The Alberta Gazette

Part I

Vol. 112	Edmonton, Thursday, March 31, 2016	No. 06

GOVERNMENT NOTICES

Culture and Tourism

Ministerial Order

(Historical Resources Act)

22/15

I, David Eggen, Minister of Culture and Tourism, pursuant to Section 19(8) of the *Historical Resources Act*, RSA 2000, Chapter H-9, **HEREBY RESCIND** that portion of the North Cottage School Registered Historic Resource designation dated September 12, 1992, registered in Alberta Land Titles as instrument 922 289 724, with respect to the lands legally described as Plan 4596NY, Lot S.

Dated at Edmonton, Alberta, this 13 day of November, 2015.

David Eggen, *Minister of Culture and Tourism*

23/15

I, David Eggen, Minister of Culture and Tourism, pursuant to Section 19(8) of the *Historical Resources Act*, **HEREBY MAKE THE ORDER** rescinding in its entirety the Ministerial Order dated November 27, 1990, and signed by the Honourable Douglas Main, then Minister of Alberta Culture and Multiculturalism, designating the Rockwell House as a Registered Historic Resource and registered in the Alberta Land Titles office as instrument 902 358 135, effective as of the date set out below.

Dated at Edmonton, Alberta, this 11 day of December, 2015.

David Eggen, *Minister of Culture and Tourism*

Order Designating Provincial Historic Resource

(Historical Resources Act)

File: Des. 2348
MO 05/16

I, Ricardo Miranda, Minister of Culture and Tourism, pursuant to section 20(1) of the *Historical Resources Act*, RSA 2000 cH-9, **hereby**:

1. **Designate** the site known as the:

   Tipton Investment Company Building, together with the land legally described as:

   Plan I
   Block 67
   Lot 31

   and municipally located in the City of Edmonton, Alberta

   as a **Provincial Historic Resource**,

2. Give notice that pursuant to Section 20, Subsection (9) of that Act, no person shall destroy, disturb, alter, restore, or repair any PROVINCIAL HISTORIC RESOURCE or remove any historic object from a PROVINCIAL HISTORIC RESOURCE without the written approval of the Minister.

3. Further give notice that the following provisions of section 20, subsections (11) and (12) of that Act now apply in case of sale or inheritance of the above mentioned resource::

   (11) *the owner of an historic resource that is subject to an order under subsection (1) shall, at least 30 days before any sale or other disposition of the historic resource, serve notice of the proposed sale or other disposition on the Minister*,

   (12) *when a person inherits an historic resource that is subject to an order under subsection (1), that person shall notify the Minister of the inheritance within 15 days after the historic resource is transferred to the person*.

Dated at Edmonton, Alberta, this 8th day of March, 2016.

Ricardo Miranda, *Minister.*

File: Des. 2335
MO 03/16

I, Ricardo Miranda, Minister of Culture and Tourism, pursuant to section 20(1) of the *Historical Resources Act*, RSA 2000 cH-9, **hereby**:

1. **Designate** the site known as the:

Government of Canada Building, together with the land legally described as:

PLAN H
BLOCK 18
LOT 20 TO 29 INCLUSIVE
EXCEPTING THEREOUT – ALL THAT PORTION OF LOT 29
WHICH LIES WEST OF A LINE DRAWN FROM A POINT ON THE NORTH BOUNDARY OF THE SAID LOT 0.25 FEET EASTERLY FROM THE NORTH WEST CORNER THEREOF TO A POINT ON THE SOUTH BOUNDARY OF THE SAID LOT 0.17 FEET EASTERLY FROM THE SOUTH WEST CORNER THEREOF
EXCEPTING THEREOUT ALL MINES AND MINERALS

and municipally located in the City of Red Deer, Alberta

as a **Provincial Historic Resource**,

2. Give notice that pursuant to Section 20, Subsection (9) of that Act, no person shall destroy, disturb, alter, restore, or repair any PROVINCIAL HISTORIC RESOURCE or remove any historic object from a PROVINCIAL HISTORIC RESOURCE without the written approval of the Minister.

3. Further give notice that the following provisions of section 20, subsections (11) and (12) of that Act now apply in case of sale or inheritance of the above mentioned resource:

(11) *the owner of an historic resource that is subject to an order under subsection (1) shall, at least 30 days before any sale or other disposition of the historic resource, serve notice of the proposed sale or other disposition on the Minister*,

(12) *when a person inherits an historic resource that is subject to an order under subsection (1), that person shall notify the Minister of the inheritance within 15 days after the historic resource is transferred to the person*.

Dated at Edmonton, Alberta, this 4 day of March, 2016.

Ricardo Miranda, *Minister.*

File: Des. 2336
MO 02/16

I, Ricardo Miranda, Minister of Culture and Tourism, pursuant to section 20(1) of the *Historical Resources Act*, RSA 2000 cH-9, **hereby**:

1. **Designate** the site known as the:

Lethbridge Federal Building, together with the land legally described as:

PLAN 4353S
BLOCK 43
LOTS 24 TO 27 INCLUSIVE
EXCEPTING THEREOUT ALL MINES AND MINERALS
AND THE RIGHT TO WORK THE SAME

and municipally located in the City of Lethbridge, Alberta

as a **Provincial Historic Resource**,

2. Give notice that pursuant to Section 20, Subsection (9) of that Act, no person shall destroy, disturb, alter, restore, or repair any PROVINCIAL HISTORIC RESOURCE or remove any historic object from a PROVINCIAL HISTORIC RESOURCE without the written approval of the Minister.

3. Further give notice that the following provisions of section 20, subsections (11) and (12) of that Act now apply in case of sale or inheritance of the above mentioned resource:

   (11) *the owner of an historic resource that is subject to an order under subsection (1) shall, at least 30 days before any sale or other disposition of the historic resource, serve notice of the proposed sale or other disposition on the Minister*,

   (12) *when a person inherits an historic resource that is subject to an order under subsection (1), that person shall notify the Minister of the inheritance within 15 days after the historic resource is transferred to the person*.

Dated at Edmonton, Alberta, this 4 day of March, 2016.

Ricardo Miranda, *Minister.*

File: Des. 0639
MO 06/16

I, Ricardo Miranda, Minister of Culture and Tourism, pursuant to section 20(1) of the *Historical Resources Act*, RSA 2000 cH-9, **hereby**:

1. **Designate** the site known as the:

   St. Boniface Roman Catholic Church and Rectory, together with the land legally described as:

   ALL THAT PORTION OF THE SOUTH WEST QUARTER OF SECTION TWENTY FIVE (25) TOWNSHIP EIGHTY ONE (81) RANGE THREE (3) WEST OF THE SIXTH MERIDIAN, LYING WEST OF A LINE DRAWN PARALLEL TO THE WEST BOUNDARY OF SAID QUARTER SECTION THROUGH A POINT ON THE SOUTH BOUNDARY EIGHT HUNDRED AND FORTY FIVE (845) FEET EAST FROM THE SOUTH WEST CORNER; SOUTH OF THE PRODUCTION EASTERLY OF THE NORTH BOUNDARY

OF LOT (A) PLAN 59HW EAST OF ROAD PLAN 2365KS AND SUBDIVISION PLAN 59HW AND NORTH OF ROAD PLAN 2347RS CONTAINING 6.27 HECTARES (15.5 ACRES) MORE OR LESS. EXCEPTING THEREOUT ALL MINES AND MINERALS

and municipally located in the Municipal District of Fairview, Alberta

as a **Provincial Historic Resource**,

2. Give notice that pursuant to Section 20, Subsection (9) of that Act, no person shall destroy, disturb, alter, restore, or repair any PROVINCIAL HISTORIC RESOURCE or remove any historic object from a PROVINCIAL HISTORIC RESOURCE without the written approval of the Minister.

3. Further give notice that the following provisions of section 20, subsections (11) and (12) of that Act now apply in case of sale or inheritance of the above mentioned resource::

    (11) *the owner of an historic resource that is subject to an order under subsection (1) shall, at least 30 days before any sale or other disposition of the historic resource, serve notice of the proposed sale or other disposition on the Minister*,

    (12) *when a person inherits an historic resource that is subject to an order under subsection (1), that person shall notify the Minister of the inheritance within 15 days after the historic resource is transferred to the person*.

Dated at Edmonton, Alberta, this 8th day of March, 2016.

Ricardo Miranda, *Minister.*

Energy

Production Allocation Unit Agreement

(Mines and Minerals Act)

Notice is hereby given, pursuant to section 102 of the Mines and Minerals Act, that the Minister of Energy on behalf of the Crown has executed counterparts of the agreement entitled “Production Allocation Unit Agreement – Chauvin General Petroleum Agreement” and that the Unit became effective on December 1, 2015.

EXHIBIT "A" - PART I

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Chauvin General Petroleum Agreement"

Tract No.	Land Description (W4M) (M-R-T: S)	Lease Number	Royalty Interest Owner	Tract Participation (%)	Working Interest Owner	Share of Working Interest (%)	Share of Tract Participation (%)
1	4-02-042: 20 L9, 10, 15, 16	23151	Crown	64.754	Repsol Canada Energy Partnership	100	64.754
2	4-02-042: 21 L12, 13	Freehold August 20, 1968	Heritage Royalty Resource Corp.	18.461	Repsol Canada Energy Partnership	100	18.461
3	4-02-042: 28 L4	23152	Crown	16.785	Repsol Canada Energy Partnership	100	16.785

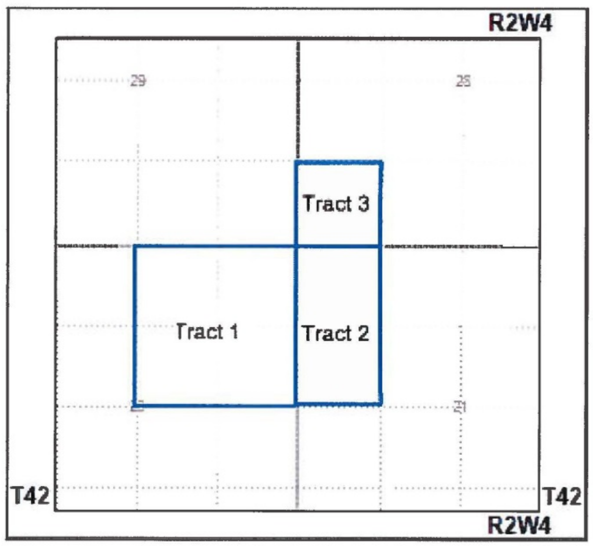
Working Interest Owners:

Repsol Canada Energy Partnership 100%

Effective as of the Effective Date

EXHIBIT "B"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Chauvin General Petroleum Agreement"

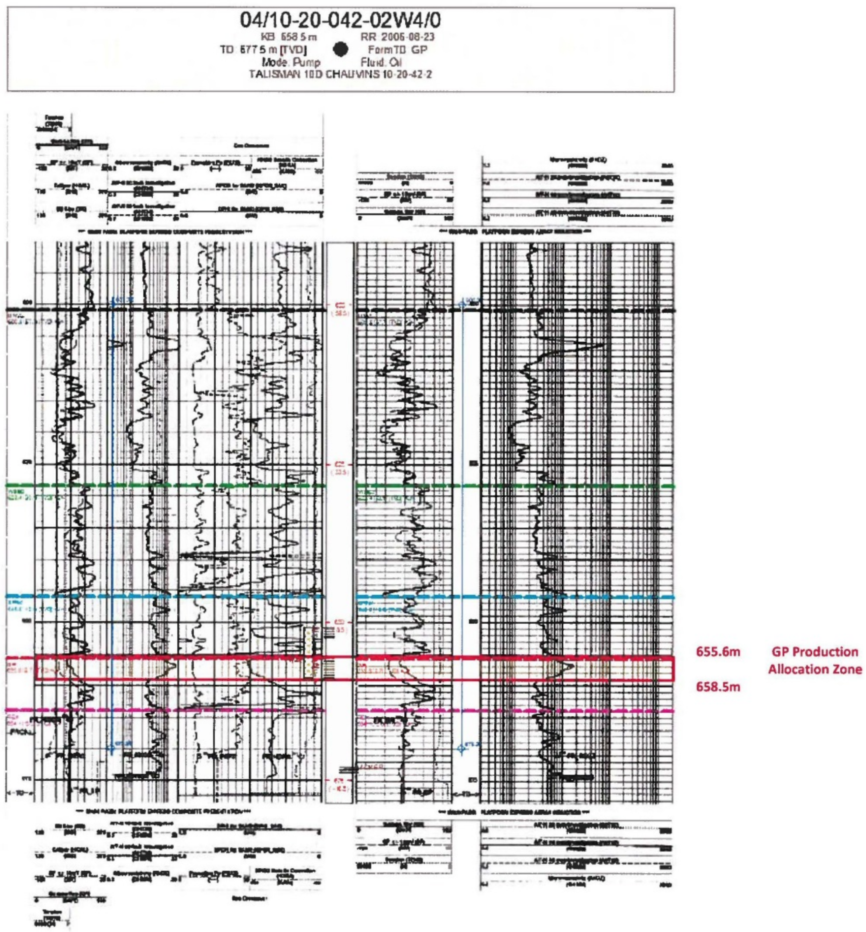


Effective as of the Effective Date

EXHIBIT "C"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Chauvin General Petroleum Agreement"

A portion of the induction and density/neutron logs recorded at the well 04/10-20-042-02W4/0 located in LSD 10-20-042-02W4M



Notice is hereby given, pursuant to section 102 of the Mines and Minerals Act, that the Minister of Energy on behalf of the Crown has executed counterparts of the agreement entitled “Production Allocation Unit Agreement – Hayter Dina Agreement No. 2” and that the Unit became effective on October 1, 2015.

