

Second Protocol of Amendment

The undersigned, Parties to the Agreement on Internal Trade, hereby agree to make the following revisions, additions and corrections:

Note: All changes relate to both the English and French versions of the Agreement, except where noted.

1. Annex 502.1B:

Paragraph 1 (a) is amended by deleting “ services that in the Provinces issuing the tender may, by legislation or regulation, be provided only by any of the following licensed professionals:” and replacing it with “services that may, under the applicable laws of the Party issuing the tender, only be provided by the following licensed professionals:” and by deleting “chartered” before “accountants”.

Paragraph 1 (c) is deleted and Article 507 (b) is amended to read:

“procurement of goods, services or construction purchased on behalf of an entity not covered by this Chapter or, for procurements by entities which operate sporting or convention facilities, in order to respect a commercial agreement between such an entity that contains provisions incompatible with the present Chapter;”

Paragraphs 1 (d) and 1 (e) are retained and the remaining paragraphs are sequentially relettered.

2. Annex 502.2A:

Delete “Canadian Saltfish Corporation” and add “Motus Technologie”.

3. Annex 502.2B:

Delete “Canadian National Railway” as it is no longer a Crown Corporation.

4. Article 506 (11) (d):

Replace “and” between “transportation costs” and “technical considerations” with the word “or”; and delete the comma between “asphalt” and “compound”.

5. Article 507:

Amend (d) to read “procurement contracts with a public body or a non-profit organization”.

6. Article 507 (c) - French text only:

Delete “les marchés publics des établissements philanthropiques, de personnes incarcérées ou de personnes handicapées” and replace with “les marchés publics avec des établissements philanthropiques, des personnes incarcérées ou des personnes handicapées”.

7. Article 508 (1) (c) - French text only:

Replace “de méthodes” with “des méthodes”

8. Article 508 (4) (b) - French text only:

Add “leur” between “pour s’assurer qu’ils répondent à” and “objectifs économiques”.

9. Article 604 (4)

Delete existing text and replace with:

“Annex 604.4 lists existing measures maintained by each Party which include local presence and residency requirements that either require an investor of another Party to be resident in its territory as a condition for the establishment or acquisition of an enterprise; or require an enterprise of any other Party to establish or maintain a representative office or enterprise, or to be resident, in its territory as a condition for carrying on business activities. No measure listed may be made more restrictive than it was on the date of entry into force of this Agreement.”

10. Add Annex 604.4 - Local Presence and Residency Requirements.

11. Article 604 (5)

Delete existing text and replace with:

“The Parties shall examine the measures listed in Annex 604.4 and make recommendations to the Committee as to the appropriate retention, removal or replacement of such measures.”

12. Article 606

Delete existing text and replace with:

“The Parties shall reconcile extra-provincial corporate registration and reporting requirements in accordance with Annex 606.”

13. Add Annex 606 - Extra-provincial Corporate Registration and Reporting Requirements.

14. Article 810 - French text only:

Replace “acquièrè” with “acquièrt” in the definition of “consommateur”.

15. Annex 903.1 - French text only:

In the last paragraph of the first point of “II Engagements”, change “gouvernementales” to “gouvernementaux”.

16. Chapter 10:

Change all occurrences of “July 1, 1996” to read “March 31, 1997”.

17. Annex 1102.2 Chapter 4803.00 - French text only:

Change “papiers de toilettes” to “papier hygiénique”.

18. Annex 1102.2 Chapters 48.04 and 48.08 - French text only:

Replace “Kraft” with “kraft”.

19. Article 1400:

Change the reference to “Article 401 (Application)” to “Article 401 (Reciprocal Non-Discrimination)”.

20. Delete Article 1404 (3)

21. Add Annex 1507.2 - Non Conforming Environmental Measures.

22. Article 1704 (8) - French text only:

Delete existing text and replace with:

“Lorsque la partie plaignante est le gouvernement fédéral, elle est réputée avoir un lien direct et substantiel avec une personne donnée si cette personne a subi un préjudice économique, ou s’est vu refuser des avantages, à la suite d’un traitement incompatible avec le présent accord et ce:”

23. Article 1704 (8)(b) - French text only:

Delete existing text and replace with:

“soit parce qu’elle exerce une activité qui constitue un ouvrage. Une entreprise, un secteur d’activité, ou un service relevant du pouvoir de réglementation fédéral.”

