENTS TO LOCAL RULE

4. Schedule A to Implementing Rule 11-801 is amended

- (a) by striking “March 11, 2015” and substituting “May 5, 2015” in that portion preceding the table; and
- (b) by striking “and Registration” in item 21.

PART V EFFECTIVE DATE

5. This instrument comes into force on May 5, 2015.