EXHIBIT "A" - PART I

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"HAYTER DINA AGREEMENT NO. 2"

Tract No.	Land Description (M R T: Sec)	Lease Number	Royalty Interest Owner	Tract Participation (%)	Working Interest Owner	Share of Working Interest (%)	Share of Tract Participation (%)
1	4-01-041: 30 L4 S ½	0411070411	Crown	90.43	Rifle Shot Oil Corp.	100%	90.43
2	4-01-041: 19 L13	Freehold M11758	Heritage Royalty Resource Corp.	9.57	Rifle Shot Oil Corp.	100%	9.57

Working Interest Owners:

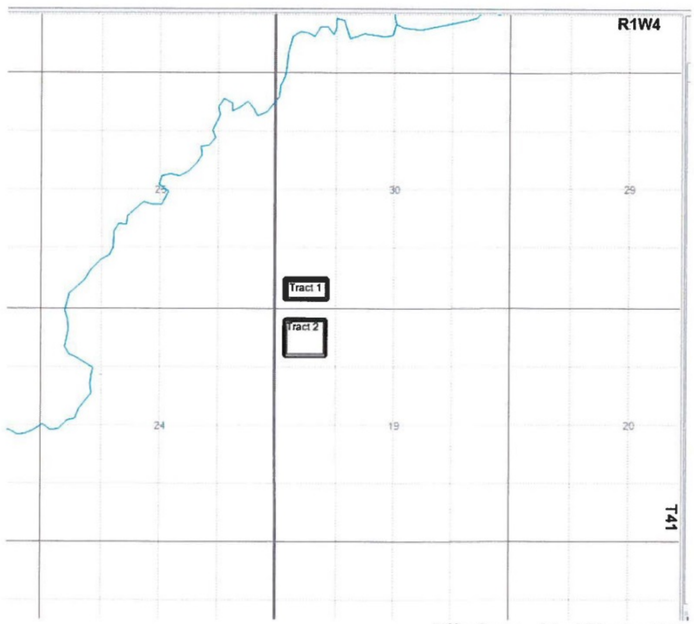
Rifle Shot Oil Corp.	100%

Effective as of the Effective Date

EXHIBIT "B"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"HAYTER DINA AGREEMENT NO. 2"

[PLAT OF UNIT AREA]

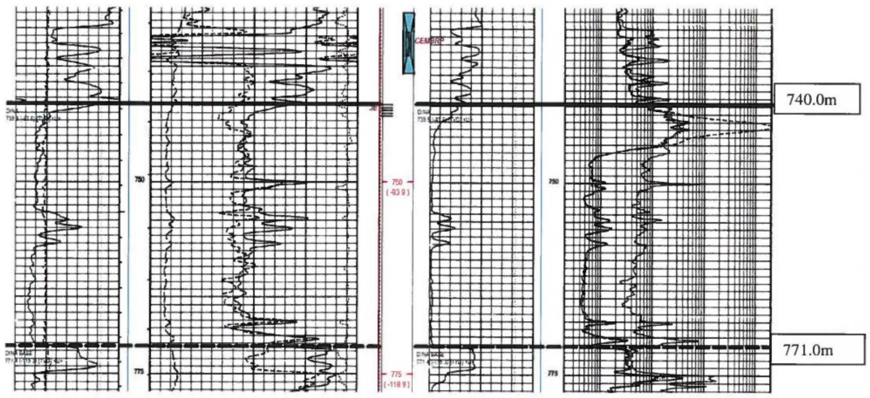


Effective as of the Effective Date

EXHIBIT "C"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"HAYTER DINA AGREEMENT NO. 2"

A portion of the Gamma Ray and Neutron / Density Porosity Logs recorded at the well 100/13-19-41-01W4/00 located in LSD 13.



Notice is hereby given, pursuant to section 102 of the Mines and Minerals Act, that the Minister of Energy on behalf of the Crown has executed counterparts of the agreement entitled “Production Allocation Unit Agreement – Penny Banff-Exshaw-Big Valley Agreement No. 2” and that the Unit became effective on February 1, 2015.

EXHIBIT "A" - PART I

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
“PENNY BANFF-EXSHAW-BIG VALLEY AGREEMENT NO. 2”

Tract No.	Land Description (M R T: Sec)	Lease Number	Royalty Owner	Tract Participation (%)	Working Interest Owner	Share of Working Interest (%)	Share of Tract Participation (%)
1	4-24-008: 34NE 4-24-009: 3N p, SE	OL-6400	Indian Oil and Gas Canada	68.22	Kainai Energy Corp.	100	68.22
2	4-24-009: 3N p	0412060123	Crown	11.92	Kainai Energy Corp.	100	11.92
3	4-24-009: 10SW p	0412060124	Crown	10.74	Kainai Energy Corp.	100	10.74
4	4-24-009: 10SW p	OL-6400	Indian Oil and Gas Canada	9.12	Kainai Energy Corp.	100	9.12

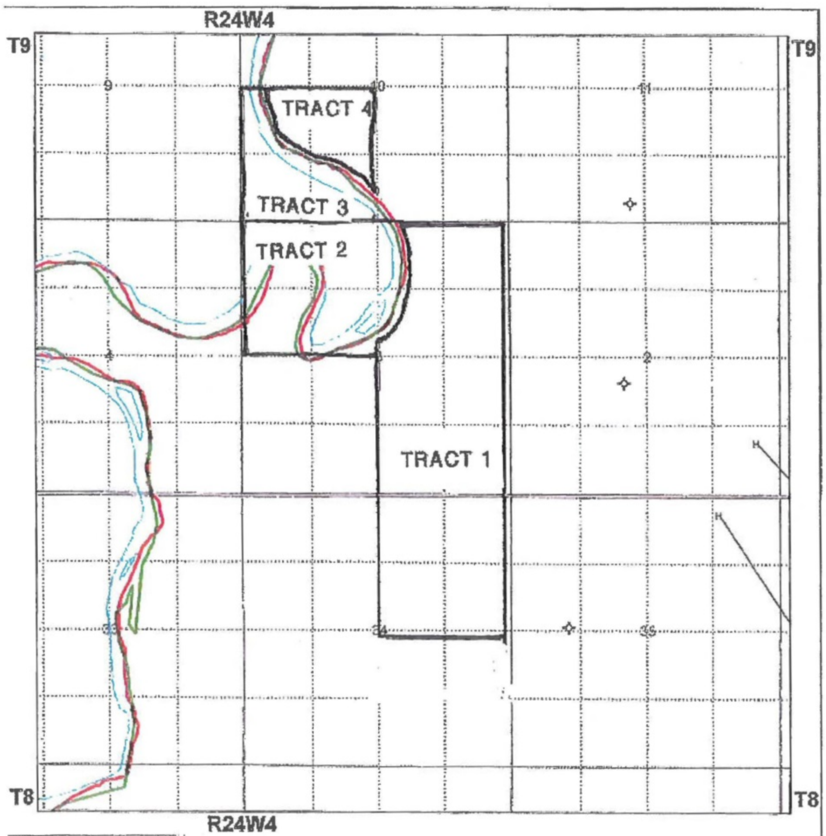
Working Interest Owners:

Kainai Energy Corp. 100%

Effective as of the Effective Date

EXHIBIT "B"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"PENNY BANFF-EXSHAW-BIG VALLEY AGREEMENT NO. 2"

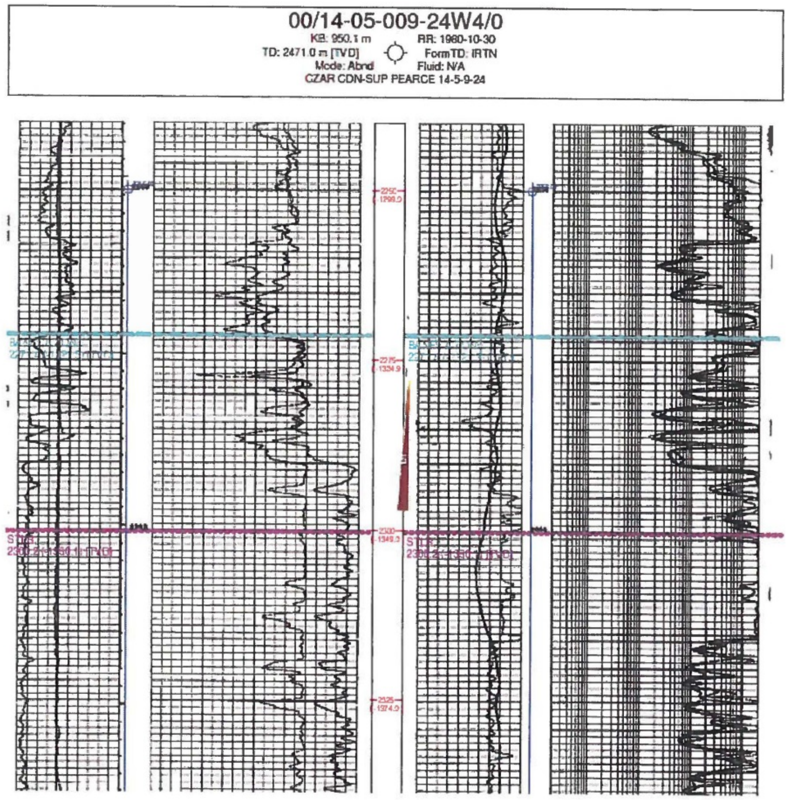


Effective as of the Effective Date

EXHIBIT "C"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"PENNY BANFF-EXSHAW BIG VALLEY AGREEMENT NO. 2"

A portion of the Czar CDN-SUP Pearce 14-5-9-24 Log recorded at the well 00/14-05-009-24W4/0 located in LSD 14-5-9-24 W4M.



Notice is hereby given, pursuant to section 102 of the Mines and Minerals Act, that the Minister of Energy on behalf of the Crown has executed counterparts of the agreement entitled "Production Allocation Unit Agreement – Wainwright Sparky Agreement" and that the Unit became effective on April 1, 2015.

EXHIBIT "A" - PART I

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Wainwright Sparky Agreement"

Tract No.	Land Description (W4M)	Lease Number	Royalty Owner	Tract Participation (%)	Working Interest Owner	Share of Working Interest (%)	Share of Tract Participation (%)
1	Twp 44 Rge 5 W4M: Ptn. of NE ¼ of Section 33	AB Crown P&NG Lease No. 33505	Crown	27.36	Talisman Energy Canada Bow River Energy Ltd.	66.67 33.33	18.24 9.12
2	Twp 44 Rge 5 W4M: Ptn. of NE ¼ of Section 33	Freehold P&NG Lease dated August 1, 1974	Bow River Energy Ltd. 16.665% Talisman Energy Inc. 33.335% 300980 Alberta Inc. 50.000% (as to an undivided 50% mineral interest)	23.25	Talisman Energy Canada Bow River Energy Ltd.	66.67 33.33	15.50 7.75
		Freehold P&NG Lease dated July 20, 1972	Heritage Freehold Specialists & Co. Ltd. (as to an undivided 50% mineral interest)				
3	Twp 44 Rge 5 W4M: Ptn. of NW ¼ of Section 33	AB Crown P&NG Lease No. 33505	Crown	0.31	Talisman Energy Canada Bow River Energy Ltd.	66.67 33.33	0.21 0.10
4	Twp 44 Rge 5 W4M: Ptn. of NW ¼ of Section 33	Freehold P&NG Lease dated July 1, 1997	Hunt, John George In Trust (as to an undivided 50% mineral interest in Lsds 13 & 14)	49.08	Talisman Energy Canada Bow River Energy Ltd.	66.67 33.33	32.72 16.36
		Freehold P&NG Lease dated July 1, 1997	Rathie, Alice Pearl (as to an undivided 50% mineral interest in Lsds 13 & 14)				
		Freehold P&NG Lease dated August 1, 1974	Bow River Energy Ltd. 16.665% Talisman Energy Inc. 33.335% 300980 Alberta Inc. 50.000% (in Lsds 11 Ptn & 12)				

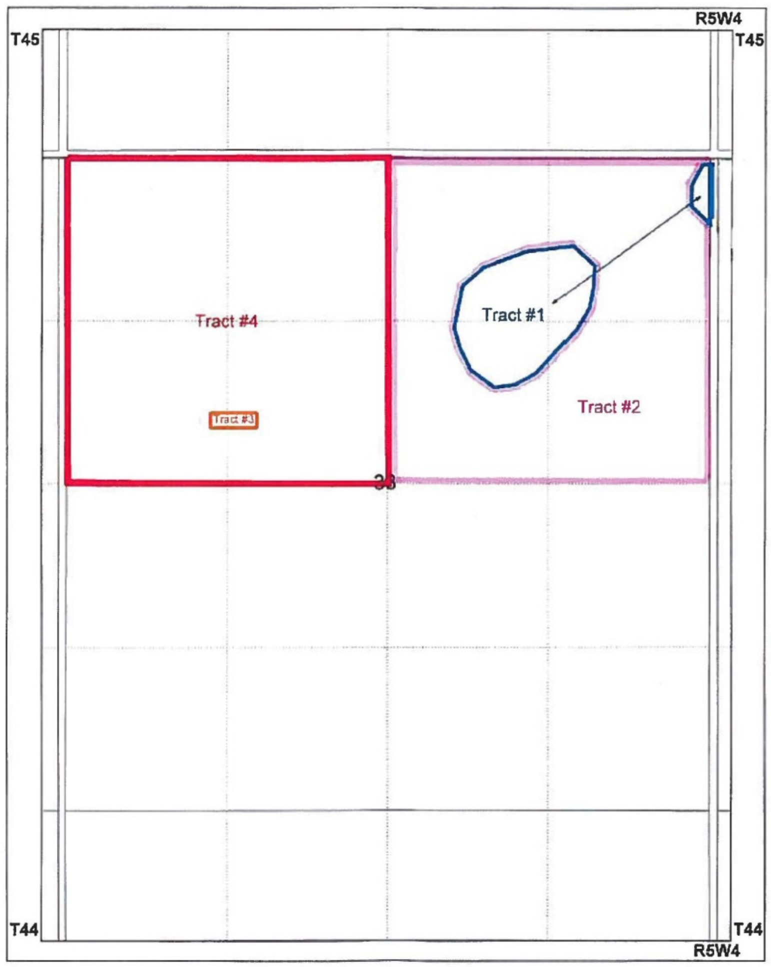
Working Interest Owners:

