



THE INTENSIVE SHORT COURSE ON THE TORONTO STOCK EXCHANGE AND TSX VENTURE EXCHANGE

PROGRAM CHAIR

Charlotte Bell
Senior Policy Counsel,
General Counsel's Office,
TMX Group

REGISTRATION OPTIONS

February 8 – 9, 2024:
In Person OR Online (Live)
9:00 a.m. – 5:00 p.m. ET

OR

April 1 – 2, 2024:
Online (Replay)
9:00 a.m. – 5:00 p.m. ET

***Can't make the date?**
Registration includes 120-day
unlimited, online access to the
recorded program.*

Register today at:
osgoodepd.ca/tsx

Learn the fundamentals and listing requirements for Canada's premier exchange, essential knowledge for all business professionals.

Over two days, expert instructors will guide you through the crucial facets of the TSX and TSX Venture Exchange, including:

- Fundamentals of TSX and TSX Venture Exchange, and key differences between the exchanges
- Step-by-step requirements for filing a company listing
- Best practices relating to the Exchanges: advising boards, raising capital, getting listed, and marketing and social media
- Funding Mechanisms: an in-depth look at Prospectus Offerings and Private Placements
- Continuous disclosure requirements
- Proper considerations for reverse takeovers and the acquisition of a public company

THE INTENSIVE SHORT COURSE ON THE Toronto Stock Exchange and TSX Venture Exchange

Does your work deal in some way with the listing and regulatory requirements of the Toronto Stock Exchange or TSX Venture Exchange?

Join leading securities law practitioners and key staff from the TMX Group to quickly gain the essentials you need to properly understand the fundamentals and conduct public market transactions. Gain critical expertise in the framework and rules of the TSX and TSX-V that will benefit your organization while building your personal skill set.

Topics Include:

- Navigating the step-by-step requirements for filing a listing for a client on the TSX or TSX Venture Exchange
- Keeping on top of best practices, with a focus on:
 - Forms
 - Rules
 - National Instruments
 - Interpretations
 - Published Listing Requirements and Unwritten Requirements
- Taking an in-depth look at funding mechanisms in prospectus offerings and private placements
- Reviewing the proper considerations for the acquisition of a public company
- Detailing the process and documentation required for reverse takeovers
- Building a successful and principled investor relations program
- Staying current in ongoing corporate governance requirements

Who Should Attend

- Lawyers and professionals who want to develop a solid understanding of the TSX and TSX Venture Exchange landscape
- Junior and mid-level associates practicing in corporate and securities law
- Civil litigators who practice securities litigation
- Corporate executives
- Finance officers
- Investor relations personnel
- Investment dealers and advisors
- Regulators

Register today at:

osgoodepd.ca/tsx

Agenda

Day 1: Thursday, February 8, 2024

The Operating Framework and Getting Listed

9:00 a.m.

Introduction to the Program

Charlotte Bell

Senior Policy Counsel, TMX Group

9:10 a.m.

Corporate Laws and Corporate Governance

David Toyoda

Principal, Pacific Star Corporate Finance Law

Meghan Jones

Partner, Stikeman Elliott LLP

Learn the critical corporate governance rules that apply to companies listed on the TSX and TSX Venture Exchange:

- Board composition
- Directors' roles and responsibilities
- Corporate governance
- Best practices in advising boards of directors
- Directors' liability and defences

10:30 a.m.

Break

10:45 a.m.

Securities Laws for Raising Capital

Alex Nikolic

Partner, Fasken Martineau DuMoulin LLP

Melissa Taylor

Senior Legal Counsel, Ontario Securities Commission

Delve into the key legal issues and best practices in arranging financing:

- Overview of securities laws
- Prospectuses and public offerings
- Private placements and exemption requirements

“Great balance of detail and overview.
Case studies were great.”

Anish Shrimankar

RBC Capital Markets

- Resale restrictions, including escrow
- Best practices and common errors

12:00 p.m.

Lunch

1:00 p.m.

Listing Requirements

Joel Weinstein

Senior Manager, Listed Issuer Services, TSX

Natalie Ho

Senior Listings Advisor, TSX Venture Exchange

An overview of the listing requirements of the TSX and TSX Venture Exchange:

- TSX listing requirements
- TSX Venture Exchange listing requirements
- Key differences between the Exchanges
- “Graduation” from the TSX Venture Exchange to TSX
- Best practices and common errors
- Key contacts

2:45 p.m.

