



# CanaGlobe

COMPLIANCE SOLUTIONS INC.

ISSUE 26 DECEMBER 2016

## The Compliance Connection

Public Company. Compliant Company.

### INSIDE THIS ISSUE:

ASC Rule 13-501 Fees	1
ASC Corporate Finance	1
OSC Education	2
ISS & Glass Lewis Updates	2
CCGG Proxy Circular Best Practices	2
SEDI Filing Reminder	2
Continuous Disclosure Filing Calendar	2

### Contact Information:

#### **Brenda Davis**

Phone Direct: 403-452-8026

Email:

[bdavis@canaglobecompliance.com](mailto:bdavis@canaglobecompliance.com)

#### **Suzanne Ferguson**

Phone Direct: 403-452-8002

Email:

[sferguson@canaglobecompliance.com](mailto:sferguson@canaglobecompliance.com)

### Our Services Include:

- Corporate Secretary Services
- SEDAR Filings
- SEDI Filings
- Monthly TSX, CSE and AIM Reporting
- Compliance Consulting
- Stock Exchange Applications
- Whistleblowing

### **CanaGlobe Compliance Solutions Inc.**

CanaGlobe Compliance Solutions Inc. is a consulting firm providing corporate compliance and governance services to private and public companies.

We can help you navigate the maze of listing requirements mandated by stock exchanges and securities commissions, and take care of electronic regulatory filings.

In addition, we offer full Corporate Secretary Services and provide assistance in creating Corporate Governance policies for our clients.

Email: [info@canaglobecompliance.com](mailto:info@canaglobecompliance.com)

Website: [www.canaglobecompliance.com](http://www.canaglobecompliance.com)

### **ASC Implements New Fee Regime**

The Alberta Securities Commission (“ASC”) announced that it has adopted *ASC Rule 13-501 Fees* (the “Rule”) which will replace the ASC’s current fee schedule. The Rule establishes a new participation fee model for reporting issuers (other than investment funds) that alters the method used to calculate fees for certain filings and eliminates fees based on proceeds from public and exempt distributions for these issuers. The Rule also establishes a new participation fee model and recognition fees for specified regulated entities, such as exchanges, quotation and trading reporting systems and clearing agencies.

The Rule comes into force December 1, 2016

You can find the news release [HERE](#) and the complete Rule [HERE](#).

### **ASC 2016 Corporate Finance Review**

The Alberta Securities Commission (“ASC”) has released their annual Corporate Finance Review. The annual review is comprised of full continuous disclosure and issuer oriented reviews. The main areas of focus on issuer oriented reviews this year include cyber security, social media and material contracts.

The report in its entirety can be found [HERE](#).



# CanaGlobe

COMPLIANCE SOLUTIONS INC.

*Public Company. Compliant Company*

[www.canaglobecompliance.com](http://www.canaglobecompliance.com)

Don't forget to visit [our blog](#) and connect with us on LinkedIn:

[CanaGlobe Compliance Solutions](#)

[Brenda Davis](#)

[Suzanne Ferguson](#)

## **OSC Education Opportunities**

The Ontario Securities Commission (“OSC”) is offering seminars and webinars on a number of topics including:

- [Continuous Disclosure: Hot Topics and More](#)
- [Navigating Insider Reporting and SEDI](#)
- [Financing Options for SMEs: Tips and Tools for Raising Money in the Public and Private Markets](#)

The full list of upcoming and archived events can be found [HERE](#).

## **CCGG 2016 Best Practices for Proxy Circular Disclosure**

The Canadian Coalition for Good Governance (“CCGG”) has published to their website the latest edition in their best practices series, *2016 Best Practices for Proxy Circular Disclosure*.

You can find a copy of the document [HERE](#).

## **ISS and Glass Lewis Updates**

Updated proxy voting guidelines for 2017 have been released by both Institutional Shareholder Services (ISS) which can be found [HERE](#) and Glass Lewis which can be found [HERE](#). The guidelines will be applied to shareholder meetings held on or after February 1, 2017 and include recommendations on:

- Board of Directors
- Financial Reporting Transparency
- Compensation and Performance
- Governance Structure

You can find further discussion in the following summaries which may also be of assistance in understanding the 2017 proxy guideline updates:

Fasken Martineau DuMoulin LLP. - [2017 ISS and Glass Lewis Updates](#)

Norton Rose Fulbright – [New Canadian voting guidelines for 2017 proxy season](#)

Stikeman Elliott LLP. - [ISS and Glass Lewis publish updates to voting policies for 2017 proxy season](#)

## **SEDI Filing Reminder**

If your company has either an Employee Share Ownership Plan (ESOP) or a Dividend Reinvestment Plan (DRIP) in which your insiders participate they will need to file a report of their acquisitions on or before March 31 of the next calendar year (March 31, 2017 for 2016 acquisitions).

If an insider disposed of or transferred securities under the ESOP or DRIP during the year, both the acquisition and the disposition/transfer of those securities must be reported within five calendar days of the disposition or transfer.

## **Continuous Disclosure Filing Calendar**

You can find the filing dates for the annual and interim financial statements for venture and non venture issuer's on the [Ontario Securities Commission website](#).

A PDF version of the calendar is also available on the same page.