Talisman Energy Canada	66.67%
Bow River Energy ltd.	33.33%

Effective as of the Effective Date

EXHIBIT "B"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Wainwright Sparky Agreement"



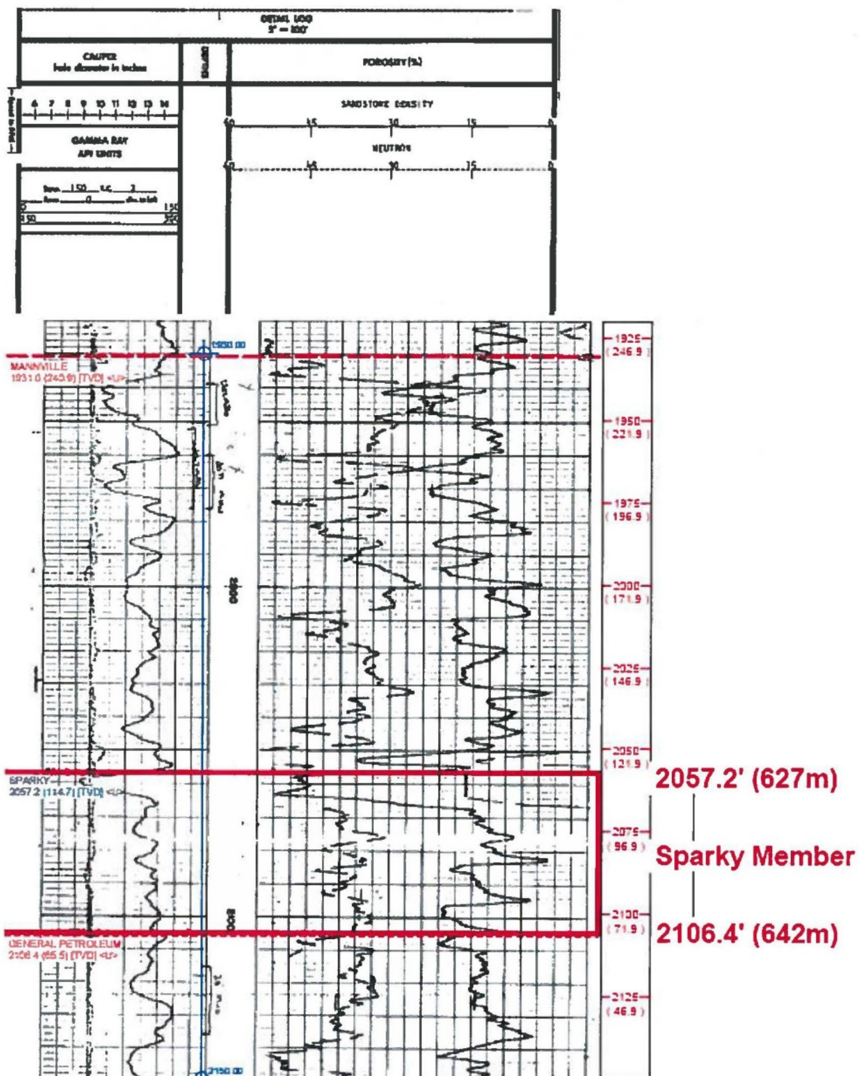
Effective as of the Effective Date

EXHIBIT "C"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Wainwright Sparky Agreement"

00/11-33-044-05W4/0

KB: 2171.9 ft RR: 1973-08-26
TD: 2292.0 ft [TVD] FormTD: IRETON
Mode: Flow Fluid: Gas
TALISMAN ET AL E WAINWR 11-33-44-5



Notice is hereby given, pursuant to section 102 of the Mines and Minerals Act, that the Minister of Energy on behalf of the Crown has executed counterparts of the agreement entitled “Production Allocation Unit Agreement – Wayne-Rosedale Basal Quartz Agreement No. 4” and that the Unit became effective on December 1, 2012.

EXHIBIT "A" - PART I

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
“Wayne-Rosedale Basal Quartz Agreement No. 4”

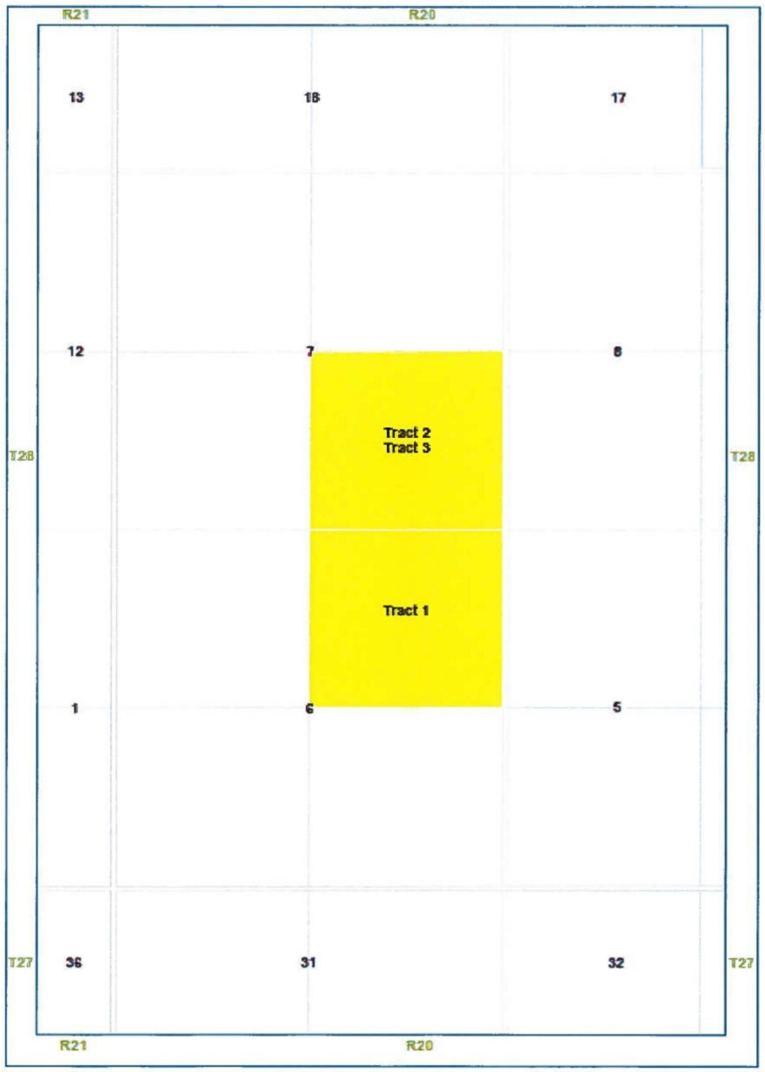
Tract No.	Land Description (M R T: Sec)	Lease Number	Royalty Owner	Tract Participation (%)	Working Interest Owner	Share of Working Interest (%)	Share of Tract Participation (%)
1	4-20-028: 6 NE	PSK Freehold	PrairieSky Royalty Ltd.	26.5%	Encana Corporation	100.00%	26.5%
2	4-20-028: 7 SE p	PSK Freehold	PrairieSky Royalty Ltd.	66.3%	Encana Corporation	100.00%	66.3%
3	4-20-028: 7 SE p	0494030292	Alberta Crown	7.2%	Encana Corporation	100.00%	7.2%

Working Interest Owners:

Encana Corporation 100%

Effective as of the Effective Date

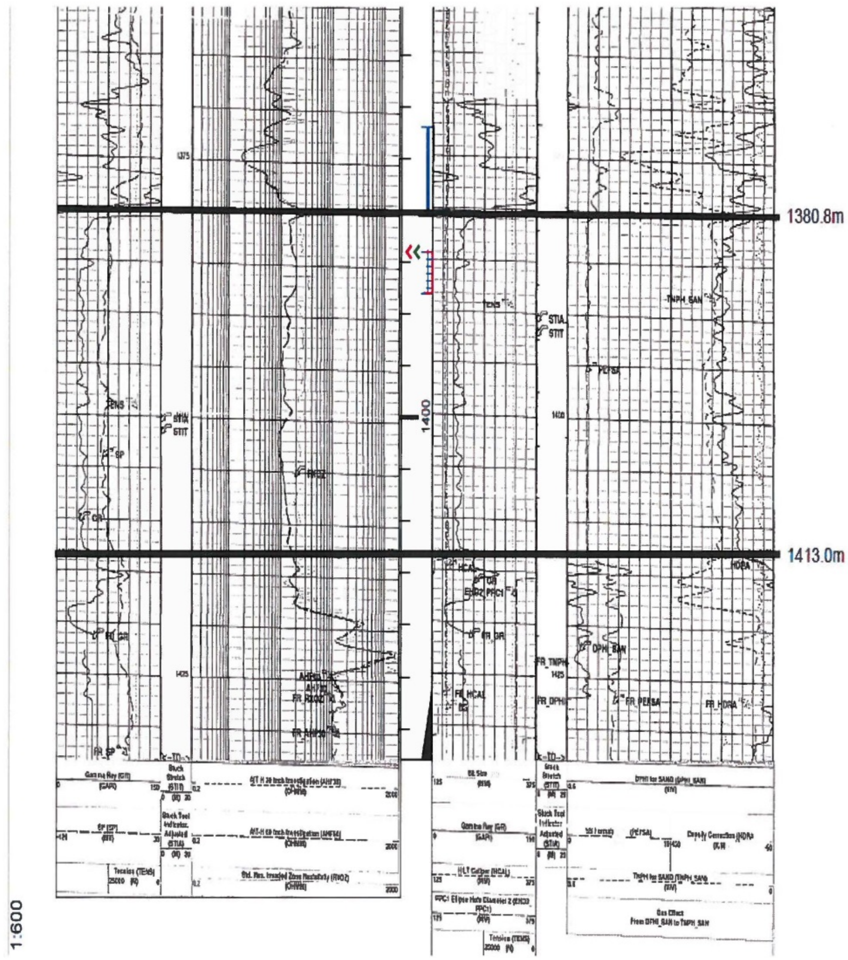
EXHIBIT "B"
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Wayne-Rosedale Basal Quartz Agreement No. 4"



Effective as of the Effective Date

EXHIBIT "C"
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Wayne-Rosedale Basal Quartz Agreement No. 4"

A portion of the neutron density log recorded at the well 102/14-06-028-20W4/00 located in LSD 14, Section 6, Township 28, Range 20, West of the 4th Meridian



Notice is hereby given, pursuant to section 102 of the Mines and Minerals Act, that the Minister of Energy on behalf of the Crown has executed counterparts of the agreement entitled "Production Allocation Unit Agreement – Westerose South Glauconitic No. 3" and that the Unit became effective on November 1, 2014.

EXHIBIT "A" - PART I
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Westerose South Glauconitic No. 3"

Tract No.	Land Description (M R T: Sec)	Lease Number	Royalty Owner	Tract Participation (%)	Working Interest Owner	Share of Working Interest (%)	Share of Tract Participation (%)
1	5-02-043: 5 NW	M079847	PrairieSky Royalty Ltd.	41.98	CPC Energy CPC Resources	51.23 48.77	21.51 20.47
2	5-02-043: PTN 5 SW	0414030437	Crown	1.12	CPC Energy CPC Resources	51.23 48.77	0.57 0.55
3	5-02-043: PTN 5 SW	FH Leases dated May 29, 2002. # 211615 # 211625	Wanda Wilson Kenneth Bown	56.90	CPC Energy CPC Resources	51.23 48.77	29.15 27.75

Working Interest Owners:

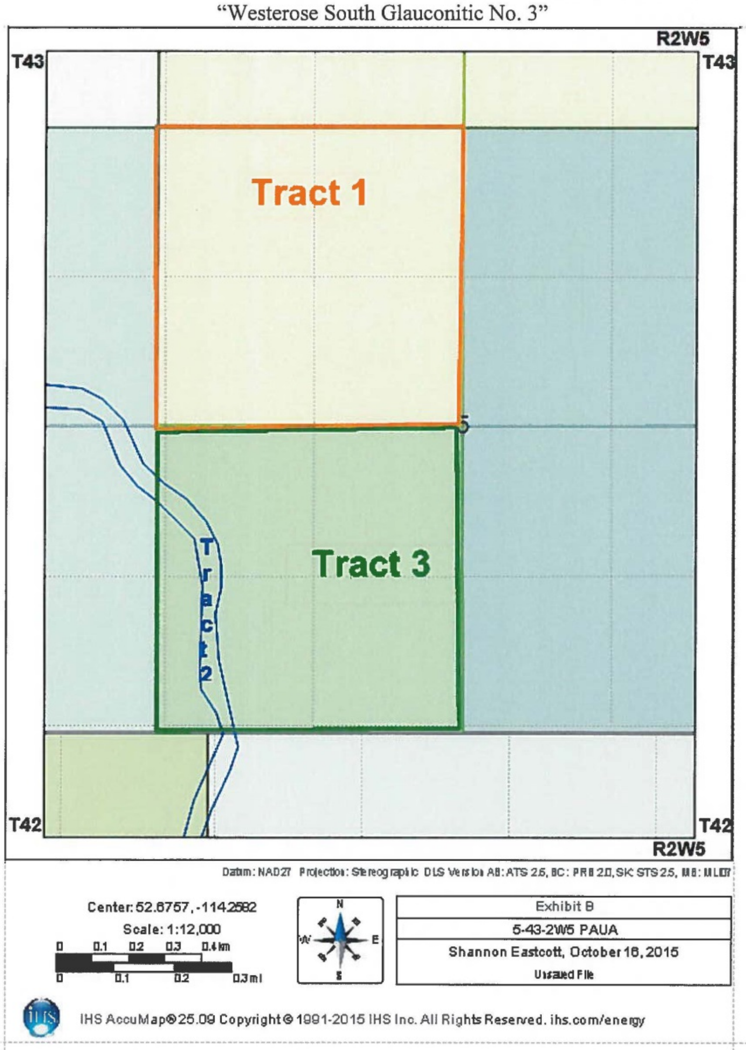
ConocoPhillips Canada Energy Partnership 51.23 %

