



REQUEST FOR COMMENTS

Notice and request for Comment – Publishing for comment Rule 11-502- *Time Periods*

Introduction

On 14 February 2005, the New Brunswick Securities Commission (“the Commission”) approved publication for comment of Local Rule 11-502-*Time Periods* (“11-502”).

The text of 11-502 can be obtained from the Commission website:

English: [11-502](#)

French: [11-502](#)

Background

On 5 July 2004, the Commission made 11-502 – *Time Periods* as an Emergency Rule.

The rule was posted on the website on 6 July 2004 and a Notice was published in the Royal Gazette on 21 July 2004. The rule expires on 7 April 2005.

The Commission is now publishing the rule for comment for a period of 60 days as mandated by the *Securities Act*.

After the comment period has expired, comments will be reviewed. If comments result in significant amendments, the amendments will be published for further comment. If no significant amendments are made, the rule will be brought into force.

Substance and Purpose

Throughout the Act there are a number of activities that are required to be done within a period of time specified in the rules. A list of these time periods has been assembled in one local rule for the ease of securities practitioners.

The time periods that have been used are those in use in other jurisdictions. There is a great deal of uniformity in this area.

The version of the rule being published for comment is identical to the Emergency Rule.

Request for Comment

The Commission requests your comments on 11-502.

Comments are to be provided, in writing, by Friday April 29, 2005 to:

Secretary,
New Brunswick Securities Commission

133 Prince William Street, Suite 606
Saint John, NB E2L 2B5
Telephone: (506)- 658-3060
Fax: (506)-658-3059
Toll Free (866) 933-2222 (within NB only)
E-mail: information@nbsc-cvmnb.ca

If you are not sending your comments by e-mail, please send a diskette containing your comments (in PDF or Word).

We cannot keep submissions confidential because securities legislation in certain provinces requires that a summary of the written comments received during the comment period be published.

Questions

If you have any questions, please refer them to:

Andrew Nicholson
Director Market Regulation
New Brunswick Securities Commission
Telephone: 506-658-3060
Toll Free (Within NB only) 1-866-933-2222
Email: Andrew.nicholson@hnbsc-cvmnb.ca



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The New Brunswick Securities Commission, being of the opinion that

- a) it is in the public interest to make the proposed rule without delay because there is an urgent need for the proposed rule, and
- b) without the proposed rule being made, there is a substantial risk of material harm to investors or to the integrity of the capital markets

resolves that the Time Periods Rule 11-502 is adopted as an emergency rule.

DATED at Saint John, New Brunswick this 5th day of July, 2004.

Donne W. Smith,

Chair

Time Periods Rule 11-502

- 1) For the purposes of 56(1) of the Act, the prescribed period is promptly upon completion of a transaction.
- 2) For the purposes of 78(3) a distribution of a security may be continued for 12 months after a lapse date if:
 - a) a proforma prospectus is filed not less than 30 days prior to the lapse date of the previous prospectus;
 - b) a prospectus is filed not later than 10 days following the lapse date of the previous prospectus; and
 - c) a receipt for the prospectus is obtained from the Executive Director within 20 days following the lapse date of the previous prospectus.
- 3) For the purposes of 89(1)(b) of the Act, the prescribed period is as soon as practicable, but in any event no later than 10 days after the date on which the change occurs.

- 4) For the purposes of 90(1) of the Act, the prescribed period for filing interim financial statements is, in the case of:
 - a) a reporting issuer that is not an investment fund and is not a venture issuer on or before the earlier of:
 - i) the 45th day after the end of the interim period; and
 - ii) the day of filing, in a foreign jurisdiction, interim financial statements for a period ending on the last day of the interim period;
 - b) a reporting issuer that is not an investment fund but is a venture issuer on or before the earlier of:
 - i) the 60th day after the end of the interim period; and
 - ii) the date of filing, in a foreign jurisdiction, interim financial statements for a period ending on the last day of the interim period; or
 - c) a reporting issuer that is an investment fund, within sixty days of the date to which it is made up:
 - i) where the investment fund has not completed its first financial year, for the period commencing with the beginning of that year and ending six months before the date on which that year ends;
 - ii) where the investment fund has completed its first financial year, for the six-month period of the current financial year that commenced immediately following the last financial year.
- 5) For the purpose of 90(1) of the Act, the prescribed period for filing comparative financial statements is, in the case of:
 - a) a reporting issuer that is not an investment fund and is not a venture issuer on or before the earlier of:
 - i) the 90th day after the end of its most recently completed financial year; and
 - ii) the date of filing, in a foreign jurisdiction, annual financial statements for the most recently completed financial year;
 - b) a reporting issuer that is not an investment fund but is a venture issuer on or before the earlier of:
 - i) the 120th day after the end of its most recently completed financial year; and
 - ii) the date of filing, in a foreign jurisdiction, annual financial statements for the most recently completed financial year.
 - c) a reporting issuer that is an investment fund within 140 days from the end of its last financial year, relating separately to:

- i) the period that commenced on the date of incorporation or organization and ended as of the close of the first financial year or, if the reporting issuer or investment fund has completed a financial year, the last financial year, as the case may be;
 - ii) the period covered by the financial year next preceding the last financial year, if any.
- 6) For the purposes of 93(2) of the Act, the prescribed period for filing a report is within 140 days from the end of the last financial year.
- 7) For the purposes of,
 - a) 120(b) of the Act, the prescribed period is at least 35 days from the date of the bid;
 - b) 120(c) of the Act, the prescribed period is 35 days from the date of the bid;
 - c) 120(d)(ii) of the Act, the prescribed period is 10 days from the date of the notice of change or a variation under section 123;
 - d) 120(i) of the Act, the prescribed period is not later than 10 days after the expiry of the bid.
- 8) For the purposes of,
 - a) 135(1) of the Act, the prescribed period is within 10 days from the day the person becomes an insider;
 - b) 135(2) of the Act, the prescribed period is within 10 days from the day on which the change takes place;
 - c) 135(3), the prescribed period is:
 - i) within 10 days from the day that the issuer became an insider of a reporting issuer or the reporting issuer became an insider of another reporting issuer;
 - ii) within three business days after the date that it becomes a SEDI issuer for an issuer profile supplement in SEDI format; and
 - iii) no later than one business day following the occurrence of an issuer event for an issuer event report in SEDI format.
- 9) For the purposes of 143(1) of the Act, the prescribed period is within 30 days after the end of the month in which it occurs.
- 10) This rule comes into effect July 1, 2004.