

CANADIAN SECURITIES EXCHANGE

NOTICE OF APPROVAL

Form 9 Notice of Proposed Issuance of Listed Securities and Policy 6 Distributions

BACKGROUND

In accordance with the *Process for the Review and Approval of Rules and the Information Contained in Form 21-101F1 and the Exhibits Thereto*, CNSX Markets Inc. ("CSE") has adopted, and the Ontario Securities Commission has approved, public interest rule amendments to Form 9 - *Notice of Proposed Issuance of Listed Securities* ("Form 9") and consequential housekeeping rule amendments to Policy 6 – *Distributions* ("Policy 6").

On August 31, 2018, the CSE proposed public interest rule amendments to Form 9 and consequential housekeeping rule amendments to Policy 6 in "Notice 2018-008 - Form 9 Notice of Proposed Issuance of Listed Securities and Policy 6 Distributions - Request for Comment" ("Notice"). The comment period expired October 1, 2018.

The public interest rule amendments would repeal the requirement for listed issuers to post to the CSE website certain information related to purchasers in an exempt distribution. The amendments would require that only investors that are Related Persons, as defined in CSE Policy 1, be identified in the Form 9. There were related changes proposed to Policy 6 to clarify filing procedures.

CSE did not receive any public comments regarding these proposed changes. Following publication of the Notice, it was determined that non-material changes would be made to Form 9 to clarify that an Issuer certifies that it has obtained consent from applicable individuals in disclosing their information. The existing information collection statement from Form 3 – Personal Information Form, amended as applicable, is also added to Form 9 as Appendix A.

ADDITIONAL NON-MATERIAL AMENDMENTS

The Certificate of Compliance on Form 9 is amended as follows:

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. the Issuer has obtained the express written consent of each applicable individual to:
 - (a) the disclosure of their information to the Exchange pursuant to this Form or otherwise pursuant to this filing; and

(b) the collection, use and disclosure of their information by the Exchange in the manner and for the purposes described in Appendix A or as otherwise identified by the Exchange, from time to time.

- ~~3.4.~~ The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
- 4.5. All of the information in this Form 9 Notice of Issuance of Securities is true.

The existing collection of personal information statement from the CSE Form 3 – *Personal Information Form* as modified for Form 9 is appended to Form 9:

Appendix A

PERSONAL INFORMATION COLLECTION POLICY REGARDING FORM 9

The Canadian Securities Exchange and its subsidiaries, affiliates, regulators and agents (collectively, “CSE or the “Exchange”) collect and use the information (which may include personal or other information) which has been provided in Form 9 for the following purposes:

- _____
- To determine whether an individual is suitable to be associated with a Listed Issuer;
- To determine whether an issuer is suitable for listing;
- To determine whether allowing an issuer to be listed or allowing an individual to be associated with a Listed Issuer could give rise to investor protection concerns or could bring the Exchange into disrepute;
- To conduct enforcement proceedings;
- To ensure compliance with Exchange Requirements and applicable securities legislation; and
- To fulfil the Exchange’s obligation to regulate its marketplace.

The CSE also collects information, including personal information, from other sources, including but not limited to securities regulatory authorities, law enforcement and self-regulatory authorities, regulation service providers and their subsidiaries, affiliates, regulators and agents. The Exchange may disclose personal information to these entities or otherwise as provided by law and they may use it for their own investigations.

The Exchange may use third parties to process information or provide other administrative services. Any third party will be obliged to adhere to the security and confidentiality provisions set out in this policy.

All personal information provided to or collected by or on behalf of The Exchange and that is retained by The Exchange is kept in a secure environment. Only those employees who need to know the information for the purposes listed above are permitted access to the information or any summary thereof. Employees are instructed to keep the information confidential at all times.

Information about you that is retained by the Exchange and that you have identified as inaccurate or obsolete will be corrected or removed.

If you wish to consult your file or have any questions about this policy or our practices, please write the Chief Privacy Officer, Canadian Securities Exchange, 220 Bay Street – 9th Floor, Toronto, ON, M5J 2W4.

The amended Form is available on the CSE website under <http://thecse.com/support/listed-companies/forms>.

The amended Policy is available on the CSE website under <http://thecse.com/support/listed-companies/policies>.

IMPLEMENTATION

The amendments are effective immediately.

Questions about this notice may be directed to:

Mark Faulkner, Vice President Listings & Regulation,
Mark.Faulkner@thecse.com, or 416-367-7341