ConocoPhillips Canada Resources Corp. 48.77 %

Effective as of the effective date

EXHIBIT "B"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Westerose South Glauconitic No. 3"

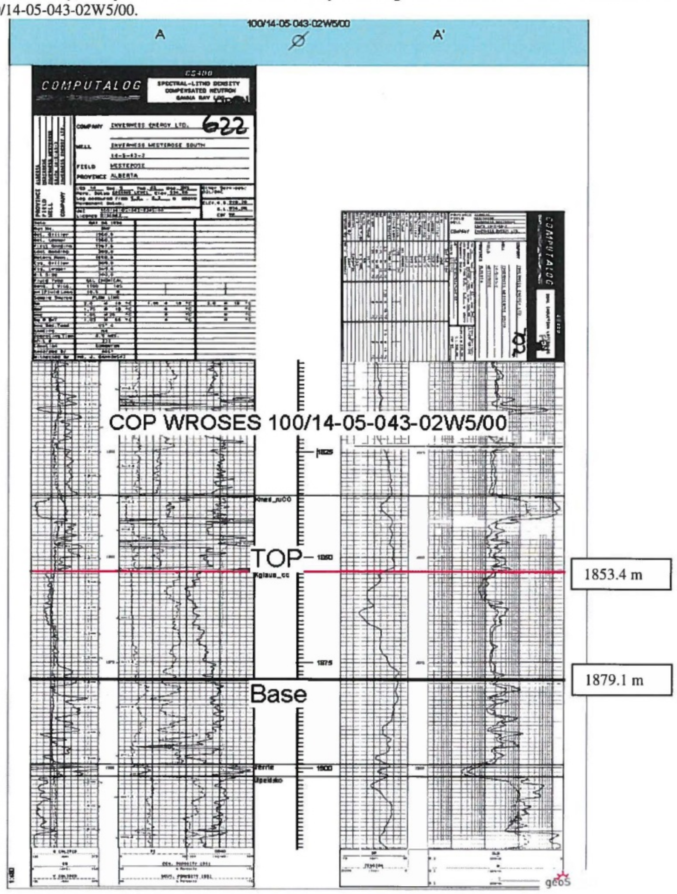


Effective as of the effective date

EXHIBIT "C"

ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
"Westerose South Glauconitic No. 3"

A portion of the Litho-Density, Compensated Neutron and Gamma Ray Well Log recorded at the well COP WROSES 14-5-43-2W5 located in LSD 100/14-05-043-02W5/00.



Westerose South Glauconitic No. 3

Unit Agreement

(Mines and Minerals Act)

Notice is hereby given, pursuant to section 102 of the Mines and Minerals Act, that the Minister of Energy on behalf of the Crown has executed counterparts of the agreement entitled "Unit Agreement – Turner Valley Unit No. 5" with respect to:

- M5 R02 T019: 7 L4
- M5 R03 T019: 12 L1-2, L7-10, L15

and that the enlargement became effective on October 1, 2014.

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
201	Calwin #1 Lsd. 1-5-19-2 W5M	Legacy	100.00000	0.1471	0.1471	Legacy
202	Royalite #33 Lsd. 2-5-19-2 W5M	Legacy	100.00000	0.3859	0.3859	Legacy
203	Royalite #40 Lsd. 4-5-19-2 W5M	Legacy	100.00000	0.4665	0.4665	Legacy
204	Kamalta #1 Lsd. 1-6-19-2 W5M	Legacy	100.00000	0.4264	0.4264	Legacy
205	East Crest #4 Lsd. 8-6-19-2 W5M	Computershare	100.00000	0.4426	0.4426	Computershare
206	Royalite #34 Lsd. 7-5-19-2 W5M	Legacy	100.00000	0.1576	0.1576	Legacy
207	Mercury Royalties #1 Lsd. 8-5-19-2 W5M	Legacy Mayel	40.00000 60.00000	0.0645 0.0967	0.1612	Legacy
208	Van Peg Royalties #1 Lsd. 9-5-19-2 W5M	Computershare	100.00000	0.1172	0.1172	Computershare
209	Vulcan Brown #1 Lsd. 10-5-19-2 W5M	Legacy Computershare	82.66670 17.33330	3.0697 0.6437	3.7134	Legacy
210	Royalite #37 Lsd. 11-5-19-2 W5M	Legacy	100.00000	1.2425	1.2425	Legacy
211	Royalite #52 Lsd. 12-5-19-2 W5M	Legacy	100.00000	1.3080	1.3080	Legacy
212	East Crest #5 Lsd. 9-6-19-2 W5M	Computershare	100.00000	1.1029	1.1029	Computershare
213	Okalta #15 Lsd. 10-6-19-2 W5M	Legacy	100.00000	0.5966	0.5966	Legacy
214	Alberta Pacific #1 Lsd. 14-6-19-2 W5M	Computershare	100.00000	0.4881	0.4881	Computershare

Contract: U00201 Schedule I, Revision 43 (Correction #2), Effective as of the Enlargement date Page 1

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
215	Okalta #21 Lsd. 15-6-19-2 W5M	Legacy	100.00000	0.0753	0.0753	Legacy
216	Allied Royalties #1 Lsd. 16-6-19-2 W5M	Computershare	100.00000	0.3853	0.3853	Computershare
217	Royalite #51 Lsd. 13-5-19-2 W5M	Legacy	100.00000	0.2771	0.2771	Legacy
218	Royalite #45 Lsd. 14-5-19-2 W5M	Legacy	100.00000	1.2563	1.2563	Legacy
219	Winalta #1 Lsd. 15-5-19-2 W5M	Legacy	100.00000	0.7376	0.7376	Legacy
220	Miracle #2 Lsd. 16-5-19-2 W5M	Legacy Mayel	66.66670 33.33330	0.1342 0.0671	0.2013	Legacy
221	S. W. Pete #5 Lsd. 2-8-19-2 W5M	Legacy	100.00000	0.1288	0.1288	Legacy
222	S. W. Pete #3 Lsd. 3-8-19-2 W5M	Legacy	100.00000	0.4859	0.4859	Legacy
223	S. W. Pete #4 Lsd. 4-8-19-2 W5M	Legacy	100.00000	0.4276	0.4276	Legacy
224	Royalite #54 Lsd. 1-7-19-2 W5M	Legacy	100.00000	0.3942	0.3942	Legacy
225	Royalite #57 Lsd. 2-7-19-2 W5M	Legacy	100.00000	0.2200	0.2200	Legacy
226	Drillers & Producers #3 Lsd. 3-7-19-2 W5M	Legacy Computershare	78.10000 21.90000	0.3193 0.0895	0.4088	Legacy
227	Pacific Pete #6 Lsd. 5-7-19-2 W5M	Legacy	100.00000	0.3175	0.3175	Legacy
228	Pacific Pete #5 Lsd. 6-7-19-2 W5M	Legacy	100.00000	1.2220	1.2220	Legacy

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
229	Royalite #55 Lsd. 7-7-19-2 W5M	Legacy	100.00000	0.4342	0.4342	Legacy
230	Royalite #63 N/2 8-7-19-2 W5M S/2 9-7-19-2 W5M	Legacy	100.00000	1.1649	1.1649	Legacy
231	S. W. Pete #6 N/2 5-8-19-2 W5M S/2 12-8-19-2 W5M	Legacy	100.00000	0.8547	0.8547	Legacy
232	Royalite #48 Lsd. 10-7-19-2 W5M	Legacy	100.00000	1.3608	1.3608	Legacy
233	Anglo #8 Lsd. 11-7-19-2 W5M	Legacy	100.00000	0.0981	0.0981	Legacy
234	Drillers & Producers #2 Lsd. 12-7-19-2 W5M	Legacy Computershare	69.68000 30.32000	0.5473 0.2381	0.7854	Legacy
235	United B. A. #1 Lsd. 16-12-19-3 W5M	Computershare	100.00000	0.3954	0.3954	Legacy
236	Drillers & Producers #1 Lsd. 13-7-19-2 W5M	Legacy Computershare	64.79000 35.21000	0.1090 0.0592	0.1682	Legacy
237	Anglo #9 Lsd. 14-7-19-2 W5M	Legacy Computershare	75.00000 25.00000	0.3690 0.1230	0.4920	Legacy
238	Royalite #59 Lsd. 15-7-19-2 W5M	Legacy	100.00000	0.2285	0.2285	Legacy
239	Royalite #65 Lsd. 16-7-19-2 W5M	Legacy	100.00000	0.2465	0.2465	Legacy
240	S. W. Pete #7 Lsd. 13-8-19-2 W5M	Legacy	100.00000	0.1120	0.1120	Legacy
241	Calmont N. W. #4 Lsd. 2-18-19-2 W5M	Legacy	100.00000	0.1362	0.1362	Legacy
242	Calmont N. W. #1 Lsd. 3-18-19-2 W5M	Legacy	100.00000	0.7193	0.7193	Legacy
243	Calmont N. W. #3 Lsd. 4-18-19-2 W5M	Legacy	100.00000	0.4776	0.4776	Legacy

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percent. of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
244	Lion Sunray #2 Lsd. 1-13-19-3 W5M	Legacy	100.00000	1.3509	1.3509	Legacy
245	Lion Sunray #3 Lsd. 7-13-19-3 W5M	Legacy	100.00000	0.1945	0.1945	Legacy
246	Lion Sunray #1 Lsd. 8-13-19-3 W5M	Legacy	100.00000	0.5154	0.5154	Legacy
247	Calmont N. W. #2 Lsd. 5-18-19-2 W5M	Legacy	100.00000	0.4424	0.4424	Legacy
248	Calmont N. W. #5 Lsd. 6-18-19-2 W5M	Legacy	100.00000	0.7891	0.7891	Legacy
249	Okalta #14 Lsd. 11-18-19-2 W5M	Legacy	100.00000	0.0840	0.0840	Legacy
250	Okalta #10 Lsd. 12-18-19-2 W5M	Legacy Computershare	20.00000 80.00000	0.0401 0.1602	0.2003	Legacy
251	Twin Valley #1 Lsd. 9-13-19-3 W5M	Petroleum Corp.	100.00000	0.4963	0.4963	Petroleum Corp.
252	Twin Valley #2 Lsd. 10-13-19-3 W5M	Petroleum Corp.	100.00000	1.2334	1.2334	Petroleum Corp.
253	Brown #1 Lsd. 14-13-19-3 W5M	Legacy	100.00000	0.3569	0.3569	Legacy
254	Arrow #2 Lsd. 15-13-19-3 W5M	Petroleum Corp.	100.00000	1.6073	1.6073	Petroleum Corp.
255	Arrow #1 Lsd. 16-13-19-3 W5M	Petroleum Corp.	100.00000	0.7771	0.7771	Petroleum Corp.
256	Okalta #9 Lsd. 13-18-19-2 W5M	Legacy	100.00000	0.2198	0.2198	Legacy

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
257	Okalta #19 Lsd. 14-18-19-2 W5M	Legacy	100.00000	0.4485	0.4485	Legacy
258	Royalite #53 Lsd. 4-19-19-2 W5M	Legacy	100.00000	0.3480	0.3480	Legacy
259	Atlas #1 Lsd. 1-24-19-3 W5M	Computershare	100.00000	0.4060	0.4060	Computershare
260	Brown #2 Lsd. 2-24-19-3 W5M	Legacy	100.00000	0.5965	0.5965	Legacy
261	Chinook #1 Lsd. 6-24-19-3 W5M	Legacy	100.00000	0.3099	0.3099	Legacy
262	Independent Royalties #1 Lsd. 7-24-19-3 W5M	Computershare	100.00000	1.3322	1.3322	Computershare
263	Renown #1 Lsd. 8-24-19-3 W5M	Computershare	100.00000	0.1974	0.1974	Computershare
264	Royalite #61 Lsd. 5-19-19-2 W5M	Legacy	100.00000	0.5020	0.5020	Legacy
265	Okalta #17 Lsd. 9-24-19-3 W5M	Legacy	100.00000	0.6221	0.6221	Legacy
266	Okalta #11 Lsd. 10-24-19-3 W5M	Legacy	100.00000	0.3910	0.3910	Legacy
267	Regal Royalties #1 Lsd. 14-24-19-3 W5M	Computershare	100.00000	0.5597	0.5597	Computershare
268	Okalta #12 Lsd. 16-24-19-3 W5M	Legacy	100.00000	0.2193	0.2193	Legacy
269	Royalite #83 Lsd. 13-19-19-2 W5M	Legacy	100.00000	0.2274	0.2274	Legacy
270	Devonian Test #1 Lsd. 2-25-19-3 W5M	Legacy	100.00000	0.5674	0.5674	Legacy

Contract: U00201 Schedule I, Revision 43 (Correction #2), Effective as of the Enlargement date Page 5

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
271	Argus #2 Lsd. 3-25-19-3 W5M	Legacy	100.00000	0.5092	0.5092	Legacy
272	Anglo #10 Lsd. 4-25-19-3 W5M	Legacy	100.00000	0.1132	0.1132	Legacy
273	Anglo #11 Lsd. 5-25-19-3 W5M	Legacy	100.00000	0.1155	0.1155	Legacy
274	Anglo #13 Lsd. 6-25-19-3 W5M	Legacy	100.00000	0.4001	0.4001	Legacy
275	Pacific Pete #7 Lsd. 11-25-19-3 W5M	Legacy	100.00000	0.0991	0.0991	Legacy
276	Anglo #14 Lsd. 12-25-19-3 W5M	Legacy	100.00000	0.2701	0.2701	Legacy
277	Chinook #2 Lsd. 9-26-19-3 W5M	Legacy	100.00000	0.1748	0.1748	Legacy
278	Anglo #12 Lsd. 13-25-19-3 W5M	Legacy	100.00000	0.1971	0.1971	Legacy
279	Argus #1 Lsd. 14-25-19-3 W5M	Computershare	100.00000	0.2591	0.2591	Legacy
280	Valley Oil #2 Lsd. 3-36-19-3 W5M	Legacy	100.00000	0.1918	0.1918	Legacy
281	Gem Royalties #1 Lsd. 4-36-19-3 W5M	Computershare	100.00000	0.1795	0.1795	Computershare
282	Royalite #71 Lsd. 2-35-19-3 W5M	Legacy	100.00000	0.1934	0.1934	Legacy
283	Royalite #76 Lsd. 7-35-19-3 W5M	Legacy	100.00000	0.9238	0.9238	Legacy
284	Royalite #69 Lsd. 8-35-19-3 W5M	Legacy	100.00000	0.4883	0.4883	Legacy
285	Valley Oil #1 Lsd. 5-36-19-3 W5M	Legacy	100.00000	0.0872	0.0872	Legacy