Break

3:00 p.m.

Continuous Disclosure Requirements

Vaughn MacLellan

Partner, DLA Piper LLP

Charlotte Bell

Senior Policy Counsel, TMX Group

Gain a practical understanding of continuous disclosure obligations and how to handle those obligations effectively:

- What is a material change? What needs to be disclosed and when?
- Financial reporting
- Shareholder meetings
- Filing cycle for listed entities and key ongoing filings (including identification of the differences between the TSX and TSX Venture Exchange)
- What are the steps to take to ensure that disclosure obligations are handled effectively?

5:00 p.m.

Day One Adjourns

Day 2: Friday, February 9, 2024

TSX and TSX Venture Exchange Transactions

9:00 a.m.

Using the Toronto Stock Exchange to Raise Capital

Shawn Blundell

Associate, Stikeman Elliott LLP

Renee Kim

Senior Listings Manager, TSX

Get detailed guidance on the TSX policies and filing requirements for:

- Subsequent financings (private placements and public offerings)
- Security-based compensation
- Acquisitions and dispositions
- Best practices and common errors

10:30 a.m.

Break

10:45 a.m.

Using the TSX Venture Exchange to Raise Capital

Polina Lysetska

Listings Manager, TSX Venture Exchange

Catherine Youdan

Partner, Blake, Cassels & Graydon LLP

A comprehensive look at the TSX Venture Exchange policies and filing requirements for:

- Subsequent financings (private placements and public offerings)
- Stock options
- Acquisitions and dispositions (escrow)
- Best practices and common errors

12:00 p.m.

Lunch

1:00 p.m.

Trading: Understanding Canadian Equity Market Mechanics

Arne Gulstene

Head, TSX Company Services Capital Formation

Learn the basics of equity trading, the various players, and the market structure within which capital moves through the system.

The objective is to help demystify the impact trading phenomena and mechanics have on stocks.

- TMX and Alternative Trading Platforms and Dark Pools
- Anonymous Trading
- HFTs and Algorithmic Trading
- Market on Close Facility

2:15 p.m.

Break

2:30 p.m.

Insider Obligations

Charlotte Bell

Senior Policy Counsel, TMX Group

Jennifer Campbell

Partner, Folger Rubinoff LLP

An overview of the obligations imposed personally on directors and officers of public companies, including:

- Insider reporting
- Insider trading prohibitions

4:00 p.m.

Investor Relations

Joe Racanelli

Director, Investor Relations and Communication, Sherritt International

Learn about the building blocks needed to create a successful and principled investor relations program for public companies of all sizes.

- What you must do: the prerequisites to an IR program
- What you should not do: the difference between IR and promotion
- Effective communication tips
- Best practices for use of social media and other online communication tools
- Understanding deal and client objectives
- Effective client communications – tips and TSX/TSX Venture Exchange specific issues

5:00 p.m.

Conclusion of the Program

Charlotte Bell

Senior Policy Counsel, TMX Group

Chair

Charlotte Bell

Senior Policy Counsel, General Counsel's Office, TMX Group

Faculty

Shawn Blundell

Associate, Stikeman Elliott LLP

Jennifer Campbell

Partner, Folger Rubinoff LLP

Arne Gulstene

Head, TSX Company Services
Capital Formation

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DuMoulin LLP

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Director, Investor Relations
and Communication,
Sherritt International

David Toyoda

Associate Counsel,
Boughton Law Corporation

Joel Weinstein

Senior Manager,
Listed Issuer Services, TSX

Catherine Youdan

Partner, Blake, Cassels &
Graydon LLP

Registration Details

Fee per Delegate: \$995 + TAX

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Phone: 416 597 9724



Mail: 1 Dundas Street West, 26th Floor, Toronto, ON, M5G 1Z3

“The program is very useful. The content is not only comprehensive, it also gave a fair amount of practical examples.”

Rochelle Debono

Corporate Affairs Manager, Optiva

“Very interesting and a vast wealth of knowledge. Great way to reference with supplied manual for these particular subjects.”

Martin Kepman

CEO/Director, Manganese X Energy Corp.

OSGOODE
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YORK
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The Intensive Short Course on the Toronto Stock Exchange and TSX Venture Exchange

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