

**THE MANITOBA SECURITIES COMMISSION**  
**MSC RULE 2015-8**  
(Section 149.1, *The Securities Act*)

**AMENDMENTS TO**  
**NATIONAL INSTRUMENT 41-101**  
**GENERAL PROSPECTUS REQUIREMENTS**

1. *National Instrument 41-101 General Prospectus Requirements is amended by this Instrument.*

2. *Section 1.1 is amended by adding the following definition:*

**"Form 51-102F6V"** means Form 51-102F6V *Statement of Executive Compensation – Venture Issuers* of NI 51-102;

3. *Subsection 1.9(4) of Form 41-101F1 is amended by adding "(" after "the United States of America" and by adding ")" after "PLUS Markets Group plc."*

4. *Subsections 5.1(2) and (3) of Form 41-101F1 are amended by adding ", if the issuer is a venture issuer or an IPO venture issuer, the two most recently completed financial years, or" after "within the three most recently completed financial years or"*

5. *The heading of section 5.2 of Form 41-101F1 is amended by replacing "Three-year history" with "History"*

6. *Subsection 5.2(1) of Form 41-101F1 is amended by adding "or, if the issuer is a venture issuer or an IPO venture issuer, the last two completed financial years," after "over the last three completed financial years"*

7. *Section 8.2 of Form 41-101F1 is amended by adding the following guidance after subsection (3):*

**GUIDANCE**

*Under section 2.2.1 of Form 51-102F1, for financial years beginning on or after July 1, 2015, venture issuers, or IPO venture issuers, have the option of meeting the requirement to provide interim MD&A under section 2.2 of Form 51-102F1 by providing quarterly highlights disclosure..*

8. *Paragraph 8.6(3)(b) of Form 41-101F1 is amended by adding "if the issuer is not providing disclosure in accordance with section 2.2.1 of Form 51-102F1," before "the most recent year-to-date"*

9. Paragraph 8.8(2)(b) of Form 41-101F1 is amended by adding "if the issuer is not providing disclosure in accordance with section 2.2.1 of Form 51-102F1," before "the most recent year-to-date".

10. Section 17.1 of Form 41-101F1 is amended by adding "or, if the issuer is a venture issuer or an IPO venture issuer, in accordance with Form 51-102F6 or Form 51-102F6V" after "in accordance with Form 51-102F6".

11. Section 20.11 of Form 41-101F1 is amended by adding ")" after "the United States of America" and adding ")" after "PLUS Markets Group plc."

12. Subsection 32.4(1) of Form 41-101F1 is amended by replacing paragraph (a) with the following:

(a) the statement of comprehensive income, the statement of changes in equity, and the statement of cash flows for the third most recently completed financial year, if the issuer is

(i) an IPO venture issuer, or

(ii) a reporting issuer in at least one jurisdiction immediately before filing the prospectus,.

13. This Instrument comes into force on June 30, 2015.

14. This Instrument may be cited as MSC Rule 2015-8.