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ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
286	Okalta #13 Lsd. 12-36-19-3 W5M	Legacy	100.00000	0.0759	0.0759	Legacy
287	Phillips #2 Lsd. 9-35-19-3 W5M	Legacy	100.00000	0.2624	0.2624	Legacy
288	Calmont #1A Lsd. 10-35-19-3 W5M	Legacy	100.00000	1.1443	1.1443	Legacy
289	Pacific Pete #9 Lsd. 11-35-19-3 W5M	Legacy	100.00000	0.1354	0.1354	Legacy
290	Pacific Pete #8 Lsd. 14-35-19-3 W5M	Legacy	100.00000	0.3908	0.3908	Legacy
291	Okalta #16 Lsd. 15-35-19-3 W5M	Legacy	100.00000	1.0198	1.0198	Legacy
292	Calmont #2A Lsd. 16-35-19-3 W5M	Legacy	100.00000	0.1474	0.1474	Legacy
293	Royalite #82 Lsd. 4-1-20-3 W5M	Legacy	100.00000	0.1311	0.1311	Legacy
294	Royalite #77 Lsd. 1-2-20-3 W5M	Legacy	100.00000	0.5230	0.5230	Legacy
295	Royalite #67 Lsd. 2-2-20-3 W5M	Legacy	100.00000	1.0001	1.0001	Legacy
296	Royalite #85 Lsd. 3-2-20-3 W5M	Legacy	100.00000	0.4752	0.4752	Legacy
297	Royalite #75 Lsd. 6-2-20-3 W5M	Legacy	100.00000	0.1748	0.1748	Legacy
298	Royalite #79 Lsd. 7-2-20-3 W5M	Legacy	100.00000	2.1968	2.1968	Legacy
299	Royalite #81 Lsd. 8-2-20-3 W5M	Legacy	100.00000	0.7237	0.7237	Legacy
300	Royalite #80	Legacy	100.00000	1.9852	1.9852	Legacy

Contract: U00201 Schedule I, Revision 43 (Correction #2), Effective as of the Enlargement date Page 7

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
	Lsd. 10-2-20-3 W5M					
301	Royalite #74 Lsd. 11-2-20-3 W5M	Legacy	100.00000	0.3526	0.3526	Legacy
302	Royalite #78 Lsd. 14-2-20-3 W5M	Legacy	100.00000	1.1790	1.1790	Legacy
303	Royalite #84 Lsd. 15-2-20-3 W5M	Legacy	100.00000	1.6997	1.6997	Legacy
304	Lowery #3 Lsd. 4-11-20-3 W5M	Legacy	100.00000	3.1254	3.1254	Legacy
305	Lowery #7 Lsd. 5-11-20-3 W5M	Legacy	100.00000	0.6087	0.6087	Legacy
306	Lowery #1 Lsd. 6-11-20-3 W5M	Legacy	100.00000	0.1110	0.1110	Legacy
307	Lowery #5 Lsd. 12-11-20-3 W5M	Legacy	100.00000	0.3588	0.3588	Legacy
308	Lowery #8 Lsd. 9-10-20-3 W5M	Legacy	100.00000	0.3988	0.3988	Legacy
309	Lowery #6 Lsd. 16-10-20-3 W5M	Legacy	100.00000	2.0101	2.0101	Legacy
310	Lowery #4 Lsd. 13-11-20-3 W5M	Legacy	100.00000	0.3596	0.3596	Legacy
311	Lowery #2 Lsd. 1-15-20-3 W5M	Legacy	100.00000	1.5737	1.5737	Legacy
5A	Lsd's. 3, 5, 6 5-19-2 W5M Lsd's. S/2 8, N/2 9-7-19-2 W5M Lsd's. 3, 4, 5, 12, 17-19-2 W5M Lsd's. 3, 6, 11, 12, 14 19-19-2 W5M	Legacy	100.00000	0.4796	0.4796	Legacy

Contract: U00201 Schedule I, Revision 43 (Correction #2), Effective as of the Enlargement date Page 8

ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
	Lsd's. 1, 7, 8, 9, 10, 15, 16 25-19-3 W5M					
	Lsd. 1-35-19-3 W5M					
5B	Lsd's. 3, 5, 12 1-20-3 W5M Lsd's. 1, 2, W/2 3, 7, 8, 10, 11, 14, 15 11-20-3 W5M Lsd's. 2, 3, 4 14-20-3 W5M	Legacy	100.00000	0.3312	0.3312	Legacy
5C	W/2 Lsd. 9 2-20-3 W5M	Legacy	100.00000	0.0114	0.0114	Legacy
5D	Lsd's. 1, 2, 7, 10, 15 19-19-2 W5M	Legacy	100.00000	0.1143	0.1143	Legacy
5E	Lsd's. 3, 4, 5, 6, 12, 13 30-19-2 W5M	Legacy	100.00000	0.1713	0.1713	Legacy
	Lsd. 16-2-20-3 W5M					
	E/2 Lsd. 3-11-20-3 W5M					
5F	E/2 Lsd. 9-2-20-3 W5M	Legacy	100.00000	0.0114	0.0114	Legacy
5G	Lsd's. 1, 7, 8 18-19-2 W5M	Legacy	100.00000	0.0685	0.0685	Legacy
5H	Lsd's. 9, 10, 15, 16 18-19-2 W5M	Legacy	100.00000	0.2511	0.2511	Legacy
	Lsd's. 11, 13, 15 24-19-3 W5M					
	Lsd. 10, 11, 13, 14 36-19-3 W5M					
5I	Lsd's. S/2 5, 6, 7, 10, 11 N/2 12, 14	Legacy	100.00000	0.1371	0.1371	Legacy

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ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
	8-19-2 W5M					
5J	Lsd. 3-24-19-3 W5M	Computershare	100.00000	0.1598	0.1598	Computershare
	Lsd. 16-26-19-3 W5M					
	Lsd's. 1, 2, 6, 7, 8 36-19-3 W5M					
5K	Lsd's. 2, 7 6-19-2 W5M	Legacy	82.93180	0.6037	0.7280	Legacy
		Mayel	00.24050	0.0018		
		Computershare	10.78320	0.0785		
		Petroleum Corp	06.04450	0.0440		
5L	Lsd's. 3, 6, 11, 12, 13 6-19-2 W5M	Legacy	82.93180	4.7587	5.7380	Legacy
		Mayel	00.24050	0.0138		
		Computershare	10.78320	0.6187		
		Petroleum Corp	06.04450	0.3468		
5M	Lsd's 1,8 26-19-3 W5M	Legacy	82.93180	4.1853	5.0466	Legacy
		Mayel	00.24050	0.0121		
		Computershare	10.78320	0.5442		
		Petroleum Corp	06.04450	0.3050		
5N	Lsd's 10,15 26-19-3 W5M	Legacy	82.93180	4.1154	4.9624	Legacy
		Mayel	00.24050	0.0119		
		Computershare	10.78320	0.5351		
		Petroleum Corp	06.04450	0.3000		
5O	Lsd's 8, 10 10-20-3 W5M	Legacy	82.93180	1.7132	2.0658	Legacy
		Mayel	00.24050	0.0050		
		Computershare	10.78320	0.2228		
		Petroleum Corp	06.04450	0.1248		
5P	Lsd's 4,5-6-19-2W5M	Legacy	82.93180	9.1102	10.9852	Legacy
	Lsd's 4,5,12-24-19-3W5M	Mayel	00.24050	0.0264		
		Computershare	10.78320	1.1846		

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ENERGY RESOURCES CONSERVATION BOARD
ORDER NO. TVU 5
SCHEDULE I

Tract No.	Legal Description	Working Interest Holder	Percentage of Working Interest in Tract	Tract Participating Interest	Tract Participating Percentage	Tract Agent
	Lsd's 3 to 6-15-20-3W5M	Petroleum Corp	06.04450	0.6640		
	Lsd's 11 to 15-10-20-3W5M					
5Q	4-7-19-2-W5	Legacy	82.93180	1.0711	1.2915	Legacy
		Mayel	00.24050	0.0031		
		Computershare	10.78320	0.1392		
		Petroleum Corp	06.04450	0.0781		
5R	SE & Lsd's 9, 10 & 15-12-19-3W5	Legacy	82.93180	0.9280	1.1190	Legacy
		Mayel	00.24050	0.0027		
		Computershare	10.78320	0.1207		
		Petroleum Corp	06.04450	0.0676		

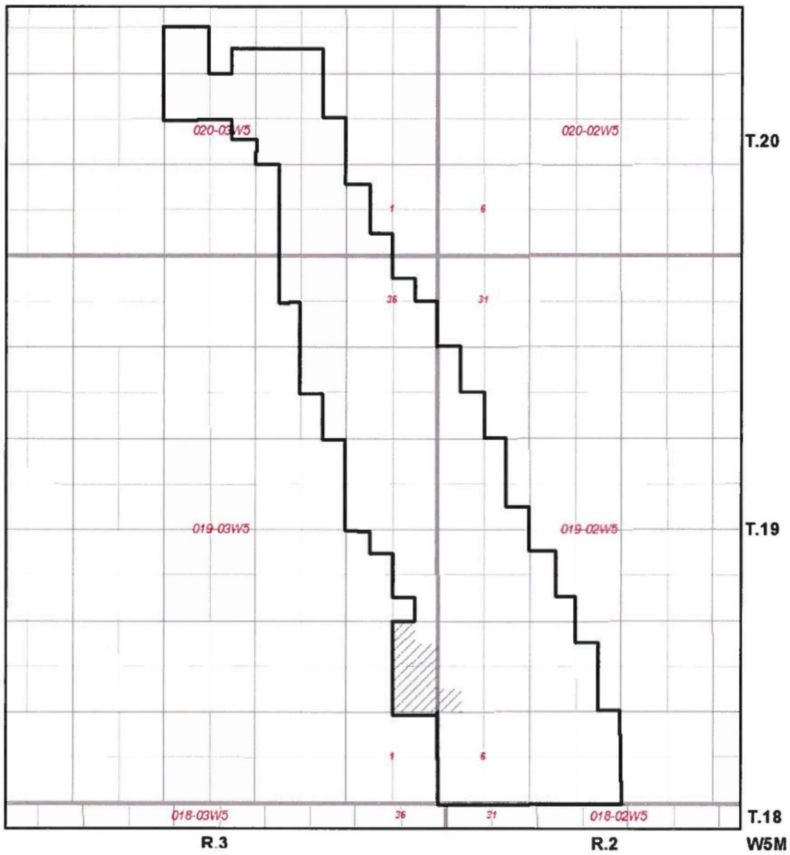
ENERGY RESOURCES CONSERVATION BOARD

ORDER NO. TVU 5

SCHEDULE I
(ABBREVIATIONS)

Working Interest Holder	Abbreviation
Legacy Oil + Gas Inc.	Legacy
Computershare Trust Company of Canada, Trustee Turner Valley Unit #5	Computershare
Mayel Minerals Ltd.	Mayel
Petroleum Corporation of Canada Exploration Ltd.	Petroleum Corp.

Revision No. 43 Effective as of the Enlargement Date



TURNER VALLEY UNIT NO. 5
APPENDIX A TO APPROVAL NO. TVU5

The AER does not warrant the accuracy or completeness of the information contained in this map and is not responsible for any errors or omissions in its content and accepts no liability for the use of this information.

Base Data Provided by Spatial Data Warehouse Ltd., 2003

Area(s) of Change

Added

Deleted

ENERGY RESOURCES CONSERVATION BOARD

ORDER NO. TVU 5

SCHEDULE II

Working Interest Holder	Final Unit Participating Percentage
Legacy Oil + Gas Inc.	82.9323
Computershare Trust Company of Canada, Trustee Turner Valley Unit #5	10.7827
Mayel Minerals Ltd.	0.2406
Petroleum Corporation of Canada Exploration Ltd.	6.0444
Total	100.00000

Revision #: 43; Effective as of the Enlargement Date

Contract: U00201 Schedule II Page 1

Infrastructure

Sale or Disposition of Land

(Government Organization Act)

Name of Purchaser: Abacus Property Management Ltd.
Consideration: $2,859,150.00
Land Description: Meridian 4, Range 29, Township 24, Section 1. That portion of the north east quarter which lies west of Subdivision Plan 0012194 and northeast of Transportation and Utility Corridor Right of Way on Plan 8911124 containing 11.02 hectares (27.23 acres) more or less. Excepting thereout all mines and minerals and the right to work the same

Safety Codes Council

Agency Accreditation

(Safety Codes Act)

Pursuant to Section 30 of the Safety Codes Act it is hereby ordered that

Black Wolf Electrical Inspection Services Inc, Accreditation No. A000890, Order No. 2977

Having satisfied the terms and conditions of the Safety Codes Council is authorized to provide services under the Safety Codes Act including applicable Alberta amendments and regulations for **Electrical**.

Consisting of all parts of the Canadian Electrical Code, Code for Electrical Installations at Oil and Gas Facilities and Alberta Electrical Utility Code.

Accredited Date: February 22, 2016 Issued Date: February 22, 2016.

Agency Accreditation - Cancellation

Pursuant to Section 30 of the Safety Codes Act it is hereby ordered that

Solaris Electrical Consulting Inc, Accreditation No. A000878, Order No. 2937

Is to cease services under the Safety Codes Act for **Electrical**.