24. Annex 1706.1 (3)(a):

Replace reference to "rule 41" with "rule 42".

25. Annex 1706.1 (3)(b):

Replace reference to "rule 47" with "rule 48".

26. Annex 1706.1 (3)(c):

Replace reference to "rule 48" with "rule 49".

27. First Protocol of Amendment, Annex 1706.1 Article 42 - French text only:

Replace "renseignement" with "renseignements".

28. First Protocol of Amendment, Annex 1721 - French text only:

First page and in part 9, Article 27 and 28:

Change "secrétariat" to "Secrétariat".

29. Annex 1801.6A, Chapter Seven - French text only:

Change "main d'oeuvre" to "main-d'oeuvre".

30. Annex 1810.3 Part II 2704.00.10 - French text only:

Change "houilles" to "houille".

31. Annex 1810.3 Part II 27.15 - English text only:

Change "but-backs" to "cut-backs".

32. Annex 1810.3 Part II 2715.00.40 - French text only:

Change "alphaltiques" to "asphaltiques".

34. Upon execution of this protocol the attached document constitute integral parts of the Agreement:

Annex 604.4
Annex 606
Annex 1507.2

IN WITNESS WHEREOF, the undersigned, being duly authorized by their respective Governments, have signed this second Protocol of Amendment to the Agreement on Internal Trade.

Signed at Ottawa,

20th day of February, 1998

Annex 604.4

Local Presence and Residency Requirements

This Annex lists existing measures further to Article 604(4). The Parties recognize that a measure listed in this Annex may be still permissible where it can be demonstrated that the measure conforms with Article 605 (Legitimate Objectives).

Newfoundland

NIL

Nova Scotia

Collection Agencies Act, 1975, c.7, s.1

Consumer Reporting Act, 1973, c.4, s.1

Direct Sellers' Licensing and Regulation Act, R.S.N.S. 1989, c.129

Future Services Act, S.N.S 1990, c.12

Real Estate Brokers' Licensing Act, R.S.N.S. 1989, c.384, s.21

Solemnization of Marriage Act, 56 (1) (d)

Prince Edward Island

Architects Act, R.S.P.E.I. 1988, A-18; Architects Association of Prince Edward Island Bylaws

Consumer Reporting Act, R.S.P.E.I. 1988, C-20

Fish and Game Protection Act, R.S.P.E.I. 1988, F-12; General Regulations

Legal Profession Act, 1992, c.39, R.S.P.E.I. 1988, L-6.1

Maritime Electric Company Limited Act, R.S.P.E.I. 1988, Cap. M-12

Real Estate Trading Act, R.S.P.E.I. 1988, R-2

New Brunswick

Beverage Containers Act, R.S.N.B. 1991, C. B-2.2

Collection Agencies Act, R.S.N.B. 1973, c.C-8

Companies Act, R.S.N.B. 1973, c.C-13

Fish and Wildlife Act, R.S.N.B. 1980, c.F-14.1

Marriage Act, R.S.N.B. 1973, c. M-3, as amended by S.N.B. 1986, c.52; Regulation 85-30

Real Estate Agents Act, R.S.N.B. 1973, c.R-1

Real Estate Agents Act, R.S.N.B. 1973, c.R-1

The Embalmers and Funeral Director's Act, S.N.B. 1978; Regulation 92-705

Quebec

Code de la sécurité routière, L.R.Q., c.C-24.2; Règlement sur les commerçants et les recycleurs, Décret 1693-87 du 4 novembre 1987; Règlement sur les écoles de conduite, Décret 1765-89 du 15 novembre 1989 et modifications

Loi sur la protection de la santé publique, L.R.Q., c.P-35; Règlement d'application de la Loi sur la protection de la santé publique, R.R.Q., 1981, c.P-35, r.1 et modifications

Loi sur la Société des alcools du Québec, L.R.Q., c.S-13

Loi sur le courtage immobilier, L.R.Q., c.C-73.1; Règlement de l'Association des courtiers et agents immobiliers du Québec, Décret 1865-93 du 15 décembre 1993

