

POLICY 1.2

FILING LOCATIONS AND PROCEDURES

1. Filing Office – Former ASE Issuers and Former VSE Issuers

- 1.1 Until March 1, 2000, issuers previously listed on the ASE (“Former ASE Issuers”) will generally be required to continue to file all documents with the Calgary office of CDNX. Similarly, until March 1, 2000, issuers previously listed on the VSE (“Former VSE Issuers”) will generally be required to continue to file all documents with the Vancouver office of CDNX.
- 1.2 News releases relating to Major Transactions, Qualifying Transactions, Reverse Take-Overs, Changes of Business and other transactions that are expected to result in a trading halt should be filed in advance of release with the Corporate Finance Department in the Issuer’s normal filing office.

2. Filing Office – Issuers which obtain a New Listing on CDNX

- 2.1 Issuers (“New CDNX Issuers”) which obtain a new listing on CDNX after November 29, 1999 and which desire to have a particular filing office deal with their filings should specify the choice and the basis for such choice in the filing letter accompanying the New Listing application. If no choice is specified, then CDNX will assign a filing office based on the location of the applicable CDNX Issuer’s head office or other business factors.
- 2.2 Issuers which file an Exchange Vetted Prospectus in connection with their Application for Listing will be assigned a filing office which will correspond with the office of CDNX responsible for vetting (reviewing) the Prospectus. *See Policy 4.2 - Prospectus Offerings and Policy 2.4 - Capital Pool Companies.* An Issuer seeking a listing as a JCP is required to file their JCP Prospectus with the Calgary office of CDNX for vetting and the Calgary office of CDNX will become the Issuer’s filing office. Similarly, an Issuer seeking a listing as a VCP will be required to file its VCP Prospectus with the Vancouver office of CDNX for vetting and the Vancouver office will then become the Issuer’s filing office.

3. Change in Filing Office

- 3.1 After March 1, 2000, all CDNX Issuers will be permitted to make application to change their filing office. However, the Exchange will generally only entertain applications to change a filing office in circumstances where an Issuer has undertaken a Reverse Take-Over, Change of Business, Qualifying Transaction or Change of Management and, as a result, factors such as the location of new management or professional advisors would justify a change in filing office. The Exchange will entertain applications for a change in filing office at other times where the Issuer submits satisfactory business reasons as to the need for a change in filing office. However, a change in filing office should be a very infrequent occurrence. Repeated applications for change in filing office will likely be refused. An Issuer seeking a change in its filing office will be required to make application to the new filing office and send a copy of the request to the current filing office.

4. Electronic or Paper Filing

- 4.1 Certain documents filed with Securities Commissions by SEDAR, such as continuous disclosure documents and Prospectuses, may also be filed with the Exchange by SEDAR. *See Policy 3.2, Filing Requirements and Continuous Disclosure.* Other Exchange filings may be made in paper format or by SEDAR. Unless originals are indicated as being required, documents may be filed by facsimile.
- 4.2 Where “common filings” are made through SEDAR under Policy 3.2 - Filing Requirements and Continuous Disclosure and:
- (a) are specific to Alberta and would have been required to be filed under the policies of the ASE or are required under the policies of CDNX, then “Canadian Venture Exchange-AB” should be selected under the SEDAR filing;
 - (b) are specific to British Columbia and would have been required to be filed under the policies of the VSE or are required under the policies of CDNX, then “Canadian Venture Exchange-BC” should be selected under the SEDAR filing; and
 - (c) are to be filed with more than one Securities Commission, then “Canadian Venture Exchange” should be selected under the SEDAR filing.

5. Confidential Information

- 5.1 With the exception of Personal Information Forms, all Exchange Forms and documents prepared in accordance with Securities Laws which are required to be filed with the Exchange are presumed to be public documents unless the documents disclose intimate financial or other personal information and the desirability of avoiding disclosure of the information, in the interests of any individual affected, outweighs the desirability of adhering to the principle of public disclosure. In the absence of compelling evidence to the contrary, the issuance of securities to any Person will not be considered confidential information.
- 5.2 Issuers should assume that Exchange forms and documents prepared in accordance with Securities Laws which are required to be filed with the Exchange will be placed in a public file and, where applicable, available to the public through INFOCDNX or the SEDAR database. Issuers should first determine if the information is subject to mandatory confidentiality provisions under FIPPA. If not, an application to the applicable Securities Commissions and the Exchange will be required, giving reasons to support the application.
- 5.3 Personal Information Forms will not be placed in a public file. However, they will be forwarded to Securities Commissions in order that background checks can be carried out on the applicable individuals.
- 5.4 Documents considered confidential by the Exchange are not published or placed in the public file and are not available through the SEDAR database or INFOCDNX. The Exchange may be required to make the information available to the Securities Commissions. The Exchange may also be required to make the information available to a government or regulatory authority pursuant to a court order or otherwise and may be required to make the information available to the public upon application under the FIPPA.
- 5.5 The names of Persons acquiring securities of an Issuer, the price per security, the number of securities, the province or state in which the Person resides, and the relationship to the Issuer, if non-arm's length, will generally be disclosed.
- 5.6 Generally, correspondence other than in the Forms prescribed by the Exchange or contracts filed other than in connection with a public offering will not be placed in the public file.