Consisting of all parts of the Canadian Electrical Code, Code for Electrical Installations at Oil and Gas Facilities and Alberta Electrical Utility Code.

Issued Date: March 4, 2016.

Corporate Accreditation

(Safety Codes Act)

Pursuant to section 28 of the Safety Codes Act it is hereby ordered that

Cardinal Energy Ltd, Accreditation No. C000891, Order No. 2978

Having satisfied the terms and conditions of the Safety Codes Council is authorized to administer the Safety Codes Act including applicable Alberta amendments and regulations within the Corporation's industrial facilities for the discipline of **Electrical**

Consisting of all parts of the Canadian Electrical Code Part 1, Code for Electrical Installations at Oil & Gas Facilities.

Accredited Date March 8, 2016 Issued Date: March 8, 2016.

Pursuant to section 28 of the Safety Codes Act it is hereby ordered that

Repsol Oil & Gas Canada Inc., Accreditation No. C000130, Order No. 0330

Having satisfied the terms and conditions of the Safety Codes Council is authorized to administer the Safety Codes Act including applicable Alberta amendments and regulations within the Corporation's industrial facilities for the discipline of **Electrical**

Consisting of all parts of the Canadian Electrical Code Part 1, Code for Electrical Installations at Oil & Gas Facilities.

Accredited Date: November 3, 1995 Issued Date: March 10, 2016.

Pursuant to section 28 of the Safety Codes Act it is hereby ordered that

SUEZ (Swan Hills Treatment Centre), Accreditation No. C000203, Order No. 0731

Having satisfied the terms and conditions of the Safety Codes Council is authorized to administer the Safety Codes Act including applicable Alberta amendments and regulations within the Corporation's industrial facilities for the discipline of **Electrical**

Consisting of all parts of the Canadian Electrical Code Part 1, Code for Electrical Installations at Oil & Gas Facilities.

Accredited Date February 28, 1996 Issued Date: March 2, 2016.

Pursuant to section 28 of the Safety Codes Act it is hereby ordered that

Wild Rose Energy Ltd, Accreditation No. C000892, Order No. 2979

Having satisfied the terms and conditions of the Safety Codes Council is authorized to administer the Safety Codes Act including applicable Alberta amendments and regulations within the Corporation's industrial facilities for the discipline of **Electrical**

Consisting of all parts of the Canadian Electrical Code Part 1, Code for Electrical Installations at Oil & Gas Facilities.

Accredited Date March 9, 2016 Issued Date: March 9, 2016.

Corporate Accreditation - Cancellation

(Safety Codes Act)

Pursuant to section 28 of the Safety Codes Act it is hereby ordered that

Talisman Energy, Accreditation No. C000130, Order No. 2915

Is to cease administration under the Safety Codes Act within its jurisdiction for **Gas**

Consisting of all parts of the Natural Gas and Propane Installation Code & Propane Storage and Handling Code

Issued Date: March 10, 2016

Alberta Securities Commission

AMENDMENTS TO
MULTILATERAL INSTRUMENT 11-102
Passport System

(Securities Act)

Made as a rule by the Alberta Securities Commission on October 14, 2015 pursuant to sections 223 and 224 of the Securities Act.

Amendments to
Multilateral Instrument 11-102 *Passport System*

1. Multilateral Instrument 11-102 Passport System is amended by this Instrument.

2. Appendix D is amended by replacing the following rows

Offering memorandum in required form	s.2.9(5) of NI 45-106	n/a
Requirement to file offering memorandum within prescribed time	s.2.9(17) of NI 45-106	n/a

with

Offering memorandum in required form	s.2.9(5) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) of NI 45-106	s.2.9(5) & s.2.9(5.1) of NI 45-106
Requirement to file offering memorandum within prescribed time	s.2.9(17) of NI 45-106												

3. This Instrument comes into force on April 30, 2016.

Alberta Securities Commission

AMENDMENTS TO NATIONAL INSTRUMENT 45-102 *Resale of Securities*

(Securities Act)

Made as a rule by the Alberta Securities Commission on October 14, 2015 pursuant to sections 223 and 224 of the Securities Act.

Amendments to National Instrument 45-102 *Resale of Securities*

1. ***National Instrument 45-102 Resale of Securities is amended by this Instrument.***

2. ***Appendix D is amended in the list preceding "Transitional and Other Provisions" by replacing*** "section 2.9 [*Offering memorandum*] (in Alberta, British Columbia, Manitoba, New Brunswick, Newfoundland and Labrador, Northwest Territories, Nova Scotia, Nunavut, Prince Edward Island, Québec, Saskatchewan and Yukon);" ***with*** "section 2.9 [*Offering memorandum*];".

3. This Instrument comes into force on April 30, 2016.

Alberta Securities Commission

AMENDMENTS TO
NATIONAL INSTRUMENT 45-106
Prospectus Exemptions

(Securities Act)

Made as a rule by the Alberta Securities Commission on October 14, 2015 pursuant to sections 223 and 224 of the Securities Act.

Amendments to
National Instrument 45-106 *Prospectus Exemptions*

1. National Instrument 45-106 Prospectus Exemptions is amended by this Instrument.

2. Section 1.1 is amended

(a) in paragraph (b) of the definition of "eligibility adviser" by deleting "Saskatchewan or",

(b) in paragraph (h) of the definition of "eligible investor" by adding "in Manitoba, Northwest Territories, Nunavut, Prince Edward Island and Yukon," ***before*** "a person that has obtained advice".

3. The Instrument is amended by adding the following section:

1.1.1 In this Instrument, in Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan

"**date of transition to IFRS**" has the same meaning as in National Instrument 51-102 *Continuous Disclosure Obligations*;

"**exempt market dealer**" has the same meaning as in National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*;

"**first IFRS financial statements**" has the same meaning as in National Instrument 51-102 *Continuous Disclosure Obligations*;

"**investment dealer**" has the same meaning as in National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*;

"**new financial year**" means the financial year of an issuer that immediately follows a transition year;

"**old financial year**" means the financial year of an issuer that immediately precedes a transition year;

"**OM marketing materials**" means a written communication, other than an OM standard term sheet, intended for prospective purchasers regarding a distribution of securities under an offering memorandum delivered under section 2.9 [*Offering memorandum*] that contains material facts relating to an issuer, securities or an offering;

"**OM standard term sheet**" means a written communication intended for prospective purchasers regarding a distribution of securities under an offering memorandum delivered under section 2.9 [*Offering memorandum*] that

(a) is dated,

(b) includes the following legend, or words to the same effect, on the first page:

"This document does not provide disclosure of all information required for an investor to make an informed investment decision. Investors should read the offering memorandum, especially the risk factors relating to the securities offered, before making an investment decision.",

(c) contains only the following information in respect of the issuer, the securities or the offering:

(i) the name of the issuer;

(ii) the jurisdiction or foreign jurisdiction in which the issuer's head office is located;

(iii) the statute under which the issuer is incorporated, continued or organized or, if the issuer is an unincorporated entity, the laws of the jurisdiction or foreign jurisdiction under which it is established and exists;

(iv) a brief description of the business of the issuer;

(v) a brief description of the securities;

(vi) the price or price range of the securities;

(vii) the total number or dollar amount of the securities, or range of the total number or dollar amount of the securities;

(viii) the names of any agent, finder or other intermediary, whether registered or not, involved with the offering and the amount of any commission, fee or discount payable to them;

(ix) the proposed or expected closing date of the offering;

(x) a brief description of the use of proceeds;

(xi) the exchange on which the securities are proposed to be listed, if any, provided that the OM standard term sheet complies with the requirements of securities legislation for listing representations;

(xii) in the case of debt securities, the maturity date of the debt securities and a brief description of any interest payable on the debt securities;

(xiii) in the case of preferred shares, a brief description of any dividends payable on the securities;

(xiv) in the case of convertible securities, a brief description of the underlying securities into which the convertible securities are convertible;

(xv) in the case of exchangeable securities, a brief description of the underlying securities into which the exchangeable securities are exchangeable;

(xvi) in the case of restricted securities, a brief description of the restriction;

(xvii) in the case of securities for which a credit supporter has provided a guarantee or alternative credit support, a brief description of the credit supporter and the guarantee or alternative credit support provided;

(xviii) whether the securities are redeemable or retractable;

(xix) a statement that the securities are eligible, or are expected to be eligible, for investment in registered retirement savings plans, tax-free savings accounts or other registered plans, if the issuer has received, or reasonably expects to receive, a legal opinion that the securities are so eligible;

(xx) contact information for the issuer or any registrant involved, and

(d) for the purposes of paragraph (c), "brief description" means a description consisting of no more than three lines of text in type that is at least as large as that used generally in the body of the OM standard term sheet;

"**portfolio manager**" has the same meaning as in National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*;

"**SEC issuer**" has the same meaning as in National Instrument 51-102 *Continuous Disclosure Obligations*;

"**specified derivative**" has the same meaning as in National Instrument 44-102 *Shelf Distributions*;

"**structured finance product**" has the same meaning as in National Instrument 25-101 *Designated Rating Organizations*;

"**transition year**" means the financial year of an issuer in which the issuer has changed its financial year end;

"**U.S. laws**" has the same meaning as in National Instrument 51-102 *Continuous Disclosure Obligations*.**.**

4. Section 2.9 is amended

(a) in subsection (1) by deleting ", New Brunswick, Nova Scotia",

(b) in subsection (2) by replacing "In Alberta, Manitoba, Northwest Territories, Nunavut, Prince Edward Island, Québec, Saskatchewan and Yukon" ***with*** "In Manitoba, Northwest Territories, Nunavut, Prince Edward Island and Yukon",

(c) by adding the following subsections:

(2.1) In Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan, the prospectus requirement does not apply to a distribution by an issuer of a security of its own issue to a purchaser if

(a) the purchaser purchases the security as principal,

(b) the acquisition cost of all securities acquired by a purchaser who is an individual under this section in the preceding 12 months does not exceed the following amounts:

(i) in the case of a purchaser that is not an eligible investor, $10 000;

(ii) in the case of a purchaser that is an eligible investor, $30 000;

(iii) in the case of a purchaser that is an eligible investor and that received advice from a portfolio manager, investment dealer or exempt market dealer that the investment is suitable, $100 000,

(c) at the same time or before the purchaser signs the agreement to purchase the security, the issuer

(i) delivers an offering memorandum to the purchaser in compliance with subsections (5) to (13), and

(ii) obtains a signed risk acknowledgement from the purchaser in compliance with subsection (15), and

(d) the security distributed by the issuer is not either of the following:

(i) a specified derivative;

(ii) a structured finance product.

(2.2) The prospectus exemption described in subsection (2.1) is not available

(a) in Alberta, Nova Scotia and Saskatchewan, to an issuer that is an investment fund, unless the issuer is a non-redeemable investment fund or a mutual fund that is a reporting issuer, or

(b) in New Brunswick, Ontario and Québec, to an issuer that is an investment fund.

(2.3) The investment limits described in subparagraphs (2.1)(b)(ii) and (iii) do not apply if the purchaser is

(a) an accredited investor, or

(b) a person described in subsection 2.5(1) [Family, friends and business associates].,

(d) ***in subsection (3) by replacing*** "In Alberta, Manitoba, Northwest Territories, Nunavut, Prince Edward Island, Québec, Saskatchewan and Yukon" ***with*** "In Manitoba, Northwest Territories, Nunavut, Prince Edward Island and Yukon",

(e) ***by adding the following subsection:***

(3.0.1) In Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan, this section does not apply to a distribution of a security to a person that was created, or is used, solely to purchase or hold securities in reliance on the exemption from the prospectus requirement set out in subsection (2.1).,

(f) ***in subsection (3.1) by replacing*** "Subsections (1) and (2)"***, with*** "Subsections (1), (2) and (2.1)",

(g) ***in subsection (4) by deleting*** ", Saskatchewan",

(h) ***by adding the following subsections:***

(5.1) In Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan, an offering memorandum delivered under subsection (2.1)

(a) must incorporate by reference, by way of a statement in the offering memorandum, OM marketing materials related to each distribution under the offering memorandum and delivered or made reasonably available to a prospective purchaser before the termination of the distribution, and

(b) is deemed to incorporate by reference OM marketing materials related to each distribution under the offering memorandum and delivered or made reasonably available to a prospective purchaser before the termination of the distribution.

(5.2) A portfolio manager, investment dealer or exempt market dealer must not distribute OM marketing materials unless the OM marketing materials have been approved in writing by the issuer.,

(i) ***in subsections (15) and (16) by replacing*** "(1) or (2)" ***with*** "(1), (2) or (2.1)" ***wherever the phrase appears, and***

(j) ***by adding the following subsections:***

(17.1) In Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan, the issuer must file with the securities regulatory authority a copy of all OM marketing materials required or deemed to be incorporated by reference into an offering memorandum delivered under this section,

(a) if the OM marketing materials are prepared on or before the filing of the offering memorandum, concurrently with the filing of the offering memorandum, or

(b) if the OM marketing materials are prepared after the filing of the offering memorandum, within 10 days of the OM marketing materials being delivered or made reasonably available to a prospective purchaser.

(17.2) OM marketing materials filed under subsection (17.1) must include a cover page clearly identifying the offering memorandum to which they relate.

(17.3) Subsections (17.4) to (17.21) apply to issuers that rely on subsection (2.1) and that are not reporting issuers in any jurisdiction of Canada.

(17.4) In Alberta, an issuer must, within 120 days after the end of each of its financial years, file with the securities regulatory authority annual financial statements and make them reasonably available to each holder of a security acquired under subsection (2.1).

(17.5) In New Brunswick, Ontario, Québec and Saskatchewan, an issuer must, within 120 days after the end of each of its financial years, deliver annual financial statements to the securities regulatory authority and make them reasonably available to each holder of a security acquired under subsection (2.1).