Loi sur le recouvrement de certaines créances, L.R.Q., c.R-2.2

Loi sur les agences d'investigation ou de sécurité, L.R.Q., c.A-8; Règlement d'application de la Loi sur les agences d'investigation ou de sécurité, R.R.Q., 1981, c.A-8, r.1 et modifications

Loi sur les courses, L.R.Q., c.C-72.1; Règles sur l'élevage du chavel de course du Québec de race Standardbred, Décision du 21 décembre 1983 et modifications

Loi sur les grains, L.R.Q., c.G-1.1; Règlement sur les grains, Décret 1882-83 du septembre 1983 et modifications

Loi sur les intermédiaires de marché, L.R.Q., c.I-15.1; Règlement sur les cabinets modifications multidisciplinaires, Dècret 1020-91 du 17 juillet 1991 et modifications

Loi sur les licences, L.R.Q., c.L-3

Loi sur les loteries, les concours publicitaires et les appareils d'amusement, L.R.Q., c.L-6; Règles appariels d'amusement, R.R.Q., 1981, c.L-6, r.2 et modifications; Règles sur les sur les systèmes de loteries, Décision du 14 décembre 1984 et modifications

Loi sur les pesticides, L.R.Q., c.P-9.3

Loi sur l'utilisation des produits pétroliers, L.R.Q., c.U-1.1; Règlement sur les produits pétroliers, R.R.Q., c.U-1.1, r.1

Ontario

Assignments and Preferences Act, R.S.O. 1990, c.A.33

Business Names Act, R.S.O. 1990, c.B.17; Regulation 121/91

Co-operative Corporations Act, R.S.O. 1990, c.C.35

Corporations Act, R.S.O. 1990, c.C.38; Regulation 181, R.R.O. 1990

Employment Agencies Act, R.S.O. 1990, c.E.13; Regulation 320, R.R.O. 1990

Farm Products Marketing Act, R.S.O.1990, c.F.9; Quota Policy No. 119-1992, Ontario Chicken Producers' Marketing Board

Game and Fish Act, R.S.O. 1990, c.G.1; Regulation 462/93; Regulation 480, R.R.O. 1990; Regulation 497, R.R.O. 1990; Regulation 300/93; Policy No. WM. 3.01.01, issued 1978, Appointment of Hunter Education Program Instructor; Regulation 495, R.R.O. 1990

Gaming Control Act, 1992, S.O. 1992,c.24; Order-in-Council 2688/93

Liquor Control Act, R.S.O.. 1990, c.L.18; Regulation 717, R.R.O. 1990; Regulation 345/92; Liquor Control Board of Ontario Policies and Practices

Livestock Medicines Act, R.S.O. 1990, c.L.23; Regulation 730, R.R.O. 1990

Ontario Casino Corporation Act, S.O. 1993, c.26; Regulation 22/93; Lottery Licensing Policy Manual and Terms and Conditions to Licences

Ontario Lottery Corporation Act, R.S.O. 1990, c.O.25; Ontario Lottery Corporation practice

Public Lands Act, R.S.O. 1990, c.P.43; Policy and Procedure for Small Hydro Power Sites, 1988 Stakes Programs

Wild Rice Harvesting Act, R.S.O. 1990, c.W.7

Manitoba

Fisheries Act (Canada), Chapter F-14; Manitoba Fishery Regulations, 1987; Manitoba Fisheries Policy

The Mortgage Dealers Act, C.C.S.M., c.M210

The Real Estate Brokers Act, C.C.S.M., R20

The Private Vocational Schools Act, R.S.M., c.V70; Manitoba Regulation 182/88

The Wild Rice Act, Chapter W130

The Wildlife Act, Chapter W140; Manitoba Wildlife Regulations; Manitoba Wildlife Policies

Saskatchewan

The Agricultural Implements Act, R.S.S. 1978, c.A-10; The Agricultural Implements Regulations, 1982, R.R.S., c.A-10, Reg 1; The Practices and Polices of the Agricultural Implements Board

The Co-operatives Act, 1989, S.S. 1989-90, c.C-37.2; Private Acts of the Legislature of Saskatchewan establishing corporate bodies; Practice and Policy of the Registrar

The Labour-sponsored Venture Capital Corporations Act, S.S. 1986, c.L-0.2, and tax credit policy; The Labour-sponsored Venture Capital Corporations Regulations, R.R.S., c.L-0.2, Reg 1