(17.6) In Nova Scotia, an issuer must, within 120 days after the end of each of its financial years, make reasonably available annual financial statements to each holder of a security acquired under subsection (2.1).

(17.7) Despite subsections (17.4), (17.5) and (17.6), as applicable, if an issuer is required to file, deliver or make reasonably available annual financial statements for a financial year that ended before the issuer distributed securities under subsection (2.1) for the first time, those annual financial statements must be filed in Alberta, delivered in New Brunswick, Ontario, Québec and Saskatchewan or made reasonably available in Nova Scotia, as applicable, on or before the later of

(a) the 60^{th} day after the issuer first distributes securities under subsection (2.1), and

(b) the deadline in subsection (17.4), (17.5) or (17.6), as applicable, to file, deliver or make reasonably available the annual financial statements.

(17.8) The annual financial statements of an issuer referred to in subsections (17.4), (17.5) and (17.6) must include

(a) a statement of comprehensive income, a statement of changes in equity, and a statement of cash flows for

(i) the most recently completed financial year, and

(ii) the financial year immediately preceding the most recently completed financial year, if any,

(b) a statement of financial position as at the end of each of the periods referred to in paragraph (a),

(c) in the following circumstances, a statement of financial position as at the beginning of the financial year immediately preceding the most recently completed financial year:

(i) the issuer discloses in its annual financial statements an unreserved statement of compliance with IFRS, and

(ii) the issuer

(A) applies an accounting policy retrospectively in its annual financial statements,

(B) makes a retrospective restatement of items in its annual financial statements, or

(C) reclassifies items in its annual financial statements,

(d) in the case of the issuer's first IFRS financial statements, the opening IFRS statement of financial position at the date of transition to IFRS, and

(e) notes to the annual financial statements.

(17.9) If the annual financial statements referred to in subsection (17.8) present the components of profit or loss in a separate income statement, the separate income statement must be displayed immediately before the statement of comprehensive income referred to in subsection (17.8).

(17.10) The annual financial statements referred to in subsection (17.8) must be audited.

(17.11) Despite subsection (17.10), for the first annual financial statements of an issuer referred to in subsections (17.4), (17.5) and (17.6), comparative information relating to the preceding financial year is not required to be audited if it has not been previously audited.

(17.12) Any period referred to in subsection (17.8) that has not been audited must be clearly labelled as unaudited.

(17.13) In Alberta, New Brunswick, Ontario, Québec and Saskatchewan, if an issuer decides to change its financial year end by more than 14 days, it must deliver to the securities regulatory authority and make reasonably available to each holder of a security acquired under subsection (2.1) a notice containing the information set out in subsection (17.15) as soon as practicable and, in any event, no later than the earlier of

(a) the deadline, based on the issuer's old financial year end, for the next annual financial statements referred to in subsections (17.4) and (17.5), and

(b) the deadline, based on the issuer's new financial year end, for the next annual financial statements referred to in subsections (17.4) and (17.5).

(17.14) In Nova Scotia, if an issuer decides to change its financial year end by more than 14 days, it must make reasonably available to each holder of a security acquired under subsection (2.1) a notice containing the information set out in subsection (17.15) as soon as practicable and, in any event, no later than the earlier of

(a) the deadline, based on the issuer's old financial year end, for the next annual financial statements referred to in subsection (17.6), and

(b) the deadline, based on the issuer's new financial year end, for the next annual financial statements referred to in subsection (17.6).

(17.15) The notice referred to in subsections (17.13) and (17.14) must state

(a) that the issuer has decided to change its financial year end,

(b) the reason for the change,

(c) the issuer's old financial year end,

(d) the issuer's new financial year end,

(e) the length and ending date of the periods, including the comparative periods, of the annual financial statements referred to in subsections (17.4), (17.5) and (17.6) for the issuer's transition year and its new financial year, and

(f) the filing deadline for the annual financial statements for the issuer's transition year.

(17.16) If a transition year is less than 9 months in length, the issuer must include as comparative financial information to its annual financial statements for its new financial year

(a) a statement of financial position, a statement of comprehensive income, a statement of changes in equity, a statement of cash flows, and notes to the financial statements for its transition year,

(b) a statement of financial position, a statement of comprehensive income, a statement of changes in equity, a statement of cash flows, and notes to the financial statements for its old financial year,

(c) in the following circumstances, a statement of financial position as at the beginning of the old financial year:

(i) the issuer discloses in its annual financial statements an unreserved statement of compliance with IFRS, and

(ii) the issuer

(A) applies an accounting policy retrospectively in its annual financial statements,

(B) makes a retrospective restatement of items in its annual financial statements, or

(C) reclassifies items in its annual financial statements, and

(d) in the case of the issuer's first IFRS financial statements, the opening IFRS statement of financial position at the date of transition to IFRS.

(17.17) A transition year must not exceed 15 months.

(17.18) An SEC issuer satisfies subsections (17.13), (17.14) and (17.16) if

(a) it complies with the requirements of U.S. laws relating to a change of fiscal year, and

(b) it delivers a copy of all materials required by U.S. laws relating to a change in fiscal year to the securities regulatory authority at the same time as, or as soon as practicable after, they are filed with or furnished to the SEC and, in any event, no later than 120 days after the end of its most recently completed financial year.

(17.19) The financial statements of an issuer referred to in subsections (17.4), (17.5) and (17.6) must be accompanied by a notice of the issuer disclosing in reasonable detail the use of the aggregate gross proceeds raised by the issuer under section 2.9 in accordance with Form 45-106F16, unless the issuer has previously disclosed the use of the aggregate gross proceeds in accordance with Form 45-106F16.

(17.20) In New Brunswick, Nova Scotia and Ontario, an issuer must make reasonably available to each holder of a security acquired under subsection (2.1) a notice of each of the following events in accordance with Form 45-106F17, within 10 days of the occurrence of the event:

(a) a discontinuation of the issuer's business;

(b) a change in the issuer's industry;

(c) a change of control of the issuer.

(17.21) An issuer is required to make the disclosure required respectively by subsections (17.4), (17.5), (17.6), (17.19) and (17.20) until the earliest of

(a) the date the issuer becomes a reporting issuer in any jurisdiction of Canada, and

(b) the date the issuer ceases to carry on business.

(17.22) In Ontario, an issuer that is not a reporting issuer in Ontario that distributes securities in reliance on the exemption in subsection (2.1) is designated a market participant under the *Securities Act* (Ontario).

(17.23) In New Brunswick, an issuer that is not a reporting issuer in New Brunswick that distributes securities in reliance on the exemption in subsection (2.1) is designated a market participant under the *Securities Act* (New Brunswick).

5. ***Paragraph 6.1(1)(c) is amended by replacing*** "or (2) [*Offering memorandum for Alberta, B.C., Manitoba, New Brunswick, Nova Scotia, Newfoundland and Labrador, Northwest Territories, Nunavut, Prince Edward Island, Québec, Saskatchewan and Yukon*]" ***with*** ", (2) or (2.1) [*Offering memorandum*]".

6. ***Section 6.5 is amended by adding the following subsection:***

(1.1) In Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan, the required form of risk acknowledgement for individual investors includes Schedule 1 *Classification of Investors Under the Offering Memorandum Exemption* and Schedule 2 *Investment Limits for Investors Under the Offering Memorandum Exemption* to Form 45-106F4..

7. ***Part 8 is amended by adding the following sections:***

8.4.1 Transition – offering memorandum exemption – update of offering memorandum – Despite subsection 2.9(5.1), in Alberta, New Brunswick, Nova Scotia, Québec and Saskatchewan, an issuer is not required to update an offering memorandum that was filed in the local jurisdiction before April 30, 2016, solely to incorporate the statement required under paragraph 2.9(5.1)(a), unless the offering memorandum would otherwise be required to be updated pursuant to subsection 2.9(14) or Instruction B.12 of Form 45-106F2 *Offering Memorandum for Non-Qualifying Issuers*.

8.4.2 Transition – offering memorandum exemption – marketing materials – Despite paragraph 2.9(17.1)(a), in Alberta, New Brunswick, Nova Scotia, Québec and Saskatchewan, OM marketing materials that relate to an offering memorandum that was filed in the local jurisdiction before April 30, 2016 and that are delivered or made reasonably available after April 30, 2016 must be filed within 10 days from the earlier of delivery to, or being made reasonably available to, a prospective purchaser..

8. ***Item 10.1 of Form 45-106F2 Offering Memorandum for Non-Qualifying Issuers is amended by adding*** "Ontario," ***before*** "Prince Edward Island".

9. ***Item 10.2 of Form 45-106F2 Offering Memorandum for Non-Qualifying Issuers is amended by adding*** "Ontario," ***before*** "Prince Edward Island".

10. ***Item 10 of Form 45-106F3 Offering Memorandum for Qualifying Issuers is amended by adding*** "Ontario," ***before*** "Prince Edward Island".

11. ***Form 45-106F4 Risk Acknowledgement is amended***

(a) ***by replacing*** "In Alberta, Manitoba, Northwest Territories, Nunavut, Prince Edward Island, Québec, Saskatchewan and Yukon to qualify as an eligible investor, you may be required to obtain that advice" ***with*** "In Manitoba, Northwest Territories, Nunavut, Prince Edward Island and Yukon to qualify as an eligible investor, you may be required to obtain that advice", ***and***

(b) ***by adding the following:***

Schedule 1

Classification of Investors Under the Offering Memorandum Exemption

Instructions: This schedule must be completed together with the Risk Acknowledgement Form and Schedule 2 by individuals purchasing securities under the exemption (the offering memorandum exemption) in subsection 2.9(2.1) of National Instrument 45-106 *Prospectus Exemptions* (NI 45-106) in Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan.

How you qualify to buy securities under the offering memorandum exemption
Initial the statement under A, B, C or D containing the criteria that applies to you. (You may initial more than one statement.) If you initial a statement under B or C, you are not required to complete A.

A. You are an eligible investor because:		**Your initials**
ELIGIBLE INVESTOR	Your net income before taxes was more than $75,000 in each of the 2 most recent calendar years, and you expect it to be more than $75,000 in this calendar year. (You can find your net income before taxes on your personal income tax return.)	
	Your net income before taxes combined with your spouse's was more than $125,000 in each of the 2 most recent calendar years, and you expect your combined net income to be more than $125,000 in this calendar year. (You can find your net income before taxes on your personal income tax return.)	
	Either alone or with your spouse, you have net assets worth more than $400,000. (Your net assets are your total assets, including real estate, minus your total debt including any mortgage on your property.)	

	B. You are an eligible investor, as a person described in section 2.3 [*Accredited investor*] of NI 45-106 or, as applicable in Ontario, subsection 7.3(3) of the *Securities Act* (Ontario), because:	**Your initials**
ACCREDITED INVESTOR	Your net income before taxes was more than $200,000 in each of the 2 most recent calendar years, and you expect it to be more than $200,000 in this calendar year. (You can find your net income before taxes on your personal income tax return.)	
	Your net income before taxes combined with your spouse's was more than $300,000 in each of the 2 most recent calendar years, and you expect your combined net income before taxes to be more than $300,000 in the current calendar year.	
	Either alone or with your spouse, you own more than $1 million in cash and securities, after subtracting any debt related to the cash and securities.	
	Either alone or with your spouse, you have net assets worth more than $5 million. (Your net assets are your total assets (including real estate) minus your total debt.)	

C. You are an eligible investor, as a person described in section 2.5 [*Family, friends and business associates*] of NI 45-106, because:	**Your initials**

<table>
<tr><td rowspan="3">FAMILY, FRIENDS AND BUSINESS ASSOCIATES</td><td>You are:
1) [check all applicable boxes]
☐ a director of the issuer or an affiliate of the issuer
☐ an executive officer of the issuer or an affiliate of the issuer
☐ a control person of the issuer or an affiliate of the issuer
☐ a founder of the issuer
OR
2) [check all applicable boxes]
☐ a person of which a majority of the voting securities are beneficially owned by, or a majority of the directors are, (i) individuals listed in (1) above and/or (ii) family members, close personal friends or close business associates of individuals listed in (1) above
☐ a trust or estate of which all of the beneficiaries or a majority of the trustees or executors are (i) individuals listed in (1) above and/or (ii) family members, close personal friends or close business associates of individuals listed in (1) above</td><td></td></tr>
<tr><td>You are a family member of _________________________ *[Instruction: Insert the name of the person who is your relative either directly or through his or her spouse]*, who holds the following position at the issuer or an affiliate of the issuer: _______________________________.

You are the ____________________________of that person or that person's spouse. *[Instruction: To qualify for this investment, you must be (a) the spouse of the person listed above or (b) the parent, grandparent, brother, sister, child or grandchild of that person or that person's spouse.]*</td><td></td></tr>
<tr><td>You are a close personal friend of _____________________ *[Instruction: Insert the name of your close personal friend]*, who holds the following position at the issuer or an affiliate of the issuer: _______________________________.

You have known that person for _____ years.</td><td></td></tr>
</table>

	You are a close business associate of ___________________ *[Instruction: Insert the name of your close business associate]*, who holds the following position at the issuer or an affiliate of the issuer: ____________________________. You have known that person for _____ years.	

D. You are not an eligible investor.		**Your initials**
NOT AN ELIGIBLE INVESTOR	You acknowledge that you are not an eligible investor.	

Schedule 2
Investment Limits for Investors Under the Offering Memorandum Exemption

Instructions: This schedule must be completed together with the Risk Acknowledgement Form and Schedule 1 by individuals purchasing securities under the exemption (the offering memorandum exemption) in subsection 2.9(2.1) of National Instrument 45-106 *Prospectus Exemptions* (NI 45-106) in Alberta, New Brunswick, Nova Scotia, Ontario, Québec and Saskatchewan.

SECTION 1 TO BE COMPLETED BY THE PURCHASER
1. Investment limits you are subject to when purchasing securities under the offering memorandum exemption
You may be subject to annual investment limits that apply to all securities acquired under the offering memorandum exemption in a 12 month period, depending on the criteria under which you qualify as identified in Schedule 1. Initial the statement that applies to you.