The Saskatchewan Land Surveyors Act, S.S. 1978, c.S-27; Bylaws of the Saskatchewan Land Surveyors' Association

The Motor Dealers Act, R.S.S. 1978, c.M-22; The Motor Dealers Regulations, R.R.S., c.M-22, Reg 1; Policies of the Registrar

The Wildlife Act, S.S. 1979, c.W-13.1; The Outfitter and Guide Regulations, 1988, R.R.S. c.R-19.01, Reg 2; The Wild Rice Regulations, R.R.S., c.F-19, Reg 5; The Wildlife Regulations, 1981, R.R.S., c.W-13.1 Reg 1

The Real Estate Brokers Act, 1987, S.S. 1986-87-88, c.R-2.1; The Real Estate Commission policies and bylaws

The Alcohol and Gaming Regulation Act, S.S. 1988-89, c.A-18.01; Saskatchewan Liquor and Gaming Authority Policy

The Interprovincial Lotteries Act, 1984, S.S. 1983-84, c. I-12.01

The Slot Machine Act, R.S.S. 1978, c.S-50

The Saskatchewan Gaming Corporation Act, S.S. 1994, c. S-18.2; Saskatchewan Liquor and Gaming Authority Policy

Alberta

Alberta Government Telephones Reorganization Act, R.S.A. 1980, c.A-23.5, s.4, 6, 11

Cemeteries Act, R.S.A. 1980, c.C-2, Section 47

Charitable Fund Raising Act, c.C-4.5, s.7

Collection Practices Act, R.S.A. 1980, c.C-17, s.10, 12

Government Organization Act

Licensing Trades and Businesses Act, R.S.A. 1980, c.L-13; Direct Selling Business Licensing Regulation, 315/82, s.12; Employment Agency Business Licensing Regulation, 87/89, s.9; Natural Gas Direct Marketing Regulation, 237/95, s.11; Prepaid Contracting Business Licensing Regulation, 314/82, s.11; Retail Home Sales Business Licensing Regulation, 189/82, s.11

Pacific Western Airlines Act, R.S.A. 1980, c.P-0.5, s.13.1

Public Auctions Act, Statutes of Alberta, 1981, c.P-25.1, s.14; Auction Sales Business Licensing Regulations, 210/82

Residential Tenancies Act, R.S.A. 1980, c.R-15.3, s.37.1

Wildlife Act, R.S.A. 1980, c.W-9.1; *Captive Wildlife Regulation*, s.21; *Captive Wildlife (Ministerial) Regulation*; *General Wildlife Regulation*

British Columbia

Cemetery and Funeral Services Act, R.S.B.C. 1989, c.21

Credit Reporting Regulations, B.C. Reg. 564/74, Section 5(2)

Liquor Control and Licensing Act, R.S.B.C. 1979, c.237, Section 16(3)

Real Estate Act Regulations, B.C. Reg. 75/61

Northwest Territories

Real Estate Licensing Act

Yukon

Financial Administration Act, R.S.Y 1986; *Contract Regulations*, O.I.C. 1992/111, s.51(2); *Contracting Directive*, 1995, Part IV, s.40(g)

Fisheries Act, R.S.C 1985, c.F-14

Freshwater Fisheries Agreement Act, R.S.Y. 1989-90, c.4; *Yukon Territory Fishery Regulations*, C.R.C., 1978, c.854; *Canada-Yukon Freshwater Fisheries Agreement*, 1989

Motor Transport Act, R.S.Y. 1988, c.18, ss.33, 39(1); *Policy and Procedures for Minimum Conditions of License*, 1993, amended 1994

Notaries Act

Real Estate Agents Act, Regulation O.I.C. 1977/158, 1984/157

Wildlife Act, R.S.Y. 1986, c.178; *Trapping Regulations*, O.I.C. 1982/283; *Interim Fur Farming Policy*

Canada

NIL

Annex 606

Extra-provincial Corporate Registration and Reporting Requirements

Purpose

1. The purpose of this Annex is to reconcile extra-provincial corporate registration and reporting requirements for corporations incorporated under the law of any Party.
2. In order to achieve the purpose of this Annex the Parties shall:
 - a) collect and make available to each other corporate information; and
 - b) cooperate and coordinate other measures relating to extra-provincial corporations

as provided for in this Annex.

Standard Statement of Registration

3. The Parties shall adopt a Standard Statement of Registration for use by corporations for the purposes of filing for extra-provincial registration with a Province.
4. Each Party shall put in place appropriate arrangements to enable its corporations, if the corporations so wish, to apply to register extra-provincially to operate in any other Province or Provinces by filing the Standard Statement of Registration.
5. Each Province shall accept filings for registration from corporations in the form of the Standard Statement of Registration.
6. The Standard Statement of Registration shall contain the following information:
 - a) name of corporation;
 - b) jurisdiction of incorporation or continuance, and
 - c) one of:
 - I) address for service in the registering province, or
 - II) name and address of agent for service,if required.

Change Reporting

7. Each Party shall ensure that the following information is available to all Provinces in which a corporation is registered as an extra-provincial corporation:
 - a) a proposed or actual change of name (with name availability documents, if required);

- b) a cessation of existence;
- c) a decision or application to dissolve or be dissolved, or to wind up or be wound up; or
- d) an amalgamation or continuance (including an “export” continuance from the incorporating jurisdiction to another jurisdiction).

Annual Reports

8. Each Party shall ensure that the information contained in the annual report submitted by any corporation which it incorporates is available to all Provinces in which that corporation is registered as an extra-provincial corporation.

9. Each Province shall accept the annual report (and the information contained therein) submitted by an extra-provincial corporation to that corporation’s incorporating jurisdiction as meeting its own requirements for an annual report from that corporation.

10. The annual report required by each Party shall identify all Provinces in which the corporation is registered as an extra-provincial corporation.

11. Each Province shall accept the date upon which an extra-provincial corporation must file an annual report with that corporation’s incorporating jurisdiction as the annual report filing date for its own extra-provincial reporting purposes.

12. Each Province retains the right to impose its own penalties on extra-provincial corporations for failure to file an annual report in conformity with the requirements of this Annex.

Additional Information Requirements

13. Provinces reserve the right to require corporations to submit information in addition to that specified in paragraphs 6, 7 and 9 in order to complete the processes referred to in those paragraphs.

Fees

14. Each Party retains the right to levy fees in respect of registration and renewal of registration of extra-provincial corporations.

15. The Parties shall incorporate in the arrangements for electronic communication of information under paragraph 20, arrangements to streamline the collection and distribution of fees.

Agent for Service

16. A Province may require an agent for service if the corporation does not have a presence within the province upon which legal service can be made.

Language

17. Each Party may require that information for registration, change reporting and annual reporting be submitted in either or both official languages.

Names

18. Nothing in this Annex affects the name granting authority of any Party and corporations maintain all rights associated with the name or names granted them under such authority.

19. Corporations are responsible for meeting all requirements related to name approval in any jurisdiction in which they operate or may plan to operate.

Communication of Information

20. The Parties shall put in place arrangements to ensure that the information stipulated in paragraphs 6, 7, 9 and 10 is communicated electronically. The Parties shall also include, as practicable, in such arrangements means to collect and communicate the information referred to in paragraph 13.

Review

21. The Parties shall review biennially the operation, scope and coverage of this Annex for the purpose of enhancing cooperation and trade liberalization.

Implementation

22. The arrangements to ensure electronic communication of information as specified in paragraph 20 shall be fully operational by July 1, 1999, subject to the following:

- a) should technical complications make compliance with the above date impossible, the Committee on Internal Trade will be informed at the earliest possible time so that it may take appropriate action; and
- b) should commencement of electronic communication of information among some or all Parties become feasible at an earlier date or dates, such Parties may implement this Annex at such earlier date or dates.

Definitions

23. In this Annex,

agent for service means, with reference to an extra-provincial corporation, the person authorized to accept service of documents on behalf of the corporation.

continuance means the process that allows a corporation to apply to be governed by the laws of another jurisdiction as if it had been incorporated under the laws of that other jurisdiction.

incorporating jurisdiction means the Party under whose laws a company has been incorporated.

Annex 1507.2

Non-Conforming Environmental Measures

Alberta

Beverage Container Recycling Regulation (AR 128/93) section 2.1, relating to an exemption to Alberta beer manufacturers from the regulation.