A. You are an eligible investor.		**Your initials**
ELIGIBLE INVESTOR	As an eligible investor that is an individual, you cannot invest more than **$30,000** in all offering memorandum exemption investments made in the previous 12 months, unless you have received advice from a portfolio manager, investment dealer or exempt market dealer, as identified in section 2 of this schedule, that your investment is suitable. Initial one of the following statements:	
	You confirm that, after taking into account your investment of $__________ today in this issuer, you have not exceeded your investment limit of $30,000 in all offering memorandum exemption investments made in the previous 12 months.	
	You confirm that you received advice from a portfolio manager, investment dealer or exempt market dealer, as identified in section 2 of this schedule that the following investment is suitable. You confirm that, after taking into account your investment of $__________today in this issuer, you have not exceeded your investment limit in all offering memorandum exemption investments made in the previous 12 months of $100,000.	

B. You are an eligible investor, as a person described in section 2.3 [*Accredited investor*] of NI 45-106 or, as applicable in Ontario, subsection 7.3(3) of the *Securities Act* (Ontario).		**Your initials**
ACCREDITED INVESTOR	You acknowledge that, by qualifying as an eligible investor as a person described in section 2.3 [*Accredited investor*], you are not subject to investment limits.	

C. You are an eligible investor, as a person described in section 2.5 [*Family, friends and business associates*] of NI 45-106.		**Your initials**
FAMILY, FRIENDS AND BUSINESS ASSOCIATES	You acknowledge that, by qualifying as an eligible investor as a person described in section 2.5 [*Family, friends and business associates*], you are not subject to investment limits.	

D. You are not an eligible investor.		**Your initials**
NOT AN ELIGIBLE INVESTOR	You acknowledge that you cannot invest more than **$10,000** in all offering memorandum exemption investments made in the previous 12 months. You confirm that, after taking into account your investment of $__________ today in this issuer, you have not exceeded your investment limit of $10,000 in all offering memorandum exemption investments made in the previous 12 months.	

SECTION 2 TO BE COMPLETED BY THE REGISTRANT	
2. Registrant information	
[*Instruction: this section must only be completed if an investor has received advice from a portfolio manager, investment dealer or exempt market dealer concerning his or her investment.]*	
First and last name of registrant (please print):	
Registered as: [*Instruction: indicate whether registered as a dealing representative or advising representative*]	
Telephone:	Email:
Name of firm: [*Instruction: indicate whether registered as an exempt market dealer, investment dealer or portfolio manager.*]	
Date:	

12. The Instrument is amended by adding the following form after Form 45-106F15:

Form 45-106F16
Notice of Use of Proceeds

[Insert issuer name]

For the financial year ended *[Insert end date of most recently completed financial year]*

Date: *[Specify the date of the Notice. The date must be no earlier than the date of the auditor's report on the financial statements for the issuer's most recently completed financial year.]*

[Provide the information specified in the following table.]

1	**Opening Proceeds**		
	(A)	**Closing unused proceeds balance from the last Notice in Form 45-106F16 filed, if any**	$
	(B)	**Proceeds raised in the most recently completed financial year**	$
	(C)	**Total opening proceeds** *[Line (C) = Line (A) + Line (B)]*	$
2	**Proceeds Used During the Most Recently Completed Financial Year**		
		[Provide in reasonable detail a breakdown of all proceeds used in the most recently completed financial year, including proceeds used to pay the following, as applicable: *i. selling commissions and fees* *ii. other offering costs* *iii. amounts paid in respect of each use of available funds identified in the offering memorandum* *iv. each other principal use of proceeds, identified separately]*	$
	(D)	**Total used proceeds** *[Line (D) is the sum of the uses of proceeds itemized in this section 2 of the table, and must equal the aggregate gross proceeds used during the most recently completed financial year.]*	$
3	**Closing Unused Proceeds**		
	(E)	**Closing unused proceeds** *[Line (E) = Line (C) – Line (D)]*	$

[If any of the proceeds required to be disclosed in this table were paid directly or indirectly to a related party (as defined in Instruction A.6 of Form 45-106F2 Offering Memorandum Form for Non-Qualifying Issuers) of the issuer, state in each case the name of the related party to whom the payment was made, their relationship to the issuer and the amount paid to the related party.]

Instructions for Completing
Form 45-106F16
Notice of Use of Proceeds

1. The amount for Line (A) is taken from Line (E) in the prior year's Notice of Use of Proceeds (Notice), if applicable. If a Notice was not required in the prior year, then the amount for Line (A) is $nil.

2. The amount for Line (B) is the aggregate gross proceeds raised in all jurisdictions in Canada under section 2.9 [*Offering memorandum*] of National Instrument 45-106 (the OM exemption) during the most recently completed financial year. If an issuer raised funds in reliance on other prospectus exemptions concurrently with the OM exemption during the year and it is impractical to separately track proceeds raised only under the OM exemption, the issuer can provide the disclosure outlined in the table for the aggregate gross proceeds raised under all prospectus exemptions during the most recently completed financial year.

3. If Line (C) is $nil, then the issuer does not have an obligation to file, deliver or make reasonably available the Notice for that financial year.

4. In Section 2 of the table, the issuer must provide a breakdown in reasonable detail of the uses of the aggregate gross proceeds during the most recently completed financial year. Issuers should ensure that the disclosure is specific enough and provides sufficient detail for an investor to understand how the proceeds have been used.

5. Both direct and indirect payments to related parties must be disclosed. An example of an indirect payment could include repayment of a debt that was incurred for a prior payment to a related party.

6. Proceeds invested on a temporary basis would not generally be considered to have been used.

13. The Instrument is amended by adding the following form:

Form 45-106F17
Notice of Specified Key Events

This is the form required under subsection 2.9(17.20) of National Instrument 45-106 *Prospectus Exemptions* (NI 45-106) in New Brunswick, Nova Scotia and Ontario to make available notice of specified key events to holders of securities acquired under subsection 2.9(2.1) of NI 45-106.

1. Issuer Name and Address

Provide the following information.

Full legal name			
Street Address		Province/State	
Municipality		Postal code/Zip Code	
Website		Country	

2. Specified Key Event

Provide the following information.

The event, as described in section 3, is: *[Select one or more type of event from the list below]*

- ☐ a discontinuation of the issuer's business
- ☐ a change in the issuer's industry
- ☐ a change of control of the issuer

Date on which the event occurred (yyyy/mm/dd): / /

3. Event Description

Provide a brief description of the event identified in section 2.

4. Contact Person

Provide the following information for a person at the issuer who can be contacted regarding the event described in section 3.

Name		Title	
Email address		Telephone number	

Date of notice (yyyy/mm/dd): / /

14. This Instrument comes into force on April 30, 2016.

Alberta Securities Commission

AMENDMENTS TO
NATIONAL INSTRUMENT 52-107
Acceptable Accounting Principles and Auditing Standards

(Securities Act)

Made as a rule by the Alberta Securities Commission on October 14, 2015 pursuant to sections 223 and 224 of the Securities Act.

Amendments to
National Instrument 52-107
Acceptable Accounting Principles and Auditing Standards

1. ***National Instrument 52-107 Acceptable Accounting Principles and Auditing Standards is amended by this Instrument.***

2. ***Section 1.1 is amended***

(a) ***by deleting*** "except in Ontario, " ***from paragraph (d) of the definition of*** "acquisition statements".

3. ***Subsection 2.1(2) is amended***

(a) ***by deleting*** "except in Ontario, " ***wherever it occurs, and***

(b) ***by deleting*** "and" ***at the end of paragraph (g), by adding*** ", and" ***at the end of paragraph (h) and by adding the following paragraph:***

(i) all financial statements

(i) filed by an issuer under subsection 2.9(17.4) of National Instrument 45-106 *Prospectus Exemptions*,

(ii) delivered by an issuer under subsection 2.9(17.5) of National Instrument 45-106 *Prospectus Exemptions*, or

(iii) made reasonably available by an issuer under subsection 2.9(17.6) of National Instrument 45-106 *Prospectus Exemptions*.

4. ***In the following provisions***, "(c) and (e)" ***is replaced with*** "(c), (e) and (i)":

(a) ***subsection 3.2(1);***

(b) ***subsection 3.7(1);***

(c) ***subsection 3.8(1);***

(d) ***subsection 3.9(1);***

(e) ***subsection 3.10(1).***

5. This Instrument comes into force on April 30, 2016.

ADVERTISEMENTS

Irrigation District Notice

Enforcement Return

(Irrigation Districts Act)

St. Mary River Irrigation District

Notice is hereby given that the Court of Queen's Bench of Alberta, Judicial Centre of Lethbridge, has fixed Monday, May 2nd, 2016 as the day on which at 10:00 a.m., the Court will sit at the Court House, Lethbridge, Alberta for the purpose of confirmation of the Enforcement Return for the St. Mary River Irrigation District covering rates assessed for the year 2014.

Dated at Lethbridge, Alberta, March 7, 2016

6-7 Terrence Lazarus, R.E.T., *General Manager.*

Taber Irrigation District

Notice is hereby given that the Court of Queen's Bench of the Judicial District of Lethbridge, has fixed Monday, May 2, 2016 as the day on which at the hour of 10:00 a.m., the Court will sit at the Court House, Lethbridge, Alberta, for the purpose of confirmation of the Rate Enforcement Return for the Taber Irrigation District covering rates assessed for the year 2014.

Dated at Taber, Alberta, March 15, 2016

6-7 Christopher W. Gallagher, *District Manager*

Western Irrigation District

Notice is hereby given that a Justice of the Court of Queen's Bench of Alberta has fixed Wednesday, May 11, 2016 as the day on which, at the hour of 10:00 a.m., or so soon thereafter as the application can be heard, the Court will sit in Chambers, at the Court House, 601 - 5 Street S.W. in Calgary, Alberta, for the purpose of confirmation of the Enforcement Return for the Western Irrigation District covering rates assessed for the year 2014.

Dated at Strathmore, Alberta, February 24, 2016.

6-7 Erwin Braun, P.L. (Eng), *General Manager.*

Notice of Certificate of Intent to Dissolve

(Business Corporations Act)

Notice is hereby given that a Certificate of Intent to Dissolve was issued to **Amaata Energy Inc.** on March 16, 2016.

Dated at Calgary, Alberta on March 16, 2016.

Notice is hereby given that a Certificate of Intent to Dissolve was issued to **Larcom Heating Systems Inc.** on March 14, 2016.

Dated at Red Deer, Alberta on March 14, 2016.

Larry Cunningham, *President.*

Public Sale of Land

(Municipal Government Act)

Town of Bashaw

Notice is hereby given that, under the provisions of the Municipal Government Act, Town of Bashaw will offer for sale, by public auction, in the Town Office, Town of Bashaw, Alberta, on Wednesday, May 18, 2016, at 10:00 a.m., the following lands:

Roll No	Lot	Block	Plan	C of T
1908	2	1	8122698	102232523
1909	3	1	8122698	102232524

Redemption of a parcel of land offered for sale may be effected by payment of all arrears, penalties and costs by guaranteed funds at any time prior to the auction.

Each parcel of land offered for sale will be subject to a reserve bid and to the reservations and conditions contained in the existing certificate of title.

The lands are being offered for sale on an “as is, where is” basis, and the Municipality makes no representation and gives no warranty whatsoever as to the suitability of the lands for any intended use by the successful bidder.

The auctioneer, councillors, the chief administrative officer and the designated officers and employees of the municipality must not bid or buy any parcel of land offered for sale, unless directed by the municipality to bid for or buy a parcel of land on behalf of the municipality.

The purchaser of the property will be responsible for property taxes for the current year.

No terms or conditions of sale will be considered other than those specified by the municipality.

The purchaser will be required to execute a Sale Agreement in form and substance provided by the municipality.

The successful purchaser must, at the time of sale, make payment in cash, certified cheque or bank draft payable to the municipality as follows:

a. The full purchase price if it is $10,000 or less; OR
b. If the purchase price is greater than $10,000, the purchaser must provide a non-refundable deposit in the amount of $10,000 and the balance of the purchase price must be paid within 20 days of the sale.

GST will be collected on all properties subject to GST.

The risk of the property lies with the purchaser immediately following the auction.

The purchaser is responsible for obtaining vacant possession.

The purchaser will be responsible for registration of the transfer including registration fees.

If no offer is received on a property or if the reserve bid is not met, the property cannot be sold at the public auction.

The municipality may, after the public auction, become the owner of any parcel of land that is not sold at the public auction.

Once the property is declared sold at public auction the previous owner has no further right to pay the tax arrears.

Theresa Fuller, *Chief Administrative Officer*
Town of Bashaw

NOTICE TO ADVERTISERS

The Alberta Gazette is issued twice monthly, on the 15th and last day.

Notices and advertisements must be received ten full working days before the date of the issue in which the notices are to appear. Submissions received after that date will appear in the next regular issue.

Notices and advertisements should be typed or written legibly and on a sheet separate from the covering letter. An electronic submission by email or disk is preferred. Email submissions may be sent to the Editor of The Alberta Gazette at albertagazette@gov.ab.ca. The number of insertions required should be specified and the names of all signing officers typed or printed. Please include name and complete contact information of the individual submitting the notice or advertisement.

Proof of Publication: Statutory Declaration is available upon request.

A copy of the page containing the notice or advertisement will be emailed to each advertiser without charge.

The dates for publication of Tax Sale Notices in The Alberta Gazette are as follows:

Issue of	*Earliest date on which sale may be held*
April 15	May 26
April 30	June 10
May 14	June 24
May 31	July 11
June 15	July 26
June 30	August 10
July 15	August 25
July 30	September 9
August 15	September 25
August 31	October 11
September 15	October 26
September 30	November 10

The charges to be paid for the publication of notices, advertisements and documents in The Alberta Gazette are:

Notices, advertisements and documents that are **5 or fewer pages**............................$20.00
Notices, advertisements and documents that are **more than 5 pages** $30.00

Please add 5% GST to the above prices (registration number R124072513).

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www.qp.alberta.ca

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